

1 **THE AMERICAN ASSOCIATION OF PETROLEUM GEOLOGISTS**

2
3 **BYLAWS**

4
5
6 **ARTICLE 1. NAME**

7
8 The name of the corporation shall be The American Association of Petroleum Geologists
9 ("Association" or "AAPG"), a not-for-profit corporation organized under the laws of the
10 state of Colorado.

11
12 **ARTICLE 2. PURPOSES**

13
14 The purposes of the Association shall be as defined in the Articles of Incorporation and
15 as follows:

- 16
17 • to advance the science of geology, especially as it relates to energy resources;
18 • to foster the spirit of scientific research and the application of the scientific method,
19 including the understanding of the subsurface;
20 • to advance the technology of energy exploration, production, and related
21 mitigations in an economically and environmentally sound manner;
22 • to disseminate information relating to the geology and associated technology of
23 energy resources and related mitigations;
24 • to promote a high standard of professional and ethical conduct for geoscientists;
25 • to provide a means to recognize professional geoscientists;
26 • to honor exceptional geoscientists; and
27 • to promote the well-being of all geoscientists whose contributions provide energy
28 for the world.

29
30 **ARTICLE 3. MEMBERSHIP**

31
32 **Section 1. Eligibility**

- 33
34 A. Individuals interested in earth science and willing to abide by AAPG's Code of
35 Ethics are eligible for membership.
36
37 B. An individual shall be declared a member of the Association upon completion of a
38 membership application and payment of any required membership dues.

39
40 **Section 2. Membership Classifications and Privileges**

41
42 A. Active Members

- 43
44 1. Members with both a geoscience degree and who have been engaged in work
45 related to geoscience for at least one year are Active Members ("Active
46 Members").

47 a. A geoscience degree shall include but not be limited to a degree in
48 geology, geophysics, earth science, geological engineering, or
49 environmental science.

50
51 b. The Board of Directors ("Board") may waive either the degree or work
52 experience requirement upon request.

53
54 2. An Active Member who is 67 or older shall receive a 50% discount on
55 membership dues upon request to Association headquarters.

56
57 3. An Active Member who has been awarded honorary membership by the
58 Association shall not be required to pay membership dues.

59
60 B. Associate Members

61
62 1. Members who do not qualify as Active Members are Associate Members
63 ("Associate Members").

64
65 2. Associate Members shall have all of the privileges of Active Members, except
66 (a) making and discussing motions at Association or Region meetings, (b)
67 voting in Association or Region elections or on motions, (c) serving as
68 Ambassadors, voting members of committees, or on the Board; and (d) holding
69 office.

70
71 **Section 3. Membership Dues**

72
73 A. Membership dues shall be set by the Board with the guidance of the Finance
74 Committee.

75
76 B. Membership dues shall be paid in accordance with a schedule established by the
77 Board. Notice of the membership dues amount for a given year shall be sent to
78 each member no later than 60 days prior to the payment deadline.

79
80 C. Membership in the Association shall be canceled upon failure to pay dues within
81 45 days of the payment deadline. Members shall receive notice 30 days prior to
82 cancellation. A membership canceled for nonpayment of dues may be reinstated
83 at any time before the close of that membership year upon payment of the current
84 year's membership dues in full.

85
86 **Section 4. Resignation**

87
88 Any member may resign by giving notice to Association headquarters, but no
89 refund shall be issued for dues that have been paid prior to resignation.
90

91 **ARTICLE 4. MEMBERSHIP CONSTITUENCY**

92
93 **Section 1. Geographic Constituencies**

94
95 A. Members shall be divided into the following geographic constituencies for the
96 purpose of advancing the Association's purposes among individuals in a specific
97 geographic area:

98
99 1. Regions

- 100
101 a. Africa
102 b. Asia Pacific
103 c. Europe
104 d. Latin America and Caribbean
105 e. Middle East
106 f. Canada, including the provinces of Newfoundland and Labrador, Quebec,
107 Nova Scotia, New Brunswick, Manitoba, British Columbia, Prince Edward
108 Island, Saskatchewan, and Alberta

109
110 2. Sections

- 111
112 a. Pacific: Alaska, California, Hawaii, Oregon, Washington
113
114 b. Rocky Mountain: Arizona, Colorado, Idaho, Minnesota, Montana, Nevada,
115 North Dakota, South Dakota, Utah, Wyoming, and the counties in New
116 Mexico listed below.

117
118 *New Mexico Counties*: Bernalillo, Catron, Cibola, Colfax, Grant, Guadalupe,
119 Harding, Hidalgo, Los Alamos, Luna, McKinley, Mora, Quay, Rio Arriba,
120 Sandoval, San Juan, San Miguel, Santa Fe, Sierra, Socorro, Toas,
121 Torrance, Union, Valencia

- 122
123 c. Southwest: The counties in New Mexico and Texas listed below.

124
125 *Texas Counties*: Andrews, Archer, ~~Armstrong~~, Bailey, Baylor, Borden,
126 Bosque, Brewster, ~~Briscoe~~, Brown, Callahan, ~~Carson~~, ~~Castro~~, ~~Childress~~,
127 Clay, Cochran, Coke, Coleman, Collin, ~~Collingsworth~~, Comanche, Concho,
128 Cooke, Coryell, Cottle, Crane, Crockett, Crosby, Culberson, ~~Dallam~~, Dallas,
129 Dawson, ~~Deaf-Smith~~, Denton, Dickens, ~~Donley~~, Eastland, Ector, El Paso,
130 Ellis, Erath, Fannin, Fisher, Floyd, Foard, Freestone, Gaines, Garza,
131 Glasscock, ~~Gray~~, Grayson, Hale, ~~Hall~~, Hamilton, ~~Hansford~~, Hardeman,
132 ~~Hartley~~, Haskell, ~~Hemphill~~, Hill, Hockley, Hood, Howard, Hudspeth, Hunt,
133 ~~Hutchinson~~, Irion, Jack, Jeff Davis, Johnson, Jones, Kaufman, Kent,
134 Kimble, King, Knox, Lamb, Leon, Limestone, ~~Lipscomb~~, Loving, Lubbock,
135 Lynn, Martin, Mason, McCulloch, McLennan, Menard, Midland, Mills,
136 Mitchell, Montague, ~~Moore~~, Motley, Navarro, Nolan, ~~Ochiltree~~, ~~Oldham~~,

137 Palo Pinto, Parker, ~~Parmer~~, Pecos, ~~Petter~~, Presidio, ~~Randall~~, Reagan,
138 Reeves, ~~Roberts~~, Rockwall, Runnels, Schleicher, Scurry, Shackelford,
139 ~~Sherman~~, Somervell, Stephens, Sterline, Stonewall, Sutton, ~~Swisher~~,
140 Tarrant, Taylor, Terry, Throckmorton, Tom Green, Upton, Ward, ~~Wheeler~~,
141 Wichita, Wilbarger, Winkler, Wise, Yoakum, and Young
142

143 *New Mexico Counties:* Chaves, Curry, De Baca, Doña Ana, Eddy, Lea,
144 Lincoln, Otero, Roosevelt
145

- 146 d. Mid-Continent: Iowa, Kansas, Missouri, Nebraska, Oklahoma, and the
147 counties in Arkansas and Texas listed below.
148

