

**National Speleological Society, Inc.**  
**Board of Governors Meeting**  
**Minutes of the 238th Regular Meeting**  
**Blacksburg, VA**  
**March 17, 2018**  
**FINAL**

The 238th regular meeting of the Board of Governors was held at Goodwin Hall on the campus of Virginia Tech in Blacksburg, VA. These minutes, when accompanied by corrections submitted by the Board, constitute the official record of the meeting.

President Geary Schindel 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**

Geary Schindel, president  
Katherine Crispin, administrative vice-president (AVP)  
Curt Harler, executive vice-president (EVP)  
Gaylene Speaect, secretary-treasurer (ST)  
Dave Haun, operations vice-president (OVP)

**Directors**

Gary Barnes  
Dave Decker  
Jean DeVries  
Kristine Ebrey  
Kim Fleischmann  
Peri Frantz  
Margot Geisler  
Bill Jackson  
Julie Schenck-Brown  
Rick Speaect  
Will Urbanski  
Peter Youngbaer

**1) Approval of the Minutes of the October 21, 2017 Board of Governors Meeting in Denver, CO**

The minutes of the October 21, 2017 Board meeting are approved as published.

VOTE:

For: Rest

Abstain: Decker, DeVries

PASSED

## 2) Officer Reports

- a. [President \(PRES\)](#) – Geary Schindel
  - Kristine Ebrey gave an update on the membership ad-hoc committee
  - Julie Schenck-Brown gave an update on the convention ad-hoc committee
  - Peter Youngbaer gave an update on communications to the federal government on WNS and cave access
- b. [Executive Vice President \(EVP\)](#) – Curt Harler
  - There were no additions to the written report
- 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 \(S-T\)](#) – Gaylene Speaect
  - There were no additions to the written report

## 3) Other Reports

- a. Convention 2020 – Rich Geisler – Oral report
- b. Convention 2019 – Maureen Handler – Oral report
- b. Draft Headquarters Master Plan – Geary Schindel – Oral report

## NEW BUSINESS

### Consent Agenda

#### 4) Amendment of Act 28-643, The Stephenson Group

Jackson moved: Act 28-643, The Stephenson Group is amended as follows:

NSS Members <<or [Internal Organizations](#)>> in good standing who:

- (A) Contribute a cumulative of \$10,000 to the Society, or
- (B) Name the Society as a beneficiary under a will or living trust for at least \$10,000, or
- (C) Create a charitable remainder trust that names the Society as the beneficiary of at least 25% of the corpus of the trust are designated as members of the Stephenson Group.

Membership in the Stephenson Group will include past donors and deceased members who have had funds contributed in their names. The Fundraising Committee Chairman is responsible for managing this program. Membership in the Stephenson Group will be designated on NSS National Convention name tags beginning in the Year 2000.

Passed in consent agenda motion

PASSED

#### 5) Amendment of Act 19-706, NSS Cave Rescue Training Fund

G Speaect moved: Act 19-706 is amended as follows:

The NSS Cave Rescue Training Restricted Fund is established to provide scholarships to individuals to cover registration fees associated with cave rescue training administered by the National Cave Rescue Commission (NCRC), with the purpose of improving the cave rescue infrastructure. The fund consists of donations. Selection of individuals to receive scholarships will be at the discretion of the NCRC. Scholarships will be awarded based on the potential of selected recipients to improve the cave rescue infrastructure at any level, including roles as individual rescuers or in leadership positions. The NCRC Board will establish criteria for the award of the scholarship. The NCRC National Coordinator may authorize payments from this fund with the approval of the NSS Administrative Vice President. The scholarship award may cover all or part of the registration fees (including food and camping) for a NCRC rescue training course chosen by the applicant. The Fund was established, and is periodically enhanced, by donors. The Fund is managed as a temporarily restricted quasi-endowment fund. Annually the Society may withdraw up to 5.5% of the total fund's value for this purpose.

<<The contract with the National Speleological Foundation (NSF) to manage the Rescue Training Fund is accepted. Existing funds will be transferred to the NSF.>>

Passed in consent agenda motion PASSED

**6) Confirmation of Chief of the Public Relations Division**

Schindel moved: Annette Posani (NSS65502) is confirmed as the Division Chief of the Public Relations Division

Dean Wiseman is thanked for his years of service as the Public Relations Division Chief.

Passed in consent agenda motion PASSED

**7) Obsolete Act 83-448**

Frantz moved: Act 83-448 is obsolete and should be removed from the BOG manual.

