

**CAVE DIVING SECTION  
of the  
NATIONAL SPELEOLOGICAL SOCIETY, Inc.  
BYLAWS**

**Article I: Purpose and Powers of the Corporation.**

NO CHANGES

**Article II: Membership**

A. General Qualifications. Membership in the NSS-CDS shall be limited to members in good standing of ~~NSS~~the NSS in the class of membership and whose dues to NSS-CDS are paid current.

B. Classes of Members.

- b. Associate (17 and under ~~or full time student~~)
- c. Life (One-time payment)
- v. Must be a Life member of the National Speleological Society (NSS)

~~2-~~ 2. Family Membership

- b. Family Associate (17 and under ~~or full time student~~)
- v. Must be a current Family Life member of the National Speleological Society (NSS)

NOTES

- 2. Upon death of Individual Life member, a Family Life member(s) converts to Individual Life at no charge.

C. Meetings and Voting Privileges of Members.

2. Notice of the date, time, place and list of activities of the annual meeting or of a special meeting of the membership shall be given to the membership either in a NSS-CDS publication of general membership circulation, or by posting on the NSS-CDS website, at least ~~ten (10)~~fifteen (15) days before the meeting occurs. Attendance of a member at a meeting, either in person or by proxy, constitutes waiver of notice and waiver of any objection to the place, time or manner in which it has been called or convened, unless the member attends the meeting solely for the purpose of stating, at the beginning of the meeting, every objection to the transaction of affairs.

D. Expulsion Of Members

- 1. A member not exempt from paying dues shall be automatically dropped for failure to pay.
- 2. By a five sevenths (5/7) vote the Board of Directors may expel a member for disregard of accepted safety or conservation practice or the rights of a cave owner or for other conduct detrimental to the NSS-CDS or the NSS. A member subject to expulsion is entitled to a private hearing before the Board.

**Article III: Board of Directors**

A. Number and Terms. NSS-CDS shall be governed by a board of directors consisting of seven (7) members elected by the membership for a term of two (2) years, or appointed to fill a vacancy as provided below. ~~No board member~~ can only may serve more than three (3) consecutive terms.

C. Election of Directors. Six (6) directors shall be elected by the general membership of NSS-CDS: three each year, for a term of two (2) years. The one (1) director serving as Training Director shall be elected biennially by current and active NSS-CDS cave and cavern diving instructors in good standing. The election of new directors shall be conducted annually as follows:-

- 1. On or before ~~January 10 of each calendar year~~ six months prior to the annual membership meeting, the Chair shall appoint a nominating committee consisting of three (3) or more NSS-CDS members in good standing responsible for identifying candidates for election to the board of directors. No sitting director

shall be a member of this nominating committee, and no member of the nominating committee may become a candidate for a directorship in that election. The nominating committee only solicits and universally accepts all candidates, without screening, except to ensure the candidate is a member in good standing.-

2. On or before ~~January 10 of each calendar year~~ five months prior to the annual membership meeting, the Chair shall appoint a fair and impartial administrator of the election. The administrator of the election need not be a NSS-CDS member or employee. No sitting director or NSS-CDS employee may serve as administrator of the election, and no administrator of the election may become a candidate for a directorship in that election.-

3. On or before ~~February 1 of each calendar year~~ four months prior to the annual membership meeting, the nominating committee shall solicit recommendations for nominees from NSS-CDS membership through a publication of general membership circulation, or the NSS-CDS website, or by direct mailing. The solicitation shall include an address for returning a nomination.-

4. On or before ~~February 15 of each calendar year~~ fourteen weeks prior to the annual membership meeting, the nominating committee shall select and submit to the administrator of the election a list of qualified nominees.-

5. On or before ~~February 28 of each calendar year~~ twelve weeks prior to the annual membership meeting, each nominee shall submit to the administrator of the election a candidate-platform statement of size and format determined by the administrator of the election.-

6. On or before ~~March 15 of each calendar year~~ ten weeks prior to the annual membership meeting, the administrator of the election shall post on the NSS-CDS website, and shall mail as hard-copy to every NSS-CDS member in good standing, a ballot and the platform statements of the candidates. Every ballot must contain a serial number. Website voting shall include sufficient protections to ensure at least the same level of electoral integrity established for hard-copy ballots. Ballots shall not be mailed if the number of candidates is less than or equal to the number of seats open for election.

7. Completed ballots must be received by the administrator of the election on or before ~~May 15 of each calendar year~~ two weeks prior to the annual membership meeting, in order to qualify as a legal vote.

#### E. General Standards for Directors.

3. All directors shall, within one month of assuming a position on the Board of Directors, read in its entirety the Florida Statutes which govern Not For Profit Corporations: Title XXXVI Business Organizations, Chapter 617, Corporations Not For Profit.

#### G. Meetings of the Board of Directors.

5. Meeting Procedures. The presiding director (the Chair or in his or her absence or disability, the Vice Chair) shall conduct all board meetings in accordance with the current edition of Roberts Rules of Order Revised, except as relaxed in his or her sole discretion. These Rules shall be used to promote conduct all board meetings and the business of the corporation NSS-CDS in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the NSS-CDS may adopt.

