

**BYLAWS  
OF  
The P.I.C.O. NEIGHBORHOOD COUNCIL**

**ARTICLE I**

**Name, Boundaries & Shared Facilities**

- Section 1.**     **NAME.** The name of the Neighborhood Council shall be P.I.C.O. (People Involved in Community Organizing) Neighborhood Council, hereinafter referred to as the P.I.C.O. NC or the Neighborhood Council.
- Section 2.**     **GEOGRAPHIC BOUNDARIES.** The geographic boundaries of the P.I.C.O. NC are as follows:
- North:* The south side of Olympic Boulevard from La Cienega Boulevard to San Vicente Boulevard, the south side of San Vicente Boulevard to Cochran Avenue, the east side of Cochran Avenue to Olympic Boulevard, the south side of Olympic Boulevard to La Brea Avenue.
- South:* The north side of Venice Boulevard from La Brea Avenue to La Cienega Boulevard.
- East:* The west side of La Brea Avenue from Olympic Boulevard to Venice Boulevard.
- West:* The east side of La Cienega Boulevard north to Olympic Boulevard.
- Section 3.**     **SHARED FACILITIES.** The responsibility for any public entity (e.g. parks, libraries, etc) that falls on the P.I.C.O. NC boundaries and also falls on the boundaries of any adjacent neighborhood council will be equally shared by all councils affected.

**ARTICLE II**

**Mission Statement**

- Section 1.**     **MISSION.** The P.I.C.O. NC will empower and support our residents, neighborhood associations, businesses, schools and nonprofit organizations (those groups that directly affect our residents).
- The P.I.C.O. NC will keep our stakeholders informed about city events and issues which affect them;
- The P.I.C.O. NC will work directly, and through other organizations, to improve our neighborhood in areas that affect the livability and well-being of our area, with a particular focus on the following: beautification efforts, school support, traffic reduction and monitoring, safety issues, and issues affecting our senior citizens; and,
- The P.I.C.O. NC will serve as effective advocates for our neighborhood by monitoring the activities of, and communicating and working with, appropriate agencies, departments and elected officials of the City, and by effectively addressing the needs, concerns and aspirations identified by our community.

## ARTICLE III

### Stakeholder & Inclusiveness

**Section 1. STAKEHOLDER.** Neighborhood Council membership is open to all stakeholders. "Stakeholders" shall be defined as those who live, work, or own property in the neighborhood and also to those who declare a stake in the neighborhood and affirm the factual basis for it.

**Section 2. INCLUSIVENESS.** The Neighborhood Council shall promote inclusiveness by representing the many diverse interests in communities and encouraging said diverse interests to work together in addressing community concerns. Best efforts shall be used in scheduling meetings to avoid conflicts on dates of social and religious significance.

## ARTICLE IV

### Board of Directors

**Section 1. BOARD OF DIRECTORS.** The business of the P.I.C.O. NC shall be conducted by a Board of Directors ("Board") consisting of elected and appointed Board Members ("Board Members").

Candidates for positions may be nominated by a group of stakeholders or self-nominated. All candidates must provide proof of meeting the qualifications required for the position they seek.

**A. Elected Seats.**

Membership of the Board shall include persons elected by and representing the following constituencies within the boundaries of the P.I.C.O. NC: i) one representative from each of the residential association, ii) two representatives of business, iii) two education representatives, iv) three service/non-profit organization representatives, v) one representative of persons employed by a business, ~~and~~ vi) one senior citizen representative, age 55 or older, and vii) one factual basis at-large representative.

i) *Residential Association Representatives.* Each nominee shall be a resident of the residential area he wishes to represent. Only residents of the residential association shall be eligible to vote in the election of the residential area's representative.

ii) *Business Representatives.* Persons (a) owning or operating a business within the P.I.C.O. NC boundaries, (b) employed by a business association serving the community, c) or recommended by an existing business improvement district within the geographic boundaries of the P.I.C.O. NC,, shall be eligible for election to the Neighborhood Council as a Business Representative. Business Representatives shall be elected by business owners, business managers, and employees of business associations operating within the boundaries of the Neighborhood Council.

iii) *Employee Representative.* Any person employed within the Neighborhood Council boundaries, or recommended by an existing business improvement district within the geographic boundaries of the P.I.C.O. NC, shall be eligible for election to this position. Only persons employed within the area of the Neighborhood Council shall be permitted to vote for the Employee Representative.

iv) *Education Representatives.* These positions shall be filled by and elected by teachers or school administrators employed within and/or living in the Neighborhood Council area.

v) *Service/Non-Profit Organization Representatives.* These positions shall be open to any employee of a religious or service organization located within and serving the Neighborhood Council area.

