



AAPG

Advancing the World of Petroleum Geosciences.

1 **THE AMERICAN ASSOCIATION OF PETROLEUM GEOLOGISTS**
2 **CONSTITUTION**

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5 **ARTICLE I. NAME**

6
7 This Association, which is incorporated under the laws of the State of Colorado, shall be
8 called "The American Association of Petroleum Geologists."
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11 **ARTICLE II. PURPOSES**

12
13 The purposes of this Association are to advance the science of geology, especially as it
14 relates to petroleum, natural gas, other subsurface fluids, and mineral resources; to
15 promote the technology of exploring for, finding, and producing these materials in an
16 economically and environmentally sound manner; to foster the spirit of scientific
17 research throughout its membership; to disseminate information relating to the geology
18 and the associated technology of petroleum, natural gas, other subsurface fluids, and
19 mineral resources; to inspire and maintain a high standard of professional conduct on
20 the part of its members; to provide the public with means to recognize adequately
21 trained and professionally responsible geologists; and to advance the professional well-
22 being of its members.
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25 **ARTICLE III. MEMBERSHIP**

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27 **SECTION 1.**

28 The members of this Association shall consist of persons concerned with the
29 professional applications of the geological science.
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31 **SECTION 2.**

32 Various classifications of memberships and the qualifications thereof shall be
33 established by the Bylaws of the Association.
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36 **ARTICLE IV. CODE OF ETHICS**

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38 **SECTION 1. General Principles**

39 (a) Geology is a profession, and the privilege of professional practice requires
40 professional morality and professional responsibility.

41 (b) Honesty, integrity, loyalty, fairness, impartiality, candor, fidelity to trust, and
42 inviolability of confidence are incumbent upon every member as professional
43 obligations.

44 (c) Each member shall be guided by high standards of business ethics, personal honor,
45 and professional conduct. The word member” as used throughout this code includes all
46 classes of membership.

47
48 **SECTION 2. Relation of Members to the Public**

49 (a) Members shall not make false, misleading, or unwarranted statements,
50 representations or claims in regard to professional matters, nor shall they engage in
51 false or deceptive advertising (b) Members shall not permit the publication or use of
52 their reports or maps for any unsound or illegitimate undertakings. (c) Members shall
53 not give professional opinions, make reports or give legal testimony without being as
54 thoroughly informed as reasonably required.

55
56 **SECTION 3. Relation of Members to Employers and Clients**

57 (a) Members shall disclose to prospective employers or clients the existence of any
58 pertinent competitive or conflicting interests.

59 (b) Members shall not use or divulge any employer’s or client’s confidential information
60 without their permission and shall avoid conflicts of interest that may arise from
61 information gained during geological investigations.

62
63 **SECTION 4. Relation of Members to One Another**

64 (a) Members shall not falsely or maliciously attempt to injure the reputation or business
65 of others.

66 (b) Members shall freely recognize the work done by others, avoid plagiarism, and avoid
67 the acceptance of credit due others. (c) Members shall endeavor to cooperate with
68 others in the profession and shall encourage the ethical dissemination of geological
69 knowledge.

70
71 **SECTION 5. Duty to the Association**

72 (a) Members of the Association shall aid in preventing the election to membership of
73 those who are unqualified or do not meet the standards set forth in this Code of Ethics.

74 (b) By applying for or continuing membership in the Association each member agrees to
75 uphold the ethical standards set forth in this Code of Ethics.

76 (c) Members shall not use AAPG membership to imply endorsement, recommendation,
77 or approval by the Association of specific projects or proposals.

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79 **SECTION 6. Discipline for Violations of Standards**

80 Members violating any standard prescribed in this Article shall be subject to discipline
81 as provided by the Bylaws.

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ARTICLE V. GOVERNMENT

The government of this Association shall be vested in seven (7) elected officers, an Executive Committee, a House of Delegates, and an Advisory Council. The composition of each body, the manner selection, the terms of office, the specific duties, responsibilities, and other matters relevant to such bodies and officers shall be as provided in the Bylaws of this Association. Any responsibility and authority of government of this Association not otherwise specified in these governing documents shall be reserved to the Executive Committee.

ARTICLE VI. DISPOSITION OF ASSETS

The American Association of Petroleum Geologists is a non-profit organization. In the event of the dissolution of the Association, the Association shall distribute any assets remaining after the discharge of all liabilities, for charitable, scientific, or educational purposes in strict compliance with exemption provided under Section 501 (c)(6) of the Internal Revenue Code of 1954. It is recognized that, under these circumstances, no member of the Association shall have any right or interest in or to the property or assets of the Association.

ARTICLE VII. BYLAWS

The Bylaws, consisting of fourteen (14) articles as appended hereto, are hereby adopted and may be amended, enlarged, or reduced as provided in the Bylaws.

ARTICLE VIII. AMENDMENTS

SECTION 1. Mail, Electronic Mail or Other Suitable Ballot by Members

Amendments to this Constitution may be made by a two-thirds (2/3) majority vote of the members of this Association responding by mail, electronic mail, or other suitable ballot.

SECTION 2. Proposal of Amendments

Such amendments may be proposed by the following: (a) Resolution by the Executive Committee;
(b) Resolution by a special constitutional committee appointed by the President;
(c) Resolution of the House of Delegates;
(d) A proposal in writing signed by any fifty (50) members of the Association.
All such resolutions or proposals must be submitted to, and action must be taken during, the annual meeting of the House of Delegates of this Association, as provided in the Bylaws and in conformance with Section 3 of this Article.

128 **SECTION 3. Legality of Amendments**

129 The legality of all amendments shall be determined by the Executive Committee with
130 advice of counsel prior to consideration by the House of Delegates. In the event that a
131 proposed amendment is revised by the House of Delegates, such revision will again be
132 referred to the Executive Committee for determination of legality prior to balloting.
133

134 **SECTION 4. Publication of Amendments**

135 Upon affirmation of legality of the proposed amendments, the Executive Committee
136 shall cause them to be published in the Bulletin or by other suitable means at least two
137 (2) months prior to the annual meeting of the House of Delegates.
138

139 **SECTION 5. Voting on Amendments**

140 If any proposed amendment shall be acted upon favorably by simple majority vote of the
141 House of Delegates, the Executive Committee shall arrange for a ballot of members by
142 mail, electronic mail or other suitable means, within sixty (60) days after the annual
143 meeting of the House of Delegates, and two-thirds (2/3) majority favorable vote of the
144 ballots received within sixty (60) days of such mailing, electronic mail or other suitable
145 distribution, shall be sufficient to amend.



