

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

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Article I NAME

The name of this organization shall be SHERMAN OAKS NEIGHBORHOOD COUNCIL (sometimes referred to as the "Council" or "SONC").

Article II PURPOSE

The mission of the Sherman Oaks Neighborhood Council shall be:

- A. To engage the broad spectrum of Sherman Oaks community Stakeholders for collaboration and deliberation on matters affecting the community including events, issues and projects.
- B. To work to achieve the objectives or projects that the Council desires to support.
- C. To monitor and promote the delivery of City services within Sherman Oaks.
- D. 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.
- E. To be an advocate for the Sherman Oaks community to government and private agencies.
- F. To present to the Mayor and the City Council a list of Council priorities for the City budget as per LAAC ordinance 11172728 section 1, div. 22.
- G. To take any other action that is, or may be, authorized for neighborhood councils of the City of Los Angeles.

Article III BOUNDARIES

Section 1: Boundary Description

The boundaries of the community represented by the Sherman Oaks Neighborhood Council are as follows:

- A. 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. 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. Mulholland Drive on the south
- D. 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)
Hazeltime Avenue (E)
405 Freeway (W)

- E. Area 5 bounded by: 101
Freeway (N)
Ventura Boulevard (S)
91423 Border, excluding 91604 (E)
Hazeltime 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 are set forth in Attachment A - Map of the Sherman Oaks Neighborhood Council.

Article IV STAKEHOLDER

Neighborhood Council Membership is open to all stakeholders. Stakeholders shall be defined as those who live, work, or own real property in the neighborhood and also those who declare a stake in the neighborhood as a community interest stakeholder, defined as a person who affirms a substantial and ongoing participation within the neighborhood council's boundaries and who may be in a community organization such as, but not limited to, educational, non-profit and/or religious organizations.

The categories of stakeholders are:

A. Residential Stakeholder: A Residential Stakeholder is any person who lives in or whose residence is in an area defined in Article III, Section 2.

B. Business Stakeholder: A "Business Stakeholder" is any person who works in, manages, owns a business or who owns real property in which they themselves do not reside in an area defined in Article III, Section 2.

C. Community Interest Stakeholder: A Community Interest Stakeholder is 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 an area defined in Article III, Section 2.

D. Youth Stakeholder: A Youth Stakeholder is a high school student who attends school or resides within the area defined in Article III, Section 1.

Article V GOVERNING BOARD

The Sherman Oaks Neighborhood Council Board of Directors ("the Board") shall be the Governing Body of the Council within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils ("the Plan").

Section 1: Composition

The Board shall be comprised of up to twenty-three (23) elected or appointed "Members" from each of the following four (4) Stakeholder groups identified in Article IV, as follows:

A. Residential Stakeholder Members (RSM): An RSM shall be any person who lives or whose residence is in an area defined in Article III, Section 2. One (1) RSM may be elected in each of the seven (7) designated areas.

B. Business Stakeholder Member (BSM): A BSM shall be any person who works in, manages, owns a business or who owns real property in which they themselves do not reside in an area defined in Article III, Section 2. One (1) BSM may be elected in each of the seven (7) designated areas.

C. Community Interest Stakeholder Member (CSM): A CSM shall be 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 an area defined in Article III, Section 2. One (1) CSM may be elected in each of the seven (7) areas designated in Article III, Section 2 with one (1) of the seven (7) elected as a Community Interest Stakeholder.

D. Youth Stakeholder Member (YM): A YM shall be any person attending high school that resides within the area defined in Article III, Section 1 and who is at least 16 years except for a single seat allocated to a person who is at least 14 years of age. The President, with the approval of the Executive Committee, will appoint a Selection Committee of three Board Members to interview and select two (2) persons to be affirmed and appointed by the Board as Youth Members for year terms starting July 1 and ending June 30 of each year. The YM shall have and maintain a 2.5 grade point average, and have signed permission from the person's parent and/or guardian.

In accordance with the Plan, the Board must, to the extent possible, reflect the diversity of the Neighborhood Council's Stakeholders. Accordingly, no single Stakeholder group shall comprise a majority of the Council unless warranted by extenuating circumstances and approved by the Department of Neighborhood Empowerment ("the Department").