149 *Arkansas Counties:* Baxter, Boone, Benton, Carroll, Cleburne, Conway,
150 Crawford, Faulkner, Franklin, Fulton, Garland, Independence, Izaard,
151 Johnson, Logan, Lonoke, Madison, Marion, Montgomery, Newton, Perry,
152 Polk, Pope, Pulaski, Randolph, Saline, Scott, Searcy, Sebastian, Sharp,
153 Stone, Van Buren, Washington, White, and Yell
154

155 *Texas Counties:* Armstrong, Briscoe, Carson, Castro, Childress,
156 Collingsworth, Dallam, Deaf Smith, Donley, Gray, Hall, Hansford, Hartley,
157 Hemphill, Hutchinson, Lipscomb, Moore, Ochiltree, Oldham, Parmer,
158 Potter, Randall, Roberts, Sherman, Swisher, and Wheeler
159

- 160 d. Gulf Coast: Alabama, Florida, Mississippi, Louisiana, and the counties in
161 Texas and Arkansas listed below.
162

163 *Arkansas Counties:* Arkansas, Ashley, Bradley, Calhoun, Chicot, Clark,
164 Clay, Cleveland, Columbia, Craighead, Crittenden, Cross, Dallas, Desha,
165 Drew, Grant, Greene, Hempstead, Hot Spring, Howard, Jackson, Jefferson,
166 Lafayette, Lawrence, Lee, Lincoln, Little River, Miller, Mississippi, Monroe,
167 Nevada, Ouachita, Phillips, Pike, Poinsett, Prairie, Sevier, St. Francis,
168 Union, and Woodruff
169

170 *Texas Counties:* Anderson, Angelina, Aransas, Atascosa, Austin, Bandera,
171 Bastrop, Bee, Bell, Bexar, Blanco, Bowie, Brazoria, Brazos, Brooks,
172 Burleson, Burnet, Caldwell, Calhoun, Cameron, Camp, Cass, Chambers,
173 Cherokee, Colorado, Comal, Delta, DeWitt, Dimmit, Duval, Edwards, Falls,
174 Fayette, Fort Bend, Franklin, Frio, Galveston, Gillespie, Goliad, Gonzales,
175 Gregg, Grimes, Guadalupe, Hardin, Harris, Harrison, Hays, Henderson,
176 Hidalgo, Hopkins, Houston, Jackson, Jasper, Jefferson, Jim Hogg, Jim
177 Wells, Kames, Kendall, Kenedy, Kerr, Kinney, Kleberg, Lamar, Lampasas,
178 LaSalle, Lavaca, Lee, Liberty, Live Oak, Llano, Madison, Marion,
179 Matagorda, Maverick, McMullen, Medina, Milam, Montgomery, Morris,
180 Nacogdoches, Newton, Nueces, Orange, Panola, Polk, Rains, Real, Red
181 River, Refugio, Robertson, Rusk, Sabine, San Augustine, San Jacinto, San
182 Patricio, San Saba, Shelby, Smith, Starr, Terrell, Titus, Travis, Trinity, Tyler,

183 Upshur, Uvalde, Val Verde, Van Zandt, Victoria, Walker, Waller,
184 Washington, Webb, Wharton, Willacy, Williamson, Wilson, Wood, Zapata,
185 and Zavala
186

187 e. Eastern: Connecticut, Delaware, District of Columbia, Georgia, Illinois,
188 Indiana, Kentucky, Maine, Maryland, Massachusetts, Michigan, New
189 Hampshire, New Jersey, New York, North Carolina, Ohio, Pennsylvania,
190 Rhode Island, South Carolina, Tennessee, Vermont, Virginia, West Virginia,
191 Wisconsin, and the Canadian Province of Ontario
192

193 B. Section Governance
194

- 195 1. Each Section shall be governed according to the governing documents of the
196 Section.
197
- 198 2. These Bylaws shall not prevent the dissolution, merger, or acquisition of any
199 Section, and to the extent that any such event occurs, the geographic
200 descriptions of the Sections outlined in this Article shall be automatically
201 amended, without a vote of the Active Members, to reflect the geographic
202 Section boundaries resulting from the event.
203

204 C. Region Governance
205

206 Each Region shall adopt procedures for its governance that are consistent with the
207 Association's Bylaws.
208

209 D. Section and Region Membership
210

211 Members shall be assigned to the Section or Region of their primary residence unless
212 they submit a request to Association headquarters to be assigned to a different
213 Section or Region.
214

215 E. Region Officers
216

- 217 1. Each Region shall have the following officers: Region Chair, Region
218 Chair-Elect, and Region Secretary. Regions may select additional officers at
219 their discretion.
220
- 221 2. All Region Officers shall be Active Members.
222
- 223 3. The Region Chair shall serve as the Region's primary liaison between the
224 Board and the Region's members; shall lead efforts to further the Association's
225 mission in the Region in keeping with the Association's strategic plan; shall
226 preside over all meetings of the Region; and shall fulfill all other duties as may
227 be delegated by the Board.
228

229 4. The Region Chair-Elect shall assist the Region Chair and in the absence of the
230 Region Chair, fulfill all of the Region Chair's duties.

231
232 5. The Region Secretary shall serve as the custodian of records for the Region
233 and shall record the minutes of each Region meeting.

234
235 F. Election, Term of Office, and Vacancies of Region Officers

236
237 1. Each Region shall elect a Region Chair-Elect who shall serve a term of three
238 years. The first year shall be as Region Chair-Elect. The second year, without
239 further election, the Region Chair-Elect shall become Region Chair and shall
240 hold office for two years or until a successor is elected and installed.

241
242 2. Each Region shall elect a Region Secretary who shall serve a term of two years
243 and shall hold office until a successor is elected and installed.

244
245 3. The only members who may vote in a Region election are the Active Members
246 of that Region.

247
248 4. The Region Chair shall notify Association headquarters of the results of its
249 elections no later than 60 days prior to the Association's Annual Business
250 Meeting.

251
252 5. If a vacancy occurs in the office of Region Chair, the Region Chair-Elect shall
253 succeed to the office of Region Chair for the completion of that term and
254 subsequently serve the full one-year term that they were originally elected to
255 serve as Chair.

256
257 6. A vacancy in the office of Region Chair-Elect shall remain unfilled until the next
258 regular Region Chair-Elect election.

259
260 7. A vacancy in the office of Region Secretary shall be filled by the Region Chair
261 within 30 days for the remainder of the unexpired term.

262
263 G. Section and Region Ambassadors

264
265 1. Each Section and Region shall select Ambassadors to represent the members
266 of the Section or Region, recruit new members, develop outreach initiatives,
267 assist in retention of existing members, and foster connections between
268 members, with other local organizations, other Sections, and other Regions to
269 further the global sharing of ideas and best practices.

270
271 2. The number of Ambassadors in each Section and Region shall be at least 2%
272 of the Active Members in the Section or Region as of the beginning of each
273 fiscal year.

