

Historic Highland Park Neighborhood Council Bylaws

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Article I NAME

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

Article II PURPOSE

The HHPNC is the official elected representative of Highland Park to the City of Los Angeles (City) and the Los Angeles City Council.

The purpose of the HHPNC, its job, is to operate as a body on issues concerning the community of Highland Park. In addition, these issues include the governance and services Highland Park expects from the City.

The policy of the HHPNC, the manner in which it does that job, will be transparent, inclusive, collaborative, accountable, and viable.

A. Purpose of the Council

1. To provide Highland Park Stakeholders with an inclusive and open forum for public discussion of issues of interest, including City governance, the needs of the Council, the delivery of City services to Highland Park, and other Citywide matters.
2. To advocate, on behalf of the Stakeholders to the City, elected officials, and City departments on issues of interest, including City governance, the needs of the Council, the delivery of City services to Highland Park and other City-wide matters.
3. To initiate, execute, and support projects for the physical, social, and cultural improvement of Highland Park.
4. To facilitate communication between the City, and Stakeholders on issues of concern to the community using official City notices, meetings with officials of the City, and the Early Notification System.

B. Policy of the Council

1. To have fair, open, public, and transparent procedures for the conduct of all HHPNC business. Meetings shall be properly noticed, and reports issued promptly when decisions are made. Records and reports of Council activities and decisions shall be available to Stakeholders and the public in a timely manner, and shall be well maintained.
2. To respect the diversity, dignity, and expression of the views of all individuals, groups, and organizations within Highland Park or involved in the HHPNC.
3. To choose Board and committee members considering the encouragement of diversity and to prohibit discrimination against any individual, or group on the basis of race, religion, color, creed, national origin, ancestry, sex,

sexual orientation, age, disability, marital status, income, homeowner/renter status, or political affiliation.

4. To encourage all Stakeholders to participate in decision-making and activities of the HHPNC, working collaboratively with other individuals and organizations to maximize effectiveness for the common good.
5. To be accountable to each other with the Board and committee members mutually bound to report to each other and to Stakeholders about decisions which shall be based on adequate input and without regard to personal agendas.
6. To provide simple, specific, and direct structures and processes for decision-making without hampering the common sense flexibility needed to operate.

Article III BOUNDARIES

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

A. NORTH:

From York Blvd at North Avenue 46, east to North Avenue 49, north to Stratford Road, west encircling the entirety of the Occidental College campus (a shared resource with the Eagle Rock Neighborhood Council) to below Eaton Street. Continue east across North Avenue 51 to the backside of the properties facing west. North along the backside of those properties, continue below the northern segment of North Avenue 52, east around the ends of Philips Way and North Avenue 52 to above Barker and Raber Streets. North and east around the ends of North Avenue 55, Nordyke Street and North Avenue 56, continue above Raber Street. East above Raber Street to the end of Raber Street, (excluding all of Nolden Street north of Raber Street, and all of Upperton Avenue plus both the sides of one block of Raber Street east of Upperton Avenue and both sides of one block of Raber Street west of Upperton Avenue which are included in the Eagle Rock Neighborhood Council.) From the end of Raber Street continue in an imaginary line northeast to just below Tipton Way, excluding Tipton Way and Tipton Terrace, east across Figueroa to the Pasadena City Border, (the Eagle Rock Neighborhood Council boundary.)

B. EAST:

Los Angeles City border with Pasadena, south along the Pasadena and South Pasadena City borders, through San Pasqual Park including a small portion of Los Angeles City east of the Arroyo Seco River Channel, and two smaller parcels at the intersection of Pasadena Avenue adjacent to the Arroyo Seco River Channel. Moving south along the Los Angeles City border to the Metro Gold Line, west to the middle of the Arroyo Seco River Channel, south along the middle of the Arroyo Seco River Channel to the entirety of Debs Park, (a

shared resource with the Arroyo Seco Neighborhood Council,) excluding the residential area of North Avenue 52 east of the 110 Freeway. From the western side of Debs Park, return to the middle of the Arroyo Seco River Channel to East Avenue 43.

