

**STUDIO CITY NEIGHBORHOOD COUNCIL BYLAWS**

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**Approved Bylaws November 12, 2020**

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## **ARTICLE I – NAME**

The name of this Neighborhood Council shall be the Studio City Neighborhood Council (“SCNC”).

## **ARTICLE II - PURPOSE**

The PURPOSE of the SCNC is to act as an advisory body on issues of concern to the Stakeholders and in governance of the City and to bring together all Stakeholders within the community.

The MISSION of the SCNC is to:

1. Serve all Stakeholders as the coordinating and information clearinghouse for community issues. The issues to be addressed will be determined by the Board with input from Stakeholders.
2. Provide an inclusive open forum for public discussion of issues concerning City governance, the needs of this community, the delivery of City services to Studio City and on matters of a Citywide nature.
3. Advise the City on issues concerning City governance, the needs of this community, the delivery of City services to Studio City and on matters of a Citywide nature.
4. Reflect the diverse interests within the Boundary; and
5. To initiate, execute and support projects for the physical, social and cultural improvement of the SCNC area.

## **ARTICLE III – BOUNDARIES**

The SCNC covers a geographic area described below.

### **Section 1: Boundary Description**

**NORTH:** Coldwater Canyon Boulevard where it intersects US-101 (Ventura Frwy); Ventura Freeway; US-101/CA-134/CA-170 freeway interchange.

**EAST:** US-101/CA-134/CA-170 freeway interchange; US-101 (Hollywood Frwy); Vineland Avenue; Whipple Street; Lankershim Boulevard to Fredonia Drive (excluding the two-acre parcel on the west side of Lankershim described as Lots 1,2 and 3 of Tract 25507 and portion of Lot 279 of Lankershim Ranch and Water Company; also known as the “Hotel/Post Office parcel”); the border between zip codes 91604 and 90068; border between zip codes 91604 and 90068 where it intersects Mulholland Drive (just west of Torreyson Place at approximately 7700 Mulholland Drive).

**SOUTH:** Border between zip codes 91604 and 90068 where it intersects Mulholland Drive (just west of Torreyson Place at approximately 7700 Mulholland Drive); Mulholland Drive; intersection of Mulholland Drive and Split Rock Road.

**WEST:** Intersection of Mulholland Drive and Split Rock Road; sightline to the southern terminus of Longridge Avenue; Longridge Avenue; (all following descriptions are the border between zip

codes 91604 and 91423 until it reaches the intersection of Kling Street and Coldwater Canyon Boulevard) Ventura Boulevard; Fulton Avenue; Valleyheart Drive north of the Los Angeles River; Ethyl Avenue; Sarah Street; Van Noord Avenue; Kling Street; Coldwater Canyon Boulevard; Coldwater Canyon Boulevard where it intersects US-101 (Ventura Freeway).

In addition, the Studio City Neighborhood Council and Hollywood Hills West Neighborhood Council share jurisdiction over the Red Line Universal City/ Studio City Metro Station and Campo De Cahuenga Park.

*See Attachment A – Map of the Studio City Neighborhood Council Boundaries.*

**Section 2: Internal Boundaries** Not applicable.

## **ARTICLE IV – STAKEHOLDERS**

Neighborhood Council membership is open to all Stakeholders. A “Stakeholder” shall be defined as any individual who:

- (1) Lives, works, or owns real property within the boundaries of the neighborhood council; or
- (2) Is a Community Interest Stakeholder, defined as an individual who is a member of or participates in a Community Organization within the boundaries of the neighborhood council.

A “Community Organization” is an entity that has continuously maintained a physical street address within the boundaries of the neighborhood council for not less than one year, and that performs ongoing and verifiable activities and operations that confer some benefit on the community within the boundaries of the neighborhood council. A for-profit entity shall not qualify as a Community Organization. Examples of Community Organizations may include Chambers of Commerce, houses of worship or other faith-based organizations, educational institutions, or non-profit organizations.

[The definition of “Stakeholder” and its related terms are defined by City Ordinance and cannot be changed without City Council action. See Los Angeles Administrative Code Section 22.801.1]

## **ARTICLE V – GOVERNING BOARD**

### **Section 1: Composition**

The Board shall be made up of Fifteen (15) Stakeholders who are at least eighteen (18) years of age as of the date of the election, as follows.

