

## **ARTICLE I GENERAL PROVISIONS**

### **§ 1.1 Purpose**

These Bylaws govern the proceedings of the Committee, per the District's "Board Advisory Committees Policy BBF."

### **§ 1.2 Construction of Bylaws**

These Bylaws shall govern the Committee's operation and meetings to the extent these Bylaws are consistent with law.

### **§ 1.3 Definitions**

As used in these Bylaws, the following terms shall have the following meanings:

- "Board" means the DeKalb County Board of Education.
- "Committee" means the Citizen's SPLOST Oversight Committee, an advisory committee established by the Superintendent.
- "Chair" means the person elected by the Committee from time to time as its chair.
- "District" means the DeKalb County School District.
- "Project List" means the approved SPLOST project list.
- "Quorum" is defined in Section 5.4.
- "Superintendent" means the Superintendent of the District.
- "SPLOST" (Special-Purpose Local-Option Sales Tax) means a measure approved by the voters of DeKalb County, Georgia that maintains a one-cent sales tax for capital improvements for education. Specifically, it means what are commonly known as SPLOST III (to the extent funds from it remain unspent) and SPLOST IV.

### **§ 1.4 Adoption and Amendment of Bylaws**

The Committee shall have adopted Bylaws approved by the Superintendent within 60 days of Committee's first meeting.

These Bylaws shall be adopted and amended by the Committee by majority vote of its total membership, and with approval of the Superintendent.

## **ARTICLE II DUTIES AND AUTHORITY**

The Committee is an advisory body to the Superintendent in support of the Superintendent's vision for the District. The purpose of the Committee is to review all SPLOST-funded capital improvement expenditures of the District to confirm they are generally consistent with the Project List, and to report to DeKalb County, Georgia, residents on how SPLOST funds are being and have been spent.

### **§ 2.1 Duties**

The duties of the Committee are:

- Make inquiries of the District that are deemed reasonable by the Committee regarding the activities of the District as they relate to SPLOST expenditures;

- Make recommendations to the Superintendent regarding SPLOST expenditures or the operation of the Committee;
- Review the findings of any and all internal or external audits related to SPLOST expenditures;
- Publish semi-annual reports on the Committee's activities, including its observations on how SPLOST funds are being spent and have been spent. Copies of this report shall be made widely available to the public at large through the publication of the District's website.

## **§ 2.2 Authority and Limitations**

After affirmative vote of a quorum of members present at a Committee meeting, the Committee has the authority to request from the District, through the Chair, and to review specific SPLOST-related information, whether from auditor's reports, accounting system records, project management records, or other relevant District records.

The Committee shall make no expenditures or requisitions for services and supplies, and no individual member shall be entitled to reimbursement for travel or other expenses, except as authorized by the District.

The Board shall give careful consideration to all committee recommendations, but the Board alone will have authority to act upon such recommendations.

## **ARTICLE III MEMBERSHIP**

The Committee shall be composed of twelve (12) members who:

- Are private citizens who reside within the boundaries of the District;
- Are neither elected officials nor public employees from any agency that oversees SPLOST proceeds; and
- Do not have any economic interest in any of the District's projects.

Members are required to disclose to the Committee any real or perceived conflicts of interest.

## **§ 3.1 Membership Composition and Selection Process**

Twelve members will be appointed by the Superintendent and/or selected by a publicly-disclosed competitive selection process.

The preferred qualifications of candidates for a selection or appointment process should include experience in construction, law, accounting, real estate, engineering, planning, auditing, finance, and/or project management.

## **§ 3.2 Terms**

Members shall be appointed for a term of six (6) years. Terms of the initial members of the Committee shall commence upon the first official meeting of the Committee. Members may be reappointed (or not) by the Superintendent.

## **§ 3.3 Vacancies**

If a Committee member is unable to complete his or her term, a replacement member will be selected through the selection process outlined in Section 3.1 to fill the vacancy and complete the appointed term.

All qualifying applications or nominations for the vacancy may be submitted to the District for consideration. When a vacancy exists on the Committee and no applications or nominations have been submitted, the vacancy will be continued until such time as a selection is made.

### **§ 3.4 Conduct**

Members shall be responsible for having a working knowledge of these Bylaws, federal, and state law applicable to the work of the Committee, and any other governing regulations that define and set forth the intent and purpose of the Committee, and shall only take action on matters related thereto.

Members shall not misrepresent the scope of their influence or authority as members of the Committee. Members shall not represent recommendations of the Committee as official District policy unless the District has taken formal action to that end.

Unless authorized as the designated spokesperson by a Committee vote, no individual Committee member, except the Chair, may represent the Committee before any other committee or agency or to the press, or the general public.

