

**SCNC BOARD**

Richard Adams  
Brian Carroll  
Michael De Lazzer  
Randall Fried  
Alex Izbicki  
Mira Kaplan  
Raducca Kaplan  
Lisa Karadjian  
Nancy Kremer  
Richard Niederberg  
Jesse Porter  
Rick Rosner  
Lana Shackelford  
Alexa Steinberg  
Adam Summer



**PRESIDENT**  
Randall Fried  
**VICE PRESIDENT**  
Nancy Kremer  
**TREASURER**  
Rick Rosner  
**SECRETARY**  
Alexa Steinberg  
**CORRESPONDING SECRETARY**  
Michael De Lazzer

[studiocitync.org](http://studiocitync.org)



**AGENDA**  
**Bylaws & Operating Procedures Committee**  
**Regular Meeting**  
**Monday, February 1st, 2021**  
**7:00 PM**

**In conformity with the Governor’s Executive Order N-29-20 (MARCH 17, 2020)  
and due to concerns over COVID-19,  
this Studio City Neighborhood Council meeting  
will be conducted entirely telephonically.**

**Join Zoom Meeting**  
**<https://zoom.us/j/98473980210>**

or

Telephone:

US: +1 669 900 6833

Meeting ID: 984 7398 0210#

Please attempt to join the meeting 15 mins early to allow for technical difficulty.  
Instructions on how to sign up for public comment will be given to listeners at the start of the meeting.

Committee Members: Nancy Kremer (Chairman, Board Member), Richard Neiderberg (Board Member), Alexa Steinberg (Board Member), Randall Fried (President, ex-officio)

1. Call to Order.
2. Public Comments on agenda and non-agenda items within the Committee's jurisdiction.

3. Chair Report. File Meeting Minutes from January, 2021
4. Old Business. Alexa to present draft letter to City regarding the interpretation of City Ordinance 186760 (a) language referencing 16 year olds being able to vote for Board election. Possible motion.
5. Motion to adopt RONR 12th ed. as the parliamentary authority for SCNC. Comments: RONR released an update which addresses electronic meetings among other items. RONR changes to 12th ed. attached to this agenda.
6. Announcements.
7. Adjourn.

### **PUBLIC INPUT AT NEIGHBORHOOD COUNCIL MEETINGS**

The public is requested to dial \*9, when prompted by the presiding officer, to address the Board/Committee on any agenda item before the an action is taken. Comments from the public on agenda items will be heard only when the respective item is being considered. Comments from the public on other matters not appearing on the agenda that are within the Board/Committee's jurisdiction will be heard during the General Public Comment period. Please note that under the Brown Act, the Board/Committee is prevented from acting on a matter that you bring to its attention during the General Public Comment period; however, the issue raised by a member of the public may become the subject of a future meeting. Public comment is limited to three minutes per speaker, unless adjusted by the presiding officer of the meeting.

### **AMERICAN WITH DISABILITIES ACT**

As a covered entity under Title II of the Americans with Disabilities Act, the City of Los Angeles does not discriminate on the basis of disability and, upon request, will provide reasonable accommodation to ensure equal access to its programs, services and activities. Sign language interpreters, assistive listening devices and other auxiliary aids and/or services, may be provided upon request. To ensure availability of services, please make your request at least three (3) business days (72 hours) prior to the meeting you wish to attend by contacting the Studio City Neighborhood Council (860)490-9883 or by e-mail to [rfried@studiocitync.org](mailto:rfried@studiocitync.org).

### **PUBLIC ACCESS OF RECORDS**

In compliance with Government Code Section 54957.5, non-exempt writings that are distributed to a majority or all of the board in advance of a meeting may be viewed at our website at [studiocitync.org](http://studiocitync.org) or at the scheduled meeting. In addition, if you would like a copy of any record related to an item on the agenda, please contact [rfried@studiocitync.org](mailto:rfried@studiocitync.org)

### **PUBLIC POSTING OF AGENDAS**

SCNC Meeting Agendas are posted for public review on the SCNC website at [studiocitync.org](http://studiocitync.org) and at the CBS Studio Center Radford and Colfax gates.

