

SOCIETY OF INDEPENDENT
PROFESSIONAL EARTH SCIENTISTS

CONSTITUTION, BYLAWS & CODE OF ETHICS

Contents

	Page No.
Preamble .....	.297
Article 1. Name .....	.297
Article 2. Purposes .....	.297
Article 3. Membership .....	.298
Article 4. Board of Directors .....	.302
Article 5. Seal .....	.305
Article 6. Finances .....	.305
Article 7. Chapters .....	.305
Article 8. Publications .....	.306
Article 9. Method of Notification .....	.306
Article 10. Amendment of the Constitution .....	.306
Article 11. Term and Dissolution .....	.306
Article 12. Code of Ethics .....	.306
Article 13. Outstanding Service Award .....	.308
Article 14. Adoption of the Constitution .....	.308

**SOCIETY OF INDEPENDENT
PROFESSIONAL EARTH SCIENTISTS**

CONSTITUTION, BYLAWS AND CODE OF ETHICS

PREAMBLE

The premise for the creation of a Constitution, Bylaws and Code of Ethics of the Society of Independent Professional Earth Scientists is the need for standards of professional competence and professional and business ethics on the part of the practitioners of the earth sciences. The Society establishes these standards which every member pledges himself/herself to uphold in his/her relationship with the public, with his/her clients, and with other members of the Society.

The Constitution, Bylaws and Code of Ethics, hereinafter set forth, provides for the structure and operating procedures of the Society and includes the Code of Ethics under which every member is required to practice.

ARTICLE 1. NAME

The name of this organization is Society of Independent Professional Earth Scientists, sometimes hereinafter referred to as the Society. The Society is incorporated under the Texas Non-Profit Corporation Act.

ARTICLE 2. PURPOSES

SECTION 1. To provide an organization of earth scientists composed of consultants and independents that are certified by the governing body of the Society as to professional competence and observance of professional and business ethics.

The term earth scientist is used here in its broadest sense. It shall include all professional scientists and engineers dealing with the physical character and natural history of the earth or with the exploration or exploitation of the earth's natural resources.

SECTION 2. To make available to all interested persons a directory giving each member's educational background, details of professional experience, scientific specialties and other information necessary to evaluate his/her qualifications.

SECTION 3. To protect the public by strict enforcement of the standards and practices set forth in the Code of Ethics of the Society and by the maintenance of high educational and experiential requirements for membership in the Society.

SECTION 4. To provide advice and make recommendations to legislative bodies with regard to proposed legislation which pertains to the earth sciences, and to the professional practice of earth scientists.

SECTION 5. To establish and maintain liaison and to offer services to industry, to federal, state and local governments, to civic organizations and to educational institutions.

SECTION 6. To stimulate the interest of the public in the earth sciences by dissemination of scientific information and public discussion of related topics.

SECTION 7. To publish and distribute scientific, business or legal papers which are considered helpful to members and other earth scientists and to make copies of such papers available at public libraries and institutions of higher learning.

SECTION 8. To support programs for the preservation of primary sources of earth science information and to insure the availability of this material to all earth scientists.

SECTION 9. To encourage the establishment of scholarships in the field of the earth sciences in educational institutions.

SECTION 10. To improve the economic and professional status of independent earth scientists through active organization and communication among its members.

SECTION 11. To cooperate with other organizations in the accomplishment of the above purposes.

ARTICLE 3. MEMBERSHIP

SECTION 1. Classes of Members. Membership in this organization shall consist of two classes:

(a) **Full Members**

(1) **Charter Members** shall be those persons whose names are affixed by signature to the original Articles of Incorporation.

(2) **Founding Members** shall be the first one hundred members admitted to the Society following the Charter Members.

(3) **Regular Members** shall be those persons admitted to the Society after the election of the Founding Members.

(4) **Honorary Members** shall be those members recognized for outstanding contributions to the Society, or to the earth sciences.

(5) **Senior Members** shall be those members who, having reached the age of 70 and having been a regular member for a minimum of 20 years, have elected Senior Member status. Senior Members shall not be eligible to vote or be a director of the Society. Senior Members in good standing shall be eligible to use the Seal of the Society.

