



# ALTADENA TOWN COUNCIL

## BY-LAWS

(Revised and Adopted June 16, 2009)

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### ARTICLE I

#### **Name**

The name of the organization is:  
**The Altadena Town Council**

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### ARTICLE II

#### **Purposes**

The Purposes of the Altadena Town Council are: (1) to act as an ombudsman for the neighborhoods of Altadena, conveying the needs and wishes of the residents to any county state or federal governmental body or agency, and (2) to provide a forum for a town meeting in which to discuss issues of concern to the Altadena Community.

## ARTICLE III

### Membership

#### A. Members

1. Altadena Town Council shall be composed of two impaneled members from each Census Tract so referred to as Census Tract Representatives. All Census Tract Representatives must be at least 18 years of age, Citizens of the United States of America, and reside in the Census Tracts they represent.

2. Each Census Tract Representative will have (one) vote on the Council . Absentee voting will be allowed only in the election of officers or in cases of personal hardship. Absentee votes are to be submitted in writing to the other Census Tract Representative or to the Chairman.

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## ARTICLE IV

### Officers

**A. The Officers of the Altadena Town Council are five:** Chairperson, Vice-chairperson, Recording Secretary, Corresponding Secretary and Treasurer. These five officers comprise the Altadena Town Council Executive Committee.

#### B. Election of Officers

1. Nominees for officers must be regular, seated Census Tract Representatives (members).

2. A nominating committee of at least three of the regular members of the Council will prepare and forward to all Council Members a slate of nominees for officer positions to the Council at least two weeks prior to the election of officers. Additional nominations from the Council at large will be accepted at the time of election, and prior to a vote. [\[refer to Article VI, B. 2.\]](#)

3. The election of officers will take place at the first regularly scheduled meeting of the newly elected Council. [\[refer to Article XII, C. 6.\]](#)

4. The Council will select from among the nominees by majority vote in each category of officer. There being no nominations made other than the presented slate, the slate may be summarily accepted by acclamation.

5. The Chair will not vote in the election of officers except in the event of a tie vote.

6. The officers will assume their duties immediately upon election and their term will last until they are replaced by the new Executive Committee one year hence. Officers whose terms have expired will remain in office as "ex-officio" until election of the new officers.

#### C. Officers' Duties

## **1. Chairperson.**

(a) The Chairperson will preside at meetings of the Altadena Town Council in accordance with Robert's Rules of Order.

(b) The Chair's duties will also include:

(1) calling to order the session of each Town Council meeting.

(2) calling roll and announcing the business before the Council in the order in which it is to be acted upon.

(3) recognizing members and guests entitled to the floor.

(4) stating and putting all questions (motions) to a vote.

(5) protecting the assembly from annoyance, disturbance, frivolity and dilatory procedures.

(6) assisting the rules of debate, order and decorum among the members.

(7) deciding all questions of order.

(8) appointing ad-hoc committees and their chair people.

## **2. Vice-Chairperson.**

(a) The Vice-Chairperson will preside in the absence of the Chair.

(b) The Vice-chair will report on the deliberations of the Executive Committee at each Town Council meeting.

(c) Notifying members of regular and special meetings. [\[refer to Article V, B. 3.\]](#)

## **3. Recording Secretary.**

(a) The Recording Secretary is the official record taking officer of the Town Council and is the custodian of its records except those assigned to other officers.

(b) The Recording Secretaries duties also include:

(1) preparing and certifying the minutes for each meeting and entering them in the official Book of Minutes and ensuring they are publicly posted.

(2) mailing the minutes to all Town Council members.

(4) Bringing to the meetings a copy of the by-laws, rules, a roster of members, and a copy of Robert's Rules of Order.

## **4. Corresponding Secretary**

(a) The Corresponding Secretary will conduct all outgoing correspondence and coordinate all incoming correspondence of the Town Council.

(b) The Corresponding Secretary's duties will also consist of:

(1) supplying members with a written copy of their duties as defined by the Chair.

(2) providing Council members with a roster of all Town Council members, alternates, and committee chairpersons with their addresses and telephone numbers.

(3) posting all Town Council correspondence to the Book of Correspondence.

