

Bylaws - Pages 12-26

Original page numbers may change as amendments are written with strike throughs included

ARTICLE VI OFFICERS

Section 1: Officers of the Board: The Officers of the Board (“the Officers”) shall consist of a President, a Vice-President, a Treasurer, a Secretary and a Parliamentarian. These Officers shall be elected by the Board as provided below, and all must be *elected* members of the Board. ~~An appointed member of the board can be elected as an Officer should no elected member choose to be nominated for a specific Officer position or no elected member is elected by a majority vote of the board for a specific Officer position. The Youth member and Alternate members cannot serve as an Officer of the Board.~~

Section 2: Duties and Powers

- A. **President.** The President shall be the principal officer of the Neighborhood Council, shall be the presiding officer at meetings of the Neighborhood Council and shall exercise and perform such other duties as the Neighborhood Council may assign from time to time ~~or as the Bylaws may prescribe.~~ **prescribed in the Bylaws, Standing Rules and designated by EmpowerLA.**
- B. **Vice-President.** The Vice-President shall act as a presiding officer in the absence of the President. In case of vacancy in the office of President, or in the case of the President's unavailability due to sickness, disability, death or resignation, the Vice-President shall perform the duties of the President and when so acting shall have all the powers and perform such other duties ~~as the Board of Directors or the Bylaws and Standing Rules and EmpowerLA may prescribe.~~ **The Vice-President shall be responsible for the oversight and compliance of all the Standing Committees designated by the Board of the WHWCNC.**
- C. **Treasurer.** The Treasurer shall ~~keep the books and~~ maintain the **financial records**, or cause to be kept and maintained, adequate and correct ~~financial records books and records~~ of the Neighborhood Council's financial transactions. ~~The books and financial records, including books of accounts, shall be open to inspection by any stakeholder and Representative or Stakeholders of the Neighborhood Council at all reasonable times. All books of accounts financial records shall be kept in accordance with Article IX of these Bylaws. In the absence of both the President and Vice-President, the presiding officer for that board meetings and executive committee meetings shall be the Treasurer.~~

Secretary. The Secretary shall ~~keep record, write and post~~ the minutes of the Neighborhood Council; ~~board meetings, special board meetings and Executive Committee Meetings see that all notices are given in accordance with the provisions of these Bylaws;~~ **The Secretary shall be the** custodian of the Neighborhood Council's non-financial records; and perform all other duties as **prescribed in the Bylaws, Standing Rule and EmpowerLA, as requested by the President and/or the Board.** The Secretary shall ~~keep the Bylaws and Standing Rules up to date and~~ shall keep an official list of all Representatives, Alternates, and Committee Members terms, **meeting attendance** and keep a register of the **physical**

addresses, electric addresses ~~(including electronic address, if applicable)~~ and telephone numbers of each

- D. Representative and Alternate. **The Secretary shall be present when the meeting is called to order and remain present until the meeting is adjourned.**

The Board shall appoint **by a majority vote of board members present and voting a board member** Assistant Secretary who shall assist the Secretary, **at the request of the Secretary**, with all duties and act in his or her absence **at board meetings, special board meetings and at Executive Committee meetings.** When the Assistant Secretary is acting as the Secretary the Assistant Secretary shall be present when the meeting is called to order, remain present until the meeting is adjourned and record and write the minutes of that meeting.

- E. **Parliamentarian.** The Parliamentarian shall ensure that the ~~Neighborhood Council's WHWCNC meetings are in compliance with the Bylaws, Standing Rules, WHWCNC Code of Civility, EmpowerLA Code of Conduct and all other City, State and Federal rules and regulations.~~ **follow Robert's Rules of Order or such other rules as the Board adopts (insofar as such rules are not inconsistent with these Bylaws or with the law).** The Parliamentarian shall ensure the meetings are undertaken in an expeditious manner and shall be the timekeeper, ensuring that all speakers speak within the **publicly required** noticed time frames. **The Parliamentarian shall ensure the members abide by all rules to ensure that our NC's business is conducted in a respectful and courteous manner and in a manner that will generate respect and credibility for our WHWCNC.**