January 4th, 2021

The regular monthly meeting of the Bylaws Committee of the Studio City Neighborhood Council was held on Monday, January 4th, 2021 on a Zoom Virtual Meeting.

Quorum established. In attendance: Nancy Kremer (Chairman, Board Member), Richard Niederberg (Board Member), Alexa Steinberg (Board Member), Randall Fried (Ex-Officio) was present for a large portion of the meeting, and one Stakeholder.

Call to Order at 7:00pm.

Public Comments on agenda and non-agenda items within the Committee's jurisdiction. Clarification on filling the vacant Board seat was discussed.

Chair Report. Meeting Minutes from November, 2020 filed.

Discussion and possible motion regarding the interpretation of City Ordinance 186760 (a) language as it affects the Bylaws referencing 16 year olds being able to vote for Board election. The consensus of the Committee was that we did not have enough time to petition the City to change the implementation for the upcoming NC Election. Alexa will draft a letter to the City so our perspective of interpretation of the Ordinance is on record and bring it to the Board meeting for possible action.

Comments from Members Meeting Adjourned at 7:19pm.

Respectfully submitted, Nancy Kremer, Chair

## What's New in the 12<sup>th</sup> Edition of *Robert's Rules of Order Newly Revised*

The 12<sup>th</sup> edition, published on the 50<sup>th</sup> anniversary of the first in the *Robert's Rules of Order Newly Revised* series, is dedicated to the memory of Sarah Corbin Robert, William J. Evans, and Henry M. Robert III, who were principally responsible for its creation.

This document summarizes the most notable ways in which the Twelfth Edition of *Robert's Rules of Order Newly Revised* (September 2020) differs from the Eleventh Edition (September 2011). It includes 22 items reprinted from the Preface [with additional references provided in brackets], followed by an additional 67 items (numbered 23–89). Paragraph references are given in the same style as cross-references within the book (see 12<sup>th</sup> ed., pp. vii–viii, for more about citation formats and paragraph numbering). References for conforming changes, or for essentially stylistic changes, are generally not included.

These brief summary references, like those in the Preface, should not themselves be cited as rules; they serve only to direct readers to the paragraphs in the book where principal treatment of the changed rules may be found.

### Changes described in the Preface

This Twelfth Edition of RONR clarifies, modifies, and expands upon the rules in previous editions, as situations occurring in assemblies point to a need for more fully developed rules to go by in particular cases.

In this edition, a number of sections or subsections have been substantially revised, most notably in the following respects:

1. Section 14 covering *Postpone to a Certain Time*, to have this motion's Standard Descriptive Characteristics 1 and 2 more closely comport with the rules relating to *Point of Order* and

*Appeal* [14:4(1–2)]; to avoid unnecessary repetition of the rules found in section 41 dealing with procedures to be followed when postponed items are taken up again [cf. RONR (11<sup>th</sup> ed.), p.185, l. 29 to p. 188, l. 8, omitted from the 12<sup>th</sup> edition]; and to clarify the rules concerning the effect of postponement on motions adhering to the motion postponed and on subsequent debate and methods of voting [14:18–19]. [Cf. No. 37 below with regard to Section 13 covering *Commit or Refer*.]

2. Section 15 covering *Limit or Extend Limits of Debate*, to clarify the varying Page **1 of 8**

3. 4.

5. 6.

7. 8. 9.

effects that adoption of the different forms of this motion will have on the making of subsidiary motions [15:8–13, 15:19], and to eliminate the distinction between motions that provide only for closing debate and those that also specify when the vote shall be taken [15:12].

Section 17 covering *Lay on the Table*, to rearrange these rules into a more orderly and logical sequence [17:4–12].

Section 23 covering *Point of Order*, to clarify and expand upon the rules setting forth remedies for violations that have given rise to a continuing breach [23:7–9].

Section 34 covering *Take from the Table*, to clarify the rules that impose time limits on taking questions from the table and the rules setting forth the status of motions taken from the table [34:3, 34:6].

