



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

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4                                   **ARTICLE I. NAME**

5                                   This Association, which is incorporated under the laws of the State of Colorado, shall be  
6                                   called "The American Association of Petroleum Geologists."

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8                                   **ARTICLE II. PURPOSES**

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

19  
20                                   **ARTICLE III. MEMBERSHIP**

21  
22                                   **SECTION 1.**

23                                   The members of this Association shall consist of persons concerned with the  
24                                   professional applications of the geological science.

25  
26                                   **SECTION 2.**

27                                   Various classifications of memberships and the qualifications thereof shall be  
28                                   established by the Bylaws of the Association.

32 **ARTICLE IV. GOVERNMENT**

33  
34 The government of this Association shall be vested in seven (7) elected officers, an  
35 Executive Committee, a House of Delegates, and an Advisory Council. The composition  
36 of each body, the manner selection, the terms of office, the specific duties,  
37 responsibilities, and other matters relevant to such bodies and officers shall be as  
38 provided in the Bylaws of this Association. Any responsibility and authority of  
39 government of this Association not otherwise specified in these governing documents  
40 shall be reserved to the Executive Committee.  
41

42  
43 **ARTICLE V. DISPOSITION OF ASSETS**

44  
45 The American Association of Petroleum Geologists is a non-profit organization. In the  
46 event of the dissolution of the Association, the Association shall distribute any assets  
47 remaining after the discharge of all liabilities, for charitable, scientific, or educational  
48 purposes in strict compliance with exemption provided under Section 501 (c)(6) of the  
49 Internal Revenue Code of 1954. It is recognized that, under these circumstances, no  
50 member of the Association shall have any right or interest in or to the property or assets  
51 of the Association.  
52

53 **ARTICLE VI. BYLAWS**

54  
55 The Bylaws, consisting of fourteen (14) articles as appended hereto, are hereby  
56 adopted and may be amended, enlarged, or reduced as provided in the Bylaws.  
57

58  
59 **ARTICLE VII. AMENDMENTS**

60  
61 **SECTION 1. Mail, Electronic Mail or Other Suitable Ballot by Members**

62 Amendments to this Constitution may be made by a two-thirds (2/3) majority vote of the  
63 members of this Association responding by mail, electronic mail, or other suitable ballot.  
64

65 **SECTION 2. Proposal of Amendments**

66 Such amendments may be proposed by the following: (a) Resolution by the Executive  
67 Committee;

68 (b) Resolution by a special constitutional committee appointed by the President;

69 (c) Resolution of the House of Delegates;

70 (d) A proposal in writing signed by any fifty (50) members of the Association.

71 All such resolutions or proposals must be submitted to, and action must be taken  
72 during, the annual meeting of the House of Delegates of this Association, as provided in  
73 the Bylaws and in conformance with Section 3 of this Article.  
74

75 **SECTION 3. Legality of Amendments**

76 The legality of all amendments shall be determined by the Executive Committee with  
77 advice of counsel prior to consideration by the House of Delegates. In the event that a

78 proposed amendment is revised by the House of Delegates, such revision will again be  
79 referred to the Executive Committee for determination of legality prior to balloting.

80

81 **SECTION 4. Publication of Amendments**

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

85

86 **SECTION 5. Voting on Amendments**

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



# AAPG

*Advancing the World of Petroleum Geosciences.*

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

3  
4                   **ARTICLE I – NAME**  
5

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

10  
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.  
23

24  
25                   **ARTICLE III – MEMBERS**  
26

27                   Section 1. Membership Classifications

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

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

81 college or university of acceptable academic standards and whose employment is  
82 associated with geological science, may apply to be an associate. The executive  
83 committee may waive this degree requirement in favor of adequate professional  
84 experience and standing in the profession.