Section 3: Selection ~~Election~~ of Officers of the Board

- ~~A. Following any annual election and prior to the start of new terms, a Transition Caucus will be convened composed of newly elected Representative-Elects and Alternate Representative-Elects for the purpose of nominating and accepting nominations of candidates for officer positions. The Transition Caucus shall include one person from each of the seven (7) areas, plus the elected ASR. Final selection of Transition Caucus members will be at the discretion of the President whose term is ending.~~
- ~~B. Officers shall be elected from the annual Transition Caucus nominations. In the event that a newly elected Representative is removed from office due to a successful election challenge and the margin of victory for any given officer is close, the Transition Caucus may reconvene to re-vote for the affected officer positions.~~
- A. **After the Election, and the election results are certified by the City Clerk, the Officers shall be elected from the twenty-one (21) elected area representatives and the one (1) elected ALSR member by a majority of voting board members present and voting the meeting.**
An appointed member of the (21) member board can be elected as an Officer should no elected member choose to be nominated for a specific Officer position or no elected member is elected by a majority vote of the board for a specific Officer position.

The Officer's shall be nominated and elected at a board meeting where the Officer Election is placed on the Board Meeting Agenda, within sixty (60) days of the certification of the election or as required by EmpowerLA or the City Clerk.

The Youth Member shall not be an Officer but can vote in the election. An Alternate Area Representative shall not be an Officer and cannot vote in the election.

Officers shall be nominated by a one of the twenty one (21) Area Representatives and the one (1) ALSR. The nominee must accept the nomination.

- C. If there are more than two (2) candidates for an office and none receives a majority vote on the first election, a run-off election shall be held immediately between the two (2) candidates receiving the highest number of votes.

Section 4: Officer Terms: No President or Vice-President shall serve more than two (2) consecutive two (2) year terms in that office unless this provision is waived by a two-thirds (2/3) vote of the Board members present and voting.

In the event of a permanent vacancy in the office of President, the Vice-President shall become the President for the remainder of the President's term. In the event of a permanent vacancy in the office of the Vice-President, Treasurer or Secretary, the presiding officer shall entertain nominations from the Board for a replacement who shall be seated after approval by a majority of the Board of Directors present and voting. The replacement shall serve for the remainder of the term of the office being filled.

Section 5: Removal of Officers: ~~Any Board Member who desires to remove an officer shall present it to the Board and it shall be placed on the agenda at two consecutive regular Board meetings. Removal shall take place only upon two consecutive full council meetings, both which have two-thirds votes (voting must be by roll call) supporting removal before the Officer is removed. The individual subject to removal shall be permitted to vote.~~

Pursuant to the Board of Neighborhood Commissioners (BONC) Uniform Policy for Board Member Removal, Bylaws Article V – Governing Board
Section 8: Removal of Governing Board Members and Alternates

**ARTICLE VII
COMMITTEES AND THEIR DUTIES**

Section 1: ~~**Standing Committees:** All Neighborhood Council committees, subcommittees and/or ad hoc committees shall be elected, selected, or appointed in a manner to be determined by the Board, as the need arises.~~

Standing Committees: meet once or twice a month ~~on a regular basis~~ at a specific day and time and are publicly noticed (72) hours in advance of the committee meeting. Standing Committees must be compliant with the Brown Act, Bylaws, Standing Rules, Codes of Conduct and EmpowerLA rules and procedures.

The Budget Committee and the Executive Committee meet as required.

Section 2: ~~**Sub-Committees:** A Subcommittee is comprised of (5) or less board members and is established for a specific purpose until it either fulfills its assigned task and is terminated, or there is another change in status.~~ ~~We don't need sub committees.~~

Section 2: ~~**Ad Hoc Committees:** See Section 1. An Ad hoc committee is established for a specific purpose until it either fulfills its assigned task and is terminated, or there is another change in status.~~ An Ad Hoc Committee that includes non-board member stakeholders shall **must** be agendized and noticed in keeping with the Brown Act **(72) hour posting requirement.**

Section 3: ~~**Committee Creation and Authorization:** With the concurrence of the other Officers the President and Vice President shall create standing committees, and ad hoc committees and assign committee members.~~
~~Committees established or disbanded shall be noted in the minutes by the Secretary and provide for the manner of approving members for each committee.~~
All members of the board must serve on and regularly attend at least one Standing Committee.
Each committee may include non-elected Stakeholders.
~~Committees established or disbanded shall be noted in the minutes by the Secretary. The Board, by a majority vote of board members present and voting may authorize or terminate one (1) or more committees and provide for the manner of approving members for each committee.~~

Section 4: ~~**Term of Office:** Each committee member of a standing committee, subcommittee and/or ad hoc committee shall continue until a successor is appointed by the President and Vice President with concurrence of the other Officers Neighborhood Council, unless or until the standing committee, subcommittee and/or ad hoc committee is terminated.~~

