



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.

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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.

1 **THE AMERICAN ASSOCIATION OF PETROLEUM GEOLOGISTS**
2 **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 of acceptable academic standards;
42 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. Members may hold office, vote in Association affairs, sponsor membership
49 applications, and refer to themselves as Members of the Association.
50 a. All Member applicants shall submit an application form authorized by the
51 executive committee that includes the endorsement of one Member in good
52 standing, attesting to the applicant's training and experience. The executive
53 committee shall determine all questions of eligibility, except that the executive
54 committee may not waive the endorsement or professional experience
55 requirements.
56 b. The executive committee shall publish the names of approved applicants
57 along with the names of their sponsors. If no objections to the application are
58 received within sixty days, the executive committee shall notify the applicant
59 of his or her acceptance. Objections must include a full statement of the
60 circumstances on which the objection is based and be signed by the Member
61 raising the objection. The executive committee shall take the objection under
62 consideration and make a final determination as to eligibility at its sole
63 discretion.
64
65 3. Emeritus Members – Members may request emeritus status when they have
66 reached the age of sixty-five (65), are in good standing, and have been members
67 of any classification for thirty years, including time spent in military service. The
68 request shall be sent to the executive director. Emeritus Members shall retain all
69 privileges as Members, but shall pay 50% of the Member dues.
70
71 4. Honorary Members – Recipients of the Sidney Powers Memorial Medal Award
72 and other members who have contributed distinguished service to the cause of
73 petroleum geology may be granted honorary membership by the executive
74 committee. Honorary members shall be granted all of the privileges of Members,
75 and shall not be required to pay dues.

76
77 B. Students

78 Any student majoring in geology or in a field of study related to or generally
79 associated with geology at a college of acceptable academic standards may apply
80 for student membership. Student membership shall terminate twenty-four (24)
81 months after termination of academic enrollment and student members will be
82 reclassified as associates.

83
84 C. Associates

85 Any person not qualified for any other class of membership, who is a graduate of a
86 college of acceptable academic standards and whose employment is associated
87 with geological science, may apply to be an associate. The executive committee
88 may waive this degree requirement in favor of adequate professional experience and
89 standing in the profession.
90

91 Section 2. Dues

92 A. Dues shall be billed and payable in advance of the fiscal year in accordance with a

93 schedule established by the executive committee. The fiscal year shall begin on July
94 1 and end on June 30. Written notification by mail, electronic mail, or other suitable
95 means shall be provided to each Member, student and associate before July 1 of
96 each year, stating the amount of annual dues owed. Dues shall not be refundable.
97 Those previously designated as life members shall not be required to pay dues.
98

99 B. Dues may not exceed the following:

100 Member - \$125.00

101 Emeritus Member - \$62.50

102 Student - \$10.00

103 Associate - \$125.00
104

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

107 Level 1 – Annual income greater than \$50,000;

108 Level 2 – Annual income greater than \$25,000 but not more than \$50,000; and

109 Level 3 – Annual income of \$25,000 or less.
110

111 Level 2 dues shall be one-half of Level 1 dues; Level 3 dues shall be one-fourth of
112 Level 1 dues; provided that annual dues may not be less than \$20.00 for any level. A
113 Member or an associate whose annual income is in Level 2 or Level 3 may pay dues
114 which correspond with any higher level of annual income. The executive committee
115 may provide for access to the Bulletin and the Explorer by different means for
116 persons paying different levels of dues.
117

118 D. Dues for Members and associates may not be changed more than 20% in any given
119 year.
120

121 Section 3. Membership Meetings

122 The Association shall hold at least one stated meeting of its members each year, at a
123 time and place designated by the executive committee.
124

125 Section 4. Loss of Membership

126 A. Any member may resign at any time from the Association; such resignation shall be
127 in writing and shall be accepted by the executive committee.
128

129 B. Any member whose dues are in arrears for more than sixty days but less than one
130 year shall be suspended from membership. Any member whose dues are in arrears
131 for more than one year shall forfeit membership.
132

133 C. Any member who resigns, who forfeits membership for non-payment of dues, or who
134 is expelled for ethical reasons shall cease to have any rights in the Association and
135 shall not incur further indebtedness to the Association.
136

137 D. Any person who has been removed from membership, except by expulsion, may be
138 reinstated by unanimous vote of the executive committee, upon fulfillment of such

139 requirements as may be established by the executive committee. A person who has
140 been expelled may be reinstated as provided for in the AAPG Disciplinary Code.