274

275 3. Each Section President and each Region Chair, or their designees, shall notify
276 Association headquarters of its Ambassador selections no later than 60 days
277 prior to the Association’s Annual Business Meeting.
278

279 H. Region Meetings
280

281 1. Region meetings (a) may be called by the Region Chair or (b) shall be called
282 upon the written request of 2.5% of the Active Members of the Region. The
283 purpose of the meeting shall be stated in the call, which shall be sent to all
284 Region members at least 15 days prior to the meeting.
285

286 2. To constitute a quorum for a Region business meeting, 2.5% of the Active
287 Members of the Region must be present in person or linked by means such
288 that all members participating in the meeting are able to hear each other.
289

290 **Section 2. Technical Directorates**
291

292 A. Technical Directorates
293

294 Members shall be associated with one or more of the following five technical
295 directorates (“Technical Directorates”) for the purpose of advancing the Association’s
296 purposes among individuals with similar technical interests:
297

298 1. Oil and Gas Directorate. The Oil and Gas Directorate shall include members
299 interested in the research, education, and application of the geoscience and
300 technologies related to the exploration, development, production, and
301 utilization of petroleum resources.
302

303 2. Alternative and Future Energy Directorate. The Alternative and Future Energy
304 Directorate shall include members interested in the research, education, and
305 application of the geoscience and technologies related to the exploration,
306 development, production, and utilization of non-petroleum energy resources;
307 commodity economics; and analysis and forecasting of future trends in energy
308 supply and demand.
309

310 3. Environmental Geosciences Directorate. The Environmental Geosciences
311 Directorate shall include members interested in the research, education, and
312 application of best practices in environmental geosciences, hydrogeology, and
313 related fields to promote environmental stewardship for energy exploration,
314 development, production, and utilization.
315

316 4. Business and Certification Directorate. The Business and Certification
317 Directorate shall coordinate and promote continuing education, professional
318 and ethical standards, adherence to the scientific method, and professional
319 certification for geoscientists.
320

321 5. Publications and Events Directorate. The Publications and Events Directorate
322 shall coordinate with the AAPG *Bulletin* Editor and AAPG staff to plan and
323 support AAPG's events, publications, and website.
324

325 B. Technical Directorate Governance
326

327 Each Technical Directorate shall adopt procedures for its governance that are
328 consistent with the Association's Bylaws.
329

330 C. Technical Directorate Membership
331

- 332 1. Any member is eligible to join any Technical Directorate.
333
- 334 2. Each member shall join at least one Technical Directorate and may join as
335 many Technical Directorates as the member chooses.
336
- 337 3. Members who join more than one Technical Directorate shall designate a
338 Primary Technical Directorate. Members may change their Primary Technical
339 Directorate designation by submitting a request to AAPG headquarters.
340

341 D. Technical Directorate Committees
342

343 Each Technical Directorate may form one or more committees of members focused
344 on topics relevant to the Directorate ("Technical Committees") in accordance with
345 policies and procedures established by the Board.
346

347 E. Technical Directorate Officers
348

- 349 1. Each Technical Directorate shall have one Technical Director, except the Oil
350 and Gas Directorate, which shall have two Technical Directors. Technical
351 Directors may select additional officers for the Technical Directorate at their
352 discretion.
353
- 354 2. Each Technical Director shall be an Active Member and shall be elected as
355 outlined in the Article titled "Board of Directors." All other Technical Directorate
356 officers shall also be Active Members.
357
- 358 3. If a Technical Director vacancy occurs, the Board shall fill the vacancy for the
359 remainder of the unexpired term in consultation with the Active Members of the
360 respective Technical Directorate.
361

362 F. Technical Directorate Meetings
363

- 364 1. Technical Directorate meetings (a) may be called by the Technical Director or
365 (b) shall be called upon the written request of 2.5% of the Active Members of
366 the Directorate. The purpose of the meeting shall be stated in the call, which

367 shall be sent to all members of the respective Technical Directorate at least 15
368 days prior to the meeting.

369
370 2. To constitute a quorum for a Technical Directorate business meeting, 2.5% of
371 the Active Members of the Directorate must be present in person or linked by
372 means such that all members participating in the meeting are able to hear each
373 other.

374
375 **Section 3. Membership Directorates**

376
377 A. Membership Directorates

378
379 Members shall be divided into the following three membership directorates
380 (“Membership Directorates”) for the purpose of advancing the Association’s purposes
381 among individuals with similar age, professional, public service, or stakeholder
382 demographics, or volunteer service interests:

383
384 1. Academic Relations Directorate. The Academic Relations Directorate shall
385 include administrators, faculty, staff, and students from academic institutions
386 who are interested in the research, education, and application of geoscience,
387 and other members who are interested in volunteer service to support
388 administrators, faculty, staff, and students from academic institutions.

389
390 2. Member Services Directorate. The Member Services Directorate shall include
391 members interested in creating and fostering member networks for specific
392 demographics (e.g., age, gender, job description, etc.).

393
394 3. Stakeholders Directorate. The Stakeholders Directorate shall include corporate
395 advisors, Section and affiliated society representatives, and other industry
396 leaders who are interested in building, maintaining, and furthering the external
397 relations of the Association.

398
399 B. Membership Directorate Committees

400
401 Each Membership Directorate may form one or more committees of members with
402 similar interests (“Membership Committees”) in accordance with policies and
403 procedures established by the Board.

404
405 C. Membership Directorate Officers

406
407 1. Each Membership Directorate shall have a Membership Director. Membership
408 Directors may select additional officers for the Membership Directorate at their
409 discretion.

410

- 411 2. Each Membership Director shall be an Active Member and shall be elected as
412 outlined in the Article titled "Board of Directors." All other Membership
413 Directorate officers shall also be Active Members.
414
415 3. If a Membership Director vacancy occurs, the Board shall fill the vacancy for
416 the remainder of the unexpired term in consultation with the Active Members of
417 the respective Membership Directorate.
418

419 **D. Membership Directorate Meetings**
420

- 421 1. Membership Directorate meetings (a) may be called by the Director or (b) shall
422 be called upon the written request of 2.5% of the Active Members of the
423 Directorate. The purpose of the meeting shall be stated in the call, which shall
424 be sent to all members of the respective Membership Directorate at least 15
425 days prior to the meeting.
426
427 2. To constitute a quorum for a Membership Directorate business meeting, 2.5%
428 of the Active Members of the Directorate must be present in person or linked
429 by means such that all members participating in the meeting are able to hear
430 each other.
431

432 **ARTICLE 5. MEMBERSHIP BUSINESS MEETINGS**
433

434 **Section 1. Annual Business Meeting**
435

- 436 A. An annual business meeting of the Association ("Annual Business Meeting") shall
437 be held at such time, date, and place selected by the Board at least 30 days prior
438 to the close of the fiscal year.
439
440 B. Notice of the Annual Business Meeting shall be provided to each member of the
441 Association at least 60 days prior to the meeting.
442

443 **Section 2. Special Business Meetings**
444

- 445 A. Special business meetings of the Association (a) may be called by the President
446 upon a majority vote of the Board or (b) shall be called by the President upon the
447 written request of a total of 2.5% of the Active Members of the Association from at
448 least four different Sections or Regions, or (c) shall be called by the President upon
449 the written request of two-thirds of the entire membership of a special governance
450 committee.
451
452 B. The purpose of the meeting shall be stated in the call, which shall be sent to all
453 members of the Association at least 20 business days prior to the meeting.
454

455 **Section 3. Quorum**
456

457 To constitute a quorum, 5% of the Active Members must be present in person or linked
458 by means such that all members participating in the meeting are able to hear each other.
459

460 **Section 4. Voting**

- 461
- 462 A. Unless otherwise specified in these Bylaws, all matters shall be decided by a
463 majority of the votes cast by Active Members.
464
- 465 B. Votes may be cast during a meeting of the members by the Active Members
466 present in person or virtually, or they may be cast outside of a meeting by mail,
467 electronic ballot, or other suitable means under Colorado law. In no event shall
468 votes cast during a meeting be counted together with votes cast outside of a
469 meeting. No proxy voting is permitted.
470

