

1 **THE AMERICAN ASSOCIATION OF PETROLEUM GEOLOGISTS**

2
3 **BYLAWS**

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6 **ARTICLE 1. NAME**

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8 The name of the corporation shall be The American Association of Petroleum Geologists
9 ("Association" or "AAPG"), a not-for-profit corporation organized under the laws of the
10 state of Colorado.

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12 **ARTICLE 2. PURPOSES**

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14 The purposes of the Association shall be as defined in the Articles of Incorporation and
15 as follows:

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17 • to advance the science of geology, especially as it relates to energy resources;
18 • to foster the spirit of scientific research and the application of the scientific method,
19 including the understanding of the subsurface;
20 • to advance the technology of energy exploration, production, and related
21 mitigations in an economically and environmentally sound manner;
22 • to disseminate information relating to the geology and associated technology of
23 energy resources and related mitigations;
24 • to promote a high standard of professional and ethical conduct for geoscientists;
25 • to provide a means to recognize professional geoscientists;
26 • to honor exceptional geoscientists; and
27 • to promote the well-being of all geoscientists whose contributions provide energy
28 for the world.

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30 **ARTICLE 3. MEMBERSHIP**

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32 **Section 1. Eligibility**

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34 A. Individuals interested in earth science and willing to abide by AAPG's Code of
35 Ethics are eligible for membership.
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37 B. An individual shall be declared a member of the Association upon completion of a
38 membership application and payment of any required membership dues.

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40 **Section 2. Membership Classifications and Privileges**

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42 A. Active Members

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44 1. Members with both a geoscience degree and who have been engaged in work
45 related to geoscience for at least one year are Active Members ("Active
46 Members").

47 a. A geoscience degree shall include but not be limited to a degree in
48 geology, geophysics, earth science, geological engineering, or
49 environmental science.

50
51 b. The Board of Directors ("Board") may waive either the degree or work
52 experience requirement upon request.

53
54 2. An Active Member who is 67 or older shall receive a 50% discount on
55 membership dues upon request to Association headquarters.

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57 3. An Active Member who has been awarded honorary membership by the
58 Association shall not be required to pay membership dues.

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60 B. Associate Members

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62 1. Members who do not qualify as Active Members are Associate Members
63 ("Associate Members").

64
65 2. Associate Members shall have all of the privileges of Active Members, except
66 (a) making and discussing motions at Association or Region meetings, (b)
67 voting in Association or Region elections or on motions, (c) serving as
68 Ambassadors, voting members of committees, or on the Board; and (d) holding
69 office.

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71 **Section 3. Membership Dues**

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73 A. Membership dues shall be set by the Board with the guidance of the Finance
74 Committee.

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76 B. Membership dues shall be paid in accordance with a schedule established by the
77 Board. Notice of the membership dues amount for a given year shall be sent to
78 each member no later than 60 days prior to the payment deadline.

79
80 C. Membership in the Association shall be canceled upon failure to pay dues within
81 45 days of the payment deadline. Members shall receive notice 30 days prior to
82 cancellation. A membership canceled for nonpayment of dues may be reinstated
83 at any time before the close of that membership year upon payment of the current
84 year's membership dues in full.

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86 **Section 4. Resignation**

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88 Any member may resign by giving notice to Association headquarters, but no
89 refund shall be issued for dues that have been paid prior to resignation.

91 **ARTICLE 4. MEMBERSHIP CONSTITUENCY**

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93 **Section 1. Geographic Constituencies**

94
95 A. Members shall be divided into the following geographic constituencies for the
96 purpose of advancing the Association's purposes among individuals in a specific
97 geographic area:

98
99 1. Regions

- 100
101 a. Africa
102 b. Asia Pacific
103 c. Europe
104 d. Latin America and Caribbean
105 e. Middle East
106 f. Canada, including the provinces of Newfoundland and Labrador, Quebec,
107 Nova Scotia, New Brunswick, Manitoba, British Columbia, Prince Edward
108 Island, Saskatchewan, and Alberta

109
110 2. Sections

- 111
112 a. Pacific: Alaska, California, Hawaii, Oregon, Washington
113
114 b. Rocky Mountain: Arizona, Colorado, Idaho, Minnesota, Montana, Nevada,
115 North Dakota, South Dakota, Utah, Wyoming, and the counties in New
116 Mexico listed below.

117
118 *New Mexico Counties*: Bernalillo, Catron, Cibola, Colfax, Grant, Guadalupe,
119 Harding, Hidalgo, Los Alamos, Luna, McKinley, Mora, Quay, Rio Arriba,
120 Sandoval, San Juan, San Miguel, Santa Fe, Sierra, Socorro, Toas,
121 Torrance, Union, Valencia

- 122
123 c. Southwest: The counties in New Mexico and Texas listed below.

124
125 *Texas Counties*: Andrews, Archer, Bailey, Baylor, Borden, Bosque,
126 Brewster, Brown, Callahan, Clay, Cochran, Coke, Coleman, Collin,
127 Comanche, Concho, Cooke, Coryell, Cottle, Crane, Crockett, Crosby,
128 Culberson, Dallas, Dawson, Denton, Dickins, Eastland, Ector, El Paso,
129 Ellis, Erath, Fannin, Fisher, Floyd, Foard, Freestone, Gaines, Garza,
130 Glasscock, Grayson, Hale, Hamilton, Hardeman, Haskell, Hill, Hockley,
131 Hood, Howard, Hudspeth, Hunt, Irion, Jack, Jeff Davis, Johnson, Jones,
132 Kaufman, Kent, Kimble, King, Knox, Lamb, Leon, Limestone, Loving,
133 Lubbock, Lynn, Martin, Mason, McCulloch, McLennan, Menard, Midland,
134 Mills, Mitchell, Montague, Motley, Navarro, Nolan, Palo Pinto, Parker,
135 Pecos, Presidio, Reagan, Reeves, Rockwall, Runnels, Schleicher, Scurry,
136 Shackelford, Somervell, Stephens, Sterline, Stonewall, Sutton, Tarrant,

137 Taylor, Terry, Throckmorton, Tom Green, Upton, Ward, Wichita, Wilbarger,
138 Winkler, Wise, Yoakum, and Young

139
140 *New Mexico Counties:* Chaves, Curry, De Baca, Doña Ana, Eddy, Lea,
141 Lincoln, Otero, Roosevelt

142
143 d. Mid-Continent: Iowa, Kansas, Missouri, Nebraska, Oklahoma, and the
144 counties in Arkansas and Texas listed below.

145
146 *Arkansas Counties:* Baxter, Boone, Benton, Carroll, Cleburne, Conway,
147 Crawford, Faulkner, Franklin, Fulton, Garland, Independence, Izard,
148 Johnson, Logan, Lonoke, Madison, Marion, Montgomery, Newton, Perry,
149 Polk, Pope, Pulaski, Randolph, Saline, Scott, Searcy, Sebastian, Sharp,
150 Stone, Van Buren, Washington, White, and Yell

151
152 *Texas Counties:* Armstrong, Briscoe, Carson, Castro, Childress,
153 Collingsworth, Dallam, Deaf Smith, Donley, Gray, Hall, Hansford, Hartley,
154 Hemphill, Hutchinson, Lipscomb, Moore, Ochiltree, Oldham, Parmer,
155 Potter, Randall, Roberts, Sherman, Swisher, and Wheeler

156
157 d. Gulf Coast: Alabama, Florida, Mississippi, Louisiana, and the counties in
158 Texas and Arkansas listed below.

