



South Robertson Neighborhoods Council Bylaws

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Article I: Name

The name of this Neighborhood Council shall be the South Robertson Neighborhoods Council (“Council”), also known as SORO NC.

Article II: Purpose

Principles of Governance. The purpose of the Council is to participate as a body per City Charter on issues concerning our neighborhood and regarding the governance of the City of Los Angeles (“City”) in a transparent, inclusive, collaborative, accountable and viable manner.

A. The **MISSION** of the Council is:

1. To provide an inclusive and open forum for public discussion of issues of interest to the Council, including City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City-wide nature;
2. To advise the City on issues of interest to the Council, including City governance, the needs of the Council and its representative areas, the delivery of City services to the Council area, and other matters of a City-wide nature;
3. To initiate, execute and support projects for the physical, social and cultural improvement of the Council area; and
4. To facilitate communication between the City and Community Stakeholders on issues of concern to the community and/or the Stakeholders.

B. The **POLICY** of the Council is:

1. To respect the diversity, dignity, and expression of views of all individuals, groups, and organizations within the community and/or involved in the Council;
2. To remain non-partisan with respect to political party affiliation and inclusive in our operations including, but not limited to, the process of electing or selecting the Board of Directors, Officers, and committee members, as hereinafter set forth;
3. To utilize the Early Notification System (ENS) and other appropriate means to inform the Council and Community Stakeholders of matters involving the City and our community in a way that is tailored to provide opportunities for involvement in the decision-making process;
4. To encourage all Community Stakeholders to participate in activities of the Council;
5. To prohibit discrimination against any individual or group in our operations on the basis of race, religion, color, creed, national origin, ancestry, sex, sexual orientation, age, disability, marital status, income, homeowner/renter status, or political affiliation; and
6. To have fair, open, and transparent procedures for the conduct of all Council business.



Article III: Boundaries

The Council covers a geographic area described below.

Section 1: Boundary Description. The boundaries abut the boundaries of adjacent Neighborhood Councils and include those areas of the City within the following lines of demarcation:

- A. **North** (starting at Roxbury Blvd. and heading east) Beverly Hills border (Whitworth Dr. when west of Robertson Blvd; Gregory Way when east of Robertson Blvd.)
- B. **South** (starting at National Blvd. near Manning Ave. and heading east) 10 Freeway, eastbound Robertson Blvd. off ramp, Exposition Blvd., Robertson Blvd., Culver City border
- C. **East** (starting at Gregory Way and heading south) Le Doux Ave., Olympic Blvd., La Cienega Blvd.
- D. **West** (starting at the Beverly Hills border and heading south) Beverly Hills border near Beverly Green Dr., Pico Blvd., Motor Ave., the southern border of Hillcrest Country Club, Anchor Ave. connecting east of Giral Way to Club Dr., National Blvd.

The boundaries of the Council are set forth on the map of the South Robertson Neighborhoods Council boundaries, attached as Attachment A.

Section 2: Internal Boundaries. SORO NC is divided into ten (10) residential zones, as follows:

- Zone 1** North: Beverly Hills border
South: (going east) Hillcrest Country Club border, Cashio St., Canfield Ave., Pickford St.
East: Robertson Blvd.
West: Beverly Hills Border
- Zone 2** North: Pico Blvd.
South: Pickford St.
East: La Cienega Blvd.
West: Robertson Blvd.
- Zone 3** North: Pickford St.
South: Sawyer St.
East: La Cienega Blvd.
West: Robertson Blvd.
- Zone 4** North: Sawyer St.
South: Cadillac Ave.
East: La Cienega Blvd.
West: Robertson Blvd.
- Zone 5** North: Cadillac Ave.
South: (going east) Cattaraugus Ave, 10 Freeway
East: La Cienega Blvd.
West: Robertson Blvd.
- Zone 6** North: 10 Freeway
South: Eastbound Robertson Blvd. off ramp, Robertson Blvd., Culver City border
East: La Cienega Blvd.
West: 10 Freeway



- Zone 7** North: Cattaraugus Ave. extending west to Anchor Ave.
South: 10 Freeway
East: 10 Freeway
West: (going south) Line connecting Anchor Ave. to Club Dr. (excluding properties on Giralta Way cul-de-sac), Club Dr., National Blvd.
- Zone 8** North: (going east) Sawyer St. at the Hillcrest Country Club border, Castle Heights Ave., Bolton Rd., Sawyer St.
South: Cattaraugus Ave., extending West to Anchor Ave.
East: Robertson Blvd.
West: Southeast boundary of Hillcrest Country Club, Anchor Ave.
- Zone 9** North: (going east) Pico Blvd., Northern boundary of Hillcrest Country Club, Cashio St., Canfield Ave., Pickford St.
South: (going east) Southern/southeast boundary of Hillcrest Country Club, Sawyer St., Castle Heights Ave., Bolton Rd., Sawyer St.
East: Robertson Blvd.
West: Motor Ave.
- Zone 10** North: Beverly Hills Border/Gregory Way
South: Pico Blvd.
East: La Cienega Blvd.
West: Robertson Blvd.

