



## COMMUNITY OVERSIGHT BOARD REPORT

### Rules and Procedures COMMITTEE MEETING AGENDA

Friday April 19, 2019 – 4:00 PM CDT to 5:30 PM CDT

Metro Office Building, 800 2nd Ave S, Nashville, TN 37210

Members (3)	Present	Absent	
	( X )	( )	Andres Martinez
	( )	( X )	Jamel Campbell Gooch
	( X )	( )	Matt Sweeney, Chair

Also attending: Alex Dickerson, Metro Attorney

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With quorum present, the Bylaws Committee met as scheduled and conducted the following business:

Bylaws discussion. The committee further discussed the draft bylaws, which had been revised by Alex Dickerson with additional suggested revisions by Matt Sweeney following input during the Board meeting on March 26. The primary issues discussed by the committee were:

- The Board's mission.
- Initial training schedule.
- Authority to hire the Assistant Executive Director and the Legal Resource Advisor.
- Community education, involvement and public comment.

Board review of a Proposed Resolution Report on an allegation of police misconduct

No final committee actions were taken on the bylaws. Further input from the new Executive Director and the Board, however, will be sought so the bylaws draft may be finalized. The Rules and Bylaws Committees will also meet to assure that the bylaws and the rules are cohesive.

Copies of the materials considered at the meeting are attached.

4:30 adjourned

  
Matt Sweeney

## **COMMUNITY OVERSIGHT BOARD**

### **Bylaws COMMITTEE MEETING AGENDA**

Friday April 19, 2019 – 4:00 PM CDT to 5:30 PM CDT

Metro Office Building

800 2nd Ave S

Davidson Conference Room

Nashville, TN 37210

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### ***Bylaws Committee***

Members:

Matt Sweeney, Chair

Jamel Campbell-Gooch

Andres Martinez

### **AGENDA**

- I. Call to Order
- II. Discuss and draft revisions to bylaws
- III. Announcements
- IV. Adjourn

## Sweeney, Matt

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**From:** Dickerson, Alex (Legal) <Alex.Dickerson@nashville.gov>  
**Sent:** Thursday, April 11, 2019 12:43 PM  
**To:** Sweeney, Matt; Andres Martinez; Jamel Campbell-Gooch <invitations@linkedin.com> (invitations@linkedin.com)  
**Cc:** Wilson, Deborah  
**Subject:** RE: COB Bylaws Committee Meeting April 19  
**Attachments:** COB bylaws (legal redline 4.11.19) (N0264516xD719A) (2) (N0272000xD719A).docx

Latest bylaws redline is attached.

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**From:** Sweeney, Matt [<mailto:msweeney@bakerdonelson.com>]  
**Sent:** Tuesday, April 9, 2019 10:42 AM  
**To:** Andres Martinez; Jamel Campbell-Gooch <[invitations@linkedin.com](mailto:invitations@linkedin.com)> ([invitations@linkedin.com](mailto:invitations@linkedin.com))  
**Cc:** Wilson, Deborah; Dickerson, Alex (Legal)  
**Subject:** COB Bylaws Committee Meeting April 19

**Attention:** This email originated from a source external to Metro Government. Please exercise caution when opening any attachments or links from external sources.

We will meet on **Friday April 19 from 4 to 5:30 in the Davidson Conference Room at the Metro Office Building.** The Agenda is attached as are the minutes of our last meeting. Alex will be sending us the most current version of the bylaws.

Matt

### **Matt Sweeney**

**Mediator and Arbitrator  
Deputy Conflicts Counsel**

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211 Commerce Street  
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Baker, Donelson, Bearman, Caldwell & Berkowitz, PC represents clients across the U.S. and abroad from offices in Alabama, Florida, Georgia, Louisiana, Maryland, Mississippi, South Carolina, Tennessee, Texas, Virginia and Washington, D.C.

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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 1  
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 2  
PURPOSE OF BOARD ~~THE BOARD'S MISSION~~

The mission of the Board is to provide in Metro a respectful and effective forum for community participation in the investigation and resolution of complaints of Metropolitan Nashville Police Department ("MNP") misconduct; to examine and issue policy advisory 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 MNP, enhancing community-police relations and creating a safer Nashville. ~~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 ("MNP"), improving community-police relations and creating a safer Nashville.~~

ARTICLE 3  
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 MNP officers have committed misconduct against members of the public in Metro Davidson County, and in the process thereof to exercise all

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[9500010-002925-02/25/2019](#)

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 ~~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 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.

Comment [DA(1)]: Legal’s suggestion in light of COB hiring process in place.

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 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 4 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 six (6) months of appointment each Board member shall complete orientation training as specified by the Board in its rules. 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 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 5  
OFFICE OF BOARD

The office of the Board will be located at 404 James Robertson Parkway, Nashville, TN 37219.

ARTICLE 6  
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,

**Comment [DA(2):** Legal recommends replacing the word "shall" with "may," but there is nothing illegal about using either word.

