

**CONSTITUTION AND BYLAWS
PACIFIC SECTION OF THE
AMERICAN ASSOCIATION OF
PETROLEUM GEOLOGISTS
Adopted September, 1924
Amended July 2011**

CONSTITUTION

ARTICLE I. NAME

This organization, whose area of interest comprises the Pacific Coastal Region, shall be known as "Pacific Section of the American Association of Petroleum Geologists" and is hereinafter referred to as "PSAAPG."

ARTICLE II. PURPOSE

SECTION 1.

The purpose of PSAAPG shall be to provide for discussion of subjects and problems coming within the scope of the profession and to advance the science of geology and the professional well-being of our members. PSAAPG, by such intercourse, will promote the advancement and aims of the American Association of Petroleum Geologists (hereafter referred to as "AAPG") as set forth in its Constitution, By-laws and Code of Ethics.

SECTION 2.

PSAAPG is a non-profit [501(c)(6)] corporation, and no portion of the financial assets inures to the benefit of any private individual or member.

SECTION 3.

PSAAPG may affiliate with any other geological organization in order to further its purposes and to cooperate in activities including but not limited to the annual convention, newsletter, directory, and publication sales.

ARTICLE III. MEMBERSHIP

SECTION 1.

The members of PSAAPG shall consist of persons concerned with or furthering the professional applications of the geological sciences.

SECTION 2.

Various classifications of memberships and the qualifications thereof shall be established by the By-laws of PSAAPG.

ARTICLE IV. OFFICERS

SECTION 1.

The elected officers of PSAAPG shall be a President, a Vice-President, a President-Elect, the immediate Past-President, a Secretary, a Treasurer, a Treasurer-Elect, and an Editor-in-Chief. The officers shall assume their duties at the beginning of the membership year next following their election as hereinafter provided. The duties of the officers are defined in the By-laws. During the absence of the President, the President-Elect shall assume the duties. In the event of the death or resignation of the President, the President-Elect shall succeed to the office and title of President. Should the President-Elect be unable to serve in this capacity, the duties and title of President shall be assumed by (first) the Vice-President, or (second) the Secretary. In the event of a vacancy of any office, other than the President and immediate Past-President, the Executive Committee shall appoint an active member to fill the vacancy. In making such an appointment, the Executive Committee shall give due consideration to appointing a member from the nominees at the last previous election.

SECTION 2.

There shall be an Executive Committee consisting of the President, President-Elect, Past President, Vice-President, Secretary, Treasurer, Treasurer-Elect, Editor-in-Chief, and one representative selected from each affiliated geological society approved by their existing Executive Committee.

SECTION 3.

The President, Vice-President, Secretary, Treasurer, and Editor-in-Chief of PSAAPG can not hold elected office concurrently in AAPG or affiliated societies of AAPG, with the exception of the AAPG House of Delegates. If the President, Vice-President, Secretary, Treasurer, or Editor-in-Chief chooses to serve as an officer in AAPG or an affiliated society, then the Executive Committee will appoint a replacement.

ARTICLE V. PROPERTY

SECTION 1.

Property of PSAAPG includes logo, letterhead, newsletter, website, publications (copyright and inventory), contracts, funds held in banks and any other asset of PSAAPG.

SECTION 2.

The Executive Committee of PSAAPG is responsible for the management of PSAAPG's property.

SECTION 3.

In the event of the dissolution of PSAAPG, PSAAPG shall distribute any assets remaining after the discharge of all liabilities, for charitable, scientific, or educational purposes.

Under these circumstances, no member of PSAAPG shall have any right to or interest in the property or assets of PSAAPG.

ARTICLE VI. FUNDS

SECTION 1.

The Executive Committee shall establish the fiscal year, review the financial position of PSAAPG, and have a current financial statement available at each annual business meeting. Annual dues of PSAAPG shall be payable in advance in an amount established by the membership at the annual business meeting. The Executive Committee shall not have authority to levy assessments against the membership and shall not have the authority to increase annual dues.

SECTION 2.

