



Bylaws of Voices Neighborhood Council – Table of Contents

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Article I: NAME

The name of the Neighborhood Council shall be ***Voices Neighborhood Council (VNC)***. Upon certification, it shall be an officially recognized advisory council hereby part of the Los Angeles citywide system of Neighborhood Councils.

Article II: PURPOSE

A. The purpose of the VNC is to participate as an advisory body on issues of concern to the VNC and in the governance of the City of Los Angeles and to bring together and empower all Stakeholders within the community.

B. The mission of the VNC is:

1. To encourage activities that result in an economically thriving, socially and physically healthy, beautiful community of individuals, families, businesses and service providers who are dedicated to the wellbeing of each and every member.
2. To serve all members as the coordinating and information clearinghouse for strategic community issues. The strategic issues to be addressed will be determined by the VNC general council with encouraged input from the Stakeholders.
3. To provide an inclusive open forum for public discussion of strategic issues and advise the City of Los Angeles concerning City governance, the needs of this community, the delivery of City services to the South Los Angeles area, and on matters of a Citywide nature, and
4. Solicit opinions from Stakeholders regarding issues and events that will affect them.
5. Inform and educate Stakeholders of forthcoming projects, events, and available City resources.
6. Develop a sense of pride and responsibility for our neighborhood through community participation.

C. The policy of the VNC shall be:

1. To manage and conduct the affairs of VNC with competence and integrity and to establish honor and value for each individual as our hallmark.
2. To respect the dignity and expression of viewpoints of all individuals, groups, and organizations involved in the VNC.
3. To remain non-partisan with respect to political party affiliations and inclusive in operations including, but not limited to, the election process for governing body and committee members.

- a. To encourage all Community Stakeholders to participate in all activities of the VNC while striving for diversity when selecting our Board.
4. To prohibit discrimination against any individual or group in operations of the VNC on the basis of race, color, ethnicity, creed, religion or belief, national origin, ancestry, sex, sexual orientation, age, disability, marital status, homeowner/renter status, gender identity, gender expression, income and/or economic status, or political affiliation or belief, or perception of any of the aforementioned.
5. To have fair, open, and transparent procedures for the conduct of VNC business.

Article III: BOUNDARIES

Section 1: Boundary Description

The VNC includes a geographic area with boundaries as follow (described in a clockwise manner):

- A. **NORTH:** South side of Martin Luther King Jr. Boulevard, between Southbound 110 Freeway on the east, continuing west to the east side of Normandie Avenue.
- B. **EAST:** Southbound 110 Freeway from Martin Luther King Jr. Blvd. on the north and Gage Ave. on the south.
- C. **SOUTH:** West on the north side of Gage Avenue from Southbound 110 Freeway to Vermont Avenue, continuing north on Vermont Avenue to 62nd Street, then west on 62nd Street to the south side of Normandie Avenue.
- D. **WEST:** South on the east side of Normandie Avenue from Martin Luther King Jr. King Boulevard to the north side of 62nd Street.

Shared space boundaries: The Exposition Park Complex or Exposition Blvd. on the North; Figueroa Street on the East; Vermont Avenue on the West, and Martin Luther King, Jr. Blvd. on the South.

Section 2: Internal Boundaries

The VNC includes a geographic area with boundaries as follow (described in a clockwise manner):

A. Area 1

1. **North:** South side of Martin Luther King Jr. Blvd., between Southbound 110 Freeway on the east, continuing west to the east side of Normandie Ave.
2. **South:** Vernon Ave (north side of street), between Southbound 110 Freeway on the east, continuing west to the east side of Normandie Ave.
3. **East:** Southbound 110 Freeway, between Martin Luther King, Jr., Blvd on the North and Vernon Ave. on the South.
4. **West:** Normandie Ave (east side of street), between Martin Luther King, Jr., Blvd on the north and Vernon Ave. on the south.

B. Area 2

1. **North:** Vernon Ave. (south side of street), between Southbound 110 Freeway on the east, continuing west to the east side of Normandie Ave.
2. **South:** 52nd Street, between Southbound 110 Freeway on the east, continuing west to the east side of Normandie Ave.
3. **East:** Southbound 110 Freeway, between Vernon Ave. on the North and Gage Street on the South.
4. **West:** Normandie Ave (east side of street), between Vernon Ave. on the North and 52nd Street on the South.

C. Area 3

1. **North:** 53rd Street, between Southbound 110 Freeway on the east, continuing west to the east side of Normandie Ave.
2. **South:** Slauson Ave (north side of street), between Southbound 110 Freeway on the east, continuing west to the east side of Normandie Ave.
3. **East:** Southbound 110 Freeway, between Martin Luther King, Jr., Blvd on the North and Gage Street on the South.
4. **West:** Normandie Ave (east side of street), between Southbound 110 Freeway on the east, continuing west to the east side of Normandie Ave.

D. Area 4

1. **North:** Slauson Ave (south side of street), between Southbound 110 Freeway on the east, continuing west to the east side of Normandie Ave.
2. **South:** West on the north side of Gage Street from Southbound 110 Freeway to Vermont Avenue, continuing north on Vermont Avenue to 62nd Street, then west on 62nd Street to the South side of Normandie Avenue.
3. **East:** Southbound 110 Freeway between Martin Luther King, Jr., Blvd. on the North and Gage Street on the South.
4. **West:** Normandie Ave. (east side of street), between Martin Luther King, Jr., Blvd. on the north and Gage Street on the South.

The boundaries of the VNC are set forth in **Attachment A** - Map of Voices Neighborhood Council.