(b) **Limited Members**

(1) **Employed Members** shall be those persons who have met all qualifications of a Regular Member except for the requirement of independence as defined in Section 2 below. Employed Members shall not be eligible to vote, nor hold office on a National level, nor serve as Chairman of a local chapter, nor may they use the Seal of the Society.

(2) **Junior Members** shall be those persons admitted to the Society who have met all qualifications of a Regular Member except for the required professional experience. Junior Members shall not be eligible to vote nor hold office. Junior Members shall not be issued the Seal of the Society, nor serve as Chairman of a local chapter.

SECTION 2. Qualifications for Full Membership. Membership in the Society shall be limited to independents and persons on the faculty of colleges or universities of recognized standing with twelve years professional experience in the earth sciences. Four years of this requirement shall be deemed fulfilled by a Bachelor's degree, six years by a Master's degree and eight years by a Doctor's degree, provided said degrees have been granted by an accredited institution of standing approved by the Board. The remainder of this requirement shall represent full time professional experience in one of the earth sciences. This experience may be in industry, in government or on the faculty of a college or university of approved standing.

After June 1, 1987, any person considered for admittance to the Society as a Regular Member shall be required to have been awarded a science or engineering degree leading to a career in the earth sciences. This degree shall be from an accredited four year college or university. Honorary Members are excluded from this degree requirement.

The term Independent, as used here, shall be any self-employed person who has freedom of choice of clients and freedom of choice of business associates. A full member of a partnership, or a person practicing as an independent in corporate form, shall be deemed eligible, provided he/she is otherwise qualified.

In order to qualify for membership an applicant operating in a company must have sufficient control to have a vote on all company business activities. Sufficient control shall be deemed if the applicant is listed as a principal of the company and the company represents their primary place of employment.

An applicant operating in a partnership must be a full partner with as much authority as any other partner. An applicant may qualify for membership if under contract as a consultant.

Any Full Member who is no longer self-employed must apply for Limited Membership subject to provisions of Article 3, Section 1 (b) above. Limited Members shall be required to pay the annual dues as established for the regular members of SIPES. Limited Members are entitled to receive copies of membership-wide publications and shall be entitled to attend the annual convention of SIPES. In addition to satisfying the dues requirement for all SIPES members, the Limited Member may also meet local chapter membership requirements which shall entitle the Limited Member to attend local chapter meetings, subject to limitations set forth in Article 3, Section 1 (b) above.

Any Full Member no longer self-employed must apply for Limited Membership and meet all requirements therefore within sixty (60) days of his/her termination as a self-employed member; otherwise he/she shall be retired from the rolls of the Society without prejudice. A Limited Member who subsequently satisfies the requirements for Full Membership shall not be required to pay a second membership fee.

A Regular Member, having qualified under the provisions of Article 3, Section 1 (a)(3) above, shall apply in writing to the Board of Directors requesting to be reclassified as Senior Members. If the member is so qualified, the Board of Directors shall grant Senior Member status. Senior Members shall be required to pay 50% of the annual dues established for the Regular Members of SIPES. Senior Members may also meet local chapter membership requirements which shall entitle the Senior Member to attend local chapter meetings. A Senior Member shall receive limited mailings from the Society, which shall include a membership roster and the Society newsletter. A Senior Member may apply in writing to the Board of Directors for reinstatement as a Regular Member, said application shall have attached payment of 50% of the annual dues for Regular Members, prorated monthly from the date of said application. Upon affirmative vote of 75% of the Directors attending, said applicant shall be reinstated as a Regular Member of the Society and shall not be required to pay a second membership fee.

A Junior Member shall satisfy all requirements for Full Membership except that a Junior Member may be admitted to the Society with ten years of professional experience in the earth sciences. Junior Members shall be required to pay the annual dues as established for Regular Members of SIPES. Any Junior Member who fails to timely apply for Regular Member status shall be dropped from the roles of the Society.

SECTION 3. Election to Membership. A candidate for membership shall submit an application on a form prepared by the Board of Directors in conformance with the provisions of this Constitution, Bylaws and Code of Ethics.

