



CONSTITUTION

Article I. Name

The name of this society shall be the Bay Area Geophysical Society.

Article II. Nature of Organization

The Bay Area Geophysical Society (the "Society") shall be a non-profit organization and no member or officer shall personally benefit financially from Society funds nor have any claim on same. In the event of a liquidation and dissolution of the Society any assets remaining after payment of proper debts shall be donated to a qualified non-profit scientific or educational organization.

Article III. Objective

The objective of this Society is to promote the science of geophysics and to promote fellowship and co-operation among those persons interested in geophysical problems.

Article IV. Membership

Section 1. The requirements for membership shall be engaged or a have strong interest in geophysics or a related field interest. Members are classed as regular or lifetime members. Students in good-standing in an accredited program are eligible as student members. Members of the Bay Area Geophysical Society should reside within the greater San Francisco Bay Area.

Section 2. Applications for, and election to, membership shall be as set forth in the Bylaws.

Section 3. Members may resign, be suspended, be dropped from the rolls, and members who have resigned, have been suspended or have been dropped from the rolls may be reinstated-all as set forth in the Bylaws.

Section 4. No member shall have any claim to any property or assets of the Society either while as a member or upon resigning, having been suspended, dropped from the rolls or expelled.

Article V. Officers

Section 1. The officers of the Society shall be: President, Vice-President, Secretary, Treasurer, and Past President.

Section 2. There shall be representatives to the Council of the Society of Exploration Geophysicists, as provided in the Constitution and Bylaws of the Society of Exploration Geophysicists.

Section 3. The Executive Committee shall consist of the officers.



Article VI. Duties of Officers

Section 1. The President shall preside at the meetings of the Society and shall call and preside at meetings of the Executive Committee. Except as otherwise provided in the Bylaws the President shall appoint all committees and designate their chair and may be a member or the chair of any committee. Jointly with the Treasurer the President shall sign all written contracts and other obligations of the Society. In the temporary absence of other officers, the President shall assume their duties or delegate them.

Section 2. The Vice-President shall be responsible for arranging the technical program of the Society and shall have authority to appoint such assistants as may be required. The Vice-President shall perform the duties of the President in the absence or disability of that officer and in case a vacancy in the office of President occurs between elections, the Vice-President shall become President for the remainder of the term. The Vice-President shall have financial authority with the treasurer. The Vice-President shall be responsible for arranging events and, subject to any directives of the Executive Committee, be responsible for the publicity of the Society. In carrying out these responsibilities the Vice-President shall have the authority to appoint such assistants as may be required. The Vice-President shall transmit a copy of all publicity and reports related to associated societies.

Section 3. The Treasurer shall collect all dues, contributions, and other obligations due the Society, make disbursements authorized by the Executive Committee and maintain a bank account in the name of the Society for all cash assets of the Society in a bank approved by the Executive Committee. The Treasurer shall maintain records of all income and expenditures of the Society and shall submit a report on the financial condition of the Society to the Executive Committee and/or the members when requested by the Executive Committee to do so. Whenever a single disbursement exceeds \$500.00, such expenditure must have unanimous approval of the Executive Committee.

Section 4. The Secretary shall maintain a complete mailing list of the membership of the Society, keep a record of all meetings of the Society and of the Executive Committee and a file of all correspondence of the Executive Committee on Society business, send notices of meetings to all members and material relating to nominations and elections as provided in the Bylaws. The Secretary shall be custodian of all permanent and/or legal documents of the Society and shall be prepared to provide copies or originals upon proper request. The Secretary shall endeavor to provide information requested by the officers or business manager of associated societies.

Section 5. The Past President shall provide assistance to the other members of the Executive Committee, and perform the duties of the President or Vice-President as occasion may require.



Section 6. The Executive Committee shall transact all business of the Society specifically assigned to it or not otherwise specifically provided for in the Bylaws. It shall approve all applications for membership. It shall authorize all expenditures, direct investment of Society funds and recommend all proposals for special assessments.

It shall provide general directives to the Vice-President in the matter of Society publicity and shall determine what statements shall be made in the name of the Society. It shall fill vacancies occurring in any office between elections except in the office of President, to which the Vice-President automatically succeeds in case of such vacancy. It shall establish and supervise all publications of the Society and shall have the power to review, and negate if necessary, actions of, and appointments by, the officers or any other persons serving the Society. Unless otherwise specified in the Bylaws, a quorum of the Executive Committee to conduct its business at its meetings shall comprise at least a majority of the Executive Committee. At the discretion of the President the Executive Committee may conduct any part or all of its business by e-mail, in which case the quorum shall be the entire Executive Committee. Unless otherwise specified in the Bylaws, actions by the Executive Committee shall require a majority vote of the quorum.

Article VII. Nominations and Elections; Terms of Office

Section 1. Officers shall be nominated and elected as provided in the Bylaws.

Section 2. Officers shall serve for two years beginning from the close of the calendar year following their election. No officer shall succeed their self in the office of which they has just completed a term, without approval of a majority vote of the membership as set forth in Article VIII, Section 4.

Article VIII. Meetings

Section 1. Meetings of the Society shall be approximately once each month except in June, July and August, scheduled according to the convenience of the membership and guest speakers.

