

**DOWNTOWN LOS ANGELES NEIGHBORHOOD COUNCIL
RULES AND SELECTIONS COMMITTEE
REGULAR MEETING **DRAFT** MINUTES**

Thursday, February 12, 2026 at 4:30 p.m.

1. Call to Order / Roll Call (Notetaker: Lori)

Teresa Y Hillery called the meeting to order at 4:32pm.

Teresa Y. Hillery (Chair) present

Paul Gamberg present

Lori Aliksanian present

Jens Midthun (Ex-Officio) present at 4:40pm

Dennis Fried present

2. General Public Comment: NONE

Comments from the public on agenda items will be heard only when the respective item is

being considered. Comments from the public on other matters not appearing on the agenda

that are within the Board's jurisdiction will be heard during the General Public Comment period. **Please note that under the Brown Act, the Board is prevented from acting on a**

matter that you bring to its attention during the General Public Comment period; however, the issue raised by a member of the public may become the subject of a future Board meeting. Public comments are limited to two minutes per speaker with a total time of ten minutes. (The chair, depending on the number of speakers and time considerations, may change these parameters.) (20 min. cap).

3. Chair's Welcome / Remarks

4. Approval of Minutes (all items subject to discussion and possible action)

1. 2. Approval of [DRAFT January 12, 2026 Regular Meeting Minutes](#)

Paul Gamerg made a motion to approve. Dennis Fried seconded. Approved unanimously.

Approval of [DRAFT January 30, 2026 Regular Meeting Minutes](#)

Paul Gamerg made a motion to approve. Dennis Fried seconded. Approved unanimously.

5. Old Business (all items subject to discussion and possible action)

1. 2. 3. 4. 5. 6. Discussion and possible action on Article XII / A., B., C. / Amendments / Pages 21-22

([Reconsideration of Dennis' Worksheet](#)) and ([Jens' Worksheet](#))

Teresa presented Dennis's proposed language outlining a clear process where any director can propose an amendment requiring a two-thirds majority, and ensure that no amendment alters a board member's eligibility until the remainder of their current term has concluded.

Jens agreed to withdraw their proposed language for the amendment process, confirming they would proceed with the language that was already approved.

Discussion and possible action on [Article IX / Section E/ Page 20](#)

Jens worked with Reeyan on the language for the quarterly audit and explained that the quarterly audit process was an old requirement that is no longer necessary and has not been done for at least 2 decades. Discussion and clarification on the quarterly audit process versus current treasurer duties and monthly MERS reports to the city were had.

Paul moved to approve the removal of the language. Dennis seconded.

Yes 5

Abstain 0

No 0

Discussion and possible action on [Article V / Section 1 / Alternate Board Directors / Page 8](#)

Jens Midthun discussed proposals regarding the use of alternates when board members are absent, describing past situations where elected officials never attended meetings, instead relying solely on their alternates. The proposed limit was three times in a 12-month period, intended to prevent elected directors from never attending meetings while having an alternate perpetually serve for them.

Teresa moved to approve the proposed language. Jens seconded the motion.

Yes 4

Abstain 0

No 1

Discussion and possible action on [Article V / Section 6 / Vacancies / Subsections/ A/G /](#)

Pages 9-10

Jens explained new language that was intended to clarify the 60-day limit in relation to board meetings, proposing "60 days or two board meetings, whichever is longer," to account for scheduling variability. The committee agreed to remove the 60-day rule and the "whichever is longer" clause, resulting in new proposed language: "Vacant board seat shall at the next and shall only be filled at a subsequent regularly scheduled board meeting".

Dennis moved to approve the removal of the language. Paul seconded.

Yes 5

Abstain 0

No 0

Discussion and possible action on [Article V / Section 1 / Subsections G-I / Pages 8-9](#)

The committee agreed that there was no need for change to section I. The proposed new language including a change from board member to "director" along entire bylaws was agreed upon for document consistency.

Dennis makes the motion to approve. Lori seconds.

Yes 5

Abstain 0

No 0

Discussion and possible action on [Article 10, Section 4, Title: Method of Verifying Stakeholder Status, Page 20](#)

The committee discussed potential for voter fraud/perjury vs making it easier for stakeholders to participate in elections as stakeholders have advocated for. Paul and Teresa clarified that, according to the city clerk, the vote would only be counted based on the voter's specific address, regardless of what they self-asserted, and Teresa Y Hillery added that self-affirmation simply removes the requirement to provide documentation to prove the address since the address determines the correct ballot.

No need to vote as it has been already voted and approved 1/12/26.

6. New Business (all items subject to discussion and possible action)

1. Discussion and possible action on [Article 10 Elections Section 2 Governing Board Structure and Voting and Attachment B: Pages 19-20 and 25-27](#)

2. Discussion and possible action on [Article 10 Elections Section 6 Other Election Related Language](#)

The proposed change was adding one elected fashion district business representative to attachment B. The committee had already approved this on January 12, 2026. Teresa raised concerns about the lack of support for increasing from 24 to 25 seats and requested data to justify adding another business seat to the fashion district. Paul shared data indicating that the fashion district has 15,000 to 20,000 workers and over 4,000 businesses, a high number of businesses that Dennis pointed out is almost as many as the entire rest of the city. Jens cited historical difficulty in filling existing Fashion District seats and noted the general increase in resident seats versus business seats, arguing against adding a new business seat.

Paul moved to approve the motion as already written. Dennis seconded.

Yes 4

Abstain 1

No 0

Committee began discussion about Article V, Section 2, Quorum

Jens raised a concern about a fixed 3 person quorum as it is too small to represent the stakeholders, especially in larger committees.

Teresa raised the idea of making committee membership mandatory for all board members, similar to the city council. Jens advised against making it mandatory, stating it would require additional efforts such as tracking committee attendance and implementing penalties. After discussion, the committee withdrew the motion to change the quorum to 3 members. The decision was made to keep the current quorum requirements for the board, which remained at 13 directors, resulting in no change to the current bylaws concerning quorum.

7. General Public Comment: [None](#)