The application must have the sponsorship of three members of the Society; it must state the training and experience of the applicant and such other facts as the Board of Directors shall prescribe. The application shall be processed by the local chapter's membership committee. It shall be examined for completeness and for the applicant's qualifications. The local committee shall forward the application to the National Membership Committee with local comments and recommendation.

Where no local chapter is active, the applicant may be admitted as a member of the Society by reciprocity with an organization with which the Society has reciprocity or sponsored by other professional people such as attorneys,

accountants, bankers or other people who know the applicant and can speak for the applicant with some personal knowledge.

Upon unanimous approval of the application by a standing Membership Committee of the Board of Directors, an announcement of this approval, including the names of the applicant's sponsors, shall be made in the next Society Newsletter.

The Membership Committee shall consist of three members of the Board of Directors. The Vice President shall serve as Committee Chairman. The other two members shall be elected by the Board of Directors. Members of the Membership Committee (1) shall serve for a term of one year, coinciding with the terms of other Society officers and committee members, and (2) may be re-elected for up to two additional consecutive terms.

Any member in possession of information which might possibly disqualify the applicant shall be obliged to submit this information to the Secretary of the Society within thirty days of such publication. To be considered, such submittal shall be in writing and bear the writer's name. If such adverse information is received within thirty days after the date of publication of an applicant's name, the Board must reconsider its previous approval of the applicant. The Board's action, after consideration of such new information, shall be final.

Immediately following approval by the Board, the applicant shall be notified that his/her application has been approved. Upon payment of his/her membership fee and annual dues, the applicant's name shall be listed in sequence on the rolls of the Society. When enrolled, the new member shall be furnished his/her Certificate of Membership, his/her Membership Card and a replica of the Seal of the Society.

The Board may direct the President to enter into an Agreement of Reciprocity with any other organization. Under an Agreement of Reciprocity, a member of another society or organization who is qualified for Membership in the Society shall become a Member upon approval of his/her application by three-fourths of the Directors present and voting. No sponsorship other than certification by the Reciprocal Society shall be required for these applicants.

In the event the membership fee and dues shall not be received within the period of time prescribed by the Board, the applicant's name shall be removed from the approved list and shall be reconsidered by the Board. The Board may grant an extension of time, suspend or rescind the approval, or require a new application.

SECTION 4. Honorary Membership. Honorary membership is bestowed on members who have distinguished themselves through accomplishment and significant service to SIPES and any of the professions within the realm of earth science. Contributions to the earth sciences may be in one, or a combination of, discovery thinking, leadership, scientific or technical application, teaching or research. Honorary members are exempt from payment of annual membership dues.

(a) **Qualifications.** This award shall be presented to that member who has given specific meaningful service to the earth science profession. Such service may involve one or more of the following:

1. Participation and leadership in SIPES and other professional societies in earth science activities.
2. Liaison between SIPES and other societies.
3. Contributions to the earth sciences such as technical articles, speeches, research, seminar or convention presentations, etc.
4. Political and public relations activities that benefit the earth sciences.
5. Extraordinary achievements in business enterprises involving application of the earth sciences.

6. Recognition by other earth scientific or public organizations by being the recipient of awards, titles, or other honoraria.

(b) **Procedure for Recommendation.** Proposals for this award must be submitted, with documentation, to the Chairman of the Awards Committee. The names of nominees and the recommendations of the Awards Committee will be presented to the National Board of Directors for final action. The award will be made at the next Annual Convention following confirmation of the recipient.

The type or description of the award will be recommended by the Awards Committee and selected by the Board of Directors.

The Awards Committee will retain submittals for candidates who are not selected up to three years for future consideration.

If a candidate has served on the SIPES National Board of Directors, he/she will not be considered for honorary membership until two years have expired following completion of such board service.

SECTION 5. Meetings.

(a) **Annual Meeting.** The membership shall convene annually at a time and place designated by the Board of Directors. The order and substance of the business for the meeting shall be determined by the Board and members shall be notified by mail of the agenda thirty (30) days before the date of the meeting.