85  
86 Section 2. Dues

87 A. Dues shall be billed and payable in advance of the fiscal year in accordance with a  
88 schedule established by the executive committee. Written notification by mail,  
89 electronic mail, or other suitable means shall be provided to each Member, student  
90 and associate before July 1 of each year, stating the amount of annual dues owed.  
91 Dues shall not be refundable. Honorary Members, and recipients of the Sydney  
92 Powers or Michel T. Halbouty awards shall not be required to pay dues.

93  
94 B. Dues categories shall be Member, Emeritus Member, Student, and Associate.

95  
96 C. Dues for Members and associates shall be billed in accordance to the following  
97 three levels of gross annual income in U.S. Dollars:  
98 Level 1 – Annual income greater than \$50,000;  
99 Level 2 – Annual income greater than \$25,000 but not more than \$50,000; and  
100 Level 3 – Annual income of \$25,000 or less.

101  
102 The executive committee shall establish Level 1 dues. Level 2 dues shall be 50% of  
103 Level 1 dues; Level 3 dues shall be 25% of Level 1 dues. A Member or an associate  
104 whose annual income is in Level 2 or Level 3 may pay dues that correspond with  
105 any higher level of annual income. The executive committee may provide for access  
106 to the Bulletin and the Explorer by different means for persons paying different levels  
107 of dues.

108  
109 D. Dues for Members and associates may not be changed more than 10% in any given  
110 year, and may not be increased more than 30% over any consecutive five-year  
111 period.

112  
113 Section 3. Membership Meetings

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

116  
117 Section 4. Loss of Membership

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

120  
121 B. Any member whose dues are in arrears for more than sixty days but less than one  
122 year shall be suspended from membership. Any member whose dues are in arrears  
123 for more than one year shall forfeit membership.

124  
125 C. Any member who resigns, who forfeits membership for non-payment of dues, or who  
126 is expelled for ethical reasons shall cease to have any rights in the Association and

127 shall not incur further indebtedness to the Association.  
128

- 129 D. Any person who has been removed from membership, except by expulsion, may be  
130 reinstated by unanimous vote of the executive committee, upon fulfillment of such  
131 requirements as may be established by the executive committee. A person who has  
132 been expelled may be reinstated as provided for in the AAPG Disciplinary Code.  
133

134  
135  
**ARTICLE IV - OFFICERS**  
137

138 **Section 1. Officers**

139 The officers of this Association shall be a president, president-elect, vice president –  
140 sections, vice president-regions, secretary, treasurer, and editor.  
141

142 A. President

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

149 B. President-elect

150 The president-elect shall serve as a member of the executive committee, shall  
151 present a budget for the ensuing year to the executive committee, and succeed to  
152 the office of president following the term as president-elect.  
153

154 C. Vice president-sections

155 The vice president-sections shall, with his or her other duties, concern himself or  
156 herself with the activities of the Association in respect to United States sections.  
157

158 D. Vice president-regions

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

162 E. Secretary

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

169 F. Treasurer

170 The treasurer shall supervise the receipt of all funds and, under the direction of the  
171 executive committee, be responsible for all disbursements of funds of the  
172 Association; serve as an ex-officio member of the committee on investments; give

173 bond, the amount of which shall be determined by the executive committee; make  
174 the annual report as treasurer; and perform such other duties as directed by the  
175 executive committee.  
176

177 G. Editor

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

185 Section 2. Terms of Office

186 A. Terms of office shall be from July 1 to June 30. No officer may serve a successive  
187 term.  
188

189 B. The terms of office for the president-elect and president shall be for one year. The  
190 president-elect shall succeed to the office of president following the term as  
191 president-elect.  
192

193 C. The vice president-sections, the vice president-regions, the secretary, and the  
194 treasurer shall serve two-year staggered terms. The terms of the vice president-  
195 sections and the treasurer shall begin in even numbered years and the terms of the  
196 vice president-regions and the secretary shall begin in odd numbered years.  
197

