

# Central San Pedro Neighborhood Council

## BYLAWS

Approved October 12, 2018

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## **Article I NAME**

The official name shall be the Central San Pedro Neighborhood Council, herein referred to as “the Council.”

## **Article II PURPOSE**

### **Purpose**

To promote a strong sense of neighborhood by bringing stakeholders together to work on activities that enhance the livelihood of the community and to function in an advisory capacity to various Los Angeles City departments and elected officials through meetings and various forms of communications.

We will achieve this purpose by implementing the following procedures:

- Provide all stakeholders with a vehicle and opportunities to effect positive change within the community.
- Protect the rights of individuals, minority, and absent members.
- Reach out to the diversity of stakeholders to reduce unwarranted tensions.
- Increase community awareness on key issues.
- Provide a forum for stakeholders to actively participate in discussion, review, and advocacy and to engage all stakeholders in the decision-making process.
- Provide means for stakeholders to express their collective will, especially in their advisory role to the Los Angeles City government.
- Provide means for stakeholders to have a role in a variety of community issues related but not limited to planning, policies, programs, budgeting, municipal oversight, community events, and community resources.
- Practice civility, justice, impartiality, and equality.
- Recognize the rule of the majority.

### **Goals and Objectives**

- To promote public participation in City governance and decision-making processes so that government is more responsive to local needs.
- To provide opportunities to build partnerships with government.
- To promote and facilitate communication, interaction, and opportunities for collaboration among all certified Neighborhood Councils regarding their common and varied concerns.

- To facilitate the delivery of City services and City government responses in order to identify and prioritize needs and to effectively communicate those needs.
- To ensure equal opportunity to participate in governmental decision making and problem solving processes.
- To create an environment in which all stakeholders, including the grassroots of the community, will become involved.
- To foster a sense of community for all people to express ideas and opinions about their neighborhoods and their government.

**Mission**

We, the members of San Pedro neighborhoods, together in unity and understanding and, at the gate of self government, are gathering to welcome everyone: residents, homeowners, businesses, churches, renters, organizations, and others to make life a satisfying experience in our community of San Pedro.

**Non-discrimination**

The Council will not discriminate in any of its policies, recommendations or actions against any individual or group on the basis of race, religion, color, creed, national origin, ancestry, sex, sexual orientation, age, disability, marital status, income, political affiliation, or on any basis in violation of any local, state, or federal laws.

**Article III BOUNDARIES**

The Council is bounded on the west commencing at the intersection of 18th Street and Leland Street, then northerly along the center line of Leland Street to 7th Street, then easterly on 7th Street to Meyler Street, then northerly on Meyler Street to 1st Street, then west on 1st Street to Bandini Street, then northerly along the center line of Bandini Street to Upland Avenue, then easterly on Upland Avenue to Meyler Street, then northerly on Meyler Street to Miraflores Avenue, then easterly on Miraflores Avenue to Pacific Avenue, then northerly on Pacific Avenue to a point where it intersects with the centerline of the Southwest Channel of Los Angeles Harbor, then easterly along the center line of the Southwest Channel to a point where it intersects with the Main Channel in the Turning Basin of the Port of Los Angeles, then southerly along the center line of the Main Channel to a point where it intersects with the center line of the San Pedro Slip of the Port of Los Angeles, then northerly along the center line of the San Pedro Slip of the Port of Los Angeles to a point where it intersects with the center line of 14th Street. then westerly along the center line of 14th Street to a point 100 feet west of Pacific Avenue, then

southerly along a line one hundred (100) feet west of Pacific Avenue to 18th Street, then westerly along the center line of 18th Street to Leland Street.

#### **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**

##### **Section 1. Composition**

The governing body of the Council shall be referred to as “the Governing Board.” The Governing Board shall be composed of seventeen (17) “At Large” members and shall be elected from and by all the constituency of stakeholders as defined in Article IV of these Bylaws. The Governing Board members shall reflect the diversity of stakeholders.

##### **Section 2. Quorum**

Nine (9) members of the Governing Board shall constitute a quorum, even when vacancies of the board exist. No floating quorums are allowed.

