

DLANC Bylaws Amendment Worksheet

This worksheet is designed to facilitate the amendment process for the Downtown Los Angeles Neighborhood Council (DLANC) Bylaws. Please complete all relevant fields for each proposed amendment.

Field	Description
Article/Section/Title/Paragraph	Article V / Section 1 / Alternate Board Directors / Page 8
Name of Committee Member(s)	Jens Midthun (Reeyan)
Issue	<p>There have been past instances in which board members have relied extensively on alternates to address absences and, as a result, have exceeded the limits set forth in the absence policy without penalty under the current rule. The spirit of the existing bylaws is to establish a mechanism that enhances representation while allowing flexibility for board members to be excused under extenuating circumstances, ensuring their respective seats remain represented without penalty in accordance with the absence rules.</p> <p>However, in practice, some directors—due to a variety of reasons—have relied solely on alternates and, at times, have forgone attendance at board meetings for extended periods. The proposed provisions strike a balance between preserving the intent of alternates and providing reasonable flexibility, while also ensuring board member accountability to actively participate in and attend DLANC meetings. These provisions reinforce each member’s commitment to the organization by preventing the delegation of that responsibility entirely to alternates, while still preserving appropriate flexibility when warranted.</p>

Current Language

Each Director shall have the ability to appoint their alternate with approval by the Board. The Alternate will have voting authority when the Director is absent from board. It is the responsibility of each Director to inform his or her Alternate in advance if the Alternate needs to attend any meeting. Alternates are required to meet eligibility requirements for that Director's seat. Upon the resignation of a Director, their seat shall be deemed vacant and their Alternate's status shall be invalidated

Proposed Language

Each Director shall have the ability to appoint their alternate with approval by the Board. The Alternate will have voting authority when the Director is absent from board. It is the responsibility of each Director to inform his or her Alternate in advance if the Alternate needs to attend any meeting. Alternates are required to meet eligibility requirements for that Director's seat. Upon the resignation of a Director, their seat shall be deemed vacant and their Alternate's status shall be invalidated. Alternates may only be used by a Director for a maximum of three (3) meetings in a 12-month period.

Justification

The proposed provision is necessary to address instances in which board members have relied excessively on alternates to fulfill their duties, resulting in extended absences that effectively circumvent existing absence policies. While the current bylaws appropriately allow for alternates to ensure representation and flexibility under extenuating circumstances, their intent is not to replace sustained participation by elected board members.

This request seeks to reaffirm the responsibility of board members to actively participate in and attend DLANC meetings, ensuring accountability to the stakeholders they represent. The proposed provision preserves the appropriate use of alternates while preventing the delegation of a board member's ongoing commitment to alternates. In doing so, it strengthens governance, maintains continuity, and reinforces each member's obligation to the organization without eliminating necessary flexibility.

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Has DONE approved similar language for other NCs?	N/A
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1st Draft to DONE	N/A
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DONE Comments	N/A
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1st Draft to Board	N/A
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Board Comments	N/A
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Final Draft to Board	N/A
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Board Approval	N/A
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DONE Approval	N/A
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GENERAL COMMITTEE COMMENTS:

Chair's Signature: _____

Date: _____