### Article IV: Officers

B. The Chair. The Chair is the chief executive officer of the corporation, and shall perform the following duties for the corporation:

~~13. prepare and file in a timely manner~~ 13. ensure all reports, forms and documents required by law to maintain the corporation current and in good standing with the State of Florida,

F. Program Directors. The Chair shall, assign specific ~~standing~~ committees to one or the other specific program director for performance of the following duties by each respective program director:

\_\_\_\_\_ 1.- identify and recommend to the Chair potential candidates for appointment by the Chair as coordinator of each assigned ~~standing~~ committee

\_\_\_\_\_ 2. -assist in the training and development of new appointees to each assigned ~~standing~~ committee

\_\_\_\_\_ 3.- set goals, encourage and supervise activities and the progress of each assigned ~~standing~~ committee.

- \_\_\_\_\_ 4.- report to the board of directors at quarterly meetings, or as needed, the progress of and problems encountered \_\_\_\_\_ by each assigned ~~standing~~ committees

\_\_\_\_\_ 5. -act as the liaison between each assigned ~~standing~~ committee and the board of directors,

- \_\_\_\_\_ 6. -ensure that the coordinators for each assigned ~~standing~~ committee provide to the Chair a written report in sufficient \_\_\_\_\_ time prior to each annual membership meeting to enable the Chair to integrate a summary of that report in his or \_\_\_\_\_ her report to the membership.

\_\_\_\_\_ 7. Will assist members in pursuing new project applications, and gather reports for on going projects for quarterly \_\_\_\_\_ meetings of the board of directors.

~~8. Monitor and report on other non-standing committees created by the board of directors~~

G. The Training Director. The training director shall perform the following duties for the corporation:

1. Appoint and Chair a training committee consisting of not less than five (5) ~~active~~-NSS-CDS current instructors in good membership standing. ~~with the NSS-CDS~~. The training committee shall convene once a quarter ~~prior to the board of directors meeting~~, and the Chair shall submit the training committee meeting minutes to the board of directors at the next board of director meeting. The Training Committee shall adhere to the Training Committee Operating Policies and Procedures as approved by the Board of Directors.

5. Oversee the issuance of training completion materials to divers successfully completing NSS-CDS ~~divetraining~~ courses.

8. Report to the board of directors at each meeting a summary of training activities broken down by ~~instructor and~~ levels of training.

- 9. Shall maintain a permanent historical records of all instructors past and present, either in electronic and/or paper form with copies to safeguard the information.

H. Resignation or Removal of Officers of the Corporation.

#### Article V: ~~Standing committees~~Committees

A. The Chair shall appoint, with board approval, NSS-CDS members in good standing to serve as ~~the~~committee coordinators ~~of standing committees~~. The Chair may also appoint other NSS-CDS members in good standing to serve on the ~~standing committee committees~~ and work under the supervision of ~~theit's~~ coordinator. All appointees to ~~standing~~ committees serve at the pleasure of the Chair. At least two weeks prior to the annual membership meeting, all coordinators of ~~standing~~ committees shall provide to ~~the~~their respective Program Directors a written report of the activities of their respective programs during the past year.

B. The following ~~standing~~permanent committees shall be established and remain active each year:

8. ~~Award~~Awards Committee. This committee shall oversee the awards of the NSS-CDS including, but not limited to the Abe Davis Award, the Nicholson Award, the International Safe Cave Diving Award, and the Outstanding Service Award. Shall develop and bring to the NSS-CDS board of directors ideas and criteria for new awards. Shall maintain a permanent records of awards, either in electronic and/or paper form with copies, to safeguard the information.

2. All checks and other documents of withdrawal (including secure electronic transfers) of funds from a NSS-CDS corporate account shall be signed (manually, or electronically) by two (2) officers of the corporation, from among the Chair, Vice-Chair, Secretary and Treasurer, provided however that the board of directors may provide from time to time for withdrawals of not more than a specified amount with only the one (1) signature of an officer of the corporation. The board of directors may authorize the payment

of reoccurring expenditures, not to exceed \$150.00 each, with a single signature of an officer (Chair, Vice-Chair, Secretary or Treasurer) as authorized by the Board of Directors.

**Article VII: Amendments-**

These Bylaws may be modified or amended by approval of two-thirds (2/3) of the members who return ballots in the election on the matter, provided at least one-fifth (1/5) of the total NSS-CDS membership in good standing has cast ballots in the election on the matter. ~~Written notice~~Notice of proposed amendments to the Bylaws must be presented to the members ~~either by direct mail or via Underwater Speleology~~, a minimum of 60 days before ballots are ~~mailed. Delivery of proposed amendments by either manner shall constitute due notice as of the date of delivery to the Postal Service. made available.~~ Amendments may be proposed by the Board of Directors or by written petition of one ~~fourth (1/4)~~eighth (1/8th) of the membership in good standing.