

**AMERICAN ASSOCIATION OF PETROLEUM GEOLOGISTS
DIVISION OF PROFESSIONAL AFFAIRS
BYLAWS**

ARTICLE I – NAME

The Division of Professional Affairs (“DPA” or “Division”), is a division of The American Association of Petroleum Geologists, (“AAPG” or “Association”). AAPG is a Colorado Nonprofit Corporation recognized as an Internal Revenue Code 501(c)(6) organization. The official headquarters of the DPA shall be located at the headquarters of the AAPG.

ARTICLE II – PURPOSES

The purposes of the Division of Professional Affairs are:

- Adhere to the purposes of The American Association of Petroleum Geologists;
- Strengthen and promote the professional status of geoscientists by requiring high standards of competence and integrity among its membership;
- Create, maintain, and administer a program of professional certification for members of AAPG, offered to practicing Geoscientists who have demonstrated their qualifications, experience, reliability, competence, and commitment to protect the public;
- With AAPG, Create, identify, and promote continuing education opportunities for AAPG and DPA members;
- Assist AAPG by communicating with AAPG and DPA members, the public, and governmental bodies about legislative and administrative policies affecting the petroleum exploration and development industry; and
- Encourage college and university geoscience departments on matters related to education and training of geoscience majors.

ARTICLE III – MEMBERS

Members of the Division of Professional Affairs shall be members of the AAPG who have applied for Certification and have been reviewed and accepted by the DPA Board of Certification. DPA has reciprocity agreements with the American Institute of Professional Geologists (AIPG), the Society of Independent Professional Earth Scientists (SIPES), and the Geological Society of London (GSL). DPA may enter reciprocal agreements with other professional organizations.

Section 1. DPA Certified Membership

Members in good standing of any AAPG Section or Region may apply for DPA Certification. Requirements for Certification are:

- A. Apply for DPA Certification using the form on the AAPG website and provide the

required documentation and sponsor forms. Applicants may apply for certification in the discipline categories of Petroleum Geologist, Petroleum Geophysicist, or Coal Geologist, depending on their academic specialty and work experience, and may apply for certification in more than one discipline category. Applicants also must affirm their understanding and adherence to the Code of Ethics of AAPG;

- B. Applicants must document at least five years of full-time experience working as a Petroleum Geologist, Petroleum Geophysicist, or Coal Geologist, which work is directly related to petroleum or coal exploration-development, during which period the applicant has demonstrated professional competence, under responsible supervision or while self-employed;
- C. Applicants must be endorsed in writing by two Sponsors who are members of AAPG, and who have present knowledge of the applicant's professional qualifications and ethics. Sponsors shall not be employees or subordinates of the applicant.
- D. Applicants who are members of AIPG, SIPES, GSL, or any professional society that has reciprocity with DPA, may apply for DPA Certification. These applicants must be members in good standing of that society and meet other qualifications set out in the DPA application.

Section 2. DPA Board Certified Membership

DPA Board Certification is a higher-level certification that DPA Certified Members may apply for. Requirements for DPA Board Certification are:

- A. Applicants must have been a DPA Certified member in good standing for at least five (5) years and must show evidence of having completed twenty (20) professional development hours ("PDH") in the twelve (12) months prior to their application; and
- B. Apply for DPA Board Certification using the form on the AAPG website and provide the required documentation. Applicants must apply for Board Certification as a Board Certified Petroleum Geologist, Board Certified Petroleum Geophysicist, or Board Certified Coal Geologist, but the selected discipline category being applied for must be the same as their existing DPA Certification.

Section 3. Renewing DPA Certified and DPA Board Certified Membership

DPA Certifications and Board Certifications are valid for a period of one year and must be renewed annually. To qualify for renewal of their certifications, DPA Certified Members and DPA Board Certified Members must:

- A. Maintain their AAPG and DPA memberships in good standing as evidenced by, among other things, timely payment of annual AAPG and DPA dues; and
- B. Annually restate their affirmation of their adherence to the Code of Ethics of AAPG.
- C. Board Certified Members must additionally affirm their annual completion of twenty (20) PDH. Statements of PDH may be randomly audited by DPA.
- D. Failure to maintain AAPG and DPA membership in good standing, or required PDH

hours, will result in revocation of a member's DPA Certification.