C. SOUTH:

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

D. WEST:

From the intersection of North Figueroa Street and East Avenue 43, moving northeasterly up the middle of Figueroa to Avenue 50. (On the western side of Figueroa are two Arroyo Seco Neighborhood Council resources shared with the Historic Highland Park Neighborhood Council. They are the Zeigler Estate, known as La Casita Verde Childcare Center, and the Casa de Adobe.) (On the eastern side of Figueroa are two Historic Highland Park Neighborhood Council resources shared with the Arroyo Seco Neighborhood Council. They are the Sycamore Grove Park in its entirety, and the Ramona Hall Community Center.) Moving on from Figueroa and North Avenue 50 northwesterly to the Metro Gold Line, south along the Metro Gold Line to North Avenue 49, west on Monte Vista, then continuing south along Monte Vista to an imaginary line on partially paved Furness Avenue. Continuing north along the ends Lynn Street, Granada Street, Eldred Street (excluding Cross Avenue,) San Marcos Place, and Aldama Street, north along Terrace 49 to San Rafael Avenue, north and east to North Avenue 50. Continue northwest on El Paso Drive, to both sides of the eastern segment of Toland Way including both sides, to the northern segment of North Avenue 46 including the Toland Way Elementary School and its entire campus, (a shared resource with Eagle Rock Neighborhood Council,) ending at the intersection of North Avenue 46 and York Boulevard, the point of origin.

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

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

Section 2: Internal Boundaries - Not applicable.

ARTICLE IV STAKEHOLDER

Neighborhood Council Board 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

The Board of Directors (Board) shall be the Governing Body of the HHPNC within the meaning of that term in the Plan for Citywide System of Neighborhood Councils (Plan).

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

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

Section 3: Official Actions - A simple majority vote of Board members present at a meeting at which there is a quorum, not including abstentions, shall be required to take official action, unless specified otherwise in these Bylaws.

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

Section 5: Duties and Powers - The primary duties of the Board shall be to govern the Neighborhood Council and to carry out its objectives. With the exception of the President, no individual member of the Board, or any other individual may speak for the Board, or otherwise publicly represent a Board position, statement, or recommendation unless authorized to do so by official action of the Board.

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

- A. Any Stakeholder interested in filling a vacancy on the Board shall submit a written application to the Board.

- B. Every effort shall be made to select new Board members to reflect the demographics of the Stakeholders of Highland Park.
- C. The Board shall place the matter on the agenda for the next regular meeting of the Board.
- D. The Board shall vote on the application at the meeting. If multiple applications for one (1) seat are submitted, the candidate with the most Board votes is seated.
- E. The newly seated Board member shall be limited to the remaining term of the Board seat filled until the next election. This will count as one (1) term.
- F. In no event shall a vacant seat be filled sixty (60) days or less before a general election.

Section 7: Absences

- A. Each Board member absence shall be recorded in the Board’s meeting minutes.
- B. Any Board member who misses three (3) consecutive regularly scheduled Board meetings or six (6) total Board meetings during any twelve (12) month period shall be automatically removed from the Board.
- C. At the next regular Board meeting, any Board member may make a motion to determine the validity of the absences, consider an explanation by the removed Board member, and vote, by a majority of Board members present, to reinstate the Board member.

Section 8: Censure - The Board may take action to reprimand a Board member publically for actions conducted in the course of Board business by censuring the Board member at a Board meeting. Censures shall be placed on the agenda for discussion, action, and penalties, and require a majority vote of Board members present.

