

# HCNNC

## HISTORIC CULTURAL NORTH NEIGHBORHOOD COUNCIL

CHINATOWN • EL PUEBLO • SOLANO CANYON • VICTOR HEIGHTS



**Tuesday, January 14, 2020 – 6:00pm - 7:30 p.m.**

### **Bylaws Committee Meeting**

Pico House, 424 N. Main St., Los Angeles, CA 90012

### **Minutes**

**1 — Welcoming Remarks - Call to Order and Introductions (6:05 p.m.)**

The meeting was called to order by Chair Phyllis Ling at 6:05 p.m.

1 board member not on the committee was in attendance, as were two other stakeholders.

**2 — Establishment of Quorum - Roll Call**

Three committee members were present at 6:05 p.m. There was quorum.

	Present		Present		Present		Present
Phyllis Ling	✓	Don Toy	Arrived 6:07pm	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 noted that the last day of service for Pho Broadway was on 1/10/20. He provided a letter and requested that it be forwarded to Ricardo Flores of CD1.

Don Toy arrived at 6:07 p.m. 4 committee members were present.

**4 — Discussion and possible action to approve the minutes of the HCNNC Bylaws Committee Meeting of December 6, 2019.**

**Discussion:** Miho Murai noted two corrections: Change “7:02 p.m.” to “6:02 p.m.” (2 places) and add to the end of Raymond Yu’s public comment “affected areas of the parades, marches, and run.”

**Motion:** Approve the minutes of the HCNNC Bylaws Committee Meeting of December 6, 2019 with the corrections from Miho Murai. (Miho Murai motioned, Valerie Hanley seconded).

**Public Comment:** None.

**Vote on Motion:** 3-Yes, 1-Abstain (Don Toy). MOTION PASSED.

**5 — Old Business (6:14 p.m.)**

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

No action taken.

**5.2 Discussion and possible action related to amending Article IV of the HCNNC Bylaws, STAKEHOLDERS.**

Question from Don Toy about whether homeless stakeholders are included.

**Public Comment:** Paul Hanley noted the difference between a “transient” who keeps moving around, and a homeless person who affirms that they reside at a specific location.

**Discussion:** Valerie Hanley noted that the homeless people are included in the definition of stakeholders as those who “live” in the neighborhood council area, and that they were able to vote in

the last election under the current definition in the bylaws. Chair Ling asked Don Toy if he wanted to propose clarifying language regarding homeless stakeholders. He declined. No action taken.

### 5.3 *Discussion and possible action related to amending Article VI of the HCNNC Bylaws, OFFICERS.*

**Motion:** In Article VI, replace “Officers of the Board” with “Executive Committee” wherever it refers to the committee. (Phyllis Ling motioned, Miho Murai seconded).

**Discussion:** Phyllis Ling noted that she checked with Mario Hernandez whether “Officers of the Board” was the preferred wording from DONE, and he indicated that the board could call the committee whatever it wants. Phyllis Ling commented that “Officers of the Board” is confusing -- does it refer to the individual officers or does it refer to the committee? “Executive Committee” is more commonly used. Don Toy asked whether the heading for Article VI would need to be changed from “OFFICERS” to “EXECUTIVES”, and suggested that “Officers of the Board” could be changed to “Officers Committee”. Miho Murai stated that “Executive Committee” is more commonly used. Phyllis Ling suggested keeping “OFFICERS” as the title for Article VI, and clarifying that officers serve on the Executive Committee.

**Public Comment:** None.

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

**Motion:** In Article VI, to the end of the first sentence “The officers of the HCNNC shall be elected by the board”, insert “and serve as members of the Executive Committee.” (Phyllis Ling motioned, Miho Murai seconded).

**Discussion:** None

**Public Comment:** None.

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

**Motion:** In Article VI Section 2A, change “half (1/2) majority vote of the board” to “a majority vote of the total membership of the board.” (Phyllis Ling motioned, Don Toy seconded).

