



Bylaws



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ARTICLE I NAME

The name of this Neighborhood Council shall be the Sherman Oaks Neighborhood Council (sometimes referred to as “Council” or “SONC”).

ARTICLE II PURPOSE

The purpose of the Council is to promote more stakeholder participation in government and make government more responsive to local needs. Neighborhood councils shall include representatives of the many diverse interests in communities and shall have an advisory role on issues of concern to the neighborhood.

A. The **MISSION** of the Council is:

1. To engage the broad spectrum of Sherman Oaks community Stakeholders for collaboration, deliberation and participation on matters affecting the community including events, issues and projects.
2. To work to achieve the objectives or projects that the Council desires to support.
3. To promote Sherman Oaks community Stakeholder participation and advocacy in City government decision-making processes and to promote greater awareness of and achieve maximum utilization of available resources.
4. To be an advocate for the Sherman Oaks community to government and private agencies.
5. To take any other action that is, or may be, authorized for neighborhood councils of the City of Los Angeles.
6. To provide an inclusive and open forum for public discussion of issues of interest to the Council, including City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City-wide nature.
7. To advise the City on issues of interest to the Council, including but not limited to City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City-wide nature.
8. To facilitate communication between the City and Stakeholders on issues of concern to the community and/or the Stakeholders.

B. The **POLICY** of the Council is:

1. To respect the diversity, dignity, and expression of views of all individuals, groups, and organizations within the community and/or involved in the Council;
2. To remain non-partisan with respect to political party affiliation and inclusive in the Council’s operations including, but not limited to, the process of electing or selecting the Board of Directors, Officers, and Committee Members, as hereinafter set forth;
3. To prohibit discrimination against any individual or group in our operations on the basis of race, religion, color, creed, national origin, ancestry, sex/gender, gender

identity, gender expression, sexual orientation, age, medical condition, disability, military or veteran status, genetic information, marital status, income, homeowner/renter status, political affiliation and any other characteristic protected by State and/or Federal Law.

4. To have fair, open, and transparent procedures for the conduct of all Council business.

ARTICLE III BOUNDARIES

Section 1: Boundary Description

SONC represents Stakeholders within the following geographic boundaries (see Attachment A - Map of Sherman Oaks Neighborhood Council.)

- A. **NORTH** - Burbank Boulevard on the north - The northern boundary shall be Burbank Boulevard except for the commercial corridor on Van Nuys Boulevard between Burbank Boulevard and Magnolia Boulevard.
- B. **EAST** - Coldwater Canyon Avenue on the east - The boundary on the east follows Coldwater Canyon south from Burbank Boulevard (Coldwater Canyon Avenue south to Kling Street, west to Van Nord Avenue and does not include properties in the 91604 zip code), south to Sarah Street west to the Avenue south to Valleyheart Drive west to Fulton Avenue south to Ventura BL east to Longridge Avenue south to the southern terminus of Longridge Avenue, and then a sight line from the southern terminus of Longridge Avenue to the intersection of Split Rock Road and Mulholland Drive.
- C. **SOUTH** - Mulholland Drive on the south.
- D. **WEST** - The 405 Freeway on the west.

Section 2: Internal Boundaries

- A. Area 1 bounded by:
 - Burbank Boulevard (N)
 - 101 Freeway (S)
 - Van Nuys Boulevard (E)
 - 405 Freeway (W)
- B. Area 2 bounded by:
 - Burbank Boulevard (N)
 - 101 Freeway (S)
 - Woodman Avenue (E)
 - Van Nuys Boulevard (W)
- C. Area 3 bounded by:
 - Burbank Boulevard (N)
 - 101 Freeway (S)
 - Coldwater Canyon Boulevard (E)
 - Woodman Avenue (W)
- D. Area 4 bounded by:
 - 101 Freeway (N)
 - Ventura Boulevard (S)
 - Hazeltine Avenue (E)
 - 405 Freeway (W)
- E. Area 5 bounded by:
 - 101 Freeway (N)
 - Ventura Boulevard (S)
 - 91423 Border, excluding 91604 (E)
 - Hazeltine Avenue (W)
- F. Area 6 bounded by:
 - Ventura Boulevard (N)
 - Mulholland Drive (S)
 - Beverly Glen (E)
 - 405 Freeway (W)
- G. Area 7 bounded by:
 - Ventura Boulevard (N)
 - Mulholland Drive (S)
 - 91423-91604 border (E)
 - Beverly Glen (W)

The boundaries of the Council and the 7 internal areas are set forth in Attachment A – Map of SONC

ARTICLE IV STAKEHOLDER

Neighborhood Council membership is open to all Stakeholders. SONC Stakeholders shall be defined in the following groups:

- (1) Residential Stakeholder - shall be any person who lives or whose residence is in an area located within the SONC boundaries.
- (2) Business Stakeholder - any person who works in, manages, owns a business or who owns real property in which they themselves do not reside within the SONC boundaries.
- (3) Community Interest Stakeholder - any person who affirms a substantial and ongoing participation in a community organization such as, but not limited to, educational, non-profit and/or religious organizations, within the SONC boundaries.

