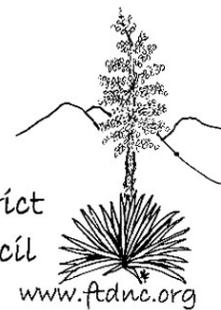


Michael Carpenter
Alisa Clairet
Daniel Davis
Kevin J. Davis
Dawn Jacobs
Joshua Jeffrey
Jess Lewis

Kelly Rose
Laurie Thoms
Tamara Loperfido
Sharon Washington
Jaycynda Trifone-Woodruff
Josie Zarate

Foothill Trails District
Neighborhood Council



FOOTHILL TRAILS DISTRICT NEIGHBORHOOD COUNCIL JOINT RULES-ELECTIONS AND GENERAL MEETING

MINUTES

**JUNE 27, 2016, 7:00 PM TO 9:00 PM
FTDNC OFFICE**

9747 Wheatland Ave, Shadow Hills, CA

Regularly scheduled meetings will be the last Monday of each month at 7pm

Administrative Tasks (20 minutes)

1. Call to order and the Pledge of Allegiance.
Meeting called to order by Chair at 7:00 PM.
2. Roll call, attendance report and declaration of a quorum
Kevin Davis, Joshua Jeffrey, and Jaycynda Trifone-Woodruff in attendance. Quorum of Rules-Election Committee, No Quorum of General Board.
3. Opening comments by the Chair.
Joshua Jeffrey: Thank you everyone who came, especially given the extraordinary weather we have had. I hope everyone is finding a way to stay cool in this heat. Please be careful!

Reports and Announcements (20 Minutes)

(Reports and brief presentations only. For any detailed or lengthy questions, please follow up with the presenter outside so meeting may proceed as scheduled. Thank you.)

4. Reports by Public Representatives.
 - a) Government officials or representatives.
None in attendance
 - b) Other community groups.
None in attendance
5. Committee Reports (**Max 5 minutes each**).
No comments from committees.
6. Representative Reports (**Max 5 minutes each**).
7. *No comments from representatives or liaisons.*
8. Public Comment (Presentations are limited **to non-agenda items whose subject(s) fall under the Board's jurisdiction.**)
No comments from the public

General Board Meeting Items (30 minutes)

9. **Presentation/Discussion/Possible Action** to develop and/or approve Strategy Plan FY 2016-2017
Item TABLED, due to lack of Quorum of General Board
10. **Presentation/Discussion/Possible Action** to develop and/or approve Outreach Survey FY 2016-2017
Item TABLED, due to lack of Quorum of General Board
11. **Presentation/Discussion/Possible Action** to develop and/or approve Neighborhood Council Self Assessment FYE 2015-16.
Item TABLED, due to lack of Quorum of General Board

Rules and Elections Committee Items (40 minutes)

12. Welcome to new stakeholders wishing to join the Rules and Elections Committee.
No stakeholders wished to join at this time.
13. **Presentation/Discussion/Possible Action** to develop a boiler plate for Neighborhood Council General Board and Committee Meeting Agendas and Minutes.
*Joshua Jeffrey reported on the letter from DONE about June's Land Use Committee Agenda regarding the incorrect disclaimers, public input, translations services, etc. on the top of the agendas. He included the language that Kevin Davis placed at the bottom of the general board agenda, taken from the sample agenda on EmpowerLA. Kevin Davis recommended that we come up with a boiler plate of the language for all of the committees to use. Jaycynda Trifone-Woodruff wanted to clarify whether boiler plate include the section and formatting of the agendas, like Administrative tasks. Jaycynda Trifone-Woodruff also noted that it might be difficult to have all the committees comply with a single format. Joshua Jeffrey suggested that while might be important in the future so that all of our agendas look similar, the most important aspect to take care of at this time is the legal disclaimer. Joshua Jeffrey also suggested that Outreach handle the letterhead, and that Rules make a friendly recommendation to follow the general format, but not require anything yet. Jaycynda Trifone-Woodruff recommended that we keep the language at the top of the agenda since it was posted by DONE to ENS, and that it should remain at the top, since it is the most visible for people who might otherwise be unable to see it. Kevin Davis was concerned the disclaimer language is that it is too long, and that if it were at a normal font size, it would take up the entire page. Kevin Davis suggested that the language be shortened to say, for example, "please refer to this page on our website for more information" He also suggested that the committee needs more information before they can come up with a consensus.
*No action taken. Item TABLED, Kevin Davis will report back on what DONE requires for language at next meeting.**
14. **Presentation/Discussion/Possible Action** to have Rules and Elections Committee be a vessel for Candidate Forums for local elections.
*Kevin Davis reported that after seeing the SHPOA host their candidate forums for the state assembly and county supervisor race, he believed that the committee could continue with this idea, and be the vessel for Candidate forums for local elections. Jaycynda Trifone-Woodruff wanted to clarify what races were Kevin was suggesting. Kevin Davis recommended that since most of the races this year have already been decided, the committee might host another for the assembly, and maybe CD7, but closer to November at either the end of September or the beginning of October. He also suggested that the committee might have a host a debate for the individual ballot measures and invite speakers both for and against them so that the public might be more informed on the issues. Joshua Jeffrey and Jaycynda Trifone-Woodruff approved of the idea.
*No action taken. Item TABLED, Kevin Davis will present the idea before the board to gauge interest, and research what action we might take to continue the discussion at next meeting.**
15. **Presentation/Discussion/Possible Action** to develop training for the Board and Committees.
Joshua Jeffrey clarified that this action item refers to both the required training that was supposed to take place after the Board was seated in April, as well as an ongoing process to train board and Council

