

**BYLAWS
FOR
NEIGHBORHOOD COUNCIL VALLEY
VILLAGE**

INDEX TO BYLAWS

ARTICLE NO.	DESCRIPTION	PAGE NO.
Article I	NAME	3
Article II	PURPOSE	3
Article III	BOUNDARIES	4
	Section 1: Boundary Description	4
	Section 2: Internal Boundaries	4
Article IV	STAKEHOLDER	4
Article V	GOVERNING BOARD	4
	Section 1: Composition	4
	Section 2: Quorum	5
	Section 3: Official Actions	5
	Section 4: Terms and Term Limits	5
	Section 5: Duties and Powers	6
	Section 6: Vacancies	6
	Section 7: Absences	7
	Section 8: Censure	7
	Section 9: Removal	8
	Section 10: Resignation	10
	Section 11: Community Outreach	10
Article VI	OFFICERS	10
	Section 1: Officers of the Board	10
	Section 2: Duties and Powers	10
	Section 3: Selection of Officers	12
	Section 4: Officer Terms	12
Article VII	COMMITTEES AND THEIR DUTIES	12
	Section 1: Standing Committees	12
	Section 2: Ad Hoc	16
	Section 3: Committee Creation and Authorization	16
Article VIII	MEETINGS	16
	Section 1: Meeting Time and Place	16
	Section 2: Agenda Setting	16
	Section 3: Notifications/Postings	16

Section 4: Reconsideration	17
Article IX FINANCES	17
Article X ELECTIONS	17
Section 1: Administration of Election	17
Section 2: Governing Board Structure and Voting	17
Section 3: Minimum Voting Age	18
Section 4: Method of Verifying Stakeholder Status	18
Section 5: Restrictions on Candidates Running for Multiple Seats	18
Section 6: Other Election Related Language	18
Article XI GRIEVANCE PROCESS	18
Article XII PARLIAMENTARY AUTHORITY	19
Article XIII AMENDMENTS	19
Article XIV COMPLIANCE	19
Section 1: Code of Civility	19
Section 2: Training	20
Section 3: Self-Assessment	20
ATTACHMENT A - Map of Neighborhood Council	21
ATTACHMENT B - Governing Board Structure and Voting	22

**ARTICLE I
NAME**

Upon certification, the name of the neighborhood council shall be the NEIGHBORHOOD COUNCIL VALLEY VILLAGE (the Council), an officially recognized advisory council hereby part of the Los Angeles Citywide system of neighborhood councils.

**ARTICLE II
PURPOSE**

- (A) The PURPOSE of the Council is to participate as an advisory body on issues of concern to our neighborhood and in the governance of the City of Los Angeles.
- (B) The MISSION of the Council is:
 - (1) to provide an inclusive open forum for public discussion of issues concerning city governance, the needs of this neighborhood, the delivery of city services to this neighborhood, and on matters of a citywide nature, and:
 - (2) to advise the City of Los Angeles on issues concerning city governance, the needs of this neighborhood, the delivery of city services to this neighborhood, and on matters of a citywide nature.
- (C) The POLICY of the Council shall be:
 - (1) to respect the dignity and expression of viewpoints of all individuals, groups, and organizations involved in this neighborhood council;
 - (2) to remain nonpartisan and inclusive in our operations including, but not limited to, the election process for the governing body and committee members;
 - (3) to utilize the Early Notification System and to develop a process for communicating with Stakeholders to inform our neighborhood council of matters involving the City of Los Angeles 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 all activities of this neighborhood 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, or political affiliation;
 - (6) to have fair, open, and transparent procedures for the conduct of our neighborhood council business.

**ARTICLE III
BOUNDARIES**

Section 1: Boundary Description

The Council encompasses a geographic area within the following boundaries:

- (1) On the North by the South side of Burbank Boulevard
- (2) On the South by the Ventura Freeway (US 101).
- (3) On the East by the Hollywood Freeway (SR 170).
- (4) On the West by the Tujunga Wash.

The boundaries of the Council are set forth in Attachment A – Map of Neighborhood Council Valley Village.

Section 2: Internal Boundaries

Not applicable.