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,” “Community Interest Stakeholder,” and their related terms are defined by City Ordinance and cannot be changed without City Council action. See Los Angeles Charter Section 906(a)(2) and [Los Angeles Administrative Code Section 22.801.1](#)]

ARTICLE V GOVERNING BOARD

The Board of Directors (“the Board”) shall be the governing body of the Council.

Section 1: Composition

The Board shall consist of up to twenty-two (22) Stakeholders elected, selected, or appointed “Members” from each of the following four (4) Stakeholder groups identified in Article IV, as follows:

The composition of the Board shall be as follows:

- A. **Residential Stakeholder Board Members (RSBM)** – Open to Stakeholders eighteen (18) years of age or older who live or whose residence is in an area located within the SONC boundaries. One (1) RSBM may be elected in each of the seven (7) designated areas.
- B. **At-Large Business Stakeholder Board Members (BSBM)** – Open to Stakeholders eighteen (18) years of age or older who work at or own a business or business property within the NC boundaries. Seven (7) At-Large BSBM may be elected to represent the entirety of the SONC geographic boundaries.
- C. **At-Large Community Interest Stakeholder Board Members (CISBM)** – Open to Stakeholders eighteen (18) years of age or older who participate in a religious institution,

educational institution, health/safety organization, non-profit organization, neighborhood association. Seven (7) At-Large CISBM may be elected to represent the entirety of the SONC geographic boundaries.

- D. Youth Board Member (1 plus 1 alternate)** - Open to Stakeholders between the ages of fourteen (14) years or older and no more than seventeen (17) years of age, at the time of election or selection. Alternate Youth Stakeholder Member: Shall meet the same qualifications as the Youth Stakeholder Member and assume the Youth Stakeholder Member position should the Youth Stakeholder Member be unable to fulfill the position or resign from the position. The Alternate Youth Stakeholder Member shall be appointed in the same manner as the Youth Stakeholder Member.

No single Stakeholder group shall hold a majority of Board seats unless extenuating circumstances exist and are approved by the Department of Neighborhood Empowerment (“Department”).

Any member of the Board who ceases to be a Stakeholder is required to submit his or her resignation to the Board. However, Board Members who remain stakeholders but whose stakeholder category has shifted may serve out the remainder of their term in the seat to which they were elected or selected.

If the Stakeholder status of a Board Member is in question, then the Department will verify status using the Department’s procedure, at the request of the Board.

Each Member may represent only one (1) geographic Stakeholder group at a time. No person may serve as a Member while simultaneously holding elected office in the Los Angeles City government.

Section 2: Quorum

The quorum shall be 11 members of the Board or $\frac{1}{2} + 1$ (one half plus 1) of the seats occupied at the time of a meeting. Committee quorums shall be at least $\frac{1}{2}$ of the committee membership.

Section 3: Official Actions

Unless specified otherwise in these Bylaws, official action is taken at a meeting at which:

- A.** A quorum is met by a simple majority vote by the Board Members present and voting.
- B.** Abstentions are treated as a non-vote.
- C.** The presiding officer may vote on all motions.
- D.** Voting by proxy shall not be allowed

Section 4: Terms and Term Limits

Board Members shall serve a four (4) year term commencing after being seated. Newly elected Members will be seated after certification of the final election results, or in the event of a recount or election challenge, after confirmation of the results of that recount or election challenge, in

which case incumbent Members will continue in their positions until any recount or election challenge is resolved. There are no term limits.

Board member elections will be staggered. The City Clerk conducted elections in April - June 2021, for Areas #1, #3, #5 and #7. Areas #2, #4, and #6 elections occurred 2 years later. Board members from all areas are elected for a duration of four (4) years or until a successor is elected or appointed. If there are vacant seats in areas that are not due for elections in an election year, then those vacancies can be filled as part of that election year's ballot. However, the elected member will only serve out the remaining 2 years of that vacant seat's term, so that normal election staggering is maintained. A Board members term concludes when their successor is seated.

