

BYLAWS FOR THE
Porter Ranch Neighborhood Council

ARTICLE I
NAME

The name of this Neighborhood Council shall be the Porter Ranch Neighborhood Council (PRNC), an officially recognized council hereby part of the Los Angeles citywide system of neighborhood councils.

ARTICLE II
PURPOSE

Section 1: The PURPOSE of the PRNC is to provide a forum for Stakeholders to address issues related to their quality of life. PRNC shall serve as an advocate for issues of concern to our community. PRNC shall have such powers as granted by the Los Angeles City Charter.

Section 2: The MISSION of the PRNC is to provide an inclusive open forum for public discussion of issues and to advise the City of Los Angeles on issues concerning City governance, the needs of this neighborhood council, the delivery of City services, and on matters of citywide nature. Also to initiate, execute and support projects for the physical, social and cultural improvement of the Porter Ranch community.

Section 3: The POLICY of the PRNC shall be:

- a. To respect the dignity and expression of views of all individuals, groups and organizations involved in this neighborhood council.
- b. To remain non-partisan in regards to candidates and political party affiliation and inclusive in our operations including, but not limited to, the election process for the governing body and committee members.
- c. To encourage all Community Stakeholders to participate in activities of our Neighborhood Council
- d. 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 or political affiliation.
- e. To have fair, open and transparent procedures for the conduct of our neighborhood council business.
- f. To establish procedures for communicating with all Neighborhood Council Community Stakeholders on a regular basis in a manner ensuring that information is disseminated evenly and in a timely manner.

BYLAWS FOR THE

Porter Ranch Neighborhood Council

g. To facilitate communication between the City of Los Angeles and Community Stakeholders on issues of concern to the community and/or Stakeholders.

ARTICLE III
BOUNDARIES

The Porter Ranch Neighborhood Council includes a geographic area with boundaries as follows:

The 118 Freeway to the south, the east side of Browns Canyon Road from the City Line to the gate at the south of Brown's Canyon, then in a straight line to the 118 Freeway on the west, the city line to the north and Aliso Canyon to the east.

ARTICLE IV
STAKEHOLDERS

Stakeholder shall mean any individual who lives, owns or rents property, or works within the geographic area of this Neighborhood Council (Los Angeles City Charter, Sec 906(3)). Membership in this Neighborhood Council shall be open to any and all stakeholders who are at least 16 years of age. All Stakeholders who are at least 16 years of age prior to opening of elections shall be eligible to vote in the PRNC elections

ARTICLE V
GOVERNING BOARD

Section 1: Composition: There shall be eleven (11) PRNC members of the Board of Directors. Nine Board of Director seats shall be "At-Large" one seat shall be "Open At Large" and one seat shall be reserved for a representative of youth. All stakeholders are eligible for candidacy to the Board, but no single stakeholder group shall comprise a majority on the Board, unless extenuating circumstances exist, and are approved by DONE (the Los Angeles Department of Neighborhood Empowerment). Executive Officers of the Board shall include positions entitled President, Vice-President, Secretary, and Treasurer.

BYLAWS FOR THE

Porter Ranch Neighborhood Council

Section 2: Quorum: Presence of seven (7) Board members shall constitute a quorum. For meetings where only seven (7) Board members are present, official action may be taken if four (4) of the seven (7) Board members pass a motion.

Section 3: Official Actions: Shall be any action which results in Board approval or disapproval of any resolution, positions, or decisions with respect to items of interest, which will then become the official or representative voice on said item for the PRNC.

Section 4: Terms and Term Limits: Board of Directors shall serve a four (4)-year term commencing on the first day of the month following the election. Members shall be elected during alternate even number years. Board members shall serve no more than eight (8) consecutive years.

Section 5: Duties and Powers: The primary duties of the Board of Directors will be to govern the PRNC and carry out its objectives.

- a. The President shall preside at all meetings and direct all activities of the Board
- b. The Vice President shall be in charge in place of the President if the President is unable to serve.
- c. The Treasurer shall maintain the records of the Council's finances and book of accounts.
- d. The Secretary shall keep minutes of all Council meetings. An Alternate Secretary to the Council may also be selected or appointed by the Board to serve in the absence of the primary Secretary of the Board or to take minutes at committee meetings, as needed. If the Alternate Secretary is not a member of the Board, he/she shall not have any rights as a Board member, including the right to vote.
- e. The Executive Board positions shall be filled by majority vote of the Board present at the first meeting following the election and every two (2) years thereafter.