### **§ 3.5 Subcommittees**

The Committee may elect to form subcommittees to perform specific parts of its mission, such as reviewing audits, reviewing procurement procedures, and issuing reports. Any special or ad hoc advisory committees may be abolished upon the accomplishment of its purpose or by the directive of the Superintendent.

## **ARTICLE IV OFFICERS**

Within 60 days of its first meeting, the Committee shall elect a Chair and a Vice-Chair. The Committee may choose to establish other elected positions as well; elections for such positions shall take place at the same meeting as the elections of the Chair and the Vice-Chair.

### **§ 4.1 Chair and Vice-Chair**

A Chair and Vice-Chair shall be selected by a Committee vote at a regularly called meeting through a process of nomination and seconding. If more than one person is nominated and seconded, the Chair will be selected by a vote of the Committee at that meeting. In the event of a vacancy in the Chair's position, the Vice-Chair shall succeed as Chair for the balance of the Chair's term, and the Committee shall elect a successor to fill the vacancy in the Vice-Chair's position. In the event of a vacancy in the Vice-Chair's position, the Committee shall elect a successor from its membership. The term of the Chair and Vice-Chair is 12 months. No person may serve as Chair or Vice-Chair for more than two consecutive terms. Chair and Vice-Chair may be removed by the Committee by Committee vote at a regularly scheduled meeting. Replacements for any party so removed would be selected by the Committee as set forth above.

Duties of the Chair:

- Call the meetings to order;
- Preside over each meeting;
- Identify items of interest for future Committee meeting agendas that are relevant to the Committee's responsibilities;
- Appoint the members of each Subcommittee that the Committee chooses to form;
- Attend, or appoint another Committee member to attend, meetings of the District;
- Serve as liaison to District staff between meetings;
- Serve as the designated spokesperson for the Committee.

Duties of the Vice-Chair:

- Perform the duties of the Chair when the Chair is absent

## **ARTICLE V MEETINGS**

### **§ 5.1 Regular Meetings**

Regular meetings of the Committee will be held on a monthly basis at the Sam Moss Service Center, 1780 Montreal Road, Tucker, Georgia. Meetings dates for regular meetings shall be selected and approved by the Committee at a regular Committee meeting. Meetings shall not be scheduled on a weekend or on a date that is a holiday for a 12 month staff on the District calendar.

### **§ 5.2 Special Meetings**

A special meeting may be called by the Chair, with the approval of the Superintendent, on no less than five (5) business days' notice to the members of the Committee. The meeting shall be called and noticed as provided in Section 5.3 below. Meetings shall not be scheduled on a weekend or on a date that is a holiday for 12 month staff on the District calendar. All meeting locations shall be accessible.

### **§ 5.3 Calling and Noticing of Open Meetings**

All meetings shall be called, noticed and conducted in accordance with the applicable provisions of the Georgia Open Meetings Act. The Superintendent shall be given notice by the Chair of all meetings. The Committee may meet in a session closed to the public only for purposes permitted by the Georgia Open Meetings Act.

### **§ 5.4 Quorum; Vote; Committee of the Whole**

All official acts of the Committee shall require the presence of a quorum, and the affirmative vote of a majority of the members present shall constitute approval of any matter by the Committee, unless stated otherwise in these bylaws.

The presence of seven (7) or more Committee members shall constitute a quorum for the transaction of business. Notwithstanding the foregoing, if at any time the membership of the Committee consists of ten (10) or less members, due to resignation, removal, the end of a term of service for a given member, or any other reason, pending the filling of such vacancy in accordance with Section 3.3, the Committee may, by majority vote requested by the Chair, temporarily designate the existing number of members as the full membership of the Committee. In such event, a quorum shall be present as follows. For a Committee of ten (10) members, with the presence of six (6) or more members; for a Committee of nine (9) or eight (8) members, with the presence of five (5) members; for a Committee of seven (7) members, with the presence of four (4) members. If at any time the Committee membership is less than seven (7) members, the Committee shall cease functioning until such time as sufficient vacancies are filled, in accordance with Section 3.3, to allow for, at a minimum, a Committee of seven (7) members.

At any regularly called meeting not held because of a lack of a quorum, the members present may constitute themselves a "committee of the whole" for the purpose of discussing matters on the agenda of interest to the Committee members present. The "committee of the whole" shall automatically cease to exist if a quorum is present at the meeting.

### § 5.5 Attendance

Members are expected to make every effort to attend every meeting. However, it is anticipated that members may not be able to attend every meeting for various reasons. If a member is unable to attend a meeting, he or she should notify the District staff and the Chair as soon as possible and in all cases prior to the scheduled meeting.

