

Constitution for the Battlefield Area Troglodyte Society

Created and approved August 1994. Last amended: February 2004

I. NAME

The name of this organization shall be the Battlefield Area Troglodyte Society of the National Speleological Society (NSS).

II. PURPOSE

The purposes of this organization shall be the same as those of the NSS, with the additional purpose of organizing NSS members in the Rappahannock Valley area of the state of Virginia, better to promote the objectives of the NSS.

III. ORGANIZATION

- A. The Battlefield Area Troglodyte Society shall be governed by an Executive Committee made up of the following officers (all NSS members) elected annually by the members:
 - 1. President
 - 2. Vice-President
 - 3. Secretary
 - 4. Treasurer
 - 5. Representative
- B. The Executive Committee shall have complete power to manage the business, to raise funds in any manner consistent with the policies of the NSS, and to perform all other necessary functions.
- C. Decisions or actions of the Executive Committee may be overruled by a two-thirds majority vote of the members.

IV. MEETINGS

- A. Executive Committee and general meetings shall be held at such times and places as are determined by the Executive Committee.
- B. A petition signed by two-thirds of the membership shall be mandatory upon the Executive Committee to call a special meeting for the purpose stated in the petition.

V. MEMBERSHIP

Full membership is limited to members of the NSS.

VI. THE CONSTITUTION AND BYLAWS APPLICATION

The Constitution and Bylaws of the NSS shall be binding on the Battlefield Area Troglodyte Society. Any action inconsistent therewith shall be null and void.

VII. PROPERTY OWNERSHIP

Any BATS or NSS property shall revert to the NSS in the event of dissolution.

VIII. AMENDMENTS

- A. Amendments to the constitution may be proposed either by the Executive Committee or by a petition of ten percent of the members in good standing.
- B. Adoption of the amendment(s) shall require a two-thirds vote of the members voting, either in person or by absentee ballot, provided that notice of the meeting and the content of the amendments shall have been announced to the membership by mail or at a meeting at least thirty days prior to the time when the vote is taken, and provided also that the total number of votes cast is at least twenty percent of the membership and includes at least two members who are not serving on the Executive Committee.
- C. The vote may be taken either at a meeting or by mail ballot.

Bylaws for the Battlefield Area Troglodyte Society

Created and approved August 1994. Amended: February 2004

I. MEMBERSHIP

- A. **Applications:** Applications for membership shall be in writing and shall be accompanied by dues as specified herein and a statement signed by the applicant indicating support for the goals of the Grotto and its conservation policies. All applications for membership shall be acted on by the Executive Committee.
- B. **Classifications:** There shall be the following classes of membership.
 - 1. Full – The Full member shall be a current member of the National Speleological Society (NSS) and have paid all applicable dues to the NSS and the Battlefield Area Troglodyte Society.
 - 2. Associate – The Associate member does not need to be a member of the NSS, but shall have paid all applicable dues to the Battlefield Area Troglodyte Society. The Associate member shall not be able to vote on matters before the club.
- C. **Dues:** The amount of the annual member dues, their due dates, and the collection procedure shall be determined by the Executive Committee.
- D. **Termination of Membership:**
 - 1. Membership shall be terminated for non-payment of Grotto dues. A member dropped for non-payment of dues may be reinstated automatically upon payment of current Grotto dues.
 - 2. Members may be admonished, suspended from certain privileges, or expelled from Grotto membership for any of the following reasons:
 - a. Willful misuse of Grotto property or facilities
 - b. Willful disregard of the safety of themselves and/or of others while participating in a Grotto activity.
 - c. Conduct detrimental to the Grotto and/or the NSS.
 - 3. Disciplinary action under this provision shall be taken only upon a two-thirds vote of the Executive Committee by a secret ballot. Disciplinary action shall be initiated only upon presentation to Executive Committee of a written petition for disciplinary action,

submitted by at least two members of the Grotto not in the same household. Upon receiving such a petition, the Executive Committee shall take such actions as are deemed necessary to notify the accused member of the date and time at which the petition will be considered by the Executive Committee. The accused member or members shall have the right to speak on his/their own behalf. Such consideration shall take place no later than seventy days after the petition is received by the Executive Committee.

II. ASSESSMENTS AND GIFTS

No special assessments may be made against members of the Grotto. Voluntary contributions may be solicited by the Executive Committee for specific purposes. A charge may be made for the Grotto's special publications and extra copies of regular publications, and fees may be collected for use of the Grotto's property when approved by the Executive Committee.

- A. Gifts and bequests may be made to the Grotto in any form or amount and for any use compatible with the purpose of the Grotto.
- B. A charge may be made to non-members for attendance at Grotto-sponsored activities; use of the Grotto's equipment and library copies of publications, maps, and other data; and inclusion of non-members on the Grotto's mailing list.