##### **Section 3. Official Actions**

When the Governing Board has attained at least a quorum, motions shall be carried by a majority of those Governing Board members present and voting except when these Bylaws specify a larger percentage or Roberts Rules specify a larger percentage. A tie vote constitutes failure of the motion. In accordance with Roberts Rules of Order, Article VIII, Section 46, the Presiding Officer may vote only to make or break a tie vote. Abstentions shall not be called for, although any abstaining Governing Board members may direct to have the abstention noted in the minutes. Abstentions are null votes. At the Presiding Officer’s discretion, stakeholders may be polled on issues placed before the Governing Board. The vote is advisory.

##### **Section 4. Terms and Term Limits**

All seventeen (17) Governing Board members shall be s/elected to two (2) year terms. Terms shall begin on the first day of the month following the s/election.

## **Section 5. Duties and Powers**

- A. The Governing Board may require an Officer or a person empowered to handle financial assets of the Council to be bonded with good and sufficient surety in an amount determined by the Governing Board. The Governing Board shall develop procedures for the management of funds.
- B. The Council shall promote collaboration with other San Pedro Neighborhood Councils as well as with other Councils in the City of Los Angeles.
- C. The Governing Board members shall receive no monetary (or other) compensation for their services.
- D. The Governing Board shall be subject to any or all applicable sections of the City of Los Angeles Governmental Ethics Ordinance (Los Angeles Municipal Code Section 49.5.1). All applicable laws of local, state, and federal government shall be the minimum ethical standard for the Council, its Governing Body, and stakeholders. In order to inspire public confidence and trust in the Council, the Governing Body is required to demonstrate the highest standards of personal integrity, truthfulness, honesty and fortitude in all Council activities. Actions or inactions which conflict with, injure, or destroy this foundation of trust among the people and their elected representatives must be avoided at all cost. To this end,
  - Governing Board members who may personally benefit from a Council decision shall provide full disclosure to the Council.
  - Governing Board membership is voluntary with no remuneration except for recovery of approved ‘out of pocket’ expenses.
- E. Outside organizations may invite the Council to appoint a representative to attend meetings and vote on matters of interest to Council stakeholders. The Council may appoint representatives as needed at a Stakeholder meeting. The representative is obligated to vote in accordance with any position the Council may have previously taken. Whenever possible, votes cast on behalf of the Council shall first be referred to the full Council for approval at a Stakeholder meeting. In the case of an emergency item the representatives shall be allowed to cast votes as needed, but they must report back to the Council on how they voted at the next Stakeholder meeting. A report on each meeting shall be given at the next Stakeholder meeting.
- F. Board members are required to serve and participate on at least one (1) committee of their choice. Failure to participate as a committee member may result in removal from the Board by a simple majority vote of the Governing Board.

## **Section 6. Vacancies**

A vacancy on the Governing Board shall be announced at a regular stakeholder meeting and shall be filled at a subsequent meeting by a stakeholder who satisfies the eligibility requirements for holding the vacated Governing Board seat.

The procedure for filling the Governing Board vacancy shall be:

- a. Any Stakeholder interested in filling a vacancy on the Governing Board shall submit/transmit an application to the Governing Board at least one (1) week prior to the next scheduled board meeting.
- b. The Governing Board shall cause the matter to be placed on the agenda for the next regular meeting of the Governing Board.
- c. The Governing Board shall vote on the application at the next regularly scheduled meeting. If multiple applications for one seat have been submitted, the candidate with a majority of votes cast wins. If no majority is achieved on the first vote, the lowest vote-getter shall be removed from contention and a subsequent vote will be taken. This process will continue until a candidate receives a majority of votes cast.
- d. The candidate who wins shall fill the remaining term of the Governing Board seat unless an election or selection occurs sooner.
- e. In no event shall a vacant seat be filled where a general election is scheduled to occur within 60 days of the date of the date of the s/election.

## **Section 7. Absences**

Board members who are absent from three (3) consecutive regular or special meetings of the Governing Board without having provided advance written notice to the President or Secretary or any member who is absent from more than half the meetings in any twelve (12) month period may be removed from office by a two-thirds (2/3) vote of the Board.

## **Section 8. Censure**

The Council can take action to publically reprimand a Governing Board member for actions conducted in the course of Council business by censuring the Governing Board member at a Governing Board meeting. Censures shall be placed on the agenda for discussion and action only after consultation with the Office of the City Attorney.

