

**SHERMAN OAKS NEIGHBORHOOD COUNCIL
(SONC)
BYLAWS**

Extract

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

A. President: The President shall be the principal officer of the Council and shall be the presiding officer at meetings of the Council 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").

Section 3: Selection of Officers

A. Officers 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. Officers elected bi-annually by the Board in 2016 shall have a one-time, one-year term extension to coordinate officers' elections with the 2019 Neighborhood Council 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: Officer Terms - Officers shall be elected for a two (2) year term and serve at the pleasure of the Board. Officers elected bi-annually by the Board in 2016 shall have a one-time, one-year term extension to coordinate officers' elections with the 2019 Neighborhood Council election.

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.