

RAMPART VILLAGE NEIGHBORHOOD COUNCIL BYLAWS

Article I: Name

Upon certification, the NAME of the neighborhood council shall be the **Rampart Village Neighborhood Council (RVNC)**, as officially recognized by the Los Angeles citywide system of neighborhood councils.

Article II: Purpose and Policy

A. The purpose of the Rampart Village Neighborhood Council shall be:

To provide a forum for the open discussion of community issues and engage its stakeholders to collaborate and deliberate on matters affecting the community.

The Rampart Village Neighborhood Council will serve as a voice for the Rampart Village community within the City's decision-making process, and advocate in the best interest of our neighborhood for the improvement of its quality of life.

B. The policy of this neighborhood council shall be:

1. To create a forum to enable any individual or group to speak out on any side of any issue affecting the community, on which the individual or group would like to be heard.
2. To inform Community Stakeholders of matters affecting the community and to encourage all Community Stakeholders to participate in all activities of this neighborhood council.
3. To respect the dignity and expression of viewpoints of all individuals, groups, and organizations involved in this neighborhood council.
4. To remain non-partisan in regards to political affiliation and inclusive in our operations including, but not limited to, the elections process for governing body and committee members.
5. To prohibit discrimination against any individual or group in our operations on the basis of race, religion, color, creed, national origin, ancestry, sex, sexual orientation, age, disability, marital status, income, or political affiliation.

Article III: Boundaries

- NORTH: 101 freeway from Vermont Avenue east to Benton Way
- SOUTH: 6th Street from Vermont Avenue east to Rampart Blvd., including the shared public facilities of LaFayette Park and Felipe de Neve Library located within Lafayette Park. The boundaries for Lafayette Park are from the intersection of 6th Street and Lafayette Park Place, south on Lafayette Park Place to Hoover Street, north on Hoover Street to Wilshire Blvd., west on Wilshire Blvd to Commonwealth Avenue, north on Commonwealth Avenue to the southern property line of the Superior Court Building, along the southern and eastern property lines of the Superior Court Building to 6th Street, east on 6th Street to Lafayette Park Place. The Felipe

de Neve Library is located inside LaFayette Park, on the north side of the Park along 6th Street.

- EAST: Benton Way from the 101 Freeway south to 3rd Street; 3rd Street from Benton Way east to Rampart Blvd; Rampart Blvd from 3rd Street south to 6th Street
- WEST: Vermont Avenue from the 101 Freeway south to 6th Street

Article IV: Membership

A. General membership in the Neighborhood Council is open to all Community Stakeholders

Stakeholders: A Stakeholder shall be defined as “One who lives, works, or owns property” in the RVNC area and those individuals who represent or participate in community based organizations (CBO) found within the boundaries of the RVNC. CBO’s are defined as educational institutions, religious institutions, community organizations or other non-profit organizations, neighborhood associations, homeowners, apartment, condominium, or resident associations, school/parent groups, faith-based groups, senior groups, youth groups, chambers of commerce, business improvement districts, service associations, park advisory boards, boys & girls clubs, cultural groups, environmental groups, neighborhood watch, and police advisory board groups.

B. Composition of the Board of Directors

Governing Body Offices: The Board of Directors shall consist of 11 representatives including 4 officers as President, Vice President, Treasurer, and Secretary, and 7 General Community members. The President, Vice President, and Treasurer shall comprise the Executive Committee. Officers will be elected by majority vote of the seated Governing Board.

Membership will specifically include six (6) categories (A-F), composed of (A) 2 resident tenants, (B) 2 business representatives, (C) 1 homeowner, (D) 1 student youth (age 16-20), (E) 1 community based organization, and (F) 4 at-large members.

The Governing Body 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 Neighborhood Council’s governing body, unless extenuating circumstances are warranted and approved by DONE. The Board of Directors shall make good faith efforts to elect representatives that reflect the diversity and special interest of the Rampart Village community, including, but not limited to, a homeowner, a tenant resident, a business representative, and a school representative.