Section 5: Duties and Powers

The primary duties of the Board shall be to govern the Council and to carry out its objectives. No individual member of the Board shall speak for the Board or otherwise publicly represent a Board position unless authorized to do so by official action of the Board, or as provided elsewhere in the SONC Standing Rules or these bylaws. The Board may, by official action, delegate to any individual the authority to present before any City body a standing Council position previously adopted by the Board or a statement that the Council has had insufficient time to develop a position or recommendation on a matter before that body. Such authority may be revoked at any time by the Board.

The accounting books, records, and minutes of proceedings of the Council and any committee of the Council shall be kept at such place or places designated by the Officers of the Council or, in the absence of such designation, at the principal office of the Council. The principal office of the council, if any, shall be listed with the Department of Neighborhood Empowerment. The minutes shall be kept in written or typed form or in any other form capable of being converted into written, typed or printed form.

The Board will comply with the Public Records Act. In addition, Stakeholders shall have the absolute right at any reasonable time to inspect all books, records, and documents of the Council.

NCs and NC members also are – and will continue to be – subject to AB992 and other parts of the Brown Act, the First Amendment, the Code of Conduct, and other policies, laws, and regulations which govern how NCs and NC members interact, represent the City, and conduct their official business.

Section 6: Vacancies

Vacancy appointment eligibility to include any Stakeholder, as defined in Admin. Code 22.801.1(a), who is in the Sherman Oaks Neighborhood Council geographic boundaries of Areas [1-7] and is at least 18 years of age. In the event of a Member vacancy (whether resulting from the resignation, or removal of a Member, or the absence of any candidates for election), the President may appoint a qualified Stakeholder as a Member for the vacant position, subject to approval by a majority vote of Board members present and voting at the time approval for the appointment is requested.

Section 7: Absences

A. Board Member Attendance at Regular or Special Board Meetings - There are no excused absences. Any Board Member who misses four (4) regularly scheduled Neighborhood Council Board or Special Board Meetings during any twelve (12) month period will be automatically removed from the Board. Each Council Board Member absence shall be recorded in the Council's Meeting Minutes or other manner of Council record keeping.

Upon Board Member missing three (3) Board or Special Board Meetings during any twelve (12) month period, the Presiding Officer or a person designated by the Presiding Officer shall notify the Board Member that an additional absence within a specified time period will result in their removal from the Board. The notice shall be made in any manner reasonably expected to result in the Board Member receiving notice, but at a minimum the notice shall be mailed to the Board Member's last known address on file with the Council or the Department of Neighborhood Empowerment. Notice shall be given as soon as is reasonably possible after the Board member's third absence.

Upon a Board Member missing four (4) Board or Special Board Meetings during any twelve (12) month period, the Presiding Officer shall notify the Board Member that their seat has been declared vacant and that the Member is removed from the Board. Notice shall be made per the process described above.

Any meeting of the Neighborhood Council Board, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Board Member attendance. If removed from the Board per this Section, the former Board Member may seek reinstatement by following the Reinstatement Process.

The First Vice President shall act as the Presiding Officer for the purpose of notification in the event that the President is the Member in question.

B. Reinstatement Process – If requesting reinstatement, the former Board Member must within ten (10) days of the fourth absence notify the Presiding Office in writing of their intent to request reinstatement. The Presiding Officer or their designee will schedule the request to be heard at the next regularly scheduled Executive Committee meeting.

Upon hearing the former Board Member's request, the Executive Committee will make a recommendation as to reinstatement.

At the next regularly scheduled Board meeting, the former Board Member's request shall be heard along with the recommendation of the Executive Committee, and shall be voted upon by the Board

C. Executive Officer Attendance at Executive Committee Meetings – Any Board Officer who misses four (4) regularly scheduled Executive Committee Meetings during any twelve (12) month period will be automatically removed from their position as a Board Officer. Each Board Officer absence shall be recorded in the Executive Committee Meeting Minutes or other manner of Board record keeping.

Upon a Board Officer missing three (3) Executive Committee Meetings during any twelve (12) month period, the Presiding Officer or their designee shall notify the Board Officer that an additional absence within a specified time period will result in their removal from their position as a Board Officer. The notice shall be made in any manner reasonably expected to result in the Board Officer receiving the notice, but at a minimum the notice shall be mailed to the Board Officer's last known address on file with the Board or the Department of Neighborhood Empowerment. Notice shall be given as soon as is reasonably possible after the Board Officer's third absence.

Upon a Board Officer missing four (4) Executive Committee Meetings during any twelve (12) month period, the Presiding Officer shall notify the Board Officer that the Officer is removed from their position as a Board Officer. Notice shall be made per the process described above.

Any meeting of the Executive Committee, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Board Officer attendance.

The First Vice President shall act as the Presiding Officer for the purpose of notification in the event that the President is the Member in question.

