

BYLAWS FOR THE  
**Porter Ranch Neighborhood Council**

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**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: To respect the dignity and expression of views of all individuals, groups and organizations involved in this neighborhood council.

- a. 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.
- b. To encourage all Community Stakeholders to participate in activities of our Neighborhood Council.
- c. 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, homeowner/renter status, income or political affiliation.
- d. To have fair, open and transparent procedures for the conduct of our Neighborhood Council business.
- e. 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.
- f. To facilitate communication between the City of Los Angeles and Community Stakeholders on issues of concern to the community and/or Stakeholders.

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**ARTICLE III  
BOUNDARIES**

Section 1: Boundary Description: The PRNC includes a geographic area with boundaries as follows:  
The boundaries of the PRNC are set forth in Attachment A – Map of the Porter Ranch Neighborhood Council.

Section 2: Internal Boundaries: Not applicable.

**ARTICLE IV  
STAKEHOLDERS**

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. Members of the PRNC shall be referred to as “Community Stakeholders.”

**ARTICLE V  
GOVERNING BOARD**

Section 1: Composition: There shall be eleven (11) PRNC members of the Board of Directors (Board). Ten (10) Board seats shall be “At-Large,” one (1) seat shall be “Open At Large”. Board seats shall be open to any and all stakeholders who are at least eighteen (18) years of age. All stakeholders are eligible for candidacy to the Board. No single stakeholder group shall comprise a majority on the Board, unless extenuating circumstances exist, and are approved by the Department.

Section 2: Quorum: Presence of six (6) Board members shall constitute a quorum.

Section 3: Official Actions: Official action is 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. For meetings where only six (6) Board members are present, official action may be taken if four (4) of the six (6) Board members pass a motion. Simple majority vote by the Board Members present and voting, not including abstentions.

Section 4: Terms: Board members shall serve a four (4)-year term. Members shall be elected during alternate even number years. The intent of the Board is to establish a staggered election system where approximately half of the Board is elected at each City conducted election.

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

Section 6: Vacancies: Any vacancy on the Board prior to the every two (2) year election shall be filled by the following procedure:

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- 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 (1) 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 more than one (1) 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 General Board meetings for the previous twelve (12) month period. Absences from Emergency, Special, ad hoc and committee meetings are not included. Upon the fourth (4<sup>th</sup>) absence from a General Meeting 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. Notification of a Board member absence should be reported to the secretary prior to the general meeting so a quorum can be established.

Section 8: Censure: Censure of any Board member shall be at the discretion of the Board 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, the Board shall consult with the Office of the City Attorney.

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 and (2) description, in detail, of the reason for removal (the reason for removal must be a substantive issue). If the President is being removed, the Vice-President will assume all duties and responsibilities of the President for the removal process.

The Board President 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 and (2) description, in detail, of the reason for removal (the reason for removal must be a substantive issue).

- A. The President 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 (2/3) 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

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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 sixty (60) days prior to any election, for purposes of soliciting Stakeholder support.

**ARTICLE VI  
OFFICERS**

Section 1: Officers of the Board: The Executive Officers of the Board shall include positions entitled President, Vice-President, Secretary, Treasurer I and Treasurer II.

Section 2: Duties and Powers:

- A. The President shall preside at all board 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 I shall maintain the records of the PRNC's finances and book of accounts.
- D. The Treasurer II serves as the second signatory for all financial records and documents. The Treasurer II shall be in charge in place of Treasurer I if Treasurer I is unable to serve.
- E. The Secretary shall keep minutes of all Board and PRNC meetings. An Alternate Secretary to the PRNC 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.

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 every two (2) years thereafter.

Section 4: Officer Terms: Officers shall serve two (2) year terms

**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

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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 and the Neighborhood Council Agenda Posting Policy. Meetings of the Board shall be held at least once per month. The date and location for meetings may change from time to time but will be noticed on agendas pursuant to the Brown Act and the Neighborhood Council Agenda Posting Policy.

