

GEOPHYSICAL SOCIETY OF OKLAHOMA CITY –CONSTITUTION

(As amended and approved by members October 23, 2017)

ARTICLE I – NAME

The name of this Society shall be the “Geophysical Society of Oklahoma City.” It shall be the Oklahoma City Section of the Society of Exploration Geophysicists. The Geophysical Society of Oklahoma City is herein addressed as the “Society” or “GSOC”.

ARTICLE II – OBJECT

The organization is established exclusively for charitable, educational and scientific purposes under section 501(c)(3) of the internal revenue code, or corresponding section of any future federal tax code.

ARTICLE III – MEMBERSHIP

1. Any person interested in the science of Geophysics shall be eligible for membership in the society.
2. Applications for membership shall be submitted to the Executive Committee and may be accepted by any officer. Applications shall include the applicant’s name, contact information, affiliation with the Society of Exploration Geophysicists (herein addressed as SEG) and any other information needed by the Society to carry out its purpose. The applications may be submitted online, but can also be submitted by email, hardcopy, or any other means approved by the Executive Committee.
3. Annual dues of members of the Society shall be determined by the executive committee, and listed on the GSOC website. Dues are payable in advance before the first day of September. In the event dues are not paid during the fiscal year (September through the following May), the member's website profile shall be archived and he/she must contact an officer of the GSOC to re-activate and update their profile.
4. College or university students may be accepted as student members and shall pay annual dues determined by the executive committee during the period they are enrolled in school.

ARTICLE IV – OFFICERS AND THEIR DUTIES

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

2. There shall be District Representatives to the Society of Exploration Geophysicists, as provided in the constitution of that Society.
3. The Executive Committee shall consist of the Officers, the two most recent available past presidents, and the District Representative, or Representatives, to the Society of Exploration Geophysicists.
4. The officers shall be elected by members in good standing as hereinafter provided. Election may be by mailed ballot, emailed ballot, or online as directed by the Executive Committee. Officers shall begin their term at the close of the Annual Meeting and shall hold office for one year. No officer shall be eligible for election to the same office for more than two consecutive years. Only Active or Honorary members of the Society of Exploration Geophysicists shall be eligible for election to the offices of President and President Elect of the Geophysical Society of Oklahoma City.
5. THE PRESIDENT shall preside at the meetings of the Society and of the Executive Committee. He or she shall call special meetings when deemed advisable and, jointly with the Secretary shall sign all written contracts and other obligations of the Society. In the temporary absence of other Officers, he or she shall assume their duties or delegate them.
6. THE PRESIDENT ELECT shall be responsible for arranging the technical program of the Society, and shall have the authority to appoint such assistants as he or she may require. The President-elect shall perform the duties of President in the absence or disability of that Officer, and in case of the President's resignation shall become President for the remainder of the term. The President Elect shall automatically ascend to the Presidency the year following his or her election.
7. THE VICE PRESIDENT shall be responsible for soliciting annual sponsorships, and shall have power to appoint members to assist. The Vice President shall also be responsible for arranging entertainment for social functions such as the annual Christmas party.
8. THE SECRETARY shall maintain a complete list of membership of the Society; shall keep a record of all meetings of the Society and Executive Committee, shall provide advance notice of meetings to all members; shall notify the members by mail, email or other means approved by the Executive Committee of proposed amendments to the constitution. He or she shall submit to the Secretary of the Society of Exploration Geophysicists the names of all officers and committee members within two weeks after their election or appointment.
9. THE TREASURER shall oversee collection of all dues and other obligations of the Society; shall make disbursements authorized by the Executive Committee, and shall transact any other business ordered by the Executive Committee. He or she shall report upon the condition of the Treasury at the request of the Executive Committee. He or she shall forward, from time to time, his application for such portions of the expenses, if any, to be borne by the Society of Exploration Geophysicists and shall submit to the Treasurer of that Society, prior to the annual meeting of the Society of Exploration Geophysicists an itemized statement of the

expenditure of the funds received from the Society of Exploration Geophysicists during the preceding calendar year. The Treasurer shall prepare a review of the accounts and expenditures by the first of June of each year. The Executive Committee shall appoint an individual to review this report. The Treasurer shall have power to appoint members to assist him or her. In order to maintain the GSOC's 501(c)3 status with the IRS, the treasurer shall file Form 990/990 - EZ/990 - N annually.