Section 4. Loss of Membership

- A. Any member may resign at any time from the DPA; such resignation shall be in writing and shall be accepted by the Executive Committee.
- B. Any member whose dues are in arrears for more than sixty days but less than one year shall be *suspended* from membership. Any member whose dues are in arrears for more than one year shall *forfeit membership*.
- C. Any member who resigns, who forfeits membership for non-payment of dues, or who is expelled for ethical reasons shall cease to have any rights in the DPA and shall not incur further indebtedness to the DPA.
- D. Any person who has been removed from DPA membership, except by expulsion, may be reinstated by unanimous vote of the Executive Committee, upon fulfillment of such requirements as may be established by the Executive Committee. A person who has been expelled may be reinstated as provided for in the AAPG Disciplinary Code.

ARTICLE IV – OFFICERS

Section 1. Officers

The officers of the Division of Professional Affairs shall be a president, president-elect, vice president, secretary-treasurer, and immediate Past President. These officers constitute the Executive Committee ("EC") of the DPA. The officers shall perform the following duties:

- A. President. The President shall be the chief executive officer and spokesperson of the DPA on all matters pertaining to the public (except as stated otherwise in these Bylaws); shall serve as chair of the Executive Committee; preside at all regular and special DPA meetings; and appoint members of committees in accordance with these Bylaws. The President and the Executive Committee shall develop and agree on a strategy and vision for DPA and shall communicate with DPA Members through the *DPA Correlator*, the *AAPG Explorer*, and other means as needed.
- B. President-Elect. The President-Elect shall serve as a member of the Executive Committee; perform such duties as assigned by the President; shall become acquainted with details of the office of the President; and shall succeed to the office of President following their term as President-Elect.
- C. Vice President. The Vice President shall become acquainted with all the details of the office of President and shall perform the duties of the President in the absence or inability of the President to serve. The Vice President shall perform duties assigned by the President, including DPA activities related to the Association's annual convention. The Vice President shall assume the office of the President in the case of a vacancy for any reason in that office.
- D. The Secretary-Treasurer. The Secretary-Treasurer shall record the actions of the Executive Committee and assist the President or presiding officer; maintain the

Rules and Procedures for all DPA Committees; assist the President with the balloting and election of Officers; and perform other duties as directed by the Executive Committee.

- E. Past-President. The Past-President shall assist the President and President-Elect in the transitions between terms and perform other duties as set out in these Bylaws and as directed by the Executive Committee.
- F. The Executive Director of the AAPG is the designated Executive Director of the Division of Professional Affairs. All DPA documents shall be archived in the AAPG headquarters under the physical custody of the Executive Director and successors. Such documents shall include, among other things, the DPA Bylaws, guidelines and procedures for processing all certification applications, and the rules and procedures for all DPA Committees.

Section 2. Officer's Terms

- A. Terms of office shall be from July 1 to June 30. No officer may serve a successive term in the same office.
- B. The terms of office for the President, Vice President, President-Elect and Past President shall be for one (1) year. The term of office for the Secretary-Treasurer is two (2) years.
- C. The terms of office for all officers may be modified to meet the needs of DPA. The DPA Executive Committee may do this by revising these Bylaws and with approval of the AAPG Executive Committee.

Section 3. Eligibility

No member of the Executive Committee may hold more than one position on the Executive Committee during the same term.

Section 4. Election

Each year, DPA will hold an election during April and May to replace outgoing officers. DPA will approve and send a ballot of candidates to AAPG for approval. AAPG will distribute the ballot to each DPA Member by April 1. To be counted, ballots must be received by AAPG by April 30. The ballot results will be reported to the DPA President who will notify the candidates and announce election results to the DPA membership.