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 may censure any Board Member at a regular or special meeting open to the public 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. 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 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 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

Members may resign by submitting a written letter of resignation to the President. In the sole discretion of the President, a letter of resignation may be immediately accepted.

Section 11: Community Outreach

The Council shall direct that a system of outreach be instituted to inform Stakeholders as to the existence and activities of the Council, including its Board elections, to find future leaders of the Council, and to encourage all Stakeholders to seek leadership positions within the Council.

The Council shall maintain a web site presence to disseminate information to Council Stakeholders and others interested in the Council.

Outreach also should be undertaken at public events and shall be coordinated with other Neighborhood Councils when appropriate.

ARTICLE VI OFFICERS

Section 1: Officers of the Board

The Officers of the Council (“the Officers”) shall consist of a President, a First Vice-President, a Second Vice-President, a Treasurer, and a Secretary. All Officers must be Members of the Board.

Section 2: Duties and Powers

The duties of the Officers are as follows and also include such additional duties as may be adopted by official action of the Board:

- A. **President:** The President shall act as the chief executive of the Council and shall be the presiding officer at all Council meetings and shall exercise and perform such other duties as the Board may assign from time to time or as the Bylaws may prescribe.
- B. **First Vice-President:** The First Vice President shall act as a presiding officer in the absence of the President and, in case of vacancy in the office of President, or in the case of the President’s unavailability due to sickness, disability, death, or resignation, then the First Vice-President shall perform the duties of the President and when so acting shall have all the powers and perform such other duties as the Board or the Bylaws may prescribe. The First Vice-President shall be responsible for the oversight of all Council committees. The First Vice-President shall perform all other duties as the President or the Board may assign from time to time.
- C. **Second Vice-President:** The Second Vice-President shall act as a presiding officer in the absence of the President and the First Vice-President and, in case of vacancy in the office of President and the First Vice-President, or in the case of the unavailability of both the President and the First Vice-President due to sickness, disability, death, or resignation, then the Second Vice-President shall perform the duties of the President and when so acting shall have all the powers and perform such other duties as the Board or the Bylaws may prescribe. The Second Vice-President shall ensure the meetings are undertaken in an expeditious manner and shall be the timekeeper, ensuring that all speakers speak within the required time frames. The Second Vice-President shall oversee elections and shall chair any election committee that the President may be requested to form on an ad hoc basis to aid in an election. The Second Vice-President shall perform all other duties as the President or the Board may assign from time to time.
- D. **Secretary:** The Secretary shall keep the minutes of the Council; see that all notices are given in accordance with the provisions of these Bylaws; be custodian of the records of the Council; perform all other duties as requested by the President and/or the Board. The Secretary shall keep the Bylaws and Standing Rules up to date and shall keep an official list of all Members and committee members and their terms, and keep a register of the addresses (including electronic address, if applicable) and telephone numbers of each Member. The President may appoint an Assistant Secretary to assist the Secretary with all duties and act in his or her absence.

- E. **Treasurer:** The Treasurer shall keep the books and maintain, or cause to be kept and maintained, adequate and correct books and records of transactions of the Council. The books and records, including books of accounts, shall be open to inspection by any Member or Stakeholders at all reasonable times. All books of accounts shall be kept in accordance with Generally Accepted Accounting Principles (“GAAP”). The Treasurer shall perform duties in accordance with City policies and procedures.

Section 3: Selection of Officers

- A. Officer positions shall be elected bi-annually by the Board at the first meeting following an election for Members and every two (2) years thereafter. Newly elected officers shall take office immediately upon election.
- B. If there are more than two (2) candidates for an office and none receives a majority of the votes on the first election, a run-off election shall be held immediately between the two (2) candidates receiving the highest number of votes.

Section 4: Officers Terms

The Officers shall serve 2 year terms and serve at the pleasure of the Board. They may stand for reelection every 2 years.

In the event of a permanent vacancy in the office of President, the First Vice-President shall become the President for the remainder of the current term. In the event of a permanent vacancy in the office of First Vice-President, Second Vice-President, Treasurer or Secretary, the presiding officer shall nominate a replacement that shall be seated after approval by a majority of Board Members present. The replacement shall serve the remaining portion of the term of the office being filled.

ARTICLE VII COMMITTEES AND THEIR DUTIES

The Council may have both standing and ad hoc committees.

Section 1: Standing Committees

The Council’s standing committees shall be in its standing rules.

Section 2: Ad Hoc Committees

Ad hoc committees shall be formed as necessary at the discretion of the President, subject to approval by the Executive Committee.

Section 3: Committee Creation and Authorization

The creation and authorization of the Council’s committees shall be in its standing rules. If an Ad Hoc Committee is not created as set forth above and includes Stakeholders, the committee must operate under the notice and posting requirements of the Brown Act.

