

VENICE NEIGHBORHOOD COUNCIL BYLAWS

May 19, 2009

City Attorney/DONE-requested changes adopted by the GRVNC Board on 8-26-02 by a vote of 18-0 and ratified by the GRVNC General Assembly on 10-28-02 by a vote of 74-0.

Election Date revisions adopted by the GRVNC Board on 8-26-02 by a vote of 18-0 and ratified by the GRVNC General Assembly on 10-28-02 by a vote of 83-0.

Election Date revisions adopted by the GRVNC Board on 12-13-05 by a vote of 15-0-0 and ratified by the GRVNC General Assembly on 1-17-06 by a vote of 90 in favor, 6 opposed and 9 rejected ballots.

Amendments proposed by the ByLaws Committee adopted by the GRVNC Board on 3-29-06 by a vote of 15-4-2 and ratified by the VNC General Assembly on 5-1-06 by a vote of 217 in favor, 139 opposed and 6 provisional ballots out of 362 ballots cast. These amended Bylaws were approved by DONE on June 9, 2006.

Amendments proposed by the VNC REC adopted by the VNC Board on 3-20-07 by a vote of 17-0-0 (III H creation of Ocean Front Walk Committee), 14-1-2 (III I creation of Arts Committee) and 15-0-2 (IV G 4 regarding vacancies amended) and ratified by the VNC General Assembly on 6-7-07 by a vote of 66 in favor and 2 or 3 opposed out of 69 ballots.

Amendments proposed by the VNC REC adopted by the VNC Board on 9-16-08 by a vote of 14-0-0 and voted upon by the VNC General Assembly on 5-19-09 as follows: Ratified 54/35 – IV B 3 to clarify time frame for posting minutes, Ratified 69/29 – VII D to change name of Budget Committee, Ratified 57/35 – IX A 1 to clarify required 2/3 vote of full board to amend bylaws, Ratified 53/42 – VII B to allow Neighborhood Committee to add members with 7 rather than 9 appointed members (DONE disallowed this amendment and it was therefore was not implemented.)

Rejected 47/49 – VII F 2 to increase LUPC from 9 to 13 members.

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ARTICLE I — NAME AND ORGANIZATION

The name of the organization shall be “Venice Neighborhood Council.” It shall be organized as a public Neighborhood Council, dedicated to the empowerment of the Venice community.

ARTICLE II — PURPOSE AND POLICY

A. Mission Statement: To improve the quality of life in Venice by building community and to secure support from the City of Los Angeles for the resources needed to achieve our goals.

B. Purpose: The purpose of the Venice Neighborhood Council shall be:

1. To engage the broad spectrum of Stakeholders for collaboration and deliberation on matters affecting the community including events, issues and projects.
2. To work with other organizations in Venice and other Los Angeles neighborhood councils that want help in accomplishing their objectives or projects that the Venice Neighborhood Council desires to support.
3. To promote Stakeholder participation and advocacy in Los Angeles City government decision-making processes and to promote greater awareness of available City resources.
4. To be an advocate for Venice to government and private agencies.

C. Policy: The policy of the Venice Neighborhood Council shall be:

1. To respect the Stakeholders as the ultimate authority and controlling force of the Venice Neighborhood Council.
2. To consistently and diligently outreach to the diverse and ever-changing Venice community.
3. To respect the autonomy of all individuals, groups, and organizations within the community.
4. To maintain the confidentiality of the Voting Member database as required by law.

ARTICLE III — MEMBERSHIP

A. Stakeholders: “Stakeholders” are defined as individuals who live, work, or own property within the Venice Neighborhood Council boundaries **and also those who declare a stake in the neighborhood and affirm a factual basis for it.**

B. Voting Members: Any Stakeholder who chooses to register may become a “Voting Member.” Voter registration shall be conducted in accordance with Article VI, as interpreted by the Rules and Elections Committee. Proof of Stakeholder status shall be required for voting rights to be effected.