Section 2. The time, within the above limitations, and the place of regular meetings, the nature of the technical program and the entertainment, if any, and a tentative agenda for the business session, if any, shall be determined by the Executive Committee.

Section 3. Special meetings may be called at any time by the President, to enumerate items in Section 2 of this Article.

Section 4. A quorum to vote on matters submitted to members at a meeting shall consist of at least ten percent (10%) of the members of the Society, but not less than ten members in addition to any officers present. Except as otherwise provided in this Constitution and Bylaws (the "Bylaws"), any motion properly under consideration shall require a majority vote of the quorum for the motion to pass. Where



not in conflict with these Bylaws, Robert's Rules of Order shall be followed in the conduct of all Society meetings.

Article IX. Dues, Special Assessments

There shall be dues and may be special assessments as provided in the Bylaws. The amount of such dues may be decided by to Executive Committee as occasions warrant.

Article X. Organization

The Society shall be organized as provided in the Bylaws.

Article XI. Amendments

Section 1. This Constitution may be amended by a vote of the members according to the procedure set forth in Article VIII section 4 provided that the proposed amendment has been approved by submittal by the Executive Committee, or contained in an electronic petition signed by at least twenty percent (20%) of the members in good standing.

Notification of proposed changes shall be provided to all members at least one month in advance of vote.

Section 2. Nothing in these Bylaws, or in any amendments thereto, shall be valid which is inconsistent with the Constitution and/or Bylaws of associated societies.

BYLAWS

Article I. Membership

Section 1. Applications for membership shall be submitted electronically or in writing to the Executive Committee, shall state the applicant's email address, whether a member of an associated society, and how engaged in geophysics or a related field.

Section 2. Election to membership shall require the unanimous approval of the entire Executive Committee, except for applicants who are members in good standing of associated societies whose applications shall be accepted without question.

Section 3. Any applicant whose application has been disapproved by the Executive Committee for any reason other than one involving the ethics of the applicant may re-apply or if their occupation or residence is changed in such a way as to become eligible.

Article II. Resignation, Suspension and Expulsion

Section 1. Any member may resign from the Society at any time. Such resignation shall be in writing or email and shall be accepted by the Executive Committee.



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Section 2. Any member who is more than three months delinquent in their dues to the Society shall be dropped from the Society.

Section 3. Any person who has ceased to be a member under Sections 1 or 2 above may be reinstated by a unanimous vote of the Executive Committee subject to the payment of any outstanding dues and obligations.

Section 4. Any member who has been expelled from an associated society under its constitutional provisions and procedures shall also be expelled from the Bay Area Geophysical Society by its Executive Committee, which shall have no discretionary powers in the matter.

Article-III. Dues and Assessments

Section 1. The annual dues may be determined by a majority vote of the Executive Committee, and until and unless such determination is made the annual dues shall be ten dollars (\$10.00) for the period of one calendar year. Life membership shall be a hundred dollars (\$100). Student membership is free.

Section 2. The payment of dues shall not entitle members to meals and/or entertainment or other costs for which prices may be set which will cover their cost and other expenses of the Society at events that include meals and/or entertainment.

Section 3. Motions for special assessments, not to exceed in any one fiscal year five times the annual dues, may be presented at any regular meeting by the Executive Committee. Approval of such motions must be by a two-thirds majority vote of the members present, a quorum being present.

Section 4. Members in arrears with their special assessments to the Society shall lose all the privileges of membership until such arrears are paid.

Article IV. Nominations and Elections

Section 1. Except in the case of the initial officers, a slate of nominations for the officers shall be prepared by a Nominating Committee, which shall be appointed by the Executive Committee. The slate shall comprise one or more candidates for each office and shall be prepared and announced to the members of the Society not less than nine weeks before the end of the calendar year. Additional written nominations signed by two or more members of the Society exclusive of the candidate so nominated may be submitted to the President during the four weeks following the announcement by the Nominating Committee. Such nominations must include a statement of intent to serve on the part of the nominee. Ballots listing all duly nominated candidates in alphabetical order shall be e-mailed to all members not less than four weeks before the election date, and only ballots returned within three weeks after the date of this mailing shall be counted. The candidates receiving the greatest number of valid votes for each office shall be declared elected. A Teller shall be appointed from among the



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members by the President for each election. No candidate, no member of the Nominating Committee and no member of the Society who has signed a written nomination shall be eligible to serve as a Teller. The Teller shall report the results and arrange for the installation of the new officers at the meeting. If no nominations have been submitted, and only one candidate-for each office is recommended by the Nomination Committee, the slate shall be considered elected. The new officers shall take office at the beginning of the calendar year. Each outgoing officer shall turn over all records that are necessary to the successor in office and shall extend full cooperation in the transfer of duties.

Article V. Amendments

These Bylaws may be amended by the same procedure as set forth for Amendments to the Constitution in Article XI thereof.

Article VI. Associated Societies

Section 1. The President of the Society shall represent the Bay Area Geophysical Society at meetings of the Council of the Society of Exploration Geophysicists. If the President is unavailable, he/she may appoint another member of the Executive Committee to represent the Society.