198 D. The term of office for the editor shall be three years.  
199

200 Section 3. Eligibility

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

- 202 • Association officer;
  - 203 • House of delegates officer;
  - 204 • Immediate past chair of the house of delegates;
  - 205 • Division president; and
  - 206 • Elected advisory council member.
- 207

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

213 C. A candidate for the office of vice president-sections must reside within the United  
214 States and be a Member of a section.  
215

216 D. A candidate for the office of vice president-regions must reside outside of the United  
217 States and be a Member of a region.  
218



219 Section 4. Election

- 220 A. The advisory council shall annually recommend two or more candidates for each of  
221 the available offices, and shall report to the executive committee by November 15 of  
222 each year.  
223
- 224 B. The executive committee shall approve the ballot, placing two candidates for each  
225 available office. To change the order of candidates or the office for which a  
226 candidate is nominated by the advisory council shall require a two thirds vote. If the  
227 executive committee changes the office for which a candidate is nominated, such  
228 candidate shall be given the opportunity to decline such candidacy.  
229
- 230 C. Candidates shall be announced to members via email on or before December 1.  
231 Additional nominations may be made by written petition or email of fifty (50) or more  
232 Members in good standing received by the executive director at Association  
233 headquarters not later than January 31.  
234
- 235 D. The names of candidates shall be published in the *Explorer* or by other suitable  
236 means by January 1. Petition candidates will be announced no later than February  
237 15.  
238
- 239 E. The executive committee shall then prepare a ballot, which may be a printed,  
240 electronic, or other suitable ballot, listing the candidates for each office, which shall  
241 be distributed to each Member on or before April 1. Ballots must be returned by May  
242 15. The ballot committee shall count the ballots promptly after May 15 and report the  
243 results to the president. A majority of all votes cast for an office shall be necessary  
244 for election. In case of a tie vote the executive committee shall cast one (1)  
245 additional deciding vote.  
246
- 247 F. In there are more than two (2) candidates for any office, then the election shall be by  
248 preferential voting, and voters shall mark their preferences in order. If no candidate  
249 receives a majority after the first choice ballots have been counted, the ballots for  
250 the candidate with the least number of first place votes shall then be allocated by the  
251 second choice. This process shall be repeated until one of the candidates receives a  
252 majority vote.  
253
- 254 G. The vote totals for all elections conducted by this Association shall not be released  
255 except upon written approval of all candidates for that specific office. In such case,  
256 the results will be released to each of those candidates. Subsequent disclosure of  
257 the results shall also require the specific written approval of each candidate for that  
258 office.  
259

260 Section 5. Vacancies

261 Vacancies shall be filled as follows:

- 262 1. A vacancy in the office of president shall be filled by the vice president whose  
263 term of office started earliest.  
264 2. A vacancy in the office of president-elect, vice president-sections, or vice

265 president-regions shall be filled by a special election called by the executive  
266 committee. Any such ballot may consist of any combination of mail, electronic  
267 mail, or other suitable means.  
268 3. A vacancy occurring in the office of secretary, treasurer, or editor shall be filled  
269 by the unsuccessful candidate for that office in the most recent election. If there  
270 was more than one unsuccessful candidate for that office consenting to serve if  
271 elected, the vacancy will be filled by a special election, which may be by  
272 preferential balloting. If no candidates are willing to serve if elected, the executive  
273 committee may fill such vacancy.

274

275 Section 6. Officer Eligibility for Nominations and Awards

- 276 A. No officer may be selected for an honor or award by the executive committee during  
277 and for one year immediately following the term, except for an honor or award that  
278 has been determined by an impartial convention judging process.  
279  
280 B. No candidate for an officer or position may be selected for any honor or award given  
281 by any Association component during the period of their candidacy, unless the honor  
282 or award has been announced prior to the announcement of their candidacy, or  
283 determined by an impartial convention judging process.