159
160 *Arkansas Counties:* Arkansas, Ashley, Bradley, Calhoun, Chicot, Clark,
161 Clay, Cleveland, Columbia, Craighead, Crittenden, Cross, Dallas, Desha,
162 Drew, Grant, Greene, Hempstead, Hot Spring, Howard, Jackson, Jefferson,
163 Lafayette, Lawrence, Lee, Lincoln, Little River, Miller, Mississippi, Monroe,
164 Nevada, Ouachita, Phillips, Pike, Poinsett, Prairie, Sevier, St. Francis,
165 Union, and Woodruff

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167 *Texas Counties:* Anderson, Angelina, Aransas, Atascosa, Austin, Bandera,
168 Bastrop, Bee, Bell, Bexar, Blanco, Bowie, Brazoria, Brazos, Brooks,
169 Burleson, Burnet, Caldwell, Calhoun, Cameron, Camp, Cass, Chambers,
170 Cherokee, Colorado, Comal, Delta, DeWitt, Dimmit, Duval, Edwards, Falls,
171 Fayette, Fort Bend, Franklin, Frio, Galveston, Gillespie, Goliad, Gonzales,
172 Gregg, Grimes, Guadalupe, Hardin, Harris, Harrison, Hays, Henderson,
173 Hidalgo, Hopkins, Houston, Jackson, Jasper, Jefferson, Jim Hogg, Jim
174 Wells, Kames, Kendall, Kenedy, Kerr, Kinney, Kleberg, Lamar, Lampasas,
175 LaSalle, Lavaca, Lee, Liberty, Live Oak, Llano, Madison, Marion,
176 Matagorda, Maverick, McMullen, Medina, Milam, Montgomery, Morris,
177 Nacogdoches, Newton, Nueces, Orange, Panola, Polk, Rains, Real, Red
178 River, Refugio, Robertson, Rusk, Sabine, San Augustine, San Jacinto, San
179 Patricio, San Saba, Shelby, Smith, Starr, Terrell, Titus, Travis, Trinity, Tyler,
180 Upshur, Uvalde, Val Verde, Van Zandt, Victoria, Walker, Waller,
181 Washington, Webb, Wharton, Willacy, Williamson, Wilson, Wood, Zapata,
182 and Zavala

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- e. Eastern: Connecticut, Delaware, District of Columbia, Georgia, Illinois, Indiana, Kentucky, Maine, Maryland, Massachusetts, Michigan, New Hampshire, New Jersey, New York, North Carolina, Ohio, Pennsylvania, Rhode Island, South Carolina, Tennessee, Vermont, Virginia, West Virginia, Wisconsin, and the Canadian Province of Ontario

B. Section Governance

1. Each Section shall be governed according to the governing documents of the Section.
2. These Bylaws shall not prevent the dissolution, merger, or acquisition of any Section, and to the extent that any such event occurs, the geographic descriptions of the Sections outlined in this Article shall be automatically amended, without a vote of the Active Members, to reflect the geographic Section boundaries resulting from the event.

C. Region Governance

Each Region shall adopt procedures for its governance that are consistent with the Association's Bylaws.

D. Section and Region Membership

Members shall be assigned to the Section or Region of their primary residence unless they submit a request to Association headquarters to be assigned to a different Section or Region.

E. Region Officers

1. Each Region shall have the following officers: Region Chair, Region Chair-Elect, and Region Secretary. Regions may select additional officers at their discretion.
2. All Region Officers shall be Active Members.
3. The Region Chair shall serve as the Region's primary liaison between the Board and the Region's members; shall lead efforts to further the Association's mission in the Region in keeping with the Association's strategic plan; shall preside over all meetings of the Region; and shall fulfill all other duties as may be delegated by the Board.
4. The Region Chair-Elect shall assist the Region Chair and in the absence of the Region Chair, fulfill all of the Region Chair's duties.

229 5. The Region Secretary shall serve as the custodian of records for the Region
230 and shall record the minutes of each Region meeting.
231

232 F. Election, Term of Office, and Vacancies of Region Officers
233

234 1. Each Region shall elect a Region Chair-Elect who shall serve a term of three
235 years. The first year shall be as Region Chair-Elect. The second year, without
236 further election, the Region Chair-Elect shall become Region Chair and shall
237 hold office for two years or until a successor is elected and installed.
238

239 2. Each Region shall elect a Region Secretary who shall serve a term of two years
240 and shall hold office until a successor is elected and installed.
241

242 3. The only members who may vote in a Region election are the Active Members
243 of that Region.
244

245 4. The Region Chair shall notify Association headquarters of the results of its
246 elections no later than 60 days prior to the Association's Annual Business
247 Meeting.
248

249 5. If a vacancy occurs in the office of Region Chair, the Region Chair-Elect shall
250 succeed to the office of Region Chair for the completion of that term and
251 subsequently serve the full one-year term that they were originally elected to
252 serve as Chair.
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254 6. A vacancy in the office of Region Chair-Elect shall remain unfilled until the next
255 regular Region Chair-Elect election.
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257 7. A vacancy in the office of Region Secretary shall be filled by the Region Chair
258 within 30 days for the remainder of the unexpired term.
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260 G. Section and Region Ambassadors
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262 1. Each Section and Region shall select Ambassadors to represent the members
263 of the Section or Region, recruit new members, develop outreach initiatives,
264 assist in retention of existing members, and foster connections between
265 members, with other local organizations, other Sections, and other Regions to
266 further the global sharing of ideas and best practices.
267

268 2. The number of Ambassadors in each Section and Region shall be at least 2%
269 of the Active Members in the Section or Region as of the beginning of each
270 fiscal year.
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272 3. Each Section President and each Region Chair, or their designees, shall notify
273 Association headquarters of its Ambassador selections no later than 60 days
274 prior to the Association's Annual Business Meeting.

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H. Region Meetings

1. Region meetings (a) may be called by the Region Chair or (b) shall be called upon the written request of 2.5% of the Active Members of the Region. The purpose of the meeting shall be stated in the call, which shall be sent to all Region members at least 15 days prior to the meeting.
2. To constitute a quorum for a Region business meeting, 2.5% of the Active Members of the Region must be present in person or linked by means such that all members participating in the meeting are able to hear each other.

