



ALTADENA TOWN COUNCIL

BY-LAWS

Revised and Adopted July 19, 2022)

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ARTICLE I

Name

The name of the organization is
The Altadena Town Council

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, a registered voter in Los Angeles County, a Citizen of the United States of America, permanently reside in the census tract which he/she represents, have been a permanent resident of Altadena for at least 2 years prior to running for office, and shall not have been recalled or removed by the Council, or resigned during an on-going investigation for potential removal from the Council. [Refer to Article IX]
 - (a) An exception to the residence requirement would be made only in the following situation. If a potential candidate resides in an area of Pasadena that is essentially landlocked inside of Altadena, and is able to enter and exit that area only by passing through Altadena, he/she may, if request is made, be considered to be a member of the Altadena community for the purpose of membership in the Town Council. The request must be approved by the Executive Committee and the candidate would serve the Altadena Census Tract that surrounds that area.

- (b). Each Census Tract Representative will have 1 (one) vote on the Council.
Absentee voting will be allowed only on the election of officers or in cases of personal hardship as determined by the Executive Committee. Absentee votes are to be submitted in writing to the Chair prior to the meeting at which the vote is to be taken

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. The election of officers will take place at the first regularly scheduled meeting of the newly elected Council, usually in December.
2. Nominees for officers must be regular, seated Census Tract Representatives (members) who have served for a minimum of the most recent year.
3. A nominating committee of at least three 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]
4. The Council will select by ballot 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 the 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. Duties of Executive Committee as a Group

- a. Set the Agenda for Council meetings
- b. Appoint Ad Hoc committees
- c. Ensure that all requests by Council Members are heard and responded to in a timely manner.

2. Chairperson will preside at meetings of the Altadena Town Council in accordance with Robert's Rules of Order by:

- a. calling to order the session of each Town Council meeting
- b. announcing the business before the Council in the order it is to be acted upon
- c. recognizing members and guests entitled to the floor
- d. stating and putting all questions (motions) to a vote
- e. protecting the assembly from annoyance, disturbance, frivolity and dilatory procedures
- f. assisting the rules of debate, order and decorum among the members
- g. deciding all questions of order

3. Vice-Chairperson will:

- a. preside in the absence of the Chair.
- b. notify Members and the Community of regular and special meetings [Article V, B, 3]
- c. report on the deliberations of the Executive Committee at each Town Council meeting.
- d. ensure the meeting room is prepared for each meeting.
- e. bring to the meetings a copy of the Bylaws, Robert's Rules of Order (RROO), and other Council procedures as appropriate.

4. 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. Duties include:

- a. provide the minutes to all Town Council members no later than five days before the next meeting for review.
- b. certifying the minutes for each meeting and ensuring they are posted to the Council's website in a timely manner.
- c. ensure all changes to Council documents are posted to the website in a timely manner.
- d. maintaining an updated roster of Council Members with their contact information This is to be redistributed as needed but at least annually as soon as a new Council is seated.

5. Corresponding Secretary will conduct all outgoing correspondence and coordinate all incoming correspondence of the Town Council. Duties consist of:

- a. posting all official Council correspondence to the Council website.
- b. posting Council notices
- c. overseeing the maintenance of the Council website.

6. **Treasurer** is the official controller of the Town Council and is responsible for handling all matters of money and finance. Duties include:
- a. receiving and holding funds for the Town Council.
 - b. maintaining pertinent financial records and books, including the checkbook, bank statements and reconciliation, other accounts or ledger entries established by the Town Council.
 - c. conducting necessary banking, including deposits, filing of signature cards, or ordering checks.
 - d. providing a verbal report for each Town Council meeting which is to be included in the meeting minutes.
 - e. ensuring that all checks written from the Council account have the signature of the Treasurer or the Chair, both of whom must have signed the current bank signature card.
 - f. bringing to the full Council for approval any proposed expenditure \$200. For recurring expenses over \$200, the Treasurer may request only its initial approval without returning regularly for re-approval.

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 a forum 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.** A majority of the seated, regular Council members will constitute a quorum.
- 3. Notification.** The Council members and residents will be notified of and provided with an agenda for the next Town Council meeting at least 72 hours prior to the meeting. [Refer to Article IV, C.3(b)2]
- 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 or Vice Chair 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.” [refer to Article IX.B.4]
- 6. Excused Absences.** Excused absences will only be accepted for emergency or conflict, as determined by the Chair.

C. 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 provide a comprehensive report for the previous Council year at the first regular meeting of the new council year

D. Appointed Positions

1. The Town Council Chairman may exercise the option of appointing residents to the positions of 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.

2. Appointees will be residents of Altadena who are not currently serving as Members of Town Council. They will have no vote on the Council.

ARTICLE VI

Committees

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

1. **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 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 policy but may make recommendations to the Council for consideration.

(c) 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 for further action.

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

(e) The Executive Committee will monthly review and approve all checks and expenditures made by the Treasurer.

2. **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.

- (a) Newly elected Council Members must serve the first year or their two-year term on Land Use Committee
- (b) 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 with any recommendations from the Census Tract Representative(s) for approval by majority vote.
- (c) The Land Use Committee will meet as scheduled by the Land Use Committee Chair who will notify the members and community of said meetings at least 72 hours in advance.
- (d) A majority of the current seated members will constitute a quorum.
- (e) 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 must be a regular Council member and will be appointed by the Executive Committee five months prior to the scheduled election of the Town Council. The Election Chair will form the Election Committee which will organize and manage the Council election in accordance with Article XII.

2. Nominating Committee. The purpose of the Nominating Committee is to ensure that all members who wish to be considered as Officers will have the opportunity to voice their wishes. The committee will determine which Members are willing to serve, interview each candidate using the Officer Duties (described in Article IV.C) as a guideline, and make a recommendation for the slate of candidates for the upcoming Council term.