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144 **ARTICLE IV - OFFICERS**

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146 **Section 1. Officers**

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

149
150 A. President

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

156
157 B. President-elect

158 The president-elect shall serve as a member of the executive committee, shall
159 present a budget for the ensuing year to the executive committee, and succeed to
160 the office of president following the term as president-elect.

161
162 C. Vice president-sections

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

165
166 D. Vice president-regions

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

169
170 E. Secretary

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

176
177 F. Treasurer

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

185 G. Editor
186 The editor shall have general supervision of and final authority in soliciting,
187 accepting, and rejecting all material on technical subjects for publication; have policy
188 oversight and responsibility for editorial content of all technical and peer-reviewed
189 publications; submit an annual report of editorial activities to the executive
190 committee; and, with the approval of the executive committee, appoint volunteer
191 editors as deemed necessary.
192

193 Section 2. Terms of Office

- 194 A. Terms of office shall be from July 1 to June 30. No officer may serve a successive
195 term.
196
197 B. The terms of office for the president-elect and president shall be for one year. The
198 president-elect shall succeed to the office of president following the term as
199 president-elect.
200
201 C. The vice president-sections, the vice president-regions, the secretary, and the
202 treasurer shall serve two year staggered terms. The terms of the vice president-
203 sections and the treasurer shall begin in even numbered years and the terms of the
204 vice president-regions and the secretary shall begin in odd numbered years.
205
206 D. The term of office for the editor shall be three years.
207

208 Section 3. Eligibility

- 209 A. No person may hold more than one of the following positions during the same term:
210 • Association officer;
211 • House of delegates officer;
212 • Immediate past chair of the house of delegates;
213 • Division president; and
214 • Elected advisory council member.
215
216 B. In addition, no person currently serving in the aforementioned positions may become
217 a candidate during the term of office or for one year immediately following such term,
218 and no past president may hold any of these positions for a period of three years
219 following a term as president.
220
221 C. A candidate for the office of vice president-sections must reside within the United
222 States and be a Member of a section.
223
224 D. A candidate for the office of vice president-regions must reside outside of the United
225 States and be a Member of a region.
226

227 Section 4. Election

- 228 A. The advisory council shall annually recommend two or more candidates for each of
229 the available offices, and shall report to the executive committee by November 15 of
230 each year.

- 231 B. The executive committee shall approve the ballot, placing two candidates for each
232 available office. To change the order of candidates or the office for which a
233 candidate is nominated by the advisory council shall require the affirmative vote of at
234 least five members of the executive committee. If the executive committee changes
235 the office for which a candidate is nominated, such candidate shall be given the
236 opportunity to decline such candidacy.
237
- 238 C. Candidates shall be announced to members via email on or before December 1.
239 Additional nominations may be made by written petition or email of fifty (50) or more
240 Members in good standing received by the executive director at Association
241 headquarters not later than January 31.
242
- 243 D. The names of candidates shall be published in the *Explorer* or by other suitable
244 means by January 1. Petition candidates will be announced no later than February
245 15.
246
- 247 E. The executive committee shall then prepare a ballot, which may be a printed,
248 electronic, or other suitable ballot, listing the candidates for each office, which shall
249 be distributed to each member on or before April 1. Ballots must be returned by May
250 15. The ballot committee shall count the ballots promptly after May 15 and report the
251 results to the president. A majority of all votes cast for an office shall be necessary
252 for election. In case of a tie vote the executive committee shall cast one (1)
253 additional deciding vote.
254
- 255 F. In there are more than two (2) candidates for any office, then the election shall be by
256 preferential voting, and voters shall mark their preferences in order. If no candidate
257 receives a majority after the first choice ballots have been counted, the ballots for
258 the candidate with the least number of first place votes shall then be allocated by the
259 second choice. This process shall be repeated until one of the candidates receives a
260 majority vote.
261
- 262 G. The vote totals for all elections conducted by this Association shall not be released
263 except upon written approval of all candidates for that specific office. In such case,
264 the results will be released to each of those candidates. Subsequent disclosure of
265 the results shall also require the specific written approval of each candidate for that
266 office.
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268 Section 5. Vacancies