Section 2. Technical Directorates

A. Technical Directorates

Members shall be associated with one or more of the following five technical directorates (“Technical Directorates”) for the purpose of advancing the Association’s purposes among individuals with similar technical interests:

1. Oil and Gas Directorate. The Oil and Gas Directorate shall include members interested in the research, education, and application of the geoscience and technologies related to the exploration, development, production, and utilization of petroleum resources.
2. Alternative and Future Energy Directorate. The Alternative and Future Energy Directorate shall include members interested in the research, education, and application of the geoscience and technologies related to the exploration, development, production, and utilization of non-petroleum energy resources; commodity economics; and analysis and forecasting of future trends in energy supply and demand.
3. Environmental Geosciences Directorate. The Environmental Geosciences Directorate shall include members interested in the research, education, and application of best practices in environmental geosciences, hydrogeology, and related fields to promote environmental stewardship for energy exploration, development, production, and utilization.
4. Business and Certification Directorate. The Business and Certification Directorate shall coordinate and promote continuing education, professional and ethical standards, adherence to the scientific method, and professional certification for geoscientists.
5. Publications and Events Directorate. The Publications and Events Directorate shall coordinate with the AAPG *Bulletin* Editor and AAPG staff to plan and support AAPG’s events, publications, and website.

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B. Technical Directorate Governance

Each Technical Directorate shall adopt procedures for its governance that are consistent with the Association’s Bylaws.

C. Technical Directorate Membership

1. Any member is eligible to join any Technical Directorate.
2. Each member shall join at least one Technical Directorate and may join as many Technical Directorates as the member chooses.
3. Members who join more than one Technical Directorate shall designate a Primary Technical Directorate. Members may change their Primary Technical Directorate designation by submitting a request to AAPG headquarters.

D. Technical Directorate Committees

Each Technical Directorate may form one or more committees of members focused on topics relevant to the Directorate (“Technical Committees”) in accordance with policies and procedures established by the Board.

E. Technical Directorate Officers

1. Each Technical Directorate shall have one Technical Director, except the Oil and Gas Directorate, which shall have two Technical Directors. Technical Directors may select additional officers for the Technical Directorate at their discretion.
2. Each Technical Director shall be an Active Member and shall be elected as outlined in the Article titled “Board of Directors.” All other Technical Directorate officers shall also be Active Members.
3. If a Technical Director vacancy occurs, the Board shall fill the vacancy for the remainder of the unexpired term in consultation with the Active Members of the respective Technical Directorate.

F. Technical Directorate Meetings

1. Technical Directorate meetings (a) may be called by the Technical Director or (b) shall be called upon the written request of 2.5% of the Active Members of the Directorate. The purpose of the meeting shall be stated in the call, which shall be sent to all members of the respective Technical Directorate at least 15 days prior to the meeting.

- 367 2. To constitute a quorum for a Technical Directorate business meeting, 2.5% of
368 the Active Members of the Directorate must be present in person or linked by
369 means such that all members participating in the meeting are able to hear each
370 other.

371
372 **Section 3. Membership Directorates**

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374 A. Membership Directorates

375
376 Members shall be divided into the following three membership directorates
377 (“Membership Directorates”) for the purpose of advancing the Association’s purposes
378 among individuals with similar age, professional, public service, or stakeholder
379 demographics, or volunteer service interests:

- 380
381 1. Academic Relations Directorate. The Academic Relations Directorate shall
382 include administrators, faculty, staff, and students from academic institutions
383 who are interested in the research, education, and application of geoscience,
384 and other members who are interested in volunteer service to support
385 administrators, faculty, staff, and students from academic institutions.
386
387 2. Member Services Directorate. The Member Services Directorate shall include
388 members interested in creating and fostering member networks for specific
389 demographics (e.g., age, gender, job description, etc.).
390
391 3. Stakeholders Directorate. The Stakeholders Directorate shall include corporate
392 advisors, Section and affiliated society representatives, and other industry
393 leaders who are interested in building, maintaining, and furthering the external
394 relations of the Association.

395
396 B. Membership Directorate Committees

397
398 Each Membership Directorate may form one or more committees of members with
399 similar interests (“Membership Committees”) in accordance with policies and
400 procedures established by the Board.

401
402 C. Membership Directorate Officers

- 403
404 1. Each Membership Directorate shall have a Membership Director. Membership
405 Directors may select additional officers for the Membership Directorate at their
406 discretion.
407
408 2. Each Membership Director shall be an Active Member and shall be elected as
409 outlined in the Article titled “Board of Directors.” All other Membership
410 Directorate officers shall also be Active Members.
411

- 412 3. If a Membership Director vacancy occurs, the Board shall fill the vacancy for
413 the remainder of the unexpired term in consultation with the Active Members of
414 the respective Membership Directorate.
415

416 **D. Membership Directorate Meetings**
417

- 418 1. Membership Directorate meetings (a) may be called by the Director or (b) shall
419 be called upon the written request of 2.5% of the Active Members of the
420 Directorate. The purpose of the meeting shall be stated in the call, which shall
421 be sent to all members of the respective Membership Directorate at least 15
422 days prior to the meeting.
423
- 424 2. To constitute a quorum for a Membership Directorate business meeting, 2.5%
425 of the Active Members of the Directorate must be present in person or linked
426 by means such that all members participating in the meeting are able to hear
427 each other.
428

429 **ARTICLE 5. MEMBERSHIP BUSINESS MEETINGS**
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431 **Section 1. Annual Business Meeting**
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- 433 A. An annual business meeting of the Association (“Annual Business Meeting”) shall
434 be held at such time, date, and place selected by the Board at least 30 days prior
435 to the close of the fiscal year.
436
- 437 B. Notice of the Annual Business Meeting shall be provided to each member of the
438 Association at least 60 days prior to the meeting.
439

440 **Section 2. Special Business Meetings**
441

- 442 A. Special business meetings of the Association (a) may be called by the President
443 upon a majority vote of the Board or (b) shall be called by the President upon the
444 written request of a total of 2.5% of the Active Members of the Association from at
445 least four different Sections or Regions, or (c) shall be called by the President upon
446 the written request of two-thirds of the entire membership of a special governance
447 committee.
448
- 449 B. The purpose of the meeting shall be stated in the call, which shall be sent to all
450 members of the Association at least 20 business days prior to the meeting.
451

452 **Section 3. Quorum**
453

454 To constitute a quorum, 5% of the Active Members must be present in person or linked
455 by means such that all members participating in the meeting are able to hear each other.
456

457 **Section 4. Voting**

- 458
459 A. Unless otherwise specified in these Bylaws, all matters shall be decided by a
460 majority of the votes cast by Active Members.
461
462 B. Votes may be cast during a meeting of the members by the Active Members
463 present in person or virtually, or they may be cast outside of a meeting by mail,
464 electronic ballot, or other suitable means under Colorado law. In no event shall
465 votes cast during a meeting be counted together with votes cast outside of a
466 meeting. No proxy voting is permitted.
467

468 **ARTICLE 6. OFFICERS**

469
470 **Section 1. Officers**

471
472 The officers of the Association shall be the President, President-Elect, Immediate Past
473 President, Chief Executive Officer (“CEO”), Chief Financial Officer (“CFO”), Secretary,
474 and Treasurer (collectively, the “Officers”). The CEO shall serve as the Secretary and the
475 CFO shall serve as the Treasurer, except in the event of a vacancy in the office of CEO
476 or CFO, as outlined below.
477