Section 2: Agenda Setting: The President of the Board will plan the agenda in full compliance with the Brown Act.

Section 3: Notifications/Postings: Notification/Postings of all meetings shall be posted on the a) Porter Ranch Neighborhood Council website (www.prtc.org) b) 1 community location voted on by the Board and c) Department website.

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 (2) 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: PRNC Funds: The Treasurer of the PRNC shall oversee and be charged with the full custody and control of all PRNC funds and assets. All Signatories must be certified by the Department.

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Section 2: Oversight: The Treasurer shall establish and oversee a system of bookkeeping and accounting for the PRNC 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 the Department 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 PRNC 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. 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(s) shall make a report to the Board on the PRNC's finances at every regular meeting of the Board.

Section 5: Financial Statement: The Treasurer(s) shall be responsible for preparing or coordinating the preparation of a financial statement for the Department pursuant to City rules.

**ARTICLE X  
ELECTIONS**

Section 1: Administration of Election: The PRNC's election will be conducted pursuant to any and all City ordinances, policies and procedures set forth by The Department 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. Each Stakeholder shall be entitled to one (1) vote for each open position on the Board.

Section 3: Minimum Voting Age: All stakeholders aged eighteen (18) and above shall be entitled to vote in the City conducted election.

Section 4: Method of Verifying Stakeholder Status: Voters will prove/verify stakeholder status for the PRNC elections. Voters must submit required documentation in accordance with the Departments Neighborhood Council Election Procedures. An acceptable document(s) must be presented at the time of the election proving stakeholder status prior to receiving a ballot.

Section 5: 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. Members of the PRNC shall

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be referred to as “Community Stakeholders.”

**ARTICLE XI  
GRIEVANCE PROCESS**

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. The Board's failure to comply with Board Rules or PRNC Bylaws, or its failure to comply with the City's Charter, local ordinances and/or State and Federal Law. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.

Section 4: Dispute Resolution: In the event that a grievance cannot be resolved through this grievance process, then the matter may be referred to the Department for consideration or dispute resolution in accordance with the Plan for a Citywide System of Neighborhood Councils (Plan).

**ARTICLE XII  
PARLIAMENTARY AUTHORITY**

PRNC business shall be conducted in accordance with the Brown Act, any applicable local, state and federal law, neighborhood council Bylaws (if not in conflict with the above mentioned laws), then Robert's rules of Order (if not in conflict with the above mentioned laws and Bylaws).

**ARTICLE XIII  
AMENDMENTS**

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

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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 meeting. An amendment or adjustment to these Bylaws requires a two-thirds (2/3) vote of the Board present.

Section 2: Verification: Thereafter, and within fourteen (14) days after a vote recommending amendments or adjustment to the Bylaws, a Bylaw Amendment Application shall be submitted to the Department for review and approval. No amendment shall be valid, final, or effective until approved by the Department.

**ARTICLE XIV  
COMPLIANCE**

Section 1: Code of Civility: The PRNC, 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. Board members will abide by the Commission's Neighborhood Council Board Member Code of Conduct Policy.

