

Greater Wilshire Neighborhood Council



Greater Wilshire Neighborhood Council General Meeting

November 9, 2005

Approved by the Board,
as corrected, on 1/11/06

FINAL MINUTES

A duly noticed meeting of the Board of Directors of the Greater Wilshire Neighborhood Council (“GWNC”) was held on Wednesday, November 9, 2005, at The Ebell of Los Angeles, 4400 Wilshire Boulevard. Charles Dougherty, President of the Council, called the meeting to order at 7:10 p.m.

The Secretary called the roll, and Board of Directors members in attendance were: Yigal Arens, Carolyn D. Bennett, Chickie Byrne, Arnold Castaneda, Moon Chung, Cindy Chvatal, Charles Dougherty, Larry Eisenberg, Roy Forbes, Elizabeth Fuller, Tom Gibbons, Jane Gilman, Rudolph Gintel, Margaret Hudson, Lisa Hutchins, Arlin Low, Norman Murdoch, Susan O’Connell, Van Dyke Parks, Thomas Roe, Michael Rosenberg, Ruth Silveira, Jolene Snett, Jane Usher, Robert Wishart, James Wolf, John A. Woodward III, and Gary Zeiss. The following absent Directors were represented by their Alternates (noted in parentheses): Shemaya Mandelbaum (Richard Battaglia) and Baruch Twersky (John Gresham). The following Director was absent and was not represented by an Alternate: Mary Rajswing. (Note: Mr. Mandelbaum arrived later and took his seat.)

The Secretary stated that 30 of the 31 Directors were represented in person or by an Alternate and that a quorum was present.

The Minutes of the Council’s Special Meeting of November 2, 2005, were read by the Secretary and approved by the Board with corrections.

Treasurer Susan O’Connell reported that the budget approved by the Board at the previous meeting had also been approved by the City and that the Council’s debit card had been received.

President’s Appointment of *Ad hoc* Committee Chairs

President Dougherty stated that he felt the best way to accomplish the work of the Council, since it has no staff and all that needs to be done cannot be done by him and the officers alone, is to recruit other Board members to help. He said he did this at the initial Board meeting on September 14th, when he appointed several *ad hoc* committee chairs. Mr. Dougherty said he was very pleased with the work they had done and, on behalf of

Greater Wilshire Neighborhood Council
Board of Directors MINUTES
of the Meeting of November 9, 2005
Page 2

the Board, thanked the following for their efforts so far: Roy Forbes, Liz Fuller and Gary Zeiss, Arlin Low, and Jane Usher.

President Dougherty said he wanted to reiterate some of the appointments he had made previously and make a few more, so the *ad hoc* committees and committee chairs at this time would be:

Initial Organization (office space, mailing address, mail box, web site, etc.) – the Board officers, with Mr. Dougherty as chair.

Bylaws and Board Rules – Jane Usher.

Issues Survey (survey of pressing issues within the Council area) – Jim Wolf.

Liaison Assignments (liaisons to other organizations) – Roy Forbes, in consultation with John Gresham.

Project Survey (survey of potential projects for the Board to undertake within the Council area) – Margy Hudson.

Contact person for City Controller's office – Vice President Cindy Chvatal.

Mr. Zeiss raised a point of order about the *ad hoc* committee chairs appointed by Mr. Dougherty at the initial, September 14, 2005, General Meeting. Mr. Zeiss questioned the ability to have such committees, given the restrictions of the State of California's Ralph M. Brown Act. Mr. Rosenberg, referring to provisions of the present Bylaws, questioned the authority of the President to appoint committees and stated that he also believes that the Brown Act requires committee meetings, as well as Board meetings, to be open to the public.

