**BYLAWS AND RULES OF PROCEDURE**
**ETHICAL PRACTICES BOARD**
**CITY OF MINNEAPOLIS**

Adopted on May 19, 2026

## Article I. Purpose and Duties

1.1. These are the bylaws and rules of procedure of the Ethical Practices Board, hereinafter the "Board," established by the City of Minneapolis pursuant to section 15.210 of the Minneapolis Code of Ordinances, hereinafter the "Code of Ethics." The purpose of the Board is to assist the City of Minneapolis with accountability of the standards provided in the Code of Ethics through advisory opinions, reviewing ethics complaints against elected officials and appointed board, commission, and advisory committee members, and other such matters as may fall within its defined jurisdiction.

1.2. The Board shall possess no independent official authority or responsibility beyond that which is expressly granted by applicable law, charter, ordinance, or lawful action of the Minneapolis City Council, all of which supersede these bylaws in the event of a conflict.

## Article II. Membership

2.1. The Board is comprised of three members who shall be selected and appointed, and who shall have the qualifications as set forth in its enabling legislation. The Board shall have no members other than those provided for in the enabling legislation. All seats shall be appointed for standard terms as set forth in the enabling legislation.

2.2. Vacancy. A vacancy in any seat shall be filled in the same manner as the original appointment for the remainder of the term.

2.3. Resignation. A Board member may resign at any time and for any reason by submitting a written resignation to the Office of City Clerk, copying the Ethics Officer. In the event of a resignation, the Board member's seat will be declared vacant upon receipt of the resignation, and the Appointing Committee may fill the vacancy for the remainder of the unexpired term.

2.4. Removal. The Appointing Committee may remove a Board member for cause at any time during the member's term of office.

## Article III. Officers

3.1. Officers. The Board shall have a Chair and a Vice Chair. Officers have the same privileges, expectations, and duties as all other members, including the ability to introduce business, to speak in debate, and to vote on all matters unless disqualified due to a conflict of interest or other legal reasons. No member may hold more than one office at a time.

3.2. Term. The Board shall elect one of its members to be Chair and one to be Vice Chair at its first regular meeting of the calendar year. The Chair and Vice Chair shall be elected for a term of one year. Each officer shall hold office until a successor is elected.

3.3. Vacancy. Should an office become vacant, the Board shall elect a successor for the unexpired term of said office.

3.4. Chair. The primary function of the Chair is to preside over meetings such that each meeting is conducted in accordance with all applicable laws, policies, and procedures; each meeting provides a fair forum for the consideration of matters submitted to the Board; and all matters are addressed in an orderly and efficient manner. The function of the Chair is to facilitate the work of the Board. To achieve that goal, the Chair has the following specific duties and responsibilities:

3.4.1. To convene and preside over all proceedings, when present, and to facilitate an effective and orderly meeting for the transaction of business. To this end, the Chair shall enforce all procedural rules, maintain decorum, and speak in preference to others in response to requests, rendering procedural decisions, and similar matters.

3.4.2. To recognize Board members and others entitled to the floor and to confine debate to those matters which are properly before the Board and within its jurisdiction. The Chair must run meetings so that all Board members have a fair opportunity to participate, which includes the opportunity to propose and second motions, to engage in discussion, and to express opinions in a respectful, collegial, and collaborative manner.

3.4.3. To state and put to a vote all matters properly before the Board and within its authority, to defend the opportunity of the minority of the body to express its position and to protect the opportunity of the majority to decide and take action, and to declare the result of all votes for the record.

3.5. Vice Chair. The Vice Chair assumes and performs all duties provided for the Board’s Chair in the absence of that officer, or at the Chair’s request.

## Article IV. Staff

4.1. Ethics Officer. Per section 15.220 the Code of Ethics, the Minneapolis City Attorney shall designate an assistant city attorney as the city's Ethics Officer who shall serve as the staff to the Board as one of its duties. The Ethics Officer shall assist the Board with executing its powers as outlined in these bylaws and rules. In addition, the Ethics Officer shall attend required agenda-setting, committee, and city council meetings and act as the Board’s spokesperson in formal communications and meetings with the mayor and city council.

4.2. Secretary. A designee from the Office of City Clerk shall be Secretary of the Board and, in that capacity, shall be responsible for its recordkeeping and clerical responsibilities. The Ethics Officer shall coordinate with the Secretary so that the Secretary can accomplish the following recordkeeping and clerical duties:

4.2.1. Posting notices of regular meetings pursuant to the Board's adopted schedule of meetings and posting notices of special meetings at least three days in advance.