C. Member Rights: Members shall have at minimum the following rights:

1. To vote to elect the Board of Officers, as specified in Articles IV and VI.
2. To comment on an action, policy, or position.
3. To make use of initiative, recall, and grievance procedures outlined in Article V.
4. To participate in and provide feedback at all meetings of the Venice Neighborhood Council.
5. To participate on standing and ad hoc committees and assist with the various activities of the Venice Neighborhood Council, as specified in Article VII.

ARTICLE IV — BOARD OF OFFICERS

A. Governing Body: The Governing Body of the Venice Neighborhood Council shall be the Board of Officers. The Board of Officers shall establish policies and positions of the Venice Neighborhood Council at its regular meetings and review and recommend actions to governmental and other entities on issues affecting the Venice community. The Board of Officers is comprised of twenty-one (21) voting Officers, ~~elected from and by the population of Voting Members~~, as follows:

- Seven (7) Executive Officers
- Fourteen (14) Community Officers

B. Executive Officers: Seven (7) Executive Officers are elected at-large by the non-factual-basis Voting Members. The Primary Duties of the Executive Officers are:

1. President

- Chairs the Stakeholder, Board of Officers and Administrative Committee meetings.
- Sets agenda for Administrative Committee meetings
- Appoints chairs of the Ad Hoc Committees, subject to veto by a majority of Administrative Committee
- Acts as chief liaison with Los Angeles City and other government agencies for delivery of Community Impact Statements and other correspondence

2. Vice President

- Assumes the duties of the President when the President is unavailable and performs other duties as delegated by the President
- Chairs the Neighborhood Committee
- Acts as chief liaison with other Neighborhood Councils
- Maintains oversight of Standing and Ad Hoc Committees

3. Secretary

- Responsible for producing accurate minutes of Stakeholder, Board of Officers and Administrative Committee meetings and for submitting the minutes for public posting no later than seven (7) days after the meeting at which they are approved but not more than 45 days after the meeting at which the minutes were taken.
- Maintains all public records of the Neighborhood Council
- Receives and logs all submissions and correspondence to the Venice Neighborhood Council and refers them to the appropriate Officer or Committee within seven (7) days

4. Treasurer

- Chairs the Budget and Finance Committee
- Oversees the finances of the Neighborhood Council to assure total compliance with all DONE and Los Angeles City requirements
- Submits financial reports to the Board of Officers at every regular meeting

5. Communications Officer

- Oversees the maintenance and updating of the Neighborhood Council web site.
- Responsible for email announcements to Stakeholders
- Responsible for the on-time posting of all meeting notices and agendas pursuant to the Brown Act
- Responsible for posting of the minutes of meetings received from the Secretary or Committee Chairs within three (3) days
- Responsible for maintaining and updating the Stakeholder database and ensuring its confidentiality

6. Community Outreach Officer

- Chairs the Community Outreach and Events Planning Committee
- Organizes quarterly Stakeholder meetings and special events
- Works with Stakeholders, Board Officers, and Committees to promote participation in Neighborhood Council activities

7. Land Use and Planning Committee Chair

- Chairs the Land Use and Planning Committee
- Responsible for preparation and submission of all required reports to the Board of Officers

C. Community Officers:

(i) ~~Fourteen (14)~~ Thirteen (13) Community Officers are elected at-large **by the non-factual-basis Voting Members**. Each **non-factual-basis** Voting Member shall cast one vote from a ballot listing all candidates for Community Officer. The **fourteen thirteen (13)** Community Officer candidates with the highest vote totals shall be elected.

(ii) Factual-basis Voting Members shall be entitled to run for and elect the one (1) factual-basis Community Officer. If more than one factual-basis candidate is on the factual-basis ballot, the factual-basis candidate with the highest vote total shall be elected. In the event that there are no factual-basis candidates, the Community Officer receiving the next highest vote total shall be elected.

Community Officers shall serve on at least one Standing Committee and shall serve on and/or chair other committees.

D. Immediate Past President: The Immediate Past President shall serve as a non-voting, ex-officio member of the Administrative Committee and Board of Officers, and shall be the principal conduit of the Neighborhood Council institutional memory.

E. Term: Each term of office shall be two years (excepting those initial terms described below). Terms shall begin 30 days after the challenge period to the election expires or after the Final Decision Maker issues findings and shall end with the commencement of the terms of their successors. See Article VI (Elections) for further details.