Section 2: Quorum - A quorum of the Board must be present to conduct general Council meetings. A quorum shall consist of eleven (11) Members.

Section 3: Official Actions - In order for the Board to take action, a majority of Board Members present and voting must support a position.

A. The presiding officer may vote on all motions.

B. Voting by proxy shall not be allowed.

C. A majority is determined only by affirmative and negative votes. An abstention is not a vote and does not count as a vote

Section 4: Terms and Term Limits - Each Member shall serve for a term of four (4) years. 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.

Members elected or appointed to terms expiring in 2018 shall serve one additional year, and members elected or appointed to terms expiring in 2020 shall serve one additional year, due to a one-time extension of terms per City Council Ordinance.

Beginning with the City Clerk conducted election in April - June 2010, every Board position shall be open for election, at which time Members from the following areas shall be elected for a duration of two (2) years or until a successor is elected or appointed: Areas #1, #3, #5 and #7. The remaining Members, in Areas #2, #4 and #6, shall be elected for a duration of four (4) years or until a successor is elected or appointed.

Beginning with election held in 2019, and each election thereafter, each and every Member shall be elected for a four (4) year term, or until a successor is elected or appointed.

At the time of an election for odd numbered areas, any Board seats from even numbered areas that are vacant and have unexpired terms will be filled by election for the remainder of the unexpired term. At the time of an election for even numbered areas, any Board seats from odd numbered areas that are vacant and have unexpired terms will be filled by election for the remainder of the unexpired term. A vacant seat will be determined to be unavailable for filling by appointment, once the candidate registration period begins. If the seat remains vacant after the election, then it will become eligible for appointment again at that time.

Section 5: Duties and Powers

A. Non-Discrimination - The Board will encourage all Stakeholders to participate in its activities, and will not discriminate against individuals or groups on the basis of race, religion, color, creed, national origin, ancestry, sex, sexual orientation, age, disability, marital status, income, citizenship status, or political affiliation in any of its policies.

B. Conflict of Interest and Applicable Laws - The Board shall be subject to any or all applicable sections of federal, state and local laws, as well as the City of Los Angeles Government Ethics Ordinance (Los Angeles Municipal Code Section 49.5.1).

C. Restriction on Political Campaigns - The Board shall not participate in, or interfere in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office, by election or appointment. This restriction shall not be interpreted to forbid informational events such as candidate forums. This restriction shall not prevent the Board from taking a position on legislative action, ballot initiatives, ballot measures, Los Angeles City Council Agenda items, or other such similar administrative or legislative action items.

D. Multiple Membership - 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.

F. Maintenance and Inspection of Articles and Bylaws - The principal office for the Council, if any, shall be listed with the Department.

G. Maintenance and Inspection of Other Records - 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 minutes shall be kept in written or typed form or in any other form capable of being converted into written, typed or printed form.

H. Inspection by Stakeholders - 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.

Section 6: Vacancies - 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 ("Neighborhood Council") may censure any Board member at a 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 - 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 Board 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.

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.

Article VII COMMITTEES AND THEIR DUTIES

The Council may have both standing and *ad hoc* committees.

Section 1: Standing – The Council’s standing committees shall be in its standing rules.

Section 2: Ad Hoc – 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.

Article VIII MEETINGS

The Council and its Officers shall abide by all California statutes, including the Brown Act (the “Act”) 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 – 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 – At a minimum, meeting notices shall be posted in compliance with the Ralph M. Brown Act and in compliance with City of Los Angeles Neighborhood Council posting policy. An updated listing of the Neighborhood Council’s physical posting location/s shall be kept on file with the Neighborhood Council.

All public meetings, as defined by the Act, will be publicized within the Sherman Oak Neighborhood Council boundaries in accordance with the Act, local and state law. 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.

All posting shall be made in accordance with the Act. Notification of all meetings, as defined by the Act, shall include posting pursuant to City policy. In addition, posting shall be made on the SONC Web site and delivered to any newspaper requesting a copy at least seventy-two (72) hours in advance of the meeting, except when a special meeting is called in which case the agenda will be posted at the above described at least twenty-four (24) hours in advance of the special meeting.