4.2.2. Posting agendas, reports, and materials necessary for meetings at least 24 hours before the date and time set for each meeting.

4.2.3. Posting a marked agenda showing actions taken no more than 24 hours after each meeting is adjourned.

4.2.4. Preparing a true and accurate record of all meetings, called the minutes.

4.2.5. Keeping official records required by law and the City of Minneapolis records retention schedules and making them accessible to the public when required by the Minnesota Government Data Practices Act.

## Article V. Meetings

5.1. Meetings of the Board shall be open and accessible to the public.

5.2. All meetings shall be conducted in facilities that are government-owned or leased, and that satisfy accessibility and accommodation requirements pursuant to the Americans with Disabilities Act (ADA).

5.3. Regular Meetings. Regular meetings of the Board shall be held at 3:00 p.m. on the third Tuesday of each odd-numbered month. Adjustments to the regular meeting schedule, including adjustments for meetings that fall on holidays, shall be approved at the last regular Board meeting of the year. The Chair may cancel any regularly scheduled meeting.

5.4. Special Meetings. The Chair may call a special meeting in addition to the regular meetings. The notice of a special meeting shall comply with the Open Meeting Law.

5.5. Continuance. No meeting shall continue past 10 p.m., and any business not addressed at that time shall automatically be postponed to the next regular meeting unless the Board votes to continue the meeting to a date and time prior to the next regular meeting. The Board may, by formal action, continue any regular or special meetings to another date and time prior to the next scheduled regular meeting. If a special meeting is continued to another date and time, no new business may be introduced beyond that which was included in the notice of the original special meeting.

5.6. Closed Meetings. The Board shall close a meeting for preliminary consideration of allegations against an individual subject to its authority. If the Board determines there is reasonable belief that there has been a material violation of the Code of Ethics, further meetings or hearings relating to those specific allegations held after that conclusion is reached shall be open. The Board shall open a meeting at the request of the individual who is the subject of a complaint.

5.7. Quorum. A quorum is the minimum number of Board members required to be present to constitute a legal and valid meeting for the transaction of business. No actions or decisions may be taken in the absence of a quorum. The quorum for the Board is two members.

5.8. Official Action. Individual Board members have no separate or independent authority, and no member shall act or purport to act in any official capacity except when specifically authorized by formal action of the Board. Every official action shall be within the Board's defined authority or jurisdiction as set forth in its enabling legislation; be in accordance with, and not contrary to or in conflict with, all higher authority, including state law, city charter, city ordinances and policies, and rules and regulations; and be taken in the manner required by law, or as provided in these bylaws, and subject to the correct vote threshold. The Board shall take action or express its position only by the affirmative vote of a majority of those members present and participating in a meeting, assuming a quorum. Every official action and the vote thereon shall be recorded in the minutes of the meeting.

5.9. Attendance. Regular attendance and engaged participation are vital to the success of the Board; therefore, attendance is a core requirement of each Board member's service. Any member who must miss a meeting shall communicate their planned absence to the Ethics Officer as early as practicable. An attendance record shall be maintained showing the presence or absence of each member for each meeting, which shall be a public record. The Appointing Committee shall be notified if a member has three absences from regular meetings in a calendar year.

5.10. Public Comments. The Minnesota Open Meeting Law requires that Board meetings be open to the public for observation, but it does not require public comment or public participation. Regular meetings, special meetings, and public hearings shall not have a public comment period.

5.11 Special Committees. The Chair may designate special committees to advise the Board on particular matters and for such other purposes as the Chair may deem appropriate or as the Board shall otherwise direct. Only Board members may be members of a special committee, but non-board members may be invited to present or speak at special committee meetings.

## Article VI. Annual Work Plan and Report

6.1. Annual Work Plan. The Board shall prepare and adopt an annual work plan for the next succeeding year that outlines its intended work and activities. The work plan shall only include items that are within the defined scope of authority or subject matter jurisdiction as provided in the Board's enabling legislation and shall not extend the scope of such authority or defined jurisdiction. The work plan may include, but is not limited to, a review of the Code of Ethics.

6.2. Annual Report. The Ethics Officer, on behalf of the Board, shall prepare an annual report. The annual report shall include details on the ethics activities of the Board and city government, an assessment of the Board's performance and effectiveness, and any other accomplishments, challenges, and opportunities the Board addressed, and the Board's annual work plan. The report may recommend changes to the text or administration of the Code of Ethics. The Ethics Officer shall present the draft report to the Board for approval at its first regular meeting of the calendar year.

Upon the Board's approval, the Ethics Officer shall submit the report to the mayor and city council in accordance with its published operating structure.