**ARTICLE IV
STAKEHOLDER**

Neighborhood Council membership is open to all Stakeholders. A “Stakeholder” shall be defined as any individual who:

- (1) Lives, works, or owns real property within the boundaries of the neighborhood council; or
- (2) Is a Community Interest Stakeholder, defined as an individual who is a member of or participates in a Community Organization within the boundaries of the neighborhood council. A “Community Organization” is an entity that has continuously maintained a physical street address within the boundaries of the neighborhood council for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the neighborhood council. A for-profit entity shall not qualify as a Community Organization. Examples of Community Organizations may include Chambers of Commerce, houses of worship or other faith-based organizations, educational institutions, or non-profit organizations.

[The definition of “Stakeholder” and its related terms are defined by City Ordinance and cannot be changed without City Council action. See Los Angeles Administrative Code Section 22.801.1]

MEMBERSHIP shall mean and is synonymous with STAKEHOLDER

**ARTICLE V
GOVERNING BOARD**

The BOARD shall mean a Governing Body within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils (Plan) also to be known herein as the Board of Directors.

Section 1: Composition

The Board shall consist of fifteen (15) Stakeholders elected, selected or appointed by the Board and/or Membership from qualified representatives from the following interests:

One (1) Community Organization Seat
One (1) Education Based Seat
One (1) Faith Based Seat
One (1) At Large Stakeholder Seat “A”
One (1) At Large Stakeholder Seat “B”
Two (2) Business Seats
Four (4) Homeowner Seats
Four (4) Residential Renters (inclusive of apartment, condominium and single-family dwellings)

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”) per the Plan.

Section 2: Quorum

The quorum for all regular meetings of the Board shall be no less than eight (8) members of the Board, of which three (3) must be elected officers.

No action may be taken by any committee or by the Board in the absence of a quorum.

Section 3: Official Action

The Board shall take Official Action by a simple majority vote by the board members present, not including abstentions. Abstentions shall only count as abstentions and not as a “no” vote. A majority vote on any matter on the Board’s agenda cannot be made unless there is a quorum. There shall be no proxy voting.

Section 4: Terms and Term Limits

(A) Board members shall serve a four (4) year term upon election.

(B) Beginning in 2012, the NCVV Board election shall be held according to the following schedule

2012	One (1) Education Based Seat One (1) At Large Seat “B” One (1) Business Seat “B” Two (2) Homeowner Seats “B” Two (2) Residential Renter Seats “B”
2014	One (1) Community Organization Seat One (1) Faith Based Seat One (1) At Large Seat “A” One (1) Business Seat “A” Two (2) Homeowner Seats “A” Two (2) Residential Renter Seats “A”

(C) Board members shall not be limited in the number of terms that they may serve.

Section 5: Duties and Powers

(A) Duties:

- (1) All Board members must be compliant with the City of Los Angeles' ethics training
- (2) All Board members must serve on at least one (1) standing Committee
- (3) All Board members are expected to attend scheduled Board meetings

(B) Powers:

The powers given to all Board members are powers granted by the Plan and these bylaws.

(C) The Board shall:

- (1) approve a budget submitted by the Treasurer and approve all other monetary matters submitted by the Treasurer;
- (2) act generally upon all questions affecting the interests of Stakeholders;
- (3) create a system for the election or selection or appointment of Stakeholders to committees, sub-committees, and/or ad hoc committees, as the need arises;
- (4) amend the bylaws to reflect the establishment of any permanent or standing committee(s).

Section 6: Vacancies

A vacancy on the Board shall be filled by the following procedure:

(A) Any Stakeholder interested in filling a vacant seat on the Board shall submit a written application to the Secretary.

(B) The Secretary shall then ensure that the matter is placed on the agenda for the next regular meeting of the Board.

(C) If only one (1) Stakeholder has made application for a vacant seat, then a vote of the Board shall be taken and the applicant installed by majority vote of the Board. If more than one (1) Stakeholder has made application for an empty seat, then an open and fair vote by all Stakeholders present shall be taken at the next regularly scheduled meeting of the board, prior to the call to order of the meeting. The vote shall be presided over by the Elections Chair and shall include one (1) vote per Stakeholder, and shall be conducted in accordance with Article X.