Section 9: Removal - The Board shall consult with the Office of the City Attorney throughout any Board removal process. Grounds for immediate permanent removal from the Board shall be:

- Proven misappropriation of Neighborhood Council funds
- Violence or the threat of violence
- Egregious conflict of interest

Board members may be removed in the following ways:

A. Petition by Stakeholders

1. Stakeholders may ask for a Board member to be removed from office by submitting a written petition to a Vice President, which includes:
 - a. The identity of the Board member to be removed
 - b. A detailed description of disruptive conduct, and/or interference with Board business, a violation of the Bylaws, Operating Procedures, or Code of Conduct
 - c. Valid signatures of at least one hundred (100) Stakeholders

2. Upon receipt of a written petition for removal, a Vice President shall place the matter on the agenda of the next regular Board meeting for a discussion and vote of the Board.
3. Removal of the identified Board member requires a two-thirds (2/3) majority of the standing Board members.
4. The Board member who is the subject of the removal action shall have the right to deliver to Board members a written statement about the matter and/or to speak at the Board meeting prior to the vote.
5. If the vote for removal is affirmative, the position shall be considered immediately vacant, and filled by the Board's vacancy procedure.

B. Petition by Board

1. The Board member subject to removal by the Board first must have been censured by the Board for the same action before a petition by the Board for removal shall be considered by the Board.
2. A Board member may be considered for removal from the Board by the submission of a written petition which includes:
 - a. The identity of the Board member to be removed
 - b. A detailed description of disruptive conduct, and/or interference with Board business, a violation of the Bylaws, Operating Procedures, or Code of Conduct
 - c. Valid signatures of at least six (6) Board members
3. The petition shall be delivered simultaneously to all Board members and the matter shall be placed on the agenda and scheduled for a vote at the next regular Board meeting.
4. Removal of the identified Board member requires a two-thirds (2/3) majority of the standing Board members.
5. The Board member who is the subject of the removal action shall have the right to deliver to Board members a written statement about the matter and/or to speak at the Board meeting prior to the vote.
6. If the vote for removal is affirmative, the position shall be considered immediately vacant, and filled by the Board's vacancy procedure.

Section 10: Resignation - A Board member may resign from the Board at any time, either verbally at a Board meeting, or in writing. The position shall then be considered immediately vacant. Any member of the Board who ceases to be a Stakeholder shall be automatically removed from the Board.

Section 11: Community Outreach - The Board shall direct that a system of outreach be developed to inform Stakeholders of the existence and activities of the Board, including its Board elections, to find future leaders of the Board, and to encourage all Stakeholders to seek leadership positions within the Board. This may be undertaken by the Outreach Committee.

ARTICLE VI OFFICERS

Section 1: Officers of the Board - The Officers of the Board shall include the following positions which together comprise the Executive Committee: President, two (2) Vice Presidents, Secretary, and Treasurer.

Section 2: Duties and Powers - The duties of the Officers are as follows, and may include additional duties adopted by official action of the Board:

- A. The President shall act as the chief executive of the Board and shall preside at all Board meetings. The President may speak as representative of the Board without further authorization. The President shall remain a neutral moderator during Board discussions. If the President wishes to participate in a discussion, a Vice-President, or if unavailable, the Treasurer, or if unavailable the Secretary shall preside during the discussion.
- B. The First or Second Vice President shall serve in place of the President if the President is unable to serve, or if unavailable, the Treasurer, or if unavailable the Secretary. The First or Second Vice President shall Chair the Agenda Committee.
- C. The Secretary shall keep minutes of all Board meetings. An Alternate Secretary may be appointed by the Board to serve in the absence of the Secretary, as needed. Unless the person serving as Alternate Secretary is already a Board member, he or she may not have any of the rights of a Board member, including the right to vote on matters before the Board.
- D. The Treasurer shall maintain the records of the Board's finances and books of accounts and perform other duties in accordance with the Board's Financial Management Plan and the Department of Neighborhood Empowerment's (Department) policies and procedures.

Section 3: Selection of Officers – Officer positions are elected during the election of the entire Board.

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

Article VII COMMITTEES AND THEIR DUTIES

The Board may establish, disband, or make changes as needed to any Standing or Ad-hoc committee. Any such action by the Board shall be noted in the Board meeting minutes.

Section 1: Standing Committees - These committees shall act only at the direction of the Board and shall obey all directives from the Board.

