

BYLAWS OF THE ATLANTA GEOLOGICAL SOCIETY

Article I – Name

1. This organization shall be known as the Atlanta Geological Society hereinafter referred to as the AGS.

Article II – Aims and Objectives

1. The aims and objectives of the AGS are to:
 - a. To strengthen and advance the geologic sciences as a profession and to provide an open forum for the exchange of ideas.
 - b. To foster the spirit of scientific research throughout the membership.
 - c. To publish and otherwise disseminate information related to the geologic sciences and associated technologies.
 - d. To inspire and maintain the highest standards of professional conduct, business ethics, and personal honor of the membership.
 - e. To maintain and encourage intra- and inter-association activities, to enhance the AGS's programs, and to encourage the affiliation of individual members with other scientific and technical organizations.
2. To further these objectives, the AGS may disseminate information on all aspects of the geological sciences through meetings, lectures, newsletters, and educational programs, participate in or initiate research projects, make awards, and engage in activities that are designed to encourage the exchange of information relating to geology.

Article III – Membership

1. The membership categories shall be: Professional Members, Student Members, Corporate Members, and Honorary Life Members.
 - a. **Professional Members** shall be persons who are interested in the geological sciences.
 - b. **Student Members** shall be full-time undergraduate, graduate or post-graduate students enrolled at an accredited college or university and who are interested in the geologic sciences.
 - c. **Corporate Members** shall be Registered Georgia Corporations engaged in geologic, engineering or other related services. Each Corporate Membership shall provide for up to four Professional Memberships for employees of the corporation.
 - d. **Honorary Life Members** shall be those Professional Members of the AGS who, by unanimous vote of the Executive Committee, have made outstanding contributions to the geologic profession and/or the advancement of the AGS. Honorary Life Members shall have all the privileges of Professional Membership, but will not be required to pay annual dues. Limit two inductees per calendar year.

2. The Executive Committee shall establish rates for membership dues and for all special services, and shall assign annual dues to be paid by members in each category of membership. Upon admission to the AGS, payment of annual dues will be required. Annual dues may be revised from time to time by the Executive Committee as it deems necessary for the welfare and benefit of the AGS.
3. A member may be suspended or terminated by a majority vote of the Officers for conduct prejudicial to the interests of the AGS, provided that the member has been given the opportunity to be heard by the Officers. Suspension shall be automatic for a member whose dues are in arrears for one year or more.

Article IV – Officers

1. The Officers of the AGS shall be a President, a Vice-President, a Secretary, a Treasurer, and an Immediate Past President. All Officers shall be members in good standing for not less than one year.
2. The Officers shall be elected annually. The Officers shall appoint an Election Committee two months before the election. Members of the Election Committee cannot, themselves, be candidates for office in an election for which they are officiating. The duties of the Election Committee shall include, but are not limited to, the following:
 - a. Preparing a slate of qualified candidates.
 - b. Preparing ballots.
 - c. Conducting the election.
3. The Election Committee will solicit nominations from the membership and prepare a slate of candidates for Officers to be announced at the October meeting. Additional nominations from the floor, duly seconded, may be made following announcement of the slate. Election of Officers shall be made by secret ballot at the November meeting, and shall be by plurality of the members voting. Voting may be done by absentee ballots which must be received by the Election Committee chairperson, no later than the day before the November meeting.
4. In the event that the normal procedures for election cannot be implemented due to unforeseen circumstances, the Election Committee shall prepare alternative procedures approved by the Executive Committee to insure election of Officers prior to the beginning of the year.

Article V – Management and Finances

1. The business of the AGS shall be managed by the Executive Committee, which shall meet at least once each quarter. The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer, Immediate Past President, and the committee chairpersons.
2. The operating funds of the AGS shall be derived from annual dues, from any residual funds arising from meetings or activities, from contributions, and from endowments.
3. Any Officer is empowered to commit funds for the AGS to an extent, and for purposes, approved by the Treasurer.