ARTICLE VIII MEETINGS

The Council and its Officers shall abide by all California statutes, including the Brown Act (*California Government Code Section 54950 et seq.*), shall be noticed and conducted in accordance with the Act and all other applicable laws and governmental policy relative to public meetings and public records. Those meetings defined by the Act as open and public shall allow Stakeholders and the public the opportunity to speak.

Section 1: Meeting Time and Place

All meetings shall be held within the Council boundaries at a location, date and time set by the Board or their Committees. The Board may hold as many meetings as it desires, but shall hold meetings at a minimum of six times a year.

Section 2: Agenda Setting

The President shall set the agenda for each Council meeting with the input of the Executive Committee.

Section 3: Notifications/Postings

The Neighborhood Council shall comply with the Ralph M. Brown Act and Department requirements for posting notices, including the Neighborhood Council Agenda Posting Policy approved by the Board of Neighborhood Commissioners. Notice of a regular meeting shall be a minimum of three (3) days (72 hours) in advance of the meeting and at least one (1) day (24 hours) in advance of a special meeting.

The notice will specify the time and place at which the meeting will be held, and an agenda containing a brief description of all the items of business to be discussed at the meeting. The notice and agenda may be contained in a single document. Failure to receive a meeting notice does not invalidate the meeting. However, the provisions of the Act and these Sections must be complied with in good faith.

Section 4: Reconsideration

The Council may reconsider and amend its action on items listed on the agenda if that reconsideration takes place immediately following the original action or at the next regular Council meeting. The Council, on either of those two (2) days, may entertain a Motion for Reconsideration which, if approved, shall result in the Council hearing the matter and possibly taking action. If the motion to reconsider an action is to be scheduled at the next meeting following the original action, then two items shall be placed on the agenda for that meeting: (1) a motion for reconsideration on the described matter and (2) a proposed action should the motion to reconsider be approved. A Member who previously voted with the prevailing side against the original action may make a motion for reconsideration. If a motion for reconsideration is not made on the date the action was taken, then a Member on the prevailing side of the action must submit a memorandum to the Secretary identifying the matter to be reconsidered and a brief description of the reason(s) for requesting reconsideration at the next regular meeting.

ARTICLE IX FINANCES

- A. The Board shall review its fiscal budget and make adjustments as needed to comply with City laws and City administrative rules, and to keep in compliance with Generally Accepted Accounting Principles and the City's mandate for the use of standardized budget and minimum finding allocation requirements.
- B. The 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.
- C. All financial accounts and records shall be available for public inspection and posted on the Council website, if available.
- D. Each month, the Treasurer shall provide to the Board detailed reports of the Council's accounts.
- E. The Council will not enter into any contracts or agreements except through the appropriate City officials.
- F. At least once each quarter, the President and at least one (1) other individual other than the Treasurer, who is designated by the Board, may examine the Council's accounts and attest to their accuracy before submitting the documentation to the Department 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 Board seats, and which Stakeholders may vote for the Board seats are noted in Attachment B.

Stakeholders shall select one of the seven (7) geographic areas, based on stakeholder status, as stated in Article V, in which they will cast their vote for an RSBM, BSBM, and CISBM to represent that geographic area. Stakeholders may register for one particular geographic area for an election. They may not vote for candidates in any other geographic area during the election.

The YM Stakeholder(s) shall be appointed and not selected based on the seven (7) geographic areas, but rather resides **or** attends high school within the Boundaries of the Council as defined in Article III, Section 1.

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

Voters will verify their Stakeholder status by providing acceptable documentation.

Section 5: Restrictions on Candidates Running for Multiple Seats

A candidate shall declare their candidacy for no more than one (1) position on the Council Board during a single election cycle.

Section 6: Other Election Related Language

Sherman Oaks Neighborhood Council may adopt an alternative selection process rather than participate in a City-conducted election or in the event the neighborhood council elections are postponed or canceled. The Board must approve the selection process by a two-thirds ($\frac{2}{3}$) vote of the Board Members present. A selection differs from an election in that individual votes must be made public, e.g., via signed ballots or a public show of hands. The selection process must preserve the goals and objectives of the Council; occur during the same time period as the planned election; include a method for resolving any challenges to the results; and be inclusive, transparent, and non-discriminatory.

