

La Jolla Community Planning Association Corporate Bylaws
Adopted on January 18, 2007, effective January 18, 2007
Adoption ratified and Bylaws amended February 1, 2007

ARTICLE I Name, Boundaries & Definition of Terms

Section 1. Name

The official name of this corporation is the La Jolla Community Planning Association, abbreviated as LJCPA. All activities of this corporation shall be conducted in its official name as registered with the Secretary of the State of California in its Articles of Incorporation.

Section 2. Boundaries

The community planning area boundaries for the LJCPA are the boundaries of the La Jolla Community Plan, as shown on Exhibit "A" and on file in the offices of the City Clerk and the Planning Department of The City of San Diego.

Section 3. Authority to Represent the LJCPA

The official positions and opinions of the LJCPA shall not be established or determined by any organization other than the corporation, nor by any elected Trustee of the planning group, other than one authorized to do so by the corporation as a result of a vote taken at a noticed LJCPA meeting.

Section 4. Definitions

A. Board of Trustees: The group of elected and/or appointed Trustees who administer the affairs of the LJCPA.

B. Elected Member: An individual elected by the members of the LJCPA or appointed by one of the four La Jolla organizations per Article III, Section 1 to serve on the Board of Trustees to represent the community planning group. Elected members referred to in Council Policy No. 600-24 are referred to as Trustees in these Bylaws.

C. Eligible Member of the Community: An individual at least 18 years of age and affiliated with the community as a:

- (1) Property owner, who is an individual identified as the sole or partial owner of record, or a designee, of real property (either developed or undeveloped), within the La Jolla Community Plan boundaries, or
- (2) Resident, who is an individual whose primary address of residence is an address within the La Jolla Community Plan boundaries, or
- (3) Local businessperson, who is a local business owner, or a single designee of that owner, at a non-residential real property address within the La Jolla Community Plan boundaries.

D. Member: An individual may become a member of LJCPA if the individual meets the requirements of being an eligible member of the community and attends at least one of the LJCPA monthly or special meetings each year within the 12 month period immediately preceding the March annual election meeting, and who submits a membership application to the planning group Secretary demonstrating qualifications to be a member of LJCPA. An individual meeting these requirements becomes a member 28 days after submitting said membership application. Members may vote at any meeting of the membership. Once the eligibility to vote is established, an individual remains a member of LJCPA until a determination is made that the individual does not retain eligibility.

E. Planning Department: Planning Department is used in these Bylaws to refer to the San Diego City Planning & Community Investment Department.

F. Planning Group: Community planning groups have been formed and recognized by the San Diego City Council and must conform to City Council Policy No: 600-24, effective October 17, 2005. The LJCPA is a planning group conforming to said policy and is the recognized planning group for the La Jolla Community Plan area. The LJCPA is a planning group consisting of all its Members.

G. Quorum: A majority of seats of the Board of Trustees must be present in order to conduct business or to vote on projects or to take actions at regularly or specially scheduled meetings.

H. Recusal: The act of removing oneself from participation in the voting, discussion or other consideration of an agenda item in which the individual has, or may have, a conflict of interest, direct economic interest, or prejudice in the outcome.

I. Trustee: An elected or appointed member who serves on the Board of Trustees per Article III, Section 1 of these Bylaws.

ARTICLE II Purpose of Community Planning Group and General Provisions

Section 1. The purposes for which this corporation is formed are those as set forth in the Articles of Incorporation, and include engaging in “community planning activities for the community of La Jolla in the City of San Diego, State of California, and to protect, improve and beautify all areas of La Jolla”, and “to conduct studies and to make comprehensive planning recommendations concerning land use in the community of La Jolla, to assist in the implementation of any adopted community plans in the community of La Jolla, and to do everything necessary, suitable or proper for the accomplishment of any one of the purposes or any one or more of the objectives herein enumerated.” The LJCPA has been recognized by the City Council to make recommendations to the City Council, Planning Commission, City staff and other governmental agencies on land use matters, specifically concerning the preparation of, adoption of, implementation of, or amendment to, the General Plan or a land use plan when a plan relates to the La Jolla Community Plan boundaries. The LJCPA also advises on other land use matters as requested by the City or other governmental agency.

Section 2. In reviewing individual development projects, the LJCPA should focus such review on conformance with the adopted Community Plan and/or the General Plan. Preliminary comments on projects may be submitted to the City during the project review process. Whenever possible, the LJCPA recommendation should be submitted no later than the end of the public review period offered by the environmental review process. Upon receipt of plans for projects with substantive revisions, the planning group may choose to rehear the project, and may choose to provide a subsequent formal recommendation to the City.

Section 3. All activities of the LJCPA shall be nonpartisan and nonsectarian and shall not discriminate against any person or persons by reason of race, color, sex, creed or national origin, or sexual orientation, or physical or mental disability.

Section 4. The LJCPA shall not take part in, officially or unofficially, or lend its influence in, the election of any candidate for political office. Trustees shall not identify

affiliation with the planning group when endorsing candidates for public office. The planning group may take a position on a ballot measure.

- Section 5. Pursuant to the provisions of City Council Policy 600-5, the LJCPA failure to respond to the City's request for input on the preparation of, adoption of, implementation of, or amendment to, the General Plan or a community, precise, or specific plan, or failure to review and reply to the City in a timely manner on development projects shall result in the forfeiture of rights to represent the La Jolla community for these purposes. Such a determination resulting in the forfeiture of rights to represent the community for these purposes shall be made only by the City Council upon the recommendation of the Planning Department and City Attorney.
- Section 6. The LJCPA operates under the authority of Council Policy 600-24. The Council Policy and these Bylaws govern the operations of the LJCPA. In addition, the Administrative Guidelines provide explanations of Council Policy 600-24's minimum standard operating procedures and responsibilities of this planning group. *Robert's Rules of Order Newly Revised* is used when the Council Policy, the Administrative Guidelines, and these Bylaws do not address an area of concern or interest.