Employees of religious or non/profit organizations located within and serving the Neighborhood Council area shall elect these representatives.

vi) *Senior Citizen Representative*. This position is open to any person 55 years of age or older who is a Stakeholder within the Neighborhood Council boundaries. Only persons 55 years of age or older shall be allowed to vote for this representative.

vii) *Factual Basis At Large*. This position will be available to all stakeholders who live, work, or own property in the neighborhood and also to those who declare a stake in the neighborhood and affirm the factual basis for it.

#### **B. Appointed Seats.**

Membership of the Board shall consist of appointed persons representing the following constituencies: i) one youth representative, and, ii) two at-large representatives who do not live in the area and declare a stake in the neighborhood.

The seats described below shall be appointed by the Board under the following process:

Following the City Clerk conducted election and the selection of a Board President, the President shall within 45 days of assuming office appoint a qualified Stakeholder to the selected seat subject to a majority vote of the Board at a public meeting. If the seat is not filled within 46 days that the President assumes office the seat shall be filled in accordance with vacancy provision described in Article IV, Section 3 "Filling Board Vacancies."

i) *Youth Representative*. This position is open to any person age 15 to 21 living in or attending school in the Neighborhood Council area. The appointment of Youth Representative shall be made by the Board of Directors from a list of eligible candidates after consideration of each candidate's interest in the position and his stated qualifications.

ii) *At-Large Representative*. These positions are open to a non-resident of the Neighborhood Council area who have an interest in the community represented by the Council. The Board of Directors shall appoint the At-Large Representative from a list of eligible candidates after consideration of the contribution each might make to the Neighborhood Council area.

#### **C. Appointment of Alternates.**

Each Board Member shall appoint an Alternate from his stakeholder constituency who may vote in the absence of the Board Member and report to the Board Member and the representative's constituency. Alternates can present proxy votes on behalf of the absent Board Member. The Alternate must be designated by the Board Member or his constituency within 45 days of accepting office.

### **Section 2. TERM OF OFFICE.**

**A. Elected Seats:** each elected seat shall have a term described in Article VI.

**B. Appointed Seats:** each appointed seat shall have a term of 2 years or until a successor is appointed.

**C. Limit of Service:** No member of the Board of Directors may serve more than two consecutive terms in the same position or more than an aggregate of eight years.

**Section 3. FILLING BOARD VACANCIES.** A vacancy on the Board shall be filled by a Stakeholder who satisfies the eligibility requirements for holding the vacated seat. Any Stakeholder interested in filling a vacant seat shall submit a written application to the Secretary within 45 days of date the seat becomes vacant. After the lapse of 46 days, the Secretary shall forward the names of all applicants to the President. The President shall have discretion to appoint the vacancy from the applicants among any other qualified Stakeholders at any time, subject to a majority vote of the Board at a public meeting. The appointed applicant's term shall be limited to the term for the vacant seat. If no candidate comes forward or no majority vote can be reached, the position shall remain vacant until the next election.

## ARTICLE V

### Officers

**Section 1. OFFICERS.** The Board of Directors shall hold an election every two years for the following officers:

**A. *President.***

The President shall preside at all meetings, present the annual report on the work of the Neighborhood Council at the Annual Neighborhood Council Stakeholder Meeting, and ensure that all materials and reports required by law, the Department of Neighborhood Empowerment ("D.O.N.E.") and the City of Los Angeles are properly retained or filed. The duties of the President shall also include overseeing and coordinating all committees. The President shall determine the division of these duties with the approval of the Board of Directors.

**B. *Vice President.***

The Vice President shall serve as President pro tem in the absence or incapacity of the President and shall perform such other duties at the direction of the President or Board of Directors. If the President resigns from office the Vice President shall serve as President pro tem until the board chooses a new President or until the next election of officers, whichever the Board chooses.