Article IV: Stakeholder

Neighborhood Council membership is open to all Stakeholders. “Stakeholders” shall be defined as those who live, work or own real property in the neighborhood and also to those who declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation 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.

Article V: Governing Board

The Governing Board (“Board”) shall be the Governing Body of the Council within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils (“Plan”). The members of the Board shall be referred to collectively as “Boardmembers,” or singularly as “Boardmember.”

Section 1: Composition. The Board shall consist of twenty-five (25) positions. The positions shall be elected by the Community Stakeholders, or selected or appointed by the Board members. Board members less than eighteen (18) years of age shall be precluded from voting on matters regarding the expenditure of funds, contracts, or recommendations to enter into contracts. The composition of the Board shall be as follows (also refer to Attachment B):

- A. **Resident Stakeholder Board Members (10)** – Open to Stakeholders eighteen (18) years of age or older who is a resident homeowner or tenant within one (1) of the ten (10) residential zones (one (1) seat per zone).



- B. **Business Stakeholder Board Members (5)** – Open to Stakeholders eighteen (18) years of age or older who owns, operates, or works in a business or owns business property or residential income property within the Council boundaries.
- C. **Organization Stakeholder Board Members (3)** – Open to Stakeholders eighteen (18) years of age or older who officially represent organized groups of Stakeholders, including (but not limited to) non-profit, faith-based, or service organizations within the Council boundaries.
- D. **At-Large Stakeholder Board Members (5)** – Open to Stakeholders at least eighteen (18) years of age.
- E. **School Stakeholder Board Member (2)**
 - 1. School Seat 1 is open to Stakeholders eighteen (18) years of age or older who work at a school or represent an official school booster organization with the Council boundaries.
 - 2. School Seat 2 is appointed by the Board and is open to Stakeholders currently enrolled in a school with the NC boundaries between the ages of fifteen (15) and eighteen (18) at the time of the appointment. The seat shall have a term of one (1) year.

In the interest of representing the full diversity of the South Robertson neighborhoods, no single Stakeholder group shall hold a majority of Board seats unless extenuating circumstances exist and are approved by the Department of Neighborhood Empowerment (“Department”).

Section 2: Quorum. The quorum shall be thirteen (13) members of the Board.

Section 3: Official Actions. A simple majority of the votes cast by the Board at a meeting at which there is a quorum shall be required to take official action, unless specified otherwise in these Bylaws. An official action can be taken by no fewer than seven (7) votes.

- A. Proxy voting is not allowed.
- B. Abstentions and recusals are failures to vote and are not counted in the vote total.
- C. In the event of a recusal, the Board member must announce their recusal and leave the room prior to discussion, even if this would result in loss of quorum for the meeting.

Section 4: Terms and Term Limits. Board members may serve a four (4) year staggered term commencing after being seated. There are no term limits.

Election Group A. The term for the following seats shall be up for election in 2021 for a term of office with a duration of four (4) years. Subsequent terms of office shall be four (4) years.

Resident Zone 1
 Resident Zone 3
 Resident Zone 5
 Resident Zone 7
 Resident Zone 9
 School 1

Business 2
 Business 4
 Organization 2
 At Large 1
 At Large 3
 At Large 5



Election Group B. The term for the following seats shall be up for election in 2023 for a term of office with a duration of four (4) years. Subsequent terms of office shall be four (4) years.

Resident Zone 2
Resident Zone 4
Resident Zone 6
Resident Zone 8
Resident Zone 10
At Large 2

Business 1
Business 3
Business 5
Organization 1
Organization 3
At Large 4

Section 5: Duties and Powers.

- A. The primary duties of the Board shall be to govern the Council and to carry out its objectives.
- B. Each Board member is required to be an active, participating member of at least one (1) official Board committee.
- C. No individual member of the Board shall speak for the Board or otherwise publicly represent a Board position unless authorized to do so by official action of the Board. The Board may, by official action, appoint official representatives to other public bodies with the authority to present a standing Council position previously adopted by the Board or a statement that the Council has had insufficient time to develop a position or recommendation on a matter before that body. Such authority may be revoked at any time by the Board.

Section 6: Vacancies.