Article IV: STAKEHOLDER

Neighborhood Council membership is open to all Stakeholders. “Stakeholders” shall be defined as those who live, work or own real property in the neighborhood and also to those who declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation within the Neighborhood Council’s boundaries and who may be in a community organization such as, but not limited to, educational, non-profit and/or religious organizations.

Article V: GOVERNING BOARD

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

Section 1: Composition

There shall be fifteen (15) Community Stakeholders to serve on VNC Board. The composition and duties of the Board is as follows:

A. Chairperson

The Chairperson shall:

1. Preside at all Board meetings
2. Serve as spokesperson and representative of the Board approved position
3. Ensure that all books, reports and certificates required by law are properly kept and filed
4. Act as chief liaison to all outside organizations and Neighborhood Councils
5. Sign board approved correspondence from the VNC
6. Call special meetings when urgent matters arise if the issue warrants critical and timely attention of the Council

B. Vice Chairperson

The Vice Chairperson shall:

1. Perform the duties of the Chairperson's absence
2. Perform other duties as delegated by the Chairperson
3. Secure meeting locations and permits
4. Assist the Chair in deciding what issues may deserve a special meeting
5. Act, with the Chairperson's approval as the chief liaison with other Neighborhood Council
6. Maintain oversight of all committees to ensure they are functioning appropriately
7. Shall perform duties of the Parliamentarian's absence

C. Treasurer

The Treasurer shall:

1. Account for all funds belonging to the VNC
2. Chair the Budget and Finance Committee
3. Disburse all VNC funds to assure total compliance with all Department and Los Angeles City requirements
4. Comply with the financial controls and reporting functions specified by the Standing Rules and regulations
5. Prescribe a method for keeping a book of accounts and comply with Generally Accepted Accounting Principles
6. Prepare and submit a current financial report to the Board at every regular meeting

7. Prepare and submit a quarterly reconciliation of the VNC's funds to the Department
8. Prepare the year-end financial report and present it to the board thirty-five (35) days prior to the close of the fiscal year

D. Corresponding Secretary

The Corresponding Secretary shall:

1. At the direction of the Chair, prepare and release formal board approved correspondence
2. Routinely inform the public of the Council's activities and inform the Board of City meetings and activities
3. Receives and shares outreach notices and stakeholder information between committees
4. Oversee the maintenance and updating of the website and other social media platforms
5. Create and post all agenda notices in accordance with the Brown Act for all Board meetings
6. Maintain and update the stakeholder database
7. Serve as Chairperson for the Outreach Committee

E. Recording Secretary

The Recording Secretary shall:

1. Record the minutes of each regular and special board meeting
2. Maintain and archive all regular and special board meeting records.
3. Make the record of each meeting available to the public by suitable means in a timely manner. The Recording Secretary may delegate a person to take minutes at a meeting in the event of an absence.

F. Parliamentarian

The Parliamentarian shall:

1. Ensure that all official meetings of the VNC and the Board run in accordance with the Brown Act, Robert Rules of Order, and the VNC By-Laws. When there is a vote on the floor, the Parliamentarian will make sure the vote is constituted of all registered members or Board members, as appropriate, of the VNC that are present.
2. Be responsible to determine whether a quorum of Board members is present at all applicable meetings of VNC to conduct business. In the absence of the Parliamentarian, the Vice Chairperson will assume the duties of the Parliamentarian.
3. Provide an orientation to newly elected council members on how to participate in the discussions, make motions, and council responsibilities.

G. At-Large Representative

The At-Large Representative represents all interests within the boundaries of the VNC. This member is also responsible for ongoing outreach activities.

H. Community-Based/Nonprofit Organizations Representative

The Community-Based/Nonprofit Organizations Representative represents the interests of community-based and/or nonprofit organizations (501(c) 3) in the VNC area, and who is a designated representative of a community based/nonprofit organization that provides services within in the VNC boundaries. A "designated representative" shall be the individual who is selected by a community organization to represent said constituencies to the VNC. This member is also responsible for ongoing outreach activities to this sector of our community.

I. Faith-Based Representative

The Faith-Based Representative represents the interest of faith-based organizations in our community and who is a designated representative of a faith-based organization located within the boundaries of the VNC area. A "designated representative" shall be the individual who is selected by a faith-based organization or a member of a faith community to represent said constituencies to the VNC. This member is also responsible for ongoing outreach activities to this sector of our community.

J. Education Representative

The Education Representative represents the interest of educational organizations and institutions in our community and who is a designated representative of such, which is located within the boundaries of the VNC area. A "designated representative" shall be the individual who is selected by an educational organization or institution; or actively involved within the education community, to represent said constituencies to the VNC.

K. Area 1 Representative

The Area 1 Representative represents all interests within Area 1 of the VNC. The Area 1 Representative will serve as a point of contact for issues of concern to be communicated with law enforcement matters and will develop a rapport with Senior Lead Officers assigned to Area 1 and local government representatives. This member is also responsible for ongoing outreach activities to this sector of our community.

L. Area 2 Representative

The Area 2 Representative represents all interests within Area 2 of the VNC. The Area 2 Representative will serve as a point of contact for issues of concern to be communicated with law enforcement matters and will develop a rapport with Senior Lead Officers assigned to Area 2 and local government representatives. This member is also responsible for ongoing outreach activities to this sector of our community.

M. Area 3 Representative

The Area 3 Representative represents all interests within Area 3 of the VNC. The Area 3 Representative will serve as a point of contact for issues of concern to be communicated with law enforcement matters and will develop a rapport with Senior Lead Officers assigned to Area

3 and local government representatives. This member is also responsible for ongoing outreach activities to this sector of our community.