**C. *Treasurer.***

The Treasurer shall have the custody and control of all monies belonging to the Neighborhood Council. The Treasurer shall maintain all financial records and shall prepare and transmit all financial reports and information required by the City or any granting agency. The Treasurer shall facilitate the preparation, completion and submission of materials necessary for the request of funds needed to conduct council business.

The Treasurer shall provide a financial report to the Board of Directors at their regular meeting or as directed by the President. The Treasurer shall maintain transparency by publishing the reports to the website via the Communications Director.

**D. *Secretary.***

The Secretary shall complete the minutes of each Board of Directors meeting and the Annual Stakeholder Meeting within two weeks following the meeting. This schedule will allow Board Members to review the minutes and make any corrections or additions at the next meeting. The duties of the Secretary shall include maintaining the records of the Neighborhood Council and filing any certificates required by DONE or other departments of the City of Los Angeles. The Secretary shall post the notice of each forthcoming meeting at the designated public notice locations. The

Secretary shall prepare and mail any correspondence from the Neighborhood Council as directed by the President or Board of Directors.

**E. *Communications Director.***

The Communications Director shall have responsibility for maintaining and updating the Neighborhood Council's website and for email notification to Board Members of forthcoming meetings. In the temporary absence of both the President and the Vice President, the Communications Director shall assume their responsibilities.

**Section 2. ELIGIBILITY & EXPERIENCE.** Only members of the Board may be nominated for officer positions. Each officer must have a year of service on the Board before being eligible to accept office.

**Section 3. TERM OF OFFICE.** Each officer shall have a term of two years or until a successor is elected at a public Board meeting.

## ARTICLE VI

### **Duties and Responsibilities**

**Section 1. RESPONSIBILITIES.**

i) Each Board Member shall communicate regularly with his constituency, providing it with information on the decisions of the Board of Directors and the activities of the Neighborhood Council.

ii) Each Board Member shall complete all training required by D.O.N.E. within 45 days of accepting his seat.

**Section 2. ACTIVE PARTICIPATON.**

i) Every Board Member shall participate in a minimum of three projects per year to the extent that said projects do not constitute any known health risk and is acceptable to the Board Member.

ii) Every Board Member shall be actively involved with a minimum of one subcommittee and/or adhoc committee.

iii) Each Board Member shall declare an Alternate to represent himself in his absence within 45 days of accepting his seat. Board Members will use their best efforts to communicate their absence to the Board and their alternate prior to meeting.

Board Members not adhering to the duties and responsibilities stated herein will be subject to removal at the discretion of the Board and in accordance with ARTICLE XIII .

## ARTICLE VII

### Elections

**Section 1.** **TIMING.** Elections shall be conducted every two years in even-numbered years and shall be administered by the City Clerk beginning on June 2010. The rules and regulations promulgated by the City Clerk in conjunction with an election administered by the City Clerk shall take precedence over an inconsistent language in these bylaws.

**A.** The term for currently elected board members shall be extended through and until a successor is elected or appointed at the June 2010 City Clerk conducted election.

**Section 2.** **LENGTH & TIMING OF BOARD TERMS.** The intent of the Board is to establish a staggered election system where approximately half of the board is elected at each City Clerk conducted election. Beginning with the City Clerk conducted election on June 2010, every board seat shall be open for election, at which time the following board seats shall be elected for a duration of two years or until a successor is elected or appointed: Business Representatives, Education Representatives, Service/Non-Profit Representatives, Employee Representative, and Senior Citizen Representative (*see Article IV, Section 1, Subsection A for further description*).

The Residential Association Representative positions (*see Article IV, Section 1, Subsection A for further description*) shall be elected for a duration of four years or until a successor is elected or appointed.

Beginning with the City Clerk conducted election held on June 2012, and each election thereafter, each and every board seat shall be elected for the duration of four years or until a successor is elected or appointed.

**Section 3.** **VOTING.** All stakeholders age 18 and above shall be entitled to vote in the Neighborhood Council elections. Proof of qualification, as directed in Article IV, must be provided at the time of voting.

