

1 **AAPG 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
13 research 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.
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21 **ARTICLE III. MEMBERSHIP**

22 **SECTION 1.**

23 The members of this Association shall consist of persons concerned with the
24 professional applications of the geological science.
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26 **SECTION 2.**

27 Various classifications of memberships and the qualifications thereof shall be
28 established by the Bylaws of the Association.
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31 **ARTICLE IV. GOVERNMENT**

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

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

47 member of the Association shall have any right or interest in or to the property or assets
48 of the Association.

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ARTICLE VII. BYLAWS

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

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ARTICLE VIII. AMENDMENTS

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

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

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SECTION 2. Proposal of Amendments

62 Such amendments may be proposed by the following:

- 63 (a) Resolution by the Executive Committee;
- 64 (b) Resolution by a special constitutional committee appointed by the President;
- 65 (c) Resolution of the House of Delegates;
- 66 (d) A proposal in writing signed by any fifty (50) members of the Association.

67 All such resolutions or proposals must be submitted to, and action must be taken during
68 a regular or special meeting of the House of Delegates of this Association, as provided
69 in the Bylaws and in conformance with Section 3 of this Article.

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SECTION 3. Legality of Amendments

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

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SECTION 4. Publication of Amendments

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

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SECTION 5. Voting on Amendments

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

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

4
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**
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28 **Section 1. Membership Classifications**

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

36 **A. Members**

- 37 1. Persons applying to become Members of AAPG shall:
38 a. Be engaged in the practice or teaching of geology;
39 b. Hold a Bachelor’s, Master’s, or Ph.D. in geological science, (including, but not
40 limited to, geology, geophysics, earth science, geological engineering or
41 environmental geoscience) from a college or university of acceptable
42 academic standards; and
43 c. Have a minimum of one (1) year of experience in the practice or teaching of
44 geological science. The executive committee may waive this degree
45 requirement in favor of adequate professional experience and standing in the
46 profession.

- 47
48 2. All Members may hold office, vote in Association affairs, and refer to themselves
49 as Members of the Association. All Member applicants shall submit an
50 application form authorized by the executive committee. The executive
51 committee shall determine all questions of eligibility in accordance with these
52 bylaws.
53
54 3. Emeritus Members – All Members may request emeritus status when they have
55 reached the age of sixty-five (65), are in good standing, and have been members
56 of any classification for thirty years, including time spent in military service. The
57 request shall be sent to the executive director. Emeritus Members shall retain all
58 privileges as Members, but shall pay 50% of the Member dues.
59
60 4. Honorary Members – Recipients of the Sidney Powers Memorial Medal Award
61 and other members who have contributed distinguished service to the cause of
62 petroleum geology may be granted honorary membership by the executive
63 committee. Honorary members shall be granted all of the privileges of Members,
64 and shall not be required to pay dues.
65

66 B. Students

67 Any student majoring in geology or in a field of study related to or generally
68 associated with geology at a college or university of acceptable academic standards
69 may apply for student membership. Student membership shall terminate twenty-four
70 (24) months after termination of academic enrollment and student members will be
71 reclassified as associates.
72

73 C. Associates

74 Any person not qualified for any other class of membership, who is a graduate of a
75 college or university of acceptable academic standards and whose employment is
76 associated with geological science, may apply to be an associate. The executive
77 committee may waive this degree requirement in favor of adequate professional
78 experience and standing in the profession.
79

80 Section 2. Dues

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

88 B. Dues categories shall be Member, Emeritus Member, Student, and Associate.
89

90 C. Dues for Members and associates shall be billed in accordance to the following
91 three levels of gross annual income in U.S. Dollars:
92 Level 1 – Annual income greater than \$50,000;

93 Level 2 – Annual income greater than \$25,000 but not more than \$50,000; and
94 Level 3 – Annual income of \$25,000 or less.

95
96 The executive committee shall establish Level 1 dues. Level 2 dues shall be 50% of
97 Level 1 dues; Level 3 dues shall be 25% of Level 1 dues. A Member or an associate
98 whose annual income is in Level 2 or Level 3 may pay dues that correspond with
99 any higher level of annual income. The executive committee may provide for access
100 to the Bulletin and the Explorer by different means for persons paying different levels
101 of dues.

