

**Grass Roots Venice Neighborhood Council
Bylaws Committee March 8, 2006 Meeting Minutes**

1. MEETING CALLED TO ORDER AT 7:00 PM.

2. ATTENDANCE: Bylaws Committee Members present – Joe Murphy (Alternate Committee Chair) presiding, David Buchanan, David Moring, Ivan Spiegel, Jodi Gusek, Lisa M. Ezell, Stewart Oscars, Susan Rennie. Absent – Colette Bailey, Eileen Pollack Erickson, Greg Fitchitt, LJ Carusone, Steve Freedman, Thomas O'Meara. Also attending – Marta Evry.

3. MINUTES: The minutes from 02-27-06 meeting were not reviewed.

4. ADMIN, AGENDA & CHAIR'S SUGGESTED ORDER OF BUSINESS

Joe Murphy: The committee accepted the following suggestions:

- That each member provide to David Moring a list of unresolved issues and edits for the Drafting Task Force to use in its work
- That the working draft be used to reduce confusion during discussions
- That we start by listing the issues to be covered during the meeting and the order in which we will cover them, which generated the following list of issues received from Board:
 1. Institutional memory
 2. LUPC membership excluding Board members
 3. Neighborhood & Education Standing Committees
 4. Composition of Executive (Agenda) Committee
 5. Ad Hoc Committees

5. REVIEW OF PRESENTATION RESULTS:

- a. Adoption of All At Large Board Composition**
 - i. **Sense of Board overwhelmingly supports this**
 - ii. **Discuss final touches needed for bylaws**
- b. Neighborhoods and Districts: Importance**
 - i. **Solutions (i.e. Standing Neighborhoods Committee)**
- c. Institutional Memory**
 - i. **Solutions (i.e. Staggered elections)**

Ivan Spiegel: Mentions his perception that Board was concerned about loss of district reps, institutional memory, and not letting LUPC members serve on new LUPC.

Marta Evry and David Buchanan: Neighborhood Committee meets most concerns.

(Discussion begins on institutional memory issue)

David Buchanan: Institutional memory points: (i) **Richard Myers** made the point that institutional memory is situational to current board only → don't need to emphasize lack of it. (ii) Bylaws provide that immediate past president is ex officio member of the board → institutional memory is partially built in. (iii) We can name the date at

which new officer terms begin so that they overlap. (iv) **Kelley S. Willis** idea (partially staggered terms) seems too complicated.

Marta Evry: Mentions **Phil Raider** idea – transition for board officers where the ‘nuts and bolts’ are handled could be for incoming officers to sit ‘ex officio’ for first board meeting and outgoing officers to sit ‘ex officio’ for second board meeting. She also notes that 2007 is when the conversion is completed. 11 Board members are up for election this year – President, 1st & 2nd Vice Presidents, Government Relations Officer, and 7 District Representatives.

David Buchanan: Moves changes to Article IV G and VI A as follows:

Article IV G. Term

Each term of office shall be two years (excepting those initial terms described below). Terms shall begin ~~on~~ **30 days after the election is certified and end with the commencement of the terms of their successors October 1st and end on September 30.** See Article VI (Elections) for further details ~~on initial terms, staggering, and term limits.~~

Article VI A. Timing

Elections for the GRVNC Board of **Neighborhood Representatives** shall be held **bi-annually (every two years)** at the **September** GRVNC Election meeting. The only order of business at the annual Election Meeting shall be the election of the Board of **Neighborhood Representatives**. ~~The first election shall elect all twenty-one (21) officers and shall be held in a timely manner after certification by the City of Los Angeles, with terms effective immediately after the election. Elections thereafter shall be staggered, electing ten (10) officers in odd numbered years and eleven (11) officers in even numbered years (the Immediate Past President will be a non-elected position). The specifics of the staggering procedure are described below.~~ **The Election shall elect all twenty-one (21) Representatives. Terms of the Elected Representatives shall become effective 30 days after the Independent Election Administrator certifies the Election ~~on~~ October 1, whichever is later and serve until replaced. The Elected Representatives will be seated pending the results of any recount or election challenge.** Special Election Meetings may additionally be called where a vote of the GRVNC Voting Membership is required, as specified in these bylaws.

Susan Rennie: Seconds the motion.

The question was called & determined by voice vote as follows:

For	7
Opposed	0
Abstain	1

Motion passes

Marta Evry: Mentions need for transition section.

Lisa M. Ezell: Further discussion of **Phil Raider** idea.

Marta Evry: Check citywide election procedures. It could be a problem.

David Buchanan: Suggests that research of issue be delegated to Drafting Task Force based on intent as expressed by Committee, which was accepted by consensus.

(Discussion ends on institutional memory issue)

(Jodi Gusek leaves)

(Discussion begins on LUPC membership issue)

Lisa M. Ezell: The problem is that it takes too much time.

