

BYLAWS OF THE COASTAL SAN PEDRO NEIGHBORHOOD COUNCIL

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ARTICLE I — NAME

The name of this organization is the COASTAL SAN PEDRO NEIGHBORHOOD COUNCIL and is hereafter referred to as the “Council.”

ARTICLE II — PURPOSE

The purposes of the Council are (1) to provide a means for neighborhood stakeholders to express their collective will to municipal decision makers with regard to issues involving the community; (2) to provide a means of oversight of municipal departments providing services to the neighborhood; and (3) to provide neighborhood consultation and input regarding planning, zoning, and budgeting priorities.

ARTICLE III — BOUNDARIES

Section 1. Boundary Description. The area within the jurisdiction of the Council is bounded on the west commencing at the Pacific Ocean shoreline adjacent to the Los Angeles city boundary with the city of Rancho Palos Verdes and thence proceeding north along that boundary line to the northern boundary of Bogdanovich Park, thence east to Western Avenue, southerly along the center line of Western Avenue to the intersection of 19th Street, thence easterly along the center line of 19th Street to the intersection of Weymouth Avenue, thence northerly along the center line of Weymouth Avenue to the intersection of 18th Street, thence easterly along the center line of 18th Street to a point 100 feet west of the intersection of Pacific Avenue, thence northerly along a line 100 feet west of Pacific Avenue to the intersection of 14th Street, thence easterly along the center line of 14th Street to a point intersecting with the center line of the S.P. Slip of the Port of Los Angeles, thence southerly along the center line of the S.P. Slip to the Los Angeles breakwater.

Section 2. Internal Boundaries. Not applicable.

ARTICLE IV — STAKEHOLDER

Neighborhood Council membership is open to all Stakeholders. A “Stakeholder” shall be defined as any individual who:

- (1) Lives, works, or owns real property within the boundaries of the Neighborhood Council; or
- (2) Is a Community Interest Stakeholder, defined as an individual who is a member of or participates in a Community Organization within the boundaries of the Neighborhood Council.

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. A for-profit entity shall not qualify as a Community Organization. Examples of Community Organizations may include Chambers of Commerce, houses of worship or other faith-based organizations, educational institutions, or non-profit organizations.

[The definition of “Stakeholder” and its related terms are defined by City Ordinance and cannot be

changed without City Council action. See Los Angeles Administrative Code Section 22.801.1]

ARTICLE V — GOVERNING BOARD

Section 1. Composition. The Governing Board shall consist of seventeen (17) members. All Governing Board members shall be stakeholders of the Coastal San Pedro neighborhood as defined in Article IV. Governing Board members shall be stakeholders during their entire term of office and at least eighteen (18) years of age at the time of their election.

Section 2. Quorum. Nine (9) Governing Board members will constitute a quorum for the transaction of business at any meeting thereof.

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

Section 4. Terms and Term Limits. The regular terms of office for Governing Board members shall be for a period of two (2) years commencing July 1 of odd-numbered years and ending June 30 of the following odd-numbered year. There shall be no term limits.

Section 5. Duties and Powers. The primary duties of the Board shall be to govern the Council and carry out its objectives.

Cooperation with Other Entities: The Council has an inherent interest in many issues which transcend its boundaries. Therefore, the Governing Board may participate in wider-ranging political processes and enter into agreements with other neighborhood council organizations, which may include the selection of delegates chosen from among stakeholders for the purpose of representing the Council on regional and citywide organizations and issues groups.

Section 6. Vacancies. Any vacancy on the Governing Board may be filled by vote of a majority of the serving Governing Board members. The Board shall cause the matter to be placed on the agenda for the next regular meeting of the Board following acceptance of the letter of resignation. Members so elected will immediately take office and serve until the next stakeholder election. Any stakeholder may nominate an individual to serve, including themselves. Nominations may be received from the floor or via written communication. Nominees must accept nomination either personally or via written communication prior to the Board's vote. If no candidate receives a majority, the Board may continue to vote. In the event no candidates are nominated, or the Board is unable to choose an individual to serve, the Board may postpone the election to fill the vacancy or declare the seat vacant until the next stakeholder election.