- 102
103 D. Dues for Members and associates may not be changed more than 10% in any given
104 year, and may not be increased more than 30% over any consecutive five-year
105 period.

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107 Section 3. Membership Meetings

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

110
111 Section 4. Loss of Membership

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

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115 B. Any member whose dues are in arrears for more than sixty days but less than one
116 year shall be suspended from membership. Any member whose dues are in arrears
117 for more than one year shall forfeit membership.

- 118
119 C. Any member who resigns, who forfeits membership for non-payment of dues, or who
120 is expelled for ethical reasons shall cease to have any rights in the Association and
121 shall not incur further indebtedness to the Association.

- 122
123 D. Any person who has been removed from membership, except by expulsion, may be
124 reinstated by unanimous vote of the executive committee, upon fulfillment of such
125 requirements as may be established by the executive committee. A person who has
126 been expelled may be reinstated as provided for in the AAPG Disciplinary Code.

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130 **ARTICLE IV - OFFICERS**

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132 Section 1. Officers

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

- 135
136 A. President

137 The president shall be the chief executive officer and spokesperson for the
138 Association on all matters pertaining to the public; shall serve as chair of the

139 executive committee, shall appoint the members of all committees in accordance
140 with these bylaws; and shall appoint delegates to cooperating organizations to
141 represent the Association.
142

143 B. President-elect

144 The president-elect shall serve as a member of the executive committee, shall
145 present a budget for the ensuing year to the executive committee, and succeed to
146 the office of president following the term as president-elect.
147

148 C. Vice president-sections

149 The vice president-sections shall, with his or her other duties, concern himself or
150 herself with the activities of the Association in respect to United States sections.
151

152 D. Vice president-regions

153 The vice president-regions shall, with his or her other duties, concern himself or
154 herself with the activities of the Association in respect to its regions.
155

156 E. Secretary

157 The secretary shall:

- 158 1. be responsible for recording the actions of the executive committee;
- 159 2. have policy oversight of all non-technical and non-peer reviewed publications
160 and communications;
- 161 3. perform other duties as may be directed by the executive committee.
162

163 F. Treasurer

164 The treasurer shall supervise the receipt of all funds and, under the direction of the
165 executive committee, be responsible for all disbursements of funds of the
166 Association; serve as an ex-officio member of the committee on investments; give
167 bond, the amount of which shall be determined by the executive committee; make
168 the annual report as treasurer; and perform such other duties as directed by the
169 executive committee.
170

171 G. Editor

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

179 Section 2. Terms of Office

180 A. Terms of office shall be from July 1 to June 30. No officer may serve a successive
181 term.
182

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

185 president-elect.

186

187 C. The vice president-sections, the vice president-regions, the secretary, and the
188 treasurer shall serve two-year staggered terms. The terms of the vice president-
189 sections and the treasurer shall begin in even numbered years and the terms of the
190 vice president-regions and the secretary shall begin in odd numbered years.

191

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

193

194 Section 3. Eligibility

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

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

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

206

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

209

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

212

213 Section 4. Election

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

217

218 B. The executive committee shall approve the ballot, which shall include two
219 candidates for each available office except for editor, which shall be one or two
220 candidates. To change the order of candidates or the office for which a candidate is
221 nominated by the advisory council shall require a two thirds vote. If the executive
222 committee changes the office for which a candidate is nominated, such candidate
223 shall be given the opportunity to decline such candidacy.

224

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

229

230 D. The names of candidates shall be published in the *Explorer* or by other suitable

231 means by January 1. Petition candidates will be announced no later than February
232 15.

233
234 E. The executive committee shall then prepare a ballot, which may be a printed,
235 electronic, or other suitable ballot, listing the candidates for each office, which shall
236 be distributed to each Member on or before April 1. Ballots must be returned by May
237 15. The ballot committee shall count the ballots promptly after May 15 and report the
238 results to the president. A majority of all votes cast for an office shall be necessary
239 for election. In case of a tie vote the executive committee shall cast one (1)
240 additional deciding vote.