(b) **Special Meetings.** Special meetings of the members may be called by the Board of Directors, or by twenty-five (25) members of the Society. The Secretary shall notify the members of the purpose, time, and place of such meeting. Notices of special meetings shall be given not less than fourteen (14) days in advance.

(c) **Quorum.** Twenty-five (25) members shall constitute a quorum at annual or special meetings. Successive meetings may be called until a quorum is present. At the commencement of a meeting, the chairman shall appoint a parliamentarian. Roberts Rules of Order shall apply to every parliamentary procedure.

(d) **Time for the Meeting.** The Annual Meeting shall be held during March, April or May of each year, but not in the two weeks before Ash Wednesday. To set any time for the Annual Meeting contrary to the provisions of this paragraph will require an affirmative vote of three-fourths of the members of the Board.

SECTION 6. Resignation. A Member may resign from the Society at his/her discretion. Such resignation shall be in writing and shall become effective when the Secretary receives the letter of resignation, accompanied by the member's Certificate of Membership, Membership Card, replica of the Seal of the Society and monies due.

SECTION 7. Non-Payment of Dues. Any member who is in arrears in payment of dues for more than three months shall be delinquent. Any member who is in arrears in payment of dues for more than one year shall be dropped from the rolls of the Society. The Board of Directors, however, may continue such person as a member of the Society for any period of time it deems suitable to the circumstances of an individual case. The Secretary shall notify any person dropped from the rolls for nonpayment of dues and shall request the return of his/her Certificate of Membership, Membership Card and replica of the Seal of the Society.

Any person who has ceased to be a member under the provisions of this Section may apply for reinstatement provided not more than two years have elapsed since his/her delinquency. Such application for reinstatement, which shall include a resume of the two years' activities, shall be in writing, directed to the Secretary of the Society, and must be accompa

nied by payment of outstanding dues, and any other indebtedness to the Society. Reinstatement shall be contingent upon an affirmative vote of three-fourths of the Board of Directors present and voting.

SECTION 8. Disciplinary Action. Any member whose conduct has been found in violation of the Constitution, Bylaws and Code of Ethics of the Society or contrary to the best interests of the Society, or of the earth science professions, shall be subject to (1) censure, and (2) expulsion from the Society.

Any member in good standing may bring charges of violations of the Constitution, Bylaws and Code of Ethics or misconduct on the part of any other member. Such charges shall be brought to the attention of the Board of Directors in writing. If the Board of Directors, by majority vote, deems such charges may have substance, it shall notify the member so charged and shall select an ad hoc committee to investigate these charges.

The Committee shall be composed of seven members; three shall be members of the Board of Directors, and four shall be members of the Society not on the Board of Directors. The member under investigation shall be given the opportunity to respond to these charges, in writing or in person, before the committee.

The committee shall then make a thorough and impartial examination of the evidence against the member and shall recommend to the Board such action as it deems proper.

Disposition of the charge against the member shall be the duty of the Board of Directors. The member under investigation shall have the right to be heard before the Board. Such right may take the form of a personal appearance, or it may take the form of a written response to the complaint. The Board shall give full consideration to the statement and evidence submitted by the member under investigation and to the report of the committee. An affirmative vote by three-fourths of the members of the Board present and voting shall be required for the censure or expulsion of a member. Failure of a motion of censure or expulsion to receive an affirmative vote of three-fourths of the members of the Board present and voting shall result in the dropping of the complaint and such member shall again be considered in good standing in the Society.

The Secretary of the Society shall notify the member investigated of the decision of the Board of Directors. Such notification shall be in the form of a registered letter.

If a member is expelled by disciplinary action or dropped because of nonpayment of dues, the Board of Directors shall be empowered to take legal action, if necessary, to recover the Seal, the Certificate of Membership and Membership Card of such member.

For all purposes of this Section of the Constitution, Bylaws and Code of Ethics, the action of the Board of Directors shall be final.