F. Quorum: A minimum of eleven (11) Officers shall be required to be present at Board of Officers meetings to establish a quorum. Administrative Committee meetings shall require a minimum of four (4) members to be present to establish a quorum. A majority vote of Officers present shall be sufficient for the Board of Officers or the Administrative Committee, as appropriate, to rule on business, unless otherwise stated in these Bylaws.

G. Resignations, Removals, and Vacancies:

1. If an Officer is elected to any City of Los Angeles political office, he or she must immediately resign from the Board.
2. Any Officer may resign by submitting a written resignation to the President or the Secretary.
3. The Board may remove any Officer whenever the best interests of the Venice Neighborhood Council would be served. No Officer shall be removed for any arbitrary, capricious or discriminatory reason. If an Officer fails to consistently attend those meetings at which he or she is expected, the Board may remove the Officer and declare the seat vacant. Officers are expected to attend all Board of Officers and Stakeholder meetings. Absence from four (4) consecutive meetings or seven (7) or more meetings during the previous twelve months shall be deemed a failure to consistently attend. A three-quarters (3/4) vote of Officers present at a Board of Officers meeting is required for removal. Such action shall be effective immediately upon the Board vote to remove. In such case, the President shall send a certified letter to the person, stating that he or she is no longer an Officer.
4. Vacant Board seats shall be filled by a majority vote of the remaining elected Officers. Officers selected in this manner shall serve as Board Officers until confirmed or replaced by election by a majority vote of the Voting Members present and voting at a subsequent Election Meeting to be held not less than thirty (30) days nor more than ninety (90) days following the selection of said Officers.

ARTICLE V — MEMBERSHIP OVERSIGHT

To ensure accountability of the Board of Officers to the Stakeholders, the following procedures are established:

A. Initiative: An Initiative is a procedure by which Voting Members may directly petition for a proposal and secure its submission to the Voting Members for approval. The initiative process does not apply to Amendment of these Bylaws. Any Voting Member may put forth an Initiative by presenting a petition to the Secretary with one-hundred (100) signatures of Voting Members supporting the motion. The petition shall include a paragraph of fifty (50) words or less outlining the purpose and content of the Initiative.

1. Receipt of this completed petition by the Secretary shall trigger this item being scheduled as an action item on the Agenda at a separate Election Meeting to be held not less than thirty (30) days nor more than ~~ninety (90)~~ **two hundred and ten (210)** days following receipt of the completed petition. Notice of the Initiative, including the outline paragraph of fifty (50) words or less, shall be made in all public meeting notices and announcements for the upcoming meeting at which the Initiative shall be voted on. **This time limit may be waived by a majority vote of the VNC Board if there is evidence of a time sensitive matter.**
2. Passage of the Initiative requires a majority vote of the Voting Members present and voting at the Election Meeting, not to be less than one hundred (100) votes in favor of the Initiative.
3. If the Initiative passes, the Voting Member(s) who put forth the Initiative must be willing to chair and/or organize an Ad Hoc Committee (when appropriate) to carry out the action of the Initiative, if so directed by the Administrative Committee or the Board of Officers.

B. Recall: Recall is the procedure by which Voting Members may remove an elected Officer. Any Voting Member may put forth a Recall petition by presenting a petition to the Secretary with no less than two hundred (200) signatures of Voting Members supporting the motion.

1. Receipt of this completed petition by the Secretary shall trigger this item being scheduled as an action item on the Agenda at a separate Election Meeting to be held not less than thirty (30) days nor more than ninety (90) days following receipt of the completed petition. Notice of the Recall petition, including the name of the Officer subject to Recall, shall be made in all public meeting notices and announcements for the upcoming meeting at which the Recall shall be voted on.
2. Removal of the Officer by Recall requires a three-quarters (3/4) majority vote of the Voting Members present and voting at the Election Meeting, not to be less than two-hundred (200) votes in favor of the Recall.

C. Grievance: Any Stakeholder who is adversely affected by a decision of the Board of Officers may submit a written Grievance to the Secretary. All grievances shall be referred to the Rules and Elections Committee for review and recommendation to the Board of Officers. The Board shall review the grievance and committee findings. All grievances shall be reviewed and appropriate action taken not more than sixty (60) days after receipt of the grievance.