(D) When a vacant seat is filled by the aforementioned process, that seat shall be filled for the remainder of the elected term of the seat. In no event shall a vacant seat be filled where the election to fill seats on the Board is scheduled to be held within one hundred and eighty (180) calendar days from the date the applicant (Stakeholder proposing to fill the vacancy) tenders a written application to the Secretary.

Section 7: Absences

Intentionally left blank.

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

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 remove 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

Any Board member may resign their position at any time. A Board seat resignation will be submitted by the resigning Board member, in writing, to the President of the Board, and presented to the Board at the next regularly scheduled meeting of the Board. The seat will be declared vacant at that time by the Secretary of the Board.

Section 11: Community Outreach

It is the intention of the Neighborhood Council system to engage Stakeholders in city governance and community improvement through outreach of the Council. This Council shall conduct appropriate outreach focused on helping the Council meet this objective, within the Valley Village boundaries and when appropriate in adjacent communities.

**ARTICLE VI
OFFICERS**

Section 1: Officers of the Board

There shall be four (4) officers named President, Vice President, Treasurer and Secretary. All elected officers serve at the pleasure of the Board.

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) THE PRESIDENT SHALL:

- (1) be the chairperson of the Board;
- (2) produce and properly post an agenda for all meetings;
- (3) be an ex-officio member of all committees;

(4) be a member of and chair of the Executive Committee;

(5) appoint, with the approval of the Board, the chairpersons of all committees, and when possible a parliamentarian with working knowledge of Robert's Rules of Order Newly Revised and the Ralph M. Brown Act.

(6) supervise and coordinate the work of the Council;

(7) act as the spokesperson for this Council as an official representative to the public and media unless otherwise designated;

(8) provide the Department with all necessary information of all new Board members, and carry out whatever other duties may be required;

(B) THE VICE PRESIDENT SHALL:

(1) assist the President and preside in the absence of the President;

(2) in the absence of the President, assume any and all duties of the President as set forth in Article VI, Section 2 (A);

(3) in the event of death or resignation of the President, become the President for the unexpired term;

(4) be Chair of the Election Committee, and a member of and Vice Chair of the Executive Committee;

(5) carry out whatever other duties may be required.

(C) THE SECRETARY SHALL:

(1) be present to take and prepare minutes of all meetings of the Board, and to have the minutes distributed to the Board prior to the next meeting;

(2) inform stakeholders of the agenda for the Board meeting no less than seventy-two (72) hours in advance of the meeting;

(3) post a notice of upcoming board meetings in one local publication tailored to reach the largest number of identifiable Stakeholders in the area;

(4) note in the minutes the establishment or conclusion of work of committees other than standing committees;

(5) carry out other secretarial duties as may be required.

(D) THE TREASURER SHALL:

Perform the duties and responsibilities of the Treasurer as detailed in Article IX Finances.

Section 3: Selection of Officers

The Officers are elected by the Board members, and that election shall take place after all Board members are seated at the first meeting after the end of the election challenge period for the scheduled NCVV election. Only Board members may nominate and vote for the Officers. A representative of the Department, the City Clerk's Office, the Parliamentarian or any elected official of the City of Los Angeles may conduct the election until the time a President or Vice President is elected, at which time the newly elected President or Vice President may take over the election for the remainder of the Officers.

Section 4: Officer Terms

Officers are elected for two (2) year terms and are elected for the duration of the two (2) years until the next regular election of the Neighborhood Council system.

**ARTICLE VII
COMMITTEES AND THEIR DUTIES**

Section 1: Standing Committees

The Standing Committees of the Council shall include City Services, Communications, Elections and Bylaws, Events and Outreach, Executive, Finance, Planning and Land Use, Valley Village Vision and Student Committee.

A. **THE EXECUTIVE COMMITTEE.** The Executive Committee shall be comprised of the four (4) Officers of this Council and any other person(s) whom the four (4) Officers invite unanimously to attend the Executive Committee meeting.