4. The **President** shall:
 - a. Conduct meetings of the general membership and the Executive Committee, and shall be the prime operating Officer of the AGS.
 - b. Assure that the monthly meetings of the AGS are held as scheduled.
 - c. Appoint the committee chairpersons with the concurrence of the other elected Officers.
5. The **Vice-President** shall:
 - a. Perform Presidential duties in the absence of the President and may be assigned other responsibilities by the President.
 - b. Schedule speakers for the monthly meeting.
6. The **Secretary** shall:
 - a. Maintain the AGS's records.
 - b. Take minutes for the business section of the monthly meetings and the Executive Committee meetings. Minutes shall be reported for approval at the next business meeting or Executive Committee meeting.
 - c. Assure the preparation of the monthly newsletter.
7. The **Treasurer** shall:
 - a. Maintain the financial records of the AGS and report monthly to the membership.
 - b. Maintain an accurate record of membership dues.
 - c. Publish in the newsletter, at the end of each year, a financial report of the AGS.
8. The **Immediate Past President** shall:
 - a. Serve as an Officer of the AGS for the year immediately following his or her term as President.
 - b. Perform such duties as are properly required by the Executive Committee.
9. **Honorary Directors:**
 - a. Each Past President of the AGS shall automatically become an Honorary Director at such time that he or she no longer serves on the Executive Committee and still remains a Professional or Honorary Life Member of the AGS.
 - b. Each Past President shall be an *ex officio* member of the Executive Committee, entitled to attend its meetings and participate in its discussions; he or she shall not, however, be entitled to vote on any issues before the Executive Committee at its meetings, with the exception of the Immediate Past President, who has full voting privileges.
 - c. The Term of Honorary Director will extend for life unless revoked for cause by a majority vote of the entire Executive Committee.

10. Officer vacancies shall be filled as follows:

- a. President: The Vice-President shall assume the presidency of the AGS should the presidency become vacant.
- b. Other vacancies shall be filled by appointment at the next regular meeting of the Officers. The appointment of the new Officer shall be announced at the regular meeting of the AGS following the appointment and is subject to approval by a majority of the members in good standing attending the meeting.
- c. The term of the appointed Officers shall be limited to the unexpired term of the vacated position.

Article VI – Amendments

1. Amendments to the bylaws may be proposed as follows:

- a. By resolution of the Executive Committee.
 - b. By written proposal of twenty-five (25) members in good standing.
2. The Executive Committee, upon receipt of a proposed amendment, shall publish the amendment in the AGS newsletter or by other suitable means for review and comment by the membership. After a thirty day (30) comment period, which period shall include a general membership meeting, the By-laws of the AGS may be adopted, altered, or amended as follows:
- a. At any meeting of the Executive Committee by a three-quarters (3/4) majority vote of the entire Executive Committee, or
 - b. At any meeting called in accordance with the By-laws of the AGS by a majority vote of the entire membership of record on the date of said meeting.

Article VII – Nonprofit

1. The AGS is intended to be a nonprofit organization.
2. The AGS shall not afford pecuniary gain, incidentally or otherwise, to its members.
3. No members of the AGS shall have any right or interest in or to the property or assets of the AGS.

Article VIII – Dissolution

1. In the event of dissolution of the AGS, the Officers of the AGS, after paying or making provisions for the payment of all liabilities of the AGS, shall dispose of all assets of the AGS, exclusively for the purposes of the AGS, to organizations established and operated exclusively for charitable, educational, or scientific purposes as shall, at the time, qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of a future United States Internal Revenue Law), in such a manner as determined by the Executive Committee of the AGS.

2. In the event that, for any reason, the Officers of the AGS shall fail to act in the manner provided in Paragraph 1, Article VIII within a reasonable time, the senior judge of the Superior Court of DeKalb County shall make such distribution as herein provided, upon the application of one or more persons having a real interest in the AGS or its assets.

Article IX – Non-Political Status of AGS

1. The AGS shall not engage in propaganda or otherwise attempt to influence legislation.
2. The AGS shall not participate or intervene in any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements), nor shall any part of its property or any part of the income there from be devoted to such purposes.

Article X – Right of Indemnification

1. Each Officer of the AGS, whether or not then in office, shall be indemnified by the AGS for the defense of civil or criminal proceedings to the fullest extent permitted by law for matters related to the activities of the AGS.
2. This right of indemnification shall not be held exclusive of any other rights to which an Officer may be entitled. Further, this right shall not be deemed exclusive of any other right of an Officer in any proceeding to have assessed in his or her favor his or her costs and expenses connected therewith.