

DRAFT 2/22/19
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 ("Board") so it may better serve the purposes for which it has been established.

ARTICLE I
AUTHORITY FOR THE BYLAWS

These are promulgated in accordance with and by virtue of the Metropolitan Charter of Nashville, Section 11.1301 et seq.

ARTICLE II
PURPOSE OF BOARD

The purpose of the Board is to investigate complaints of police misconduct, to issue policy advisory and resolution reports and recommendations, and to provide a respectful forum for community participation in the resolution of complaints and for recommending and reviewing policies, practices and programs designed to make law enforcement sensitive, effective and responsive to Metro's needs, thereby promoting and encouraging open constructive communication and cooperation between the police and Metro's residents, protecting civilians' rights, promoting professionalism and best practices in the Metropolitan Nashville Police Department ("MNPD"), improving community-police relations and creating a safer Nashville.

ARTICLE III
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; and to have full access to all MNPD records, training sessions, recordings; full access to interview MNPD staff, subject to reasonable accommodation of MNPD staff's schedule and time;

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, 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. conduct public hearings, 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 and 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 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 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 IV 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 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 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 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 ____ (___) months of appointment each Board member shall undergo complete orientation training as specified by the Board, including but not limited to an orientation and the Metropolitan Nashville's Citizen Police Academy or an equivalent training, and thereafter, ongoing civil rights and equity training from entities concerned with police oversight as specified by the Board.

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 encourage improved attendance and shall inquire as to whether that member wishes to continue to serve on the Board or to resign.

ARTICLE V
OFFICE OF BOARD

The office of the Board will be located _____, Nashville, TN 37219.

ARTICLE VI
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, with cause, any officer of the Board.

Section 4. Term of Office. Each officer of the Board shall be elected to serve for a term , who shall serve a term of six (6) months from election and until their successors are elected. 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 VII 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. Each Board member shall serve on at least one Standing Committee. The Executive Committee shall be responsible for developing additional Standing Committees subject to the review and approval of the full 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;
- d. conduct an evaluation of the Executive Director and submit a report to the Board;
- e. act on behalf of the Board in emergency situations between meetings, reporting such action at the next Board meeting for review or action;
- f. act for the Board when specifically authorized by the Board; and
- g. assume responsibility for all media and other public relations activities.

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 _____ of each calendar year. The Nominating Committee will consider, along with other relevant criteria, the following:

- 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, by resolution duly adopted upon the affirmative vote of a majority of Board members, 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 if circumstances warrant such an appointment.

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 7. 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 8. 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 VIII PERSONNEL

The Board shall have the authority to hire and to terminate the Executive Director, the Assistant Executive Director and Legal Resource Officer. The Executive Director, in consultation with, and with the written consent of, 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, except that the Executive Director is not a civil service position. 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 year; any elected official; and the spouses of the foregoing persons.

ARTICLE IX 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 person 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 X
COMMUNITY PUBLIC COMMENT

Time shall be made available for open public comment on a regular periodic basis on a schedule set by the Board. When requested by a resident in sufficient time in advance of a meeting, pursuant to an a standing procedure made available by the COB, the Board shall make reasonable arrangements for the presence of a translator(s) so that a requesting non-English speaking member of the community may address the board. The Chair may establish a reasonable time limit for public comment generally and for individual speakers specifically, as well as the general nature of the public input sought, all as specified in the meeting agenda. The Chair shall announce the time limit and general subject matter for public comment at the beginning of the meeting. The Chair, or the Board, upon motion approved by a majority of its members, may extend the time period or broaden the subject of discussion as specified in the motion. Public comment shall be limited to matters which directly involve MNPD and the responsibilities of the Board. Public comment must be directed to the Board through the Chair or presiding Board member, not at staff members or members of the audience. The Board may invite representatives of the City, other government bodies, or the public to speak on matters relevant to the Board's work. Items displayed during an individual's public comment must be removed at the end of that person's public comment. No signs, props, posters, or banners will be allowed in the meeting room other than those that are 8½" x 11" or smaller. Such material shall not be held or waived in a manner that blocks the view of others or creates a distraction from the speaker or the business at hand.

ARTICLE XI
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 chair and Executive Director are authorized on behalf of the Board to enter into confidentiality agreements with other agencies, departments or entities as necessary to obtain the documents/information and to preserve their confidentiality. The COB 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. When an investigation is complete, the Board shall approve the release of it report and any related information.

ARTICLE XII
REPORTS

Annually, by _____, 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; and 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. The Board is also authorized to issue other reports from time to time as it deems appropriate.

ARTICLE XIII 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 consist of one member more than one-half of the total members whose terms of office are effective at the time of any meeting.

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 called meetings are subject to the requirements of adequate public notice under the Tennessee Open Meetings Act. 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 shall provide for time, which shall be determined at each meeting, when the general public may address the Board.

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 providing there is a quorum present.

C. Deliberation of the Board. (1) Roberts Rules of Order Revised shall govern the proceedings of the Board in all cases, unless they are in conflict with the bylaws, or are temporarily suspended by the affirmative vote of two-thirds of the Board members present. The vote on any such suspension shall be taken by yeas and nays 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. The yeas and nays shall be taken upon the passage of all motions and resolutions and entered in the minutes of the meeting.

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 reports and hearings related thereto. These rules shall be designed to promote fairness among all persons involved.

ARTICLE XIV 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 Code of Ethics to guide its performance and that undertaken by its staff. https://www.nacole.org/nacole_code_of_ethics

ARTICLE XV 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 XVI AMENDMENTS

These bylaws may be amended or repealed and new bylaws adopted by an affirmative vote of a majority of the 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 XVII 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 XVIII 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 Executive Committee for its recommendations to the Board; and if necessary or appropriate, the Board shall, by resolution duly adopted on the affirmative vote of a majority of the Board members present, set forth such interpretation or construction as shall fully dispose of any question raised.

ARTICLE XIX 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 _____, 2019.