B. **THE ELECTIONS AND BYLAWS COMMITTEE.** The Elections, and Bylaws Committee shall:

- (1) consist of three (3) or more members of the Board and Stakeholders;
- (2) be a combined standing committee of Neighborhood Council Valley Village and be chaired by the Vice President, who shall be responsible for NCVV elections. In the event that the Vice President is a candidate for election to the NCVV Board, a Board member who is not standing for election may be appointed by the Executive Committee to Chair the election;
- (3) be responsible for promoting the scheduled Council election each two (2) years, and any special elections that may be required, and be responsible for integrating the required duties of the Board related to any such election into the structure/assistance provided by any City ordinance, policy or procedure;
- (4) review outcome indicators of each election and make recommendations to the Board related to improving the Council's elections;
- (5) submit amendments or revisions of these bylaws, if any, to the Board no fewer than ninety (90) days prior to the election for consideration and a vote of the Board;
- (6) review all proposed bylaw amendments submitted by Stakeholders for possible conflicts with existing provisions, providing a written opinion to the Board no fewer than ninety (90) days prior to

the election for consideration and a vote of the Board;

(7) upon approval of the Board, submit the changed bylaws to the Department once the changes have been made.

(8) perform other duties as assigned by the President, Executive Committee and the Board that are within its purview.

C. The CITY SERVICES COMMITTEE. The City Services Committee shall:

(1) consist of a minimum of five (5) members;

(2) represent the Council and its stakeholders in matters related to the provision of city services, including but not limited to utilities, fire and police protection, finances (taxes, levies), transportation, street services, parks and recreation, etc.;

(3) represent interests of Valley Village Park to the City of Los Angeles, Bureau of Parks, and to the stakeholders of Valley Village and surrounding communities;

(4) be responsible for Valley Village's interests in the CERT program and Neighborhood Watch Program;

(5) perform other duties as assigned by the President, Executive Committee and the Board that are within its purview.

D. The COMMUNICATIONS COMMITTEE. The Communications Committee shall:

(1) consist of a minimum of three (3) members;

(2) be responsible for all Council communications, be the liaison to all media and news outlets, and work with the Events and Outreach Committee to conduct effective marketing for the Council;

(3) be responsible for the Council website;

(4) be responsible for producing and circulating all electronic communications and print newsletters;

(5) be responsible for coordinating communication between the President and/or Vice President and media outlets, as well as to Stakeholders;

(6) Develop, review and/or approve all Council marketing and press related materials;

(7) perform other duties as assigned by the President, Executive Committee and the Board that are within its purview.

E. THE PLANNING AND LAND USE COMMITTEE. The Planning and Land Use Committee shall:

(1) consist of at least seven (7) members;

- (2) function as a liaison between stakeholders of the Council and the City of Los Angeles Planning Department;
- (3) meet at least one (1) time per month (excepting periodic conflicts) for the purpose of reviewing plan submissions and providing feedback to the City Planning Department as well as the stakeholder(s) submitting the plan;
- (4) maintain a systematic approach to receiving proposed projects that are within the boundaries of or affect the stakeholders of Valley Village;
- (5) maintain a systematic approach for reviewing and providing feedback on proposed projects that are within the boundaries of or affect the Stakeholders of Valley Village;
- (6) maintain a systematic approach for tracking projects and providing continued feedback on project progress for projects that are initiated within the boundaries of or affect the Stakeholders of Valley Village;
- (7) attempt to meet periodically with representatives of the City of Los Angeles Planning Department via the Chair and designated representatives of PLU.
- (8) function as a liaison to other community groups with a vested interest in planning and development issues within the boundaries of or affecting the Stakeholders of Valley Village;
- (9) be responsible for all other planning and/or development activities within Valley Village or within communities near to Valley Village that would impact the quality of life for Valley Village Stakeholders;
- (10) work in conjunction with Valley Village Vision Committee on long term planning matters that impact the community of Valley Village
- (11) perform other duties as assigned by the President, Executive Committee and the Board that are within its purview and so stated in these bylaws.

