

# Historic Cultural North Neighborhood Council By-Laws

## NAME

This organization shall be known as the Historic Cultural North Neighborhood Council, organized under the Los Angeles City Charter Volume I, Article IX.

## PURPOSE

Principles of Governance - The purpose of Historic Cultural North Neighborhood Council 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.

## MISSION

To empower and bring together a diverse community, and to maintain and improve the quality of life by working, in cooperation, with the necessary City of Los Angeles agencies toward the protection and improvement of our area, through effectively addressing the needs and concerns as identified by our community; and

To provide an inclusive, open forum for public discussion of issues concerning City governance, the needs of this Neighborhood Council, the delivery of City services to our area, and on matters of a citywide nature.

## BOUNDARIES

### BOUNDARY DESCRIPTION

10:00 Southern border of Dodger Stadium at Everett Street

11:00 Southern border of Elysian Park including Elysian Park Road, Park Road, Park Row Drive, and Buena Vista Drive in the Solano Canyon Community

12:00 Intersection of Broadway and Pasadena Avenue

1:00 Southwest corner of where Main Street meets Los Angeles River Travel south on Main Street until Main intersects Vignes Street, travel east then southeast on Vignes Street until Vignes intersects Ramirez Street,

5:00 Corner of Vignes Street and Ramirez Street. Travel southeast on Ramirez Street until intersection with 101 Freeway, Travel northwest on 101 Freeway until 101 Freeway intersects with Beaudry Avenue

8:00 Intersection of 101 Freeway and Beaudry Avenue. Travel northeast on Beaudry Avenue until intersection with Sunset Boulevard. Travel northwest on Sunset Boulevard until intersection with Everett Street.

9:00 Intersection of Sunset Boulevard and Everett Street. Travel northeast on Everett Street to southern border of Dodger Stadium.

10:00 Southern border of Dodger Stadium at Everett Street

## **INTERNAL BOUNDARIES**

El Pueblo de Los Angeles: Cesar Chavez Avenue at Spring Street east to Alameda Street south to 101 Freeway west to Spring Street north to Cesar Chavez Avenue.

Chinatown: Los Angeles River at Broadway south to Main Street southwest to Vignes Street southeast to 101 Freeway west to Alameda Street north to Cesar Chavez Avenue west to Spring Street south to 101 Freeway west to 110 Freeway north to Cottage Home Street southeast to Broadway northeast to Los Angeles River.

Victor Heights: Stadium Way near Everett Street east to 110 Freeway south to 101 Freeway west to Beaudry Avenue north to Sunset Blvd west to Everett Street north to Stadium Way.

Solano Canyon: Southern border of Dodger Stadium at Everett Street to southern border of Elysian Park including Elysian Park Road, Park Road, Park Row Drive, and Buena Vista Drive, east to 110 Freeway north to Los Angeles River south to Broadway southwest to Cottage Home Street west to 110 Freeway south to Stadium Way west to Southern border of Dodger Stadium at Everett Street.

## **STAKEHOLDERS**

“Stakeholders” are defined as Non-Community Interest Stakeholders and Community Interest Stakeholders.

Non-Community Interest Stakeholders are defined as individuals who live, work, or own real property within the Historic Cultural North Neighborhood Council boundaries.

Community Interest Stakeholders are defined as 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 Historic Cultural North Neighborhood Council’s boundaries. Substantial and ongoing participation is limited to parents or guardians of a student or students at a community school and a committee Chair or Board member of a community organization such as, but not limited to, non-profit and/or religious organizations.

