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IN THE SUPREME COURT OF TENNESSEE
AT NASHVILLE
February 12, 2026 Session

METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY ET AL. v. BILL LEE, GOVERNOR, ET AL.

Appeal by Permission from the Court of Appeals
Chancery Court for Davidson County
Nos. 23-0336-I, 23-0395-III
Jerri S. Bryant, Chancellor; Patricia Head Moskal, Chancellor; and Joseph T. Howell, Judge

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No. M2024-01182-SC-R11-CV

In 2023, the General Assembly imposed a cap on the size of metropolitan councils. The Metropolitan Government of Nashville and Davidson County, along with several individual plaintiffs, challenged the cap, alleging that it violates the Local Legislation Clause and the Exemption Clause of the Tennessee Constitution. The trial court held that the cap violates both clauses, but the Court of Appeals reversed. *Metro. Gov't of Nash. & Davidson Cnty. v. Lee*, No. M2024-01182-COA-R3-CV, 2025 WL 1565481, at *1 (Tenn. Ct. App. June 3, 2025). After we granted the plaintiffs permission to appeal to this Court, the General Assembly amended some of the challenged provisions. We conclude that those amendments render the plaintiffs' Local Legislation Clause claim moot, and we therefore vacate the judgment of the Court of Appeals with respect to that issue. Because the amendments do not affect the plaintiffs' Exemption Clause claim, we address that claim on the merits and agree with the Court of Appeals that the cap does not violate the Exemption Clause. We affirm the Court of Appeals' judgment as to that issue and remand to the trial court for further proceedings consistent with this opinion.

Tenn. R. App. P. 11 Appeal by Permission; Judgment of the Court of Appeals Affirmed in Part and Vacated in Part

SARAH K. CAMPBELL, J., delivered the opinion of the Court, in which JEFFREY S. BIVINS, C.J., and HOLLY KIRBY and DWIGHT E. TARWATER, JJ., and ROGER A. PAGE, SP. J., joined. MARY L. WAGNER, J., not participating.

Wallace W. Dietz, Allison L. Bussell, Melissa Roberge, John K. Whitaker, Robert E. Cooper, Jr., and Wesley S. Love, Nashville, Tennessee, for the appellant, Metropolitan Government of Nashville & Davidson County.

David W. Garrison, Scott P. Tift, and John Spragens, Nashville, Tennessee, for the appellants, Davie Tucker, Delishia Porterfield, Judy Cummings, Dave Goetz, Alma Sanford, Quin Evans Segall, Sandra Sepulveda, and Zulfat Suara.

Jonathan Skrmetti, Attorney General & Reporter; J. Matthew Rice, Solicitor General; Madeline W. Clark, Principal Deputy Solicitor General; Joshua Daniel Minchin, Assistant Solicitor General; Walker Anderson, Honors Fellow, for the appellees, Bill Lee, Governor of the State of Tennessee; Tre Hargett, Tennessee Secretary of State; and Mark Goins, Tennessee Coordinator of Elections.

OPINION

I.

A.

In 1953, the People of Tennessee amended the Tennessee Constitution for the first time since that document's ratification in 1870. Among other things, the 1953 amendments granted the General Assembly authority to "provide for the consolidation of any or all of the governmental and corporate functions . . . vested in municipal corporations with the governmental and corporate functions . . . vested in the counties in which such municipal corporations are located." Tenn. Const. art. XI, § 9, ¶ 9. In 1957, the General Assembly exercised this new authority, creating a statutory process by which county and municipal corporations could choose to consolidate. Act of Feb. 25, 1957, ch. 120, 1957 Tenn. Pub. Acts 423. This process is codified, as amended, in the first three chapters of Title 7 of the Tennessee Code.

Consolidation, in this context, is the merger of two pre-existing public corporations, a county corporation and a municipal corporation, to create a new public corporation: a metropolitan government. Tenn. Const. art. XI, § 9, ¶ 9; Act of Feb. 25, 1957, ch. 120, §§ 2, 10(d), 1957 Tenn. Pub. Acts 423, 424–25, 434; Tenn. Code Ann. §§ 7-1-102 (2024), 7-2-108(a)(4) (2024); *see also* Tenn. Code Ann. § 5-1-103 (2015) (declaring that "[e]very county is a corporation"); *id.* § 5-103 (1971) (same); 1932 Code § 739 (same); 1858 Code § 402 (same); *accord* 1 Eugene McQuillin & Ray Smith, *The Law of Municipal Corporations* § 136 (2d rev. ed. 1940) (distinguishing municipal corporations from counties). When this merger of two public corporations occurs, the county and municipal corporations transfer their corporate powers to the new metropolitan government corporation, a distinct entity. Tenn. Code Ann. §§ 7-1-102(a), (c), -103(a) (2024). The pre-existing corporations cease functioning, "unless chapters 1–3 of [Title 7] or the charter of the metropolitan government expressly so provide, or . . . [as otherwise] required by the Constitution of Tennessee." *Id.* § 7-1-102(c); *see also Metro. Gov't of Nash. & Davidson Cnty. v. Allen*, 415 S.W.2d 632, 636 (Tenn. 1967) ("Under the creation of this Metropolitan

Charter for Nashville and Davidson County a new government entity was created by the government of said city and county, and the old government of the city and county ceased to exist."); *Frazer v. Carr*, 360 S.W.2d 449, 454 (Tenn. 1962) ("It results that the government of all, or practically all, of Davidson County and of Nashville, respectively, ceased to exist and that a new governmental entity, to-wit, the Metropolitan Government, was created for the government of Nashville and Davidson County."); *accord* 2A Eugene McQuillin, *The Law of Municipal Corporations* § 8:21 (3d ed.), Westlaw (June 2026 Update) ("Where two or more municipal corporations are consolidated under one government, the old corporations become in most instances extinct." (footnote omitted)).