ARTICLE III Community Planning Group Organization

- Section 1. LJCPA Board of Trustees
The LJCPA shall consist of a total of twenty-two (22) Trustees who comprise the Board of Trustees. Eighteen (18) Trustees shall be elected by the members of LJCPA and one (1) Trustee shall be appointed by each of the governing boards of the following four La Jolla organizations: The La Jolla Town Council, the Bird Rock Community Council, the La Jolla Shores Association and Promote La Jolla, Inc. Each of these four organizations shall appoint one Trustee to represent their respective organizations on the LJCPA Board of Trustees and such appointed Trustees shall have the full rights and duties of elected Trustees except that appointed Trustees shall not have the right to elect officers per Article VII Section 1. Such appointed Trustees must also be Members of LJCPA. The Members of LJCPA and the Board of Trustees of the LJCPA shall constitute the officially recognized community planning group for the purpose of these Bylaws and Council Policy 600-24 "Standard Operating Procedures and Responsibilities of Recognized Community Planning Groups".
- Section 2. Trustee Representation
The Trustees of the LJCPA shall, to the extent possible, be representative of the various geographic sections of the community and diversified community interests. Trustees of the LJCPA, whether appointed or elected, are representatives of the La Jolla community and as such will perform their duties in the public trust.
- Section 3. Trustee Terms
A. Elected Trustees
Trustees of LJCPA shall be elected to serve for fixed terms of 3 years with expiration dates during alternate years to provide continuity. No person may serve on the planning group for more than six consecutive years. The six-year limit refers to total maximum consecutive years of service time. After a one-year break in service as a planning group Trustee, an individual who has served for six consecutive years shall again be eligible for election to the LJCPA Board of Trustees.

The planning group will actively seek new members to the extent feasible. If not enough new members are found to fill all vacant seats on the LJCPA Board of Trustees, the planning group may retain some Trustees who have already served for six consecutive years to continue on the Board of Trustees without a break in service for no longer than one additional year.

B. Appointed Trustees

Trustees appointed pursuant to Article III, Section 1 shall serve for a fixed term of one (1) year and for no more than three (3) consecutive terms. The three-term limit refers to consecutive appointments by one of the La Jolla organizations. Time served as an Appointed Trustee shall be used in the calculation of the maximum consecutive six-year limit in Article III, Section 3.A above.

Appointed Trustees shall be identified in sufficient time so they can be seated in April at the start of the regular meeting in order to allow their full participation as Trustees at the April planning group meeting.

C. Oath of Office

Each Trustee shall be sworn in by an oath of office each time appointed.

Section 4. Trustee Removal for Lack of Eligibility or Cause

A. Lack of Eligibility

A Trustee shall be removed from the Board of Trustees, upon a majority vote of the Board of Trustees, if, during a regularly scheduled public meeting, the Secretary presents documentation and has notified the Trustee in question, that the Trustee is either (a) no longer an Eligible Member of the Community; (b) the Trustee is no longer eligible to serve as a Trustee due to not meeting the member attendance requirements in Article VI, Section 3 of these Bylaws; or, (c) fails to attend an orientation training session pursuant to Article VI, Section 19 of these Bylaws. The removal procedure shall be pursuant to Article III, Section 6 below.

B. Recall by Members for Cause

A Trustee of the LCPA shall be subject to a recall vote if a petition signed by not less than 50% of the members of LJCPA is delivered to the Secretary requesting such a recall vote. The petition shall state the reason for the recall of the Trustee. The recall vote shall occur at a regularly scheduled or special Meeting of the Members of the LJCPA not less than 60 days after delivery of the petition to the Secretary. The Trustee subject to recall shall have an opportunity to defend him or herself at that meeting. The Trustee shall be removed from the LJCPA if a majority of the Members of the LJCPA then present at the meeting vote for his or her recall.

Section 5. Alleged Violations By a Trustee

A. In cases of alleged violations of the LJCPA Bylaws or Council Policy 600-24 by a Trustee, the planning group shall conduct an investigation consistent with the Administrative Guidelines and these Bylaws.

B. A complaint that a Trustee violated one or more provisions of the planning group's Bylaws or Council Policy 600-24 may be submitted to the planning group President by any Trustee, Member or Eligible Member of the Community. The complaint should be filed within 90 days of knowledge of the alleged violation.

C. If, after a thorough investigation by the President and at least two other Officers, the Board of Trustees determines that a Trustee has violated a provision of these Bylaws or Council Policy 600-24, the Board of Trustees shall, where feasible, seek a remedy that corrects the violation and allows the Trustee

to remain on the Board of Trustees.

D. If corrective action or measures are not feasible, the Board of Trustees may remove a Trustee by a two-thirds vote of the Board; except for specific cases outlined in Article III, Section 4 where a majority vote is sufficient for removal.

E. The vote to remove the Trustee shall occur at a regularly scheduled public meeting subject to the procedures outlined in the Administrative Guidelines and these Bylaws.

F. A Trustee found to be out of compliance with the provisions of these Bylaws or Council Policy 600-24 risks loss of indemnification [legal protection and representation] pursuant to Ordinance No. O-17086 NS.

Section 6.

Investigations

Any action by the LJCPA to discipline or remove a Trustee must occur at a scheduled planning group meeting and be advertised on the agenda as an action item. Due to the significant nature of removing a Trustee, and to ensure a fair and public process, the procedures for investigating a violation of a Trustee are listed below.

