



STATE OF TENNESSEE
TENNESSEE EMERGENCY COMMUNICATIONS BOARD
DEPARTMENT OF COMMERCE & INSURANCE
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BYLAWS **OF THE TENNESSEE EMERGENCY COMMUNICATIONS BOARD**

I. PURPOSE

The Tennessee Emergency Communications Board is a statutorily created board established to protect and promote the public safety and welfare of the citizens of the state by assisting emergency communications district boards of directors in the areas of management, operations and accountability, and by establishing effective and efficient emergency communications for all citizens of the state.

II. MEMBERSHIP

The board is composed of nine (9) members appointed in accordance with Tenn. Code Ann. § 7-86-302. In accordance with Tenn. Code Ann. § 7-86-302(i)(1), any member of the board who fails to attend at least fifty percent (50%) of the regularly scheduled meetings of the board within any twelve-month period shall automatically be removed from the board and a successor member shall be appointed by the appointing authority to serve out the remaining term of the member being replaced.

III. BOARD MEETINGS

- A. Meetings.** The board shall meet at least quarterly and at call of the chair, as required by Tenn. Code Ann. § 7-86-302(e). The time and location of the meetings shall be determined by the board. Special meetings may be called by the board chair. These bylaws shall apply to all regularly scheduled meetings as well as special meetings called by the chair. All meetings of the board are subject to the open meeting provisions of Tenn. Code Ann. § 8-44-101, *et seq.*, and the open records provisions of Tenn. Code Ann. § 10-7-101, *et seq.*
- B. Quorum and Voting.** Pursuant to Tenn. Code Ann. § 7-86-302(f), a quorum of the board shall consist of five (5) or more members and all official action of the board shall require a quorum. All votes shall be by public voice vote, roll call vote or as otherwise prescribed by law or the parliamentary procedures adopted by the board. No secret votes or secret ballots are allowed.
- C. Participation by Electronic or Other Means.** Board members unable to physically attend a regularly scheduled meeting of the board may participate by electronic means of communication, so long as a quorum of the board is present at the physical location specified in the public notice, as required by Tenn. Code Ann. § 8-44-108. Any member

participating by electronic means shall be audible to the public at the physical location of the meeting.

- D. Public Notice.** Public Notice of regularly scheduled board meetings shall be posted on the board's website at least seven (7) days prior to a regularly scheduled meeting of the board and such notice shall contain an agenda of the items to be addressed by the board. Substantive changes to the agenda should be made no later than three (3) days prior to a meeting of the board. Notice of special or emergency meetings called by the chair shall be posted to the board's website no later than three (3) days prior to the meeting and shall state the purpose thereof.
- E. Teleconferences.** Teleconferences may be scheduled only in cases of necessity when physical presence by a quorum of board members is not practical. The determination of necessity, and a recitation of the facts and circumstances on which it is based, must be included in the minutes of the meeting. All teleconferences must be conducted in accordance with Tenn. Code Ann. § 8-44-108.
- F. Meeting Procedures.** All Board meetings shall be guided by an agenda prepared and delivered in advance to all board members. Board proceedings shall be governed by the current edition of *Robert's Rules of Order* when such rules are not in conflict with other laws, rules or bylaws governing the board. The presiding officer shall rule on all questions pertaining to the bylaws and Rules of Order in the conduct of meetings; such rulings may be appealed to the whole board.
- G. Public Comments.**

 - a. Open Public Comment Period: The Open Public Comment Period is the public comment period at the beginning of each and every board meeting prior to the commencement of board business. To comment before the board during an Open Public Comment Period a comment form provided by board staff must be completed. Interested persons must contact Board staff at least two (2) hours prior to a board meeting to request and complete a comment form. Comments before the board during this period are not limited to items on the agenda or other board business being considered by the board at that board meeting. All public comments during this period shall be limited to five (5) minutes per person and the total open public comment period shall not exceed fifteen (15) minutes, unless the presiding officer grants an extension of time.
 - b. Agenda Item Comment Period: The Agenda Item Comment Period is the public comment period that can occur at a board meeting preceding board action on an agenda item or other board business at the discretion of the presiding officer. To comment before the board during an Open Public Comment Period a comment form provided by board staff does not have to be completed. Interested persons may contact board staff at least two (2) hours prior to a Board meeting to request and complete a comment form but are not required to do so in order to comment during an Agenda Item Comment Period. Comments before the board during this period are limited to items on the agenda or other board business being considered by the board at that board meeting. All public comments during this period shall be limited to three (3) minutes per person and the total open public comment period shall not exceed nine (9) minutes, unless the presiding officer grants an extension of time.

