NORTHRIDGE WEST NEIGHBORHOOD COUNCIL

BYLAWS

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ARTICLE I NAME

The name of this Neighborhood Council shall be the Northridge West Neighborhood Council ("NWNC").

ARTICLE II PURPOSE

Principles of Governance - The purpose of the NWNC is to participate as a body 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 NWNC is:

1. To provide an inclusive and open forum for public discussion of community issues, and to advise the City on issues concerning City governance, the needs of this neighborhood, the delivery of City services, and on matters of a citywide nature, as they relate to the Stakeholders of the NWNC;

2. To initiate, execute, and support projects for the physical, social, and cultural improvement of NWNC portion of Northridge. Likewise, the NWNC should advocate against any project which appears detrimental to the welfare of the NWNC Stakeholders;

3. To enhance the sense of community and the level of neighborhood involvement within the boundaries of the NWNC;

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 NWNC 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 NWNC;

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) to inform the NWNC 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 NWNC;

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 NWNC's business.

ARTICLE III BOUNDARIES

The NWNC 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 – southern side of the 118 Freeway;
B. East – western side of Reseda Boulevard; plus all of Northridge Recreation Center area, which is on east side of Reseda Boulevard and share it with Northridge East Neighborhood Council.
C. South – northern side of Nordhoff Street and Nordhoff Way; and
D. West – eastern side of Corbin Avenue.

The boundaries of NWNC are set forth on Attachment A - Map of the Northridge West Neighborhood Council.

Section 2: Internal Boundaries - Not applicable.

ARTICLE IV STAKEHOLDER

"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. Members of the NWNC shall be referred to as "Community Stakeholders."

ARTICLE V GOVERNING BOARD

The Board of Directors ("the Board") shall be the Governing Body of the NWNC within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils ("the Plan").

Section 1: Composition - The Board shall consist of thirteen (13) Stakeholders elected, selected or appointed by the Board and/or Community Stakeholders. The composition of the Board shall be as follows:

A. **AT-LARGE**: Four (4) Board members shall be elected "at-large", meaning they fit no specific Stakeholder group, but must qualify as residing within the confines of the NWNC.

B. **OPEN AT-LARGE**: One (1) Board member shall be elected who is not required to reside within the geographic boundaries of the NWNC, but who can affirm a substantial and ongoing interest in the community's affairs.

C. **GENERAL BUSINESS REPRESENTATIVE:** There shall be two (2) seats for this Stakeholder group. These Board members shall own or work for a business that is physically located within the geographic boundaries of the NWNC. This also includes persons legally operating a business from their primary residence within the same boundaries.

D. **COMMUNITY AND FAITH BASED ORGANIZATION**: This Board member shall be a part of or regularly attend community or faith- based organizations, (e.g. neighborhood

watch groups, service organizations, volunteer groups, veterans' organizations, churches, temples or mosques) that regularly meet within the geographic boundaries of the NWNC.

E. **RENTER**: This Board member shall rent and reside in a home, condominium, townhouse, or apartment within the geographic boundaries of the NWNC.

F. **SENIOR:** There shall be two (2) seats for this Stakeholder group. These Board members shall be Stakeholders residing within the geographic boundaries of the NWNC and be at least sixty-two (62) years of age.

G. **HOMEOWNER**: There shall be two (2) seats for this stakeholder group. These Board members shall own and reside in a home, condominium, or townhouse within the geographic boundaries of the NWNC.

No single Stakeholder group shall hold a majority of Board seats unless extenuating circumstances exist and are approved by the Department of Neighborhood Empowerment ("the Department").

Section 2: Quorum - The quorum shall be seven (7) members of the Board. No floating quorums are allowed.

Section 3: Official Actions - A simple majority vote by the Board members present and voting, not including abstentions, at a meeting at which there is a quorum shall be take action as voted unless specified otherwise in these Bylaws.

Section 4: Terms and Term Limits - Board members shall serve a four (4) year staggered term commencing after being seated. Starting in 2010, future elections will consist of seven (7) council members who are elected and seated (and every four (4) years thereafter) will hold positions as follows: two (2) General Business, two (2) At-Large Representatives, one (1) Homeowner, one (1) Renter and one (1) Community and Faith Based Organization Representative. The remaining six (6) board members, who will be up for reelection in 2012 (and every four (4) years thereafter) , will consist of the following positions: one (1) Homeowner, one (1) Open At-Large Representative, two (2) Seniors, and two (2) At-Large Representative. Thereafter, the term of office for each position filled during each subsequent election shall be for a period of four (4) years.

