

Bylaws

Silver Lake Neighborhood Council

Article I Name and Principal Office

Upon certification, the name of the Neighborhood Council will be Silver Lake Neighborhood Council (SLNC), an officially recognized advisory council hereby part of the Los Angeles Citywide system of neighborhood councils. The Principal Office of the SLNC will be designated by the SLNC Governing Board and will be within the geographical boundaries of Silver Lake.

Article II Mission and Purpose

A. **Mission:** The Silver Lake Neighborhood Council will work to honor diversity, build community, forge bonds with neighboring communities, and promote participation in city governance and decision-making processes to improve the quality of life for all of Silver Lake's Stakeholders.

B. Purpose:

1. To fairly and faithfully represent the interests of all Stakeholders.
2. To provide an inclusive forum for discussion of Community issues.
3. To be a source of information for the Community on Community issues and governmental matters.
4. To educate, encourage, and facilitate in helping make government work better for the Community.
5. To participate in the City budget-making process to assure that resources are allocated equitably among all communities and within our own Community.
6. To work to improve the delivery of City services to the Community.
7. To advocate for the Community on issues of Community agreement.
8. To support the efforts of existing community groups and to encourage cooperation among these groups.
9. To maintain lines of communication with adjacent NCs and community groups and to work together with them on matters of mutual concern.
10. To participate in the planning and development process to assure a balance among diverse Stakeholder interests.
11. To sponsor Community projects that enhance the beauty, vitality and cohesion of the Community.
12. To acknowledge, support, preserve and improve the environmental integrity and rich cultural heritage of Silver Lake.
13. To organize and support social functions and cultural events that bring people together and lift the human spirit.

14. To conduct other business and act as is typical of other certified Neighborhood Councils.

Article III Definitions

- A. **Community:** Both the geographical area encompassing Silver Lake, and all its Stakeholders.
- B. **Silver Lake Neighborhood Council (SLNC):** The body consisting of all Stakeholders from the Silver Lake Community, certified by the Department of Neighborhood Empowerment (DONE) to represent that Community in its dealings with the City.
- C. **Stakeholder:** Anyone who lives, works, owns property, or owns or operates a business within the SLNC boundaries, or who is a member of a community group, school or religious institution in the Community, or who works for an adjacent school or religious institution that serves the Community.
- D. **Governing Board:** The decision-making entity of the SLNC charged with representing the SLNC in its dealings with the Community and the City.
- E. **Governing Board Member:** A person elected to the Governing Board.
- F. **Geographical Region:** A geographical area within the Community from which Governing Board Members will be elected.
- G. **At-Large Member:** A Governing Board Member who is elected from the entire Community, not just a Geographical Region.

Article IV Membership Requirements

- A. General Membership of the SLNC is open to all Stakeholders.
- B. Board and Voting Member requirements:
1. To serve as Board Members or to vote for Board Members or on issues at meetings, Stakeholders must provide proof of Stakeholdership and be at least 14 years of age.
 2. All minors must provide written parental approval to serve on Committees or on the Board, and may not vote on matters dealing with contracts or money.
 3. Anyone voting for or running as a Regional Board Member must provide proof of Regional Stakeholdership.

Article V Boundaries

The proposed boundaries for the Silver Lake Neighborhood Council are as follows. This description begins at the southwest corner and travels in a generally clockwise fashion (see Map for details):

- Begin at the intersection of the Hollywood ("101") Freeway and Hoover Ave.
- North on Hoover St. to Myra Ave.
- Northwest on Myra Ave. to Fountain Ave.
- East on Fountain Ave. to Hyperion Ave.
- North on Hyperion Ave. to the Los Angeles River.
- South on the Los Angeles River to Fletcher Dr.
- Southwest on Fletcher Dr. to Riverside Dr.
- Southeast on Riverside Dr. to Gleneden St.
- Southwest on Gleneden St. to Riverside Terrace.
- South on Riverside Terrace to the Glendale ("2") Freeway.
- Southwest on the Glendale Freeway to its terminus at Glendale Blvd.
- South on Glendale Blvd. to Clifford St.
- West on Clifford St. to its end.
- South on the steps to the intersection of Effie St. and Waterloo St.
- South on Waterloo St. to Berkeley Ave.
- West on Berkeley Ave. to Coronado Terrace.
- South on Coronado Terrace to Mayberry St.
- East on Mayberry St. to Waterloo St.
- South on Waterloo St. to the Hollywood ("101") Freeway

- West on the Hollywood (“101”) Freeway to Hoover St. (NOTE: All addresses on the west side of Waterloo St. are in the Greater Echo Park Elysian Neighborhood Council.)