Section 7. Absences. If a Board Member is absent from four (4) consecutive, regularly-scheduled Board meetings, his or her seat shall be vacant.

Section 8. Censure. The purpose of the censure process is to place a Board member on notice of misconduct and to provide the Board member with an opportunity to correct the misconduct. The Neighborhood Council ("Neighborhood Council") may censure any Board member at a Council Bylaws

regular or special meeting open to the public following a good-faith determination by the Neighborhood Council Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. Grounds for censure include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board’s bylaws or rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal process by acting in bad faith.

The Board shall use the following procedure when censuring a Board member:

1. A motion to censure a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed censure including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., “for alleged violations of the Code of Conduct” but shall contain factual statements that describe conduct only and is not intended to embarrass or humiliate the board member.
2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall include the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed censure motion.
3. The Board member subject to censure shall be given a minimum of thirty (30) days prior-written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which the motion to censure will be considered. The notice shall provide the specific facts and grounds for the proposed censure as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to the meeting at which the motion to censure will be considered.
4. The Board member subject to censure shall be given a reasonable opportunity to be heard at the meeting, either orally or in writing, prior to the Board’s vote on a motion of censure.
5. The Board shall decide by a majority vote of those present and voting whether or not the Board member should be censured. The Board member who is the subject of the censure motion shall not be counted as part of the majority present and voting and shall not be allowed to vote. For the purpose of censure motions, abstentions shall not be counted as votes.
6. In no event shall a motion to censure a board member be heard by the Neighborhood Council within sixty (60) days of the next scheduled Board election or selection.

Section 9. Removal. Any Board member may be removed by the Neighborhood Council (“Neighborhood Council”) for cause, following a good faith determination by the Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the

Board or that impedes the orderly business of Board operations. A Board member shall not be subject to removal under this Policy, unless the member has been censured at least once pursuant to the Board of Neighborhood Commissioners' ("Commission") Censure Policy. Grounds for removal include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or standing rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal processes by acting in bad faith.

The Board shall use the following procedure when removing a Board member:

1. A motion to remove a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The proposed motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed removal action including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., "for alleged violations of the Code of Conduct" but shall contain factual statements that describes conduct only and is not intended to embarrass or humiliate the board member. The motion to remove shall also include a copy of the prior censure motion and the date it was passed.

2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall list and briefly describe the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed removal motion.

3. The Board member subject to removal shall be given a minimum of thirty (30) days prior written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which a motion to remove will be heard. The notice shall provide the specific facts and grounds for the proposed removal as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to any meeting at which a motion to remove will be considered.

4. The Board member subject to removal shall be given reasonable time to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion for removal.

5. The Board shall decide whether or not the Board member should be removed by an affirmative vote of two-thirds (2/3) of the currently sitting Board members. The Board member who is the subject of the removal motion shall not be allowed to vote and shall not be counted when determining the two-thirds (2/3) majority vote. For the purpose of the removal motion, abstentions shall not be counted as votes.

6. In no event shall a motion to remove a Board member be heard by the Neighborhood Council within sixty (60) days of the next election or selection.

7. The Commission may review a Neighborhood Council's removal decision if requested to do so

by the affected Board member. Once the request is made for the Commission to review the decision to remove, the Neighborhood Council voting to remove the board member may not fill the vacancy created by the removal until the Commission has made a decision on whether the removal was proper or the Commission declines to review the matter. The Commission's decision whether to hear or decline to hear the removal review request shall be sent in writing to the requestor and the Neighborhood Council within 30 days after the request for review is delivered.