Beginning in 2010, NWNC Members shall have no term limits if voted by stakeholders at NWNC elections and/or appointed by NWNC board.

Section 5: Duties and Powers - The primary duties of the Board shall be to govern the NWNC and to carry out its objectives. 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, delegate to any individual the authority to represent the NWNC. Such authority may be revoked at any time by the Board.

Section 6: Vacancies - A vacancy on the Board shall be filled by a Stakeholder who satisfies the eligibility requirements for holding the vacated Board seat. The President shall have the discretion to appoint the vacancy from any applicants or among any other qualified Stakeholders at any time, subject to a majority vote of the Board at a public meeting. The appointed applicant's term shall be limited to the term for the vacated seat.

Section 7: Absences - Any Board member who misses two (2) regularly scheduled consecutive NWNC Governing Board meetings or, optionally, three (3) total Governing Board meetings in a fiscal year will be automatically removed from the Board unless such absences are "excused absences"

as defined in the NWNC Standing Rules. Each NWNC Board member's absence shall be recorded in the NWNC's meeting minutes or other manner of NWNC record keeping, and that, upon missing the required number of Board meetings for removal, the NWNC Presiding Officer shall notify the Board member of the absences and place on the agenda the removal of the Board member at a regular or special Board meeting whereupon the Board shall determine the validity of the absences before taking action to remove the Board member. Any meeting of the NWNC Governing Board, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Board member attendance.

Section 8: Censure - The NWNC President shall have the discretion to censure and will notify the Board/committee member verbally of any misconduct or any conduct deemed incompetent. NWNC President may reprimand the Board/committee member in question and deliver to said member the explanation and the appropriate conduct expected. If of a serious nature, as defined by the NWNC President, the President may consult the NWNC Board for a more serious solution such as removal of the Board Member.

Section 9: Removal - A Board member may be removed from office by submission of a written petition from any Board member or Stakeholder to the Board Secretary which includes: (1) the identity of the Board member to be removed; and (2) the description, in detail, of the reason for removal, (the reason for removal must be a substantive issue).

A. The Secretary shall then have the matter placed on the agenda for a vote of the Board at the next Board meeting.

B. The vote will require two thirds (2/3) of the Board members present for removal of the identified Board member.

C. The Board member who is the subject of the removal action will be allowed to speak to the Board member at the meeting, prior to the vote, but shall not take part in the vote on this matter.

D. If the vote for removal is affirmative then the position shall be determined vacant and Article V, Section 6 shall be invoked.

Section 10: Resignation – If a Board member resigns or is no longer a Stakeholder, the position shall be determined vacant. That position shall be filled per Article V, Section 6.

Section 11: Community Outreach – The Board shall direct that a system of outreach be instituted to find and obtain nominees for subsequent election(s) 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 inform and give every Stakeholder desiring to participate on the Board an opportunity to become a Board member. To that end, prospective Board members shall be given notice at least sixty (60) days prior to any election for purposes of soliciting Stakeholder support.

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 for Administration, Vice-President of Outreach and Communications, Secretary and Treasurer.

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**: The President shall preside at all meetings and direct all activities of the NWNC; chair Executive Committee meetings; represent the interests of the NWNC before the City Council and City Departments, boards and commissions, or delegate such representation as warranted; serve as a spokesperson for the NWNC in the press and before other neighborhood councils and/or the public; and appoint Committee chairs as necessary subject to confirmation by a majority vote of the Board.

B. **VICE-PRESIDENT FOR ADMINISTRATION**: This individual shall serve as President in that person's absence and be responsible for the operational, administrative, and logistical needs of the council. Other specific duties may be determined by the Board.

C. **VICE-PRESIDENT FOR OUTREACH AND COMMUNICATION:** This individual shall coordinate the NWNC's external communications and outreach activities. Other specific duties may be determined by the Board.

D. **SECRETARY:** The Secretary shall keep minutes of all Board meetings. An Alternate Secretary may be appointed by the Board to serve in the absence of the Secretary as needed. Unless the person serving as Alternate Secretary is already a Board member, he or she shall not have any of the rights of a Board member, including the right to vote on matters before the Board.