471 **ARTICLE 6. OFFICERS**

472

473 **Section 1. Officers**

474

475 The officers of the Association shall be the President, President-Elect, Immediate Past
476 President, Chief Executive Officer (“CEO”), Chief Financial Officer (“CFO”), Secretary,
477 and Treasurer (collectively, the “Officers”). The CEO shall serve as the Secretary and the
478 CFO shall serve as the Treasurer, except in the event of a vacancy in the office of CEO
479 or CFO, as outlined below.
480

481 **Section 2. Election and Term of Office**

- 482
- 483 A. The President-Elect shall be elected by the Active Members.
484
- 485 B. The President-Elect shall serve a term of three years. The first year shall be as
486 President-Elect. The second year, without further election, the President-Elect
487 shall become President and shall hold office for one year or until a successor is
488 elected and installed. The third year, without further election, the President shall
489 become the Immediate Past President.
490
- 491 C. Any Active Member elected to the office of President-Elect must be eligible to serve
492 as President-Elect, President, and Immediate Past President.
493
- 494 D. Past Presidents shall be ineligible to serve for re-election as President-Elect.
495
- 496 E. Officer terms begin on July 1 following the election.
497
- 498 F. Officers may be removed from office by the Active Members as provided in the
499 parliamentary authority specified in these Bylaws.
500

501 **Section 3. Duties**

502

503 A. The President shall be the chair of the Board and shall preside over all meetings
504 of the Board and of the Association. The President shall serve as the Board's
505 primary liaison to the Membership Directors and shall perform all other duties
506 ordinarily pertaining to the office of President and such duties prescribed by the
507 Board. The President shall present a report of activities during the term of office to
508 the members at the Annual Business Meeting.

509
510 B. The President-Elect shall serve as a member of the Board and shall perform all
511 duties prescribed by the Board or an officer authorized by the Board. In the
512 absence or incapacity of the President, the President-Elect shall fulfill the duties of
513 and possess all the powers of the President. The President-Elect shall serve as
514 the Board's primary liaison to the Technical Directorates through the Technical
515 Directors. The President-Elect shall serve as a non-voting, ex-officio member of
516 the Finance Committee.

517
518 C. The Immediate Past President shall serve as a member of the Board and as a non-
519 voting, ex-officio member of the Honors and Awards Committee, and Nominating
520 Committee. The Immediate Past President shall perform all duties prescribed by
521 the Board or an officer authorized by the Board.

522
523 D. The CEO shall be appointed by the Board to hold office at its pleasure and shall
524 perform all duties ordinarily pertaining to the office of CEO or prescribed by the
525 Board, including the daily operation of the Association subject to the general
526 supervision and direction of the Board. The CEO shall have the authority to
527 execute documents on behalf of the Association as directed by the Board.

528
529 The CEO shall serve as the Secretary of the Association, and in that role, shall be
530 the custodian for corporate records of the Association, shall prepare minutes of the
531 Board and the Association meetings, and shall authenticate all corporate records.

532
533 The CEO shall be a non-voting, ex-officio member of the Board and of the Finance
534 Committee.

535
536 E. The CFO shall be appointed by the Board to hold office at its pleasure and shall
537 perform all duties ordinarily pertaining to the office of CFO or prescribed by the
538 Board.

539
540 The CFO shall serve as the Treasurer of the Association, and in that role shall
541 oversee the financial operation of the Association, obtain an annual audit of
542 Association finances, and submit such audit to the Board. The CFO shall be a
543 non-voting, ex-officio member of the Board and of the Finance Committee.

544 **Section 4. Vacancies**

- 547 A. If a vacancy occurs in the office of President, the President-Elect shall succeed to
548 the office of President for the completion of that term and subsequently serve the
549 full one-year term that they were originally elected to serve as President.
550
- 551 B. A vacancy in the office of President-Elect shall remain unfilled until the next regular
552 President-Elect election.
553
- 554 C. A vacancy in the office of Immediate Past President shall be filled by the most
555 recent Past President who is available.
556
- 557 D. A vacancy in the office of CEO shall be filled by the Board. The Board shall select
558 an individual to fulfill the duties of Secretary until the hiring of a permanent CEO.
559
- 560 E. A vacancy in the office of CFO shall be filled by the Board. The Board shall select
561 an individual to fulfill the duties of Treasurer until the hiring of a permanent CFO.
562

563 **ARTICLE 7. BOARD OF DIRECTORS**

564 **Section 1. Authority**

- 567 A. Except as otherwise provided in these Bylaws, the Board shall exercise the
568 corporate powers set forth in the Colorado Revised Nonprofit Corporation Act and
569 shall manage or direct the management of the business and affairs of the
570 Association.
571
- 572 B. The Association will indemnify, defend, and hold harmless each member of the
573 Board from personal liability in all matters related to the Association to the full
574 extent permitted under Internal Revenue Code section 501(c)(6), any other
575 pertinent federal law or regulation, and under the Colorado Revised Nonprofit
576 Corporation Act.
577
- 578 C. The Board may adopt and amend policies and procedures necessary for the
579 administration and governance of the Association, provided such policies and
580 procedures are consistent with these Bylaws.
581
- 582 D. The Board shall select the AAPG *Bulletin* Editor in consultation with the Nominating
583 Committee.
584
- 585 E. The Board shall not have power to amend these Bylaws; to merge or dissolve the
586 Association; or to sell or otherwise dispose of all or substantially all of the
587 Association's assets.
588

589 **Section 2. Composition**

- 591 A. The Board shall consist of the Officers and eleven directors. The CEO and the
592 CFO shall be non-voting, ex-officio members of the Board.

- 593
594 B. There shall be six technical directors (“Technical Directors”); and five membership
595 directors (“Membership Directors”), including the Sections Director and the
596 Regions Director (each a “Director” and collectively, “the Directors”).
597
598 C. The Technical Directors shall be as follows: Oil and Gas Director 1, Oil and Gas
599 Director 2, Alternative and Future Energy Director, Environmental Geosciences
600 Director, Business and Certification Director, and Publications and Events
601 Director.
602
603 D. The Membership Directors shall be as follows: Academic Relations Director,
604 Member Services Director, Stakeholder Director, Sections Director, and Regions
605 Director.
606

607 **Section 3. Meetings**
608

- 609 A. The Board shall hold regular meetings. Meetings shall be held at such time, date,
610 and place as directed by the President. Notice of each meeting shall be provided
611 to each member of the Board no less than 10 days prior to the meeting.
612
613 B. Special meetings (a) may be called by the President or (b) shall be called by the
614 President upon the request of at least a majority of the Board, within 15 days of
615 receiving the request. Notice of the meeting shall be provided to each member of
616 the Board no less than 5 days prior to the meeting, unless at least two-thirds of the
617 entire Board consents to waive this notice requirement.
618
619 C. To constitute a quorum, a majority of the Board must be present in person or linked
620 by means such that all members participating in the meeting are able to hear each
621 other.
622
623 D. Decisions by the Board shall be made by a majority of the Board members present
624 and voting at a regular or special meeting.
625

626 **Section 4. Election and Term of Office**
627

- 628 A. Each Technical Director shall be elected by the Active Members in the Director’s
629 Technical Directorate and shall serve a term of three years or until a successor is
630 elected and installed.
631
632 B. The Academic Relations Director, Member Services Director, and Stakeholder
633 Director shall be elected by the Active Members, and each of these Directors shall
634 serve a term of three years or until a successor is elected and installed.
635
636 C. The Sections Director shall be elected by the Section Presidents from among the
637 Section Presidents and shall serve a term of one year or until a successor is

638 elected and installed. A vacancy in the position of Sections Director shall be filled
639 by the Section Presidents for the remainder of the unexpired term.

