

**Historic Highland Park
NEIGHBORHOOD COUNCIL BYLAWS**

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ARTICLE I NAME

The name of this Neighborhood Council shall be the Historic Highland Park Neighborhood Council (Council or HHPNC).

ARTICLE II PURPOSE

Principles of Governance - The purpose of the 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.

A. The MISSION of the Council is:

1. To provide an inclusive and open forum for public discussion of issues of interest to the Council, including City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City-wide nature;
2. To advise the City on issues of interest to the Council, including City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City-wide nature;
3. To initiate, execute and support projects for the physical, social and cultural improvement of the Council area; and
4. To facilitate communication between the City and Stakeholders on issues of concern to the community and/or the Stakeholders.

B. The POLICY of the Council 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 Council;
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 Council and 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 Stakeholders to participate in activities of the Council;
5. To prohibit discrimination against any individual or group in our operations on the basis of race, religion, color, creed, national origin, ancestry, sex, sexual orientation,

age, disability, marital status, income, homeowner/renter status, or political affiliation;
and

6. To have fair, open, and transparent procedures for the conduct of all Council business.

ARTICLE III BOUNDARIES

The Council covers a geographic area described below.

Section 1: Boundary Description - Unless otherwise specified, boundaries move down the middle of the street. The boundaries about the boundaries of adjacent Neighborhood Councils and include those areas of the City within the following lines of demarcation:

A. NORTH:

From York Blvd at North Avenue 45, east to North Avenue 49, north to Range View Avenue, east along the eastern property line of Occidental College campus (a shared resource with the Eagle Rock Neighborhood Council) to below Eaton Street. Continue east across North Avenue 51 to the western properties of North Avenue 51. North along the backside of those properties, and then continues below the northern segment of North Avenue 52, east around the ends of Philips Way and North Avenue 52 to above Barker and Raber Streets (including the northern properties of Raber Street). North and east around the ends of North Avenue 55, Nordyke Street and North Avenue 56, continue on North Avenue 56 below Raber Street (excluding the southern properties along Raber Street). North on Nolden Street and include the southern properties of North High Street, Rice Street, Haneman Street, and Tipton Terrace. From Tipton Terrace, head northeast towards Tipton Way including the northern properties of Annan Way ending at the City of Pasadena city limit.

B. EAST:

City of Los Angeles and City of Pasadena cityline, south along the Pasadena and South Pasadena city lines through San Pasqual Park including a small portion of Los Angeles City east of the Arroyo Seco River Channel, and two smaller parcels at the intersection of Pasadena Avenue adjacent to the Arroyo Seco River Channel. West on York Blvd to the 110 Freeway to the entirety of Debs, (a shared resource with the Arroyo Seco Neighborhood Council) excluding the residential area of North Avenue 52 east of the 110 Freeway. From the western side of Debs Park, return to the middle of the Arroyo Seco River Channel to East Avenue 43.

C. SOUTH:

From the Arroyo Seco River Channel, move northwesterly on East Avenue 43 to Figueroa Street, including only the Charles Lummis Home and Gardens, on the southern side of Avenue 43 (a shared resource with the Arroyo Seco Neighborhood Council). The boundary includes all of the north side of North Avenue 43.

D. WEST:

From the intersection of Figueroa Street and East Avenue 43, moving northeasterly up the middle of Figueroa Street to Avenue 50 (On the western side of Figueroa Street are two Arroyo Seco Neighborhood Council resources shared with the Historic Highland Park Neighborhood Council. They are the Zeigler Estate, known as La Casita Verde Childcare Center, and the Casa de Adobe). (There are two Historic Highland Park Neighborhood Council resources shared with the Arroyo Seco Neighborhood Council on the eastern side of Figueroa Street. They are the Sycamore Grove Park in its entirety, and the Ramona Hall Community Center.) From the intersection of North Avenue 50 and Figueroa Street, go northwest until Hackett Place. Then, go south west on Hackett Place until North Avenue 49, then go north on North Avenue 49 until Monte Vista Street. Go west on Monte Vista Street until Furness Avenue. Then, go north west on Furness Avenue until the end of the street, and then continue going in a north west direction starting on the southern property line of residences located between the apex of Furness Avenue and the apex of Eldred Street. Then, continue north west on the southern property line of the houses between the apex of Eldred Street and apex of Aldama Street, and then stop at the end of the cul de sac of Aldama Street. Go north east on Aldama Street until Terrace 49, then go north on Terrace 49 until San Rafael Avenue. Then, go east on San Rafael Avenue until North Avenue 50, and then go north on North Avenue 50 until El Paso Drive. Then, go north west on El Paso Drive to Toland Way. Go north on Toland Way until North Avenue 45, and then go north on North Avenue 45 until York Boulevard. This is the starting point as mentioned above. (this includes the Toland Way Elementary School and its entire campus – a shared resource with Eagle Rock Neighborhood Council)