- A. Executive Committee shall consist of the President, who will serve as Chair, the two (2) Vice Presidents, the Treasurer, and the Secretary. The Executive Committee shall meet at the beginning of the term of a new Board to establish

the first agenda. At the first meeting of a new Board term, the Executive Committee shall offer a Policies and Procedures document for Board approval. The Executive Committee may meet at other times at the direction of the Board.

- B. The process used for establishing the Board's agenda will be set forth in the Agenda Policies and Procedures document, which may be modified from time to time. It shall include the three (3) allowable procedures to create an agenda.
- C. Budget and Finance Committee shall consist of Board members and Stakeholders, shall be chaired by the Treasurer, and shall review and make recommendations to the Board on all financial proposals coming before the Board.
- D. Rules Committee shall consist of Board members and Stakeholders. The committee shall choose a Board member to Chair the committee. The Rules Committee shall write any changes to the Bylaws, or Policies and Procedures requested by the Board, and offer them to the Board for approval with the exception of the initial Agenda Committee Policies and Procedures. The Rules Committee shall arbitrate discussion and interpretation of the Bylaws, including proposed amendments, and Policies and Procedures, and shall serve as liaison with the Department in any conflicts or questions connected with the Bylaws, and Policies and Procedures.
- E. Outreach Committee shall consist of Board members and Stakeholders. The committee shall choose a Board member to Chair the committee. The Outreach Committee is the public face of the HHPNC. The Outreach Committee is responsible for developing and maintaining communication between the Board and the Stakeholders of Highland Park. The Committee may create flyers, postcards, pamphlets, and other related materials. It may also create regularly scheduled e-mails to local government officials, the Chamber of Commerce, Neighborhood Watches, Homeowners' Associations, and other local organizations as determined by the Board. The committee shall maintain a website to offer information to Stakeholders and others interested in the Board. Outreach also should be undertaken at public events with Board participation strongly encouraged, and shall be coordinated with other Neighborhood Councils when appropriate.
- F. Public Safety shall consist of Board members and Stakeholders. The committee shall choose a Board Member to Chair the committee. The committee is responsible for being a liaison between the LAPD, neighborhood watch groups, and the Board.

Section 2: Ad-hoc Committees - The Board may create Ad-hoc Committees as needed to address temporary issues. Each Ad-hoc Committee must have a written description of its functions, and an expected time of dissolution. Ad-hoc Committees shall have at least one (1) Board member, but less than a majority of the quorum of the Board. Ad-hoc Committees may choose their Chairs. The Chair does not have to be a Board member. Because they will always have fewer Board members than a majority of a quorum, Ad-hoc Committees are not covered by the Brown Act unless Stakeholders are part of the committee, but they should commit to public access, transparency, posting, and meeting in public if at all possible.

Section 3: Committee Creation and Authorization

- A. At the beginning of each new term, the HHPNC Board shall establish the initial Standing Committees. All other committees of the HHPNC Board shall be established by a majority vote of the Board. Suggestions for new Standing or Ad-hoc Committees may be made at any time by Stakeholders, or by members of the Board, reflecting the current needs of the community. Any Standing Committee created by the Board, and its Chair, shall be listed immediately on the HHPNC masthead.
- B. The Board shall write a description of the functions of each new committee established, whether Standing or Ad-hoc.
- C. A Board member shall chair all Standing Committees.
- D. All committees, whether Standing or Ad-hoc, shall have a number of Board members which is less than the majority of a Board quorum. All committees, whether Standing or Ad-hoc, shall have at least three (3) members, one (1) of whom is a Board member, and unless specified otherwise, may include any interested Stakeholders. A quorum for all committees, whether Standing or Ad-hoc, shall be three (3).
- E. Committees which are subject to the Brown Act shall be conducted in accordance with its dictates. Unless specifically exempted, committees shall at a minimum, post on the Board's website and at the one approved location, located at Fire Station #12, 5921 North Figueroa Street, and emailed out to Stakeholders per Brown Act requirements and the Neighborhood Council Agenda Posting Policy.
- F. All committees whether Standing or Ad-hoc shall bring their plans and recommendations to the Board for discussion in regular reports placed on the agenda and are subject to Board oversight.
- G. All committees whether Standing or Ad-hoc must meet at least six (6) times in a calendar year or shall be considered for dissolution by the Board as unnecessary.
- H. Committees should enjoy and encourage the overlap which may occur in some of their functions.
- I. All Committee Chairs, whether Standing or Ad-hoc, are responsible for establishing meeting times and locations compliant with the American Disabilities Act requirements when required, preparing agendas, posting agendas, conducting meetings, and keeping a written record of meetings, which shall be circulated to the entire Board, as well as posted on the website, and available to any interested Stakeholder. Committee Chairs may choose how to include, recruit, or remove members of the committee. However, with the extra responsibility, the Chair does not have extra power. All committees shall be collaborative and inclusive.
- J. While only committee members may vote, all Stakeholders are encouraged to participate in meetings and committee decisions.

