

**National Speleological Society, Inc.**  
**Board of Governors Meeting**  
**Minutes of the 235th Regular Meeting**  
**Park City, KY**  
**March 25, 2017**  
**FINAL**

The 235th regular meeting of the Board of Governors was held at Diamond Caverns, Park City, KY. These minutes, when accompanied by corrections submitted by the Board, constitute the official record of the meeting.

President Wm Shrewsbury called the meeting to order at 9:15 a.m. and welcomed everyone in attendance. Jean DeVries was present as recording secretary.

**Roll Call**

**Officers**

Wm Shrewsbury, president  
Katherine Crispin, administrative vice-president (AVP) - arrived at 10:15 am  
Dave Haun, operations vice-president (OVP)  
Curt Harler, executive vice-president (EVP)  
Gary Barnes, secretary-treasurer (ST)

**Directors**

Bob Barns  
Dave Decker  
Julie Schenck-Brown  
Jean DeVries  
Kim Fleischmann  
Peri Frantz  
Margot Geisler  
Bill Jackson  
Rick Speaect  
Peter Youngbaer

Teri Stephens, proxy for Pat Seiser  
Aaron Atz, absent

**1) Approval of the Minutes of the October 29th Board of Governors Meeting in Montecagle, TN**

The minutes of the October 29, 2016 Board meeting are approved as published.

**VOTE:**

For: Rest

Abstained: Schenck-Brown, Decker

**PASSED**

**2) Officer & Committee Reports:**

- A. [President \(PRES\)](#) – Wm Shrewsbury  
There were no additions to the written report.
- B. [Executive Vice President \(EVP\)](#) – Curt Harler  
The JCKS will now be published electronically 4 times a year.
- C. [Administrative Vice President \(AVP\)](#) – Kat Crispin  
There were no additions to the written report.
- D. [Operations Vice President \(OVP\)](#) – Dave Haun  
There were no additions to the written report.
- E. [Secretary-Treasurer \(S-T\)](#) – Gary Barnes  
There were no additions to the written report.

**OLD BUSINESS**

**3) Advertising in Descent Magazine - Postponed from the Fall meeting**

Schenck-Brown moved: The NSS will place an <<1/8th page>> advertisement in *Descent*, the magazine of underground exploration, for the duration of one year to promote NSS membership. <<The NSS President will be responsible for the implementation of this initiative.>>

Frantz moved to amend to add the <<>>

VOTE on amendment:

For: Rest

Against: Barnes

PASSED

VOTE on motion as amended:

For: Rest

Against: Barnes

Abstain: Speaect

PASSED

**NEW BUSINESS**

The following items were considered as consent agenda:

#6: Dissolution of the NSS Headquarters Commission

#11: Naming of the NSS Headquarters Entrance Foyer

**4) NSS Employee Insurance**

Jackson moved: The OVP is requested to obtain information for health care insurance for NSS regular employees, and report back to the board at the summer 2017 meeting.

VOTE:

For: Unanimous

PASSED

**5) Amendment of Bylaw II.E, Awards - Grants**

DeVries moved: Bylaw II.E. is amended as follows:

“Fellows are individual members of the Society who have been so designated by the Board of Governors for service over a number of years to the Society or the goals of the Society in speleological research, exploration, conservation, or administration. The number of fellows shall not exceed <ten><<fifteen>> percent of the total Society membership.

VOTE:

For: DeVries

Against: Rest

Abstain: Barnes

FAILED

**6) Dissolution of Act 26-823, NSS Headquarters Commission**

Jackson moved: Act 23-823, NSS Headquarters Commission is rescinded, and the NSS Headquarters Commission is dissolved. Appendix AY, NSS Headquarters Commission Charter, shall be annotated as dissolved on this date and retained in Section Seven of the BOG manual for the record.

Passed in consent agenda

PASSED

**7) Establishment of Building and Grounds Committee**

**Act 26-926**

Jackson moved: The Building and Grounds Committee is established as a permanent committee under the office of the Operations Vice President. A chairperson shall be appointed by the OVP and confirmed by the BOG. Committee members shall be appointed by the chairperson. The OVP shall be an *ex officio* member of the committee. Effort shall be made to enlist members representative of the various grottoes in proximity to the HQ. Duties of the committee shall concern maintenance and improvements to the properties of the NSS located in Huntsville, AL. Duties shall include but are not limited to periodic maintenance, development of plans, obtaining internal approval for capital projects, obtaining permits where required, and developing a budget for planned expenses. Capital plans and budgets shall be submitted to the BOG for approval through the OVP. Periodic reports shall be made for inclusion with the OVP report to the BOG.

VOTE:

For: Unanimous

PASSED

**8) Authorization for Expenditure from the Cave Acquisition Fund to Southeastern Cave Conservancy (SCCi)**

**Act 26-927**

Schenck-Brown moved: \$5,000 from the Cave Acquisition Fund is allocated to the Southeastern Cave Conservancy, Inc. (SCCi) to contribute to the purchase of a parcel of land containing the entrance of their newest cave preserve in Kentucky. The preserve will be managed by the SCCi.

Youngbaer moved to add: The NSS permits this grant to be used for matching purposes to incentivize additional giving if so chosen.

VOTE on amendment:

For: Unanimous

PASSED

VOTE on motion as amended:

For: Unanimous

PASSED

**9) Support for March for Science**

Decker moved: The NSS will pledge support to the March for Science.

