

**CONSTITUTION**  
**ATLANTA- FULTON COUNTY LIBRARY SYSTEM**  
**BOARD OF TRUSTEES**

AMENDED AND APPROVED

**JUNE 27, 2012**

**CONSTITUTION**  
**ATLANTA-FULTON COUNTY LIBRARY SYSTEM**  
**BOARD OF TRUSTEES**

**ARTICLE I.           NAME**

The Atlanta-Fulton County Library System is named the Atlanta-Fulton County Library System (hereinafter referred to as AFCL). For purposes of signage, letterhead, website and other materials and non-legal documents, the library system may also be known as the Atlanta-Fulton Public Library System and as such may also be known as doing business as (DBA) the AFPLS.

**ARTICLE II.          MAIN OFFICE**

The main office of AFCL shall be at the Central Branch of the AFCL in Atlanta, Georgia.

**ARTICLE III.         MISSION**

**Section 1.**

The Atlanta-Fulton County Library System serves as a cultural and intellectual center that enriches the community and empowers all residents with essential tools for lifelong learning.

**Section 2.**

AFCL shall offer a full program of library services to all citizens of the AFCL service area.

**Section 3.**

It is the responsibility of the AFCL Board of Trustees, as the legal governing body of the AFCL, to set policy and strategic direction in support of the library's mission and vision.

**ARTICLE IV. CONSTITUENCY**

AFCL shall serve all residents of Fulton County and the residents of the City of Atlanta in DeKalb County through facilities located in the "service area."

**ARTICLE V. LEGAL AUTHORITY**

The legal authority for Georgia public libraries and their Boards of Trustees is set forth in Title 20, Chapter 5, Article 2, Part 2, of the Official Code of Georgia (2004). Special provisions for the establishment of the Atlanta Fulton County Library are set forth in Georgia Laws 1982, page 4174, as specifically amended by Acts approved 1988 (Ga. Laws 1988, p. 4613), 1995 (Ga. Laws 1995, p. 3739, Ga. Laws 1995, p. 4084), 1996 (Ga. Laws 1996, p. 3859), 1997 (Ga. Laws 1997, p. 3636), and Senate Bill 231 (May 17, 2004).

**ARTICLE VI. GOVERNING BODY**

**Section 1. MEMBERSHIP COMPOSITION**

The AFCL Board of Trustees (hereinafter referred to as "the Board") shall consist of eleven Members as provided in this section.

- (1) The mayor of the City of Atlanta or his or her designee shall serve on the Board ex officio.
- (2) The chairperson of the Fulton County Board of Commissioners or his or her designee shall serve on the Board ex officio.
- (3) There shall be seven Fulton County appointed Members.
  - a. One Board Member shall be appointed by each Member of the Fulton County Board of Commissioners.

- b. Each Member of the Board appointed by a Member of the Board of Commissioners shall serve at the pleasure of the appointing Member of the Board of Commissioners.
  - c. Each Member of the Board appointed by a Member of the Board of Commissioners shall reside within the same commissioner district as the appointing Member of such Board of Commissioners and shall continue to reside in such district during his or her service on the Board or that office shall become vacant.
- (4) There shall be two members appointed by the City of Atlanta.
- a. At least one of the two City of Atlanta appointed members shall be a resident of that portion of the City of Atlanta which is located within DeKalb County.
  - b. The two City of Atlanta Members shall be selected from a list of no more than three candidates provided by the three City of Atlanta council Members who are elected at large.
  - c. Such list of candidates shall be agreed to by said three council Members and presented to the mayor for his or her selection and nomination for the City Council's approval of two Board members.
  - d. In the event that a list is not received within 60 days of the mayor's request, the mayor shall proceed to nominate for the Board of Trustees Members' positions. Said nominations shall be confirmed by majority vote of council Members present and voting on these nominations.

e. The City of Atlanta appointed Board Members shall serve for terms of two years commencing July 1 of each odd-numbered year.

(5) Except with respect to the ex officio Members, no person other than a person appointed pursuant to (4) above may be appointed or serve as a Member of the Board of Trustees who holds any elective office.

**Section 2. MEMBER VACANCY, ATTENDANCE, AND REMOVAL**

(1) Any vacancy on the Board of Trustees shall be filled in the same manner as the initial appointment.

(2) Trustees whose terms have expired shall remain in office and continue to serve until reappointed, until their successors have been appointed, or they resign.