- A. Vacancies on the Board shall be filled using the following procedure:
 - 1. Stakeholders will be publicly notified that the Board has a vacancy to be filled in a specific category. Any Stakeholder interested in filling a vacancy on the Board shall submit a written application to the Board at least ten (10) days in advance of a scheduled General Board meeting.
 - 2. The Board shall cause the matter to be placed on the agenda for the next regular monthly meeting of the General Board.
 - 3. Seats are filled by simple majority vote by the Board members present. In the event that more than two (2) candidates stand for a seat, chair or office:
 - a. If no candidate wins a majority of votes cast in the first round, only the two (2) candidates with the most votes proceed to a second round of voting. In the event of a tie in either the first or second position, the tying candidates all proceed to the second round.
 - b. All Board members are free to vote for any of the candidates in the second round.
 - c. A coin toss will be used to resolve a tie.
- B. The candidate who wins shall fill the remaining term of the Board seat.
 - 1. In no event shall a vacant elected seat be filled by Board appointment within a sixty (60) day period before nor within a and sixty (60) day period general election or selection.



2. Any time a designated seat remains unfilled for sixty (60) days after the vacancy is announced it shall automatically become an at-large seat for the remainder of the term of the seat, at which point it shall revert back to the original designation.

Section 7: Absences.

- A. Any Board member who misses, five (5) total Governing Board Meetings during the fiscal year period, or attends fewer than seven (7) Committee meetings during the fiscal year will be subject to removal from the Board. Any meeting of the Neighborhood Council Governing Board, Standing Committees or Ad Hoc Committees, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Board member attendance.
- B. Each Board member's attendance shall be recorded in the meeting minutes.
- C. Board members may request a leave of absence of up to six (6) months, subject to approval by the full Board. A Board member may not exceed six (6) months of total leave per elected or appointed term. The Board may, at its discretion, appoint an interim replacement for the length of the leave. During an approved leave of absence, the Board member shall be excused from the attendance requirements outlined above.

Section 8: Censure. The purpose of the censure process is to place a Board member on notice of misconduct and to provide the Board member with an opportunity to correct the misconduct. The Neighborhood Council ("Neighborhood Council") may censure any Board member at a regular or special meeting open to the public following a good-faith determination by the Neighborhood Council Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. Grounds for censure include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal process by acting in bad faith.

The Board shall use the following procedure when censuring a Board member:

1. A motion to censure a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed censure including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., "for alleged violations of the Code of Conduct" but shall contain factual statements that describe conduct only and is not intended to embarrass or humiliate the board member.
2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall include the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed censure motion.
3. The Board member subject to censure shall be given a minimum of thirty (30) days prior-written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which the motion to censure will be considered. The notice shall provide the specific facts and grounds for the proposed censure as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to the meeting at which the motion to censure will be considered.
4. The Board member subject to censure shall be given a reasonable opportunity to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion of censure.



5. The Board shall decide by a majority vote of those present and voting whether or not the Board member should be censured. The Board member who is the subject of the censure motion shall not be counted as part of the majority present and voting and shall not be allowed to vote. For the purpose of censure motions, abstentions shall not be counted as votes.

6. In no event shall a motion to censure a board member be heard by the Neighborhood Council within sixty (60) days of the next scheduled Board election or selection.

Section 9: Removal of Governing Board Members. Any Board member may be removed by the Neighborhood Council ("Neighborhood Council") for cause, following a good faith determination by the Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. A Board member shall not be subject to removal under this Policy, unless the member has been censured at least once pursuant to the Board of Neighborhood Commissioners' ("Commission") Censure Policy. Grounds for removal include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or standing rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal processes by acting in bad faith.

The Board shall use the following procedure when removing a Board member:

1. A motion to remove a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The proposed motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed removal action including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., "for alleged violations of the Code of Conduct" but shall contain factual statements that describes conduct only and is not intended to embarrass or humiliate the board member. The motion to remove shall also include a copy of the prior censure motion and the date it was passed.

2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall list and briefly describe the motion on the agenda of the next regular or special Board meeting scheduled at least thirty(30) days following the delivery of the proposed removal motion.

3. The Board member subject to removal shall be given a minimum of thirty (30) days prior written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which a motion to remove will be heard. The notice shall provide the specific facts and grounds for the proposed removal as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to any meeting at which a motion to censure will be considered.

4. The Board member subject to removal shall be given reasonable time to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion for removal.

5. The Board shall decide whether or not the Board member should be removed by an affirmative vote of two-thirds (2/3) of the currently sitting Board members. The Board member who is the subject of the removal motion shall not be allowed to vote and shall not be counted when determining the two-thirds (2/3) majority vote. For the purpose of the removal motion, abstentions shall not be counted as votes.

6. In no event shall a motion to remove a Board member be heard by the Neighborhood Council within sixty (60) days of the next election or selection.