10. THE WEBMASTER shall maintain the website of the Geophysical Society of Oklahoma City. The Webmaster shall also provide a list of preregistered attendees to the Treasurer at meetings to verify prior registration and payment. The Webmaster shall also notify the Treasurer of online payment of membership dues and receipt of sponsor pledged funds. The Webmaster shall notify the Secretary of changes in the online membership roster maintained on the website.

11. THE PAST-PRESIDENT shall oversee scholarship fundraising efforts (such as the Annual Golf Tournament).

12. THE EXECUTIVE COMMITTEE shall transact all business of the Society not otherwise specifically provided for. It shall elect all members to the Society, shall approve the dropping of members, shall appoint all committees except as otherwise provided herein, shall authorize all expenditures, shall direct investments of Society funds, shall fill vacancies occurring in any office except the Office of President to which the President Elect automatically succeeds, and shall have the power to review all action and appointments by the Officers. A quorum shall consist of at least four members for the transactions of all business by the Executive Committee. If any officer of the Executive Committee shall be unable or unwilling to fulfill his or her duties, the remainder of the Executive Committee shall appoint a temporary replacement and inform the membership of this action. Any officer so replaced shall have 30 days to request a vote by the membership to override or confirm the Executive Committee's action.

13. THE DISTRICT REPRESENTATIVE(S) of the Society of Exploration Geophysicists shall represent the Society and its members at meetings of the council of the Society of Exploration Geophysicists.

ARTICLE V – MEETINGS

1. The Annual Meeting shall be held in May each year.

2. The regular meetings of the Society shall be held on the third Monday of each month except during the months of June, July and August, unless otherwise provided by the Executive Committee.

3. Special meetings may be called at any time by the President of the Society or by petition of no fewer than 25 paid members.

4. The hour and place of regular meetings and the nature of the program shall be determined by the Executive Committee.

ARTICLE VI – AMMENDMENTS

1. This constitution may be amended by a two-thirds vote of the members present and voting at any regular meeting, provided that the proposed amendment(s) has (have) been approved for submittal by the Executive Committee and has (have) been presented at a regular meeting previous to the meeting at which the ballots shall be taken. Voting shall be by secret ballot and counted by the Executive Committee.

2. Any part of this Constitution or the by-laws of the Geophysical Society of Oklahoma City found to be inconsistent with the Constitution and/or By-laws of the Society of Exploration Geophysicists shall be considered invalid and shall be removed by amendment as soon as practical. The remaining By-laws shall continue to be valid.

ARTICLE VII – NON PROFIT ORGANIZATION

1. No part of the net earnings of the Society shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Society may reimburse reasonable expenses incurred on behalf of the Society.

2. Upon dissolution of the Geophysical Society of Oklahoma City, the Executive Committee shall, after payment of liabilities, dispose of all the assets exclusively for the purpose of the Society as set forth in Article II to include disbursement to the Society of Exploration Geophysicists (an exempt organization).

3. No substantial part of the activities of the Society shall be carrying on of propaganda, or otherwise attempting to influence legislation, nor shall it participate in, or intervene in any political campaign on behalf of any candidate for public office. However, the Society may inform members of legislation that impacts geoscientists by any appropriate means.

4. The Society may accept property, whether real, personal, or mixed, by way of bequests or devise, from any person, firm, trust, or corporation, to be held, administered, or disposed of through the Society of Exploration Geophysicists Foundation Scholarship Committee.