640
641 D. The Regions Director shall be elected by the Region Chairs from among the
642 Region Chairs and shall serve a term of one year or until a successor is elected
643 and installed. A vacancy in the position of Regions Director shall be filled by the
644 Region Chairs for the remainder of the unexpired term.

645
646 E. Elections of Directors shall be staggered so that no more than four Directors are
647 elected in any one year, except that the maximum number of Directors to be
648 elected shall be increased by the number of vacancies not previously filled by the
649 Board.

650
651 F. Director terms begin on July 1 following the election.

652
653 G. No Active Member shall serve more than one consecutive term in the same
654 Director position.

655
656 H. Directors may be removed from office by the Active Members as provided in the
657 parliamentary authority specified in these Bylaws.

658
659 **ARTICLE 8. COMMITTEES**

660
661 **Section 1. Standing and Special Committees**

662
663 A. The Association shall have the following standing committees: Honors and Awards
664 Committee, Nominating Committee, and Finance Committee.

665
666 B. The structure and membership of all standing committees shall be as outlined in
667 the committee charge unless otherwise provided for in these Bylaws.

668
669 C. All standing committees shall operate according to policies adopted by the Board,
670 provided that such policies are consistent with these Bylaws.

671
672 D. The President may appoint special committees at any time for any purpose
673 relevant to the purposes of the Association. In addition, a special governance
674 committee shall be formed upon a majority vote of the Board or at the request of
675 at least 2.5% of the Active Members. Special committees, including a special
676 governance committee, shall be assigned specific charges and report to the Board.

677
678 E. To constitute a quorum for a committee meeting, a majority of the Active Members
679 on a committee must be present in person or linked by means such that all
680 members participating in the meeting are able to hear each other.

681
682 F. All matters decided by a committee shall be decided by a majority of the votes cast
683 by Active Members at a meeting of the committee.

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Section 2. Honors and Awards

- A. The Honors and Awards Committee shall report to the Board and shall consist of one Active Member from each Section and Region with up to 2,000 Active Members, two Active Members from each Section and Region with at least 2,000 Active Members, and one Active Member from each Technical Directorate. Each Section, Region and Technical Directorate may select its Active Member or Members to serve on the Committee.
- B. The Immediate Past President shall be a non-voting, ex-officio Committee member and shall act as a liaison between the Committee and the Board.
- C. Committee members shall serve staggered three-year terms so that no more than four members of the Committee are elected in any one year, except that the maximum number of Committee members to be elected shall be increased by the number of vacancies not previously filled by the Board. No Committee member may serve consecutive terms.
- D. The Committee shall elect a chair and a vice-chair from among the existing Committee members, each of whom shall serve a one-year term. The vice-chair is eligible to be elected as chair, but neither the chair nor the vice-chair shall serve consecutive terms in the same position. The Immediate Past President may not serve as the chair.
- E. A vacancy on the Committee shall be filled by the Board with an Active Member from the Section, Region or Technical Directorate represented by the vacancy and in consultation with the leadership of the respective Section, Region, or Technical Directorate. A vacancy in the position of chair shall be filled by the vice-chair. A vacancy in the position of vice-chair shall be filled by the remaining members of the Committee. All vacancies shall be filled for the remainder of the unexpired term.
- F. The Honors and Awards Committee shall solicit nominations from the members for the awards to be given by the Association and make recommendations to the Board for award recipients according to a timeline established by the Board. The Board shall review the recommendations and upon a majority vote, approve the individuals to receive awards. Only candidates recommended by the Committee and approved by the Board may receive an award.
- G. Members of the Honors and Awards Committee, members of the Board, and Association staff and consultants are not eligible to receive an award.

Section 3. Nominating Committee

- A. The Nominating Committee shall report to the Board and shall consist of one member from each Section and Region with up to 2,000 Active Members, two

730 members from each Section and Region with at least 2,000 Active Members, and
731 one Active Member from each Technical Directorate. Each Section, Region and
732 Technical Directorate may select its Active Member or Members to serve on the
733 Committee.

734
735 B. The Immediate Past President shall be a non-voting, ex-officio Committee member
736 and shall act as a liaison between the Committee and the Board.

737
738 C. Committee members shall serve staggered three-year terms so that no more than
739 four members of the Committee are elected in any one year, except that the
740 maximum number of Committee members to be elected shall be increased by the
741 number of vacancies not previously filled by the Board. No Committee member
742 may serve consecutive terms.

743
744 D. The Committee shall elect a chair and a vice-chair from among the existing
745 Committee members, each of whom shall serve a one-year term. The vice-chair is
746 eligible to be elected as chair, but neither the chair nor the vice-chair shall serve
747 consecutive terms in the same position. The Immediate Past President may not
748 serve as the chair.

749
750 E. A vacancy on the Committee shall be filled by the Board with an Active Member
751 from the Section, Region or Technical Directorate represented by the vacancy and
752 in consultation with the leadership of the respective Section, Region, or Technical
753 Directorate. A vacancy in the position of chair shall be filled by the vice-chair. A
754 vacancy in the position of vice-chair shall be filled by the remaining members of
755 the Committee. All vacancies shall be filled for the remainder of the unexpired term.

756
757 **Section 4. Finance Committee**

758
759 A. The Finance Committee shall report to the Board and shall consist of one Active
760 Member from each Technical Directorate and Membership Directorate, and the
761 Sections Director and Regions Director. Each Technical Directorate and
762 Membership Directorate may select an Active Member to serve on the Committee.

763
764 B. The Finance Committee shall study the financial needs of the Association,
765 recommend ways of securing adequate funds for the proper operation of the
766 Association, and assist the Board in reviewing the budget. The Committee shall
767 recommend the next year's budget to the Board for approval.

768
769 C. The President-Elect, CEO, and CFO shall serve as non-voting, ex-officio
770 Committee members.

771
772 D. Committee members shall serve staggered three-year terms so that no more than
773 three members of the Committee are elected in any one year, except that the
774 maximum number of Committee members to be elected shall be increased by the

775 number of resignations and removals not previously filled by the Board. No
776 Committee member may serve consecutive terms.
777

778 E. The Committee shall elect a chair and a vice-chair from among the existing
779 Committee members, each of whom shall serve a one-year term. The vice-chair is
780 eligible to be elected as chair, but neither the chair nor the vice-chair shall serve
781 consecutive terms in the same position. Neither the President-Elect, CEO, or CFO
782 may serve as the chair.
783

784 F. A vacancy on the Committee shall be filled by the Board with an Active Member
785 from the Membership or Technical Directorate represented by the vacancy and in
786 consultation with the leadership of the respective Membership or Technical
787 Directorate. A vacancy in the position of chair shall be filled by the vice-chair. A
788 vacancy in the position of vice-chair shall be filled by the remaining members of
789 the Committee. All vacancies shall be filled for the remainder of the unexpired term.
790

791 G. Current members of the Board, other than the Sections Director and Regions
792 Director, President-Elect, CEO and CFO, are not eligible to serve on the
793 Committee.
794

795 **ARTICLE 9. ELECTIONS**
796

797 A. No later than October 15 of each year, the Nominating Committee shall solicit
798 nominations from the Association members for positions to be elected by the
799 Active Members.
800

801 B. No later than November 15 of each year, the Nominating Committee shall present
802 to the Board at least two nominees for each position to be elected by the Active
803 Members.
804

805 C. Members of the Nominating Committee are not eligible to be nominated for any
806 position to be elected by the Active Members.
807

808 D. Current members of the Board are not eligible to be nominated for President-Elect.
809

810 E. Upon a two-thirds vote of the entire membership of the Board, the Board may
811 request that the Nominating Committee present an alternative nominee to one or
812 both nominees presented by the Nominating Committee for a position.
813

814 F. Additional nominations for positions to be elected by the Active Members may be
815 made by a petition signed by no fewer than a total of 50 Active Members from at
816 least four different Sections and Regions and submitted to Association
817 headquarters at least 30 days before the distribution of ballots.
818

819 G. No Active Member shall be placed on the ballot for any position elected by the
820 Active Members, whether nominated by the Nominating Committee or by petition,

821 who fails to meet the qualifications for the position for which the Active Member is
822 nominated.