Article VI Ethics

- A. The SLNC and its Governing Board will endeavor to conduct business in a professional, respectful and democratic manner. The Board is specifically committed to developing a system whereby pertinent information transmitted through the City’s Early Notification System (as it becomes available) will be disseminated or made available to every Stakeholder in a timely and responsible fashion. The SLNC shall communicate on a regular basis with Stakeholders through Community postings, notices in local newspapers, and by e-mail.
- B. The SLNC and its Governing Board will comply with all DONE guidelines, and with all local, state, and federal laws, including but not limited to the Ralph W. Brown Act regarding Open Meeting Forum Laws, all applicable Conflict of Interest Laws, the Political Reform Act, and all applicable regulations including the City of Los Angeles Governmental Ethics Ordinance.
- C. The SLNC and its Governing Board will encourage all community Stakeholders to participate in its activities and will not discriminate in any of its policies, recommendations or actions against any individual or group on the basis of race, religion, color, creed, national origin, ancestry, sexual orientation, age, disability, gender, marital status, income, or political affiliation.
- D. The SLNC and its Governing Board may not endorse candidates for political office or spend money under its control to support or oppose candidates for office. There are no restrictions on individual SLNC or Board members making personal endorsements, working for or against, or contributing personal funds for or against candidates, as long as this is being done as a member of the public and not on behalf of the SLNC.
- E. If granted the authority under City law, the SLNC may accept contributions or participation from individuals, groups or businesses, but only on the condition that such contribution or participation will not result in or be dependent on any special treatment by the SLNC of that individual, group or business.

Article VII Governing Board

A. **Composition:**

1. The Governing Board (Board) will consist of 21 Board Members. 14 Members will be elected from 7 Geographical Regions, 2 Members per Region. The Regions are identified by number. 7 Members will be elected At-Large. (See Map for details on Regional boundaries.)
2. The SLNC Coordinating Committee will have the authority to make decisions limited to outreach and conducting the initial election of the Board. The quorum for the Coordinating Committee is 11 Coordinating Committee members; a simple majority is required for approval of an official action.

B. Term of Office: The term of office for all Board Members following the first election will be 2 years. Elections will be staggered; i.e., 10 Board Members will run offset by one year to the two-year terms of the other 11 Board Members. [In the first election, the 4 At-Large and 7 Regional Members with the highest votes in their respective Regions will be elected for a 2-year term. Those receiving lesser number of votes in each category will be elected for a one-year term.]

C. Term Limits: Board Members may serve a maximum of 4 consecutive terms. Members that have served 4 consecutive terms may not serve again until 2 years after their last day of service. There is no limit to the number of 4 consecutive terms with 2-year hiatuses that any person can serve.

D. Filling Vacancies: Board Member vacancies will be filled by Stakeholder vote at the next yearly election. If the vacancy occurs shortly after a yearly election, the Board may in its discretion fill the vacancy by appointment. In such a case, the Board will make a public announcement to solicit applicants. The Board will appoint a person to fill the vacancy from the list of solicited candidates in a timely fashion and in a process consistent with the Brown Act and DONE's guidelines. The appointee must qualify for the position under the provisions of Article IV and will hold office only until the next yearly election. The newly elected Board member will serve out the remainder of the unexpired term.

E. **Resignation, Censure, Removal and Recall:**

1. **Resignation:** If a Board Member resigns, the office will be filled in accordance with Section D (Filling Vacancies) above.

2. **Censure:** A Motion to Censure against a Board Member can be made by a 3/4 vote of the Board. The motion must: a) identify the Board Member to be censured; and b) describe in detail the reasons for the Censure. The Censure Motion may, at the discretion of the Board, include a suspension of privileges related to the censurable offense.
3. **Removal by Board:** Removal is a grave matter but may be considered for the following:
- a. Embezzlement of NC funds.
 - b. Misappropriation of NC funds.
 - c. Buying or selling votes in Board Member elections.
 - d. Making or soliciting bribes for votes on particular issues.
 - e. Four unexcused meeting absences within a one year period of time.
 - f. No longer a Stakeholder.
 - g. No longer a Stakeholder in the Region from which one was elected.