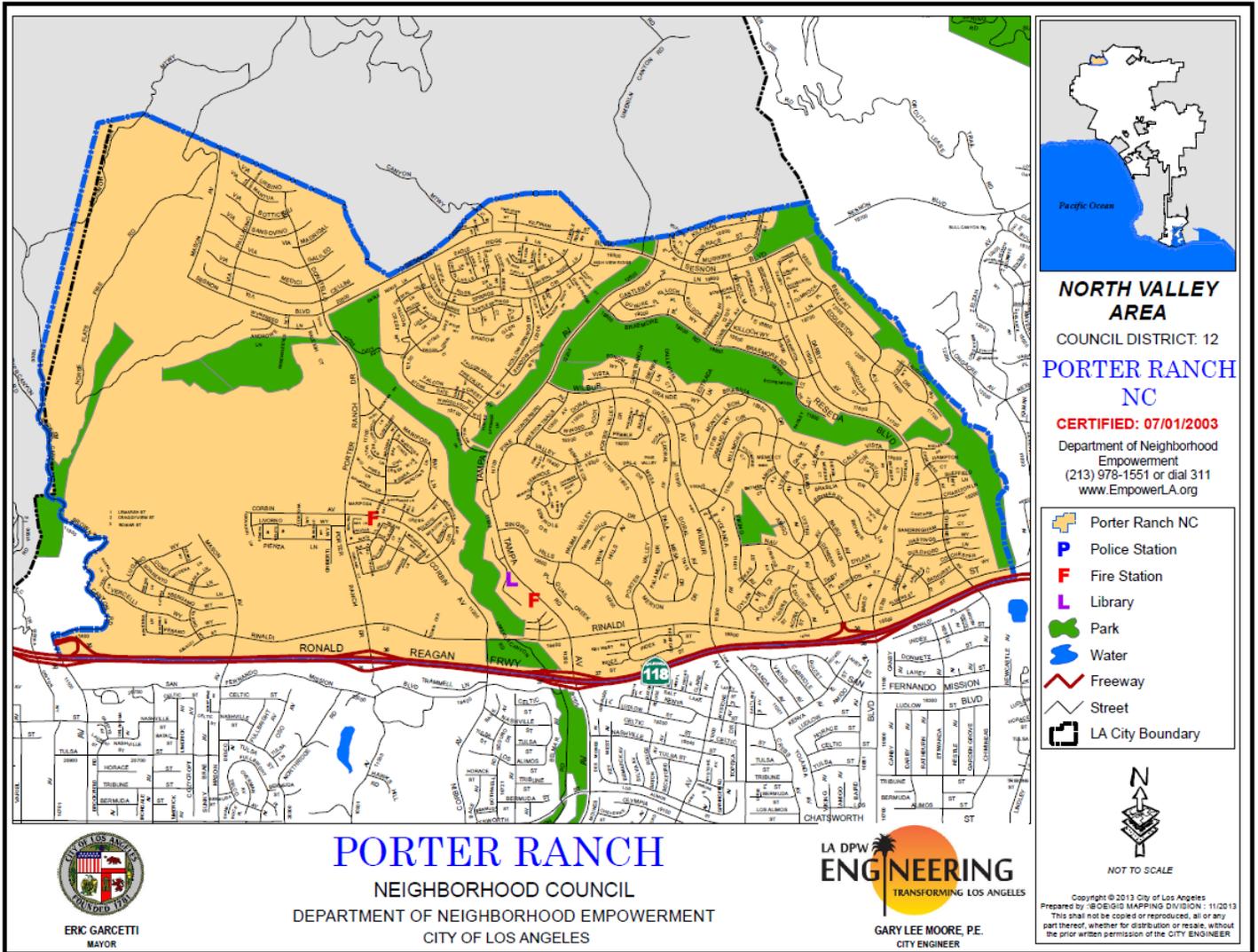
Section 2: Training: Attendance of a Department or City Ethics Commission financial disclosure/ethics training and treasurer training will be required of all Board members within ninety (90) days of assuming office. A board member cannot vote until they have been certified by the Department. All board members must take ethics and funding training prior to making motions and voting on funding related matters.

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. Time and place will be planned by the President of the Board.

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## ATTACHMENT A – Map of Porter Ranch Neighborhood Council



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ATTACHMENT B – Governing Board Structure and Voting  
Porter Ranch Neighborhood Council – 11 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR	ELIGIBILITY TO VOTE FOR THE SEAT
At-Large Representatives Term: 4 Years	10	Elected	Stakeholders who live, work, or own property in the neighborhood who are 18 years or older.	Stakeholders who are 18 years or older.
Open At-Large Representatives Term: 4 Years	1	Elected	Stakeholders who are 18 years or older 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.	Stakeholders who are 18 years or older.