

## SECTION 4 --- GOVERNING BODIES

**Organizational Structure** The organizational structure of the NSS is displayed in the seven charts on the following pages. These charts include:

1. General
2. Department of the President
3. Department of the Executive Vice President
4. Department of the Administrative Vice President
5. Department of the Operations Vice-President
6. Department of the Secretary-Treasurer
7. Internal Organizations

For specific information on the various Departments, governing personnel, committees, etc., please refer to the specific subsections in this Manual dealing with these bodies.

**Board of Governors** Since its founding, the National Speleological Society has been governed by a Board of Governors, which has full power to conduct all business of the Society. It meets at least once a year, at the annual convention, and as many other times as its members feel are necessary. The Board of Governors presently consists of 17 people and is made up of two smaller groups, the Directorate or directors and the Executive Committee or officers.

Throughout the history of the Society, the Board of Governors has consisted, at least in part, of people elected by the whole membership. Before 1946 the officers were excluded from the Board, unless they had been separately elected as Board members, which was generally the case. Since 1946 the Board has consisted of directors and officers acting together, the directors choosing the officers.

Until 1946 the entire Board was elected by the members. In 1946 the officers, as well as the officers of the preceding year, were added to the directors elected by the membership. In 1950, past presidents were added, in 1952 a representative of each regional organization, and in 1956 a commercial cave owners' representative. The number of members on the Board of Governors gradually increased until, by 1959, the Board of Governors consisted of an unwieldy group of 44 people, resulting in government largely by proxy.

In 1960, Joseph D. Lawrence, as chairman of a reorganizing committee, proposed the present system of government, which was adopted, to provide more direct control by the members. The Board of Governors presently consists of the officers along with 12 directors elected by the members. Directors serve for three years, four being elected each year. They choose the officers and also fill any vacancies that may occur on the Board during a term. Dates and locations of past Board of Governors meetings are listed in Table 4A.

### **Executive Committee (Officers)**

**General** The Executive Committee is made up of the Officers of the Society: President, Administrative Vice-President, Executive Vice-President, Operations Vice-President, and Secretary-Treasurer. The officers are elected by the Directorate for one year terms. The president is elected as "President-Elect" at the spring Board of Governors meeting and takes office as president at the close of the opening session of the Board of Governors meeting at the annual convention.

The three Vice-Presidents are elected at an organization meeting, a closed meeting of the Directorate, held at the annual convention. The Treasurer is elected at the fall meeting to a term to conform with the Society's fiscal year (May 1 to April 30). The officers may be any regular or higher member of the Society. If a member of the Directorate is elected an officer, he must resign his position as director. The Board of Governors then picks another person to serve as a director until the next election.

## Officers

**President** The President's term extends from one organization meeting to the next (not necessarily a year). He may be reelected as often as the Directorate desires.

The president presides at meetings of the Executive Committee and of the Board of Governors. If the president is absent or incapacitated, the President Pro Tem (not an officer, appointed by the Board) acts in his place. A President Elect who is not the incumbent is *ex officio* President Pro Tem. The president may not appoint a proxy for himself at a Board of Governors meeting. He is a member of the Board of Governors so may vote at these meetings. Customarily the president only votes to break or make a tie.

The President has direct jurisdiction over a number of the permanent committees and functions of the Society. The chairmen of these committees are nominated by the President and approved by the Board. The committee chairmen report to the President.

**Administrative Vice-President** The Administrative Vice-President's term extends from one organization meeting to the next. He may be reelected as often as the Directorate desires. He may appoint a proxy to represent himself if he is not able to attend a meeting of the Board of Governors.

The work of the Administrative Department is carried out by various committees. The committee chairmen are nominated by the Administrative Vice President and approved by the Board. The committee chairmen report to the Administrative Vice President.

**Executive Vice-President** The term of the Executive Vice-President also runs from one organization meeting to the next and he may succeed himself. He may appoint a proxy to represent himself if he is unable to be present at a Board of Governors meeting.