Proxy Vote. No proxy votes are allowed in the election or appointment of Representatives.

## ARTICLE VIII

### Financial Accountability

**Section 1.** **OPERATIONS.**

**A.** Accounts & Reports.

i) The Treasurer shall set up and maintain an accounting-record keeping system for the Neighborhood council in accordance with local, State and Federal laws and in accordance with the Generally Accepted Accounting Principles (GAAP).

ii) The Treasurer shall prepare and submit to D.O.N.E. all financial and accounting statements requested by that agency. Separate statements shall be submitted describing the use of grant funding or other funds. The Neighborhood Council shall allow D.O.N.E. full review of the Council's accounting procedures and records.

**B. Petty Cash Fund.**

The Treasurer shall create and act as custodian of a petty cash fund in an amount initially determined by the Board. All disbursements from the Petty Cash Fund shall be supported by vouchers approved by the President or Vice President of the Board.

**C. Check Writing.**

The Treasurer and President or Vice President shall sign check requests issued on behalf of the P.I.C.O. NC. In the absence of one of these signatories, a check request may be signed by another Officer of the Board.

**D. Funding Priority**

Funding Requests that demonstrate a geographic nexus to the geographic boundaries of the P.I.C.O. NC will have first priority over other requests for funds.

**Section 2. STAKEHOLDER REVIEW**

Stakeholders in the Neighborhood Council may review the Council's financial records upon a written request to the Treasurer. The Treasurer shall establish fair and open procedures to permit such a review within a reasonable time of receipt of the request. All requests for review of a substantial nature shall be directed to D.O.N.E.

**ARTICLE IX**

**Meetings**

**Section 1. OPERATIONS.** The business of the P.I.C.O. Neighborhood Council shall comply with all the applicable requirements of the Brown Act and a simplified form of Robert's Rules of Order. Meetings shall be conducted in accordance with the Rules of Conduct that have formally been adopted by the Board of Directors and set forth in writing, unless contrary to State or Federal law.

**A. Notice of Meetings.**

Notice of regular and special Board of Directors meetings shall be given at least 72 hours prior to such meeting. Notice of the Annual Meeting shall be given ten (10) days prior to such meeting. Said notices shall be by written notice to each Board Member delivered by electronic mail, posted on the Neighborhood Council website, and posted to five areas regularly frequented by the community and favoring the entire geographic boundary of the P.I.C.O. NC. The business to be transacted at a special meeting shall be specified in the notice of such meeting. Any Board Member may waive notice of any meeting. Notice of a meeting shall also be deemed given to any Board Member who attends the meeting without protesting before or at its commencement about the lack of adequate notice.

**B. Meetings by Telephone or Electronic Media.**

If provided by the meeting venue, any regular or special meeting may be held by conference telephone or electronic media equipment. A Board Member may participate in a meeting through the use of conference telephone or similar electronic communication equipment so long as all such Board Members participating in such meeting can be successfully identified, communicate with one another and the Board Member participating via telephone conference or electronic media has had

the opportunity to participate in the discussion of the items on which such Board Member is voting. All such Board Members participating in the meeting through such means will be deemed to be present at such meeting.

**C. *Quorum.***

A majority of the total elected and appointed Board Members shall constitute a quorum for transaction of business at any meeting. The act of a majority of Board Members at a meeting at which a quorum is in attendance shall be the act of the Board, unless a greater number is required by law. A written proxy from an absent Board Member shall be delivered by an Alternate and will count toward establishing a quorum for that meeting and for voting purposes.

**D. *Adjournment.***

A majority of the Board Members present, whether or not constituting a quorum, may adjourn any meeting to another time or place in accordance with the notice provisions contained in ARTICLE IX Section 1.A. "*Notice of Meetings.*"

**Section 2. BOARD OF DIRECTORS MEETINGS.**

**A. *Schedule.***

The Board of Directors shall meet not less than quarterly to conduct Neighborhood Council business. All Board meetings shall be open to the public and the attendance of Stakeholders shall be encouraged.

**B. *Agenda.***

Each Meeting of the Board of Directors shall include ratifying the minutes of the preceding meeting, officer reports, treasurer report, committee reports, old and unfinished business, and new business.