- H. Meeting Minutes.** Pursuant to Tenn. Code Ann. § 8-44-104(a), minutes of board meetings shall be promptly and fully recorded, shall be open to public inspection, and shall include, but not be limited to, a record of persons present, all motions, proposals and resolutions offered, the results of any votes taken, and a record of individual votes in the event of roll call. Such minutes shall be adopted and approved at the subsequent meeting of the board.
- I. Special Distributions.** A special distribution means a one-time, non-recurring distribution of funds authorized by the board made to all ECDs that is not a base funding, excess funding, or grant payment. The board may authorize special distributions to all ECDs from the emergency communication fund. Any such special distribution authorized by the board, regardless of total dollar amount, shall be allocated to the ECDs in the same manner as excess funds are distributed according to board Policy No. 15 “Distribution of Excess Surcharge Revenue”. The board shall provide public notice indicating the board’s intent to authorize a special distribution to all ECDs. The public notice shall be provided to all ECDs and published to the TECB website no less than thirty (30) days prior to the next scheduled meeting of the board and contain an appended table, for reference, containing the distributions each ECD would receive under three (3) different total amounts of special distributions.

IV. BOARD OFFICERS

- A. Board Officers.** Pursuant to Tenn. Code Ann. § 7-86-302(d), the board shall elect a chair and such other officers as it may deem necessary and appropriate. Such officers shall perform the duties prescribed by state law, by these bylaws and by the parliamentary authority adopted by the board.
- B. Board Chair.** The board chair shall preside over all meetings when present.
- C. Vice Chair.** The vice chair shall preside over meetings, and take necessary actions of the chair, when the chair is absent.
- D. Qualifications.** Nominees for vice chair and chair must have a minimum of one (1) year of experience on the board in order to be eligible for these positions.
- E. Terms.** In accordance with Tenn. Code Ann. § 7-86-302, board officers shall serve for a term of two (2) years or until a successor is appointed. Board officers shall not serve more than two (2) successive terms and no member shall hold more than one office at a time.
- F. Nomination and Election.** At the regularly scheduled meeting prior to the expiration of the two-year term of the chair or vice chair, or other office deemed necessary by the board, the board shall nominate candidates for the offices to be filled. Nominations from board staff may also be submitted. At the subsequent meeting of the board, officers shall be elected by public ballot.
- G. Removal and Vacancies.** Officers may be removed from office at the pleasure of the membership by a majority vote. In the event of a vacancy in the office of chair, the vice chair shall succeed to the office of chair for the remainder of the term of office and the vice chair office shall be filled by nomination and election by ballot at the subsequent

meeting of the board. All other vacancies in office shall be filled by nomination and election by ballot as prescribed above.

V. EXECUTIVE DIRECTOR

- A. Pursuant to Tenn. Code Ann. § 7-86-306, the board shall appoint an executive director who shall be a person of good moral character and shall be professionally qualified to administer, manage and direct the affairs and business of the board, which includes but is not limited to the following:
- a. Supervising and coordinating all activities relating to the operation of the board;
 - b. Maintaining and securing all essential records and files;
 - c. Implementing board policies and procedures;
 - d. Informing the board as to state statutes, policies, and procedures;
 - e. Making all decisions related to the employment and termination of board personnel;
 - f. Reviewing and entering into contracts on behalf of the board;
 - g. Providing guidance to local emergency communications districts regarding board action, state emergency communications laws, and the rules, policies or standards established by the board;
 - h. Withholding funding to emergency communications districts to the extent authorized by the board;
 - i. Receiving official notices on behalf of the board;
 - j. Monitoring board revenue and expenses and preparing financial reports for the board;
 - k. Routinely reviewing and recommending necessary changes to board bylaws, procedures, policies and rules; and
 - l. Any other matters delegated by the board.