269 Vacancies shall be filled as follows:

- 270 1. A vacancy in the office of president shall be filled by the vice president whose
271 term of office started earliest.
- 272 2. A vacancy in the office of president-elect, vice president-sections, or vice
273 president-regions shall be filled by a special election called by the executive
274 committee. Any such ballot may consist of any combination of mail, electronic
275 mail, or other suitable means.
- 276 3. A vacancy occurring in the office of secretary, treasurer, or editor shall be filled

277 by the unsuccessful candidate for that office in the most recent election. If there
278 was more than one unsuccessful candidate for that office consenting to serve if
279 elected, the vacancy will be filled by a special election, which may be by
280 preferential balloting. If no candidates are willing to serve if elected, the executive
281 committee may fill such vacancy.
282 4. A vacancy in the office of editor shall be filled by a candidate nominated by the
283 advisory council in consultation with the editorial board, with final approval by the
284 executive committee.

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286 Section 6. Officer Eligibility for Nominations and Awards

287 A. No officer may be selected for an honor or award by the executive committee during
288 and for one year immediately following the term, except for an honor or award that
289 has been determined by an impartial convention judging process.

290

291 B. No candidate for an officer or position may be selected for any honor or award given
292 by any Association component during the period of their candidacy, unless the honor
293 or award has been announced prior to the announcement of their candidacy, or
294 determined by an impartial convention judging process.

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ARTICLE V – EXECUTIVE COMMITTEE

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299 Section 1. Composition

300 The executive committee shall be composed of the following:

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- President
- President-elect
- Vice president-sections
- Vice president-regions
- Secretary
- Treasurer
- Editor
- Chair, house of delegates

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Section 2. Authority

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

- Have sole responsibility for all matters regarding the external affairs of this Association;
- Designate the time and place of the annual meeting of the Association
- Supervise the election of officers and filling of vacancies;
- Determine the adequacy of applicant qualifications and classifications;
- Maintain a headquarters and staff;
- Accept, create, and administer the funds and accounts of this Association, appointing trustees to manage such funds;
- Establish such fiscal policies as may be appropriate;

- 323 • Serve as an appeal authority in all matters involving grievance proceedings and
324 professional certification of members; and
- 325 • Perform such other administrative duties as required to accomplish the objects
326 and purposes of this Association. Any responsibility and authority of the
327 governance of this Association not otherwise specified in these governing
328 documents shall be reserved to the executive committee.
329

330 Section 3. Executive Committee Meetings

331 A. The executive committee shall meet immediately before the annual meeting of the
332 house of delegates, and at other times designated by the executive committee, and
333 at the call of the president. A quorum shall consist of four (4) members.
334

335 B. Meetings may be held under any such conditions, including action without a
336 meeting, as authorized under the Colorado Revised Nonprofit Corporations Act,
337 provided that no proxy voting shall be allowed, nor shall alternates be allowed to
338 participate in executive committee meetings.
339

340 C. Five (5) days notice of regular or special meetings of the executive committee shall
341 be given, which shall include the date, time, place, and, if a special meeting, the
342 purpose of the meeting. Notice shall be given, and may also be waived, in any
343 manner permitted by the Colorado Revised Nonprofit Act..
344

345 D. The members of the executive committee shall be indemnified by the Association
346 and shall be relieved from personal liability in all matters regarding the Association to
347 the full extent as permitted under Internal Revenue Code section 501(c)(6) and any
348 other pertinent federal income law or regulation, and to the full extent authorized by
349 the Colorado Revised Nonprofit Act.
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351 E. The executive committee shall have the authority, by a two-thirds vote, to amend the
352 articles of incorporation of the Association.
353

354 Section 4. Executive Director

355 The executive director shall be the chief administrative official of the Association, shall
356 have the authority to execute contracts on behalf of the Association, and shall have
357 charge of the Association headquarters and staff personnel as authorized by the
358 executive committee. The executive director shall be appointed by, and serve at the
359 pleasure of, the executive committee and be under the personal direction of the
360 president. The executive director may not be an officer of the Association or a member
361 of the executive committee.
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363 The executive director shall also:

- 364 • Implement the policies of the executive committee;
- 365 • Receive all official notices to the Association;
- 366 • Be responsible for the physical custody of all official documents held in repository
367 at Association headquarters; and
- 368 • Assist in the work of all committees to ensure the effectiveness of the activities of

369 this Association.
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372 **ARTICLE VI – HOUSE OF DELEGATES**
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374 **Section 1. Composition**

375 A. The house of delegates shall be composed of delegates representing the affiliated
376 societies and international regions. Members of the executive committee, former
377 chairs of the house of delegates, and past presidents of the Association more than
378 three (3) years out of office shall be non-voting members, but are not prohibited from
379 serving as delegates if elected. Officers of the house of delegates shall be voting
380 members of the house of delegates.

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382 B. Officers

383 1. The officers of the house of delegates shall be a chair, a chair-elect and a
384 secretary/editor. The house of delegates shall elect the chair-elect and the
385 secretary/editor at its annual meeting from among the delegates who have
386 served at least one year. The term of office shall be one year, commencing July
387 1. The chair-elect shall assume the office of chair following the term as chair-
388 elect.

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390 2. A vacancy in the office of chair shall be filled for the remainder of that term by the
391 chair-elect, followed by a term as chair. A vacancy in the office of chair-elect shall
392 be filled by the secretary/editor. A vacancy in the office of secretary/editor shall
393 be filled by appointment by the chair.
394

395 C. Delegates

396 1. All delegates must be Members in good standing. The house of delegates shall
397 be the sole judge of the eligibility of its members to serve as delegates or officers
398 of the house.

399 2. Each United States affiliated society and each international region shall be
400 entitled to one delegate for every seventy of its Members or major fraction
401 thereof. No international region shall have fewer than one delegate for each
402 affiliated society within the region.

403 3. Delegates shall be elected by the Members of each society and region. Members
404 may only vote in their home society or region. Association Members residing in
405 the United States and not having a home society may be assigned, for the
406 purpose of voting in delegate elections only, to the nearest United States
407 affiliated society upon request to that society. Association Members residing
408 outside of the United States shall be assigned to the international region in which
409 they reside, and shall vote in that region in elections for delegates unless
410 claiming a United States affiliated society or another region as their home society
411 or region.

412 4. The Members of each international region shall elect one or more delegates from
413 among the Association Members of each affiliated society within that
414 international region. Any Members who wish to become candidates for delegate

- 415 shall file a written request with their affiliated society or international region.
416 5. Delegates shall be elected for three year terms. Terms of office shall begin on
417 July 1 following their election.
418 6. Vacancies in office may be filled, or alternate delegates may be assigned, from
419 among the candidates not receiving a sufficient number of votes from the
420 previous election, and in order of the total number of votes received. The
421 Members from the affiliated society or international region may also appoint
422 alternate delegates and fill any vacancies. The names of alternate delegates
423 must be received in writing by the AAPG headquarters office at least fifteen days
424 prior to the meeting of the house of delegates for which they have been
425 appointed.
426 7. Should a term of a delegate from a society expire and a society fail to elect a new
427 delegate sixty days before the annual meeting, the president of the section shall
428 appoint a delegate to serve for that term.
429

430 Section 2. Meetings

431 The house of delegates shall meet at least once each year during the annual meeting of
432 the Association. No proxy votes shall be allowed. A quorum shall be a majority of all
433 qualified delegates or alternates elected.
434

435 Section 3. Authority

436 All of the legislative function of this Association shall be vested in a house of delegates.
437

438 Section 4. Duties of Delegates

439 Delegates shall:

- 440 • Serve as representatives of the members in their society or international region;
- 441 • Familiarize themselves with the Association's governing documents;
- 442 • Acquaint themselves with the Association's current policies and programs;
- 443 • Keep their alternates and the leaders of their society and region informed of the
444 Association's program of activities, especially with regard to cooperative participation
445 and service;
- 446 • Process requests from the executive committee for information regarding eligibility of
447 applicants for membership in the Association;
- 448 • Function as local certification committee members and process requests from the
449 board of certification for information regarding applicants for certification by the
450 Association;
- 451 • Actively solicit applications from eligible geologists for membership in this
452 Association; and
- 453 • Recognize the obligation to attend all meetings of the house of delegates during
454 their terms, and to perform their duties to the best of their ability.
455