284

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286

**ARTICLE V – EXECUTIVE COMMITTEE**

287

288 Section 1. Composition

289 The executive committee shall be composed of the following:

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298

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

299 Section 2. Authority

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

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310

- 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;

- 311 • Establish such fiscal policies as may be appropriate;
- 312 • Serve as an appeal authority in all matters involving grievance proceedings and
- 313 professional certification of members; and
- 314 • Perform such other administrative duties as required to accomplish the objects
- 315 and purposes of this Association. Any responsibility and authority of the
- 316 governance of this Association not otherwise specified in these governing
- 317 documents shall be reserved to the executive committee.

318

319 Section 3. Executive Committee Meetings

320 A. The executive committee shall meet immediately before the annual meeting of the

321 house of delegates, and at other times designated by the executive committee, and

322 at the call of the president. A quorum shall consist of a majority of the executive

323 committee.

324

325 B. Meetings may be held under any such conditions, including action without a

326 meeting, as authorized under the Colorado Revised Nonprofit Corporations Act,

327 provided that no proxy voting shall be allowed, nor shall alternates be allowed to

328 participate in executive committee meetings.

329

330 C. Five (5) days' notice of regular or special meetings of the executive committee shall

331 be given, which shall include the date, time, place, and, if a special meeting, the

332 purpose of the meeting. Notice shall be given, and may also be waived, in any

333 manner permitted by the Colorado Revised Nonprofit Act.

334

335 D. The members of the executive committee shall be indemnified by the Association

336 and shall be relieved from personal liability in all matters regarding the Association to

337 the full extent as permitted under Internal Revenue Code section 501(c)(6) and any

338 other pertinent federal income law or regulation, and to the full extent authorized by

339 the Colorado Revised Nonprofit Act.

340

341 E. The executive committee shall have the authority, by a two-thirds vote, to amend the

342 articles of incorporation of the Association.

343

344 Section 4. Executive Director

345 The executive director shall be the chief administrative official of the Association, shall

346 have the authority to execute contracts on behalf of the Association, and shall have

347 charge of the Association headquarters and staff personnel as authorized by the

348 executive committee. The executive director shall be appointed by, and serve at the

349 pleasure of, the executive committee and be under the personal direction of the

350 president. The executive director may not be an officer of the Association or a member

351 of the executive committee.

352

353 The executive director shall also:

- 354 • Implement the policies of the executive committee;
- 355 • Receive all official notices to the Association;
- 356 • Be responsible for the physical custody of all official documents held in repository

- 357 at Association headquarters; and  
358 • Assist in the work of all committees to ensure the effectiveness of the activities of  
359 this Association.  
360

## 361 **ARTICLE VI – HOUSE OF DELEGATES**

362

### 363 Section 1. Composition

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

### 371 B. Officers

372 1. The officers of the house of delegates shall be a chair, a chair-elect and a  
373 secretary/editor. The house of delegates shall elect the chair-elect and the  
374 secretary/editor at its annual meeting from among the delegates who have  
375 served at least one year. The term of office shall be one year, commencing July  
376 1. The chair-elect shall assume the office of chair following the term as chair-  
377 elect.  
378

379 2. A vacancy in the office of chair shall be filled for the remainder of that term by the  
380 chair-elect, followed by a term as chair. A vacancy in the office of chair-elect shall  
381 be filled by the secretary/editor. A vacancy in the office of secretary/editor shall  
382 be filled by appointment by the chair.  
383

### 384 C. Delegates

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

388 2. Each United States affiliated society shall be entitled to one delegate, plus one  
389 delegate for every additional seventy of its Members or major fraction thereof.  
390 Each region shall be entitled to one delegate, plus one delegate for every  
391 additional seventy of its Members or major fraction thereof, provided that no  
392 region shall have fewer than one delegate for each affiliated society within the  
393 region.