E. **TREASURER:** The Treasurer shall maintain the records of the NWNC's finances and books of accounts and perform other duties in accordance with the MWMC's Financial Management Plan and the Department's policies and procedures.

Section 3: Selection of Officers - Officer positions shall be filled every two (2) years at the first official Board meeting following their election or selection in Board election years, and one (1) year anniversary mark of the Officers' election in Board non-election years.

Section 4: Officer Terms - The Officers shall serve two (2) year terms and serve at the pleasure of the Board. They may stand for re-election every two (2) years.

ARTICLE VII COMMITTEES AND THEIR DUTIES

All Standing and Ad Hoc Committees shall be established by the Board. Suggestions for Committees may come from Stakeholders or from members of the Board, and all such suggestions shall be voted upon by the Board.

Section 1: Standing Committees – The Standing Committees of the NWNC are: The Executive Committee, The Budget and Finance Committee, The Community Outreach Committee, The Beautification Committee, The Planning/Land/Zoning Use Committee, The Elections Committee, The Education Committee, and The Bylaws Committee.

Section 2: Ad Hoc Committees – The Board may create Ad Hoc Committees as needed to deal with temporary issues.

Section 3: Committee Creation and Authorization

A. **Committee Authority** – All committee recommendations shall be brought back to the full Board for discussion and action.

B. **Committee Structure** – With the exception of the Executive Committee, Committee members shall be appointed by the President and ratified by the Board. Standing Committees shall be comprised of at least two (2) Board members and may include any interested Stakeholders. Ad Hoc Committees shall be comprised of three (3) or less Board members and may include any interested Stakeholders.

C. **Committee Appointment** – All Committee Chairs shall be appointed by the President and confirmed by the Board. The Chairs shall keep a written record of Committee meetings and shall provide regular reports on Committee matters to the Board.

D. **Committee Meetings** – Committee meetings are subject to and shall be conducted in accordance with the dictates of the Brown Act.

E. **Changes to Committees** – The Board may establish, disband or make changes as needed to any Standing or Ad Hoc committee. Any such action by the Board shall be noted in the Council meeting minutes.

F. **Removal of Committee Members** – Committee members 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 noticed and conducted in accordance with the Act, the Neighborhood Council Agenda Posting Policy, and all other applicable laws and governmental policy.

Section 1: Meeting Time and Place - All meetings shall be held within the NWNC boundaries at a location, date and time set by the Board. A calendar of regular meetings shall be established by the Board at its first regular meeting of each calendar year.

A. **Regular Meetings** - Regular NWNC meetings shall be 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 shall determine the length and format of the period as appropriate.

B. **Special Meetings** – The President or a majority of the Board shall be allowed to call a Special Council Meeting as needed.

Section 2: Agenda Setting – The Executive Committee shall set the agenda for each Board meeting.

Section 3: Notifications/Postings – Notice of a regular meeting 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. At a minimum, notice shall be posted at the NWNC's posting locations, on its website (if applicable) and emailed out to Stakeholders if the NWNC maintains such a database.

Regular and special meeting agendas shall also be emailed to the Department.

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 reconsider be approved. A motion for reconsideration can only be made by a Board member on the prevailing side of the action, who 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. The aforesaid shall all be in compliance 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 shall be available for public inspection and posted on the NWNC website, if available.

D. Each month, the Treasurer shall provide to the Board detailed reports of the NWNC's accounts.

E. At least once each quarter, the President and at least one (1) other individual other than the Treasurer, who is designated by the Board, shall examine the NWNC's accounts and attest to their accuracy before submitting the documentation to the Department for further review.

ARTICLE X ELECTIONS

Section 1: Administration of Election – The NWNC'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 Stakeholders aged sixteen (16) years old and above shall be entitled to vote in the NWNC's elections.

Section 4: Method of Verifying Stakeholder Status – Voters will verify their Stakeholder status through documentation process.

Section 5: Restrictions on Candidates Running for Multiple Seats – A candidate shall declare their candidacy for no more than one (1) position on the Board during a single election cycle.

Section 6: Other Election Related Language – Not Applicable.

