

## **Bylaws of the African Region of the American Association of Petroleum Geologists (AAPG)**

### **Article I. Name**

This organisation shall be called "The African Region of the American Association of Petroleum Geologists (AAPG)".

### **Article II. Purpose**

This Region is formed to qualify as and be an International Region pursuant to the provisions of Article VI, Section 1, of the Bylaws of the American Association of Petroleum Geologists (AAPG). This Region is a separate organization from the AAPG. Its purpose is to improve the delivery of the AAPG's programmes and services to the African based membership and to enable the membership to participate more effectively in the Association's governance processes. In addition members of the Region have the responsibility to help expand African participation in the AAPG.

### **Article III. Membership**

Members of the Region must be AAPG members. The initial membership shall consist of all AAPG members residing within the geographical boundaries of the Region, except as may be otherwise provided in the Bylaws of the AAPG. Members of the AAPG who reside outside the Region but work within it will have an annual option to elect to be assigned to the Region for voting purposes.

The geographical boundaries of the Region are determined by the aggregated boundary of the countries designated by the Executive Committee of the AAPG to be within the African Region.

Should in the future dues be prescribed by the Region's Steering Committee (Article IV Section 1 below) membership would then be restricted to those AAPG members paying such dues.

## **Article IV. Governance**

### **Section 1 : Steering Committee**

The Region's business shall be managed by a Steering Committee, comprising four Officers and the leaders of the future "Service Teams" established for co-ordinating AAPG activities in the countries of Africa.

The Team Leaders, being appointees from AAPG Headquarters, serve as ex-officio non-voting members, but could qualify as officer candidates.

The President shall serve as the Chairman of the Steering Committee and in the event of any tied vote, has a further casting ballot.

Meetings of the Steering Committee shall be called by the President or any three members. Not less than 30 days notice shall be given. The quorum at a meeting necessary to conduct business shall be two Officers. Participation can be by means of audio or video conference, but also 'electronically' i.e. e-mail.

All actions taken at Committee meetings shall be recorded formally in the minutes of the meeting. A copy of the minutes shall be sent to the AAPG in Tulsa for their records.

### **Section 2 : Officers**

The Officers of the Region shall be:

- The President
- The Vice President
- The President-Elect
- The Secretary/Treasurer

All Officers shall be Active, Emeritus or Honorary members of AAPG (as defined in the AAPG Bylaws).

### **Section 3 : Duties of Officers**

#### ▪ President

The President acts as the Chief Executive Officer of the Region. He chairs all meetings of the Region and its Steering Committee (Section 2 above).

#### ▪ Vice President

The Vice President shall perform the duties of the President in the absence or inability of the President to serve. The Vice President shall assume the office of the President in the event of a vacancy in that office and shall perform such duties as are assigned by the President

#### ▪ President-Elect

The President-Elect shall serve for two years and in the following year shall assume the office of President. The post provides overlap and a measure of continuity for policy and action follow-through.

#### ▪ Secretary/Treasurer

This post provides the administrative support functions to the Steering Committee, including minute taking and action recording, the supervision of any funds and the keeping of financial records as and when required.

### **Section 4 : Terms of office**

Officers serve a two-year term and may succeed themselves in office. The terms of office shall commence on the July 1<sup>st</sup> following election. Service Team Leaders are appointed by AAPG Headquarters.

### **Section 5 : Removal and vacancies**

A vacancy occurring in the offices of Vice President and Secretary/Treasurer shall be filled by the Steering Committee by majority vote. A vacancy occurring in the office of President-Elect shall be filled by a mail ballot of the Region's membership. A vacancy in a Super Team Leader is filled by the AAPG Executive Committee.

### **Article V. Dues**

There is presently no plan to levy dues directly from members in the Region. Such a proposal in future would require an amendment to the Bylaws (Article IX).

### **Article VI. Representation on the AAPG Advisory Council**

The AAPG Bylaws (Article V Section 8) make provision for Africa to elect a voting member of the AAPG Advisory Council, providing the Region has not less than seven hundred and fifty (750) Active Association members. The term of office is three (3) years and the election procedure is dealt with in Article VIII below.

### **Article VII. Representation at the AAPG House of Delegates**

The AAPG Bylaws (Article IV Section 2) allocate to the Region one delegate for every seventy (70) Active Association members resident in or allocated to the Region for voting purposes. The Bylaws further provide that the number of delegates shall at no time be less than the number of Affiliated Societies within the Region. The term of office for delegates is three (3) years and the election procedure is dealt with in Article VIII below.

### **Article VIII. Elections**

The President shall on or before November 1<sup>st</sup> appoint a nominating committee consisting of members of the Region. The immediate past President of the Region shall, if available, chair the committee. The nominating committee shall by January 1<sup>st</sup> send to the Secretary the names of two nominees for:

- the offices of President-Elect, Vice President and Secretary/Treasurer
- membership of the Advisory Council when a vacancy falls due



- vacancies at the House of Delegates (subject to comment in paragraph below)

With respect to vacancies for the House of Delegates which are not required to be filled from particular AAPG affiliated societies, the nominating committee shall solicit nominees from among the Affiliated Societies in the Region, with the objective of encouraging a broad geographic representation.

*[Experience in 1999 has been that it is difficult to find sufficient African members to achieve even a full slate of delegates, therefore U.S. members choosing to be affiliated with African societies should be asked to volunteer.]*

Additional nominations may be made by written petition of ten (10) or more Region members. Such nominations are to be received by the Secretary no later than January 31<sup>st</sup>. All nominees shall be Active, Emeritus or Honorary members of AAPG.

The names of the nominees shall be forwarded to the AAPG office in Tulsa during the first week of February. The AAPG office will compile the ballot paper and arrange for mailing to the voting membership no later than March 1<sup>st</sup>. Names of the nominees for each position shall be arranged alphabetically. The ballot paper will be pre-addressed for ease of return.

Those ballots returned and received by May 1<sup>st</sup> shall be counted by AAPG Headquarters. Election to office or position shall be by a plurality of votes cast. In the event of a tie the President shall cast one additional vote. Successful candidates assume office on July 1<sup>st</sup>.

Requirements set out in the AAPG Bylaws for election procedures not

included in this Article, shall be deemed to be included herein and shall govern in the event of any conflict in interpretation with the Bylaws for the African Region.

### **Article IX. Amendments**

Amendments to these Bylaws may be proposed by the Steering Committee or by a written proposal submitted to the Steering Committee signed by fifty (50) Region members. The Steering Committee shall ensure that proposed amendments are brought to the attention of the membership at least sixty (60) days prior to the Annual General Meeting. At the AGM such amendments will be deemed approved by a plurality of the votes cast. Following such approval ratification by the full voting membership by mail ballot shall be required before the amendment is formally accepted. Ratification will require a two-thirds majority of the votes cast.

No amendment can be adopted that would be in conflict with the Bylaws of the AAPG. Rulings on potential conflict will be sought from the AAPG Executive Committee by the Region President.

### **Article X. Conflict with the AAPG Bylaws**

Any conflict with AAPG Bylaws will be construed in such a manner as not to be in conflict with AAPG Bylaws, and the AAPG Bylaws shall govern in any such conflict.

**June 29th 2000**