III. EXECUTIVE COMMITTEE

- A. Those elected each year shall take office at the start of the first Executive Committee meeting of the fiscal year.
- B. Any tie in voting shall be broken at the next Executive Committee meeting after the election by a ballot of current members of the Executive Committee and those elected candidates not tied in the election.
- C. The Executive Committee shall have the power to remove any Executive Committee member who, without just cause, fails to attend two regular Executive Committee meetings in one fiscal year without sending a proxy or who, without cause, attends no Executive Committee meetings in person for three consecutive months.
- D. Vacancies on the Executive Committee that occur shall be filled for the balance of the term by President's appointment, subject to majority approval of the rest of the Executive Committee.
- E. Candidates for the Executive Committee shall be selected from among Grotto members by an Elections Committee of at least three members, a majority of whom are not Executive Committee members. Candidates must be Full Members. The Committee shall be appointed annually by the President and approved by the Executive Committee. The chairman of this committee shall not be a candidate for the Executive Committee in the election for which the committee is formed.
- F. Additional nominations of members may be made from the floor at a regular general meeting provided that such nominations are seconded and subject to

acceptance by the member so nominated. The ballot shall have provisions for write-in votes.

- G. The deadline for receiving ballots shall be set by the Executive Committee. Ballots shall be mailed to the members at least thirty days before the deadline for receiving ballots.
- H. The Elections Committee shall submit to the Executive Committee a written report on the results of their selection process and the results of any nominations from the floor. The Elections Committee shall prepare, distribute, and receive the ballots, and shall act as tellers for the election, and shall submit a written report of the results of the election to the Executive Committee. The Elections Committee shall also notify each nominee of his or her position in the order of finish in the election, and of the place, date, and time of the organizing meeting of the new Executive Committee.

IV. EXECUTIVE COMMITTEE MEETINGS

- A. **Proxy:** Any member of the Executive Committee may appoint a member of the Grotto as a proxy to act for him or her at a meeting of the Executive Committee. The Proxy may act at one meeting for only one Executive Committee member. The presiding officer must be notified of such proxy appointment directly or in writing by the absent Executive Committee member before the proxy may be allowed to serve. Authorization should state whether or not discretionary voting powers have been given to the proxy.
- B. **Other Attendees:** A Committee chairman may attend meetings of the Executive Committee and have the privilege of speaking on matters relevant to the committee's function but shall have no power to vote by virtue of his/her chairmanship. Any other member of the Grotto may attend Executive Committee meetings and may be granted the privilege of the floor at the discretion of the presiding officer but shall have no power to vote.
- C. **Executive Committee Meetings:** There shall be at least one Executive Committee meeting in each of at least six months of the fiscal year. The date, time, and place of these meetings shall be provided to the membership before the starting of such meeting. The Executive Committee shall determine the date, time, and place for any special meetings. A quorum at an Executive Committee meeting will be a majority of the members of the Executive Committee.
- D. **Parliamentary Authority:** Robert's Rules of Order, as revised, shall govern all procedural questions arising at meetings of the Executive Committee when they are applicable and when they are not inconsistent with the Grotto's constitution and bylaws.

V. GENERAL MEETINGS

- A. There shall be at least one General Meeting of the membership every other month. The date, time, and place of these meetings shall be provided to the Membership before the date of each meeting. The Executive Committee shall determine the date, time, and place for these and any special meetings.

- B. A quorum at a General Meeting shall be nine members or twenty percent of the total membership, whichever is the greater number.

VI. COMMITTEES

Committees shall be established by the Executive Committee to execute the work of the Grotto. Chairmen of the committees shall be appointed by the President of the Grotto, subject to approval of the Executive Committee. Each committee chairman shall select the personnel and promote the activities of his or her committee. All committees will operate under the direction and approval of the Executive Committee other than the Elections Committee.

VII. FINANCES

- A. The Grotto may acquire real and personal property, including equipment, literature, and other materials for use by and on behalf of the membership.
- B. The fiscal year is the calendar year.

VIII. PUBLICATIONS

The Grotto will issue and distribute to the members in good standing, other than Family members, regular issues of the newsletter, and is empowered to issue and distribute special publications, subject to regulations governing the subject matter, publication dates, sales, and distribution as prescribed by the Executive Committee.

IX. STORE

The Grotto may maintain a Grotto Store for the convenience of members, friends, and associates, which will be limited to speleologically related goods appropriate to the policies of the Grotto.

X. DISSOLUTION

In the event of dissolution of the Grotto, all assets remaining after meeting outstanding liabilities shall be assigned to the NSS. However, if the named recipient is not then in existence or is no longer a qualified distributee, or unwilling or unable to accept the distribution, the assets of this organization shall be distributed to a fund, foundation, or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future U. S. Internal Revenue law).

XI. NON-PROFIT ORGANIZATION

- A. This Grotto is a non-profit organization. No part of the net earnings of the Grotto shall inure to the benefit or be distributable to its members, trustees, officers, or other private persons, except that the Grotto shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in the constitution of the Grotto.
- B. No substantial part of the activities of the Grotto shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Grotto

shall not participate in, intervene in (including the publishing or distribution of statement(s) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these bylaws, the Grotto shall not carry on any other activities not permitted to be carried on:

1. By a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future U.S. Internal Revenue law) or
2. By a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future U.S. Internal Revenue law).

XII. AMENDMENTS

All proposed amendments in these Bylaws must be presented to the entire membership and notice given to the members of the place, date, and time of the General Meeting at which the amendment(s) will be considered for adoption. This notice shall be given not less than twenty days prior to the designated meeting. Adoption of the amendment(s) shall require a two-thirds vote of the members voting, either in person or by absentee ballot, and the total votes cast must constitute at least twenty percent of the membership.

XIII. PRECEDENCE

Unless otherwise provided herein, the Constitution and Bylaws of the NSS shall be binding on the Grotto where applicable. Any actions inconsistent therewith shall be null and void.