## **Section 9. Removal**

The Council shall consult with the Office of the City Attorney throughout any Governing Board member removal process. Governing Board members may be removed in the following ways:

**A. Petition by Stakeholders** – A Governing Board member may be removed from office by the submission of a written petition to the Secretary, which includes: i) the identity of the Governing Board member to be removed, ii) a description, in detail, of the reason for removal, and iii) the valid signatures of one-hundred fifty (150) Stakeholders.

1. Upon receipt of a written petition for removal, the Secretary shall cause the matter to be placed on the agenda for a vote of the Governing Board at the next regular Council meeting.
2. Removal of the identified Governing Board member requires a two-thirds (2/3) majority of the attending Governing Board members.
3. The Governing Board member who is the subject of the removal action shall have the right to deliver to Governing 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 allowed to vote on the matter.
4. The Governing Board member being removed must first have been censured by the Governing Board once for the same action before a Petition by the Governing Board for removal shall be considered by the Council.

**B. Petition by Governing Board** – A Governing Board member may be removed from the Governing Board for good cause, including, but not limited to, disruptive conduct; interfering with Council business; violations of the Bylaws, Operating Procedures or Code of Conduct following a Governing Board member's submission to the Governing Board of a petition which includes: i) the identity of the Governing Board member 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 five (5) Governing Board members.

1. The petition shall be delivered simultaneously to all Governing Board members and the matter placed on the agenda and scheduled for a vote at the next regular Governing Board meeting.
2. Removal of the identified Governing Board member requires a two-thirds (2/3) majority of the attending Governing Board members.

3. The Governing Board member who is the subject of the removal action shall have the right to deliver to Governing Board members a written statement about the matter and/or to speak at the Governing Board meeting prior to the vote, but shall not be counted as part of the quorum, nor allowed to vote on the matter.
4. The Governing Board member being removed must first have been censured by the Board once for the same action before a Petition by the Governing Board for removal shall be considered by the Council.
5. If the vote for removal is affirmative, the position shall be deemed vacant and filled via the Council's vacancy clause.

### **Section 10. Resignation**

Written notice by any Governing Board member in advance of the next regularly scheduled Governing Board meeting will be considered adequate notice for a resignation.

### **Section 11. Community Outreach**

The Governing Board members shall actively reach out to stakeholder groups and individuals. The Governing Board members shall promote the formation of neighborhood networks to facilitate communication and citizen involvement.

## **Article VI OFFICERS**

### **Section 1: Officers of the Board**

There shall be five (5) Executive Officers: President, Vice President, Secretary, Treasurer, and Communications and Outreach Officer.

### **Section 2: Duties and Powers**

- A. **The President:** The President shall preside at all meetings of the Governing Board of the Council and shall perform other duties prescribed to him/her by the Governing Board. In the event that the President cannot attend such meetings, he/she shall appoint an alternate officer of the Governing Board to Chair such meeting in his/her absence. In order to facilitate communication the President of the Council may be invited to attend President's meetings with elected officials or City departments. The President may attend these meetings or send an alternate as needed. It is recommended that at least two (2) Board members attend such meetings. Any commitments to be made on behalf of the Council must be referred to the full



Council for approval at a Stakeholder meeting. A report on each meeting shall be given at the next Stakeholder meeting.

- B. **The Vice President:** The Vice President shall assist the President, perform the duties of President in the absence of the President and manage other responsibilities as may be assigned by the President or Governing Board.
- C. **The Secretary:** The Secretary shall record the minutes of meetings of the Governing Board, distribute draft minutes to the Governing Board not later than five (5) days before the next scheduled meeting of the Governing Board, and distribute to the Governing Board and post for the public approved minutes not later than five (5) days after their approval. The minutes shall state the time and place of holding all meetings; whether regular or special, and if special, how called or authorized; the notice given; the names of Governing Board members present at Governing Board meetings; and an account of the proceedings. The Secretary will maintain all amendments to the Bylaws.
- D. **The Treasurer:** The Treasurer shall in coordination with the Finance Committee manage budget and finance responsibilities and shall maintain financial statements including a complete record of all assets, liabilities, and expenditures, maintain custody of all funds and assets of the Council, and report at each Governing Board meeting. See also Article IX.
- E. **The Outreach and Communications Officer:** The Outreach and Communications Officer shall chair the Council's Outreach and Communication Committee to maximize stakeholder awareness and involvement.