Consolidation requires several steps. First, the existing governments of the county and the "principal city in the county" must create a "Metropolitan Government Charter Commission." Act of Feb. 25, 1957, ch. 120, § 4, 1957 Tenn. Pub. Acts 423, 426–27. Then, elected commissioners must draft a proposed charter and submit it to the voters. *Id.* §§ 5, 7, 8, 1957 Tenn. Pub. Acts at 427–32. Finally, if the proposed charter is "approved by a majority of those voting within the principal city and also by a majority of those voting in the county outside of said principal city," it is "deemed ratified and adopted." *Id.* § 8, 1957 Tenn. Pub. Acts at 431.

Almost as soon as the General Assembly provided a statutory path to consolidation, Davidson County and the City of Nashville took the first step down that path by appointing a charter commission. Don H. Doyle, *Nashville Since the 1920s* 200 (1985). The charter that initial commission proposed ultimately failed to garner sufficient public support and was rejected in 1958. *Id.* at 203–04. Three years later, however, the General Assembly enacted a private bill establishing a second charter commission, contingent on approval by the voters in both Davidson County and the City of Nashville—a condition satisfied by referendum on August 17, 1961. *Id.* at 207; Act of March 15, 1961, ch. 408, 1961 Tenn. Priv. Acts 1487. The charter this second commission recommended was approved by referendum on June 28, 1962. Metro. Gov't of Nash. & Davidson Cnty., Tenn., Charter at I (1962) (hereinafter "1962 Charter"). With this approval, the Metropolitan Government of Nashville and Davidson County—or Metro Nashville—was born.

B.

The proposed charter for a consolidated government must provide for a "Metropolitan Council" to serve as "the legislative body of the Metropolitan Government." Act of Feb. 25, 1957, ch. 120, § 10(k), 1957 Tenn. Pub. Acts 423, 433, 435. At the time Metro Nashville's proposed charter was adopted, it was necessary to specify the size of the council in the charter, but there was no statutory maximum or minimum number of council members. *Id.* § 10(l). The council's size was instead left to the discretion of the locality pursuing consolidation. *Id.*

Metro Nashville's 1962 charter set the size of its council at forty members. 1962 Charter, *supra*, § 3.01. The size of the council remained at forty members for about sixty years. *See* Tenn. Code Ann. § 7-2-108(a)(12) (2015); Metro. Gov't of Nash. & Davidson Cnty., Tenn., Charter § 3.01 (2023) (hereinafter "Metro Charter").

On March 9, 2023, the General Assembly passed House Bill No. 48 ("H.B. 48"). Act of Mar. 9, 2023, ch. 21, 2023 Tenn. Pub. Acts 63 (codified at Tenn. Code Ann. §§ 7-1-113, 6-53-104). The Governor signed the legislation the same day. *Id.* H.B. 48 contained two operative sections.

The first section imposed a cap on the size of metropolitan councils and prescribed the means for existing metropolitan councils with memberships exceeding the cap to comply with the new law. Subsection 1(a) imposed the cap: "Notwithstanding a provision of a metropolitan government charter or § 7-2-108 to the contrary, the membership of a metropolitan council must not exceed twenty (20) voting members, as further provided in this section." *Id.* § 1(a). Subsection 1(b) then prescribed the means for compliance, providing in full:

> (b)(1) If the membership of a metropolitan council is required to be reduced in order to comply with subsection (a), then:
>
> (A) The metropolitan council reduction takes effect as of the next general metropolitan election after the effective date of this act. However, if the metropolitan council fails to take the necessary legislative action to effectuate this section prior to the qualifying date for the next general metropolitan election after the effective date of this act as set by the county election commission, then the terms of the current members of the metropolitan council are extended for one (1) year and the county election commission shall set a special general metropolitan election to be held the first Thursday in August 2024 to elect the councilmembers for a term of three (3) years with the terms to begin September 1, 2024. Thereafter, members of the metropolitan council shall serve terms of four (4) years;
>
> (B) Within thirty (30) days of the effective date of this act, the metropolitan planning commission shall establish district boundaries using the most recent federal census to ensure that a reapportionment maintains substantially equal representation based on population and otherwise complies with the United States and Tennessee constitutions and state and federal law;

(C) Upon approval of the council districts by the planning commission, the metropolitan council as currently constituted shall approve the new council district boundaries by resolution on or before May 1, 2023; and

(D) The metropolitan council shall take any legislative action required to effectuate this section by resolution receiving an affirmative majority vote of those present and voting, regardless of any provision of a charter or private act to the contrary.

Id. § 1(b)(1).

The remaining subsections of section one clarified that the cap also applies to "metropolitan governments formed after [H.B. 48's] effective date," *id.* § 1(c), and does not preempt a metropolitan government from "specifying in its charter the manner in which to hold a special election to fill a vacancy on the metropolitan council," *id.* § 1(d), or from changing the size of its council in the future, so long as the size does not exceed twenty members, *id.* § 1(e).

H.B. 48's second section—not directly at issue here—applied similar requirements to the governing bodies of municipalities. *Id.* § 2.