(3) Members of the Board shall be removed for cause provided the following procedure for removal is followed:

a. The Chair will notify the member in writing that removal proceedings are being brought against him or her. Said notice will include the charge(s) against the member.

b. The notification will contain a request for a written/oral response from the charged member and a date, time, and location for a removal hearing.

c. If the charged member fails to attend the removal hearing, removal will become effective immediately.

d. If the charged member provides a written/oral response indicating objections to removal, the Board, following hearing, shall decide by majority vote if such reasons are sufficient to avoid removal.

- (4) Following the removal of a member, by the Board, the appointing authority shall appoint another Member.
- (5) If the Mayor of the City of Atlanta or the Chair of the Board of Commissioners is removed for cause, that official shall appoint a designee to serve in his/her place.
- (6) Members of the Board of Trustees are required to attend Board meetings in accordance with the Bylaws of the AFCL.
- (7) The procedure to remove a member for failure to attend three consecutive meetings is as follows:
  - a. The Chair will notify the member in writing that he or she has violated the attendance requirements as provided in the Bylaws.
  - b. The notification will contain a request for a written/oral response from the charged member as to the reasons for non-attendance and a date, time, and location for a removal hearing.
  - c. If the charged member fails to attend the removal hearing, removal will become effective immediately.
  - d. If the charged member provides a written/oral response indicating the reasons for non-attendance, the Board shall decide by majority vote if such reasons are sufficient cause for failure to attend.

### **Section 3. SCOPE OF MEMBERSHIP**

- (1) Members of the Board of Trustees may be designated to represent the Board and/or AFCL in one or more capacities other than their role as a Board Member, such as serving on the AFCL Foundation Board.

- (2) A person who is no longer a member of the Library Board may continue to represent the Atlanta-Fulton County Library as a member of the AFCL Foundation Board unless removed by a majority vote of the Library Board.

#### **Section 4. COMPENSATION**

- (1) Members of the Board may receive a per diem allowance for each meeting of the Board of Trustees which they attend.
- (2) Such allowance shall be in such amount as may be fixed from time to time by the Board of Commissioners of Fulton County.

### **ARTICLE VII. OFFICERS**

#### **Section 1. OFFICES**

- (1) The officers of the Board shall be a Chairperson and a Vice Chairperson elected for a one year term. These officers shall perform the duties prescribed by the Bylaws and by parliamentary procedures adopted by the Board.
- (2) In addition to the slate of officers presented by the Nominating Committee, nominations may be made from the floor during the meeting in which the election is held.

#### **Section 2. ELECTION PROCEDURE FOR OFFICES**

- (1) The Chairperson will announce the date for the election for new officers and appoint a Nominating Committee at the June Board meeting.
- (2) The Nominating Committee will present a slate of officers at the August meeting.

- (3) The election of officers will be held at the September meeting.

**Section 3. TERMS OF OFFICE**

- (1) Officers shall serve for one year or until their successors are elected; terms of office shall in begin at the close of the meeting at which new officers are elected.
- (2) The Chairperson may serve for a maximum of three consecutive years, unless by a two-thirds vote, the Board approves one additional consecutive year of service. The Chairperson is prohibited from ever serving more than four consecutive years as Chairperson.

**Section 4. OFFICER VACANCY**

In the event of a vacancy in any office, the office shall be left open until the next regular meeting when a new officer shall be elected to fill the remainder of the term. Members shall be informed of such vacancy with the notice of the next meeting.

**ARTICLE VIII. COMMITTEES**

The Board's operation will be assisted by committees:

**Section 1. SPECIAL COMMITTEES**

Special committees may be appointed as deemed necessary by the Chairperson.

**Section 2. ADVISORY COMMITTEES**

The Board of Trustees shall approve the establishment of Advisory Committees to the Board of Trustees as needed.



**ARTICLE IX.       CONTRACTS**

**Section 1.**

The AFCL Board of Trustees may recommend contracts within the limits of funds made available to the Board of Trustees, provided that any such contract shall be made in accordance with the purchasing and contracting laws and regulations of the State of Georgia and Fulton County.

**Section 2.**

The AFCL is authorized to make and enter into such contracts or agreements for all or any part of the county library system as are deemed necessary and desirable under the provisions of State and local law.

**ARTICLE X.        AMENDMENTS**

This Constitution may be amended at any regular Board of Trustees meeting by a two-thirds vote of the members present, provided the intended amendment is sent in writing to all members at least ten days prior to the meeting. This Constitution shall be reviewed by the Board every three years or sooner if revised Georgia Law suggests a review is in order. All amendments to the Constitution shall be filed with the Georgia Public Library Service, part of the Board of Regents, University System of Georgia immediately upon adoption.