VI. COMMITTEES

- A. **Standing Committees.** The standing committees of the board shall be the following: The Technical Advisory Committee; The Policy Advisory Committee; and the Operations Advisory Committee.
- B. **Technical Advisory Committee.** The Technical Advisory Committee shall be composed of no less than five (5) and no more than ten (10) members duly appointed by the board in accordance with these bylaws. In accordance with Tenn. Code Ann. § 7-86-308, the technical advisory committee shall be composed of representatives of 911 service suppliers and non-wireline service providers, including, but not limited to, commercial mobile radio service and IP-enabled service providers, for the purpose of providing recommendations to the board regarding aspects of wireless enhanced 911 service.
- C. **Policy Advisory Committee.** The Policy Advisory Committee shall be composed of no less than five (5) members and no more than twelve (12) members duly appointed by the Board in accordance with these bylaws. Members of the Policy Advisory Committee

may include local government officials, consumers, 911 service users, law enforcement personnel, firefighting personnel, emergency medical services personnel and other appropriate individuals with knowledge and training sufficient to provide the Board with information and recommendations regarding 911 policy.

- D. Operations Advisory Committee.** The Operations Advisory Committee shall be composed of no less than five (5) and no more than twelve (12) members duly appointed by the board in accordance with these bylaws. Members of the Operations Advisory Committee may include local government officials, consumers, 911 service users, law enforcement personnel, firefighting personnel, emergency medical services personnel and other appropriate individuals with knowledge and training sufficient to provide the board with information and recommendations for 911 operations in the state.
- E. Special Advisory Committees.** The board may appoint special advisory committees, as necessary, for the purpose of providing and receiving information to the board.
- F. Committee Membership.** The board shall appoint committee members, as necessary, based upon recommendations solicited by board members and board staff. Members of advisory committees shall not be voting members of the board. No member of any advisory committee is entitled to a salary for duties performed as a committee member. No member is entitled to reimbursement for travel and other necessary expenses incurred in the performance of official duties. Committee members shall serve for three (3) year terms. Committee members shall serve until a successor is duly appointed.
- G. Committee Meetings.** Committees shall meet at the call of the Board or at the call of the committee chair, as necessary. Committee meetings shall address the official business for which the committee meeting was called by the board, or the chair, and shall be governed by the current edition of *Robert's Rules of Order, Newly Revised*, when such rules are not in conflict with laws, rules or bylaws of the Board. The presiding officer shall rule on all questions pertaining to the bylaws and Rules of Order in the conduct of meetings; such rulings may be appealed to the whole committee.
- H. Quorum and Voting.** A quorum of the committee shall consist of a majority of the current members of the committee. All official action of the committee shall require a quorum. All votes shall be by public voice vote, roll call vote or as otherwise prescribed by law or the parliamentary procedures adopted by the board. No secret votes or secret ballots are allowed. Any recommendation by the committee to the Board must be published 30 days prior to a meeting of the Board.
- I. Committee Officers.** Each committee shall nominate a chair and vice chair to serve for a term of one (1) year. The committee chair shall preside over all meetings when present. The committee vice chair shall preside over meetings and take appropriate action when the chair is absent. Committee officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Board. Committee officers may be removed at the pleasure of a majority of the committee consistent with the procedures set forth in Article IV, subsection G, *infra*.
- J. Removal of Committee Members.** If a member of a committee has more than three (3) unexcused absences in a twelve (12) month period, the board may remove or replace the member upon notice. Unexcused absences are all absences except: (1) absences required due to an unavoidable conflict, which are excused in advance of the meeting by

board staff or (2) unexpected absences due to unavoidable emergency circumstances (such as medical or family emergency), provided notice of the emergency is given to board staff within five (5) business days of the committee meeting. When a committee has provided for telephonic participation, a committee member is not deemed to be absent when the member participates in the meeting by telephone.

VII. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Roberts Rules of Order, Newly Revised*, shall govern the board, and all committees appointed by the board, to the extent they are applicable and to the extent they are not inconsistent with these bylaws, state law or any special rules of order the board may adopt.

VIII. AMENDMENT OF BYLAWS

These bylaws may be amended at any regular meeting of the board by an affirmative vote of two-thirds of board members, provided that the proposed amendment has been submitted in writing at the previous meeting of the board.

Effective Date: February 5, 2020.