- A. One (1) at-large stakeholder. An at-large stakeholder shall be any person who is a stakeholder under Article IV
- B. Four (4) residential homeowners (including condominium owners). A Residential Homeowner shall be any person who is deemed by law to have an ownership

interest in residential property located in Studio City and who resides at such property. Owners of multi-unit residential buildings who reside at that property are included within this definition.

- C. Three (3) residential renters (including apartments, condominiums, multiplexes and single-family dwellings)
- D. Three (3) business representatives. A Business Representative is a person who (i) legally provides goods or services for compensation in Studio City and who maintains a valid City of Los Angeles Tax Registration Certificate (otherwise known as a City of Los Angeles business license) or (ii) owns business real property in Studio City.
- E. Two (2) employees/independent contractors. An Employee/Independent Contractor is a person who legally provides goods or services for compensation in Studio City, whose compensation is reported by way of a Form W-2 or a Form 1099, and who is not required to maintain a City of Los Angeles Tax Registration Certificate (otherwise known as a City of Los Angeles business license).
- F. Two (2) members or full time employees of a community based organization, including but not limited to a religious institution, educational institution, non-profit organization, neighborhood association, school/parent group, faith based group, senior group, youth group, arts association, service organization, boys or girls club, cultural group, or environmental group within the NC boundaries.

**Section 2: Quorum**

Eight (8) members of the Board shall constitute a quorum.

**Section 3: Official Action**

A simple majority vote by the Board members present and voting, excluding abstentions, at a meeting at which there is a quorum, shall be required to take official action, unless specified otherwise in these Bylaws or Operating Procedures.

**Section 4: Term and Term Limits**

Board seats shall serve two (2) years and until their successors are seated.

There are no term limits.

**Section 5: Duties and Powers**

The Board shall govern the SCNC and carry out its objectives.

**Section 6: Vacancies**

A vacancy on the Board shall be filled through a majority vote by the Board at a properly noticed public meeting. A Stakeholder nominee must satisfy the eligibility requirements for holding the vacated Board seat and will serve only for the duration of the term of the vacated seat.

**Section 7: Absences**

A Board member may be removed from the Board upon unexcused absences as outlined in the Operating Procedures.

**Section 8: Censure**

The purpose of the censure process is to place a Board member on notice of misconduct and to provide the Board member with an opportunity to correct the misconduct. The Neighborhood Council (“Neighborhood Council”) may censure any Board member at a regular or special meeting open to the public following a good-faith determination by the Neighborhood Council Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. Grounds for censure include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board’s bylaws or rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal process by acting in bad faith.

The Board shall use the following procedure when censuring a Board member:

1. A motion to censure a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed censure including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., “for alleged violations of the Code of Conduct” but shall contain factual statements that describe conduct only and is not intended to embarrass or humiliate the board member.
2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall include the motion on the agenda of the next regular or special Board meeting scheduled at least thirty (30) days following the delivery of the proposed censure motion.
3. The Board member subject to censure shall be given a minimum of thirty (30) days prior-written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which the motion to censure will be considered. The

notice shall provide the specific facts and grounds for the proposed censure as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to the meeting at which the motion to censure will be considered.

4. The Board member subject to censure shall be given a reasonable opportunity to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion of censure.

5. The Board shall decide by a majority vote of those present and voting whether or not the Board member should be censured. The Board member who is the subject of the censure motion shall not be counted as part of the majority present and voting and shall not be allowed to vote. For the purpose of censure motions, abstentions shall not be counted as votes.

6. In no event shall a motion to censure a board member be heard by the Neighborhood Council within sixty (60) days of the next scheduled Board election or selection.

### **Section 9: Removal**

Any Board member may be removed by the Neighborhood Council ("Neighborhood Council") for cause, following a good faith determination by the Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. A Board member shall not be subject to removal under this Policy, unless the member has been censured at least once pursuant to the Board of Neighborhood Commissioners' ("Commission") Censure Policy. Grounds for removal include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or standing rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal processes by acting in bad faith.

The Board shall use the following procedure when removing a Board member:

1. A motion to remove a Board member may be initiated by any three (3) Board members. Those Board members shall not constitute a majority of the quorum of any Neighborhood Council body, such as a committee. The proposed motion shall be delivered to any officer of the Board or a specific officer or member of the Board as may be specified in the bylaws or standing rules of the Neighborhood Council. The motion shall be in writing and provide the specific facts and grounds for the proposed removal action including the date(s) and specific conduct relied upon for the motion. The motion shall not be based upon conclusions, e.g., "for alleged violations of the Code of Conduct" but shall contain factual statements that describes conduct only and is not intended to embarrass or humiliate the board member. The motion to remove shall also include a copy of the prior censure motion and the date it was passed.