ARTICLE XI GRIEVANCE PROCESS

Section 1: Grievances Submitted by a Stakeholder

- A. Any Grievance by a Stakeholder must be submitted to the Department's Grievance Portal so that the Department may determine whether such Grievance conforms with the [Los Angeles Administrative Code \(L.A.A.C.\) 22.818](#) Subsections (c)(1) [Grievance Defined] and (c)(2) [Exclusions].
- B. Once the Department certifies the Grievance, the Board will be notified. Such certification of the Grievance by the Department shall not be construed as a statement regarding the validity or invalidity of the Grievance.
- C. After receiving a certified Grievance from the Department, the Board must, at its next regular or special meeting, but not more than 60 calendar days from the communication from the Department, take one of the following actions:
 - a. Consider the Grievance in accordance with a Grievance process specified in the Board's Bylaws and issue a decision to sustain and cure or reject the Grievance in whole or in part; OR

- b. Waive consideration of the Grievance and request the Department to forward the Grievance directly to a Regional Grievance Panel for consideration.
- D. Any inaction by the Board passing the 60 calendar days will waive consideration of the Grievance and the Department shall forward the Grievance to the Regional Grievance Panel in accordance with [L.A.A.C. 22.818](#) Subsection (d)(5).
- E. Only the Grievant may appeal a Board's decision pursuant to [L.A.A.C. 22.818](#) Subsection (d)(2)(A). Such appeals must be filed with the Department on the portal within seven (7) calendar days from the date of the Board's action on the certified Grievance. A Grievant may not appeal a decision by the Board to waive consideration of any or all Grievances.

Section 2: SONC Grievance Process

Any person or group who objects to a decision or policy or believes that they are adversely affected by a decision or policy of the Council may file a grievance in writing with the President. The Council shall resolve the grievance or take appropriate action and advise the complainant of the outcome. This formal grievance process is not intended to apply to Stakeholders who simply disagree with a position or action taken by the Council. Those grievances can be aired at Council meetings. This grievance process is intended to address matters involving procedural disputes (e.g., the Council's failure to comply with Council Rules or these Bylaws). In the event that a grievance cannot be resolved through this grievance process, then the matter may be referred directly to the Department for consideration in accordance with the Plan.

Within ten (10) days of receipt of the grievance, a grievance committee shall be formed by the President and shall arrange with the grievant for a mutually acceptable place, day, and hour for a review of the complaint, and will, within sixty (60) days, recommend a resolution of the grievance to the Council.

The grievance committee shall attempt to resolve the grievance and shall submit a report of their recommendation and/or action to the grievant and the Council. If the grievance committee and grievant cannot reach agreement, final resolution of the grievance shall be by a vote of the majority of the Council. Parties involved are encouraged to request mediation assistance from the Department.

Section 3: Grievances Submitted by a Board Member

- A. Any Grievance by a Board Member filed against their own Board will bypass consideration by the impacted Board, as set forth in [L.A.A.C. 22.818](#) Subsection (d)(2). The Department will forward a Grievance filed by a Board Member against their own Board directly to a Regional Grievance Panel for disposition, as specified in [L.A.A.C. 22.818](#) Subsection (d)(6).

Section 4: Regional Grievance Panel

- A. When a certified Grievance is sent to a Regional Grievance Panel, the Board must appoint a Neighborhood Council Representative who shall present an opening argument

(not to exceed 10 minutes) and a rebuttal (not to exceed 5 minutes) on behalf of the Neighborhood Council Board to the Panel.

ARTICLE XII PARLIAMENTARY AUTHORITY

The Council shall use the Robert's Rules of Order when conducting all Council meetings. Additional rules and/or policies and procedures regarding the conduct of the Board and/or Council meetings may be developed and adopted by the Board.

These bylaws supersede the parliamentary rules mentioned above.

ARTICLE XIII AMENDMENTS

The Executive Committee may make a proposal for amendment of, change, addition and/or deletion to the Bylaws (an "Amendment") by placing the Amendment proposal on the agenda for public discussion for two (2) consecutive Council meetings. An Amendment proposal may also be made by any Member at any Council meeting or by any Stakeholder during the public comment period of any Council meeting; any such proposal, however, must then be formalized in writing and filed with the Secretary or person responsible for preparing the agenda for the next two (2) consecutive Council meetings.

In order to become effective, an Amendment proposal requires an affirmative vote of two-thirds (2/3) of Council Members present and voting at two (2) consecutive Council meetings. Thereafter, and within fourteen (14) days after an affirmative vote, a Bylaws Amendment Application shall be submitted to the Department for final review and approval pursuant to the Plan.

No Amendment shall operate to alter the eligibility of any Member to serve on the Council for the remainder of that Member's term in which the Amendment is approved.