As it stands, however, I think that this creates an affirmative duty to make the inquiry with only vague prerequisites. For instance, if there is an argument that a COB member violated an ethical standard, but no one on the COB agrees that there was an actual violation, the Chair is still obligated to confront the member. Someone will also need to keep an accurate tally of attendance updated at each meeting such that the Chair doesn't fall out of compliance with the bylaw by failing to confront a member on attendance or training issues.

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, who shall serve~~ a term of ~~six (6) months~~ 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 7 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 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;
- 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, reporting such action at the next Board meeting for review or action;
- g. act for the Board when specifically authorized by the Board; and
- h. 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 ~~\_\_\_\_\_~~ June 22 of each calendar year. The Nominating Committee will consider, along with other relevant candidate 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.

**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 VIII  
PERSONNEL**

The Board shall have the authority to hire, employ, 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. 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 year; any elected official; and the spouses of the foregoing persons.

Comment [DA(3)]: See Comment #1.

Comment [DA(4)]: This language is more consistent with A3, Sj.

Comment [DA(5)]: Legal's proposal after COB meeting

**ARTICLE 9  
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 10  
COMMUNITY PUBLIC COMMENT

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 meeting 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. Additionally, at least annually, the Board will hold an open public forum in the community to solicit and share information and concerns. 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 11  
CONFIDENTIAL AND PROTECTED INFORMATION

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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. When an investigation is complete, the Board shall approve the release of it report and any related information.

## ARTICLE 12 REPORTS

Annually, by [REDACTED], 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 MNPD's investigative and disciplinary processes; recommendations for ways that MNPD can improve its relationships with the residents; and recommendations for changes to MNPD's policies, rules, hiring, and training; the results of any monitoring of the complaint process administered by the MNPD Office of Professional Accountability ("OPA") or equivalent internal affairs program in MNPD; and community activities undertaken. The Board is also authorized to issue other reports from time to time as it deems appropriate.

Comment [DA(6)]: This date needs to be determined based on OPA/MNPD annual reporting

## ARTICLE 13 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 ~~called~~ 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 shall provide for time, which shall be determined at each meeting, when the general public may address the Board.

Comment [DA(7)]: This subsection was set aside for further discussion.

**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 rules, 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 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 members present and voting. 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 reports and hearings related thereto. These rules shall be designed to promote fairness among all persons involved.

#### ARTICLE 14 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. A copy of the NACOLE Code of Ethics is attached to these Bylaws as Exhibit A.

#### ARTICLE 15 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 16 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 17  
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 18  
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 Chair 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~~Chair for resolution, with veto of that decision only by unanimous rejection of all remaining Board members present.

ARTICLE 19  
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.

Comment [DA(8)]: We still need to have a definitions section.

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## Sweeney, Matt

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**From:** Sweeney, Matt  
**Sent:** Friday, April 19, 2019 2:24 PM  
**To:** Dickerson, Alex (Legal) <Alex.Dickerson@nashville.gov> (Alex.Dickerson@nashville.gov); andres@conexionamericas.org; amartinezcob@gmail.com; Jamel Campbell-Gooch <invitations@linkedin.com> (invitations@linkedin.com); 'Jamel Campbell-Gooch'  
**Cc:** Wilson, Deborah  
**Subject:** COB Bylaws, Definitions insert 4828-5246-4788 v.1.docx//Our COB meeting at 4:00  
**Attachments:** COB Bylaww, Definitions insert 4828-5246-4788 v.1.docx

We discussed possibly including a definition section in the bylaws. I think this attachment captures the key terms. We can discuss at the meeting. I would suggest adding the defs as Art 3 and renumbering the articles after that.

Thanks

Matt



## **Definitions**

The following definitions shall apply in these procedures:

**Board**--the 11 member governing body of the Community Oversight Board.

**Director**--the Executive Director of the Board, who reports to the Board and oversees the other COB staff.

**MNPD**--Metro Nashville Police Department.

**MNPD Misconduct or Misconduct**--means improper behavior by an MNPD officer or employee or MNPD itself, which violates MNPD policies, criminal laws or civil rights laws.

**Policy Advisory Reports**--a public cost/benefit 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.

**Resolution Report**--The decision by the Board on an investigation of a claim of MNPD Misconduct.

## Sweeney, Matt

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**From:** Sweeney, Matt  
**Sent:** Monday, April 15, 2019 4:57 PM  
**To:** Andres Martinez; Jamel Campbell-Gooch <invitations@linkedin.com> (invitations@linkedin.com); 'Jamel Campbell-Gooch'; Dickerson, Alex (Legal) <Alex.Dickerson@nashville.gov> (Alex.Dickerson@nashville.gov)  
**Cc:** Wilson, Deborah  
**Subject:** FW: COB Bylaws Committee Meeting April 19  
**Attachments:** COB bylaws (legal redline 4.11.19) (N0264516xD719A) (2) (N0272000xD719A).docx; Document3.docx; compareDocs Comparison.docx