**ARTICLE XI.   PARLIAMENTARY AUTHORITY**

The parliamentary authority shall be the latest edition of Robert's Rules of Order.

**BYLAWS**  
**ATLANTA-FULTON COUNTY LIBRARY SYSTEM**  
**BOARD OF TRUSTEES**

Amended and Approved  
June 27, 2012

**BYLAWS  
ATLANTA-FULTON COUNTY LIBRARY SYSTEM  
BOARD OF TRUSTEES**

**ARTICLE I. DUTIES AND RESPONSIBILITIES OF BOARD MEMBERS**

**SECTION 1.**

The Board of Trustees (hereinafter referred to as the Board) is the legal governing body of the Atlanta-Fulton County Library System (hereinafter referred to as AFCL). A Board member, once appointed, becomes a member of the Board, and is therefore subject to the governing rules the Board has set for itself. The Board shall comply with all federal, state and local laws and regulations. Each Board Member shall also comply with the Fulton County Code of Ethics and all Fulton County Personnel Regulations. It shall be the duty and responsibility of the Board to set policy for the Atlanta-Fulton County Library System and to perform the following functions:

- (1) Establish and adopt policies governing library services and programs.
- (2) Provide library facilities, services, materials and access to meet the needs and interests of the residents of Fulton County and the City of Atlanta in DeKalb County.
- (3) Accept bequests, trusts, real property and donations and in accordance with established library policy, determine the purpose for which they may be used, unless that purpose is specified by the donor.
- (4) Recommend entering into contracts with other jurisdictions to provide and improve library services to the residents of Fulton County and

the City of Atlanta in DeKalb County, subject to the approval of the Board of Commissioners of Fulton County, where applicable.

- (5) Review and approve the annual budget prepared by the Executive Director.
- (6) Attend Board and committee meetings.
- (7) Review and approve an annual plan of service for the distribution of services throughout the legal service area by January 1 as developed by the Executive Director.
- (8) Provide input to the County Manager regarding the performance of the Executive Director from the perspective of the Board no later than July 1. The Chairman will appoint a committee at the April Board meeting to prepare said input.
- (9) Review annually the long-range plan for facilities and service.
- (10) In conjunction with the annual review of the long-range plan, review the utilization of facilities and other assets to insure appropriate allocation of resources.
- (11) Perform such other duties as may be imposed by the laws of the State of Georgia and Fulton County.

## **ARTICLE II. DUTIES OF THE OFFICERS**

### **SECTION 1.**

The Chairperson, or in the absence of the Chairperson, the Vice Chairperson, shall preside at all Board meetings, appoint all committees, including each committee chair, and be an ex-officio member of each committee. The Chairperson may designate a Parliamentarian, whose duties shall be

commensurate with those enumerated in ***Robert's Rules of Order, Newly Revised, 10<sup>th</sup> Edition, 2000.***

**SECTION 2.**

The Vice-Chairperson shall preside in the absence of the Chairperson. All other duties of the Vice Chairperson shall be assigned by the Chairperson.

**ARTICLE III. MEETINGS**

**SECTION 1.**

The regular meetings of the Board shall be held monthly, except in July when the Board will meet only if there is a Special Called Meeting by the Chairman or the Library Director with ten days advance notice. The Board meetings will convene at 4:00 p.m. on the fourth Wednesday except for the months of November and December when the Board will advertise a change of date for the meetings. Meetings will be held in the Board Room of the Central Library, a designated branch, or other designated site. Items may be placed on the agenda by members of the Board not later than eight working days prior to the regularly-scheduled Board meetings. Said agenda items shall be tendered to the Executive Director.

**SECTION 2.**

Special meetings may be called by the Chairperson or upon written request of three Board members, for the transaction of business stated in the call for the meeting. No business other than that which has been advertised may be conducted at a special meeting.

**SECTION 3.**

Prior to each regular or Special Board meeting, as well as other committee meetings, the Executive Director shall notify each Board member and the public of the date, time and location of the meeting no later than 24 hours in advance.

**SECTION 4.**

All Board and Committee meetings shall be open to the public to the extent required by law. All Board decisions, to the extent required by law, are to be formally moved and adopted in an open meeting in order to be legally binding.

**SECTION 5.**

The latest edition of Robert's Rules of Order, to the extent consistent with these Bylaws, shall govern the proceedings of the Board.

**SECTION 6.**

A quorum of the Board shall be six members. No official business may be conducted by the Board without a quorum.