Mr. Dougherty asked Ms. Usher to explain the significant research that had been undertaken about whether neighborhood councils could conduct business through *ad hoc* (as opposed to "standing") committees, as had been conducted by her committee, Mr. Forbes' committee, the Zeiss and Fuller committee, and Ms. Low's committee. Ms. Usher explained that *ad hoc* committees of fewer than a voting majority of elected Directors were exempt from the agenda and public meeting requirements of the Brown Act. She discussed the rationale for this and also the rationale behind the ongoing efforts of Assemblyman Mark Ridley-Thomas to exempt neighborhood councils from the Brown Act in greater measure. She explained that *ad hoc* committees have become a part of functioning neighborhood councils throughout Los Angeles. She also reported that advice had just been received in an e-mail from DONE that, in response to a question raised at the GWNC Special Meeting last week, the City Attorney had confirmed that elected Alternates also could serve on *ad hoc* committees. Ms. Usher noted, as an aside, that the report and recommendation of her own committee on the Bylaws had been publicly

distributed last week, including, she believed, on the GWNC web site, and that no official action could or would be taken until after discussion of the issues by the full Board, if it were the pleasure of the Board to take any action at all, at a public meeting.

There was additional discussion of the *ad hoc* committees, and upon motion made by Mr. Murdoch and seconded by Ms. Chvatal, the President's actions in appointing *ad hoc* committees and chairs, and the specific appointments he had made, were approved by the Board.

Report on Bylaws and Action on Amendments

Jane Usher, appointed at the September 14, 2005, General Meeting by President Dougherty as chair of an *ad hoc* committee on Bylaws and confirmed in that appointment by the Board, presented her committee's Report and Recommendations, which previously had been distributed to Board members and others in attendance at the November 2, 2005, Special Meeting and by various other distribution methods, including, she believed, public posting on the Council's web site. A copy of that Report is attached to these Minutes. Ms. Usher noted that other Directors who had participated in her committee's rigorous review of the Council's Bylaws were: Yigal Arens, Cindy Chvatal, Roy Forbes, Jolene Snett, and Baruch Twersky.

Ms. Usher proposed that the details of the written report be presented orally for the Board and Stakeholders in attendance, including majority and minority views included in the Report; followed by Public Comments on the full report; followed by Board discussion of each of the five recommendations in the Report. It was agreed that, after such discussion, the Board members would vote on each recommendation, "thumbs up or thumbs down," to give the *ad hoc* committee direction for incorporating specific language into draft Bylaws to be circulated to the Board and the public prior to the next Board meeting in January.

Ms. Snett presented Recommendation 1, concerning Bylaws "Clean Up," noting there was only a majority report recommendation in favor of these largely non-substantive revisions designed to clarify, eliminate redundancies, and to improve the logical flow of the Bylaws. Mr. Arens then presented Recommendation 2, Meeting Frequency and Terms of Office, discussing both the majority and minority recommendations. The majority recommendation proposed changing Board terms from one to two years, but continuing with bimonthly meetings and an Annual Meeting every March. Ms. Usher then presented Recommendation 3 concerning Board Size and Composition, explaining the majority and minority views. The majority recommendation proposed to reduce the Board from 31 to a more manageable and responsive 21 members, with 15 geographic seats and 6 special interest seats as further described in the accompanying report. Recommendation 4, Elections and Voting Privileges, was presented by Roy Forbes, who explained the majority and minority views on that item. The majority recommendation offered a 1+1 voting system, with a maximum of 2 votes

by any one person in any election. Ms. Chvatal presented the majority and minority views on Recommendation 5, Stakeholder Definition, indicating that the majority favored retaining the broad Stakeholder definition in view of the other changes limiting the practice of multiple voting. At the conclusion of the presentations, Ms. Usher reminded the Board that the various provisions of the Bylaws are interrelated and that the committee members had sought to make certain that the recommendations took that into account. The five majority report recommendations do that, she believes.

President Dougherty called for public comment on the Bylaws matter, and several Stakeholders spoke. Thereafter, the Board undertook thorough discussion of each of the five recommendations. At the conclusion of the lengthy discussion, the Board considered each of the five recommendations. Thy majority reports for Recommendations 1, 2, 4, and 5 were adopted by voice vote. The majority report for Recommendation 3 was adopted, 21-to-8, with one abstention, by a show of hands. Mr. Zeiss requested a roll call vote, and the tally was:

The 21 Directors voting in favor of the majority report for Recommendation 3 were: Carolyn D. Bennett, Arnold Castaneda, Moon Chung, Cindy Chvatal, Charles Dougherty, Roy Forbes, Elizabeth Fuller, Tom Gibbons, Rudolph Gintel, John Gresham (Alternate), Margaret Hudson, Lisa Hutchins, Arlin Low, Norman Murdoch, Susan O'Connell, Van Dyke Parks, Thomas Roe, Jane Usher, Robert Wishart, James Wolf, and John A. Woodward III.