At the time of H.B. 48's enactment, Metro Nashville was the only metropolitan government with a council size exceeding twenty members.

C.

On March 13, 2023, Metro Nashville filed a complaint against Governor Bill Lee, Secretary of State Tre Hargett, and Coordinator of Elections Mark Goins. Two weeks later, a group of Davidson County residents filed a similar complaint. Both complaints alleged that H.B. 48 violates the Consolidation Clause, Local Legislation Clause, and Anti-Ripper Clause of article XI, section 9, as well as the Exemption Clause and term-length requirements of article VII, section 1. And both complaints sought declaratory and injunctive relief to prevent implementation of the law. This Court appointed a three-judge panel to hear the cases, and the proceedings were consolidated. *See* Tenn. Code Ann. § 20-18-101(a)(1).[1]

[1] This Court appointed Chancellor Jerri S. Bryant, then-Judge Mary L. Wagner, and Chancellor Patricia Head Moskal to serve on the three-judge panel.

Both Metro Nashville and the individual plaintiffs filed motions for a temporary injunction. The panel granted Metro Nashville's motion in part but denied the individual plaintiffs' motion on standing grounds. The panel concluded that Metro Nashville was unlikely to succeed on its Exemption Clause claim or its claim that subsection 1(a) violates the Local Legislation Clause. But the panel held that Metro Nashville was likely to prevail on its claim that *subsection 1(b)* violates the Local Legislation Clause and granted a partial temporary injunction on that basis.[2]

All parties eventually filed motions for summary judgment on the merits. The state defendants also moved to dismiss the individual plaintiffs' claims for lack of standing. And Metro Nashville argued in the alternative that, even if it were not entitled to summary judgment on the merits, its claims should be dismissed on mootness grounds because the compliance timeline prescribed in subsection 1(b) had expired.

On July 29, 2024, the three-judge panel issued an order resolving these motions.[3] Starting with the motions to dismiss, the panel concluded that the individual plaintiffs had standing to bring their Local Legislation Clause claim, but not their Consolidation Clause or Exemption Clause claims.

Further, the panel agreed with Metro Nashville that, because the compliance deadlines prescribed in subsection 1(b) had expired, the claims challenging that section were moot. These claims included the challenges based on the Anti-Ripper Clause and the term-length requirements of article VII, section 1. But the panel found that the expiration of subsection 1(b)'s compliance deadlines did not render subsection 1(a) altogether unenforceable. The panel therefore concluded that the claims challenging subsection 1(a) were not moot.

Moving to the merits, the panel rejected the Consolidation Clause claim but held that subsection 1(a) violated the Local Legislation Clause and the Exemption Clause.[4] The panel therefore elided subsection 1(a) from H.B. 48 and permanently enjoined the state defendants from enforcing that subsection.

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[2] Chancellor Moskal dissented in part. In her view, Metro Nashville was likely to succeed on its claim that subsection 1(a) violates the Local Legislation Clause, and certain of the individual plaintiffs had standing to bring their Local Legislation Clause claims and were likely to prevail on those claims.

[3] Then-Judge Wagner was a member of the panel when it decided the temporary injunction motions, but she was replaced on the panel by Judge Joseph T. Howell after being confirmed to this Court on March 11, 2024.

[4] Judge Howell dissented in part. As he saw it, subsection 1(a) did not violate the Local Legislation Clause or Exemption Clause.

The state defendants appealed. The Court of Appeals affirmed in part and reversed in part. *Metro. Gov't of Nash. & Davidson Cnty. v. Lee*, 2025 WL 1565481, at *1. The court agreed with the panel that the challenges to subsection 1(a) were not moot. *Id.* But it reversed the panel's determination that H.B. 48 violated the Local Legislation Clause and the Exemption Clause. *Id*.[5]

This Court then granted Metro Nashville and the individual plaintiffs permission to appeal. Order, *Metro. Gov't of Nash. & Davidson Cnty. v. Lee*, No. M2024-01182-SC-R11-CV, 2025 WL 2692148 (Tenn. Sep. 18, 2025). In this Court, Metro Nashville challenged the Court of Appeals' holdings regarding (1) mootness, (2) the Local Legislation Clause, and (3) the Exemption Clause. The individual plaintiffs never disputed the trial court's standing determinations, and they "pursue[d] this appeal only as to claims brought under the Local Legislation Clause."

D.

On April 15, 2026—after the parties completed briefing and this Court heard oral argument—the General Assembly passed House Bill No. 2186 ("H.B. 2186"), which amended relevant parts of the statute enacted by H.B. 48. Act of April 15, 2026, ch. 1014, 2026 Tenn. Pub. Acts ----. Governor Lee signed that legislation on May 19, 2026. *Id.* Specifically, section three of H.B. 2186 deleted "as further provided in this section" from subsection 1(a) of H.B. 48. *Id.* § 3. And it deleted the content of subdivisions 1(b)(1)(A)–(C) of H.B. 48 altogether. *Id.*[6] As amended by H.B. 2186, Tennessee Code Annotated section 7-1-113 now reads as follows:

> (a) Notwithstanding a provision of a metropolitan government charter or § 7-2-108 to the contrary, the membership of a metropolitan council must not exceed twenty (20) voting members.
>
> (b) If the membership of a metropolitan council is required to be reduced in order to comply with subsection (a), then . . . [t]he metropolitan council shall take any legislative action required to effectuate this section by resolution receiving an affirmative majority vote of those present and voting, regardless of any provision of a charter or private act to the contrary.

