



CITY OF
LOS ANGELES
CALIFORNIA



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WEST HILLS NEIGHBORHOOD COUNCIL

JOINT BOARD AND BYLAWS COMMITTEE MEETING AGENDA

Wednesday, October 25, 2023 @ 6:30 p.m.

Chaminade College Preparatory -- Condon Center, 2nd Floor
23241 West Cohasset Street, West Hills, CA 91304

Enter Chaminade through the Cohasset Street Entrance Between Woodlake and Platt Avenue. Enter through the parking lot, bear left and continue over the hill until you see the Condon Family Technology Center on the left. Park in the nearest lot.

This meeting of the West Hills Neighborhood Council Bylaws Committee will be conducted online via Zoom Webinar, telephonically and in person. All are invited to attend and participate.

- To attend online via Zoom Webinar: Click or paste the following link into your browser:

<https://us02web.zoom.us/j/84975383115>

- To call in by phone, dial (669) 900-6833, then punch in this Webinar code when prompted: **849 7538 3115**, then press #.
- To attend in person, please attend Chaminade College Preparatory – Condon Center 2nd Floor, 23241 W. Cohasset Street, West Hills, CA 91304

This meeting is open to the public. Doors open 10 minutes before the meeting starts. Comments on matters not on the agenda will be heard during the Public Comment period. Those who wish to speak on an agenda item will be heard when the item is considered.

Call to Order and Establish Quorum

1. Approval of the September 2023 Committee Meeting Minutes
2. Comments and Announcements from the Chair
3. Public Comment
4. Discussion and Possible Action on use of WHNC logo on correspondence
Currently there is no WHNC Bylaw or Standing Rule addressing this. Guidelines are not explicitly stated in the Code of Conduct or the Code of Civility.
Proposed Bylaws or Standing Rule Amendment: Article V: Duties and Powers of Board Members
Board members including officers shall not claim to be, or give the impression of, speaking or communicating by any means on behalf of the WHNC without approval from the Board. Board members including officers shall not make any representations, or requests, on behalf of the Board, without approval from the Board. This includes the use of WHNC letterhead and the WHNC logo.
5. Discussion and Possible Action to Allow Board Members to Participate Remotely and Board and/or Committee Meetings to be Held Electronically – Subject to the provisions of SB411 -- A resolution by the Board requiring a supermajority (2/3) vote. This is also contingent on the LA City Council voting to allow NCs to operate under the provisions of SB411. SB411 would change state law but not authorize anything. There are two more steps. This is the last one.
6. Discussion and Possible Action to Require an Electronic or Telecom Component at WHNC Public Meetings:
7. Discussion of Possible Future Agenda Items for the Bylaws Committee

Adjournment

The next meeting of this committee is scheduled on Wednesday, November 22, 2023, at 6:30 PM.

Public Input: Comments from the public on agenda items will be heard only when the respective item is being considered. Comments from the public on other matters not appearing on the agenda that are within the Board's jurisdiction will be heard during the General Public Comment period. Please note that under the Brown Act, the Board is prevented from acting on a matter that you bring to its attention during the General Public Comment period; however, an issue raised by a member of the public may become the subject of a future Board meeting. Public comment is limited to two minutes per speaker, unless adjusted by the presiding officer of the committee.

The Americans With Disabilities Act - As a covered entity under Title II of the Americans with Disabilities Act, the City of Los Angeles does not discriminate on the basis of disability and upon request will provide reasonable accommodation to ensure equal access to its programs, services, and activities. Sign language interpreters, assistive listening devices, or other auxiliary aids and/or services may be provided upon request. To ensure availability of services, please make your request at least 3 business days (72 hours) prior to the meeting by contacting the Department of Neighborhood Empowerment by calling (213) 978-1551 or email: NCsupport@lacity.org

Public Posting of Agendas - WHNC agendas are posted for public review at Platt Village, on the Southside of Pavilions, closest to Nothing Bundt Cakes at 6534 Platt Avenue, West Hills, CA 91307 or at our website, www.westhillsnc.org You can also receive our agendas via email by subscribing to [L.A. City's Early Notification System \(ENS\)](#)

