

**CITY OF LOS ANGELES  
INTRA-DEPARTMENTAL CORRESPONDENCE**

March 1, 2005

To: Board of Neighborhood Commissioners ("Commission")

From: Parker Anderson, Director of Field Operations  
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Department of Neighborhood Empowerment

CC: Greg Nelson, General Manager  
Claudia Dunn, Asst. General Manager

Subject: **STATUS REPORT ON THE GRASS ROOTS VENICE NEIGHBORHOOD  
COUNCIL (GRVNC) ELECTION**

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**BACKGROUND**

On June 27, 2004, the Grass Roots Venice Neighborhood Council ("GRVNC") conducted an election to fill vacant and expiring Board seats and to ratify six Board-sponsored bylaw amendments. Prior to this, the Department of Neighborhood Empowerment ("Department") had strongly and formally urged the Board to postpone the election due to several factors including inadequate candidate and voter notice, community confusion regarding the election procedures, and the need to address several legal issues. The GRVNC election procedures approved on June 14, 2004, designated the Department as the final arbiter of any election challenges and further allowed the Department to delegate this responsibility to another entity subject to the approval by the GRVNC Board. In the interest of impartiality, the Department asked the Human Relations Commission ("HRC") to address the one extensive election challenge filed within the period prescribed in the election procedures, and the GRVNC Board approved.

**Final Arbiter Findings**

On November 16, 2004, the Grass Roots Venice Neighborhood Council Election Final Arbiter Report was released. The report concluded that the GRVNC violated its bylaws by considering more than one item of business at its annual Election Meeting. As such, the election was invalidated, the newly-elected members were unseated, and the GRVNC lost any ability to achieve a quorum in order to conduct business.

**Issues Related to the Filling of Board Vacancies**

At a November 22, 2004 Venice community meeting attended by the Department, several former GRVNC board members shared an opinion that a board quorum existed because sufficient vacancy appointments had been made prior to the decision of the

HRC. The contention was that as of November 16, 2004, there were 11 Board members – (six) 6 continuing board members whose seats were not up for election in 2004, four (4) people who were appointed to fill vacancies, and one (1) member whose at-large seat was not up for election in 2004, (but who vacated that seat when she was elected president). The GRVNC contended that this Board member, although unseated as president, should be allowed to revert back to the still unfilled at-large seat.

After reviewing the documents chronicling the process utilized by the GRVNC to track the various elected, vacated and appointed seats on the Board, the Department, with the help of the City Attorney's office, determined that at one brief point in the process all of the seats of the GRVNC were filled, meaning that the vacant seat was no longer available for the former president to occupy after the election decision.

Despite the four (4) appointments made by the Board during the period between June 27, 2005, and November 16, 2005, with the nullification of the election and the Board seats vacated by that action, the GRVNC is still one Board member short of the quorum required to take action or conduct business.

The Department can re-visit the issue of the vacant seat and return to the Commission with a more definitive determination from the City Attorney, if desired.

### **Board Quorum Analysis**

Section IV-F, of the GRVNC bylaws require a two-tiered process for appointed Board members:

1. The appointment to a vacancy by the seated Board members must be done at a Brown Act-noticed meeting where a quorum is present.
2. The decision must be ratified at a voting member (stakeholder) election.

Although the Board did comply with the first part of the appointment provision outlined in the bylaws, they did not comply with the second prior to November 16, 2005. Therefore, the appointments cannot be valid, the seats are not filled, and it is not possible for the Board to attain a quorum.

The Department understands that on or about February 27, 2005, the remaining GRVNC Board members will attempt to ratify the four (4) Board appointments through the Rules and Election Committee, which is granted wide latitude by the bylaws to conduct elections on behalf of the GRVNC. In a memo from General Manager, Greg Nelson on February 22, 2004, the stakeholders of GRVNC were informed that in the event that a Board loses its ability to conduct official business, so do the various committees of that Board. Therefore, the GRVNC election committee, which is an extension of the GRVNC Board, is unable to function in the official capacity necessary to ratify the Board appointments.

## POSSIBLE REMEDIES:

There are several options that the Commission can explore in an effort to assist the stakeholders of the GRVNC:

### 1. **DONE Appoints an Independent Election Administrator and Final Arbiter to Conduct the Election for the GRVNC in June of 2005:**

This option would require the Commission to approve the policy presented at the January 25, 2005, Board meeting entitled Department of Neighborhood Empowerment Remedy for Non-Compliance of Neighborhood Council Elected Boards with Elected Boards (Attachment A), which would allow the Department to utilize the election process already successfully implemented in both the Van Nuys and Greater Wilshire communities. If this option is chosen, the Department would utilize the existing bylaws of the GRVNC, modify the approved 2004 election procedures, and execute the GRVNC election according to the following approximate timeline:

- Community Meeting to Finalize GRVNC Board Approved Procedures – March 22, 2005
- BONC Election Procedure Approval: April 5, 2005
- 60-day Outreach Marker: Monday, April 25, 2005
- Election: Saturday, June 25, 2005

### Staff Recommendation:

Staff recommends this option, as it is the most direct course out of the current dilemma for the GRVNC. This option allows for an election to be run for all 21 seats on the Board, according to GRVNC Board approved procedures, in a fair and open manner by the Department in June of 2005. This option will not require an amendment to the current bylaws.

### 2. **DONE Conducts the Meeting to Ratify the Appointments of the Four Board Members Appointed by GRVNC, or to Elect New Board Members for those Seats**

There are two (2) options in this category:

- a. The Commission may choose to instruct the Department to conduct an election meeting to ratify the four (4) appointments made by the GRVNC Board between June 27, 2005, and November 16, 2005. This action however, will still leave the GRVNC without a quorum of Board members for the reasons outlined above.
- b. The Commission may choose adopt the policy presented by the Department on January 25, 2005 -- Loss of Quorum Due to Vacancies and the Ability to Fill Vacancies (Attachment B), and modify it to allow the GRVNC to utilize it

to fill the remaining vacant Board seat. This option will still require the Department to ratify the appointments of the four (4) previously appointed Board members in order to bring the GRVNC up to a full, functioning quorum.

If the Board should choose either of these options, the election of the GRVNC required in June 2005 will be delayed as the Department will need to return to the Board with specific action, and the newly appointed Board will need to modify the bylaws of the GRVNC to accommodate an election that does not occur in June.

### 3. De-Certification of the GRVNC

Since the nullification of the election, the stakeholders of the Venice community have been working to revise the bylaws of the GRVNC. The substance of that which has been developed by the stakeholders is so much of a departure from the existing structure of the GRVNC, it could be argued that de-certification may be necessary to allow the community sufficient time to seek dispute resolution, re-organize, and return to the Commission with a new set of bylaws and organizational structure.

If the Commission should choose this option, the Department will need to return to the Commission with a process for de-certification of the Grass Roots Venice Neighborhood Council.

#### Attachments:

- **Attachment A:** Proposed Policy Report & Resolution presented on January 25, 2005 --Department of Neighborhood Empowerment Remedy for Non-Compliance of Neighborhood Council Elected Boards with Elected Boards
- **Attachment B:** Proposed Policy Report & Resolution presented on January 25, 2005 -- Loss of Quorum Due to Vacancies and the Ability to Fill Vacancies