241
242 F. In there are more than two (2) candidates for any office, then the election shall be by
243 preferential voting, and voters shall mark their preferences in order. If no candidate
244 receives a majority after the first choice ballots have been counted, the ballots for
245 the candidate with the least number of first place votes shall then be allocated by the
246 second choice. This process shall be repeated until one of the candidates receives a
247 majority vote.

248
249 G. The vote totals for all elections conducted by this Association shall not be released
250 except upon written approval of all candidates for that specific office. In such case,
251 the results will be released to each of those candidates. Subsequent disclosure of
252 the results shall also require the specific written approval of each candidate for that
253 office.

254
255 Section 5. Vacancies

256 Vacancies shall be filled as follows:

- 257 1. A vacancy in the office of president shall be filled by the vice president whose
258 term of office started earliest.
- 259 2. A vacancy in the office of president-elect, vice president-sections, or vice
260 president-regions shall be filled by a special election called by the executive
261 committee. Any such ballot may consist of any combination of mail, electronic
262 mail, or other suitable means.
- 263 3. A vacancy occurring in the office of secretary, treasurer, or editor shall be filled
264 by the unsuccessful candidate for that office in the most recent election. If there
265 was more than one unsuccessful candidate for that office consenting to serve if
266 elected, the vacancy will be filled by a special election, which may be by
267 preferential balloting. If no candidates are willing to serve if elected, the executive
268 committee may fill such vacancy.

269
270 Section 6. Officer Eligibility for Nominations and Awards

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

274
275 B. No candidate for an officer or position may be selected for any honor or award given
276 by any Association component during the period of their candidacy, unless the honor

277 or award has been announced prior to the announcement of their candidacy, or
278 determined by an impartial convention judging process.

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281 **ARTICLE V – EXECUTIVE COMMITTEE**

282
283 Section 1. Composition

284 The executive committee shall be composed of the following:

- 285 • President
- 286 • President-elect
- 287 • Vice president-sections
- 288 • Vice president-regions
- 289 • Secretary
- 290 • Treasurer
- 291 • Editor
- 292 • Chair, house of delegates
- 293 • Executive Director (non-voting)

294
295 Section 2. Authority

296 The executive committee serves as the Association board of directors with the general
297 executive control and management of the affairs and funds of the Association.

298
299 The executive committee shall also:

- 300 • be responsible for all matters regarding the external affairs of the Association;
- 301 • designate the time and place of the annual meeting of the Association
- 302 • supervise the election of officers and filling of vacancies;
- 303 • determine the adequacy of applicant qualifications and classifications;
- 304 • maintain a headquarters and staff;
- 305 • accept, create, and administer the funds and accounts of the Association,
- 306 appointing trustees to manage such funds;
- 307 • appoint and/or hire trustees to manage the Association funds
- 308 • establish such appropriate fiscal policies;
- 309 • serve as an appeal authority in all matters involving grievance proceedings and
- 310 professional certification of members; and
- 311 • perform any administrative duties as required to accomplish the objects and
- 312 purposes of this Association. Any Association governance responsibility and
- 313 authority of the governance of this Association not otherwise specified in these
- 314 governing documents shall be reserved to the executive committee.

315
316 Section 3. Executive Committee Meetings

317 A. The executive committee shall meet immediately before the annual meeting of the
318 house of delegates, and at other times designated by the executive committee, and
319 at the call of the president. A quorum shall consist of a majority of the executive
320 committee.

