**RULES AND PROCEDURES**
**FOR THE METROPOLITAN**
**BOARD OF FAIR COMMISSIONERS**

**I. PURPOSE.** These rules and procedures provide for the orderly disposition of the business of the Metropolitan Board of Fair Commissioners (Fair Board). These rules deal with procedural matters and should not be confused with substantive rules promulgated by the Fair Board to set standards determining whether a specific action may be taken.

**II. AUTHORITY.** These rules and procedures are adopted pursuant to the authority vested in the Fair Board by Sections 11.601 and 11.602 of the Charter of the Metropolitan Government and Chapter 515 of the Private Acts of 1923, as amended (collectively "the Metro Charter").

**III. COMMISSIONERS AND BOARD OFFICERS**. The numbers, qualification and appointment of Commissioners, their terms of office and the filling of vacancies shall be in accordance with Section 11.601 of the Charter of the Metropolitan Government. Officers shall be Chairperson, Vice-Chairperson and Secretary.

A. **ETHICAL CONDUCT**. Commissioners shall conduct themselves in accordance with the "Standards of Ethical Conduct" established in Chapter 2.222 of the Metropolitan Code of Laws ("the Metro Code").

B. **ELECTIONS.** The Chairperson and Vice-Chairperson are positions that shall be elected once a year. Multiple consecutive terms are permitted. Such elections shall take place at the June meeting.

**C. BOARD OFFICERS.**

1. **Chairperson.** The Chairperson shall preside at all meetings of the Fair Board. Except as otherwise authorized by the Fair Board, he/she shall sign and the Secretary shall attest, all contracts, reports, and instruments adopted by the Fair Board. The Chairperson may submit such recommendations and information as he/she may consider proper concerning the business affairs, and policies of the Fair Board. Further, the Chairperson shall have the right to debate and vote on any issue before the Fair Board. The Chairperson is authorized to execute leases, contracts, and agreements approved by the Fair Board and may delegate this responsibility to the Executive Director.

2. **Vice-Chairperson**. In the absence or incapacity of the Chairperson, the Vice-Chairperson shall have the duties of the Chairperson. In the case of resignation of the Chairperson, the Vice-Chairperson shall perform the duties until power formally passes to a new Chairperson. In the absence of both the Chairperson and the Vice-Chairperson, when a quorum is present for a regular or special meeting, an Interim Chairperson shall be elected from those present.

3. **Secretary.** The Executive Director shall assume the role of Secretary at all meetings. The Secretary shall keep or cause to be kept a full record of all proceedings of the Fair Board, including a record of all votes, in a journal of proceedings kept for this purpose and identified as "The Minutes of the Board of Fair Commissioners." He/she shall perform other duties with regard to records, including certification of transcripts and attestation of contracts or other documents, as the Fair Board may direct.

4. **Minutes and Records.** Each action of the Fair Board recorded in the minutes and supporting documents shall be retained. The entire proceedings shall be recorded and that record shall be a part of the public record. All such records shall be available for review by the public in accordance with applicable ordinances and laws.

D. **TRAINING**. Each Fair Board member shall participate in required training as established by Executive order for Metro Boards/Commissions.

E. **VACANCIES.** Should the office of the Chairperson or Vice-Chairperson become vacant, the Fair Board shall, at its next regular meeting, determine the successor to the position. However, should such offices become vacant when two or fewer Fair Board meetings remain before the June meeting of a given year, the following procedures shall be followed: if the office of Chairperson becomes vacant, the Vice-chairperson shall serve as Chairperson pro tem for the period remaining until the June meeting; if either the office of Vice-chairperson becomes vacant or the offices of both Chairperson and Vice-chairperson become vacant, the Fair Board may elect commissioners to serve in those positions pro tem until the June meeting, when new officers are to be elected.

**IV.** **STAFF.** The Fair Board may appoint such employees as it deems necessary and may contract for services in compliance with the 1923 Private Act and with Sections 11.601 and 11.602 of the Metropolitan Charter.

A. **EXECUTIVE DIRECTOR.** An Executive Director shall be appointed by the Fair Board. He/she shall serve as technical advisor and Secretary to the Fair Board, shall appoint subordinate personnel with the approval of the Fair Board, and shall have the authority, duties, and responsibilities as may be required by the Fair Board or provided for by ordinance. The term Executive Director used throughout these Rules and Procedures shall mean Executive director or his/her designee. The Fair Board authorizes the Executive Director, on its behalf, to negotiate and enter into license agreements for terms up to five years, or as delegated by the Chairperson, pursuant to the Fair Board's authority under the Metro Charter and Code. If the Executive Director determines an agreement will have a significant impact to the community the Chair shall be notified prior to execution.

An annual performance review shall be completed by the Chair (or the Vice Chair in the absence of the Chair) of the Board of Fair Commissioners. A recommendation may be made to the Fair Board for a merit-based pay increase commensurate with Metro guidelines and review of funding availability.

B. **ADDITIONAL PERSONNEL**. Additional personnel may be hired to perform duties necessary to accomplish the staff responsibilities set forth by the Fair Board.

C. **ETHICAL CONDUCT.** The Fair Board Employees shall follow the ethical guidelines set forth in Metropolitan Government Executive Order No. 007 (Mayor Karl Dean) and MCL 2.222.

D. **DISCRIMINATION.** The Fair Board shall not discriminate on the basis of race, sex, creed, national origin, disability or age in hiring, promotion or awarding of contracts.

**V.** **MEETINGS**. Regular meetings of the Fair Board shall be held a minimum of one time per month for at least 8 months each year. These meetings shall be held at a time and place within Davidson County established by the Fair Board and consistent with the provisions of MCL 2.68 (In the event of a need to cancel and/or reschedule a meeting, the Board Chairperson will decide whether a special rescheduled meeting is needed). Regular meetings of the Fair Board may involve different kinds of transactions.