AAPG

1
2 **THE AMERICAN ASSOCIATION OF PETROLEUM GEOLOGISTS**
3 **BYLAWS**

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5 **ARTICLE I – NAME**
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7 This association, which is a Colorado nonprofit corporation recognized by the IRS as an
8 Internal Revenue Code section 501(c)(6) organization, shall be called “The American
9 Association of Petroleum Geologists,” also referred to as the Association, or AAPG.
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12 **ARTICLE II – PURPOSES**
13

14 The purposes of this Association are to advance the science of geology, especially as it
15 relates to petroleum, natural gas, other subsurface fluids, and mineral resources; to
16 promote the technology of exploring for, finding, and producing these materials in an
17 economically and environmentally sound manner; to foster the spirit of scientific
18 research throughout its membership; to disseminate information relating to the geology
19 and the associated technology of petroleum, natural gas, other subsurface fluids, and
20 mineral resources; to inspire and maintain a high standard of professional conduct on
21 the part of its members; to provide the public with means to recognize adequately
22 trained and professionally responsible geologists; and to advance the professional well-
23 being of its members.
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26 **ARTICLE III – MEMBERS**
27

28 **Section 1. Membership Classifications**

29 The three membership classifications shall be Members, students, and associates. All
30 members shall be entitled to receive a copy of the *Bulletin* and *Explorer*. Except for
31 headings, where the word “Member” is used in these bylaws with a capital letter, it shall
32 refer to the specific membership category of Member. Where used without a capital
33 letter, it shall be a generic use to refer to all those who hold any category of
34 membership in AAPG. Headings shall refer to specific uses within that section.
35

36 **A. Members**

- 37 1. Persons applying to become Members of AAPG shall:
38 a. Be engaged in the practice or teaching of geology;
39 b. Hold a Bachelor’s, Master’s, or Ph.D. in geological science, (including, but not
40 limited to, geology, geophysics, earth science, geological engineering or

- 41 environmental geoscience) from a college or university of acceptable
42 academic standards; and
- 43 c. Have a minimum of one (1) year of experience in the practice or teaching of
44 geological science. The executive committee may waive this degree
45 requirement in favor of adequate professional experience and standing in the
46 profession.
- 47
- 48 2. All Members may hold office, vote in Association affairs, and refer to themselves
49 as Members of the Association.
- 50 a. All Member applicants shall submit an application form authorized by the
51 executive committee. The executive committee shall determine all questions
52 of eligibility in accordance with these bylaws.
- 53 b. The executive committee shall publish the names of approved applicants. If
54 no objections to the application are received within sixty days, the executive
55 committee shall notify the applicant of his or her acceptance. Objections must
56 include a full statement of the circumstances on which the objection is based
57 and be signed by the Member raising the objection. The executive committee
58 shall take the objection under consideration and make a final determination
59 as to eligibility at its sole discretion.
- 60
- 61 3. Emeritus Members – All Members may request emeritus status when they have
62 reached the age of sixty-five (65), are in good standing, and have been members
63 of any classification for thirty years, including time spent in military service. The
64 request shall be sent to the executive director. Emeritus Members shall retain all
65 privileges as Members, but shall pay 50% of the Member dues.
- 66
- 67 4. Honorary Members – Recipients of the Sidney Powers Memorial Medal Award
68 and other members who have contributed distinguished service to the cause of
69 petroleum geology may be granted honorary membership by the executive
70 committee. Honorary members shall be granted all of the privileges of Members,
71 and shall not be required to pay dues.
- 72
- 73 B. Students
- 74 Any student majoring in geology or in a field of study related to or generally
75 associated with geology at a college or university of acceptable academic standards
76 may apply for student membership. Student membership shall terminate twenty-four
77 (24) months after termination of academic enrollment and student members will be
78 reclassified as associates.
- 79
- 80 C. Associates
- 81 Any person not qualified for any other class of membership, who is a graduate of a
82 college or university of acceptable academic standards and whose employment is
83 associated with geological science, may apply to be an associate. The executive
84 committee may waive this degree requirement in favor of adequate professional
85 experience and standing in the profession.
- 86

87 Section 2. Dues

88 A. Dues shall be billed and payable in advance of the fiscal year in accordance with a
89 schedule established by the executive committee. The fiscal year shall begin on July
90 1 and end on June 30. Written notification by mail, electronic mail, or other suitable
91 means shall be provided to each Member, student and associate before July 1 of
92 each year, stating the amount of annual dues owed. Dues shall not be refundable.
93 Those previously designated as life members shall not be required to pay dues.

94
95 B. Dues may not exceed the following:

- 96 Member - \$125.00
- 97 Emeritus Member - \$62.50
- 98 Student - \$10.00
- 99 Associate - \$125.00

100
101 C. Dues for Members and associates shall be billed in accordance to the following
102 three levels of gross annual income:

- 103 Level 1 – Annual income greater than \$50,000;
- 104 Level 2 – Annual income greater than \$25,000 but not more than \$50,000; and
- 105 Level 3 – Annual income of \$25,000 or less.

106
107 Level 2 dues shall be one-half of Level 1 dues; Level 3 dues shall be one-fourth of
108 Level 1 dues; provided that annual dues may not be less than \$20.00 for any level. A
109 Member or an associate whose annual income is in Level 2 or Level 3 may pay dues
110 that correspond with any higher level of annual income. The executive committee
111 may provide for access to the Bulletin and the Explorer by different means for
112 persons paying different levels of dues.

113
114 D. Dues for Members and associates may not be changed more than 20% in any given
115 year.

116
117 Section 3. Membership Meetings

118 The Association shall hold at least one stated meeting of its members each year, at a
119 time and place designated by the executive committee.