BY-LAWS

I – AFFILIATION WITH OTHER GROUPS

The Executive Committee may arrange for the affiliation with other duly organized groups or societies which by object, aims, constitution or practice are aiding, assisting, or developing the profession of Geophysics or allied technology.

II – RESIGNATION AND SUSPENSION Any member may resign from the Society at any time. Such resignation shall be in writing and shall be accepted by the Executive Committee. Email shall be considered equivalent to hardcopy.

III – ELECTION OF OFFICERS

1. A slate of nominations for officers other than the President shall be prepared by a Committee of Nomination which shall consist of the President, the two most recent available past presidents, and the President Elect. The Committee of Nomination shall strive to present a slate of two or more candidates for each office. This slate shall be announced to the Society no less than one month before the Annual Meeting. Additional nominations for any office may be made in writing and signed by ten or more members and submitted to the President within two weeks following the announcement of the slate. Balloting will be performed as described in Article IV, Section 4 of the Constitution. The candidates receiving the greatest number of valid votes shall be declared elected.

2. The Committee of Nominations shall prepare a slate of nominations for any posts of District Representatives to the Society of Exploration Geophysicists, which may need to be filled. Additional nominations may be made in the manner set forth in Section 1. The election shall be held at least three weeks prior to the Annual Meeting of the Society of Exploration Geophysicists.

IV – ACCOUNTING PRODEDURE The Executive Committee will provide a suitable system of accounting and expenditure of funds.

V – CHARTER MEMBERSHIP

Charter Members of the Society shall be those members who have been accepted for membership and have paid dues before June 30, 1953.

VI – AMENDMENTS OF BY-LAWS

These By-laws may be amended by a two-thirds vote of the members present and voting at any regular meeting, provided that the proposed amendment(s) has (have) been approved for submittal by the Executive Committee and has (have) been presented at a regular meeting previous to the meeting at which the ballots shall be taken. Voting shall be by secret ballot and counted by the Executive Committee.

VII- INDEMNIFICATION

To the extent and in the manner permitted by the laws of the State of Oklahoma and specifically as is permitted under Section 1031 of Title 18 of the Oklahoma Statutes, the Society shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, other than an action by or in the right of the Society, by reason of the fact that such person is or was a Director, officer, employee, or agent of the Society or is or was serving at the request of the Society as a Director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise against expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement actually and reasonably believed to be in or not opposed to the best interests of the Society, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

CODE OF ETHICS SOCIETY OF EXPLORATION GEOPHYSISTS

(Current as of February, 2013)

It shall be your duty as a geophysicist, in order to maintain the dignity of your chosen profession:

1. To carry on your professional work in a spirit of fidelity to clients and employers, fairness to employees and contractors, and devotion to high ideals of personal honor.
2. To treat as confidential your knowledge of the business affairs, geophysical or geological information, or technical processes of clients or employers when their interests require secrecy.
3. To inform a client or employer of any business connections, interests, or affiliations which might influence your judgment or impair the disinterested quality of your services.
4. To accept financial or other compensation for a particular service from one source only, except with the full knowledge and consent of all interested parties.
5. To refrain from associating yourself with, or knowingly to allow the use of your name by, an enterprise of questionable character.
6. To advertise only in a manner consistent with the dignity of the profession, to refrain from using any improper or questionable methods of soliciting professional work, and to decline to pay or to accept compensation for work secured by such improper or questionable methods.
7. To refrain from using unfair means to win professional advancement, and to avoid injuring unfairly or maliciously, directly or indirectly, another geophysicist's professional reputation, business, or chances of employment.
8. To cooperate in building up the geophysical profession by the interchange of general information and experience with your fellow geophysicists and with students and also by contributions to the work of technical societies, schools of applied science, and the technical press.
9. To interest yourself in the public welfare, and to be ready to apply your special knowledge, skill, and training in the public behalf for the use and benefit of mankind.