**Importance:** High

**Tracking:**

**Recipient**

**Delivery**

Andres Martinez

Jamel Campbell-Gooch <invitations@linkedin.com>  
(invitations@linkedin.com)

'Jamel Campbell-Gooch'

Dickerson, Alex (Legal)  
<Alex.Dickerson@nashville.gov>  
(Alex.Dickerson@nashville.gov)

Wilson, Deborah

Delivered: 4/15/2019 4:57 PM

Andres, Jamel and Alex--In prep for our meeting on Friday at 4:00, I am sending two additional documents:

--Further proposed revisions to the bylaws (I am also attaching another copy of the current redline that Alex sent to all of us last week. I think that further revisions to his draft should be considered, which is the reason for my doc which addresses several articles.

--The current working draft of the Rules, which is very preliminary. The Rules committee has not gone through most of this draft, having spent much of the last meeting discussing Sections 4 and 5. I provide this only as a point of reference because while some bylaws articles are general, the rules address the same subject more specifically. That is particularly so in Rules Sections 2, 4 and 5.

Alex--The Rules draft addresses the public comment/public outreach issues as requested by the Executive Committee as you conveyed to the Rules Committee.

Best,

Matt

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**From:** Dickerson, Alex (Legal) [<mailto:Alex.Dickerson@nashville.gov>]  
**Sent:** Thursday, April 11, 2019 12:43 PM  
**To:** Sweeney, Matt; Andres Martinez; Jamel Campbell-Gooch <[invitations@linkedin.com](mailto:invitations@linkedin.com)> ([invitations@linkedin.com](mailto:invitations@linkedin.com))  
**Cc:** Wilson, Deborah  
**Subject:** RE: COB Bylaws Committee Meeting April 19

Latest bylaws redline is attached.

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**From:** Sweeney, Matt [<mailto:msweeney@bakerdonelson.com>]  
**Sent:** Tuesday, April 9, 2019 10:42 AM  
**To:** Andres Martinez; Jamel Campbell-Gooch <[invitations@linkedin.com](mailto:invitations@linkedin.com)> ([invitations@linkedin.com](mailto:invitations@linkedin.com))  
**Cc:** Wilson, Deborah; Dickerson, Alex (Legal)  
**Subject:** COB Bylaws Committee Meeting April 19

**Attention:** This email originated from a source external to Metro Government. Please exercise caution when opening any attachments or links from external sources.

We will meet on **Friday April 19 from 4 to 5:30 in the Davidson Conference Room at the Metro Office Building**. The Agenda is attached as are the minutes of our last meeting. Alex will be sending us the most current version of the bylaws.

Matt

**Matt Sweeney**  
**Mediator and Arbitrator**  
**Deputy Conflicts Counsel**  
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Baker, Donelson, Bearman, Caldwell & Berkowitz, PC represents clients across the U.S. and abroad from offices in Alabama, Florida, Georgia, Louisiana, Maryland, Mississippi, South Carolina, Tennessee, Texas, Virginia and Washington, D.C.

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## Inserts for COB Bylaws

### ARTICLE 2. THE BOARD'S MISSION

The mission of the Board is to provide ~~in Metro a~~ an accessible, respectful- independent, professional and effective forum for community participation in the investigation and resolution of complaints of Metropolitan Nashville Police Department ("MNPd") misconduct; to examine and issue policy advisory 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 MNPd, enhancing community-police relations and creating a safer Nashville.

### Article 4. COMPOSITION OF THE BOARD

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

### Article 8. Personnel:

The Board as the Appointing Authority shall have the ~~authority-power~~ to hire and to terminate the ~~Executive~~ Director, ~~the~~ The Board and the Director together shall hire the COB's first Assistant Executive Director and its first Legal Resource Officer. ~~The Executive;~~ thereafter, the Board will delegate to the Director all Appointing Authority powers as to those two persons and those two positions. The Director, in consultation with, ~~and with the written consent of, the Executive Committee~~ the Board Chair shall have the authority to hire and terminate all other employees of the ~~Board~~ COB as the Appointing Authority of those positions. 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 10. 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 meeting 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. Additionally, at least twice annually, the Board will hold an open public forum in the community to solicit and share information and concerns.

# RULES OF THE NASHVILLE COMMUNITY OVERSIGHT BOARD

## SECTION 1. Definitions

The following definitions shall apply in these procedures:

A. **Aggrieved Person**--is anyone alleged to have been mistreated by an MNPB officer or employee, or the department generally.

B. **Board**--the governing body of the Community Oversight Board.

C. **Community Oversight Board (also referred to as the COB)**--generally, the staff supervised by the Board, which implements the Board's policies, and which is led by an Executive Director.

D. **Complaint**--the formal written claim made to the COB by or on behalf of an Aggrieved Person of alleged MNPB Misconduct.