456 **ARTICLE VII – ADVISORY COUNCIL**

457 Section 1. Composition

458
459 A. The advisory council shall be composed of the immediate past president of AAPG;
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461 the two AAPG presidents immediately prior to the immediate past president (or their
462 designee who served on their respective executive committees); the immediate past
463 chair of the house of delegates; the chief elected officer of each division; and one
464 elected councilor from each section or region plus one elected councilor for each
465 additional 5,000 members or fraction thereof. The date of record for determining
466 membership shall be July 1 of each year.

467
468 B. The immediate past president shall serve as chair of the advisory council. In the
469 event the immediate past president cannot serve, the council shall elect a chair. The
470 chair shall appoint a recording secretary to take minutes of each meeting.

471
472 C. An alternate representative may be designated for an elected advisory council
473 position, who shall be the councilor's immediate predecessor on the advisory council
474 or, if such person is unwilling or unavailable, a current member of that region,
475 section or division shall be designated by its president to serve as the representative
476 for that advisory council meeting or to fill a vacancy.

477
478 Section 2. Election and Term of Office

479 A. Councilors shall be elected by ballot by the Members of their respective section or
480 region. There shall be at least two candidates on the ballot for each position.
481 Candidates may be nominated by the respective governing body or by petition of at
482 least fifty Members of the section or region. Petitions must be delivered to the
483 section or region president at least thirty days prior to the start of the election.

484
485 B. The terms of office for councilors and shall be three years, commencing on July 1.
486 Terms shall be staggered according to a schedule established by the executive
487 committee.

488
489 Section 3. Duties

490 A. The advisory council shall:

- 491 • Serve as a long range planning body to review the Association's activities and
492 recommend to the executive committee appropriate changes of programs and
493 policies;
- 494 • Recommend candidates for Association officers;
- 495 • Recommend recipients for all honors and awards as directed by the executive
496 committee;
- 497 • Review the relationships among the Association, sections, regions, divisions and
498 other components and recommend adjustments to the executive committee as
499 deemed necessary;
- 500 • Continually review the bylaws and recommend changes as deemed necessary;
501 and
- 502 • Perform such other service to AAPG as directed by the executive committee.

503
504 B. Five members of the advisory council shall serve as the hearing body in grievance
505 proceedings as provided in the disciplinary code.

506

507 Section 4. Meetings
508 The advisory council shall meet at least once each year during the annual meeting of
509 the Association and at the call of the chair. The quorum shall be a majority of its
510 members. The advisory council may also act by mail or electronic means as requested
511 by the executive committee. Proxy voting shall not be allowed.
512

513 Section 5. Vacancies
514 Vacancies in councilor positions shall be filled by an election to be held within 120 days
515 of said vacancy.
516

517 **ARTICLE VIII – COMPONENT GROUPS AND AFFILIATIONS**

519
520 Section 1. Organization
521 The establishment, composition and dissolution of sections and regions shall be the
522 responsibility of the house of delegates upon recommendation by the executive
523 committee. The internal affairs of such sections and regions shall be administered by
524 each section and region, consistent with the purposes and policies of this Association.
525

526 Section 2. Sections
527 A. Sections shall be established within the United States for the purpose of sponsoring
528 technical meetings, publications, and other activities that further the objectives of the
529 Association within the section. Sections shall be geographically organized. The
530 members of sections may be individuals or federated affiliated geological societies.
531

532 B. The sections shall be titled:
533 • Eastern Section;
534 • Mid-Continent Section;
535 • Southwestern Section;
536 • Gulf Coast Section;
537 • Rocky Mountain Section; and
538 • Pacific Section;
539

540 Section 3. Regions
541 A. Regions shall be established outside the United States for the purpose of sponsoring
542 technical meetings, publications, and other activities that further the objectives of the
543 Association within the region. Regions shall be geographically organized. The
544 members of regions may be individuals or federated affiliated geological societies.
545