394 3. Delegates shall be elected by the Members of each society and region. Members  
395 may only vote in their home society or region. Association Members residing in  
396 the United States and not having a home society may be assigned, for the  
397 purpose of voting in delegate elections only, to the nearest United States  
398 affiliated society upon request to that society. Association Members residing  
399 outside of the United States shall be assigned to the region in which they reside,  
400 and shall vote in that region in elections for delegates unless claiming a United  
401 States affiliated society or another region as their home society or region.

402 4. The Members of each region shall elect one or more delegates from among the

403 Association Members of each affiliated society within that region. Any Member  
404 who wishes to become a candidate for delegate shall file a written request with  
405 their affiliated society or region.

406 5. Delegates shall be elected for three-year terms; however, only the number of  
407 delegates properly allocated as of November 30 shall be seated and allowed to  
408 vote. Terms of office shall begin on July 1 following their election.

409 6. Vacancies in office may be filled, or alternate delegates may be assigned, from  
410 among the candidates not receiving a sufficient number of votes from the  
411 previous election, and in order of the total number of votes received. The  
412 Members from the affiliated society or region may also appoint alternate  
413 delegates and fill any vacancies. The names of alternate delegates must be  
414 received in writing by the AAPG headquarters office at least fifteen days prior to  
415 the meeting of the house of delegates for which they have been appointed.

416 7. Should a term of a delegate from a society or region expire and a society or  
417 region fail to elect a new delegate sixty days before the annual meeting, the  
418 president of the section or region shall appoint a delegate to serve for that term.  
419

420 Section 2. Meetings

421 The house of delegates shall meet at least once each year during the annual meeting of  
422 the Association. No proxy votes shall be allowed. A quorum shall be a majority of all  
423 qualified delegates or alternates elected or appointed.  
424

425 Section 3. Authority

426 All of the legislative function of this Association shall be vested in a house of delegates.  
427

428 Section 4. Duties of Delegates

429 Delegates shall:

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

447 **ARTICLE VII – ADVISORY COUNCIL**  
448

449 Section 1. Composition

- 450 A. The advisory council shall be composed of one elected councilor from each section  
451 or region with up to 3,000 Members plus one elected councilor for each additional  
452 3,000 Members or fraction thereof, the immediate past chair of the house of  
453 delegates, the immediate past president of AAPG, and the chief elected officer of  
454 each division. The president immediately prior to the immediate past president of  
455 AAPG may elect to serve on the advisory council for up to two years, but if service is  
456 declined or discontinued for any reason, service may not be resumed under this  
457 clause. The date of record for determining councilor membership shall be November  
458 30 of each year.
- 459
- 460 B. Unless the immediate past president of AAPG elects to serve as chair, the council  
461 shall elect a chair from among the members of the advisory council. The chair shall  
462 appoint a recording secretary to take minutes of each meeting.
- 463
- 464 C. An alternate representative may be designated for an elected advisory council  
465 position, who shall be the councilor's immediate predecessor on the advisory council  
466 or, if such person is unwilling or unavailable, a current member of that region,  
467 section or division shall be designated by its president to serve as the representative  
468 for that advisory council meeting or to fill a vacancy.

469

470 Section 2. Election and Term of Office

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

480 Section 3. Duties

- 481 A. The advisory council shall:
- 482 • Serve as a long range planning body to review the Association's activities and  
483 recommend to the executive committee appropriate changes of programs and  
484 policies;
  - 485 • Recommend candidates for Association officers;
  - 486 • Recommend recipients for all honors and awards as directed by the executive  
487 committee;
  - 488 • Review the relationships among the Association, sections, regions, divisions and  
489 other components and recommend adjustments to the executive committee as  
490 deemed necessary;
  - 491 • Continually review the bylaws and recommend changes as deemed necessary;  
492 and
  - 493 • Perform such other service to AAPG as directed by the executive committee.
- 494

495 B. Five members of the advisory council shall serve as the hearing body in grievance  
496 proceedings as provided in the disciplinary code.  
497  
498