A Motion to Remove by the Board places this matter on the agenda of the next regular Board meeting. The motion must: a) identify the Board Member to be removed; and b) describe in detail the reasons for the removal. A 3/4 vote of the full Board is necessary to remove a Board Member. Any party that is dissatisfied with the outcome of a Removal by the Board may appeal this decision through Article XII (“Grievance Procedure”) below.

4. **Recall by Stakeholders:** This process requires the submission of a Recall petition containing at least 500 Stakeholder signatures for an At-Large Board Member or at least 250 signatures for a Regional Board Member. The petition shall also: a) identify the Board Member to be recalled; and b) describe in detail the reason for the recall.

Upon receipt of said petition, the Board will convene a meeting. At this meeting, a 2/3 majority of at least 200 Stakeholders for an At-Large Member or at least 100 Stakeholders for a Regional Board Member is required for the Recall to pass.

If the Recall involves a Regional Board Member, only Stakeholders of the represented constituency can participate in the Recall process. Any party that is dissatisfied with the outcome of a Recall vote may appeal this decision through Article XII (“Grievance Procedure”) below.

5. The implementation of a Censure, Removal or Recall shall not occur without the consent and authorization of the City Attorney.

F. **Referendum:** A Referendum is a vote by the Community to reconsider a matter previously voted up or down by the Board, or to consider a matter presented to the Board but on which the Board has not, in a timely manner, taken a position. Such action requires a petition containing at least 500 Stakeholder signatures.

Upon receipt of this petition, the Board will convene a meeting. At this meeting, a 2/3 majority of at least 200 Stakeholders is required for the Referendum to pass. The Board may overturn a Community-passed Referendum with a 4/5 majority of the full Board.

Article VIII Elections

- A. An Election Committee, consisting of 7 Stakeholders (one from each Region), will be selected by the Board (by the SLNC Coordinating Committee for the first election). Candidates for the upcoming Election cannot serve on the Election Committee, nor can Board Members make up a majority of the Committee. The Election Committee will oversee the nomination and election process and will assure that these are conducted in a fair and open manner. DONE or another neutral outside party will supervise the tabulation of ballots.
- B. The nomination process will be “kicked off” at a meeting held at least 2 months before the Election Day. Nominations will be closed at least 2 weeks before the Election Day. The write-in of candidates will be allowed at the election.
- C. The election will be held by secret ballot on an Annual Election Day.
- D. Voting Members may vote for candidates in only one Geographical Region. All Voting Members may vote for At-Large candidates. Board candidates may run for only one Board position during any election.
- E. Further guidelines for the organizing and conducting of the nomination and election process will be developed by the Board (by the SLNC Coordinating Committee for the first election) and implemented by the Election Committee. These guidelines will include a method for breaking ties.

Article IX Officers

A. Positions and Duties:

The Officers will consist of two Co-Chairs, a Vice-Chair, a Secretary, and a Treasurer. The basic duties of the Officers are the following:

1. **Co-Chairs:** The Co-Chairs will preside at meetings, prepare agendas for meetings, and will perform other duties as prescribed by the Board. The Co-Chairs will divide these duties equitably between themselves. In the case of a dispute between the Co-Chairs regarding their respective roles, the Board will determine the role that each Co-Chair shall play in the performance of their duties.
2. **Vice Chair:** The Vice Chair will perform duties in the absence of one or both of the Co-Chairs, and will perform other duties as prescribed by the Board.
3. **Secretary:** The Secretary will prepare and maintain full and correct Minutes and records of all meetings; will maintain a complete and accurate archive of past meetings that will be kept on file at the SLNC Office and made readily available to all Stakeholders upon request; will receive materials and prepare information as necessary for informed and efficient meetings; and will give, as prescribed by the Ralph W. Brown Act and these Bylaws, proper notice of all meetings of the Board and of the SLNC.
4. **Treasurer:**
 - a. The Treasurer, under the control and direction of the SLNC, will establish an accounting system that complies with Generally Accepted Accounting Principles, and will provide and maintain full and complete records of all the assets and liabilities of the SLNC.
 - b. Subject to limitations and controls imposed by the Governing Board, the Treasurer will have custody of all funds, financial documents, and other financial assets of the SLNC. The Treasurer will collect all SLNC revenues and issue receipts therefore.
 - c. The Treasurer will open and maintain a separate bank account for each type of appropriated fund or grant received. Each type of fund or grant will be duly accounted for under separate ledgers. The SLNC's financial records and account books will be open and available for inspection by Stakeholders and the general public.