1. ~~or the~~ **A committee member is shall be removed by the President and Vice President with concurrence of the Officers from a specific committee, subcommittee or ad hoc committee by committee member resignation or pursuant to same removal procedure as is set forth in Article V. or for non-compliance of rules and regulations as defined in the Bylaws, Standing Rules and all other rules and regulations of the City and EmpowerLA..**

- A. **Committee Chairperson:** With the concurrence of the other Officers of the Neighborhood Council, the President shall designate a person to serve as a Chairperson for each Neighborhood Council committee, ~~subcommittee and/or~~ and ad hoc committee.
- B. **Vacancies:** Vacancies on any standing committee, ~~subcommittee~~ and/or ad hoc committee may be filled by appointment made by the Committee Chairperson with the concurrence of the **President and Vice President** ~~Officers~~ of the Neighborhood Council.

ARTICLE VIII MEETINGS

The Neighborhood Council shall abide by all California statutes relative to public meetings and public records. All public meetings, as defined by the Ralph M. Brown Act (the "Act" or "The Brown Act"), shall be noticed and conducted in accordance with the Act and the Neighborhood Council Agenda Posting Policy. All meetings, as defined by the Act, are open and public, and shall permit, to the extent feasible, all Stakeholders to participate in the conduct of business, deliberation and decision-making.

Section 1: Meeting Time and Place: Any public meetings shall be held within the Neighborhood Council boundaries at a location, date and time set by the Board or a committee chair. A calendar of ~~regular~~ meetings shall be established by the Board at ~~its first regular board meeting of each calendar year~~ **the beginning of each fiscal year.**

- A. **Special Meetings:** A special meeting ~~of the Board~~ may be called on an emergency basis or on time-sensitive issues by the President, ~~and/or~~ the Vice-President, ~~or a majority of the elected Representatives,~~ **of the Board** by delivering written notice to each member of the Board and in accordance with the Brown Act and these Bylaws. Such notice ~~may be given either personally or by mail, but~~ **per the Brown Act**, must be received **and posted** at least twenty-four (24) hours before the time set for the special meeting. The notice shall specify the time and place of the special meeting, the business to be transacted **and posted to ENS, the WHNCNC website and at the physical posting location.** A special meeting must be scheduled for a day and time different from when the regular meeting would have been held. A Chair of a Committee can also call a special meeting. However, special meetings may not be a safety net for not posting agendas (72) hours in advance of meetings.
- B. **Adjourned Meetings:** ~~All meetings may be adjourned or suspended to another specified time, place and date, but not beyond the meeting. A majority of the Board present, whether or not constituting a quorum, may adjourn any a meeting. A copy of the notice of adjournment shall be conspicuously posted on or near the door of the place where the regular, adjourned regular, special or adjourned time and place meeting was held, within twenty-four (24) hours after the time of adjournment. When a regular or adjourned regular meeting is adjourned as provided herein, the resulting adjourned regular meeting shall be a regular meeting for all purposes. When an order of adjournment of any meeting fails to state the hour at which the adjourned meeting is to be held, it shall be held at the hour specified for the regular meetings.~~
The presiding officer shall adjourn the meeting after all items listed on the agenda have been discussed and an action taken. At Board Meetings and Committee Meetings members shall not leave the meeting until the presiding officer has declared the meeting adjourned as a meeting must be immediately adjourned if there is a lack of a quorum of present and voting members. Neighborhood Councils may not hold closed sessions.

Section 2: Agenda Setting: The President shall set the agenda for each Council **Board** meeting.

- A. No items may be added to the Agenda once it is posted. No action or discussion shall be undertaken of any item not appearing on the Agenda, except in response to comments or questions made during Public Comment(s), in which case such responses shall be brief. Neighborhood Council Representatives will be permitted to make brief announcements or a brief report on his/her activities, or make a request of any City staff or other resource present for factual information or request City staff to report back a subsequent meeting concerning any matter, or take action to have a matter of business placed on a future agenda, or any other action or discussion permitted by the **Brown Act**.
- B. **Minutes.** Within ten (10) business days following approval of the minutes of ~~regular~~ Neighborhood Council meetings, or as the Board ~~of Directors~~ otherwise directs, minutes of the meeting shall be posted on the Neighborhood Council web site ~~and/or sent by mail, fax or electronic mail to all Board of Directors and such others in the community as the Neighborhood Council directs.~~

