

Jesse Woods

From: Encino Neighborhood Council [ENC@SOCAL.RR.COM]
Sent: Friday, May 19, 2006 12:14 PM
To: Linda Goldstein; Shari Gamson; Tom Soong; FRANCINE OSCHIN; GEORGE BEDIGIAN; Gerald A. Silver; Glenn Bailey; GREGORY MARTAYAN; Hank Yuloff; Jean Strauber; Jesse Woods; Joel Simon; LARRY PERMAUL; Laurie Kelson; LEE AMBERS; Linda Klein; MARGIE GROSSMAN; Mariana Ghari; MARLOW S. BAAR; Marsia Powers; MARVIN BERMAN; Neil Gitnick; pat Kater; Peter Noce; Richard Leyner 2; Richard Paley; RICK FLAM; RICK LEONARD; ROB GLUSHON; SHARON BREWER; sherman gamson; SHERI/OFFICE
Cc: TOM SOONG; Barbara Hand; Sharon Lambert; Nanette Cutler; REV. JANELLE TIBBETTS-VAUGHAN; FRANCINE OSHIN; DAVID ADELMAN; BOB KIEK; DAVID ZBRACK; BONNIE KOPP; Hal Sullivan; Neil Gitnick
Subject: attachment A- Proposed BYLAW Amendments

COUNCIL MEETING 4-26-06 FIRST READING ATTACHMENT A – PROPOSED BYLAW AMENDMENTS

A. ARTICLE IV, SECTION 2A [The vote was 8 Yes, 1 No]

Section 2: Representatives.

- A. Organization Representatives and Alternates. Representatives to serve on the Council shall be elected or selected from each stakeholder category as listed and designated in Appendix "A" attached hereto ~~unless otherwise designated~~. An election shall be held at an appropriately designated Election Day. Those present at an election may vote for all organization representatives. The Alternate Representative (the individual receiving the second highest number of votes) shall be a voting member of the Council at any Council meeting from which the Representative is absent and, if a Representative resigns or is removed from office as per Section 7 below, the Alternate Representative shall become the Representative for the remainder of the Representative's elected term. As designated on Appendix A, three (3) Representatives and Alternate Representatives will be selected by the following organizations: Encino Chamber of Commerce, one (1) Representative and Alternate Representative, Encino Property Owner's Association, one (1) Representative and Alternate Representative, and Homeowners of Encino (1) Representative and Alternate Representative, by filing with the Council (i) a duly approved resolution and minutes, including the number of voting members present, attesting under penalty of perjury, to the selection of a Board Members as the organization's Representative and Alternate Representative to the Council at a duly noticed meeting of its Board of Directors, (ii) a copy of its Statement of Status Non-Profit Corporation issued by the California Secretary of State showing the organization to be currently existing and not dissolved; (iii) its current bylaws certified under penalty of perjury; and (iv) that The Secretary of the organization certify under penalty of perjury that the organization has not less than 150 dues paying members.

Article IV, Section 7

B. **Removal for Cause.** A Council Representative may be removed for cause following a determination of the Council Representatives of any of the following:

- (1) A charge against or indictment of the Representative for the commission of a felony or misdemeanor, whether or not related to the affairs of Council;
- (2) An act of stealing, dishonesty, fraud, embezzlement, moral turpitude or moral degeneration by the Representative, whether or not related to the affairs of Council;
- (3) The use of narcotics or excessive use of alcohol by the Representative, whether or not there has been any effect on the affairs of Council;
- (4) The failure by the Representative to comply with any Resolution of the Council;
- (5) Buying or selling votes in Board Member elections;
- (6) Making or soliciting bribes for votes on particular issues; or

(7) Removal based on a written petition which identifies the Representative to be removed and describes in detail the reason for removal and includes the signatures of the greater of 10% of the stakeholders voting in the last council election or not less than 100 Stakeholders.

If the Executive Committee determines that verifiable grounds appear to exist for removal of a Representative, under this subsection, the procedure set forth below shall be followed:

1. A Motion to Remove by the Board places this matter on the agenda of the next regular Board meeting. The motion must: a) identify the Board Member to be removed; and b) describe in detail the reasons for the removal. The Representative to be removed shall be given special notice of the proposed removal and the reasons for the proposed removal within 72 hours of the Executive Committee's determination to agendize the matter. The special notice shall be given by any method calculated to provide actual notice. Any notice given by mail shall be sent by first-class or registered mail to the member's last known address.
2. The Representative shall be given an opportunity to be heard, either orally or in writing. The hearing shall be held, or the written statement considered, before the Council.
3. The Council shall decide whether or not the Representative should be removed. Any removal of a Representative pursuant to this subsection shall require an affirmative vote of two-thirds of the Council Representatives voting.
4. No removal shall be ~~finalized~~ agendized by the Executive Committee without guidance and approval of the procedure ~~support~~ from the City Attorney.

In the case of a Representative's resignation or removal, the Alternate Representative shall become the Representative for the remainder of the Representative's elected term.

Article V, Section 3D

D. In the event of a permanent vacancy in the office of both President and Vice- President a replacement President shall be elected; in the event of a permanent vacancy, in the office of Vice-President, Treasurer or Secretary, ~~the presiding officer shall nominate~~ a replacement that shall be ~~seated after approval~~ elected by a majority of the Council Representatives voting. The replacement shall serve for the remainder of the term of the office being filled. The election of replacement officer(s) shall be conducted as provided in Sections 3A and 3B above at the next meeting of the Council following the permanent vacancy.

Article V, Section 4

Section 4: Executive Committee. The Executive Committee shall consist of the officers of the Council. Two Representatives at large shall also attend and be eligible to vote at each regularly scheduled, monthly, Executive Committee meeting. The President shall create a schedule of Representative assignments at the beginning of each year and update the assignments from time to time as necessary, including the designation by the President (or presiding officer in the absence of the President) of at large Representatives for any special meeting. The Executive Committee shall have the authority to set the agenda and scheduling for each Council meeting. The Executive Committee may also discuss and make recommendations to the Council akin to any other committee. Meetings of the Executive Committee may be called by the President, or presiding officer in the absence of the President or any two officers. A quorum for the Executive Committee shall be a majority of the elected officers (excluding any office that is then permanently vacant) and two at large Representatives.

Article VI, Section 1B

B. In the event that any matter requires urgent action before the next regularly scheduled meeting the Executive Committee, the President (or presiding officer in the absence of the President) or a majority of the

AGENDA ITEM 5:

Council Representatives may call a special meeting. Notice of the special meeting shall be given to each Council Representative in writing by facsimile transmission, first-class mail, electronic mail, or by telephone at least 24 hours in advance of the time set for the commencement of the special meeting.