120
121 Section 4. Loss of Membership

122 A. Any member may resign at any time from the Association; such resignation shall be
123 in writing and shall be accepted by the executive committee.

124
125 B. Any member whose dues are in arrears for more than sixty days but less than one
126 year shall be suspended from membership. Any member whose dues are in arrears
127 for more than one year shall forfeit membership.

128
129 C. Any member who resigns, who forfeits membership for non-payment of dues, or who
130 is expelled for ethical reasons shall cease to have any rights in the Association and
131 shall not incur further indebtedness to the Association.

133 D. Any person who has been removed from membership, except by expulsion, may be
134 reinstated by unanimous vote of the executive committee, upon fulfillment of such
135 requirements as may be established by the executive committee. A person who has
136 been expelled may be reinstated as provided for in the AAPG Disciplinary Code.
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140 ARTICLE IV - OFFICERS

141 Section 1. Officers

142 The officers of this Association shall be a president, president-elect, vice president –
143 sections, vice president-regions, secretary, treasurer, and editor.
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145

146 A. President

147 The president shall be the chief executive officer and spokesperson for the
148 Association on all matters pertaining to the public; shall serve as chair of the
149 executive committee, shall appoint the members of all committees in accordance
150 with these bylaws; and shall appoint delegates to cooperating organizations to
151 represent the Association.
152

153 B. President-elect

154 The president-elect shall serve as a member of the executive committee, shall
155 present a budget for the ensuing year to the executive committee, and succeed to
156 the office of president following the term as president-elect.
157

158 C. Vice president-sections

159 The vice president-sections shall, with his or her other duties, concern himself or
160 herself with the activities of the Association in respect to United States sections.
161

162 D. Vice president-regions

163 The vice president-regions shall, with his or her other duties, concern himself or
164 herself with the activities of the Association in respect to its regions.
165

166 E. Secretary

167 The secretary shall be responsible for recording the actions of the executive
168 committee; shall keep possession of the corporate seal and affix the same; and,
169 subject to executive committee approval, have policy oversight of all non-technical
170 and non-peer reviewed publications and communications. The secretary shall
171 perform other duties as may be directed by the executive committee.
172

173 F. Treasurer

174 The treasurer shall supervise the receipt of all funds and, under the direction of the
175 executive committee, be responsible for all disbursements of funds of the
176 Association; serve as an ex-officio member of the committee on investments; give
177 bond, the amount of which shall be determined by the executive committee; make
178 the annual report as treasurer; and perform such other duties as directed by the

179 executive committee.

180

181 G. Editor

182 The editor shall have general supervision of and final authority in soliciting,
183 accepting, and rejecting all material on technical subjects for publication; have policy
184 oversight and responsibility for editorial content of all technical and peer-reviewed
185 publications; submit an annual report of editorial activities to the executive
186 committee; and, with the approval of the executive committee, appoint volunteer
187 editors as deemed necessary.

188

189 Section 2. Terms of Office

190 A. Terms of office shall be from July 1 to June 30. No officer may serve a successive
191 term.

192

193 B. The terms of office for the president-elect and president shall be for one year. The
194 president-elect shall succeed to the office of president following the term as
195 president-elect.

196

197 C. The vice president-sections, the vice president-regions, the secretary, and the
198 treasurer shall serve two-year staggered terms. The terms of the vice president-
199 sections and the treasurer shall begin in even numbered years and the terms of the
200 vice president-regions and the secretary shall begin in odd numbered years.

201

202 D. The term of office for the editor shall be three years.

203

204 Section 3. Eligibility

205 A. No person may hold more than one of the following positions during the same term:

206

- Association officer;
- House of delegates officer;
- Immediate past chair of the house of delegates;
- Division president; and
- Elected advisory council member.

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212 B. In addition, no person currently serving in the aforementioned positions may become
213 a candidate for those positions during the term of office or for one year immediately
214 following such term, and no past president may hold any of these positions for a
215 period of three years following a term as president.

216

217 C. A candidate for the office of vice president-sections must reside within the United
218 States and be a Member of a section.

219

220 D. A candidate for the office of vice president-regions must reside outside of the United
221 States and be a Member of a region.

222

223 Section 4. Election

224 A. The advisory council shall annually recommend two or more candidates for each of

225 the available offices, and shall report to the executive committee by November 15 of
226 each year.

227
228 B. The executive committee shall approve the ballot, placing two candidates for each
229 available office. To change the order of candidates or the office for which a
230 candidate is nominated by the advisory council shall require a two thirds vote. If the
231 executive committee changes the office for which a candidate is nominated, such
232 candidate shall be given the opportunity to decline such candidacy.

233
234 C. Candidates shall be announced to members via email on or before December 1.
235 Additional nominations may be made by written petition or email of fifty (50) or more
236 Members in good standing received by the executive director at Association
237 headquarters not later than January 31.

238
239 D. The names of candidates shall be published in the *Explorer* or by other suitable
240 means by January 1. Petition candidates will be announced no later than February
241 15.

242
243 E. The executive committee shall then prepare a ballot, which may be a printed,
244 electronic, or other suitable ballot, listing the candidates for each office, which shall
245 be distributed to each Member on or before April 1. Ballots must be returned by May
246 15. The ballot committee shall count the ballots promptly after May 15 and report the
247 results to the president. A majority of all votes cast for an office shall be necessary
248 for election. In case of a tie vote the executive committee shall cast one (1)
249 additional deciding vote.

250
251 F. In there are more than two (2) candidates for any office, then the election shall be by
252 preferential voting, and voters shall mark their preferences in order. If no candidate
253 receives a majority after the first choice ballots have been counted, the ballots for
254 the candidate with the least number of first place votes shall then be allocated by the
255 second choice. This process shall be repeated until one of the candidates receives a
256 majority vote.

257
258 G. The vote totals for all elections conducted by this Association shall not be released
259 except upon written approval of all candidates for that specific office. In such case,
260 the results will be released to each of those candidates. Subsequent disclosure of
261 the results shall also require the specific written approval of each candidate for that
262 office.

