

BY-LAWS
OF
PERMIAN BASIN SECTION
OF
THE SOCIETY OF ECONOMIC PALEONTOLOGISTS AND MINERALOGISTS

ARTICLE I

OFFICE

Section 1.1 The name of the corporation (hereinafter referred to as "Section") is Permian Basin Section, SEPM (Society for Sedimentary Geology).

Section 1.2 The registered office of the Section shall be in the City of Midland, County of Midland, State of Texas.

ARTICLE II

PURPOSES

Section 2.1 The purposes of the Section shall be to promote the science of geology in the Permian Basin and adjacent areas; to foster scientific research in paleontology, sedimentary petrology, and stratigraphy; to disseminate scientific information, especially as it relates to petroleum geology.

ARTICLE III

MEMBERS AND MEETINGS OF MEMBERS

Section 3.1 Members. Members shall be person classified as follows:

A. Members: Persons whose professional activities are in keeping with the purposes of the Section and who made application for membership with the secretary of the Section and who have paid their annual membership assessment.

B. Honorary Life Members: Persons so designated by the Section in recognition of significant contributions to the geological sciences of the Permian Basin. Honorary Life members shall be exempt from payment of annual dues, but shall have all rights of membership in the Section.

Section 3.2 Meetings of Members. The Section shall have three classes of meetings: Regular, Special and Annual. The Regular meeting shall be held monthly; except June, July and August, at a place and time designated by the Executive Committee. The Annual meeting shall be held between March 1 and June 1 of each year; the date and place shall be determined by the Executive Committee. At the annual meeting, reports of the President, Treasurer and committees shall be presented to the members. Special meeting shall be held at such times as the Executive Committee deems necessary to expedite business matters of the Section. For matters requiring a membership vote; notification shall be mailed to each member no later than one (1) month prior to the called meeting. Decisions requiring a vote at any Special or Annual Meeting shall be determined by a plurality of votes cast by qualified members present at said meeting.

ARTICLE IV

OFFICERS

Section 4.1 The officers of the Section shall be a President, a President-Elect, a First Vice President, a Second Vice President, a Treasurer, and a Secretary. The President and First Vice President may not succeed themselves in office except that if a vice president replaces the President, he or she is eligible for election to a full term as President

Section 4.2 The President shall be the chief executive officer of the Section and shall preside over all meetings of the Section and Executive Committee. The President shall represent the Section at the Annual Meeting of the SEPM (Society for Sedimentary Geology).

Section 4.3 The President Elect. The President-Elect shall serve for one (1) year as such, and in the following year he shall assume the office of President. He or she shall have no administrative authority except as a member of the Executive Committee. The President-Elect shall become acquainted with all the details of the office of President and shall perform such duties as may be assigned by the President or Executive Committee.

Section 4.4 The First Vice President shall assume the duties of the President in the case of his or her absence or disability and shall perform such duties as may be assigned by the President or Executive Committee.

Section 4.5 The Second Vice President shall assume the duties of the First Vice President in his or her absence; and shall perform such duties as assigned by the President or the Executive Committee. He or she shall serve as representative of all out-of-Midland members at meetings of the Executive Committee.

Section 4.6 The Secretary shall keep records of the proceedings of the Section as well as a complete list of the membership. The Secretary shall prepare and mail all notices, membership application blanks, and other materials necessary to the business of the Section. In the absence of both Vice Presidents and the President, the Secretary shall assume the duties of the President.

Section 4.7 The Treasurer shall have custody of all funds of the Section. The Treasurer shall keep account of receipts and disbursements and shall submit an annual financial report to the membership at the Annual Meeting.

ARTICLE V

EXECUTIVE COMMITTEE

Section 5.1 Authority: The executive authority of the Section shall be vested in the Executive Committee which shall consist of the six (6) duly elected officers. Three (3) members of the Executive Committee shall constitute a quorum. The Executive Committee shall have control and management of the affairs and the funds of the Section. The normal business matters of the Executive Committee shall be determined by a majority vote of a quorum of its members present. Any act required by law to be taken by the Executive Committee may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all members of the Executive Committee. The Executive Committee shall be empowered to appoint various committees to carry out such functions of the Section's business as it shall designate.

Section 5.2 Vacancies in Office:

A. Office of President: A vacancy in the office of President shall be filled by the First Vice President.

B. Office of President-Elect: A vacancy in the office of President Elect shall be filled by a special election. The President shall appoint a special nominating committee which will submit two or more nominees to the Secretary within one month of the vacancy. The Secretary shall mail ballots to each member of the Section with the nominations for President-Elect arranged in alphabetical order, with a space for a write-in candidate. The return ballots from qualified voting members of the Section, received by the Secretary within thirty (30) days of issuance, shall be counted by a ballot committee. The candidate receiving a plurality of votes cast shall be declared elected to office.

