BYLAWS
OF THE
NORTH RIDGE SOUTH NEIGHBORHOOD COUNCIL

APRIL 19, 2010
# Bylaws of the Northridge South Neighborhood Council

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## Appendix

- **Addendum A** – Map of the Northridge South Neighborhood Council Boundaries
- **Addendum B** – Interim Board of Directors Names and Contact Information
ARTICLE I
NAME

Upon certification, the name of this Neighborhood Council shall be the Northridge South Neighborhood Council (hereinafter referred to as “the NSNC” or “the Council”), an officially recognized Neighborhood Council and a part of the Los Angeles citywide system of Neighborhood Councils.

ARTICLE II
PURPOSE, MISSION and POLICY

A. The PURPOSE of the Council is to participate as a body on issues concerning our neighborhood and regarding the governance of the City of Los Angeles (“the City”).

B. The MISSION of the Council is:

1. To provide an inclusive and open forum for public discussion of issues of interest to the Council, including City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City wide nature;

2. To advise the City on issues of interest to the Council, including City governance, the needs of the Council, the delivery of City services to the Council area, and other matters of a City wide nature;

3. To initiate, execute and support projects for the physical, social and cultural improvement of the Council area; and

4. To facilitate communication between the City and Community Stakeholders on issues of concern to the community and/or the Stakeholders.

C. The POLICY of the Council is:

1. To respect the diversity, dignity, and expression of views of all individuals, groups, and organizations within the community and/or involved in the Council;

2. To remain non-partisan with respect to political party affiliation and inclusive in our operations including, but not limited to, the process of electing or selecting the Board of Directors, Officers, and committee members, as hereinafter set forth;

3. To utilize the Early Notification System (ENS) to inform the Council and Community Stakeholders of matters involving the City and our community in a way that is tailored to provide opportunities for involvement in the decision-making process;
4. To encourage all Community Stakeholders to participate in activities of the Council;

5. 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, homeowner/renter status, or political affiliation; and

6. To have fair, open, and transparent procedures for the conduct of all Council business.

ARTICLE III
LEGAL AND ETHICAL COMPLIANCE

A. The Council, its representatives, and all Community Stakeholders shall conduct all Council business in a professional and respectful manner.

B. The Council, its representatives, and all Community Stakeholders shall comply with these Bylaws and with any additional Standing Rules or Procedures as may be adopted by the Board of Directors.

C. The Council, its representatives, and all Community Stakeholders shall comply with all local, county, state and federal laws, including, without limitation, the Plan for Citywide System of Government (hereinafter referred to as “the Plan”), the City Code of Conduct, the City Governmental Ethics Ordinance (Los Angeles Municipal Code Section 49.5.1), the Brown Act (California Government Code Section 54950.5 et seq.), the Public Records Act, the American Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

ARTICLE IV
MEMBERSHIP

A. Membership in the NSNC is open to any individual who lives, owns property, works, attends school or engages in voluntary service with community and/or non-profit organizations within the geographic area of the NSNC, and also to those who declare a stake in the neighborhood and affirm a factual basis therefor.

B. Members of the NSNC shall be referred to as “Stakeholders” or “Community Stakeholders.”
ARTICLE V
BOUNDARIES

A. The NSNC covers a geographic area that includes in excess of 20,000 residents.

B. The boundaries of the NSNC are set forth on the Map of the Northridge South Neighborhood Council Boundaries, attached hereto as Addendum A. They abut boundaries of adjacent Neighborhood Councils and include those areas of the City within the following lines of demarcation:

1. **North** - Nordhoff Street from Winnetka Avenue to Corbin Avenue, then Nordhoff Way from Corbin Avenue to Nordhoff Street, then continuing on Nordhoff Street again to the flood control channel (Bull Creek) between Petit Avenue and Hayvenhurst Avenue;

2. **East** - The Bull Creek flood control channel from Nordhoff Street to Roscoe Boulevard;

3. **South** - Roscoe Boulevard from the Bull Creek flood control channel between Hayvenhurst Avenue and Roscoe Place to Louise Avenue, then Louise Avenue from Roscoe Boulevard to Saticoy Street, then Saticoy Street from Louise Avenue to White Oak Avenue, then White Oak Avenue from Saticoy Street to Roscoe Boulevard, then Roscoe Boulevard from White Oak Avenue to Corbin Avenue; and

4. **West** - Corbin Avenue from Roscoe Boulevard to Parthenia Street, then Parthenia Street from Corbin Avenue to Winnetka Avenue, then Winnetka Avenue from Parthenia Street to Nordhoff Street.

