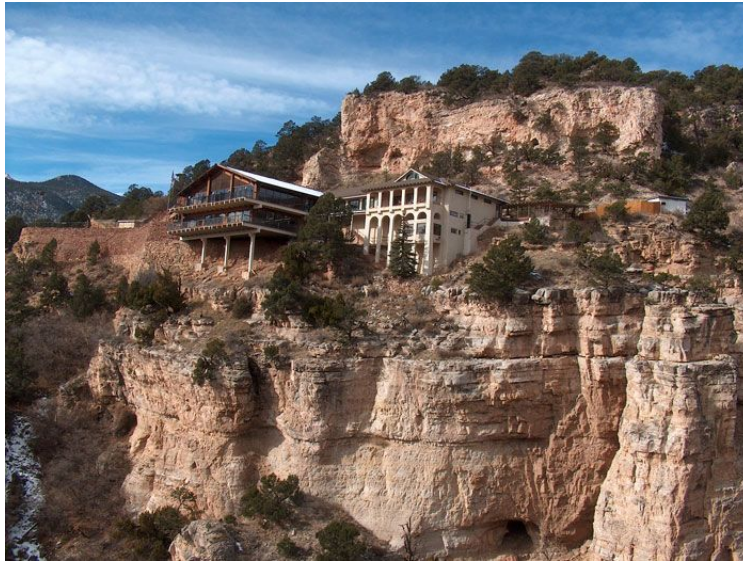


WCP CHARTER



Membership and Management

1. The Williams Canyon Project is an official Project of the National Speleological Society. It consists of chartered local chapters of the Society in Colorado and other western states as determined by the Project's Board of Directors. Unaffiliated National Speleological Society cavers may also participate in the Project and acquire trip leader authority.
2. Local National Speleological Society chapters may apply to the Williams Canyon Project Board of Directors for formal admission to the Project. The chapter requests admission by sending a letter to the Project Chair. Admission is granted upon simple majority vote of the Board of Directors and final approval from Cave of the Winds management.
3. Society chapters may be dropped from membership in the Project. Reasons for dropping include:
 - a. The chapter does not renew its membership with the National Speleological Society;
 - b. The chapter resigns from the Project by a vote of its membership;
 - c. The Project may drop a chapter for non-participation. If a chapter or its members do not participate in Project activities for two consecutive years, the Project board will consider this a formal resignation from the Project. The chapter may reapply at a later date.
4. The Williams Canyon Project Board of Directors will consist of the following elected and appointed representatives:
 - a. Each member National Speleological Society chapter will have one elected caver representative. These representatives will primarily serve their member chapters and the membership of those chapters. Each representative must list that grotto as their primary grotto within the NSS in order to serve as that grotto's representative.
 - i. Elections will be held by each member chapter to determine their representative.
 1. Terms for elected representatives will be based on the individual grottos but a minimum of 2 years.
 2. Each elected representative can serve for a maximum of two consecutive terms. Elected representatives must sit out one term before running for election again. They may, however, be appointed by the Cave of the Winds management for an appointed position during the two year period following the conclusion of the second term.

