

HCNNC

HISTORIC CULTURAL NORTH NEIGHBORHOOD COUNCIL

CHINATOWN • EL PUEBLO • SOLANO CANYON • VICTOR HEIGHTS



Friday, December 6, 2019 – 6:00pm - 7:30 p.m.

Bylaws Committee Meeting

Philippe The Original, 1001 N. Alameda St., Los Angeles, CA 90012

Minutes

1 — Welcoming Remarks - Call to Order and Introductions (6:02 p.m.)

The meeting was called to order by Chair Phyllis Ling at 6:02 p.m.

Approximately 3 stakeholders and 2 board members not on the committee were in the audience.

The Chair provided a summary of the process by which the HCNNC bylaws are amended, and advised the board members who are not on the committee that DONE's advice was that they not comment in order to avoid the potential for a Brown Act violation due to the presence of a majority of a quorum of the HCNNC board (5 or more).

2 — Establishment of Quorum - Roll Call

All committee members were present at 6:02 p.m. There was quorum.

	Present		Present		Present		Present
Phyllis Ling	✓	Don Toy	✓	Valerie Hanley	✓	Miho Murai	✓

3 — General Public Comment on Non-Agenda Items (Up to two minutes per speaker)

Raymond Yu: Commented about the need for traffic signal upgrade at Broadway and Bernard Street and provided a letter and maps of the affected areas of the parades, marches, and run.

4 — New Business

4.1 Discussion and possible action to recommend changes to the entire by-laws.

Chair Ling noted this agenda item was for changes that affect multiple sections of the bylaws. She proposed changing "half (1/2) majority" throughout the document to "simple majority" or "majority". Valerie Hanley and Miho Murai preferred addressing each instance separately in the bylaws.

No action taken.

4.2 Discussion and possible action related to amending Article VII of the HCNNC Bylaws, COMMITTEES AND THEIR DUTIES.

Discussion: Chair Ling suggested changing the requirement for 3 board members to serve on a committee to only one board member. Valerie Hanley commented that it may be better to require at least 2 board members in case one board member cannot attend the committee meeting.

Motion: Amend Article VII, Section 3b(1), changing

"Committees shall be comprised of at least three (3), but no more than four (4) Board Members" to "Committees shall be comprised of at least two (2), but no more than four (4) Board Members".

(Phyllis Ling motioned, Valerie Hanley seconded). (note: underline for emphasis of change only)

Public Comment: None.

Vote on Motion: Unanimous (4-Yes). MOTION PASSED.

Motion: Add the following sentence to the end of Article VII, Section 3B:

“4) Each committee shall have at least three (3) members, and may include interested stakeholder(s).” (Valerie Hanley motioned, Miho Murai seconded).

Discussion: Don Toy suggested limiting the number of committee members and was concerned about people who are not elected having too much influence in board decisions, as board members may tend to defer to committee recommendations when making decisions. Valerie Hanley suggested that committees such as the Outreach Committee may need more members than other committees. Phyllis Ling noted that concerns about committee size and composition can be addressed when the board votes to approve committee members.

Public Comment: None.

Vote on Motion: 3-Yes (Valerie Hanley, Phyllis Ling, Miho Murai), 1-No (Don Toy). MOTION PASSED.

Motion: In Article VII COMMITTEES AND THEIR DUTIES, change all instances of “half (1/2) majority” to “a majority of the total membership of the board” (Phyllis Ling motioned, Miho Murai seconded).

Discussion: Valerie Hanley explained that the original intent of the language was to require that a majority of the entire board approve, so the number of votes for approval does not change depending on the number of board members who are present at a meeting.

Public Comment: None.

Vote on Motion: Unanimous (4-Yes). MOTION PASSED.

Motion: In Article VII, first paragraph, delete the third sentence, which reads as follows: “The addition of each committee member shall require half (1/2) majority vote of the Board.” (Miho Murai motioned, Phyllis Ling seconded).

Discussion: This sentence is redundant, and covered under section B “Committee Structure”.

Public Comment: None.

Vote on Motion: Unanimous (4-Yes). MOTION PASSED.

Miho Murai suggested in Section 1, combining the Schools and Libraries Committee with the Arts, Parks, Recreation, and Culture Committee, and rename it the “Education, Arts, and Culture Committee. No consensus. No action taken.

Phyllis Ling suggested changing “Officers of the Board” committee to “Executive” committee because no one refers to it as such. Valerie Hanley believed that the “Officers of the Board” was the preferred language from DONE. Phyllis Ling stated that she would check with DONE. No motion, no action taken.

Motion: In Article VII Section 3B, change “Committee members shall be appointed by the Chair” to

“Committee members shall be appointed by the Chair of the committee” (Phyllis Ling motioned, Don Toy seconded).

Discussion: Chair Ling noted this change was to differentiate between the Chair of the committee and Chair of HCNNC.

Public Comment: None.

Vote on Motion: Unanimous (4-Yes). MOTION PASSED.

Motion: In Article VII Section 3D, change “Standing committees are subject to and shall be conducted in accordance with the dictates of the Brown Act” to “All committees are subject to and shall be conducted in accordance with the dictates of the Brown Act”. Also in Article VII Section 3D, delete the second sentence which reads “The adherence to Brown Act does not apply to Ad Hoc committees.”

(Don Toy motioned, Phyllis Ling seconded).

Discussion: Phyllis Ling noted that as a blanket statement, it is not true that the Brown Act does not apply to Ad Hoc committees. If an ad hoc committee includes members who are not on the board, the Brown Act applies.

Public Comment: None.

Vote on Motion: Unanimous (4-Yes). MOTION PASSED.

Miho Murai suggested the addition of a Homelessness Committee. No action taken.

4.3 *Discussion and possible action related to amending Article I of the HCNNC Bylaws, NAME.*

Discussion: Don Toy noted that he has heard requests to change the name, and to differentiate this neighborhood council from HCNC. Valerie Hanley commented that if a name change is considered, she still thinks it's important to retain "Historic" and "Cultural" in the name due to the historic and cultural significance of the neighborhoods.

Public Comment: Susan O'Leary commented that a name change would be good for branding purposes. The current name is not easy to remember.

No action taken.

4.4 *Discussion and possible action related to amending Article II of the HCNNC Bylaws, PURPOSE.*

No discussion. No action taken.

4.5 *Discussion and possible action related to amending Article III of the HCNNC Bylaws, BOUNDARIES.*

Public Comment: Lydia Moreno would like to see Solano Canyon, the portions in the ravine, which include Solano Avenue and Casanova Street, removed from HCNNC. She does not feel like anyone from Solano Canyon represents them, and does not see any of the board members at their community meetings. Susan O'Leary did not believe that the board had the authority to make this change.

Discussion: Valerie Hanley did not believe orphaning an area would be a change supported by DONE or BONC. Chair Ling stated that she would look into the process for a boundary change that would orphan an area.

No other items in Section 4 of the agenda were considered.

5 — Committee Member Comments and Announcements

6 — Requests and Motions for Future Agenda Items

Miho Murai requested that the bylaws be translated into Chinese.

7 — Adjournment (7:32 p.m.)

Meeting adjourned at 7:32 p.m. The next meeting of HCNNC's ad hoc Bylaws Committee is scheduled for Tuesday, January 14, 2020 at 6 p.m. Tentative location is Philippe The Original.

Committee Members

Phyllis Ling (Chair) Solano Canyon Residential Representative	Don Toy Victor Heights Residential Representative	Valerie Hanley El Pueblo Non-Profit Representative	Miho Murai At-Large Stakeholder Representative
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