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

341 Section 4. Executive Director

342 The executive director is the chief administrative official of the Association, with
343 authority over, and responsibility for, the Association's spending and financial health;
344 shall have the authority to execute contracts on behalf of the Association; and shall
345 have charge of the Association headquarters and staff personnel as authorized by the
346 executive committee. The executive director shall be employed by, and serve at the
347 pleasure of, the executive committee and be under the personal direction of the
348 president. The executive director may be terminated by a unanimous vote of the
349 executive committee. The executive director will not be an officer of the Association but
350 will be a non-voting member of the executive committee.
351

352 The executive director shall also:

- 353 • manage the day-to-day affairs of the organization
- 354 • supervise and oversee the Association headquarters and staff
- 355 • have the authority to execute contracts on behalf of the Association
- 356 • implement the policies of the executive committee
- 357 • work with the CFO in long term financial planning, fiscal policies and budgeting
358 for the Association
- 359 • collaborate with Association's lead accountant in cost containment.
- 360 • review and provide preliminary, unaudited reports quarterly on the Association's
361 annual revenue and expenses to the executive committee and the membership
- 362 • Receive all official notices to the Association
- 363 • Be responsible for the physical custody of all official documents held in repository
364 at Association headquarters; and
- 365 • Assist in the work of all committees to ensure the effectiveness of the activities of
366 this Association
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369 **ARTICLE VI – HOUSE OF DELEGATES**
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371 **Section 1. Composition**

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

379 B. Officers

- 380 1. The officers of the house of delegates shall be a chair, a chair-elect and a
381 secretary/editor. The house of delegates shall elect the chair-elect and the
382 secretary/editor at its annual meeting from among the delegates who have
383 served at least one year. The term of office shall be one year, commencing July
384 1. The chair-elect shall assume the office of chair following the term as chair-
385 elect.
386
- 387 2. A vacancy in the office of chair shall be filled for the remainder of that term by the
388 chair-elect, followed by a term as chair. A vacancy in the office of chair-elect shall
389 be filled by the secretary/editor. A vacancy in the office of secretary/editor shall
390 be filled by appointment by the chair.
391

392 C. Delegates

- 393 1. All delegates must be members in good standing. The house of delegates shall
394 be the sole judge of the eligibility of its members to serve as delegates or officers
395 of the house.
396
- 397 2. Each United States affiliated society shall be entitled to one delegate, plus one
398 delegate for every additional seventy of its members or major fraction thereof.
399 Each region shall be entitled to one delegate, plus one delegate for every
400 additional seventy of its members or major fraction thereof, provided that no
401 region shall have fewer than one delegate for each affiliated society within the
402 region.
403
- 404 3. Members of each society or region shall elect or appoint their delegate(s).
405 Members may only vote in their assigned home society or region. Association
406 members residing in the United States without a home society shall be assigned,
407 for delegate election voting purposes only, to the nearest United States affiliated
408 society upon the member's request to that society. Association members living
409 outside of the United States shall be assigned to the region in which they reside
410 and vote in delegate elections in that region, unless claiming a United States
411 affiliated society or another region as their home society or region.
412
- 413 4. The members of each region shall elect one or more delegates from among the

414 association members of each affiliated society within that region. Any member
415 who wishes to become a candidate for delegate shall file a written request with
416 their affiliated society or region.

- 417
- 418 5. Affiliated societies of 70 members or less may have their executive committee
419 appoint an active and engaged member as its delegate. That appointed delegate
420 has all the rights and responsibilities of an elected delegate.
421
- 422 6. Delegates shall be selected for three-year terms; however, only the number of
423 delegates properly allocated as of November 30 shall be seated and allowed to
424 vote. Terms of office shall begin on July 1 following their selection.
425
- 426 7. Vacancies in office may be filled, or alternate delegates may be assigned, from
427 among the candidates not receiving a sufficient number of votes from the
428 previous election, and in order of the total number of votes received. Affiliated
429 society or region. Members may also appoint alternate delegates and fill any
430 vacancies. The names of alternate delegates must be received in writing by the
431 AAPG headquarters office at least fifteen days prior to the meeting of the house
432 of delegates for which they have been appointed.
433
- 434 8. If a society or region delegate's term expire without the society or region electing
435 a new delegate sixty days before the annual meeting, the president of the section
436 or region shall appoint a delegate to serve for that term.
437

438 Section 2. Meetings

439 The house of delegates shall meet at least once each fiscal year of the Association. No
440 proxy votes shall be allowed. A quorum shall be a majority of all qualified delegates or
441 alternates elected or appointed.
442