If a member (i) is absent from more than four (4) regular Committee meetings in any twelve-month period or (ii) is absent for two or more consecutive regular meetings without notifying District staff and the Chair of such absence in advance, that member shall be subject to removal from the Committee by a vote of the Committee taken pursuant to Section 5.4. Such a vote may be had at any time within six (6) months after the last absence that forms the basis for removal, and must be had at a regular meeting where such member's attendance is an item for the agenda posted prior to the meeting. If a member is removed by such a vote, a successor shall be appointed to fill the remainder of that member's term as provided for in Section 3.3.

### § 5.6 Matters Requiring Committee Action

A matter requiring Committee action at a regular meeting shall be listed on the agenda for such meeting before the Committee may act upon it. The foregoing shall not apply to the removal by the Committee of the Chair or the Vice Chair.

### § 5.7 Ground Rules

When presentations are being made, they should proceed without interruption. Questions and comments should be made following the completion of the presentation. The Chair may order any person removed from the Committee meeting who causes a disturbance. The Chair may direct the meeting room cleared when deemed necessary to maintain order, unless the rest of the Committee determines otherwise by vote.

### § 5.8 Robert's Rules

All rules of order not herein provided for shall be determined in accordance with *Robert's Rules of Order*, latest edition (<http://www.robertsrules.com/book.html>).

## ARTICLE VI AGENDAS AND MEETING NOTICES

### § 6.1 Agenda Format

The agenda for a regular meeting shall be generally in accordance with the following format:

- Starting time and meeting location
- Introductions
- Review and approval of draft action minutes from the last meeting
- Regular agenda items, to include, but not limited to, the program manager's monthly status report
- Other agenda items proposed by Chair
- Confirm date and time of the next meeting

### § 6.2 Agenda Preparation

District staff shall produce the agenda for each meeting, with direction from the Chair. Material intended by the Chair for placement on the agenda shall be electronically delivered to staff by the Chair

on or before 12:00 Noon five (5) business days prior to the regularly scheduled meeting. The Chair shall reasonably consider requests by Committee members for the addition of matters to an agenda.

### **§ 6.3 Agenda Posting and Delivery**

District staff shall post the written agenda for each regular meeting at least 72 hours before the meeting is scheduled to begin. District staff shall post the written agenda for every special meeting at least 24 hours before the special meeting is scheduled to begin. The agenda shall be posted on the District's website that is freely accessible to members of the public. Together with supporting documents, the agenda shall be electronically delivered by District staff to each Committee member and the Chief Operations Officer and the Superintendent at least 72 hours before each regular meeting and at least 24 hours before each special meeting.

### **§ 6.4 Meeting Notices**

District staff shall provide electronic notice of every regular meeting and every special meeting to each Committee member and to each person who has filed a written request for notice of such meetings with the District. The notice shall be provided at least 72 hours before each regular meeting and at least 24 hours before each special meeting.

### **§ 6.5 Meeting Minutes**

The Committee shall cause to be kept at the offices of the District a record of minutes of all meetings and actions of the Committee and its subcommittees with the time and place of holding, the names of those present at the Committee meetings and subcommittee meetings, and a reasonably detailed summary of the proceedings.

District staff will prepare draft minutes for Committee meetings and will distribute same to the Committee within three (3) business days after the meeting. The Committee shall review the minutes and shall adopt final minutes at the next meeting by Committee vote. Approved minutes shall be posted to the District website within three (3) business days after they are approved by the Committee.

Preparation of minutes and any other documentation for subcommittee meetings will be the responsibility of an appointed member of the subcommittee. The subcommittee shall distribute such documents to District staff electronically and in a timely manner for the District's records.

## **ARTICLE VII MISCELLANEOUS**

### **§ 7.1 Public Information List of Members**

The Chief Operations Officer of the District shall maintain a public information list of members appointed to the Committee. The list shall include the name of the appointee and the date the term expires. The list shall be updated within 15 working days of the first committee meeting and annually on January 1 by publishing on the District's website.

### **§ 7.2 Staff Support**

District staff shall prepare and electronically distribute the Committee's agendas, notices, minutes, correspondence and other documents. District staff shall maintain a record of all proceedings of the Committee as required by law and shall perform other duties as provided in these Bylaws.

**Certificate of SPLOST Oversight  
Committee Chair**

I am the duly elected Chair of the Citizen's SPLOST Oversight Committee for the DeKalb County School District, and I hereby certify that the foregoing is a true and correct copy of the Bylaws of the Committee as of

February 25, 2016

Charles E. Rogers  
Print Name

Charles E. Rogers  
Signature

**Certificate of Superintendent**

I am in receipt of the Bylaws of the Citizen's SPLOST Oversight Committee for the DeKalb County School District, and I hereby approve said Bylaws as of the aforementioned date.

R. Stephen Green  
Print Name

R. Stephen Green  
Signature