Section 3: Notifications/Postings: At a minimum, meeting notices shall be posted in compliance with the Ralph M. Brown Act, **on ENS, on the WHWCNC website** and in compliance with ~~City of Los Angeles Neighborhood Council~~ **all-EmpowerLA** posting policies. An updated listing of the WHWCNC physical posting location/s shall be kept on file with the Neighborhood Council Secretary, **EmpowerLA and stated in writing on meeting agendas.**

Section 4: Reconsideration: The Board may reconsider a motion previously brought to a vote. A motion **to reconsider** ~~may only be made only from~~ **must be made by** a member who voted ~~for~~ **on** the prevailing side. The motion **to reconsider** ~~can only be brought~~ **can be requested** at the meeting in which the motion was made or at the following meeting. The motion to **reconsider** cannot be tabled **and must be voted on. If the motion to reconsider is approved by a majority vote of the members present and voting, the item for reconsideration will be placed on the agenda of the next scheduled meeting.** ~~The Rules for Reconsideration must be followed as defined in "Robert's Rules of Order".~~

ARTICLE IX

~~FINANCES~~ NEIGHBORHOOD COUNCIL FUNDING

This section has been revised to reflect the current funding procedures as required by the Office of the City Clerk

In addition to the responsibilities described and contained in these Bylaws, the Treasurer shall be the custodian of the funds of the Neighborhood Council. The Treasurer shall cooperate fully with the Department and City Clerk Funding Program in matters related to the Neighborhood Council funding, financial affairs and accounting procedures, and shall allow Department and City Clerk Funding staff access to the accounting records of the Neighborhood Council.

In addition, the Treasurer shall be responsible for ensuring the following:

Monthly Expense Report (MER)

The MER will be provided monthly and will include all documents required by the office of the City Clerk.

Financial Records: The Treasurer will set up and maintain an appropriate record keeping system for the Neighborhood Council. Documents to be used for purposes of accounting and financial control may be reviewed by the Board, stakeholders, Empower LA and the Office of the City Clerk.

Budget: The Treasurer shall keep the computerized and any required paper financial records of the budget of the Neighborhood Council. Budget Committee Meetings will be held no less than quarterly to re-allocate the funds of the WHWCNC. The Budget financial records will, at a minimum, consist of receipts, expenses and disbursements which will show the beginning balance, the kinds and amounts of expenses paid daily, and the running balance of each funded category. NC funds will be duly accounted for under categories/line items as defined by the Office of the City Clerk and further defined and approved by a vote of the Board.

Disbursements: All disbursements shall be paid by the WHWCNC credit card or by check. The Treasurer and President of the Board shall be the first and second signers. Check payments approved by a vote of the Board are requested by the Treasurer and dispersed by the Office of the City Clerk.

Neighborhood Council Funds: All WHWCNC receipts of funds are deposited intact into their respective bank accounts by the Office of the City Clerk.

Financial Reporting: The Treasurer shall prepare and submit the financial documents of the Neighborhood Council to the Department/Office of the City Clerk according to their requirements and the requirements of the City of Los Angeles.

Annual Report: The Treasurer shall provide to the Neighborhood Council Board within sixty (60) days after the close of its fiscal year, a report containing the WHWCNC audit of the prior fiscal year, as determined and reported by the Office of the City Clerk.

ARTICLE IX FINANCES

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Page 18

~~In addition, the Treasurer shall be responsible for ensuring the following:~~

~~**Bank Reconciliation:** Each fund or account will be reconciled monthly with bank statements.~~

~~**Bookkeeping:** The Treasurer will set up and maintain an appropriate bookkeeping system for the Neighborhood Council. Documents to be used for purposes of accounting and financial control may be reviewed by the Chief Accounting Employee of Department.~~

~~**Books of Accounts:** The Treasurer shall keep the books of accounts of the Neighborhood Council. The books of accounts will, at a minimum, consist of Cash Receipts and Disbursements Ledgers which will show the beginning cash balance, the kinds and amounts of expenses paid from day to day, and the running balance of each fund. Each type of fund will be duly accounted for under separate ledgers.~~

~~**Disbursements:** All disbursements should be approved by the President of the Officers of the Neighborhood Council. All disbursements shall be paid by check. Checks drawn shall be signed by the President of the Officers and countersigned by the Treasurer of the Neighborhood Council.~~

~~**Receipts:** All receipts of funds and/or grants should be deposited intact into their respective bank accounts.~~