Eligibility:

1. Any Stakeholder as defined in Article IV of the Bylaws shall be eligible to hold a position on the Board of Directors.
2. All Board members must be at least 18 years of age, except the student youth representative, who must be between the ages of 16 – 20 at the time of the election.

Term of Office: A term shall be defined as two years. No Board member shall serve on the Board for more than three consecutive terms or for a total of more than six years. A person may return to the Board after a one-year absence. Officers of the Board are elected each year to serve one-year terms.

The term shall begin following the time period for a recount or election challenge in accordance with the Citywide Election Policies, and upon the election results being certified by the Independent Election Administrator (IEA). The incumbent Board Members will continue in their duly elected/appointed positions until the election challenge is resolved.

Officers: Officers of the Board of Directors shall be President, Vice-President, Treasurer, and Secretary. The officers will be elected by the Board of Directors from those Directors who wish to serve in these positions. Nominations and elections for these positions will take place no later than the second meeting following the general election and filled by majority vote. A stakeholder cannot serve as an officer on the RV Neighborhood Council when concurrently serving as an officer on another neighborhood council. Officers serve at the will of the Board of Directors and may be removed by a two-thirds vote of the present Board members once quorum is established at any Board meeting.

Board Members: Board members will conduct business and perform duties that are consistent with the purpose and policies of the Rampart Village Neighborhood Council.

Ex-Officio (Non-Voting) Members: Ex-Officio representatives will be included from the following civic agencies:

- Representative(s) from City Council
- Representative(s) from Mayor's Office
- Representative(s) from the Los Angeles Fire Department
- Representative(s) from the Los Angeles Police Department
- Representative(s) from the County Supervisor's Office

Committees: The Board of Directors shall approve the election, selection, appointment, or removal of stakeholders to committees, sub-committees, and/or ad hoc committees, as the need arises. General Members may be selected or may request to serve on any committee, which will serve in an advisory capacity to the full Board.

C. Roles and Responsibility of each member

1. **PRESIDENT** shall mean the presiding officer of the Board of Directors.
2. **VICE-PRESIDENT** shall mean the second in-charge behind the President at meetings of the Board of Directors.
3. **TREASURER** shall mean a member of the Board of Directors also charged with the responsibility of establishing an accounting system for the Council, maintaining the records of the Council's finances and book accounts, and preparing any financial reports for the Department of Neighborhood Empowerment pursuant to the Plan for a Citywide System of Neighborhood Councils.
4. **SECRETARY** shall mean a member of the Board whose duties are to keep the minutes of the Board meetings, keep a log or record of Board meetings and activities, plan and disseminate information regarding the Board meetings, collect and keep record of minutes of committee meetings, maintain RVNC calendar, provide administrative support to Board officers, and any other duties prescribed and approved by the Board.
5. **General Community Member** shall mean any elected Community Stakeholder who is not an Officer of the Board.

D. Duties of Officers:

1. The duties of the PRESIDENT shall be:
 - To prepare agendas with approval of executive committee and preside at all meetings.
 - To appoint committee chairpersons in the event of a vacancy.
 - To serve as Chair of Executive Committee.
 - To serve as a spokesperson and representative of the Board.
 - To represent the Rampart Village Neighborhood Council at Citywide Neighborhood Council meetings.
 - To receive all communications and present them promptly to the Board.

2. The duties of the VICE-PRESIDENT shall be:
 - To perform the duties of the President in the absence of the President or when requested to do so by the President.
 - To assist the President in carrying out the official business of the Board.
 - To Chair at least one standing committee.

3. The duties of the TREASURER shall be:
 - To establish an accounting system for the Council.
 - To maintain the records of the Council's finances and book of accounts.
 - To prepare any financial reports for the Department of Neighborhood Empowerment pursuant to the Plan for a Citywide System of Neighborhood Councils.
 - To receive and disburse all Rampart Village Neighborhood Council funds.