## Article VII. Advisory Opinions

7.1. The Board may issue and publish formal advisory opinions on the interpretation of the Code of Ethics based upon real or hypothetical situations. An application for an advisory opinion may be made only by an individual or city government entity that is subject to the Code of Ethics and that wishes to use the opinion to guide the individual's or entity's own conduct.

7.2. Requests for formal written advisory opinions shall be in writing and must set out with reasonable specificity the facts and circumstances of a real or hypothetical case. Requests shall be coordinated and filed with the Ethics Officer.

7.3. The Board shall expeditiously determine whether to issue a formal advisory opinion addressing the issues raised. The Board may decline to issue an opinion for any reason(s), including but not limited to the following:

7.3.1. The subject matter of the request does not relate to the Code of Ethics.

7.3.2. The subject matter of the request involves past conduct that is not ongoing.

7.3.3. The request fails to provide sufficient detail for the Board to provide meaningful advice.

7.3.4. The request involves factual scenarios that are vague, highly unlikely, or overly speculative.

7.3.5. The request concerns rights or conduct that are the subject of pending litigation involving the requester.

7.3.6. The timeline specified in the request is too short to draft an opinion.

7.3.7. The Board determines that issuing an advisory opinion would not facilitate compliance with the letter or spirit of the Code of Ethics.

7.4. A formal opinion shall be issued by official action of the Board and shall be forwarded to the person or city government entity requesting the advisory opinion. The Board shall strive to issue its opinion within 60 days of the request. Additional time may be required for issuing an opinion due to the meeting schedule of the Board and the issues presented.

7.5. The Board may publish an opinion or a summary of an opinion but may not include in the publication the name of the requester, the name of the person covered by a request from a city government entity, or any other information that might identify the requester, unless the person consents to the inclusion.

7.6. A written formal advisory opinion issued by the Board is binding on the Board in a subsequent Board proceeding concerning a complaint filed against the person making or covered by the request, and the proceeding involves the subject matter of the requested opinion, unless:

7.6.1. The Board has amended or revoked the opinion before the initiation of the Board proceeding, has notified the person making or covered by the request of its action, and has allowed at least 30 days for the person to do anything that might be necessary to comply with the amended or revoked opinion.

7.6.2. The Board finds that the request omitted or misstated material facts.

7.6.3. The Board finds that the person making or covered by the request has not acted in good faith in reliance on the opinion.

## Article VIII. Filing an Ethics Complaint

8.1. Jurisdiction. The Board has jurisdiction to review and make findings concerning any alleged violation of the Code of Ethics by a current or former elected official or an appointed board, commission, or advisory committee member. Any person may submit a complaint to the Board that falls within its jurisdiction. The Board shall not consider any alleged violation that occurred more than one year before the date of the filing of a complaint. If the violation is alleged to have begun more than a year before the filing of the complaint and to have continued to a time within the one-year period, the Board may consider the complaint.

8.2. Form. A member of the public may utilize the City of Minneapolis Ethics Complaint Form or call 311 for another accessible format to submit a complaint. In addition, a City of Minneapolis employee may submit a complaint utilizing the Online Confidential Employee Report Line.

## Article IX. General Rules for Processing Complaints.

9.1. Confidentiality. The Board and staff shall comply with the requirements of the Minnesota Government Data Practices Act and Open Meeting Law.

9.2. No Ex Parte Communications. No complainant or subject of a complaint, or any person acting on their behalf, shall engage or attempt to engage, directly or indirectly, in any ex parte communication about the subject matter of a complaint with a member of the Board prior to the disposition of the complaint. Board members shall not knowingly participate, directly or indirectly, in any ex parte communication with any person, other than another member or the Ethics Officer, about any issue of fact or law relating to the complaint prior to disposition of the complaint.

9.3. Recusal. The Board and the Ethics Officer shall conduct an objective, unbiased, and impartial review of complaints. Board members and the Ethics Officer shall recuse themselves from reviewing a complaint if they have an actual or perceived bias for or against the subject of the complaint, or an actual or perceived conflict of interest in the outcome of the complaint.

9.4. Standard of Proof. The Board shall use the clear and convincing evidence standard of proof when determining whether a subject of a complaint materially violated the Code of Ethics.

9.5. Opportunity to Respond. The subject of a complaint shall be given notice and an opportunity to respond to a complaint when it is determined that there is reasonable belief of a material violation of the Code of Ethics. The opportunity to respond may include submitting a statement or other matters for consideration, answering fact-finding questions, and/or appearing before the Board at a hearing. At a minimum, a notice shall identify the matter under review, including specific allegations in sufficient detail to enable the subject to prepare a response, the methods in which the subject may respond, and a copy of any relevant evidence, subject to redaction in accordance with the Minnesota Government Data Practices Act. The subject shall have 30 days to respond to the notice. Reasonable requests for an extension of this deadline shall be granted upon a showing of good cause, to ensure that the subject of the complaint has an adequate opportunity to gather evidence and prepare a response. Either the Board or the Ethics Officer may grant an extension.