823
824 H. All Region and Association elections shall be held via electronic ballot distributed
825 to all Active Members by Association headquarters. Ballots shall be distributed no
826 later than 90 days prior to the Annual Business Meeting. Active Members shall be
827 given at least 30 days to cast a ballot in any Region election and at least 60 days
828 to cast a ballot in any Association election.

829
830 **ARTICLE 10. PARLIAMENTARY AUTHORITY**

831
832 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall
833 govern the Association in all cases to which they are applicable and in which they are not
834 inconsistent with these Bylaws and any special rules of order the Association may adopt.

835
836 **ARTICLE 11. AMENDMENTS**

837
838 A. These Bylaws, including any appendices to them, may be amended upon (1) a
839 recommendation of the Board, (2) a recommendation of a special governance
840 committee, or (3) a petition signed by at least a total of 2.5% of the Active Members
841 from at least four different Sections or Regions, provided the amendment is
842 considered at an Association meeting and receives a favorable vote from at least
843 two-thirds of the ballots cast by Active Members following the meeting at which it
844 is considered. A ballot shall be sent by mail, electronic mail, or other suitable
845 means under Colorado law to all Active Members within 60 days after the meeting
846 at which an amendment is considered, and ballots received within 60 days of such
847 mailing shall be counted.

848
849 B. Any proposed amendment submitted by petition must be submitted to the
850 President no later than 90 days prior to the meeting at which it will be considered.

851
852 C. Any proposed amendment shall be reviewed for legality by the Association's legal
853 counsel before notice of the amendment is given to the members.

854
855 D. Notice of any amendment to be considered at a meeting shall be given to the
856 members no later than 60 days prior to the meeting.

857
858 **ARTICLE 12. DISSOLUTION**

859
860 A. In the event of the Association's dissolution, the Association shall distribute any
861 assets remaining after the discharge of all liabilities, for charitable, scientific, or
862 educational purposes in strict compliance with exemption provided under Section
863 501(c)(6) of the Internal Revenue Code of 1986.

864
865 B. Any such assets not so disposed of shall be disposed of by a court of competent
866 jurisdiction located in the District Court of the District of Arapahoe County,

867 exclusively for such purposes or to such organization or organizations as said court
868 shall determine, which are organized and operated exclusively for such purposes.
869
870 C. No member of the Association shall have any right or interest in or to the property
871 or assets of the Association.
872

HOD DRAFT

873

APPENDIX A

874

AAPG CODE OF ETHICS

875

876

SECTION 1. GENERAL PRINCIPLES

877

878

1. Geology is a profession, and the privilege of professional practice requires professional morality and professional responsibility.

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2. Honesty, integrity, loyalty, fairness, impartiality, candor, fidelity to trust, and inviolability of confidence are incumbent upon every member as professional obligations.

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3. All members, regardless of classification, shall be guided by high standards of business ethics, personal honor, and professional conduct.

886

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SECTION 2. RELATION OF MEMBERS TO THE PUBLIC

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890

1. Members shall not make false, misleading, or unwarranted statements, representations or claims in regard to professional matters, nor shall they engage in false or deceptive advertising.

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894

2. Members shall not permit the publication or use of their reports or maps for any unsound or illegitimate undertakings.

895

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897

3. Members shall not give professional opinions, make reports or give legal testimony without being as thoroughly informed as reasonably required.

898

899

900

SECTION 3. RELATION OF MEMBERS TO EMPLOYERS AND CLIENTS

901

902

1. Members shall disclose to prospective employers or clients the existence of any pertinent competitive or conflicting interests.

903

904

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2. Members shall not use or divulge any employer's or client's confidential information without their permission and shall avoid conflicts of interest that may arise from information gained during geological investigations.

906

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SECTION 4. RELATION OF MEMBERS TO ONE ANOTHER

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1. Members shall not falsely or maliciously attempt to injure the reputation or business of others.

912

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2. Members shall freely recognize the work done by others, avoid plagiarism, and avoid the acceptance of credit due others.

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3. Members shall endeavor to cooperate with others in the profession and shall encourage the ethical dissemination of geological knowledge.

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SECTION 5. DUTY TO THE ASSOCIATION

1. Members of the Association shall aid in preventing the election to membership of those who are unqualified or do not meet the standards set forth in this code of ethics.
2. By applying for or continuing membership in the Association each member agrees to uphold the ethical standards set forth in this code of ethics.
3. Members shall not use AAPG membership to imply endorsement, recommendation, or approval by the Association of specific projects or proposals.

SECTION 6. DISCIPLINE FOR VIOLATIONS OF STANDARDS

Members violating any standard prescribed in this article shall be subject to discipline as provided by policies and procedures adopted by the Board.

HOD DRAFT

937 ***Provisos (Adopted Simultaneously with Proposed Bylaws):***

938

939 *All of the dates noted below are reflected in a chart on the last page of this document.

940

941 **Special Transition Governance Committee**

942

943 A Special Transition Governance Committee shall be formed on the date these Bylaws
944 are adopted and shall be dissolved three years after the date these Bylaws are adopted.

945 The Special Transition Governance Committee shall be structured as follows:

946

947 1. The Special Transition Governance Committee shall report to the Board and shall
948 consist of the individuals who are members of the House of Delegates Constitution
949 and Bylaws Committee on the date these Bylaws are adopted.

950

951 2. The Special Transition Governance Committee shall (1) review the governing
952 documents of the Association and identify opportunities for improved governance
953 practices, and (2) make recommendations to the Board and the Association regarding
954 proposed amendments to the Bylaws.

955

956 3. The Immediate Past President shall be a non-voting, ex-officio Committee member
957 and shall act as a liaison between the Committee and the Board.

958

959 4. Committee members shall serve three-year terms.

960

961 5. The Committee shall elect a chair and a vice-chair from among the existing Committee
962 members, each of whom shall serve a one-year term. The vice-chair is eligible to be
963 elected as chair, but neither the chair nor the vice-chair shall serve consecutive terms
964 in the same position. The Immediate Past President may not serve as the chair.

965

966 6. A vacancy in the position of Committee chair shall be filled by the vice-chair. A vacancy
967 in the position of Committee vice-chair shall be filled by the remaining members of the
968 Committee. Any vacancy other than chair or vice-chair shall be filled at the Board's
969 discretion in consultation with the current members of the Committee. In no event shall
970 the number of Committee members be fewer than 13. All vacancies shall be filled for
971 the remainder of the unexpired term.

972

973 7. Members of the Board are not eligible to serve on the Committee.