546 B. The regions shall be titled:
547 • Canada Region;
548 • Latin America and the Caribbean Region;
549 • Europe Region;
550 • Africa Region;
551 • Asia Pacific Region; and
552 • 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

599 may appoint a manager to liaise with the executive committee.
600

601 C. Committee members shall serve three year staggered terms, commencing on July 1.
602 Chairs, co-chairs, vice-chairs, and committee managers shall serve a one year term
603 commencing on July 1, and may not serve as such for more than three consecutive
604 years. No co-chair shall have served as chair at any time during the preceding year.
605

606 Section 2. Ethics Committee

607 There shall be an ethics committee composed of five members appointed by the
608 executive committee for staggered three year terms. Members of the ethics committee
609 shall be members of the technical division of the Association charged with conducting
610 the certification programs of members in professional categories. The ethics committee
611 shall investigate ethical complaints and perform other such duties as described in the
612 disciplinary code.
613

614 Section 3. Special Committees and Delegations

615 Special committees and delegations shall be authorized by the executive committee for
616 a term of one year. The president shall appoint the members and chairs of special
617 committees and delegations.
618

619 Section 4. Association Representatives to Non-Association Committees

620 The executive committee may appoint a member of any classification to serve as
621 AAPG's representative on an outside committee, board or organization. Such service
622 shall not extend for more than one term or more than five years, whichever is greater,
623 except by the unanimous consent of the entire executive committee. No more than two
624 extensions of one year each may be granted. Multiple full or partial terms of a member
625 on any particular committee, board, or organization may be served by the member if not
626 less than one (1) fiscal year of the Association elapses between each full or partial term
627 served.
628

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630 **ARTICLE X. PARLIAMENTARY AUTHORITY**

631
632 The rules contained in the eleventh edition of *Robert's Rules of Order Newly Revised*
633 shall govern this Association in all cases to which they are applicable and in which they
634 are not inconsistent with these bylaws and any special rules of order the Association
635 may adopt.
636

637
638 **ARTICLE XI. DISSOLUTION**

639
640 In the event of the dissolution of the Association, the Association shall distribute any
641 assets remaining after the discharge of all liabilities, for charitable, scientific, or
642 educational purposes in strict compliance with exemption provided under Section
643 501(c)(6) of the Internal Revenue Code of 1986. Any such assets not so disposed of
644 shall be disposed of by a court of competent jurisdiction for the county in which the

645 principal office of the Corporation is then located, exclusively for such purposes or to
646 such organization or organizations as said court shall determine, which are organized
647 and operated exclusively for such purposes. It is recognized that, under these
648 circumstances, no member of the Association shall have any right or interest in or to the
649 property or assets of the Association.
650

651
652 **ARTICLE XII. AMENDMENTS**
653

654 **Section 1. Proposal of Amendments**

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

- 657 1. Amendments may be proposed by the executive committee, the house of
658 delegates, a special committee appointed by the president, or by petition of any
659 fifty Members of AAPG. All proposed amendments shall be reviewed for legality
660 by the executive committee with advice of counsel, and shall be published in the
661 Bulletin or by other suitable means at least two months prior to the annual
662 meeting of the house of delegates.
663
- 664 2. The house of delegates shall consider such amendments at its annual meeting,
665 and a majority vote shall be required to send the ballot to the Members. If the
666 house of delegates amends the proposal, the executive committee shall review
667 the amended proposal for legality prior to such ballot being sent.
668
- 669 3. Ballots shall be sent to the Members no later than sixty days after the annual
670 meeting of the house of delegates. A two thirds vote of the ballots received shall
671 be required for amendment of Article I, Article II, or the AAPG Code of Ethics.
672

