

## METROPOLITAN HISTORICAL COMMISSION (MHC)

### MINUTES

March 21, 2022

The Metropolitan Historical Commission held a meeting at the Sonny West Conference Center—Fulton Campus on March 21, 2022, with Commission Chair Lynn Maddox presiding.

**Commissioners Present:** Chair Lynn Maddox, Vice-Chair Linda Wynn, Jhennifer Amundson, Clay Bailey, Menié Bell, John Bridges, Christopher Cotton, Don Cusic, Jim Hoobler, Jane Landers, Bill McKee, and Laura Rost, and Tom Wood **were present**.

**Staff Members Present:** Tim Walker, Robin Zeigler, Jessica Reeves, Scarlett Miles, Caroline Eller, Sean Alexander and Ann Mikkelson and Alex Dickerson (legal counsel)

**County Historian:** Not present.

**Guests Present:** Albert Austin, Elizabeth Mayhall, Ann Roberts

Chair Lynn Maddox called the meeting to order at approximately 12:01 p.m. after verifying that a quorum was present.

#### APPROVAL OF MINUTES – *Lynn Maddox*

Chair Maddox presented the February minutes for approval. Commissioner Cotton made a motion to approve the minutes, Commissioner Cusic provided a second, and the February minutes were unanimously approved.

#### REPORT OF THE DIRECTOR – *Tim Walker*

Walker explained that the Sunnyside construction is moving forward with a bid deadline that has been pushed back twice but should be awarded within the next couple of weeks.

The budget hearing will be March 30, 2022. Walker will meet with the MHC and MHZC chairs on March 23 to prepare for the hearing. Commissioners discussed past and current processes for the budget hearings.

Chair Maddox inquired about the status of *Profiles of African Americans in Tennessee* and asked if commissioners will receive copies. Walker said yes and invited all commissioners to please take a copy of the book after today's meeting, and acknowledged the thorough, hard work of Caroline Eller and Linda Wynn to edit, update, and revise this comprehensive publication of profiles produced by the Nashville Conference on African American History and Culture. Chair Maddox thanked Eller and Vice Chair Wynn for their work.

Chair Maddox inquired about the decision to hold Preservation Awards virtually. Walker responded that the program will be virtual because at the time of initial scheduling, the library did not have full occupancy and Metro still has some precautions in place. There may also be another COVID variant. With too many unknowns, a decision had to be made to proceed with planning.

Chair Maddox thanked the Awards Committee (Events/Special Projects and Nominations Committees) for selecting the winners of the Honor Awards.

### **HISTORIC ZONING REPORT – Robin Zeigler**

Zeigler provided the Historic Zoning Report. Councilmember Taylor is applying for a Historic Landmark for 1926 10<sup>th</sup> Avenue North, and she should have some historical information next month.

She announced that Councilmember Murphy's BL2021-621 passed on third reading. It will require that an applicant of a project that is required to come to the commission provide notice of the project at least 11 days prior to the public hearing. That includes a mailed notice to all property owners within two hundred and fifty feet and the posting of yard signs. The applicant is responsible for the cost and preparation of the notice and for providing proof of compliance. This procedure will be in place for the May 2<sup>nd</sup> deadline for the May public hearing.

Councilmember O'Connell is considering expanding the existing Downtown Historic Preservation Zoning Overlay. Draft boundaries currently include portions of 3<sup>rd</sup> and 4<sup>th</sup> Avenues North and Union Street. A virtual community meeting will be held March 23 at 3:30 p.m.

In October 2021, the Historical Department started participating in **Metro's Community Development and Regulatory Program** which seeks to promote economic development in our community by increasing responsiveness to the development community and speeding up land development processes. Metro plans to do so by streamlining and unifying systems used within Metro and by developers for community development projects, including for Metro's own physical infrastructure projects. At this time, the consultant, HDR Inc, is wrapping up the information gathering phase with all the development-related departments. As the project progresses, updates will be available at Nashville.gov.

### **TASK FORCE REPORT**

Chair Maddox explained how the discussion about the report, which was distributed at the January meeting, will be presented. Commissioner Bailey, who chaired the Task Force Committee, and Alex Dickerson and Ann Mikkelson, with Metro Legal, will lead the discussion, while Maddox will recognize those who wish to speak and will manage the mechanics of the motions, etc. Maddox thanked the Task Force committee members by name for their service.

Commissioner Bailey gave an opening statement, briefly recounted the timeline of actions by the Task Force Committee, which was formed after receiving a citizen complaint and under

the counsel of Metro Legal. He noted that the Task Force first met on January 30, 2021, and last met on November 23, 2021, holding twelve meetings in total. The meetings were publicly noticed and an attorney from Metro Legal was present. The Task Force decided on recommendations that it hoped would be constructive, even-handed, and practical.