ARTICLE VI — ELECTIONS

A. Timing: Beginning with the City Clerk conducted election held between March and June of 2010, a board member's term shall be for the duration of two years or until a successor is elected or appointed. The only order of business at this Election Meeting shall be the election of the Board of Officers. The Election shall elect all twenty-one (21) Officers. Additional Election Meetings may be held during a Stakeholder or Board of Officers meeting as specified elsewhere in these bylaws.

B. Administration of Elections and Board Terms: The Neighborhood Council's election will be conducted by the City Clerk every two years in every even-numbered year in accordance with the rules and regulation promulgated by the City Clerk. The City Clerk will hold these elections between March and June of the even-numbered years. The rules and regulations developed by the City Clerk shall take precedence over any inconsistent language in the Neighborhood Council bylaws. All current board terms which end prior to the 2010 election shall be extended until after the certification of election results or the resolution of all official election challenges, whichever date is later. There are no term limits.

C. Registration: Stakeholders, with the exception of those who utilize vote-by-mail, may register to vote up to and including the day of any Election Meeting.

D. Qualification: Any Stakeholder who is sixteen (16) years or older, or a junior or senior in High School, may vote.

E. Credentials: Voters will verify their stakeholder status by providing documentation acceptable to the City Clerk—Election Division supporting that declaration. Factual-basis stakeholders will also be required to provide a form of documentation to substantiate their factual-basis claim.

F. Voting: Voting for election of Officers shall be by ballot.

(i) Each factual-basis stakeholder Voting Member shall be entitled to cast one (1) vote for a factual-basis Community Officer candidate.

(ii) Each non-factual-basis Voting Member shall be entitled to cast votes as follows:

- One (1) vote for President
- One (1) vote for Vice President
- One (1) vote for Secretary
- One (1) vote for Treasurer
- One (1) vote for Communications Officer
- One (1) vote for Community Outreach Officer
- One (1) vote for Land Use and Planning Committee Chair
- One (1) vote for only one (1) Community Officer. The Community Officer candidates with the ~~fourteen (14)~~ **thirteen (13)** highest vote totals shall be elected; **EXCEPT, if there is no factual-basis candidate, the Community Officer candidates with the fourteen (14) highest vote totals shall be elected.**

If more than two (2) candidates are running for an Executive Officer position, a plurality shall be sufficient to elect unless the election procedures direct otherwise.

No voting by proxy is allowed.

G. Election Procedures: The Rules and Elections Committee has discretion to create additional rules and procedures as necessary to hold Board of Officers or additional Election Meetings. All Election Procedures must be in conformance with citywide election procedures and be approved by a two-thirds (2/3) majority of the full Board. In the case of conflict between these Bylaws and an Election Procedure, these Bylaws shall prevail.

ARTICLE VII — COMMITTEES

Stakeholders are encouraged to participate on Committees in which they are interested by contacting the Committee Chair. The following Standing Committees shall be established:

A. Administrative Committee: Consists of eight (8) Officers, including the President, Vice-President, Secretary, Treasurer, and four (4) Community Officers who shall be elected by the fourteen (14) Community Officers at the first Board of Officers meeting. Chaired by President. Sets agenda for Board of Officers and Stakeholder meetings. Can veto Ad Hoc Committee Chair appointments.

B. Neighborhood Committee: Chaired by the Vice President. Using the eight (8) existing neighborhoods defined in the Venice Specific Plan plus the additional neighborhood east of Lincoln Boulevard as a guide, the Committee shall consist of, at a minimum, nine (9) Stakeholders, one (1) from each neighborhood, plus the Chair. Nine (9) Neighborhood Committee members shall be elected by the Board of Officers from a list of candidates who have formally communicated to the Board their desire to serve on the Neighborhood Committee. The Board shall, within thirty (30) days after beginning their term, hold a Board of Officers meeting for the election of Neighborhood Committee members. The candidate with the highest vote totals in each of the nine (9) districts shall

be elected. Other neighborhoods and/or Stakeholders representing other neighborhoods or neighborhood interests may then be added at the discretion of the Neighborhood Committee. The committee shall promote greater awareness of available City resources and services and act as a conduit between the Board and Venice neighborhoods, assisting in community outreach and bringing neighborhood issues to the attention of the Board.

