



# Mar Vista Community Council



## ELECTION & BYLAWS COMMITTEE

Chair: Martin Rubin ([martin.rubin@marvista.org](mailto:martin.rubin@marvista.org))

Vice-Chair: Holly Tilson ([holly.tilson@marvista.org](mailto:holly.tilson@marvista.org))

### MINUTES

Wednesday, August 28<sup>th</sup>, 2019, 6:00 PM

Windward School | 11350 Palms Blvd | L.A., 90066 - Room 910

**Meeting commenced** at 6:00 pm

Presided over by committee Chair Martin Rubin, along with Vice Chair Holly Tilson

**In attendance:** Martin Rubin, Holly Tilson, Elliot Hanna, Adriana De La Cruz, Kathryn Wheeler(6:03pm), Wayne Wheeler(6:03pm), Robin Doyno (6:03pm), Selena Inouye (6:05pm)

**#1: Introductions** –Those present already knew each other, so no introductions necessary.

**#2: Minutes** – July 24<sup>th</sup> minutes approved.

**#3: Public Comment** (for items not listed on the agenda)

Adriana De La Cruz stated she attended the 3<sup>rd</sup> Elections Training (debriefing) session held by DONE.

**#4: Chair Report**-Submissions for bylaws changes should be sent to the chair, a minimum of one week before the next scheduled meeting. Sooner is better. All meetings dates are on the MVCC calendar which can be found at [marvista.org](http://marvista.org) > calendar. Use the bylaws change form which can also be found at [marvista.org](http://marvista.org) > committees > Elections and Bylaws > Resources #11. The format on this form is: current language, proposed language, and the rationale for the change.

MVCC Chair Elliot Hanna stated that the approval process is lengthy. First the committee approves the changes, then it goes to the Board of Directors (BOD) and must pass by a 2/3 vote, then to DONE for approval, then back to the BOD for a second approval of 2/3 vote.

*(minute taker's note – deadlines/how to apply were discussed but actual information was unavailable at meeting. They can be found at <https://empowerla.org/wp-content/uploads/2019/05/Bylaws-Amendment-Application-April-2019-1.pdf> Go to Empowerla.org > self-serve > administrative forms and templates >Bylaws amendment application. Completed Bylaw Amendment Applications will be accepted from 5/1/2019 to April 15, 2020)*

**#5: Vice Chair Report:** VC reinforced Chairs report. Using the bylaws change form will allow us as a committee to compile changes/rationales requested to be presented to the BOD in an orderly fashion.

**#6: Old Business** – Martin Rubin introduced Kathryn Wheeler who read her 2019 MVCC Election Challenges Summary Report into the record. Submitted written report as attachment to these minutes. Contact Kathryn for more information at [kathryn.wheeler@marvista.org](mailto:kathryn.wheeler@marvista.org).

**#7: New Business**

#### A. Proposed Bylaws change: #1

1. Holly read her proposal, then opened discussion. Adding a 7<sup>th</sup> zone by splitting Zone 6 into 2 zones. External boundaries remain the same, the southern border of Z6 and Northern border of Z7 occurs along Venice Blvd. Full text of bylaws change submission is attached.
2. Discussion: Background history on composition of MVCC reviewed. Zone vs At large discussed. Possible elimination of Community Director by Done noted. Do we need to increase the number of BOD members or leave the same? External southern border in question as written (Washington Blvd vs Place), largeness of Z6 vs other zones not in question. Actual population of area in question, would spitting Z6 create an area that was overrepresented on the board and create population inequities with other zones. What is the role of At Large vs Zone Directors? This motion is just about creating a 7<sup>th</sup> zone, how to address the composition of the board is another discussion/bylaw change?
3. Proposed Bylaw Change moved by Kathryn Wheeler, seconded by Selena Inouye  
**APPROVED** with one abstention (Elliot Hanna)

## **B. Proposed Bylaw Change: #2**

1. Martin read his proposal and opened discussion. Bylaws change form attached for full text.
2. Discussion revolved about the pro and cons of using Rosenberg's vs Robert's rules of order. Last change was made FY 2016-17 from Robert's to Rosenberg's rules of order and now the proposal is to change back to Roberts. Comments and questions: DONE didn't know about Rosenberg's rules when asked. Rosenberg's are easier, less ability to manipulate. If Rosenberg's rules don't work, you still defer to Robert's. Robert's are universally accepted, been in existence since late 1800's, if we change will DONE be able to assist us?
3. Wording amended FROM "*The MVCC shall use Robert's Rules of Order to facilitate Board Meetings.*" TO "*The MVCC shall use Robert's Rules of Order Newly Revised, 11th edition.*", to facilitate Board Meetings."
4. Propose Bylaw Change as amended moved by Kathryn Wheeler, seconded by Wayne Wheeler and **APPROVED**: 6 For 1 Against (Robin Doyno) 1 Abstain (Elliot Hanna)

*Timeline per Chair: Please note all proposed bylaws changes that are approved by this committee will be placed in a file to be compiled for board review which should be sometime in December or January. Exact timeline TBD.*

**#8: Announcements:** Selena has submitted a Bylaws Change regarding *Recall* that will be discussed at the next meeting.