VOTE:

For: Decker, DeVries, Frantz

Against: Rest

Abstain: Barnes

FAILED

**10) Distribution of Proceeds of Sale of Sperka Estate**

Barnes moved: The proceeds from the sale of the Sperka Estate property in Wisconsin will be transferred to the NSS Endowment Fund.

VOTE:

For: Rest

Abstain: Geisler

PASSED

**11) Naming of the NSS Entrance Foyer**

**Act 26-928**

Shrewsbury moved: The NSS Headquarters and Conference Center Entrance Foyer shall be named the Roger J. Sperka Educational Hall.

Passed in consent agenda

PASSED

**12) Amendment of Act 28-389 Dues Structure**

Barnes moved: Effective July 1, 2017, Act 28-389 Dues Structure is amended as follows:

<b>Membership Category</b>	<b>Annual Dues</b>	<b>Periodical Distribution</b>
Regular	<del>\$45.00</del><<del>\$50.00</del>>>	With Paper Publications*
Regular	<del>\$35.00</del><<del>\$40.00</del>>>	With Electronic Publications*
Institutional	\$110.00	With Paper Publications*

\*As defined by a majority vote of the Board of Governors

The rest of the act remains unchanged.

Shrewsbury moved to amend effective date to March 30, 2017

VOTE on amendment:

For: Rest

Against: Frantz, Geisler, Haun, Schenck-Brown

PASSED

VOTE on motion as amended:

For: Rest

Against: Geisler, Haun, Schenck-Brown

PASSED

**13) Recess for Closed Session of the Board and Directorate**

President Shrewsbury declared a recess for the closed meeting of the Board and Directorate at 5:45 pm.

**14) Reconvene**

President Shrewsbury reconvened the meeting at 8:30 pm

**15) Report of the Closed Session of the Board and Directorate**

- Designated Chair of the Directorate Julie Schenck-Brown reported that Geary Schindel was elected President.

**16) Show Caves Liaison**

**Act 40-929**

Crispin moved: The position of Show Caves Liaison is renamed to Show Cave Coordinator and moved to the Cave Management Division in the department of the Administrative Vice President.

VOTE:

For: Unanimous

PASSED

**17) Establishment of the Cave Management Advisory Committee for Research**

Crispin moved: The Cave Management Advisory Committee for Research (CMACR) is established in the department of the Administrative Vice President (AVP) to encourage and advise cave management research. Organizations and persons engaged in cave management research may apply to affiliate with the NSS by agreeing with the purposes of the NSS, and applying in writing to the CMRAC. Approval of said standing is at the discretion of the AVP. The approved research projects may use any of the following descriptions: "A Cave Management Research Project of the National Speleological Society," "An NSS Cave Management Study," or similar description. Grant requests from affiliated cave management researchers should be sent to this committee for review and then to the NSS Research Advisory Committee for its consideration.

Barnes moved to postpone to the Summer 2017 meeting.

VOTE:

For: Unanimous

POSTPONED

**18) FY 15/16 and FY 16/17 Audits**

Shrewsbury moved: Notwithstanding Act 15-510 the NSS will not conduct audits for FY 15/16 or FY 16/17. The S-T will be responsible for assuring that an appropriate IRS Form 990 and any other required forms are filed in a timely manner. The S-T will continue to submit final financial reports for each fiscal year to the Audit Committee.

VOTE:

For: Rest

Against: Harler

PASSED

**19) McFail's Cave Nature Preserve Management Plan**

Crispin moved: The new management plan for McFail's Cave Nature Preserve is accepted and filed with the NSS Office.

Jackson moved to postpone to the summer 2017 meeting

VOTE:

For: Unanimous

POSTPONED

**20) Dissolution of the Act 63-450 Grant Committee**

Jackson moved: Act 63-450, Grant Committee is rescinded and the Grant Committee is dissolved. Responsibilities for grants acquisitions for the society is transferred to the Fundraising Committee.

*Board Secretary note: The sentence, "Responsibilities for grants acquisitions for the society is transferred to the Fundraising Committee" is also being added to Act 63-429*

VOTE:

For: Unanimous

PASSED

**21) Dissolution of Act 26-578 Cave and Karst Acquisition Committee**

Crispin moved: Act 26-578, Cave and Karst Acquisition Committee is rescinded. The Nature Preserve Committee will henceforth handle all acquisition related matters.

*Board Secretary note: The sentence, "The Nature Preserve Committee will henceforth handle all acquisition related matters" is also being added to act 26-577.*

VOTE:

For: Unanimous

PASSED

**22) HQ Renovation Bids**

The OVP is directed to provide the BOG, by the summer meeting in New Mexico, with firm bids for upgrading the front bathrooms at Pulaski Pike headquarters.

VOTE:

For: Unanimous

PASSED

**23) FY 17/18 Budget Approval**

Barnes moved: The Div#1, Div#6 and the Capital Budgets per the attached [NSS Budget FY 2017](#) are provisionally approved until Friday of the summer 2017 board meeting.

VOTE:

For: Rest

Against: Harler, Youngbaer

PASSED

**24) Appreciation**

Shrewsbury moved: The Board of Governors expresses its appreciation to Gordon Smith and the staff at Diamond Caverns for hosting our meeting and providing excellent meeting arrangements.

**25) Adjournment**

Barnes moved: The meeting is adjourned. President Shrewsbury declares the meeting adjourned at 9:15 PM.