A. Documenting a violation:

- (1) A complaint that a violation of these Bylaws or Council Policy 600-24 has occurred will be presented to the planning group President. If the complaint is about the President, it may be presented to any other Officer of the planning group.
- (2) The complaint should be detailed enough to provide a description of, and timeframe within which, the alleged violation was committed and who was responsible for the violation.
- (3) The complaint should provide a citation of the LJCPA Bylaws or Council Policy 600-24 provisions of which the action is claimed to violate. If the complaint is from someone other than another planning group Trustee, the President [or other Officer] may assist in providing appropriate citations to assist the complainant.
- (4) The President will confer with the planning group Officers [exception: if an officer is the subject of the grievance or has a business or personal relationship with the alleged violator] regarding the complaint.
- (5) The President shall create a written record of the complaint and alleged violation to share with the alleged violator.

B. Procedures for administering and acting on investigating a violation:

While the authority for this process rests with this planning group, City staff may be contacted for assistance at any point in the process.

- (1) Once the information about an alleged violation is completed in writing, the President, with assistance from the planning group Officers, will meet and talk with the planning group Trustee against whom the violation is alleged. The allegations will be presented and the planning group Trustee shall be given opportunity for rebuttal.
- (2) If the President, with assistance from the planning group Officers, determines that no violation has actually occurred, the President may record this in the written record of the complaint.
- (3) If the President, with assistance from the planning group Officers, determines that a violation has occurred but the situation can be remedied either by action of the planning group or by the planning

group Trustee, then the President will outline the necessary actions in writing to achieve the remedy.

- (4) If the President, with assistance from the planning group Officers, determines that the situation cannot be remedied and that the interests of the community and LJCPA would best be served by the removal of the planning group Trustee, then the President shall set the matter for discussion at the next planning group meeting. The planning group Trustee who committed the violation shall be given adequate notice about the meeting discussion, and will be given the opportunity to resign prior to docketing the matter for a planning group discussion.

C. Presenting a violation to the Board of Trustees:

- (1) The matter of removing a seated Trustee will be placed on the planning group's agenda as a potential action item. Supporting materials from the President or from the offending planning group Trustee will be made available to the Board of Trustees prior to the meeting.
- (2) The matter will be discussed at the Board of Trustee's regular meeting with opportunity given to the Trustee who allegedly committed the violation to present his or her case and/or rebut documentation gathered by the President with the assistance of the planning group Officers. The Trustee may also request a continuance of the item to gather more information to present to the Board of Trustees by a specified date.
- (3) At the end of the discussion, the Board of Trustees may, by a 2/3 vote, choose to remove the Trustee.

D. Recourse for expelled Trustee:

- (1) There is no appeal available to a Trustee removed by a 2/3 vote the Board of Trustees.
- (2) The planning group Trustee's seat shall be immediately declared vacant and subject to provisions of Article IV.
- (3) The removal of a planning group Trustee by a 2/3 vote of the Board of Trustees will prohibit the Trustee from running for a LJCPA seat for at least 12 months after the removal.

E. Alleged Violations By the LJCPA as a Whole:

In the case of an alleged violation of the planning group's Bylaws or of Council Policy 600-24 by the planning group as a whole or multiple Trustees of the planning group, the violation shall be forwarded in writing to the City for investigation by the Planning Department and the City Attorney. The City will engage in a dialogue with the planning group, determining the validity of the complaint, and seeking resolution of the issue or dispute. The LJCPA will work with the City toward a solution and the planning group recognizes that, in accordance with Council Policy 600-24, the City may consult with the Community Planners Committee. If violations are determined to be severe and irresolvable and the planning group is to be found out of compliance with Council Policy 600-24, City staff may recommend forfeiture of recognized status and the LJCPA risks loss of indemnification and representation pursuant to Ordinance No. O-17086NS.

ARTICLE IV Vacancies

Section 1. The LJCPA shall find that a vacancy exists upon (a) the receipt of a resignation in writing from a Trustee; (b) removal of a Trustee pursuant to Article III, Section

4; or, (c) removal of a Trustee pursuant to Article III, Section 6.D.(3).

Section 2. Vacancies that may occur on LJCPA shall be filled not later than 120 days following the date of the determination of the vacancy. The term of office of any member filling a Trustee vacancy shall be for the balance of the vacated Trustee's term.

The LJCPA shall fill a Trustee vacancy by an advertised special election pursuant to Article V.

If, at any time there are one or more vacant Trustee seats on the planning group, the planning group shall conduct an election for such vacancy/vacancies in accordance with these Bylaws.

Section 3. When LJCPA is unable to fill a Trustee vacancy within the 120 days, as specified above, and the planning group has more than twelve Trustees, either the seat may remain vacant until the next planning group election, or these Bylaws may be amended to permit decreased Trusteeship to a minimum of 12 Trustees.

If a Trustee vacancy remains for more than 60 days from the time a vacancy is declared, and there are less than 12 elected planning group Trustees in good standing, the planning group shall report in writing the efforts made to fill the vacancy to the City Planning staff. If, after 60 additional days, the Board of Trustees has not reached 12 Trustees, the planning group will be deemed inactive until there are at least 12 Trustees in good standing.

ARTICLE V **Elections**

Section 1. Election Policies for Annual and Special Elections

Annual elections of LJCPA Trustees shall be held during the month of March in accordance with the elections procedures found in Article VIII, Section 4.

Special elections shall be called as required by these Bylaws.

Section 2. Candidate Qualifications

The deadline to qualify for candidacy in the March election shall be at the conclusion of the regular January planning group meeting. The planning group's Election Committee shall be established in January and shall begin soliciting members to become candidates. Persons interested in running for an Elected Trustee seat shall express their interest in writing or by electronic communication to the Election Committee. In February, the Election Committee shall present to the planning group a complete list of interested candidates collected up to that point in time including verification that the interested individuals are qualified to be a candidate. Candidates may announce their interest in running and be added to the list at the February meeting subject to their being qualified as a candidate. A candidate forum shall be advertised and held at the regularly scheduled February meeting or at a special meeting in February.