C. Rules and Elections Committee: Chaired by Community Officer as nominated by the Administrative Committee, subject to approval of the Board of Officers. Organizes and executes elections. Proposes Election Procedures and Standing Rules to the Board of Officers. Holds grievance hearings and makes findings and recommendations to the Board.

D. Budget and Finance Committee: Chaired by Treasurer. Oversees and administers all Venice Neighborhood Council financial matters, including system of financial accountability as required by DONE and the City of Los Angeles.

E. Outreach and Event Planning Committee: Chaired by Community Outreach Officer. Organizes quarterly Stakeholder meetings and special events. Performs ongoing outreach to Stakeholders.

F. Land Use and Planning Committee: The Land Use and Planning Committee shall review, take public input, report on and make recommendations of actions to the Board of Officers on any land use and planning issues affecting the community.

The Land Use and Planning Committee (LUPC) shall consist of nine (9) Stakeholders including the elected Chair. No Board Officer may serve as a LUPC member with the exception of the Land Use and Planning Committee chair; EXCEPT that, for the term ending October 2007, the LUPC shall include two (2) additional members who are Board Officers as nominated by the Board of Officers. Eight (8) LUPC members shall be elected by the Board of Officers from a list of candidates who have formally communicated to the Board their desire to serve on the Land Use and Planning Committee. The Board shall, within thirty (30) days after beginning their term, hold a Board of Officers meeting for the election of LUPC members. The eight (8) candidates with the highest vote totals shall be elected.

A LUPC member may be removed from service by a two-thirds (2/3) majority of the full Board of Officers. Vacancies shall be filled in the same manner that committee members were originally elected.

The Land Use and Planning Committee recommendations to the Board of Officers shall be in the form of a written report, which shall include a project description, pros & cons, a summary of community input and any LUPC findings.

G. Education Committee: Chaired by Community Officer nominated by the Administrative Committee, subject to approval of the Board. The Committee has the general responsibility for addressing the issues, concerns, programs and services related to the education of children, youth, and adults and developing specific strategies and policies for influencing and achieving constructive outcomes within the schools, classrooms, and other education/learning centers that serve the Venice Community.

H. Ocean Front Walk Committee: Chaired by Community Officer nominated by the Administrative Committee, subject to approval of the Board. The Committee has the general responsibility for addressing the issues, concerns, programs and services that affect the various stakeholders and interests on the Venice Boardwalk and Venice Beach. These include, but are not limited to: free speech, performance, merchants, tourism, sanitation and recycling, public nuisance, public safety, and interaction with law enforcement and other officials of the City and County of Los Angeles.

I. Arts Committee: Chaired by Community Officer nominated by the Administrative Committee, subject to approval by the Board. The Committee has the general responsibility to support and encourage the arts in Venice.

Ad Hoc Committees may be established as deemed appropriate by the Board of Officers. Other than as specified above, Chairs are appointed by the President. Unless otherwise restricted by the Bylaws, the size and composition is left to the discretion of each Committee and its Chair.

ARTICLE VIII — MEETINGS

A. Notice: Meetings shall be open to the public as required with proper notice as mandated by DONE and the Brown Act. Ongoing outreach shall be performed to inform Stakeholders of meetings.

B. Frequency:

1. The Administrative Committee and the Board of Officers shall meet at least every two (2) months.
2. Stakeholder meetings shall be held at least quarterly.

C. Elections: Board of Officers Elections shall be held in accordance with ARTICLE VI of these Bylaws. Election Meetings where a vote of the Voting Membership is required may be held at any time, subject to the Brown Act.

D. Agenda: The Administrative Committee shall establish the Agenda for Board of Officers meetings. Any Stakeholder can request that a matter be placed on the Agenda for any Board of Officers meeting by making such request to the Secretary. If such an Agenda request is not included on the Agenda by the Administrative Committee, the President shall notify that Stakeholder in a timely manner as to why the item was not included on the Agenda. A petition signed by sixty (60) Voting Members may override this determination and require that item to be placed on the Agenda of a Board of Officers meeting within sixty (60) days.