83-448 1982 NSS National Convention Field Trip Guide 07-13-90

The President is authorized to sign an agreement on behalf of the Society granting Charles Larson the non-exclusive right to publish and distribute the 1982 National Convention's Geology and Biology Field Trip Guide subject to paying the Society a royalty.

Passed in consent agenda motion PASSED

**8) Approval of NCRC Board of Regional Coordinators**

Crispin moved: The following individuals are confirmed as NCRC regional coordinators:

- Anmar Mirza (NSS45765) - National Coordinator
- Brian Ekey (NSS66776) - Medical Coordinator
- Jessica Deli (NSS55867) - Central Region Coordinator
- Tony Smith (NSS43888) - Eastern Region Coordinator
- Eddy Cartaya (NSS31578) - Pacific Northwest Coordinator

Passed in consent agenda motion PASSED

**9) Affiliation with Geological Society of America**

Decker moved: The Board authorizes the President of the NSS to pursue becoming an affiliation organization of the Geological Society of America (GSA).

Passed in consent agenda motion PASSED

**10) Confirmation of Chair of the Cave Conservancies Committee**

Crispin moved: Jeff Karr, (NSS68408) is confirmed as the chair of the Cave Conservancies Committee.

Passed in consent agenda motion PASSED

**11) Confirmation of Chair of the Cave Management Advisory Committee for Research**

Crispin moved: Blake Jordan (NSS43030) is confirmed as the Chair of the Cave Management Advisory Committee for Research.

Passed in consent agenda motion PASSED

**12) Amendment of Act 18-800, Bat Research and Protection Restricted Fund**

G. Speaect moved: Act 18-800 is amended as follows:

The NSS Bat Research and Protection Restricted Fund is created. The purpose of the Fund is to provide funding for NSS Bat Research and Protection Grants, <<and for public education and outreach regarding bats.>> In years that the value of the Fund exceeds \$6,000, 5.5% of the value may be withdrawn annually for <this> <<these>> purpose<<s>>. These funds may be spent by the Research Advisory Committee chairman, <<and for public education and outreach regarding bats>>, subject to the Executive Vice President's approval.

Passed in consent agenda motion PASSED

**13) Amendment of Act 18-525, NSS Library Restricted Fund**

G. Speaect moved: Act 18-525 is amended as follows:

18-525 NSS Library<</Museum>> Restricted Fund

The purpose of the NSS Library<</Museum>> Restricted Fund is to provide funds for NSS Library <<or Museum>> <purchase><<acquisition of speleologically significant publications and memorabilia to be housed in the NSS Library and/or Museum>> and preservation of cave and karst-related publications <<and memorabilia>>, <library> cataloging, storage, protection, library<</museum>> services to users, and Internet access. <The Fund was established and will be maintained by transfers of unrestricted funds.> All expenditures shall be subject to the Operations Vice President's approval.

Passed in consent agenda motion PASSED

**14) Rescind Act 18-526, NSS Museum Restricted Fund**

G. Speaect moved: Act 18-526 is rescinded and the NSS Museum Restricted Fund is closed. The balance is transferred to the NSS Library/Museum Restricted Fund.

Passed in consent agenda motion

PASSED

**15) Amendment of Act 18-629, Cave Education Restricted Fund**

G. Speaect moved: Act 18-629 is amended as follows:

The NSS Cave Education Restricted Fund is established to promote cave and karst education programs <for primary and secondary students><< and resources>>. The Fund was established by donors. <<Utilization requires Board of Governors approval.>> The Administrative Vice President may fund grant proposals from this restricted fund <<promoting cave and karst education programs for primary and secondary students>> from this restricted fund <<provided the grant funding amount is listed in the Annual Budget approved by the Board of Governors. Additionally, the Operations Vice President may fund the publication of *The Guide to Responsible Caving* provided the funding amount is listed in the Annual Budget approved by the Board of Governors.>>

Passed in consent agenda motion

PASSED

**16) Rescind Act 18-638, Guide to Responsible Caving Fund**

G. Speaect moved: Act 18-638, Guide to Responsible Caving Fund, is rescinded and the fund is closed. The balance is transferred to the NSS Cave Education Restricted Fund.

