



So you are a Neighborhood Council board member...



Now what?



Empower LA Presents:

NC Bylaws Workshop 10-5-23



Housekeeping Rules

Good evening! Welcome!

We look forward to your participation in today's workshop.

Please enter any questions in the Q & A box.

We will answer them directly in the Q&A box and live during the meeting or during the Q & A portion of the Module at the end of today's training.

After the meeting, we will make recording and Q&A report available.

There will be no break in this module. Chat has been disabled. Interpretation is available in Spanish.

Thank you so much for your leadership and service in the Neighborhood Council system!

Normas de Organización

¡Buenas noches! ¡Bienvenido!

Esperamos su participación en el Módulo II de hoy.

Introduzca cualquier pregunta en el cuadro de preguntas y respuestas.

Las responderemos directamente en el cuadro de preguntas y respuestas y en vivo durante la reunión o durante la parte de preguntas y respuestas del módulo al final de la capacitación de hoy.

Después de la reunión, pondremos a disposición la grabación y el informe de preguntas y respuestas.

No habrá interrupción en este módulo. El chat ha sido deshabilitado. **Hay interpretación disponible en español.**

¡Muchas gracias por su liderazgo y servicio en el sistema del Consejo Vecinal!

Department of Neighborhood Empowerment EmpowerLA

Opening Remarks

Atziri Camarena, Director of Civic Leadership

Vanessa Serrano, Interim General Manager, Department of Neighborhood Empowerment

Agenda

- 1 Welcome
- 2 Introductions
- 3 NC Bylaws Table of Content Review
- 4 When Bylaws are silent
- 5 For your consideration
- 6 Submitting your bylaws amendments
- 7 Questions received
- 8 Q and A
- 9 Conclusion

Neighborhood Council Bylaws

What are the bylaws?

Charter Section 906 defines the purpose of NC Bylaws

(a) **By-laws.** Each neighborhood council seeking official certification or recognition from the City shall submit an organization plan and by-laws to the Department of Neighborhood Empowerment showing, at a minimum:

- (1) the method by which their officers are chosen;
- (2) neighborhood council membership will be open to everyone who lives, works or owns property in the area (stakeholders);
- (3) assurances that the members of the neighborhood council will reflect the diverse interests within their area;
- (4) a system through which the neighborhood council will communicate with stakeholders on a regular basis;
- (5) a system for financial accountability of its funds; and
- (6) guarantees that all meetings will be open and public, and permit, to the extent feasible, every stakeholder to participate in the conduct of business, deliberation and decision-making.

What are the bylaws?

- Guide the board's actions and decisions
- Helpful in preventing or resolving conflict and disagreements.
- Governing Document at the NC level
- Help stakeholders to understand how the Neighborhood Council works
- Living Document

Governing Documents Hierarchy

- ⇓ U.S. Constitution
- ⇓ California State Constitution
- ⇓ State Laws
- ⇓ City Laws (Municipal, Admin and electoral Code)
- ⇓ BONC policies
- ⇓ NC Bylaws ⇐**
- ⇓ NC Standing Rules

Bylaws content review

Dina Andrews, Neighborhood Empowerment Advocate

Joel Gonzalez, Neighborhood Empowerment Advocate

Raul Preciado, Neighborhood Empowerment Advocate

What is included in your Neighborhood Council Bylaws?

For this section, don't
hesitate to open your
NC bylaws to
compare with the
examples shared in
this presentation

Table of Contents

- Can't be modified per BONC policy
- Same for all 99 NCs
- A section can be left blank intentionally

Article III

Boundaries

Article III Boundaries

Boundary description

- Fully reviewed in 2018 by the Department
- Recommend to use street's name as much as possible and avoid Census block or tract and ZIP Code line as it can change in time

Article IV

Stakeholders

Article IV Stakeholder

- This article CANNOT be amended as the definition of Stakeholders has been approved by City Council ([Section 22.801.1 of the Admin Code](#))
- Community Interest Stakeholder definition reviewed in 2019

Article V Governing Board

Article V Governing Board

Section 1: Composition

- Description of the seats of the Board
- Each NC has its own composition
- Board must reflect the diversity of the Neighborhood Council's Stakeholders.
- Accordingly, no single Stakeholder group shall comprise a majority of the Council

Article IV Stakeholder

(a) Stakeholder: a certified neighborhood council "stakeholder" or "community stakeholder" shall be defined as:

(1) Any individual who lives, works, or owns real property within the boundaries of the neighborhood council; or

(2) Any individual who is a Community Interest Stakeholder, as defined in Subsection (b) of this section, within the boundaries of the neighborhood council.

