

Metropolitan Nashville Community Oversight Board Bylaws

PREAMBLE

These bylaws are adopted for the purpose of providing an organizational framework for the Metropolitan Nashville Community Oversight Board so it may better serve the purposes for which it has been established.

ARTICLE 1 AUTHORITY FOR THE BYLAWS

These bylaws are promulgated in accordance with and by virtue of the Metropolitan Charter of Nashville, Section 11.1301, et seq. Nothing in these bylaws is intended to or shall operate to limit the authority granted to the Board by Charter or other law.

ARTICLE 2 THE BOARD'S MISSION

The mission of the Board is to provide an accessible, respectful, independent and effective forum for community participation in the investigation and resolution of complaints of Metropolitan Nashville Police Department ("MNPDP") misconduct; to examine and issue policy recommendations regarding local law enforcement policies and practices; to encourage open and constructive communication and cooperation between local law enforcement and Metro's residents; and to protect civilians' rights and promote professionalism and best practices in the MNPDP, enhancing community-police relations and creating a safer Nashville.

ARTICLE 3 DEFINITIONS

The following definitions shall apply in these bylaws:

- a. **Board:** The 11 member governing body of the Metropolitan Community Oversight Board;
- b. **Council:** The Metropolitan Council;
- c. **Executive Director or Director:** The Executive Director of the Board, who reports to the Board and oversees the other COB staff;
- d. **MNPDP:** Metro Nashville Police Department;

- e. **MNPD Misconduct or Misconduct:** Improper behavior by an MNPD officer or employee of MNPD, which violates MNPD policies, criminal laws or civil rights laws;
- f. **Policy Advisory Report:** A public report and recommendation by the Board based on community and criminal justice agency input and COB staff research and analysis regarding any aspect of the criminal justice system in Davidson County;
- g. **Public Building:** Buildings owned by the Metropolitan Government.
- h. **Resolution Report:** The decision by the Board on an investigation of a claim of MNPD Misconduct.

ARTICLE 4 POWERS AND DUTIES

The Board shall have such powers and duties as established by Metropolitan Charter of Nashville, Section 11.1301 et seq. The specific powers and duties enumerated in those sections, while too lengthy to repeat here, are incorporated by reference. Broadly speaking, these powers and duties include:

- a. investigate allegations that MNPD officers have committed misconduct against members of the public in Metro Davidson County, and in the process thereof to exercise all powers, including the power to compel, afforded to other metropolitan government agencies, Boards, and entities identified in Section 18.10 of the metropolitan government Charter.
- b. for each investigation of alleged misconduct the Board staff shall prepare a Resolution Report, summarizing the investigation and recommended findings. This report shall then be submitted by the Executive Director to the Board for its consideration pursuant to its separately adopted policies and procedures.
- c. issue policy advisory and Resolution Reports assessing allegations of misconduct by MNPD and recommendations to agencies involved in public safety and the administration of justice;
- d. should it choose to do so, establish a monitoring program that provides an ongoing review or audit of the complaint process administered by the MNPD Office of Professional Accountability (“OPA”) or equivalent internal affairs program in MNPD;
- e. where the Board finds a basis to believe that an officer has committed misconduct in violation of MNPD policy, refer such matter to the MNPD OPA and recommend that discipline be given within the parameters of civil service rules and regulations of article 12 of this Charter. MNPD shall be required to respond to the Board’s disciplinary recommendations in writing;

f. should it choose to do so, forward Resolution Reports that produce factual findings of criminal misconduct and civil rights violations to the District Attorney, the Grand Jury, or the United States Attorney;

g. receive public comment and conduct community forums and public education programs in order to promote and encourage improved communication and cooperation among all groups interested in improving community relations;

h. collect data regarding policing and law enforcement in Metropolitan Nashville, to investigate claims of and/or alleged patterns of misconduct and to publish various reports on the state of law enforcement in Metropolitan Nashville;

i. advise and consult with the Metro Council and the Mayor on matters involving law enforcement and to recommend to the Metro Council and Mayor measures designed to eliminate misconduct and to promote mutual respect between the community and law enforcement throughout Metro;

j. appoint, employ and discharge an Executive Director who will appoint, employ and discharge, by and subject to the authority of civil service, such personnel as the Board may deem necessary for its efficient administration, including but not limited to, Assistant Executive Director, a minimum of three investigators to investigate alleged misconduct and factual matters relevant to the development of policy advisory and Resolution Reports, a minimum of two research analysts, a minimum of one community engagement liaison to receive and solicit input from community members, and a legal resource advisor, and to prescribe and fix their duties, scope of authority and qualifications;

k. delegate to the Executive Director responsibility for (a) the employment, supervision and removal of staff (b) the programs of the Board under its policies and directives, (c) staff leadership to all meetings of the Board, which the Executive Director shall attend as an ex officio and non-voting member, and (d) staff or appoint another Board employee member to give staff support to all Board committees;

l. annually, submit to the Mayor, through the Director of Finance, a budget request of no less than \$1,500,000.00 beginning and after the fiscal year 2019-2020, and it shall be the duty of the Metro Council to determine if this amount is sufficient for the operation of the Board and its staff;

m. develop rules for determining staggered terms for the succeeding appointees to the initial members of Board; and

n. adopt policies and procedures for the orderly performance of duties by the Board and its staff.