Section 37 covering *Reconsider*, by the insertion at the beginning of the section of a summary of the rules relating to reconsideration of votes [37:2– 8], followed by a substantial rearrangement of the order in which the rules in this section are discussed [37:10–18].

The rules relating to the device of filling blanks (12:92–113), to provide substantially greater guidance concerning the proper procedure to be followed in making, debating, and voting on suggestions.

The rules relating to the office of vice-president (47:23–31), for purposes of clarification and in order to incorporate relevant provisions previously found only scattered elsewhere throughout the book.

That portion of section 48 which deals with minutes (48:1–15), to more clearly present the various procedures for their approval [48:9–13]; to state how an assembly may specify the inclusion of different information than that prescribed by this book, either for a particular meeting or on a regular basis [48:3]; to more clearly identify those occasions when the number of votes on each side of a question is to be recorded [48:5(2)]; to provide that the secretary may include as an attachment committee reports that the assembly has ordered to be entered in [48:5(5)]; and to describe how corrections made to previously adopted minutes are recorded [48:15].

Some of the other more important points of revision include the following:

10. Refinement of the rules governing the sending of notice (the “call”) of regular meetings, including the conditions under which notice is required to be sent (9:2–4).

Page **2** of **8**

11. Clarification of what the obligation of secrecy of an executive session does and does not entail, and how the secrecy may be

lifted (9:26–27).

12. Clarification of the circumstances in which the assembly may adopt an incidental main motion that conflicts with a provision of the bylaws in the nature of a rule of order (10:26(1)n1).
13. Clarification that the prohibition against making a motion to *Amend* that raises a question already decided applies only during the session at which the decision was made (12:13, 12:25, 12:28, 12:48, 12:63, 12:65, 12:74, 12:90).
14. Recognition of circumstances in which use of electronic devices such as voting keypads can fulfill a requirement that voting be by ballot (45:42).
15. New provisions regarding debate on nominations (46:27–29).
16. More detailed provisions governing the completion of an election and its relation to filling a vacancy in office (46:44–45).
17. Clarification of procedures for making minutes of a board available to others who are not board members (49:17–19).
18. Recognition that, when the bylaws specify the number of years in a term of office, the actual term of office may be more or less than a whole number of calendar years (56:27).

19. Requirement that a bylaws revision is in order only when prepared by a committee authorized to draft it (57:5).

20. Clarification of the procedure to be followed for presentation and adoption of convention standing rules (59:30–34).

21. Expanded explanation of the procedure for making and enforcing points of order and appeals in the subsection *Remedies for Abuse of Authority by the Chair in a Meeting* (62:2–7).

22. Inclusion of an appendix containing sample rules for electronic meetings.

#### [Additional changes not described in the Preface](#)

23. Clarification of the nature of the chair's discretion to permit brief consultation not amounting to debate regarding modification or withdrawal of a motion before it is stated (4:22, 4:24).

24. Clarification of when a negative vote is intrinsically irrelevant (4:35).

25. Clarification of the circumstances in which reading of a resolution, motion, or

Page **3** of **8**

paper may be omitted (4:37n11).

26. Provision that a motion to count a vote may itself be voted on not only by voice but also by an uncounted rising vote or show of hands (4:53, 45:14).

27. Removal of statement that approval of minutes (as opposed to their correction) is normally handled by unanimous consent in light of rule that a vote is never properly taken on approval of the minutes, which instead are declared adopted when there are



no further corrections (4:61).

28. Clarification that a motion to *Adjourn* when no other motion is pending sometimes in fact is a privileged rather than a main motion, instead of a main motion that has privileged characteristics (6:13n).

29. Provision that if a matter is required to be attended to at the annual meeting, it may go over to a later session by any of the means by which a matter may be temporarily disposed of (9:23).

30. Provision regarding authority to exclude nonmembers from a meeting without going into executive session (9:25).

31. Clarification that a committee not expressly established by the bylaws may be authorized to hold electronic meetings by an instruction adopted subsequent to its establishment, in addition to other ways listed in the previous edition (9:35).