974

975

976 **2024–2025 Association and Region Leaders:**

- 977
- 978 1. On the date these Bylaws are adopted, the Officers and Board, and their terms,
- 979 shall be as follows:
- 980

Officers	Name	Term
President	Deborah Sacrey ¹	2024–2025
President-Elect	Incoming 2024 President-Elect ²	2024–2025
Immediate Past President	Claudia Hackbarth ³	2024–2025
Secretary	David Curtiss ⁴	N/A
Treasurer	Bryan Haws ⁵	N/A

Technical Directors	Name	Term
Oil and Gas Director 1	Incoming 2024 HOD Chair (Kenneth Mohn) ¹	2024–2025
Oil and Gas Director 2	Molly Turko ⁶	2024–2025
Alternative and Future Energy Director	Incoming 2024 EMD President ²	2024–2025
Environmental Geosciences Director	Incoming 2024 DEG President ²	2024–2025
Business and Certification Director	Incoming 2024 DPA President ²	2024–2025
Publications and Events Director	Matthew Pranter ³	2024–2025

Membership Directors	Name	Term
Regions Director	Sa'id Hajri ¹	2024–2025
Sections Director	Incoming 2024 Sections VP ²	2024–2025
Stakeholder Relations Director	Incoming 2024 Treasurer ²	2024–2025
Member Services Director	Sarah Barnes ¹	2024–2025
Academic Relations Director	TBD ⁷	2024–2025

- 981
- 982 ¹ Elected in 2023 under current Bylaws' election cycle and currently serving in office
- 983 ² Elected in 2024 under current Bylaws' election cycle
- 984 ³ Elected in 2022 under current Bylaws' election cycle and currently serving in office
- 985 ⁴ Current AAPG Executive Director, serving as an employee at the pleasure of the
- 986 Board
- 987 ⁵ Current AAPG Controller, serving at as an employee at the pleasure of the Board
- 988 ⁶ Elected in 2023 and currently serving a two-year term as PSGD President
- 989 ⁷ To be elected by the Board in consultation with the Special Transition Governance
- 990 Committee within 45 days following the date these Bylaws are adopted

991 2. The 2024–2025 Region Chairs shall be as follows:
 992

Region	Name	
Africa	Nillian Mulemi	Incoming President ¹
Asia Pacific	Herman Darman	Current President ²
Europe	Maria Mutti	Current President ²
Latin American and Caribbean	Xavier Ravi Moonan	Current President ²
Middle East	Ahmed Mohammed Al-Hakami	Current President ²
Canada	Marc H. Enter	Current President ²

993
 994 ¹ Elected in 2022 under current Bylaws’ election cycle
 995 ² Elected in 2023 under current Bylaws’ election cycle and currently serving in office
 996

997 **Technical Directorates**
 998

- 999 3. The current Divisions shall be included as committees in the following Technical
 1000 Directorates:
 1001
 1002 a. Petroleum Structure and Geomechanics Division → Oil and Gas Directorate
 1003 b. Energy Minerals Division → Alternative and Future Energy Directorate
 1004 c. Division of Environmental Geosciences → Environmental Geosciences
 1005 Directorate
 1006 d. Division of Professional Affairs → Business and Certification Directorate
 1007
 1008 4. The ballot for the proposed Bylaws shall include a question asking each member
 1009 to indicate which Technical Directorates they would like to join. Each member
 1010 returning a ballot must select at least one Technical Directorate. Any member who
 1011 returns a ballot shall be assigned to the Technical Directorates they selected for
 1012 the remainder of the 2024–2025 membership year.
 1013
 1014 5. No later than 15 days following the adoption of these Bylaws, AAPG headquarters
 1015 shall issue a survey to all members who did not vote on the proposed Bylaws with
 1016 a question asking each member to indicate which Technical Directorates they
 1017 would like to join. Any member who returns a survey prior to the deadline for
 1018 paying 2025–2026 membership dues shall be assigned to the Technical
 1019 Directorates of their choice for the remainder of the 2024–2025 membership year.
 1020

1021 **Membership Directorates**
 1022

- 1023 6. No later than 30 days following the adoption of these Bylaws, the Stakeholder
 1024 Relations Director, Member Services Director, and Academic Relations Director
 1025 shall meet with each of the Association membership groups existing prior to
 1026 adoption of these Bylaws – e.g., Women’s Network, Young Professionals
 1027 Network, Corporate Advisory Board – to discuss the members’ interest in the
 1028 group’s continuation and their preferences for involvement in a Membership

1029 Directorate. The Directors shall report the information gathered from their
1030 meetings with their respective membership groups to the Board.

1031
1032 7. No later than 45 days following the adoption of these Bylaws, the Board shall
1033 notify each membership group of the Membership Directorate to which they
1034 belong.

1035
1036 8. All membership groups existing prior to adoption of these Bylaws that express an
1037 interest in continuing to exist may do so.

1038
1039 **Policies and Procedures:**

1040
1041 9. No later than 60 days following the adoption of these Bylaws, the Board shall
1042 adopt policies and procedures for nomination and election of Association-elected
1043 positions for the 2025 election and for giving Association awards in 2025. Upon
1044 adoption, the Board shall publish the policies and procedures to all members.

1045
1046 10. For the 2025 election and the 2025 Association awards, the Board shall adopt
1047 policies and procedures that are identical to the current nomination and election,
1048 and awards policies and procedures in every material respect, making only those
1049 additions and changes that are necessary to implement the timing and provisions
1050 outlined in the proposed Bylaws. In adopting such policies and procedures, the
1051 Board shall consult with members of the Advisory Council existing prior to
1052 adoption of these Bylaws and members of the current Honors and Awards
1053 Committee existing prior to adoption of these Bylaws as necessary.

1054
1055 11. No later than 60 days following the adoption of these Bylaws, the Board shall
1056 adopt policies and procedures to govern the formation of Technical Committees
1057 and Membership Committees in consultation with Association staff and
1058 stakeholders.

1059
1060 **Region Elections**

1061
1062 12. No later than 15 days following the adoption of these Bylaws, the Region Chairs
1063 shall coordinate with AAPG headquarters to issue a call for nominations for the
1064 positions listed below. Any Association member in the Region may nominate any
1065 Active Member in the Region for these positions. The deadline for submitting
1066 nominations is 45 days following the adoption of these Bylaws.

1067
1068 a. Region Chair-Elect, 2024–2025

- 1069
1070 ● Africa
1071 ● Europe
1072 ● Latin America and Caribbean
1073 ● Middle East
1074 ● Canada

1075
1076 *The Asia Pacific Region currently has a Chair whose term expires in 2026
1077 and thus does not need to elect a Region Chair-Elect until the 2025
1078 elections.

- 1079
1080 b. Region Secretary/Treasurer, 2024–2025
1081
1082 ● All Regions
1083
1084 c. Region Nominating Committee Member
1085
1086 ● 1-Year Term (2024–2025) – Latin America and Caribbean, and Africa
1087 ● 2-Year Term (2024–2026) – Asia Pacific and Middle East
1088 ● 3-Year Term (2024–2027) – Europe and Canada
1089
1090 d. Region Honors and Awards Committee Member
1091
1092 ● 1-Year Term (2024–2025) – Asia Pacific and Middle East
1093 ● 2-Year Term (2024–2026) – Europe and Canada
1094 ● 3-Year Term (2024–2027) – Latin America and Caribbean, and Africa
1095
1096 13. No later than 60 days following the adoption of these Bylaws, the Region Chairs
1097 shall coordinate with AAPG headquarters to issue ballots for the positions to be
1098 elected in each Region. The deadline for submitting a ballot shall be 90 days
1099 following the adoption of these Bylaws.

