

**BYLAWS  
FOR  
UNITED NEIGHBORHOODS  
OF THE HISTORIC ARLINGTON HEIGHTS,  
WEST ADAMS AND JEFFERSON PARK COMMUNITIES  
NEIGHBORHOOD COUNCIL  
(UNNC)**

**ARTICLE I  
NAME**

Upon certification, the name of the of the neighborhood council shall be the UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES, an officially recognized advisory council hereby part of the Los Angeles Citywide system of neighborhood councils.

**ARTICLE II  
PURPOSE, MISSION and POLICY**

- A. The PURPOSE of UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES is to participate as an advisory body on issues of concern to our neighborhood council and in the governance of the City of Los Angeles. The Council is formed to engage in all of the civic, cultural, public and charitable purposes permitted to be conducted, or participated in, by a Neighborhood Council formed pursuant to Article IX of the Charter and Administrative Code of the City of Los Angeles.
- B. The MISSION of this council is:
- To empower and bring together a diverse community to maintain and improve the quality of life.
- To work, in cooperation, with the necessary agencies toward the protection and improvement of our area, effectively addressing the needs and concerns as identified by our community;
- 1) To provide an inclusive open forum for public discussion of issues concerning City governance, the needs of this neighborhood council, the delivery of City services to this neighborhood council, and on matters of a Citywide nature, and
  - 2) To advise the City of Los Angeles on issues concerning City governance,

the United Neighborhoods needs of this neighborhood council, the delivery of City services to this neighborhood council, and on matters of a Citywide nature.

C. The POLICY of this neighborhood council shall be:

- 1) 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.
- 2) To have fair, open, and transparent procedures for the conduct of our neighborhood council business.
- 3) To bring together the diverse elements of our community into a united organization that truly represents the interests of all of our neighbors in a non-partisan manner; and,
- 4) To develop a capability to listen to and interact with and inform all who have interests in our community; and,
- 5) To effectively represent our community in collaboration with the City of Los Angeles and other government agencies; and,
- 6) Above all to unify and serve the interests of our community so as to enhance the quality of life in the United Neighborhoods and surrounding area.
- 7) To service this larger public purpose, the Council will participate in:
  - a. Monitoring City services and holding City employees and their departments accountable to the residents of the community;
  - b. Pursuing enforcement of existing City zoning codes and ordinances: Establish a committee to review and assess ordinances if necessary;
  - c. Consulting with City officials regarding plans for appropriate development in commercial locations, including the provision of adequate parking and landscaping for these projects;
  - d. Revitalizing Commercial Corridors;
  - e. Establishing more recreational facilities;
  - f. Monitoring traffic throughout the area with special concern for the health and safety of residential neighborhoods;

- g. Encouraging neighborhood beautification, tree planting, and graffiti removal; and
- h. Advocating historic preservation and restoration.

### **ARTICLE III DEFINITIONS**

- A. "BOARD" shall mean a Governing Body within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils ("plan") also to be known herein as the Board of Directors.
- B. "COUNCIL" shall mean UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES.
- C. "COUNCIL MEETING" shall mean a meeting of the Board.
- D. "PRESIDENT" shall mean the President or presiding officer of the Board of Directors.
- E. "VICE PRESIDENT" shall mean Vice-President or second in charge behind the Chair at meetings of the Board of Directors.
- F. "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 Councils finances and book of accounts, and preparing any financial reports for the Department of Neighborhood Empowerment pursuant to the Plan for a Citywide System of Neighborhood Councils.
- G. "SECRETARY" shall mean a member of the Board of Directors to keep minutes of all Board meetings.
- H. "DIRECTOR" shall mean a member of the Board of Directors.
- I. "SEATS" shall refer to positions on the Board of Directors which have terms and eligibility requirements as specified herein.
- J. "REGIONAL RESIDENT STAKEHOLDER REPRESENTATIVE" shall mean a member of the Board of Directors who is a residential stakeholder of a particular region within UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES boundary area. (See EXHIBIT A)
- K. "AT LARGE STAKEHOLDER REPRESENTATIVE" shall mean a stakeholder member of the Board of Directors.