2. The Board member, group of Board members or committee responsible for setting the final Board agenda shall list and briefly describe the motion on the agenda of the next regular or special Board meeting scheduled at least thirty(30) days following the delivery of the proposed removal motion.

3. The Board member subject to removal shall be given a minimum of thirty (30) days prior written notice, which may include email sent to the last email address on file with the Neighborhood Council, of any meeting at which a motion to remove will be heard. The notice shall provide the specific facts and grounds for the proposed removal as specified in 1 above. The Board shall also provide a copy of the notice to the Department of Neighborhood Empowerment a minimum of thirty (30) days prior to any meeting at which a motion to remove will be considered.

4. The Board member subject to removal shall be given reasonable time to be heard at the meeting, either orally or in writing, prior to the Board's vote on a motion for removal.

5. The Board shall decide whether or not the Board member should be removed by an affirmative vote of two-thirds (2/3) of the currently sitting Board members. The Board member who is the subject of the removal motion shall not be allowed to vote and shall not be counted when determining the two-thirds (2/3) majority vote. For the purpose of the removal motion, abstentions shall not be counted as votes.

6. In no event shall a motion to remove a Board member be heard by the Neighborhood Council within sixty (60) days of the next election or selection.

7. The Commission may review a Neighborhood Council's removal decision if requested to do so by the affected Board member. Once the request is made for the Commission to review the decision to remove, the Neighborhood Council voting to remove the board member may not fill the vacancy created by the removal until the Commission has made a decision on whether the removal was proper or the Commission declines to review the matter. The Commission's decision whether to hear or decline to hear the removal review request shall be sent in writing to the requestor and the Neighborhood Council within 30 days after the request for review is delivered.

8. A request for the Commission to review a Neighborhood Council's removal decision shall proceed as follows:



- a. The request must in writing and must be delivered to the Executive Assistant of the Commission or, in the absence of an Executive Assistant, to the President of the Commission within thirty (30) days of the date of the action by the Neighborhood Council to remove the Board member.
- b. The request must state the basis for the review. The request shall not cite or present any evidence not considered by the Neighborhood Council but must address only procedural deficiencies.
- c. If the Commission determines the request for review raises sufficient questions regarding procedural deficiencies and agrees to hear the review, it will be placed on the agenda of a regular or special meeting of the Commission within sixty (60) days of receipt of the request for review.
- d. At the review the Commission will determine if the facts as presented support the removal motion and if the procedures set out in this policy were correctly applied.
- e. If the Commission determines that there were either factual or procedural deficiencies, the Commission may either reinstate the Board member or return the matter to the Neighborhood Council for further consideration.
- f. If the Commission returns the matter for further consideration and the Neighborhood Council does not act within sixty (60) days of the Commission's decision the Board member will be considered reinstated.
- g. During the period of appeal the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions.
- h. If the matter is returned to the Neighborhood Council for further consideration the Board member shall not be counted as part of the Board for any quorum and shall not participate in any Board actions until the Board takes action as requested by the Commission or until the expiration of the sixty (60) day time period.

9. This policy is not intended to restrict or eliminate a Neighborhood Council's ability to remove or render ineligible to serve, Board members who fail to attend meetings, join committees, maintain their stakeholder status, or perform other duties as may be described in the Neighborhood Council's bylaws and/or standing rules. Nor is it intended to limit a Neighborhood Council's ability to remove committee chairs or committee members according to the Neighborhood Council's bylaws and/or standing rules.

#### **Section 10: Resignation**

A Board member may resign from their seat by notifying the Board.

**Section 11: Community Outreach**

The Board shall maintain a procedure for communicating with the Stakeholders on a regular basis in a manner ensuring information is disseminated in an evenhanded and timely manner.

**ARTICLE VI - OFFICERS**

**Section 1: Officers of the Board**

The officers of the Board (“Officers”) shall include the following positions: President, Vice President, Secretary, Corresponding Secretary and Treasurer.

**Section 2: Duties and Powers**

Duties of Officers may be listed in these Bylaws, Operating Procedures, and RONR Chapter XV.

