

## BYLAWS/GRIEVANCE COMMITTEE MOTION

### BYLAWS/GRIEVANCE COMMITTEE MEETING – NOVEMBER 10, 2008 MCWCC BOARD MEETING – NOVEMBER 11, 2008

#### MOTION TO MAKE TECHNICAL CORRECTIONS IN BYLAWS LANGUAGE

To change all references in the bylaws that discuss “Executive Committee” (Article III, Section 10c,d,g and Article V, Section 2) to instead read “Executive Council”; to change all references in the bylaws that discuss “Administrative Council” (Article III, Sections 2,9,11) to instead read “Board of Directors”, and to change the boundaries as described in the Mid City WEST Bylaws in Article I, Section 5, to reflect the true Mid City WEST boundaries.

#### BACKGROUND and SUMMARY RATIONALE

Certain parts of the bylaws refer to the five executive officers as collectively comprising an “Executive Committee” (Article III, Section 10c,d,g and Article V, Section 2), and other parts of the bylaws refer to the executive officers as the “Executive Council” (Article II, Section 9; Article III, Sections 5, 6, 8; Article V, Sections 2,8,10g) .

Similarly, certain parts of the bylaws refer to the 45 members of the MCWCC governing body as collectively comprising the “Administrative Council” (Article III, Sections 2,9,11) and other parts of the bylaws refer to our governing body as the “Board” or “Board of Directors” (II.5,6,8,9; III.2,4,5,6,8,10; IV.3,4; V.1,2,3,8-15).

Further, when the section of the bylaws describing the boundaries of the Mid City WEST Community Council (Article I, Section 5) was prepared, it was not accurately described. A review of a standard map of our boundaries would confirm that the operative phrase “running southerly along the eastern boundary of West Hollywood until it meets the eastern boundary of Beverly Hills” is not entirely correct.

To reduce this confusion, to make the bylaws clearer and more coherent for us and our stakeholders, the bylaws should refer to “Executive Council” and “Board of Directors”, respectively, consistently throughout the document, and the boundaries should be described correctly.

To achieve this clarity, the Bylaws/Grievance Committee respectfully moves as follows:

#### REPLACE Article III. Sections 10 c,d and g (the operative phrases in *bold* for reference only):

c Any Stakeholder may make a proposal for action by MCWCC. The Stakeholder shall make the proposal by submitting an MCWCC Action Proposal Form to a member of the Board or to the MCWCC Office, which shall promptly refer the proposal to the Chairperson in the form of a Main Motion. The Chairperson shall, by the next Board meeting, refer it to a Standing Committee for consideration, or in the event that no Standing Committee has jurisdiction over the matter, refer the matter to the **Executive Committee**, which may refer the matter to a Standing Committee or appoint an Ad Hoc Committee at the next meeting of the Directors to consider the matter.

d Any Director may submit a main motion by submitting it in writing to a Standing Committee or by submitting an MCWCC Action Proposal Form to the MCWCC Office, which shall promptly refer the proposal to the Chairperson, who, by the next meeting of the Board, shall promptly refer it to a Standing Committee for consideration by the next, or in the event that no Standing Committee has jurisdiction over the matter, refer the matter to the **Executive Committee**, which may refer the matter to a Standing

Committee or appoint an Ad Hoc Committee at the next meeting of the Directors to consider the matter...

g Notwithstanding subparagraphs a, c and d above, the **Executive Committee**, in their reasonable discretion, may entertain a main motion presented by a single Director or Directors and may dispense with the requirement of a written motion.

**WITH:**

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g Notwithstanding subparagraphs a, c and d above, the **Executive Council**, in their reasonable discretion, may entertain a main motion presented by a single Director or Directors and may dispense with the requirement of a written motion.

**REPLACE the last paragraph of Article V. Section 2, Committees (operative phrases in bold for reference only):**

All committee members shall have equal voting rights. Only the Chairperson and/or **Executive Committee** shall make committee membership assignments, and shall have the discretion to remove members from committees.

**WITH:**

All committee members shall have equal voting rights. Only the Chairperson and/or **Executive Council** shall make committee membership assignments, and shall have the discretion to remove members from committees.