E. **Complainant**--an Aggrieved Person who has filed a Complaint or on whose behalf a Complaint has been filed.

F. **Director**--the Executive Director of the Community Oversight Board, who reports to the Board and oversees the other COB staff.

G. **Jurisdiction**--the authority of the Board to consider a matter as set forth in Sec. 11.1302 of the Charter of the Metropolitan Government of Nashville and Davidson County.

H. **Mediation, Conciliation and/or a Restorative Justice programs**--are voluntary informal ways to directly address and resolve disagreements between two people in a way that is mutually acceptable to each of them. Each of these methods is different and works in a its own way.

I. **MNPB Misconduct or Misconduct**--means improper behavior by an MNPB officer or employee or MNPB itself, which violates MNPB policies, criminal laws or civil rights laws.

J. **Petition for Rehearing**--a request made to the Board to reconsider its decision regarding a Proposed Resolution Report.

K. **Policy Advisory Reports**--see Section 3 of these rules.

L. **Proposed Resolution Report**--the draft of a Resolution Report which has been prepared by the COB and submitted to the Board for its review and action.

M. **Resolution Report**--The decision by the Board on an investigation of a claim by an Aggrieved Person.

## SECTION 2. Investigations and Resolution of Complaints of Alleged MNPD Misconduct

Misconduct allegations shall be investigated and resolved in accordance with the procedures established by the COB, subject to the following requirements:

### A. Complaints and Initiation of Investigations

(1) The COB may initiate a Misconduct investigation against a MNPD officer or employee, or the department, based on a written complaint in English or Spanish made by (a) an Aggrieved Person; or (b) by another person on behalf of an Aggrieved Person, who is incompetent or physically unable to make the complaint; efforts will be made to accommodate and assist other non-English/Spanish speakers in filing complaints. An unsigned, anonymous complaint may be the basis for initiating an investigation, but it will not be used as the sole basis for substantiating any charge of Misconduct. Additionally, the Director may initiate a Misconduct investigation based upon media reports, other public information, or a request of the Board.

(2) The written complaints shall be dated on the day received and shall be numbered sequentially and labeled to identify both when received and the general nature of the complaint. Director initiated investigations also will be included in the sequential numbering system. An electronic file system will be developed for the maintenance and tracking of each complaint and its status at all stages through response by any entity to whom a Resolution Report is referred; the system also will be developed to receive common types of audio and video files.

(3) Written complaints shall be made only to the COB office and on forms provided by the COB, but may be submitted in person, by mail, by facsimile or by email. Additionally, the COB will develop and implement an online system to receive complaints. Letters, emails, texts, telephone calls or personal discussions with Board members are not **complaints** Complaints and will not initiate investigations.

(4) Complaints must allege facts claiming that Misconduct by an MNPD officer or employee or the MNPD generally has occurred which affected an Aggrieved Person.

(5) Complaint forms will conclude with the following words: "To the best of my knowledge the statements I have made in this complaint are true."

(6) The COB will investigate Misconduct Complaints only for events which allegedly occur on or after April 1, 2019, which are submitted to the COB within thirty (30) calendar days after the alleged Misconduct. The Director, however, may extend the thirty (30) day period for an equivalent time for good cause shown.

(7) All personnel employed by the COB will maintain strict confidentiality about COB matters at all times and at no time outside of the performance of their duties will disclose or discuss the contents of any files or documents they have access to. Breach of confidentiality or failure to comply with this provision may result in disciplinary action or termination.

(8) The COB has the authority to investigate the following categories of alleged Misconduct by MNPD officers and employees or the department generally:

- a. violations of MNPD Rules
- b. crimes
- c. civil rights violations

## B. Investigations

(1) Within \_\_\_\_\_ (\_\_\_\_) calendar days of receipt, the COB will acknowledge to the Complainant in writing that the Complaint has been received and will provide a copy to the MNPD officer or staff member identified or to the Chief of Police if the department generally is identified; the acknowledgment will include the identifying number of the Complaint. The Complainant shall be kept informed ~~concerning~~ about the status of a Complaint.

(2) The Director will review each Complaint to determine whether the COB has Jurisdiction to conduct an investigation. If not, then with the approval of the Board Chair, the Director will dismiss the Complaint. If authority exists, or if it is unclear whether authority exists, the Director will assign the case to an investigator. Director initiated investigations will be assigned automatically to an investigator. Complaints in other than English shall be translated to English. The Director will give written notice of each investigation undertaken, including a copy of the Complaint or if not in English, the translated Complaint, to the MNPD Office of Professional Accountability.

(3) Investigations will be stayed if a criminal investigation of the alleged MNPD Misconduct is undertaken, either before or after the COB Complaint has been filed. The COB may or may not commence the investigation after the criminal investigation has concluded depending upon the outcome.

(4) The Director may stay an investigation if a civil lawsuit is filed, either before or after the COB Complaint, alleging the same MNPD Misconduct. The COB may or may not commence the investigation after the civil litigation has concluded depending upon the outcome.