In order to be a candidate in the election, a Member of the LJCPA [see Article III, Section 2] must have documented attendance at three of the planning group's last 12 meetings.

The LJCPA shall make a good faith effort to utilize means appropriate to publicize the planning group's eligibility requirements for candidacy and the upcoming elections.

In the election process, the planning group shall seek enough new Trustee candidates to exceed the number of Trustee seats open for election in order to allow those who have served for six consecutive years to leave the group for at least one year.

Section 3. Voting Policies

All voting policies are established with the goal of assuring fair access to the election process and to avoid voting improprieties.

The LJCPA holds its election at the La Jolla Recreation Center from 3 p.m. to 7 p.m. on the day of the March regular meeting.

The planning group will require proof of identity of those LJCPA Members who are seeking to vote in the election.

The ballot presented to LJCPA Members to vote will clearly identify which candidates are running, how many candidates can be selected, and which candidates, if any, must receive a 2/3 majority of the vote due to service beyond six consecutive years of service.

Write-in candidates are allowed. If it is later determined that the write-in candidate is ineligible, any vote cast for an ineligible write-in candidate is an invalid vote and will not be counted.

Voting shall be by secret written ballot. Proxy voting for elections is not allowed under any circumstances. Development and promotion of "slates" of candidates is contrary to the intent of Council Policy 600-24.

Article VIII, Section 4 contains all voting procedures including: voting times, voting locations, voting eligibility, candidate eligibility, election committee establishment and responsibilities, promotion of elections, counting votes, write-in candidates, poll locations, managing polls, reporting election results to the President and election challenge criteria and procedures.

Section 4. Election Results

An election becomes final after announcing the validated election results at the conclusion of the noticed, regular March monthly planning group meeting. The President is responsible for preparing, certifying, and forwarding the election report to the Planning Department. New planning group Trustees shall be seated in April at the start of the regular meeting in order to allow their full participation as elected Trustees at the April planning group meeting.

The Chair of the Elections Committee shall take custody of the election ballots. Any challenge to the election results must be filed with the Chair of the Elections Committee in writing within one week of the announcement of the results of the election. If no challenge to the election results has been made within said time period, the ballots shall then be destroyed.

Each newly elected Trustee shall be sworn in by an oath of office each time elected.

ARTICLE VI Community Planning Group and Planning Group Trustee Duties; Meetings and Committees

Section 1. General Duties

It is the duty of the LJCPA to cooperatively work with the Planning Department and/or appropriate staff throughout the planning process, including but not limited to the formation of long-range community goals, objectives and proposals or the revision for inclusion in a general or community plan.

It is the duty of the planning group as a whole, and of each Member and each Eligible Member of the Community, to refrain from conduct that is detrimental to the planning group or its purposes under Council Policy 600-24. No person shall be permitted to disturb the public meeting so as to disrupt the public process as set forth on the planning group agenda.

Section 2. A. Regular Meetings

The LJCPA shall hold regularly scheduled meetings on the first Thursday of every month unless rescheduled by the President with at least ten (10) days prior notice. It is the duty of each planning group Trustee to attend all regularly scheduled planning group meetings.

B. Annual Meetings

Annual meetings of the Members of LJCPA shall be held in March of each year at such place in La Jolla, California, as may be designated by the Board of Trustees in a notice of such meeting given at least ten (10) days prior to such meeting. Twenty-five percent of the Members in good standing shall constitute a quorum for the annual meeting of the Members.

C. Special Meetings

Special meetings of the Trustees and Members may be called at any time by the President, or shall be called by the President upon written application of three (3) Trustees. The object of such meetings shall be stated in the notice of such meeting, which shall be given at least seventy-two (72) hours prior to such meeting, and shall designate also the time and place of such meeting as designated by the President. A majority of elected Trustees in good standing shall constitute a quorum for a special meeting of Trustees and twenty-five percent of Members in good standing shall constitute a quorum for a special meeting of the Members, and no business shall be transacted other than that stated in the notice of such meetings.

Section 3. Meeting Attendance

Trustees shall attend regularly scheduled and special meetings of the LJCPA. The Secretary shall record in the minutes of each meeting the Trustees in attendance. The LJCPA shall find that a vacancy exists upon receipt of a written report from the planning group's Secretary reporting the third consecutive absence or fourth absence in any 12-month period of a Trustee from the LJCPA's regular meetings. Special meetings shall not be counted in the tally of absences.

Section 4. Standing Committee of LJCPA

Pursuant to the purpose of the LJCPA as identified in Article II, Section 1, the LJCPA has established the following standing committee:

MEMBERSHIP COMMITTEE: This committee shall meet quarterly at the La Jolla Recreation Center. This committee shall consist of 4 to 7 members, appointed by the President of the LJCPA and ratified by a majority of the

Trustees of the LJCPA. The purpose of the Membership Committee is to maintain a current roster of LJCPA Members and periodically update the list. This Committee shall be responsible to document all individuals that choose to register their attendance at the monthly LJCPA meetings and ensuring that the sign-in sheets at each LJCPA meeting are properly executed and retained for record keeping by the Secretary. The Membership Committee shall advise the Trustees of the LJCPA on the status of Members and shall cause the Member list to be posted on the LJCPA website.

Section 5. Meeting Conduct of Board of Trustees and Committees

A. All Meetings of the LJCPA

All meetings of the LJCPA, including committees, or special or emergency meetings as described in Administrative Guidelines Section 3.2, shall be open to the public and shall be conducted in accordance with *Robert's Rules of Order Newly Revised* and these Bylaws. A report of attendance of Trustees, committee members and LJCPA Members and a copy of approved minutes, which include the votes taken on each matter acted upon for each meeting, shall be retained by the LJCPA and shall be available for public inspection.

