

ELECTIONS AND BYLAWS COMMITTEE-2019-PROPOSED BYLAWS CHANGES

Submissions for proposed bylaws changes should be sent to the Chair in writing with ample time to review and place on the agenda - one week or more.

CURRENT LANGUAGE:

Section 9: Removal

Removal of a Director: Reasons for Removal of a Director may include:

- A. Inability to carry out his/her duties and responsibilities due to time limitations, illness and/or other personal obligations;
- B. Absence from two (2) consecutive meetings without notification;
- C. Failure to disclose a financial conflict of interest in a matter before the Board.
- D. Violation of MVCC bylaws or rules.
- E. The MVCC will consult with its legal counsel, the Office of the City Attorney, throughout this removal process.

PROPOSED LANGUAGE:

MVCC shall consult with the Office of the City Attorney throughout any Board removal process. Directors may be removed in the following ways:

A. Petition by Stakeholders – A Director may be removed from office by the submission of a written petition to the Secretary, which includes: i) the identity of the Director to be removed, ii) a description, in detail, of the reason for removal, and iii) the valid signatures two-hundred (200) stakeholders.

1. Upon receipt of a written petition for removal, the Secretary shall cause the matter to be placed on the agenda for a vote of the Board at the next regular MVCC meeting.
2. Removal of the identified Director requires a two-thirds (2/3) majority of the present and voting Directors.
3. The Director who is the subject of the removal action shall have the right to deliver to Directors a written statement about the matter and/or to speak at the Board meeting prior to the vote, but shall not be counted as part of the quorum, nor allowed to vote on the matter.

B. Petition by Board – A Director may be removed from the Board for good cause, including, but not limited to, disruptive conduct; interfering with MVCC business; violations of the Bylaws or Code of Conduct following a Director's submission to the Board of a petition which includes: i) the identity of the Director to be removed, ii) states the reason for removal by identifying the violation of the internal rules or procedures and specifies the conduct of the person, and iii) contains the signatures of at least four (4) Directors.

1. The petition shall be delivered simultaneously to all Directors and the matter placed on the agenda and scheduled for a vote at the next regular Board Meeting.
2. Removal of the identified Director requires a two-thirds (2/3) majority of the attending Directors.
3. The Director who is the subject of the removal action shall have the right to deliver to Directors a written statement about the matter and/or to speak at the Board Meeting prior to the vote, but shall not be counted as part of the quorum, nor allowed to vote on the matter.

If the vote for removal is affirmative, the position shall be deemed vacant and filled via MVCC's vacancy clause.

RATIONALE:

The above is taken from the DOWNTOWN LOS ANGELES NEIGHBORHOOD COUNCIL BYLAWS that were approved April 12, 2018.

SUBMIT TO: MARTIN RUBIN Martin.Rubin@marvista.org

SUBMITTED BY Martin Rubin DATE 10/16/2019

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