~~**Financial Reporting:** The Treasurer shall prepare and submit the accounting statements of the Neighborhood Council to Department according to their requirements and the requirements of the City of Los Angeles.~~

~~**Annual Report:** The Board shall provide to the Neighborhood Council within one hundred and twenty (120) days after the close of its fiscal year, a report containing the following information in reasonable detail:~~

~~A. The assets and liabilities, including the trust funds, of the Neighborhood Council fiscal year; as of the end of the fiscal year;~~

~~Woodland Hills Warner Center NC – Bylaws Approved 11/24/2020-17~~

~~B. The principal changes in assets and liabilities, including trust funds, during the fiscal year;~~

~~C. The revenue or receipts of the Neighborhood Council, for both general and restricted purposes, for the fiscal year;~~

~~D. The expense disbursements of the Neighborhood Council, for, both unrestricted and restricted to particular purposes during the fiscal year.~~

Also page 18

ARTICLE X ELECTIONS

- Section 1: Administration of Election:** The Neighborhood Council's election will be conducted pursuant to any and all City, **EmpowerLA and City Clerk** ordinances, policies and procedures pertaining to Neighborhood Council elections.
- Section 2: Governing Board Structure and Voting:** The number of Board seats, the eligibility requirements for holding any specific Board seats, and which Stakeholders may vote for the Board seats are noted in Attachment B.
- Section 3: Minimum Voting Age:** Except with respect to a Youth Board Seat, a stakeholder must be at least 16 years of age on the day of the election or selection to be eligible to vote. [See Admin. Code §§ 22.814(a) and 22.814(c)]
- Section 4: Method of Verifying Stakeholder Status:** **Candidates** and Voters will verify their Stakeholder status by providing acceptable documentation **submitted and verified by the office of the City Clerk.**
- Section 5: Restrictions on Candidates Running for Multiple Seats:** A candidate shall declare their candidacy for no more than one (1) position on the Council Board during a single election cycle.
- Section 6: Other Election Related Language**
- A. **Alternates:** For each area, one (1) Alternate **Area** Representative shall be selected pursuant to the Elections Rules and Procedures. The Alternate Representative must attend all Board meetings of the Neighborhood Council. The Alternate Representative shall be a voting member of the Neighborhood Council at any Neighborhood Council Board meeting ~~from which~~ **where the corresponding Area** Representative is absent.
- If an **Area** Representative resigns or is removed from office, the **corresponding** Alternate Representative shall become the Representative for **that area** for the remainder of the Representative's elected term.
- B. **Selection of Representative and Alternates:** The person receiving the highest number of votes in an election of RSRs, BSRs, **CBOSR** and **ALSRs**, shall serve as the Representatives for the new term. The person receiving the second highest number of votes in each election shall become the Alternate Representative for the new term, providing he or she accepts. The term of the Alternate Representative shall be concurrent with that of the Representative.

ARTICLE XI GRIEVANCE PROCESS

- 1) **Eligibility to Grieve.** The Neighborhood Council grievance review process will be conducted pursuant to ~~any and all~~ City ordinances, policies and procedures pertaining to Neighborhood Council grievances. The Neighborhood Council ~~Representatives shall resolve the complaint or take appropriate action and advise the complainant of the outcome as advised by EmpowerLA.~~ This formal grievance process is not intended to apply to Stakeholders who simply disagree with a position or action taken by the Board. Those grievances can be aired at Neighborhood Council meetings. This grievance process is intended to address matters involving procedural disputes, e.g., the Board's failure to comply with the Neighborhood Council Standing Rules or these Bylaws.
- 2) **Filing a Grievance.** Board members and stakeholders shall visit the EmpowerLA Grievance Policy website page and portal for instructions for filing a grievance or contact EmpowerLA at 213-978-1551.
- 3) **Complaint Receipt.** ~~Within ten (10) working days of receipt of the complaint from the Department, the Executive Committee of the Neighborhood Council shall arrange with the petitioner for a mutually acceptable place, day and hour for a review of the complaint, and will, in writing, within two regularly scheduled full Board meetings, recommend a resolution of the grievance to the Board.~~

ARTICLE XII PARLIAMENTARY AUTHORITY

The Board shall meet regularly, as prescribed in Bylaws and the Standing Rules. All Neighborhood Council meetings, including General Meetings, Executive Committee Meetings and Committee meetings, shall be governed by the Brown Act, the Bylaws, the Standing Rules, the Codes of Conduct and all other such other rules as the Neighborhood Council Board and EmpowerLA adopts, insofar as such rules are not inconsistent with ~~these Bylaws or with~~ city, state and federal laws.