443 Section 3. Authority

444 All of the legislative function of this Association shall be vested in a house of delegates.
445

446 Section 4. Duties of Delegates

447 Delegates shall:

- 448
- 449 • Serve as representatives of the members in their society or region;
 - 450 • Familiarize themselves with the Association's governing documents;
 - 451 • Acquaint themselves with the Association's current policies and programs;
 - 452 • Keep their alternates and the leaders of their society and region informed of the
453 Association's program of activities, especially with regard to cooperative
454 participation and service;
 - 455 • Process requests from the executive committee for information regarding
456 eligibility of applicants for membership in the Association;
 - 457 • Function as local certification committee members and process requests from
458 the board of certification for information regarding applicants for certification by
the Association;

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- Actively solicit applications from eligible geologists for membership in this Association; and
 - Recognize the obligation to attend all meetings of the house of delegates during their terms, and to perform their duties to the best of their ability.

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ARTICLE VII – ADVISORY COUNCIL

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Section 1. Composition

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

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Section 2. Election and Term of Office

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

498

Section 3. Duties

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- A. The advisory council shall:
 - Serve as a long range planning body to review the Association’s activities and recommend to the executive committee appropriate changes of programs and policies;
 - Recommend candidates for Association officers;
 - Recommend recipients for all honors and awards as directed by the executive

- 505 committee;
- 506 • Review the relationships among the Association, sections, regions, divisions and
- 507 other components and recommend adjustments to the executive committee as
- 508 deemed necessary;
- 509 • Continually review the bylaws and recommend changes as deemed necessary;
- 510 and
- 511 • Perform such other service to AAPG as directed by the executive committee.
- 512
- 513 B. Five members of the advisory council shall serve as the hearing body in grievance
- 514 proceedings as provided in the disciplinary code.
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517 Section 4. Meetings

518 The advisory council shall meet at least once each year during the annual meeting of

519 the Association and at the call of the chair. The quorum shall be a majority of its

520 members. The advisory council may also act by mail or electronic means as requested

521 by the executive committee. Proxy voting shall not be allowed.

522

523 Section 5. Vacancies

524 Vacancies in section or region councilor positions shall be filled by an election to be

525 held within 120 days of said vacancy.

526

527

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

529

530 Section 1. Organization

531 The establishment, composition and dissolution of sections and regions shall be the

532 responsibility of the house of delegates upon recommendation by the executive

533 committee. The internal affairs of such sections and regions shall be administered by

534 each section and region, consistent with the purposes and policies of this Association.

535

536 Section 2. Sections

537 A. Sections shall be established within the United States for the purpose of sponsoring

538 technical meetings, publications, and other activities that further the objectives of the

539 Association within the section. Sections shall be geographically organized. The

540 members of sections may be individuals or federated affiliated geological societies.

541

542 B. The sections shall be titled:

- 543 • Eastern Section;
- 544 • Mid-Continent Section;
- 545 • Southwestern Section;
- 546 • Gulf Coast Section;
- 547 • Rocky Mountain Section; and
- 548 • Pacific Section;
- 549

550 Section 3. Regions

551 A. Regions shall be established outside the United States for the purpose of sponsoring
552 technical meetings, publications, and other activities that further the objectives of the
553 Association within the region. Regions shall be geographically organized. The
554 members of regions may be individuals or federated affiliated geological societies.
555

556 B. The regions shall be titled:

- 557 • Canada Region;
 - 558 • Latin America and the Caribbean Region;
 - 559 • Europe Region;
 - 560 • Africa Region;
 - 561 • Asia Pacific Region; and
 - 562 • Middle East Region.
- 563

564 Section 4. Technical Divisions

565 A. Technical divisions may be established by the house of delegates at its annual
566 meeting upon recommendation of the executive committee. A two-thirds vote shall
567 be required to establish or dissolve a technical division. Technical divisions may
568 affiliate with other scientific societies with the approval of the executive committee,
569 and may have their own governing documents provided that they do not conflict with
570 the AAPG bylaws. The executive committee shall determine whether such conflict
571 exists. The executive committee shall be empowered to make arrangements with the
572 officers of the division for the conduct of the business of the division.
573