ARTICLE 5 COMPOSITION OF THE BOARD

Section 1. Appointment. In accordance with Metropolitan Charter, Section 11.1301 the Board shall be composed of eleven (11) members, who are residents of Davidson County, who must have a demonstrated knowledge of issues pertaining to civil rights and equity, and experience with criminal justice and policing practices. Seven (7) of the Board members shall be persons who are nominated by community organizations or private petition signed by fifty (50) Davidson County residents and approved by majority vote of the Council. At least four (4) of the seven (7) members must reside in economically distressed communities. Two (2) of the members shall be persons who are nominated by Council Representatives, and then approved by majority vote of the Council. Two (2) of the members shall be persons who are nominated by the Mayor, and then approved by majority vote of the Council. The following persons are ineligible to serve on the Board: current employees of any law enforcement agency; anyone who has served in a law enforcement capacity in the past five year; any elected official; and the spouses of the foregoing persons. The members of the Board shall serve without compensation.

Section 2. Term of Office. (1) Each member of the Board shall be elected to serve a term of three years commencing February 1 of the year elected, except for the initial members who shall serve at least a one-year (1) term; the successive Board members shall serve staggered three-year terms. (2) The initial Board members agree to the following procedure for establishing staggered terms among them:

a. among the initial seven (7) Community nominated members, as drawn by lot among them, two (2) shall serve three-year terms, three (3) shall serve two-year and two (2) shall serve one-year terms;

b. among the initial two Council nominated members, as drawn by lot among them, one (1) serve a three-year term and one (1) serve a two-year term; and

c. among the initial two Mayor nominated members, as drawn by lot among them, one (1) serve a three-year term and one (1) serve a one-year term.

Section 3. Vacancy during term of Office. In the event a vacancy is created on the Board by the death, incapacity, or resignation of a member, or by the failure of a member to continue to reside in the general services district, a successor for the unexpired term shall be elected by the Metro Council in the same manner as the replaced member, such that the balance of seven (7) community-nominated representatives, two (2) Council-nominated representatives and two (2) Mayor-nominated representatives is maintained.

Section 4. Conflicts of Interest. Board members shall acquaint themselves with applicable conflict of interest rules. A Board member shall withdraw from any proceeding in which he or she has a conflict of interest, or does not believe he or she can provide a fair and impartial hearing. Board members should err on the side of caution and withdraw from any proceeding in which there is an appearance of a conflict of interest.

Section 5. Training. Within six (6) months of appointment each Board member shall complete orientation training as specified by the Board in its rules.

Section 6. Removal/Resignation. If any member of the Board misses three consecutive full Board meetings without excuse, or one-third of the full Board meetings or Committee meetings

in a twelve-month period, fails to timely complete orientation training, or violates applicable conflict of interest or ethical standards, the Chair shall inquire of the member about the issue and whether that member will be able to positively address it and wishes to continue to serve on the Board or to resign.

ARTICLE 6 OFFICE OF BOARD

The office of the Board will be located in Davidson County, Tennessee, at such location as the Board may approve.

ARTICLE 7 OFFICERS OF BOARD

Section 1. Officers of Board. The Officers of the Board shall be a Chair, First Vice-Chair, Second Vice-Chair, and Secretary. These Officers shall be elected from the membership of the Board.

Section 2. Duties of Board Officers.

A. Chair. The Chair shall preside at all meetings of the Board and Executive Committee. The Chair shall be responsible for the general administration of the Board's affairs, general supervision of the Board's staff and the implementation of the Board's recommendations, resolutions and policies. The Chair shall have, hold and exercise such powers and perform such duties as provided for herein or by the Executive Committee.

B. First Vice-Chair. The First Vice-Chair, in the absence or upon the resignation, removal or disability of the Chair, shall perform the duties and exercise the powers of the Chair and shall perform such duties as the Board, Executive Committee, or Chair may require.