C. Other Officers: Other vacancies occurring in the Executive Committee shall be filled by a majority vote of the Executive Committee.

ARTICLE VI

DUES

Section 6.1 The Section shall carry its memberships on a June 1 to June 1 basis. Changes in the annual dues for members of the Section shall be recommended by the Executive Committee for approval by a simple majority of attending members at a Special or Annual Meeting. Annual dues statements shall be mailed to each member before June 1 of each year.

Section 6.2 Members who have not paid their annual dues by October 1 shall be dropped from the membership roll and shall forfeit all rights of membership. Members dropped for non-payment of dues may apply for reinstatement and shall be reinstated provided settlement is made of any and all outstanding indebtedness to the Section.

ARTICLE VII

ELECTIONS

Section 7.1 The President shall appoint a nominating committee, and instruct such committee to submit to the Secretary, before March 1 of each year, two or more nominees for each of the five elective offices.

Section 7.2 Ballots containing the nominations for officers, arranged alphabetically under each office, with spaces for write-in candidates, shall be prepared by the Secretary and mailed to each member of the Section on or before March 20. The returned ballots of qualified members received by the Secretary on or before April 15 of each year shall be counted by a ballot committee. Any candidate for an office receiving a plurality of the votes cast for that office shall be declared elected. Results of balloting shall be announced at the next Regular and Annual Meeting. The new officers shall assume office on June 1.

ARTICLE VIII

AWARDS

Section 8.1 Honorary Life Member. The Executive Committee shall each year appoint at least two Honorary Life Members of the Section who shall act as a committee to nominate no more than one person per year for Honorary Life Membership. Honorary Life Member nominees shall be elected on the basis of their recognized contributions to the geologic sciences in the Permian Basin. The awardee need not be a member of the Section, but must be living at the time of nomination. The nominee for the Honorary Life Membership award must have approval by a majority vote of the Executive Committee. The award shall be announced and, if the awardee is in attendance, presented at the Annual Meeting of the Section.

Section 8.2 Dedicated Service Award. A committee comprised of at least two past presidents shall be appointed by the Executive Committee to nominate one individual per year to receive the Dedicated Service Award. This award will be granted to honor an individual member in good standing who, in whatever

capacity, has made outstanding contributions of time and service to the Section. The awardee shall be honored at the last scheduled monthly meeting of the operating year.

Section 8.3 Speaker Awards. In order to promote the science of geology and to encourage participation in the Section's seminar series, each person who delivers a paper at the monthly meetings shall be recognized by the Section. In addition, the Best Paper Committee shall select one speaker per year to receive the Best Paper Award, to be given for excellence in content and presentation at a monthly meeting. This award shall be given at the first scheduled monthly meeting of the following operating year.

Section 8.4 Perryman Award. With unanimous approval of the Executive Committee, the Section may, from time to time, grant the Perryman Award, named in honor of the late Don Perryman. The Perryman Award will be granted to a company or institution on the basis of exceptional contribution of services or support to the Section. (Need not be awarded each year).

ARTICLE IX

MISCELLANEOUS

Section 9.1 Robert's Rules of Order shall govern all meetings of the Section, except as otherwise provided herein.

Section 9.2 The President may appoint a representative in any town or area outside Midland, Texas, to serve in a liaison capacity with the Executive Committee. A representative shall be a member of both the Permian Basin Section and SEPM (Society for Sedimentary Geology).

Section 9.3 Affiliated Chapters: Any group of ten (10) or more students who are in residence at any college or university within the Permian Basin area and who are pursuing courses in paleontology, mineralogy, or stratigraphy, may upon approval of the Executive Committee, organize a chapter under Section supervision and become affiliated thereby.

Section 9.4 The Section shall be operated as a non-profit corporation. It shall issue no stock of any kind, pay no dividends of any nature, pay no salary to any member of the Executive Committee, and shall have no corporate seal for any commercial purpose. In the event it becomes desirable to dissolve this Section, all assets at the time of dissolution shall be donated to some worthy geologic cause at the discretion of the Executive Committee.

ARTICLE X

AMENDMENTS

Section 10.1 Amendments to these By-Laws may be proposed by written petition signed by twenty-five (25) or more members and filed with the Secretary who shall present such amendment proposals to a Special or Annual Meeting for reading and discussion. Within thirty (30) days after the adjournment of the meeting the Secretary shall mail any approved amendment proposal(s), with ballot form attached, to each member. A majority of the ballots returned to the Secretary within sixty (60) days after issuance thereof shall determine the acceptance or rejection of such amendment proposal(s).

Amended 1982

Amended 1989

Amended 1990

Amended 1999