1100
1101 **Committee Composition**
1102

- 1103 14. No later than 15 days following the adoption of these Bylaws, AAPG headquarters
1104 shall notify each Section President that they need to select an Active Member or
1105 Members to serve on the Nominating Committee for terms as outlined below. The
1106 deadline for selection shall be 90 days following the adoption of these Bylaws.
1107
1108 a. 1-Year Term (2024–2025) – Gulf Coast and Eastern
1109 b. 2-Year Term (2024–2026) – Gulf Coast, Pacific, and Mid-Continent
1110 c. 3-Year Term (2024–2027) – Rocky Mountain and Southwest
1111
1112 15. No later than 15 days following the adoption of these Bylaws, AAPG headquarters
1113 shall notify each Section President that they need to select an Active Member or
1114 Members to serve on the Honors and Awards Committee for terms as outlined
1115 below. The deadline for selection shall be 90 days following the adoption of these
1116 Bylaws.
1117
1118 a. 1-Year Term (2024–2025) – Rocky Mountain and Southwest
1119 b. 2-Year Term (2024–2026) – Gulf Coast and Eastern
1120 c. 3-Year Term (2024–2027) – Gulf Coast, Pacific, and Mid-Continent

- 1121
1122 16. No later than 90 days following the adoption of these Bylaws, each Technical
1123 Director shall select an Active Member or Members of their respective Technical
1124 Directorate to serve on the Nominating Committee, Honors and Awards
1125 Committee, and Finance Committee for the 2024–2025 Term.
1126
1127 17. No later than 90 days following the adoption of these Bylaws, the Stakeholders
1128 Director, Member Services Director, and Academic Relations Director shall select
1129 an Active Member of their respective Membership Directorate to serve on the
1130 Finance Committee for the 2024–2025 Term.
1131

1132 **Officer and Director Elections for the 2025–2026 Term**
1133

- 1134 18. No later than November 15, 2024, the Nominating Committee, Special Transition
1135 Governance Committee, Honors and Awards Committee, and Finance
1136 Committee shall elect a committee chair and vice-chair.
1137
1138 19. No later than November 20, 2024, the Nominating Committee shall coordinate
1139 with AAPG Headquarters to distribute a call for nominations for all
1140 Association-elected positions, which will be as follows:
1141
1142 a. President-Elect, 2025–2026
1143 b. Oil and Gas Director 1, 2025-2027
1144 c. Oil and Gas Director 2, 2025-2028
1145 d. Alternative and Future Energy Director, 2025-2027
1146 e. Environmental Geosciences Director, 2025-2028
1147 f. Business and Certification Director, 2025-2026
1148 g. Publications and Events Director, 2025-2028
1149 h. Stakeholder Relations Director, 2025-2027
1150 i. Member Services Director, 2025-2026
1151 j. Academic Relations Director, 2025-2028
1152
1153 20. The deadline for submitting nominations to the Nominating Committee for all
1154 Association-elected positions shall be December 20, 2024.
1155
1156 21. No later than January 20, 2024, the Nominating Committee shall submit to the
1157 Board the names of at least two candidates for each Association-elected
1158 positions.
1159
1160 22. No later than February 20, 2025, the Nominating Committee shall finalize its slate
1161 of candidates for each Association-elected position and coordinate with AAPG
1162 headquarters to publish it to the Association members.
1163
1164 23. Any Active Member seeking to run for an Association-elected position by petition
1165 must meet all of the requirements to do so, as specified in the policies and
1166 procedures, no later than March 20, 2025 in order to be placed on the ballot.

- 1167
1168 24. No later than April 1, 2025, AAPG headquarters shall distribute ballots for all
1169 Association-elected offices to all Active Members. The deadline for submitting a
1170 ballot shall be May 30, 2025.
1171
- 1172 25. No later than February 20, 2025, AAPG headquarters shall notify the Region
1173 Chairs and the Section Presidents that they need to elect a Regions Director for
1174 a 2025–2027 term and Sections Director for a 2025–2026 term, respectively, no
1175 later than May 30, 2025.
1176
- 1177 26. No later than May 30, 2025, the Region Chairs shall elect a Regions Director for
1178 a 2025–2027 term and notify AAPG headquarters of the results of the election.
1179
- 1180 27. Any vacancy in a 2024–2025 Committee or Director position shall be filled by the
1181 Board for the remainder of the unexpired term.
1182

1183 **Dues**
1184

- 1185 28. No change in the amount of dues shall occur prior to the 2025 fiscal year.
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1187 **Honors and Awards**
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- 1189 29. The honors and awards given by AAPG, the House of Delegates of AAPG, and
1190 the Divisions of AAPG prior to the adoption of these Bylaws shall be maintained
1191 until through the 2024 fiscal year.
1192

1193 **Staff and Board Authorization**
1194

- 1195 30. AAPG staff shall be authorized to correct article and section designations,
1196 punctuation, and cross references, and to make any other technical and
1197 non-substantive conforming changes in this document as may be necessary to
1198 reflect the intent of the voting members.
1199
- 1200 31. The Board shall be authorized to make all transition decisions necessary to
1201 achieve the intent of this document and to implement it, provided such decisions
1202 do not conflict with Colorado law.
1203

IF REVISION IS ADOPTED – TRANSITION MILESTONES

Date/ Days After Adoption	Event	Responsible Party
15 days	Survey sent to each member asking which Technical Directorates they would like to join	AAPG Headquarters
	Call for nominations for positions to be elected by each Region	AAPG Headquarters
30 days	Stakeholder Relations, Member Services, and Academic Relations Directors meet with each membership group to discuss the group’s continuation and preferences for involvement in a Membership Directorate	Respective Directors
45 days	Board notifies each membership group of the Membership Directorate to which they belong	Board of Directors
	Deadline for Region election nominations	Region Members
60 days	Ballots sent for Region elections	AAPG Headquarters
	Board adopts policies and procedures to govern the nomination and election of Association-elected positions for the 2025 election, and the process for giving Association awards in 2025	Board of Directors
90 days	Deadline for return of Region election ballots	Region Members
	Deadline for selection of Region representatives on Nominations and Honors and Awards Committees	Region Members
	Deadline for selection of Section representatives on Nominations and Honors and Awards Committees	Section Presidents
	Deadline for selection of Technical Directorate representatives on Nominations, Honors and Awards, and Finance Committees	Technical Directors
	Deadline for selection of Membership Directorate representatives on Finance Committee	Membership Directors
November 15	Deadline for Nominating, Special Transition Governance, Honors and Awards, and Finance Committees to elect a Committee chair and vice-chair	Respective Committees
November 20	Call for nominations for all 2025–2026 Association-elected positions	AAPG Headquarters
December 20	Deadline for 2025–2026 Association-elected position nominations	Members
January 20, 2025	Nominating Committee submits names of at least two candidates for each Association-elected position to Board	Nominating Committee
February 20, 2025	Nominating Committee finalizes slate of candidates for each Association-elected position and coordinates with AAPG Headquarters to publish it to the members	Nominating Committee AAPG Headquarters
	AAPG headquarters notifies Region Chairs and Section Presidents that they need to elect a Regions Director for a 2025–2027 term and Sections Director for a 2025–2026 term, respectively, no later than May 30, 2025	AAPG Headquarters
March 20, 2025	Deadline for submission of petition candidacy	Active Members
April 1, 2025	Ballot sent to Active Members for all Association-elected offices	AAPG Headquarters
May 30, 2025	Deadline for submitting ballots for Association-elected positions	Active Members