ARTICLE VI
BOARD OF DIRECTORS

A. The Board of Directors (hereinafter “the Board”) shall be the Governing Body of the NSNC within the meaning of that term as set forth in the Plan.

B. **Board Structure and Composition** – The Board shall consist of fifteen (15) Stakeholders selected or elected by the Stakeholders as set forth in Article VIII hereof. The composition of the Board shall be as follows:

1. **Residential Stakeholder Board Members (6)** – Open to Stakeholders 18 years of age or older whose primary place of residence is located within the NSNC boundaries.
2. **Business Stakeholder Board Members (2)** – Open to Stakeholders 18 years of age or older who work or own a business or business property within the NSNC boundaries.

3. **Organizational Stakeholder Board Members (2)** – Open to Stakeholders 18 years of age or older who participate in a religious institution, educational institution, community organization, non-profit organization, neighborhood association, school/parent group, faith based group, senior group, youth group, arts association, service organization, boys or girls club, cultural group, or environmental group within the NSNC boundaries.

4. **Senior Stakeholder Board Member (1)** – Open to Stakeholders 65 years of age or older.

5. **Youth Board Member (1)** – Open to Stakeholders between the ages of 16 and 25. If less than eighteen (18) years of age, the Youth Board member shall be precluded from voting on matters regarding the expenditure of funds, contracts, or recommendations to enter into contracts.

6. **At-Large Stakeholder Board Members (3)** – Open to Stakeholders at least 18 years of age.

All Stakeholders may vote for all of the Board seats but no single Stakeholder group shall hold a majority of Board seats unless extenuating circumstances exist and are approved by the Department of Neighborhood Empowerment (hereinafter referred to as “DONE”).

B. **Board Duties** - The primary duties of the Board shall be to govern the Council and to carry out its objectives.

C. **Board Term** - Board members shall serve a two (2) year term commencing after the certification of election results.

D. **Officers of the Board** – The officers of the Board (“Officers”) shall include the following positions which all together comprise the Executive Committee: President, Vice President, Secretary, and Treasurer.

1. **Officer Duties** – The duties of the Officers are as follows and also include such additional duties as may be adopted by official action of the Board:

   a. The President shall act as the chief executive of the Council and shall preside at all Council meetings.

   b. The Vice President shall serve in place of the President if the President is unable to serve.
c. The Secretary shall keep minutes of all Board meetings. An Alternate Secretary may be appointed by the Board to serve in the absence of the Secretary, as needed. Unless the person serving as Alternate Secretary is already a Board member, he or she shall not have any of the rights of a Board member, including the right to vote on matters before the NSNC.

d. The Treasurer shall maintain the records of the Council's finances and books of accounts and perform other duties in accordance with the Council's Financial Management Plan. The Treasurer shall also have such additional duties as are set forth in Article XI, Financial Accountability.

2. **Selection of Officers** – Officer positions shall be filled annually by majority vote of the Board members present at the first official Board meeting following their election or selection in Board election years, and at the subsequent one-year anniversary mark of the Officers’ election in Board non-election years.

3. **Officer Terms** - The Officers shall serve one-year terms and serve at the pleasure of the Board. They may stand for reelection annually.

F. **Committees** – All Standing and Ad Hoc Committees shall be established by the Board. Suggestions for committees may come from Stakeholders or from members of the Board, and all such suggestions shall be voted upon by the Board.

   1. **Standing Committees** – The Standing Committees of the NSNC are: The Executive Committee, the Budget and Finance Committee, The Outreach and Communications Committee, The Planning and Land Use Committee, The Elections Committee, the Community Activities and Projects Committee, the Bylaws and Procedures Committee, and the Public Safety Committee.

   2. **Ad Hoc Committees** – The Board may create Ad Hoc Committees as needed to deal with temporary issues.

   3. **Committee Structure** – With the exception of the Executive Committee, Committee members shall be appointed by the President and ratified by the Board. Standing Committees shall be comprised of at least two (2) Board members and may include any interested Stakeholders. Ad Hoc Committees shall be comprised of four (4) or less Board members and may include any interested Stakeholders.