**Discussion:** Don Toy asked why the formation committee specified the vote requirement in this way. Valerie Hanley explained that the reason was to have a fixed number of votes needed for approval that does not vary depending on the number of board members who are present at a particular meeting.

**Public Comment:** None.

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

**Discussion:** Don Toy had a question about the Vice Chairs’ duties, that they were too vague and questioned how they would be enforced.

No action taken.

**Motion:** In Article VI Section 2C, add “4)” after “meeting” and before “Record” (Miho Murai motioned, Phyllis Ling seconded).

**Discussion:** None.

**Public Comment:** None.

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

**Discussion:** Don Toy commented that the two year term limit for officers was too restrictive. Valerie Hanley supported the term limit, and thought it was a good idea to give board members the opportunity to learn different roles. Miho Murai also supported the term limit for officers because it allows different constituencies to be the Chair. Don Toy suggested that perhaps a non-English speaking board member could serve as Chair. There was disagreement as to whether that would work. Don Toy suggested not permitting this would be discrimination.

**Public Comment:** Susan O’Leary noted that there are some non-profit boards that do not allow her to serve as an officer because she doesn’t speak Spanish.

Chair Ling noted that language-proficiency is not in the bylaws. She supported the two year term limit because the board member terms are 4 years, and this gives each member the opportunity to run for an officer position without there being an incumbent.

No action taken.

**5.4** *Discussion and possible action related to amending Article VIII of the HCNNC Bylaws, MEETINGS.*

**Motion:** In Article VIII Section 1A, after “Prior to any action by the Board, there shall be a period of public comment”, insert “at the meeting”. (Miho Murai motioned, Don Toy seconded).

**Discussion:** Miho Murai and Don Toy thought it would be good to clarify that this clause is specifically aimed at the public comment period during the meeting, not any public comment period prior to the meeting. Valerie Hanley thought this would be redundant because the section is labeled “Regular Meeting”, and it is best to keep extraneous, unnecessary language out of the bylaws. Phyllis Ling thought it was better to keep it vague to include the public comment period prior to the meeting.

**Public Comment:** None.

**Vote on Motion:** 2-Yes (Miho Murai, Don Toy), 2-No (Valerie Hanley, Phyllis Ling). MOTION FAILED.

Phyllis Ling suggested striking the following sentence: “The Secretary shall promptly refer the proposal to a Standing Committee or at the next regular Board meeting” because it was too restrictive, and requires all proposals to be considered, no matter how goofy. Valerie Hanley explained that the purpose of the sentence was so that the Board could not ignore any proposals, but that the Board does not have to take action; they just need to hear the proposal. No action taken.

Don Toy asked if outreach could be done bilingually, including email distribution and social media. He proposed a motion to add language in Section 11 of Article V (pg. 10). Chair Ling noted that we were not on that section of the agenda.

Chair Ling announced that they would take up item 5.13.2 out of order, and it was done without objection.

**5.13** *Discussion and possible action related to amending Articles III and V of the HCNNC Bylaws, BOUNDARIES and GOVERNING BOARD.*

**5.13.2** *Discussion and possible action related to amending HCNNC’s internal boundaries.*

Chair Ling commented that it was important for the committee to consider internal boundary changes. There have been public comments about the boundaries of Solano Canyon, and boundaries between El Pueblo and Chinatown. She also wanted the committee to consider potential boundary changes to the newly represented area that is sometimes called “Dogtown,” although she has heard that some residents do not like that name. The committee members noted that boundaries and neighborhood identification will vary from person to person, and they need to hear from more than a few people before making boundary changes.

No action taken.

No other items on the agenda were discussed as the deadline to vacate the facility was reached.

**6** — *Committee Member Comments and Announcements*

**7** — *Requests and Motions for Future Agenda Items*

**8** — *Adjournment (7:36 p.m.)*

**Motion:** Adjourn the meeting (Phyllis Ling motioned, Miho Murai seconded).

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

The meeting was adjourned at 7:36 p.m.

## Committee Members

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