9.6. Privacy Notice. The Board and the Ethics Officer shall provide a Tennessen Warning Notice when collecting private or confidential information from an individual and ask the individual to sign and date the notice. A copy of the notice shall be provided to the individual.

## Article X. Complaint Routing Procedures

10.1. The Ethics Officer shall complete an initial review of all complaints.

10.2. The Ethics Officer may dismiss a complaint for the reasons provided in subsections 10.2.1-.5. The Ethics Officer may do so without conducting a preliminary evaluation or providing notice to the subject of the complaint if the Ethics Officer determines that reason for dismissal is established by the complaint on its face.

10.2.1. The complaint appears to be duplicative of another complaint.

10.2.2. The Board lacks subject matter jurisdiction over the allegations.

10.2.3. The complaint is untimely filed.

10.2.4. The appointing authority has already taken action on the alleged facts of the complaint.

10.2.5. The complaint's factual allegations, even if confirmed as true after an investigation, would not lead to the conclusion that the Code of Ethics was violated.

10.3. For complaints that are not dismissed prior to a preliminary evaluation pursuant to section 10.2, the Ethics Officer shall conduct a preliminary evaluation of the complaint to determine whether the allegations of the complaint raise a reasonable belief that a violation of the Code of Ethics occurred and whether the complaint's factual allegations are in dispute.

10.3.1. If the Ethics Officer determines that the complaint alleges a prima facie violation and the complaint's factual allegations are not in dispute, the Ethics Officer shall notify the subject of the complaint and provide them with the opportunity to respond to the complaint in accordance with section 9.5. After providing the subject with an opportunity to respond, the Ethics Officer shall dismiss the complaint in accordance with section 10.2, or the Ethics Officer shall report in writing its probable cause determination and recommendation for the Board to sustain a finding of a material violation of the Code of Ethics.

10.3.2. If the Ethics Officer determines the complaint alleges a prima facie violation, but the complaint's factual allegations may be in dispute, the Ethics Officer may refer the complaint for investigation. After reviewing the report of investigation, the Ethics Officer shall dismiss the complaint if the facts do not support a material violation of the Code of Ethics in accordance with section 10.2, or the Ethics Officer shall report in writing its recommendation for the Board to sustain a finding of a material violation of the Code of Ethics.

10.4. Dismissal of a complaint is subject to the Board's review pursuant to Article XI of these bylaws and rules.

## Article XI. Board Complaint Review Procedures

11.1. Review of Dismissals. The Board shall review all complaints the Ethics Officer dismisses at its next regularly scheduled meeting.

11.1.1. For dismissals without notice to the subject of the complaint and without conducting a preliminary evaluation of the complaint, the Board shall determine whether to sustain the dismissal, conduct further fact gathering, or find that there is reasonable belief of a material violation of the Code of Ethics. If the Board finds that there is reasonable belief of a material violation of the Code of Ethics, the Ethics Officer, on behalf of the Board, shall notify the subject of the complaint and provide them with the opportunity to respond in accordance with section 9.5. After providing the subject with an opportunity to respond, the Board shall make a final determination on whether to dismiss the complaint or find a material violation of the Code of Ethics.

11.1.2. For dismissals after providing the subject of the complaint with an opportunity to respond, the Board shall determine whether to sustain the Ethics Officer's dismissal, conduct further fact gathering, or find a material violation of the Code of Ethics. If the subject elects a hearing before the Board, the Board shall provide the subject with the opportunity before sustaining a finding.

11.1.3. For dismissals after receiving a report of investigation, the Board shall determine whether to sustain the Ethics Officer's dismissal or find a material violation of the Code of Ethics.

11.2. Review of Recommendations. The Board shall review all complaints for which the Ethics Officer determines there is probable cause and recommends a finding of a material violation of the Code of Ethics at its next regularly scheduled meeting.

11.2.1. For determinations and recommendations after providing the subject of the complaint an opportunity to respond, the Board shall determine whether to adopt the Ethics Officer's probable cause determination and findings recommendation, conduct further fact gathering, or dismiss the complaint. If the subject elected a hearing before the Board, the Board shall provide the subject with the opportunity before sustaining a finding.