ARTICLE XIV COMPLIANCE

The Council, its representatives, and all Stakeholders shall comply with these Bylaws and with any additional Standing Rules or Procedures as may be adopted by the Board as well as all local, county, state and federal laws, including, without limitation, the policies approved by the Board of Neighborhood Commissioners, the Department's rules and regulations, the City Governmental Ethics Ordinance (Los Angeles Municipal Code Section 49.5.1), the Brown Act, the Public Records Act, the Americans with Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

Section 1: Code of Civility

The Council, its representatives, and all Stakeholders shall conduct all Council business in a civil and respectful manner pursuant to Commission and City regulations. Board members will abide by the Board of Neighborhood Commissioners' Neighborhood Council Board Member Code of Conduct Policy.

Section 2: Training

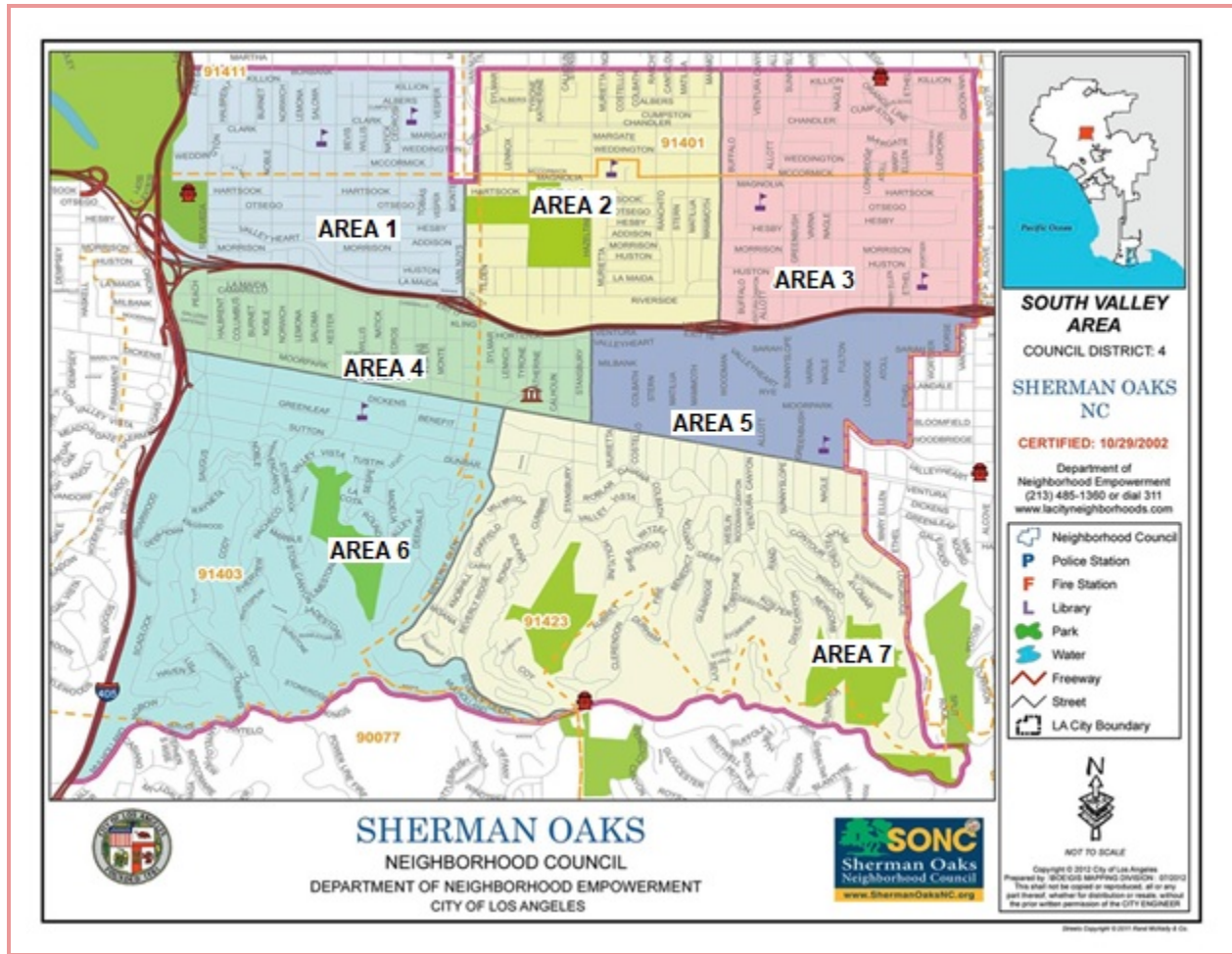
Neighborhood Council Board Members, whether elected, selected or appointed, are required to complete all mandatory trainings in order to vote on issues that come before the Council. Trainings available to Board Members are created to ensure success during their period of service. All Board Members shall complete mandatory trainings as prescribed by the City Council, the Commission, and the Office of the City Clerk, Funding Division, and the Department.