Note: Sycamore Grove Park, La Casita Verde (Ziegler Estate,) Casa de Adobe, Ramona Hall, Debs Park, and the Charles Lummis Home and Gardens are shared with the Arroyo Seco Neighborhood Council.

Occidental College and Toland Way Elementary School are shared with the Eagle Rock Neighborhood Council.

The boundaries of the Council are set forth in Attachment A - Map of [Historic Highland Park] Neighborhood Council.

Section 2: Internal Boundaries

Not applicable.

ARTICLE IV STAKEHOLDER

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

- (1) Lives, works, or owns real property within the boundaries of the neighborhood council; or
- (2) Is a Community Interest Stakeholder, defined as an individual who is a member of or participates in a Community Organization within the boundaries of the neighborhood council.

A “Community Organization” is an entity that has continuously maintained a physical street address within the boundaries of the neighborhood council for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the neighborhood council. A for-profit entity shall not qualify as a Community Organization. Examples of Community Organizations may include Chambers of Commerce, houses of worship or other faith-based organizations, educational institutions, or non-profit organizations.

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

ARTICLE V GOVERNING BOARD

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

The following two sections in italics (Section 1 - Composition with (21) board seats; and, Section 2 - Quorum with eleven (11) members present) are not to be implemented until after the 2021 Historic Highland Park Neighborhood Council Election. The current Sections 1-11 for Article V begin after these two sections.

Section 1: Composition - *The Board shall consist of [21] Stakeholders elected, selected or appointed by the Board and/or Stakeholders. The composition of the Board shall be as follows:*

1. *At-Large Stakeholder Board Members (10)* – Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC’s boundaries. A for-profit entity shall not qualify as a Community Organization.
2. *Public Safety Director Members (2)* – Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC’s boundaries. A for-profit entity shall not qualify as a Community Organization.
3. *Business Stakeholder Board Members (2)* – Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC’s boundaries. A for-profit entity shall not qualify as a Community Organization.
4. *Senior Stakeholder Board Member (2)* – Stakeholders fifty-five (55) years old or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC’s boundaries. A for-profit entity shall not qualify as a Community Organization.
5. *Youth Seat (1)* – Open to Stakeholders between the ages of fourteen (14) and seventeen (17) on the day of the election or selection. See Admin. Code § 22.814(c). If less than eighteen (18) years of age, the Youth Board Seat member shall be precluded from voting on financial matters, such as neighborhood council expenditures, financial reports, annual budgets, contracts, and recommendations to enter into contracts.

6. *Arts Director Board Member (1)* – Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC’s boundaries. A for-profit entity shall not qualify as a Community Organization.
7. *Sustainability Director Board Member (1)* -- Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC’s boundaries. A for-profit entity shall not qualify as a Community Organization.
8. *Housing Director Board Member (1)* -- Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC’s boundaries. A for-profit entity shall not qualify as a Community Organization.
9. *Homelessness Director Board Member (1)* -- Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC’s boundaries. A for-profit entity shall not qualify as a Community Organization.

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

Section 2: Quorum -The quorum shall be eleven (11) members of the Board. [quorum is the minimum number of members of an assembly or society that must be present at

any of its meetings to make the proceedings of that meeting valid] No floating quorums are allowed. [i.e., reducing the number of members required for a quorum if there are fewer than twenty-one (21) Board members at any time.]

The following Sections (1-11) of Article V (see below) are the current Bylaws that are in effect for the Historic Highland Park Neighborhood Council.

Section 1: Composition - The Board shall consist of nineteen (19) Stakeholders, eighteen (18) years of age or older, elected by Stakeholders or appointed by the Board.

Section 2: Quorum - The quorum shall be ten (10) members of the Board. A simple voting majority shall be six (6). There shall be no floating quorum, i.e., reducing the number of members required for a quorum if there are fewer than nineteen (19) Board members at any time.