Stakeholders may submit proposed agenda items in writing at a Board of Directors meeting, directly to the Executive Committee or via the Neighborhood Council website

Time shall be allowed at such meetings for comments and questions from the floor following completion of the Board's business agenda. However, unless permitted by the presiding officer, no speaker shall be allowed to speak for more than three minutes.

Members of the public who wish to speak shall be required to complete a request to speak card indicating their Stakeholder status, address and telephone number.

**Section 3. ANNUAL STAKEHOLDER MEETING.** The P.I.C.O. Neighborhood Council shall hold an Annual Stakeholder Meeting after the submittance of the annual budget to D.O.N.E.. The date shall be determined by the Board of Directors and shall not fall on a legal holiday. Written notice of the date, time and location of the Annual Stakeholder Meeting shall be given to each Board Member and notices shall be posted in accordance with ARTICLE IX Section 1.A. "*Notice of Meetings.*". . Board Members shall advise members of their constituencies of the meeting and promote attendance.

The President of the Board of Directors shall present a report on the Council's activities for the preceding year at the Annual Stakeholder Meeting.

**Section 4.** **SPECIAL MEETINGS.** Special meetings of the Board of Directors may be called by the President or requested of the Executive Board by any three (3) Board Members. The Executive Board shall respond within 48 hours. The person or persons calling the special meeting shall fix the time and place of the meeting and provide notice in accordance with ARTICLE IX Section 1.A. “*Notice of Meetings.*”.

## ARTICLE X

### Committees

**Section 1.** **GENERAL RESPONSIBILITIES.**

**A.** *Appointments.*

The chairperson and members of each Standing, Special and Ad Hoc Committee of the Neighborhood Council shall be appointed by the Board Members during a public meeting at the time at which the committee is created.

**B.** *Accountability.*

All committees are accountable directly to the Board of Directors and shall report on their activities and actions at each regular meeting of the Board of Directors.

Each committee shall meet regularly at a time and place determined by its chairperson. This requirement may be waived with the consent of the President. A schedule of the committee meetings shall be provided to Board of Directors.

Minutes of committee meetings are required and shall include names of attendees and votes on all actions taken. Minutes shall be submitted to the Secretary prior to the next regular meeting of the Board of Directors.

**C.** *Authority.*

No committee shall have the power to obligate the Neighborhood Council or enter into any agreement binding upon the Neighborhood Council without the approval of the Board of Directors or delegation of such authority to the committee by the Board of Directors.

**D.** *Actions.*

A majority vote of the members of a committee created by or authorized to be created by these Bylaws shall be required for the committee to act.

**Section 2.** **EXECUTIVE COMMITTEE.** The Executive Committee of the Board of Directors shall include all the officers of the Board and the committee heads. The Executive Committee is responsible for handling operational matters that arise between regular Board of Directors meetings. A minimum of one year service is required to be eligible for a position on the Executive Committee. It shall be the task of the Executive Committee to formulate the agenda for the next Board of Directors Meeting. The Executive Committee shall review possible agenda items submitted by Stakeholders who are not members of the Board.

**Section 3. STANDING COMMITTEES.** The Board of Directors shall have the following standing committees: the Election Committee, the Outreach Committee and the Finance Committee. Each of these committees may include Stakeholders who are not members of the Board as well as Board Members.

The Board shall create additional Standing Committees with such membership, powers, and duties as shall be authorized by the Board.

**Section 4. SPECIAL AND AD HOC COMMITTEES.** The Board of Directors may from time-to-time create special and ad hoc committees with such membership, powers and duties and for such terms as shall be authorized by the Board.

## ARTICLE XI

### Grievance Procedures

The Grievance Procedure is intended to address and resolve only procedural disputes, such as compliance with these bylaws, State and Federal law, local ordinances, the Brown Act, the City Charter or the Plan for Neighborhood Councils.

A Stakeholder having a grievance as outlined above shall submit the grievance in writing to the Board of Directors, which shall refer the matter to a Grievance Committee. The Grievance Committee shall meet with the aggrieved Stakeholder to resolve the dispute or complaint and shall report to the Secretary in writing the status of resolution efforts including recommendations. The matter shall be placed on the agenda for the next regular meeting of the Board.