Section 5. Vacancies

If an elected officer cannot continue to serve their office, resigns, does not attend scheduled meetings, or does not timely perform the duties of their office, the remaining officers of the DPA Executive Committee may move to declare the office vacant. Vacancies shall be filled as follows:

- A. A vacancy occurring in the office of President shall be filled by the Vice President.
- B. A vacancy occurring in the offices of Vice President, or Secretary-Treasurer shall be filled by appointment by the Executive Committee.
- C. A vacancy occurring in the office of immediate Past-President shall be filled by appointment from the DPA President.

- D. A vacancy occurring in the office of President-Elect shall be filled through a special election called by the Executive Committee. The Nominating Committee shall name at least one or more candidates from the DPA membership, for election, following the DPA Election Rules and Procedures.

ARTICLE V – EXECUTIVE COMMITTEE

Section 1. Composition

The Executive Committee of the DPA shall be composed of the following officers: President, President-Elect, Vice President, Secretary-Treasurer, and immediate Past President, and the AAPG Executive Director (non-voting and not counted in the quorum).

Section 2. Authority

The Executive Committee serves as the board of directors of the DPA with the general executive control and management of the affairs and funds of the DPA. The Executive Committee shall also:

- be responsible for all matters regarding the external affairs of the DPA;
- have full power and authority to perform all acts and duties necessary to carry out the purposes of the DPA;
- review and approve the DPA President's appointments to standing, special and ad-hoc committees
- designate the time, place, and nature of the meetings of the DPA;
- supervise the election of officers and filling of vacancies;
- create, modify, and abolish certifications programs and committees, and manage all matters related to certifications and committees;
- establish rules and procedures for all certifications, committees, and modify such as needed;
- determine the adequacy of certification applicant's qualifications;
- serve as an appeal authority in all matters involving grievance proceedings; and
- perform any administrative duties as required to accomplish the objectives and purposes of the DPA. Any responsibility and authority of the governance of the DPA not otherwise specified in these governing documents shall be reserved to the Executive Committee.

Section 3. Executive Committee Meetings

- A. The DPA Executive Committee shall meet before the annual meeting of the AAPG, and at other times designated by the executive committee, and at the call of the President, or a majority of the Executive Committee. A quorum shall consist of a majority of the voting members of the Executive Committee.
- B. Meetings may be held under any such conditions, including action without a meeting, as authorized under the Colorado Revised Nonprofit Corporations Act, provided that no proxy voting shall be allowed, nor shall alternates be allowed to participate in executive committee meetings.

- C. Five (5) days' notice of regular or special meetings of the Executive Committee shall be given, which notice shall include the date, time, place, and nature of the meeting, and if a special meeting, the purpose of the meeting. Notice shall be given, and may also be waived, in any manner permitted by the Colorado Revised Nonprofit Corporations Act.
- D. The members of the Executive Committee shall be indemnified by the DPA and the AAPG and shall be relieved from personal liability in all matters regarding the DPA to the full extent as permitted under Internal Revenue Code section 501(c)(6) and any other pertinent federal income law or regulation, and to the full extent authorized by the Colorado Revised Nonprofit Corporations Act.

ARTICLE VI – DPA ADVISORY COUNCILORS

Section 1. Composition

DPA Advisory Councilors (“Councilors”) are DPA members who have been elected by the DPA members in their respective AAPG Sections and Regions. DPA Councilors shall be non-voting advisors.

Section 2. Election and Term of Office

- A. DPA Councilor candidates must be AAPG and DPA members in good standing. Each AAPG Section or Region having at least one DPA member shall elect one DPA Councilor for each 200 resident DPA members or major part thereof. There shall be at least one candidate on the ballot for each Councilor position. Candidates may be nominated by the governing body of the Section or Region or by petition of at least fifty (50) DPA members of the section or region. Petitions must be delivered to the Section or Region president at least thirty (30) days before the start of the election.
- B. Councilors shall serve a three-year term of office, commencing on July 1. If a Section or Region has elected more than one Councilor, their terms of office will be staggered according to a schedule established by the EC.
- C. Any vacancy occurring among the elected Councilors shall be filled by appointment by the governing body of the Section or Region, with the approval of the Executive Committee. The appointed Councilor will serve out the term of the vacancy, or lesser term as approved by the EC and Councilors.