Section 3: Official Actions - A simple majority vote by the Board members present, 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.

Section 4: Terms and Term Limits - Board members shall serve a two (2) year term commencing after being seated. They may only serve three (3) consecutive terms on the Council Board. If a Board member is seated at a time other than the beginning of the Board's term, to fill a vacancy for example, that shortened term counts as their first term.

Section 5: Duties and Powers - The primary duties of the Board shall be to govern the 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 Council position previously adopted by the Board or a statement that the 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.

Section 6: Vacancies – Vacancies on the Board shall be filled using the following procedure:

1. The Board shall fulfill vacancies by taking Board action.
 - a. A vacancy on the Board shall be filled by a Stakeholder who satisfies the eligibility requirements for holding the vacated Board seat. The Executive Committee shall properly vet the candidates before a Board Meeting and

all eligible applicants will be voted in by majority vote of the Board at a public meeting. The appointed applicant's term shall be limited to the term for the vacated seat.

- b. If no Board member is found within 60 days to fill the seat it will be reverted to an At-Large Director position.
- c. Board seat vacancies may require an immediate notification.

Section 7: Absences - Any Board Member who misses three (3) regularly scheduled consecutive Neighborhood Council Governing Board Meetings or, four (4) total Governing Board Meetings during any twelve (12) month period may be at risk for removal from the Board through Board action. Each Council Board Member absence shall be recorded in the Council's Meeting Minutes or other manner of Council record keeping, and that, upon missing the required number of Board Meetings for removal, the Council 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 Neighborhood Council 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 purpose of the censure process is to place a Board member on notice of misconduct and to provide the Board member with an opportunity to correct the misconduct. The Neighborhood Council ("Neighborhood Council") may censure any Board member at a regular or special meeting open to the public following a good-faith determination by the Neighborhood Council Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. Grounds for censure include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal process by acting in bad faith. The Board shall use the following procedure when censuring a Board member:

A motion to censure a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed censure including the

date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., “for alleged violations of the Code of Conduct” but shall contain factual statements that describe conduct only and is not intended to embarrass or humiliate the board member.

The Board member, group of Board members or committee responsible for setting the final Board agenda shall include the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed censure motion.

The Board member subject to censure shall be given a minimum of thirty (30) days prior-written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which the motion to censure will be considered. The notice shall provide the specific facts and grounds for the proposed censure as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to the meeting at which the motion to censure will be considered.

The Board member subject to censure shall be given a reasonable opportunity to be heard at the meeting, either orally or in writing, prior to the Board’s vote on a motion of censure.

The Board shall decide by a majority vote of those present and voting whether or not the Board member should be censured. The Board member who is the subject of the censure motion shall not be counted as part of the majority present and voting and shall not be allowed to vote. For the purpose of censure motions, abstentions shall not be counted as votes.

In no event shall a motion to censure a board member be heard by the Neighborhood Council within sixty (60) days of the next scheduled Board election or selection.

Section 9: Removal of Governing Board Members

Any Board member may be removed by the Neighborhood Council (“Neighborhood Council”) for cause, following a good faith determination by the Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. A Board member shall not be subject to removal under this Policy, unless the member has been censured at least once pursuant to the Board of Neighborhood Commissioners’ (“Commission”) Censure Policy. Grounds for removal include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board’s bylaws or standing rules, violations of

the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal processes by acting in bad faith. The Board shall use the following procedure when removing a Board member:

A motion to remove a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The proposed motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed removal action including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., "for alleged violations of the Code of Conduct" but shall contain factual statements that describes conduct only and is not intended to embarrass or humiliate the board member. The motion to remove shall also include a copy of the prior censure motion and the date it was passed.

The Board member, group of Board members or committee responsible for setting the final Board agenda shall list and briefly describe the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed removal motion.

The Board member subject to removal shall be given a minimum of thirty (30) days prior written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which a motion to remove will be heard. The notice shall provide the specific facts and grounds for the proposed removal as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to any meeting at which a motion to remove will be considered.

The Board member subject to removal shall be given reasonable time to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion for removal.

The Board shall decide whether or not the Board member should be removed by an affirmative vote of two-thirds (2/3) of the currently sitting Board members. The Board member who is the subject of the removal motion shall not be allowed to vote and shall not be counted when determining the two-thirds (2/3) majority vote. For the purpose of the removal motion, abstentions shall not be counted as votes.