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. At least once each quarter, the President and at least one (1) other 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 for further review.

F. The Council will not enter into any contracts or agreements except through the Department.

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 - Each Stakeholder shall select one of the

seven (7) geographic areas, based on stakeholder status, as stated in Article V, in which he/she will cast his/her vote for an RSM, BSM, and CSM to represent that geographic area. A Stakeholder's selection of his or her geographic choice shall be recorded through such reasonable voter registration process as the Council may select in accordance with applicable election rules and regulations. Once a Stakeholder registers for a particular geographic area, he or she may not vote for candidates in any other geographic area unless there has been a material change in the Stakeholder's geographic status such that the Stakeholder no longer defines himself or herself as a Stakeholder in the geographic region in which he or she last voted (e.g., a change of residence).

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.

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.

Section 3: Minimum Voting Age - To be eligible to vote in an election, a Stakeholder must be a minimum age of eighteen (18) years at the time of the election.

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 Stakeholder Voting - 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 – Not Applicable.

Article XI 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 matter may be referred 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.

Board members are not permitted to file a grievance against another Board member or against the Council, except as permitted under the City's grievance policy. The Neighborhood Council will follow the City's policy and/or rules regarding the handling of grievances.

Article XII PARLIAMENTARY AUTHORITY

All Council meetings, including general meetings, Executive Committee meetings and committee meetings, shall be governed by Robert's Rules of Order or such other rules as the Council adopts insofar as such rules are not inconsistent with these Bylaws or with the law.

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 Community 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 Plan, the City Code of Conduct, the City Governmental Ethics Ordinance (*Los Angeles Municipal Code Section 49.5.1*), the Act, the Public Records Act, the American Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

Section 1: Code of Civility – The Council, its representatives, and all Community Stakeholders shall conduct all Council business in a civil, professional and respectful manner.

Board members will abide by the Board of Neighborhood Commissioners' Neighborhood Council Board Member Code of Conduct Policy.

Section 2: Training – All Board members shall take training in the fundamentals of Neighborhood Council, including, but not limited to, ethics, conflict of interest, and funding provided by the City within ninety (90) days of being seated, or they will lose their Council voting privileges.