N. Area 4 Representative

The Area 4 Representative represents all interests within Area 4 of the VNC. The Area 4 Representative will serve as a point of contact for issues of concern to be communicated with law enforcement matters and will develop a rapport with Senior Lead Officers assigned to Area 4 and local government representatives. This member is also responsible for ongoing outreach activities to this sector of our community.

O. Youth Representative

The Youth Representative is appointed by the Board and must be at least sixteen (16) years of age at the time of appointment. The Youth Representative may either be a youth sixteen (16) years of age or older. If the appointed Youth Representative is less than eighteen (18) years of age, the person is excluded from (1) voting on the expenditure of VNC funds; (2) the hiring or firing of staff of the VNC; or (3) entering into contracts and agreements.

Section 2: Quorum

No business of the VNC shall be conducted in the absence of a quorum. The quorum shall be eight (8) members of the Board. No floating quorums are allowed.

Section 3: Official Actions

Official actions shall occur when the Board approves, fails to approve, or disapproves by vote of any resolutions, positions, or decisions with respect to an item on its agenda which becomes the official or representative voice on said item for the VNC. After establishment of a quorum, the VNC shall take any and all official action by majority vote of those Board members present, not including abstentions.

Section 4: Terms and Term Limits

Board members shall serve a two (2) year term unless the individual is filling a vacancy as outlined in Section 6. There are no term limits.

Section 5: Duties and Powers

The Board shall have the power, in the name of the VNC to do and perform all acts and things appropriate to the general welfare of its Stakeholders and which are consistent with Article IX of the Los Angeles City Charter. No particular powers shall be held to be exclusive of, or a limitation of the foregoing general grant of powers. The Board members shall:

- A. Establish rules for its proceedings.
- B. Cause a correct record of its proceedings to be kept.
- C. Be involved in outreach activities for the VNC.
- D. Appoint such standing and Ad-Hoc Committees, as it deems necessary.
- E. Direct an open and fair system of outreach.

Board members must be Stakeholders during their entire term of office. Should a Board member have a change of status such that they no longer qualify as a VNC Stakeholder, their position as a Board member shall be terminated.

Section 6: Vacancies

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

- A. Any Stakeholder(s) interested in filling a vacant seat on the Board shall submit a written application to the Recording Secretary or Board designee 72 hours prior to the next regular meeting of the board.
- B. The Recording Secretary or Board designee will forward the names of all applicants qualified to hold the vacant seat as determined by their Stakeholder status and criteria for the vacant position to the Board.
- C. The Recording Secretary shall then ensure that the matter is placed on the agenda for the next regular meeting of the Board.
- D. If only one (1) Stakeholder has submitted an application for a vacant seat, then a vote of the Board may 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 shall be taken at the next regular meeting by all Board members present, except for the presiding Chairperson. In the case of a tie, the presiding Chairperson shall cast the tie- breaking vote.
- E. When a vacant seat is filled by the aforementioned process, that seat shall be filled only until the next election is held to fill seats on the Board. In no event shall a vacant seat be filled where the election to fill seats on the Board is scheduled to be held within ninety (90) days from the date the applicant (Stakeholder proposing to fill the vacancy) tenders a written application to the Recording Secretary or Board designee.
- F. Any Stakeholder(s) interested in filling a vacant seat on the Board, must be present at time of appointment.

Section 7: Absences

Board members shall notify the Recording Secretary at least forty-eight (48) hours in advance of their anticipated absence at a scheduled meeting. Such notice shall be made by telephone, facsimile, e-mail or other methods. If good and sufficient reason is given as to why such notice cannot be given, then notice may be waived at the reasonable discretion of the Chairperson.

A board member may not be absent for four (4) meetings within a twelve-month period or absent for three (3) consecutive meetings. A board member who is absent for four (4) or more regular meetings in a twelve (12) month period shall be subject to removal from the board, as shall any board member absent for three (3) consecutive meetings be subject to removal from the board. Any regularly scheduled meeting of the Board noticed as per the Brown Act shall constitute a meeting for the purpose of determining Board member attendance.

If a board member is absent for four or more meetings then the Board shall send a Notification of Intent to Vacate Seat via United States Postal Service mail (certified, return receipt) to the member's last known street addresses. The notice shall include the pertinent information so as to allow the board member up for removal the opportunity to address the board and explain the reason for their absence. The Board member shall be given an opportunity to be heard, either orally or in writing as to why their membership should not be vacated. Declaring a seat vacant must pass by a simple majority vote of the

Board members present. The Council shall consult with the Office of the City Attorney throughout any Board Member removal process.

- A. **Tardiness.** A Board Member who is twenty (20) minutes or more late to the scheduled start time of the meeting shall be marked as tardy; A Board Member that has two (2) consecutive unexcused instances of being tardy will count as an absence.

Section 8: Censure

The Council can take action to publicly reprimand a Board member for actions conducted in the course of Council business that violate the Code of Civility, VNC Standing Rules, VNC Bylaws and all other applicable laws, ordinances and policies by censuring the Board member at a Council Board meeting. Censures shall be placed on the agenda for discussion and action. Censures must pass with a 2/3 majority of those present and voting.

Section 9: Removal of Governing Board Members

The Council shall consult with the Office of the City Attorney throughout any Board Member removal process. Notice shall be given to a board member up for removal via United States Postal mail and shall be sent by first class certified mail to the member's last known address. Board Members may be removed in the following ways:

- A. Petition by Stakeholders:

A Board Member may be removed from office by the submission of a written petition to the Secretary, which (1) identifies the Board member to be removed; (2) describes in detail the reason for removal, and (3) includes the signature of one hundred (100) Stakeholders. Upon receipt of a written petition for removal, Recording Secretary or Board designee shall then have the matter placed on the agenda for a vote of the Board at the next regular meeting of the Board. Removal of the identified Board Member requires a two-thirds (2/3) vote of Board majority of the attending Board Members. The Board member that is the subject of the removal action shall have the right to deliver to Board Members a written statement about the matter and/or speak at the Board meeting prior to the vote, but shall not be counted as part of the quorum nor be allowed to vote on the matter.