Committee members. He reported that the current attempts to reschedule the DONE training have been unfortunately met with conflicts between DONE and the Board. Kevin Davis suggested that unless anyone on the committee objects, Executive Board can host the trainings as many of the board are already present and Officers are required to attend. Joshua Jeffrey and Jaycynda Trifone-Woodruff agreed with Kevin Davis's proposal. Jaycynda Trifone-Woodruff asked what the committee might be envisioning for future training and wanted to know if it would be a continuous process. Joshua Jeffrey thought we would continue with an initial presentation after the elections, but have some type of material, videos, procedural manuals, or something else that we might be able to point Board members when there are questions regarding policies or how to do something. He said that it is currently difficult on new members coming in cold to the Board. Kevin Davis said that when the Neighborhood Council was started and he joined the board, new members were given a binder detailing general procedures. He had envisioned something similar, and would see if he could find it as an example of where to start. If not, he thought that the committee might ask DONE or the Neighborhood Council Congress what they might have. He also thought it might be beneficial to have the President of the NCC come give us a presentation on general procedures and rules of order. Kevin suggested that the committee might also have community interest groups come and give a general background on some of the special issues that exist in our area. For example, equestrians come give a presentation on their history with this area and the different issues that affect their community, or a Recreation and Parks Supervisor come and teach the Council how they can partner with neighborhood councils or other community groups for events.

No action taken. Item **TABLED**, and discussion to continue at next meeting.

16. **Presentation/Discussion/Possible Action** to develop procedural manuals for Board Officers and the Committees.

Laurie Thoms has not reported back to the committee on her findings. Joshua Jeffrey will get in contact with her to pass along Kevin Davis's recommendations to contact the Neighborhood Council Congress to see what material they might already have available.

17. **Presentation/Discussion/Possible Action** to recommend additions, modifications, or deletions to the FTDNC Bylaws.

- a) Review Article V(3) Official Actions regarding the nature of abstentions.

Joshua Jeffrey reported that other Neighborhood Councils had recently adopted the policy that abstentions were allowed. Jaycynda Trifone-Woodruff, Kevin Davis, and Joshua Jeffrey agreed that abstentions were an essential aspect of Board actions, and that the FTDNC should have a policy in place regarding them. Kevin Davis discussed that having abstentions act as either a "no" vote or a "non vote" will not allow a call for reconsideration under the current bylaws by those wishing to abstain. Jaycynda Trifone-Woodruff suggested that the nature of abstentions means that those using it might not necessarily be allowed to reconsider. Joshua Jeffrey read Sylmar's Bylaws regarding Official actions and recommended that the FTDNC Bylaws reflect a similar policy.

Motion (Jaycynda Trifone-Woodruff, Seconded by Kevin Davis): I move that we recommend amending Article V(3) Official Action of the FTDNC Bylaws, to reflect the language presented for abstentions, "A simple majority vote by the Board members present, not including abstentions, at which there is a quorum shall be sufficient for the Board to take action unless otherwise specified in these Bylaws. An abstention is not considered a vote and is therefore, not counted in determining the result." I further move that the language be presented for consideration before the Executive Board by the Chair: 3 Yes, 0 No, 0 Abstentions. Motion carries