478 **Section 2. Election and Term of Office**

- 479
480 A. The President-Elect shall be elected by the Active Members.
481
482 B. The President-Elect shall serve a term of three years. The first year shall be as
483 President-Elect. The second year, without further election, the President-Elect
484 shall become President and shall hold office for one year or until a successor is
485 elected and installed. The third year, without further election, the President shall
486 become the Immediate Past President.
487
488 C. Any Active Member elected to the office of President-Elect must be eligible to serve
489 as President-Elect, President, and Immediate Past President.
490
491 D. Past Presidents shall be ineligible to serve for re-election as President-Elect.
492
493 E. Officer terms begin on July 1 following the election.
494
495 F. Officers may be removed from office by the Active Members as provided in the
496 parliamentary authority specified in these Bylaws.
497

498 **Section 3. Duties**

- 499
500 A. The President shall be the chair of the Board and shall preside over all meetings
501 of the Board and of the Association. The President shall serve as the Board’s
502 primary liaison to the Membership Directors and shall perform all other duties
503 ordinarily pertaining to the office of President and such duties prescribed by the

504 Board. The President shall present a report of activities during the term of office to
505 the members at the Annual Business Meeting.
506

507 B. The President-Elect shall serve as a member of the Board and shall perform all
508 duties prescribed by the Board or an officer authorized by the Board. In the
509 absence or incapacity of the President, the President-Elect shall fulfill the duties of
510 and possess all the powers of the President. The President-Elect shall serve as
511 the Board's primary liaison to the Technical Directorates through the Technical
512 Directors. The President-Elect shall serve as a non-voting, ex-officio member of
513 the Finance Committee.
514

515 C. The Immediate Past President shall serve as a member of the Board and as a non-
516 voting, ex-officio member of the Honors and Awards Committee, and Nominating
517 Committee. The Immediate Past President shall perform all duties prescribed by
518 the Board or an officer authorized by the Board.
519

520 D. The CEO shall be appointed by the Board to hold office at its pleasure and shall
521 perform all duties ordinarily pertaining to the office of CEO or prescribed by the
522 Board, including the daily operation of the Association subject to the general
523 supervision and direction of the Board. The CEO shall have the authority to
524 execute documents on behalf of the Association as directed by the Board.
525

526 The CEO shall serve as the Secretary of the Association, and in that role, shall be
527 the custodian for corporate records of the Association, shall prepare minutes of the
528 Board and the Association meetings, and shall authenticate all corporate records.
529

530 The CEO shall be a non-voting, ex-officio member of the Board and of the Finance
531 Committee.
532

533 E. The CFO shall be appointed by the Board to hold office at its pleasure and shall
534 perform all duties ordinarily pertaining to the office of CFO or prescribed by the
535 Board.
536

537 The CFO shall serve as the Treasurer of the Association, and in that role shall
538 oversee the financial operation of the Association, obtain an annual audit of
539 Association finances, and submit such audit to the Board. The CFO shall be a
540 non-voting, ex-officio member of the Board and of the Finance Committee.
541

542 **Section 4. Vacancies**
543

544 A. If a vacancy occurs in the office of President, the President-Elect shall succeed to
545 the office of President for the completion of that term and subsequently serve the
546 full one-year term that they were originally elected to serve as President.
547

548 B. A vacancy in the office of President-Elect shall remain unfilled until the next regular
549 President-Elect election.

- 550
- 551 C. A vacancy in the office of Immediate Past President shall be filled by the most
- 552 recent Past President who is available.
- 553
- 554 D. A vacancy in the office of CEO shall be filled by the Board. The Board shall select
- 555 an individual to fulfill the duties of Secretary until the hiring of a permanent CEO.
- 556
- 557 E. A vacancy in the office of CFO shall be filled by the Board. The Board shall select
- 558 an individual to fulfill the duties of Treasurer until the hiring of a permanent CFO.
- 559

560 **ARTICLE 7. BOARD OF DIRECTORS**

561 **Section 1. Authority**

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- 564 A. Except as otherwise provided in these Bylaws, the Board shall exercise the
- 565 corporate powers set forth in the Colorado Revised Nonprofit Corporation Act and
- 566 shall manage or direct the management of the business and affairs of the
- 567 Association.
- 568
- 569 B. The Association will indemnify, defend, and hold harmless each member of the
- 570 Board from personal liability in all matters related to the Association to the full
- 571 extent permitted under Internal Revenue Code section 501(c)(6), any other
- 572 pertinent federal law or regulation, and under the Colorado Revised Nonprofit
- 573 Corporation Act.
- 574
- 575 C. The Board may adopt and amend policies and procedures necessary for the
- 576 administration and governance of the Association, provided such policies and
- 577 procedures are consistent with these Bylaws.
- 578
- 579 D. The Board shall select the AAPG *Bulletin* Editor in consultation with the Nominating
- 580 Committee.
- 581
- 582 E. The Board shall not have power to amend these Bylaws; to merge or dissolve the
- 583 Association; or to sell or otherwise dispose of all or substantially all of the
- 584 Association's assets.
- 585

586 **Section 2. Composition**

- 587
- 588 A. The Board shall consist of the Officers and eleven directors. The CEO and the
- 589 CFO shall be non-voting, ex-officio members of the Board.
- 590
- 591 B. There shall be six technical directors ("Technical Directors"); and five membership
- 592 directors ("Membership Directors"), including the Sections Director and the
- 593 Regions Director (each a "Director" and collectively, "the Directors").
- 594

595 C. The Technical Directors shall be as follows: Oil and Gas Director 1, Oil and Gas
596 Director 2, Alternative and Future Energy Director, Environmental Geosciences
597 Director, Business and Certification Director, and Publications and Events
598 Director.
599

600 D. The Membership Directors shall be as follows: Academic Relations Director,
601 Member Services Director, Stakeholder Director, Sections Director, and Regions
602 Director.
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604 **Section 3. Meetings**
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606 A. The Board shall hold regular meetings. Meetings shall be held at such time, date,
607 and place as directed by the President. Notice of each meeting shall be provided
608 to each member of the Board no less than 10 days prior to the meeting.
609

610 B. Special meetings (a) may be called by the President or (b) shall be called by the
611 President upon the request of at least a majority of the Board, within 15 days of
612 receiving the request. Notice of the meeting shall be provided to each member of
613 the Board no less than 5 days prior to the meeting, unless at least two-thirds of the
614 entire Board consents to waive this notice requirement.
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616 C. To constitute a quorum, a majority of the Board must be present in person or linked
617 by means such that all members participating in the meeting are able to hear each
618 other.
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620 D. Decisions by the Board shall be made by a majority of the Board members present
621 and voting at a regular or special meeting.
622

623 **Section 4. Election and Term of Office**
624

625 A. Each Technical Director shall be elected by the Active Members in the Director's
626 Technical Directorate and shall serve a term of three years or until a successor is
627 elected and installed.
628

629 B. The Academic Relations Director, Member Services Director, and Stakeholder
630 Director shall be elected by the Active Members, and each of these Directors shall
631 serve a term of three years or until a successor is elected and installed.
632

633 C. The Sections Director shall be elected by the Section Presidents from among the
634 Section Presidents and shall serve a term of one year or until a successor is
635 elected and installed. A vacancy in the position of Sections Director shall be filled
636 by the Section Presidents for the remainder of the unexpired term.
637

638 D. The Regions Director shall be elected by the Region Chairs from among the
639 Region Chairs and shall serve a term of one year or until a successor is elected

640 and installed. A vacancy in the position of Regions Director shall be filled by the
641 Region Chairs for the remainder of the unexpired term.