B. Board of Trustee Meetings

A quorum must be present at any meeting of the Board of Trustees in order to conduct business and/or to vote on projects or to take. A report of attendance of Trustees and LJCPA Members and a copy of approved minutes, which include the votes taken on each matter acted upon for each meeting, shall be retained by the LJCPA and shall be available for public inspection. A copy of the approved minutes shall be submitted to the Planning Department within fourteen (14) days after approval.

Actions on specific projects should include the vote of the Board of Trustees, should indicate whether or not the applicant appeared before the planning group, and what type of notification was provided to the applicant requesting his/her appearance at the planning group meeting.

C. Committee Meetings

A majority of the respective committee members must be present to conduct business and/or to vote on projects or to take actions at regularly scheduled committee meetings. Actions on specific projects should include the vote of the committee, should indicate whether or not the applicant appeared before the committee, and what type of notification was provided to the applicant requesting his/her appearance at the committee meeting.

Section 6. Rules Regarding Standing Committee

A. The Chair of any standing committee shall be an Elected Trustee of LJCPA, and shall be elected by members of any standing committee at the 1st regularly scheduled meeting, following the appointment of the committee. The term of each committee member shall be one year. All committee meetings shall be open to the public and shall encourage public comment and input in the review of all committee agenda items.

B. Every member of any standing committee established by the planning group shall be a Member of the LJCPA.

C. Committee recommendations must be brought forth to the LJCPA Board of Trustees for formal vote at a noticed public meeting. In no case may a committee recommendation be forwarded to the City as the formal recommendation of the planning group.

D. The LJCPA President shall be an ex officio member of all standing committees.

Section 7. Community Joint Committees and Boards

In order to achieve the diversity and equality of representation of the La Jolla community and to meet the objective's of Council Policy 600-24 regarding broad representation of the various geographic sections of the community and diversified community interest, Community Joint Committees and Boards have been formed and are required. The LJCPA shall appoint its members to the following Community Joint Committees and Boards as long as each Community Joint Committee and/or Board continues to meet.

A. Community Joint Committees

(1) COASTAL DEVELOPMENT PERMIT (CDP) COMMITTEE

Trustees of the LJCPA shall appoint five Members of the LJCPA to serve on the CDP Committee. The purpose of the Coastal Development Permit Committee is to review and make recommendations regarding all Discretionary Permit applications filed for projects located within the La Jolla Community Plan boundaries, excluding the La Jolla Shores Planned District. This Committee receives public input in a review process that uses the regulations and guidelines established in the San Diego Municipal Code and La Jolla Community Plan in effect at the time of the project submittal to the City of San Diego. The CDP Committee holds regularly scheduled public meetings. The CDP Committee will normally consist of ten members, five appointed by the LJCPA and five members appointed by the La Jolla Town Council.

(2) LA JOLLA SHORES PERMIT REVIEW COMMITTEE (LJS/PRC)

The Trustees of the LJCPA shall appoint one Member and one alternate of the LJCPA to serve on the La Jolla Shores Permit Review Committee. The purpose of the La Jolla Shores Permit Review Committee is to review and make written monthly recommendations regarding all applications for permits referred to it within the boundaries of the La Jolla Shores Planned District. This review is intended to insure compliance with the La Jolla Community Plan and Local Coastal Program Land Use Plan, the La Jolla Shores Planned District Ordinance, the La Jolla Shores Planned District Urban Design Manual, and City of San Diego ordinances concerning Sensitive Coastal Resources, Resource Protection, Hillside Review, Zoning Variances, Conditional Use Permits and Special Permits. The LJSPRC holds regularly scheduled public meetings. The LJSPRC will normally consist of five members, two members and one alternate appointed by the La Jolla Shores Association, two members and one alternate appointed by the Community Planning Committee of the La Jolla Shores and one member and one alternate appointed by the LJCPA.

(3) PLANNED DISTRICT ORDINANCE (PDO) COMMITTEE: The Trustees of the LJCPA shall appoint three Members of the LJCPA to serve on the PDO Committee. The purpose of the PDO Committee is to insure uniform and consistent enforcement of the La Jolla Planned District Ordinance (LJPDO), to assist the City of San Diego City in clarifying the LJPDO, to assist applicants in understanding and interpreting the LJPDO and the permit process, and to develop recommendations for changes to the ordinance. The PDO Committee reviews and makes written monthly recommendations regarding all applications for Coastal Development Permits within the La Jolla Planned District to the LJCPA, the La Jolla Town Council, and Promote La Jolla, Inc. This committee forwards its recommendations to the Coastal Development Permit Committee

where applicable to enable the Coastal Development Committee to incorporate these recommendations in its review and public comment discussion. The PDO Committee holds regularly scheduled public meetings. The PDO Committee will normally consist of nine members, three appointed by the LJCPA, three appointed by the La Jolla Town Council and three appointed by Promote La Jolla, Inc.

B. Community Boards

(1) LA JOLLA COASTAL ACCESS AND PARKING (LJCAP) BOARD

The Trustees of the LJCPA shall appoint three Members of the LJCPA to serve on the LJCAP Board. The purpose of the LJCAP Board is to review and make recommendations concerning all coastal access and parking issues within the La Jolla Community Plan boundaries. The LJCAP Board holds regularly scheduled public meetings. The LJCAP Board normally consists of nine members, three members appointed by the LJCPA, three members appointed by the La Jolla Town Council, and three members appointed by Promote La Jolla, Inc.