F. The Events and Outreach COMMITTEE. The Events and Outreach Committee shall:

- (1) consist of a minimum of three (3) members;
- (2) be responsible for any Events and/or Outreach initiated to benefit the stakeholders of Valley Village;
- (3) be responsible for proposing and executing events and/or outreach that enhance the sense of community for the Stakeholders of Valley Village;
- (4) act as a liaison for the Council and its interests to any community based event that might benefit or otherwise impact the Stakeholders of Valley Village;
- (5) provide the Board with feedback on projects and/or events and how they impact the stakeholders of Valley Village;

(6) host, at minimum, two (2) sponsored events within the boundaries of Valley Village to enhance the community;

(7) work closely with Communications Committee to ensure sufficient dissemination of event information to our stakeholders

(8) perform other duties as assigned by the President, Executive Committee and the Board that are within its purview and so stated in these bylaws.

G. The VALLEY VILLAGE VISION COMMITTEE. The VALLEY VILLAGE VISION Committee shall:

(1) consist of a minimum of three (3) members

(2) be responsible for long term planning and projects that benefit the stakeholders of Valley Village

(3) be responsible for executing and overseeing long term projects that enhance the sense of community for all stakeholders in Valley Village

(4) work closely with the Planning and Land Use Committee and the Valley Village Homeowners Association to develop a comprehensive long term vision of the community including but not limited to the Valley Village Specific Plan

(5) serve as the liaison for NCVV in matters relating to the North Hollywood Community Plan

(6) coordinate on city wide projects as needed with other NCVV committees

(7) perform other duties assigned by the President, the Executive Committee and the Board that are within its purview as so stated in these bylaws

H. The STUDENT COMMITTEE. There shall be a Student Committee of the Board and the Chair/Co-chairs (up to two) shall be appointed by the NCVV Board of Directors for a term of two years, not to exceed their graduation from high school. The Chair/Co-Chairs, shall participate in all Board activities and be eligible to participate in discussion and vote on all matters before the Board, but votes will not be counted Official Actions of the Board as noted in Article V Section 3.

The STUDENT COMMITTEE shall:

(1) Be chaired by appointed student member or co-chaired by two student members if more than one

(2) Consist of up to five members (total of up to seven with co-chairs)

(3) Work in conjunction with the elected Educational Representative serving on the Board and facilitate communication with Valley Village students and schools

(4) Encourage the participation of students at Board and Committee meetings and at NCVV sponsored events

(5) Collaborate with the Events & Outreach Committee to host one student event/activity during each fiscal year

Section 2: Ad Hoc Committees

- A. The Board may from time to time establish an ad hoc committee. Such committee must have a specific purpose and a defined time frame of less than one (1) year. They may report to a standing committee or to the Board. Only a currently elected Board member may chair an ad hoc committee. Ad hoc committees that include non-board member stakeholders shall be agendized and noticed in keeping with the Brown Act.

Section 3: Committee Creation and Authorization

A. Committees, sub-committees and ad hoc committees may only be established by the Executive Committee or by the Board. All Committees, sub-committees and ad hoc committees must be approved by majority vote of the Board before they may begin their duties.

B. The Chairperson of each standing committee shall be a member of the Board. All committee meetings shall be run in accordance with the Ralph M. Brown Act and Robert's Rules of Order Newly Revised.

C. Quorums for committee meetings: The quorum for any regular meeting of the Board's standing committees shall be no less than 50 (fifty) percent plus one (1). If the Chair of the committee is not present, then a person appointed by the Chair of the committee who is a member of said committee may conduct the committee meeting. The President may conduct the meeting in the absence of the Chair. No action may be taken by any committee in the absence of a quorum.

**ARTICLE VIII
MEETINGS**

All meetings, as defined by the Ralph M. Brown Act, shall be noticed and conducted in accordance with the Act.

Section 1: Meeting Time and Place

Meetings of the Board shall be held monthly or more often as determined by the Board. All meetings shall be held within the Council boundaries at a location, date and time set by the Board.

Section 2: Agenda Setting

The President shall produce an agenda for all meetings of the Board.

Section 3: Notifications/Postings

The agenda is posted for public review on myvalleyvillage.com, the City of Los Angeles Early Notification Website (ENS) at empowerla.org, and at Faith Presbyterian Church, 5000 Colfax Avenue, and is sent to NCVV's database of stakeholders.