3. The duties of the SECRETARY shall be:
 - To keep the minutes of the Board meetings.
 - To keep a log or record of Board meetings and activities.
 - To plan and disseminate information regarding the Board meetings.
 - To collect and keep records of minutes of committee meetings.
 - To maintain RVNC calendar.
 - To provide administrative support to Board officers, and any other duties prescribed and approved by the Board.

Article V: Financial Accountability

The Rampart Village Neighborhood Council agrees to comply with all financial accountability requirements as specified by City ordinance and in the plan and as stated in the City's Certification Application. The Rampart Village Neighborhood Council further agrees to comply with all financial reporting requirements as prescribed by the Department of Neighborhood Empowerment.

A. TREASURER REQUIREMENTS FOR BOOKKEEPING AND ACCOUNTING SYSTEM:

The Treasurer shall establish and oversee a system of bookkeeping and accounting for the Council that complies with Generally Accepted Accounting Principles and conforms to all applicable local, state, or federal laws. The treasurer may request authorization from the other members of the Board of Directors to retain a financial professional to assist in creating a bookkeeping and annual accounting system. The Treasurer may also request the assistance of the Department of Neighborhood Empowerment when implementing it. The Treasurer, however, shall be ultimately responsible for the

maintenance of the system of bookkeeping and accounting and for the protections of all Council assets.

B. INSPECTION OF COUNCILS FINANCIAL STATEMENTS:

The NC is subject to the Public Records Act; the NC does not determine the time frames and requirements established under State Law. If the NC receives a request for any record it must immediately contact its Project Advocate.

The Council's financial statements, books, and accounts shall be open for inspection by any member of the public. The Neighborhood Council will comply with the Public Records Act.

C. TREASURER REPORT AT BOARD MEETINGS AND THE ANNUAL MEETING:

The Treasurer shall make a report to the Board on the Council finances at every regular meeting of the Board and an annual report at the Annual Stakeholders Meeting.

D. FINANCIAL STATEMENTS FOR THE DEPARTMENT OF NEIGHBORHOOD EMPOWERMENT:

The Treasurer shall be responsible for preparing or coordinating the preparation of a financial statement for the Department of Neighborhood Empowerment (DONE) each fiscal year on the date prescribed by DONE. The Treasurer shall also coordinate and cooperate with DONE on establishing a process and/or a system by which the Councils finances and book of accounts can be reviewed by the DONE pursuant to the Plan for the Citywide system of Neighborhood Councils.

Article VI: Election of the Board of Directors

A. Initial Election

The NC shall form an interim board to conduct the initial election of the RVNC Board of Directors within 180 days after the certification of the RVNC. The interim board's authority is limited to actions related to conducting the initial elections. The interim board membership consists of the five (5) contact persons listed in the RVNC application. The quorum for the interim board will be three (3) members. Official actions of the interim board will be conducted through RVNC board meetings in accordance with the Brown Act.

B. Election Procedures

Election Procedures will be developed with the assistance of an Independent Election Administrator (IEA). The interim board will approve the election procedures consistent with the Citywide Election Procedures and provide them to DONE for final approval to ensure consistency with Citywide Election Procedures. The election procedures shall contain the detail of the election process.

The election process shall be overseen by an Independent Election Administrator, and any challenges to the election results or process shall be resolved by a Final Decision Maker, if necessary, as per the Citywide Election Procedures

C. Voting

All voters will be able to cast one ballot. Each ballot will be divided into the six categories as outlined in Article IV, Section B of these bylaws. All voters can vote once in each category. The candidate(s) receiving the highest number of votes in each category will be elected, up to the allowable number of seats. In case of a tie, the IEA will determine the process of a tie-breaker and described in the election procedures. No absentee, or proxy voting will be permitted. The minimum voting age is 18 years.

D. Term Limits

RVNC Directors will be elected to serve two-year terms. An exception will be made for five Directors from the initial Board elected after Certification who will serve a one-time-only three-year term. The staggering system below describes the process for determining the five Directors from the initial Board who will serve the three-year terms. The remaining six Directors of the initial Board will serve two-year terms. Under this staggering system, following the completion of Directors' terms from the initial election, subsequent elections will be held annually such that six Directors will be elected in one election year and five in the next election year.