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 Committee approval, these chairpersons may select additional persons to assist them, either other members or citizens-at-large.

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 sworn in and seated with the incumbent Council Members as the first order of new business at the December 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 [Council Member's name] accept the position bestowed upon me on behalf of the Community. I pledge to faithfully execute all duties and responsibilities and to uphold the Town Council's By-Laws and Ethical Standards during my term in office."

ARTICLE VIII

Resignation

A. Resignation of Members. Except when a Census Tract Representative is under investigation pursuant to Article IX, 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 in accordance with Article XII, E.

B. Resignation of Officers. Resignations from the Executive Committee will be accepted 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 in accordance with Article IV, B.

ARTICLE IX

Discipline and Removal of Members

A. 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 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) regular meetings of the Town Council within a 12-month period without an excuse acceptable to a majority of the Executive Committee.
5. Conviction of a felony.

C. Investigations and Hearings

1. Charges. 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.

2. Investigation. The Investigation Committee will be comprised of one Member from each Census Tract selected between the Council Members from each tract, and will conduct a closed 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.

3. Trial. In the event of a recommendation to remove or discipline a Member, the Executive Committee shall promptly call a special closed session meeting of the Council to consider the recommendations of the Investigating Committee. A motion to discipline must include the means of disciplinary action to be exacted. A motion to remove or discipline will require a two-thirds vote of the voting Council members present.

4. 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.

5. Excessive Absenteeism. In the case of excessive absenteeism, a motion to consider action 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.

6. Procedures. The charges, investigation and trial of a Council Member will be conducted according to the rules and procedures prescribed in Robert's Rules of Order. They will be held in closed session with no public revelation of information that could either impeach the reputation of the Member charged or create a potential claim of defamation by the Council or its members.

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 a 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% of 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 in the most recent decennial census, as the numbers 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, it 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,

9. 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 [Refer to Article IV, B, 2,3,4,5]

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.

ARTICLE XII

Elections and Vacancies

A. General Election

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 Paragraph E]

2. Any Altadena resident who is at least 18 years of age, is a citizen of the United States of America, a registered voter, has been a permanent resident of Altadena for two years prior to assuming office, permanently resides within the Census Tract which he/she seeks to represent, and shall not have been recalled or removed by the Council, or resigned during an on-going investigation or potential removal from the Council, may qualify as candidates for Town Council elections (refer to Article IIIA1).

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

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

5. Four months prior to the General Election, the Council will approve by majority vote the Election Rules for the upcoming election. The Election Rules will have been reviewed by the Executive Committee, and revised as necessary. They will be consistent with these By-Laws and will be the official rules, regulations, dates 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, the amount which will be recommended by the Executive Committee. With the application, each applicant will be required to submit a statement of qualification.

2. The application package will include a map of the Census Tracts, a copy of the Election Rules, the Altadena Town Council Ethical Standards and these By-laws.

3. 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. General Election 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 highest number of votes will assume the seat. The winner must have received at least a minimum of 10 votes. If only one candidate is running, that candidate must receive a minimum of 10 votes to be declared the winner.
2. Tie Votes. In the event of a tie vote, the Council 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.

D. Election Committee for a General Election

1. An Election Committee Chairperson will be appointed by the Executive Committee five 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 (Article VI B 1)
2. The responsibilities of the Election Committee Chairperson are:
 - (a) Report to the Town Council monthly during the term of the committee and submit a final written report to the Council at the regularly scheduled meeting immediately following the election.
 - (b) Prepare, distribute, and process the applications of the candidates.
 - (c) Determine the locations of the polling places and recruit volunteers to staff them.
 - (d) Hold training sessions for committee members and polling volunteers on specific methods of operating polling places during elections. Included but not limited to 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) Voters must show definite proof of name and residency relative to voting in their Census Tracts. Driver's licenses, California IDs, checking accounts or utility bills are examples of this type of proof.

(e) Provide a booklet at each polling place to display the candidate's qualifications.

(f) Tally the ballots at the close of the polls and notify the Town Council Chairman and the candidates of the results immediately.

E. 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. These vacancies could occur at the time of the General Election when no one runs for a vacant seat or during the council year when a seat becomes vacant.

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, an application and a filing fee as established for that election year.

Process for 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. 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.
2. Each applicant shall apply by delivering to the Chairman of the Council a Letter of Qualifications, and the same application as used in the most recent election and shall also be provided access to the ATC By-Laws and Ethical Standards. Each application shall be accompanied by an application fee equal to that of the applications for the most recent election.
3. In the event of only one application being made for the vacancy, the Chair shall present the application to the Council for 2/3 majority vote. Upon receiving a 2/3 majority vote, the applicant will fill the seat for the balance of the term.
4. In the event of two applications, the Chairman will present the application to the Council en quorum for a simple majority vote. The applicant receiving the highest number of votes will fill the seat for the balance of the term. The Chairman shall only vote in the event of a tie.
5. In the event of multiple applications (more than two), the Chair will present the applications to the Council en quorum for a vote. Should any one applicant receive a simple majority of the vote, he/she shall the vacancy for the balance of

the term. Should none of the applicants receive a majority vote, the two highest scoring applicants shall be placed for a run-off with the applicant with the highest number of votes winning the seat. 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.

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

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

the first runner up shall assume a one-year seat.

7. Any applicant who is not accepted to fill a vacancy shall be remitted his/her filing fee.

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 seated Council members.

C. Written notice of the proposed amendment or amendments to the By-Laws must be provided 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. The motion which is read to the Council 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 bylaws will go into effect immediately upon adoption.