Attorney Alex Dickerson reminded the group that there was no mechanism in place for the MHC to handle a complaint of this nature. From the beginning, regarding personnel, the Task Force was only empowered with the powers of the MHC. Regarding the process, Metro Legal was there for every meeting and had input when requested. Regarding the MHC's role now, the Task Force has presented recommendations, the MHC has taken no actions.

Director Tim Walker gave a statement and began by thanking the Task Force for the time they spent looking into the complaint. He noted that the report contained several inaccuracies, which he felt contributed to some of its recommendations. He also noted that there were omissions, including a portion of his written response to the Task Force's questions, and a lack of organizing and labeling information, which he felt would make it difficult for commissioners to evaluate. He continued that the complaint was connected to the firing of an employee, however, details of those events were not provided for protection of the employee. He stated that several staff members requested an opportunity to speak directly to the commission regarding their concerns, which echo those previously expressed by Robin Zeigler and Susie Pallas, and he hopes the commission will consider the concerns of staff members during its deliberation.

Commissioner Bailey thanked Dickerson and Walker for their comments and reaffirmed the hopes of the Task Force and MHC to resolve this issue and move on, and he trusts there will be a good, healthy, and civil discussion to get to that point. He opened the floor for discussion.

Commissioner Bridges said there needs to be a motion. Chair Maddox clarified that the format for today will be a discussion and a motion may come out of it, per instructions from Metro Legal.

Vice Chair Wynn began the discussion by thanking the Task Force for its time and effort. She enumerated several observations and concerns about the process including the Task Force make-up and conflict of interest- if only perceived, as all members sat or formerly sat on the NCCA and the complaint came from the NCCA President, now former President. Other concerns she noted included whether the complaint should have gone to the Metro Internal Audit and/or the Board of Ethical Conduct instead of the Task Force; why wasn't Metro Human Resources involved in the Task Force discussions; why was a letter from one former employee who left the department more than a decade ago included; why were there no minutes of the Task Force meetings included in the document; and that the document never answers the complaint. Chair Maddox thanked her for her comments.

Commissioner Rost spoke next, also enumerating several observations and concerns about the process and the Task Force's report, many of which echoed those expressed by Vice Chair Wynn. In addition to the Vice Chair's concerns, she questioned why the document was overwhelmingly repetitive and wasn't distilled to exclude extraneous information; why there

was no information included about the discussion with Metro Finance/OMB; was there was any understanding by members that the NCCA has no control over the MHC's budget or its staff; and why were pages from the Director's response omitted. The report and recommendations should be rejected. While some recommendations may be helpful, such as commissioner training, it is not necessary to accept the report to accomplish those goals.

Commissioner Bell expressed concerns about how the Task Force has impacted both commissions and how today's decision will impact public perception. She also explained that Metro has a set budget process, and we do not have much control over it. She asked if the Task Force found any facts verifying or validating the allegations, because they were serious and should be answered. She also stated that some recommendations imply that the MHC as a body (not just the staff) does not function appropriately. If that's the case, the MHC should own it, otherwise, the report and recommendations should not be approved today.

[Commissioner Bridges left at 12:42 p.m. and returned at 12:46 p.m.]

Chair Maddox asked Commissioner Rost if she had a motion. Commissioner Rost made a motion that the MHC reject the Task Force report and its recommendations. Vice Chair Wynn provided a second. Commissioner Cotton expressed that he would like to weigh in on the discussion. Maddox opened the motion for discussion.

Commissioner Cotton expressed that he would like everyone to understand the amount of time, care and concern devoted to this issue. He responded to previous concerns by explaining that the MHC voted on the Task Force participants. The process was difficult; they were guided by Metro Legal, and they had some of the same concerns previously mentioned. He said the Task Force did not come to a conclusion because they were encouraged not to; they asked about keeping minutes and they were advised not to keep minutes.

After a general buzz in response to the statement about minutes, attorney Alex Dickerson stated that he doesn't recall how the decision about minutes was determined, Metro Legal thought the final report would suffice. Vice Chair Wynn asked about the Sunshine Law. Dickerson responded that the Tennessee Open Meetings Act doesn't apply to keeping minutes. The report itself acts as the minutes. The meetings were recorded by staff, so there's an accurate record of everything that happened. Walker explained that staff attended and recorded audio of the meetings. He has spoken with the Metro Human Resources Director who explained that taking minutes is best policy and they take minutes for all their committee meetings. Going forward, Walker will recommend taking minutes for all MHC proceedings.