   4. **Committee Chairmen** – All Committee Chairmen shall be appointed by the President and confirmed by the Board. Only those Committee members who are Board members are eligible to serve as Chairman of a committee. The Chairman shall keep a written record of Committee meetings and shall provide regular reports on Committee matters to the Board.
5. **Committee Meetings** – Committee meetings are subject to and shall be conducted in accordance with the dictates of the Brown Act. Minutes shall be taken at every Committee meeting.

6. **Changes to Committees** - The Board may establish, disband or make changes as needed to any Standing or Ad Hoc committee. Any such action by the Board shall be noted in the Council meeting minutes.

G. **Limitation on Public Representations by Board Members** – No individual member of the Board shall speak for the Board or otherwise publicly represent a Board position unless authorized to do so by official action of the Board. The Board may, by official action, delegate to any individual the authority to present before any public body a standing NSNC position previously adopted by the Board or a statement that the NSNC has had insufficient time to develop a position or recommendation on a matter before that body. Such authority may be revoked at any time by the Board.

H. **Removal of a Board Member** – The NSNC shall consult with the Office of the City Attorney throughout any Board removal process. Board members may be removed in the following ways:

1. **Absences** - A Board member may be removed from office for unexcused failure to attend three (3) regularly scheduled and posted Council meetings in a calendar year or for other cause as determined by the Board. This action will require ten (10) affirmative votes of the full Board.

2. **Petition** – A Board member may be removed from office by the submission of a written petition to the Secretary, which includes: i) the identity of the Board member to be removed, ii) a description, in detail, of the reason for removal, and iii) the valid signatures of fifty (50) Stakeholders.

   a. Upon receipt of a written petition for removal, the Secretary shall cause the matter to be placed on the agenda for a vote of the Board at the next regular Council meeting.

   b. Removal of the identified Board member requires ten (10) affirmative votes of the full Board.

   c. The Board member who is the subject of the removal action shall be allowed to address the Board at the meeting, prior to the vote, but shall not take part in the vote on his or her removal.

   d. If the vote for removal is affirmative, the position shall be deemed vacant.

3. **Resignation** – A Board member may be removed from office by resignation and the position shall then be deemed vacant. Any member of the Board who
ceases to be a Stakeholder is automatically required to submit his or her resignation to the Board.

I. Vacancies – Vacancies on the Board shall be filled using the following procedure:

1. Any Stakeholder interested in filling a vacancy on the Board shall submit a written application to the Secretary.

2. The Secretary shall cause the matter to be placed on the agenda for the next regular meeting of the Board.

3. The Board shall vote on the application at the meeting. If multiple applications for one seat have been submitted, the candidate with the most votes wins.

4. A Board position filled by this vacancy procedure shall become available for vote at the next general election, regardless of the amount of time left on the original Board member’s term.

5. In no event shall a vacant seat be filled where a general election is scheduled to occur within 60 days of the date that a written application is presented to the Secretary as set forth in subsection 1 above.

ARTICLE VII
INTERIM BOARD OF DIRECTORS

A. An Interim Board of Directors (the “Interim Board”) shall be established to oversee the functions of the NSNC immediately after Certification and prior to the election of the initial permanent Board as hereinafter set forth.

B. Interim Board Structure and Composition - The Interim Board of Directors shall consist of 12 Stakeholders who have served in the formation of the NSNC and whose names and contact information are set forth in the attached Addendum B.

C. Limited Duties of the Interim Board – The duties of the Interim Board of Directors shall be:

1. To meet, plan and carry out the selection of the initial permanent Board of Directors.

2. To conduct outreach for the selection of the initial permanent Board of Directors.

3. To make any necessary changes to these Bylaws to accommodate the selection process.
4. To address any issues that arise from the NSNC certification, selection process or these Bylaws prior to the selection of the initial permanent Board of Directors.

D. **Official Action by the Interim Board** – The Interim Board shall require a quorum of seven (7) members present at a meeting to discuss and take official action. Action shall be taken by a simple majority vote of the Interim Board members present at any meeting at which there is a quorum.

E. **Limited Existence of the Interim Board** - The Interim Board shall cease to exist upon the selection of the initial permanent Board of Directors, as hereinafter set forth.