## **5. Treasurer**

(a) The Treasurer is the official controller of the Town Council. He/she is responsible for handling all matters of money and finance for the Council.

(b) The duties of the Treasurer also include:

(1) receiving and holding funds for the Town Council.

(2) maintaining pertinent financial records and books, including the checkbook, bank statements and reconciliation, other accounts or ledger entries established by the Town Council.

(3) conducting necessary banking, including deposits, filing of signature cards, or ordering checks.

(4) provide a written report for each Town Council meeting with a copy to be attached to the minutes and posted to the Book of Minutes.

(c) All checks written from the Town Council account must have two signatures of any of the three officers, the Treasurer, The Chair or the Vice-Chair, all of whom must be signed on to a current bank signature card.

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## ARTICLE V Organization of The Council

**A. Duties and Responsibilities.** The duties and responsibilities of the Altadena Town Council include:

1. Functioning as a volunteer organization of elected census tract representatives without remuneration.

2. Presenting community concerns, as voiced by the residents of Altadena, to government agencies including local, regional, state and federal decision making bodies, and establishing contact with such agencies for the sake of participating in the planning of future development in Altadena and reviewing the proposals for government and other funding programs.

3. Providing frequent fora to encourage the participation of the Altadena citizenry in each Census Tract for the purpose of determining their views and wishes on issues brought before the Town Council, all the while striving to accurately mirror in its policies and positions the desires of the community as a whole.

4. Encouraging the flow of information between individuals and community organizations that are

working for the betterment of Altadena.

5. Endeavoring to establish contact with similar groups within Los Angeles County as well as neighboring communities.

6. Demonstrating, in a non-partisan fashion, neither support nor opposition to any political party or candidate. However, political officials may address the Town Council.

7. Borrowing no money nor incurring any indebtedness.

**B. Meetings.** The meetings of the Town Council will be conducted as follows:

1. Regular Session. The Town Council will meet in a regular session at least once a month.

2. **Quorum.** Nine (9) attending, regular Council members will constitute a quorum.

3. **Notification.** The Council members will be notified of and provided with an agenda for the next Town Council meeting by the Vice Chair at least 72 hours prior to the meeting. [\[refer to Article IV, C. 3. \(b\) \(3\).\]](#)

4. **Special meetings.** Special meetings of the Town Council may be called by a majority vote of the Executive Committee or by a petition presented by any nine (9) voting members of the Council to the Town Council Chairperson.

5. **Absenteeism.** Any council member expecting to be absent from a meeting must advise the Chairperson, Vice-chair or other Census Tract Representative of his/her reason for absence prior to the Council meeting. Upon the call of roll at each meeting, the Chair will direct the Recording Secretary to properly reflect any absence as "excused" or "unexcused".

6. **Excused Absences.** Excused absences will only be accepted for the circumstances of illness, emergency or conflict.

**C. Contracts.** Contracts binding the Town Council must be written, must be authorized by a 2/3 affirmative vote of the Council panel, and must be fully funded and executed by the Treasurer and the Chair or Vice-chair. Unless duly authorized by the Council panel, no other member, officer or agent will have the authority to contractually bind the Council. The contract document will be attached to the minutes recording the vote and entered into the Book of Minutes.

**D. Perennial Reports.**

1. The Town Council Chairperson will present an oral report once a year to the community at the last regular meeting of the Council on the business and accomplishments of the Council during the preceding year. A written form of the report will be submitted to the Recording Secretary for attachment to the minutes of the meeting.

2. The Treasurer will prepare and publish a comprehensive financial report for the last regular meeting of the Council.

**E. Appointed Members.**

1. The Town Council Chairman may exercise the option of appointing special members to the Town Council. The Appointed Members of the Town Council are: Parliamentarian, Historian, Legal Counsel and Sergeant-at-Arms.

(a) The Parliamentarian should be a person with demonstrated experience in parliamentary

procedure and Robert's Rules of Order.

(b) The Historian will keep clippings from newspapers and other publications, maintain a track record, and curate a library of scrapbooks, photographs and video tapes of Town Council.