(b) Community Interest Stakeholder. A "Community Interest Stakeholder" is an individual who is a member of or participates in a Community Organization, as defined in Subsection (c) of this section.

(c) Community Organization. For the purposes of this section, a "Community Organization" is an entity that has continuously maintained a physical street address within the boundaries of the neighborhood council for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the neighborhood council.

(1) A for-profit entity shall not qualify as a Community Organization.

(2) Examples of a Community Organization may include chambers of commerce, houses of worship or other faith-based organizations, educational institutions, or non-profit organizations.

Article V Governing Board

Section 2: Quorum

- Not a floating number
- Minimum member present to hold a meeting.
- This number has consequences on the maximum number of Board members on committees.

Article V Governing Board

Section 3: Official actions

- Many possible scenario
- Basis to determine Official Action:
 - total number of seats
 - Present
 - Present and voting
- Abstentions
 - Abstentions are treated as a non-vote.
 - Abstentions are treated as a “Yes” vote
 - Abstentions are treated as a “No” vote.
- Check your bylaws!

Article V Governing Board

Section 4: Terms and Term Limits

- Staggered board?
- Term length: 2 or 4 years
- Term Limit or not
- This section can help clarify which seats are up for reelection at each cycle

Article V Governing Board

Section 6: Vacancies

- Section describing the process to fill up a vacant seat
- Options:
 - Appointment by the President and confirmation by the Board.
 - Appointment by the board
 - Form to fill up (send to the NC x days before the meeting?)
 - Let the seat vacant for a period of time to allow outreach
 - Details of vote operations
 - Conversion of the seat to At-Large if vacant longer than a specific period of time.

Article V Governing Board

Section 7: Absences

- Section details the consequences of absences
- Importance to define what is an absence
- Only Regular meetings counts or any board meeting?
- over which period are you counting absences?
 - Fiscal Year, Calendar Year, rolling 12 months
- Not automatic Removal, always requires Board action.

Article V Governing Board

Section 8: Censure

- This section CANNOT be modified and the language is the one adopted by the Board of Neighborhood Commissioners.
- [BONC Uniform Policy for Board Member 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.

Article V Governing Board

Section 9: Removal

- This section CANNOT be modified and the language is the one adopted by the Board of Neighborhood Commissioners.
- [BONC Uniform Policy for Board Member Removal](#)
- A board member can be removed only after being censured.
- Policy described step-by-step process.
- Don't forget to consult with City Attorney's office prior to remove a board member

Article V Governing Board

Section 10: Resignation

This section of the bylaws describes how a board member resigns assuming your NC has a process.

If your bylaws are silent on this section, we recommend the following language:

Board Member resignation must be submitted in writing to an executive officer and should include the secretary. The position shall then be deemed vacant. Any member of the Board who ceases to be a Stakeholder is required to submit their resignation to an executive officer and should include the secretary.

Article V Governing Board

Section 11: Community Outreach

- This section highlights the importance of community outreach for a neighborhood council
- It can includes tools and methods used to reach this goal

Article VI

Officers

Article VI Officers

Section 1: Officers of the Board

- List of Officers of the Board
- All officers are not necessarily member of the Executive Committee
- Think about Majority of Quorum Limit!

Article VI Officers

Section 2: Duties and Power

- Describes the role of each officer.
- Think about the hierarchy in case of vacant officer position(s)

Article VI Officers

Section 3: Selection of Officers

- Officers can be elected by stakeholders during elections
 - Think about appointment of new President if vacant position/seat between 2 elections
- If Officers appointed by the board, do your bylaws answer the following questions:
 - When are officers appointed by the Board?
 - What is the process to remove an officer from his/her position?