No person may serve longer than 6 years or 3 consecutive terms. An exception will be made for the five Directors from the initial Board who will serve three-year terms to serve up to 7 consecutive years on the Board should they get elected as Directors for two more consecutive terms after the initial election. Vacancies will be filled by the Vacancy filling procedure as described in this Article, Section E.

Staggering terms shall be determined by the following, such that in the initial election year, five Board seats shall be elected to three-year terms and six Board seats shall be elected to two-year terms.

- Of the 2 resident representatives, the one with the most votes serves 3 years; the one with the least votes serves 2 years.
- Of the 2 business representatives, the one with the most votes serves 3 years; the one with the least votes serves 2 years.
- Of the 1 youth representative, the elected representative serves 2 years.
- Of the 1 homeowner representative, the elected representative serves 3 years.
- Of the 1 CBO representative, the representative serves 2 years.
- Of the 4 at large representatives, the two with the most votes serve 3 years; the two with the least votes serves 2 years.

Following each Board of Directors election, four Directors will be elected by the Board of Directors as Officers of the Board. Officers will be elected to serve one-year terms. The election of Officers will occur no later than the second scheduled meeting of the Board following the completion of a Board election.

E. Vacancies

Removal, Resignation and Replacement: Any Director who accrues three unexcused consecutive absences or a total of four absences from regularly scheduled Board meetings in any one calendar-year, shall resign his/her position on the Board, or shall be removed by a majority vote of the Board. When a vacancy occurs, it may be filled by appointment by the Board President and confirmation by a majority vote of the Board of Directors. The newly appointed Director shall complete the term of the Director he/she is replacing.

F. Quorum

A quorum for any meeting of the Board shall be six (6) Directors.

Article VII: Meetings of the Board

All meetings will be conducted under the provisions of the *BROWN* Act and all meetings will be open to the public and posted at five public locations. All meetings of the Board and its committees shall be conducted in accordance with the current edition of Robert's Rules of Order, except when superceded by applicable law, these bylaws, or any adopted special rules of order. Public testimony will be taken after the presentation of an item and before the item is voted on. A public-comment period will be a part of each meeting.

Regular Meetings: The Board will meet at least once a quarter, or as often as the Board requires, on a consistent date and time, at a regular location within the boundaries of the council. If a meeting date falls on a holiday, or there is another reason to change the date or venue, the change shall be posted on the web site and in at least the five public locations submitted with our application seventy-two hours before that meeting. Agendas will be posted seventy-two hours prior to all meetings of the Board.

Special Meetings: if, because of time constraints, urgent action is required to respond to an item or situation, the Chairperson or Vice Chairperson may convene a special meeting with concurrence of at least two other Directors. Notification of a special meeting must be posted on the web site and at least the five public locations submitted with our application within the council area at least twenty-four (24) hours prior to the meeting.

Article VIII: Voting Rights/ Decisions and Action Items

The Board will seek to achieve consensus. For an item to be approved, it must receive a majority vote of those Board members present at a regularly constituted Board meeting, or a correctly-noticed special meeting once quorum is established. All votes of the Board and Committee members may be by a show of hands with the understanding that any person in attendance at the meeting may request a verbal, by roll call vote. The vote of each member is to be recorded. The Board cannot vote by secret ballot.

No vote or other official action may be taken in the absence of a quorum, as defined in Article 6, Section F. No proxy voting will be allowed. No Board member under the age of 18 will vote on issues or contracts on which he or she is prohibited from voting under applicable law. If there is a tie, the motion may be carried over to the next regular or specially convened meeting for resolution. For items of significant interest or contention the Board may, at its discretion, call a special properly-noticed meeting of all Stakeholders and Neighborhood Partners to allow them to discuss and cast an advisory vote on the issue(s). The vote may be taken by voice or show-of-hands at the discretion of the Board. Although the final decision rests with the Board, the Directors in their deliberations and voting will consider this advisory vote.