- 642
- 643 E. Elections of Directors shall be staggered so that no more than four Directors are
644 elected in any one year, except that the maximum number of Directors to be
645 elected shall be increased by the number of vacancies not previously filled by the
646 Board.
- 647
- 648 F. Director terms begin on July 1 following the election.
- 649
- 650 G. No Active Member shall serve more than one consecutive term in the same
651 Director position.
- 652
- 653 H. Directors may be removed from office by the Active Members as provided in the
654 parliamentary authority specified in these Bylaws.
- 655

656 **ARTICLE 8. COMMITTEES**

657 **Section 1. Standing and Special Committees**

- 658
- 659
- 660 A. The Association shall have the following standing committees: Honors and Awards
661 Committee, Nominating Committee, and Finance Committee.
- 662
- 663 B. The structure and membership of all standing committees shall be as outlined in
664 the committee charge unless otherwise provided for in these Bylaws.
- 665
- 666 C. All standing committees shall operate according to policies adopted by the Board,
667 provided that such policies are consistent with these Bylaws.
- 668
- 669 D. The President may appoint special committees at any time for any purpose
670 relevant to the purposes of the Association. In addition, a special governance
671 committee shall be formed upon a majority vote of the Board or at the request of
672 at least 2.5% of the Active Members. Special committees, including a special
673 governance committee, shall be assigned specific charges and report to the Board.
- 674
- 675 E. To constitute a quorum for a committee meeting, a majority of the Active Members
676 on a committee must be present in person or linked by means such that all
677 members participating in the meeting are able to hear each other.
- 678
- 679 F. All matters decided by a committee shall be decided by a majority of the votes cast
680 by Active Members at a meeting of the committee.
- 681

682 **Section 2. Honors and Awards**

- 683
- 684 A. The Honors and Awards Committee shall report to the Board and shall consist of
685 one Active Member from each Section and Region with up to 2,000 Active

686 Members, two Active Members from each Section and Region with at least 2,000
687 Active Members, and one Active Member from each Technical Directorate. Each
688 Section, Region and Technical Directorate may select its Active Member or
689 Members to serve on the Committee.

690
691 B. The Immediate Past President shall be a non-voting, ex-officio Committee member
692 and shall act as a liaison between the Committee and the Board.

693
694 C. Committee members shall serve staggered three-year terms so that no more than
695 four members of the Committee are elected in any one year, except that the
696 maximum number of Committee members to be elected shall be increased by the
697 number of vacancies not previously filled by the Board. No Committee member
698 may serve consecutive terms.

699
700 D. The Committee shall elect a chair and a vice-chair from among the existing
701 Committee members, each of whom shall serve a one-year term. The vice-chair is
702 eligible to be elected as chair, but neither the chair nor the vice-chair shall serve
703 consecutive terms in the same position. The Immediate Past President may not
704 serve as the chair.

705
706 E. A vacancy on the Committee shall be filled by the Board with an Active Member
707 from the Section, Region or Technical Directorate represented by the vacancy and
708 in consultation with the leadership of the respective Section, Region, or Technical
709 Directorate. A vacancy in the position of chair shall be filled by the vice-chair. A
710 vacancy in the position of vice-chair shall be filled by the remaining members of
711 the Committee. All vacancies shall be filled for the remainder of the unexpired term.

712
713 F. The Honors and Awards Committee shall solicit nominations from the members
714 for the awards to be given by the Association and make recommendations to the
715 Board for award recipients according to a timeline established by the Board. The
716 Board shall review the recommendations and upon a majority vote, approve the
717 individuals to receive awards. Only candidates recommended by the Committee
718 and approved by the Board may receive an award.

719
720 G. Members of the Honors and Awards Committee, members of the Board, and
721 Association staff and consultants are not eligible to receive an award.

722

723 **Section 3. Nominating Committee**

724
725 A. The Nominating Committee shall report to the Board and shall consist of one
726 member from each Section and Region with up to 2,000 Active Members, two
727 members from each Section and Region with at least 2,000 Active Members, and
728 one Active Member from each Technical Directorate. Each Section, Region and

729 Technical Directorate may select its Active Member or Members to serve on the
730 Committee.

731
732 B. The Immediate Past President shall be a non-voting, ex-officio Committee member
733 and shall act as a liaison between the Committee and the Board.

734
735 C. Committee members shall serve staggered three-year terms so that no more than
736 four members of the Committee are elected in any one year, except that the
737 maximum number of Committee members to be elected shall be increased by the
738 number of vacancies not previously filled by the Board. No Committee member
739 may serve consecutive terms.

740
741 D. The Committee shall elect a chair and a vice-chair from among the existing
742 Committee members, each of whom shall serve a one-year term. The vice-chair is
743 eligible to be elected as chair, but neither the chair nor the vice-chair shall serve
744 consecutive terms in the same position. The Immediate Past President may not
745 serve as the chair.

746
747 E. A vacancy on the Committee shall be filled by the Board with an Active Member
748 from the Section, Region or Technical Directorate represented by the vacancy and
749 in consultation with the leadership of the respective Section, Region, or Technical
750 Directorate. A vacancy in the position of chair shall be filled by the vice-chair. A
751 vacancy in the position of vice-chair shall be filled by the remaining members of
752 the Committee. All vacancies shall be filled for the remainder of the unexpired term.

753

754 **Section 4. Finance Committee**

755
756 A. The Finance Committee shall report to the Board and shall consist of one Active
757 Member from each Technical Directorate and Membership Directorate, and the
758 Sections Director and Regions Director. Each Technical Directorate and
759 Membership Directorate may select an Active Member to serve on the Committee.

760
761 B. The Finance Committee shall study the financial needs of the Association,
762 recommend ways of securing adequate funds for the proper operation of the
763 Association, and assist the Board in reviewing the budget. The Committee shall
764 recommend the next year's budget to the Board for approval.

765
766 C. The President-Elect, CEO, and CFO shall serve as non-voting, ex-officio
767 Committee members.

768
769 D. Committee members shall serve staggered three-year terms so that no more than
770 three members of the Committee are elected in any one year, except that the
771 maximum number of Committee members to be elected shall be increased by the
772 number of resignations and removals not previously filled by the Board. No
773 Committee member may serve consecutive terms.