## **GOVERNING BOARD COMPOSITION**

The Governing Body of the Historic Cultural North Neighborhood Council shall be the Board of Governors (hereinafter “the Board”). The Board shall consist of twenty (20) elected and/or appointed by the Board and/or Community Stakeholders. The composition of the Board shall be as follows:

- A. Representing El Pueblo de Los Angeles, one (1) business owner
- B. Representing El Pueblo de Los Angeles, one (1) nonprofit representative
- C. Representing El Pueblo de Los Angeles, one (1) at-large representative
- D. Representing Chinatown, two (2) residents
- E. Representing Chinatown, one (1) business owner or employee
- F. Representing Chinatown, one (1) nonprofit representative
- G. Representing Chinatown, one (1) at-large representative
- H. Representing Solano Canyon, two (2) residents

- I. Representing Solano Canyon, one (1) business or non-profit representative
- J. Representing Victor Heights, two (2) residents

- K. Representing Victor Heights, one (1) business or non-profit representative
- L. One (1) at-large nonprofit representative
- M. One (1) at-large employee
- N. One (1) at-large business owner
- O. One (1) at-large commercial property owner
- P. One (1) at-large senior representative, age 62 or older
- Q. One (1) at-large property owner representative
- R. One (1) youth representative, age 16-20

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

### **QUORUM**

A minimum of ten (10) Officers shall be required to be present at Board of Officers meetings to establish a quorum. This quorum may transact in the business of the HCNNC. A majority of the members of the Executive Committee shall constitute a quorum for Executive Committee meetings.

### **OFFICIAL ACTIONS**

A simple majority vote by the Directors present and voting, not including abstentions, at a meeting at which there is a quorum shall be required to take official action, unless specified otherwise in these Bylaws.

**TERMS** Each term of office shall be two (2) years. Terms shall begin at the first Board meeting once the election results are finalized by the City.

### **TERM LIMITS**

Service as a Director, regardless of Board seat, shall be limited to two consecutive (2) terms. Following the period of at least one full, two (2) year term, a former Director may assume a Board seat.

### **ADDITIONAL REQUIREMENTS FOR BOARD ELIGIBILITY**

In the elections immediately following a subdivision, Board members of the subdivided neighborhood council who have served more than one and a quarter terms (30 months) shall not be eligible for a Board seat during the first term cycle of the newly certified HCNNC.

### **DUTIES AND POWERS**

The primary duties of the Board shall be to govern the Historic Cultural North Neighborhood Council 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 present before any public body a standing Historic Cultural North Neighborhood Council position previously adopted by the Board or a

statement that the Historic Cultural North Neighborhood Council has had insufficient time to develop a position or recommendation on a matter before that body. Such authority may be revoked at any time by the Board.

## **VACANCIES**

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

1. Vacant Board seats shall be announced at the next regularly scheduled Board meeting AND physically posted a minimum of twenty-one (21) calendar days prior to being placed on the agenda to fill the vacancy.
2. A Stakeholder interested in filling a vacancy on the Board shall submit a written application to the any Director of the Board who will then submit the application to the Officers of the Board for confirmation of stakeholder status prior to return to the appropriate body for interviews (i.e., the Caucus for Caucus seats or Officers of the Board for At-Large seats not restricted by Caucus designation.)
3. The Chair or Secretary shall cause the matter to be placed on the agenda for the next regular meeting of the Board.
4. The Board shall vote on the application at the meeting. If multiple applications for a seat have been submitted, the candidate with the most votes prevails.
5. The candidate who prevails shall fill the remaining term of the Board seat.
6. In no event shall a vacant seat be filled where a general election is scheduled to occur within sixty (60) days of the date that a written application is presented to the Board.
7. Any time a designated seat remains unfilled for ninety (90) days after the vacancy is announced at a Board meeting and physically posted, it automatically becomes an at-large seat until the next General Election at which point it shall revert back to the original designation as defined in these bylaws.

## **ABSENCES**

Any Board Member who misses three (3) consecutive regularly scheduled Board meetings or four (4) total Board meetings during any twelve (12) month period will be automatically removed from the Board. Each Director's absence shall be recorded in the meeting minutes or other manner of Board record keeping, and that, upon missing the specified number of Board meetings for removal, the Chair or Secretary shall notify the Board Director, copy the Board, and announce at the next regular Board meeting that their seat has been declared vacant. If a Director's Alternate attends in the Director's absence, this will NOT count towards an absence for the purposes of this section. Any regular meeting of the Board, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Director attendance. There will be no excused absences for any reason to ensure that communities are effectively served. Missing more than one third of a meeting at any points during the duration of the meeting shall constitute an absence. Missing more than one fourth of any two meetings shall constitute an absence.