**Section 3: Selection of Officers**

Officers shall be elected by a majority vote of the Board at the first meeting following the certification of the election and seating of the new Board.

**Section 4: Officer Terms**

The Officers shall serve one (1) year terms and serve at the pleasure of the Board.

**ARTICLE VII – COMMITTEES AND THEIR DUTIES**

**Section 1: Standing**

Standing Committees facilitate on-going business expectations of the organization. Standing Committees shall be listed in the Operating Procedures, as amended from time to time, and shall include, but are not limited to the Budget/Finance and Bylaws/Procedures Committees. All Standing Committee meetings fall under the jurisdiction of the Brown Act.

**Section 2: Ad Hoc**

Ad Hoc Committees facilitate a specific project that is not on-going.

Ad Hoc Committees automatically dissolve upon the election and seating of a new Board and/or the purpose of the committee is complete.

**Section 3: Committee Creation and Authorization**

Committees may be created by virtue of the existence of the organization, through an action of the Board, or appointment by the President.

The President shall appoint the Chair of all committees.

The President may appoint members to every committee.

The Chair of the Committee may appoint members to their committee and create smaller Ad Hoc or Advisory committees within their committee.  
See RONR p492 II. 13-25.

## **ARTICLE VIII – MEETINGS**

All Board and Standing Committee meetings will be open and public, and permit, to the extent feasible, Stakeholders to participate in the conduct of business, deliberation, and decision making.

SCNC may take a formal position on an issue being considered by the City and shall be reduced to a Community Impact Statement (CIS) filed with the City Clerk or a written Resolution.

### **Section 1: Meeting Time and Place**

All meetings shall be held within the Boundary at a location, date and time set by the President or Committee Chair.

- A. The President shall hold as many Board meetings as it deems necessary, but no fewer than one (1) scheduled meeting per calendar quarter.
  
- B. Special Board Meetings may be called by the President, a majority of Board members, or a majority of Board Officers, as necessary.
  
- C. A Standing Committee Chairperson shall hold as many Committee meetings as it deems necessary, but no fewer than one (1) scheduled meeting per calendar quarter.

### **Section 2: Agenda Setting**

The President shall set the agenda for each Council Board meeting.

The Committee Chairperson shall set the agenda for each Committee Meeting.

### **Section 3: Notifications/Postings**

Notice of a regular meeting shall be at least seventy-two (72) hours in advance of the meeting and at least twenty-four (24) hours in advance of a special meeting. At a minimum, meeting notices shall be posted in compliance with the Ralph M. Brown Act and in compliance with City of Los Angeles Neighborhood Council posting policy. An updated listing of the Neighborhood Council's physical posting location/s shall be kept on file with the Neighborhood Council.

### **Section 4: Reconsideration**

Reconsideration of a motion along with all other motions that bring a question again before the assembly shall be followed as per RONR Chapter IX.

## **ARTICLE IX – FINANCES**

The Treasurer shall follow all regulations stipulated by governing authorities, specifically the Plan Article III Section 2(d) which specifies the system of financial accountability that governs the use of funds.

The Treasurer shall report at every Regular Board Meeting.

## **ARTICLE X – ELECTIONS**

### **Section 1: Administration of Election**

The SCNC Board election will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council elections. All other details may be outlined in the Operating Procedures.

### **Section 2: Governing Board Structure and Voting**

The number of Board seats, the eligibility requirements for holding any specific Board seats, and which Stakeholders may vote for the Board seats are noted in Attachment B.

### **Section 3: Minimum Voting Age**

Except with respect to a Youth Board Seat, a stakeholder must be at least 16 years of age on the day of the election or selection to be eligible to vote. [See Admin. Code §§ 22.814(a) and 22.814(c)]

### **Section 4: Method of Verifying Stakeholder Status**

Voters will verify their Stakeholder status through written self-affirmation.

### **Section 5: Restrictions on Candidates Running for Multiple Seats**

A candidate shall declare their candidacy for no more than one (1) position on the Council Board during a single election cycle.

### **Section 6: Other Election Related Language - Intentionally left blank.**

## **ARTICLE XI – GRIEVANCE PROCESS**

A Grievance against the SCNC Board, as a body, may fall under jurisdiction of the Regional Grievance Panel as described in LA City Ordinance, Chapter 28, Sec.22.818.

The Grievance Process shall follow RONR (11th Ed.) Chapter XX.