Section 6: Vacancies: Any vacancy on the Board prior to the every two year election shall be filled by the following procedure:

- a. Any Stakeholder interested in filling a vacant seat on the Board shall submit a written application to the Secretary.
- b. The Secretary shall then ensure that the matter is placed on the agenda for the next meeting of the Board.
- c. If only one Stakeholder has made an application for a vacant seat, then a vote of the Board shall be taken and the applicant installed by a majority vote of the Board present. If

BYLAWS FOR THE

Porter Ranch Neighborhood Council

more than one Stakeholder has made an application for an empty seat, then a vote shall be taken by the Board. A majority vote of the Board members present shall fill the vacancy.

Section 7: Absences: A Board Member shall be allowed no more than three (3) consecutive or a total of four (4) absences from Board Meetings per calendar year. Upon the fourth (4th) absence the seat shall be declared vacated by the Board President. The seat shall then be filled by the procedure noted in Article V section 6.

Section 8: Censure: Censure of any Board Member shall be at the discretion of the Board President and shall be restricted to notifying the recipient verbally of any misconduct and appropriate explanation of proper conduct expected. If of a serious nature, as defined by the Board President, the President may consult the whole Board for more serious solutions such as vacating the seat.

Section 9: Removal: A Board member may be removed from office by submission of a written petition from any Board member or Stakeholder to the Board Secretary which includes: (1) identity of the Board member to be removed; (2) description, in detail, of the reason for removal, (the reason for removal must be a substantive issue).

a. The Secretary shall then have the matter placed on the agenda for a vote of the Board at the next Board meeting.

b. The vote will require two-thirds of the Board members present for removal of the identified Board member.

c. The Board member who is the subject of the removal action will be allowed to speak to the Board, at the meeting, prior to the vote, but shall not take part in the vote on this matter.

d. If the vote for removal is affirmative then the position shall be determined vacant and Article V Section 6 shall be invoked.

Section 10: Resignation: If a Board Member resigns or is no longer a Stakeholder, the position shall be determined vacant. That position shall be filled per ARTICLE V Section 6.

Section 11: Community Outreach: The Board shall direct that a system of outreach be instituted to find and obtain nominees for subsequent election to the Board. The Board may choose to design such a system through the committee process. The purpose of this outreach is to put forth a reasonable effort to inform and give every Stakeholder desiring to participate on the Board an opportunity to become a Board member. To that end, prospective Board members shall be given notice at least 60 days prior to any election, for purposes of soliciting Stakeholder support.

BYLAWS FOR THE

Porter Ranch Neighborhood Council

ARTICLE VI
OFFICERS

Section 1: Officers of the Board:

- a. President shall mean the presiding officer of the Board.
- b. Vice President shall be in charge in place of the President
- c. Secretary shall keep the official record of the Board and all official committee records.
- d. Treasurer shall keep the financial record of the Board.
- e. Executive Board shall include Board positions entitled President, Vice President, Secretary, and Treasurer.

Section 2: Duties and Powers:

- a. The President shall preside at all meetings and direct all activities of the Board.
- b. The Vice President shall be in charge in place of the President if the President is unable to serve.
- c. The treasurer shall maintain the records of the Council's finances and book of accounts.
- d. The Secretary shall keep minutes of all Board and Council meetings.

Section 3: Selection of Officers: The Executive Board positions shall be filled by majority vote of the Board present at the first meeting following the election and every two (2) years thereafter.

Section 4: Officer Terms: Each officer will serve a two (2)-year term.

BYLAWS FOR THE
Porter Ranch Neighborhood Council

ARTICLE VII
COMMITTEES AND THEIR DUTIES

Section 1: Standing: The Board shall establish standing Committees. All standing committees shall be chaired by a member of the Board selected by the President of the Board. The committees shall meet at least two (2) times per year at dates, times and places selected by the committee chair. Interested stakeholders shall be invited to participate in committees of their choice. Each committee's agenda and purpose shall be defined by the committee members in writing.

Section 2: Ad Hoc: Ad Hoc committees shall be established at the discretion of the Board President to address specific issues as needed. The chair and definition of each Ad Hoc committee shall be designated by the Board President as needed.

Section 3: Committee Creation and Authorization: The Board shall create a system for the election, selection, or appointment of Stakeholders to committees, sub-committees, and/or ad hoc committees, as the need arises.

ARTICLE VIII
MEETINGS

Section 1: Meeting Time and Place: All meetings, as defined by the Ralph M Brown Act, shall be noticed and conducted in accordance with the Act. Meetings of the Board shall be held at least once per month. Meetings of the Board will initially be at a pre-designated location in Porter Ranch. However, the date and location for meetings thereafter may change from time to time but will be noticed on agendas pursuant to the Brown Act.

Section 2: Agenda Setting: Officers of the Board will plan the agenda by majority vote, in full compliance with the Brown Act.