## **REMOVAL**

The Historic Cultural North Neighborhood Council shall consult with the Office of the City Attorney throughout any Board removal process. Directors may be removed in the following ways:

A. Petition by Stakeholders – A Director may be removed from office by the submission of a written petition to the Secretary, which includes: i) the identity of the Director to be removed, ii) a description, in detail, of the reason for removal, and iii) the valid signatures two-hundred (200) stakeholders.

1. Upon receipt of a written petition for removal, the Chair or Secretary shall cause the matter to be placed on the agenda for a vote of the Board at the next regular Historic Cultural North Neighborhood Council meeting.

2. Removal of the identified Director requires a two-thirds (2/3) majority of the present and voting Directors.

3. The Director who is the subject of the removal action shall have the right to deliver to Directors 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 allowed to vote on the matter.

B. Petition by Board – A Director may be removed from the Board for good cause, including, but not limited to, disruptive conduct; interfering with Historic Cultural North Neighborhood Council business; violations of the Bylaws or Code of Conduct following a Director's submission to the Board of a petition which includes: i) the identity of the Director to be removed, ii) states the reason for removal by identifying the violation of the internal rules or procedures and specifies the conduct of the person, and iii) contains the signatures of at least one half (1/2) of all Directors.

1. The petition shall be delivered simultaneously to all Directors and the matter placed on the agenda and scheduled for a vote at the next regular Board Meeting.

2. Removal of the identified Director requires a two-thirds (2/3) majority of the attending Directors.

3. The Director who is the subject of the removal action shall have the right to deliver to Directors 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 allowed to vote on the matter.

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

## **RESIGNATION**

A Board member may resign from the Council, and the position shall then be deemed vacant.

Any member of the Board who ceases to be a Stakeholder is required to submit his or her resignation to the Board for discussion and action at a Board meeting. Removal of the Board member for loss of stakeholder status requires a two thirds (2/3) majority of the attending Board members.

Any member of the Board who is seated on the Board of any other certified City of Los Angeles Neighborhood Council is required to submit his or her resignation to the Board for discussion and action

at a Board meeting. Removal of the Board member for loss of stakeholder status requires a two thirds (2/3) majority of the attending Board members.

## **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 by email distribution, social media, and physical postings at the following locations:

Chinatown Branch Library, 639 N. Hill Street, Chinatown;  
La Luz del Dia, 107 Paseo de la Plaza, El Pueblo de Los Angeles;  
Elysian Park, Solano Canyon; and  
Eastside Market & Italian Deli, 1013 Alpine Street, Victor Heights

## **OFFICERS OF THE BOARD**

Chair Co-Vice-Chairs Recording Secretary Treasurer

## **DUTIES**

### **Chair**

Presides at all Board of Directors and Officers of the Board meetings of the HCNNC. Prepares an agenda with the Vice Chairs and the Recording Secretary.

### **Co-Vice-Chairs** (Two (2))

One of two shall reside at all HCNNC Board of Directors and Officers of the Board meetings in the absence of or at the request of the Chair.

### **Recording Secretary**

Keep a true and accurate record of HCNNC actions. Record and post meeting minutes.

### **Treasurer**

Serve as Chairman of the Budget and Finance Committee

Check and authenticate expenditures against the budget, and submit Monthly Expenditure Reports (MERs) to the Department of Neighborhood Empowerment.

Keep an accurate account of all funds and prepare written reports to be filed with the Recording Secretary and the President.

Make financial statements available upon request.