**ARTICLE VIII**

**SELECTION AND ELECTION OF THE BOARD OF DIRECTORS**

A. **Selection of Initial Permanent Board** - In order to have an open, transparent and fair selection process, the NSNC shall use a town hall meeting style process (hereinafter referred to as the “Town Hall") for the selection of its initial permanent Board of Directors (“the Initial Board") as follows:

1. **Date of Town Hall** - The date of the Town Hall shall be set by the Interim Board and shall be no later than ninety (90) days after the date of the NSNC certification.

2. **Location of Town Hall** - The Interim Board shall reserve an appropriate location for the Town Hall within the NSNC boundaries, which is compliant with the Americans with Disabilities Act.

3. **Outreach for Candidates** – The Interim Board shall actively conduct outreach for candidates throughout the NSNC community during the candidate application period. No less than sixty (60) days prior to the Town Hall, the Interim Board shall post a flyer soliciting candidates for the permanent NSNC Board of Directors at a minimum of five (5) public locations within the NSNC boundaries. The flyer shall state the number and type of Board seats available, the candidate requirements, the application process, the deadline for applications, the selection process, the Town Hall date and location, and contact information for questions and/or to obtain a Candidate Application.

4. **Candidate Application Process** – The Interim Board shall develop a Candidate Application, which, at a minimum, shall require the applicant to state his or her name, address, age, contact information, the Board position sought, an affirmation of basic Board member requirements, and a brief candidate statement. The application also shall state how to return the Application and the Application deadline and note that the information on the Application is a matter of public record. The Interim Board shall appoint one or more of its members to
receive the Applications. These members shall call or send a written acknowledgment via email to each candidate within one (1) day after receiving his or her Application. This acknowledgment shall include the date, time and location of the Town Hall, the selection process, general candidate outreach information and other procedural information as may be helpful to the candidate. The Interim Board shall provide the same information and shall provide the same filing period to all candidates.

5. **Town Hall Outreach** - Information about the Town Hall selection process and the candidates shall be posted at least twenty (20) days in advance of the Town Hall both on the NSNC web site and at a minimum of five (5) public locations within the NCSC boundaries. The Interim Board and the candidates also shall actively conduct outreach throughout the NSNC boundaries to encourage stakeholders to participate in the selection of the initial permanent Board.

6. **Selection Process** – The Interim Board shall appoint a neutral third party (NTP), who is not a member of the Interim Board and who shall not participate in the vote, to conduct the Town Hall. All candidate applications shall be given to the NTP by the Interim Board no more than two (2) days after the Application deadline. The NTP shall have ten (10) days after the Application deadline to verify all candidates’ qualifications. Candidates need not be present at the Town Hall. At the Town Hall, each qualified candidate present shall be given two (2) minutes to make a statement and two (2) minutes to answer any questions. The candidates shall speak in alphabetical order by last names. The NTP shall ensure an equal amount of time is allocated for each candidate. The NTP shall then read the candidate statement of any candidate not present. After all of the candidates present have made their statements and answered any questions and the NTP has read the candidate statement(s) of any candidate(s) who are not present, the NTP shall take the vote by public show of hands for each candidate. Each Stakeholder qualified to vote, including the candidates, may vote for up to fifteen (15) candidates. The NTP shall note the number of votes on a tally sheet containing all of the candidates’ names. The fifteen (15) candidates with the highest number of votes shall be selected as the initial permanent Board of Directors and may immediately be seated. The NTP has the discretion to enact any additional procedures necessary to conduct the selection process, so long as they do not conflict with these Bylaws or any other law.

2. **Voter Qualification** - Voters must be Stakeholders who are at least sixteen (16) years of age. By taking part in the vote, the voters self affirm that they are qualified to vote. Stakeholders must be present to vote.

3. **Tie Breakers** - If two (2) candidates receive the same number of votes for the last Board seat available, a coin toss by the NTP shall determine the winner. If three (3) or more candidates receive the same number of votes for the last seat, the tie shall be resolved by placing ten (10) white marbles and one (1) black
marble into a bag. The tied candidates shall be asked to pull marbles out of the bag according to the alphabetical order of their last names. The candidate who pulls the black marble from the bag will be named the winner. Any tie breaker will be conducted by the NTP at the Town Hall immediately following the public show of hands vote.