- b) Review Article V(6) Vacancies regarding area considerations in filling Board vacancies.
Joshua Jeffrey brought up the need to discuss Area considerations when filling vacancies for the Board. Kevin Davis reminded the Committee that the previously submitted bylaws had made vacancies At-Large positions. Jaycynda Trifone-Woodruff suggested to the Committee that the current language is confusing since it interchanges permissive (“may”) and mandatory (“shall”) language. Kevin Davis discussed the need for flexibility when filling vacancies, citing situations in the past when Board members have died and were unable to give written resignations. Kevin Davis recommended that the language regarding 30 days notice prior to the next Executive board meeting be dropped, and that we stipulate a candidate application process in Standing Rules. Jaycynda Trifone-Woodruff suggested that vacancies be filled only by a vote with a supermajority in the positive.
- Motion (Jaycynda Trifone-Woodruff, Seconded by Kevin Davis): I move that the Chair draft the Committee's recommendation to be presented to the Executive Board that reflects amending the Bylaws Article V(6) Vacancies. 3 Yes, 0 No, 0 Abstentions. Motion carries**
- c) Review Article VI(1) Officers of the Board regarding the creation of a Parliamentary officer of the Board
Joshua Jeffrey reported on the previous Committee meetings discussion on the Parliamentary officer position. Kevin Davis, Jaycynda Trifone-Woodruff, and Joshua Jeffrey agreed that having seven executive officers might eliminate the possibility for ties on the Executive Board. Kevin Davis suggested that the Duties of the Parliamentary include monitoring the progression of the general board meeting and advising the President and speakers on time limits, and time remaining. Jaycynda Trifone-Woodruff suggested that the Parliamentary be empowered to use all legal means necessary to maintain order at meetings. Kevin Davis recommended the creation of an ex-officio officer, the Sergeant At Arms to act as the Parliamentary in all duties beside voting in cases of absence.
- Motion (Kevin Davis, Seconded by Jaycynda Trifone-Woodruff): I move that the Chair draft the Committee's recommendation to be presented to the Executive Board that reflects amending the Bylaws to include the addition of the Parliamentary Officer for the Board, and amending the standing rules to create the ex-officio position of Sergeant -At-Arms to carry on non-voting duties of the Parliamentary in times of absence. 3 Yes, 0 No, 0 Abstentions. Motion carries.**
- d) Review Article VI(2)(c) Duties of Vice President of Outreach and Communications regarding the language of the administration of FTDNC public communication networks, and management of website.
Joshua Jeffrey suggested that the current language of the bylaws regarding the management of the website is antiquated as Outreach is developing new methods of communications including social media. He said that there needs to be language that separates the daily management and the overall administration of all communication networks. Jaycynda Trifone-Woodruff recommended that access be limited to Board members. Kevin Davis noted that would exclude Committee Chairs since they are not necessarily on the Board, and suggested that administration continue be limited to executive officers, (President, VP Admin, and VP Outreach), and that access and moderation duties might be limited to only Committee officers and Board. Joshua Jeffrey recommended that those stipulations be specified in Standing Rules, but that the Bylaws need only be amended so that VP of Outreach has management authority of Communication networks.
- Motion (Jaycynda Trifone-Woodruff, Seconded by Kevin Davis): I move that the Chair draft the Committee's recommendation to be presented to the Executive Board that reflects amending the Bylaws Article VI(2)(c) Duties of Vice President of Outreach and Communications. 3 Yes, 0 No, 0 Abstentions. Motion carries**
- e) Review Article VIII(3) Notifications/Postings regarding a formal process for posting
Jaycynda Trifone-Woodruff suggested that we specify our posting locations. Kevin Davis brought up the community boards are in need of repair. Joshua Jeffrey recommended that we follow Department Guidelines, but specify the location at the meeting site and the office.

Motion (Kevin Davis, Seconded by Jaycynda Trifone-Woodruff): I move that the Chair draft the language of the Bylaws Article VIII(3) Notifications/Postings to include the phrase that posting locations will be stipulated in Standing Rules. I also move that the Standing Rules reflect that all agendas will be posted at the FTDNC office, and the location of the meeting, and further, that all language drafted by Chair be presented as our recommendation to the Executive Board for further consideration. 3 Yes, 0 No, 0 Abstentions. Motion carries.

- f) Review Article XIV(3) Self-Assessment regarding the language matching Department of Neighborhood Empowerment policy

Joshua Jeffrey suggested that any language governing annual self assessment follow the Department of Neighborhood Empowerment guidelines. Jaycynda Trifone-Woodruff recommended that the specific procedures be outlined in Standing Rules, to be discussed at a later date.