SECTION 9. Liability. Neither the Society nor any officer, director or member of the Society shall be individually or jointly liable, in any manner, for his/her action on an application for membership, or on a disciplinary action taken in accordance with the Constitution, Bylaws and Code of Ethics of the Society. Every person, upon applying for membership in the Society, agrees to the provisions of this Section.

ARTICLE 4. BOARD OF DIRECTORS AND OFFICERS

SECTION 1. Board of Directors. A Board of Directors, sometimes herein referred to as the Board, shall be the governing body of the Society. The Directors shall be elected to three-year terms in such a manner that at least four vacancies occur regularly each year. If the end of a President's term of office coincides with the end of his/her elected term as a Director, he/she shall continue to serve on the Board for a fourth year.

(a) **Election of the Board.** Each chapter of at least twenty (20) members shall elect from its members who have met the requirements of Full Membership of the Society, one Director to serve a three-year term on the Board. Any Chapter of more than one hundred twenty-five (125) members shall be entitled to elect two Directors and any Chapter of more than three hundred (300) members shall be entitled to elect three Directors. Each Chapter shall elect its Director by secret ballot.

When a President who is a Director is elected from a Chapter that is entitled to one Director, that Chapter shall elect an additional Director.

One Director At Large shall be elected to a three-year term from among those members residing in areas which have no Chapter of at least twenty members. When membership outside the chapter area exceeds one hundred twenty-five (125) there shall be two Directors At Large elected. For Director At Large, the electorate shall be those members outside the chapter areas. Voting shall be by secret ballot.

At least ninety days prior to the regular election of Directors, a Nominating Committee, consisting of three members, one appointed by the President and two elected by the Board, shall recommend no more than two candidates for Director at Large. After consideration of these recommendations, the Board of Directors shall nominate no more than two candidates for Director at Large.

Any Director who is absent from three (3) meetings during his/her term shall be expelled from the Board of Directors unless he/she is reinstated by the affirmative vote of three-fourths of the remaining Directors.

(b) **Meetings.** Regular meetings of the Board of Directors shall be held not less than twice a year. The time and place of meetings shall be designated by resolutions of the Board of Directors. The Secretary shall send notices to members of the Board of Directors at least ten days prior to such meetings.

The President shall determine the agenda of a regular meeting of the Board of Directors and shall conduct the meeting in accordance with Roberts Rules of Order. In the absence of the President and Vice- President, a Chairman shall be selected by the Board from among those Directors present.

Special meetings of the Board of Directors may be called by the President at such time and place as he/she chooses. In the event of the absence or incapacity of the President or Vice-President, a majority of the Directors may call a special meeting.

The Secretary shall give notice by letter or telegram to each Director of a special meeting at least five days in advance. This notice shall contain the agenda and the business of the meeting shall be limited to such agenda.

(c) **Voting.** The majority plus one of the number of elected Directors shall constitute a quorum of any meeting of the Board of Directors. If a quorum is not present, the presiding officer may, at his/her option, adjourn the meeting or continue with the business of the meeting. Any actions taken at a meeting of the Board of Directors in which a quorum is not present shall not be legal under the terms of this Constitution, Bylaws and Code of Ethics unless approved at the next meeting in which a quorum is present.

Unless otherwise specified in this Constitution, Bylaws and Code of Ethics, all issues subject to the decision of the Board of Directors shall be decided by a simple majority of those Directors present and voting at a legally constituted meeting. The presiding officer at a meeting of the Board of Directors shall be required to cast the deciding vote in case of a tie, but he/she shall not have the right to vote otherwise, except upon motions concerning applications for membership and motions concerning disciplinary action against members, in which cases he/she shall be required to vote.

(d) **Duties.** Subject to the provisions of this Constitution, Bylaws and Code of Ethics and to restrictions imposed by law, the business and properties of the Society shall be managed by the Board of Directors.

The Board shall have the power to create such committees as it deems fit. The President shall appoint the Chairman and other members of these committees subject to the approval of the Board of Directors.

SECTION 2. Officers of the Society. Prior to the Annual Meeting of the members, the Board of Directors, by majority vote of those present and voting, shall elect the officers of the Society for the ensuing year. The officers of the Society shall be a President, Vice-President, Vice-President of Natural Resources, Secretary and Treasurer. The Board may combine the offices of Secretary and Treasurer, in which case the holder of this office shall be known as the Secretary-Treasurer. The Board of Directors may also elect such assistant officers as it sees fit.

