

Bylaws*

Of the European Region of the American Association of Petroleum Geologists

Article I. Name

This organization shall be called "The European Region of the American Association of Petroleum Geologists."

Article II. Purpose

This Region is formed to qualify as and be an International Region pursuant to the provisions of Article VI, Section 1, of the Bylaws of the American Association of Petroleum Geologists (AAPG). The Region is a separate organization from the AAPG. Its purpose is to improve the delivery of the AAPG's programs and services to the European-based membership and to enable the membership to participate more effectively in the Association's governance processes. In addition, members of the Region have the responsibility to help expand European participation in the AAPG.

Article III. Membership

Members of the Region must be AAPG members. The initial membership shall consist of all AAPG members residing within the geographic boundaries of the Region, except as may be otherwise provided in the Bylaws of the AAPG. Members of the AAPG who reside outside the Region but work within it will have an annual option to be assigned to the Region for voting purposes. The geographical boundaries of the Region are determined by the aggregated boundary of the countries designated by the Executive Committee of the AAPG to be within the European Region. Should, in the future, dues be prescribed by the European Regional Council (Article IV, Section 1 below), membership would then be restricted to those AAPG members paying such dues.

Article IV. Governance

Section 1. European Regional Council

The Region's business shall be managed by the European Regional Council (Council), comprised of five officers and the leaders of the two Super Teams established for coordinating AAPG activities in the countries of eastern and western Europe. The Super Team Leaders shall serve as ex officio non-voting members. The President shall serve as the Chairman of the Council and in the event of any tied vote, has a further casting ballot. Meetings of the Council shall be called by the President or any of the four other members. Not less than 14 days notice shall be given. The quorum at a meeting necessary to conduct business shall be three Officers. Participation can be by means of audio or video conference. All actions taken at Council meetings shall be recorded formally by the Secretary/ Treasurer in the minutes of the meeting. A copy of the minutes shall be sent to the AAPG in Tulsa for their records.

The European Regional Council shall have the authority, by majority vote, to create committees for specific topics and terms. The formed committees shall have continuous standing until dissolved by majority vote of the Council. The President shall have the right to create ad hoc committees. Ad hoc committees shall have a term of one year. All committees, with the exception of the Nominating Committee (per Article VIII below), shall submit a written report at the Annual General Meeting to the European Regional Council detailing specific goals, plans, and operations for the upcoming 12-month period. The President shall appoint the chairman of each committee (standing or ad hoc) on an annual basis. If the President so desires, a committee

chairman may succeed themselves as long as their chairmanship does not exceed three (3) years.

The European Regional Council shall have the authority to establish and implement a regional awards program.

Section 2. Officers

The Region will be represented by five officers:

The President

The Vice President

The President-Elect

The Secretary/Treasurer

The AAPG Advisory Council Member or Observer

All officers shall be Active, Emeritus or Honorary members of the AAPG (as defined in the AAPG Bylaws).

Section 3. Duties of Officers

President

The President acts as the Chief Executive Officer of the Region. He/she chairs all meetings of the Region and its Council (Section 2 above). The President shall have the duty to appoint, at his/her discretion, chairmen of standing committees formed within the Region. The President shall have the right to form ad hoc committees. The President shall serve a term of two years.

Vice President

The Vice President shall perform the duties of the President in the absence or inability of the President to serve. The Vice President shall assume the office of the President in the event of a vacancy in that office and shall perform such duties as are assigned by the President. The Vice President shall act as the parliamentarian of the Council.

President-Elect

The President-Elect shall serve a two-year term and shall assume the office of President at the end of the second year. The post provides overlap and a measure of continuity for policy and action follow-through. The President-Elect shall perform other such duties as are assigned by the President.

Secretary/Treasurer

This post provides the administrative support functions to the Council, including minute-taking and action recording, the keeping of financial records as and when required, and shall perform other such duties as are assigned by the President. Separation of this combined office into two separate posts may occur in the future, depending on the evolution of the Region's activities.

AAPG Advisory Council Member

The Advisory Council Representative (Councillor) shall represent the region on the AAPG Advisory Council and shall perform other such duties as are assigned by the President. The representative position is defined per Article VI below.