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

- 675 1. Amendments may be proposed by the executive committee, the house of
676 delegates, by petition of any fifty Members of AAPG, or by a majority vote of the
677 officers of the house of delegates plus the chair of the bylaws committee. All
678 proposed amendments shall be sent to the chair of the house of delegates, who
679 shall forward them to the executive committee to be reviewed for legality with
680 advice of counsel, and to the bylaws committee for review and report to the
681 house.
682
- 683 2. Except for amendments proposed by house resolution, proposed amendments
684 shall be sent within thirty days of receipt to the executive committee, members of
685 the house of delegates, the bylaws committee, the advisory council, and any
686 committee or member(s) of the Association designated by the executive
687 committee to receive them. All of the aforementioned groups may submit
688 comments to the bylaws committee chair up to thirty days prior to the meeting of
689 the house at which the proposed amendment is to be considered.
690

- 691 3. For amendments proposed by house resolution, the executive committee,
692 members of the house of delegates, the bylaws committee, the advisory council,
693 and any committee or member(s) of the Association designated by the executive
694 committee to receive them may submit comments to the bylaws committee until
695 October 31st following the adoption of the house resolution.
696
- 697 4. Proposed amendments shall be published in the *Bulletin* or by other suitable
698 means at least ninety days prior to the annual meeting of the house of delegates.
699 All comments received by the aforementioned deadlines shall be sent with the
700 proposed amendments to the members of the house of delegates.
701
- 702 5. A two-thirds vote of those present and voting in the house of delegates shall be
703 required to amend these bylaws.
704
705

706 **ARTICLE XIII – FOUNDATION**
707

708 This Association shall establish an autonomous Foundation as a permanent entity to
709 receive contributions, invest same, and distribute funds for the purposes and provisions
710 as stipulated in Article II of the Declaration of Trust Agreement dated April 4, 1967;
711 provided, that the Foundation need not retain the trust form of organization. The
712 executive committee of the Association shall represent the Association’s dealings with
713 the Foundation.
714

715 **APPENDIX A**

716

717

AAPG CODE OF ETHICS

718

SECTION 1. General Principles

719

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

720

721

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

722

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

725

726

727

SECTION 2. Relation of Members to the Public

728

a. 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

729

730

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

731

732

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

733

734

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SECTION 3. Relation of Members to Employers and Clients

737

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

738

739

b. 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.

740

741

742

743

SECTION 4. Relation of Members to One Another

744

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

745

746

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

747

748

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

749

750

751

SECTION 5. Duty to the Association

752

a. 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.

753

754

b. By applying for or continuing membership in the Association each member agrees to uphold the ethical standards set forth in this code of ethics.

755

756

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

757

758

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760

SECTION 6. Discipline for Violations of Standards

761 Members violating any standard prescribed in this article shall be subject to discipline as
762 provided by the AAPG bylaws and disciplinary code.
763

764 **APPENDIX B**

765
766 **DISCIPLINARY CODE**

767
768 Section 1. Executive Committee Authority and Responsibility

769 Subject to the provisions of the AAPG bylaws, the executive committee shall have
770 primary authority over matters of professional conduct and discipline. Unless otherwise
771 provided by these bylaws, no member, committee, division, section, or region of the
772 Association shall initiate or conduct any investigation or hearing or impose any sanction
773 concerning the professional conduct of an Association member or applicant for
774 Association membership. The executive committee shall adopt procedures governing
775 the investigation, hearing, and disposition of charges of misconduct, and shall publish
776 such procedures in the *Bulletin* or by other suitable means.
777

778 Section 2. Disciplinary Action

779 Members shall be subject to disciplinary action for: (a) violating the AAPG Code of
780 Ethics, or (b) pleading guilty to a misdemeanor involving moral turpitude or to any
781 felony, admitting to the violation of any governmental statute, regulation, rule, or code of
782 ethics relating to the practice of geology, or who, as determined by the executive
783 committee, falsely stated qualifications for membership.
784

785 Section 3. Violations of the AAPG Code of Ethics

786 A. For violations of the AAPG Code of Ethics, charges shall first be submitted in writing
787 to the executive director at Association headquarters, and shall include a statement
788 of the evidence on which the charges are based. The executive director shall submit
789 the charges to the ethics committee. If in the judgment of the ethics committee and
790 after consultation with AAPG legal counsel, the evidence supports further action by
791 the Association, the committee shall prepare and file formal charges with the
792 advisory council at Association headquarters.
793