Each officer shall hold office until his/her successor is elected and assumes the duties of office. A vacancy in any office prior to the time of regular election of officers shall be filled by the Board of Directors. A former President of the Society shall not be eligible to be elected as any future elected officer of the Society.

(a) **President.** The President shall be the chief executive officer of the Society and shall preside at the Annual Meeting of the members and at all meetings of the Board of Directors. The President, on behalf of the Society, shall sign and execute all notes, bonds, contracts and similar obligations, other than checks drawn in payment of routine obligations, provided they have been previously authorized by the Board of Directors. He/She shall have such other powers and duties as may be assigned to him/her from time to time by the Board of Directors.

(b) **Vice-President.** The Vice-President shall perform the duties of the President, in the absence or inability of the President to act. The Vice-President shall have such other powers and duties as may be assigned to him/her from time to time by the Board of Directors.

(c) **Vice-President of Natural Resources.** The Vice-President of Natural Resources shall be the Chairman of the National Energy Committee. He/She shall have such other powers and duties as may be assigned to him/her from time to time by the Board of Directors.

(d) **Secretary.** The Secretary shall keep the minutes of all meetings of the Board of Directors and of the Annual Meeting of the members. He/She shall prepare and serve all notices. The Secretary shall attest and affix the Seal of the Society to such documents as the Board of Directors shall require. He/She shall have custody of all records and papers of the Society, other than those kept by the Treasurer, and shall make such records and papers available to any Officer or Director upon request during business hours. The Secretary shall have such other powers and duties as may be assigned to him/her from time to time by the Board of Directors.

(e) **Treasurer.** The Treasurer shall keep all accounting records and shall have custody of all funds and securities of the Society. He/She shall receive and disburse the funds of the Society and may endorse checks, notes and securities executed in favor of the Society. He/She may sign all receipts and vouchers for payment in the transaction of the business of the Society. Whenever required by the Board of Directors, he/she shall render a written statement of the Society's accounts. His/Her books and accounts shall be made available to any Director of the Society during business hours.

All acts performed as Treasurer shall be subject to the control of the Board of Directors. The Treasurer shall have such other powers and duties as may be assigned to him/her from time to time by the Board of Directors. He/She shall provide such bond for the faithful discharge of his/her duties as the Board of Directors may require. Premium for any bonds required for the Treasurer shall be paid from Society funds.

SECTION 3. Removal of a Director, Officer or Committee Chairman. The Board of Directors shall have the power to remove a Director, Officer or Committee Chairman from office. Failure to perform the duties of office, unauthorized

action or conduct unfitting the office shall be cause for removal. At a time to be fixed by the Board, the person involved in a removal action shall be given the opportunity to appear before the Board and respond to the complaint against him/her. Failure of the person involved to appear at such hearing shall not stay consideration of his/her removal. Removal shall require the affirmative vote of three-fourths of the Directors present and voting. The person involved shall not be present at the time of voting.

Removal of a Director or a Committee Chairman shall not prejudice his/her standing as a member of the Society. Removal of an officer shall not prejudice his/her standing as a member of the Society or as a member of the Board of Directors.

SECTION 4. Presidents' Council. The Presidents' Council, a committee formed of all active members who are past Presidents of the Society, shall be available to advise the Board and the Officers, but shall have no authority over the business and policies of the Society. The Presidents' Council shall meet at each Annual Meeting of the Society and such other times as called by the President of the Society. It shall present a report of its meetings and its advice to the Board of Directors.

ARTICLE 5. SEAL

The Board of Directors shall adopt a seal for the Society, a replica of which shall be issued to each member for his/her use during his/her membership in the Society, with the proviso that he/she shall not use the replica as a printed part of his/her letterhead. The replica of the Seal delivered to any member shall remain the property of the Society. A serial number, once issued, shall be permanent, and shall never be issued to any other member.