(2) LA JOLLA TRAFFIC AND TRANSPORTATION (T & T) BOARD: The Trustees of the LJCPA shall appoint two Members of the LJCPA to serve on the T & T Board. The purpose of the Traffic and Transportation Board is to serve as the focal point for traffic and transportation matters concerning the community of La Jolla with governmental agencies and with the public, and to investigate, evaluate and propose recommendations to the LJCPA, the La Jolla Town Council, Promote La Jolla, Inc., the La Jolla Shores Association, and the Bird Rock Community Council. The T & T Board holds regularly scheduled public meetings. The T & T Board will normally consist of ten members, two members appointed by the LJCPA, two members appointed by the La Jolla Town Council, two members appointed by the La Jolla Shores Association, two members appointed by Promote La Jolla, Inc., and two members appointed by the Bird Rock Community Council.

(3) LA JOLLA COMMUNITY PARKING DISTRICT (LJCPD) ADVISORY BOARD

The La Jolla Community Parking District Advisory Board was established by resolution of the City of San Diego. Trustees of the LJCPA shall appoint one Member of the LJCPA to serve on the La Jolla Community Parking District Advisory Board. The purpose of the LJCPD is to advise the City of San Diego on the creation of parking policies and practices that are in the best interests of the community of La Jolla. The LJCPD normally consists of nine members, one appointed by the LJCPA, three appointed by Promote La Jolla, Inc., one appointed by the La Jolla Town Council, one appointed by the La Jolla Shores Association, one appointed by the Bird Rock Community Council and two at large.

Section 8. Rules Regarding Community Joint Committees and Boards

The Board of Trustees of the LJCPA shall review recommendations of each Community Joint Committee and Board and take action as the Board of Trustees deems appropriate. All committee appointees appointed by the LJCPA shall be appointed by the President and ratified by the Trustees. The President, with the ratification of the Board of Trustees, may appoint representatives of the LJCPA to other community joint committees or boards as deemed to be in the best interest of the community of La Jolla.

Section 9. Community Planners Committee Representative

The President shall be the recognized community planning group's representative to the Community Planners Committee (CPC). However, by vote

of the Trustees, a Trustee other than the President may be selected as the officially designated representative to the CPC with the same voting rights and privileges as the President. Designation of a Trustee other than the President for LJCPA's representation, as well as for the planning group's alternate, to the CPC shall be forwarded in writing to the staff representative to the CPC prior to extension of voting rights and attendance. The LJCPA officers and representatives to the CPC shall promptly disseminate to all Trustees any pertinent information that is received by the planning group regarding its official business.

Section 10. Other Committees

Other committees, standing, ad hoc, or special, shall be appointed by the President and ratified by the Board of Trustees as the Board of Trustees deems necessary to carry on the work of the LJCPA. All appointees must be Members of the LJCPA.

Section 11. Public Meetings

The LJCPA will conduct its official business in a public setting. Officers of the planning group may oversee administrative business such as the assembling of the draft agenda in preparation for public discussions. Trustees may assist permit applicants on issues of law and procedure; however, discussions about possible planning group positions on agenda items shall occur only at noticed planning group meetings.

The planning group will not attempt to develop a collective concurrence of the members or the Trustees of the planning group as to the action to be taken on an item other than at a properly noticed public meeting, either by direct communication, personal intermediaries, serial meetings, or technological devices.

Section 12. Conflicts of Interest

Any Trustee of the LJCPA with a direct economic interest in any project that comes before the planning group or any committee must disclose the economic interest, and must recuse from voting and not participate in any manner as a Trustee of the planning group for that item on the agenda. In the event of a recusal, the individual must remove him or herself from the room prior to discussion. Section 3.5 of the Administrative Guidelines is this planning group's reference for determining direct economic interest.

Section 13. Abstention

In limited circumstances, LJCPA Trustees may abstain from either voting on an action item, or from participating and voting on an action item. The Trustee must state, for the record, the reason for the abstention.

The LJCPA's President may participate in discussions but does not vote except to make or break a tie.

Section 14. Proxy Voting

The LJCPA shall not engage in, or allow, proxy voting. Other methods of absentee voting, such as telephoning or emailing a vote, are also prohibited.

Section 15. Community Input

The LJCPA shall periodically seek community-wide understanding of and participation in the planning and implementation process. Due consideration shall be given to all responsible community attitudes as these are deemed to be in the best long-range interest of the community at large. When reviewing

development projects, the planning group will allow participation of affected property owners, residents and business establishments within proximity to the proposed development. The project applicant or representative shall be informed each time that a review will take place, and the applicant or representative will be provided with an opportunity to present the project. Any interested individual shall be given an opportunity to comment on a project during a planning group meeting. At the start of each item, the President will identify how much time can be allocated to public comment based on the number of items before the planning group for action.

Section 16. Dues and Contributions

No dues are required to be a member of the LJCPA or to participate at planning group meetings. All contributions must be voluntarily made, and no official planning group correspondence may be withheld based on any individual's desire to not make a voluntary contribution. The planning group may solicit financial contributions from the citizens of the community for the purposes of furthering the efforts of the planning group to promote understanding and participation in the planning process as well as to cover the costs of operation.

Section 17. Roster of Trustees

The LJCPA Secretary shall maintain a current, up-to-date roster of the names, terms, and category/qualifications of planning group Trustees. The current roster, as well as any updates, shall be forwarded to the Planning Department.

Section 18. Annual Report of Accomplishments and Objectives

The President of the planning group shall submit to the Planning Department, by the end of March each year, an Annual Report of Accomplishments for the past calendar year and anticipated objectives for the coming year.

Section 19. Trustee Training

Each elected LJCPA Trustee is required to attend an orientation training session administered by the Planning Department as part of planning group and individual member indemnification pursuant to Ordinance No. O-17086 NS. Newly seated Trustees must complete a basic orientation training session within 12 months of being elected or appointed to the planning group or the Trustee will become ineligible to serve.