Article VI Officers

Section 4: Officers Terms

- Term length
- Term limit
- If appointed by the Board, Officers serve at the pleasure of the Board

Article VII

Committees and their Duties

Article VII Committees and their Duties

Section 1: Standing Committees

- List the standing Committees
- or
- Refer to Standing Rules

Article VII Committees and their Duties

Section 2: Ad Hoc Committees

Ad Hoc Committees:

- As needed
- deal with temporary issues
- Defined purpose and timeframe

Brown Act?

- If Ad Hoc committee includes stakeholders non board member(s) → Committee meetings are subject to the Brown Act
- If Ad Hoc committee includes only board members → Committee meetings are not subject to the Brown Act

Article VII Committees and their Duties

Section 3: Committee creation and Authorization

Describes:

- The authority of committees
- Committee Structure: maximum number of board members, stakeholders, etc
- Committee appointment: How committee members are selected and how the committee Chair is appointed (if not elected by stakeholders)
- Committee Meetings (Brown Act). Appropriate to mention who sets the agenda of committee meetings
- Changes and removal of committee members

Article VIII

Meetings

Article VIII Meetings

Section 1: Meeting Time and Place

- Regular Meeting at a set date and time and location set by the Board or their Committees
- Who can call a special meeting ?

Article VIII Meetings

Section 2: Agenda Setting

Who set the agenda? Different options:

- The President/Chair
- The executive Committee
- A dedicated committee

If a meeting called by a majority of the Board, the agenda item(s) has to be decided during a public meeting

Article VIII Meetings

Section 3: Notification/ Postings

**Reference to the Brown Act
Requirement**

**Reference to the BONC Agenda Posting
Policy can also be included**

Article VIII Meetings

Section 4: Reconsideration

Describe the process to reconsider a motion. Can be a reference to standing rules or describes the process.

To keep in mind:

- Motion to reconsider can happen at the same meeting or at the immediate following meeting
- May be proposed only by a member of the Board that previously voted on the prevailing side of the original action

Article IX

Finances

Article IX

Finances

This Article provides guidance regarding Finances of your Neighborhood Council:

- Board compliance requirement
- Transparency
- Reports
- Contracts

Article X

Elections

Article X Elections

Section 1: Administration of election

The Neighborhood Council's election will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council elections

Article X Elections

Section 2: Governing Board Structure and Voting

Can make a reference to attachment B.

Article X Elections

Section 3: Minimum Voting Age

This section CANNOT be changed as it is the application of the [Admin Code Section 22.814](#)

Except with respect to a Youth Board Seat, a stakeholder must be at least 16 years of age on the day of the election or selection to be eligible to vote.

Regarding the eligibility to vote for the Youth Board seat, Stakeholders must be at least 14 years of age on the day of the election or selection.

Article X Elections

Section 4: Method of Verifying Stakeholder Status

The Method of Verifying Stakeholder Status won't depend on the way the election is conducted (in-person, Vote-by-mail, online,...). This choice will apply to all election or selection methods.

Options are:

- Self-Affirmation
- Documentation

Article X Elections

Section 5: Restrictions on Candidates Running for Multiple Seats

- Specify if your NC allows candidates to run to multiple seats if they qualify.
- If it is allowed, this section also specify the process if a candidate is declared the winning candidate for more than one position

Article X Elections

Section 6: Other Election Related Language

- Insert any other election-related language or if none, state “Not Applicable.”

Article XI

Grievance Process

Article XI

Grievance Process

- Have a look at this article in your bylaws: Often not in compliance with the Admin Code since the adoption of the [Grievance ordinance](#).
- Bylaws Template recommends compliant language explaining the process to the general public (including board members)

Article XII

Parliamentary Authority

Article XII Parliamentary Authority

Overall the NC system, 3 options:

- Reference to Standing Rules
- Robert's Rules of Order
- Rosenberg's Rules of Order

Don't forget that your bylaws supersede these Parliamentary rules.