C. Second Vice-Chair. The Second Vice-Chair, in the absence or upon resignation, removal or disability of the First Vice-Chair, shall perform the duties and exercise the powers of the First Vice-Chair and shall perform such duties as the Board, Executive Committee or Chair may require.

D. Secretary. The Secretary is responsible for taking, maintaining and transmitting the official minutes of Board meetings, but may delegate any or all of these tasks to a member of Board staff. The Secretary shall perform such other duties as may be prescribed by the Board Executive Committee, or Chair.

The officers shall be assisted fully in the performance of these duties by Board staff.

Section 3. Removal. The Board may, by resolution duly adopted upon the affirmative vote of two-thirds of the Board members, remove from office any Board member from his or her officer role.

Section 4. Term of Office. Each officer of the Board shall be elected to serve for a term of one (1) year from election and until their successors are elected, except for the first Board officers, who shall serve a term of six (6) months through August 31, 2019. Board officers may be reelected, provided that no Board member shall serve longer than two years in the same officer position. If an officer's appointed term on the Board itself ends before his/her term as an officer is set to end, the Chair (or the person performing the Chair's duties under the succession provisions of Article VI, Section 2) shall appoint a replacement until such time as the next regularly held election occurs. Regardless of its length, such a replacement term does not count as a full six (6) months for purposes of applying the two year term limit set forth in this paragraph.

ARTICLE 8 COMMITTEES AND TASK FORCES

Section 1. General. The members of the Board shall control and direct all of the duties and responsibilities of the Board and shall have, hold and exercise all rights, powers and privileges not otherwise delegated to the officers and committees of the Board. The Board may create and appoint committees and task forces it deems appropriate to carry out its functions.

Section 2. Standing Committees. The Standing Committees of the Board shall include at least an Executive Committee and a Nominating Committee. The Executive Committee shall be responsible for developing additional Standing Committees subject to the review and approval of the Board.

Section 3. Executive Committee Duties and Responsibilities. The Executive Committee shall be primarily responsible for overseeing the operation of the Board, including but not limited to the following:

- a. coordinate the activities of the standing committees and the interchange of information between the Board and Committees or Task Forces;
- b. direct and oversee the goals and objectives and policies of the Board;
- c. address new areas of concern for the Board not specifically delegated to committees or task forces;
- d. review all budgetary matters, including, but not limited to (a) annual budget, (b) salaries and raises, (c) quarterly budget reviews, (d) expenditures for travel, (e) organizational membership, (f) expenses for special meetings of the Board and (g) contractual obligations of the Board;
- e. conduct an evaluation of the Executive Director and submit a report to the Board;

- f. act on behalf of the Board in emergency situations between meetings and obtain subsequent approval for such emergency action at the next Board meeting;
- g. act for the Board when specifically authorized by the Board; and

Section 4. Nominating Committee. The Nominating Committee will recommend Board members for the officer roles. The Nominating Committee shall be appointed by the Chair of the Board and shall begin its deliberations by June 22 of each calendar year. The Nominating Committee will consider, along with other relevant candidate criteria, the following factors as applicable to potential nominees:

- a. interest in serving on the Executive Committee;
- b. attendance at Board meetings and functions;
- c. participation in the mission of the Board; and
- d. responsiveness to the staff of the Board.

Section 5. Additional Standing and Ad Hoc Committees and Task Forces. The Board may authorize the establishment of such Standing Committees for such purposes and with such powers as shall be set out in the resolution authorizing the establishment of such committee. Ad hoc committees or task forces may be appointed as necessary by the Board Chair. The purpose, scope and duration of ad hoc committees or task forces shall be determined by the Board. The Board may dissolve any ad hoc committee or task force at any time.

Section 6. Abolition of Standing Committees. The Board may rescind its authorization of any Standing Committees at any time.

Section 7. Composition of Committees.

A. Executive Committee. The Executive Committee shall be composed of all Board officers. The Executive Director shall be an ex-officio and nonvoting member of the Executive Committee, as shall the previous Chair of the Board. Additionally, the Chair of the Board may appoint an additional Board member as a voting member of the Executive Committee.

B. Standing Committees. All standing committees shall be composed of a minimum of three Board members appointed by the Board Chair, one of whom shall be designated to serve as Committee Chair.

C. Ad Hoc Committees and Task Forces. While a Board Committee shall be composed of only Board members, a task force may include both Board and non-Board members as determined by the Board.

Section 8. Term of Office. Each Committee or Task Force member shall be appointed to serve for a term of no longer than one year. Committee members and Task Force members may be reappointed on a year-to-year basis.