ARTICLE VII Planning Group Officers

Section 1. Officers

The officers of the LJCPA shall be elected from and by the elected Trustees of the LJCPA at the April meeting. Appointed Trustees shall not have the right to elect officers. Officers shall be a President, Vice President, Secretary and Treasurer. The length of an officer's term shall be one year. No person may serve in the same LJCPA office for more than (3) three consecutive years.

Section 2. President

The President shall be the principal officer of the planning group and shall preside over all planning group and communitywide meetings organized by the planning group. The President is responsible for all committee appointments subject to ratification by a majority of Trustees at a meeting.

Section 3. Vice President

In the absence of the President, the Vice President shall perform all the duties and responsibilities of the President.

Section 4. Secretary
The Secretary shall be responsible for the planning group's correspondence, attendance records, and minutes and actions (including identification of those planning group members that constitute a quorum, who vote on an action item, and who may abstain or recuse and the reasons), and shall assure that planning group members and members of the public have access to this information. The Secretary may take on these responsibilities or may identify individuals to assist in these duties.

Section 5. Treasurer
The Treasurer shall be responsible for general supervision of the financial affairs of the planning group and shall make regular financial reports to the Board of Trustees and members. The Treasurer shall also be responsible for filing all financial reports and shall perform such other duties as may be prescribed by the Trustees.

ARTICLE VIII Planning Group Policies and Procedures

Section 1. Policies
The LJCPA Bylaws incorporate policies and procedures directed by Articles I through VII of Council Policy 600-24. These Bylaws also contain some policies and procedures recommended in Article VIII of Council Policy 600-24. This Bylaws Article lists additional procedures, which are found in Exhibits attached to the Bylaws.

Section 2. Procedures
Any procedures found in exhibits have the same effect as if they were incorporated directly into Articles I through VII of the Bylaws. They are separated into exhibits for ease of understanding. Listed procedures are grouped by category as follows: Community Participation, Planning Group Composition, Conduct of Meetings, Member and Planning Group Responsibilities, and Elections.

A. Community Participation

The following are the LJCPA procedures regarding community participation:

(1) Public Input

During all discussions, the President shall solicit testimony from the public attending each meeting. Votes taken on public issues shall include a tabulation of the votes of those in attendance, recorded as such in the minutes of the meeting.

(2) Community Outreach

Regularly scheduled meetings and annual elections shall be publicized in local neighborhood newspapers as well as on the LJCPA website. Announcements shall be sent via electronic communications to all organizations, including but not limited to the La Jolla Town Council, Promote La Jolla, The La Jolla Shores Association, the Bird Rock Community Council, and individuals who have notified the Membership Committee of their interest in receiving any and all electronic notices. Notices shall be posted publicly at the La Jolla Public Library.

B. Planning Group Composition

The following are the LJCPA policies pursuant to Article III, Section 2 regarding planning group composition:

To the extent possible, the Trustees shall be representative of the various geographic sections of the community and/or diverse community interests as determined by the City Council and shall include property owners, residents, and local business persons in addition to other community interests.

C. Conduct of Meetings

The following are the LJCPA procedures regarding conduct of planning group meetings:

(1) During each meeting of the Trustees, a time shall be set aside for communication from the public. Public comments on items not listed on the agenda shall be limited to two (2) minutes in duration, are not debatable and shall be heard at the beginning of each meeting. Public comment will also be invited on items on the agenda and limited to two (2) minutes in duration.

(2) Publicity regarding the time, place, and agenda of the next Regular Meeting shall be arranged through the local newspapers, LJCPA website and via electronic communication to all groups and/or individuals requesting notification. This notice shall be made available at least 72 hours in advance of such meetings.

(3) Consent items will be placed on the agenda based upon the recommendations of both Standing and Community Joint Committees. If a motion is made by a Trustee to pull an item from the consent agenda, and is seconded, this item will be placed on the Trustees next monthly meeting for a full discussion or referral to a Standing Committee, Community Joint Committee or Board.

Section 3. Trustee and Planning Group Responsibilities

The following are the LJCPA procedures and governing documents regarding Trustee and planning group responsibilities:

A. Official Positions

Any recommendation made by a committee must be acted upon by the Trustees of the LJCPA to be recorded as an official vote of the LJCPA. The official position of the LJCPA shall not be established or determined by any organization other than the LJCPA, nor by any individual Trustee of the LJCPA other than one authorized to do so by the LJCPA.

B. Governing Documents

The LJCPA shall be governed by the City of San Diego Council Policy 600-24, which is the Standard Operating Procedures and Responsibilities of Recognized Community Planning Committees. The Administrative Guidelines for Implementation of Council Policy 600-24 amended on April 26, 2006 was established to interpret the Council Policy and reference is hereby made to these documents in further defining the intention of the LJCPA's responsibilities.

Section 4. Elections

The Elections Handbook, which is an attachment to the Administrative Guidelines, provides general guidance for planning group elections. The following are procedures pertaining to the elections provisions of these Bylaws:

A. The President of the LJCPA will appoint and the Board of Trustees shall ratify an Election Committee consisting of 4 to 7 members. Said Election Committee shall not include any Elected Trustee who will stand for re-election or any member that is running in the election. The primary purpose of this committee is to supervise the Election preparation as well as the election itself. The Election Committee shall also review the eligibility of candidates between

the time a candidate applies to run and the date of the election.

B. Voting is done by secret ballot placed in a box, with the Election Committee monitoring to ensure voters that their ballot has been cast in secrecy. A plurality of votes cast will determine the election of candidates. Six (6) of the eighteen (18) Trustees shall be elected by written secret ballot at each annual meeting and shall hold office for three (3) years thereafter. Each LJCPA member may cast votes equal to the number of vacant Trustee positions. They may cast fewer votes than the number of vacant positions, but not more. They may not cast more than one vote for any candidate. If any ballot is received which indicates votes exceeding the number of elected positions available or more than one vote per candidate, then that ballot will be void and will not be counted. The individuals who receive the most votes will be elected, with those receiving the greatest number of votes being assigned the longest available term. The Election Committee is responsible for determining the validity of ballots.