(c) Legal Counsel may be appointed as necessary.

(d) A Sergeant-at-Arms may be appointed as necessary.

2. Appointed Members will be residents of Altadena who are not currently serving as Members of Town Council. They will attend all Council meetings as ex-officio and have no vote on the Council.

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## ARTICLE VI

### Committees

**A. Standing Committees.** The standing committees will be The Executive Committee and the Land Use Committee.

**1. Executive Committee.** The Executive Committee is made up of the five elected officers of the Council. Any three attending officers constitutes a quorum.

(a) Meetings of the Executive Committee will be called only by the Council Chairperson or by any three of the five officers with the Chair or the Vice-chair presiding.

(b) The power of the Executive Committee will be limited to executing existing Council policy and will not be empowered to establish new or conflicting policy.

(c) The Executive Committee will be responsible for initiating the preparation of agendas for all Council meetings based on input from the Council panel or the community or its government agencies.

(d) The Executive Committee will act as a steering committee formulating recommendations for Council action at the next Town Council meeting. The scope of the Committee's actions will include emergency situations as well as routine business. Recommendations and findings for such actions will be brought before the Council panel for further action.

### **2. Land Use Committee.**

(a) The Land Use Committee will be made up of a maximum of two members from each census tract. The Chairperson of the Land Use Committee will be appointed by the Chairperson of the Town Council upon taking office. Their term shall be for the one year at which time the entire Committee is completely reconstituted. Land Use Committee members may be any resident so residing within the respective census tract. Town Council members may automatically seat themselves on the Land Use Committee. Otherwise, the Land Use Committee members will be selected as follows:

(1) Residents seeking to serve on the Land Use Committee will submit to the Town Council Chair a brief, written statement of request for consideration, after which the Chair will inform the respective Census Tract Representatives of the applicants.

(2) In the event there are only one or two applicants in a census tract, the Census Tract

Representatives need only concur on the applicants to be seated.

(3) In the event that there are more than two applicants in a census tract, or that both Census Tract Representatives cannot concur, or that there is only one Census Tract Representative seated, the names of the applicants will be presented to the Town Council panel, with any recommendations from the Census Tract Representative(s), for approval by majority vote.

(b) The Land Use Committee will meet as scheduled by the Land Use Committee Chair, and he/she will notify the members of said meetings at least one week in advance.

(c) A majority of the current seated members, with a minimum of six, will constitute a quorum.

(d) The Land Use Committee is an advisory committee. Upon request of the Council Chair, the Committee Chair will provide a written report of its findings on those issues with which the Committee has been charged. The Land Use Committee assumes no power in voting on actions on behalf of the community, but may bring its motions for recommendations to the Town Council for action.

## **B. Special Committees.**

**1. Election Committee.** An Election Committee Chairperson will be appointed by the Council Chairperson three months prior to the scheduled election of the Town Council. The Election Chair will form an Election Committee, the majority of which must be seated Town Council Representatives. The Election Committee Chairperson need not be a regular Council Member. No member of this committee may be a relative or campaign manager of a candidate, nor a candidate himself/herself.

**2. Nominating Committee.** The Executive Committee will appoint a Nominating Committee of three Council members to nominate Council officers for the next Council term. [\[refer to Article IV, B. 2.\]](#)

**3. The Executive Committee** will decide at the beginning of each Council term those functions which need to be addressed by committee, such as, Publicity, Community Relations, Media, etc. To these the Executive Committee may appoint a Council Member as a Special Committee Chair. Subject to Executive approval, these chairpersons may select additional persons to assist them, be they other members, or citizens-at-large.

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## **ARTICLE VII**

### **Terms of Office**

**A. Length of Terms.** Members of Altadena Town Council will serve a term of two (2) years and may succeed themselves indefinitely.

**B. Staggering of Terms.** The terms of the two Members in each census tract will be staggered one whole year so that one position in each census tract becomes open each year. Provisions for keeping staggered terms must be taken into consideration for any occurrence which will compromise the stagger.

**C. Seating of Representatives.** Newly elected Census Tract Representatives shall be impaneled with the incumbent Council Members as the first order of business at the July meeting following the election. Outgoing Census Tract Representatives will step down from the Council at the same time.