263
264 Section 5. Vacancies

265 Vacancies shall be filled as follows:

- 266 1. A vacancy in the office of president shall be filled by the vice president whose
267 term of office started earliest.
268 2. A vacancy in the office of president-elect, vice president-sections, or vice
269 president-regions shall be filled by a special election called by the executive
270 committee. Any such ballot may consist of any combination of mail, electronic

271 mail, or other suitable means.
272 3. A vacancy occurring in the office of secretary, treasurer, or editor shall be filled
273 by the unsuccessful candidate for that office in the most recent election. If there
274 was more than one unsuccessful candidate for that office consenting to serve if
275 elected, the vacancy will be filled by a special election, which may be by
276 preferential balloting. If no candidates are willing to serve if elected, the executive
277 committee may fill such vacancy.
278

279 Section 6. Officer Eligibility for Nominations and Awards

- 280 A. No officer may be selected for an honor or award by the executive committee during
281 and for one year immediately following the term, except for an honor or award that
282 has been determined by an impartial convention judging process.
283
284 B. No candidate for an officer or position may be selected for any honor or award given
285 by any Association component during the period of their candidacy, unless the honor
286 or award has been announced prior to the announcement of their candidacy, or
287 determined by an impartial convention judging process.
288
289

290 **ARTICLE V – EXECUTIVE COMMITTEE**

291
292 Section 1. Composition

293 The executive committee shall be composed of the following:

- 294 • President
295 • President-elect
296 • Vice president-sections
297 • Vice president-regions
298 • Secretary
299 • Treasurer
300 • Editor
301 • Chair, house of delegates
302

303 Section 2. Authority

304 The executive committee shall serve as the Association board of directors, and shall
305 have the general executive control and management of the affairs and funds of this
306 Association. The executive committee shall also:

- 307 • Have sole responsibility for all matters regarding the external affairs of this
308 Association;
309 • Designate the time and place of the annual meeting of the Association
310 • Supervise the election of officers and filling of vacancies;
311 • Determine the adequacy of applicant qualifications and classifications;
312 • Maintain a headquarters and staff;
313 • Accept, create, and administer the funds and accounts of this Association,
314 appointing trustees to manage such funds;
315 • Establish such fiscal policies as may be appropriate;
316 • Serve as an appeal authority in all matters involving grievance proceedings and

- 317 professional certification of members; and
318 • Perform such other administrative duties as required to accomplish the objects
319 and purposes of this Association. Any responsibility and authority of the
320 governance of this Association not otherwise specified in these governing
321 documents shall be reserved to the executive committee.
322

323 Section 3. Executive Committee Meetings

- 324 A. The executive committee shall meet immediately before the annual meeting of the
325 house of delegates, and at other times designated by the executive committee, and
326 at the call of the president. A quorum shall consist of a majority of the executive
327 committee.
328
329 B. Meetings may be held under any such conditions, including action without a
330 meeting, as authorized under the Colorado Revised Nonprofit Corporations Act,
331 provided that no proxy voting shall be allowed, nor shall alternates be allowed to
332 participate in executive committee meetings.
333
334 C. Five (5) days' notice of regular or special meetings of the executive committee shall
335 be given, which shall include the date, time, place, and, if a special meeting, the
336 purpose of the meeting. Notice shall be given, and may also be waived, in any
337 manner permitted by the Colorado Revised Nonprofit Act.
338
339 D. The members of the executive committee shall be indemnified by the Association
340 and shall be relieved from personal liability in all matters regarding the Association to
341 the full extent as permitted under Internal Revenue Code section 501(c)(6) and any
342 other pertinent federal income law or regulation, and to the full extent authorized by
343 the Colorado Revised Nonprofit Act.
344
345 E. The executive committee shall have the authority, by a two-thirds vote, to amend the
346 articles of incorporation of the Association.
347

348 Section 4. Executive Director

349 The executive director shall be the chief administrative official of the Association, shall
350 have the authority to execute contracts on behalf of the Association, and shall have
351 charge of the Association headquarters and staff personnel as authorized by the
352 executive committee. The executive director shall be appointed by, and serve at the
353 pleasure of, the executive committee and be under the personal direction of the
354 president. The executive director may not be an officer of the Association or a member
355 of the executive committee.
356

357 The executive director shall also:

- 358 • Implement the policies of the executive committee;
359 • Receive all official notices to the Association;
360 • Be responsible for the physical custody of all official documents held in repository
361 at Association headquarters; and
362 • Assist in the work of all committees to ensure the effectiveness of the activities of

363 this Association.

364
365 **ARTICLE VI – HOUSE OF DELEGATES**

366
367 **Section 1. Composition**

368 A. The house of delegates shall be composed of delegates representing the affiliated
369 societies and regions. Members of the executive committee, former chairs of the
370 house of delegates, and past presidents of the Association more than three (3) years
371 out of office shall be non-voting members, but are not prohibited from serving as
372 delegates if elected. Officers of the house of delegates shall be voting members of
373 the house of delegates.

374
375 B. Officers

- 376 1. The officers of the house of delegates shall be a chair, a chair-elect and a
377 secretary/editor. The house of delegates shall elect the chair-elect and the
378 secretary/editor at its annual meeting from among the delegates who have
379 served at least one year. The term of office shall be one year, commencing July
380 1. The chair-elect shall assume the office of chair following the term as chair-
381 elect.
- 382
383 2. A vacancy in the office of chair shall be filled for the remainder of that term by the
384 chair-elect, followed by a term as chair. A vacancy in the office of chair-elect shall
385 be filled by the secretary/editor. A vacancy in the office of secretary/editor shall
386 be filled by appointment by the chair.