ARTICLE XIII AMENDMENTS

This paragraph as was amended as follows at the November 10, 2021 board meeting.

Bylaws, Page 18: ARTICLE XIII – AMENDMENTS, approved by a vote of the board on November 10, 2021:

Requests for amendments, changes, additions and/or deletions to the Bylaws or Standing Rules may be proposed by a member of Board. All proposed amendment(s) reviewed by the Governance Committee for analysis and recommendation(s) shall be submitted to the Board. The proposed amendments will be placed on the agenda for public discussion at any scheduled regular Neighborhood Council Board meeting. A recommendation for amendment, change(s), addition(s) and/or deletion(s) of the Bylaws or Standing Rules requires a majority vote of the Board members present and voting. Thereafter, and within fourteen (14) days after a vote recommending amendment, change(s), addition(s) and/or deletion(s) to the Bylaws, a Bylaw Amendment Application shall be submitted to EmpowerLA in accordance with all rules and regulations.

~~Amendments, changes, additions and/or deletions to these Bylaws or Standing Rules may be proposed by the Board, by Stakeholder(s) or a Neighborhood Council Committee. This may be done during the public comment period or set as an agenda item for a regular Neighborhood Council meeting. A proposal to amend, however, must then be formalized in writing and filed with the Secretary. All proposed~~

~~amendment(s) will be reviewed by the Governance Committee for analysis and recommendation(s) shall be reported to the Board. The proposed amendments will be placed on the agenda for public discussion at the next two (2) consecutive scheduled Neighborhood Council meetings.~~

~~A recommendation for amendment, change(s), addition(s) and/or deletion(s) of these Bylaws or Standing Rules requires an affirmative vote of two-thirds (2/3) of the full 23 member Board. Thereafter, and within fourteen (14) days after a vote recommending amendment, change(s), addition(s) and/or deletion(s) to the Bylaws, a Bylaw Amendment Application shall be submitted to the Department for review and approval by the Department all in accordance with the Plan.~~

Page 20

ARTICLE XIV COMPLIANCE

All Neighborhood Council Representatives, Alternates, Officers, and any others within the scope of the applicable law, shall abide by all Federal, State and Local laws, including the standards adopted by the Los Angeles Ethics Commission, as a minimum ethical standard. The Neighborhood Council shall adopt as Bylaws, ~~and Standing Rules~~ **and Codes of Conduct** as a pledge and methodology for Neighborhood Council Representatives, Alternates, Officers, and other affected persons, regarding obeying the law and achieving high standards of conduct, including, but not limited to, fair and open procedures for conducting business and financial accountability of Neighborhood Council funds.

Section 1: Code of Civility: The Neighborhood Council, its representatives, and all stakeholders shall conduct all Neighborhood Council business in a civil, professional and respectful manner. Board members will abide by both the Commission's Neighborhood Council Board Member Code of Conduct Policy and the Neighborhood Council's Code of Civility Policy.

Section 2: Training: ~~All board members must take ethics and funding training prior to making motions and voting on funding related matters~~