- B. Petition by Board:

A board member may be removed from the Board for good cause, including but not limited to, continuous demonstration of lack of understanding of policies and procedures, disruptive conduct, failing to perform their duties, interfering with Council business, violations of these bylaws, operating procedures or code of conduct.

The board member seeking the removal of another board member shall 1) identify the board member to be removed, 2) state the reason for removal by identifying the violation of the internal rules or procedures and/or specific conduct of the board member and, 3) provide one hundred (100) valid stakeholders signatures. The petition shall be delivered to simultaneously to all board members and the matter shall be placed on the agenda for the next regularly scheduled Board meeting. Removal of the identified board member requires a two-thirds (2/3) majority of the attending board members. The board member who is the subject of the removal action shall have the

right to deliver to board members a written statement about the matter and/or to speak at the board meeting prior to the vote, but shall not be counted as part of the quorum, nor be allowed to vote on the matter. The board member being removed must first have been censured by the Board at least once for the same action before a petition by the board for removal shall be considered by the Council.

If the vote for removal is affirmative, the position shall be deemed vacant and filled via the Council's vacancy clause.

Section 10: Resignation

Any member of the VNC Board may resign by submitting a written resignation to the Recording Secretary or Chairperson in the instance that the position of Recording Secretary is vacant, who shall notify the Board within five (5) days of receipt of the Board member's resignation. At the next regular meeting of the Board, the Chairperson shall declare a vacancy, which shall be advertised as directed by the outreach process.

Section 11: Community Outreach

The Council shall direct that a system of outreach be instituted to inform stakeholders as to the existence and activities of the Council, including its board elections, to find future leaders of the Council and to encourage all stakeholders to seek leadership positions within the Council.

The Council shall maintain a website presence or disseminate information to Council stakeholders and others interested in the Council.

In addition, the Board may create, or may cause to be created, a marketing plan to solicit participation from stakeholders. The plan may include, for example, the creation of flyers, postcards, pamphlets and other related materials. It may also include email blasts to various Chambers of Commerce, Neighborhood Watch, Homeowner's Association and other local organizations as determined by the board.

Outreach should also be undertaken at public events and shall be coordinated with other neighborhood councils when appropriate.

Article VI: OFFICERS

Section 1: Officers of the Board

The officers of the Board ("Officers") shall include the following positions: Chairperson, Vice Chairperson, Treasurer, Corresponding Secretary, Recording Secretary and Parliamentarian. Each officer shall serve at the will of the Board and may be subject to removal for failure to perform prescribed duties herein.

Section 2: Duties and Powers

Please refer to Article V, Section 1 ("Composition") for a list of duties.

Section 3: Selection of Officers

Officer positions are elected during the elections of the VNC.

Section 4: Officers Terms

The Officers shall serve two (2) year terms at the pleasure of the Board. They may stand for reelection.

Article VII: COMMITTEES AND THEIR DUTIES

The Board will establish Standing and Ad Hoc committees as deemed necessary for the accomplishment of the VNC's mission and purpose, as stated in Article II. Suggestions for committees may come from stakeholders or from board members and all such suggestions shall be voted on by the board.

Section 1: Standing Committees:

The Standing Committees of the board are the following:

1. Arts, Parks and Recreation

The Arts, Parks and Recreation Committee will have the responsibility to discuss issues, promote partnerships on projects and brainstorm ideas to encourage greater community involvement and support. The Arts, parks and Recreation Committee will explore issues and ideas in order to define community identity and values by giving voice to its citizens and providing a form for group action and expression. The committee submits reports of meetings in written form and makes recommendations to the Board for action. The Chair selects meeting site, date and time and meets as directed in these Bylaws

2. Budget and Finance

The Budget and Finance Committee consist of the Treasurer and four (4) stakeholders for five (5) members who may or may not be board members and shall be appointed by the Board. The quorum for the committee consists of three (3) members, including at least one board member. The committee takes direction from the Board and presents recommendations to the Board but makes no decisions for the Board. It is the responsibility of the Chairperson of the committee to set the meeting times and agendas and to assign duties to the committee members in order to implement the policies and directives. The Budget and Finance Committee shall:

- i. Meet at least once every quarter
- ii. Be Chaired by the VNC Treasurer
- iii. Contain no more than three board members
- iv. Investigate and pursue sources of income and funding for the VNC
- v. Make an initial review of project proposals and provide a report to the VNC board with recommendations
- vi. Generate a budget for each fiscal year, showing planned income and expenditures
- vii. Maintain the Council budget current and report any issues to the Board

3. Health and Safety

This committee is committed to being a resource for sustainable, healthy living within the communities and will monitor and report on the activities of the Dept. of Water and Power (DWP) and other City agencies in regards to energy, water, pollution, waste, and other public utility services for the VNC Community. This committee shall seek opportunities to organize community projects such as educational presentations, forums and symposiums that enable and recognize green living practices that benefit the local ecosystem. The committee welcomes stakeholders who are interested in pursuing special areas, such as horticulture or retrofit projects that demonstrate sustainable practice. This committee will meet bi-monthly or as needed based on community needs and desires. Additionally, this committee provides a voice to the community regarding healthcare reform and other key initiatives. The chair submits reports and recommendations to the Board in written form for Board action. This committee shall also seek opportunities to organize and forums to mobilize the community in seeking safety practices. This includes partnering with Neighborhood Watch, Volunteer Safety Task Force (to enhance the Services provided by the School Crossing Guards), School Crossing Guards, Los Angeles Police Department Senior Lead Officers and Traffic Division and the Los Angeles Fire Department. Representatives of VNC will work to formalize a relationship with these City agencies and other entities responsible for “safety issues” in our community.