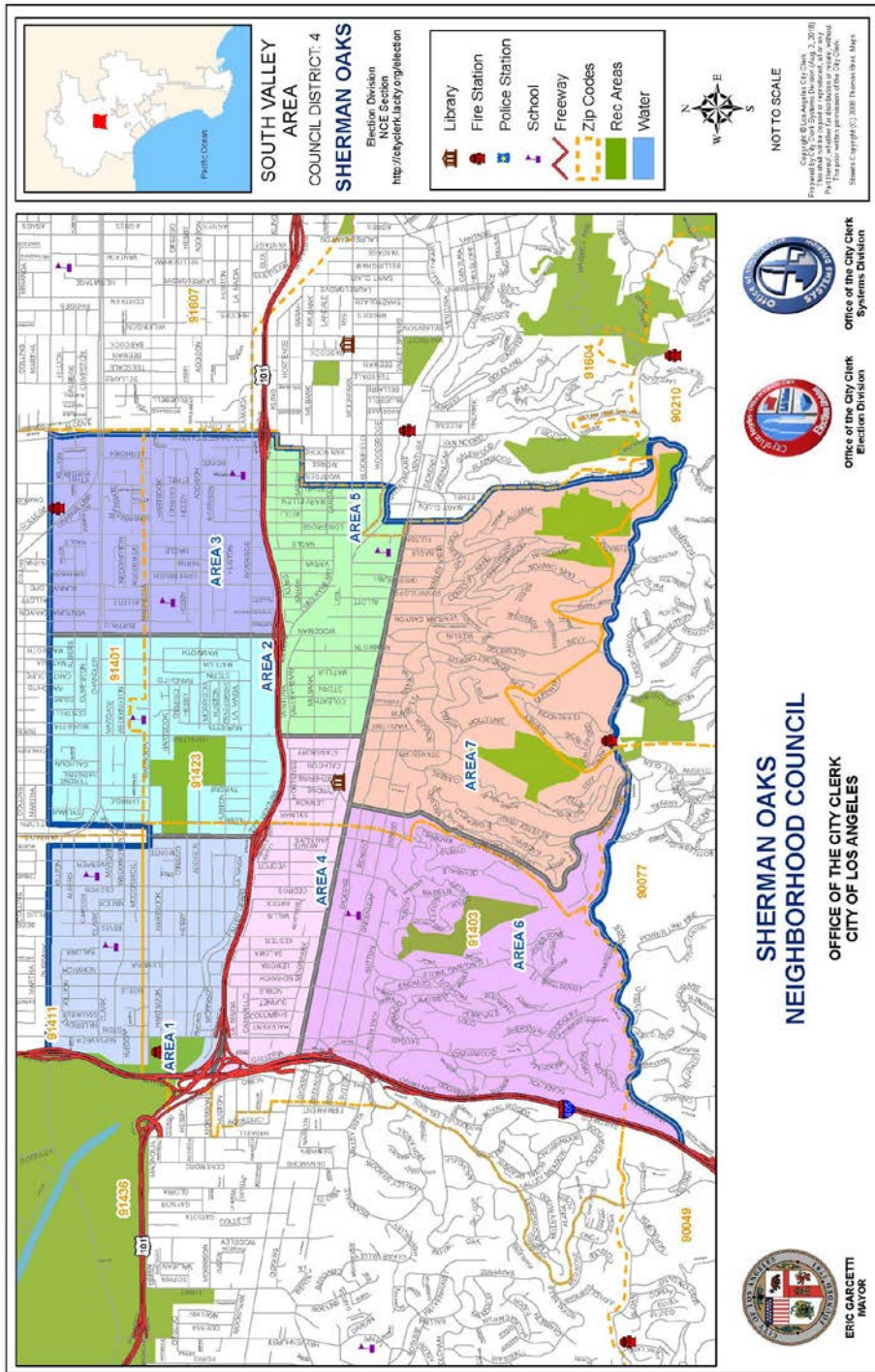
All board members must take ethics and funding training prior to making motions and voting on funding-related matters

Section 3: Self-Assessment – The Treasurer shall make available to the Board, within one hundred twenty (120) days after the close of its fiscal year, a report containing the following information in reasonable detail:

- A. The assets and liabilities, during the fiscal year, as of the end of the fiscal year;
- B. The principal changes in assets and liabilities during the fiscal year;
- C. Expenses for the year.

This report shall be conducted in conjunction with the Council's self-assessment pursuant to the Plan.

ATTACHMENT A – Map of the Sherman Oaks Neighborhood Council



ATTACHMENT B

Sherman Oaks Neighborhood Council - 23 Board Seats

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
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Area 1 Residential Representative Term: 4 Years	1	Elected	Any person who lives in or whose residence is within the boundaries of Geographic Area 1 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 1 and who is 18 years or older.
Area 2 Residential Representative Term: 4 Years	1	Elected	Any person who lives in or whose residence is within the boundaries of Geographic Area 2 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 2 and who is 18 years or older.
Area 3 Residential Representative Term: 4 Years	1	Elected	Any person who lives in or whose residence is within the boundaries of Geographic Area 3 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 3 and who is 18 years or older.
Area 4 Residential Representative Term: 4 Years	1	Elected	Any person who lives in or whose residence is within the boundaries of Geographic Area 4 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 4 and who is 18 years or older.
Area 5 Residential Representative Term: 4 Years	1	Elected	Any person who lives in or whose residence is within the boundaries of Geographic Area 5 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 5 and who is 18 years or older.
Area 6 Residential Representative Term: 4 Years	1	Elected	Any person who lives in or whose residence is within the boundaries of Geographic Area 6 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 6 and who is 18 years or older.
BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
Area 7 Residential Representative Term: 4 Years	1	Elected	Any person who lives in or whose residence is within the boundaries of Geographic Area 7 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 7 and who is 18 years or older.