Article IX: Amendments To Bylaws

The Board may approve an amendment to the bylaws by two-thirds vote of the present Board members once quorum is established at any regular Board meeting. Amendments must be presented to

the Board at least 10 days prior to the Board meeting to be considered. If approved, the proposed amendment shall be submitted to D.O.N.E. in accordance with the Plan For a Citywide System of Neighborhood Councils, and shall become effective upon approval by D.O.N.E.

Article X: Reconsideration and Grievance Procedures

Reconsideration Procedures:

The Board 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 meeting. The Board, on either of these two occasions, shall: (1) Make a Motion for Reconsideration and, if approved, (2) hear the matter and take action. If the motion to reconsider and action is to be scheduled at the next regular 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 motion for reconsideration can only be made by a Board member who has previously voted on the prevailing side of the original action taken. If a motion for reconsideration 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 all be in compliance with the Brown Act.

Grievance Procedures:

Section 1. The Grievance Procedure is intended to address and resolve only procedural disputes, such as compliance with these bylaws, State and Federal laws, local ordinances, the Brown Act, the City Charter or the Plan for Neighborhood Councils. Section 2. A Stakeholder having a grievance as outlined above shall submit the grievance in writing to the RVNC Board of Directors, which shall refer the matter to an Ad Hoc Grievance Committee at its next regular meeting. The Grievance Committee shall meet to hear the grievance and notify the person submitting the grievance not less than four days prior to the meeting in order that he or she may attend and be heard. The Committee shall prepare a report and recommendation to the RVNC Board to be presented at its next regular meeting, or at least no later than the following regular meeting. Section 3. In the event that a grievance cannot be resolved through this process, then the matter shall be referred to the Department of Neighborhood Empowerment for consideration or dispute resolution in accordance with the Plan for a Citywide System of Neighborhood Councils. Section 4. This formal grievance process is not intended to apply to stakeholders who simply disagree with a position or action taken by the Board at one of its meetings. Those grievances can be aired at Board meetings.

Article XI: Code of Ethics

Ethics: No single stakeholder group shall comprise a majority of the Board. The Board of Directors, its representatives, and all Stakeholders shall refrain from violating Board Rules and shall abide by the Plan and all City, County, State, and/or federal laws that apply and will comply with all applicable provisions of the City of Los Angeles Governmental Ethics Ordinance (Los Angeles Municipal Code 49.5.1).

Article XII: Communication With Stakeholders

The RVNC will establish a procedure for communicating with all its community Stakeholders on a regular basis in a manner ensuring information is disseminated in an evenly and timely manner.

Article XIII: Committees

The standing Committees, with the exception of the Election Committee, may consist of any interested Stakeholder who wishes to volunteer, and must have at least 3 members. The RVNC Board will encourage full and broad participation in these committees. The Committees will meet regularly and report to the RVNC Board, as necessary, or at the RVNC Board's request. A minority report may also be presented. The RVNC Board may establish additional Ad-hoc committees, as needed. The President shall appoint or remove committee Chair, with approval by Board majority vote. The president may also appoint other committee members, with approval of Board majority vote.

Standing Committees of the RVNC will include the following:

- Executive Committee
- Elections Committee
- Outreach/ Communications Committee
- Finance Committee

Other Standing Committees of the Board may be created and added with a Board motion. Ad Hoc Committees of the Board may be established as deemed appropriate by the Board of Directors to carry on the work of the RVNC.

Article XIV: Dissolution or Termination

The RVNC may be dissolved by at least a three-fourths vote of the full Board members at any regular Board meeting, provided that notice as per Section 2 of this Article has been made. Dissolution shall be in accordance with the desertification procedures established by D.O.N.E.

Disposal of Assets: All assets shall be disposed of in a manner prescribed by law, but none shall inure to any Board member or Stakeholder, except for the legitimate payment of monies owed for purposes previously approved by the Board. All City assets shall be returned to the City.