

LADWP MOU Oversight Committee Standard Operating Procedures

1. Purpose of Oversight Committee
 - 1.1. As set forth in the Memorandum of Understanding Between Certified NCs and LADWP (the “MOU”), the purposes of the Oversight Committee are:
 - 1.1.1. to monitor adherence to the MOU by LADWP and Neighborhood Councils (NCs);
 - 1.1.2. to designate issues as “significant” for purposes of LADWP’s notification obligations under the MOU; and
 - 1.1.3. to propose and negotiate modifications with DWP to the MOU.
2. General Organization
 - 2.1. Membership
 - 2.1.1. Each Neighborhood Council (NC) that entered into the Delegation Of Authority To The Neighborhood Council Oversight Committee is entitled to appoint one person to serve on the Oversight Committee.
 - 2.1.2. Each NC may select its representative on the Oversight Committee in accordance with its bylaws.
 - 2.1.2.1. Unless required by an NC’s bylaws, members of the Oversight Committee need not be on the board of an NC.
 - 2.1.3. Under the MOU, each NC also appoints an “NC Representative.”
 - 2.1.3.1. The NC Representative and Oversight Committee Member may or may not be the same person, at each NC’s sole discretion.
 - 2.2. Officers. The Oversight Committee shall have the following officers:
 - 2.2.1. Chair: The Chair will preside at all meetings, perform duties directed by resolution of the Committee, represent the Committee, and be the spokesperson for the Committee.
 - 2.2.2. Vice-Chair: The Vice Chair will carry out the duties of the Chair during the latter’s absence and perform duties assigned by the chair.

- 2.2.3. Secretary: Responsible for maintaining records of the Oversight Committee, including minutes of meetings, rosters of NCs that have entered into MOU and members of the Oversight Committee
- 2.2.4. Communications/Outreach Chair: Responsible for communications among Oversight Committee members, to NCs, and to LADWP regarding MOU-related issues

2.3. Executive Committee.

- 2.3.1. The Oversight Committee shall have an Executive Committee.
- 2.3.2. The Executive Committee shall have sixteen (16) members
 - 2.3.2.1. The Officers of the Oversight Committee shall be members of the Executive Committee
 - 2.3.2.2. There shall be twelve (12) at-large members and alternates of the Executive Committee.

2.4. Elections

- 2.4.1. The Officers and At-Large Members of the Executive Committee will be elected in October of each year at a regularly scheduled meeting of the Oversight Committee.
- 2.4.2. The term of office for Officers and members of the Executive Committee will run from November 1 to October 31.
- 2.4.3. Officers and members of Executive Committee will be elected by majority vote.
- 2.4.4. Only members of the Oversight Committee are entitled to vote in the election for Officers and members of the Executive Committee.

2.5. Vacancies: Officers and Executive Committee

- 2.5.1. If the Chair of the Oversight Committee ceases to be his or her NC's designated representative on the Oversight Committee, resigns, or is unable to serve, the Vice-Chair shall become Chair and serve out the remainder of the Chair's term.
- 2.5.2. If any other vacancy occurs on the Executive Committee, the Chair, in his or her sole discretion, shall appoint another member of the Oversight Committee to fill that vacancy.

3. Meetings.

- 3.1. The Oversight Committee will meet at least quarterly, but may meet more frequently as determined by the Oversight Committee.
 - 3.1.1. Oversight Committee meetings may be held in conjunction with semi-annual NC Congresses to enhance participation and attendance.

- 3.2. The Executive Committee may meet as needed between scheduled meetings of the Oversight Committee.
 - 3.2.1. If any member of the Executive misses more than three meetings of the Executive or Oversight Committee in any calendar year, unless excused by the Chair (or the Vice-Chair, in the case of absences by the Chair), the issue of whether that person should be removed from the Executive will be placed on the agenda of the next regularly-scheduled Oversight Committee meeting.
- 3.3. The Communications/Outreach Chair is responsible for notifying all Oversight Committee members of scheduled meetings of the Oversight Committee and Executive Committee, and distributing agendas and minutes of such meetings to all members of the Oversight Committee.
- 3.4. The Oversight Committee and the Executive Committee will operate openly and transparently, but are not subject to the Brown Act.
 - 3.4.1. The Oversight Committee or Executive Committee may conduct meetings or votes by telephone or electronic means, including e-mail or Internet sites.
- 3.5. Quorum:
 - 3.5.1. A specific numerical quorum is not necessary to conduct a meeting of the Oversight Committee or Executive Committee.
 - 3.5.2. For purposes of recommending a modification to the MOU, a majority of NCs that have entered into the Delegation of Authority must participate in the vote on that issue.
- 3.6. In-person meetings will be governed by Roberts Rules of Order, unless otherwise provided by these Standard Operating Procedures.
 - 3.6.1. The Chair has final authority to rule on parliamentary matters.
- 3.7. In-person meetings of the Oversight Committee and Executive Committee will be open to the public
- 3.8. Agendas for meetings of the Oversight Committee will be prepared by the Executive Committee
 - 3.8.1. Any Oversight Committee member may submit items for the agenda, and such items shall be included on the agenda if submitted in writing or by e mail to the Chair at least one week prior to the meeting.

