

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of Earliest Event Reported): September 21, 2005

AMERICAN TOWER CORPORATION

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-14195
(Commission File Number)

65-0723837
(IRS Employer
Identification No.)

**116 Huntington Avenue
Boston, Massachusetts 02116**
(Address of Principal Executive Offices) (Zip Code)

(617) 375-7500
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Director.

On September 20, 2005, Stephen H. Clark notified American Tower Corporation (the “Company”) that he intends to resign as a member of the Company’s board of directors, effective immediately. Mr. Clark did not hold any positions on any committee of the board of directors at the time of his resignation. Mr. Clark is resigning so that he may pursue other endeavors and not as a result of any disagreement with the Company.

On September 21, 2005, the Company issued a press release announcing Mr. Clark’s resignation. A copy of the Company’s press release is furnished herewith as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release, dated September 21, 2005 (Furnished herewith).

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN TOWER CORPORATION
(Registrant)

Date: September 21, 2005

By: /s/ BRADLEY E. SINGER

Bradley E. Singer
Chief Financial Officer and Treasurer



**ATC Contact: Michael Powell
Director of Investor Relations
Telephone: (617) 375-7500**

FOR IMMEDIATE RELEASE

American Tower Announces Change to Board of Directors

Boston, Massachusetts – September 21, 2005 - American Tower Corporation (NYSE: AMT) announced today that Stephen H. Clark, a member of the Company's board of directors, has notified the Company that he intends to step down as a director of the Company, effective immediately.

Mr. Clark previously served as the President and Chief Executive Officer of SpectraSite and joined the Company's board of directors on August 8, 2005, in connection with the Company's merger with SpectraSite. Mr. Clark notified the Company that he is resigning to pursue other endeavors.

"We appreciate Steve's contributions to the merger process and his efforts towards the successful integration of American Tower and SpectraSite," said Jim Taiclet, American Tower's Chairman and Chief Executive Officer. "Given that the merger integration process is proceeding as planned, we respect Steve's desire to move on to pursue other opportunities and wish him much success in the future."

Following Mr. Clark's departure, the Company's board will consist of nine members, eight of whom are independent directors.

American Tower is the leading independent owner, operator and developer of broadcast and wireless communications sites in North America. American Tower owns and operates over 22,000 sites in the United States, Mexico, and Brazil. Additionally, American Tower manages approximately 2,000 revenue producing rooftop and tower sites. For more information about American Tower, please visit www.americantower.com.