

OFFICERS

Alan Kumamoto, President
Dafne Gokcen, 1st Vice President
Matthew Glaser, 2nd Vice President
Laura Velkei, 3rd Vice President
Yuval Bar-Zemer, 4th Vice President
Lydia Moreno, Treasurer
Phyllis Ling, Secretary



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Historic Cultural Neighborhood Council



SPECIAL BOARD MEETING MINUTES

Monday, July 2, 2018
6:30 p.m.

LOCATION: St. Francis Xavier Church
222 S Hewitt St, Los Angeles, CA 90012

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 within the Board's jurisdiction will be heard during the Public Comment period. Public comment is limited to 2 minutes per speaker, unless waived by the presiding officer of the Board. Members of the public who wish to speak are requested to fill out a Speaker's Card and submit it to the Secretary. The Agenda is posted for public review at Koban 307 E 1st Street, LA 90012. As a covered entity under Title II of the Americans with Disabilities Act, the City of Los Angeles does not discriminate on the basis of disability and upon request, will provide reasonable accommodation to ensure equal access to its programs, services, and activities. Sign language interpreters, listening devices, or other auxiliary aids and/or services may be provided upon request. To ensure availability of services, please make your request at least 3 business days (72 hours) in advance of the meeting you wish to attend by contacting hcnccla@gmail.com or by calling (323) 849-0012. All items on the agenda are subject to possible discussion, action, and CIS.

1 — Call to Order & Roll Call (6:39 p.m.)

President Alan Kumamoto called the meeting to order at 6:39 p.m. 20 board members were present.

Present (20): Alan Kumamoto, Alexandra Leekley, Alexandria Owens, Angelica Moyes, Brett Louie, Danny M. Young, Dori Keller, Genevieve Liang, George Campos, Greg Kimura, Laura Velkei, Lydia Moreno, Lynn Nakamura, Marc Rose, Michael Maier, Norma Garcia, Phyllis Ling, Valerie Garcia-Hanley, Vivian Um, Yuval Bar-Zemer.

Late Arrivals (1): Xiayi "Shirley" Zhang (7:07 p.m.).

Absent (12): Al Soo-Hoo, Don Toy, Dafne Gokcen, Iciar Rivera, June Aochi-Berk, Ly Chou Tran, Matthew Glaser, Mei Lau, Ne Hung Hom, Ron Fong, Steve Nagano, Tuong Hoang.

Guests: Paul Hanley.

2 — Public Comment & Government Agency Reports (Sign-Up Sheet – 1 1/2-Minute Limit) (6:40 p.m.)

Public Comment

None

2.1 CD 1 Updates/announcements

None

2.2 CD 14 Updates/announcements

None

2.3 Other public official updates/announcements

None

2.4 DONE Updates - Mary Kim

President Kumamoto reported that Mary Kim would not be in attendance, but that he had a long conversation with her prior to this meeting.

4 — President's Report – Alan Kumamoto (Discussion and Vote) (6:40 p.m.)

President Kumamoto reported on his conversation with Mary Kim:

- The entire board is still the legal governing body of the HCNC until the certification of new bylaws by the BONC at a meeting in mid to late August.
- DONE is still trying to clarify what will happen in the 2019 elections to the board seats in Little Tokyo and Arts District that are up for election during that cycle.
- According to DONE, the deadline for HCNC to submit revised bylaws to DONE is 30 days following the announcement of official election results (June 14), which is July 14. However, because July 14 is a Saturday, the deadline has been extended to Monday, July 16.
- Because the board has not passed a budget for this new fiscal year, HCNC is operating on limited administrative funds, which he believes will be approximately \$200-\$300 per month.
- According to the subdivision ordinance, the bylaws should be amended for boundaries and board representation, i.e., number of seats.
- President Kumamoto reported that he was informed late last night that the notice for this meeting was not physically posted by the 24 hour deadline for a special meeting. He explained that Koban is closed on Sunday. Due to concerns about this meeting not being properly noticed according to the Brown Act, it was Mary Kim's advice that the meeting could be informational, but that the board may want to hold off on discussion and vote because any board action could be contested later and voided due to a complaint that the meeting was not legally noticed. One of the recommendations was that the board could still hold its regular July meeting, so that there could be the required 1 week notice for bylaws amendments.

Xiayi "Shirley" Zhang arrived. 21 board members were present.

Laura Velkei commented that the advice from Mary Kim, that this meeting be for informational purposes only, was not binding, and that the City Attorney needs to be consulted. She stated that all of the changes made to the bylaws were to the boundaries and board structure, per the subdivision ordinance. She added that the meeting was publicly noticed several times, including on the website, calendar, and Facebook, and that the board is not required to mail anything. She also stated that the Secretary, Phyllis Ling, was responsible for physically posting the meeting notice at Koban, and has not taken responsibility for not doing that. Phyllis Ling clarified that it has never been her responsibility to post the meeting notices at Koban, that she has volunteered to do it in the past, and that she also didn't post the meeting notice for last month's regular meeting.

Valerie Garcia-Hanley stated that she felt that this should be an informational meeting only, and that the board needs more time to do its due diligence to review the bylaws because it seems that there are two

sets of bylaws revisions that have been produced. She also noted that the board members from the Chinatown caucus who do not use email were also not delivered notice of this meeting. She added that she received a copy of an email in which Laura Velkei stated that they wanted to make sure that the board could make quorum while excluding the Chinatown caucus members. She stated that this was a serious and challengeable violation that should concern all board members, especially those who really want to pass the bylaws revisions.

