

Report of PPCC Bylaws Committee – September 2025

The PPCC Bylaws govern how we are organized and operate: what we do and how we do it. The Mission Statement read at the start of each PPCC Board meeting comes verbatim from our Bylaws. The Bylaws have been incrementally changed numerous times over the years. There are many authors and occasionally terminology can become confusing.

The Bylaws include several Appendices and Attachment A (Election Procedures; included in the Bylaws for convenience).¹ The Bylaws were last revised in August 2025. Now, considering more recent information and conditions, the Bylaws Committee recommends further revisions and accordingly proposes that the PPCC Board adopt the amendments summarized below:

- Revisions to Appendix A of the Bylaws (Organizations Eligible to Send Representatives, p. 20), as follows: 1) Add the “Malibu-Palisades Chamber of Commerce” to the Business and Commerce Category; 2) update the name of the YMCA to the “Lowe Family YMCA” in the Recreation Category; and 3) delete “Westside Waldorf School” from the Education Category (private schools).²
- Addition of a new Standing Rule 15 (in Appendix C of the Bylaws, p. 27), expressly providing authority in the Bylaws for PPCC to make grants or donations from funds donated by third parties to PPCC.

Links to documents are being sent to Board members for review and have been published on our website: a “redline” (red font/~~strikeout~~) version,³ with each recommended change in red font, and a final “clean” draft⁴ for voting purposes.

The Bylaws Committee moves that the recommended amendments/additions be adopted by the Board. Voting will take place after discussion at the Board meeting on September 25, 2025 (the time of the required *second distribution* of the proposed Bylaws amendments; the *first distribution* to occur on September 11, 2025). Separate votes will be taken on the proposed amendments as grouped in the above two bullet points.

A few words to provide clarity regarding the two “voting standards” to be applied to the vote on these amendments: 1) a **2/3 vote of Board members present** is required for adoption of amendments to the Bylaws, including Appendices A and C (Art. XII.2.A) – *except for the vote to add the new Chamber, as follows*: 2) a **2/3 vote of the entire Board** (at least 15 of 23) is required to add the Malibu-Palisades Chamber to Appendix A (Art. VIII.1.A.4; *i.e.*, a 15-vote minimum is required to add new Members, regardless of the number of Members present). Abstentions under both voting standards are effectively counted as “No” votes.⁵

¹ Bylaws: <https://pacpalicc.org/wp-content/uploads/2025/08/PPCC-Bylaws-Aug.-14-2025R.pdf> (note: at this time the Bylaws Committee recommends amendments only to Appendices A and C).

² See Background regarding these amendments on p. 2, following.

³ Redline version: <https://pacpalicc.org/wp-content/uploads/2025/09/PPCC-Bylaws-Amend.-Sept.-2025-Redline.pdf>

⁴ Clean draft: <https://pacpalicc.org/wp-content/uploads/2025/09/PPCC-Bylaws-Amend.-Sept.-2025-Clean.pdf>

⁵ PPCC’s Bylaws provide for several voting standards applicable to different situations, which can be confusing. For hypotheticals that may be helpful (based on a *simple majority vote count* as applied to different voting standards), see this table prepared in 2016: <https://pacpalicc.org/wp-content/uploads/2016/06/Voting-Standard-Hypothetical.pdf>.

Committee members: Chris Spitz & Maryam Zar, Co-Chairs; James Alexakis, Quentin Fleming, Andrew Wolfberg; Sue Kohl (*ex officio/non-voting*)

Background re recommended revisions to Appendix A:

- 1) The former Pacific Palisades Chamber of Commerce was a PPCC Board member for many years, before joining forces with the Malibu Chamber a few years ago; the Chamber has now applied to return to the Board under its new name -- the **Malibu-Palisades Chamber of Commerce** (aka "PaliBu"). Both the Bylaws Committee and the Executive Committee (as required by the Bylaws) recommend, and strongly support, adding the new Chamber.
- 2) The name of the former Palisades-Malibu YMCA (also a longtime PPCC Board member) has now been officially changed to the **Lowe Family YMCA**; the Bylaws Committee recommends, and strongly supports, updating Appendix A with the correct new name of the YMCA, in recognition of the official name change and of the Lowe Family's generous contribution to the critical restoration of this beloved Palisades institution.
- 3) The **Westside Waldorf School** is doing well at a new location in Santa Monica after its school building was sadly destroyed in the fire, but has now advised us that it will not return to the Palisades. The school agrees that it is appropriate for Westside Waldorf to be removed from the list of private schools in Appendix A (Education Category). We are pleased to note that all other schools (public and private) in Appendix A are either now operating in or will be rebuilding and returning in due course to the Palisades.

PPCC Bylaws Committee

*Prepared in connection with the Board
meetings on Sept. 11 and Sept. 25, 2025*