WEST LOS ANGELES SAWTELLE NEIGHBORHOOD COUNCIL
By-Laws Committee - Minutes [DRAFT]
Tue., Jan. 16, 2018 -- 7:00 PM
Felicia Mahood Senior Center
11338 Santa Monica Blvd. - Los Angeles, Calif. 90025

1. Call to Order (7:00): Attendees - Rose Kato (chair), Jay Ross.
2. Public Comment - Items not on the Agenda: None.
3. Ex parte communications and disclosures: None.
4. Motion: Approval of Minutes from Nov. meeting (approved 2-0).
5. Motion: Board of Directors - Structure of deliberations/consideration shall be:
   (approved 2-0):
   a. Presentation by applicant (10 minute maximum).
   b. Questions by Board/committee (10 minute maximum but at least 1 minute per member).
   c. Public comment.
   d. Consideration/debate by committee (10 minute maximum but at least 1 minute per member).
   e. Motions
      i. Motions on the agenda shall be considered first.
6. Motion: Committees - Member candidates shall be considered and voted on individually (approved 2-0).
7. Motion: Stakeholder qualification by “substantial interest” in the community shall be eliminated, and the NC shall lobby DONE to revise its regulations (approved 2-0).
   a. Justification:
      i. The City offers no clear definition of “substantial interest” and all descriptions are extremely vague, which is inappropriate for a government agency.
      ii. Numerous other categories of stakeholders exist: Resident, property owner, business owner/employee, organizational officer/member.
      iii. Non-stakeholders can attend meetings and testify, and are not excluded from participation in the NC.
      iv. Priority should be given to persons with clear and direct standing in the neighborhood.
      v. Non-stakeholders can join an organization in the NC district and become a stakeholder.
8. Motion: Alternates shall be elected to committees (failed 1-1).
9. Motion: An item for “Ex parte communications and disclosures” shall be included in all agenda (approved 2-0).
   a. Boardmembers/committee members shall disclose all communications with and financial relationships with elected officials, government agencies, and private parties (businesses, non-profits, etc.) with business that will be considered with the NC.
b. This does not include regular communications with stakeholders.

10. Motion: Board/Committees shall eliminate use of “calling the question” rule.
   a. The use of this rule cuts off debate, and is used to push through motions without full
      consideration.
   b. All members should be heard in full, in order to properly represent the stakeholders,
      and cutting off debate prematurely is a disservice to democracy, transparency and
      stakeholders.
   c. Board/committee members should want to stay as long as possible to properly
      represent stakeholders and protect their rights in the community. Boardmembers are
      free to leave meetings early, if they so desire, instead of participating in consideration
      of motions.

11. Motion: Board of Directors and Committee members: Stakeholder status shall be re-affirmed
    every year (approved 2-0).
   a. Article IV (Stakeholders): Revise to “All Boardmembers and committee members
      must provide proof of stakeholder status…”.
      i. Justification: As representatives of the NC, non-Boardmember stakeholders
         should be held to same standards and will benefit from the same educational
         benefits as Boardmembers.

12. Motion: Board of Directors and Committee members: Stakeholder status shall lapse, and seat
    shall be vacated, when a business or organization disbands or membership ends (approved 2-0).
   a. Article IV (Stakeholders): Revise to add “When ownership, employment or
      association is ended with a business or organization, or the business or organization
      closes, the stakeholder’s seat shall be automatically vacated.”
      i. Justification: A stakeholder is elected based on membership of a specific
         business or organization.

13. Motion: Committees - Membership shall be 7 members, which shall be a maximum of 4
    Boardmembers and a maximum of 3 stakeholders (approved 2-0).
   a. Article VII - Committees: Add: Composition - Size of committees shall be maximum
      of 7 members, with a maximum of 4 Boardmembers and a maximum of 3
      stakeholders.
      i. Justification: More than 7 members creates a committee that is too large with
         numerous expressions of opinion, many of which are repetitive, which
         reduces ability to achieve consensus. The same work can be done with fewer
         members.

14. Motion: Committees - All stakeholders shall comply with DONE’s certifications for
    Boardmembers (approved 2-0).
   a. Article VII - Committees: Add: Stakeholder committee members shall comply with
      DONE training/certification requirements (ethics, finance, harassment, etc.).
      i. Justification: Stakeholders can benefit from education on DONE policies in
         the same way as Boardmembers, and standards will be in alignment for all
         NC participants.

15. Motion: Committees - Quorum shall be:
    7 members: Quorum of 4.
    6 members: Quorum of 4.
    5 members: Quorum of 3.
    4 members: Quorum of 3.
    3 members: Quorum of 2.
2 members: Quorum of 2.

16. Motion: Stakeholders - The By-Laws shall be revised as follows, and the NC shall lobby DONE and BONC to revise their regulations (approved 2-0).
   a. Article V - 501 (Composition): Revise to “6 at-large residents.”
   b. Attachment 5: Revise to:
      i. All district representatives: “Resident who is…”
      ii. All business representatives: “Business owner or authorized staff who is…”
      iii. Organizational representatives: “Organizational officer or authorized member who is…”
      iv. At-large resident representatives: “Resident who is…”
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      iii. Organizational representatives: “Organizational officer or authorized member who is…”
      iv. At-large resident representatives: “Resident who is…”

17. Motion: Elections (approved 3-0 in Nov. meeting)
   a. Article V - 504 (Terms): Revise to 504-2 to added “and all subsequent terms will be 4 years.” (approved 3-0-0).
      i. Justification: This structure that allows staggered terms with half the Board elected every 2 years requires 4-year terms for all seats.
   b. 2019 election will have 4-year terms for top 8 vote-getters, and 2-year terms for lower 7 vote-getters. In 2021 election, the 2-year terms will convert to 4-year terms.
      i. Justification: Staggered terms prevent turnover of entire Board in a single election.

18. Motion: Policy on public communications - Only the Chair is authorized to speak in public and testify at hearings on behalf of the NC.
   a. The Chair may authorize in writing another Boardmember to speak on behalf of the NC.
   b. The NC shall notify stakeholders and government agencies of this policy.

19. Member announcements: Next meeting agenda will include revision of PLUM Guidelines to Guidelines for all committees, because a single committee is not allowed to have its own guidelines.

20. Adjournment.

Members: Rose Kato, Chair RMKato@WLANC.com
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         Jay Ross (310) 979-9255 JRoss@WLANC.com