In no event shall a motion to remove a Board member be heard by the Neighborhood Council within sixty (60) days of the next election or selection.

The Commission may review a Neighborhood Council's removal decision if requested to do so by the affected Board member. Once the request is made for the Commission to review the decision to remove, the Neighborhood Council voting to remove the board member may not fill the vacancy created by the removal until the Commission has made a decision on whether the removal was proper or the Commission declines to review the matter. The Commission's decision whether to hear or decline to hear the removal review request shall be sent in writing to the requestor and the Neighborhood Council within 30 days after the request for review is delivered.

A request for the Commission to review a Neighborhood Council's removal decision shall proceed as follows: a. The request must be in writing and must be delivered to the Executive Assistant of the Commission or, in the absence of an Executive Assistant, to the President of the Commission within thirty (30) days of the date of the action by the Neighborhood Council to remove the Board member. b. The request must state the basis for the review. The request shall not cite or present any evidence not considered by the Neighborhood Council but must address only procedural deficiencies. c. If the Commission determines the request for review raises sufficient questions regarding procedural deficiencies and agrees to hear the review, it will be placed on the agenda of a regular or special meeting of the Commission within sixty (60) days of receipt of the request for review. d. At the review the Commission will determine if the facts as presented support the removal motion and if the procedures set out in this policy were correctly applied. e. If the Commission determines that there were either factual or procedural deficiencies, the Board of Neighborhood Commissioners Uniform Policy for Board Member Removal April 14, 2020 Page 3 of 3 Commission may either reinstate the Board member or return the matter to the Neighborhood Council for further consideration. f. If the Commission returns the matter for further consideration and the Neighborhood Council does not act within sixty (60) days of the Commission's decision the Board member will be considered reinstated. g. During the period of appeal the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions. h. If the matter is returned to the Neighborhood Council for further consideration the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions until the Board takes action as requested by the Commission or until the expiration of the sixty (60) day time period.

This policy is not intended to restrict or eliminate a Neighborhood Council's ability to remove or render ineligible to serve. Board members who fail to attend meetings, join committees, maintain their stakeholder status, or perform other duties as may be described in the Neighborhood Council's bylaws and/or standing rules. Nor is it intended

to limit a Neighborhood Council's ability to remove committee chairs or committee members according to the Neighborhood Council's bylaws and/or standing rules.

Section 10: Resignation - 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 shall be automatically removed from the board. Resignations can be made either verbally at a meeting or in writing.

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 along with all Committees/Members is responsible for conducting community outreach.

The Council shall have a standing Outreach Committee, which will report its activities and recommendations to the Board monthly at the regular Council meeting.

The Council shall maintain a web site presence to disseminate information to Council Stakeholders and others interested in the Council.

In addition, the Board shall create, or shall 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 organizations including a regularly scheduled e-blast to local government officials and to the Chamber of Commerce, Neighborhood Watch, Homeowners' Association and other local organizations as determined by the Board.

Outreach also should 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 which all together comprise the Executive Committee: President, First Vice President, Second Vice President, 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. The President shall act as the chief executive of the Council and shall preside at all Council meetings.

See Standing Rules for additional duties.

B. The First Vice President shall serve in place of the President if the President is unable to serve.

See Standing Rules for additional duties.

C. The Second Vice President shall serve in place of the President if both the President and First Vice President are unable to serve.

See Standing Rules for additional duties.

D. The Secretary shall keep minutes of all Board meetings and Executive Committee 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 Council.

See Standing Rules for additional duties.

D. The Treasurer shall maintain the records of the Council's finances and books of accounts and perform other duties in accordance with the Council's Financial Management Plan and the Department's policies and procedures.

**The following two sections in italics (Section 3 - Selection of Officers; and, and, Section 4 - Officer Terms) are not to be implemented until after the 2021 Historic Highland Park Neighborhood Council Election. The current Sections 3 and 4 for Article V begin after this.*

Section 3: Selection of Officers – *Officer positions shall be filled annually at the first official Board meeting following their election or selection in Board election years, and at the subsequent 1 year anniversary mark of the Officers' election in Board non-election years.*

Section 4: Officer Terms – *The Officers shall serve 1 year terms and serve at the pleasure of the Board. They may stand for reelection-annually.*

*The following Sections (3 and 4) of Article VI (see below) are the current Bylaws that are in effect for the Historic Highland Park Neighborhood Council.