8. A request for the Commission to review a Neighborhood Council's removal decision shall proceed as follows:

a. The request must in writing and must be delivered to the Executive Assistant of the Commission or, in the absence of an Executive Assistant, to the President of the Commission within thirty (30) days of the date of the action by the Neighborhood Council to remove the Board member.

b. The request must state the basis for the review. The request shall not cite or present any evidence not considered by the Neighborhood Council but must address only procedural deficiencies.

c. If the Commission determines the request for review raises sufficient questions regarding procedural deficiencies and agrees to hear the review, it will be placed on the agenda of a regular or special meeting of the Commission within sixty (60) days of receipt of the request for review.

d. At the review the Commission will determine if the facts as presented support the removal motion and if the procedures set out in this policy were correctly applied.

e. If the Commission determines that there were either factual or procedural deficiencies, the Commission may either reinstate the Board member or return the matter to the Neighborhood Council for further consideration.

f. If the Commission returns the matter for further consideration and the Neighborhood Council does not act within sixty (60) days of the Commission's decision the Board member will be considered reinstated.

g. During the period of appeal the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions.

h. If the matter is returned to the Neighborhood Council for further consideration the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions until the Board takes action as requested by the Commission or until the expiration of the sixty (60) day time period.

9. This policy is not intended to restrict or eliminate a Neighborhood Council's ability to remove or render ineligible to serve, Board members who fail to attend meetings, join committees, maintain their stakeholder status, or perform other duties as may be described in the

Neighborhood Council's bylaws and/or standing rules. Nor is it intended to limit a Neighborhood Council's ability to remove committee chairs or committee members according to the Neighborhood Council's bylaws and/or standing rules.

Section 10. Resignation. Not applicable.

Section 11. Community Outreach. To the greatest extent possible, all meetings of the Governing Board are to be adequately publicized, including notification to area media. In addition, the Governing Board will, at least once each calendar quarter, report to stakeholders.

ARTICLE VI — OFFICERS

Section 1. Officers of the Board. The Executive Officers of the Council will be a President, Vice President, Treasurer, and Secretary.

Section 2. Duties and Powers. Duties of the Officers and Members of the Governing Board are:

President: The President shall preside at meetings of the Council. The President shall also perform such other duties as may be directed by resolution of the Council.

Vice President: The Vice President shall have and exercise all the powers, authority, and duties of the President during the absence of the latter. The Vice President shall also perform such other duties as assigned by the President or Council.

Secretary: The Secretary shall prepare and maintain full and correct records of all meetings of the Governing Board, which records shall be prepared within fifteen (15) days after the meetings. The Secretary shall give or cause to be given, in the manner prescribed in these bylaws, proper notice of all meetings of the Council and shall perform such other duties as may be directed by resolution of the Council.

Treasurer: The Treasurer, under the control and direction of the Council, shall establish an accounting system which complies with generally accepted accounting principles and provide and maintain full and complete records of all the assets and liabilities of the Council. Subject to limitations and control as may be imposed by the Governing Board, the Treasurer shall have custody of all funds, valuable papers, and other assets of the Council. The Council's financial records and account books shall be open and available for inspection by stakeholders and the general public. The Treasurer shall report quarterly to the stakeholders on the Council's finances. In addition, the Treasurer shall submit accounting statements to the Department of Neighborhood Empowerment at least once each quarter.

Board Member: It shall be the duty of all board members to attend regularly-scheduled meetings of the Governing Board and serve as a member of at least one (1) committee of the Board.

Section 3. Selection of Officers. Officers shall be selected annually at the regularly scheduled Governing Board meeting in July.

Section 4. Officer Terms. Officers shall serve terms of one (1) year and may stand for re-election

without limit. Officers serve at the pleasure of the Governing Board and may be removed from an officer position by majority vote of the Governing Board. Officers elected at the first meeting of the Governing Board will hold office until the election and qualification of their respective successors.

ARTICLE VII — COMMITTEES AND THEIR DUTIES

Section 1. Standing. The Governing Board shall have the authority to establish standing committees as deemed necessary.

Section 2. Ad Hoc. The Governing Board shall have the authority to establish ad hoc committees as deemed necessary.

Section 3. Committee Creation and Authorization. Committees shall be established by standing rules adopted by the Governing Board. The rules shall state the committee names, purpose, jurisdiction, composition, and method for selecting members and chairpersons.

ARTICLE VIII — MEETINGS

Section 1. Meeting Time and Place. Meetings of the Council will be held within the Council area on a regular basis, at least once per calendar quarter, at the time and place fixed by resolution of the Governing Board. In the absence of a resolution by the Governing Board that sets a meeting date, it shall be the responsibility of the President to set a meeting date consistent with the regular schedule previously adopted by the Governing Board.