574 B. This Association may establish a technical division to conduct a program of
575 voluntary certification of Members in such professional categories and the awarding
576 of such titles, as approved by the executive committee. Each professional category
577 of certification will be sponsored by a technical division, which need not be the
578 technical division conducting the certification program. Implementing procedures,
579 including the issuance of appropriate certificates, shall be adopted by the technical
580 division conducting the certification program.
581

582 Section 5. Technical Interest Groups and Special Interest Groups

583 Technical Interest Groups (TIGs) and Special Interest Groups (SIGs) shall be
584 established, maintained, and dissolved by the executive committee.
585

586 Section 6. Affiliated and Associated Societies.

587 This Association may affiliate or associate with societies and other groups whose
588 purposes are complementary to AAPG. Such affiliation or association shall be approved
589 by the house of delegates upon the recommendation of the executive committee.
590

591

592 **ARTICLE IX – COMMITTEES**

593

594 Section 1. Association Standing Committees

595 A. Association standing committees shall be established by these Bylaws. Each

596 committee will report annually to the Executive committee their charges, their
597 accomplishments and members leaving the committee.

- 598
- 599 B. The president shall appoint all standing committee chairs, co-chairs, vice chairs,
600 other committee members and committee managers, and fill vacancies whenever
601 they occur, except where otherwise specified in these bylaws. The executive
602 committee shall determine the charges of the Association Standing Committee and
603 may appoint a manager to liaise with the executive committee. The committee
604 manager may or may not be a member of the committee.
605
- 606 C. Committee members shall serve three-year staggered terms, commencing on July 1.
607 Chairs, co-chairs, vice-chairs, and committee managers shall serve a one-year term
608 commencing on July 1 and may not serve in that position for more than three
609 consecutive years. No co-chair shall have served as chair at any time during the
610 preceding year.

611

612 Section 2. Ethics Committee

613 There shall be an ethics committee composed of five Members appointed by the
614 executive committee for staggered three-year terms. The members of the ethics
615 committee shall be members of the technical division of the Association charged with
616 conducting the certification programs of members in professional categories. The ethics
617 committee shall investigate ethical complaints and perform other such duties as
618 described in the disciplinary code.

619

620 Section 3. Special Committees and Delegations

621 Special committees and delegations shall be authorized by the executive committee for
622 a term of one year. The president shall appoint the members and chairs of special
623 committees and delegations.

624

625 Section 4. Association Representatives to Non-Association Committees

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

634

635

636 **ARTICLE X. PARLIAMENTARY AUTHORITY**

637

638 The rules contained in the twelfth edition of *Robert's Rules of Order Newly Revised*
639 shall govern this Association in all cases to which they are applicable and in which they
640 are not inconsistent with these bylaws and any special rules of order the Association
641 may adopt.

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ARTICLE XI. DISSOLUTION

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 1986. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes. 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 XII. AMENDMENTS

Section 1. Proposal of Amendments

- A. Amendments to Article I, Article II, or this section shall be subject to the following requirements:
 - 1. Amendments may be proposed by the executive committee, the house of delegates, a special committee appointed by the president, or by petition of any fifty Members of AAPG. All proposed amendments shall be reviewed for legality by the executive committee with advice of counsel, and shall be published in the Bulletin or by other suitable means at least two months prior to the annual meeting of the house of delegates.
 - 2. The house of delegates shall consider such amendments at a regular or special meeting, and a majority vote shall be required to send the ballot to the Members. If the house of delegates amends the proposal, the executive committee shall review the amended proposal for legality prior to such ballot being sent.
 - 3. Ballots shall be sent to the members no later than sixty days after the regular or special meeting of the house of delegates. A two-thirds vote of the ballots received shall be required for amendment of Article I, Article II, or the AAPG Code of Ethics.
- B. Amendments to all other articles of these bylaws, the code of ethics, or to the disciplinary code shall be subject to the following requirements:
 - 1. Amendments may be proposed by the executive committee, the house of delegates, by petition of any fifty Members of AAPG, or by a majority vote of the officers of the house of delegates plus the chair of the bylaws committee. All proposed amendments shall be sent to the chair of the house of delegates, who shall forward them to the executive committee to be reviewed for legality with advice of counsel, and to the bylaws committee for review and report to the

688 house.