[5] Judge Armstrong dissented in part, concluding that H.B. 48 violated the Exemption Clause. 2025 WL 1565481, at *18 (Armstrong, J., dissenting in part).

[6] H.B. 2186 amended H.B. 48 as codified at Tennessee Code Annotated section 7-1-113, so it referred to the subdivisions as codified rather than as they appeared in H.B. 48. *See* Act of April 15, 2026, ch. 1014, 2026 Tenn. Pub. Acts ---- (amending section 7-1-113 by "deleting from subsection (a) all language between the second comma and the period, and by deleting subdivisions (b)(1)–(3)"). For ease of reference, we describe the effect of the amendments on the subdivisions of H.B. 48.

(c) With respect to metropolitan governments formed after March 9, 2023, the metropolitan council must not be composed of more than twenty (20) voting members. The adopted charter of a newly formed metropolitan government may provide for the initial election of the members of its governing body on a date as set by the charter; provided, that the initial terms do not exceed four (4) years and expire on August 31 after the next subsequent general election held.

(d) This section does not preempt a metropolitan government from specifying in its charter the manner in which to hold a special election to fill a vacancy on the metropolitan council.

(e) This section does not preempt a future change in the size of a metropolitan council through an amendment to the metropolitan charter; provided, that the size of a metropolitan council does not exceed twenty (20) members.

Tenn. Code Ann. § 7-1-113 (2024) (edited to reflect H.B. 2186).

Given these changes, this Court ordered the parties to brief, "[w]ith respect to each claim at issue in this appeal, whether the . . . amendments . . . render the claim moot." Order, *Metro. Gov't of Nash. & Davidson Cnty. v. Lee*, No. M2024-01182-SC-R11-CV (Tenn. June 9, 2026). The parties completed their supplemental briefing on July 1, 2026.[7]

II.

Because it is a threshold jurisdictional issue, we begin with mootness. *See State v. Sokolosky*, 721 S.W.3d 215, 218 (Tenn. 2025). Only two constitutional challenges remain at issue in this appeal: the Local Legislation Clause challenge and the Exemption Clause challenge. We briefly introduce each claim to provide context for our mootness analysis.

The Local Legislation Clause of article XI, section 9, of the Tennessee Constitution provides that "any act of the General Assembly private or local in form or effect applicable to a particular county or municipality either in its governmental or its proprietary capacity shall be void and of no effect" unless the act is approved in the manner specified in the Clause. Tenn. Const. art. XI, § 9. In short, based primarily on the phrase "as further provided in this section" in subsection 1(a), Metro Nashville argues that the twenty-

[7] Throughout the proceedings in this Court, the individual plaintiffs have incorporated Metro Nashville's briefs and failed to raise any distinct arguments. For simplicity, the discussion that follows refers primarily to Metro Nashville. But our analysis concerning the Local Legislation Clause claims applies equally to the individual plaintiffs.

member cap imposed by subsection 1(a) is not self-executing and therefore is unenforceable without the implementation framework set out in subsection 1(b). And because subsection 1(b) applied only to Metro Nashville, the legislation is local in form or effect. Once the compliance deadlines in subsection 1(b) expired, moreover, Metro Nashville argued in the alternative that this case is moot. If there is no longer any mechanism to enforce the cap against Metro Nashville, it reasoned, then declaratory or injunctive relief is no longer necessary.

The Exemption Clause of article VII, section 1, of the Tennessee Constitution provides in relevant part that "[a]ny county organized under the consolidated government provisions of Article XI, Section 9, of this Constitution shall be exempt from having a county executive and a county legislative body as described in this paragraph." Tenn. Const. art. VII, § 1, ¶ 2. The referenced paragraph provides that a county's voters shall "elect for terms of four years a legislative body," and the "legislative body shall not exceed twenty-five members." *Id.* Metro Nashville argues that the twenty-member cap violates the Exemption Clause because that provision precludes the legislature from capping the membership of a metropolitan council at twenty-five or fewer members.

The parties generally agree that the General Assembly's recent amendments moot Metro Nashville's Local Legislation Clause claim, as well as Metro Nashville's related argument that the expiration of the compliance deadlines in subsection 1(b) made this case non-justiciable. The parties similarly agree that the amendments did *not* moot Metro Nashville's Exemption Clause claim. We agree with the parties on both scores.

A.

"[T]he province of a court is to decide, not advise, and to settle rights, not to give abstract opinions." *Norma Faye Pyles Lynch Fam. Purpose LLC v. Putnam Cnty.*, 301 S.W.3d 196, 203 (Tenn. 2009) (quoting *State v. Wilson*, 70 Tenn. 204, 210 (1879)). Consistent with this principle, Tennessee courts "decide only 'legal controversies.'" *Metro. Gov't of Nash. & Davidson Cnty. v. Tenn. Dep't of Educ.*, 645 S.W.3d 141, 148 (Tenn. 2022) (quoting *Norma Faye*, 301 S.W.3d at 203). "[A] legal controversy exists 'when the disputed issue is real and existing, and not theoretical or abstract, and when the dispute is between parties with real and adverse interests.'" *West v. Schofield*, 468 S.W.3d 482, 490 (Tenn. 2015) (quoting *Norma Faye*, 301 S.W.3d at 203). To "determin[e] whether a particular case presents a legal controversy," courts apply various "justiciability doctrines." *Norma Faye*, 301 S.W.3d at 203. These include "(1) the prohibition against advisory opinions, (2) standing, (3) ripeness, (4) mootness, (5) the political question doctrine, and (6) exhaustion of administrative remedies." *Id.* (footnotes omitted); *see also Case v. Wilmington Trust, N.A.*, 703 S.W.3d 274, 281 n.5 (Tenn. 2024).