Pursuant to the Brown Act, the matter shall not be discussed by Board Members until the matter is heard at the next regular meeting.

A Stakeholder who disagrees with a Board decision may make request a reconsideration of the matter in the public comment period of a meeting or by submitting to the Board a written request that the matter be placed on the next agenda for reconsideration.

## ARTICLE XII

### Rules of Conduct for Board Members

Consistent with the rules of the City Ethics Commission, Board Members shall conduct themselves in a manner reflecting good manners, respect for others, and common sense. As persons in public service, Board Members will be ever conscious that public service is a public trust requiring impartiality and devotion of the interest of the Neighborhood Council both during and outside Neighborhood Council meetings.

Any Board Member who has a conflict of interest with a proposed Board action or policy shall announce that conflict to the Board of Directors and withdraw from participation on that item.

No Board Member shall represent the P.I.C.O. NC on an issue unless that issue has been voted upon and a Council position taken.

The Council and its representatives shall abide by the rules promulgated by D.O.N.E., D.O.N.E. decisions relative to the operation of the P.I.C.O. NC and all applicable City, County, State, and Federal laws.

## ARTICLE XIII

### Removal of a Board Member

**Section 1. RESIDENTIAL ASSOCIATION BOARD MEMBER.** Action to remove a Residential Association Board Member for a violation of these Bylaws or D.O.N.E. requirements may be taken by the Board of Directors upon a written petition presented to the Board of Directors that a) identifies the Board Member to be removed, b) describes in detail the reason for his removal, and c) includes the signatures of at least 50 Stakeholders from the constituency which the Board Member represents. Removal of a Residential Association Representative can also be achieved by a directive issued by his residential association. A removal action executed by the residential association is instantaneous and does not need Board approval. The residential association has 45 days to replace its representative. If no replacement is forthcoming within 45 days, the Board may appoint a replacement who satisfies the qualifications stated in ARTICLE IV 0

**Section 2. OTHER BOARD MEMBERS.** The Board of Directors may remove an elected Board Member representing any of the non-residential constituencies for a violation of these Bylaws or D.O.N.E. requirements. This action may be taken by the submission of a written petition to the Board of Directors that a) identifies the Board Member to be removed, and, b) describes in detail the reason for removal.

The Board shall consider the petition for removal at the next meeting of the Board of Directors. A “no confidence” vote by Board Members representing two-thirds of the total filled Board Seats minus one shall be necessary for removal of the Board Member. The Board Member who is the subject of the proposed removal may address the Board in his behalf but shall not be allowed to vote on the removal action. If an adequate number of Board Members is not present to take a vote on removal, the matter shall be placed on the agenda for the next Board Meeting and each meeting thereafter until the number of Board Members required for a vote is present.

Any Board Member who fails to attend three general meetings of the Board of Directors within a six month period without either a) the acceptance from the Executive Committee for his absence or b) the attendance of his Alternate in his absence shall be regarded as having voluntarily resigned from the Board of Directors. The Board of Directors may then fill that vacant position as directed in Article V, Section 3 "Filling Board Vacancies".

ARTICLE XIV

**Amendments and/or Revisions to the Bylaws**

Proposed amendment(s) and/or revision(s) to these Bylaws shall be considered only if submitted by recommendation of the Bylaws Committee at any of the Board of Directors' meetings. .

Any proposed amendment(s) and/or revisions(s) to the Bylaws must be submitted in writing to the Secretary at least 30 days prior to the meeting in which it shall be placed on the agenda. The Bylaws Committee shall present the proposed change(s) accompanied by a written statement of argument supporting those change(s).

After proper notification as required under the Brown Act, the Board of Directors shall discuss proposed amendment(s) and/or revision(s) to the Neighborhood Council Bylaws at the Board Meeting. Upon approval of such change(s) by two-thirds vote of the Board Members, the Board of Directors shall submit those changes to D.O.N.E. for review and approval.

I, the undersigned, certify that I am presently elected and acting Secretary of the Pico Neighborhood Council, and the above Bylaws consisting of 12 pages, including this page, are the Bylaws of this entity as adopted by the Board of Directors.

Dated: \_\_\_\_\_

Signature

Print Name: \_\_\_\_\_