C. The Election Committee shall create a clear and simple ballot. The ballot must clearly state the number of open seats available and how many candidates for which to vote. The ballots must stipulate that only pens may be used to mark the ballots. Write-in candidates are allowed and space must be provided on the ballot for write-ins.

D. The polling location shall be the La Jolla Recreation Center located at the intersection of Prospect Street and Draper Avenue. The polls shall be open and monitored from 3 p.m. to 7 p.m. on the date of the annual meeting. Proxy and absentee ballots are not allowed.

E. The President of the LJCPA will announce the close of the Elections and shall state that ballots will not be accepted after the polls close. All the ballots will be collected and counted by the Election Committee. In the event of a tie vote situation, a coin toss will determine the winner, with the candidates having an opportunity to be present. Upon final verification of the count, the Election Committee shall report the results to the LJCPA President who shall certify and immediately announce the results. The President shall cause the results to be posted on the LJCPA website and off the results for publication in the local newspapers.

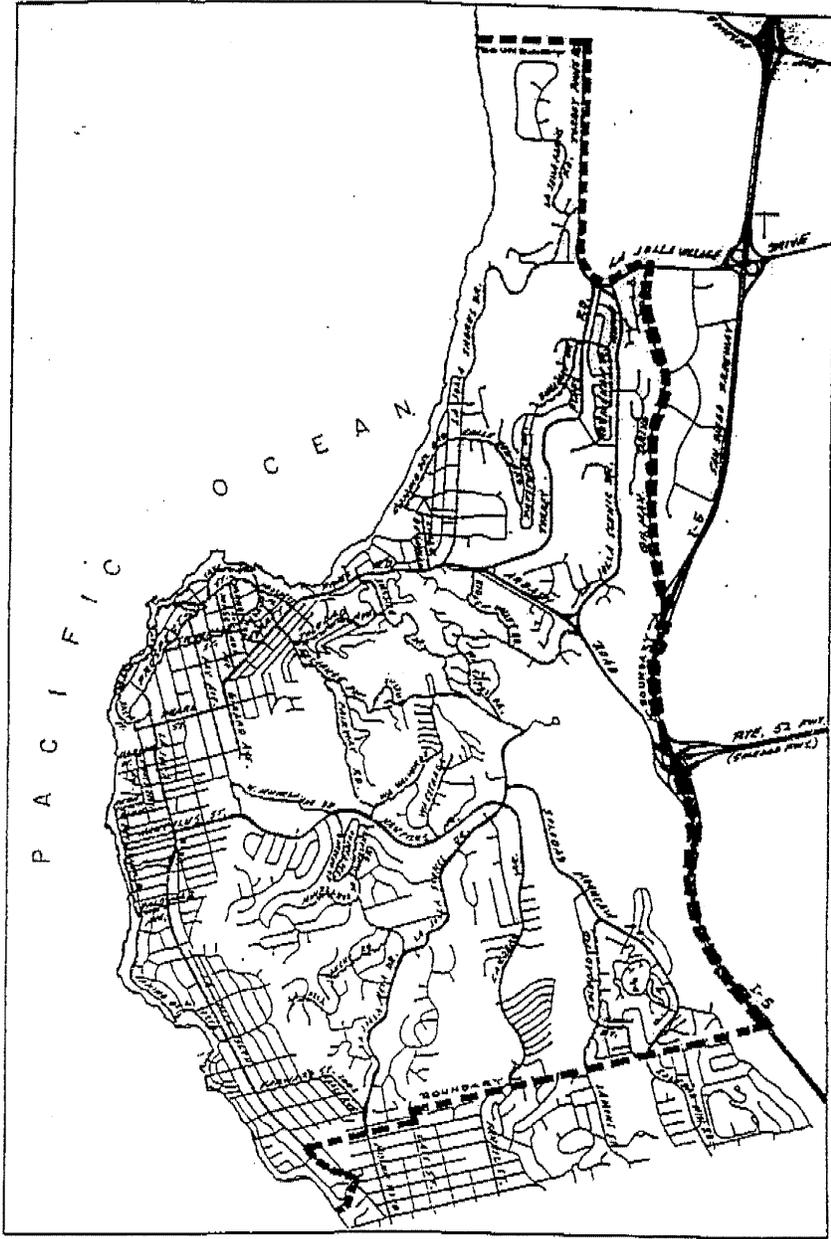
F. Any challenge to the election results must be filed with the Chair of the Elections Committee in writing within one week of the announcement of the results of the election in order to allow enough time to resolve the issue in accordance with Article V, Section 4.

Section 5.

Amendments

These Bylaws may be repealed or amended, or new Bylaws may be adopted, by a majority vote of Members of the LJCPA in attendance at any annual meeting of the Members or at any special meeting of the Members called for that purpose. The adoption of Bylaws or Amendments shall become effective upon adoption by the Members. The Bylaws shall then be submitted for review and approval by the City Attorney, the City Planning Director and the City Council.

APPROVED 1/2/92



La Jolla Community Planning Association
Boundary Map
Exhibit A

List of Attachments to these Bylaws

1. City Council Policy 600-24
http://clerkdoc.sannet.gov/RightSite/getcontent/local.pdf?DMW_OBJECTID=09001451800bd571
2. City Council Policy 600-24 Administrative Guidelines
<http://www.sandiego.gov/planning/community/pdf/cpg/adminguidelinesfinal2006.pdf>
3. Election Handbook
<http://www.sandiego.gov/planning/community/pdf/cpg/electionhandbook.pdf>