**Ministerial and Administrative Personnel:** With the approval of the Governing Board, the ministerial and administrative functions of any Officer may be delegated to Council staff or contractors.

### **Section 3: Selection of Officers**

The five (5) Executive Officers shall be elected through majority vote of the Governing Board at the first meeting following the Governing Board s/election. Officers shall be selected from among the seventeen (17) seated Board members.

### **Section 4: Officer Terms**

Officers shall serve terms coinciding with the s/election of the Governing Board members.

## **Article VII COMMITTEES AND THEIR DUTIES**

### **Section 1: Standing**

- A. **The Agenda Setting Committee:** The Agenda Setting Committee meeting will be held at least five (5) days prior to all monthly Council meetings. Three (3) Executive Officers or any five (5) Board members constitute a quorum for the agenda-setting meeting. All Governing Board members present at the meeting may vote to determine the agenda. Any member of the Governing Board or any stakeholder may submit a written request for the inclusion of an item on the agenda.
- B. **The Outreach and Communication Committee:** The Outreach and Communication Committee's purpose is to assure that every effort is made to maximize outreach, awareness and involvement in the Neighborhood Council. The committee will maintain a list with contact information of all stakeholders who have provided such information to the Council. The Outreach and Communication Officer shall be the chairperson of this committee and perform his/her duties as prescribed in these Bylaws.
- C. **The Finance Committee:** The Governing Board shall appoint the Chairperson of this committee. His/her duties will include 1) calling and presiding over Finance Committee meetings; 2) work with the Treasurer to assure deadlines are met; 3) the Finance Chair shall, with the Finance Committee, review and consider changes or modifications to the Council's financial policies and then submit them to the Board for approval.
- D. **The Election Committee:** The Election Committee shall conduct oversight of any s/election process used to s/elect members to the Governing Board.
- E. **The Land Use Planning Committee:** The Land Use Planning Committee shall monitor issues related to its areas of responsibility that affect the Council area and its stakeholders, report such issues to the Governing Board, and propose appropriate responses for Governing Board's consideration. The committee shall monitor the Early Notification system of the City of Los Angeles Planning Department and provide for the Council's timely response as necessary.
- F. **The Port Relations Committee:** The Port Relations Committee shall monitor activities and developments related to the Port of Los Angeles, receive reports and presentations on such matters, and prepare as appropriate, reports to the Governing Board and recommended actions that support the best interests of the community in relation to the Port.

### **Section 2: Ad Hoc**

The Governing 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, and it is dissolved by the Governing Board.

### **Section 3: Committee Creation and Authorization**

Committee chairs shall be selected by the committee unless otherwise prescribed in these Bylaws.

## **Article VIII MEETINGS**

All meetings shall be open to the public with proper notice as described by the Ralph M. Brown Act. Meetings will be held at American with Disabilities Act accessible locations and will be conducted fairly with open public input encouraged. Council meetings shall provide a forum for stakeholder input. While acknowledging the will of the majority, the Council shall provide a forum, which considers the rights of the minority and those who are not in attendance.

### **Section 1: Meeting Time and Place**

The regular Council meetings shall be set by the Governing Board and shall convene at least once every sixty (60) days at a location within the Council area. The Council shall fix the time and place of special Council meetings.

### **Section 2: Agenda Setting**

The agenda shall be determined by the Agenda Setting Committee. The Governing Board shall establish written rules to provide fair and proper community input on all agenda items including participation in the development of agendas for future meetings.

### **Section 3: Notifications/Postings**

All Governing Board members must receive notice of special Council meetings at least forty-eight (48) hours prior to the meeting with public notice appropriately provided. Agendas shall be posted at locations specified by the Governing Board at least seventy-two (72) hours before a meeting. Pursuant to the Brown Act time requirements, all Board and Committee meeting agendas shall be posted on the Council's website and shall be submitted to the Department of Neighborhood Empowerment ("Department") to be posted through the Early Notification System (ENS). Notification of regular Council meetings shall include, but not be limited to, media notices, distribution of flyers, emails, and other avenues at least seventy-two (72) hours prior to the meetings.