Notice to Paid Representatives -If you are compensated to monitor, attend, or speak at this meeting, City law may require you to register as a lobbyist and report your activity. See Los Angeles Municipal Code Section 48.01 et seq. More information is available at ethics@lacity.org/lobbying. For assistance, please contact the Ethics Commission at (213) 978-1960 or ethics.commission@lacity.org

Public Access of Records - In compliance with Government Code Section 54957.5, non-exempt writings that are distributed to a majority or all of the board in advance of a meeting may be viewed at our website: www.westhillsnc.org or at the scheduled meeting. In addition, if you would like a copy of any record related to an item on the agenda, please contact the WHNC's executive director via email at michelle.ritchie@westhillsnc.org

Reconsideration and Grievance Process - For information on the NC's process for board action reconsideration, stakeholder grievance policy, or any other procedural matters related to this Council, please consult the NC Bylaws. The Bylaws are available at our Board meetings and our website www.westhillsnc.org

Servicios De Traduccion: Si requiere servicios de traducción, favor de avisar al Concejo Vecinal 3 días de trabajo (72 horas) antes del evento. Por favor contacte Michelle.Ritchie@westhillsnc.org



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JOINT BYLAWS AD HOC COMMITTEE/BOARD MEETING MINUTES

September 27, 2023

Telephonic and Online

Revised October 19, 2023

The Committee shall take official action by a simple majority of yes and no votes cast by the committee members present at a duly noticed regular or special Bylaws Committee meeting, not to include abstentions. There shall be no proxy voting.

Attendance: Aida Abkarians, Faye Barta, Sandi Bell, Carolyn Greenwood, Glenn Jennings, Steve Randall, Joan Trent, and Brad Vanderhoof

Absent: Saif Mogri, Char Rothstein, and Myrl Schreiberman

Co-chair Brad Vanderhoof called the meeting to order at 6:35 PM. A quorum was established.

Numbers refer to agenda items.

1. Approval of the August 2023 Committee Meeting Minutes: Minutes approved as amended.

2. Comments and Announcements from the Chair: None

3. Public Comment: None

4. Allow Board Members to Participate Remotely and Board and/or Committee Meetings to be Held Electronically: Item tabled to October.

5. Define or Limit the Calling of Special Board Meetings – Standing Rules Action: No action taken.

6. Change the Minimum Quorum for Board Meetings – Bylaws Action:

Steve moved to change the WHNC Board minimum quorum to 15. Sandi seconded.

Roll call vote:

Aida Abkarians – No, Faye Barta – Yes, Sandi Bell – Yes, Carolyn Greenwood – Yes, Glenn Jennings – Yes, Saif Mogri – Absent, Steve Randall – Yes, Char Rothstein – Absent, Myrl Schreiberman – Absent, Joan Trent – Yes, Brad Vanderhoof – Yes

Yes – 7, No – 1, Abstain – 0, Absent – 3

The motion passes and will be sent to the WHNC Board for a first reading.

7. WHNC Code of Civility with a Line-by-Line Review of the Code: After discussion it was decided by consensus to leave the current code unmodified except to update the WHNC logo.

8. Future Agenda Items for the Bylaws Committee: None

Co-chair Brad Vanderhoof adjourned the meeting at 7:30 PM.

The next meeting of this committee is November 25, 2023 at Chaminade High School.

West Hills Neighborhood Council
Standing Rules
Approved, May 5, 2022
(As amended Aug. 7, 2013)
(As amended Jan. 7, 2016)
(As amended July 6, 2017)
(As amended Aug. 3, 2017)
(As amended Jan. 4, 2018)
(As amended Oct. 4, 2018)
(As amended Oct. 4 2020)
(As anended May. 5 2022)

Article V Governing Board, Section 1, Composition

The Board shall also have a Youth Advisory Committee made up of stakeholders between 14 and 17 years of age. Youth Advisory Committee Chair(s) will sit with the Board of Directors in Board meetings but will not vote on actions to be taken.

Article V Governing Board, Section 3, Official Actions

A minimum of seven (7) yes votes is required for the Board to take action

Article V Governing Board, Section 5A Duties and Powers of Board Members

All committees shall have self-written standing rules that shall include:

- A. Criteria for membership and voting in the committee
- B. Definition of what “serving actively on at least one committee” means for the committee
- C. Other rules of operation, if any

The requirement to serve actively on at least one committee shall not be considered fulfilled by participation in the Operations Committee.