**#9 Next Scheduled Meeting:** Wednesday -September 25, 2019, 6PM  
Location: Windward School - 11350 Palms Blvd, Room 910

**#10 Meeting Adjourned: 7:21PM**

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### **MVCC 2019 Election Challenges Summary Report by Kathryn Wheeler Bylaws Committee Meeting - August 28, 2019**

First, I would like to thank the Chair, Mr. Rubin, and the Vice-Chair, Ms. Tilson, for accepting my report and providing this opportunity to speak.

This report is to keep a promise that I made the night the MVCC Board was seated. Many believed and expressed that some members on the Board were illegally seated—they were adamant, and it caused me great concern; especially, due to the fact that once an election has been certified, whoever is declared the winner, serves. But, Mar Vista stakeholders should know the facts and be presented with the truth—no matter the consequences—because this allows for a free society.

When I started this process by filing the *California Public Records Act*, I knew, full-well, that there was no way that everyone would be pleased with the facts. No matter the outcome, there was the real possibility that I might be vilified by those who didn't like the facts. But, I trusted that we are all adults and that all of us, deep down inside, acknowledge that the facts and the truth must triumph.

This report includes an Executive Summary, Introduction, Conclusions, Recommendations, and Appendices. It is comprised of 186 pages, containing 28 pages of analysis, and 158 pages of the election challenges. It is exhaustive and complete.

A major concern, documented in this report, is that the City did not follow the State Law that requires a 100-foot "election free zone" around a polling place. It is my hope, by submitting this report, that the Elections & Bylaws Committee will consider all of the recommendations and implement the necessary remedies to eliminate a déjà vu for Mar Vista in the next election.

Debating the report tonight, before everyone has had a chance to read and review the facts, will not help to clarify the election process or provide actionable solutions. (by Kathryn Wheeler)

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#### **Proposed Bylaws change: #1**

ELECTIONS AND BYLAWS COMMITTEE-2019-PROPOSED BYLAWS CHANGES

CURRENT LANGUAGE: top of page 4

Zone 6: South of Santa Monica Airport, North of Washington Blvd., East of Walgrove Ave., West of Centinela Ave.

PROPOSED LANGUAGE:

Zone 6: South of Santa Monica Airport, North of Venice Blvd., East of Walgrove Ave., West of Centinela Ave.

Zone 7: South of Venice Blvd., North of Washington Blvd., East of Walgrove Ave., West of Centinela Ave.

RATIONALE:

Geographically Zone 6 is at least 2+ times larger than any other zones.

Population-wise Zone 6 is currently larger than any other zone and therefore under represented on the council.

The E&B committee in FY 2016-17 had discussed adding a zone, had stated the MVCC had previously talked about it for years but hadn't acted on it.

As Z6D for the past 3 years I can honestly state this Zone is too large and I personally feel it is under represented on the MVCC. I have helped residents on both sides of Venice Blvd and can state absolutely that another Zone director or two is needed for Zone 6.

Recommend adopting change by next election cycle.

SUBMIT TO: MARTIN RUBIN [Martin.Rubin@marvista.org](mailto:Martin.Rubin@marvista.org)

SUBMITTED BY: Holly Tilson DATE: 8/24/2019 CONTACT INFO: [holly.tilson@marvista.org](mailto:holly.tilson@marvista.org)

**Proposed Bylaws change: #2**

CURRENT LANGUAGE:

Page # 12

**Article XII**

**PARLIAMENTARY AUTHORITY**

Board Meetings are open to the public and shall be conducted in accordance with the provisions of the California Brown Act.

The MVCC shall use Rosenberg's Rules of Order (Robert's Rules of Order Newly Revised, 11th edition.

Additional rules and/or policies and procedures regarding the conduct of the meetings may be developed and adopted by the Board and those would be found in MVCC Standing Rules.

PROPOSED LANGUAGE:

**Article XII**

**PARLIAMENTARY AUTHORITY**

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Additional rules and/or policies and procedures regarding the conduct of the meetings may be developed and adopted by the Board and those would be found in MVCC Standing Rules.

RATIONALE:

*The purpose of parliamentary procedure is to make it easier for people to work together effectively and to help groups accomplish their purposes. Rules of procedure should assist a meeting, not inhibit it.*

*Group process, that is, the process of individuals interacting with each other in a group, is a richly complex and intriguing phenomenon. The shifting alliances and rivalries of subgroups and the emergence and clash of dominant personalities can be fascinating to study. Yet, as anyone who has attempted to work with a group to a practical end will attest, the emergence of some kinds of group dynamics can thwart, or completely sabotage, achievement of the group's goals.*

*Systematic rules of parliamentary procedure have gradually evolved over centuries. Their purpose is to facilitate the business of the group and to ensure an equal opportunity for all group members to contribute and participate in conducting the business. Robert's Rules of Order, first published in 1876, is the most commonly used system of parliamentary procedure in North America by which almost all committees and associations operate.*

SUBMIT TO: MARTIN RUBIN [Martin.Rubin@marvista.org](mailto:Martin.Rubin@marvista.org)

SUBMITTED BY Martin Rubin DATE 8/24/2019 CONTACT INFO [martin.rubin@marvista.org](mailto:martin.rubin@marvista.org)