**D. Oath of Office.** Census Tract Representatives will take the following oath upon entering office. "I accept the position bestowed upon me by the voters of Altadena and pledge to faithfully execute all duties and responsibilities bestowed upon me on behalf of the Community and Pledge to uphold the

## ARTICLE VIII

### Resignations

The resignation of any Council Member will be accepted immediately upon submission in writing to the Council Chairperson, or in the case of the Council Chairperson to the Vice-chairperson. Vacancies created by resignations may be filled IAW [Article XII, E.](#)

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## ARTICLE IX

### Discipline and Removal of Members

**A. Grounds for Discipline.** Grounds for Discipline will be based on any of the following transgressions:

1. Significant or repeated violation of Altadena Town Council Ethical Standards.

**B. Grounds for Removal.** Grounds for Removal will be based on any of the following transgressions:

1. Continued, gross, or willful neglect of the duties of office.
2. Malfeasance of office or gross and willful violation of Altadena Town Council Ethical Standards.
3. Continued and willful actions which defy censorship or any previous disciplinary action.
4. For Council Members, excessive absenteeism, defined as non-attendance amounting to three (3) consecutive regular meetings of the Town Council without an excuse acceptable to a majority of the Executive Committee.
5. Conviction of a felony

### C. Investigations and Hearings

1. Except in the case of excessive absenteeism or felony conviction, a request to consider charges against a Town Council Member must be presented in writing to the Executive Committee, who will determine if the charges warrant disciplinary action. If the charges are considered creditable and significant, they are to be promptly brought to the Council. The Council will vote on the recommendation of the Executive Committee, and if a motion to initiate a formal investigation is passed with a majority of Council Members voting, the matter will be immediately referred to an Investigation Committee as activated by the Council Chairperson. This committee will be comprised of one Member from each Census Tract selected between the Council Members from each tract, and will conduct a hearing on the matter. Upon deliberation, the committee will present its findings to the Council and, where charges are upheld, make its recommendations for removal or means of discipline. A Council motion to discipline will need to include the means of disciplinary action to be exacted. Motion to remove or discipline will require a two-thirds vote of the voting Council members present.

2. **Censorship.** The disciplinary action of censorship will exact that the member cease and desist



actions or statements-in-content for which he/she has been charged.

**3. Excessive Absenteeism.** In the case of excessive absenteeism, a motion to consider charges against a member will be immediately referred to the Executive Committee for determination and deliberation. The Executive Committee will then present its findings and recommendations to the Council panel. A motion to remove for excessive absenteeism will require a two-thirds vote of the voting Council members present.

**D. Recall.** Town Council members may be subject to recall. Any Town Council member who has been recalled loses all the rights and privileges of a member including his/her assignments to any committees of the Town Council, appointment to chair positions, or position on the Executive Committee. To effect a recall election, the following must occur:

1. A letter of "intent to recall" stating reasonable cause or list of reasonable causes for recall must be filed with the Chairperson by a resident or group of residents of the census tract from which the member is to be recalled.

2. Upon receipt of such a letter the Chairperson will directly appoint a special Recall Election Committee comprised of three regular Town Council panel members from whom all procedures, policies and determinations shall be made.

3. The committee shall review the letter of intent to recall and determine an acceptance or unacceptance of any or all causes.

4. Should the committee be unable to accept a single cause, or any one of a list of causes, they shall return a letter of statement to the filing resident or resident group declaring a cessation to the recall process, and disband.

5. Should the committee find reasonable cause or causes, a letter of "acceptance of cause" shall be sent to the resident or resident group calling for a petition from the census tract in question. Such a petition may only state the cause, or those causes from a list of causes, accepted by the Recall Election Committee.

6. A letter of "notice to recall" will be sent to the subject census tract representative stating that a recall process has been initiated against him/her, and listing those causes which the committee has accepted.

7. The petition must accrue at least 3% the number of residents in said census tract who are U.S. citizens of voting age, as set forth by the U.S. Census Bureau, as the number of qualified signatures. The petition must be submitted to the Recall Election Committee within 30 days, after which the Committee shall qualify the petition. There will be no extension of the petitioning period.