The funds of PSAAPG shall be deposited to the credit of Pacific Section of the American Association of Petroleum Geologists in any federally insured depository selected by the Treasurer or Treasurer-Elect but not to exceed the limit insured by the Federal Deposit Insurance Corporation. Whenever necessary, the President shall certify to the authority of the Treasurer and Treasurer-Elect in administering PSAAPG's accounts by providing the depository bank with a notice of the Treasurer's and Treasurer-Elect's selection and with a true copy of this Constitution. The Treasurer and Treasurer-Elect shall have authority to issue checks against the bank account so established, on the Treasurer's or Treasurer-Elect's sole signature, but in the event of the Treasurer's or Treasurer-Elect's absence, withdrawals or payments by check may be made on the signature of the President. The identity and authority of the President and the circumstances relating to the absence of the Treasurer and Treasurer-Elect shall be certified to by the Executive Committee if so required by the depository bank.

ARTICLE VII. MEETINGS

SECTION 1.

The Pacific Section shall hold an annual convention meeting at a location approved by the Executive Committee. If the annual meeting of AAPG is held in the regional area of PSAAPG, the Pacific Section will not hold their annual convention meeting that year.

SECTION 2.

The Executive Committee shall conduct business meetings at the annual meeting and at such other times during the year and at such places as designated by the President or a majority of the Executive Committee. Robert's Rules of Order shall apply at all meetings. A quorum shall consist of eight (8) members.

SECTION 3.

At the annual convention meeting, the Executive Committee will hold a public meeting for the Pacific Section membership. The purpose of the meeting is to inform members of the activities of the Executive Committee and its committees, to encourage input from the membership, and to vote on adjustments to annual dues.

ARTICLE VIII. ELECTIONS

SECTION 1.

The Past-President of the Pacific Section of the American Association of Petroleum Geologists, with the approval of the Executive Committee, shall appoint a nominating committee at least three (3) months prior to the beginning of the next membership year of the Pacific Section, consisting of four (4) members, two (2) of whom shall be Past-Presidents of the Pacific Section. The nominating committee shall, each year, select two (2) candidates for each of the following offices: President-Elect, Vice-President, Treasurer-Elect, and Secretary, and every other year shall select two (2) candidates for the office of Editor-in-Chief. All candidates for positions as officers of PSAAPG shall be current members in good standing of the Pacific Section. The final slate of candidates shall be approved by the Executive Committee. The slate of the candidates shall be announced in the "Pacific Petroleum Geologist Newsletter" at least six (6) weeks prior to the election. Additional nominations may be made by written petition of twenty-five (25) or more members of the Pacific Section in good standing, received by the Secretary within two (2) weeks following the publication of the nominating committee slate of candidates. The Executive Committee shall have the authority to name an additional nominee in case of necessity, to assure two candidates for each office. Voting shall be by mailed ballot. The Secretary shall set a date for counting ballots and shall mail ballots to all members not less than six (6) weeks prior to this date. A candidate receiving a plurality of votes is the winner of the election. In the case of 3 or more candidates, elections will be held using procedures outlined in the AAPG Constitution and By-laws.

SECTION 2.

In matters pertaining solely to the business of PSAAPG, all Active and Honorary Members of PSAAPG may vote. In matters pertaining to the Advisory Council and other official business of The American Association of Petroleum Geologists, only Active and Honorary Members of that Association as assigned to PSAAPG shall be qualified to vote.

SECTION 3.

This Constitution and By-Laws may be amended by a mail ballot. Ballots concerning such amendments shall be mailed upon the authority of the Executive Committee or upon receipt by the Secretary of a Petition for Amendment signed by fifty (50) or more members in good standing. A two thirds majority of the

ballots returned and received by PSAAPG by the closing date noted on the ballot shall be required to pass any amendment.

BY-LAWS

ARTICLE I. TERMS FOR OFFICERS

SECTION 1. PRESIDENT-ELECT

The President-Elect is elected annually and the term of office shall be for three (3) years. The President-Elect's term is served in three parts: during the first year as President-Elect, during the second year as President, and during the third year as Past-President. Presidential terms will overlap and are intended to help provide continuity as new officers are elected.

SECTION 2. VICE-PRESIDENT

The Vice-President is elected annually and the term of office shall be for one (1) year.

