

ENCINO NEIGHBORHOOD COUNCIL-BY LAWS COMMITTEE

PROPOSED MINUTES OF COMMITTEE MEETING ON JANUARY 15, 2015

LOCATION: Encino Women's Club, 4924 Paso Robles Ave.

ATTENDANCE: 4 Members: Sherman Gamson, Glenn Bailey, Ken Silk, Varant Majarian

NOTICE: Meeting held pursuant to Notice stating the agenda would include discussion of reviewing By-Laws regarding termination for absences and Selected Organization representation.

I. CALL TO ORDER: Chair Sherman Gamson called the meeting to order at 7:13. P.M. He introduced the Committee members who were present and who constituted a quorum of the 7 member committee. The Chair appointed Ken Silk as acting Secretary of the meeting.

2. DISCUSSION OF ARTICLE V SECTION 7 REGARDING TERMINATION FOR ABSENCES:

2A MEETINGS IN WHICH ABSENCES COUNT There was a recognition that the absences that count under the By-Laws are those at the regular monthly meetings, but not at any additional special meetings, such as those called to discuss matters that need to be acted upon before the next regular monthly meeting.

2B COMPUTING THE 4 ABSENCES There was a recognition that the 4 absences referred to in the By-Laws are not limited to consecutive absences but apply to any 4 absences within any 12 month period.

However, there was also recognition that a member should not be terminated for a combination of absences in 2 separate terms or before and after the most recent sitting of the member.

2C THE CRITERIA OF 4 ABSENCES There was discussion of having termination require more or fewer than 4 absences, but there was a consensus that it was advisable to keep the number at 4.

2D THE NON-RECOGNITION OF EXCUSES FOR ABSENCES There was a recognition that the current By-Laws did not recognize or provide for excused absences. There was discussion of the problem of allowing excused absences including what excuses would be recognized. Accordingly, there was a consensus that it would be advisable to continue the current non recognition of excuses.

2E EFFECT OF ATTENDANCE OF MEMBER'S ALTERNATE It was suggested that the By-Laws might provide a member's absence at a meeting would not count if the member's alternate attended., There was discussion in which there was recognition of problems in such a plan as well as the Importance of a member being at the meeting and, thus, there was no support for this suggestion.

2F APPLICABILITY TO ALTERNATES There was recognition that it was not sufficiently clear if the current By-Laws regarding termination for absences applied to alternates. There was a consensus that alternates should attend meetings and that the By-Laws should clearly provide for the effect of lack of attendance by alternates. It was recognized that such an amendment was advisable even if it might result in a reduction of the number of alternates.

2G MOTION ADOPTED A motion to recommend that Article V Section 7 be amended in the manner set forth below was made by Varant Majarian, seconded by Glenn Bailey and adopted by vote of 4-0.

Pursuant to said motion the first sentence of Section 7 would be amended by adding in the first section the portion that is capitalized herein below. The addition would not be capitalized in the By-Laws but is capitalized hereinbelow only to clearly show the addition that is being made:

“Any Board member (WHICH INCLUDES REPRESENTATIVES AND ALTERNATES) who misses four (4) regularly scheduled Board meetings during any twelve (12) month period, AFTER THE MOST RECENT SITTING OF THE MEMBER, will be automatically removed from the Board.”

3 DISCUSSION OF FORFEITURE OF REPRESENTATION OF SELECTED ORGANIZATION

3A PRESENT STATUS It was recognized that Article V Section 1B provides for a representative and alternate from 3 specified selected organizations.

3B CONCERN ABOUT VACANCY It was recognized that it would be harmful if the seat of a selected organization was vacant for a lengthy time include due to the reduction of the number of members at meetings and increased difficulty in having 11 members present to constitute a quorum.3

3C PROPOSED MOTION The Agenda proposed amending the By-Laws to declare the seat of a selected organization forfeit and subject to replacement if the organization did not qualify for a period of 6 months after the regularly scheduled election. However, there was concern because of the manner in which it set forth the existing provisions. There was also concern that if the By-Laws were so amended and an organization’s seat was forfeited an additional By-Law amendment would still be required to designate a replacement. Accordingly, no motion was made to adopt the proposed amendment.

3D POSSIBLE SUBSTITUTE FOR SELECTED ORGANIZATION There was discussion of who would replace a Selected Organization whose seat was forfeited. It was suggested that it be another organization but the committee members were uncertain of which Encino based organization would be appropriate. It was also suggested that the replacement be by a new At Large category.

3E POSSIBLE AMENDMENT There was discussion of the possibility of a motion to amend the By-Laws by more exact reference to the current sections and by designating who would be the replacement for a current Selected Organization that whose representation was forfeited.

3E CONCLUSION-DEFERRAL AND CALL FOR MEMBERS’ SUGGESTIONS Based on the foregoing there was a consensus to defer this issue to the next committee meeting and at the next Board meeting to state the issue and ask for suggestions as to a possible new Selected Organization or at large category.

4 PUBLIC COMMENTS- Not applicable as only members were present.

5. COMMENTS FROM COMMITTEE MEMBERS- AGENDA FOR NEXT MEETING. It was asked urged that the following matters be on the agenda of the next Committee meeting:

5A Discussion of language regarding qualification and organizations referred to regarding voting & holding positions.

5B Community Interest Stakeholders for candidacy and voting.

5C Amending Article V Section 3 to provide that before any vote is taken opportunity be given for at least one member to speak in opposition to the proposal

6.ADJOURNMENT AND NEXT MEETING The meeting adjourned at 8:15 P.M. No future meeting date was set but it was suggested that members be asked about their availability before the date is set.

Submitted by Kenneth Silk, Acting Secretary