d. The Treasurer will present a quarterly financial report to the Board, will submit accounting statements to DONE at least once each year, and will prepare an annual budget for approval by the Board.

e. All expenditures by the SLNC must be within the annual budget previously approved by a majority of the Governing Board.

f. Specific expenditures of \$250 or more must have pre-approval by a majority of the Board. Specific expenditures of less than \$250 can be made without pre-approval by a majority of the Board. All SLNC checks used for NC expenditures must be signed by the Treasurer and one of the Chairs.

B. Election, Removal, and Resignation:

The SLNC Board shall elect its Officers at the first Board meeting following the Board election. The Officers serve at the will of the Board and may be removed by a 2/3 vote of the full Board. Officer resignations must be submitted in writing to either of the Chairs. In case of removal or resignation, the Board shall elect a replacement for the remaining term of office by majority vote no later than the next scheduled Board meeting.

C. Term Lengths, Conditions, and Limits:

The term for all Officers will be one year. Co-chairs must have served as a Board member for at least one year prior to being elected by the Board (except for the first Officer election). All other Officers may serve without having previously served on the Board. Term limits for Officers are the same as for Board Members (4 Board terms).

Article X Committees

A. The Governing Board will establish Standing and Ad Hoc Committees as deemed necessary for the accomplishment of the SLNC's Mission and Purposes, as stated in Article II. Any Standing Committees added by Amendment to these by-laws are subject to DONE approval.

B. Non-Board Members are strongly encouraged to serve on Committees. At least one Board Member must sit on each Standing Committee. The Committees will select their own chairs.

C. The following Standing Committees will be established by the Board.

1. **Executive Committee:** comprised of the Officers of the Governing Board. The Executive Committee plans and organizes Board meetings, and performs other duties as may be prescribed by the Board.

2. **Outreach Committee:** works to expand, broaden and intensify Community involvement in the SLNC, especially among Stakeholder groups that may be under-represented in the Voting Membership and on the Board.
3. **Governmental Affairs Committee:** administers the Early Alert Notification System (when it becomes available), monitoring and transmitting pertinent information to the Board and the Community; acts as a liaison between the Board, the City Council and other governmental agencies; oversees the city Council budget-making process to assure that resources are allocated equitably among Council Districts and within our Community; otherwise works to facilitate and improve the delivery of City services to the Community.
4. **Community Liaison Committee:** acts as a liaison between the Board and the Community, providing information to the Community, fielding questions, suggestions and complaints, and referring these to the appropriate party(ies).

D. Additional Committees may be established at the Board's discretion. Any Standing Committees added by Amendment to these Bylaws are subject to DONE approval.

Article XI Meetings and Election Day

A. Types of Meetings and Election Day:

1. **Board Meetings:** Meetings convened and run by the Board to conduct Board and SLNC business. Agendas for such meetings may be devoted to regular business, to discussion of specific issues, to Recall, Referendum, Grievance Appeal and Bylaws Amendments, as well as to workshops and social gatherings.
2. **Committee Meetings:** Meetings convened and run by SLNC Committees to conduct Committee business.
3. **Election Day:** The day the election of Board Members takes place.
4. **Special Meetings:** Meetings held to conduct business that requires immediate attention.

B. Schedule of Meetings and Election Day:

1. The SLNC will meet at least monthly, at either a Board Meeting or an Election Day, for the first year of the Board elected after Certification. For the first and

subsequent years, Board Meetings devoted to regular business will be held at least every 2 months. A meeting devoted to discussion of specific issues will be held at least once every 6 months.