ARTICLE VIII MEETINGS

All HHPNC Board meetings, as defined by the Ralph M. Brown Act (*California Government Code Section 54950.5 et seq.*) shall be noticed and conducted in accordance with the Act, the Neighborhood Council Agenda Posting Policy, and all other applicable laws and governmental policy.

Section 1: Meeting Time and Place - All meetings shall be held within the HHPNC boundaries at a location, date, and time set by the Board. The Board shall establish a calendar of regular meetings at its first regular meeting of each calendar year.

- A. **Regular Meetings** - Regular Board meetings shall be held at least once per quarter and may be held more frequently as determined by the Board in its calendar of regular meetings. Prior to any action by the Board, there shall be a period of public comment. The Board shall determine the length and format of the public comment period.
- B. **Special Meetings** - The President, or a majority of the Board, shall be allowed to call a Special Meeting as needed for urgent, or emergency, non-budget items only.

Section 2: Agenda Setting

- A. The Executive Committee shall set the agenda for the first meeting of a new Board term.
- B. At the first meeting of a new Board term, the Board shall establish the agenda procedure, which shall be one (1) of three (3) allowable options described in the Agenda Policies and Procedures document.

Section 3: Notifications/Postings - Notice of a regular meeting shall be a minimum of three (3) days (seventy-two hours) in advance of the meeting, and at least one (1) day (twenty-four hours) in advance of a Special Meeting. At a minimum, agendas shall be posted on the Board's website and posted at the one approved location, located at Fire Station #12, 5921 North Figueroa Street, and emailed out to stakeholders per Brown Act requirements and the Neighborhood Council Agenda Posting Policy. A change in the posting locations requires Board approval and a new application filed with the Department. Regular and Special meeting agendas shall also be emailed to the Department.

Section 4: Reconsideration - The Board may reconsider or amend its actions through a Motion for Reconsideration, but only at the next Board meeting. A Motion for Reconsideration may be made at a later time, but only by a member who voted in the majority on the original passed motion and has had a change of opinion. If a Board member who voted in the minority against a passed motion, seeks to make a Motion for Reconsideration, it will be ruled out of order.

ARTICLE IX FINANCES

The Board is responsible as a whole to ensure the following requirements are met. Any failures to meet these requirements will result in HHPNC funding to be suspended at the discretion of the Department until compliance is achieved. In support of the duties of the Treasurer, the Board may offer assistance to the Treasurer.

A. Financial Duties of the Board

- 1. The Board shall review its fiscal budget and make adjustments as needed to comply with City laws and City administrative rules. It shall maintain compliance with generally accepted accounting principles, and the City's

mandate for the use of standardized budget and minimum funding allocation requirements.

2. The Board shall follow all rules and regulations required by appropriate City officials, and/or agencies of the City who have authority over Neighborhood Councils regarding the Council's finances.

B. Transparency

1. All financial accounts and records shall be available for public inspection upon request by the next regular Board meeting and posted on the Council website.
2. Each month, the Treasurer shall provide to the Board detailed reports of the Council's accounts. The detailed reports shall be a year-to-date detailed itemized list of the Board's accounts.
3. At least once each quarter, the President, the Treasurer, and at least one (1) Stakeholder chosen by the Board shall examine the Council's accounts and attest to their accuracy before submitting the documentation to the Department for further review.
4. The Council may not enter into any contracts or agreements except through the Department.