(5) The Director will advise the Board of all stayed investigations and the reasons therefore. A stayed investigation may be closed and the matter dismissed upon the written request of the Director with the ~~permission~~ written approval of the Board Chair.

(6) In all cases except those alleging excessive force, serious bodily injury or in-custody deaths, the COB may offer, and if it does, the Director will advise the Complainant and the accused MNPD officer/employee of the availability of, Mediation, Conciliation and/or a Restorative Justice program, and what they entail, as an alternative to an investigation and possible Board hearing. Those alternatives shall be for the purpose of fully, thoroughly and frankly discussing the alleged Misconduct and attempting to arrive at a mutually agreeable resolution of the Complaint. During such a process, which must be completed within \_\_\_\_ days, the

investigation is suspended. Any of these alternative processes will involve the Complainant, the Subject Officer, and a facilitator chosen by the Director. No other person may be present, and no recording will be made. Witness statements may be presented in writing. Complaints resolved through such a process to the mutual satisfaction of the parties will be deemed withdrawn. Otherwise the Complaint will be referred for investigation.

(7) All investigations which have not been stayed, or referred to Mediation/Conciliation/Restorative justice alternatives, will be completed and submitted to the Director within forty-five (45) calendar days of assignment, unless that time is extended by the Director in writing for good cause stated.

(8) Investigators will make every reasonable effort to interview all relevant witnesses, obtain relevant audio, photo, and video recorded evidence, and develop any other relevant tangible evidence. All interviews should be recorded if at all practicable, and all interviews with MNPd officers/employees must be recorded absent extenuating circumstances. In addition to other information and evidence the COB obtains, investigators shall review records provided by MNPd that reflect: (1) the complete disciplinary history of the officers/employees involved in incidents under review; (2) where their inclusion will aid the investigation, documents, reports, and other materials for incidents related to those under review, such as other incidents involving the same officer/employee; (3) all applicable MNPd policies and training materials; and (4) where their inclusion will aid the investigation, documents, reports, and other materials for incidents that may indicate an overall trend in MNPd's use of force, internal accountability, policies, or training. The investigative file shall be preserved and made part of the Resolution Report. All persons from whom an interview is sought shall be informed before the interview that the information provided to the COB is subject to disclosure as a public record.

(9) Both Complainants and the subjects of Complaints may be represented throughout the investigation by private attorneys.

(10) Complaints that are duplicative, or investigations cannot be conducted because of the lack of information in the Complaint, or cooperation from the Complainant may be administratively closed by the Director with the consent of the Board Chair.

### **C. Proposed Resolution Report**

(1) Within \_\_\_\_ days after receipt of an investigative Report, the Director, in concert with the Investigator, will prepare and submit to the Board a Proposed Resolution Report with factual findings based on the investigation. The Director shall ensure that investigation is as thorough as necessary to reach reliable and complete findings, and are objective, fair, impartial, and free from political influence. The Director will consider all relevant evidence, including circumstantial, direct, and physical evidence and will apply a reasonable "basis to believe" standard in making his findings. There will be no automatic preference for a MNPd officer's or employee's statement over other statements, nor will the Director or investigator disregard a witness's statement merely because the witness has some connection to the Complainant or



because of any criminal history or any concern regarding mental illness. During its investigation, the COB will take into account any convictions for crimes of dishonesty of a civilian Complainant or any witness, but only as relevant to credibility. The COB also will take into account the record of any involved MNPDP officers/employees who have been determined to have been deceptive or untruthful in any legal proceeding, Misconduct investigation, or other investigation. reasonable “basis to believe” is a belief supported by trustworthy evidence which would justify a person of average caution charged with this same investigative responsibility to believe that the alleged Misconduct occurred. The Proposed Resolution Report will include the following at a minimum:

- a. Summary of the misconduct allegation, the Complaint and any response to the Complaint;
- b. A conclusion as to each alleged act of Misconduct as:
  1. “sustained” -- the factual findings support the allegation
  2. “not sustained” -- the factual findings do not support the allegation
  3. “policy exoneration” -- the factual allegations in the Complaint do not violate MNPDP policy
  4. “justified” -- the factual findings support the allegation, but that it was lawful, justified and proper
- c. Summary of the COB’s investigation of the alleged Misconduct;
- d. The COB’s factual findings regarding the alleged Misconduct, including any MNPDP policies, criminal laws or civil rights statutes violated;
- e. Copies of any recorded testimony, written statements, interview reports, audio or video recordings, or other exhibits;
- f. A recommended remedy for any sustained MNPDP Misconduct policy violations, whether disciplinary, non-disciplinary or both;
- g. Any non-disciplinary remedy implemented directly by the COB, as well as an assessment of the perceived outcome and effectiveness of that remedy;
- h. Determination regarding whether to refer criminal Misconduct to the District Attorney, Grand Jury, or U.S. Attorney;
- i. Determination of whether to recommend MNPDP policy changes based on the Misconduct investigation