**REPLACE Article III, Sections 2,9,11 (operative phrases in bold for reference only):**

**2. PUBLIC MEETINGS; PUBLIC COMMENT.** All annual Stakeholders' meetings and all Board meetings shall be open to the public. All public meetings shall include the opportunity for public comment by any person in attendance. Public comment shall be limited to three minutes per speaker. The total public comment period shall not exceed thirty minutes. Notwithstanding the foregoing, these time limits

may be extended by majority vote of the **Administrative Council**.

**9. EMERGENCY MEETINGS.** In the event that the Chairperson, or if the Chairperson is unavailable, one of the Vice Chairpersons determines that **Administrative Council** action is required before the standard five-day notice for meetings can be given, a meeting may be conducted in person, telephonically, by other electronic means or by any combination thereof, to the extent not in violation of the Brown Act. A reasonable attempt to notify all Council members shall be made as early as possible in advance of such a meeting. The same policy shall apply to emergency meetings of the Executive Council.

**11. ROBERT'S RULES OF ORDER.** All **Executive and Administrative Council** meetings shall be governed by Robert's Rules of Order, unless otherwise provided in these By-Laws, and to the extent not in conflict with the Brown Act.

WITH:

**2. PUBLIC MEETINGS; PUBLIC COMMENT.** All annual Stakeholders' meetings and all Board meetings shall be open to the public. All public meetings shall include the opportunity for public comment by any person in attendance. Public comment shall be limited to three minutes per speaker. The total public comment period shall not exceed thirty minutes. Notwithstanding the foregoing, these time limits may be extended by majority vote of the **Board of Directors**.

**9. EMERGENCY MEETINGS.** In the event that the Chairperson, or if the Chairperson is unavailable, one of the Vice Chairpersons determines that **Board of Directors** action is required before the standard five-day notice for meetings can be given, a meeting may be conducted in person, telephonically, by other electronic means or by any combination thereof, to the extent not in violation of the Brown Act. A reasonable attempt to notify all Council members shall be made as early as possible in advance of such a meeting. The same policy shall apply to emergency meetings of the Executive Council.

**11. ROBERT'S RULES OF ORDER.** All **Executive Council and Board of Directors** meetings shall be governed by Robert's Rules of Order, unless otherwise provided in these By-Laws, and to the extent not in conflict with the Brown Act.

REPLACE Article I, Section 5 (operative phrase in **bold** for reference only):

**5. BOUNDARIES.** The MCWCC boundaries are indicated on the attached map and are generally described as:

Beginning at the southern boundary of West Hollywood where it intersects with Romaine Street, running **southerly along the eastern boundary of West Hollywood** until it meets the eastern boundary of Beverly Hills, continuing southerly along the eastern boundary of Beverly Hills to Olympic Boulevard, then running easterly along Olympic Boulevard to San Vicente Boulevard, then running easterly along San Vicente Boulevard to Cochran Avenue, then running northerly along Cochran Avenue to Olympic Boulevard, then running easterly along Olympic Boulevard to La Brea Avenue, then running northerly along La Brea Avenue to the southern boundary of West

Hollywood, then running northwesterly along the southern boundary of West Hollywood to the point of beginning, where the southern boundary of West Hollywood intersects with Romaine Street.

Where the boundary is referred to or designated by street name, the actual boundary shall be considered to be the center of that street.

**WITH :**

**5. BOUNDARIES.** The MCWCC boundaries are indicated on the attached map and are generally described as:

Beginning at the southern boundary of West Hollywood where it intersects with Romaine Street, running ***southerly along the eastern boundary of West Hollywood, then westerly along the southern boundary of West Hollywood***, until it meets the eastern boundary of Beverly Hills, continuing southerly along the eastern boundary of Beverly Hills to Olympic Boulevard, then running easterly along Olympic Boulevard to San Vicente Boulevard, then running easterly along San Vicente Boulevard to Cochran Avenue, then running northerly along Cochran Avenue to Olympic Boulevard, then running easterly along Olympic Boulevard to La Brea Avenue, then running northerly along La Brea Avenue to the southern boundary of West Hollywood, then running northwesterly along the southern boundary of West Hollywood to the point of beginning, where the southern boundary of West Hollywood intersects with Romaine Street.

Where the boundary is referred to or designated by street name, the actual boundary shall be considered to be the center of that street.

Vote: The motion passed unanimously by a vote of 4-0 with Lindenblatt, Magula, Eisenhower and Denson supporting.

Fiscal Impact to MCW: None