The work of the Executive Department is carried out by various committees. The committee chairmen are nominated by the Executive Vice President and approved by the Board. The committee chairmen report to the Executive Vice President.

**Operations Vice-President** The term of the Operations Vice-President also runs from one organization meeting to the next and he may succeed himself. He may appoint a proxy to represent himself if he is unable to be present at a Board of Governors meeting.

The work of the Operations Department is carried out by various committees. The committee chairmen are nominated by the Operations Vice President and approved by the Board. The committee chairmen report to the Operations Vice President.

**Secretary-Treasurer** The Secretary-Treasurer is elected to office at the fall Board of Governors meeting preceding the end of the Society's fiscal year. His term of office corresponds with the fiscal year (May 1 - April 30). The Secretary-Treasurer elect is not an officer of the Society, and has no formal authority by virtue of holding that position. He shall receive a copy of all current Society fiscal records and regular updates. He may be reelected as often as the Directorate desires. He has the responsibility of managing the finances of the Society, helping to keep it solvent, and in particular maintaining our high credit rating. He may appoint a proxy to represent himself if he is unable to be present at a Board of Governors meeting.

The work of the Secretary-Treasurer Department is carried out by various committees. The committee chairmen are nominated by the Secretary-Treasurer and approved by the Board. The committee chairmen report to the Secretary-Treasurer. The Secretary-Treasurer may appoint Agents of the Treasurer to oversee specific financial aspects of the Society. Agents of the Treasurer also report to the Secretary-Treasurer.

All of the Society Committees and their chairmen are listed in Table 4D under the officer to whom they report. Brief descriptions of each permanent committee are given in Table 4C.

**Past Society Officers** Table 4B lists all of the past officers of the Society.

**Past Committee Chairmen** Table 4E lists the known past chairmen of most of the permanent committees.

**Executive Committee Meetings** In addition to meetings with the directors at every Board Meeting, the Executive Committee usually holds a meeting about four or five weeks prior to each Board meeting and may hold more meetings or telephone conferences if circumstances require them.

### **Directorate (Directors)**

**General** The Directorate is made up of twelve directors elected by the members of the Society. To be eligible, the person must be a regular or higher member of the Society. Each director serves a three year term and the terms are staggered so that four directors are elected each year. Directors are expected to attend each meeting of the Board of Governors or the Directorate. However, if they cannot attend, they may appoint another member of the Society as their proxy.

Annually, the directors elect one of their number to serve as Chairman of the Directorate. This chairman presides when the Directorate meets alone. They also elect a chairman of the Executive Search Committee. It is the responsibility of the Executive Search Committee to maintain a list of people qualified and willing to become officers of the Society.

The prime responsibility of the directors is the election of the officers of the Society and, with the officers as a Board of Governors, set policies for conducting the official business of the Society. They also serve on committees and review the activities of all the committees. All Society policies are established by the Board of Governors.

**Permanent Committees** There are over sixty permanent committees in the Society, each administered by one of the officers of the Society through a chairman appointed by the president and confirmed by the Board of Governors. A brief description of the responsibility of each, and the officer designated responsible, is presented in Table 4C.

**Temporary (Ad Hoc) Committees** Many times problems come up that the Board of Governors feels need more study than that they can give during a meeting. In this case the President, either on his own initiative or by direction of the Board, appoints a special, or *ad hoc*, committee to study the problem. Often only the chairman of a special committee is appointed by the president. The chairman is then asked to form his own committee. Special committees can be directed to report at the next meeting of the Board of Governors or to continue until they have a solution. Members and chairman of special committees can be any member of the Society.

Special committees in the past have been appointed to study many problems including the following: long range goals of the Society, cave owner relations (later became a permanent committee), cooperation between the Society and the Boy Scouts of America (also became a permanent committee), a policy for internal organizations, affiliation with other societies, and many more. Most are in existence for a brief period of time. Current *ad hoc* committees are listed in Table 4D under the President.

**Current Personnel** All current personnel are listed in Table 4D, including officers, directors, and committee chairmen, along with their addresses and telephone numbers.