3. Each December, two of the member chapters will hold elections for their representatives. The terms of the elected representatives will be staggered during the initial elections, two chapters will elect representatives for one year terms and two chapters will elect representatives for two year terms. Determination of the chapters electing one-year terms will be by the length of term of their current representatives – the two serving the longest will hold elections for a second one year term.
 - ii. The electing chapter may dismiss their elected representative upon determination of cause. The newly elected representative will serve for the remainder of the dismissed representative's term. The chapter's secretary will provide formal notification in writing of the change to the Project Board and to the Cave of the Winds management of the change.
 - iii. The elected representative may resign their position at any time for any reason by notifying the Project Board and the Cave of the Winds management in writing. The electing chapter will determine a new representative at their next meeting and notify the Project Board and the Cave of the Winds Management of the new representative.
- b. The Cave of the Winds management will appoint two caver representatives. These representatives will primarily serve the Cave of the Winds management, but will also work closely with all member chapters of the National Speleological Society.
 - i. The Cave of the Winds General Manager and his or her designated authority selects these representatives.
 1. Terms for the Cave of the Winds representatives will be for three years. Appointed representatives must sit out one term before consideration for reappointment. They may, however, be elected by a member grotto for an elected position during the two year period following the conclusion of the second term.
 2. Each September, one representative will come up for reappointment. Initially, the board member serving the longest will be considered for reappointment for a second three-year term. This will be followed the second year by the second longest serving member.
 - ii. The Cave of the Winds management may change representatives at any time for any reason. The newly appointed representative will serve for the remainder of the dismissed representative's term.
 - iii. The elected representative may resign their position at any time for any reason by notifying the Project Board and the Cave of the Winds management in writing. The Cave of the Winds management will determine a new representative within 30 days and notify the Project Board of their new representative.

The Cave of the Winds management will also have one paid staff representative on the Project Board. The General Manager or his or her designated authority serves this position. No term limit will apply to this position.

5. The authority of the Williams Canyon Project Board of Directors is as follows:
 - a. To direct the Project, including determining rules and regulations;
 - b. To manage the daily affairs of the Project, including approval of Project activities;
 - c. To resolve disputes among Project participants, including trip leaders;
 - d. To serve as the public voice of the Project;
 - e. To elect the Project Chair.
6. The Williams Canyon Project has the following elected officials:
 - a. Chair
 - b. Secretary
 - c. Treasurer

All positions serve for an annual term, beginning with the January meeting of the Project and continuing through the following election.

All positions except Chair are elected by a majority vote of the Project Electorate. The Chair position is elected by a majority vote of the Project Board. Any eligible Project Honorary Partner or Trustee may fill any Project appointed or elected position.

Elections may be by voice approval or by secret paper ballot if necessary. Determination is by the Board of Directors.

7. The Project Electorate consists of all Honorary Partners, Trustees and Board members. The Cave of the Winds staff member may exercise a vote in elections and other decisions at his or her discretion.
8. The Williams Canyon Project has the following appointed committee chairs:
 - a. Dig Review Chair
 - b. Rigging Chair
 - c. Communications Chair
 - d. Survey/Cartography Chair
 - e. Conservation Chair
 - f. Science Chair
 - g. History Chair

All positions serve for an annual term, beginning with the January meeting of the Project and continuing through the following election.

All positions are appointed by a majority vote of the Project Board. Any eligible Project Honorary Partner or Trustee may fill any Project appointed position.

Appointments may be by voice approval or by secret paper ballot if necessary. Determination is by the Board of Directors.

9. Appointed Project officials and committees may be determined and appointed by the Project Board of Directors. Each will serve for an annual term beginning with the January meeting of the Project and continuing through the following election.
 - a. Current committees consist of the following:
 - i. **Dig Review Committee** – coordinates digging activities in the canyon and reviews preliminary dig projects and formal dig project applications. This committee consists of Project members. The Chair of the committee is responsible for a brief annual report at the Spring meeting on all active and abandoned digs, as well as all digging and remediation activities occurring in the canyon since the previous Spring meeting. A written copy of the report shall be submitted to the Project Board of Directors prior to the Spring meeting.
 - ii. **Rigging Committee** – coordinates rigging projects/activities in the canyon and maintains a rigging database that contains caves with ropes replaced and dates of replacement.
 - iii. **Communications Committee** – coordinates project communication, both internal and external through the project website and through the project electronic newsletter. Through cooperation with the Cave of the Winds management, the committee also provides assistance in external communication with the general public.
 - iv. **Survey/Cartography Committee** – coordinates survey, inventory and cartography activities in the canyon for the Project. Determines standards and procedures for surveys and maps.
 - v. **Conservation Committee** – coordinates conservation and restoration activities in the canyon for the Project. Determines procedures and policies for restoration and conservation. Oversees restricted or limited access areas and determination of taped trails in delicate caves.