Importantly, a "case must remain justiciable"—that is, "remain a legal controversy"—"from the time it is filed until the moment of final appellate disposition."

Norma Faye, 301 S.W.3d at 203–04. A case that is justiciable at filing may nevertheless become moot later when something occurs that "extinguishes the legal controversy" or "otherwise prevents the prevailing party from receiving meaningful relief in the event of a favorable judgment." *City of Memphis v. Hargett*, 414 S.W.3d 88, 96 (Tenn. 2013). A moot case generally must be dismissed, even if it presents "the question of constitutionality of a statute." *Hooker v. Haslam*, 437 S.W.3d 409, 417 (Tenn. 2014) (quoting *Tenn. Negro Funeral Dirs. Ass'n v. Bd. of Funeral Dirs. & Embalmers of Tenn.*, 332 S.W.2d 195, 197 (Tenn. 1960)); *see also Sokolosky*, 721 S.W.3d at 218 (explaining that "[t]he general rule is to dismiss a moot case"); *State ex rel. West v. Kivett*, 308 S.W.2d 833, 837 (Tenn. 1957) (noting "the long and well established rule that [this Court] will not decide a moot question, though it be the question of the constitutionality of a statute").

One event that can extinguish a legal controversy is the legislature's repeal or amendment of the challenged law. When the legislature completely repeals the law that is the subject of a claim for declaratory or injunctive relief, "the case will ordinarily be dismissed as moot because it is no longer possible for the court to grant any effectual relief." *Shaw v. Metro Gov't of Nash. & Davidson Cnty.*, 651 S.W.3d 907, 916–17 (Tenn. 2022). When, however, "the challenged law is amended or is repealed and replaced with a new law," the analysis is more nuanced. *Id.* at 917. "[A] defendant cannot moot a case by altering the challenged law in an insignificant way." *Id.* But "if the challenged law is changed so as to clearly cure the alleged defect or in such a way that it no longer applies to the plaintiff," then there is no longer a legal controversy for the court to decide. *Id.* Significant changes of this sort "functionally are indistinguishable" from an "outright repeal" and should ordinarily result in dismissal for mootness. *Id.* at 915 (quoting *Ne. Fla. Chapter of Associated Gen. Contractors of Am. v. City of Jacksonville*, 508 U.S. 656, 670 (1993) (O'Connor, J., dissenting)).

The legislature may also amend the challenged law in a way that changes—but does not eliminate—the legal controversy. *Id.* at 917 (noting that the legislature may change the statute "in a way that presents 'a substantially different controversy' from the one originally decided by the trial court" (quoting *Ne. Fla. Chapter*, 508 U.S. at 671) (O'Connor, J., dissenting)). If an "appellate court 'cannot be sure how the statutory changes will affect the plaintiff's claims,'" or if the "new" controversy is likely to be substantially different from the old, "it should consider vacating the lower court's decision and remanding to the trial court with instructions to permit the plaintiff to amend, including amendment to challenge the new law." *Id.* (quoting *Ne. Fla. Chapter*, 508 U.S. at 673 (O'Connor, J., dissenting)). This approach ensures that the trial court gets to consider the claim in the first instance. *See State v. Bristol*, 654 S.W.3d 917, 925 (Tenn. 2022) (explaining that "an appellate court's jurisdiction is appellate only" and "extends to those issues that have been formulated and passed upon in some inferior tribunal" (citation modified)).

B.

Keeping these principles in mind, we consider whether Metro Nashville's Local Legislation Clause and Exemption Clause claims remain justiciable after the General Assembly's amendments.

We agree with the parties that Metro Nashville's Local Legislation Clause claim is moot. Metro Nashville's argument that H.B. 48 is local in form or effect depended on its view that subsection 1(a) could only be enforced against Metro Nashville through the implementation provisions of subsection 1(b). But H.B. 2186 deleted the phrase "as further provided in this section" from subsection 1(a)—the very language that Metro Nashville contended provided a textual link between the two subsections. And it also largely repealed the implementation provisions in subsection 1(b). In other words, H.B. 2186 "cure[d] the . . . defect" that allegedly made the twenty-member cap local in form or effect. *Shaw*, 651 S.W.3d at 917. There is therefore no legal controversy between Metro Nashville and the state defendants as to whether the twenty-member cap violates the Local Legislation Clause. And because there is no legal controversy, there is no basis for judicial resolution of that claim. We therefore vacate the judgment below to the extent it addressed the Local Legislation Clause claim and instruct the trial court to dismiss that claim on remand. *See id.* at 912 (noting that when a case becomes moot "while an appeal is pending, the judgment below normally is vacated with directions to dismiss the complaint" (quoting *City of Mesquite v. Aladdin's Castle, Inc.*, 455 U.S. 283, 288 n.9 (1982))); *see also United States v. Munsingwear, Inc.*, 340 U.S. 36, 40 (1950) (explaining that this procedure ensures that no one is prejudiced by a decision that was "only preliminary" where "review . . . was prevented through happenstance").

