

# **BY-LAWS AND PROCEDURES OF THE WEST RANCH TOWN COUNCIL**

## **ARTICLE I: NAME**

The name of this organization shall be the **WEST RANCH TOWN COUNCIL**, hereafter called the "Council."

## **ARTICLE II: AUTHORITY**

The Council derives its authority from the "CHARTER FOR THE WEST RANCH TOWN COUNCIL," hereafter called the "Charter," which was unanimously approved by the WEST RANCH TOWN COUNCIL on September 2, 2015. The Charter takes precedence over these By-Laws and Procedures. The By-Laws and Procedures are subordinate to and shall not conflict with the Charter.

## **ARTICLE III: AREA OF REPRESENTATION – BOUNDARIES**

The Area of Representation and boundaries for the West Ranch Town Council are defined by the Charter for the West Ranch Town Council approved by the Council on September 2, 2015, and attached thereto as Exhibit "A," and includes, but is not limited to, the communities of Sunset Pointe, Southern Oaks, Stevenson Ranch, Westridge and Newhall Ranch.

## **ARTICLE IV: MEETINGS**

1. The Council shall meet at the Stevenson Ranch Library at 6:30 p.m. on the first Wednesday of each month. The Council shall meet 11 months per year, every month except July.

## **ARTICLE V: PURPOSE, DUTIES AND RESPONSIBILITIES**

The purpose of the West Ranch Town Council is set forth in the Charter for the West Ranch Town Council approved on September 2, 2015. In addition thereto, the West Ranch Town Council is not a law-making body and shall be and shall remain non-profit. The Council shall not borrow money nor incur significant indebtedness.

Further purposes of the council include, but are not limited to, the following:

1. To serve as a local forum to discuss community issues as an independent body formed by the local community governed by these Bylaws and Procedures as adopted by its members.
2. To provide for the expression and enhancement of the communities' values and lifestyles.
3. To present community concerns to appropriate local, county and state officials.
4. To review public and private proposals that may affect the community.
5. To assist, generate and support the local community in such activities that will benefit its residents.
6. To support and assist local, county and state governmental agencies and other volunteer organizations in the local community.

## **ARTICLE VI: STRUCTURE**

1. The Council shall consist of seven (7) members who reside in the area of representation of the West Ranch Town Council.
2. The By-Laws and Procedures shall set forth Procedures establishing membership on the West Ranch Town Council, as well as recall of members and filling vacancies.
3. Candidates for membership on the Council shall be eligible registered voters whose legal residence is within the area of representation of the Council. The By-Laws and Procedures shall set forth requirements and verification of eligibility of all candidates.
4. The first meeting of each newly appointed or elected Council member shall include swearing in by the appropriate representative of the County of Los Angeles.
5. All candidates for membership on the Council shall pay a reasonable membership fee as determined by the Council. Such fees shall be used to defray expenses of the Council.
6. The Council shall elect a President, Vice President, Secretary and Treasurer, as necessary, for one-year terms in January of each year.
7. The Council shall set and announce regular meetings.
8. A Quorum shall consist of a majority of the members then appointed to the Council.
9. The Council President may set and announce member's speaking time limits at the beginning of each meeting, including committee reports.
10. No member of the Council may speak for or execute any document or contract in the name of or on behalf of the Council unless specifically authorized by a majority vote of the members of the Council.
11. Council meetings shall be open to the public. An agenda shall be available at all meetings.
12. All Council meeting agendas shall include an open forum for public input.
13. Individuals and group representatives may request permission to address the Council.
14. Individuals and group representatives may request that the Council place specific issues on the agenda of any future meeting. The Council may not refuse any reasonable request.
15. All speakers may be limited to a specific length of time as announced by the President of the Council.

## **ARTICLE VII: DUTIES OF OFFICERS**

1. **President:** The President shall preside at each meeting of the Council. The President shall be responsible for preparing an agenda, distributing the agenda to other members at least one week in advance of the next meeting, presiding at all meetings, maintaining order and keeping the meeting on schedule according to the Rules of Order as defined in these By-Laws and Procedures.
2. **Vice President:** In the absence of the President, the Vice President shall preside and perform the duties of the President.