8. **Vacancies** — Any Board seats remaining unfilled at the end of the selection process shall filled in accordance with the vacancy clause set forth in Article VI, Section H hereof. If the selected members of the Board do not comprise a quorum of the Board, the selected Board members shall follow the loss of quorum policy enacted by the Board of Neighborhood Commissioners.

B. **Election of Subsequent Permanent Boards** - After the selection of the Initial Permanent Board, as set forth above, the NSNC shall conduct all subsequent elections in accordance with the rules and regulations established by the City Clerk.

**ARTICLE IX**
**COMMUNITY OUTREACH**

A. The Board shall direct that a system of outreach be instituted to inform Stakeholders as to the existence and activities of the NSNC, including its Board elections, to find future leaders of the NSNC, and to encourage all Stakeholders to seek leadership positions within the NSNC.

B. The Council shall maintain a web site presence to disseminate information to NSNC Stakeholders and others interested in the NSNC.

B. In addition, the Board shall create, or shall cause to be created, a marketing plan to solicit participation from Stakeholders. The plan may include, for example, the creation of flyers, postcards, pamphlets and other related materials. It may also include e-mail blasts to various organizations including a regularly scheduled e-blast to local government officials and to the Chamber of Commerce, Neighborhood Watch, Sherwood Forest Home Owners’ Association and other local organizations as determined by the Board.

C. Outreach also shall be undertaken at public events and shall be coordinated with other Neighborhood Councils when appropriate.

**ARTICLE X**
**MEETINGS**

A. **Brown Act** - All meetings, as defined by the Ralph M. Brown Act (*California Government Code Section 54950.5 et seq.*), shall be noticed and conducted in accordance with the Act and all other applicable laws and governmental policy.
B. **Regular Meetings** - Regular Council meetings shall be held at least once per quarter and may be held more frequently as determined by the Board. Prior to any action by the Board, there shall be a period of public comment. The Board shall determine the length and format of the period as appropriate.

C. **Special Meetings** – The President or Vice President shall be allowed to call a Special Council Meeting, as needed. No other business can be transacted except that for which the meeting is called.

C. **Meeting Time and Place** - All meetings shall be held within the NSNC boundaries at a location, date and time set by the Board. A calendar of regular meetings shall be established by the Board at its first regular meeting of each calendar year.

D. **Agenda** – The Executive Committee shall set the agenda for each Council meeting.

E. **Notice of Meetings** - Stakeholders shall be notified a minimum of three (3) days (72 hours) in advance of a regular meeting and at least one (1) day (24 hours) in advance of a special meeting. The Board shall develop a variety of methods and means to assure that Stakeholders receive these notifications. At a minimum, notice shall be posted at the NSNC’s five (5) Public Notice Locations specified in the Certification Application.

F. **Quorum** – The quorum shall be 8 members of the Board.

G. **Official Action** – A simple majority vote by the Board members present at a meeting at which there is a quorum shall be required to take official action, unless specified otherwise in these Bylaws.

H. **Standing Rules or Procedures** – Additional rules and/or policies and procedures regarding the conduct of the Board and/or Council meetings may be developed and adopted by the Board.

I. **Motion for Reconsideration** - The Board may reconsider or amend its actions through the following Motion for Reconsideration process:

   1. Before the Board reconsiders any matter, the Board must approve a Motion for Reconsideration. The Motion for Reconsideration must be approved by official action of the Board. After determining that an action should be reconsidered, the Board has the authority to re-hear, continue, or take action on the item that is the subject of reconsideration within any limitations that are stated in the Motion for Reconsideration.

   2. The Motion for Reconsideration must be brought, and the Board's approval of a Motion for Reconsideration must occur, either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred.
The Council may also convene a special meeting within these specified time frames to address a Motion for Reconsideration.

3. A Motion for Reconsideration may be proposed only by a member of the Board that previously voted on the prevailing side of the original action that was taken by the Board (the "Moving Board Member").

4. The Moving Board Member may make the Motion for Reconsideration orally during the same meeting where the action that is the subject of reconsideration occurred, or by properly placing the Motion for Reconsideration on the agenda of a meeting that occurs within the allowed specified periods of time as stated above.