Special Meetings: The President, or in his/her absence, the Vice President, may call a special meeting of the Council at any time. At least two-thirds (2/3) of Governing Board members must give consent for special meetings to be held. Unless the Governing Board prescribes otherwise, the President, or in his/her absence the Vice President, will fix the time and place of special meetings. Special meetings must be publicly noticed at least forty-eight (48) hours prior to the meeting. All Governing Board members must receive written notice of special meetings at least forty-eight (48) hours prior to the meeting.

Section 2. Agenda Setting. Governing Board meeting agendas shall be established in accordance with standing rules adopted by the Governing Board.

Public Comment: A public comment period will be provided at all regular meetings of the Council. The Governing Board will determine the format and amount of time allowed for the public comment period.

Section 3. Notifications/Postings.

The Council shall post at least one Brown Act compliant agenda for all Board and Committee meetings. Any additional physical postings shall be within the Neighborhood Council boundaries and shall be Brown Act time compliant.

The Council shall post agendas of all Board and Committee meetings on their website or, on a page

made available to them on the Department of Neighborhood Empowerment (Department) website. Such postings shall be Brown Act time compliant.

The Council shall submit a copy of all regular and special Board and Committee agendas to the Department of Neighborhood Empowerment to be posted through the Early Notification System (ENS). The agenda for regular meetings shall be submitted to the Department not less than 72 hours in advance of the meeting and the agenda for special meetings shall be submitted to the Department not less than 24 hours in advance of the meeting. As soon as feasible, the Department will submit the agenda for posting to the ENS system. Accordingly, posting the notices of meetings to the ENS system will not be required to comply with the Brown Act's time limits for posting agendas.

If the Council maintains an email list of stakeholders, the Council may email either a copy of the agenda for all Board and Committee meetings or an announcement of the meeting with a link to the agenda. Distribution to the email list will not be required to comply with the Brown Act's time limits for posting agendas.

The Council shall inform the Department of (a) the physical location of their posting site, (b) the address of their web site, if any and (c) confirm with the Department whether they use a stakeholder database to distribute their agendas. The Council shall be required to submit this information on a form approved by the Department.

If the Council does not maintain a web site or, if available a page on the Department of Neighborhood Empowerment web site shall continue to comply with the five (5) to seven (7) physical locations posting requirements imposed during their certification process; one (1) of the posting locations shall be Brown Act compliant; the remaining posting locations shall be within the Neighborhood Council boundaries and shall comply with Brown Act time limits for posting.

Neighborhood Councils shall keep minutes of all regular and special board meetings. Minutes of all regular board meetings shall be on the agenda of the following regular board meeting for approval by the board. Minutes of special board meetings shall be on the agenda of the next regular or special board meeting that occurs at least 30 days after the special board meeting. Approved minutes of all board meetings shall be posted on the Neighborhood Council's website or, if a Neighborhood Council does not have a website, via a system made available to them by the Department of Neighborhood Empowerment (Department), within 30 days of the regular or special meeting at which they are approved, dependent on staff resources. Minutes of all regular and special board meetings shall be approved within 60 days of the meeting to which they apply.

Minutes shall contain at a minimum the following information:

1. The start time of the meeting;
2. The roll call of the Neighborhood Council board members, noting the time of any members who arrive after the meeting is called to order or who leave before the adjournment of the meeting;
3. The actions taken on any agenda items, including the board vote count of each board member by name, noting how they voted: for, against, abstain, recused, ineligible, or absent, in roll call or other type of notation.

The minutes shall also note how the Neighborhood Council counts abstentions.

Any person who observes a violation of this policy should first notify the President and the Secretary of the Neighborhood Council requesting that the violation be corrected. If the violation is not corrected within 30 days, the person observing the violation should notify the Board of Neighborhood Commissioners at commission@empowerla.org. Upon receiving the notification the Commissioner or Commissioners whose region contains the offending Neighborhood Council will take action to communicate to the Neighborhood Council the need to correct the violation. If the Neighborhood Council does not correct the violation within 30 days after notice from the Commissioner, then either the Commissioner or any other person may notify the Department. After verification, the Department shall then retain temporary staff at the Neighborhood Council's expense to prepare and post minutes pursuant to this policy.