- L. "STAKEHOLDER" shall mean any persons who live, work or own property or otherwise identify themselves as stakeholders in the Neighborhood Council region, based upon their participation in among other things, parks, recreation areas, public safety organizations, environmental organizations, medical/health organizations, libraries, educational institutions, religious institutions, community organizations, service organizations, non-profit organizations, or other at large entities.
- M. "MEMBER" shall mean, and is synonymous with "STAKEHOLDER"
- N. "AREA" shall mean the geographic area of the Council, as set forth in ARTICLE V.
- O. "REGION" shall mean a geographic area as set forth in ARTICLE V.
- P. "OFFICIAL ACTION" shall occur when the BOARD approves, fails to approve, or disapproves by vote any resolutions, positions, or decisions with respect to an item on its agenda, which becomes the official or representative voice on said item for UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES.

**ARTICLE IV  
MEMBERSHIP**

MEMBERSHIP in this Neighborhood Council is open to all STAKEHOLDERS. All STAKEHOLDERS fourteen (14) and older shall be eligible to run and vote in elections for the Board. If a Board Member is elected who is less than 18 years of age and who has not reached the age of majority, then he/she may not vote on the expenditure of funds, the entry into contracts, or recommendations to enter into contracts.

**ARTICLE V  
NEIGHBORHOOD COUNCIL BOUNDARY AREA**

UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES, includes a geographic area that has a minimum of 20,000 residents.

The boundaries are described as follows: *(See EXHIBIT A)*

- North:** the south side of Pico Boulevard from Crenshaw Boulevard to Normandie Avenue
- South:** the north side of Rodeo Road between Crenshaw Boulevard and Arlington Avenue
- East:** the west side of Normandie Avenue from Pico Boulevard south to the

Santa Monica (10) Freeway, west to the west side of Western Avenue from the Santa Monica Fwy south to Jefferson Boulevard, west to the west side of Arlington Avenue, south to Rodeo Road and west to the east side of Crenshaw Boulevard

**West:** the east side of Crenshaw Boulevard from Pico Boulevard to Rodeo Road

There are six (6) voting Regions in the Neighborhood Council. The following are the boundaries of the voting Regions:

Region 1:

Communities of Arlington Heights/Venice/Upper Avenues of Washington Boulevard between Crenshaw Boulevard and Western Avenue and Pico Boulevard and 10 Freeway, but excluding Region 4.

Region 2:

Communities of Harvard Heights/West Adams Heights/Oxford/La Salle between Western Avenue and Normandie Avenue and between the 10 Freeway and Pico Boulevard.

Region 3:

Communities of West Adams Avenues/24 and 25 Streets between Crenshaw Boulevard and Arlington Avenue and between the 10 Freeway and Adams Boulevard.

Region 4:

Communities of Western Avenue Heights/Kinney Heights/Gramercy Place between Arlington Avenue and Western Avenue and between Washington Boulevard and Adams Boulevard.

Region 5:

Communities of Jefferson Park between Adams Boulevard and Rodeo Road and between Crenshaw Boulevard and Arlington Avenue.

Region 6:

Communities of 26 to 31 Streets (The Bungalows) between Adams Boulevard and Jefferson Boulevard and between Arlington Avenue and Western Avenue.

## ARTICLE VI BOARD OF DIRECTORS

There shall be 23 Stakeholder Representatives on the Board of Directors. All committees, subcommittees and/or ad hoc committees shall be made up of members that are appointed by the Board.

### A. REPRESENTATIVES

- 1) Regional Resident Stakeholder Representatives  
Twelve (12) Board seats of the elected directors shall be residents of the UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS, AND JEFFERSON PARK COMMUNITIES area, who are currently residing in the Region they represent, and who shall continue to reside in that same Region during the tenure of their term(s). (See EXHIBIT A)
  
- 2) At Large Stakeholder Representatives.  
Eleven (11) Board seats of the elected directors shall be stakeholder members who work or own property or otherwise identify themselves as a stakeholder in the Neighborhood Council based upon their participation in among other things, parks, recreation areas, public safety organizations, environmental organizations, medical/health organizations, libraries, educational institutions, religious institutions, community organizations, service organizations, non-profit organizations, or other at large entities. At Large Representatives shall maintain such participation during the tenure of their term(s).

### B. OFFICERS AND RESPONSIBILITIES

- 1) President.  
Subject to such supervisory powers as may be given by the Board of Directors to another officer, the president shall, subject to the control of the Board, generally supervise and give direction for the business of the Council. He/she shall preside at all meetings of the members and at all meetings of the Board and Executive Committee. He/she shall have such other powers and duties as may be prescribed by the Board or the bylaws.
  