Section 4:

Reconsideration

The Board may reconsider and amend its action on items listed on the agenda if that reconsideration takes place immediately following the original action or at the next regular meeting. The Board, on either of these two (2) days, shall: (1) Make a Motion for Reconsideration and, if approved, (2) hear the matter and Take an Action. If the motion to reconsider an action is to be scheduled at the next meeting following the original action, then two (2) items shall be placed on the agenda for that meeting: (1) A motion for Reconsideration on the described matter and (2) a proposed Action should the motion to be reconsidered be approved. A motion for reconsideration can only be made by a Board member who has previously voted on the prevailing side of the original action taken. If a motion for reconsideration is not made on the date the action was taken, then a Board member on the prevailing side of the action must submit a memorandum to the Secretary identifying the matter to be reconsidered and a brief description of the reason(s) for requesting reconsideration at the next regular meeting.

**ARTICLE IX
FINANCES**

- (A): The Treasurer of this Council shall oversee and be charged with the full custody and control of all Council funds and assets.
- (B): The Treasurer shall establish and oversee a system of bookkeeping and accounting for the Council that complies with all applicable local, state, or federal laws. The Treasurer may also request outside assistance from the Department. The Treasurer shall be ultimately responsible for the maintenance of the system of bookkeeping and accounting and for the protection of all Council assets.
- (C): The Treasurer or his/her designee shall make a report to the Board on the Council's finances at every regular meeting of the Board.
- (D): The Treasurer shall be responsible for annually preparing or coordinating the preparation of a financial statement for the Department. The Treasurer shall also coordinate and cooperate with the Department on establishing a process and/or a system by which the Council's finances and book of accounts can be reviewed by the Department pursuant to the Plan.
- (E): The Council will not enter into any contracts or agreements except through the Department.

**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. The election shall be presided over by the Elections Chair, and the vote shall be conducted by secret ballot, one (1) vote per Stakeholder.

Section 2:

Governing Board Structure and Voting

All seats are open to anyone who lives, works or owns property in Valley Village. At-Large A and

At-Large B seats are open to anyone who lives, works or owns real property in Valley Village, or declares and affirms a stake in Valley Village as a community interest stakeholder.

Stakeholders who live, work or own real property in Valley Village are eligible to vote for all seats that are open for election. Stakeholders who do not meet the live, work or own real property requirements but declare and affirm a stake in Valley Village as a community interest stakeholder are only eligible to vote for the At-Large A and At-Large B seats.

Eligibility criteria for all NCVV Board seats are detailed in Article V, 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

Voters will verify their Stakeholder status by providing documentation in compliance with any and all City ordinances, policies and procedures pertaining to Neighborhood Council elections.

Section 5: Restrictions on Candidates Running for Multiple Seats

Stakeholders can run for no more than one (1) Board seat.

Section 6: Other Election Related Language

Outreach - The Board shall direct that a system of outreach be instituted to find and obtain nominees for election to the Board. The Board may choose to design such a system through the committee process. The purpose of this outreach is to put forth a reasonable effort to give every Stakeholder desiring to participate on the Board an opportunity to become a Board member. To that end, a period of at least sixty (60) days prior to any election shall be committed to outreach focused on soliciting prospective Board members to participate in the election.

ARTICLE XI GRIEVANCE PROCESS

A grievance process allows a Stakeholder to express their concern to the Board regarding a procedural dispute. Board members may not file a grievance against another Board member of the Council. Any grievance by a Stakeholder must be submitted in writing to the Board. The Board shall then refer the matter to an ad hoc grievance panel comprised of five (5) Stakeholders who are randomly selected by the Secretary from a list of Stakeholders who have previously expressed an interest in serving from time-to-time on such a grievance panel. The Secretary will coordinate a time and a place for the panel to meet with the person(s) submitting a grievance and to discuss ways in which the dispute may be resolved. The Secretary will facilitate the meeting.

Thereafter, a panel member shall promptly prepare a written report to be forwarded by the Secretary to the

board outlining the panel's collective recommendations for resolving the grievance. The Board may receive a copy of the panel's report and recommendations prior to any meeting by the Board.