Board members not completing mandatory trainings provided by the City within sixty (60) days of being seated or after expiration of the training, shall lose their Council voting rights on all items brought to the board.

Section 3: Self-Assessment

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

ATTACHMENT A



ATTACHMENT B

Sherman Oaks Neighborhood Council – 22 Board Seats

BOARD POSITION	NUMBER OF SEATS	ELECTED, APPOINTED or SELECTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Area 1 Residential Representative Term: 4 Years	1	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and who lives in or whose residence is located in the boundaries of Geographic Area 1	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 16 years of age and lives in Area 1, works in Area 1, owns real property in Area 1, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than (1) one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community] within the boundaries of Area 1 of the Neighborhood Council, defined in Article III of the bylaws.
Area 2 Residential Representative Term: 4 Years	1	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and who lives in or whose residence is located in the boundaries of Geographic Area 2	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 16 years of age and lives in Area 2, works in Area 2, owns real property in Area 2, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than (1) one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of Area 2 of the Neighborhood Council, defined in Article III of the bylaws.
Area 3 Residential Representative Term: 4 Years	1	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and who lives in or whose residence is located in the boundaries of Geographic Area 3	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 16 years of age and lives in Area 3, works in Area 3, owns real property in Area 3, or is a Community Interest Stakeholder defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than (1) one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community] within the boundaries of Area 3 of the Neighborhood Council, defined in Article III of the bylaws.

BOARD POSITION	NUMBER OF SEATS	ELECTED, APPOINTED or SELECTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Area 4 Residential Representative Term: 4 Years	1	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and who lives in or whose residence is located in the boundaries of Geographic Area 4	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 16 years of age and lives in Area 4, works in Area 4, owns real property in Area 4, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than (1) one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community] within the boundaries of Area 4 of the Neighborhood Council, defined in Article III of the bylaws.
Area 5 Residential Representative Term: 4 Years	1	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and who lives in or whose residence is located in the boundaries of Geographic Area 5	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 16 years of age and lives in Area 5, works in Area 5, owns real property in Area 5, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than (1) one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community] within the boundaries of Area 5 of the Neighborhood Council, defined in Article III of the bylaws.
Area 6 Residential Representative Term: 4 Years	1	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and who lives in or whose residence is located in the boundaries of Geographic Area 6	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 16 years of age and lives in Area 6, works in Area 6, owns real property in Area 6, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than (1) one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community] within the boundaries of Area 6 of the Neighborhood Council, defined in Article III of the bylaws.
Area 7 Residential Representative Term: 4 Years	1	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and who lives in or whose residence is located in the boundaries of Geographic Area 7	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 16 years of age and lives in Area 7, works in Area 7, owns real property in Area 7, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than (1) one year, and that performs ongoing and verifiable activities and operations that confer some benefit

				on the community] within the boundaries of Area 7 of the Neighborhood Council, defined in Article III of the bylaws.
BOARD POSITION	NUMBER OF SEATS	ELECTED, APPOINTED or SELECTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
At-Large Business Stakeholder Board Members (BSBM) Term: 4 Years	7	Elected	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 18 years of age and who works at or owns a business or business property within the Sherman Oaks Neighborhood Council's geographic boundaries. Seven (7) At-Large BSBM may be elected to represent the entirety of the Sherman Oaks Neighborhood Council's geographic boundaries.	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 16 years of age who lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than (1) one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community] within the boundaries of the Sherman Oaks Neighborhood Council.
At-Large Community Interest Stakeholder Board Members (CISBM) Term: 4 Years	7	Elected	Any Stakeholder at least 18 years of age defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address in the Sherman Oaks Neighborhood Council's boundaries for not less than one (1) year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the Sherman Oaks Neighborhood Council.	Any Stakeholder, as defined in Admin. Code § 22.801.1(a), who is at least 16 years of age and lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address for not less than (1) one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community] within the boundaries of the Sherman Oaks Neighborhood Council.

BOARD POSITION	NUMBER OF SEATS	ELECTED, APPOINTED or SELECTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Youth Representative Term: 1 Year	1	Appointed	Any Stakeholder, who is at least 14 years of age and no more than 17 years of age on the day of selection. See Admin. Code § 22.814(c). Stakeholder is defined in Admin. Code § 22.801.1 as a person who lives, works, owns real property, or is a Community Interest Stakeholder [defined in Admin. Code § 22.801.1(b) as a person who affirms a substantial and ongoing participation with a community organization that has maintained a physical street address 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].	Youth Members are appointed, not elected.