32. Procedures for authorizing the introduction of a main motion proposing action outside the scope of the organization's object as defined in the corporate charter, constitution, or bylaws (10:26(2), 26:3).

33. Recognition that a special rule of order, not just the bylaws, may create a requirement of previous notice for certain main motions (10:45).

34. Recognition that action taken by individuals to carry out decisions made without a valid meeting, such as at an unauthorized electronic meeting, or by approval obtained separately from board members, is subject to ratification (10:54).

35. Recognition that the ability to give previous notice of a motion in the call of a meeting depends on whether there is a duty or practice of issuing such a call (10:51).

36. Relocation of principal treatment of the rules dealing with a series of amendments offered in one motion and conforming amendments from *Division of a Question to Amend* (12:14–15, 12:47).
37. Detailed clarification of SDCs 1 and 2 for *Commit or Refer* (13:7(1–2)). Page **4** of **8**
38. Ability of *Commit* to be adopted by a majority vote even when it includes instructions varying rules otherwise applicable to committee meetings (13:8(d)).
39. Clarification of the rules applying to the appointment of persons who are not members of the assembly or society to a committee (13:15).
40. Clarification of the rules governing motions adhering to a motion referred to a committee (13:19).
41. Addition of detailed coverage of the freedom of action of a committee to which a motion is referred, and of the assembly considering the report of such a committee, as well as of debate and voting by the assembly on referred questions when they are reported by the committee (13:20–21).
42. Additional examples of nonstandard forms that are treated as motions for the *Previous Question*, and treatment of the previously standard form “I demand the previous question” as a nonstandard form (16:6, 16:20).
43. Clearer presentation of the rules dealing with reconsideration of a vote while the *Previous Question* is in effect (16:17).
44. Improvements to the Form and Example for the *Previous Question* to illustrate the chair’s announcement of which pending motions it applies to in all cases (16:22–23).

45. Recognition as a fundamental principle of parliamentary law that only a two-thirds vote can rightfully suppress a main question without allowing free debate (17:15).

46. Clarification of the procedures for when the time for a special order arrives (18:8, 41:54).

47. Revises form and example for going into executive session by raising a question of privilege (19:16–17).

48. Clarification that nothing in a corporate charter can be suspended unless the charter or applicable law so provides (2:7, 25:2(2)n5, 25:7).

49. Clarification that a motion to “dispense with the regular order of business and proceed to” a certain subject is a nonstandard way of moving to suspend the rules (25:12).

50. Elimination of statement of rationales for votes required to suspend rules of order and standing rules (25:14–15).

51. New provisions relating to offering a series of amendments to something previously adopted, such as existing bylaws, in one motion (27:5, 35:5, 57:3).

**Page 5 of 8**

52. Clarification that a motion to consider as a whole is governed by the standard descriptive characteristics of the motion to *Consider by Paragraph or Seriatim* rather than all of the rules governing the latter motion (28:5).

53. Explicit recognition that incidental motions relating to voting and the polls include those ordering a recapitulation of a roll-call vote or a recount (30:1).

54. Clarification that motions relating to voting and the polls are incidental motions, rather than incidental main motions, when a vote has just been announced (30:2).

55. Addition to the summary of the order in which different suggested methods of nominating are voted on, to include nominations by petition (31:3).

56. Declaration that even if nominations have been called for or closed at a previous session, the chair calls for further nominations at a later session at which the election is held (31:6, 46:6, 46:18).

57. Clarification that while a member may act contrary to the opinion of the chair in response to a parliamentary inquiry in order to set up an appeal from an adverse ruling on that action, that does not mean that the action itself is one the member has a “right” to do (33:5).

58. Clarification that even when listed on a convention program, events outside business meetings are not themselves orders of the day, and hence are not subject to a *Call for the Orders of the Day* (18:3n1, 41:2n2).

59. Recognition that in addition to being corrected before their approval, draft minutes may be referred to a committee, or their approval may be postponed to a certain time (41:11n3). Also, a motion to “dispense with the reading of the minutes” can be made at any time while the minutes are actually pending for approval regardless of whether the minutes have already been read or corrected in some respect (48:11).