Article XIII

Amendments

Article XIII

Amendments

- This article describes the process to amend your bylaws.
- Before amending your bylaws, make sure to read this article carefully to evaluate the timeline
- Amendments have to be approved by the Department and/or by the Board of Neighborhood Commissioners

Article XIV

Compliance

Article XIV Compliance

Section 1: Code of Civility

The Council, its representatives, and all Stakeholders shall conduct all Council business in a civil, professional and respectful manner pursuant to Commission and City regulations.

Article XIV Compliance

Section 2: Training

This section reminds the Board member that they have to complete mandatory trainings.

It can also include a description of consequences for non compliance after a specific period of time.

Article XIV Compliance

Section 3: Self Assessment

The Council may conduct a regular self-assessment to determine whether it has achieved its goals and objectives.

Attachment A

Neighborhood Council Boundary Map

Attachment B

Governing Board Structure
and Voting
and candidate qualifications
(elected or appointed)

BYLAWS AMENDMENT

- Bylaws are open for amendments on non-election years only
- Open August 2023 through April 1st, 2024

BYLAWS TEMPLATE

The Department, in partnership with the Office of the City Clerk and the Office of the City Attorney has updated the bylaws template.

It is available at:

tiny.cc/NCBylawsTemplate

**When the
Bylaws are
Silent**

When the bylaws are silent (Standing Rules)

Standing rules typically refer to a set of rules or procedures that an organization or group adopts to govern its day-to-day operations and activities. These rules are distinct from the organization's bylaws, which are usually more formal and outline the fundamental structure and governance of the group. Standing rules are often more flexible and can be changed more easily as circumstances require.

Here are some common characteristics and examples of standing rules:

Meeting Procedures: Standing rules may specify how meetings are conducted, including the order of business, time limits for speeches, and rules for making motions and voting.

Membership Requirements: They can outline the qualifications and criteria for membership in the organization, attendance requirements, or participation expectations.

Committee Procedures: Standing rules can define how committees are formed, their responsibilities, and the process for appointing or removing committee members.

Financial Procedures: They may establish financial rules and procedures, including budgeting, accounting, and reimbursement policies.

Event Planning: Standing rules can govern the planning and execution of events or activities, or social gatherings.

Record Keeping: They may outline requirements for maintaining records and documentation of the organization's activities and decisions.

Amendments and Changes: Standing rules can be amended any time and does not need to be sent to the Department of Neighborhood Empowerment for approval. Standing rules cannot contradict the bylaws.,

WE HIGHLY RECOMMEND: Standing Rules should be on NCs Website along with other governing documents.

When Bylaws are silent (leaves of absences)

3. Article V Governing Board Section 7: Absences

We noticed a lot of NC bylaws do not have language that addresses excused or leaves of absence. For excused absences, our recommendation is that you provide a definition of an excused absence and how such excused absences are requested, received, and memorialized. If you would like to allow for leaves of absence, we put this language in the bylaws template:

"When a Board Member advises the President that they will have a temporary absence of more than three months, the President may nominate an alternate to fulfill the obligations of the absent Board Member until said Board Member returns. The alternate must take all the necessary trainings in order to vote". -Park Mesa Heights Bylaws

**For your
consideration...**

Staggered terms

2. Article V Governing Board Section 4: Term and Term Limits

If you are establishing staggered terms for the first time, please indicate which seats are up for election in 2025 and which seats are up in 2027. This will help us and the City Clerk determine which seats will appear on the ballot for future elections.

Examples of good staggered term descriptions:

[Arleta Neighborhood Council](#)

[CANNDU](#)

Outreach

4. Article V Governing Board Section 11: Community Outreach

Each bylaw should have a description on how your NC will be engaging your stakeholders. Please review this section and see if your NC has a plan in place. In the template, we provided some optional language for you to consider:

The Council shall have a standing Outreach Committee, which will report its activities and recommendations to the Board monthly at the Council meeting.