The 8 Directors voting in opposition to the majority report for Recommendation 3 were: Chickie Byrne, Larry Eisenberg, Jane Gilman, Shemaya Mandelbaum, Michael Rosenberg, Ruth Silveira, Jolene Snett, and Gary Zeiss.

The 1 abstention was: Yigal Arens.

Report on Liaison Roles and Assignments

Roy Forbes, appointed at the September 14, 2005, General Meeting by President Dougherty as chair of an *ad hoc* committee to learn about requests from City departments and others for liaison relationships with our Council, reviewed what he had learned to date. He said that John Gresham had forwarded a large amount of information on this subject received by John in prior years. Mr. Forbes read a list of requested liaisons and indicated that he would be working to fill those posts. He asked interested Board members to speak with him regarding their willingness to serve in any such capacity.

Report on NC Creation of City Council Files and Possible Action

Arlin Low, appointed at the September 14, 2005, General Meeting by President Dougherty to review a proposal from the Silver Lake Neighborhood Council, reported on what she had learned to date. She referred to the Silver Lake letter on the subject, copies

of which were made available. Board members were asked to contact Ms. Low with any comments or recommendations they may have on this issue. President Dougherty designated Arlin Low and Lisa Hutchins to establish the appropriate City account for submitting Community Impact Statements via the Internet

Report on Web Site

At the September 14, 2005, General Meeting, President Dougherty appointed Gary Zeiss and Elizabeth Fuller to act as an *ad hoc* committee to establish a functional web site for the Council. Mr. Zeiss reported for the committee that the "Forums" section of the web site, www.greaterwilshire.org, has received public comments which he will bring up later in the meeting as new business. After discussion, there was a consensus that Mr. Zeiss should seek to obtain all similar web addresses for Council use, and President Dougherty requested that he do so. Mr. Rosenberg was asked to transfer to the Council the Greater Wilshire domain names he has registered, such as gwnc.org. Mr. Dougherty thanked Mr. Zeiss and Ms. Fuller for setting up the new GWNC web site.

Board Member Comments / New Business

Mr. Mandelbaum suggested that the Council should be concerned about the lack of trash collection at various Beverly Boulevard and other street-side public trash containers and suggested that the appropriate City agencies should be contacted on behalf of the Council. There was discussion and agreement, and President Dougherty asked Mr. Mandelbaum to contact City representatives to express the Greater Wilshire Neighborhood Council's concerns.

Mr. Zeiss reported that Rita Flora, a combination flower shop / take-out and eat-in restaurant at the northeast corner of Sixth Street and La Brea Avenue, abutting single-family homes, is seeking an on- and off-sale liquor license. That restaurant location borders the adjacent Mid-City West Neighborhood Council. Mr. Zeiss suggested that the GWNC work with adjacent neighborhood councils on issues such as this, as well as the possible high-rise and high-density development project proposed at the southeast corner of Wilshire Boulevard and LaBrea Avenue, other development proposals, scavengers stealing from the City's blue recycling bins within the Council area, the Red Line subway extension, and various other community concerns that now are appearing on the "Forum" part of the new GWNC web site.

Upon a motion made by Mr. Eisenberg, the Board directed the *ad hoc* committee reviewing the Bylaws to consider whether, to accommodate as many community voters as possible, the GWNC's Elections Procedures should provide for the hours of the Annual Meeting to be extended because that is when the election of Board members takes place.

Public Comments

Mr. John Welborne thanked all the elected Directors and Alternates for their hard work and thorough discussion of issues. He noted, however, that there had been a relatively short Agenda. The meeting had started at 7 p.m., with most attendees arriving before then, and it now was nearly 10:00 p.m. He noted that members of the public, as well as a few Board members, had drifted away in the last forty minutes, and he suggested that the Board members be watchful of the clock in the future.

Announcements

The next regular bi-monthly meeting of the Board is on January 11, 2006.

Adjournment

The meeting was adjourned at 10:05 p.m.

Respectfully submitted,

Jane Gilman
Secretary