**SECTION 7.**

Each member of the Board, except the Chairperson, shall have one vote. The Chairperson shall vote only in case of a tie. Ex-officio members have full voting privileges and are included in the quorum.

**ARTICLE IV. REPORTS**

All reports necessary to obtain funds or meet requirements of the law shall be filed with the Georgia Public Library Service Division of the Board of Regents of the University System of the State of Georgia no later than its annual due date. The Library

Board of Trustees is responsible for ensuring that all reports deemed necessary by local, state and/or federal funding agencies are filed with the appropriate entity. An annual report of activities, income and expenditures also shall be filed with each funding agency as required. A copy of these reports shall be kept by the Library Director and readily accessible by the Library Board of Trustees.

**ARTICLE V. ATTENDANCE**

**SECTION 1.**

Board Members shall be removed for cause as provided in the Library Constitution. A letter requesting the removal of a Board member, and specifying the cause for such removal, shall be sent by the Chairperson to the appointing authority asking the agency or person to appoint a replacement. Notice of this action and subsequent actions shall be reported to the Board by the Chairperson at the next regularly scheduled meeting.

**SECTION 2.**

Regular attendance of Board meetings by Board members is necessary and expected. A Board member's appointing authority will be notified any time the Board member misses three consecutive regularly scheduled Board meetings. The appointing authority will be notified in writing by the Board Chairman within 10 days of the third missed meeting alerting the appointing authority that the Constitution of the AFCL system provides for the removal of any member who fails to attend three consecutive meetings.

**ARTICLE VI. DUTIES OF COMMITTEES**

**SECTION 1. GUIDELINES FOR ALL COMMITTEES:**

- (1) At its first meeting, a newly established committee shall establish a schedule for meetings.
- (2) Committee chairs will strive to work with and coordinate related issues coming before their committee. Meeting summaries, action items and related information are to be distributed to the Board the Wednesday prior to the Board meeting date to ensure the entire membership is well informed on all issues.
- (3) Each Committee shall act autonomously to ensure a full dialogue on issues arising before the Board.
- (4) Each Committee shall make recommendations to the Board from their analyses and reviews to the Board after each meeting to be distributed to the Board the Wednesday prior to the next Board meeting date.

**SECTION 2. NOMINATING COMMITTEE**

- (1) Members of the Nominating Committee shall serve a term of one year.
- (2) The Nominating Committee has the responsibility of recommending to the Board:
  - a. Appointees for the AFCL Foundation Board for a term of 4 years.
  - b. Nominees for other non-Board of Trustees positions.
- (3) The Nominating Committee shall present a slate of officers and/or appointments to the Board in the month(s) specified by the



Bylaws and Constitution or as the need arises. The Board shall vote on these in a timely manner.

**SECTION 3. CONSTITUTION AND BYLAWS COMMITTEE**

The Constitution and Bylaws Committee:

- (1) shall consist of at least two Board members;
- (2) shall study, know, and interpret all local, state, and federal laws which affect public libraries;
- (3) shall develop, revise as necessary, a constitution and bylaws for the Atlanta-Fulton County Library;
- (4) shall attend and participate knowledgeably in all board meetings to assure conformity to legal responsibilities;
- (5) may review minutes for correct recordings according to Roberts Rules of Order Newly Revised.
- (6) shall advise the Chairperson on proper procedures and authority per Constitution and Bylaws adopted by the Atlanta-Fulton County Library Board.

**ARTICLE VII. LIBRARY EXECUTIVE DIRECTOR**

**Section 1. EMPLOYMENT AND REPORTING AUTHORITY**

- (1) The Executive Director shall be employed by and serve at the pleasure of the Fulton County Manager.
- (2) The Executive Director shall report directly to the County Manager for purposes of job performance, evaluation, and budgeting.

**Section 2. DUTIES OF THE EXECUTIVE DIRECTOR**

It is the duty and responsibility of the Executive Director to:

- (1) provide management, administration and supervision of the libraries and services of the AFCL system;
- (2) prepare any local, state or federal annual budgets;
- (3) perform all personnel matters including the hiring, disciplinary actions, and termination of Library staff members in compliance with applicable laws, County Policies, and the availability of funds as necessary;
- (4) record the official actions of the Board, as well as attendance at meetings, and maintain custody of the official minutes;
- (5) notify, in writing, the proper appointing authorities of Board vacancies, when directed by the Board;
- (6) notify, in writing, any supplier/vendor who is in violation of its terms of contract.
- (7) report changes of Board membership to the Georgia Public Library Services Division of the Board of Regents of the University System of the State of Georgia;
- (8) ensure that items tabled by the Board are added to the agenda of subsequent meetings of the Board;
- (9) attend all meetings called by the Georgia Public Library Services Division of the