60. Provision that a member is entitled to preference in recognition for a purpose for which one who had been assigned the floor might be interrupted, including to give previous notice of a motion or to move to *Reconsider* or *Reconsider and Enter on the Minutes* if there may be no other opportunity (42:7).

61. Provision that a member seeking to make a motion for which previous notice has been given has preference in recognition when no question is pending (42:13(3)(f)).

62. Clarification of the circumstances in which explanations and requests are Page **6** of **8**

allowable when no motion is pending or when an undebatable motion is pending (43:31–32 and Standard Descriptive Characteristic 5 for relevant motions throughout Chapters VI–IX).

63. Clarification that when determining a voting result is based on the number of members present, the negative vote is not taken (44:9(a)).

64. More precise definition of the period during which interruption of voting is not permitted (45:6).

65. Provision that the right of a member to change a vote does not apply when the vote is taken by ballot or another method providing secrecy (45:8).

66. More precise applications of the principle that when a vote is to be or has been taken by ballot, no action that would force disclosure of a member's views or vote is in order (45:20–21, 45:42).

67. Clarification of the meaning of voting by secret ballot (45:18, 45:23).

68. Clarification that whether nominations for multiple offices are completed before balloting for any, or nominations are made for each office followed by separate balloting for that office, is determined, if the organization has no governing rule, either by custom or by a *Motion Relating to Nominations* (46:19).

69. Clarification that when a candidate who is not present is elected to more than one office on a single ballot, the debatable question which office to assign to the candidate is decided by a majority vote taken by ballot (46:31(1)).

70. Clarification of the procedure when votes are cast in one section of a ballot for multiple positions on a board or committee (46:33–34).

71.

Recommendation that when bylaws provide for election by mail ballot, they should provide for a method of selection if there is a tie (46:36).

72. Clarification of procedure for invited temporary presiding officer (including professional presiding officer) (47:13).

73. Clarification that one who is ex officio an officer of the board is counted in the board's quorum (49:8).

74. Establishment of standard for president's judgment when consulted by officers whose papers are requested by a committee (50:19).

75. Clarification of provisions for calling committee meetings (50:21–22).

76. Provision that instructions by a parent assembly that the small board rules not apply to a particular committee are adopted by majority vote (50:26).

Page 7 of 8

77. Provision that in otherwise appropriate circumstances the chair may assume a motion without a requirement that the assembly is accustomed to that method (51:12).

78. Clarification that a motion to "receive" a report that has already been read is not in order (51:15).

79. Clarification of the procedure for a motion to receive a report (51:28).

80. Statement that a motion to rise in committee of the whole requires a second (52:9).

81. Clarification that in a quasi committee of the whole, adoption of motions that would be in order in a real committee of the whole do not automatically put an end to proceedings in quasi committee of the whole (52:22).

82. Provision that the vote required for the amendment or rescission of standing rules of a mass meeting is that required for standing rules of a convention (53:8).

83. Clarification that the requirement that bylaws of a subordinate unit conform to those of a superior body prevents conflicting provisions but does not necessarily require inclusion of correlative provisions (56:7).

84. Recommendation that when assemblies meet only once a year, the bylaws should specify a minimum number of days in advance for notice of proposed bylaws amendments (56:53).

85. Clarification, with respect to Principle of Interpretation 6, that failure to mention evidently improper things in a prohibition or limitation does not mean those evidently improper things are thereby permitted (56:68(6)).

86. Provision of key SDCs for a motion to rearrange the order in which bylaw amendments are to be considered (57:6).

87. Removal of the prior rule that when notice has been given of a bylaw amendment it becomes a general order for the meeting at which it is to be considered (57:14).

88. Addition to the list of basic convention-related provisions that should be in bylaws for a convention of specifications regarding when, how, and to whom the call of the convention is sent (58:6).

89. Clarification that the base number a majority of which constitutes the quorum of a convention is those actually registered at the convention as in attendance (as opposed to including those who may have pre-registered but did not actually attend) (59:26).