ARTICLE XI GRIEVANCE PROCESS

A. Any grievance by a Stakeholder must be submitted in writing to the Secretary. Within ten (10) days of receipt, the Secretary will refer the grievance to a grievance panel comprised of five (5) Stakeholders who are randomly selected by the President from a list of Stakeholders who have expressed an interest in serving from time-to-time on such a grievance panel. Within ten (10) days of the referral, the Secretary will coordinate a time and place for the panel to meet with the person(s) submitting the grievance to discuss the basis for the grievance and the desired outcome.

B. Within thirty (30) days of the panel meeting with the person(s) submitting the grievance, the panel members will conduct any investigation necessary in order to reach agreement on the panel's recommendation to the Board. A report will be written and forwarded to the Secretary outlining the panel's collective recommendations for resolving the grievance. This item shall then be placed on the agenda for discussion at the next Board meeting. The Board may receive a copy of the panel's report and recommendations prior to the meeting, but the matter will not be discussed among Board members until the matter is heard by the existing and present Board at a meeting, pursuant to the Brown Act.

C. This 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 Board meetings. This grievance process is intended to address matters involving procedural disputes, e.g., the Board's failure to comply with its rules or these Bylaws. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.

D. In the event that a grievance cannot be resolved through this grievance process, the matter may be referred to the Department for consideration or dispute resolution in accordance with the Plan.

ARTICLE XII PARLIAMENTARY AUTHORITY

The NWNC shall use Robert's Rules of Order when conducting Board meetings. Additional rules and/or policies and procedures regarding the conduct of the Board meetings may be developed and adopted by the Board.

ARTICLE XIII AMENDMENTS

A NWNC Member or a Stakeholder may propose amendments to these Bylaws during the public comment period of a NWNC meeting.

A. A proposal to amend these Bylaws must then be formalized in writing and submitted by the Board member or Stakeholder making the request, to the NWNC Executive Board and then put on agenda for the next NWNC regular meeting or special meeting.

B. An amendment to these Bylaws requires two-thirds (2/3) vote of the NWNC Board members present at a duly noticed general or special meeting. All changes shall then be forwarded to the Department for review and approval.

C. Amendments shall not be valid, final or effective until approved by the Department. Once approved, any changes in the Bylaws shall become effective immediately.

