

## RESOLUTION

Be it resolved that the Board of Neighborhood Commissioners revises the following policy:

**Department of Neighborhood Empowerment Remedy for Loss of Quorum  
by Neighborhood Councils Due to Vacancies and Authority to Fill  
Vacancies.**

\*\*\*

**WHEREAS**, the inability to fill board vacancies among Neighborhood Councils creates a situation where attrition threatens a board's ability to continue operating, functioning as a certified entity, or acting in any official capacity on behalf of the certified Neighborhood Council, which is an officially recognized body of the City of Los Angeles,

**WHEREAS**, the loss of a quorum renders boards that have not adopted a procedure to remedy the loss of a quorum unable to take any corrective action to renew their functions or operations as a Neighborhood Council, including the ability to fill vacancies, take official action or conduct elections,

**WHEREAS**, the problem is ongoing, and one of the primary goals of Neighborhood Councils is the promotion of the public's participation in government, which includes an operable board for certified Neighborhood Councils,

**WHEREAS**, emphasis should be placed on filling vacancies as expeditiously as possible,

**WHEREAS** Section 22.801 of the Los Angeles Administrative Code and Ordinance 174006 establishes regulations to implement the Plan for a Citywide System of Neighborhood Councils and charges the Department of Neighborhood Empowerment (Department) with assisting all groups and stakeholders,

**WHEREAS** Section 902 (b) Article IX of the new Charter provides that the Board of Neighborhood Commissioners "shall be responsible for policy setting and policy oversight ... and the promulgation of rules and regulations but not be responsible for day-to-day management," and,

**NOW, THEREFORE, IT BE RESOLVED** that the Board of Neighborhood Commissioners establishes a policy to provide the Department with the authority to grant a remedy to the existing board members of a certified Neighborhood Council that has lost its quorum or not met its quorum after an election or selection of a new board and allow the filling of vacancies.

**Resolution:** Revision to Department of Neighborhood Empowerment Remedy for Loss of Quorum by Neighborhood Councils Due to Vacancies and Authority to Fill Vacancies.

---

**POLICY NUMBER:**

2010-01

1. That the Department of Neighborhood Empowerment (the "Department") may authorize the existing board members of a certified Neighborhood Council that has lost its quorum (the "Existing Board") or did not attain quorum after an election or selection of the new Board (the "New Board") the ability to take official action on behalf of the Neighborhood Council to determine board vacancies and appoint eligible stakeholders to fill vacant board seats. The Existing Board or New Board shall have the ability to appoint a sufficient number of eligible stakeholders to the vacant board seats to re-establish the quorum for the Neighborhood Council as specified by this policy.

a.) Limitations:

1. The Existing Board or New Board shall be granted the authority to only fill vacant board seats. For purposes of this policy, a vacancy exists on a board when either: (a) after election results are certified, no candidate runs for the open board seat; (b) the board is unable to fill a seat under its selection process; or (c) after an election or selection process, a board member vacates the seat, e.g., board member removal, resignation, or chronic absences as defined under the Neighborhood Council's bylaws.
2. If more than  $\frac{3}{4}$  of the seats on the board are vacant, then the Existing or New Board members shall not be granted any authority to fill vacancies and the Existing or New Board may conduct a selection on behalf of the Neighborhood Council. The Existing Board or New Board shall work in conjunction with the Department to create a selection process, and the selection process approved by the Department shall be followed. The Department will assist the Existing or New Board in executing the approved selection process.

b.) Procedure for the Existing and New Boards to Fill Vacancies:

1. The Existing Board members shall submit a written request to the Department to take official action in the absence of a quorum to appoint stakeholders to the vacant board seats.
2. This request must be made by a majority of the Existing Board Members and:
  - Provide the public contact information for each Existing Board member,
  - Identify all vacant seats and explain how the vacancies were created.
  - Identify the specific seats to be filled and the outreach efforts made by the Existing Board to identify candidates to fill the vacant seats.

**Resolution:** Revision to Department of Neighborhood Empowerment Remedy for Loss of Quorum by Neighborhood Councils Due to Vacancies and Authority to Fill Vacancies.

---

- Propose "standing rules" for the filling of the vacancies to be used at the Special Meeting - if the existing bylaws do not specify the procedures for filling vacancies.
3. The Department shall grant the Existing Board the authority to re-establish quorum in writing, which shall include an identification of the seats to be filled, any special circumstances to be addressed and the specific requirements for community stakeholder notification.
  4. When the Department has determined that a loss of quorum exists for newly elected/selected Boards, the Department shall grant the New Board the authority to re-establish quorum in writing, which shall include an identification of the seats to be filled, any special circumstances to be addressed and the specific requirements for community stakeholder notification.
  5. If granted the authority by the Department to fill the vacancies, then the Existing or New Board members shall conduct a "special meeting" at which the vacancies are filled in accordance with the Brown Act. Only actions related to the filling of vacancies shall take place at this special meeting. In addition, notice of this meeting must be provided to the community stakeholders for a 2-week period of time in a manner prescribed by the Department. At this special meeting, vacancies shall be filled only until a sufficient number of appointments have been made that a quorum is re-established.
  6. Until such time as a sufficient number of vacancies have been filled that re-establishes a quorum, those persons appointed to the vacant seats shall not participate or vote in the filling of a vacancies.
  7. After a quorum is re-established, then the Neighborhood Council may fill or continue filling any vacancies in accordance with the regular appointment procedure contained in the Neighborhood Council's bylaws. This shall be done in a subsequent board meeting, and the Board shall conduct outreach to its stakeholders about the available positions on the Board for at least twenty (20) days prior to the subsequent board meeting, including posting to at least five (5) locations and to the Neighborhood Council website, if one exists.

c.) Duration of the Appointed Member's Term of Office:

The duration of the appointed member's term of office shall be for the unexpired term of the vacant seat.

2. At any such time as the Department of Neighborhood Empowerment shall make active use of this policy, with regard to any Neighborhood Council, the use of the policy and the results thereof shall be reported to the Board of Neighborhood Commissioners.

**Resolution:** Revision to Department of Neighborhood Empowerment Remedy for Loss of Quorum by Neighborhood Councils Due to Vacancies and Authority to Fill Vacancies.

---

This policy is effective immediately upon adoption.

Moved by: Albert N. Abrams  
Member, Board of Neighborhood Commissioners

Seconded by: Kara P. Mack  
Member, Board of Neighborhood Commissioners

Witnessed by: Janet [Signature]

VOTES:

Ayes: 6

Nays: 0

DATE: 4/19/10