ARTICLE X ELECTIONS

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

Section 2: Governing Board Structure and Voting - There shall be five (5) members of the Executive Committee: President, First Vice-President, Second Vice-President, Treasurer, Secretary, and fourteen (14) Directors-at-Large comprising the HHPNC Board. The number of Board seats, the eligibility requirements for holding any specific Board seat, and which Stakeholders may vote for the Board seats are noted in Attachment B.

Section 3: Minimum Voting Age - All Highland Park Stakeholders aged sixteen (16) and older are entitled to vote in the HHPNC elections.

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

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

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

except one Board position by the deadline, the candidate will be stripped of all positions except for the position where the candidate received the most votes.

Section 6: Other Election Related Language - Not applicable.

ARTICLE XI GRIEVANCE PROCESS

The HHPNC grievance process is intended to address matters involving procedural disputes, such as the Board's failure to comply with approved HHPNC Policies and Procedures and these Bylaws. It is not intended to apply to Stakeholders who disagree with a position or action taken by the Board at one (1) of its meetings. Instead, disagreements may be discussed publicly at Board meetings. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.

A. Initiation of a Grievance

1. Any grievance by a Stakeholder must be requested in writing and placed on the agenda for the next regular Board meeting as "Discussion with possible Motion." Submissions on the same alleged violation by more than one (1) person shall be consolidated into one (1) grievance by the Agenda Committee.
2. Any grievance by a Board member is automatically forwarded to the Regional Grievance Panel.
3. Grievance must have a date, time, name, and the position of the individual(s) in question as well as the name of the author of the grievance. No grievance may be anonymous.
4. Grievance must contain a description of the alleged violation with exact reference to HHPNC Policies and Procedures, HHPNC Bylaws, LA City Charter, the Plan for a Citywide System of Neighborhood Councils, local, state or federal law.
5. Grievance must offer a solution including suggested penalties, if applicable, to any alleged violation.
6. If the grievance does not single out a specific Board member, the HHPNC President shall represent the HHPNC as a whole.
7. Any person with a grievance who refuses to comply with these Grievance Procedures will have that grievance considered vacated.

B. Resolution of a Grievance

1. At the next regular Board meeting, where the grievance is on the agenda as "Discussion with possible Motion." referred to in this Article Section I paragraph b, the Board shall discuss, and resolve the grievance with a majority vote of the Board present. If the Board cannot resolve the grievance with the filing Stakeholder(s), the Board shall refer the matter to an Ad-hoc Grievance Committee comprised of three Stakeholders who are not Board members, and who are randomly selected by the HHPNC Board from a list of Stakeholders who have expressed an interest in serving on such a panel.

2. Within one week of the panel's selection, the Ad-hoc Grievance Committee shall meet in private with the person(s) submitting the grievance, to discuss how the dispute may be resolved.
3. Within one week following their meeting. A member of the Ad-hoc Grievance Committee shall submit a dated written report to a Vice President outlining the collective decision with recommendations for resolving the grievance.
4. The Vice President will then forward the dated report to the Board, to the Department, prior to the next regular Board meeting, and request the report be placed on the agenda for discussion only, not a motion. The matter shall not be discussed among the Board members until it is heard publicly at the regular Board meeting as required by the Brown Act.
5. At the next regular Board meeting, the Ad-hoc Grievance Committee Report shall be discussed but not voted upon by the Board. The Report shall then be placed on the agenda for the next regular Board meeting. The Board may ask the Ad-hoc Grievance Committee to reconsider any part of the Report.
6. At the next regular Board meeting, the original or amended Ad-hoc Grievance Committee Report may be ratified by a two-thirds majority vote of the Board present, or if not, the Board may return it to the Ad-hoc Grievance Committee for further resolution.
7. If the Grievance is returned to the Ad-hoc Grievance Committee, they must meet, revise the Report, and submit it to the Vice President, and the Department, in time for its submission as an agenda item at the next regular Board meeting for a Board vote.
8. At the next regular Board meeting, the original or amended Ad-hoc Grievance Committee Report may be ratified by a two-thirds (2/3) majority vote of the Board present.
9. If the entire Grievance process goes beyond sixty (60) days, the Department of Neighborhood Empowerment has the discretion to freeze HHPNC funds until the grievance is resolved. Reports by the Ad-hoc Grievance Committee may be retained by the Department and used by the Board of Neighborhood Commissioners in decertification proceedings, or other deliberations. If the calendar of Board meetings is reduced to the minimum of once a quarter, the Grievance process may be increased to ninety (90) days to accommodate the Board.