A. **SPECIAL MEETING**. A special meeting may be called by the Chairperson or upon the written request of three or more Commissioners. Written notification of the time, place and purpose of the meeting shall be promptly delivered to each Commissioner. At the special meeting, only the business designated as the sole purpose of the meeting may be transacted.

B. **QUORUM**. The presence of three (3) Commissioners shall constitute a quorum for the transaction of business. A majority vote of the Commissioners present shall be required to decide any action taken by the Fair Board.

C. **MANNER**. All matters requiring a vote shall be passed by a majority of those present. The ayes and noes shall be entered into the minutes reflecting the vote of each Commissioner. When a vote is unanimous, it shall be sufficient to record the vote as unanimous. Roberts Rules of Order shall govern all procedures not addressed in the rules.

D. **OPEN MEETINGS ACT**. All meetings of the Metropolitan Board of Fair Commissioners shall be open to the public pursuant to the Tennessee Open Public Meetings Act, T.C.A. Section 8-44-101, et.seq.

1. **PUBLIC COMMENT**. The Fair Board will designate time at the beginning of each regularly scheduled meeting for general public comment and is limited to two minutes per person with a maximum comment period of sixteen minutes. Comments must relate to an actionable item on the published agenda. Public comment periods will not be held for any meeting where there are no actionable items on the agenda. The Chair may recognize Metro Council members to speak first. Sign-up sheets will be provided no later than 30-minutes prior to the meeting for members of the public requesting to speak to record their own names. The Fair Board shall take all practicable steps to ensure that opposing viewpoints are represented fairly, if any.

E. **PUBLIC HEARINGS.** The Board may choose to hold a public hearing on certain matters.

1. **NOTICE**. Notice of a public hearing shall be provided by publishing the agenda as required under MCL 2.68.020.

2. **PROCEDURE**. All public hearings shall be conducted in the following manner.
    a. Staff will present an overview of the agenda item and present the Board with a recommendation.
    b. When it is applicable, a report from another board or entity of Metropolitan Government shall be presented.
    c. Any member of the Metropolitan Council who desires to speak on a public hearing agenda item may do so.
    d. The Fair Board may allow the presentation of viewpoints. If so, various viewpoints will be presented in the following manner:
        i. The Chair will request a show of hands for those in support of and those in opposition to the hearing agenda item.
        ii. The proponents will speak.
        iii. The opponents will speak.
        iv. The Fair Board shall establish reasonable time limits with consideration given to the time constraints of the agenda and the complexity of the issues. A specified equal time for rebuttal arguments may be granted by the Fair Board, if deemed appropriate.
        v. At the appropriate time, the Chairperson shall declare the public hearing for the agenda item closed.

F. **WITNESSES AND TESTIMONY**. Pursuant to section 18.10 of the Charter of the Metropolitan Government, the Fair Board may compel the attendance of witnesses and the production of books, papers and other records pertinent to an issue.

G. **SPECIFIC RULES**. Because the diversity of actions before the Fair Board, this section promulgates specific rules applicable to certain actions.

1. **DEFERRALS**. The Fair Board may defer action on any item provided the reason for the deferral is reflected in the motion to defer.

2. **REHEARING REQUEST**. Any aggrieved party of a Commissioner may, within sixty (60) days after the Fair Board action, request a rehearing. The request must be filed in writing by the aggrieved party at least fourteen (14) days prior to a Fair Board meeting; or announced by a sitting Commissioner at a regular meeting. The request must state when conditions have changed or what new information is available that may service as cause for a rehearing. The Metropolitan Councilperson in whose district the subject of the rehearing lies shall be notified immediately of the date on which decisions regarding rehearings shall be made.

3. **REHEARING DECISION**. A motion to rehear may be made and seconded by any Commissioner who voted with the majority in the first action on the issue. A simple majority of the Commissioners present, and constituting a quorum, is sufficient to carry a motion to rehear. If the motion to rehear passes, the issue may be heard at that point and Fair Board action taken; unless the issue was originally heard at a public hearing. In that case, the issue must be set for another public hearing before any action is taken.

H. **CAPITAL BUDGET**. In compliance with Section 6.13 of the Metropolitan Charter and the schedule set by the Metropolitan Government, the Fair Board shall submit a list of recommended capital improvements to appropriate Metropolitan Government authorities that may be required in the budgeting process. The list shall consist of the capital improvements that in the opinion of the Fair Board are necessary and desirable to be made over the forthcoming six (6) year period. The priority of each capital improvement shall be indicated, as well as, the year in which it should be made. The Fair Board at least annually shall review Fairgrounds projects in the Capital Improvement Budget and submit a recommendation in support of, or against, a project to receive funding.

**VI.** **INTERPRETATION OF RULES**. The Fair board is the final authority as to the meaning of the rules. As the need arises, the Fair Board may make an exception to these rules for extraordinary cases, setting out the reasons for such exception.

**VII.** **AMENDMENTS**. These rules may be amended at any regular or special meeting of the Fair Board by the positive vote of three (3) Commissioners provide that all Commissioners have been notified by mail of the proposed amendment within a reasonable time prior to the Board Meeting.

**VIII.** **PAST BY-LAWS**. After the rules are approved by the Fair Board, any other rules, procedures or by-laws previously adopted by the Fair Board are repealed.

**IX.** **FILING PROCEDURE AND EFFECTIVE DATE**. These rules shall become effective on the 11th day of July 2023, and a certified copy shall be sent to the Metropolitan Clerk.

APPROVED ON THE 11TH DAY OF JULY 2023.

Chair

Secretary