Section 3: Selection of Officers – Officer positions are elected during the election of the entire Board. An Officer who resigns should do so in accordance with Section 10 (Resignation) above. The vacancy of an Officer position shall be filled in accordance with Section 6 (Vacancies) above.

Section 4: Officer Terms - The Officers shall serve a two (2) year term and serve at the pleasure of the Board. They may run for reelection for up to three (3) consecutive terms.

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 - All committees shall serve as advising bodies that can make recommendations to the board.

A. **Executive Committee:** Consists of the President, who will serve as Chair, the two (2) Vice Presidents, the Treasurer, and the Secretary. The Executive Committee will set the Regular Board Meeting agendas. The Executive Committee shall make recommendations to who will Chair the Standing Committees and any ad-Hoc Committees. All Committee Chairs shall be appointed by the Board with the exception of the Executive Committee, Budget & Finance Committee, Rules Committee Co-Chair, and Outreach Co-Chair.

B. **Budget and Finance Committee** shall Consists of the Treasurer, who will serve as Chair and may have up to 4 additional Board members appointed by the Board. It may have up to 4 interested stakeholders. It shall review and make recommendations to the Board on all financial matters.

C. **Rules Committee** shall consist of up to 5 Board members appointed by the Board and chaired by the First Vice President, and may have up to 4 Stakeholders. The Rules Committee shall review the Bylaws, Standing Rules, Code of Civility, and/or any other Policies and Procedures, and recommend changes for board approval if needed. The Rules Committee shall arbitrate

discussion and interpretation of the Bylaws, including proposed amendments, and Policies and Procedures.

D. Outreach Committee shall consist of Board members appointed by the Board and chaired by the Second Vice President, and may have up to 4 Stakeholders. The committee may choose another Board member to Co-Chair the committee. The Outreach Committee is the public face of the HHPNC. The Outreach Committee is responsible for developing and maintaining communication between the Board and the Stakeholders of Highland Park. The Committee may create flyers, postcards, pamphlets, and other related materials. It may also create regularly scheduled emails to local government officials, the Chamber of Commerce, Neighborhood Watches, Homeowners' Associations, and other local organizations as determined by the Board. The committee shall maintain a website to offer information to Stakeholders and others interested in the Board. Outreach also should be undertaken at public events with Board participation strongly encouraged and shall be coordinated with other Neighborhood Councils when appropriate. Outreach may maintain a social media presence for the Neighborhood Council.

E. Public Safety shall consist of up to 5 Board members and up to 4 Stakeholders. The committee is responsible for being a liaison between the LAPD, neighborhood watch groups, and the Board.

F. Land Use Committee: Consists of 2 Board Members as Co-Chairs and 3 Additional Board Members appointed by the 5 Board members on the committee may vote up to 4 stakeholders into the committee. The committee shall review, take public input, report on and make recommendations of actions to the board and stakeholders on any land use and planning matters affecting the HHPNC community.

G. Sustainability: shall consist of up to 5 board members and up to 4 stakeholders. The committee shall choose a Board Member/s to Chair or Co-Chair the committee. The committee aims to make Highland Park a more sustainable community through education, engagement, and collaboration between public officials, community organizations, and stakeholders.

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 proposed by a member of the Board, appointed by the President and ratified by a simple majority vote. If the President refuses to appoint a Committee Member who has been proposed by 3 or more members of the Board, the Board may appoint and ratify the proposed person as a Committee member by a $\frac{2}{3}$ vote of approval. Standing Committees shall be comprised of at least two (2) Board members and may include up to 4 interested Stakeholders. Ad Hoc Committees shall be comprised of 5 or less Board members and may include any interested Stakeholders. All committees may have up to and not exceed 5 board members, and up to and not exceed 4 non-board member stakeholders. Committee vacancies shall be filled by the Committee and in the absence of quorum they shall be filled by the Board.

C. Committee Appointment – All Committee Chairs shall be appointed by the Board with the exception of the Executive Committee, Budget & Finance Committee, Rules Committee Co-Chair, and Outreach Co-Chair. Only those Committee members who are Board members are eligible to serve as Chairman of a committee. The Chairs shall keep a written record of Committee meetings and shall provide regular reports on Committee matters to the Board. All Committees with the exception of the Budget & Finance Committee and Executive Committee may have up to two Board Members as Co-Chairs.