Article V Governing Board, Section 6 Vacancies on the Board

The Committee Chair(s) shall be appointed by the WHNC President. In selecting members for the committee, the Chair(s) shall give consideration to eligible Board members who express interest and who did not serve on the previous Vacancy Ad Hoc Committee. To be considered eligible, a Board member must be current in all required neighborhood council trainings and must currently be a member of the Board for at least two (2) years.

Article V, Governing Board, Section 7, Absences

- A. Absences started being counted effective with the adoption of the bylaws. (May 1, 2013)
- B. A record of attendance for the previous 12 months shall be kept current on the WHNC web site.
- C. Any board member who comes within one (1) absence of being subject to removal shall be notified promptly in writing that he/she is in jeopardy of being removed from the board.
- D. Upon exceeding the permissible number of absences, the board member shall be notified promptly in writing. This notice shall include the relevant absence records and shall notify the board member that he/she may dispute the absence records at the next regular board meeting.
- E. Upon the board’s verification of the absence records at its next regular meeting, the board shall ratify the facts and the subject board member’s seat shall be vacated.

A board member’s inability to be present because they are obliged to attend an event elsewhere on Board business, shall not be considered an “absence” for purposes outlined in this section.

Article V, Paragraph B, Section 6: Vacancies on the Board (New, adopted 01-17-2016)

Vacancies on the Board shall be filled using the following procedure:

- A. Any qualified Stakeholder interested in filling a vacant seat on the Board shall submit an application to the Secretary within 30 days of the announcement, of the vacancy and the required posting of the vacancy on the WHNC web site, in a public place, on social media, and by email. Such application forms shall be available on the WHNC website or may be obtained by written request to the secretary of the WHNC.
- B. The Secretary shall immediately transmit the application(s) to the Chair of a designated committee for review and action.
- C. The designated committee shall meet no fewer than seven (7) days of the filing deadline. The committee shall review the applications to ensure that the applicants are eligible to hold the office and are otherwise qualified to undertake the level of participation expected of Directors of the Board of the WHNC.
- D. The committee shall submit all applications and shall make a recommendation of up to two (2) qualified candidate(s), per vacant seat, to the President no fewer than 4 calendar days prior to the next regular board meeting. The President shall have the filling of the vacancy placed on the agenda for a vote at the next regular Board meeting.

Article V, Governing Board, Section 8/9 Censure or Removal of Governing Board Members (As amended 01-17-2016)

Procedures for submitting petitions

- A. A petition must describe in detail the reason(s) for censure or removal as delineated in Article V, Section 8/9
- B. All petitions shall be submitted to the president and vice president, who shall verify that the petition is based upon one or more of the following: 3 reasons delineated in Article V, Section 8/9, paragraph D of the bylaws and that, if submitted by a stakeholder, the required minimum 50 signatures are on the petition.
- C. If verified, a complete copy of the petition shall be provided to the subject board member within 5 (five) days of receipt by the president or vice president. Any notice given by mail shall be sent by mail with proof of delivery to the last known address.
- D. The president and vice president shall first attempt to mediate the issues.
- E. An informal meeting of the president, vice president, petition author(s) and the named board member shall take place within 15 days of notification to the named board member to attempt to resolve the issues presented in the petition.
- F. If this mediation is successful no further action will be taken.
- G. If this mediation is not successful the following steps will be taken:
 - 1. The president or vice president shall seek advice of the City Attorney and EmpowerLA.
 - 2. A mediation or facilitation shall be requested through EmpowerLA.
 - 3. If this mediation or facilitation does not take place within 30 days of the request, or if the mediation/facilitation is not successful for any reason the following steps shall be taken:

- a. If the petition was submitted by a board member, a special meeting of the board shall be called within 15 days from the failure of the mediation for the purpose of the petitioner presenting their case, obtaining the required board signatures on the petition, and proceeding with discussion and possible action.
- b. If the petition is submitted by a non-board member, a special meeting shall be scheduled only for discussion and possible action

- (1). At the special meeting, advocates shall present their case which may include discussion, documents and witnesses.
- (2). Any censure or removal of a Director pursuant to this subsection shall require an affirmative vote of two-thirds (2/3) of the Directors present, and no fewer than 13 (thirteen) affirmative votes.