387
388 C. Delegates

- 389 1. All delegates must be Members in good standing. The house of delegates shall
390 be the sole judge of the eligibility of its members to serve as delegates or officers
391 of the house.
- 392 2. Each United States affiliated society shall be entitled to one delegate, plus one
393 delegate for every additional seventy of its Members or major fraction thereof.
394 Each region shall be entitled to one delegate, plus one delegate for every
395 additional seventy of its Members or major fraction thereof, provided that no
396 region shall have fewer than one delegate for each affiliated society within the
397 region.
- 398 3. Delegates shall be elected by the Members of each society and region. Members
399 may only vote in their home society or region. Association Members residing in
400 the United States and not having a home society may be assigned, for the
401 purpose of voting in delegate elections only, to the nearest United States
402 affiliated society upon request to that society. Association Members residing
403 outside of the United States shall be assigned to the region in which they reside,
404 and shall vote in that region in elections for delegates unless claiming a United
405 States affiliated society or another region as their home society or region.
- 406 4. The Members of each region shall elect one or more delegates from among the
407 Association Members of each affiliated society within that region. Any Member
408 who wishes to become a candidate for delegate shall file a written request with

- 409 their affiliated society or region.
- 410 5. Delegates shall be elected for three-year terms; however, only the number of
- 411 delegates properly allocated as of November 30 shall be seated and allowed to
- 412 vote. Terms of office shall begin on July 1 following their election.
- 413 6. Vacancies in office may be filled, or alternate delegates may be assigned, from
- 414 among the candidates not receiving a sufficient number of votes from the
- 415 previous election, and in order of the total number of votes received. The
- 416 Members from the affiliated society or region may also appoint alternate
- 417 delegates and fill any vacancies. The names of alternate delegates must be
- 418 received in writing by the AAPG headquarters office at least fifteen days prior to
- 419 the meeting of the house of delegates for which they have been appointed.
- 420 7. Should a term of a delegate from a society or region expire and a society or
- 421 region fail to elect a new delegate sixty days before the annual meeting, the
- 422 president of the section or region shall appoint a delegate to serve for that term.
- 423

424 Section 2. Meetings

425 The house of delegates shall meet at least once each year during the annual meeting of

426 the Association. No proxy votes shall be allowed. A quorum shall be a majority of all

427 qualified delegates or alternates elected or appointed.

428

429 Section 3. Authority

430 All of the legislative function of this Association shall be vested in a house of delegates.

431

432 Section 4. Duties of Delegates

433 Delegates shall:

- 434 • Serve as representatives of the members in their society or region;
- 435 • Familiarize themselves with the Association's governing documents;
- 436 • Acquaint themselves with the Association's current policies and programs;
- 437 • Keep their alternates and the leaders of their society and region informed of the
- 438 Association's program of activities, especially with regard to cooperative participation
- 439 and service;
- 440 • Process requests from the executive committee for information regarding eligibility of
- 441 applicants for membership in the Association;
- 442 • Function as local certification committee members and process requests from the
- 443 board of certification for information regarding applicants for certification by the
- 444 Association;
- 445 • Actively solicit applications from eligible geologists for membership in this
- 446 Association; and
- 447 • Recognize the obligation to attend all meetings of the house of delegates during
- 448 their terms, and to perform their duties to the best of their ability.
- 449

450

451 **ARTICLE VII – ADVISORY COUNCIL**

452

453 Section 1. Composition

454 A. The advisory council shall be composed of one elected councilor from each section

455 or region with up to 3,000 Members plus one elected councilor for each additional
456 3,000 Members or fraction thereof, the immediate past chair of the house of
457 delegates, the immediate past president of AAPG, and the chief elected officer of
458 each division. The president immediately prior to the immediate past president of
459 AAPG may elect to serve on the advisory council for up to two years, but if service is
460 declined or discontinued for any reason, service may not be resumed under this
461 clause. The date of record for determining councilor membership shall be November
462 30 of each year.

- 463
- 464 B. Unless the immediate past president of AAPG elects to serve as chair, the council
465 shall elect a chair from among the members of the advisory council. The chair shall
466 appoint a recording secretary to take minutes of each meeting.
- 467
- 468 C. An alternate representative may be designated for an elected advisory council
469 position, who shall be the councilor's immediate predecessor on the advisory council
470 or, if such person is unwilling or unavailable, a current member of that region,
471 section or division shall be designated by its president to serve as the representative
472 for that advisory council meeting or to fill a vacancy.
- 473

474 Section 2. Election and Term of Office

- 475 A. Councilors shall be elected by ballot by the Members of their respective section or
476 region. There shall be at least two candidates on the ballot for each position.
477 Candidates may be nominated by the respective governing body or by petition of at
478 least fifty Members of the section or region. Petitions must be delivered to the
479 section or region president at least thirty days prior to the start of the election.
- 480
- 481 B. The term of office for councilors shall be three years, commencing on July 1. Terms
482 shall be staggered according to a schedule established by the executive committee.
- 483

484 Section 3. Duties

- 485 A. The advisory council shall:
- 486 • Serve as a long range planning body to review the Association's activities and
487 recommend to the executive committee appropriate changes of programs and
488 policies;
 - 489 • Recommend candidates for Association officers;
 - 490 • Recommend recipients for all honors and awards as directed by the executive
491 committee;
 - 492 • Review the relationships among the Association, sections, regions, divisions and
493 other components and recommend adjustments to the executive committee as
494 deemed necessary;
 - 495 • Continually review the bylaws and recommend changes as deemed necessary;
496 and
 - 497 • Perform such other service to AAPG as directed by the executive committee.
- 498
- 499 B. Five members of the advisory council shall serve as the hearing body in grievance
500 proceedings as provided in the disciplinary code.

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Section 4. Meetings

The advisory council shall meet at least once each year during the annual meeting of the Association and at the call of the chair. The quorum shall be a majority of its members. The advisory council may also act by mail or electronic means as requested by the executive committee. Proxy voting shall not be allowed.

Section 5. Vacancies

Vacancies in section or region councilor positions shall be filled by an election to be held within 120 days of said vacancy.

ARTICLE VIII – COMPONENT GROUPS AND AFFILIATIONS

Section 1. Organization

The establishment, composition and dissolution of sections and regions shall be the responsibility of the house of delegates upon recommendation by the executive committee. The internal affairs of such sections and regions shall be administered by each section and region, consistent with the purposes and policies of this Association.

Section 2. Sections

A. Sections shall be established within the United States for the purpose of sponsoring technical meetings, publications, and other activities that further the objectives of the Association within the section. Sections shall be geographically organized. The members of sections may be individuals or federated affiliated geological societies.