Area 1 Business Representative Term: 4 Years	1	Elected	Any stakeholder who works in, manages, or owns a business or who owns real property in which they themselves do not reside, within the boundaries of Geographic Area 1 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 1 and who is 18 years or older.
Area 2 Business Representative Term: 4 years	1	Elected	Any stakeholder who works in, manages, or owns a business or who owns real property in which they themselves do not reside, within the boundaries of Geographic Area 2 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 2 and who is 18 years or older.
Area 3 Business Representative Term: 4 Years	1	Elected	Any stakeholder who works in, manages, or owns a business or who owns real property in which they themselves do not reside, within the boundaries of Geographic Area 3 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 3 and who is 18 years or older.
Area 4 Business Representative Term: 4 Years	1	Elected	Any stakeholder who works in, manages, or owns a business or who owns real property in which they themselves do not reside, within the boundaries of Geographic Area 4 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 4 and who is 18 years or older.
BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT

Area 5 Business Representative Term: 4 Years	1	Elected	Any stakeholder who works in, manages, or owns a business or who owns real property in which they themselves do not reside, within the boundaries of Geographic Area 5 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 5 and who is 18 years or older.
Area 6 Business Representative Term: 4 Years	1	Elected	Any stakeholder who works in, manages, or owns a business or who owns real property in which they themselves do not reside, within the boundaries of Geographic Area 6 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 6 and who is 18 years or older.
Area 7 Business Representative Term: 4 Years	1	Elected	Any stakeholder who works in, manages, or owns a business or who owns real property in which they themselves do not reside, within the boundaries of Geographic Area 7 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 7 and who is 18 years or older.
Area 1 Community Interest Representative Term: 4 Years	1	Elected	Any stakeholder who affirms a substantial and on-going participation in a community organization such as, but not limited to, educational, non-profit, and/or religious organization within the boundaries of Geographic Area 1 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 1 and who is 18 years or older.

BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT
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Area 2 Community Interest Representative Term: 4 years	1	Elected	Any stakeholder who affirms a substantial and on-going participation in a community organization such as, but not limited to, educational, non-profit, and/or religious organization within the boundaries of Geographic Area 2 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 2 and who is 18 years or older.
Area 3 Community Interest Representative Term: 4 Years	1	Elected	Any stakeholder who affirms a substantial and on-going participation in a community organization such as, but not limited to, educational, non-profit, and/or religious organization within the boundaries of Geographic Area 3 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 3 and who is 18 years or older.
Area 4 Community Interest Representative Term: 4 years	1	Elected	Any stakeholder who affirms a substantial and on-going participation in a community organization such as, but not limited to, educational, non-profit, and/or religious organization within the boundaries of Geographic Area 4 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 4 and who is 18 years or older.
Area 5 Community Interest Representative Term: 4 Years	1	Elected	Any stakeholder who affirms a substantial and on-going participation in a community organization such as, but not limited to, educational, non-profit, and/or religious organization within the boundaries of Geographic Area 5 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 5 and who is 18 years or older.
Area 6 Community Interest Representative Term: 4 Years	1	Elected	Any stakeholder who affirms a substantial and on-going participation in a community organization such as, but not limited to, educational, non-profit, and/or religious organization within the boundaries of Geographic Area 6 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 6 and who is 18 years or older.
BOARD POSITION	# OF SEATS	ELECTED OR APPOINTED?	ELIGIBILITY TO RUN FOR THE SEAT	ELIGIBILITY TO VOTE FOR THE SEAT

Area 7 Community Interest Representative Term: 4 Years	1	Elected	Any stakeholder who affirms a substantial and on-going participation in a community organization such as, but not limited to, educational, non-profit, and/or religious organization within the boundaries of Geographic Area 7 and who is 18 years or older.	Any residential, business or community interest stakeholder within the boundaries of Geographic Area 7 and who is 18 years or older.
Youth Representative Term: 1 Year	1	Appointed	A high school student who attends school or resides within the boundaries of the Neighborhood Council who is at least 16 years old.	Youth Member is appointed, not elected.
Youth Representative Term: 1 Year	1	Appointed	A high school student who attends school or resides within the boundaries of the Neighborhood Council who is at least 14 years old.	Youth Member is appointed, not elected.