3. Secretary: The Secretary is the recording officer of the Council, the custodian of its records and shall promptly prepare all minutes for approval at least one week in advance of the next regular meeting. The Secretary shall be responsible for presenting approved minutes to the Webmaster of the Council's Official Website for prompt posting prior to the next regular meeting.
4. Treasurer: The Treasurer shall receive and hold funds, conduct necessary banking, maintain pertinent financial books and records and prepare checks in payment as required by the Council.
5. Appointed Positions, such as Committee Chairpersons: The Council shall establish positions as needed to further the goals of the Council delegating authority to the Chairpersons of appointed committees with which to conduct committee business.

#### **ARTICLE VIII: RULES OF ORDER**

The Council shall follow Roberts' Rules of Order (10th Edition or later), with the following clarifications:

1. The President of the Council is the Presiding Officer and will maintain order at all regular and special Council meetings.
2. The President may vote on all issues.
3. The President shall appoint and install all Committee Chairpersons as approved by a majority vote of the Council. Committee Chairpersons may be members of the Council.
4. The President shall be a member Ex-Officio of all committees, except the Election Committee, if any.
5. The President, or Vice President in the absence of the President, shall sign all legal documents as approved by a majority vote of the Council.
6. Voting: Each Council member shall have one (1) vote. Absentee or Proxy voting shall not be permitted, unless an exception is granted by a majority vote of the Council members. Such absentee or proxy authorization shall be in writing.
7. All expenses incurred, monies spent and checks written on behalf of the Council shall be approved by a majority vote of the Council ideally in advance of any such expenditure.
8. There shall be no separate Board of Directors, Executive Board or Executive Committee.
9. Special Council meetings may be called given at least 24 hours advance notice to the community regarding a limited agenda or specific issue.

#### **ARTICLE IX: APPOINTMENT OR ELECTION OF MEMBERS**

1. All Town Council members shall be seated by appointment or election, when elections are deemed viable by the Council.
2. Council elections may be established by revisions and/or amendments to these By-Laws and Procedures, when elections are deemed viable as determined by the Council. Elections shall follow the Election By-Laws and Procedures as revised and/or amended unless superseded by the Charter.

3. Current members of the Council shall have the authority to appoint new members from the community. To be eligible, a candidate for membership on the Council shall be a registered voter whose legal residence is within the area of representation of the Council. Eligibility requirements shall include verification with the County of Los Angeles Registrar of Voters for voter eligibility and production of documentation to satisfy legal residence, such as utility bills, California Driver's License, etc.

#### **ARTICLE X: VACANCIES**

1. Resignations: The resignation of a member of the Council shall become effective immediately upon receipt by the Council President of written notice thereof or as such time set forth in the letter of resignation.

2. Vacancies: In the event a member vacates or does not complete his or her term of office, then the Council shall fill the vacancy by one of the following procedures: (1) By appointment through majority vote of the remaining Council members of a candidate who is eligible for membership; or (2) According to Election By-Laws and Procedures, once such By-Laws and Procedures are drafted by the Council.

#### **ARTICLE XI: CODE OF CONDUCT, DISCIPLINE AND REMOVAL**

Council members shall make their best efforts to conduct themselves as follows:

1. Council members shall conduct themselves at all times with the utmost honesty, integrity and ethics.
2. Council members shall conduct themselves at all times in accordance with the requirements of the Charter and these By-Laws and Procedures.
3. Chronic absenteeism by a Council member shall be grounds for convening a disciplinary hearing.
4. Council members may be disciplined by the Council when they are found to be in violation of the Code of Conduct.
5. Council members may be alleged to have committed a violation of the Code of Conduct either by a signed written complaint by another Council member or at an open Council meeting by another Council member. Pursuant to motion, the Council President shall convene a disciplinary hearing to be conducted at the next regular scheduled open Council meeting. Evidence of allegation shall be heard at the open Council meeting with written decision made by a majority vote of the Council members. If after hearing all the evidence, the Council decides that the member so charged is not due any discipline, then none shall be taken. Discipline may consist of written censure of the member. Removal of the Council member is an extreme action and may only be made by unanimous vote of the other Council members. Should the accused member tender resignation, the entire matter shall end at that time.