D. **Board Review of the Director's Proposed Resolution Report**

(1) The COB will post the Proposed Resolution Reports on its website at least \_\_\_\_\_ (\_\_\_\_) calendar days before a scheduled hearing by the Board. The Aggrieved Person and the accused MNPD officer/employee will be given contemporaneous notice of the posting and of the scheduled date for the Proposed Report's consideration by the Board. No later than five (5) calendar days before the hearing the Aggrieved Person or the accused MNPD officer/employee, or their representatives, may request permission to speak on the at the Board meeting. Permission will not be granted ~~as a normal course~~ regularly, but the Board Chair may grant permission for brief comments--not exceeding ~~minutes~~ \_\_\_\_\_ (\_\_\_\_) minutes--each for good cause shown.

(2) The Board will review each Proposed Resolution Report. In most situations, the Board will make its decision based upon the Proposed Resolution Report and any comments by the Director without any further submission or argument by the Aggrieved Person ~~of~~ or the accused MNPD officer/employee, as each has had the opportunity to present information to the COB during the investigation. the Board may take one of the following actions:

a. Accept the Proposed Resolution Report as submitted and send it to the agency(ies) identified in the report.

b. Accept, but modify, the Proposed Resolution Report based on information contained in the report, and as modified send it to the appropriate agency(ies).

c. Reject the Proposed Resolution Report and based on information contained therein reach a different conclusion, directing that the Director revise the report, and as modified send it to the appropriate agency(ies).

d. Return the Proposed Resolution Report to the staff for further investigation and/or analysis.

(3) No Board member shall communicate outside a hearing with the Complainant, the accused or their respective representatives about a Complaint or a matter under investigation.

(4) No Board member shall conduct their own investigations or add their own evidence to the record of the Proposed Resolution Report.

(5) Regardless of outcome, all Resolution Reports approved by the Board shall be sent by the COB to the MNPD Chief of Police and the MNPD Office of Professional Accountability.

**E. Petition for Rehearing**

(1) Within \_\_\_\_\_ (\_\_\_\_\_) calendar days following the Board's announced decision on the Proposed Resolution Report at the hearing, the Aggrieved Party or the accused may petition the Board in writing, with grounds set forth, for a reconsideration. Such rehearing may be granted by the Board if it is shown that there is newly discovered evidence that is material to the investigation for the party making the application which could not have been, with reasonable diligence, discovered and provided to the COB during the investigation, or that there was substantial procedural error likely to have affected the outcome.

(2) Upon the COB's receipt of a Petition for Rehearing, the Board Chair in consultation with the Director will promptly decide whether to grant or deny the request. When a rehearing is granted, the matter shall be taken up at the next regularly scheduled Board meeting.

(3) No Board member will knowingly communicate with a member of the public, the accused, their respective representatives or an organization about the subject of the request for reconsideration. Information and correspondence that is not in the record at the time the request for reconsideration is submitted only may be considered in making a decision if it is accepted as new evidence on remand from the Board to the COB.

**F. Advocacy on Behalf of COB Resolution Reports**

The Director and COB ~~staff~~ may advocate on behalf of the findings and recommendations contained in COB Resolution Reports that are forwarded to MNP, the District Attorney, the Grand Jury, or U.S. Attorney's Office.

**SECTION 3. Policy Advisory Reports**

A. The COB may review and investigate any aspect of the Davidson County Criminal Justice system without need for anyone having filed a Complaint as to any policy or practice. To assure the best use of resources, however, before undertaking such a matter, the Director shall advise and seek input from the Board.

B. The COB may publish Policy Advisory Reports addressing any aspect of Davidson County's Criminal Justice System, after presentation to and approval by the Board.

C. Such reports shall be based on the following considerations:

(1) Community input, which should be actively solicited from those communities that are most directly affected by the policies at issue.

(2) Policy research and analysis, which shall take into account insights from the fields of criminology, criminal justice, law enforcement theory, civil rights, and racial justice. Such analyses shall, to the extent practicable, assess the costs and benefits of the policies at issue,

including the potential harms that may be imposed by the investigation, arrest, incarceration, and/or prosecution of members of the community.

(3) Legal analysis of the policy at issue in relation to Tennessee and/or federal law.

D. The Board will review such Proposed Advisory Reports. In conducting such reviews, the COB may solicit the input of affected criminal justice agencies, community representatives, professionals in the field, or other experts. The COB may also conduct public hearings on the proposal at issue.

E. If the COB approves the proposal, the COB will publish the Policy Advisory Report. Publication of such report will authorize the Director to work with the affected criminal justice agencies toward implementing any recommendations in the Advisory Report.