7. The Commission may review a Neighborhood Council's removal decision if requested to do so by the affected Board member. Once the request is made for the Commission to review the decision to remove, the Neighborhood Council voting to remove the board member may not fill the vacancy created by the removal until the Commission has made a decision on whether the removal was proper or the Commission declines to review the matter. The Commission's decision whether to hear or decline to hear the removal review request shall be sent in writing to the requestor and the Neighborhood Council within 30 days after the request for review is delivered.

8. A request for the Commission to review a Neighborhood Council's removal decision shall proceed as follows:

a. The request must in writing and must be delivered to the Executive Assistant of the Commission or, in the absence of an Executive Assistant, to the President of the Commission within thirty (30) days of the date of the action by the Neighborhood Council to remove the Board member.

b. The request must state the basis for the review. The request shall not cite or present any evidence not considered by the Neighborhood Council but must address only procedural deficiencies.

c. If the Commission determines the request for review raises sufficient questions regarding procedural deficiencies and agrees to hear the review, it will be placed on the agenda of a regular or special meeting of the Commission within sixty (60) days of receipt of the request for review.

d. At the review the Commission will determine if the facts as presented support the removal motion and if the procedures set out in this policy were correctly applied.

e. If the Commission determines that there were either factual or procedural deficiencies, the Commission may either reinstate the Board member or return the matter to the Neighborhood Council for further consideration.

f. If the Commission returns the matter for further consideration and the Neighborhood Council does not act within sixty (60) days of the Commission's decision the Board member will be considered reinstated.

g. During the period of appeal the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions.

h. If the matter is returned to the Neighborhood Council for further consideration the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions until the Board takes action as requested by the Commission or until the expiration of the sixty (60) day time period.

9. This policy is not intended to restrict or eliminate a Neighborhood Council's ability to remove or render ineligible to serve, Board members who fail to attend meetings, join committees, maintain their stakeholder status, or perform other duties as may be described in the Neighborhood Council's bylaws and/or standing rules. Nor is it intended to limit a Neighborhood Council's ability to remove committee chairs or committee members according to the Neighborhood Council's bylaws and/or standing rules.

Section 10: Resignation. A Board member may resign from the Council, an Executive Office or Committee position, by submitting a signed letter of resignation to the Executive Committee, stating the effective date of the resignation, and the position shall be deemed vacant. Any member of the Board who ceases to be a Stakeholder is also required to submit his or her resignation to the Board.



Section 11: Community Outreach. The Council shall direct that a system of outreach be instituted to inform Stakeholders as to the existence and activities of the Council, including its Board elections, to find future leaders of the Council, and to encourage all Stakeholders to seek leadership positions within the Council.

A community meeting or town hall in which government leaders and representatives speak to stakeholders shall be held at a minimum of once per year with at least a fourteen (14) day notice.

Article VI: Officers

Section 1: Officers of the Board. The officers of the Board (“Officers”) shall include the following positions which all together comprise the Executive Committee: President, Vice President, Treasurer, Secretary, and Corresponding Secretary.

Section 2: Duties and Powers. The duties of the Officers are as follows and also include such additional duties as may be adopted by official action of the Board:

A. President

1. Acts as the chief executive of the Council and presides at all Council meetings. Sets agenda for each NC Board meeting and ensures timely posting.
2. Chair of the Executive Committee, setting agenda and ensuring timely posting.

B. Vice President

1. Serves in place of the President if the President is unable to serve.
2. Assists the President as requested in carrying out the President’s responsibilities.
3. Serves as chair of the Bylaws Committee and acts as Parliamentarian during Board meetings, assisting the President by providing an opinion on interpretations of the Bylaws and rules of order.

C. Treasurer

1. Serves in place of the President if the President and Vice-President are unable to serve.
2. Maintains the records of the Council's finances and books of accounts and perform other duties in accordance with the Council's Financial Management Plan and the City Clerk’s policies and procedures.
3. As chair of the Finance Committee, ensures an annual budget is prepared and approved by the SORO NC Board.
4. Ensures all debts incurred by the SORO NC Board, according to its bylaws and policies and procedures of the City Clerk, are paid in a timely manner.
5. Ensure a written report of each month’s financial transactions, including commitments and expenditures by budget allocation, and cash balance, is prepared in a timely manner, provided to all Board members in draft at least three (3) days (72 hours) in advance of the subsequent Board meeting, and finalized and posted within three (3) days (72 hours) after that subsequent Board meeting.



D. Secretary

1. Serves in place of the President if the President, Vice-President and Treasurer are unable to serve.
2. Responsible for accurate minutes of all Board meetings, ensuring that they are written up in a timely manner, provided to all Board members in draft at least one (1) days (24 hours) in advance of the subsequent Board meeting, and finalized and posted within three (3) days (72 hours) after that subsequent Board meeting. Collaborates with Committee Chairs to create a monthly report of Board member attendance at all Council meetings.
3. Responsible for coordinating the filling of Board vacancies and Board member removals.
4. Responsible for accepting grievance notifications, choosing and coordinating a grievance panel and the presentation of the grievance report to the Board.
5. Serves as chair of the Board Development Committee, responsible for Board recruitment efforts and training,

E. Corresponding Secretary

1. Responsible for sending official Neighborhood Council correspondence as authorized by the Board and for creating press releases publicizing Board decisions and activities.
2. Receives constituent inquiries to the Board and responds or routes them as necessary.