C. Regional Grievance Panel

1. Per Section 22.818 of the Los Angeles Administrative Code, the City Council has directed the establishment of seven regional Neighborhood Council Grievance Panels. Grievances that were not resolved through the aforementioned internal Board process may be appealed to the Regional Grievance Panel or in the case of Board member grievances; those can be directly forwarded to the Panel upon their establishment.
2. The appointed person to serve on the Regional Grievance Panel for the Board will be the President of the Board.

ARTICLE XII PARLIAMENTARY AUTHORITY

The Board shall use the Bylaws during Board and Committee meetings. Any situation not addressed by these Bylaws shall refer to Rosenberg's Rules of Order.

ARTICLE XIII AMENDMENTS

A. Proposing an Amendment

1. Any Board member may propose an amendment to these Bylaws by requesting the amendment in writing, and placing it on the agenda of a regular Board meeting.
2. Any Stakeholder may propose an amendment to these Bylaws during the public comment period of a regular Board meeting, and requesting it to be placed on the agenda of a regular Board meeting.
3. The Board shall forward all proposals to the Rules Committee for review. The Rules Committee shall submit recommendations to the Board for approval at the next regular Board meeting.

B. Passing an Amendment

1. An amendment to these Bylaws requires a two-thirds vote of the Board members present at a properly noticed regular meeting.
2. All approved changes shall then be forwarded to the Department of Neighborhood Empowerment for review, and approval. Amendments shall not be valid, final or effective until approved by the Department of Neighborhood Empowerment. Once approved by the Department, any changes in the Bylaws shall become effective immediately.