- vi. **Science Advisory Committee** – coordinates scientific studies in the canyon. Reviews proposals for scientific studies and offers recommendations to the Project Board and the Cave of the Winds management.
 - vii. **History Committee** – coordinates historical research into the Cave of the Winds, Grand Caverns, and the caves of Williams Canyon, as well as the project itself. Coordinates historical research with Cave of the Winds management.
10. Project officials and committee chair duties consist of the following:
- a. **Chair:** Conduct Project meetings, including setting the meeting agendas. Serves as the primary liaison with the Cave of the Winds management and the National Speleological Society. Completes Society annual report.
 - b. **Secretary:** Keeps official minutes of Project meetings and writes official correspondence for the Project as necessary.
 - c. **Treasurer:** Handles Project finances, including special project funding. Prepares financial reports for the Board of Directors for each meeting.
 - d. **Dig Review Chair:** Coordinates dig projects in the canyon, both above and below ground. Prepares annual report to Board on digging activities during the past year. Coordinates reviews of preliminary digs and formal dig proposals. Provides assistance to Project members in developing dig projects. Supervises Dig Review Committee.
 - e. **Rigging Chair:** Directs rigging projects/activities in the canyon and maintains a rigging database that contains caves with ropes replaced and dates of replacement.
 - f. **Communications Chair:** Coordinates project Internet website, supervising webmaster. Prepares and distributes Project electronic newsletter. Assists in outside communication projects with the general public in cooperation with the management of the Cave of the Winds.
 - g. **Survey/Cartography Chair:** Directs Project survey, inventory and cartography activities. Oversees activities in caves, as well as outdoor survey projects. Coordinates preparation and release of maps and survey/inventory documents. Supplies survey data to Project cavers when appropriate and necessary. Archives survey and inventory notes. Supervises the Survey/Cartography Committee.
 - h. **Conservation Chair:** Directs conservation and restoration activities in canyon caves and outside as determined by the Project Board of Directors and the Cave of the Winds management. Assists with dig restoration and with determining taped trails in caves. Supervises the Conservation Committee.
 - i. **Science Chair:** Coordinates scientific studies in the canyon, including supervision of the Science Advisory Committee. Reviews potential scientific projects and offers assistance as requested.
 - j. **History Chair:** Directs historical research into the Cave of the Winds, Grand Caverns, and the caves of Williams Canyon as well as the project itself.
11. Committee chairs may appoint Project members to their committee with approval of the Board of Directors. Committee members serve at the discretion of the committee chairs.
12. The Project Board of Directors may remove Project officials and committee chairs from their elected or appointed positions by their decision. A two-thirds majority vote of the Board is required to remove an official or committee chair. The Project Electorate may petition the Board to remove an official or committee chair by providing a written, signed communication that details the reasons why such action should be taken.
13. Project officials, committee chairs and committee members may resign from their position by written communication to the Project Board of Directors. In the event of a resignation of an elected official, a special election will be held to fill the position at the next scheduled meeting. In the event of a resignation of a committee chair, the Board will appoint a new chair at the next scheduled meeting. Open positions should be advertised through the project's website, announced at member grotto meetings and included in the project electronic newsletter.