Section 3: Selection of Officers. Elections for all executive officer, committee chairs and other Board-appointed NC representative liaison positions shall be held no later than the second official General Board meeting following a public Board election or selection. Officers, chairs and liaisons are appointed by simple majority vote by the Board members present. They serve at the pleasure of the Board and may be removed in the same manner in which they were appointed. Officer positions are available only to Boardmembers.

In the event of an officer, chair or liaison vacancy, the remaining portion of the term shall be filled by simple majority vote of the Board members present.

Section 4: Officer Terms. All executive officer, committee chair and other Board-appointed NC representative liaison positions shall hold office for a term of two (2) years, and if necessary, on a pro tempore basis until their successors are appointed. There are no term limits. Executive officer terms begin after the meeting at which they are appointed.

Article VII: Committees And Their Duties

All Standing and Ad Hoc Committees shall be established by the Board and included in the Board's standing rules. Suggestions for committees may come from Stakeholders or from members of the Board, and all such suggestions shall be voted upon by the Board. All Committees must be run in compliance with the Council rules referenced in Article XIV.

Section 1: Standing Committees. Standing Committees address topics of continuing interest of the Board. They define goals, issues, and concerns for the Board, investigate possible activities to help further those goals, select appropriate actions and propose those actions to the Board for approval and funding, and implement any official action the Board approves.



Section 2: Ad Hoc Committees. The Board may create Ad Hoc Committees as needed to deal with temporary issues. Ad Hoc Committees are advisory only, and must have a defined purpose and time frame to accomplish that purpose.

Section 3: Committee Creation and Authorization

- A. **Committee Authority.** All committee recommendations shall be brought back to the full Board for discussion and action. Committees shall not represent an official Board position without prior Board approval.
- B. **Committee Structure.** Only confirmed Committee members shall be eligible to vote within the Committee.
 - 1. Standing Committees shall be comprised of at least two (2) Board members and may include any interested Stakeholders. The Executive Committee, however, shall be comprised solely of the five Executive members.
 - 2. Ad Hoc Committees shall be comprised solely of six (6) or less Board members and may not include Stakeholders as voting members.
- C. **Committee Appointment.**
 - 1. Committee membership for Board members shall be confirmed by the Board. Board members must be a member of at least one (1) official Committee. With the exception of the Executive Committee, Stakeholders may also become voting members of a Standing Committee, subject to confirmation by the Committee itself.
 - 2. With the exception of the Executive, Finance, and Bylaws Committees, all Committee Chairs shall be nominated by the Committee and confirmed by the Board. The Chairs shall provide regular reports on Committee matters to the Board and Committee meeting attendance to the Secretary.
- D. **Committee Meetings.** Committee meetings shall be held as needed. Standing committee chairs shall submit an annual meeting calendar to the General Board at the beginning of each calendar year and are subject to and shall be conducted in accordance with the dictates of the Brown Act and these Bylaws. Minutes shall be taken at every Standing committee meeting.
- E. **Changes to Committees.** The Board may establish, disband or make changes as needed to any Standing or Ad Hoc committee by a simple majority of Board members present. Any such action by the Board shall be noted in the Council meeting minutes and reflected in the standing rules.
- F. **Removal of Committee Chairs.** Committee Chairs serve at the pleasure of the Board and may be removed in the same manner in which they were appointed.

Article VIII: Meetings

All meetings, as defined by the Ralph M. Brown Act (*California Government Code Section 54950.5 et seq.*), shall be any congregation by a majority of the Board members at the same time to hear, discuss, or deliberate on any matter within the jurisdiction of the Board, and shall be noticed and conducted in accordance with the Act and all other applicable laws and governmental policy.



Section 1: Meeting Time and Place. All Regular General Board meetings shall be held within the Council boundaries at a date and time set by the Executive Committee. All Committee meetings shall be held within the Council boundaries at a date and time set by the Committee Chair. A calendar of general Council meetings shall be established by the Board at its first regular monthly meeting of each calendar year.

- A. **Regular Meetings.** General Council meetings shall be planned for each month and held at least once per quarter and may be held more frequently as determined by the Board. Prior to any action by the Board, there shall be a period of public comment. The Board member presiding at the meeting shall determine the length and format of the period as appropriate.
- B. **Special Meetings.** The President or a majority of the Board (13 Board members) shall be allowed to call a Special Council meeting as needed.
- C. **Meeting Schedule.** The Board will make a good-faith effort to avoid scheduling General Council meetings at times when a significant portion of its Stakeholders would not be able to participate. Should unavoidable known meeting conflicts arise, the Board will explain why the meeting was scheduled for that date and time within the meeting agenda.