B. The sections shall be titled:

- Eastern Section;
- Mid-Continent Section;
- Southwestern Section;
- Gulf Coast Section;
- Rocky Mountain Section; and
- Pacific Section;

Section 3. Regions

A. Regions shall be established outside the United States for the purpose of sponsoring technical meetings, publications, and other activities that further the objectives of the Association within the region. Regions shall be geographically organized. The members of regions may be individuals or federated affiliated geological societies.

B. The regions shall be titled:

- Canada Region;
- Latin America and the Caribbean Region;
- Europe Region;
- Africa Region;
- Asia Pacific Region; and

- Middle East Region.

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Section 4. Technical Divisions

- A. Technical divisions may be established by the house of delegates at its annual meeting upon recommendation of the executive committee. A two-thirds vote shall be required to establish or dissolve a technical division. Technical divisions may affiliate with other scientific societies with the approval of the executive committee, and may have their own governing documents provided that they do not conflict with the AAPG bylaws. The executive committee shall determine whether such conflict exists. The executive committee shall be empowered to make arrangements with the officers of the division for the conduct of the business of the division.
- B. This Association may establish a technical division to conduct a program of voluntary certification of Members in such professional categories and the awarding of such titles, as approved by the executive committee. Each professional category of certification will be sponsored by a technical division, which need not be the technical division conducting the certification program. Implementing procedures, including the issuance of appropriate certificates, shall be adopted by the technical division conducting the certification program.

Section 5. Technical Interest Groups and Special Interest Groups

Technical Interest Groups (TIGs) and Special Interest Groups (SIGs) shall be established, maintained, and dissolved by the executive committee.

Section 6. Affiliated and Associated Societies.

This Association may affiliate or associate with societies and other groups whose purposes are complementary to AAPG. Such affiliation or association shall be approved by the house of delegates upon the recommendation of the executive committee.

ARTICLE IX – COMMITTEES

Section 1. Standing Committees

- A. There shall be an ethics committee and any other committees established by the executive committee upon recommendation of the advisory council. The executive committee shall annually report to the house of delegates on the establishment or dissolution of any standing committees for that year. A list of standing committees, the charge to each committee, and the names of the chairs or co-chairs, vice-chairs, and committee members of each shall be published annually.
- B. The president shall appoint all committee chairs, co-chairs, vice chairs, other committee members and committee managers, and fill vacancies whenever they occur, except where otherwise specified in these bylaws. The committee manager may or may not be a member of the committee. The executive committee shall determine the number of members of each standing committee, its charges, and may appoint a manager to liaise with the executive committee.

593
594 C. Committee members shall serve three year staggered terms, commencing on July 1.
595 Chairs, co-chairs, vice-chairs, and committee managers shall serve a one year term
596 commencing on July 1, and may not serve as such for more than three consecutive
597 years. No co-chair shall have served as chair at any time during the preceding year.
598

599 Section 2. Ethics Committee

600 There shall be an ethics committee composed of five Members appointed by the
601 executive committee for staggered three-year terms. The members of the ethics
602 committee shall be members of the technical division of the Association charged with
603 conducting the certification programs of members in professional categories. The ethics
604 committee shall investigate ethical complaints and perform other such duties as
605 described in the disciplinary code.
606

607 Section 3. Special Committees and Delegations

608 Special committees and delegations shall be authorized by the executive committee for
609 a term of one year. The president shall appoint the members and chairs of special
610 committees and delegations.
611

612 Section 4. Association Representatives to Non-Association Committees

613 The executive committee may appoint a member of any classification to serve as
614 AAPG's representative on an outside committee, board or organization. Such service
615 shall not extend for more than one term or more than five years, whichever is greater,
616 except by the unanimous consent of the entire executive committee. No more than two
617 extensions of one year each may be granted. Multiple full or partial terms of a member
618 on any particular committee, board, or organization may be served by the member if not
619 less than one (1) fiscal year of the Association elapses between each full or partial term
620 served.
621

622
623 **ARTICLE X. PARLIAMENTARY AUTHORITY**
624

625 The rules contained in the eleventh edition of *Robert's Rules of Order Newly Revised*
626 shall govern this Association in all cases to which they are applicable and in which they
627 are not inconsistent with these bylaws and any special rules of order the Association
628 may adopt.
629

630
631 **ARTICLE XI. DISSOLUTION**
632

633 In the event of the dissolution of the Association, the Association shall distribute any
634 assets remaining after the discharge of all liabilities, for charitable, scientific, or
635 educational purposes in strict compliance with exemption provided under Section
636 501(c)(6) of the Internal Revenue Code of 1986. Any such assets not so disposed of
637 shall be disposed of by a court of competent jurisdiction for the county in which the
638 principal office of the Corporation is then located, exclusively for such purposes or to

639 such organization or organizations as said court shall determine, which are organized
640 and operated exclusively for such purposes. It is recognized that, under these
641 circumstances, no member of the Association shall have any right or interest in or to the
642 property or assets of the Association.

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ARTICLE XII. AMENDMENTS

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Section 1. Proposal of Amendments

648 A. Amendments to Article I, Article II, the AAPG Code of Ethics or this section shall be
649 subject to the following requirements:

650 1. Amendments may be proposed by the executive committee, the house of
651 delegates, a special committee appointed by the president, or by petition of any
652 fifty Members of AAPG. All proposed amendments shall be reviewed for legality
653 by the executive committee with advice of counsel, and shall be published in the
654 Bulletin or by other suitable means at least two months prior to the annual
655 meeting of the house of delegates.

656

657 2. The house of delegates shall consider such amendments at its annual meeting,
658 and a majority vote shall be required to send the ballot to the Members. If the
659 house of delegates amends the proposal, the executive committee shall review
660 the amended proposal for legality prior to such ballot being sent.

661

662 3. Ballots shall be sent to the Members no later than sixty days after the annual
663 meeting of the house of delegates. A two thirds vote of the ballots received shall
664 be required for amendment of Article I, Article II, or the AAPG Code of Ethics.