D. 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.

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 and all other applicable laws and governmental policy.

Section 1: Meeting 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 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.

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 each Council meeting, in the absence of an Executive Committee Meeting the agenda may be set by individual members of the Executive Committee in the following line of succession: President, 1st VP, 2nd VP, Treasurer, or the Secretary.

AND

Any Stakeholder may make a proposal for action by the Council at the next regular Board meeting by submitting a written request to the Secretary or during the public comment period of a regular Council meeting. Line of succession if no Secretary is available: President, First Vice President, Second Vice President, or the Treasurer. The Secretary shall 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 this subsection are subject to the rules regarding reconsideration.

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 Council's Public Notice Locations specified on the Posting Location Form filed with the

Department, on its website and emailed out to Stakeholders if the Council maintains such a database. Regular and Special meeting agendas shall also be emailed to the Department.

Section 4: Reconsideration – The Board may reconsider or amend its actions through a Motion for Reconsideration process defined in its standing rules

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 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 and posted on the Council website, if available.

D. Each month, the Treasurer shall provide to the Board detailed reports of the Council’s accounts in the form of the Monthly Expenditure Report (MER).

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 Council’s accounts and attest to their accuracy before submitting the documentation to the Department for further review.

F. The Council will not enter into any contracts or agreements except through the Department.

ARTICLE X ELECTIONS

Section 1: Administration of Election - The Neighborhood Council's election will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council elections.

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 - Except with respect to a Youth Board Seat, a stakeholder must be at least 16 years of age on the day of the election or selection to be eligible to vote. [See Admin. Code §§ 22.814(a) and 22.814(c)]

Section 4: Method of Verifying Stakeholder Status - Voters will verify their Stakeholder status by providing acceptable documentation.

Section 5: Restrictions on Candidates Running for Multiple Seats - A candidate may declare their candidacy for more than one (1) position on the Council Board during a single election cycle.

If a candidate seeking multiple Board positions on the Council is declared the winning candidate for more than one of those positions, the candidate will be required to vacate all except one (1) Board position within no more than three (3) days from the day the elections are certified or from the day when any and all election recounts and challenges are resolved, whichever date is later. These vacated positions shall be filled with the remaining candidate who received the most votes, or if none, via the vacancy clause. Where the candidate does not vacate all except one (1) Board position by the deadline, the candidate will be stripped of all positions except for the position where the candidate received the most votes.

Section 6: Other Election Related Language “Not Applicable.”

ARTICLE XI GRIEVANCE PROCESS

A. Any grievance by a Stakeholder must be submitted to the Department of Neighborhood Empowerment to determine if it's sustained. Depending on the determination it will either move forward with the following process or the process ends here. If sustained, the grievance will then be submitted in writing to the Board who shall cause the matter to be placed on the agenda for the next regular Council meeting.

B. At that meeting, the Board shall refer the matter to an Ad Hoc Grievance Panel comprised of three (3) Stakeholders randomly selected by the Board from a list of Stakeholders who have expressed an interest in serving from time-to-time on such a panel.

C. Within two (2) weeks of the panel's selection, the Board shall coordinate a time and place for the panel to meet with the person(s) submitting a grievance to discuss ways in which the dispute may be resolved.

D. Within two (2) weeks following such a meeting, a member of the panel shall prepare a written report to be forwarded by the Secretary to the Board outlining the panel's collective recommendations for resolving the grievance. The Board may receive a copy of the panel's report and recommendations prior to a Board meeting, but, in accordance with the Brown Act, the matter shall not be discussed among the Board members until it is heard publicly at the next regular Council meeting.

E. This grievance process is intended to address matters involving procedural disputes, such as the Board's failure to comply with Board Rules or these Bylaws. It is not intended to apply to Stakeholders who merely disagree with a position or action taken by the Board at one of its meetings, which grievances may be aired publicly at Council meetings.

F. Board members are not permitted to file a grievance against another Board member or against the Council.

ARTICLE XII PARLIAMENTARY AUTHORITY

The Council shall use the:

Robert's rules of order when conducting Council 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.