499 Section 4. Meetings

500 The advisory council shall meet at least once each year during the annual meeting of  
501 the Association and at the call of the chair. The quorum shall be a majority of its  
502 members. The advisory council may also act by mail or electronic means as requested  
503 by the executive committee. Proxy voting shall not be allowed.  
504

505 Section 5. Vacancies

506 Vacancies in section or region councilor positions shall be filled by an election to be  
507 held within 120 days of said vacancy.  
508

509 **ARTICLE VIII – COMPONENT GROUPS AND AFFILIATIONS**  
510

511 Section 1. Organization

512 The establishment, composition and dissolution of sections and regions shall be the  
513 responsibility of the house of delegates upon recommendation by the executive  
514 committee. The internal affairs of such sections and regions shall be administered by  
515 each section and region, consistent with the purposes and policies of this Association.  
516

517 Section 2. Sections

518 A. Sections shall be established within the United States for the purpose of sponsoring  
519 technical meetings, publications, and other activities that further the objectives of the  
520 Association within the section. Sections shall be geographically organized. The  
521 members of sections may be individuals or federated affiliated geological societies.  
522

523 B. The sections shall be titled:

- 524 • Eastern Section;
  - 525 • Mid-Continent Section;
  - 526 • Southwestern Section;
  - 527 • Gulf Coast Section;
  - 528 • Rocky Mountain Section; and
  - 529 • Pacific Section;
- 530

531 Section 3. Regions

532 A. Regions shall be established outside the United States for the purpose of sponsoring  
533 technical meetings, publications, and other activities that further the objectives of the  
534 Association within the region. Regions shall be geographically organized. The  
535 members of regions may be individuals or federated affiliated geological societies.  
536

537 B. The regions shall be titled:

- 538 • Canada Region;
- 539 • Latin America and the Caribbean Region;
- 540 • Europe Region;

- 541       • Africa Region;  
542       • Asia Pacific Region; and  
543       • Middle East Region.  
544

545 Section 4. Technical Divisions

- 546 A. Technical divisions may be established by the house of delegates at its annual  
547 meeting upon recommendation of the executive committee. A two-thirds vote shall  
548 be required to establish or dissolve a technical division. Technical divisions may  
549 affiliate with other scientific societies with the approval of the executive committee,  
550 and may have their own governing documents provided that they do not conflict with  
551 the AAPG bylaws. The executive committee shall determine whether such conflict  
552 exists. The executive committee shall be empowered to make arrangements with the  
553 officers of the division for the conduct of the business of the division.  
554
- 555 B. This Association may establish a technical division to conduct a program of  
556 voluntary certification of Members in such professional categories and the awarding  
557 of such titles, as approved by the executive committee. Each professional category  
558 of certification will be sponsored by a technical division, which need not be the  
559 technical division conducting the certification program. Implementing procedures,  
560 including the issuance of appropriate certificates, shall be adopted by the technical  
561 division conducting the certification program.  
562

563 Section 5. Technical Interest Groups and Special Interest Groups

564 Technical Interest Groups (TIGs) and Special Interest Groups (SIGs) shall be  
565 established, maintained, and dissolved by the executive committee.  
566

567 Section 6. Affiliated and Associated Societies.

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

575

576 Section 1. Standing Committees

- 577 A. There shall be an ethics committee and any other committees established by the  
578 executive committee upon recommendation of the advisory council. The executive  
579 committee shall annually report to the house of delegates on the establishment or  
580 dissolution of any standing committees for that year. A list of standing committees,  
581 the charge to each committee, and the names of the chairs or co-chairs, vice-chairs,  
582 and committee members of each shall be published annually.  
583
- 584 B. The president shall appoint all committee chairs, co-chairs, vice chairs, other  
585 committee members and committee managers, and fill vacancies whenever they  
586 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



587 determine the number of members of each standing committee, its charges, and  
588 may appoint a manager to liaise with the executive committee.  
589