774

- 775 E. The Committee shall elect a chair and a vice-chair from among the existing
776 Committee members, each of whom shall serve a one-year term. The vice-chair is
777 eligible to be elected as chair, but neither the chair nor the vice-chair shall serve
778 consecutive terms in the same position. Neither the President-Elect, CEO, or CFO
779 may serve as the chair.
780
- 781 F. A vacancy on the Committee shall be filled by the Board with an Active Member
782 from the Membership or Technical Directorate represented by the vacancy and in
783 consultation with the leadership of the respective Membership or Technical
784 Directorate. A vacancy in the position of chair shall be filled by the vice-chair. A
785 vacancy in the position of vice-chair shall be filled by the remaining members of
786 the Committee. All vacancies shall be filled for the remainder of the unexpired term.
787
- 788 G. Current members of the Board, other than the Sections Director and Regions
789 Director, President-Elect, CEO and CFO, are not eligible to serve on the
790 Committee.
791

792 **ARTICLE 9. ELECTIONS**
793

- 794 A. No later than October 15 of each year, the Nominating Committee shall solicit
795 nominations from the Association members for positions to be elected by the
796 Active Members.
797
- 798 B. No later than November 15 of each year, the Nominating Committee shall present
799 to the Board at least two nominees for each position to be elected by the Active
800 Members.
801
- 802 C. Members of the Nominating Committee are not eligible to be nominated for any
803 position to be elected by the Active Members.
804
- 805 D. Current members of the Board are not eligible to be nominated for President-Elect.
806
- 807 E. Upon a two-thirds vote of the entire membership of the Board, the Board may
808 request that the Nominating Committee present an alternative nominee to one or
809 both nominees presented by the Nominating Committee for a position.
810
- 811 F. Additional nominations for positions to be elected by the Active Members may be
812 made by a petition signed by no fewer than a total of 50 Active Members from at
813 least four different Sections and Regions and submitted to Association
814 headquarters at least 30 days before the distribution of ballots.
815
- 816 G. No Active Member shall be placed on the ballot for any position elected by the
817 Active Members, whether nominated by the Nominating Committee or by petition,
818 who fails to meet the qualifications for the position for which the Active Member is
819 nominated.
820

821 H. All Region and Association elections shall be held via electronic ballot distributed
822 to all Active Members by Association headquarters. Ballots shall be distributed no
823 later than 90 days prior to the Annual Business Meeting. Active Members shall be
824 given at least 30 days to cast a ballot in any Region election and at least 60 days
825 to cast a ballot in any Association election.
826

827 **ARTICLE 10. PARLIAMENTARY AUTHORITY**

828
829 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall
830 govern the Association in all cases to which they are applicable and in which they are not
831 inconsistent with these Bylaws and any special rules of order the Association may adopt.
832

833 **ARTICLE 11. AMENDMENTS**

- 834
835 A. These Bylaws, including any appendices to them, may be amended upon (1) a
836 recommendation of the Board, (2) a recommendation of a special governance
837 committee, or (3) a petition signed by at least a total of 2.5% of the Active Members
838 from at least four different Sections or Regions, provided the amendment is
839 considered at an Association meeting and receives a favorable vote from at least
840 two-thirds of the ballots cast by Active Members following the meeting at which it
841 is considered. A ballot shall be sent by mail, electronic mail, or other suitable
842 means under Colorado law to all Active Members within 60 days after the meeting
843 at which an amendment is considered, and ballots received within 60 days of such
844 mailing shall be counted.
845
846 B. Any proposed amendment submitted by petition must be submitted to the
847 President no later than 90 days prior to the meeting at which it will be considered.
848
849 C. Any proposed amendment shall be reviewed for legality by the Association's legal
850 counsel before notice of the amendment is given to the members.
851
852 D. Notice of any amendment to be considered at a meeting shall be given to the
853 members no later than 60 days prior to the meeting.
854

855 **ARTICLE 12. DISSOLUTION**

- 856
857 A. In the event of the Association's dissolution, the Association shall distribute any
858 assets remaining after the discharge of all liabilities, for charitable, scientific, or
859 educational purposes in strict compliance with exemption provided under Section
860 501(c)(6) of the Internal Revenue Code of 1986.
861
862 B. Any such assets not so disposed of shall be disposed of by a court of competent
863 jurisdiction located in the District Court of the District of Arapahoe County,
864 exclusively for such purposes or to such organization or organizations as said court
865 shall determine, which are organized and operated exclusively for such purposes.
866

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868
869

C. No member of the Association shall have any right or interest in or to the property or assets of the Association.

HOD DRAFT

870

APPENDIX A

871

AAPG CODE OF ETHICS

872

873

SECTION 1. GENERAL PRINCIPLES

874

875

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

876

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

879

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882

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

883

884

885

SECTION 2. RELATION OF MEMBERS TO THE PUBLIC

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887

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

888

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891

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

892

893

894

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

895

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897

SECTION 3. RELATION OF MEMBERS TO EMPLOYERS AND CLIENTS

898

899

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

900

901

902

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

903

904

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SECTION 4. RELATION OF MEMBERS TO ONE ANOTHER

907

908

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

909

910

911

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

912

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914

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

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SECTION 5. DUTY TO THE ASSOCIATION

1. Members of the Association shall aid in preventing the election to membership of those who are unqualified or do not meet the standards set forth in this code of ethics.
2. By applying for or continuing membership in the Association each member agrees to uphold the ethical standards set forth in this code of ethics.
3. Members shall not use AAPG membership to imply endorsement, recommendation, or approval by the Association of specific projects or proposals.

SECTION 6. DISCIPLINE FOR VIOLATIONS OF STANDARDS

Members violating any standard prescribed in this article shall be subject to discipline as provided by policies and procedures adopted by the Board.

HOD DRAFT

934 ***Provisos (Adopted Simultaneously with Proposed Bylaws):***

935

936 *All of the dates noted below are reflected in a chart on the last page of this document.

937

938 **Special Transition Governance Committee**

939

940 A Special Transition Governance Committee shall be formed on the date these Bylaws
941 are adopted and shall be dissolved three years after the date these Bylaws are adopted.

942 The Special Transition Governance Committee shall be structured as follows:

943

944 1. The Special Transition Governance Committee shall report to the Board and shall
945 consist of the individuals who are members of the House of Delegates Constitution
946 and Bylaws Committee on the date these Bylaws are adopted.

947

948 2. The Special Transition Governance Committee shall (1) review the governing
949 documents of the Association and identify opportunities for improved governance
950 practices, and (2) make recommendations to the Board and the Association regarding
951 proposed amendments to the Bylaws.

952

953 3. The Immediate Past President shall be a non-voting, ex-officio Committee member
954 and shall act as a liaison between the Committee and the Board.

955

956 4. Committee members shall serve three-year terms.

957

958 5. The Committee shall elect a chair and a vice-chair from among the existing Committee
959 members, each of whom shall serve a one-year term. The vice-chair is eligible to be
960 elected as chair, but neither the chair nor the vice-chair shall serve consecutive terms
961 in the same position. The Immediate Past President may not serve as the chair.

962

963 6. A vacancy in the position of Committee chair shall be filled by the vice-chair. A vacancy
964 in the position of Committee vice-chair shall be filled by the remaining members of the
965 Committee. Any vacancy other than chair or vice-chair shall be filled at the Board's
966 discretion in consultation with the current members of the Committee. In no event shall
967 the number of Committee members be fewer than 13. All vacancies shall be filled for
968 the remainder of the unexpired term.

969

970 7. Members of the Board are not eligible to serve on the Committee.