2. An Election Day will be held once a year.
3. Special Meetings may be scheduled as needed.

C. Requirements of Meetings: Meetings will be noticed and conducted in accordance with the Ralph W. Brown Act. In particular:

1. Meetings shall be open to all Stakeholders.
2. Agendas shall be prepared by the Chairs, allowing for input from other Board Members and the Community.
3. Agendas shall be posted on the Early Notification System (ENS) (when it becomes available) and at a minimum of 7 public places (at least one in each Region) at least 72 hours in advance of all (except Special) meetings.
4. Agendas shall be posted at a minimum of 7 public places (at least one in each Region) at least 24 hours in advance of Special Meetings.
5. Special Meetings may be called at a previously scheduled Board Meeting by a majority of those voting. Between scheduled meetings, a Special Meeting may only be called by either of the Board Co-chairs.
6. The Governing Board shall comply with the requirements of the Brown Act on matters not on the agenda of Board meetings.
7. Stakeholders will be given an opportunity to speak on agenda items and on non-agenda items relevant to the SLNC.
8. No secret ballots will be allowed at SLNC meetings.

D. Quorums:

1. The quorum for a Governing Board meeting to take action on an item shall be 11 Board Members, with these Board Members elected from at least 4 of the geographical Regions.

E. Voting:

1. The Board shall take Official Action by a majority vote of those Governing Board members present (provided there is a quorum).

2. Votes by Stakeholders on Recall of Board Members, Referendums, Grievance Appeals, or ratification of Bylaws Amendments are binding unless overturned by a 4/5 vote of the full Board.
3. There shall be no proxy voting.

F. Conduct of Business:

1. The Governing Board will follow all local, state, and federal laws, as well as its own Bylaws. When not in conflict with such laws, the Governing Board shall adopt its own rules for conducting meetings. Where the Governing Board has not adopted its own rules for conducting meetings, the Governing Board shall follow Robert's Rules of Order Newly Revised.
2. The Governing Board shall make available, at least once every 6 months, a summary report of Board activities.

G. Reconsidering Agenda Items:

The Board may reconsider and amend actions listed on the agenda if that reconsideration takes place immediately following the original action or at the next regular meeting. The Board, on either of these two days, shall: 1) make a Motion to Reconsider and, if approved, 2) hear the matter and take an action.

If the Motion to Reconsider 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 to Reconsider on the described matter and, 2) a Proposed] Action should the Motion to Reconsider be approved.

A Motion to Reconsider can only be made by a Board Member who has previously voted on the prevailing side of the original action. If a Motion to Reconsider is not made on the date the action was taken, then a Board 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. The aforesaid shall be in compliance with the Brown Act.

Article XII Grievance Procedure

- A. Any Stakeholder may file a grievance with the Governing Board at any time. The grievance must be submitted in writing, and may concern any matter reasonably relating to the SLNC.

Such grievance will be referred by the Board at its next regularly scheduled meeting, to a Grievance Committee, established by the Board, comprised of three impartial Stakeholders who are not Board Members. This Committee is responsible for investigating the grievance and issuing a written report to the Board, in a timely manner, with recommendations for resolving the grievance.

The Board will act on the grievance at the Board meeting following the issuing of the report. The Stakeholder filing the grievance has the right to review the report prior to this meeting, and to address the Board prior to any action.

- B. If the Stakeholder filing the grievance is not satisfied with the Board's decision, that Stakeholder may appeal the decision following the same basic procedures required for a Recall or Referendum. Stakeholders may also appeal a grievance decision to DONE.

Article XIII Amendments to Bylaws

- A. Any Stakeholder may propose an Amendment, providing the Stakeholder has a petition signed by at least 100 Stakeholders supporting this Amendment. The Board may also propose Amendments by majority vote.

The proposed Amendment must be in writing, provide supporting arguments, and be presented for placement on the agenda of the next regular Board meeting for discussion.

The Amendment must be distributed at least 14 days before the meeting. The Secretary of the Board will prepare a summary of the discussion on the Amendment for distribution to the Community.

- B. The Board will make the proposed Amendment, together with supporting or opposing arguments, available to the Community at least 14 days before a meeting to decide the matter. To take effect, the Amendment must be approved by a 2/3 vote of at least 100 Stakeholders present at the meeting.
- C. Within 14 days after an Amendment is approved, a Notice of Proposed Adjustment must be submitted to DONE along with a copy of the existing Bylaws for review and approval by DONE.

Article XIV Dissolution

In the event that the SLNC becomes inactive or dissolves, all funds will be returned to the City.