Section 4. Terms of office

Except for the President and President-Elect as provided in Section 3 above, Officers serve a three-year term and may succeed themselves in office if re-elected. The terms of office shall commence on July 1st following election. The terms of the Vice President, Secretary/Treasurer, and Advisory Council Representative shall be staggered on a one-year interval. Super Team Leaders are approved by the AAPG Executive Committee.

Section 5. Removal and vacancies

A vacancy in the office of Vice President and/or Secretary/Treasurer shall be filled by the Council by majority vote. A vacancy occurring in the office of President-Elect shall be filled by a mail ballot of the Region's membership. A vacancy occurring in the office of Councillor shall be filled according to provisions contained in Article VI, Section 1 of the AAPG Bylaws.

Section 6. Meetings

Annual General Meeting

The Region shall hold one Annual General Meeting of its members each fiscal year (July 1 - June 30) at a time and place designated by the Council. Not less than sixty (60) days notice of such meeting shall be given to the Region's membership.

Council Meetings

The Council shall convene at a minimum, on a quarterly basis, either in person or by electronic means including teleconferencing.

Article V. Dues

There is presently no plan to levy dues directly from members in the Region. Such a proposal in the future would require an amendment to the Bylaws (Article IX)

Article VI. Representation at the AAPG Advisory Council

The AAPG Bylaws (Article V, Section 8) make provision for the Region to elect a voting member to the AAPG Advisory Council, providing the Region has not less than seven hundred and fifty (750) Association members. The term of office is three (3) years and the election procedure is dealt with in Article VI, Section 1 of the AAPG Bylaws.

Article VII. Representation in the AAPG House of Delegates

The AAPG Bylaws, Article IV, Section 2 allocate to the Region one delegate for every seventy (70) Association members resident in or allocated to the Region for voting purposes. The Bylaws further provide that the number of delegates shall at no time be less than the number of Affiliated Societies within the Region. The term of office for delegates is three (3) years and the election procedure is described in Article IV, Section 3 of the AAPG Bylaws.

Article VIII. Elections

The President shall on or before November 1 appoint a Nominating Committee consisting of five (5) members in good standing of the Region. The immediate Past President of the

Region shall, if available, chair the committee. If the Past President is not available, a chairman may be appointed by the President. The nominating committee shall by January 1st send to the Secretary/ Treasurer the names of at least two nominees for vacancies occurring in the offices of President-Elect, Vice President, Secretary/Treasurer, Advisory Council Representative(s) and for vacancies in the House of Delegates.

With respect to vacancies for the House of Delegates the Nominating Committee shall solicit nominees from among the Affiliated Societies in the Region, with the objective of encouraging a broad geographic representation. If possible the slate of delegate nominees should be twice the number of delegate posts available for election.

Additional nominations for officers may be made by written petition of fifty (50) or more Region members. Such nominations are to be received by the Secretary/Treasurer no later than January 31. All nominees shall be Active, Emeritus or Honorary members of AAPG. The names of the nominees shall be forwarded to the AAPG office in Tulsa during the final week of February. The AAPG office will compile the ballot paper and arrange for mailing to the voting membership (Active, Emeritus and Honorary Members in good standing) no later than July 31, 2004, and before April 1 every year thereafter. Election to office or position shall be by a plurality of votes cast. Ballots received after September 30, 2004, and June 20 every year thereafter will not be counted. In the event of a tie the President shall cast one additional vote. Successful candidates assume office immediately in 2004 and on July 1 every year thereafter.

Requirements set out in the AAPG Bylaws for election procedures not included in this Article, shall be deemed to be included herein and shall govern in the event of any conflict in interpretation with the Bylaws for the European Region.

Article IX. Amendments

Amendments to these Bylaws may be proposed by the Council or by a written proposal submitted to the Council signed by fifty (50) Region members. The Council shall ensure that proposed amendments are brought to the attention of the membership at least sixty (60) days prior to voting. Approval ratification by the full voting membership by mail or electronic ballot shall be required before the amendment is formally accepted. Ratification will require a two-thirds majority of the votes cast. No amendment can be adopted that would be in conflict with the Bylaws of the AAPG. Any conflict with the AAPG Bylaws will be construed in such a manner as not to be in conflict with the AAPG Bylaws and the AAPG Bylaws shall govern in any such conflict. Rulings on potential conflict will, if required, be sought from the AAPG Executive Committee by the Regional President.