Motion (Jaycynda Trifone-Woodruff, Seconded by Joshua Jeffrey): I move that the Chair draft the language of Bylaws Article XIV(3) Self-Assessment that stipulates: all self assessment will be conducted with regards to all applicable, and our self assessment procedure Department of Neighborhood Empowerment policies, and will be stipulated in Standing Rules. I further move that all language will be presented by Chair to the Executive Board as our recommendation for further consideration. 3 Yes, 0 No, 0 Abstentions. Motion carries

18. **Presentation/Discussion/Possible Action** to recommend additions, modifications, and deletions to the FTDNC Standing Rules.

- a) Review formal organization and outline of Standing Rules

Joshua Jeffrey reported that the current Standing Rules are written as a brief, bulleted list., and recommend we have a formal structure for our Standing Rules.

Kevin Davis believes should follow the same article structure as our bylaws.

Motion (Jaycynda Trifone-Woodruff, Seconded by Kevin Davis): I move that Chair amend Standing Rules format to follow a similar article structure as the Bylaws, and present for approval at next Executive Board meeting. 3 Yes, 0 No, 0 Abstentions.

- b) Review General Committee Rules

- i. Review current structure and administration of committees, including: composition, (minimum, maximums, and Board representation); process of joining; creation of Vice Chair; delineation of Duties and Powers of Chairs; rules on attendance; process for resignation, and formal removal processes.

Item TABLED, and discussion to continue at next meeting.

- ii. Review policy regarding Committee Meeting's frequency, minutes, and document retention and availability.

Jaycynda Trifone-Woodruff suggested that committees should meet at least once a month, and that all committees should be required to keep minutes, especially since DONE is moving in that direction. Joshua Jeffrey recommended that they be allowed for a few instances a year that they might be able to skip, For instance if it falls around Federal holidays. Kevin Davis suggested twice per quarter, as that gives the chairs the ability to skip a few meetings per year in case of schedule conflicts, while keeping the frequency high enough, so that we are constantly meeting with the public throughout the year. Kevin Davis also recommended that all committees need to be keeping them, but the Board need to have an ability to enforce them. Kevin Davis suggested that require draft minutes to be submitted to the executive board prior to allowing committee recommendations on funding or action items at the General Board and that committees have 7 days to complete draft minutes. Jaycynda Trifone-Woodruff was concerned about committee meetings that happen too close to the General Board meeting and what happens in the event that to the Bylaw required committees like Budget and Finance or Outreach not create minutes. Kevin Davis recommended that it not apply in every case or be up to chairs discretion in those cases. We just don't want to have a situation where cotmmittees are not doing minutes.

Joshua Jeffrey brought up that the General Board relies on the integrity of the recommendations that we receive from chairs on action items, and that with this type of rule, our Board becomes more transparent and accountable to the public.

Motion (Jaycynda Trifone-Woodruff, Seconded by Joshua Jeffrey): I move that the Chair draft the language of Rules and Elections Committee's recommendation for standing rules that stipulates: Committee meetings will be held at least twice per quarter; all meetings will require minutes; draft minutes must be completed within 7 days after meeting in order to present action or funding items to the board, unless committee meeting is held within that window prior to General Board meeting, at which case it is the Chair's discretion to hear action items; Minutes must be signed by author, and chairs prior to final submission; and physical documents will be held at the office for a time no less than 5 years. I further move that the recommendation be presented by Chair to the Executive Boards for further consideration. 3 Yes, 0 No, 0 Abstentions. Motion carries

- iii. Review Board administration and grievance processes for committees
No action taken. Item TABLED, and discussion to continue at next meeting.
- iv. Review process for creation of Standing and Ad Hoc Committees
Item TABLED, and discussion to continue at next meeting.
- c) Standing Committees
 - i. Review existing formal Mission Statements for all current Standing Committees
No action taken. Item TABLED, and discussion to continue at next meeting.
 - ii. Review existing jurisdictional limitations
No action taken. Item TABLED, and discussion to continue at next meeting.

- 19. Items from the floor.
No new items from the floor.

Housekeeping (10 minutes)

- 20. **Presentation/Discussion/Possible Action** to amend and/or approve any outstanding Rules and Elections Committee Meeting Minutes
Motion (Jaycynda Trifone-Woodruff, Seconded by Kevin Davis): Motion to approve the May 23 Rules and Election Committee Minutes as presented to the committee. 3 Yes, 0 No, 0 Abstentions. Motion carries
- 21. Final Comments.
No comments from committee members.
- 22. Adjournment
Meeting adjourned at 9:12PM.