14. The Project Electorate and members of the Board of Directors will have one vote in decisions and elections. Board members may designate in writing a proxy if unable to attend a meeting. This proxy privilege is not extended to the Electorate.
15. A quorum of Project Board Directors must be present in person or by proxy for all decisions made by a vote of the Board. A quorum consists of two-thirds or more of the currently active Board membership.
16. Members of the Project Board of Directors must attend a minimum of two of the three regularly scheduled Project meetings each year. Board members who miss more than one meeting will be considered absent and a proxy will not be permitted. The Board will notify the representative's chapter of the National Speleological Society of the Board member's absence. The Board will request a special election to designate a new representative if a Board member misses more than one meeting annually. The Board will notify the Cave of the Winds management if one of their appointed directors misses more than one meeting per year and request consideration of a replacement Director.
17. Project Trustees are required to attend the annual meeting of the Project each September to submit their completed trip leader paperwork. Trustees who do not attend the meeting must submit their paperwork in full to the Cave of the Winds management prior to the commencement of the September meeting. The Project board may request a written explanation of the Trustees' absence.
18. Project Trustees will be determined by an annual vote of the Board at the regularly scheduled September meeting of the Project. A simple majority will approve trip leader status.
19. The Project Board of Directors may designate Assistant Trustees for one-year terms. These Assistant Trustees are limited to a maximum of two per year and are reserved for cavers age 14 to 17. Assistant Trustees do not count against the maximum number of Trustees allotted per year. Assistant Trustees are allowed to act as a secondary trip leader extending the size of the group to 12 total people.
20. Special Considerations for Trip Leader Authority.
 - a. Trip leaders to Breezeway Cave should be limited to 10 Trustees approved by Cave of the Winds management. The leader must also have participated in at least five trips to the cave and be familiar with the route both to and from the cave, the trade route within the cave, the gate and any alarm system present.
 - b. Trip leaders may resign their leader status for particular caves or areas of caves without resigning their full trip leader authority. In such instances, the position may be reassigned to another eligible caver upon a majority vote of the Project Board of Directors.
21. Project Trustees will be held accountable for their actions in canyon caves. The Project Board of Directors will consider violations of project policies, rules and regulations to be a breach of contract and will take action to remedy the violation. This includes, but is not limited to, the following activities:
 - a. Letter of warning to the Trustee;
 - b. Letter of censorship to the Trustee;
 - c. Suspension of trip leader authority. Such suspension may be for specific periods of time as determined by the Project Board of Directors. During the suspension period the position will be held open for reinstatement of the Trustee. Though a trip leader may be suspended, the caver may still participate in project activities.
 - d. Removal of trip leader authority. The trip leader position will be declared open and may be filled by another eligible caver. The caver may still participate in project activities.
 - e. Expulsion from the Williams Canyon Project. The Board may determine to expel the caver from the Project. This may include a ban on any project activities and/or a physical expulsion from Cave of the Winds property. A time period may or may not be applied to the expulsion. This action requires Cave of the Winds management approval.
 - f. Legal remedies may also be applicable in situation regarding criminal activities. Cave of the Winds management will be closely consulted in such situations.

22. Honorary Partner of the Project

- a. The Williams Canyon Project Board of Directors, on recommendation from the Chair, annually selects Honorary Partner of the Project. Recipients will be those individuals who, over a number of years, have exemplified by their actions, their dedication to the goals of the Project, or the Project itself.
- b. Candidates must have been Project trip leaders, directors or committee chairs, in good standing of the Project.
- c. New Honorary Partners will be announced at the January meeting and will receive a certificate signed by the Chair and the Cave of the Winds representative.
- d. Honorary Partnership may or may not include trip leadership or any other special benefits. Honorary Partners will be invited by the board and by the Cave of the Winds to serve as an informal advisory committee on topics of importance to the Project as needed and appropriate.
- e. No more than two Honorary Partnerships will be awarded each year. Fewer or no awards may be granted.
- f. Candidates for Honorary Partner may be nominated by any Project trip leader, board member or committee chair or member. Nomination letters should be submitted to the Project chair for consideration. Letters must be submitted by November 15.
- g. The Project chair, in consultation with board members and with the Cave of the Winds, will review nominations and determine which Honorary Partners will be awarded. Unsuccessful nominations may be resubmitted in following years. The review should be completed by the end of December and notification made to the recipients of the Honorary Partnership with an invitation to attend the meeting to receive the certificate. Individuals not attending the meeting may receive the certificate by mail.

23. Amendment of this Charter may be accomplished by a 2/3-majority vote of the Project board of Directors.