Section 2: Agenda Setting. The Executive Committee shall set the agenda for each General and Special Council meeting. All agenda items shall originate from a committee.

Section 3: Notifications/Postings. Notice of all regularly scheduled Board and Committee meetings shall be a minimum of three (3) days (72 hours) in advance of the meeting and at least one (1) day (24 hours) in advance of a special meeting and will follow the Neighborhood Council Agenda Posting Policy. At a minimum, notice shall be posted on the SoRo NC website. The agenda will also be provided to the Department of Neighborhood Empowerment (Department) to be posted through the City's Early Notification System (ENS.)

Section 4: Reconsideration. The Board may reconsider or amend its actions through the following Motion for Reconsideration process:

- A. Before the Board reconsiders any matter, the Board must approve a Motion for Reconsideration. The Motion for Reconsideration must be approved by official action of the Board. After determining that an action should be reconsidered, the Board has the authority to re-hear, continue, or take action on the item that is the subject of reconsideration within any limitations that are stated in the Motion for Reconsideration.
- B. The Motion for Reconsideration must be brought, and the Board's approval of a Motion for Reconsideration must occur, either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred. The Council may also convene a special meeting within these specified time frames to address a Motion for Reconsideration.
- C. A Motion for Reconsideration may be proposed only by a member of the Board that previously voted on the prevailing side of the original action that was taken by the Board (the "Moving Board member").
- D. The Moving Board member may make the Motion for Reconsideration orally during the same meeting where the action that is the subject of reconsideration occurred, or by properly placing the Motion for Reconsideration on the agenda of a meeting that occurs within the allowed specified periods of time as stated above.
- E. In order to properly place the Motion for Reconsideration on the agenda of the subsequent meeting, the Moving Board member shall submit a memorandum to the Secretary at least two (2) days in advance of



the deadline for posting notices for the meeting. The memorandum must briefly state the reason(s) for requesting the reconsideration, and provide the Secretary with an adequate description of the matter(s) to be re-heard and the proposed action that may be adopted by the Board if the Motion for Reconsideration is approved.

- F. A Motion for Reconsideration that is properly brought before the Board may be seconded by any member of the Board.

This reconsideration process shall be conducted at all times in accordance with the Brown Act.

Article IX: Finances

- A. The Board shall review its fiscal budget and make adjustments as needed to comply with City laws and City administrative rules, and to keep in compliance with Generally Accepted Accounting Principles and the City's mandate for the use of standardized budget and minimum funding allocation requirements.
- B. The Board shall adhere to all rules and regulations promulgated by appropriate City officials regarding the Council's finances, where the term "appropriate City officials" means those officials and/or agencies of the City of Los Angeles who have authority over Neighborhood Councils.
- C. All financial accounts and records required by law shall be available for public inspection and posted on the Council website.
- D. Each month, the Treasurer shall provide to the Board detailed reports of the Council's accounts. This written report must be made available to Board members and Stakeholders a minimum of three (3) days (72 hours) in advance of the meeting.

Article X: Elections

Section 1: Administration of Election. The Neighborhood Council's election will be conducted pursuant to any and all City 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. All Community Stakeholders fifteen (15) and above shall be entitled to vote in the Neighborhood Council elections.

Section 4: Method of Verifying Stakeholder Status. Voters will verify their Stakeholder status through written self-affirmation

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 The Neighborhood Council may adopt an alternate selection process rather than participate in a City-conducted election. The Board must approve the selection process by a two-thirds (2/3) vote of the Board members present.

A selection differs from an election in that individual votes must be made public, e.g., via signed ballots or a public show of hands. The selection process must preserve the goals and objectives of the Council; occur during the



same time period as the planned election; include a method for resolving any challenges to the results; and be inclusive, transparent, and non-discriminatory.

Article XI: Grievance Process

The formal grievance process is not intended to apply to Stakeholders who simply disagree with an official action taken by the Board. Those grievances can be aired at Council meetings. This grievance process is intended to address matters involving procedural disputes, such as the Board's failure to comply with its rules or these bylaws.