### **Section 4: Reconsideration**

This section intentionally left blank.

### **Article IX FINANCES**

The Treasurer in conjunction with the Governing Board shall develop a written method for keeping the accounting records that complies with applicable local, state and federal laws, which includes generally accepted accounting principles and complies with the Department guidelines. The Governing Board shall provide stakeholders access to all financial records. All records kept by the Treasurer will be available for review by all Stakeholders and the Department. Funding requests and audits will require two (2) signatures including the Treasurer and one (1) other member who has completed the Department Treasurers' training. The Treasurer shall attend and participate in all finance meetings called by the Finance Chair. Failure to perform these duties may result in removal by the President of the Governing Board with ratification by a simple majority vote of the Board members.

### **Article X ELECTIONS**

#### **Section 1: Administration of Election**

The 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**

All Community Stakeholders aged sixteen (16) and above shall be entitled to vote in the Council elections. All Stakeholders fourteen (14) years of age and older are eligible to serve on committees.

#### **Section 4: Method of Verifying Stakeholder Status**

Voters will verify their Stakeholder status through 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 Board during a single election cycle.

**Section 6: Installation of elected Board Members**

Installation of elected Board Members will take place at the meeting following the election or pursuant to City policies and procedures.

**Article XI GRIEVANCE PROCESS**

The Governing Board shall follow the City’s Neighborhood Council grievance policy. A written grievance procedure promulgated by the Governing Board to deal with stakeholders’ grievances shall govern the Council’s rules and regulations, policies and procedures, and the decision-making process and results. A referral to the Department will be available to the grieving party if the issue is not resolved to their satisfaction by the Governing Board.

**Article XII PARLIAMENTARY AUTHORITY**

Roberts Rules of Order Currently Revised shall serve as the governing parliamentary authority. The Governing Board may approve standing rules governing the operation and function of the Governing Board . The Council will comply with all applicable requirements of the Ralph M. Brown Act and all other rules and regulations for the conduct of Neighborhood Councils as promulgated by the Department. Procedures shall be in place to assure that Stakeholder concerns may be expressed openly and that grievances regarding the Governing Board’s decisions and actions shall be properly reviewed. The Board may appoint a Parliamentarian to provide advice on parliamentary issues that may arise in the conduct of the Governing Board’s work.

**Article XIII AMENDMENTS**

Proposed amendments to these Bylaws will be submitted in writing to the Secretary or the Executive Officers responsible for preparing the agenda for the next regular meeting. The proposed amendment will be placed on the agenda for public discussion at the next regular or special meeting of the Council and shall be voted upon at the next meeting following such discussion. A recommendation for amendment of these Bylaws must be made by a two-thirds (2/3) vote of the Governing Board. Within thirty (30) days after a vote recommending amendment to the Bylaws, a copy of the existing and revised Bylaws shall be submitted to the Department for review and approval. No amendment shall be final and/or implemented until approved by the Department.

## **Article XIV COMPLIANCE**

This organization is Neighborhood Council certified in accordance with the City Charter by the Board of Neighborhood Commissioners pursuant to the Plan for a Citywide System of Neighborhood Councils. The rules and regulations of the Council will comply with all applicable federal, state and local laws.

### **Section 1: Code of Civility**

It is agreed that there are many opinions held by members of the Council and therefore any discussion of such points are to be presented openly, fairly, and without recourse to personal attack.