The Bylaws Committee shall serve as the initial Disciplinary Committee and report to the Board in Executive Session.

## **ARTICLE XII – PARLIAMENTARY AUTHORITY**

Robert’s Rules of Order Newly Revised, 11th Edition (RONR)

## **ARTICLE XIII – AMENDMENTS**

Changes to Bylaws shall be brought to the Board through the Bylaws/Procedures Committee and require ten (10) votes and prior notice for Board approval. Once approved, Bylaw changes shall be submitted to the appropriate governing authority for final approval.

## **ARTICLE XIV – COMPLIANCE**

The SCNC, its representatives, and all Stakeholders shall comply with these Bylaws, the Parliamentary Authority, and with any additional Standing Rules and Operating Procedures as may be adopted by the Board as well as all local, county, state and federal laws, including, without limitation, the Plan For A Citywide System of Neighborhood Councils, the Department of Neighborhood Empowerment, the City Code of Conduct, the City Governmental Ethics Ordinance (Los Angeles Municipal Code Section 49.5.1), The Los Angeles Charter and Administrative Code, the Brown Act (California Government Code Section 54950.5 et seq.), the Public Records Act, the American Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

### **Section 1: Code of Civility**

The SCNC, its representatives, and all community Stakeholders shall conduct all SCNC business in a civil, professional and respectful manner. Board members will abide by the Commission’s Neighborhood Council Board Member Code of Conduct Policy.

### **Section 2: Training**

All Board members shall take training in the fundamentals of Neighborhood Council, to the extent provided by the Department, within forty-five (45) days of being seated. All board members must take ethics and funding training prior to making motions and voting on funding related matters

All Board members may take parliamentary training.

**Section 3: Self-Assessment – Intentionally Left Blank**

ATTACHMENT A - Map of Studio City Neighborhood Council



**ATTACHMENT B – SCNC Governing Board Structure and Voting – 15 Board Seats**

<b>BOARD POSITION</b>	<b># OF SEATS</b>	<b>ELECTED or APPOINTED ?</b>	<b>ELIGIBILITY TO RUN FOR THE SEAT</b>	<b>ELIGIBILITY TO VOTE FOR THE SEAT</b>
Residential Homeowners Seats Term: 2 Years	4	Elected	A Residential Homeowner shall be any person who is deemed by law to have an ownership interest in residential property located in Studio City and who resides at such property. Owners of multi-unit residential buildings who reside at that property are included within this definition. Stakeholders who are 18 years of age or older at the time of filing for candidacy.	Any Stakeholder who is at least 16 years of age at the time of the election.
Residential Renters Seats Term: 2 Years	3	Elected	Residential renters (including apartments , condominiums , multiplexes and single-family dwellings) Stakeholders who are 18 years of age or older at the time of filing for candidacy.	Any Stakeholder who is at least 16 years of age at the time of the election.



<p>Business Representatives Term: 2 Years</p>	<p>3</p>	<p>Elected</p>	<p>A Business Representative is a person who (i) legally provides goods or services for compensation in Studio City and who maintains a valid City of Los Angeles Tax Registration Certificate (otherwise known as a City of Los Angeles business license) or (ii) owns business real property in Studio City. Stakeholders who are 18 years of age or older at the time of filing for candidacy.</p>	<p>Any Stakeholder who is at least 16 years of age at the time of the election..</p>
<p>Employees/Independent Contractors Term: 2 Years</p>	<p>2</p>	<p>Elected</p>	<p>An Employee/ Independent Contractor is a person who legally provides goods or services for compensation in Studio City, whose compensation is reported by way of a Form W-2 or a Form 1099, and who is not required to maintain a City of Los Angeles Tax Registration Certificate (otherwise known as a City of Los Angeles business license). Stakeholders who are 18 years of age or older at the time of filing for candidacy.</p>	<p>Any Stakeholder who is at least 16 years of age at the time of the election.</p>

Service Organization Seats Term: 2 Years	2	Elected	Member or full time employee of separate community organizations. Stakeholders who are 18 years of age or older at the time of filing for candidacy.	Any Stakeholder who is at least 16 years of age at the time of the election.
At-Large Stakeholder Seat Term: 2 Years	1	Elected	Any stakeholder who is at least 18 years of age on the day of the election within the SCNC boundaries.	Any Stakeholder who is at least 16 years of age at the time of the election.