Any grievance by a Stakeholder must be submitted in writing to the Board Secretary. Within thirty days (30) of receiving the grievance:

1. The Secretary will refer the matter to an Ad Hoc Grievance Panel comprised of five (5) non-Board member Stakeholders who, at a Board meeting, are randomly selected by the Secretary from a list of Stakeholders who have expressed an interest in serving in this capacity.
2. The Secretary will coordinate a time and place for the panel to meet with the Board Parliamentarian and the Stakeholder(s) who submitted the grievance to discuss ways in which the dispute may be resolved. The Grievance Panel meeting will be open to the public and noticed like any other regular Council meeting.
 - a. Within thirty (30) days of the panel meeting with the Stakeholder(s) who submitted the grievance, the panel members will prepare a written report outlining the panel's collective recommendations for resolving the grievance, and will submit the report to the Secretary.
 - b. The Secretary will ensure that the report be listed on the agenda of the next regular Council meeting for discussion and, depending on the nature of the grievance, referral to appropriate Board Committee(s). The report must be distributed to the Board members seventy-two (72) hours prior to the scheduled meeting. All Board discussion prior to the meeting will be conducted in accordance with the Brown Act.
3. The Committees will report back to the Board with recommendations for Board consideration.
4. In the event that a grievance cannot be resolved through this grievance process, then the matter may be referred to the Department for consideration or dispute resolution in accordance with the Plan.
5. Board members are not permitted to file a grievance against another Board member or against the Council, except as permitted under the City's grievance policy. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.

Article XII: Parliamentary Authority

- A. The Council shall use Rosenberg's rules of order when conducting Council meetings. If Rosenberg's rules of order are silent on an issue, the Council shall refer to Robert's rules of order.
- B. Additional rules and/or policies and procedures regarding the conduct of the Board and/or Council meetings may be developed and adopted by the Board. Standing rules shall be made publicly available on the Council's website.



- C. In the role of Parliamentarian, the Vice President serves as the consulting expert in rules of order and the proper procedures for the conduct of meetings. In the absence of the Vice President, or when the Vice President is conducting the meeting, the Parliamentarian role shall fall in succession to the Treasurer, Secretary, Corresponding Secretary. When only one Executive Board member is present, the Board members in attendance shall vote to appoint a Parliamentarian for that portion of the meeting.

Article XIII: Amendments

- A. Any Board member or Stakeholder may propose an amendment to these Bylaws. The Board shall forward all proposals to a Bylaws Committee to review and to provide recommendations to the Board.
- B. Any proposal to amend the Bylaws shall be formalized in writing and noticed on the agenda for public discussion and Board vote at the next regular Council meeting.
- C. An amendment to these bylaws requires a two-thirds (2/3) vote of the Board members present at a duly noticed general or special meeting. All changes shall then be forwarded to the Department for review and approval.
- D. Amendments shall not be valid, final or effective until approved by the Department. Once approved, any changes in the Bylaws shall become effective immediately.

Article XIV: Compliance

The Council, its representatives, and all Board members shall comply with these Bylaws and with any additional Standing Rules or Procedures as may be adopted by the Board as well as all local, county, state and federal laws, including, without limitation, the Plan, the City Code of Conduct, the City Governmental Ethics Ordinance (*Los Angeles Municipal Code Section 49.5.1*), the Brown Act (*California Government Code Section 54950.5 et seq.*), the Public Records Act, the American Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

Section 1: Code of Civility. The Council, its representatives, and all Board members shall conduct all Council business in a civil, professional and respectful manner.