Board of Regents of the University System of the State of Georgia or send a designee substitute authorized by the Division Director. A verbal and/or written report of all such meetings will be provided to the Board of Trustees;

- (10) notify the Board and the Georgia Public Library Services Division of the Board of Regents of the University System of the State of Georgia of any failure to comply with:
  - a. policies of the Board;
  - b. criteria for state aid, state and federal rules and regulations; and
  - c. all applicable local, state or federal laws;
- (11) administer the total library program, including all affiliated library branches, in accordance with policies adopted by the Board;
- (12) attend all meetings of the AFCL Board of Trustees and affiliated Boards or designate a person to attend in his/her place;
- (13) update annually the long-range plan including goals and strategic direction and present the update to the Board for the Board's approval at its February meeting.
- (14) submit a written monthly report to the Board and the County Manager, detailing service and financial statistics;
- (15) provide to the Board and the County Manager, prior to budget preparations, a report which

outlines actions taken on previous year's goals and new goals for the coming year during its May meeting;

- (16) attend all announced meetings of the Board of Commissioners and any affiliated Boards, at which library-related business is on the agenda or designate another person to attend;
- (17) inform the Board of any actions, including governmental, affecting the Library;
- (18) provide orientation for new Trustees within 90 days of appointment;
- (19) keep the Board informed of all local, state and federal laws that relate to current employment practices.

#### **ARTICLE VIII. AUTHORITY**

Employees or agents of the Atlanta-Fulton County Library System may cause the arrest, fine, and imprisonment of persons who borrow and fail to return books and other property owned by the AFCL; who deface, damage, steal, or otherwise improperly use and/or abuse library property; or who commit other violations as described in the Official Code of Georgia Annotated, Title XX, Chapter 5.

#### **ARTICLE IX. AMENDMENTS**

##### **Section 1. AMENDMENTS**

These Bylaws may be amended at any regular Board of Trustees meeting by a two-thirds vote of the members present, provided:

- (1) a quorum is present at that meeting; and

- (2) the intended amendment is sent in writing to all members at least two weeks prior to the regular Board meeting.

**Section 2. FOLLOW-UP CHANGES**

- (1) At the next regular Board meeting following an amendment to the Bylaws, if there are additional changes and editorial comments that are approved by two-thirds of the Board, these will be accepted without two weeks prior written notice to the Board.
- (2) If no changes are approved at the next regular Board meeting following a meeting where an amendment was made, the amendment becomes effective.
- (3) Once the second revised set of changes is recommended, then the formal amendment process starts over (per beginning of this Article IX).

**Section 3.**

These Bylaws shall be reviewed every third year, beginning 2009, by the Constitution and Bylaws Committee no later than April 1 for presentation to the Board at its May meeting.

**Section 4. FILING REQUIREMENT**

All amendments to these Bylaws shall be filed with the Georgia Public Library Services Division of the Board of Regents of the University System of the State of Georgia immediately upon adoption.

## ADDENDUM

### ATLANTA-FULTON PUBLIC LIBRARY SYSTEM BOARD OF TRUSTEES BYLAWS AND CONSTITUTION

Summary of Action Items, Person Responsible, and Due Date/When

Action Item	Person Responsible	Due Date/When
Input to County Manager regarding performance of Executive Director (Bylaws, Article I, Section 1, Para 8)	Chairman to appoint committee	Input due to BOT at its June meeting for presentation to County Manager NLT July 30
Update long-range plan including goals and strategic direction (Bylaws, Article VII, Section 2, Para 13)	Executive Director	Due to BOT NLT its February meeting
Orientation for new Trustees (Bylaws, Article VII, Section 2, Para 18)	Executive Director	Within 90 days of appointment
Bylaws and Constitution Review (Bylaws, Article IX, Section 3)	Chairman to appoint committee	Reviewed every third year, beginning 2009, NLT than April 1 for presentation to BOT at its May meeting
Announce election for new officers and appoint Nominating Committee at June BOT meeting (Constitution, Article VII, Section 2, Para 1)	Chairman to appoint Nominating Committee	June BOT meeting
Nominations will be held in August with elections in September (Constitution, Article VII, Section 2, Para 2, 3)	Nominating Committee Chairperson	Nominations in August; Elections in September