689

690 2. Except for amendments proposed by house resolution, proposed amendments
691 shall be sent within thirty days of receipt to the executive committee, members of
692 the house of delegates, the bylaws committee, the advisory council, and any
693 committee or member(s) of the Association designated by the executive
694 committee to receive them. All of the aforementioned groups may submit
695 comments to the bylaws committee chair up to thirty days prior to the meeting of
696 the house at which the proposed amendment is to be considered.

697

698 3. For amendments proposed by house resolution, the executive committee,
699 members of the house of delegates, the bylaws committee, the advisory council,
700 and any committee or member(s) of the Association designated by the executive
701 committee to receive them may submit comments to the bylaws committee until
702 October 31 following the adoption of the house resolution.

703

704 4. Proposed amendments shall be published on the website at least sixty days prior
705 to the meeting of the house of delegates at which such amendments are to be
706 considered. All comments received by the aforementioned deadlines shall be
707 sent with the proposed amendments to the members of the house of delegates.

708

709 5. A two-thirds vote of those present and voting in the house of delegates shall be
710 required to amend these bylaws.

711

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713

ARTICLE XIII – FOUNDATION

714

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

721

722 **APPENDIX A**

723

724

AAPG CODE OF ETHICS

725

726 **SECTION 1. General Principles**

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

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

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

733

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

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

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

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

742

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

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

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

749

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

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

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

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

757

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

759 a. Members of the Association shall aid in preventing the election to membership of those
760 who are unqualified or do not meet the standards set forth in this code of ethics.

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

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

765

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

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

769

770 **APPENDIX B**

771

772

DISCIPLINARY CODE

773

774 Section 1. Executive Committee Authority and Responsibility

775 Subject to the provisions of the AAPG bylaws, the executive committee shall have
776 primary authority over matters of professional conduct and discipline. Unless otherwise
777 provided by these bylaws, no member, committee, division, section, or region of the
778 Association shall initiate or conduct any investigation or hearing or impose any sanction
779 concerning the professional conduct of an Association member or applicant for
780 Association membership. The executive committee shall adopt procedures governing
781 the investigation, hearing, and disposition of charges of misconduct, and shall publish
782 such procedures in the *Bulletin* or by other suitable means. The AAPG House of
783 Delegates may discipline its members in accordance with the parliamentary authority
784 and the HOD rules and procedures. It may censure or suspend members from the
785 House, but not from AAPG.

786

787 Section 2. Disciplinary Action

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

793

794 Section 3. Violations of the AAPG Code of Ethics

795 A. For violations of the AAPG Code of Ethics, charges shall first be submitted in writing
796 to the executive director at Association headquarters, and shall include a statement
797 of the evidence on which the charges are based. The executive director shall submit
798 the charges to the ethics committee. If in the judgment of the ethics committee and
799 after consultation with AAPG legal counsel, the evidence supports further action by
800 the Association, the committee shall prepare and file formal charges with the
801 advisory council at Association headquarters.

802

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

816
817 The accused member may appear with legal counsel before the hearing body, hear
818 any witnesses called in support of the charges and, at the member's option, cross-
819 examine the same, present witnesses in the member's behalf, and submit oral or
820 written statements in the member's behalf. The prosecutor may likewise be
821 represented by legal counsel, present witnesses, and cross-examine the accused
822 member's witnesses. The hearing body may consult at any time with legal counsel of
823 its choosing.

824
825 By registered letter addressed to the chair of the advisory council at Association
826 headquarters and postmarked not less than ten (10) days prior to the date of the
827 hearing, the accused member may, at his or her own option, waive personal
828 appearance and request the hearing body to adjudge the matter on the basis of a
829 written statement of the member's defense accompanying such letter. Failure of the
830 accused member to appear or to submit a waiver letter and a written defense shall
831 not prevent the hearing body from rendering final judgment.

