

AMENDED AND RESTATED BYLAWS
COBB COUNTY BOARD OF ELECTIONS AND REGISTRATION

ARTICLE I

NAME AND AUTHORITY

The Cobb County Board of Elections and Registration (the “Board”) was created by the Georgia General Assembly, pursuant to Georgia Laws 1985, p. 4653 and O.C.G.A § 21-2-40.

ARTICLE II

PURPOSE, POWERS, AND DUTIES

Section 1. Purpose, Powers, and Duties. The Board, as the entity charged with the conduct of primaries and elections and the registration of electors in Cobb County, Georgia, is empowered with all the powers and duties relating to the conduct of elections as election superintendent in O.C.G.A. 21-2-70, and with all the powers and duties relating to the registration of voters and absentee balloting as provided in Title 21 of the Georgia Code, and with those powers granted to it under local law.

Section 2. Responsibilities and Duties. In furtherance of the powers and duties granted to it, the Board’s responsibilities and objectives include, but are not limited to:

- (a) Acting in its legal capacity, and not as Individuals, shall be responsible for providing broad policy guidance to the Elections Supervisor concerning the conduct of primaries and elections, the registration of voters, and the general operation of the Voter Registration and Elections Division in a manner that complies with the letter and the spirit of applicable federal, state, and local laws, such that that primaries and elections may be honestly, efficiently, and uniformly conducted in Cobb County;
- (b) Appointing and removing the Director of the Cobb County Department of Elections & Registration (the “Elections Director”) as necessary or appropriate;
- (c) In order to fulfill the Board duties and responsibilities, the majority of the Board may establish one or more committees. The Board may also elect to designate one or more members of the Board to serve on outside committees as representatives of the Board.

ARTICLE III

MEMBERS

Section 1. Board Composition

- (a) The Board shall be composed of five (5) members, each of whom shall be a resident and an elector of Cobb County and shall be appointed as provided pursuant to Ga. Laws 1985, p. 4653, Act #437 (H.B. 623), as amended by Ga. Laws 1993, p. 4549, which require that:
 - i. One member of the Board is appointed by the Chairperson of the Cobb County Board of Commissioners.
 - ii. One member of the Board is appointed by each of the Cobb County Republican Party and the Cobb County Democratic Party.
 - iii. Two members of the Board are appointed by the Cobb County Legislative Delegation.
- (b) As set forth under Ga. Laws 1997, p. 3784:
 - i. Each member of the Board shall be permitted to succeed himself or herself for one (1) term following the completion of a four (4) year term, if reappointed, not including any time served under an interim appointment
 - ii. Each member of the Board shall have the right to resign at any time by giving written notice of his or her resignation to the respective appointing authority and to Clerk of the Cobb County Superior Court.
 - iii. Each member of the Board shall be subject to removal from the Board at any time for cause after notice and hearing in the same manner and by the same authority as provided for removal of registrars.

Section 2. Board Training. Each Board member is obligated, in cooperation with other members, to ensure that at least one member of the Board obtains the annual training required by state law codified at O.C.G.A. § 21-2-100. In addition, each Board member is obligated to make his or her best efforts to obtain such training each year on an individual basis.

ARTICLE IV

OFFICERS

Section 1. Officers

- (a) Names. The officers of the Board shall be the Chairperson (the “Chair”), the Vice Chairperson (the “Vice Chair”), and the Secretary.

(b) Selection of Officers and Term.

- (i) The Chair, Vice Chair, and Secretary shall be selected in the manner prescribed by law and shall serve for a term of two (2) years or until their successor is duly appointed and qualified.
- (ii) Officers shall be elected at the regular July meeting in the odd-numbered years, unless otherwise necessary.
- (iii) Selection of officers is solely within the discretion of the Board, and shall be accomplished by nomination and election by a majority of the Board.