665

666 B. Amendments to all other articles of these bylaws or to the disciplinary code shall be
667 subject to the following requirements:

668 1. Amendments may be proposed by the executive committee, the house of
669 delegates, by petition of any fifty Members of AAPG, or by a majority vote of the
670 officers of the house of delegates plus the chair of the bylaws committee. All
671 proposed amendments shall be sent to the chair of the house of delegates, who
672 shall forward them to the executive committee to be reviewed for legality with
673 advice of counsel, and to the bylaws committee for review and report to the
674 house.

675

676 2. Except for amendments proposed by house resolution, proposed amendments
677 shall be sent within thirty days of receipt to the executive committee, members of
678 the house of delegates, the bylaws committee, the advisory council, and any
679 committee or member(s) of the Association designated by the executive
680 committee to receive them. All of the aforementioned groups may submit
681 comments to the bylaws committee chair up to thirty days prior to the meeting of
682 the house at which the proposed amendment is to be considered.

683

684 3. For amendments proposed by house resolution, the executive committee,

685 members of the house of delegates, the bylaws committee, the advisory council,
686 and any committee or member(s) of the Association designated by the executive
687 committee to receive them may submit comments to the bylaws committee until
688 October 31 following the adoption of the house resolution.
689

690 4. Proposed amendments shall be published in the *Bulletin* or by other suitable
691 means at least ninety days prior to the annual meeting of the house of delegates.
692 All comments received by the aforementioned deadlines shall be sent with the
693 proposed amendments to the members of the house of delegates.
694

695 5. A two-thirds vote of those present and voting in the house of delegates shall be
696 required to amend these bylaws.
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ARTICLE XIII – FOUNDATION

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701 This Association shall establish an autonomous Foundation as a permanent entity to
702 receive contributions, invest same, and distribute funds for the purposes and provisions
703 as stipulated in Article II of the Declaration of Trust Agreement dated April 4, 1967;
704 provided, that the Foundation need not retain the trust form of organization. The
705 executive committee of the Association shall represent the Association's dealings with
706 the Foundation.
707

708 **APPENDIX A**

709

710

711

AAPG CODE OF ETHICS

712 **SECTION 1. General Principles**

- 713 a. Geology is a profession, and the privilege of professional practice requires professional
714 morality and professional responsibility.
- 715 b. Honesty, integrity, loyalty, fairness, impartiality, candor, fidelity to trust, and inviolability
716 of confidence are incumbent upon every member as professional obligations.
- 717 c. All members, regardless of classification, shall be guided by high standards of business
718 ethics, personal honor, and professional conduct.

719

720 **SECTION 2. Relation of Members to the Public**

- 721 a. Members shall not make false, misleading, or unwarranted statements, representations
722 or claims in regard to professional matters, nor shall they engage in false or deceptive
723 advertising
- 724 b. Members shall not permit the publication or use of their reports or maps for any unsound
725 or illegitimate undertakings.
- 726 c. Members shall not give professional opinions, make reports or give legal testimony
727 without being as thoroughly informed as reasonably required.

728

729 **SECTION 3. Relation of Members to Employers and Clients**

- 730 a. Members shall disclose to prospective employers or clients the existence of any
731 pertinent competitive or conflicting interests.
- 732 b. Members shall not use or divulge any employer's or client's confidential information
733 without their permission and shall avoid conflicts of interest that may arise from
734 information gained during geological investigations.

735

736 **SECTION 4. Relation of Members to One Another**

- 737 a. Members shall not falsely or maliciously attempt to injure the reputation or business of
738 others.
- 739 b. Members shall freely recognize the work done by others, avoid plagiarism, and avoid
740 the acceptance of credit due others.
- 741 c. Members shall endeavor to cooperate with others in the profession and shall encourage
742 the ethical dissemination of geological knowledge.

743

744 **SECTION 5. Duty to the Association**

- 745 a. Members of the Association shall aid in preventing the election to membership of those
746 who are unqualified or do not meet the standards set forth in this code of ethics.
- 747 b. By applying for or continuing membership in the Association each member agrees to
748 uphold the ethical standards set forth in this code of ethics.
- 749 c. Members shall not use AAPG membership to imply endorsement, recommendation, or
750 approval by the Association of specific projects or proposals.

751

752 **SECTION 6. Discipline for Violations of Standards**

753 Members violating any standard prescribed in this article shall be subject to discipline as
754 provided by the AAPG bylaws and disciplinary code.

755

756 **APPENDIX B**

757

758

DISCIPLINARY CODE

759

760 Section 1. Executive Committee Authority and Responsibility

761 Subject to the provisions of the AAPG bylaws, the executive committee shall have
762 primary authority over matters of professional conduct and discipline. Unless otherwise
763 provided by these bylaws, no member, committee, division, section, or region of the
764 Association shall initiate or conduct any investigation or hearing or impose any sanction
765 concerning the professional conduct of an Association member or applicant for
766 Association membership. The executive committee shall adopt procedures governing
767 the investigation, hearing, and disposition of charges of misconduct, and shall publish
768 such procedures in the *Bulletin* or by other suitable means. The AAPG House of
769 Delegates may discipline its members in accordance with the parliamentary authority
770 and the HOD rules and procedures. It may censure or suspend members from the
771 House, but not from AAPG.

772

773 Section 2. Disciplinary Action

774 Members shall be subject to disciplinary action for: (a) violating the AAPG Code of
775 Ethics, or (b) pleading guilty to a misdemeanor involving moral turpitude or to any
776 felony, admitting to the violation of any governmental statute, regulation, rule, or code of
777 ethics relating to the practice of geology, or who, as determined by the executive
778 committee, falsely stated qualifications for membership.

779

780 Section 3. Violations of the AAPG Code of Ethics

781 A. For violations of the AAPG Code of Ethics, charges shall first be submitted in writing
782 to the executive director at Association headquarters, and shall include a statement
783 of the evidence on which the charges are based. The executive director shall submit
784 the charges to the ethics committee. If in the judgment of the ethics committee and
785 after consultation with AAPG legal counsel, the evidence supports further action by
786 the Association, the committee shall prepare and file formal charges with the
787 advisory council at Association headquarters.

