



MID CITY WEST COMMUNITY COUNCIL

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Beverly Center • Beverly Grove • Burton Way • Carthay Circle • Fairfax District • Melrose • Miracle Mile • Park La Brea

Bylaws/Grievance Committee Minutes

Thursday, January 13, 2011 (6:30 p.m.)
543 N. Fairfax Avenue, Suite 106
Los Angeles CA 90036

1. **Call to Order; Roll Call**—Meeting called to order 6:30pm. Committee Chair Charles Lindenblatt and committee member Bob Abrahams were present; a quorum was present.
2. **Approval of Minutes of 01/04/11 Meeting – Action May Be Required.** Bob Abrahams moved, and Charles Lindenblatt seconded, approval of the 01/04/11 minutes; approval came on a 2-0 vote.
3. **Public Comment Period**—There was no public comment.
4. **Chairman’s Report** – Chair Charles Lindenblatt thanked the committee for its work in the ongoing bylaws reorganization process. Committee member Bob Abrahams then noted he added in the Table of Contents and the Attachment B grid of board seats and who may run and who may vote for them.
5. **Continued development of Mid City West’s Response to the Board of Neighborhood Commissioners’ (BONC’s) establishment of a policy setting out a citywide Bylaw Table of Contents,** which neighborhood councils are required to incorporate into their bylaws within 6 months from the BONC’s adoption of their resolution (10/05/10). Specifically, the Committee has been proceeding according to a specific order, and will resume at (the amended) item d, continuing through the amended e-h, as time permits:
 - a. **Chair’s verbal introduction of the issue.**-Section was taken up at a previous meeting.
 - b. **Review, discuss and possibly adjust the first draft of arrangement of Mid City West’s bylaws into citywide Bylaw Table of Contents, and consider any adjustments to language that need to be made. Action May Be Required.**-Section was taken up at a previous meeting.
 - c. **Review, discuss and possibly act on placement of certain sections of Mid City West’s bylaws that do not appear to fit appropriately into any part of the citywide Bylaw Table of Contents. Action May Be Required.** -Section was taken up at a previous meeting.
 - d. **Review, discuss and possibly act on bylaws amendments, both for clarification and for substantive change (either to existing provisions, or to sections of the citywide Bylaws Table of Contents in which Mid City West’s bylaws appear to be silent). Action May Be Required.** Discussion and amendments will follow the order of BONC’s citywide Bylaw Table of Contents, as follows:
 - i. **Article I – Name**
 - ii. **Article II – Purpose**
 - iii. **Article III – Boundaries**
 - iv. **Article IV – Stakeholder**
 - v. **Article V – Governing Board**
 - vi. **Article VI – Officers**
 - vii. **Article VII – Committees and Their Duties**
 1. Section 3, Committee Creation and Authorization – “except for the end of the term” changed to “other than the end of the term”. From the first paragraph, “or Chairperson” is deleted, and “this Neighborhood Council” is changed to “MCWCC”.

- a. From relabeled section a, “City Clerk’s office” is changed to “City Clerk’s office and/or other City offices as designated by DONE or other City authorities,”.
- b. From relabeled section b, “Directors” changed to “Board members”.
- c. From relabeled section c, “then” changed to “than”; “in Article V, Section 9” changed to “elsewhere in these Bylaws”.
- d. From relabeled section d, “MCW” is changed to “MCWCC”; keeping it at 25% but spelling it out; and “WEST” is changed to “West”; “Directors” is changed to “Board members”; and the last paragraph is split into two paragraphs after “shall have equal voting rights.”

viii. Article VIII—Meetings

- 1. Moved paragraphs on regular, special, committee, and emergency meetings below the first part of Article VIII, Section 1, Meeting Time and Place, and relabeled from a.-d.
- 2. In first paragraph/preamble on “Brown Act Compliance”, “Brown Act” is changed to “Ralph M. Brown Act (*California Government Code Section 54950.5 et. Seq.*)”.
- 3. In second paragraph/preamble on “Public Meetings; Public Comment”, “All annual Stakeholders’ meetings and all Board meetings” is changed to “Stakeholder, Board, and committee .
- 4. In Section 1, Meeting Time and Place, “Stakeholder and Board meetings” changed to “Stakeholder Board, and committee meetings”.
- 5. In relabeled a., Regular Meetings, 1., CL to wordsmith something about: the Board shall decide whether or not to have an annual meeting of stakeholders:
- 6. In relabeled a., parts 2 and 3 kept as is, and 4 is pending.
- 7. In relabeled b, Special Meetings, capitalization changes made in 2.,4 and 5, with 3. currently pending. We are also passing on the question of adding additional language to this section; Bob and Charles to do further study.
- 8. In relabeled c, Committee Meetings, “Reasonable efforts will be made” is changed to “In addition to the required public notice, reasonable efforts will be made”; capitalization change is made (“Forty” to” forty”), and the sentence “Committees shall be formed and administered as set forth in Article V. herein.” is changed to “Committees shall be formed and administered as set forth elsewhere in these Bylaws.”
- 9. In relabeled d, Emergency Meetings, accepted as is.
- 10. A part e. is added, “Advisory Council and Its Meetings”, including as1. Old Article II, Section 9 and 2. Old Article V, Section 9, plus wordsmithing to be done by CL. Beyond this, this section is pending.
- 11. Section 2—Agenda Setting
 - a. First three paragraphs – former II, 10, 10a, 10b – kept as is.
 - b. Next paragraph, former II,10c – “Board” changed to “Board of Directors” and “by submitting an MCWCC Action Proposal Form” is deleted.
 - c. Former II,10d, “Director” changed to “member of the Board” and “by submitting an MCWCC Action Proposal Form” is deleted.
 - d. Formerr II, 10,e –“By-laws” changed to “Bylaws”
 - e. Former II,10f&10g moved here from former placement in V,3.
 - i. 10f –“Directors” changed to “members of the Board”
 - ii. 10g—Deleted “subparagraphs a, c and d above,” and changed “a single Director or Directors” to “one or more members of the Board”.
- 12. Section 3—Notifications/Postings – Language to be developed by CL, which complies with new BONC policy.
- 13. Section 4---Reconsideration, kept as is.

ix. Article IX – Finances

- 1. “WEST” changed to “West”.
Meeting ended with this section.

x. Article X –Elections

- xi. Article XI—Grievance Process
- xii. Article XII—Parliamentary Authority
- xiii. Article XIII—Amendments
- xiv. Article XIV—Compliance
- xv. Attachments A&B, Map & Governing Board Structure and Voting

- e. Discussion and possible action to assign new section numbering to completed document. Action May Be Required.
- f. Discussion and possible action to correct section references, which are now incorrect as a result of the reorganization. Action May Be Required.
- g. Vote on final draft of MCW bylaws as reorganized, prior to submitting to board for review and final committee and board meetings to consider proposed changes stemming therefrom. Action May Be Required.
- h. Discussion and decision on how to prepare document for final presentation to board. Action May Be Required.

6. Adjourn—Adjourned 9:11pm.

For information on the Process for Reconsideration, MCWCC Stakeholder Grievance policy or any other procedural matter related to this Council, please consult the MCWCC Bylaws by clicking on the www.midcitywest.org or visiting the MCWCC Office at 543 N. Fairfax Avenue, Room 106.