971

972

973 **2024–2025 Association and Region Leaders:**

- 974
- 975 1. On the date these Bylaws are adopted, the Officers and Board, and their terms,
- 976 shall be as follows:
- 977

Officers	Name	Term
President	Deborah Sacrey ¹	2024–2025
President-Elect	Incoming 2024 President-Elect ²	2024–2025
Immediate Past President	Claudia Hackbarth ³	2024–2025
Secretary	David Curtiss ⁴	N/A
Treasurer	Bryan Haws ⁵	N/A

Technical Directors	Name	Term
Oil and Gas Director 1	Incoming 2024 HOD Chair (Kenneth Mohn) ¹	2024–2025
Oil and Gas Director 2	Molly Turko ⁶	2024–2025
Alternative and Future Energy Director	Incoming 2024 EMD President ²	2024–2025
Environmental Geosciences Director	Incoming 2024 DEG President ²	2024–2025
Business and Certification Director	Incoming 2024 DPA President ²	2024–2025
Publications and Events Director	Matthew Pranter ³	2024–2025

Membership Directors	Name	Term
Regions Director	Sa'id Hajri ¹	2024–2025
Sections Director	Incoming 2024 Sections VP ²	2024–2025
Stakeholder Relations Director	Incoming 2024 Treasurer ²	2024–2025
Member Services Director	Sarah Barnes ¹	2024–2025
Academic Relations Director	TBD ⁷	2024–2025

- 978
- 979 ¹ Elected in 2023 under current Bylaws' election cycle and currently serving in office
- 980 ² Elected in 2024 under current Bylaws' election cycle
- 981 ³ Elected in 2022 under current Bylaws' election cycle and currently serving in office
- 982 ⁴ Current AAPG Executive Director, serving as an employee at the pleasure of the
- 983 Board
- 984 ⁵ Current AAPG Controller, serving at as an employee at the pleasure of the Board
- 985 ⁶ Elected in 2023 and currently serving a two-year term as PSGD President
- 986 ⁷ To be elected by the Board in consultation with the Special Transition Governance
- 987 Committee within 45 days following the date these Bylaws are adopted

988 2. The 2024–2025 Region Chairs shall be as follows:
 989

Region	Name	
Africa	Nillian Mulemi	Incoming President ¹
Asia Pacific	Herman Darman	Current President ²
Europe	Maria Mutti	Current President ²
Latin American and Caribbean	Xavier Ravi Moonan	Current President ²
Middle East	Ahmed Mohammed Al-Hakami	Current President ²
Canada	Marc H. Enter	Current President ²

990
 991 ¹ Elected in 2022 under current Bylaws’ election cycle
 992 ² Elected in 2023 under current Bylaws’ election cycle and currently serving in office
 993

994 **Technical Directorates**

- 995
 996 3. The current Divisions shall be included as committees in the following Technical
 997 Directorates:
 998
 999 a. Petroleum Structure and Geomechanics Division → Oil and Gas Directorate
 1000 b. Energy Minerals Division → Alternative and Future Energy Directorate
 1001 c. Division of Environmental Geosciences → Environmental Geosciences
 1002 Directorate
 1003 d. Division of Professional Affairs → Business and Certification Directorate
 1004
 1005 4. The ballot for the proposed Bylaws shall include a question asking each member
 1006 to indicate which Technical Directorates they would like to join. Each member
 1007 returning a ballot must select at least one Technical Directorate. Any member who
 1008 returns a ballot shall be assigned to the Technical Directorates they selected for
 1009 the remainder of the 2024–2025 membership year.
 1010
 1011 5. No later than 15 days following the adoption of these Bylaws, AAPG headquarters
 1012 shall issue a survey to all members who did not vote on the proposed Bylaws with
 1013 a question asking each member to indicate which Technical Directorates they
 1014 would like to join. Any member who returns a survey prior to the deadline for
 1015 paying 2025–2026 membership dues shall be assigned to the Technical
 1016 Directorates of their choice for the remainder of the 2024–2025 membership year.
 1017

1018 **Membership Directorates**

- 1019
 1020 6. No later than 30 days following the adoption of these Bylaws, the Stakeholder
 1021 Relations Director, Member Services Director, and Academic Relations Director
 1022 shall meet with each of the Association membership groups existing prior to
 1023 adoption of these Bylaws – e.g., Women’s Network, Young Professionals
 1024 Network, Corporate Advisory Board – to discuss the members’ interest in the
 1025 group’s continuation and their preferences for involvement in a Membership

1026 Directorate. The Directors shall report the information gathered from their
1027 meetings with their respective membership groups to the Board.

1028
1029 7. No later than 45 days following the adoption of these Bylaws, the Board shall
1030 notify each membership group of the Membership Directorate to which they
1031 belong.

1032
1033 8. All membership groups existing prior to adoption of these Bylaws that express an
1034 interest in continuing to exist may do so.

1035
1036 **Policies and Procedures:**

1037
1038 9. No later than 60 days following the adoption of these Bylaws, the Board shall
1039 adopt policies and procedures for nomination and election of Association-elected
1040 positions for the 2025 election and for giving Association awards in 2025. Upon
1041 adoption, the Board shall publish the policies and procedures to all members.

1042
1043 10. For the 2025 election and the 2025 Association awards, the Board shall adopt
1044 policies and procedures that are identical to the current nomination and election,
1045 and awards policies and procedures in every material respect, making only those
1046 additions and changes that are necessary to implement the timing and provisions
1047 outlined in the proposed Bylaws. In adopting such policies and procedures, the
1048 Board shall consult with members of the Advisory Council existing prior to
1049 adoption of these Bylaws and members of the current Honors and Awards
1050 Committee existing prior to adoption of these Bylaws as necessary.

1051
1052 11. No later than 60 days following the adoption of these Bylaws, the Board shall
1053 adopt policies and procedures to govern the formation of Technical Committees
1054 and Membership Committees in consultation with Association staff and
1055 stakeholders.

1056
1057 **Region Elections**

1058
1059 12. No later than 15 days following the adoption of these Bylaws, the Region Chairs
1060 shall coordinate with AAPG headquarters to issue a call for nominations for the
1061 positions listed below. Any Association member in the Region may nominate any
1062 Active Member in the Region for these positions. The deadline for submitting
1063 nominations is 45 days following the adoption of these Bylaws.

1064
1065 a. Region Chair-Elect, 2024–2025

- 1066
1067 ● Africa
1068 ● Europe
1069 ● Latin America and Caribbean
1070 ● Middle East
1071 ● Canada

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*The Asia Pacific Region currently has a Chair whose term expires in 2026 and thus does not need to elect a Region Chair-Elect until the 2025 elections.

b. Region Secretary/Treasurer, 2024–2025

- All Regions

c. Region Nominating Committee Member

- 1-Year Term (2024–2025) – Latin America and Caribbean, and Africa
- 2-Year Term (2024–2026) – Asia Pacific and Middle East
- 3-Year Term (2024–2027) – Europe and Canada

d. Region Honors and Awards Committee Member

- 1-Year Term (2024–2025) – Asia Pacific and Middle East
- 2-Year Term (2024–2026) – Europe and Canada
- 3-Year Term (2024–2027) – Latin America and Caribbean, and Africa

13. No later than 60 days following the adoption of these Bylaws, the Region Chairs shall coordinate with AAPG headquarters to issue ballots for the positions to be elected in each Region. The deadline for submitting a ballot shall be 90 days following the adoption of these Bylaws.

Committee Composition

14. No later than 15 days following the adoption of these Bylaws, AAPG headquarters shall notify each Section President that they need to select an Active Member or Members to serve on the Nominating Committee for terms as outlined below. The deadline for selection shall be 90 days following the adoption of these Bylaws.