#### **ARTICLE XII: COMMITTEES**

1. Committees, including an Election Committee when deemed appropriate, shall be created or dissolved by the Council as needed. Committee Chairpersons shall be appointed by the Council President with the approval of the majority of the Council. Committees shall conduct themselves in accordance with the Code of Conduct.

2. Only those who are eligible for membership on the Council may be eligible for membership on a committee.
3. Committees shall maintain summary minutes of all meetings and all committee recommendations to the Council shall be in writing filed with the Council Secretary.
4. Committees may be deliberative, investigative and/or empowered to take action pursuant to authority granted by a majority vote of the Council.
5. Committees formed by other organizations may request inclusion in a Council committee. Such inclusion shall be pursuant to a majority vote of the Council members and shall not exceed 90 days in length, except as extended by a majority vote of the Council. Under no conditions shall such time be extended indefinitely.

### **ARTICLE XIII: FINANCES**

1. The Council shall not borrow money nor incur significant indebtedness.
2. The Town Council shall maintain the cost of its website by charging a yearly membership fee not to exceed \$200.00 per member.
3. Members may be reimbursed for any out-of-pocket expenses related to Council business at their request.

### **ARTICLE XIV: RECORDS**

1. Maintenance of Records:
  1. The Council shall maintain adequate and correct books and records of all accounts, if any; and
  2. The Council shall maintain in written form the minutes of all proceedings of the Council and committees of the Council, unless the minutes are uploaded to the Council website.
2. The Secretary is the Recording Officer of the Council and Custodian of its records.

### **ARTICLE XV: AMENDMENTS AND REVISIONS TO THE BY-LAWS AND PROCEDURES**

1. A revision or amendment to these By-Laws and Procedures may be proposed by any member of the Council subject to a majority vote of the members. Any proposed amendment or revision shall be in writing and presented to the Council at least 30 days in advance of any meeting upon which the amendment or revision shall be considered and voted upon. Adoption of the amendment or revision shall be by majority vote of the Council. A 30-day public comment period shall occur in advance of any such vote.

### **ARTICLE XVI: REFERENDUMS**

1. A referendum petition may be submitted by any individual or group which shall include the signatures of at least 25 percent (25%) of the eligible registered voters within the area of representation of the Council.

2. Acceptable referendum issues include, but are not limited to, the following: (1) Unpopular decisions made by the Council; (2) Issues that the Council has refused to consider; (3) Recall of Council members pursuant to procedures to be drafted when the issue arises; (4) Amendments to the Charter of the Council; and (5) "Irregularities" of the Council as perceived by the community.

3. An appointed Referendum Committee shall verify all signatures on all referendum petitions and shall declare to the Council whether or not such petition is valid. The Council must then schedule a formal public hearing on any validated referendum petition followed by a formal vote of the Council to reject the referendum petition, accept its recommendations or schedule a majority vote by eligible registered voters within the area of representation of the Council.

**ARTICLE XVII: DISSOLUTION OF COUNCIL**

1. The Dissolution of the Council may be proposed by the Council, or any member thereof, subject to a unanimous vote of the Council.

**ARTICLE XVIII: NOTICES**

1. All notices shall be in writing to the Council delivered at a regularly scheduled meeting or mailed to the following address: 25876 The Old Road, #213  
Stevenson Ranch, CA 91381

**ARTICLE XIX: ADOPTION**

1. These By-Laws and Procedures were adopted unanimously by the West Ranch Town Council on October 5, 2016.

Dave Bossert, President

Don Fleming, Vice President

Trevor Pooley, Secretary

Jim Lynn, Member-at-Large

Rick Ryan, Chairperson of the Charter, By-Laws and Procedures Committee, Member-at-Large