ARTICLE XIV COMPLIANCE

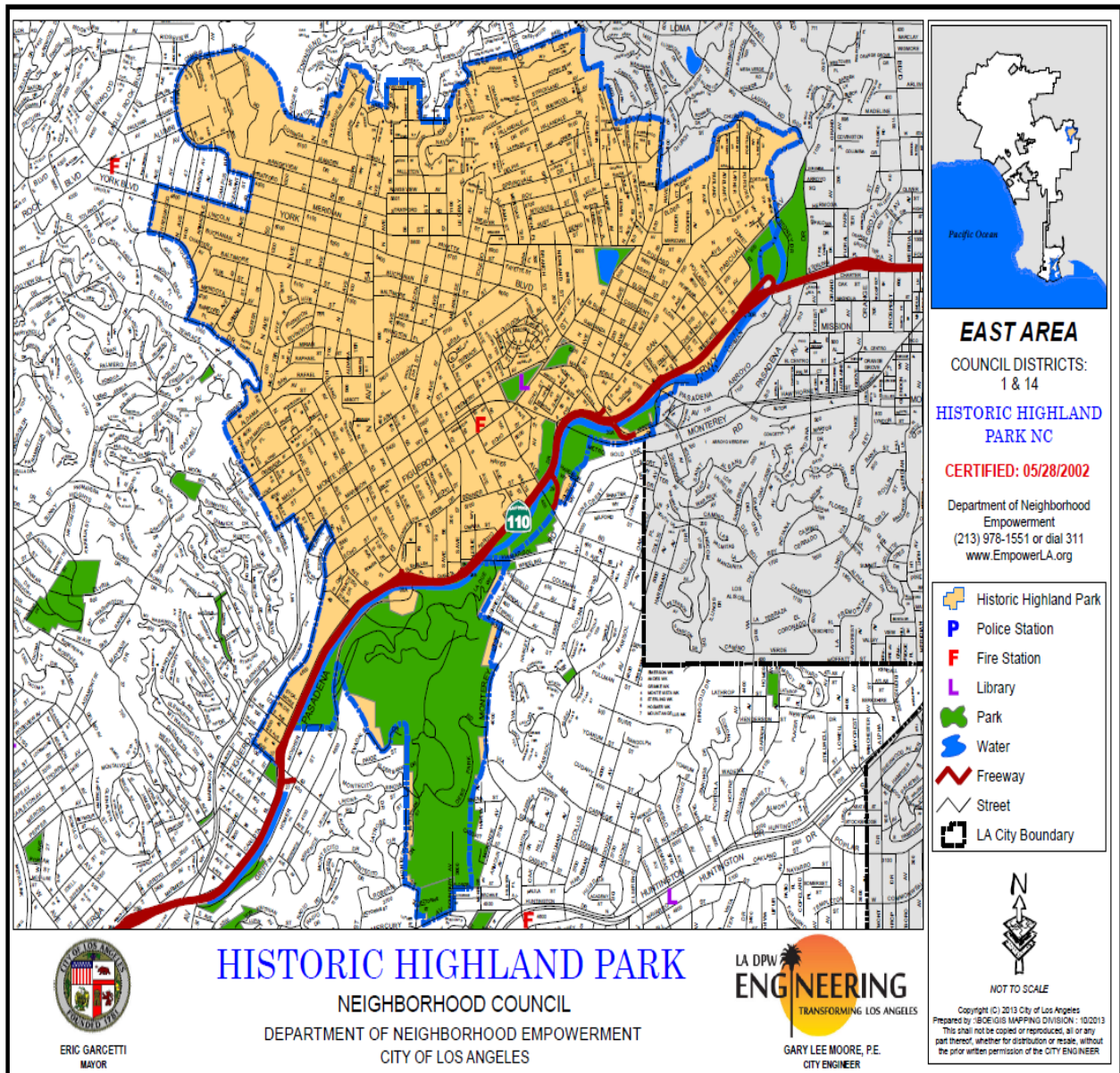
The Board, its representatives, and all Highland Park Stakeholders shall comply with these Bylaws, and with any additional Policies and Procedures as may be adopted by the Board, as well as all local, county, state, and federal laws, including, without limitation, the Plan, the City Code of Conduct, the City Governmental Ethics Ordinance, (*Los Angeles Municipal Code Section 49.5.1*), the Brown Act, (*California Government Code Section 54950.5 et seq.*), the Public Records Act, the American Disabilities Act, and all laws, and governmental policies pertaining to Conflicts of Interest.

Section 1: Code of Civility - The Board, its representatives, and all Highland Park Stakeholders shall conduct all Council business in a civil, professional, and respectful manner. Board members will abide by the Commission's Neighborhood Council Board Member Code of Conduct Policy.

Section 2: Training - All Board members must take ethics and funding training prior to making motions and voting on funding related matters.

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

ATTACHMENT A - Map of Historic Highland Park Neighborhood Council



ATTACHMENT B - Governing Board Structure and Voting

Historic Highland Park Neighborhood Council – 19 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
President Term: 2 Years	1	Elected	Stakeholder who is 18 years or older.	Stakeholders who are 16 years or older.
First Vice President Term: 2 Years	1	Elected	Stakeholder who is 18 years or older.	Stakeholders who are 16 years or older.
Second Vice President Term: 2 Years	1	Elected	Stakeholder who is 18 years or older.	Stakeholders who are 16 years or older.
Secretary Term: 2 Years	1	Elected	Stakeholder who is 18 years or older.	Stakeholders who are 16 years or older.
Treasurer Term: 2 Years	1	Elected	Stakeholder who is 18 years or older.	Stakeholders who are 16 years or older.
At-Large Directors Term: 2 Years	14	Elected	Stakeholder who is 18 years or older.	Stakeholders who are 16 years or older.