Section 4. Reconsideration. Reconsideration of adopted resolutions and motions shall be in accordance with Robert's Rules of Order, Newly Revised.

ARTICLE IX — FINANCES

The Governing Board shall review its annual budget and make adjustments as needed to comply with City laws and administrative rules, and maintain compliance with Generally Accepted Accounting Principles and the City's mandate for the use of standardized budget and minimum finding allocation requirements.

The Governing Board shall adhere to all rules and regulations promulgated by appropriate City officials regarding the Council's finances, where the term "appropriate City officials" means those officials and/or agencies of the City of Los Angeles who have authority over Neighborhood Councils.

Each month, the Treasurer shall provide to the Board detailed reports of the Council's accounts.

At least once each quarter, the President and at least one (1) individual other than the Treasurer, who is designated by the Board, shall examine the Council's accounts and attest to their accuracy before submitting the documentation to the Department of Neighborhood Empowerment for further review.

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.

Section 2. Governing Board Structure and Voting. The number of Board seats, the eligibility requirements for holding any specific Governing Board seats, and which Stakeholders may vote for the Governing Board seats are noted in Attachment B.

Section 3. Minimum Voting Age. 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. [See Admin. Code §§ 22.814(a)

and 22.814(c)]

Section 4. Method of Verifying Stakeholder Status. Stakeholders shall provide proof of eligibility to vote in order to be allowed to vote. Proof of stakeholder status shall include name, age, and proof of stakeholder affiliation. Proof of stakeholder status for Community Interest Stakeholders must be consistent with and substantially equivalent to the evidentiary proof required of stakeholders who live, work or own property.

Section 5. Restrictions on Candidates Running for Multiple Seats. Not applicable.

Section 6. Other Election Related Language. Except for the requirements of stakeholder status and minimum age, the Council does not discriminate on any basis for eligibility to vote or to be a candidate for a seat on the Governing Board.

ARTICLE XI — GRIEVANCE PROCESS

The Grievance Process shall be established by Standing Rules adopted by the Governing Board.

ARTICLE XII — PARLIAMENTARY AUTHORITY

The most recent edition of Roberts Rules of Order, Revised shall be the parliamentary authority at meetings of the Council.

ARTICLE XIII — AMENDMENTS

The procedure for amending these bylaws shall include three (3) readings at successive regularly scheduled Governing Board meetings. Amendment of these bylaws shall require that all of the following actions must be accomplished:

First Reading: Any proposed amendment(s) must be properly placed on the agenda of a regularly scheduled Governing Board meeting, and at that meeting must be passed for further consideration by a majority of Governing Board members who are present and voting.

Second Reading: At the next regularly scheduled Governing Board meeting, the proposed amendment(s) shall be read aloud.

Third Reading: At the next regularly scheduled Governing Board meeting, final passage shall require a two-thirds (2/3) vote of all serving Governing Board members and, in addition, a simple majority vote of all stakeholders present and voting at that meeting.

For purposes of this section, Governing Board members are considered to be stakeholders in counting the stakeholder votes. Serving Governing Board members are all those members of the Governing Board holding office at the time, whether or not they are present at the meeting.

ARTICLE XIV — COMPLIANCE

The Council will comply with all applicable requirements of the Ralph M. Brown Act and all other rules and regulations for the conduct of Neighborhood Councils as promulgated by the Department of Neighborhood Empowerment.

Section 1. Code of Civility. 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. Not applicable

ATTACHMENT A – MAP OF THE COASTAL SAN PEDRO NEIGHBORHOOD COUNCIL



ATTACHMENT B — GOVERNING BOARD STRUCTURE AND VOTING

Coastal San Pedro Neighborhood Council – 17 Board Seats

BOARD POSITION	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Board Member	Elected	Stakeholder 18 and Older	Stakeholder 16 and Older