788

789 B. For violations of the AAPG Code of Ethics, and upon the notification of member
790 actions or the filing of formal charges, the chair of the advisory council shall appoint
791 a hearing body composed of five members of the advisory council, including at least
792 one past president of the Association. The ethics committee shall appoint one of its
793 members as the prosecutor. Both the prosecutor and the accused member may
794 challenge such appointments and require removal of up to two members of the
795 hearing body. Such removed members shall be replaced with other members of the
796 advisory council selected by the chair of the advisory council. The hearing body shall
797 set the time, date, and place for a hearing on the charges. The accused member
798 shall be given such written notice at least thirty days prior to such date, mailed to the
799 member by registered mail to the member's last-known mailing address. The notice
800 shall also include a copy of the formal charges, the disciplinary code and any other
801 adopted disciplinary procedures.

802
803 The accused member may appear with legal counsel before the hearing body, hear
804 any witnesses called in support of the charges and, at the member's option, cross-
805 examine the same, present witnesses in the member's behalf, and submit oral or
806 written statements in the member's behalf. The prosecutor may likewise be
807 represented by legal counsel, present witnesses, and cross-examine the accused
808 member's witnesses. The hearing body may consult at any time with legal counsel of
809 its choosing.

810
811 By registered letter addressed to the chair of the advisory council at Association
812 headquarters and postmarked not less than ten (10) days prior to the date of the
813 hearing, the accused member may, at his or her own option, waive personal
814 appearance and request the hearing body to adjudge the matter on the basis of a
815 written statement of the member's defense accompanying such letter. Failure of the
816 accused member to appear or to submit a waiver letter and a written defense shall
817 not prevent the hearing body from rendering final judgment.

818
819 Section 4. Other Violations

820 A. For disciplinary action resulting from pleading guilty to a misdemeanor involving
821 moral turpitude or to any felony; admission to the violation of any governmental
822 statute, regulation, rule, or code of ethics relating to the practice of geology; or a
823 false statement of qualifications for membership; the executive committee shall set
824 the time, date, and place for a hearing on the charges. The accused member shall
825 be given such written notice at least thirty days prior to such date, mailed to the
826 member by registered mail to the member's last-known mailing address. The notice
827 shall also include a copy of the formal charges, the disciplinary code and any other
828 adopted disciplinary procedures. As applicable, the notice shall also be
829 accompanied by a copy of a court document or other official document indicating
830 such plea of guilty or admission of violation, a copy of the judgment or other
831 document indicating such conviction or finding, and a copy of any applicable order of
832 an appellate court or other appellate body, or a statement explaining such charge of
833 falsely stating qualifications of membership.

834
835 The accused member may appear with legal counsel before the executive
836 committee, present written evidence to the executive committee, present witnesses
837 in the member's behalf, and submit oral or written statements in the member's
838 behalf.

839
840 The executive committee shall have the right to cross-examine the member and any
841 witnesses presented by the member on the member's behalf. At the member's
842 option, the member may, by registered letter addressed to the president of the
843 Association at Association headquarters, postmarked not less than ten (10) days
844 prior to the date of the hearing, request that the executive committee consider the
845 matter on the basis of a written statement by the member accompanying such a
846 letter without the personal appearance of the member. The executive committee
847 shall consider such statements prior to voting on the suspension or expulsion of the

848 member.

849

850 B. A member who does not plead guilty to but is convicted of the aforementioned
851 offenses may be suspended from membership in the Association upon a majority
852 vote of all members of the executive committee of the Association. If such a
853 conviction or finding is reversed on appeal, the member shall be reinstated to
854 membership. If such a conviction or finding is not appealed, or is upheld on final
855 appeal, the member may be expelled from membership by a majority vote of all
856 members of the executive committee, following a trial at which the executive
857 committee shall serve as the hearing body. If such a conviction or finding is the
858 subject of an executive pardon, the member shall be reinstated to membership upon
859 a majority vote of all members of the executive committee of the Association.

860

861 Section 5. Disposition of Charges

862 A. After the conclusion of the hearing or study of the written defense submitted in lieu
863 thereof, the hearing body shall consider and vote to sustain or dismiss the charges.
864 A finding sustaining the charges shall require a four-fifths vote. Notice of the decision
865 of the hearing body shall be sent by registered mail to the accused member at the
866 member's last-known post office mailing address.

867

868 If the charges are sustained, the hearing body may impose the following discipline:

869 (a) issue a private or public admonition of the member; or

870 (b) suspend the member for a stated period of time; or

871 (c) allow the member to resign; or

872 (d) expel the member.

873

874 B. Disposition of the charges on any terms or conditions may be made at any time prior
875 to the conclusion of the proceedings, provided such disposition has been agreed to
876 by all of the members of the ethics committee, the chair of the advisory council, the
877 accused member, and the executive committee. The existence of allegations against
878 any member and their basis and content shall be confidential.

879

880 Section 6. Appeals Procedure

881 Action taken by the hearing body may be appealed to the executive committee of the
882 Association by either the accused member or the ethics committee within thirty (30)
883 days of the date notice of the decision of the hearing body is sent to the accused
884 member. The executive committee shall have final authority whether to sustain or order
885 a rehearing on the decision of the hearing body.

886

887 Section 7. Resignation

888 Resignation by the accused member from the Association, at any stage in the foregoing
889 prescribed proceedings, shall automatically terminate the proceedings. Following
890 resignation, the accused person so resigning shall not be eligible for reinstatement to
891 membership except by unanimous vote of all members of the executive committee of
892 the Association.

893

894 Section 8. Expulsion

895 Persons expelled from the Association under these proceedings shall be ineligible for
896 reinstatement to membership except by unanimous vote of all members of the executive
897 committee of the Association.

898

899 Section 9. Publication of Grievance Matters

900 The executive director of the Association shall cause to be published annually in the
901 Bulletin or by other suitable means a summary of all grievance proceedings initiated,
902 pending, or considered each year. The summary shall include, but not be limited to, the
903 general type of complaint, the level of grievance procedure attained, and status or
904 disposition of the case. Names of parties shall not be published, except that the name of
905 any member expelled from the Association shall be published in said summary.