For similar reasons, there is no need for us to resolve the justiciability argument Metro Nashville raised in the trial court and renewed on appeal. That argument was premised on the notion that expiration of the compliance deadlines in subsection 1(b) rendered the twenty-member cap unenforceable as to Metro Nashville. Metro Nashville has now abandoned that argument. Indeed, given the legislature's repeal of the implementation provisions in subsection 1(b), we see no basis for concluding that the current twenty-member cap could not be enforced against Metro Nashville.

That brings us to the Exemption Clause claim. The Exemption Clause claim arises out of H.B. 48's requirement that a metropolitan council not exceed twenty voting members. Nothing in H.B. 2186 altered that requirement. The feature of the law that allegedly violates the Exemption Clause still applies to Metro Nashville, and H.B. 2186 did not cure the purported defect. *See Shaw*, 651 S.W.3d at 917. Metro Nashville's Exemption Clause claim, then, is not moot. And there is no reason to remand that issue to the trial court because the legal question now before this Court is not "substantially different" from the question the lower courts already considered. *Id.* To the contrary, it is exactly the same.

To sum up, the only legal controversy that remains justiciable after the General Assembly's enactment of H.B. 2186 is whether the twenty-member cap on the size of a metropolitan council violates the Exemption Clause. We therefore confine our merits analysis to that single issue.

III.

The Exemption Clause "exempts" counties with consolidated governments from certain requirements that article VII, section 1 imposes upon counties more generally, including, as relevant here, a twenty-five-member cap on the size of county legislative bodies. Tenn. Const. art. VII, § 1, ¶ 2. As Metro Nashville sees it, this exemption grants consolidated governments leeway to have councils with more than twenty-five members and precludes the legislature from imposing stricter limits on the size of a consolidated government's legislative body.

The state defendants offer two responses. First, they contend that the Exemption Clause does not apply to metropolitan councils at all because they are not "county legislative bodies." Second, the state defendants maintain that to the extent the Exemption Clause is applicable to metropolitan councils, it exempts them only from article VII's *constitutional* restrictions, not from legislatively imposed limits. Because we agree with the second argument, we do not address whether the Exemption Clause applies to metropolitan councils.

A.

The Exemption Clause appears at the end of the second paragraph of article VII, section 1, of the Tennessee Constitution. In relevant part, it provides as follows:

> The qualified voters of each county shall elect for terms of four years a legislative body, a county executive, a Sheriff, a Trustee, a Register, a County Clerk and an Assessor of Property. Their qualifications and duties shall be prescribed by the General Assembly. Any officer shall be removed for malfeasance or neglect of duty as prescribed by the General Assembly.
>
> The legislative body shall be composed of representatives from districts in the county as drawn by the county legislative body pursuant to statutes enacted by the General Assembly. Districts shall be reapportioned at least every ten years based upon the most recent federal census. The legislative body shall not exceed twenty-five members, and no more than three representatives shall be elected from a district. *Any county organized under the consolidated government provisions of Article XI, Section 9, of this*

Constitution shall be exempt from having a county executive and a county legislative body as described in this paragraph.

The General Assembly may provide alternate forms of county government including the right to charter and the manner by which a referendum may be called. The new form of government shall replace the existing form if approved by a majority of the voters in the referendum.

Tenn. Const. art. VII, § 1, ¶¶ 1–3 (emphasis added).

The Exemption Clause was part of an amendment to article VII, section 1, that became part of the Tennessee Constitution in 1978 and significantly modified the constitutional requirements for county governments. Throughout much of Tennessee's history, the default form of county government was the county court, an institution inherited from North Carolina. Tenn. Code Ann. §§ 5-103, -501 (1971); Code of 1932, §§ 739, 10193; Code of 1858, §§ 402, 4179, 4180, 4186; Act of Sep. 29, 1794, ch. 1, § 39, 1794 Tenn. Pub. Acts 10, 37; *see also State ex rel. Johnson v. Campbell*, 76 Tenn. 74, 77–78 (1881) (recognizing North Carolina's "county court of pleas and quarter sessions" as the progenitor of Tennessee's county courts). The membership of this body consisted of justices of the peace. *Grainger Cnty. v. State*, 80 S.W. 750, 756 (Tenn. 1904); Tenn. Const. art. VII, § 1 (Supp. 1961). The General Assembly initially appointed these constitutional officers, but the selection method later changed to election by the voters of the county district they served. Tenn. Const. art. V, § 12 (1796); *id.* art. VI, § 3; *id.* art. VI, § 15 (1834); *id.* art. VI, § 15 (1870). A justice of the peace had "both judicial and political functions—judicial, in that he holds a court and decides matters of litigation arising between parties; political, in that he is a member of the quarterly county court, which is the governing agency or legislative body of the county." *Grainger*, 80 S.W. at 756.

In 1976, the General Assembly called a referendum to determine whether to convene a limited constitutional convention concerning the structure of county government, among other things. Act of March 19, 1976, ch. 848, § 1, 1976 Tenn. Pub. Acts 1287, 1288–90. The voters approved, and the 1977 Limited Constitutional Convention was assembled. Lewis L. Laska, *The 1977 Limited Constitutional Convention*, 61 Tenn. L. Rev. 485, 495 (1994).

The county government amendment proposed by the 1977 Convention—and ultimately ratified by the People of Tennessee in 1978, *id.* at 567–70—significantly altered the constitutional requirements for county government. The section of the Constitution providing for justices of the peace was deleted, and the county court was replaced with the "county legislative body." *Compare* Tenn. Const. art. VI, § 15 (1956) (providing that "Justices of the Peace" and "Constables" should govern each county), *and* Tenn. Const. art. VII, § 1 (Supp. 1961) (setting the primary form of county government as "the Justices of the Peace"), *with* Tenn. Const. art. VI, § 15 (Supp. 1978) (provision repealed), *and* Tenn.