- 2) Vice President.  
In the absence or disability of the president, the vice president shall perform all the duties of the president, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the president. The vice president shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the Board.
  
- 3) Secretary.

The secretary shall attend to the following:

a. Book of Minutes.

The secretary shall keep or cause to be kept, at the principal executive office or such other place as the Board may direct, a book of minutes of all meetings and actions of directors and committees of directors, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at such meetings, and the proceedings of such meetings.

b. Correspondence.

The secretary shall maintain copies of all outgoing and incoming correspondence to and from the Council, the Board and committees, and members of the Board and the chairpersons of committees (to the extent such correspondence constitutes business of the Board and the committees and not personal matters of such individuals).

4) Treasurer.

All funds supporting activities of the Council shall be administered by the treasurer, who shall also serve as the Council chief financial officer. He/she shall have such other powers and perform such other duties as may be prescribed by the Board, the Financial Accountability Guidelines or the bylaws.

## **ARTICLE VII ELECTION/SELECTION OF THE BOARD OF DIRECTORS**

A. Interim Board

The Interim Board for United Neighbors shall exist from the current steering committee and shall assure that elections take place 90 days after Certification.

B. Board Seats and Terms.

UNNC Board seats are divided into two groups, A and B with staggered four year terms. In 2010, Group A Board seats were elected to a one-time two year term. Thereafter, Group A seats shall have four-year terms beginning in 2012. All Group B Board seats shall have four year terms beginning in 2010. Group A consists of At-Large Representatives Seats 1,2,3,4,5 and 6 and Seat 1 of each Region. Group B consists of At-Large Representatives Seats 7, 8, 9, 10 and 11 and Seat 2 of each Region.

C. Region Representative Voters.

Stakeholders from each Region who affirm that their primary residence is in said Region and who are 14 years of age or older are eligible to vote for representatives for that Region. (See EXHIBIT A)

D. At Large Representative Voters

All UNNC Stakeholders who live, work, own property or participate in the UNNC community and affirm a factual basis for it and who are 14 years or older are eligible to vote for At Large Representatives. Each Stakeholder is eligible to vote for up to six (6) At Large Representatives when Group A elections are held. Each Stakeholder is eligible to vote for up to five (5) At Large Representatives when Group B elections are held.

E. Officers.

The Board shall include officer positions entitled President, Vice-President, Secretary, and Treasurer. These positions shall be filled by consensus or majority vote of the Board at the first meeting following the elections, and thereafter all shall serve 1-year terms in their respective offices.

- a. The officers of the Board of Directors shall be known as the Executive Committee.

F. Outreach.

The Board of Directors shall direct that a system of outreach be instituted to find and obtain nominees for subsequent election to the Board of Directors. The Board may choose to design such a system through the committee process. The purpose of this outreach is to put forth a reasonable effort to inform and give every Stakeholder desiring to participate on the Board of Directors an opportunity to become a Board member. To that end, a period of at least 60 days prior to any election shall be given to prospective Board members for purposes of soliciting Stakeholder support. Any election shall be publicly noticed by the Board of Directors at least 60 days in advance of the balloting period.

G. Committees.

The Board of Directors shall appoint Stakeholders to chair committees, sub-committees, and/or ad hoc committees by a 2/3 vote. All other committees established or disbanded shall be noted in the minutes by the secretary.

- 1) The officers of the Board of Directors shall serve as the Executive Committee.
- 2) Action Committees. Any combination of members of the Council who are interested in a specific topic shall have the right to form an Action Committee. An Action Committee is formally established upon the endorsement of the Board of Directors.
  - i. The purpose of Action Committees is to define problems and goals for the Neighborhood Council, investigate possible activities to help further those goals, select appropriate actions, and propose those actions to the Board of Directors for approval.

H. Vacancy on the Board.

In the event a board seat is not filled during an election, or is vacant for any reason, the Board may appoint a Stakeholder to fill the seat to serve for the remainder of the term for that seat. (See Article VII, B for terms.)