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

#### 595 Section 2. Ethics Committee

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

#### 603 Section 3. Special Committees and Delegations

604 Special committees and delegations shall be authorized by the executive committee for  
605 a term of one year. The president shall appoint the members and chairs of special  
606 committees and delegations.  
607

#### 608 Section 4. Association Representatives to Non-Association Committees

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

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### 619 **ARTICLE X. PARLIAMENTARY AUTHORITY**

620

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

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### 627 **ARTICLE XI. DISSOLUTION**

628

629 In the event of the dissolution of the Association, the Association shall distribute any  
630 assets remaining after the discharge of all liabilities, for charitable, scientific, or  
631 educational purposes in strict compliance with exemption provided under Section  
632 501(c)(6) of the Internal Revenue Code of 1986. Any such assets not so disposed of

633 shall be disposed of by a court of competent jurisdiction for the county in which the  
634 principal office of the Corporation is then located, exclusively for such purposes or to  
635 such organization or organizations as said court shall determine, which are organized  
636 and operated exclusively for such purposes. It is recognized that, under these  
637 circumstances, no member of the Association shall have any right or interest in or to the  
638 property or assets of the Association.

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640

## 641 **ARTICLE XII. AMENDMENTS**

642

### 643 Section 1. Proposal of Amendments

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

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

652

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

657

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

661

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

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

671

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

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

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### **ARTICLE XIII – FOUNDATION**

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

704 **APPENDIX A**

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**AAPG CODE OF ETHICS**

708 **SECTION 1. General Principles**

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

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716

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

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

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725

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

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

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732

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

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

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740

**SECTION 5. Duty to the Association**

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

747  
748

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

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

751

752 **APPENDIX B**

753

754

**DISCIPLINARY CODE**

755

756 Section 1. Executive Committee Authority and Responsibility

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

768

769 Section 2. Disciplinary Action

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

775

776 Section 3. Violations of the AAPG Code of Ethics

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

784

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

798  
799 The accused member may appear with legal counsel before the hearing body, hear  
800 any witnesses called in support of the charges and, at the member's option, cross-  
801 examine the same, present witnesses in the member's behalf, and submit oral or  
802 written statements in the member's behalf. The prosecutor may likewise be  
803 represented by legal counsel, present witnesses, and cross-examine the accused  
804 member's witnesses. The hearing body may consult at any time with legal counsel of  
805 its choosing.

806  
807 By registered letter addressed to the chair of the advisory council at Association  
808 headquarters and postmarked not less than ten (10) days prior to the date of the  
809 hearing, the accused member may, at his or her own option, waive personal  
810 appearance and request the hearing body to adjudge the matter on the basis of a  
811 written statement of the member's defense accompanying such letter. Failure of the  
812 accused member to appear or to submit a waiver letter and a written defense shall  
813 not prevent the hearing body from rendering final judgment.

814  
815 Section 4. Other Violations

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

830  
831 The accused member may appear with legal counsel before the executive  
832 committee, present written evidence to the executive committee, present witnesses  
833 in the member's behalf, and submit oral or written statements in the member's  
834 behalf.

835  
836 The executive committee shall have the right to cross-examine the member and any  
837 witnesses presented by the member on the member's behalf. At the member's  
838 option, the member may, by registered letter addressed to the president of the  
839 Association at Association headquarters, postmarked not less than ten (10) days  
840 prior to the date of the hearing, request that the executive committee consider the  
841 matter on the basis of a written statement by the member accompanying such a  
842 letter without the personal appearance of the member. The executive committee  
843 shall consider such statements prior to voting on the suspension or expulsion of the

844 member.

845

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

856

857 Section 5. Disposition of Charges

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

863

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

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

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

867 (c) allow the member to resign; or

868 (d) expel the member.

869

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

875

876 Section 6. Appeals Procedure

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

882

883 Section 7. Resignation

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

889

890 Section 8. Expulsion

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

894

895 Section 9. Publication of Grievance Matters

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