8. The committee must establish a reasonable amount of time for qualifying the petition, or, upon being unable to qualify the petition, must declare a cessation to the recall process, and disband.

9. Upon qualifying the petition, the Recall Election Committee shall set a date for a recall election, with appropriate notification to the census tract in which the recall is to be held, to occur within 60 days of the qualification, but not within 30 days prior to or following any national or Town Council general election, in which case the period for the recall election may bridge the time period of the general election.

10. A recall election may not occur within 90 days of the Town Council's general election in which the subject representative is due for re-election.

## ARTICLE X

### Removal of Officers

A. Grounds for Removal of Council Officers from office will be based on any of the following transgressions:

1. Refusal or failure to disclose necessary information on matters of Town Council business.
2. Continued, gross, or willful neglect of the duties of office.
3. Unauthorized expenditures, bindings, signing of checks or misuse of Council funds.
4. Misrepresentation of the Town Council and/or its officers to outside persons or groups of persons.
5. Gross and continued violation of the Altadena Town Council Ethical Standards.

B. A majority vote is required to investigate charges leading to the removal or suspension of officers. The Chairperson, or in the case of the Chairperson the Vice-chairperson, will appoint an investigative committee who will conduct a hearing on the charges. Upon deliberation, the committee will report its findings and recommendations to the Council. A motion to remove or suspend the charged officer will require a two-thirds vote of the voting Council members present.

C. A replacement for a removed officer will be elected IAW [Article IV, B. 1., 2., 4., and 5.](#)

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## ARTICLE XI

### Parliamentary Authority

Subject to the primacy of by-laws, Robert's Rules of Order is the Parliamentary Authority of the Altadena Town Council.

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## ARTICLE XII

### General Elections

#### A. General.

1. There will be an Annual General Election for vacant Council positions (seats). The election will be held by secret ballot. Physical provisions for holding elections will be made by an appointed Election Committee [\[refer to Para E\]](#)

2. Any Altadena resident who is at least 18 years of age, is a citizen of the United States of America, and permanently resides within the Census Tract which he/she seeks to represent, may qualify as candidates for Town Council elections.

3. Any Altadena resident who is at least 18 years of age, and who is a citizen of the United States, may vote for one candidate from his/her respective Census Tract whose name is on the ballot.

4. There will be no absentee ballots. There will be no write-ins.

5. Three months prior to the General Election, the Council will approve by majority vote the

Election Rules for the upcoming election. The Election Rules will be consistent with these By-Laws and will be the official rules, regulations and procedures governing that year's General Election.

## **B. Candidacy**

1. Aspiring candidates will need to file for candidacy by filling out an application and paying a filing fee whose amount will be determined by the Executive Committee. With the application, each applicant will be required to submit a statement of qualification.

2. The application will be accompanied by a map of the Census Tracts, a copy of the Election Rules and a copy of the Altadena Town Council Ethical Standards. A copy of these By-Laws will be made available for review by the Candidates for election.

(a) Particular to the guideline which prohibits politicking within 100 feet of a polling place, candidates will be provided with a list of polling places prior to election day.

## **C. Procedure**

**1. General.** In the usual event of one seat being open for election and more than one person is running, the one with the majority votes will assume the seat.

**2. Tie Votes.** In the event of a tie vote, the Council Board as impaneled prior to the election shall elect the Census Tract Representative from the same candidates.

3. Should the elected Census Tract Representative elect become unable to be officially seated, the runner up is automatically given the option of being seated permanently, and would fulfill the full term of the seat as elected.

**4. Vacancies.** Any seat in a census tract that goes without an elected representative will be declared a vacancy. Should for any reason a Census Tract be left with no seated representative, the seats will be declared a double vacancy.

(a) During the year in which a vacancy or double vacancy occurs, but before the next year's election and after the seating of the new board, either or both of the seats of said Census Tract may be filled by applicant(s)-at-large who provide a letter of qualification and an application deposit of the filing fee established for that election year. Upon a motion and second by the Council, each applicant is nominated to fill the respective vacant seats, in order, one two-year seat and one one-year seat. A vote of two-thirds majority will be required to fill each seat.