ARTICLE 6. FINANCES

SECTION 1. Fiscal Year. The fiscal year of the Society shall begin the first day of March and shall end on the last day of February of the following year.

SECTION 2. Membership Fees. A Fee of Forty-five (\$45.00) Dollars shall be paid by applicant upon his/her election to membership.

SECTION 3. Regular Dues. Annual Dues shall be fixed by the Board of Directors and shall be payable during the month of March. Dues of newly elected members shall be prorated on a quarterly basis.

SECTION 4. Sustaining Dues. A member, if he/she desires, may pay sustaining dues in place of regular dues. Sustaining dues shall be fixed by the Board of Directors.

SECTION 5. Taxes. Any Federal or State taxes now or hereafter assessed upon either membership fees or annual dues to this Society shall be paid by the member to who such taxes are applicable.

ARTICLE 7. CHAPTERS

SECTION 1. Authorization. Five members in good standing, in any locality, may apply for status as a Chapter of the Society. Such application shall be made in writing to the Secretary of the Society and shall bear signatures of at least five applying members. A Chapter shall be authorized by the Board of Directors.

SECTION 2. Membership. Membership in local chapters shall be restricted to members of the Society living in the general vicinity designated in the letter of application.

SECTION 3. Officers and Executive Committee. Chapters shall have a Chairman, Vice-Chairman, Secretary and Treasurer. The offices of Secretary and Treasurer may be combined into one office, designated Secretary-Treasurer. A Chapter may elect its officers in any manner it chooses. The affairs of the Chapter shall be conducted by an Executive Committee composed of the officers and the immediate past Chairman. During the first year after the establishment of a Chapter any member may be elected to the Executive Board in lieu of a past Chairman.

SECTION 4. Removal of Officers. Failure to perform the duties of office shall be cause for removal of an officer of a Chapter. Such removal shall require an affirmative vote of a two-thirds majority of the Executive Committee and shall not be taken until the officer in question has had an opportunity to answer the complaint against him/her. Removal of an officer shall in no way affect his standing in the local or national organization.

SECTION 5. Committees. The local Chapter shall have a Membership Committee, which may be formed within the Executive Committee, and may establish such other committees as it deems proper.

ARTICLE 8. PUBLICATIONS

The Board of Directors may authorize any publications relating to the earth sciences or to the business and functions of the Society.

ARTICLE 9. METHOD OF NOTIFICATION

Whenever notice is required under the provisions of this Constitution, Bylaws and Code of Ethics, such requirement shall be deemed fulfilled if the notice is sent by United States mail or telegram to member's address as it appears in the records of the Society. The day of sending, whether by mail or telegram, shall be counted as one of the required days of notice. At all times it shall be incumbent on each member to provide the Secretary of the Society with the mailing address at which he/she desires to receive Society notices.

ARTICLE 10. AMENDMENT OF THE CONSTITUTION, BYLAWS AND CODE OF ETHICS

Amendments of this Constitution, Bylaws and Code of Ethics may be initiated by the Board of Directors, or by a petition signed by twenty-five members in good standing. If an amendment is so initiated, the Board of Directors shall prepare and distribute mail ballots containing the proposed amendment or amendments to every member in good standing. An affirmative vote of a two-thirds majority of the returned ballots shall be required for the adoption of an amendment. After an amendment has been initiated and voted upon, the Secretary shall insert in the minutes (1) the amendment, (2) the date on which the ballots were counted, (3) by whom the ballots were counted and (4) the results of the vote.

ARTICLE 11. TERM AND DISSOLUTION

SECTION 1. Term. The Society shall remain in existence until dissolution is voted by a majority of the members.

SECTION 2. Disposal of Assets. In the event of the dissolution of this Society, no part of the assets of the Society shall inure or be distributed to the benefit of any member of the Society. The net assets, after discharge of all liabilities, shall be donated to one or more educational institutions to be selected by the Board.

ARTICLE 12. CODE OF ETHICS

The Code of Ethics which follows represents the thinking of many earth scientists. Except for parts which focus on the independent practitioner, this document is similar to the Code of Ethics of the American Association of Petroleum Geologists, an organization established in 1917. Insofar as these two codes are similar, the Society recognizes its indebtedness and expresses its gratitude to the American Association of Petroleum Geologists.