- a. 1-Year Term (2024–2025) – Gulf Coast and Eastern
- b. 2-Year Term (2024–2026) – Gulf Coast, Pacific, and Mid-Continent
- c. 3-Year Term (2024–2027) – Rocky Mountain and Southwest

15. No later than 15 days following the adoption of these Bylaws, AAPG headquarters shall notify each Section President that they need to select an Active Member or Members to serve on the Honors and Awards Committee for terms as outlined below. The deadline for selection shall be 90 days following the adoption of these Bylaws.

- a. 1-Year Term (2024–2025) – Rocky Mountain and Southwest
- b. 2-Year Term (2024–2026) – Gulf Coast and Eastern
- c. 3-Year Term (2024–2027) – Gulf Coast, Pacific, and Mid-Continent

- 1118
1119 16. No later than 90 days following the adoption of these Bylaws, each Technical
1120 Director shall select an Active Member or Members of their respective Technical
1121 Directorate to serve on the Nominating Committee, Honors and Awards
1122 Committee, and Finance Committee for the 2024–2025 Term.
1123
1124 17. No later than 90 days following the adoption of these Bylaws, the Stakeholders
1125 Director, Member Services Director, and Academic Relations Director shall select
1126 an Active Member of their respective Membership Directorate to serve on the
1127 Finance Committee for the 2024–2025 Term.
1128

1129 **Officer and Director Elections for the 2025–2026 Term**
1130

- 1131 18. No later than November 15, 2024, the Nominating Committee, Special Transition
1132 Governance Committee, Honors and Awards Committee, and Finance
1133 Committee shall elect a committee chair and vice-chair.
1134
1135 19. No later than November 20, 2024, the Nominating Committee shall coordinate
1136 with AAPG Headquarters to distribute a call for nominations for all
1137 Association-elected positions, which will be as follows:
1138
1139 a. President-Elect, 2025–2026
1140 b. Oil and Gas Director 1, 2025-2027
1141 c. Oil and Gas Director 2, 2025-2028
1142 d. Alternative and Future Energy Director, 2025-2027
1143 e. Environmental Geosciences Director, 2025-2028
1144 f. Business and Certification Director, 2025-2026
1145 g. Publications and Events Director, 2025-2028
1146 h. Stakeholder Relations Director, 2025-2027
1147 i. Member Services Director, 2025-2026
1148 j. Academic Relations Director, 2025-2028
1149
1150 20. The deadline for submitting nominations to the Nominating Committee for all
1151 Association-elected positions shall be December 20, 2024.
1152
1153 21. No later than January 20, 2024, the Nominating Committee shall submit to the
1154 Board the names of at least two candidates for each Association-elected
1155 positions.
1156
1157 22. No later than February 20, 2025, the Nominating Committee shall finalize its slate
1158 of candidates for each Association-elected position and coordinate with AAPG
1159 headquarters to publish it to the Association members.
1160
1161 23. Any Active Member seeking to run for an Association-elected position by petition
1162 must meet all of the requirements to do so, as specified in the policies and
1163 procedures, no later than March 20, 2025 in order to be placed on the ballot.

- 1164
1165 24. No later than April 1, 2025, AAPG headquarters shall distribute ballots for all
1166 Association-elected offices to all Active Members. The deadline for submitting a
1167 ballot shall be May 30, 2025.
1168
- 1169 25. No later than February 20, 2025, AAPG headquarters shall notify the Region
1170 Chairs and the Section Presidents that they need to elect a Regions Director for
1171 a 2025–2027 term and Sections Director for a 2025–2026 term, respectively, no
1172 later than May 30, 2025.
1173
- 1174 26. No later than May 30, 2025, the Region Chairs shall elect a Regions Director for
1175 a 2025–2027 term and notify AAPG headquarters of the results of the election.
1176
- 1177 27. Any vacancy in a 2024–2025 Committee or Director position shall be filled by the
1178 Board for the remainder of the unexpired term.
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1180 **Dues**

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- 1182 28. No change in the amount of dues shall occur prior to the 2025 fiscal year.
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1184 **Honors and Awards**

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- 1186 29. The honors and awards given by AAPG, the House of Delegates of AAPG, and
1187 the Divisions of AAPG prior to the adoption of these Bylaws shall be maintained
1188 until through the 2024 fiscal year.
1189

1190 **Staff and Board Authorization**

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- 1192 30. AAPG staff shall be authorized to correct article and section designations,
1193 punctuation, and cross references, and to make any other technical and
1194 non-substantive conforming changes in this document as may be necessary to
1195 reflect the intent of the voting members.
1196
- 1197 31. The Board shall be authorized to make all transition decisions necessary to
1198 achieve the intent of this document and to implement it, provided such decisions
1199 do not conflict with Colorado law.
1200

IF REVISION IS ADOPTED – TRANSITION MILESTONES

Date/ Days After Adoption	Event	Responsible Party
15 days	Survey sent to each member asking which Technical Directorates they would like to join	AAPG Headquarters
	Call for nominations for positions to be elected by each Region	AAPG Headquarters
30 days	Stakeholder Relations, Member Services, and Academic Relations Directors meet with each membership group to discuss the group’s continuation and preferences for involvement in a Membership Directorate	Respective Directors
45 days	Board notifies each membership group of the Membership Directorate to which they belong	Board of Directors
	Deadline for Region election nominations	Region Members
60 days	Ballots sent for Region elections	AAPG Headquarters
	Board adopts policies and procedures to govern the nomination and election of Association-elected positions for the 2025 election, and the process for giving Association awards in 2025	Board of Directors
90 days	Deadline for return of Region election ballots	Region Members
	Deadline for selection of Region representatives on Nominations and Honors and Awards Committees	Region Members
	Deadline for selection of Section representatives on Nominations and Honors and Awards Committees	Section Presidents
	Deadline for selection of Technical Directorate representatives on Nominations, Honors and Awards, and Finance Committees	Technical Directors
	Deadline for selection of Membership Directorate representatives on Finance Committee	Membership Directors
November 15	Deadline for Nominating, Special Transition Governance, Honors and Awards, and Finance Committees to elect a Committee chair and vice-chair	Respective Committees
November 20	Call for nominations for all 2025–2026 Association-elected positions	AAPG Headquarters
December 20	Deadline for 2025–2026 Association-elected position nominations	Members
January 20, 2025	Nominating Committee submits names of at least two candidates for each Association-elected position to Board	Nominating Committee
February 20, 2025	Nominating Committee finalizes slate of candidates for each Association-elected position and coordinates with AAPG Headquarters to publish it to the members	Nominating Committee AAPG Headquarters
	AAPG headquarters notifies Region Chairs and Section Presidents that they need to elect a Regions Director for a 2025–2027 term and Sections Director for a 2025–2026 term, respectively, no later than May 30, 2025	AAPG Headquarters
March 20, 2025	Deadline for submission of petition candidacy	Active Members
April 1, 2025	Ballot sent to Active Members for all Association-elected offices	AAPG Headquarters
May 30, 2025	Deadline for submitting ballots for Association-elected positions	Active Members