Vice Chair Wynn asked about the specific mission of the Task Force. When asked if the Task Force was to respond to the complaint or the complainant, Commissioner Cotton replied that the Task Force was supposed to respond to the MHC. Commissioner Cotton said they tried to take a wholistic approach and put a positive spin on what was a difficult process. Vice Chair Wynn said it appears the Task Force was given two options by the complainant, to

condone or condemn the alleged actions, but even when it was clear MHC staff had the authority to cut the budget as needed, as requested by the administration, it was not stated in the report.

Commissioner Bridges said there appear to be three major issues: make up of commission (Task Force), procedures, and recommendations. We are not going to talk anyone out of this feeling.

Chair Maddox reiterated the motion on the table and asked if the group was ready for the vote.

Commissioner McKee asked if Metro Legal had anything else to say and reminded the group of earlier plans to allow MHC staff the opportunity to speak (discussed previously).

Attorney Ann Mikkelson said there is a motion, it is up to the MHC how to proceed.

Commissioner Amundson said the charge for the Task Force is written differently in different places, but the Task Force did their job. She will vote in favor of accepting their report and recommendations to honor the bigger goal.

Commissioners Rost and Cotton discussed the location of certain statements in the report. Commissioner Rost expressed concerns that by accepting the report and recommendations, the MHC is accepting it in its entirety. Commissioner Bridges interjected by calling for the question. Cotton provided a second. Commissioner McKee said commissioners should be able to say what they want to say and should not be cut off.

At this time, MHC/MHZC staff members were invited to speak. Zeigler said she has had her opportunity to speak (via her emailed letter to the Commission on March 8) and she agreed with Director Walker's earlier statement. As a named party in the complaint, MHZC staff member Sean Alexander shared a statement in which he asked the commission to not accept the report as it has been submitted. In recordings of the Task Force proceedings, the Task Force members discuss having found no merit to the accusations, yet the report does not clear staff members of any wrongdoing. Alexander urged the MHC to not move forward without a resolution and stated the MHC should unequivocally dismiss these false and damaging allegations.

Chair Maddox asked if they were ready for the question. Commissioner Bridges called for the question.

Commissioner Bailey said he respected hearing everyone's opinions and hopes to move forward. He reiterated the challenges of the task at hand and thanked everyone for sharing their views. Commissioner McKee echoed these sentiments, expressed his appreciation, and asked if Commissioner Bailey would provide some ideas on how to move forward in harmony and a spirit of kindness – before the MHC votes. Several commissioners expressed the need for a retreat and additional training. In response to Commissioner's Bell statement about using the recommendations to start conversation at the retreat, Commissioner McKee inquired about tabling the recommendations until the retreat. However, Chair Maddox pointed out the motion on the table. Commissioner Rost stated the MHC can discuss the

recommendations without accepting the report. Commissioner Bell clarified that to her, the report and recommendations are separate. Commissioner Bridges expressed alarm that the recommended committees do not already exist (several commissioners, including Commissioner Bell later clarified that some of these committees do exist). Commissioner Wood expressed that it is possible for people with good will and good intent to reach decisions that are unfair, and he believes that is what happened in this case, and he believes our executive director and personnel have been wronged.

Metro Legal answered a couple of procedural questions, then all agreed to proceed with the vote on the motion to reject the report submitted by the Task Force and the recommendations in full. The vote passed with 8 in favor: Cusic, Rost, Wynn, Hoobler, Bailey, McKee, Wood, Bell, 2 against: Amundson and Cotton, and 2 abstaining: Bridges and Landers. With a vote of 8 in favor, the Task Force report was rejected.

Commissioner Bell made a motion to hold a retreat later this year, Commissioner Rost provided a second, and the motion passed unanimously.

Brief conversation about logistics for scheduling a retreat.

#### COMMISSIONER COMMENTS/ANNOUNCEMENTS

Chair Maddox reminded commissioners about the Executive Committee meeting scheduled for Tuesday, April 5, at Sunnyside, as well as the location change for the April 18 MHC meeting (to Midtown Hills MPND Precinct) and noted some other community happenings taking place that might be of interest to commissioners, including Councilmember O'Connell's virtual community meeting on March 23 regarding expansion of the Downtown overlay, a fundraiser for Two Rivers Mansion on March 25, and the MHC budget hearing on March 30, with a pre-meeting on March 23 at 1:00 p.m.

Chair Maddox thanked everyone for their participation. Vice Chair Wynn made a motion to adjourn, with a second by Commissioner Cusic. The meeting adjourned at approximately 1:30 p.m.

Respectfully submitted, April 13, 2022,

*Robin Zeigler*

*Scarlett C. Miles*