5. In order to properly place the Motion for Reconsideration on the agenda of the subsequent meeting, the Moving Board Member shall submit a memorandum to the Secretary at least two (2) days in advance of the deadline for posting notices for the meeting. The memorandum must briefly state the reason(s) for requesting the reconsideration, and provide the Secretary with an adequate description of the matter(s) to be re-heard and the proposed action that may be adopted by the Board if the Motion for Reconsideration is approved.

6. A Motion for Reconsideration that is properly brought before the Board may be seconded by any member of the Board.

7. This reconsideration process shall be conducted at all times in accordance with the Brown Act.

ARTICLE XI
FINANCIAL ACCOUNTABILITY

A. The NSNC shall comply with all financial accountability requirements specified by City Ordinance and in the Plan. The NSNC shall also comply with all financial reporting requirements prescribed by DONE.

B. The Treasurer shall oversee and be charged with the full custody and responsibility of all Council funds and assets, and shall maintain an ongoing and current inventory thereof as required by City or DONE policy.

C. The Treasurer shall oversee a system of asset management, record-keeping and financial reporting that complies with Generally Accepted Accounting Principles and conforms to all applicable local, state, and federal laws.

D. In addition, the Treasurer shall:

   1. Report to the Board on the Council's finances at every regular Council meeting:
2. Present a quarterly financial report to the Board;

3. Submit a financial statement to DONE at least quarterly; and

4. Prepare an annual budget for approval by the Board.

E. The Treasurer shall also coordinate and cooperate with DONE on establishing a process and/or system by which the Council's finances and book of accounts can be reviewed by DONE, pursuant to the Plan.

F. The Treasurer may request authorization from the Board to retain a financial professional to assist in refining and maintaining the bookkeeping and financial reporting system. The Treasurer may also request the assistance from DONE as needed. The Treasurer, however, shall be ultimately responsible for the maintenance of the system of bookkeeping and financial reporting and for the protection of all Council assets.

E. The Council's financial statements, books and accounts shall be open for inspection and copying in a timely fashion by any member of the public upon appropriate request.

H. All expenditures by the NSNC should be within the annual budget approved by the Board. Any expenditure that exceeds or is likely to exceed a budgeted amount must be approved in advance by the Board.

I. All NSNC checks issued for NC expenditures must be for amounts approved by the Board and must be signed by the Treasurer and President or Vice President.

ARTICLE XII
GRIEVANCE PROCEDURE

A. Any grievance by a Stakeholder must be submitted in writing to the Secretary who shall cause the matter to be placed on the agenda for the next regular Council meeting.

B. At that meeting, the Board shall refer the matter to an Ad Hoc Grievance Panel comprised of three (3) Stakeholders randomly selected by the Secretary from a list of Stakeholders who have expressed an interest in serving from time-to-time on such a panel.

C. Within two (2) weeks of the panel's selection, the Secretary shall coordinate a time and place for the panel to meet with the person(s) submitting a grievance to discuss ways in which the dispute may be resolved.

D. Within two (2) weeks following such meeting, a member of the panel shall 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 may receive a copy of the panel's report and recommendations prior to a Board meeting, but, in accordance
with the Brown Act, the matter shall not be discussed among the Board members until it is heard publicly at the next regular Council meeting.

E. This grievance process is intended to address matters involving procedural disputes, such as 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. It is not intended to apply to Stakeholders who merely disagree with a position or action taken by the Board at one of its meetings, which grievances may be aired publicly at NCSC meetings.

F. Board members are not permitted to file a grievance against another Board member or against the NSNC.

ARTICLE XIII
AMENDMENT

A. Any Board member may propose an amendment to these Bylaws by requesting that the Secretary place the item on the agenda.

B. Any Stakeholder may propose an amendment to these Bylaws during the public comment period of a regular Council meeting.

C. Any proposal to amend the Bylaws shall be formalized in writing and noticed on the agenda for public discussion and Board vote at the next regular Council meeting.

D. An amendment or adjustment to these bylaws requires a two-thirds majority vote of the Board members present at a duly noticed general or special meeting. All changes shall then be forwarded to DONE for review and approval.

E. Amendments shall not be valid, final or effective until approved by DONE. Once approved by DONE, any changes in the Bylaws shall become effective immediately.
## ADDENDUM B
### Interim Board Members

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