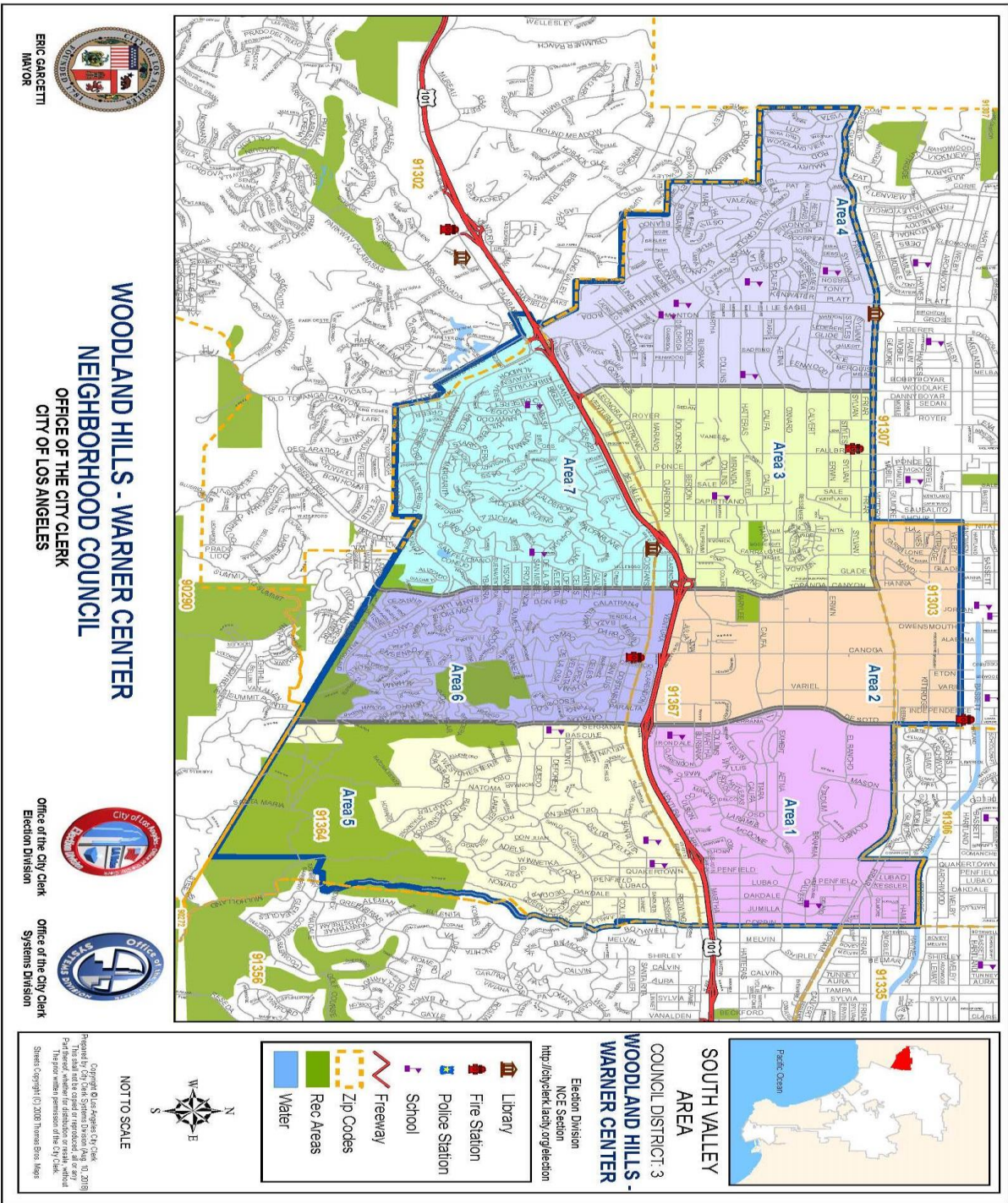
Per EmpowerLA - Neighborhood Council (NC) Board Members, both elected and appointed, are required to complete 4 trainings in order to vote on issues that come before the council: Ethics, Funding, Code of Conduct, and the Anti-Bias Learning for Employees (ABLE) Training.

Section 3: Self-Assessment: Every year, the Neighborhood Council shall conduct a self-assessment pursuant to Article VI, Section 1 of the Plan and as defined by EmpowerLA.

Page 21

ATTACHMENT B – Governing Board Structure and Voting
Woodland Hills-Warner Center Neighborhood Council – Can't be changed
(even number seats and At-Large seat up for election in 2016)

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Residential Representative of Areas 1 - 7 Term: 4 Years	7	Elected	Stakeholder who is at least 18 years old; whose primary residence is located within the physical boundaries of each respective area.	Stakeholder who is at least 16 years old at the time of the election and lives, works, owns a business, or is a member or participates in a community organization within the area.
Business Representative of Areas 1 – 7 Term: 4 Years	7	Elected	Stakeholder who is at least 18 years old, who owns a business or rental property or is employed by a business that is located within the physical boundaries of each respective area.	Stakeholder who is at least 16 years old at the time of the election and lives, works, owns a business, or is a member or participates in a community organization within the area.
Community Organization Representative of Areas 1 – 7 Term: 4 Years	7	Elected	A person who is at least 18 years old and is a member of, or regularly participates in the activities of a community organization that is located within the physical boundaries of each respective area.	Stakeholder who is at least 16 years old at the time of the election and lives, works, owns a business, or is a member or participates in a community organization within the area.
At-Large Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years old at the time of the election and who lives, works, or own real property in the neighborhood and also those who declare a stake in the neighborhood as a community interest stakeholder, defined as a person who is a member of or participates in a Community Organization within the Neighborhood Council's boundaries and who may be in a community organization such as, but not limited to, educational, non-profit and/or religious organizations.	Stakeholder who is at least 16 years old at the time of the election and who lives, works, or own real property in the neighborhood and also those who declare a stake in the neighborhood as a community interest stakeholder, defined as a person who is a member of or participates in a Community Organization within the Neighborhood Council's boundaries and who may be in a community organization such as, but not limited to, educational, non-profit and/or religious organizations.