SECTION 3. TREASURER-ELECT

The Treasurer-Elect is elected annually and the term of office shall be for two (2) years. The Treasurer-Elect's term is served in two parts: during the first year as Treasurer-Elect, and during the second year as Treasurer. The Treasurer's terms are overlapping and are intended to help provide continuity as new officers are elected.

SECTION 4. SECRETARY

The Secretary is elected annually and the term of office shall be for one (1) year.

SECTION 5. EDITOR-IN-CHIEF

The Editor-in-Chief is elected biannually and the term of office shall be for two (2) years.

ARTICLE II. DUTIES OF OFFICERS

SECTION 1. PRESIDENT

Duties of the President are to (1) communicate activities of PSAAPG to the members at annual convention meetings and in the Newsletter, (2) be the voice of PSAAPG in dealings with government agencies, other geological societies, and the public, (3) liaise with AAPG on current and planned activities of PSAAPG, and provide written beginning-of-year business plan and end-of-year state-of-Section reports, (4) set meeting dates and agendas of Executive Committee meeting and chair meetings, (5) review standing and ad hoc committees and appoint committee chairs, (6)

define the annual goals of this Society, the Executive Committee, and the standing and ad hoc committees, (7) provide direction and assign projects to the Vice-President and President-Elect, and (8) serve as an ex officio member of the Pacific Section AAPG Foundation.

SECTION 2. PRESIDENT-ELECT

Duties of the President-Elect are to (1) serve on the Executive Committee and at least one other committee, (2) perform ad hoc tasks assigned by the President or Executive Committee, (3) assist the President to develop goals of PSAAPG, and (4) succeed the President should the office become vacant.

SECTION 3. PAST-PRESIDENT

Duties of the Past-President are to (1) serve as chair of the Nomination Committee, and (2) act as mentor for the President and President-Elect.

SECTION 4. VICE-PRESIDENT

Duties of the Vice-President are to (1) represent PSAAPG as needed on behalf of the President, (2) serve on the Executive Committee and at least one other committee, (3) perform ad hoc tasks assigned by the President and Executive Committee.

SECTION 5. TREASURER

Duties of the Treasurer are to (1) keep the financial books of PSAAPG in order, supervise contracted bookkeepers and tax preparers, and interact with financial institutions, (2) pay invoices, expenses, and other debts of PSAAPG that are approved by the Executive Committee, (3) prepare and report financial statements for the Executive Committee, (4) serve on the Executive Committee and the Committee on Finance, (5) mentor the Treasurer-Elect, and (6) serve as an ex officio member of the Pacific Section AAPG Foundation.

SECTION 6. TREASURER-ELECT

Duties of the Treasurer-Elect are to (1) serve on the Executive Committee and the Committee on Finance, and (2) prepare to assume the office of Treasurer by performing activities at the direction of the Treasurer.

SECTION 7. SECRETARY

Duties of the Secretary are to (1) take and archive minutes of meetings of the Executive Committee, (2) prepare and distribute agendas prior to meetings, (3) serve on the Executive Committee, and (4) assist the President with meeting logistics, organization and execution.

SECTION 8. EDITOR-IN-CHIEF

Duties of the Editor-in-Chief are to (1) prepare and publish PSAAPG's Pacific Petroleum Geologist Newsletter, (2) supervise and edit information in PSAAPG's website, (3) serve on the Executive Committee, and (4) select a Webmaster, an Advertisement Coordinator, and an assistant Newsletter Editor.

ARTICLE III. MEMBERSHIP

SECTION 1. MEMBERSHIP

Membership in PSAAPG shall consist of the following classifications:

- a) Active Members
- b) Honorary Members
- c) Non-member Subscribers

SECTION 2. ELECTION TO MEMBERSHIP

Every candidate for admission as a Member shall submit an application on an application form authorized by the Executive Committee and signed by the applicant. The Executive Committee shall be the sole judge of the eligibility of the applicant for membership and the adequacy of the applicant's qualifications. If the Executive Committee, after due consideration, judges that the applicant's qualifications meet the requirements of the Constitution and these By-laws, the committee shall cause to be published in the Newsletter or by other suitable means, the applicant's name. Any member, of whatever classification, who resigns, or who forfeits membership for nonpayment of dues ceases to have any rights in PSAAPG.