President Kumamoto ruled as the Chair that the entire board is the decision-making body of this neighborhood council, and that Chinatown caucus members need to be included.

Several members asked why this vote on bylaws amendments was being rushed when at the previous board meeting, it was decided that there would be a July 10th regular meeting to vote on bylaws amendments, and there was communication from DONE that the deadline for revised bylaws was July 16. George Campos stated that he spoke to DONE staff regarding the July 16 deadline, urged the board to follow rules and regulations, and supported making this meeting an informational session. Lynn Nakamura read from an email that was sent by Mary Kim, and copied to Mike Fong, that confirmed the July 16 deadline.

Several board members commented that they wanted to move forward with a vote on the bylaws because the subdivision ordinance states that the bylaws need to be sent to DONE within 30 days of the election, which most people would interpret as the date that the election took place, not the date when the official election results were announced or certified. Without clear legal language in the subdivision ordinance or from the City suggesting a different deadline, they did not want to take a chance that HCNC would miss the deadline to submit its own bylaws, which would give control of the future HCNC bylaws to DONE staff. They suggested that since there is a quorum, and Mary Kim's recommendation appeared to not be a clear black-or-white situation, they should vote, and any questions regarding the legitimacy of the meeting could be addressed later if anyone decides to challenge the board's actions.

Laura Velkei, Lydia Moreno, and Yuval Bar-Zemer stated that board members who were in favor of the subdivision should recuse themselves from voting on the HCNC bylaws due to conflicts of interest. They also questioned why these members had any interest in voting on these bylaws, asked why they cared and why it concerned them, and stated several times that these members have nothing to do with the HCNC bylaws and are not affected by these bylaws.

Valerie Garcia-Hanley answered that the people who wrote this bylaw revision made it their concern by drawing communities into the HCNC boundaries that are part of the new subdivision. She also considered it her concern as a board member of HCNC.

Phyllis Ling commented that bylaws amendments are not supposed to be considered at a special meeting according to HCNC bylaws, and the public has not received adequate notice of the bylaws revision. President Kumamoto explained the difference between a special meeting and regular meeting, and that both are valid meetings of the board. In the past, bylaws have been discussed at a special meeting. Valerie Garcia-Hanley clarified that in the past, even if the bylaws were discussed at a special meeting, they were distributed at least 1 week in advance to all board members.

There was discussion about what happened with the motion that was passed at the June board meeting for the Little Tokyo and Arts District caucuses to meet, and for the board to rescind its cancelation of the July regular meeting, so that it could vote on the bylaws developed by the two caucuses. The Little Tokyo and Arts District caucuses did not meet, and there was strong disagreement as to why the two caucuses did not meet. The bylaws revision that was sent with the meeting announcement on July 1 was developed by the Arts District caucus, and sent to the Little Tokyo caucus approximately two weeks ago. The Little Tokyo caucus emailed their bylaws revision to board members for consideration less than 24 hours before this special meeting. This revision was not included in the email announcement for the meeting.

Following a lengthy and spirited discussion, the board took an informal vote to decide if it wanted to proceed with a discussion and vote on the proposed bylaws revision submitted by the Arts District caucus. There were 13 members in favor of proceeding with a discussion and vote on the bylaws revision, and 7 members opposed, with the President abstaining from the vote.

President Kumamoto asked board members if they have renewed their Ethics Training. All board members who were in attendance confirmed their Ethics Certification except for Xiayi “Shirley” Zhang, who confirmed that her Ethics Training was expired.

President Kumamoto announced that they would take up Item 7.1 on the agenda.

7 — New Business (7:25 p.m.)

7.1 HCNC New Bylaws based Mandatory subdivision requirement to produce new bylaws within 30 days of election (Discussion & Vote)

Valerie Garcia-Hanley, Norma Garcia, and Greg Kimura left the meeting at 7:25 p.m. 18 board members were present.

President Kumamoto noted that the bylaws being considered were the bylaws that had been reviewed by the Bylaws Committee and sent with the special meeting announcement.

Phyllis Ling asked if the Bylaws Committee met. Genevieve Liang asked who was on the Bylaws Committee. Laura Velkei stated that the committee members were she, Lydia Moreno, Yuval Bar-Zemer, and Angelica Moyes. Angelica Moyes noted that she had not been invited to a Bylaws Committee meeting. Laura Velkei clarified that the Bylaws Committee didn't meet to discuss these bylaws, and it was an Arts District caucus meeting.

Angelica Moyes and Phyllis Ling left the meeting. 16 board members were present.

At 7:27 p.m., President Kumamoto announced that quorum was lost.

The remaining board members continued in a discussion without quorum.

9 — Adjournment

In compliance with Government Code section 54957.5, non-exempt writings that are distributed to a majority or all of the board in advance of a meeting, may be viewed at Koban, 307 E. First S., Los Angeles, CA 90012, or on our website at www.hcncla.org and <http://empowerla.org/hcnc/> and at the scheduled meeting like a copy of any record related to an item on the agenda, please contact hcnccla@gmail.com.