4. Outreach

The Outreach Committee shall consist of no more than three (3) board members and shall be charged with continuing to outreach to the VNC stakeholders by utilizing any acceptable and Board approved forms of media (e.g. flyers, newsletters, print, television/electronic media, signs, banners, website, etc.) to inform stakeholders regarding projects and events. The content and method of distribution must be pre-approved by the Board.

5. Planning and Land Use

This committee shall review, take public input, report on and make recommendations of actions to the Board on any land use, beautification, and planning issues affecting the community in order to improve the health and quality of life of its citizens. The committee also reviews and recommends action regarding building development projects requiring land use permits within the VNC boundaries; advocates positions on land use and building design for the betterment of the community; and considers and provides recommendations to Council on other topics, such as rezoning, applications, development permits, and any subdivision that require council approval. Recommendations to the Board shall be in the form of a written report, which shall include a project description, pros and cons, a summary of community input, and any committee findings. This committee shall consist of Stakeholders from each area, including the elected Chair, and shall meet at various locations throughout VNC as directed by these Bylaws.

6. Seniors

The purpose of the Senior Services Committee is to address the needs of senior citizens in the community. The committee is comprised of board members and/or stakeholders who will work to provide an environment where seniors can discuss current issues, share ideas and voice their concerns. The committee will be supportive of programs and services that provide seniors with maximum vitality and independence. It will identify, monitor and address issues that have impact upon seniors’ quality of life. The committee will promote “Healthy Aging” by creating an environment where individual differences and needs are recognized; by promoting multicultural awareness, understanding and interaction; and by serving as a bridge to access government

information and resources. The committee will identify and share opportunities for meaningful volunteer work and community service. The committee will review and interpret facts about policies and services that affect the lives of older people in the community and inform legislative representatives about its findings. The committee submits reports of meetings in written form and makes recommendations to the Board for action. The Chair selects meeting site, date and time and meets as directed in the Bylaws.

7. Youth and Education

This committee has the responsibility for addressing the issues, concerns, programs and services related to the education of children, youth and adults and developing specific strategies and policies for influencing and achieving constructive outcomes within schools, classrooms, and other education/learning centers that serve the Voices community. Additionally, this committee has the general responsibility to discuss issues, foster collaboration on projects, and brainstorm ideas to encourage greater community involvement/support and participation.

Section 2: Ad Hoc Committees

The Board may establish ad hoc committees as deemed necessary for the proper conduct of business. An ad hoc committee shall cease to exist as the purpose for which it was created has been accomplished, unless with the approval of the majority of the Board, the committee shall receive Standing Committee status or is authorized to pursue further relevant activities for which it was formed.

Section 3: Committee Creation and Authorization

The Board shall have the authority to appoint all committee members as may be deemed necessary for the proper conduct of business. The board may establish ad hoc and standing committees with the Chairs being selected by the Board. All committee meetings shall be governed by the written rules adopted by the Board for the conduct of meetings. VNC stakeholders are encouraged to participate on committees in which they are interested by contacting the committee chairperson or any member of the Board.

- A. **Committee Authority** - All committee recommendations shall be brought back to the full Board for discussion and action.
- B. **Committee Meetings** – Committee meetings are subject to and shall be conducted in accordance with the dictates of the Brown Act. Minutes shall be taken at every Committee meeting.
- C. **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.
- D. **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 and all other applicable laws and governmental policy. Minutes shall be taken at every meeting.

Section 1: Meeting Time and Place

The Board shall hold a regular meeting monthly and/or more frequently as determined by the board but at a minimum of one (1) time per calendar quarter. Meetings of the Board shall be held within the physical boundaries of the VNC. The meeting locations, dates, and times will be noticed on agendas pursuant to the Brown Act. The Chair or a majority of the Board shall be allowed to call a Special Meeting of the Council as needed.

Section 2: Agenda Setting

It is the responsibility of the Board to consider and approve the agenda for all meetings of the VNC, according to Board established rules and/or procedures.

Stakeholders may request the inclusion of an item to the agenda at any regularly scheduled Board or community meeting, according to Board established rules and/or procedures. At a minimum, the Board shall: (1) Set the agenda for all VNC meetings, and (2) Review the minutes of previous meetings to insure that all action items have been acted upon as is appropriate.

1. Minutes:

(1) The minutes shall be taken at all meetings of the Board. The Board may, by motion, make corrections to conform to fact. (2) The minutes shall be a clear and concise statement of the action(s) of the Board, including the motions made and the vote thereon. The reasons for making a motion, the Board debate, and the audience reaction are usually irrelevant and may be included or omitted as the Board may choose. (3) The minutes shall reflect a "no objection" vote as "unanimously carried" and will reflect the count of "yeas," "nays" and abstentions when the voting is non-unanimous. The recording of all Board votes will reflect the voting preference of individual Board members. (4) Approval of the minutes shall be effected only by a voice vote or a roll call vote. (5) Within seven (7) business days following each regular VNC meeting or as the Board otherwise directs, minutes of the previous meeting shall be sent by mail, fax or electronic mail to all members of the Board and others in the community as the Board directs.

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. The board will abide by the Commission's Neighborhood Council Agenda Posting Policy. At a minimum, notice shall be posted at the VNC's one (1) physical public notice location filed with the Department, on its website and emailed out to Stakeholders. Regular and special meeting agendas shall also be emailed to the Department.