3.8.2. Each agenda will provide time for any Oversight Committee member to raise new issues.

3.8.3. Agendas will be distributed to members of the Oversight Committee at least 3 days prior to the meeting.

4. Monitoring LADWP Adherence To MOU

4.1. When a Neighborhood Council or its Oversight Committee member believes that LADWP has violated a provision of the MOU, the Oversight Committee member may submit that matter to the Oversight Committee, either by a written communication to the Chair or by raising the matter orally at a meeting of the Oversight Committee or Executive Committee followed by a written communication to the Chair.

4.2. The Executive Committee shall refer all possible violations to the full Oversight Committee.

4.3. The Executive Committee may recommend possible action to the Oversight Committee.

4.4. Whenever possible, the Oversight Committee shall determine the course of action to be taken in the event that LADWP violates a provision of the MOU.

4.5. Where a matter is urgent, the Executive Committee may take action before a meeting of the full Oversight Committee.

4.5.1. In all cases, the Executive Committee will make reasonable efforts to consult with all members of the Oversight Committee and keep all members of the Oversight Committee fully informed regarding such matters.

4.6. The only person authorized to speak on behalf of the Oversight Committee regarding possible violations of the MOU by LADWP is the Chair or authorized representatives.

5. Recommending Changes to MOU

5.1. Any member of the Oversight Committee, or member of the public, may recommend that a modification be made to the MOU.

5.2. Such recommendation must either be made in writing to the Chair, or made orally at a meeting of the Executive Committee or Oversight Committee followed by a written communication to the Chair.

- 5.3. Suggested modifications to the MOU must be approved by a majority vote of all Oversight Committee members.
 - 5.4. If the Oversight Committee votes to seek a modification of the MOU, the Chair or their designee will communicate that fact in writing to the General Manager of the LADWP.
 - 5.5. The Executive Committee shall be empowered to negotiate modifications of the MOU with the LADWP.
 - 5.5.1. In its reasonable exercise of discretion, the Executive Committee may wait until more than one modification has been proposed before demanding a meeting with LADWP.
 - 5.5.2. All such negotiation meetings shall be open to all members of the Oversight Committee.
 - 5.6. The Secretary or other specifically designated Executive Committee member is responsible for tracking, monitoring and keeping records regarding the status of any proposed modifications.
6. Designating Matters As “Significant” Under The MOU
 - 6.1. Any member of the Oversight Committee, or member of the public, may recommend that an item be deemed “significant” for purposes of the MOU.
 - 6.2. Such recommendation must either be made in writing to the Chair, or made orally at a meeting of the Executive Committee or Oversight Committee followed by a written communication to the Chair.
 - 6.3. To be designated as “significant,” the matter must be approved by a majority vote of all Oversight Committee members.
 - 6.4. If the Oversight Committee designates an item as “significant,” the Chair or their designee will communicate that fact in writing to the General Manager of the LADWP.
7. Semi-Annual Report
 - 7.1. The Executive Committee shall prepare a report regarding the MOU in June and December of each year.
 - 7.2. This report will be transmitted to all NC Presidents, NC Representatives and Oversight Committee members and may be transmitted to other NC board members.

- 7.3. As determined by the Oversight Committee, the report or portions thereof may be transmitted to other parties, including LADWP, the Mayor, the City Council, and the media.
8. Conflict of Interest: Members of the Oversight Committee shall be subject to the conflict of interest principles set forth in Section 200A of the City of Los Angeles Conflicts of Interest Code. Only for purposes of determining how Section 200 applies to their participation in the Oversight Committee, members of the Oversight Committee shall be considered "City officials." The strikethroughs and bolded language in the paragraph below are inserted to clarify the intent and application of this section.

Section 200 - Disqualification

- A. A ~~City official~~ **[member of the Oversight Committee]** must disqualify himself or herself from making, participating in making, or attempting to use his or her official position to influence any decision when it is reasonably foreseeable that the decision will have a "material financial effect" (as defined in Section 504 of this Code by the applicable regulations of the Fair Political Practices Commission), on a economic interest. No ~~City official~~ **[member of the Oversight Committee]** shall be required to disqualify himself or herself if the effect on the economic interest is not distinguishable from its effect on the public generally or on a significant segment of the public as defined in the applicable regulations of the Fair Political Practices Commission. No ~~City official~~ **[member of the Oversight Committee]** shall be required to disqualify himself or herself with respect to any matter that could not be legally acted upon or decided without his or her participation.
9. These Standard Operating Procedures may be modified by majority vote of all Oversight Committee members voting at properly-noticed meeting or vote of the Oversight Committee.