I. Removal of Board Member.

- 1) A Board member may be removed by the submission of a written petition which (1) identifies the Board Member to be removed, (2) describes in detail the reason for removal, and (3) includes the signatures of 50 Stakeholders. The Secretary shall then have the matter placed on the agenda for a vote of the Board at the next regular meeting of the Board. A vote of "No Confidence" by 2/3rds of the Board of Directors shall be necessary to remove the identified Board member forthwith. The Board member that is the subject of the removal action shall not take part in the vote on this matter, but will be allowed to speak at the meeting to the Board prior to the vote. If an adequate number of Board members are not present to take a vote on removal, the matter shall be placed on the agenda for next regular meeting, and every meeting thereafter, until such time as a vote is taken.
- 2) A Board member shall be subject to automatic removal if that Board member no longer meets stakeholder criteria, i.e., a Regional Representative no longer resides in the region which the Board member was elected to represent. No vote is required by the Board of Directors.
- 3) A Board member may automatically be removed due to absenteeism of more than three (3) consecutive absences from Regular Governing Board meetings. A Board member who has been absent for more than three (3) consecutive Regular Governing Board meetings will be asked to appear before the Board of Directors and a 2/3<sup>rd</sup>s vote is required for removal of the errant Board member.
- 4) The Board of Directors may establish additional criteria for removal of board members in the Standing Rules.

J. Election Procedures.

These bylaws incorporate by reference the document prepared for the 2010 Election by the City Clerk's office entitled:

2010 NEIGHBORHOOD COUNCIL  
ELECTION PROCEDURES FOR  
UNITED NEIGHBORHOODS OF HISTORIC ARLINGTON  
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Future elections shall adhere to all procedures set forth therein, with all deadlines and timelines specified on "Attachment A Region H Election Timeline" recalculated according to whatever new election date has been set.

Where this document and the above referenced Election Procedures conflict, these bylaws shall take precedence.

## **ARTICLE VIII MEETINGS**

All "meetings", as defined by the Ralph M. Brown Act shall be noticed and conducted in accordance with the Act.

- 1) Meetings of the Board of Directors shall be held at least quarterly on the 1<sup>st</sup> Thursday of the month.

Meetings of the Board of Directors will initially meet at: Wilshire Police Station located at 4861 Venice Blvd., Los Angeles, CA 90019. However, the location for meetings thereafter may change from time to time and will be changed per the Standing Rules of UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES (a.k.a. "Board Rules") and will be noticed on agendas pursuant to the Brown Act. Board Rules shall be developed and adopted by a majority of the Board at the initial meeting and can be changed or modified by the Board per said rules.

- 2) Notification of all meetings shall include, at a minimum, posting on the Early Notification (ENS) System, posting at five (5) public locations throughout the UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES Area.
- 3) The Board shall take Official Action by a majority vote of the total number Board members present. A majority vote on any matter on the Boards agenda cannot be made unless there is a quorum or majority of the Board members present. There shall be no proxy voting.
- 4) Other rules for the conduct and decorum of the Board meetings, including a procedure for reconsidering agenda items shall be established by the Board of Directors and reflected in the "Standing Rules of UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES Meetings."
  - a. 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 days, shall: (1) Make a Motion for Reconsideration

and, if approved, (2) hear the matter and Take an Action. If the motion to reconsider an action is to be scheduled at the next meeting following the original action, then two items shall be placed on the agenda for that meeting: (1) A Motion 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.

- 5) Where the Board has not adopted its own rules for conducting its meetings, the Board shall follow Robert's Rules of Order. The Rules of the Board of Directors that have been formally adopted and set forth in writing shall, unless contrary to State or federal law, take precedence where there is a conflict with Robert's Rules of Order. All committee meetings shall be governed by any written rules adopted by the Board of Directors for conduct of meetings, or by Robert's Rules of Order, where no Board rule applies.

## **ARTICLE IX PRINCIPAL OFFICE**

The principal office for UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES shall be located in the city of Los Angeles, California.

## **ARTICLE X AMENDING BYLAWS**

Amendments, changes, additions or deletions to these Bylaws may be proposed by the Board or any stakeholder(s) during the public comment period of a regular meeting of the Board of Directors. A proposal to amend these bylaws, however, must then be formalized in writing and then lodged with the Secretary or person responsible for preparing the agenda for the next regular meeting. The proposed amendment will be placed on the agenda for public discussion at a subsequent regular meeting of the Board of Directors.