794 B. For violations of the AAPG Code of Ethics, and upon the notification of member
795 actions or the filing of formal charges, the chair of the advisory council shall appoint
796 a hearing body composed of five members of the advisory council, including at least
797 one past president of the Association. The ethics committee shall appoint one of its
798 members as the prosecutor. Both the prosecutor and the accused member may
799 challenge such appointments and require removal of up to two members of the
800 hearing body. Such removed members shall be replaced with other members of the
801 advisory council selected by the chair of the advisory council. The hearing body shall
802 set the time, date, and place for a hearing on the charges. The accused member
803 shall be given such written notice at least thirty days prior to such date, mailed to the
804 member by registered mail to the member's last-known mailing address. The notice
805 shall also include a copy of the formal charges, the disciplinary code and any other
806 adopted disciplinary procedures.
807

808 The accused member may appear with legal counsel before the hearing body, hear
809 any witnesses called in support of the charges and, at the member's option, cross-

810 examine the same, present witnesses in the member's behalf, and submit oral or
811 written statements in the member's behalf. The prosecutor may likewise be
812 represented by legal counsel, present witnesses, and cross-examine the accused
813 member's witnesses. The hearing body may consult at any time with legal counsel of
814 its choosing.

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

823

824 Section 4. Other Violations

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

839

840 The accused member may appear with legal counsel before the executive
841 committee, present written evidence to the executive committee, present witnesses
842 in the member's behalf, and submit oral or written statements in the member's
843 behalf.

844

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

854

855 B. A member who does not plead guilty to but is convicted of the aforementioned

856 offenses may be suspended from membership in the Association upon a majority
857 vote of all members of the executive committee of the Association. If such a
858 conviction or finding is reversed on appeal, the member shall be reinstated to
859 membership. If such a conviction or finding is not appealed, or is upheld on final
860 appeal, the member may be expelled from membership by a majority vote of all
861 members of the executive committee, following a trial at which the executive
862 committee shall serve as the hearing body. If such a conviction or finding is the
863 subject of an executive pardon, the member shall be reinstated to membership upon
864 a majority vote of all members of the executive committee of the Association.
865

866 Section 4. Disposition of Charges

867 A. After the conclusion of the hearing or study of the written defense submitted in lieu
868 thereof, the hearing body shall consider and vote to sustain or dismiss the charges.
869 A finding sustaining the charges shall require a four-fifths vote. Notice of the decision
870 of the hearing body shall be sent by registered mail to the accused member at the
871 member's last-known post office mailing address.
872

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

- 874 (a) issue a private or public admonition of the member; or
- 875 (b) suspend the member for a stated period of time; or
- 876 (c) allow the member to resign; or
- 877 (d) expel the member.

878
879 B. Disposition of the charges on any terms or conditions may be made at any time prior
880 to the conclusion of the proceedings, provided such disposition has been agreed to
881 by all of the members of the ethics committee, the chair of the advisory council, the
882 accused member, and the executive committee. The existence of allegations against
883 any member and their basis and content shall be confidential.
884

885 Section 5. Appeals Procedure

886 Action taken by the hearing body may be appealed to the executive committee of the
887 Association by either the accused member or the ethics committee within thirty (30)
888 days of the date notice of the decision of the hearing body is sent to the accused
889 member. The executive committee shall have final authority whether to sustain or order
890 a rehearing on the decision of the hearing body.
891

892 Section 6. Resignation

893 Resignation by the accused member from the Association, at any stage in the foregoing
894 prescribed proceedings, shall automatically terminate the proceedings. Following
895 resignation, the accused person so resigning shall not be eligible for reinstatement to
896 membership except by unanimous vote of all members of the executive committee of
897 the Association.
898

899 Section 7. Expulsion

900 Persons expelled from the Association under these proceedings shall be ineligible for
901 reinstatement to membership except by unanimous vote of all members of the executive

902 committee of the Association.

903

904 Section 8. Publication of Grievance Matters

905 The executive director of the Association shall cause to be published annually in the

906 Bulletin or by other suitable means a summary of all grievance proceedings initiated,

907 pending, or considered each year. The summary shall include, but not be limited to, the

908 general type of complaint, the level of grievance procedure attained, and status or

909 disposition of the case. Names of parties shall not be published, except that the name of

910 any member expelled from the Association shall be published in said summary.