Section 9. Committee and Task Force Operation. All Committee or Task Forces shall operate in accordance with the authority specifically granted by the Board. Except for the Executive Committee, a quorum is not required for Committee or Task Force meetings and decision making. The operation of committees and task forces shall be documented fully in written reports that are made available to all Board members.

ARTICLE 9 PERSONNEL

The Board shall have the authority to hire, employ and terminate the Executive Director. The Executive Director, in consultation with the Executive Committee, shall have the authority to hire and terminate all other employees of the Board.

All employees of the Board shall be employees of Metro, and as such shall be governed by Metro personnel rules and the classification and compensation plan for Metro employees. All employees except the Executive Director shall be civil service positions. The following persons are ineligible for employment by the Board: current employees of any law enforcement agency; anyone who has served in a law enforcement capacity in the past five years; any elected official; and the spouses of the foregoing persons.

ARTICLE 10 PUBLIC STATEMENTS

The Board Chair and the Executive Director shall be the only official spokespersons for the Board. They shall be empowered to represent to the public any positions or views which have been decided upon by the Board. In those instances where the Board has an established position or view, and the Chairperson and Executive Director are unavailable, the Chair may designate a Board member to represent the Board's position or view. No other member of the Board shall speak for or on behalf of the Board without the express consent of the Board. When circumstances require public comment from the Board on an issue or event about which the Board has not yet taken a position, the Chair or the Executive Director may respond. Nothing in this section shall limit or infringe on any member's right to free speech and expression as an individual; however, no individual Board member shall make public statements on behalf of the Board without prior consent and approval of the Board.

ARTICLE 11 COMMUNITY EDUCATION, INVOLVEMENT AND PUBLIC COMMENT

As addressed more specifically in its rules, the Board will regularly provide a time for public comment at its meetings, although not necessarily at every meeting. The Board will hold its meetings in Public Buildings throughout the county. Its members and staff will attend community meetings to discuss and receive information about the COB, its purpose and operation, and concerns about law enforcement generally. The Board will hold open public

forums in Public Buildings throughout the community to solicit and share information and concerns. In selecting the Public Buildings for its regular meetings and open public forums, the Board shall prioritize locations reasonably accessible to the community and compliant with the Americans with Disabilities Act.

ARTICLE 12 CONFIDENTIAL AND PROTECTED INFORMATION

All documents and information confidential under Tennessee or Federal law, which in the performance of their duties the Board or its staff obtains by subpoena or otherwise, shall continue to be confidential. The Board shall protect the confidentiality of any such information or documents received. As necessary and as permitted by law, the Board shall conduct any portion of a meeting where such confidential information is being reviewed or discussed in a closed, non-public session.

Except as set forth in these bylaws, or in the rules adopted by the Board pursuant to these bylaws, the Board members and Board staff shall not discuss with any person or group the status of a specific investigations of alleged police misconduct nor release to any person or group any information regarding those investigations consistent with the requirements of state law. When an investigation is complete, the Board shall approve the release of its Resolution Report and any related information.

ARTICLE 13 REPORTS

Annually, by February 1st, the Board shall furnish a public report of its activities, including a summary of investigations conducted during the preceding year; concerns expressed to the Board by residents; the Board's assessment of the MNPDP's investigative and disciplinary processes; recommendations for ways that MNPDP can improve its relationships with the residents; recommendations for changes to MNPDP's policies, rules, hiring, and training; the results of any monitoring of the complaint process administered by the MNPDP Office of Professional Accountability ("OPA") or equivalent internal affairs program in MNPDP; and community activities undertaken and any additional information required by Tennessee Code. The Board is also authorized to issue other reports from time to time as it deems appropriate.

ARTICLE 14 RULES OF PROCEDURE

Section 1. Board Meetings.

A. Regular and Special Meetings. The Board shall hold regular meetings, at least monthly, at such time and place as specified in the notice thereof. Special meetings may, upon proper notice, be held at any time and any place, and may be

called by the Chair, or the Secretary shall call such meeting at the request of any nine members of the Board.

B. Notices. Notices of regular and special Board meetings, committee meetings and task force meetings shall be given by or at the direction of the Secretary in compliance with the provisions of the Tennessee Open Meetings Act and any applicable Metro Ordinance. Other reasonable efforts at publicizing such meetings shall be made as well.

C. Quorum. The number of members of the Board which shall constitute a quorum for the purpose of meeting and transacting business shall be six members.

D. Open Meeting and Recess. All meetings of the Board, its committees and its task forces with more than a single member shall be open to the public. The Mayor, members of the Metro Council, and the public are encouraged to attend and, subject to the appropriate procedures, to participate. All meetings are subject to the requirements of adequate public notice under the Tennessee Open Meetings Act and the Metro Charter and Code. Any meeting of the Board may be recessed to a later time, provided that no recess shall be for a longer period than until the next regular meeting.