Const. art. VII, § 1 (Supp. 1978) (creating county governments with "a legislative body" of no more than twenty-five members). Provisions requiring certain other county offices, such as constable, coroner, and ranger, were also removed. *Compare* Tenn. Const. art. VII, § 1 (Supp. 1961) (mandating those offices), *with* Tenn. Const. art. VII, § 1 (Supp. 1978) (omitting those offices).

From the first draft of the proposed amendments through ratification, it was generally agreed that counties with consolidated governments should be exempt from at least some article VII obligations. *See, e.g.*, Journal and Proceedings of the Limited Constitutional Convention of 1977, at 486–87 (1978) (showing the first draft of the amendment with such an exemption). Thus, the amendment included a clause—the Exemption Clause—that did just that. The amendment also included a paragraph allowing the General Assembly to provide for alternative types of county government. Tenn. Const. art. VII, § 1, ¶ 3; *see, e.g.*, Tenn. Code Ann. § 5-1-201 (2015) (exercising this authority).

As this Court explained in a decision immediately following ratification, our Constitution now provides for three kinds of county government:

> a. Article VII government wherein the basic units of government are the county executive and the county legislative body.
>
> b. A consolidated form of government commonly known as Metropolitan or "Metro." See Article XI, Section 9, last paragraph. *Any county having such a government is exempt from Article VII government.*
>
> c. An alternate form of government either chartered or unchartered created by the General Assembly. Under this proviso the legislature is specifically authorized to create diverse forms of county government without regard to the general type established in Article VII.

State ex rel. Maner v. Leech, 588 S.W.2d 534, 537 (Tenn. 1979) (emphasis added); *see also Bailey v. Cnty. of Shelby*, 188 S.W.3d 539, 543 (Tenn. 2006) ("Shortly after the adoption of Article VII, section 1, this Court recognized that Tennessee's constitution provides for three types of county government.").

B.

With the benefit of this historical context, we consider whether the statutory twenty-member cap on metropolitan councils violates the Exemption Clause. We review this question of constitutional law de novo. *Gilliam v. Gerregano*, 737 S.W.3d 258, 264 (Tenn.

2025); *State v. Deberry*, 651 S.W.3d 918, 924 (Tenn. 2022). Our north star when interpreting a provision of the Tennessee Constitution is its original public meaning. *McNabb v. Harrison*, 710 S.W.3d 653, 658 (Tenn. 2025). We determine a provision's original public meaning by asking "how a reasonable reader, fully competent in the language, would have understood the text at the time it was issued." *Id.* (quoting Antonin Scalia & Bryan A. Garner, *Reading Law: The Interpretation of Legal Texts* 33 (2012)); *Deberry*, 651 S.W.3d at 924 (same). That inquiry requires consideration of well-established canons of construction, contemporaneous dictionary definitions, and "usages and historical practices at the time of the adoption of the text." *McNabb*, 710 S.W.3d at 658.

The first two paragraphs of article VII, section 1, impose a constitutional requirement that counties must have a county executive and a county legislative body with certain characteristics. Tenn. Const. art. VII, § 1, ¶¶ 1–2. Most pertinent here, the county legislative body "shall not exceed twenty-five members." *Id.* art. VII, § 1, ¶ 2. The Exemption Clause then provides that counties with consolidated governments are "exempt from having . . . a county legislative body as described in this paragraph." *Id.*

To be "exempt" means to be "release[d]" from—or to receive a "waiver" from—a "duty" or "obligation." *See Exempt*, Black's Law Dictionary 681 (4th rev. ed. 1968) ("To release, discharge, waive, relieve from liability. . . . To relieve, excuse, or set free from a duty or service imposed upon the general class to which the individual exempted belongs; as to exempt from militia service."); *Exempt*, Max Radin, Law Dictionary 118 (2d ed. 1970) ("To free from the performance of a duty or charge."); *Exemption*, Ballentine's Law Dictionary 435 (3d ed. 1969) ("Freedom or release from duty or obligation . . . not granted to others indiscriminately."). The Exemption Clause, then, "releases" counties with consolidated governments from the "duty" to have "a county legislative body as described" in article VII, section 1, paragraph 2.

Metro Nashville urges us to interpret the exemption broadly so that it releases metropolitan governments not only from the requirements described in article VII, section 1, paragraph 2, but also any similar requirements imposed by the legislature. In essence, Metro Nashville asks us to read the Exemption Clause as establishing a constitutional right to have a legislative body with more than twenty-five members.

We reject this invitation for a couple of reasons. *First*, Metro Nashville's argument misunderstands the nature of an exemption. As the dictionary definitions discussed above make clear, an exemption is relief from a specific duty or obligation. The Exemption Clause releases metropolitan governments from the obligation to "hav[e] a county executive and a county legislative body as described in this paragraph." Tenn. Const. art. VII, § 1, ¶ 2. That is, it exempts metropolitan governments from the requirements that *article VII, section 1* imposes on county governments with respect to county executives and county legislative bodies. But it does not create a freestanding immunity from restrictions originating elsewhere.