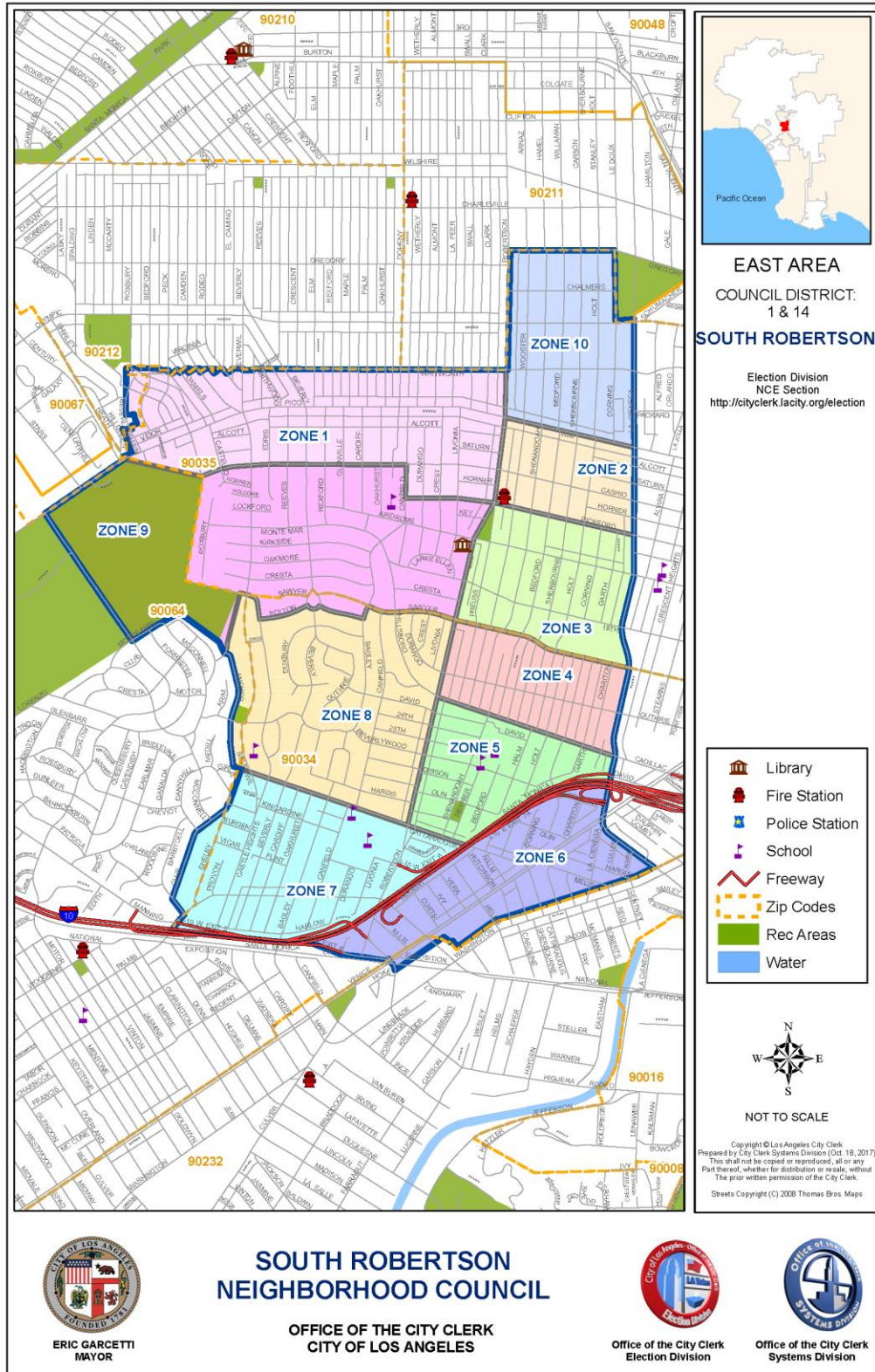
- A. Board members are required to abide by the Council's Code of Civility, as included in the standing rules. Board members will abide by the Commission's Neighborhood Council Board Member Code of Conduct Policy.
- B. Any individual who is disruptive at an official Council function may be removed pursuant to the Brown Act.

Section 2: Training. All Board members shall take training in the fundamentals of Neighborhood Council, including, but not limited to, ethics, and funding trainings provided by the City within forty-five (45) days of being seated, or they will lose their Council voting rights. Ethics and Funding trainings are required for voting on land-use related matters. All Board members must take ethics and funding prior to making motions and voting on funding related matters.

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



Attachment A: Map of South Robertson Neighborhoods Council





Attachment B: Governing Board Structure and Voting

South Robertson Neighborhood Council – 25 Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Resident Zone 1 Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election who lives within Zone 1 of the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
Resident Zone 2 Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election who lives within Zone 2 of the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
Resident Zone 3 Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election who lives within Zone 3 of the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
Resident Zone 4 Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election who lives within Zone 4 of the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
Resident Zone 5 Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election who lives within Zone 5 of the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
Resident Zone 6 Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election who lives within Zone 6 of the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
Resident Zone 7 Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election who lives within Zone 7 of the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
Resident Zone 8 Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election who lives within Zone 8 of the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
Resident Zone 9 Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election who lives within Zone 9 of the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.



BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Resident Zone 10 Representative Term: 4 Years	1	Elected	Stakeholder who is at least 18 years of age at the time of the election who lives within Zone 10 of the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
Business Representatives Term: 4 Years	5	Elected	Stakeholders who own, operate, or work in a business or own business property or residential income property within the Council boundaries and who are at least 18 years of age at the time of the election.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
Organization Representatives Term: 4 Years	3	Elected	Stakeholder who is at least 18 years of age at the time of the election who officially represents organized groups of Stakeholders within the Council boundaries.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
At-Large Representatives Term: 4 Years	5	Elected	Any Stakeholder who is at least 18 years of age at the time of the election.	Any Stakeholder who is at least 15 years of age at the time of the election.
School 1 Representative Term: 4 Years	1	Elected	Stakeholder who works at a school or represents an official school booster organization in the council area and who is at least 18 years of age at the time of the election.	Any Stakeholder who is at least 15 years of age at the time of the election, excluding community interest Stakeholders.
School 2 Representative Term: 4 Years	1	Appointed	Stakeholder who attends a school in the council area and who is between 15 to 18 years of age at the time of the election.	By Board appointment.