This formal grievance process is not intended to apply to Stakeholders who simply disagree with a position or action taken by the Board at one of its meetings. Those grievances can be aired at Board meetings. This grievance process is intended to address matters involving procedural disputes, e.g., the Board's failure to comply with Board Rules or these Bylaws.

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. The Neighborhood Council will follow the City's policy and/or rules regarding the handling of grievances.

ARTICLE XII PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall be the parliamentary authority for the running of all meetings of this Neighborhood Council and its Committees. State, Federal or local law shall take precedence where there is any conflict with Robert's Rules of Order.

ARTICLE XIII AMENDMENTS

Amendments, changes, additions or deletions to these Bylaws may be proposed by the Board or any stakeholder(s) during the public comment period of a regular meeting of the Board. A proposal to amend these bylaws must be formalized in writing by the Elections Committee and presented to the Secretary or whoever is responsible for preparing the agenda for the next regular meeting of the Board. The proposed amendment will be placed on the agenda for public discussion at a subsequent regular meeting of the Board. A recommendation for amendment or adjustment of these bylaws must be made by the Elections Committee and approved by a two-third (2/3) vote of the Board. Thereafter, and within fourteen (14) days after a vote recommending adjustment or amendment to the bylaws, a Bylaws amendment application shall be submitted to the Department along with a copy of the Bylaws for review and approval by the Department.

ARTICLE XIV COMPLIANCE

The Council is committed to developing a system whereby pertinent information is transmitted to our Stakeholders. The Council, its representatives and all stakeholders will refrain from violating Board rules and shall abide by all city, county, state and federal laws that apply. All Board members will maintain their certification through completion of mandatory ethics training provided by the City of Los Angeles and the Department. Board members who do not maintain compliance with City training and policies are subject to potential action from the Department and/or the City Attorney.