Section 4: Reconsideration

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

- A. Before the Board reconsiders any matter, the Board must approve a Motion for Reconsideration. The Motion for Reconsideration must be approved by official action of the

Board. After determining that an action should be reconsidered, the Board has the authority to re-hear, continue, or take action on the item that is the subject of reconsideration within any limitations that are stated in the Motion for Reconsideration.

- B. The Motion for Reconsideration must be brought, and the Board's approval of a Motion for Reconsideration must occur, either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred. The Council may also convene a special meeting within these specified time frames to address a Motion for Reconsideration.
- C. A Motion for Reconsideration may be proposed only by a member of the Board that previously voted on the prevailing side of the original action that was taken by the Board (the "Moving Board Member").
- D. The Moving Board Member may make the Motion for Reconsideration orally during the same meeting where the action that is the subject of reconsideration occurred, or by properly placing the Motion for Reconsideration on the agenda of a meeting that occurs within the allowed specified periods as stated above.
- E. In order to properly place the Motion for Reconsideration on the agenda of the subsequent meeting, the Moving Board Member shall submit a memorandum to the Secretary at least two (2) days in advance of the deadline for posting notices for the meeting. The memorandum must briefly state the reason(s) for requesting the reconsideration, and provide the Secretary with an adequate description of the matter(s) to be re-heard and the proposed action that may be adopted by the Board if the Motion for Reconsideration is approved.
- F. A Motion for Reconsideration that is properly brought before the Board may be seconded by any member of the Board.
- G. This reconsideration process shall be conducted at all times in accordance with the Brown Act.

Article IX: FINANCES

- A. The Board shall review its fiscal budget and make adjustments as needed to comply with City laws and City administrative rules, and to keep in compliance with Generally Accepted Accounting Principles and the City's mandate for the use of standardized budget and minimum finding allocation requirements.
- B. The Board shall adhere to all rules and regulations promulgated by appropriate City officials regarding VNC'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 VNC website, if available.
- D. Each month, the Treasurer shall provide to the Board detailed reports of the VNC's accounts. The Treasurer may request authorization from the other members of the Board to retain a financial professional to assist in creating a bookkeeping and annual accounting system. The Treasurer may also request the assistance of the Department when implementing the same. The Treasurer, however, shall be ultimately responsible for the maintenance of the system of bookkeeping and accounting and for the protection of all VNC assets.
- E. The Treasurer shall maintain a process that will allow for Stakeholders access to financial records.
- F. The VNC will comply with the Public Records Act with respect to requests from the public to inspect and review VNC financial records. Compliance with this article will be with the assistance of the Department and/or under the guidance of the Office of the City Attorney.

- G. The Treasurer shall be responsible for preparing or coordinating the quarterly preparation of a financial statement for the Department. The Treasurer in conjunction with the Board shall also coordinate and cooperate with the Department on establishing a process and/or a system by which the VNC's finances and book of accounts can be reviewed by the Department pursuant to the Plan.
- H. Checks will require two (2) signatures, including the Treasurer and the Second Signatory.
- I. At least once each quarter, the Chair and at least two (2) other individual other than the Treasurer, who is designated by the Board, shall examine the VNC's accounts and attest to their accuracy before submitting the documentation to the Department for further review.
- J. The VNC will not enter into any contracts or agreements except through the Department.
- K. All expenditures by the VNC must be previously approved by a majority of the Board.
- L. In the event that the VNC becomes inactive or dissolves, all funds, equipment and inventory shall be returned to the City.

Article X: ELECTION

Section 1: Administration of Election

The VNC's election will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council elections.

Section 2: Governing Board Structure and Voting

The number of Board seats, the eligibility requirements for holding any specific Board seats, and which Stakeholders may vote for the Board seats are noted in Attachment B.

Section 3: Minimum Voting Age

All Community Stakeholders aged sixteen (16) and above shall be entitled to vote in the VNC's elections.

Section 4: Method of Verifying Stakeholder Status

Voters will verify their Stakeholder status through written self-affirmation.

Section 5: Restrictions on Candidates Running for Multiple Seats

A candidate shall declare their candidacy for no more than one (1) position on the Council Board during a single election cycle.

Section 6: Other Election Related Language

- A. No write-in candidates shall be allowed at any election.
- B. If, at any election, where a "vote-by-mail" system is used, all persons who desire to vote-by-mail must pre-register and present proof of stakeholder status prior to participating in such election.

Article XI: GRIEVANCE PROCESS

The VNC will develop consistent rules for resolving grievances and said rules will be made available prior to any grievance resolution process. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.

- A. **Submission of Grievances.** Any grievance by a Stakeholder must be submitted in writing to the Board within thirty (30) days of the disputed action. 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 of Conduct or these Bylaws.
- B. **Grievance Panel.** Within three (3) days of receipt, the Board shall then refer the matter to an ad hoc grievance panel comprised of five (5) Stakeholders who are randomly selected by the VNC Recording Secretary from a list of Stakeholders who have previously expressed an interest in serving from time-to-time on such a grievance panel. Random selection will be accomplished by placing all the names of interested Stakeholder in a container and drawing names until the panel is filled.
- C. **Grievance Panel Meetings.** Within ten (10) days of referral by the Board, the Recording Secretary or Board designee 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 with the selected panel.
- D. **Grievance Panel Reports.** Within ten (10) days of the panel meeting with the person(s) submitting the grievance the panel shall prepare a written report to be submitted to the Recording Secretary or Board designee who will then forward the report to the Board.
- E. The report outlining the panel's collective recommendations for resolving the grievance will be heard at the next regular meeting of the Board. The Board shall receive a copy of the panel's report and recommendations prior to the meeting by the Board, but the matter will not be discussed among the Board members until the matter is heard at a meeting of the Board pursuant to the Brown Act.
- F. **Mediation/Resolution and Appeals.** In the event that a grievance cannot be resolved through this grievance process or through mediation (conflict resolution), then the matter may be referred to the Department for consideration or dispute resolution in accordance with the Plan for a Citywide System of Neighborhood Councils.