ARTICLE XIII AMENDMENTS

A. Any Board member or Stakeholder may propose an amendment to these Bylaws. The Board shall forward all proposals to the Rules Committee to review and to provide recommendations to the Board.

B. An amendment to these Bylaws requires a two-thirds vote of the Board members present at a properly noticed regular or special meeting.

C. All approved changes shall then be forwarded to the Department of Neighborhood Empowerment for review, and approval.

D. Amendments shall not be valid, final or effective until approved by the Department of Neighborhood Empowerment.

E. Once approved by the Department, any changes in the Bylaws shall become effective immediately.

ARTICLE XIV COMPLIANCE

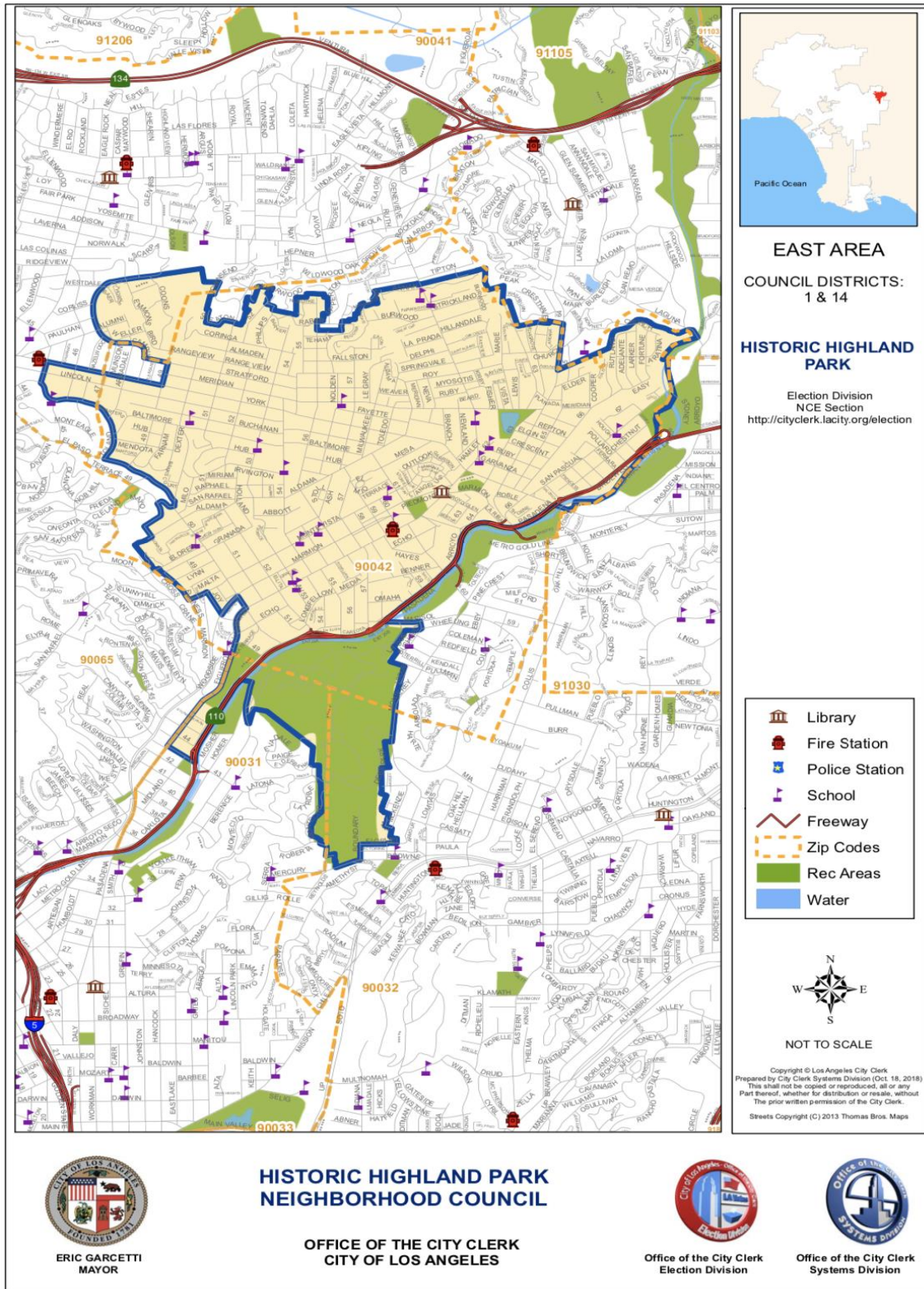
The Council, its representatives, and all Stakeholders shall comply with these Bylaws and with any additional Standing Rules or Procedures as may be adopted by the Board as well as all local, county, state and federal laws, including, without limitation, the Plan for Citywide System of Government (hereinafter referred to as “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 Council, its representatives, and all Stakeholders shall conduct all Council business in a civil, professional and respectful manner.