Section 1: Code of Civility

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

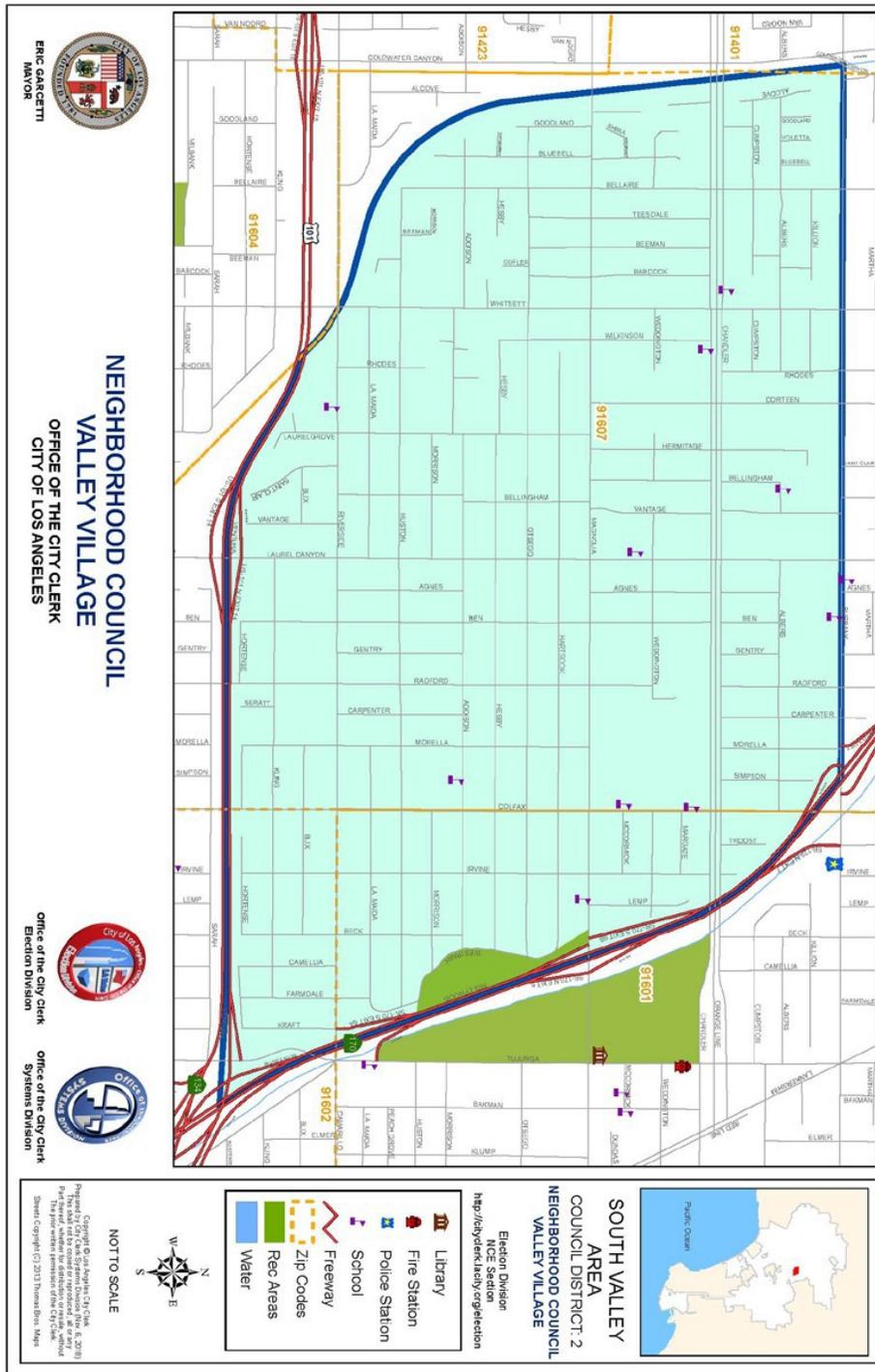
Section 2: Training

Board members elected to the Board may be required to participate in training provided by the Board, the Elections Committee, the Department, and the City of Los Angeles. All elected Board members must be in compliance with Ethics Training requirements and other mandatory training required by the City of Los Angeles. All board members must take ethics and funding training prior to making motions and voting on funding related matters

Section 3: Self-Assessment

The Board must participate in annual self-assessment as required by the Plan. This self-assessment will be administered by The Elections Committee each year.

ATTACHMENT A – Map of Neighborhood Council Valley Village



ATTACHMENT B – Governing Board Structure and Voting

Neighborhood Council Valley Village – 15 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Homeowner Representatives Term: 4 Years	4	Elected	Stakeholders who are homeowners within the boundaries of Valley Village and who are 18 years or older.	Stakeholders who live, work or own real property in Valley Village as defined in Article IV and who are 16 years or older.
Renter Representatives Term: 4 Years	4	Elected	Stakeholders who are renters within the boundaries of Valley Village and who are 18 years or older.	Stakeholders who live, work or own real property as defined in Article IV and who are 16 years or older.
Business Representatives Term: 4 Years	2	Elected	Stakeholders who are business owners or work within the boundaries of Valley Village and who are 18 years or older.	Stakeholders who live, work or own real property as defined in Article IV and who are 16 years or older.
Education Representative Term: 4 Years	1	Elected	Stakeholder who is affiliated with a Valley Village education-based organization and who is 18 years or older.	Stakeholders who live, work or own real property as defined in Article IV and who are 16 years or older.
Faith-Based Representative Term: 4 years	1	Elected	Stakeholder who is affiliated with a Valley Village faith-based organization and who is 18 years or older.	Stakeholders who live, work or own real property as defined in Article IV and who are 16 years or older.
Community Organization Representative Term: 4 Years	1	Elected	Community Organization Representative: Stakeholder who is at least 18 years of age at the time of the election, who is a member of a community based organization	Stakeholders who live, work or own real property as defined in Article IV and who are 16 years or older.

At-Large Representative A Term: 4 Years	1	Elected	At-Large A seat are open to anyone is 16 years of age or older and who lives, works or owns real property in Valley Village, or declares and affirms a stake in Valley Village as a community interest stakeholder	. Stakeholders who live, work or own real property as defined in Article IV and who are 16 years or older.
At-Large Representative B Term: 4 Years	1	Elected	At-Large B seat are open to anyone who is 16years of or older and who lives, works or owns real property in Valley Village, or declares and affirms a stake in Valley Village as a community interest stakeholder.	Stakeholders who live, work or own real property as defined in Article IV and who are 16 years or older