A recommendation for amendment or adjustment of these Bylaws must be made by a 2/3rds vote of the entire number of the Board of Directors. Thereafter, and within 14 days after a vote recommending adjustment or amendment to the Bylaws, a Notice of Proposed Adjustment of Bylaws shall be submitted to the Department of Neighborhood Empowerment along with a copy of the existing Bylaws for review and approval by the Department all in accordance with Article V (3) of the Plan.

## **ARTICLE XI FINANCIAL ACCOUNTABILITY**

- A. The Treasurer of this Council shall oversee and be charged with the full custody and control of all Council funds and assets. The Treasurer will establish an account or accounts for the deposit of Council funds in a federally insured (FDIC) bank or financial institution in the precise name of this Council, as certified by the City of Los Angeles. These funds shall remain liquid and readily available for use by the Council and shall not be used for high risk or speculative investments, but must conform to prudent standards of investment of public funds.
  
- B. The Treasurer shall establish and oversee a system of bookkeeping and accounting for the Council that complies with Generally Accepted Accounting Principles, UNITED NEIGHBORHOODS OF THE HISTORIC ARLINGTON HEIGHTS, WEST ADAMS AND JEFFERSON PARK COMMUNITIES Financial Accountability Guidelines 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 same. The Treasurer, however, shall be ultimately responsible for the maintenance of the system of bookkeeping and accounting and for the protection of all Council assets.
  
- C. The Council's financial statements, books and accounts shall be open for inspection and copying by any member of the public upon a written request to the Board. The Board shall establish fair and open procedures to permit inspection within a reasonable time. Any copying of financial records will be performed by an established copy service and the charge for such a service will be billed to the person or entity requesting the copies.
  
- D. The Treasurer shall make a report to the Board on the Council's finances at every regular meeting of the Board.
  
- E. The Treasurer shall be responsible for preparing or coordinating the preparation of a financial statement for the Department of Neighborhood Empowerment, annually. The Treasurer shall also coordinate and cooperate with the Department of Neighborhood Empowerment on establishing a process and/or a system by which the Council's finances and book of accounts can be reviewed by the Department of Neighborhood Empowerment pursuant to the Plan for the Citywide System of Neighborhood Councils.

## **ARTICLE XII GRIEVANCE PROCEDURE**

Any grievance by a Stakeholder must be submitted in writing to the Board of Directors. The Board of Directors shall then refer the matter to an ad hoc grievance panel comprised of 5 Stakeholders who are randomly selected by the Council secretary from a list of Stakeholders

who have previously expressed an interest in serving from time-to-time on such a grievance panel. The Secretary will coordinate a time and a place for the panel to meet with the person(s) submitting a grievance and to discuss ways in which the dispute may be resolved.

Thereafter, a panel member shall promptly prepare a written report to be forwarded by the Secretary to the Board outlining the panel's collective recommendations for resolving the grievance. The Board of Directors may receive a copy of the panel's report and recommendations prior to any meeting by the Board, but the matter shall not be discussed among the Board members until the matter is heard at the next regular meeting of the Board pursuant to the Ralph M. Brown Act.

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. This grievance process is intended to address matters involving procedural disputes, e.g., the Board's failure to comply with Board Rules or these Bylaws, or its failure to comply with the City's Charter, the Plan, local ordinances, and/or State and federal law.

In the event that a grievance cannot be resolved through this grievance process, then the matter may be referred to the Department of Neighborhood Empowerment for consideration or dispute resolution in accordance with the Plan.

### **ARTICLE XIII ETHICS**

The Council, its representatives, and all Stakeholders will endeavor to conduct Council business in a professional and respectful manner. The Council is committed to developing a system whereby pertinent information will be disseminated or made available to every stakeholder in this Council, in a timely manner.

The Council, its representatives, and all Stakeholders will refrain from violating Board Rules and shall abide by the Plan and all City, County, State, and/or federal laws that apply.

**EXHIBIT A**  
**UNNC BOUNDARIES AND REGION MAP**

These bylaws incorporate by reference the map labeled "Attachment D" of the document prepared for the 2010 Election by the City Clerk's office entitled:

2010 NEIGHBORHOOD COUNCIL  
ELECTION PROCEDURES FOR  
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The above referenced map shows the six (6) Regions defined in Article V.