Section 3: Notifications/Postings: Notification of all meetings shall include, at a minimum posting at each location submitted in the PRNC Application for Certification and other commonly frequented locations throughout the Porter Ranch Neighborhood Council Area, and in one local publication tailored to reach the largest number of identifiable stakeholders in the PRNC Area.

BYLAWS FOR THE

Porter Ranch Neighborhood Council

Section 4: Reconsideration: The Board may reconsider and amend its action on items listed on the agenda if that reconsideration takes place immediately following the original action or at the next regular meeting. The Board, on either of these two days, shall: (1) Make a Motion for Reconsideration and, if approved, (2) hear the matter and Take an Action. If the motion to reconsider an action is to be scheduled at the next meeting following the original action, then two items shall be placed on the agenda for that meeting: (1) A Motion for Reconsideration on the described matter and (2) a (Proposed) Action should the motion to reconsider be approved. A motion for reconsideration can only be made by a Board member on the prevailing side of the action, must submit a memorandum to the Secretary identifying the matter to be reconsidered and a brief description of the reason(s) for requesting reconsideration at the next regular meeting. The aforesaid shall all be in compliance with the Brown Act.

ARTICLE IX
FINANCES

Section 1: Council Funds: The Treasurer of the PRNC shall oversee and be charged with the full custody and control of all Council funds and assets. The Treasurer will establish an account or accounts for the deposit of Council funds in a federally insured (FDIC) bank or financial institution in the precise name of this Council, as certified by the City of Los Angeles. These funds shall remain liquid and readily available for use by the Council and shall conform to prudent standards of investment of public funds. Signatories to checks shall be the Treasurer and the President, Vice-President, or Secretary. The Treasurer must be one of the signatories in all cases. Checks up to and including \$200 shall be signed by the Treasurer.

Section 2: Oversight: The Treasurer shall establish and oversee a system of bookkeeping and accounting for the Council that complies with Generally Accepted Accounting Principles and conforms to all applicable local, state, or federal laws. The Treasurer may request authorization from the Board to retain a financial professional to assist in creating a bookkeeping and annual accounting system. The Treasurer may also request the assistance of DONE when implementing it. The Treasurer, however, shall be ultimately responsible for the maintenance of the system of bookkeeping and accounting and for the protection of all Council assets.

Section 3: Inspection: The Council's financial statements, books and accounts shall be open for inspection and copying by any member of the public upon a written request to the Board.

BYLAWS FOR THE

Porter Ranch Neighborhood Council

The Board shall establish fair and open procedures to permit inspection within a reasonable time. Any copying of financial records will be performed by an established copy service and the charge for such a service will be billed to the person or entity requesting the copies.

Section 4: Treasurer's Report: The Treasurer shall make a report to the Board on the Council's finances at every regular meeting of the Board.

Section 5: Financial Statement: The Treasurer shall be responsible for preparing or coordinating the preparation of a financial statement for DONE. The Treasurer will submit to Done account statements no less than once and no more than twice per year, the date(s) of which shall be prescribed by DONE. The Treasurer shall also coordinate and cooperate with DONE on establishing a process and/or a system by which the Council's finances and book of accounts can be reviewed by DONE pursuant to the Plan for the Citywide System of Neighborhood Councils.

ARTICLE X ELECTIONS

Section 1: Administration of Election: Elections shall be conducted every two years in even numbered years and shall be administered by the City Clerk. The rules and regulations promulgated by the City Clerk in conjunction with an election administered by the City Clerk shall take precedence over any inconsistent language in these bylaws.

Section 2: Governing Board Structure and Voting: The intent of the board is to establish a staggered election system where approximately half of the board is elected at each City Clerk conducted election. Beginning with the City Clerk conducted election conducted on April – June 2008, the following six (6) board seats shall be elected for duration of four years or until a successor is elected or appointed: Four (4) At-Large seats, one (1) Youth seat, and one (1) Open At-Large seat. The remaining Board seats, including five (5) At-Large seats elected at the 2006 Board election, their terms shall expire until 2010. beginning with the City Clerk conducted election held on April – June 2010, and each election thereafter, each and every board seat shall be elected for the duration of four years or until a successor is elected or appointed.

Section 3: Minimum Voting Age: All stakeholders aged 16 and above shall be entitled to vote in the City Clerk-conducted election.

BYLAWS FOR THE

Porter Ranch Neighborhood Council

Section 4: Method of Verifying Stakeholder Status: Neighborhood Council membership is open to all stakeholders. A stakeholder shall be defined as any individual who lives, owns or rents property, or works within the geographic area of this Neighborhood Council and also those who declare a stake in the area and affirm the factual basis for it, in writing to the Board.