Section 2. Conduct of Board Meetings.

A. Order of Business. The order of business of each meeting shall be as contained in the agenda prepared by the Chair. The agenda shall be listed by topic of subjects to be considered by the Board and shall be delivered to each member of the Board no later than the Friday preceding the meeting to which it pertains.

1. The agenda shall provide sufficient notice concerning the order of business so that Board members are fully informed of the substance of all actions to be considered and may bring before the Board any business that should be acted upon or considered by the Board.
2. All agendas for meetings when public comment will be received shall state the amount of time reserved for that purpose and the amount of time allotted to each speaker.

B. Call of Meeting to Order. The presiding officer shall call the meeting to order at the time stated in the notice for such meeting.

C. Deliberation of the Board. Robert's Rules of Order Revised shall govern the proceedings of the Board in all cases, unless they are in conflict with the bylaws or rules, or are temporarily suspended by the affirmative vote of two-thirds of the Board members. The vote on any such suspension shall be taken by yes, no, and abstention and entered in the minutes of the meeting.

D. Voting. Every time a vote is held, each member of the Board is entitled to one vote, including the Chair. A motion or resolution passes upon the affirmative vote of a majority of Board members present, except where these Bylaws indicate that a unanimous or two-thirds vote of Board members is required. In those instances, as applicable, passage requires the affirmative vote of all or two-thirds of Board members present. The yes, no, and abstention votes shall be taken upon the passage of all motions and resolutions and entered in the minutes of the meeting.

E. Modification of Meeting Agenda. The order of the meeting agenda may be modified at the discretion of the Chair.

Section 3. Meetings of Committees. Unless otherwise provided, all Board committees and task forces shall meet at the call of their respective chair at such times and places and with such degree of regularity and formality as shall be determined by such bodies.

Section 4. Committee/Task Force Rules of Procedure. Committees and task forces need not formally adopt written rules of procedure, but may do so subject to the approval of a majority of the Committee members. It is expressly provided, however, that no Committee shall conduct or otherwise hold any kind of formal hearing or accusatory or adversary proceeding without having first adopted specific written rules of procedure approved by the Board.

Section 5. Investigations. The Board separately shall adopt rules establishing policies, protocols and procedures for the investigation of alleged police misconduct and for Resolution Reports and hearings related thereto. These rules shall be designed to promote fairness among all persons involved.

ARTICLE 15 ETHICS

In addition to the standards of conduct automatically applicable to all Board members, the Board adopts for itself the National Association for Civilian Oversight of Law Enforcement (“NACOLE”) Code of Ethics to guide its performance and that undertaken by its staff. A copy of the NACOLE Code of Ethics is attached to these Bylaws as Exhibit A.

ARTICLE 16 BUDGET

The Board staff shall present to the Board a proposed budget at such a time as to provide the Board sufficient time to recommend and propose the budget to the Mayor and Metro Council during the City's annual budget process. The proposed budget shall provide for sufficient funding to carry out the powers and duties set forth in the Metro Charter, including the funding for staff and all necessary operating expenses.

ARTICLE 17 AMENDMENTS

These bylaws may be amended or repealed and new bylaws adopted by an affirmative vote of a majority of the all Board members. This vote shall be conducted at any regular meeting or at any special meeting called for that purpose, provided that written notice of the specific proposed amendment or revision is given to all Board members at least five working days prior to the meeting.

ARTICLE 18 FILING

A copy of these bylaws shall be filed with the Metropolitan Clerk and posted on the Community Oversight web page, with the original retained by the Secretary.

ARTICLE 19 INTERPRETATION

Any ambiguity in, conflict between, or interpretation of any of the provisions of these bylaws shall be reconciled and construed in a manner which will most nearly give effect to the general intent and purposes expressed throughout the bylaws. All such questions shall be referred to the Chair for resolution, with veto of that decision only by unanimous rejection of all remaining Board members.

ARTICLE 20 SEVERABILITY

If any article, section or provision of these bylaws shall be held void, ineffective or invalid, the holding of such article, part of a section or any specific provision to be void, ineffective or invalid for any cause whatsoever shall in no way affect the validity of the remaining articles, sections and provisions of these bylaws, which shall remain in full force and effect.

Adopted May 22, 2019.

The above bylaws have been voted on and approved by the Metropolitan Community Oversight Board.

Ashlee Davis
Chair, Metro Community Oversight Board

Date

APPROVED AS TO FORM AND LEGALITY:

Assistant Metropolitan Attorney

Date

FILED WITH THE METRO CLERK:

Metro Clerk

Date