(b) If an applicant is not accepted by the panel, the application deposit will be remitted.

5. In the event of an election occurring where a double vacancy exists, or where circumstances have made two panel seats in a census tract available, and where two or more candidates are running, the following applies:

(a) The candidate receiving the highest number of votes shall assume a two-year seat.

(b) The first runner up shall assume a one-year seat.

(c) In the event there are fewer candidates than seats available, the seats are to be filled in the same order.

## **D. Filling Vacancies.**

1. In the event that a Census Tract seat has been left vacant or becomes vacant for any reason, the seat may be filled permanently by an applicant or any number of applicants from the community at large may apply for the seat provided they qualify for the position as in a general election ([IAW Art](#)

XII, Para A, 2.)

The process for filling the vacancy is as follows:

(a) Each applicant shall apply by letter to the Chairman of the Council. Each application shall be accompanied by an application fee equal to that of the applications for the most previous election.

(b) In the event of only one application being made for the vacancy, the Chair shall present the application to the Council for a 2/3 majority vote. Upon receiving a 2/3 majority vote the applicant will fill the seat for the balance of the term.

(c) In the event of two applications, the Chairman will present the applications to the panel en quorum for a simple majority vote. The applicant receiving the majority of votes will fill the seat for the balance of the term. The Chairman shall only vote in the event of a tie.

(d) In the event of multiple applications (more than two), the chair will present the applications to the panel en quorum for a vote. Should any one applicant receive a simple majority of the vote, he/she shall fill the vacancy for the balance of the term. Should none of the applicants tender a majority vote, the two highest scoring applicants shall be placed for a run-off. The Chairman shall only vote in the event of a tie, and in the event of multiple ties will the Chair have the deciding vote.

(e) Any applicant who is not accepted to fill a vacancy shall be remitted his or her filing fee.

**E. Election Committee**

1. An Election Committee Chairperson will be appointed by the Council Chairperson three months prior to the scheduled election of the Town Council. The Election Chair will form an Election Committee, the majority of which must be seated Town Council Representatives. No member of this committee may be a relative of, campaign manager of, or even a candidate him/herself.

2. The responsibilities of the Election Committee Chairperson are:

(a) Reporting to the Town Council monthly during the term of the committee and submitting a final written report to the council at the regularly schedule meeting immediately following the election.

(b) Preparing, distributing and processing applications of candidates.

(c) Determining the locations of the polling places and recruiting volunteers to staff them.

(d) Holding training sessions for committee members and polling volunteers on specific methods of operating polling places during elections. Those to be specifically emphasized are:

(1) No relatives of candidates are allowed to assist in the operations of polling places, handling or counting of votes, or politicking within 100 feet of the polling place.

(2) That voters must show definite proof of name and residency relative to voting in their census tracts. Drivers licenses, checking accounts or utility bills are examples of this type of proof.

(e) Providing a booklet at each polling place displaying the candidate's application and qualifications. No slate flyers are to be placed in this booklet. [\[refer to Para B. 2. \(b\) above\]](#)

(f) Tallying the ballots at the close of the polls and notifying the Town Council Chairman and the candidates of the results of the election as immediately as time permits.

## **ARTICLE XIII**

### **Procedures for Amending The By-Laws of the Altadena Town Council**

A. Amendments to the by-laws may be proposed by any member of the Town Council or by a special committee, so referred to as the By-Laws Committee, appointed by the Council Chairperson to revise the by-laws.

B. By-laws will be amended by a two-thirds vote of the Town Council panel.

C. Written notice of the proposed amendment or amendments to the by-laws must be delivered by the Recording Secretary to the members of the Council at least one week prior to the meeting at which the amendments are to be considered. The notice will define the exact points to be modified

D. When read to the Council for consideration, the motion to amend the by-laws is subject, by a majority vote, to amendments of the first and second degrees insofar as these amendments are within the scope of the motion.

E. Unless the motion to adopt specifies a time for enactment, amendment or amendments to the by-laws will go into effect immediately upon adoption.

2009. The Altadena Town Council