Second, interpreting the Exemption Clause in this broad manner urged by Metro Nashville would conflict with a longstanding interpretive principle: a proviso or exception that qualifies general language "should be confined to what precedes it unless it clearly appears to have been intended to apply to some other matter." J.G. Sutherland, *Statutes and Statutory Construction* § 223 (1891); *accord Frix v. State*, 256 S.W. 449, 451 (Tenn. 1923) (quoting this principle when interpreting a "proviso in an amendatory statute" to apply only "to the statute in which it is found" rather than extending it to the "original statute"); *Martin v. United States*, 605 U.S. 395, 405 (2025) ("Reflecting [an] intuition about ordinary meaning, our cases recognize that, absent reason to think otherwise, statutory provisos generally modify only the provisions in which they sit."); Scalia & Garner, *supra*, at 154–55 ("A proviso conditions the principal matter that it qualifies—almost always the matter immediately preceding.").[8]

Applied here, that principle requires us to limit the applicability of the Exemption Clause to the provision in which it sits—the constitutional provision imposing certain requirements on county legislative bodies. The Exemption Clause releases metropolitan governments from the obligation to comply with *those requirements*, but nothing more.

Resisting this conclusion, Metro Nashville points to various statements made at the 1977 Convention, which purportedly show "that the entire purpose of the exemption was to keep metropolitan governments . . . from having to reaffirm their existing forms of government by referendum following adoption of the upcoming constitutional amendments." There are indeed statements to that effect in the Convention records. *See, e.g.*, Journal of the Debates of the Limited Constitutional Convention of 1977, at 684 (1978) (Delegate Walker: "The purpose of this [exemption] was not to disturb an existing form of county government."); *id.* at 809 (Delegate Holloman: "We have Davidson County which does not want to come within these provisions because they are a consolidated government. We are trying to allow them to exempt themselves."); *id.* at 812 (Delegate Pleasant: "[I]t was our concern that any county government that is happy with its existing form of government should not have the undue burden of going back to the people by way of referendum to get the same type of government that prevailed prior to the ratification of this particular amendment."). But "[w]e consider the convention records because they are part of the historical context of the relevant language . . . not because we view the statements of individual delegates as dispositive evidence of that language's meaning." *Wygant v. Lee*, 750 S.W.3d 782, 805 n.8 (Tenn. 2025). And even if we were to consider these statements as evidence of meaning, they suggest only that the delegates did not

[8] Although this case involves an exemption rather than an exception or proviso, we do not think that difference is material for purposes of applying this principle. *Cf. Exception*, Black's Law Dictionary 668 (4th rev. ed. 1968) ("An exception in a statute is a clause designed to reserve *or exempt* some individuals from the general class of persons or things to which the language of the act in general attaches." (emphasis added)).

understand the *amendment itself* to disturb the form of existing consolidated governments. Nothing in these statements evinces an intent to strip the General Assembly of authority to regulate consolidated governments by statute.

Metro Nashville next contends that its reading is supported by the post-ratification practice of the General Assembly. Specifically, it points to Tennessee Code Annotated section 5-5-101(a), enacted as part of implementing legislation for the county government amendment. Tenn. Code Ann. § 5-5-101(a) (2015); *see also* Act of April 27, 1978, ch. 934, § 7, 1978 Tenn. Pub. Acts 1428, 1431–32. That subsection provides that "[t]he county legislative body is established as a basic legislative unit of each county of this state; provided, that this subsection (a) shall not apply to counties that have already adopted the metropolitan form of government." Tenn. Code Ann. § 5-5-101(a). In Metro Nashville's view, this constituted a recognition by the General Assembly of its "limits" under article VII.

We are not persuaded. Again, at best for Metro Nashville, the implementing legislation suggests that the General Assembly did not understand article VII, section 1, to *require* changes to consolidated governments. It says nothing about whether the General Assembly understood the amendment to limit its power to regulate consolidated governments going forward.

Finally, Metro Nashville contends that if the General Assembly can statutorily impose the requirements of article VII, section 1, paragraph 2, on a consolidated government, "then that form of county government is not materially distinct" from any other alternative forms of county government that the General Assembly may authorize under article VII, section 1, paragraph 3.

We disagree. Although article VII, section 1, paragraph 3 authorizes alternative forms of county government, it does not permit the merger of a municipal corporation with a county corporation. Tenn. Const. art. VII, § 1, ¶ 3. Authority for that merger comes from article XI, section 9. *See* Tenn. Const. art. XI, § 9, ¶ 9. And it is this feature of a consolidated government—the merger of two separate corporations—that distinguishes it from other forms of county government, not the characteristics of its legislative body. Nothing in our analysis abolishes this key distinction between the consolidated form of county government and the alternative forms permitted under paragraph 3.

* * *

We hold that the Exemption Clause relieves consolidated governments of the *constitutional* requirements imposed on legislative bodies in article VII, section 1, paragraph 2. But it does not prevent the legislature from imposing other requirements. We therefore agree with the Court of Appeals that the legislature's twenty-member cap on metropolitan councils does not violate the Exemption Clause.

CONCLUSION

We hold that Metro Nashville's Local Legislation Clause challenge to H.B. 48 is moot. Although Metro Nashville's Exemption Clause challenge remains justiciable, we reject that claim on the merits. We therefore vacate the judgment of the Court of Appeals as to the Local Legislation Clause, affirm the judgment of the Court of Appeals as to the Exemption Clause, and remand to the trial court for further proceedings consistent with this opinion.

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SARAH K. CAMPBELL, JUSTICE