E. Rules of Civility: All Officers and Stakeholders shall abide by the Rules of Civility as specified by DONE.

F. Governing Parliamentary Authority: Robert's Rules of Order (current version) shall serve as the Governing Parliamentary Authority of the Venice Neighborhood Council. An unbiased Parliamentarian may be appointed by the President to assist in the resolution of parliamentary issues. In the case of conflict between these Bylaws and the Governing Parliamentary Authority, these Bylaws shall prevail.

G. Standing Rules: Standing Rules may be adopted by the Board of Officers to supplement these Bylaws. Such rules shall be in addition to these Bylaws and shall not be construed to change or replace any Bylaw. In the case of conflict between these Bylaws and a Standing Rule, these Bylaws shall prevail. Standing Rules may be adopted, amended, or repealed by a simple majority vote of the Board of Officers.

ARTICLE IX — AMENDMENT

Amendment of these Bylaws shall be in writing and shall follow one of the following two procedures:

A. Amendment by Board of Officers:

1. Requires a two-thirds (2/3) majority vote of the full Board of Officers, and
2. Must be ratified by a majority of the Voting Members present and voting at a subsequent Election Meeting, not to be less than fifty (50) Voting Members voting in support of the Amendment. This meeting shall be held not less than thirty (30) days nor more than ninety (90) days following the approval of the Amendment by the Board of Officers.

B. Amendment by Voting Members: Voting Members may amend these Bylaws by presenting a petition to the Secretary with no less than two-hundred (200) signatures of Voting Members supporting the motion. All revisions to the Bylaws shall use strikethroughs to denote deletions from the Bylaws and underlines to denote additions to the Bylaws.

1. Receipt of the completed petition by the Secretary shall trigger the item being scheduled as an action item on the Agenda at a separate Election Meeting to be held not less than thirty (30) days nor more than ninety (90) days following receipt of the completed petition.
2. Passage of the Amendment requires a two-thirds (2/3) majority vote of the Voting Members present and voting at the Election Meeting.