Article XII: PARLIAMENTARY AUTHORITY

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

Rules of Conduct of the VNC Meetings shall be developed and adopted by a majority of the Board and may be changed or modified by the Board per said rules.

Article XIII: AMENDMENTS

- A. **Written Proposal.** 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, however, must then be finalized in writing by the proposer and then logged with the Recording Secretary or Board designee with a copy forwarded to the Corresponding Secretary. The proposed amendment will be placed on the agenda of the next regular or special meeting for discussion, consideration and/or vote.
- B. **Board Approval Procedures.** An amendment to these Bylaws requires a 2/3 majority vote of the board members (fractions rounded up to the nearest whole number) present at the second meeting of a duly noticed regular or special meeting of the Board. All amendments shall then be forwarded to the Department for review and approval.
- C. **Department Approval.** Thereafter, and within fourteen (14) days after a vote recommending adjustment or amendment to the Bylaws, a Bylaw Amendment Application shall be submitted to the Department for approval. Amendments shall not be valid, final or effective until approved by the Department. Once approved, any changes in the Bylaws shall become effective immediately.

Article XIV: COMPLIANCE

The Council, its representatives, and all 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 City Master Plan, the City Code of Conduct, the City Governmental Ethics Ordinance (*Los Angeles Municipal Code Section 49.5.1*), the Brown Act (*California Government Code Section 54950.5 et seq.*), the Public Records Act, the American Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

Section 1: Code of Civility

The Council, its representatives, and all Community Stakeholders and any persons attending Board or committee meetings 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.

The Code of Civility for reference purposes is stated below:

- 1. I will treat each member of the VNC and members of the public with respect at all times, regardless of the individual's opinion, ethnicity, race, sex, religion or creed, sexual orientation, gender identity, gender expression, nationality, disability or age.
- 2. Even in the face of disagreement or differences of opinion, I will demonstrate esteem and deference for the Board and the public.
- 3. Under no circumstances during VNC meetings, functions, or events will I engage in or threaten to engage in any verbal or physical attack on any other individual.
- 4. I will commit to communicate my ideas and points of view clearly, and allow others to do the same without interruption.
- 5. I will not use language that is abusive, threatening, obscene or slanderous, including using profanities, insults or other disparaging remarks or gestures.

6. Derogatory language about an individual's opinion, ethnicity, race, sex, religion or creed, sexual orientation, gender identity, gender expression, nationality, disability or age is not acceptable.
7. I will take responsibility for my own actions and will work to fulfill my role and responsibilities as specified in these bylaws.
8. I will commit to learn the applicable laws that will govern the VNC, including Robert's Rules of Order, VNC Standing Rules, the Brown Act, Ethics rules, city ordinances, the Plan for a Citywide System of Neighborhood Councils, City Charter and Administrative Code and will not willingly violate any of the above.
9. I will promote and enforce a safe meeting environment at all times. At moments when members of the public become disruptive and violate the rules of civility, I will join with my fellow board members in demanding that the people conduct themselves in a respectful and orderly manner even if I agree with the point of view that is being expressed.
10. I will seek to present information truthfully, and will not knowingly misrepresent, mischaracterize, or misquote information received from others.
11. I pledge to truly listen to and hear other points of view.
12. I will practice the art of being able to disagree without being disagreeable.
13. If I cannot represent the community's interest before my own on any item before the board, I will recuse myself from discussing and voting on the matter.