SECTION 1. Relation of Members to the Public.

- (a) 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.
- (b) Members shall not condemn the work of another earth scientist, or the prospect of another person, without specifying the basis for and extent of such condemnation.
- (c) Members shall not knowingly permit the publication or use of their maps, reports, and other data for any unsound or unethical undertaking.
- (d) Before giving legal testimony, rendering their professional opinion, or making a report, members shall inform themselves as thoroughly as possible about all aspects of the matter, commensurate with the purpose for which the testimony, opinion, or report is intended. They shall further make clear the extent and accuracy of information on which their judgment is based.

SECTION 2. Relation of Members to Clients.

- (a) Within the framework of professional ethics, personal integrity, and public welfare, members shall protect the interest of their clients to the fullest extent possible. If a conflict exists within this framework, members will immediately terminate their relationship with the client, unless the conflicting conditions are corrected.
- (b) Members shall not seek to profit economically from proprietary information gained while working for a client without their consent. Further, they will disclose to their prospective client the existence of any personal ownership or interest parallel to or in conflict with that of the client.
- (c) Members working for one client shall not accept an engagement by a second client wherein the interests of the two are in any manner conflicting without the consent of both clients.
- (d) Members shall not divulge information given them in confidence by a client, nor shall they use such information in any manner adverse or detrimental to the client's interest without the express consent of the client.
- (e) Members shall engage other experts whenever the client's interests are best served but not without the express consent of the client.

SECTION 3. Relation of Members to Each Other.

- (a) Members shall not in any way derogate or attempt to derogate the reputation of another earth scientist.
- (b) Members shall give credit for work done by others and shall not knowingly accept credit rightfully due another.
- (c) Members shall avoid plagiarism in oral or written communications.
- (d) Members shall engage the part-time services of a salaried person only with the consent of the employer and the client involved.
- (e) Members shall not compete for employment with another member by unethical means.
- (f) All members dedicate themselves to use all means at their disposal to protect themselves and their fellow members from unethical practices of other persons.

(g) All members pledge their fullest cooperation with their fellow members in implementing the purposes of the Society of Independent Professional Earth Scientists as set forth in its Constitution, Bylaws and Code of Ethics.

ARTICLE 13. OUTSTANDING SERVICE AWARD

The Outstanding Service Award is presented to members who have distinguished themselves in singular and beneficial service to SIPES. One or more members may be considered in any one year for this award. However, Honorary Members should generally be excluded.

(a) **Qualifications.** This award shall be in recognition of meaningful and specific service to SIPES. Such service may involve one or more of the following:

1. Participation as local chapter officer, committee chairman and/or seminars organizer and presenter.
2. National officer or director of SIPES and/or the SIPES Foundation.
3. Political and public relations activities benefitting SIPES through the presentation of speeches, publication of articles, lobbying, inter-organizational liaisons, and other representative participations.
4. Attendance and involvement at SIPES National Conventions.
5. Attendance at local chapter monthly meetings and other events.
6. Length of active membership.

(b) **Procedure for Recommendation.** A recommendation for this award shall be submitted, together with documentation, to the Chairman of the Awards Committee. The names of the nominees, pertinent documentation and a recommendation by the Awards Committee are to be submitted to the National Board of Directors for final action. The award will be made at the next Annual Convention following confirmation of the recipient.

The type or description of the award will be recommended by the Awards Committee and selected by the Board of Directors.

The Awards Committee will retain submittals for candidates who are not selected up to three years for future consideration.

A candidate who has served on the SIPES National Board of Directors will not be considered for this award until two years have expired following completion of such board service.

ARTICLE 14. ADOPTION OF CONSTITUTION, BYLAWS AND CODE OF ETHICS

This Constitution, Bylaws and Code of Ethics shall supersede in total, the Constitution adopted by the Board of Directors August 31, 1964, provided its adoption is affirmed by an affirmative vote of two-thirds of the members voting.

Revised March 2006