Section 5: Other Election Related Language: Each Stakeholder, who is at least 16 years of age prior to the opening of the election and can prove Stakeholder status, shall be entitled to one (1) vote for each open position on the Board. The illustration titled Attachment B is a diagram explaining the number of board seats, the eligibility requirements for holding any specific board seats, and indicates which stakeholders may vote for the board seats.

ARTICLE XI GRIEVANCE PROCEESS

Section 1: Overview: Any grievance by a stakeholder must be submitted in writing to the Secretary. The Secretary shall then refer the matter to an ad hoc grievance panel comprising three (3) Stakeholders who are randomly selected by the Secretary from a list of Stakeholders who have previously expressed an interest in serving from time-to-time on such grievance panel. The Secretary will coordinate a time and place for the panel to meet with the person(s) submitting a grievance and to discuss ways in which the dispute may be resolved.

Section 2: The Panel's Report: Thereafter, a panel member shall promptly 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 any meeting by the Board, but the matter shall not be discussed among the Board members until the matter is heard at the next regular meeting of the Board pursuant to the 'Brown Act'. At that meeting the Board by a majority vote of the members present shall decide to accept or reject the panel's recommendations.

Section 3: Purpose: This formal grievance process is not intended to apply to Stakeholders who simply disagree with a position or action taken by the Board at one of its meetings. Those grievances can be aired at Board meetings. This grievance process is intended to address matters involving procedural disputes, e.g., the Board's failure to comply with Board Rules or these Bylaws, or its failure to comply with the City's Charter, the Plan, local ordinances and/or State and federal law.

BYLAWS FOR THE

Porter Ranch Neighborhood Council

Section 4: Dispute Resolution: In the event that a grievance cannot be resolved through this grievance process, then the matter may be referred to DONE for consideration or dispute resolution in accordance with the Plan.

ARTICLE XII
PARLIAMENTARY AUTHORITY

The neighborhood council shall follow federal, state and city laws, and, if not inconsistent, the bylaws, then if not inconsistent, any standing rules adopted by the Board, and then the parliamentary authority provided by Robert's Rules of Order.

ARTICLE XIII
AMENDMENTS

The Board of Directors or a Stakeholder may propose amendments to these Bylaws during the public comment period of a Council meeting.

Section 1: The Process: A proposal to amend these bylaws must then be formalized in writing and submitted by the Board member or Stakeholder making the request to the Secretary or person responsible for preparing the agenda for the next regular meeting. The proposed amendment will be noticed on the agenda for public discussion and a vote at the next Board of Directors meeting. An amendment or adjustment to these Bylaws requires a two thirds (2/3rd) vote of the Board present.

Section 2: Verification: Thereafter, and within 14 days after a vote recommending amendments or adjustment to the Bylaws, a Notice of Proposed Amendment of the Bylaws shall be submitted to DONE along with a copy of the existing Bylaws for review and approval by DONE all in accordance with Article V (3) of the Plan. No amendment shall be valid, final, or effective until approved by DONE.

BYLAWS FOR THE

Porter Ranch Neighborhood Council

ARTICLE XIV
COMPLIANCE

Section 1: Code of Civility: The Council, its representatives, and all Stakeholders will refrain from violating Board Rules and shall be subject to any or all applicable sections of the City of Los Angeles Governmental Ethics Ordinance (L.A.M.C. Section 49.5.1), and will abide by all applicable federal, state, and local laws.

Section 2: Training: Attendance of a DONE or City Ethics Commission financial disclosure/ethics training will be required of all Board Members within 90 days of assuming office.

Section 3: Self-Assessment: There shall be an annual meeting of the Board to assess the accomplishments of the previous year and to plan for and set goals of accomplishments for the forth coming year. This meeting will take place in the first quarter of the fiscal year (July, August, or September) date, time and place will be planned by the President of the Board.

ATTACHMENT B

BOARD POSITION	ELECTED OR APPOINTED	STAKEHOLDER ELIGIBILITY FOR THE SEAT	QUALIFICATIONS TO VOTE FOR THE SEAT
A. At-Large (9 Seats)	Elected	Those who live, own or rent property, or work within the geographic area of this Neighborhood Council.	Those who live, own or rent property, or work within the geographic area of this Neighborhood Council, 16 years of age and above.
B. Youth (1 Seat)	Elected	Those between 16 and under 18 years of age at the time of the election.	Those who live, own or rent property, or work within the geographic area of this Neighborhood Council, 16 years of age and above.
C. Open At-Large (1 Seat)	Elected	Those who declare a stake in the area and affirm the factual basis for it.	Stakeholders 16 years of age and above.

All stakeholders aged 16 and above shall be entitled to vote in the Neighborhood Council elections.