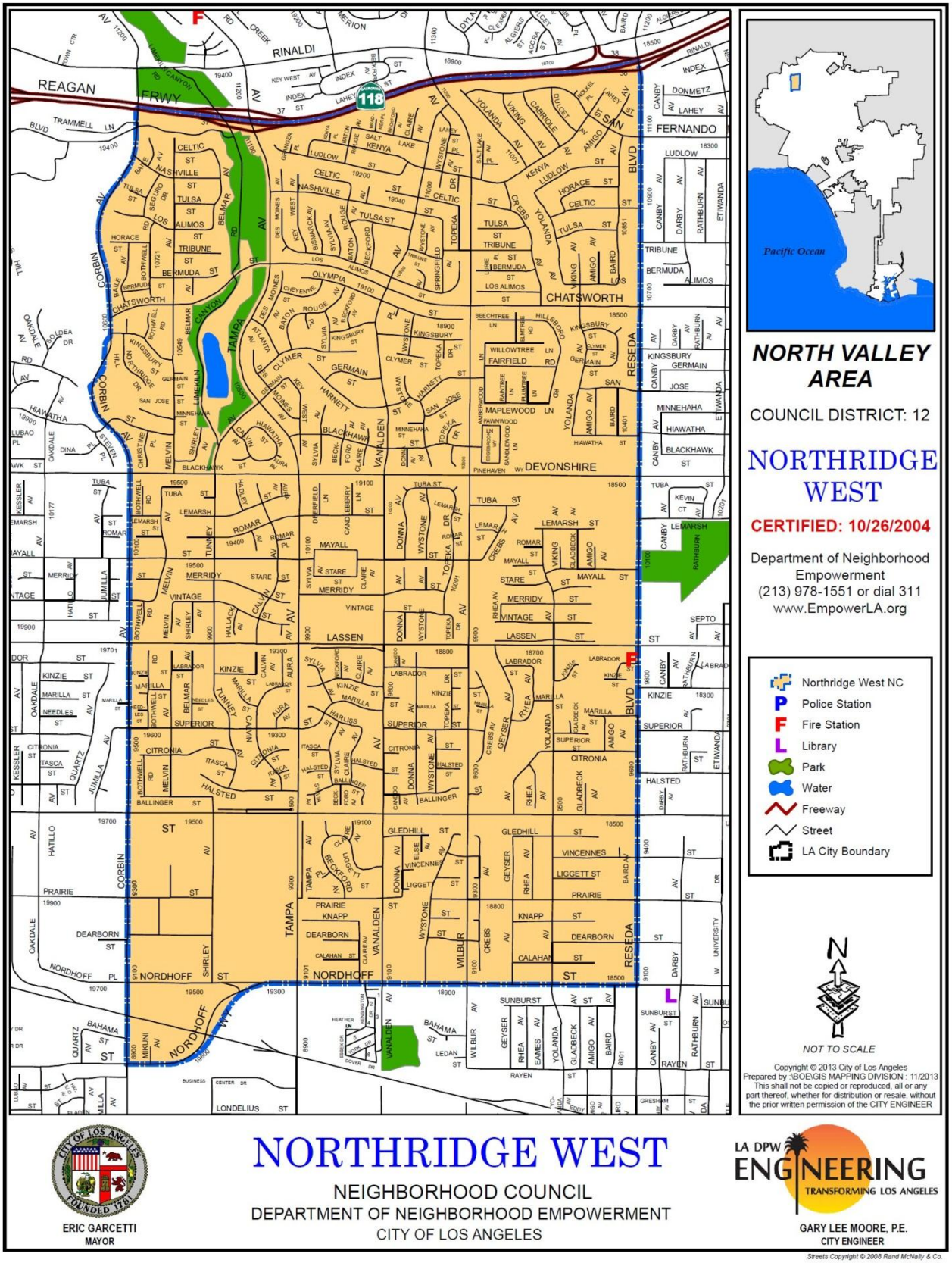
ARTICLE XIV COMPLIANCE

The NWNC, its representatives, and all Community Stakeholders 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 NWNC, its representatives, and all Community Stakeholders shall conduct all NWNC 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 – All Board members shall take training in the fundamentals of Neighborhood Councils, including, but not limited to, ethics, funding, workplace violence and sexual harassment trainings provided by the City within sixty (60) days of being seated, or they will lose their Board voting rights. All board members must take ethics and funding training prior to making motions and voting on funding related matters.

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



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ATTACHMENT B – Governing Board Structure and Voting

Northridge West Neighborhood Council – 13 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
At-Large Representatives Term: 4 Years	4	Elected	There council members shall be elected "at-large", meaning they fit no specific stakeholder group but must qualify as residing within the confines of the NWNC and must be at least 16 years of age.	Stakeholder who is at least 16 years of age.
Open At-Large Representative Term: 4 Years	1	Elected	This council member shall be elected who is not required to reside within the geographic boundaries of the NWNC, but who can affirm a substantial and ongoing interest in the community's affairs and must be at least 16 years of age.	Stakeholder who is at least 16 years of age.
General Business Representatives Term: 4 Years	2	Elected	These council members shall own or work for a business that is physically located within the geographic boundaries of the NWNC or persons legally operating a business from their primary residence within the same boundaries and must be at least 16 years of age.	Stakeholder who is at least 16 years of age.
Community and Faith Based Organization Representative Term: 4 Years	1	Elected	This council member shall be a part of or regularly attend community or faith-based organizations, (e.g. neighborhood watch groups, service organizations, volunteer groups, veterans' organizations, churches, temples, or mosques) that regularly meet within the geographic boundaries of the NWNC and must be at least 16 years of age.	Stakeholder who is at least 16 years of age.
Renter Representative Term: 4 Years	1	Elected	This council member shall rent and reside in a home, condominium, townhouse, or apartment within the geographic boundaries of the NWNC and must be at least 16 years of age.	Stakeholder who is at least 16 years of age.
Senior Representatives Term: 4 Years	2	Elected	These council members shall be stakeholders residing within the geographic boundaries of the NWNC and be at least 62 years of age.	Stakeholder who is at least 16 years of age.
Homeowner Representatives Term: 4 Years	2	Elected	These council members shall own and reside in a home, condominium, townhouse, or apartment within the geographic boundaries of NWNC and must be at least 16 years of age.	Stakeholder who is at least 16 years of age.

End of NWNC Bylaws for 2015