(c) Officer Duties

- (i) Chair. The Chair:
 - a. Shall convene and preside over all Board meetings and shall call special meetings when necessary and advisable;
 - b. Shall approve the agenda for Board meetings; and
 - c. May vote on any matter presented to Board members, and shall be authorized to present a main motion at a meeting of the Board.
- (ii) Vice Chair. It shall be duty of the Vice Chair to preside over meetings of the Board in the absence of the Chair.
- (iii) Secretary: It shall be the duty of the Secretary to serve as the Chair Pro Tempore of the Board in the absence of the Chair and Vice Chair. The Secretary shall also prepare the agenda and minutes of the Board's meetings with the assistance of the Clerk.
 - a. Clerk (Elections Staff): The Elections Director shall designate a member of the Elections Department staff to act as Clerk, who shall prepare the agenda and maintain the minutes of the Board's meetings.
 - b. Executive Session Minutes: It shall be the duty of the Secretary to take minutes during Executive Session. The Board, in its discretion, may invite the Clerk into Executive Session to assist with taking minutes.

ARTICLE V

POLITICAL ACTIVITIES

Members of the Board have the responsibility of conducting the duties set forth herein in an impartial and fair manner, and to avoid any appearance of conflict and/or impropriety. All members of the Board shall comply with the limitations of political activities set forth in O.C.G.A. Section 21-2-214, which prohibits their engagement in any political activity on behalf of a candidate, political party or body, or question while conducting the duties set forth herein. As interpreted by the Board, the foregoing prohibits any Board member from being a declared or qualified candidate or forming an exploratory committee for any elected public office for which Cobb County electors will cast ballots. No Board member may serve in a visible leadership capacity or position in any campaign for any declared or qualified political candidate seeking election in a contested primary, general or special election to any public office for which Cobb County electors will cast ballots. Visible leadership positions include, but are not limited to, campaign officer positions, honorary campaign officer positions, campaign planning or steering committee positions, campaign finance committee positions, campaign fundraiser host or campaign representative soliciting financial support. No Board member shall publicly endorse any candidate for any elective office for which Cobb County electors will cast ballots. In addition, no Board member shall distribute campaign literature, wear badges, buttons or clothing with partisan messages, or engage in any communication that advocates or criticizes a particular candidate, office holder, or political party or body while conducting the duties set forth herein. The Board Chair is expressly prohibited from holding any office in a political party at any level of such political party, as prohibited by O.C.G.A. Section 21-2-75. The Board does not interpret O.C.G.A. Section 21-2-214(c) to prohibit any Board member from voting in any primary or election or making financial contributions to candidates or political parties or attending, in an individual capacity, any political or campaign event, meeting, forum or function.

“Political party” as used in this Article V shall have the same meaning as defined in O.C.G.A. 21-2-2, and shall not include political bodies as defined in that same section.

ARTICLE VI

MEETINGS

Section 1. Regular Meetings. The Board shall hold a regular meeting at least once a month, at a time, date, and place to be determined from time to time by the Board, as evidenced by a majority vote of the Board.

Section 2. Election Day, Pre-certification, and Certification Meetings.

a) Election Day Meetings. On the days of primaries or elections, the Board shall meet at the close of polls to commence the computation and canvassing of the returns.

b) Pre-Certification Meeting. As required under Rule 183-1-12-.12 of the Georgia Rules and Regulations, the Board shall hold a pre-certification meeting after each primary, election, or run-off, not later than 3:00 P.M. on the Friday following the date

on which the election was held, in order to conduct a pre-certification review of precinct returns.

c) Certification Meeting. The Board shall hold a meeting to certify the consolidated returns not later than 5:00 P.M. on the Monday following the date on which such election was held, unless a later date is authorized by the Secretary of State due to an intervening holiday or for another reason.

Section 3. Special Meetings. Special meetings may be called as necessary by the Chair or a minimum of three (3) members of the Board with proper notice published pursuant to O.C.G.A. §50-14-1. Reasonable prior notice shall also be given to each member of the Board prior to scheduling.

Section 4. Quorum: Three (3) members of the Board, or a majority of the Board as composed at that time, shall constitute a quorum.

Section 5. Board Meeting Agenda. The Elections Director shall solicit items for discussion from Board members, including matters the Elections Director deems necessary for consideration by the Board.

Section 6. Public Posting. Agendas for meetings shall be made publicly available in accordance with applicable Georgia law. When available, such posting shall include all supplemental materials not deemed privileged by the Board's legal counsel. When necessary, posted agendas may be amended prior to the meeting or during the meeting.