- *The Council shall maintain a website presence to disseminate information to Council Stakeholders and others interested in the Council.*
- *In addition, the Board shall create, or shall cause to be created, a marketing plan to solicit participation from Stakeholders. The plan may include, for example, the creation of flyers, postcards, pamphlets and other related materials. It may also include email blasts to various organizations including a regularly scheduled e-blast to local government officials and to the Chamber of Commerce, Neighborhood Watch, Home Owners' Association and other local organizations as determined by the Board.*
- *Outreach also should be undertaken at public events and shall be coordinated with other Neighborhood Councils when appropriate.*

Training Compliance

5. Article XIV Compliance Section 2

We noticed a lot of bylaws have this language: *"All board members must take ethics and funding training prior to making motions and voting on funding related matters"*. This is not correct because in order to vote on funding matters, you must take ethics, funding, and the **code of conduct training**. The board can do an amendment or we can make this change administratively

Also, your own bylaws may have guidelines for the timeframe on when all trainings must be completed to vote on all matters. Some bylaws have language in place that states that if a board member has not taken all trainings within 45 days of being seated, they cannot vote on any items that require a board vote. We provided language in the template to address training compliance. If you want to see how other NCs address training compliance, you can refer to this [link](#).

Submitting your Bylaw Amendments

Bylaw Amendment Submission

When submitting a bylaw amendment. Please submit it in the following format to the Department.

- **Red font** for any new language being added to the bylaws
- **Strikethrough** for any language being removed from the bylaws.

[Bylaws amendment application](#)

Article VIII. MEETINGS

Brown Act Compliance: All meetings required by the Brown Act to be conducted openly shall be open to the public and shall comply with all other provisions of the Brown Act pertaining to open meetings. All 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 HCNNC boundaries at a location, date and time set by the Board. A calendar of regular meetings shall be established by the Board at its first regular meeting of each calendar year.

- A. Regular Meetings - Regular Council meetings shall be held at least once per quarter and may be held more frequently as determined by the Board. Prior to any action by the Board, there shall be a period of public comment. The Board shall determine the length of time and format of the public comment period as appropriate. ~~Regular HCNNC meetings shall be held throughout each calendar year. Each calendar year should hold at least nine (9) meetings and may be held more frequently as determined by the Board. 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 period as appropriate.~~
- B. Special Meetings - Special meetings may be called by the Chair or by a majority of the Board.

Board Structure Submission

Documents that need to be provided

- Bylaw Amendment Application
- Bylaw Amendments with the changes indicated, Article V, Section 1 and Attachment B

EMPOWER LA

DEPARTMENT OF
NEIGHBORHOOD EMPOWERMENT
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Neighborhood Council Board Structure Change Request Form

Requests for changes in Board structure must be reviewed by the Board of Neighborhood Commissioners (Commission). If the Commission approves the request, the Applicant's bylaws will be deemed formally adjusted upon such action of the Commission. Should the Commission act to disapprove the request, the Applicant may, within five (5) meeting days of the City Council, during which the Council has convened in regular session, file an appeal with the City Council. The appeal will automatically be placed on the Council's next regular agenda for consideration. The City Council may, by ten (10) votes, sustain, reverse, or modify the Commission's decision.

After completing this form, please submit it by email along with a completed Bylaw Amendment Application to NCsupport@lacity.org. You may also fax or deliver the documents to our office. We will provide notification to the Neighborhood Council of the date the Commission will review the request. Please note that the information submitted on this form is public information.

Please contact the Neighborhood Council Support Help Line at (213) 978-1551 or by email at NCsupport@lacity.org if you have any questions.

PLEASE PRINT ALL INFORMATION

Neighborhood Council Name:

Primary Contact:

NAME TITLE PHONE EMAIL

Current Number of Board Seats: Quorum:

What type of Board Structure Change is being requested?

Reduction in Board Seats to: (insert total number after proposed reduction)

Change in Board Structure. Please describe:

A Youth Representative seat will be added, and the number of At-Large seats will be reduced from 9 to 8. The Youth Representative seat will be for a two year term, and open to 14-18 year olds. All other seats will remain 4 year terms, staggered (6 At-Large and 12 District seats - 2 for each of 6 districts.)

Other. Please describe:

What are the reasons for the change to the Board Structure?