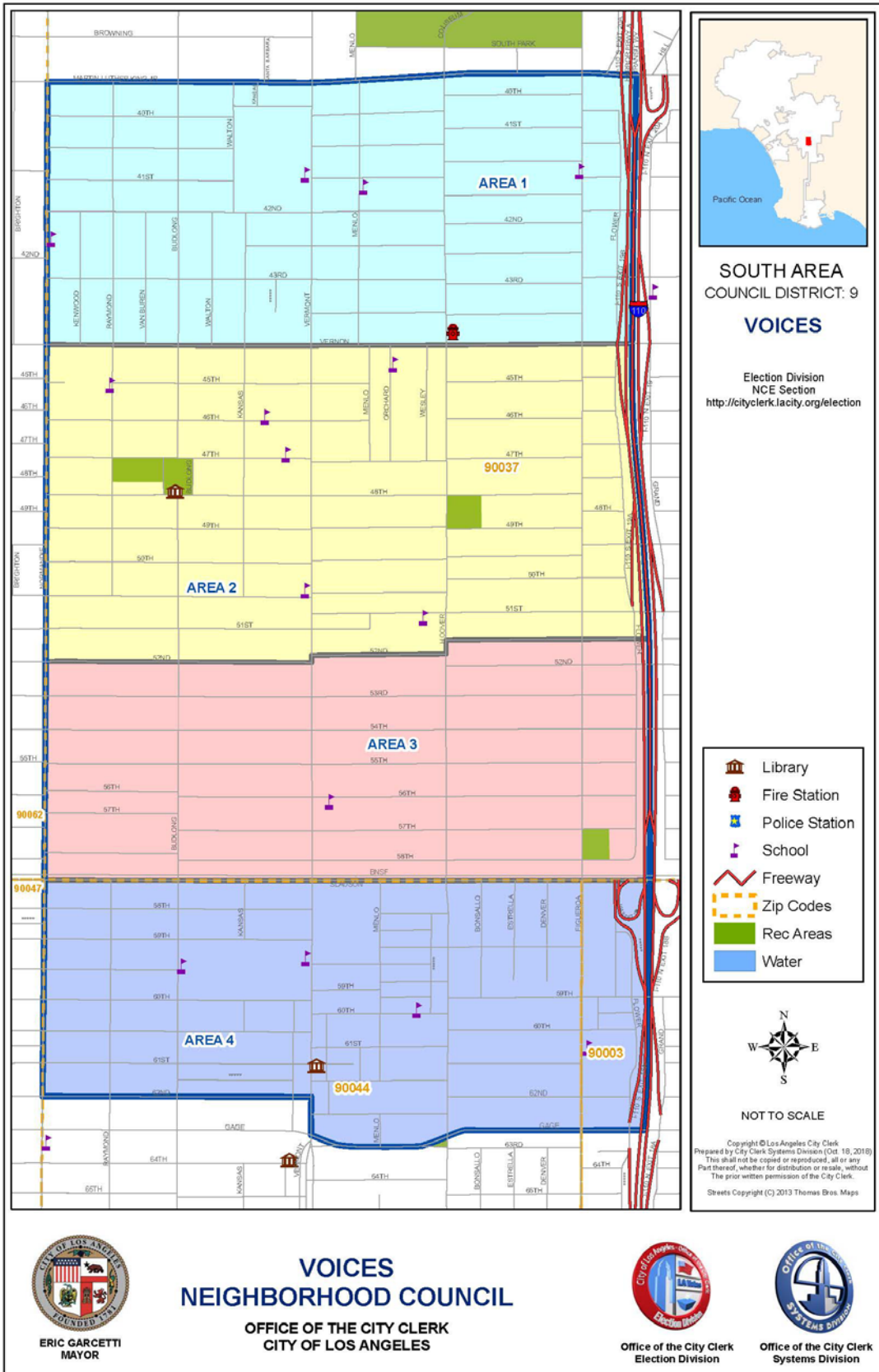
Section 2: Training

All Board members within forty-five (45) days of being seated as a board member shall complete the ethics course as prescribed by the California Government Code §53234, et seq. If any board member fails to complete the prescribed ethics course within the forty-five (45) days, then such board member shall be prohibited from taking part in any vote pertaining to the Board or any committee thereof. At any time thereafter the board member completes the prescribed ethics course, the board member shall be allowed to fully participate within the Board. If no such course is offered by the City or some other agency designated by the City then this article shall not apply. Further all board members shall take training in the fundamentals of Neighborhood Council, including, but not limited to, funding, workplace violence and sexual harassment trainings provided by the City within forty-five (45) days of being seated, or they will lose their Council voting rights. If no such course is offered by the City or some other agency designated by the City then this article shall not apply to that specified course. 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 Council shall conduct a self-assessment pursuant to Article VI, Section 1 of the Plan for a Citywide System of Neighborhood Councils.

ATTACHMENT A: Map of Voices Neighborhood Council Boundaries



ATTACHMENT B: Governing Board Structure and Voting

Voices Neighborhood Council – 15 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR	ELIGIBILITY TO RUN FOR	ELIGIBILITY TO VOTE
Chairperson Term: 2 Years	1	Elected	Must be a Voices NC stakeholder at the time of application for candidacy for election to the board and who is 18 years or older.	Must be Voices NC stakeholders and who are 16 years or older.
Vice-Chairperson Term: 2 Years	1	Elected	Must be a VNC stakeholder at the time of application for candidacy for election to the board and who is 18 years or older.	Must be VNC stakeholders and who are 16 years or older.
Treasurer Term: 2 Years	1	Elected	Must be a VNC stakeholder at the time of application for candidacy for election to the board and who is 18 years or older.	Must be VNC stakeholders and who are 16 years or older.
Recording Secretary Term: 2 Years	1	Elected	Must be a VNC stakeholder at the time of application for candidacy for election to the board and who is 18 years or older.	Must be VNC stakeholders and who are 16 years or older.
Communications Secretary Term: 2 Years	1	Elected	Must be a VNC stakeholder at the time of application for candidacy for election to the board and who is 18 years or older.	Must be VNC stakeholders and who are 16 years or older.
Youth Representative Term: 2 Years	1	Appointed	Stakeholder who must be 16 years of age or older.	Appointed by the Board.

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Parliamentarian Term: 2 Years	1	Elected	Must be a VNC stakeholder at the time of application for candidacy for election to the board and who is 18 years or older.	Must be VNC stakeholders and who are 16 years or older.
At-Large Representative Term: 2 Years	1	Elected	Must be a VNC stakeholder at the time of application for candidacy for election to the board and who is 18 years or older.	Must be VNC stakeholders and who are 16 years or older.
Community-Based/Non-Profit Organizations Representative Term: 2 Years	1	Elected	Must be a VNC stakeholder at the time of application for candidacy for election to the board and who is 18 years or older.	Must be VNC stakeholders and who are 16 years or older.
Faith-Based Representative Term: 2 Years	1	Elected	Must be a VNC stakeholder at the time of application for candidacy for election to the board and who is 18 years or older.	Must be VNC stakeholders and who are 16 years or older.
Education Representative Term: 2 Years	1	Elected	Must be a VNC stakeholder at the time of application for candidacy for election to the board and who is 18 years or older.	Must be VNC stakeholders and who are 16 years or older.
Area 1 - 4 Representatives Term: 2 Years	4	Elected	Must be stakeholders who live, work, or own property within the respective area boundaries (Areas 1-4) and who are 18 years or older.	Must be stakeholders who live, work, or own property within the respective area boundaries (Areas 1-4) and who are 16 years or older.