Section 3. Duties

The Advisory Council shall work with the Executive Committee to: create long range plans for DPA; recommend appropriate changes of policies; recommend candidates for DPA offices; recommend recipients for all honors and awards; periodically review the DPA Bylaws and recommend changes; and perform such other service to DPA as requested by the Executive Committee.

ARTICLE VII – COMMITTEES

Section 1. Committees

- A. DPA Committees are established by these Bylaws. The DPA Executive Committee shall establish, dissolve, and define and modify the duties, responsibilities, rules and procedures of all standing, special, and ad-hoc committees. Each committee will perform its duties according to the rules and procedures of the committee. Committees will report annually to the Executive Committee on their charges, their accomplishments and members leaving the committee.
- B. The Executive Committee President shall appoint all committee chairs, co-chairs, vice-chairs and other committee members, remove any appointed committee chair, co-chair, vice chair, or other committee member, as needed, and shall fill vacancies when they occur, unless otherwise specified in these Bylaws. The DPA Executive Committee shall decide the number of members of each committee.
- C. Except for the Board of Certification Committee, appointments are generally for one (1) year beginning July 1. For the Board of Certification Committee, appointments are generally for three (3) years beginning July 1, unless otherwise provided in these Bylaws. Any committee member may be reappointed to the same position.

Section 2. Board of Certification Committee

The Board of Certification Committee shall be responsible for evaluating applications for DPA Certification and Board Certification.

Section 3. Local Certification Committee

A Local Certification Committee for each Section or Region, as needed, shall assist in the evaluation of the qualifications of prospective applicants and submit recommendations of the applicant's qualifications as requested by the Board of Certification.

Section 4. Continuing Education Committee

The Continuing Education Committee shall supervise and monitor all DPA continuing education activities. The Committee is also charged with creating, evaluating, and informing DPA and AAPG members about relevant continuing education offerings. The committee will also work with the AAPG to develop and promote DPA-sponsored courses and shall coordinate its activities with the AAPG Education Department.

Section 5. Membership Committee

The Membership Committee shall promote DPA Certification to AAPG members. The committee shall also encourage reciprocal membership with professional societies. All Councilors shall be ex-officio members of this committee. This Committee also will be responsible for keeping track of DPA members and communicating with them, at the request of the President. This committee also shall study DPA demographics and report findings to the executive committee as requested.

Section 6. Nominating Committee

The Nominating Committee shall make recommendations to the DPA Executive Committee for officer nominations each year. All Councilors shall be ex-officio

members of this committee. This committee shall identify qualified DPA members willing to become nominees and advise them of the duties and obligations of their offices.

Section 7. Awards Committee

The Awards Committee shall recommend to the DPA Executive Committee any nominees for honors or awards each year. All Councilors shall be ex-officio members of this committee.

Section 8. Bylaws Committee

The Bylaws Committee shall periodically review the DPA Bylaws and recommend changes to the Executive Committee. All Councilors shall be ex-officio members of this committee. The DPA Executive Committee will determine the agenda for revisions.

Section 9. Special or Ad-hoc Committees

The DPA President may appoint special or ad-hoc committees as needed to conduct relevant projects. The DPA President and the Executive Committee will determine the agenda and the procedures for each special or ad-hoc committee.

ARTICLE X - AAPG BYLAWS

The Bylaws of the American Association of Petroleum Geologists, including the AAPG Code of Ethics and the AAPG Disciplinary Code, and any Amendments thereto, are incorporated herein by reference and made a part of the Bylaws of the Division of Professional Affairs.

ARTICLE XI - AMENDMENTS

Unless otherwise provided in these Bylaws, these Bylaws may be amended at any meeting of the DPA Executive Committee by a two-thirds vote of the Executive Committee, providing that statements of the proposed amendments were distributed by any combination of mail, electronic mail, or other means, to the Executive Committee and Councilors at least fourteen (14) days prior to the meeting date. Amendments will be effective upon concurrence of the Executive Committee of the AAPG.