

# **Nashville Music, Film & Entertainment Commission By-Laws**

## **ARTICLE I - Legal Authority**

The Nashville Music, Film & Entertainment Commission established by Metro Nashville Code 2.147 hereby adopts and promulgates these bylaws.

## **ARTICLE II - Vision and Mission**

The Nashville Music, Film & Education Commission (Commission) is established to

- Create policies to promote the entertainment industry in Nashville and Davidson County and recruit projects and employment related to the entertainment industry.
- Promote racial and gender equity and establish mechanisms and metrics to maintain diversity and inclusion within the entertainment industry.
- Work to address quality of life issues facing individuals in the entertainment industry in Nashville and Davidson County.
- Support small and independent businesses within the entertainment industry in Nashville.
- Promote education initiatives and programming related to the entertainment industry.
- Work closely with the Tennessee Entertainment Commission to achieve this mission.

## **ARTICLE III - Commission Structure**

### **Membership**

The Commission will be composed of fifteen (15) members.

### **Terms of Service**

Commission members shall serve staggered four (4) year terms. Initial terms for members selected by the council from nominations submitted by the council shall be a one (1) one year term; the members appointed by the mayor shall be a two (2) year term; members appointed by AFM, SAG-AFTRA, IATSE; and the Recording Academy Nashville Chapter shall serve a three (3) year term, and the members selected by the council from nominations submitted by the Entertainment Industry at large shall serve a

four (4) year term. A member whose term has expired may continue to serve per section 11.101.1 in the metro charter for no more than sixty (60) days, or until reappointment or a successor is appointed, whichever comes first.

### Officers

The officers of the Commission shall be a Chair, a Vice-Chair and a Secretary. The Chair, Vice-Chair and Secretary shall be elected at the regular meeting of the Commission held during the first meeting following June 20 of each year. The officer's terms shall be one year or until its successor has been chosen.

In the event the office of the Chair is vacated before expiration of the term, the Vice Chair shall succeed to that office. Should the office of the Vice Chair be vacated, an election may be held at the next regular meeting to select a member to fill that office.

### Duties of the officers

The duties of the Chair shall be to preside at all meetings of the Commission; to call special meetings; to appoint the chairperson and members of all councils.

The duties of the Vice Chair shall be, 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 Commission or Chair may require.

The duties of the Secretary shall be taking, maintaining and transmitting the official minutes of Commission meetings. They may delegate any or all of these tasks to a member of Commission staff.

### Designated Commission Councils

The Commission shall be composed of three councils to be known as the Music City Music Council, the Film and Television Advisory Council, and the Diversity and Equity Council. Members of the Commission shall serve on the councils at the discretion of the Commission chair.

### Standing Committees and Ad Hoc Committees

The Commission has the power to establish standing and ad hoc committees as needed to carry out the business of the Commission. The establishment of standing or ad hoc committees will be voted and approved by the Commission. Standing and ad

hoc committees may be composed of Commission members and non-Commission members who will be appointed by the Commission chair. Non-Commission members' service shall be subject to Commission approval. The members of a committee will elect a chair from their membership.

#### Compensation

Members of the Commission shall serve without compensation.

### **ARTICLE IV - Meetings**

The Commission shall meet no less than once per quarter. Additional meetings can be added at any time and must include proper notice to the Commissioners and the general public. The Councils shall meet on an as needed basis at the discretion of the Chair of the individual Councils in consultation with the Chair of the Commission.

#### Quorum

A quorum for the transaction of official business shall consist of a majority of the fifteen (15) members of the Commission or eight (8) members.

#### Amending the By-laws

The by-laws may be amended at any regular or special meeting of the Commission by a majority vote, provided that notice of the proposed change in by-laws be given to members at least five (5) business days prior to the meeting.

#### Public Comment

Commission meeting agendas shall provide an opportunity for members of the public to directly address the Commission on items of interest to the public that are within the subject matter jurisdiction of the Commission and are included on the meeting agenda. Comment by a member of the public will be limited to two (2) minutes and the public comment period will last for a maximum of ten (10) minutes. The Commission will adopt a public comment policy per Metro Legal's current recommendations based on the provisions in the Tennessee Open Meetings Act.

### **ARTICLE V - Executive Director**

It shall be the duty of the Commission to appoint an Executive Director (ED). The ED shall serve as the chief executive of the affairs under the authority of the Commission and shall have all the powers and duties thereof, under the applicable provisions of the Charter or laws of the Metropolitan Government of Nashville and Davidson County, Tennessee.

The ED shall be required to attend all meetings of the Commission and to report as requested by the Chair.

These by-laws were approved and became effective by the Nashville Music, Film & Entertainment Commission of the Metropolitan Government of Nashville and Davidson County, Tennessee on the sixteenth (16th) day of February, 2024.

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Chair