

# Central San Pedro Neighborhood Council

## BYLAWS

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## **Declarations**

Notwithstanding any other laws and with the authority granted by the Los Angeles City Charter article IX. Section 900 et seq the Central San Pedro Neighborhood Council exerts its autonomy to pass and approve its own bylaws and standing rules. The new City Charter, effective July 2000, provides for the creation of a Citywide System of Neighborhood Councils and subsequently the election of these councils as elected bodies. The goal of the Neighborhoods Councils is to promote public participation in City governance and decision-making process to create a government more responsive to local needs and thus. We derive our power from the people of this district and the people of the city of Los Angeles.

## **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; and to empower the stakeholders.

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 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.

## **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 s/election.

#### **Section 7. Absences**

The Board does not recognize absences as excused. If a Board member misses three monthly Council meetings consecutively or six in a calendar year, the Board may vote on that Board member's removal.

#### **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. 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.

- b. 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.
- c. 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.
- d. 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.
- e. 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.
- f. 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**

Any Board member may be removed by the 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. 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.
- b. 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.
- c. 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.
- d. 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.
- e. 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.

- f. 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.
- g. 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.
- h. A request for the Commission to review a Neighborhood Council's removal decision shall proceed as follows:
  - 1) The request must 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.
  - 2) 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.
  - 3) 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.
  - 4) 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.
  - 5) If the Commission determines that there were either factual or procedural deficiencies, the Commission may either reinstate the Board member or return the matter to the Neighborhood Council for further consideration.
  - 6) 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.

- 7) 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.
  - 8) 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.
- i. 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 verbal public announcement at a monthly board meeting, or written notice sent to any Council member in advance of the next regularly scheduled Council 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, the meeting shall be chaired by the highest-ranking available officer. The President may not appoint Board representatives or liaisons. All representatives of the Board must be authorized by consent of the Board. All other powers not explicitly granted to the President are reserved by the Board.

- 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 call the roll and oversee the recording of minutes and votes of the Board. The Secretary is also responsible for maintaining the correspondence of the Neighborhood Council.
- 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.
- F. **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 seated Board members.

**Section 4: Recall or Removal**

A recall election may be called for any officer position when placed on the Agenda by a petition of no fewer than five (5) Board members. The recall election(s) shall be held at the next Council meeting.

**Section 5: 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 Committees**

The Council shall have the authority to establish standing committees as deemed necessary.

**Section 2. Ad Hoc Committees**

The Council shall have the authority to establish ad hoc committees as deemed necessary.

### **Section 3. Committees Creation and Authorization**

Committees shall be established by standing rules adopted by the Council. The rules shall state the committee names, purpose, jurisdiction, composition, and method for selecting members and chairpersons.

## **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

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