Prepare a budget for the upcoming years and present to the Board for approval or recommendation to the general body

## **SELECTION OF OFFICERS**

A member of the Board of Directors may also serve as an officer. Officer positions shall be selected annually at the first official Board meeting following the Board election in Board election years, and at the subsequent 1-year anniversary mark of the Officers' selection in Board non-election years.

## **OFFICER TERMS**

Term of officers shall be for one year. Officers serve at the will of the Board. An officer of the Board of Directors may be removed from his/her Officer position if he/she fails to attend any meetings during a calendar year without excused medical justification as determined by the majority of the Board and that officer shall be so notified. No elected officer shall serve for more than four consecutive years in any office.

## **COMMITTEES AND THEIR DUTIES STANDING**

Planning and land use

Outreach

Plan and implement all arrangements for HCNNC programs and special events Schools and Libraries

Budget and Finance

## **AD HOC**

Elections

Nominating Committee

## **FORMATION AND AUTHORIZATION**

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

**Committee Structure** – With the exception of the Officers of the Board, Committee members shall be appointed by the Chair and ratified by the Board.

1. Committees shall be comprised at least three (3), but no more than five (5) Board Members and may include any interested Stakeholders.

2. Ad Hoc Committees shall be comprised no more than five (5) Board members and may include any interested Stakeholders.

**Committee Appointment** – All Committee Chairs shall be appointed by the Chair 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.

## **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. Brown Act Compliance: All meetings required by the Brown Act to be conducted openly shall be open to the public and shall comply with all other provisions of the Brown Act pertaining to open 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.

## **TIME AND PLACE**

All meetings shall be held within the Council 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 Council meetings shall be held throughout each calendar year. Each calendar year should hold at least nine meetings 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 – Special meetings may be called by the Chair or by a one half (1/2) majority of the Board of Directors.

## **AGENDA-SETTING**

The Chair shall set the agenda for each Regular Council meeting. Any Stakeholder may make a proposal for action by the Council by submitting a written request to the Secretary or during the public comment period of a regular Council meeting. The Secretary shall promptly refer the proposal to a Standing Committee or, at the next regular Council meeting, the Board shall either consider the proposal or create an Ad Hoc Committee to consider the proposal. The Council is required to consider the proposal at a Committee or Board meeting, but is not required to take further action on the proposal. Proposals made under the this subsection are subject to the rules regarding reconsideration

## **NOTIFICATION**

Notice of all meetings shall be given in accordance with the Brown Act and applicable Department posting policies, including the Neighborhood Council Agenda Posting Policy.

## **RECONSIDERATION**

The Board may reconsider or amend its actions through the following Motion for Reconsideration Process.

Reconsideration process:

A. Before the Board reconsiders any matter, the Board must approve a Motion for Reconsideration. The Motion for Reconsideration must be approved by official action of the Board. After determining that an action should be reconsidered, the Board has the authority to re-hear, continue, or take action on the item that is the subject of reconsideration within any limitations that are stated in the Motion for Reconsideration.

B. The Motion for Reconsideration must be brought, and the Board's approval of a Motion for Reconsideration must occur, either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred. The Council may also convene a special meeting within these specified time frames to address a Motion for Reconsideration.

C. A Motion for Reconsideration may be proposed only by a member of the Board that previously voted on the prevailing side of the original action that was taken by the Board (the "Moving Board Member").



D. The Moving Board Member may make the Motion for Reconsideration orally during the same meeting where the action that is the subject of reconsideration occurred, or by properly placing the Motion for Reconsideration on the agenda of a meeting that occurs within the allowed specified periods of time as stated above.

E. In order to properly place the Motion for Reconsideration on the agenda of the subsequent meeting, the Moving Board Member shall submit a memorandum to the Secretary at least two (2) days in advance of the deadline for posting notices for the meeting. The memorandum must briefly state the reason(s) for requesting the reconsideration, and provide the Secretary with an adequate description of the matter(s) to be re-heard and the proposed action that may be adopted by the Board if the Motion for Reconsideration is approved.

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

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