Section 7. Minutes. Minutes of all meetings shall be taken and made available for inspection in accordance with Georgia law. Minimally, the minutes shall include the substance of any motion, the names of those who made and seconded the motion, and a breakdown of the vote. The minutes shall additionally include the names of Public Comment speakers, a summary of key points discussed in each agenda item, and any follow-up or action items requested by Board members.

Section 8. Board Action. Action and decision by the Board shall be permitted during a noticed meeting by a majority vote of the members present and participating. The Board shall fix and establish by appropriate resolution entered on its minutes, directives and policies governing the execution of matters within its jurisdiction. Approved or amended policies shall be made available to the public by posting them on Cobb County's website upon approval.

Section 9. Place of Meetings. All Regular or Special Meetings shall be held in a public building in Cobb County, Georgia, unless emergency circumstances exist of such a nature and magnitude that a meeting must be held at a time when no public building is reasonably available.

Section 10. Public Meetings. All meetings shall be open to the public and conducted pursuant to the Georgia Open Meetings Act, O.C.G.A. § 50-18-70, et seq.

ARTICLE VII
EMPLOYEES; PHYSICAL FACILITIES

Section 1. Employees.

(a) Elections Director.

- (i) The Board shall employ a full time Elections Director (denoted in Ga. Laws 1985, p. 4655 as the “election supervisor”), who shall serve for a period of four years and until his or her successor is appointed and qualified, at a salary to be fixed by the Board of Commissioners of Cobb County, to administer and supervise the conduct of elections and primaries and the registration of electors of Cobb County, pursuant to and duly adopted resolutions of the Board.
- (ii) The Elections Director shall administer the affairs of the Board pursuant to the law and the duly adopted resolutions of the Board. The Elections Director is hereby authorized, and has the duty, to direct and supervise the employees of the Elections Department. No individual member of the Board shall direct or discipline any employees under the direction of the Elections Director.
- (iii) The Elections Director shall be subject to removal at any time for cause, after notice and hearing, complying with due process requirements, in the manner and by the authority as provided for the removal of registrars.
- (iv) In the event of a planned or unplanned continuing absence of the Acting Elections Director that exceeds thirty (30) days, the Board, in coordination with the Elections Director, when possible, will select and appoint an Interim Director.
- (v) In the event of the resignation or termination of the Elections Director, the Board shall appoint an Interim Elections Director to serve until the Elections Director’s successor is appointed.

- (b) Other Employees. The Board may employ such other employees as may be necessary and who shall receive such compensation as fixed by the Board of Commissioners of Cobb County. Ga. Laws 1985, p. 4653, Sec. 8(c)-(d)

Section 2. Physical Facilities. The Board of Commissioners of Cobb County shall provide proper and suitable offices, space, equipment and supplies as needed for the Board and the Elections Director. Ga Laws 1985, p. 4653, Sec. 8(e)

ARTICLE VIII
PARLIAMENTARY AUTHORITY

To the extent they are not inconsistent or do not otherwise conflict with any provision of these Bylaws and any rules, policies or procedures duly adopted by the Board pursuant to its authority under applicable law and these Bylaws, the rules contained in Robert's Rules of Order, Newly Revised, shall govern the Board in all instances to which they are applicable.

ARTICLE IX
AMENDMENTS

These Bylaws may be amended at any time by an affirmative vote of the majority of the Board at any Regular or Special Meeting, provided notice of such proposed vote and the proposed amendment shall have first been presented in writing to each member at least fifteen (15) days prior to the meeting at which the vote is to be taken. These Bylaws shall be amended at any time as may be necessary to conform with applicable law.

ARTICLE X
RESOLUTION OF CONFLICTING PROVISIONS

To the extent that any rule within these Bylaws conflicts with any applicable federal, state or county law, the Board acknowledges that such law shall supersede the conflicting provision herein.

AMENDED AND ADOPTED BY THE COBB COUNTY BOARD OF ELECTIONS AND REGISTRATION AT ITS MEETING HELD April 14, 2025.

By: Toronda M. Silas

Toronda M. Silas, Esq., Chair

Jennifer Mosbacher
Jennifer Mosbacher, Vice Chair

Stacy Efrat
Stacy Efrat, Secretary

Debbie Fisher

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Steven F. Bruning
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