We want to add a seat to encourage participation by and representation of our younger stakeholders. The Youth seat term will only be two years, recognizing that participants may age out and/or have other obligations (e.g. moving away for college, etc).

Describe your Neighborhood Council's demographics. Please note sources of demographic information provided, e.g. 2000 census, Healthy City, etc., and attach any related documentation.

Echo Park NC Demographics by Age*

Total Population: 43,738; Under 18: 8,013; 18-39: 18,386; 40-64: 13,066; 65 and over: 4,274

*from EmpowerLA NC Demographic Data Report sent October 2019 (p. 30 of 111).

Explain what outreach has been conducted to fill existing seats. Please attach any supporting documentation, e.g. flyers, agendas, etc.

We announce vacancies at Board meetings, for the next Board meeting, and post a notice on our website, as well as include an announcement via the Matchup email sent out to our stakeholder mailing list. We also post announcements on Social Media (Facebook, Instagram). The item for filling the vacant seat and procedure for doing so is set forth in the Board meeting agenda, which is posted on the website, sent via email and physically posted as per the Brown Act.

In addition, all Board members are encouraged to announce vacancies as part of their ongoing outreach efforts - both interacting with the community in person and through their personal social media and email networks.

▶ Questions Received

Question 1

What are the new Bylaw requirements, if any? Are there any suggested changes in the Bylaws template?

- Trainings that are needed Anti-Bias and Gender Identity and Gender Expression, CF 20-0990
- *Addition of:* Leave of absences language in template
- Expect: New Map with Mayor Bass

Question 2

How do items work their way through the committee to the council?

- The committees make recommendations and bring recommendation to the board for final vote.
- Committees can hear an agenda item first and submit recommendation to the board.
- For both cases, review the process in your bylaws.

Question 3

How do items work their way through the board to City Council and City Departments?

Community Impact Statements (CIS's)

Community Impact Statements (CIS's) are official statements or positions adopted by a Neighborhood Council on issues pending before the City's decision makers. The Community Impact Statement is a statement of the Neighborhood Council and it is not used to express personal opinions. They can be used to publicly express support, opposition, or suggestion about any matter pending before City Council, its committees, or City commissions.

Request for Action

A Request for Action can be submitted by a Neighborhood Council to their Councilmember to request that City Council take action on a particular matter affecting the community, which is not pending before City Council, its committees, or City commissions. Like CIS's, Request for Actions are official statements/letters which are adopted by the Neighborhood Council and express the opinion of the body as a whole. Request for Actions must be addressed to your Councilmember and may Cc' other Councilmembers.

Question 4

What are the best practices for forming a Standing Committee and should it be listed in the Bylaws?

- Forming a Standing Committee within an organization can be a valuable way to ensure ongoing attention and expertise in a specific area. Standing Committees are typically established to handle recurring functions or responsibilities that are essential to the organization's mission. Some examples of Standing Committees are: Executive, Planning and Land Use, Outreach, and Education.
- Listing them in the bylaws will allow the board members and public to know which committees the NC has and may encourage participation.
- To add additional Standing Committees not currently listed in your bylaws, you will need to submit a bylaws amendment application. If the bylaws amendment application period is closed, please list your new Standing Committees in your Standing Rules. When the bylaws amendment application period re-opens, you can formally add the new Standing Committee to your bylaws.

Question 5

How do you define board member roles and filling the gaps of the bylaws?

1. Review Existing Bylaws:

- Start by thoroughly reviewing your organization's existing bylaws. Identify any gaps, ambiguities, or areas where roles and responsibilities of board members are not clearly defined.

2. Conduct a Needs Assessment:

- Identify the specific roles, responsibilities, and skills needed on the board to effectively govern the organization.

3. Develop Role Descriptions:

- Create detailed role descriptions for each board position, including officers (e.g., president, vice president, treasurer, secretary) and any other specific roles (e.g., committee chairs). Define their duties, authority, term limits, and any special qualifications required.

4. Put Roles in Bylaws or Standing Rules

▶ Question and Answer Session

**Thank you for attending
tonight's workshop!**