11.2.2. For recommendations after receiving a report of investigation, the Board shall determine whether to adopt the Ethics Officer's findings recommendation or dismiss the complaint.

## Article XII. Hearings

12.1. A hearing conducted pursuant to these bylaws and rules is not a quasi-judicial function, nor is it adjudicative. Instead, a hearing is a meeting, or a portion of a meeting, that serves as an investigative procedure to gather facts and evidence and clarify issues pursuant to the Board's power to conduct investigations. All hearings shall be open to the public.

12.2. If the Board determines that a hearing regarding allegations contained in a complaint is necessary or the subject of a complaint elects a hearing, the Ethics Officer, on behalf of the Board, shall issue a notification to the subject of the complaint and, as applicable, the complainant or any identified witnesses, setting the matter for a hearing on a date prescribed by the Board. The notice to a complainant or witness shall be an invitation to attend and participate in the hearing. At a minimum, the notice to the subject of a complaint shall include –

12.2.1. The date, time, and place of the hearing.

12.2.2. The matter under investigation, including specific allegations, shall be provided in sufficient detail to enable the subject to gather evidence and prepare a response to the allegations in the complaint.

12.2.3. The subject's rights to be present and present evidence.

12.2.4. A request to identify any witnesses, including name and contact information, with relevant information regarding the complaint.

12.2.5. A link to the Board's Bylaws and Rules of Procedure.

12.2.6. A copy of any relevant evidence, subject to redaction in accordance with the Minnesota Government Data Practices Act.

12.3. The subject of the complaint has the right to be represented by legal counsel. The subject has the right to appear and be heard and offer evidence in response to the allegations at the hearing. However, the subject, or their legal counsel, does not have the right to cross-examine the complainant or any witnesses. Reasonable requests for a later hearing date shall be granted upon a showing of good cause to ensure that the subject of the complaint has an adequate opportunity to gather evidence and prepare a response to the allegations in the complaint. The Board or the Ethics Officer may approve the request for a later date.

12.4. The Minnesota Rules of Civil Procedure and the Minnesota Rules of Evidence do not apply to hearings conducted by the Board. Prior to a hearing, the Board may adopt time limits and any other rules relating to the participation of any complainant, subject of the complaint, or witnesses in a hearing in addition to those established in these bylaws and rules. The Ethics Officer shall notify participants of any additional rules the Board adopts when providing notification of the hearing.

12.5. During a hearing the Board may ask open-ended or direct questions, request clarification, and follow up on inconsistencies. The Board may ask the complainant, the subject of the complaint, and witnesses to provide documentary evidence, explain records, and respond to evidence already gathered.

12.6. At the close of a hearing, the Board may summarize next steps, request additional materials, and explain the timeline for completing the investigation. However, the Board shall not make any determinations on findings during the hearing.

12.7. The Board has the discretion to use other investigative procedures outside of a hearing, which may include, but are not limited to, requesting the Ethics Officer to conduct an investigation. The Board shall determine whether to sustain a finding of a material violation of the Code of Ethics or dismiss a complaint once its investigation is complete.

## Article XIII. Disposition of Complaint

13.1. The Board shall make all reasonable efforts to issue a written report of findings of fact and as authorized by the Code of Ethics, recommendations of discipline within thirty business days after finding a material violation of the Code of Ethics. The Board may adopt the applicable content of the Ethics Officer's written determination and recommendation on a complaint for its report.

13.2. The Ethics Officer, on behalf of the Board, shall notify the subject of a complaint of the Board's dismissal if the subject was provided an opportunity to respond. Where the Board finds a material violation of the Code of Ethics, the Ethics Officer, on behalf of the Board, shall provide the subject the Board's findings and any recommendations of discipline in sufficient detail to enable the subject to prepare a response for the appropriate authority's consideration of any action that may be taken in response to the Board's findings and recommendations.

13.3. Complaints with sustained findings of fact shall be reported in the manner described in section 15.240 of the Code of Ethics.

> 13.3.1. For complaints regarding an elected official, the Ethics Officer, on behalf of the Board, shall report the Board's findings of fact and any recommendations of discipline to the mayor, assigned committee, and the city council in accordance with city council's procedures.
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> 13.3.2. For complaints regarding an appointed board, commission, or advisory committee official, the Ethics Officer, on behalf of the Board, shall report the Board's findings of fact to the appropriate appointing authority.

## Article XIV. Amendments

The Board shall review these bylaws and rules at least annually. An amendment may only be considered for adoption when the subject of the amendment has been introduced at a prior meeting of the Board, except that an amendment may be adopted without prior notice when the introduction and passage of the amendment is adopted by unanimous consent of all members.