832
833 Section 4. Other Violations

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

848
849 The accused member may appear with legal counsel before the executive
850 committee, present written evidence to the executive committee, present witnesses
851 in the member's behalf, and submit oral or written statements in the member's
852 behalf.

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

862 member.

863

864 B. A member who does not plead guilty to but is convicted of the aforementioned
865 offenses may be suspended from membership in the Association upon a majority
866 vote of all members of the executive committee of the Association. If such a
867 conviction or finding is reversed on appeal, the member shall be reinstated to
868 membership. If such a conviction or finding is not appealed, or is upheld on final
869 appeal, the member may be expelled from membership by a majority vote of all
870 members of the executive committee, following a trial at which the executive
871 committee shall serve as the hearing body. If such a conviction or finding is the
872 subject of an executive pardon, the member shall be reinstated to membership upon
873 a majority vote of all members of the executive committee of the Association.

874

875 Section 5. Disposition of Charges

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

881

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

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

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

885 (c) allow the member to resign; or

886 (d) expel the member.

887

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

893

894 Section 6. Appeals Procedure

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

900

901 Section 7. Resignation

902 Resignation by the accused member from the Association, at any stage in the foregoing
903 prescribed proceedings, shall automatically terminate the proceedings. Following
904 resignation, the accused person so resigning shall not be eligible for reinstatement to
905 membership except by unanimous vote of all members of the executive committee of
906 the Association.

907

908 Section 8. Expulsion

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

912

913 Section 9. Publication of Grievance Matters

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

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- The following is effective July 1, 2026 and is inserted after line 437:***
- 9. Association Officers' Nomination Committee
 - a. Duties. The committee will review and recommend Association officer nominations as per the nominations guidelines document to the executive committee for the following year.
 - b. Composition. The committee shall be composed of one delegate from each section and region.
 - c. Term. Each committee member shall serve a two-year term.
 - d. Vacancy. If a committee member position becomes vacant prior to work being completed on the committee, the house of delegates leadership shall fill the vacancy from that section or region.

 - 10. Association Honors and Awards Committee
 - a. Duties. The committee will review and recommend Association honors and awards nominations as per the "Honors and Awards Guidelines" document to the executive committee.
 - b. Composition. The committee shall be composed of one delegate from each section and region.
 - c. Term. Each committee member shall serve a two-year term.
 - d. Vacancy. If a committee member position becomes vacant prior to work being completed on the committee, the house of delegates leadership shall fill the vacancy from that section or region.

The following is effective July 1, 2026 and replaces lines 465-525:

ARTICLE VII – ADVISORY COUNCIL

Section 1. Composition

- A. The advisory council shall be composed of one selected councilor from each section or region with up to 3,000 members plus one selected councilor for each additional 3,000 members or fraction thereof by the region/section leadership, and up to five additional members selected by the executive committee. The date of record for determining councilor membership shall be November 30 of each year.
- B. The council shall select a chair from among the members of the advisory council. The chair shall appoint a recording secretary to take minutes of each meeting.
- C. An alternate representative may be designated for an elected advisory council position, who shall be the councilor’s immediate predecessor on the advisory council or, if such person is unwilling or unavailable, a current member of that region, section or division shall be designated by its president to serve as the representative for that advisory council meeting or to fill a vacancy.

Section 2. Term of Office

Councilors shall serve staggered, three-year terms, beginning on July 1.

Section 3. Duties

- A. The advisory council shall:
- Serve as a long-range planning body to review the Association’s activities and relationships among the Association, sections, regions, divisions and other components and recommend to the executive committee appropriate changes to programs and policies; and
 - Perform such other service to AAPG as directed by the executive committee.
- B. Five members of the advisory council shall serve as the hearing body in grievance proceedings as provided in the disciplinary code.

Section 4. Meetings

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

Section 5. Vacancies

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

989 **Adoption and Amendments**

990

991 Original Adoption: ?

992 Amendment: ?

993 Amendment: ?

994 Amendment: 08/01/2022

995 Amendment: 05/04/2025

996 Amendment: 08/27/2025