SECTION 3. DEFINITION OF TERM: "ACTIVE MEMBER"

A member in good standing who is engaged in the practice of geology, the teaching of geology, or holds a degree in a geological science from a college of acceptable academic standards.

SECTION 4. DEFINITION OF TERM: "HONORARY MEMBER"

The Executive Committee may honor each year the accomplishments and distinguished service to PSAAPG and profession by one or more Active Members by designating them as Honorary Members. The Active Member honored must be a member in good standing of PSAAPG. Honorary Members shall be exempt from all future dues of PSAAPG.

SECTION 5. DEFINITION OF TERM: "NON-MEMBER SUBSCRIBERS"

Other persons, not qualified to be Active Members of PSAAPG may join and receive PSAAPG's publication "Pacific Petroleum Geologist Newsletter". Non-member subscribers shall not have the right to vote or hold office, but may otherwise participate in the activities of PSAAPG.

ARTICLE IV. COMMITTEES

SECTION 1. STANDING COMMITTEES

PSAAPG shall establish and maintain the following standing committees:

- a) Committee on Finance
- b) Committee on Membership

- c) Committee on Publications
- d) Committee on Directories
- e) Committee on Honors and Awards
- f) Committee on Conventions

SECTION 2. APPOINTMENTS AND TENURE

The President shall appoint all committee chairs and co-chairs and fill vacancies whenever they occur. The committee chairs and co-chairs shall appoint all vice-chairs and members for their respective committees. The Executive Committee may remove any committee chairs or co-chairs of the Standing Committees. The chair or co-chair may remove any vice-chair or member of their committees. The term of office of a member of a standing committee shall be one (1) year. Chairs may succeed themselves from year to year if reappointed by each succeeding President. The President may create at their discretion ad hoc committees and appoint chairs. Ad hoc committees have specific goals, are temporary, and expire at the end of the appointing President's term.

SECTION 3. COMMITTEE ON FINANCE

The primary function of the Committee on Finance shall be to prepare a fiscal budget for approval by the Executive Committee. The Treasurer and Treasurer-Elect shall serve as ex officio members and no other member of the Executive Committee shall serve as member of the Finance Committee.

SECTION 4. COMMITTEE ON MEMBERSHIP

The primary function of the Committee on Membership shall be to encourage applications for membership and to review and act upon such applications on behalf of, and with the approval of, the Executive Committee.

SECTION 5. COMMITTEE ON PUBLICATIONS

The primary function of the Committee on Publications shall be to advise the Executive Committee on proposed publications, estimate costs and pricing and potential sales, oversee editorial and printing processes, handle the storage and sale of the publications and maintain adequate records of costs, sales and inventory. The Chair may name a member of the committee as Managing Editor and, upon approval of the Executive Committee, the Chair may assign a number of the listed Committee functions to the Managing Editor.

SECTION 6. COMMITTEE ON DIRECTORIES

The primary function of the Committee on Directories shall be to update the membership directory of the Pacific Section of the American Association of Petroleum Geologists as directed by the Executive Committee. Compilation of the Directory shall be coordinated with the Pacific Coast Section Society of Exploration Geophysicists and the Pacific Section Society for Sedimentary

Geology (SEPM) and it shall be formally published as mutually agreed upon.

SECTION 7. COMMITTEE ON HONORS AND AWARDS

The primary function of the Committee on Honors and Awards shall be to recommend to the Executive Committee recipients for all honors and awards. All recommendations for these honors and awards by Section members or other Section Committees shall first be considered by this Committee before being presented to the Executive Committee for approval. Following Executive Committee approval, the awards will be presented at the Annual Convention of PSAAPG, or the Annual Convention of AAPG if held in California.

SECTION 8. COMMITTEE ON CONVENTIONS

The primary function of the Committee on Conventions shall be to initiate planning for the Section's Annual Convention, advise the Executive Committee on site selection and convention budgeting, and assist each year's Annual Convention's General Chair, as requested. The Committee will also assure that appropriate accounting standards and procedures are maintained. It will compile and maintain Convention records, statistics and guidelines for use by future Annual Convention General Chairs. The members of the Committee will include the Past-President, President-Elect, General Chair of the current Annual Convention; the General Chairs, when appointed, for the following three Annual Conventions and the President of the host Society of the current Convention.