David Buchanan: No Executive Officer should serve, but we could allow at large members to serve.

Ivan Spiegel: (i) If they can run, they have to recuse themselves. (ii) If 10 members run, it's a problem. (iii) If members appoint themselves to LUPC, it's a problem.

Marta Evry: We will have enough candidates, but it should not be all Board members. **Phil Raider** suggests that no more than 5 members, including the chair, should be board members.

Lisa M. Ezell: Why should they recuse themselves?

David Buchanan: They can vote for themselves. Recusing is only when financial benefit is involved. The biggest concern is from the election perspective – problem is if 7 board members are nominated and 8 community members are nominated.

Lisa M. Ezell: Why limit it to 5?

David Buchanan: Original intent was that district reps would nominate others to LUPC.

Lisa M. Ezell: Nightmare scenario – what if the others are clearly not qualified?

David Buchanan: **Challis Macpherson** basically stated that the job is too much for a district representative with district obligations.

Ivan Spiegel: The intent was to get committee of experts so they could report to board.

Marta Evry: Reality check – it's negotiation – board wants some members to be able to serve on LUPC if they choose. 12 members of board favored 14-at-large option. She likes **Phil Raider's** suggestion.

David Buchanan: He also likes it.

Stewart Oscars: It should be no more than 4 board members.

Ivan Spiegel: Problem with stakeholders.

David Buchanan: He's upset by the manner in which board members appointed themselves. He moves the amendment of the LUPC provision to state:

All committee members must be GRVNC stakeholders ~~and cannot be members of the current Board with the exception of the Land Use and Planning Committee Chair. No executive officers may be appointed to the Land Use and Planning Committee with the exception of the Land Use and Planning Committee chair. Other than the chair, no more than four (4) board members may be appointed to the Land Use and Planning Committee provided that they are among the top ten (10) votegetters.~~

Ten of the committee members will be selected by the board from a pool of candidates who have formally communicated their desire to serve to the Board.

The Board will within 30 days of being certified hold a public meeting solely for the selection of Land Use and Planning Committee members.

Board members will select from a prepared list no more than ten people to serve on the LUPC. ~~The 10 highest vote getters will be selected.~~

Stewart Oscars: Seconds the motion.

The question was called & determined by voice vote as follows:

For	4
Opposed	2
Abstain	1

Motion passes

(Discussion ends on LUPC membership issue)

(Discussion begins on Standing Neighborhood Committee)

Lisa M. Ezell: Seeks clarification of the sense of the board in greater detail. Per the minutes of the 060228 board meeting, Brett Miller, Rebecca E. Tafoya, Susan Papadakis, Sylviane Dungan and Yolanda Gonzalez were absent and Linda Lucks left before the vote, which left 15 board members present who expressed preferences. Ingrid Mueller and Mindy Taylor-Ross abstained and Peter Force voted for the 14-District option → 12 stated a preference for the 14-At-Large option.

She then asked whether standing committees have a minimum number of meetings that they must hold and the response was that they didn't.

Ivan Spiegel: Thought that the presentation to the board involved too much 'selling' and not enough 'informing'.

Susan Rennie: Says his perception may be based in reality, but the critical issue is neighborhood representation.

Stewart Oscars: Addresses the Neighborhood Committee idea and mentions **Colette Bailey**. Urges focus on what the neighborhood committee will do.

Lisa M. Ezell: In discussion the 14-District option, we described the Secretary as the 'clearing house'. The neighborhood committee could consist of 7 stakeholders and neighbors could gather information from them and the committee could forward issues to the appropriate GRVNC committee.

David Buchanan: **Naomi Nightingale** said that if you have an at-large system, you must have a strong committee system.

Lisa M. Ezell: The board ratifies but the committees do the work. We need to write in the duties of the at-large representatives. All at-large members should be required to serve on two committees.

Joe Murphy: As time was short and the quorum was about to be lost, he suggested that the Drafting Task Force be delegated the responsibility for drafting a provision that would implement the intent of the committee regarding the proposed Neighborhood Committee, the Executive (Agenda) Committee, and the other committees and that suggestion was affirmed by consensus. He then suggested that, since the deadline for completing and submitting the final proposed Bylaws was coming upon us, the Drafting Task Force be delegated the responsibility for drafting other provisions to address editing and oversights and other issues not yet resolved and that it prepare amendments dealing with these matters for Committee review and adoption at its next meeting; this suggestion was also affirmed by consensus.

6. NEXT MEETING AND AGENDA:

Scribe note: The next scheduled meeting was to be held at 10am March 11, 2006. That meeting was subsequently cancelled by the chair. The following scheduled meeting is at 7pm on March 14, 2006 at Extra Space Storage. The agenda will be to consider unfinished business as presented by the Drafting Task Force and specified by the Chair.

7. ADJOURNMENT: 9:10pm motion by chair to adjourn is passed by consensus.