Passed in consent agenda motion

PASSED

**ITEMS FOR INDIVIDUAL CONSIDERATION**

**17) Amendment of Act 15-509, Independent Checking Accounts Reconciliation**

Frantz moved: Act 15-509 is amended as follows <deletions> <<additions>>

15-509 Independent <<Review of NSS>> Checking Account<<s>><Reconciliation > 7-93

The Secretary-Treasurer shall arrange for <the reconciliation><<a periodic review>> of each Society bank account by someone who does not have signature authority for the account. The Secretary-Treasurer shall arrange to have bank account statements sent to the person doing the <reconciliation> <<review>> independently from the persons with signature authority. The Secretary-Treasurer shall also arrange to have a copy of each statement sent to those with direct responsibility for managing the account.

Additionally, the S-T is requested to update the BOG Manual Executive Policies Section 9-5\_ST accordingly.

VOTE:

For: Unanimous

PASSED

**18) Rescind Act 18-842 WNS Education Fund**

G. Speaect moved: Act 18-842, WNS Education Fund is rescinded.

18-842 WNS Education Fund 08-02-10:14 The WNS Education Fund is established to provide funding for public education and outreach regarding White Nose Syndrome. The Fund is established by donors and may be spent by chairman of the Ad Hoc WNS Liaison Committee, with the approval of the President. When no longer needed, any remaining funds may be used for public education and outreach on other speleological issues.

VOTE:

For: Unanimous

PASSED

**19) Amendment of Bylaw IV.D.1**

Urbanski moved: Bylaw IV.D.1 is amended as follows:

The Board of Governors may be convened by action of the Board, by the President, or by petition of at least one third of the Board members. The President of the Society, or in his absence the Vice-President with the most time served as any officer, shall preside at meetings of the Board of Governors. One third of the directors and two officers, all present <in person>, shall constitute a quorum at meetings of the Board of Governors.

Frantz moved to postpone motion

VOTE on motion to postpone:

For: Frantz, Geisler

Against: Rest

FAILED

VOTE:

For: Rest

Against: Frantz, Geisler

PASSED

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

Schindel 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: Rest

Against: Geisler, Youngbaer

FAILED

**21) Rescind Act 16-784, Exceeding Department Budgets**

DeVries moved: Act 16-784, Exceeding Department Budgets, is rescinded.

VOTE:

For: Rest

Against: Harler

PASSED

**22) Approval of the FY 2018 Budget**

G.Speaect moved: The Div#1 budget per the attached [NSS Budget FY 2018](#) is approved.

VOTE:

For: Rest

Abstain: DeVries

PASSED

**23) Amendment of Act 18-862, Photo Salon Equipment Fund**

Jackson moved: Act 18-862 Photo Salon Equipment Fund, is amended:

<Up to 3% of the profit from> <<Beginning with the 2020 convention >>  
each Convention <, not to exceed \$500 annually,> <<shall budget \$2.00 per attendee which>>  
will be placed in the Salon Restricted Fund for the purchase of new equipment for the Photo  
Salon.

VOTE:

For: Jackson

Against: Rest

Abstain: Crispin, DeVries, Fleischmann

FAILED

**24) Approval of Expenditure from Museum and Education Donation**

Schindel moved: An expenditure of \$26,500 from the Museum and Education Donation for the following is approved:

- \$11,000 for museum cabinets for the NSS Headquarters Hallway and foyer
- \$1,500 as a deposit for the NSS Speleo Art initiative in the Headquarters
- \$2,000 as a deposit for helmets and lights in support of the NSS Preserve Open House Initiative
- \$12,000 for building-wide wifi system

VOTE:

For: Unanimous

PASSED

**25) Recess for the closed session of the board and directorate**

President Schindel recessed the meeting for a closed session of the board and directorate at 2:00 pm

**26) Reconvene**

President Schindel reconvened the meeting at 5:00 pm

**27) Report of the Closed Session of the Board**

President Schindel reported that there were no motions resulting from discussions during the closed session.

**28) Report of the Closed Session of the Directorate**

Peter Youngbaer, Chair of the Directorate, reported that Geary Schindel was re-elected president.

**29) Open Discussion**

Schindel moved: An open discussion is held for a period not to exceed 30 minutes.

Dave Decker took a straw poll about sending letter opposing land transfers

**30) Appreciation**

Schindel moved: The Board of Governors expresses its appreciation to the VPI grotto for hosting our meeting and providing excellent meeting arrangements.

**31) Adjournment**

Harler moved: The meeting is adjourned. President Schindel declares the meeting adjourned at 5:20 PM.