Attachment A – Map of the seven areas of the Woodland Hills Warner Center Neighborhood Council
Can't be changed

ATTACHMENT C – GLOSSARY DEFINITIONS

1. Absence - Failure to be present at a called **scheduled** meeting, **where you are a voting member**.
2. Acceptable Documentation - Documentation acceptable through the City of Los Angeles. Examples: driver's license, passport, etc.
3. Adjourned - End of doing business of a meeting.
4. Administration of Elections - Department of Neighborhood Empowerment **and City Clerk** election procedures.
5. Agenda - A list of items to be addressed at a meeting per Brown Act Requirements.
6. Alternate - The runner up who has the highest vote count, regardless of stakeholder category, for that area.
7. Amendment - A parliamentary procedure for any alteration made to a motion.
8. Area - The Neighborhood Council is divided into seven (7) sections, which are called "Areas." Each Area has three (3) elected Representatives and one alternate representative. Please see Attachment "A"
9. Board - Those elected **and appointed** members who comprise the Board of Directors ("The Board").
10. Board Meetings (~~Regular~~) - A standing monthly meeting of the **full board** Neighborhood Council as defined by the Bylaws (Article VIII).
11. ~~Board~~ Meeting (Special) - A meeting which requires twenty-four (24) hours notice in advance in special circumstance(s) as defined by the Bylaws (Article VIII.).
12. Bylaws - A set of regulations addressing the operations and governance of the WHWCNC.
13. Censure - An act of condemnation of an act or behavior as deemed unacceptable by the NC (Please see Article V, Section 8.).
14. Chairperson - The appointed leader of a **standing** committee or **ad hoc committee**
15. Committee (Ad Hoc) - A ~~Special~~ Committee for a limited purpose (temporary).**that may contain both board members and stakeholders** (Article VII).
16. Committee (Executive)- The officers of the WHWCNC. (Article VII).
17. Committee (Standing) - A ~~permanent~~ committee that meets **on a regular basis on a specific day and time** as defined by the Bylaws (Article VII).
18. ~~Committee (Sub) - A temporary committee of less than (5) board members who carries out specific actions~~ **for a single purpose** (Article VII).
19. Complaint - A formal objection (in writing) in the course of the operation of the NC referencing a specific action or actions.
20. D.O.N.E. - "Department of Neighborhood Empowerment" - The City's department overseeing the NC. Also referred to as "the Department" or "The City".
21. Duties - The required actions of the NC Members as defined by the Bylaws and **Standing Rules**
22. Election Certification - D.O.N.E.'s and the City Clerk system of validating election results.
23. General Meeting - A monthly scheduled meeting of the WHWCNC.
24. Grievance - A dispute involving procedural matters. (Please see Article XI.)
25. Motion - Sets forth a specific request for action by the WHWCNC.
26. WHWCNC - "Woodland Hills Warner Center Neighborhood Council."
27. NC - "Neighborhood Council."
28. Neighborhood Council Property - All nonexpendable items paid for with City funds.
29. Officer/Officers of the Board - Please see Article VI, § 1.
30. President - please see Article VI §2A.
31. Quorum - ~~Fifty Percent (50%) plus 1 of the membership of the Board or committee in order to transact business.~~ **(12) members of the board present and voting at full board meetings.**
32. ~~Recall - Removal of a member of the Board for the causes stated in the Bylaws (please see Article V §9D4).~~
33. Removal - Disqualification of a Board Member or Alternate for the reasons and through the procedures delineated in the Bylaws.
34. Representative - The person (either elected or appointed) to fill a position in one of the seven Areas or at the At-Large position.

35. Stakeholder - Those individuals who live, work, or own property in the neighborhood as well as those who declare a stake in the neighborhood and affirm the factual basis for it, as determined by The Department.
- ~~36. Standing Committee - A committee established by the Board which holds regular meetings for a purpose as defined by the Board.~~
37. Standing Rules - Non-legislative, operating procedures.
38. Vacancy(s) - An open seat on the Board or a committee.
39. Vice-President - Please see Article VI §2B.