#### SECTION 4. Community Comments at Board Meeting

A. The Board will regularly provide a time for public comment at its meetings, although not necessarily at every meeting. Board meeting agendas will note time provided for public comment. At those meetings, any ~~Metro resident may speak without making any request before the meeting. Before the meeting begins, however, the COB staff will ask those residents who want to speak to sign up.~~ person or organization with a direct local interest in an issue the Board has authority to consider may speak, except as to matters noted in Part C below; those interested in speaking at the Board meeting will be asked to sign in on a speakers sheet 30 minutes before the Board meeting begins so an orderly process for the speakers may be arranged. The public comment time will be limited so the Board may discuss its other scheduled matters. Each resident may speak for three (3) minutes, although in unusual situations that time may be adjusted modified by the Board Chair depending on the number of people who wish to speak and the Board's agenda.

B. Anyone resident who wants to speak at a Board meeting who is not fluent in English may request the COB ~~staff~~ to provide the assistance of an interpreter. Requests for the assistance of an interpreter will need to be made at least \_\_\_\_ days before a Board meeting. While the COB cannot guarantee that an interpreter will be available, it will make every reasonable effort to meet timely requests at no cost to the requesting resident.

C. ~~C.~~ Public comment by an Aggrieved Person or an MNPD officer/employee about a Proposed Resolution Report, which has been submitted to the Board for review, is addressed ~~in Section \_\_\_\_\_ of these rules~~ separately in Rule 2, Part D. If someone wants to speak about an alleged incident of police misconduct at a Board meeting, the Chair will ask the person whether they have filed a Complaint with the COB. If the answer is no, the person will be asked to make a Complaint so it may be investigated, rather than discussing it at the meeting. If the person says yes the have then the Chair should tell them that once the investigation is completed a report will be sent to the Board for its consideration, rather than it then be discussed. If a Resolution Report has

been submitted to the Board for consideration, the Chair should explain to the speaker how to request to speak about the report when it comes to the Board.

D. ~~D.Periodically, and at least once~~ Periodically, and at least twice a year, the Board will hold public forums ~~to hear from in~~ the community. Those forums may be about a specific issue or issues, or it may be a general meeting to ~~hear whatever Metro residents wish to discuss~~ listen and discuss any matter of local concern about law enforcement and conduct, other than those matters addressed in Part C above. Those interested in speaking at the forum will be asked to sign in on a speakers sheet 30 minutes before the meeting begins so an orderly process for the speakers may be arranged. The Board may limit the number of speakers and the time each may speak at a forum depending on number of people who wish to speak.

## **SECTION 5. Community Education and Involvement**

A. The COB will prepare and distribute to the public an informational document about the COB and the Board, and specifically outlining the Complaint process. This ~~is to include ways of filing~~ document will describe the methods for making a Complaint and a brief description of the investigative process. The document will be distributed to the public online and made available in the police stations, the Davidson County Courthouses, and in other Metropolitan Government departmental and private sector offices. The information will also be available to the news media.

B. ~~Members of the COB~~ While only the Board Chair and the Executive Director can ~~officially speak for the Board~~ members of the Board and the staff generally will be available to attend various community and professional group meetings for the purpose of ~~education~~ sharing information about the Board and the COB, ~~its role~~ their roles and responsibilities.

## **SECTION 6. Training**

Board members and COB employees will receive, and are required to undertake, the following training:

- A. Metropolitan Nashville's Citizen Police Academy or an equivalent training, including a ride along
- B. Tennessee Bureau of Investigation shooting simulator training
- C. Ongoing civil rights and equity training from entities concerned with police oversight
- D. Equity, cultural sensitivity and unconscious bias training
- E. Civil rights training, including the Fourth Amendment right to be free from unreasonable searches and seizures, including unreasonable use of force

F. Training provided to MNPD officers on use of force, including a review and familiarization with all MNPD policies related to use of force, and including policies related to MNPD's internal review of force incidents

G. Training on MNPD rules, policies, and procedures, and Internal Affairs procedures.

## SECTION 7. Annual Reports

The COB's annual report will include, at a minimum, the following:

A. A statistical report on the COB's resolutions of allegations of MNPD misconduct. This report should provide the following information both in summary, and detailed by the race, gender, and ethnicity of Complainant:

- (1) The number of Misconduct Complaints received;
- (2) The number of Misconduct investigations initiated;
- (3) The number of Misconduct investigations resolved;
- (4) The average number of days required to resolve Misconduct Complaints, from receipt of the Complaint to final resolution;
- (5) The number and percentage of Complaints resulting in a finding of "Sustained," "Not Sustained," and "Policy Exoneration";
- (6) The number and percentage of Complaints alleging the following Misconduct categories resulting in a finding of "Sustained," "Not Sustained," and "Policy Exoneration":
  - a. Excessive Force;
  - b. Violation of Civil Rights;
  - c. False Arrest;
  - d. False statements;
  - e. Race Discrimination.
- (7) The number and percentage of "Policy Exoneration" determinations resulting in a review of the relevant MNPD policy(ies);
- (8) The number and percentage of Complaints resulting in a finding of criminal Misconduct by an MNPD officer;

(9) The number of MNPB Misconduct cases referred to the District Attorney's Office, Grand Jury, or U.S. Attorney's Office;

(10) The number and percentage of Complaints resulting in the imposition of non-disciplinary remedial measures implemented directly by the COB;

(11) The number and percentage of Complaints resulting in a recommendation of discipline;

(12) The number and percentage of Complaints resulting in a recommendation of the following categories of discipline:

- a. Reprimand;
- b. Suspension;
- c. Termination.