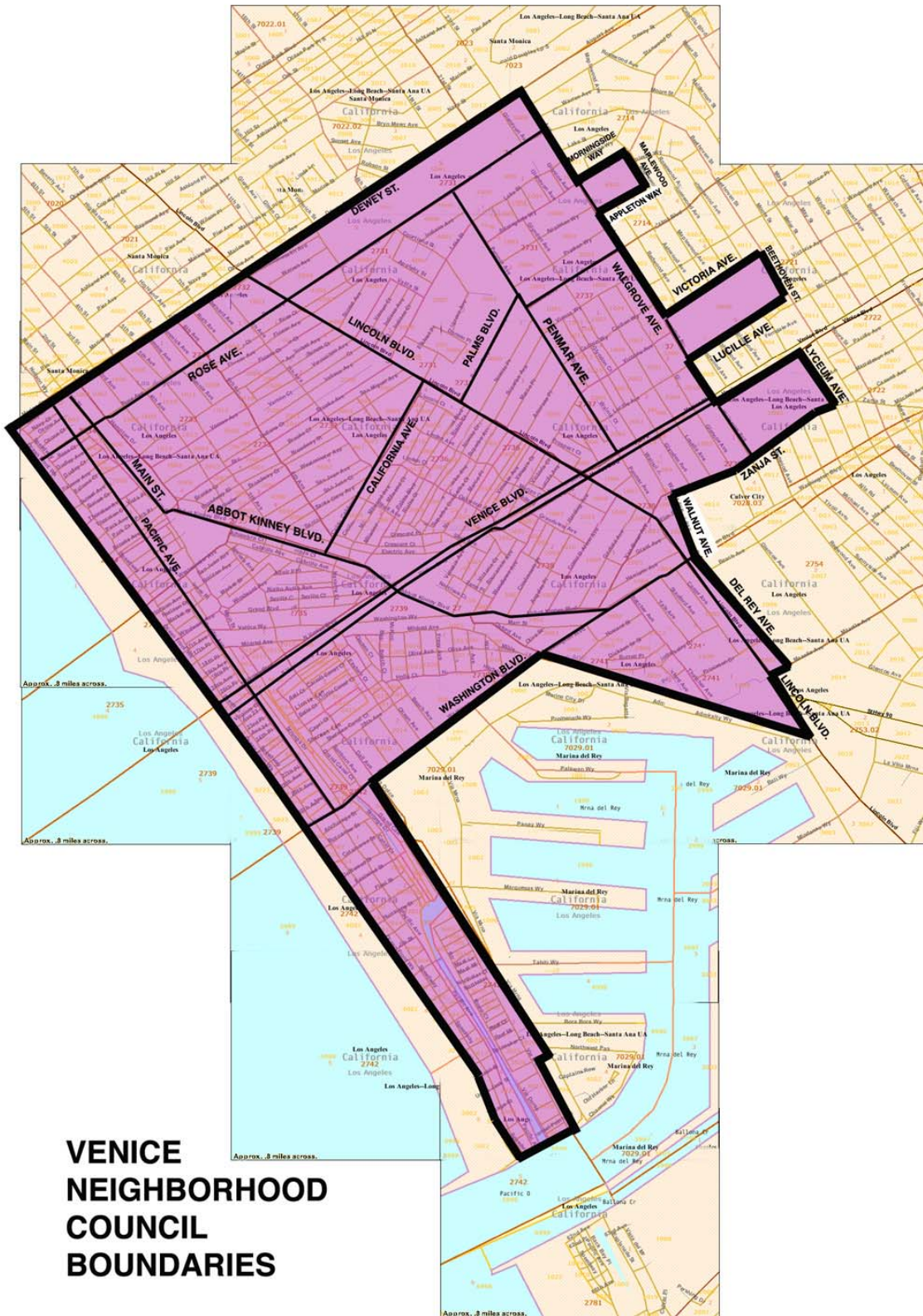
C. DONE Approval: Amendment of the Bylaws passed by either of the above methods is subject to approval by DONE.

ARTICLE X — BOUNDARIES

A. Venice Neighborhood Council Boundaries: Boundaries of the VNC shall follow the traditional boundaries for Venice, as set forth in the City of Los Angeles Venice Area Specific Plan and the City of Los Angeles Planning and Land Use Map for Venice, with one exception, as noted below. These traditional boundaries are approximately described as the City of Santa Monica to the North, the Pacific Ocean to the West, Marina del Rey (unincorporated County of Los Angeles) to the South, and Walgrove Avenue, the eastern edge of the Venice High School grounds, Culver City, Walnut, Del Rey and Lincoln Boulevard on the East. The exceptions to these traditional boundaries are:

The area between Walgrove Ave. and Beethoven St. contains many of the schools serving the Venice Community including Venice High, Mark Twain Junior High, Walgrove Elementary and Beethoven Elementary. The grounds of these schools shall be considered an overlap area with the Neighborhood Council established by the Mar Vista Community.

B. Venice Neighborhood Council Boundaries Map:



ARTICLE XI - ETHICS

A. Nondiscrimination. The Venice Neighborhood Council shall encourage all Stakeholders to participate in its activities, and shall not discriminate against individuals or groups on the basis of race, religion, color, creed, national origin, ancestry, gender, sex, sexual orientation, age, disability, marital status, income, citizenship status, or political affiliation in any of its policies, recommendations, or actions.

B. Conflict of Interest. The Venice Neighborhood Council shall be subject to applicable sections of the City of Los Angeles Governmental Ethics Ordinances. Applicable laws of local, state, and federal government shall be the minimum ethical standard for the Venice Neighborhood Council and its Board of Officers.

C. Restriction on Political Campaigns. The Venice Neighborhood Council shall not participate in any political campaign on behalf of any candidate for public office. This restriction shall not be interpreted to forbid informational events such as candidate forums.

ARTICLE XII - FINANCIAL ACCOUNTABILITY

The Venice Neighborhood Council agrees to comply with all financial accountability and reporting requirements prescribed by the City of Los Angeles and DONE.