Section 2: Training – All Board members shall take training in the fundamentals of Neighborhood Council, including, but not limited to, ethics, 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.

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

ATTACHMENT A - Map of Historic Highland Park Neighborhood Council



Historic Highland Park Neighborhood Council
 Approved Bylaws 11.10.2020

**The following Attachment B (Governing Board Structure and Voting Historic Highland Park Neighborhood Council – 21 Board Seats) are not to be implemented until after the 2021 Historic Highland Park Neighborhood Council (NC) Election. The current Attachment B (Governing Board Structure and Voting Historic Highland Park Neighborhood Council – 19 Board Seats) is the current governing board structure and voting attachment to be used.*

ATTACHMENT B - Governing Board Structure and Voting Historic Highland Park Neighborhood Council – 21 Board Seats (to be used after 2021 NC elections)

Board Position	# Of Seats	Elected or Appointed?	Eligibility to Run for the Seat	Eligibility to Vote for the Seat
At-Large Director	10	Elected	Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.	Stakeholders who are 16 years or older at the time of the election.
Arts Director	1	Elected	Stakeholders who are 18	Stakeholders who are

			<p>years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.</p>	<p>16 years or older at the time of the election.</p>
<p>Public Safety Director</p>	<p>2</p>	<p>Elected</p>	<p>Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that</p>	<p>Stakeholders who are 16 years or older at the time of the election.</p>

			benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.	
Housing Director	1	Elected	Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.	Stakeholders who are 16 years or older at the time of the election.
Youth Seat	1	Elected	Open to Stakeholders between the ages of fourteen (14) and seventeen (17) on the day of the election or selection. See Admin. Code § 22.814(c). If less than eighteen (18) years of age, the Youth Board Seat member	A person must be at least 14 years of age on the day that the Neighborhood Council election or selection for that Youth Board Seat occurs to be eligible to vote for a Youth Board Seat

			shall be precluded from voting on financial matters, such as neighborhood council expenditures, financial reports, annual budgets, contracts, and recommendations to enter into contracts.	candidate.
Senior Director	2	Elected	Stakeholders fifty-five (55) years old or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.	Stakeholders who are 16 years or older at the time of the election.
Sustainability Director	1	Elected	Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as	Stakeholders who are 16 years or older at the time of the election.

			<p>a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.</p>	
Homelessness Director	1	Elected	<p>Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community</p>	<p>Stakeholders who are 16 years or older at the time of the election.</p>

			Organization.	
Business Director	2	Elected	Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.	Stakeholders who are 16 years or older at the time of the election.

**ATTACHMENT B - Governing Board Structure and Voting Historic Highland Park
Neighborhood Council – 19 Board Seats (current board structure)**

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT
<u>President Term: 2 Years</u>	<u>1</u>	<u>Elected</u>	Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.
First Vice President Term: 2	<u>1</u>	Elected	Stakeholders who are 18 years or older and live,

Years			work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.
<u>Second Vice President Term: 2 Years</u>	<u>1</u>	<u>Elected</u>	Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously

			maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.
<u>Secretary Term: 2 Years</u>	<u>1</u>	<u>Elected</u>	Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a

			Community Organization.
<u>Treasurer Term: 2 Years</u>	<u>1</u>	<u>Elected</u>	Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.
<u>At-Large Directors Term: 2 Years</u>	<u>14</u>	<u>Elected</u>	Stakeholders who are 18 years or older and live, work, own real property, or declare a stake in the neighborhood as a community interest stakeholder,

			defined as a person who affirms a substantial and ongoing participation with a community organization that has continuously maintained a physical street address for not less than one year, and that performs ongoing and verifiable activities and operations that benefit the neighborhood, and is located within the NC's boundaries. A for-profit entity shall not qualify as a Community Organization.
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