(13) The number of matters resolved by Mediation/Conciliation/Restorative justice programs

B. A report on community engagement and input received during the year, including:

- (1) The initiatives taken by the COB to actively engage with the community;
- (2) The criminal justice concerns raised by the community, and the identity of those organizations and/or individuals endorsing the concerns who wish to be identified;
- (3) The actions taken in response to concerns raised by the community.

C. A listing of all Policy Advisory Reports issued by the COB during the year, and the following information regarding each Advisory Report:

- (1) A summary of the relevant criminal justice institution(s)' receptiveness and response to the Advisory Report;
- (2) A summary of any specific feedback provided by the institution which was the subject of the report;
- (3) A summary of the steps taken to work with the relevant institution toward implementation of the Advisory Report;
- (4) A summary of any policy or other changes implemented by the relevant institution in response to the Advisory Report;

(5) A determination regarding whether each existing Policy Advisory initiative merits continuation into the following year.

D. A report on the COB's efforts to develop and maintain positive relationships with Davidson County's criminal justice agencies, and any reciprocal efforts by those agencies.



Comparison Details	
Title	pdfDocs compareDocs Comparison Results
Date & Time	4/15/2019 4:10:07 PM
Comparison Time	1.11 seconds
compareDocs version	v4.2.0.25

Sources	
Original Document	c:\Users\mjs\AppData\Local\Temp\ND\Nashville COB Rules Governing Policies, Procedures and Protocols.docx
Modified Document	c:\Users\mjs\AppData\Local\Temp\ND\Nashville COB Rules Governing Policies, Procedures and Protocols(1).docx

Comparison Statistics	
Insertions	14
Deletions	6
Changes	15
Moves	0
TOTAL CHANGES	35

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<u>Insertions</u>	
<del>Deletions</del>	
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Inserted cells	
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Merged cells	
Formatting	Color only.
Changed lines	Mark left border.
Comments color	By Author.
Balloons	True

compareDocs Settings Used	Category	Option Selected
Open Comparison Report after Saving	General	Always
Report Type	Word	Formatting
Character Level	Word	False
Include Headers / Footers	Word	True
Include Footnotes / Endnotes	Word	True
Include List Numbers	Word	True
Include Tables	Word	True
Include Field Codes	Word	True
Include Moves	Word	True
Show Track Changes Toolbar	Word	False
Show Reviewing Pane	Word	True
Update Automatic Links at Open	Word	False
Summary Report	Word	End
Include Change Detail Report	Word	Separate
Document View	Word	Print
Remove Personal Information	Word	False
Flatten Field Codes	Word	False

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 1  
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 2  
THE BOARD'S MISSION

The mission of the Board is to provide in Metro a respectful and effective forum for community participation in the investigation and resolution of complaints of Metropolitan Nashville Police Department ("MNPd") misconduct; to examine and issue policy advisory 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 MNPd, enhancing community-police relations and creating a safer Nashville.

ARTICLE 3  
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 MNPDP Office of Professional Accountability (“OPA”) or equivalent internal affairs program in MNPDP;

e. where the Board finds a basis to believe that an officer has committed misconduct in violation of MNPDP policy, refer such matter to the MNPDP OPA and recommend that discipline be given within the parameters of civil service rules and regulations of article 12 of this Charter. MNPDP 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 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 4 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 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 5 OFFICE OF BOARD

The office of the Board will be located at 404 James Robertson Parkway, Nashville, TN 37219.

## ARTICLE 6 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 7 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 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;
- 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, reporting such action at the next Board meeting for review or action;
- g. act for the Board when specifically authorized by the Board; and
- h. 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 June 22 of each calendar year. The Nominating Committee will consider, along with other relevant candidate 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.

**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 8 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 year; any elected official; and the spouses of the foregoing persons.

## ARTICLE 9 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 10 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 meeting 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. Additionally, at least annually, the Board will hold an open public forum in the community to solicit and share information and concerns. ARTICLE 11

#### 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. When an investigation is complete, the Board shall approve the release of it report and any related information.

#### ARTICLE 12 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 13 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 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 rules, 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 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 members present and voting. 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 reports and hearings related thereto. These rules shall be designed to promote fairness among all persons involved.

#### ARTICLE 14 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. A copy of the NACOLE Code of Ethics is attached to these Bylaws as Exhibit A.

#### ARTICLE 15 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 16 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 17  
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 18  
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 present.

ARTICLE 19  
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.