Article VI Officers of the Board, Section 2 Duties and Powers

Alternatively, the President and/or the Vice President may request of the board that the duties described under Article VI, Section 2.A, “The President” and Article VI, Section 2.B, “The Vice President” be a shared responsibility and that these two officers of the board be referred to as “Co-Chairs”.

- A. Upon receipt of such a request the board shall take a vote. A two-thirds (2/3) majority vote of the Board Members is required for approval of the motion.
- B. A motion to rescind the Co-Chair relationship may be submitted to the Board by the President or Vice President at any time. A two-thirds (2/3) majority vote of the Board Members is required for approval of the motion.

Section 2: Duties and Powers, Paragraph D: Duties and Powers – Treasurer

The Treasurer shall:

- A. Be a co-signer on the WHNC bank accounts
- B. Be responsible for the WHNC Purchase Card and/or checkbook
- C. Prepare detailed monthly reports to the board that shall include:
 1. Details of all expenses for the month, such as contract labor, committee expenses, administration expenses, etc.
 2. Balances for each detail account
 3. Total expenses for the year to date

Article VI Officers of the Board, Section 5, Removal from Office of an Officer of the Board

- A. The Officer shall be given a minimum of fifteen (15) days prior notice of the proposed removal and provided with a complete signed copy of the written petition for the proposed removal. Any notice given by mail shall be sent by first-class registered mail to the Director at his or her last known address.
- B. The Officer shall be given an opportunity to be heard, either orally or in writing, at the meeting of the Board in which the petition is scheduled to be. Upon a showing of good cause, the Board may grant a continuance of the scheduled meeting for a period of not less than fourteen (14) days but not more

than thirty (30) days to allow the subject Director an opportunity to prepare a response.

- C. The Board shall vote on whether or not the Officer shall be removed. An affirmative vote of 2/3 of the board present and no fewer than 13 (13) affirmative votes are required for removal or censure. The officer being considered for removal or censure is not allowed a vote.

Article VII Committees and Their Duties, Section 2: Committee Creation and Authorization

- A. A. The chair of each committee shall be responsible for seeing that agendas are posted in a timely manner. Each committee shall present copies of all approved committee meeting minutes for posting. The word "present" shall be defined as; provide approved minutes to the designated person for posting within fifteen (15) days of approval. If any action is taken in a committee meeting subject to the Brown Act, the names of all committee members attending the meeting shall be recorded in the minutes.
- B. The results of all votes taken in a committee meeting subject to the Brown Act must be recorded in the minutes.
- C. Voting
- All votes must be recorded and announced orally, by name, unless they are unanimous.
 - All abstentions must be recorded and announced orally.
 - If a member has left the meeting, and is not there for a vote, this must be noted in the minutes for that vote.
 - When a member leaves the meeting it must be announced orally.

Article IX Finances

The properties and assets of the WHNC are dedicated to the fulfillment of the objectives and purposes set forth in Article III hereof. No part of the properties or assets of this Council, on dissolution or otherwise, shall inure to the exclusive benefit of any private person of individual or any member, Director or chairperson except in the fulfillment of said objectives and purposes. On liquidation or dissolution, all properties, assets or obligations of the City held by the Council shall be returned to the City of Los Angeles in accordance with the directives of the City of Los Angeles Department of Neighborhood Empowerment (or "the Department").

Article XI Grievance Process

- A. The grievance process is intended to address matters involving procedural disputes, such as the Board's failure to comply with Board Rules or these Bylaws. It is not intended to apply to Stakeholders who merely disagree with a position or action taken by the Board at one of its meetings.
- B. A grievance *only may* be filed against the WHNC board, not an individual board member or officer.
- C. Upon receipt of a grievance, the Board shall refer the matter to an ad-hoc grievance panel composed of three (3) non board member Stakeholders randomly selected by the Board from a list of Stakeholders who have expressed an interest in serving from time-to-time on such a panel and two (2) board members .
- D. Within two (2) weeks of the panel's selection, the Board shall coordinate a time and place for the panel to meet with the person(s) submitting a grievance to discuss ways in which the dispute may be resolved.
- E. Within two (2) weeks following such meeting, a member of the panel shall 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 a Board meeting, but, in

accordance with the Brown Act, the matter shall not be discussed among the Board members until it is heard publicly at the next regular Council meeting.