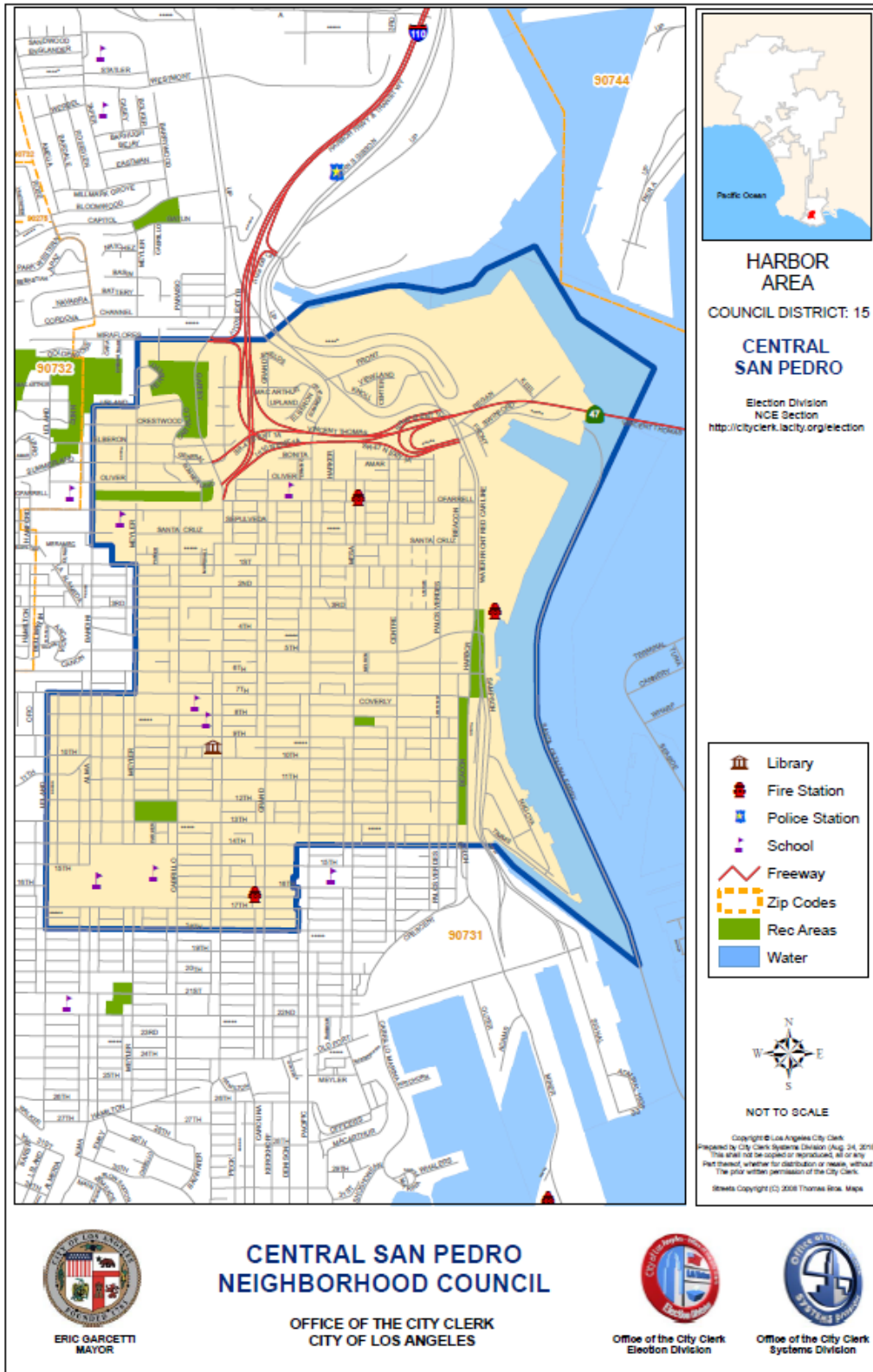
### **Section 2: Training**

Members of the Governing Board shall, within the first twelve (12) months following their s/election or appointment or at the lapse of prior ethics training certification, complete and provide evidence of their completion of ethics training as required by the City of Los Angeles for Neighborhood Council Board members. Board members who do not complete such training as required shall be suspended from the Board until such time as they come into compliance with the ethics training requirement.

### **Section 3: Self Assessment**

The Governing Board shall conduct a yearly self-assessment per the City rules and regulations.

# Attachment A – Map of the Central San Pedro Neighborhood Council



**Attachment B – Governing Board Structure and Voting**  
**Central San Pedro Neighborhood Council – 17 Board Seats**

| <b>BOARD POSITION</b>                  | <b># OF SEATS</b> | <b>ELECTED OR APPOINTED?</b> | <b>ELIBILITY TO RUN FOR THE SEAT</b>    | <b>ELIBILITY TO VOTE FOR THE SEAT</b>   |
|--|-------------------|------------------------------|---|---|
| At Large Board Member<br>Term: 2 Years | 17                | Elected                      | Stakeholders who are 18 years or older. | Stakeholders who are 16 years or older. |