**GEOPHYSICAL SOCIETY OF PITTSBURGH BYLAWS**

ARTICLE I – NAME

The name of this Society shall be the Geophysical Society of Pittsburgh (GSP). It shall be the Northern Appalachian Basin Section of the Society of Exploration Geophysicists.

ARTICLE II - OBJECTIVE

The objective of this Society will be to promote the science of Geophysics and to promote the fellowship and cooperation among those persons interested in geophysical methods and problems. Although the GSP is predominately a geophysics organization, numerous industry professionals, including geologists and engineers are encouraged to be members.

The Geophysical Society of Pittsburgh is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE III - MEMBERSHIP AND DUES

1.        Membership

There shall be two classes of membership: Professional Membership and Student Membership.

a.       Professional Membership

Any person interested in the science of geophysics may apply for Professional Membership. Professional membership will occur after submission of the GSP application and payment of dues for the current year to the secretary.

b.      Student Membership

Students enrolled in the recognized college or university may become Student Members. Student Members shall have no vote and such membership will automatically terminate when the student leaves school. Student membership will occur after submission of the GSP application and payment of dues for the current year.

2.       Dues

a.       The fiscal year of the Society shall be from June 1 to May 31 of the following year. Annual dues for Professional Members shall be Twenty five dollar(s) ($25) and for Student Members ten dollar(s) ($10) payable on or before June 1 of each year.

b.      A member whose dues are not paid by December 31 shall have no vote and may be dropped from the Society rolls on approval of the Executive Committee.

ARTICLE IV - CODE OF ETHICS

 The code of ethics of the Society of Exploration Geophysicists shall be adopted as a guide for the Geophysical Society of Pittsburgh.

ARTICLE V - NOMINATIONS AND ELECTIONS

1.        The Nominating Committee shall consist of the President, as Chairman, Vice President, Secretary, and Treasurer. Or at his/her discretion, the President can appoint a nominating committee. (For the first year, the Nominating and Election Committee shall consist of the founding members of the GSP who work and reside in the Pittsburgh area.)

2.       The Nominating Committee shall nominate two candidates for each office of this Society. Consent of all candidates for nomination shall be obtained before the slate is presented to the members.

3.       Representatives to the Council of the Society of Exploration Geophysicists shall be elected as provided for in the Bylaws of that Society.

4.      Prior to June 1 of each year, The Nominating Committee shall be responsible for mailing, (or emailing), a slate of candidates to all members, and tallying the ballots. The candidate receiving the greatest number of valid votes for each office shall be declared elected.

ARTICLE VI - OFFICERS AND THEIR DUTIES

 1.        The officers of this Society shall be: President, Vice-President, Secretary, and Treasurer. These officers shall be elected for one (1) year and their term of office shall be from June 1 to May 31, inclusive.

2.       The President shall:

a.       Preside at meetings of the Society.

b.      Determine the date and time for Regular Meetings and for Special Meetings as directed by the Executive Committee.

c.       Preside at meetings of the Nominating Committee.

d.      Call Special Meetings when deemed advisable.

e.      Appoint all committees except as he or she may delegate in writing.

f.        Solicit funding from oil & gas related industries.

3.       The Vice-President shall:

a.       Assume the duties of the President in the absence of that officer, and become President for the remainder of the term in event of death or resignation of that officer.

b.      Be responsible for the Technical Programs for the Society.

c.       Be Entertainment Chairman of the Society.

d.      Be Publicity Chairman of the Society.

e.      Make the necessary technical arrangements for meetings. This includes reserving a place for meetings, taking reservations for dinner meetings, and providing audio-visual equipment as needed Provide refreshments at meetings as directed by the Executive Committee.

4.      The Secretary shall:

a.       Maintain a complete, up-to-date list of the membership and, in conjunction with the Treasurer, provide notice for payment of annual dues.

b.      Keep the minutes of all meetings of the GSP and transmit a copy of the minutes of GSP meetings to the Headquarters of the Society of Exploration Geophysicists.

c.       Email advance notices of proposed amendments to these Bylaws.

d.      Email advance notice of all meetings to members.

e.      Transact any other business as directed by the Officers.

f.        Provide continuing education credits.

5.       The Treasurer shall:

a.       Receive, disburse and keep accurate account of all GSP funds.

b.      Sell tickets at GSP meetings and functions when such service is not otherwise provided.

c.       Report on the condition of the treasury when requested at any GSP meeting.

d.      Make the records of the Treasurer available to an Audit Committee to be appointed by the President.

ARTICLE VII – MEETINGS

1.        The Regular Meetings shall be held once each month, except during the months of June, July, and August. Exceptions to this shall be approved by the Executive Committee. At regular meetings where business is to be transacted, a quorum of 50% of Professional members is required. If at least 50% of the Professional members are not present during any regular meeting where business is to be transacted, a quorum of 50% of Professional members by proxy will suffice.

2.       The Annual Meeting shall be held at the Regular Meeting date in May. Again, a quorum shall consist of at least 50% of the Professional members.

ARTICLE VIII - COMMITTEES AND THEIR DUTIES

1.        The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer, and the most recent available Past-President. The Executive Committee shall:

a.       Fill all vacancies of Officers and Representatives occurring between elections except as otherwise provided for in these Bylaws.

b.      Recommend affiliation of this Society with any duly organized groups or societies before presenting affiliation for vote by the Professional members. This vote shall be by email ballot.

c.       Transact all business of this Society not otherwise herein specifically provided for.

d.      All decisions of this Committee shall be determined by a majority vote when a quorum of four (4) or more members is present.

2.       Other Committees, including an Audit Committee, a Membership Committee, a Scholarship Committee and a Public Relations Committee, shall be appointed by the President.

ARTICLE IX - PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE X – DISSOLUTION

1.        If the Society is unable to hold two technical sessions a year or to elect a full slate of officers, the existing Executive Committee or remaining responsible Professional members will notify the membership that their Society is declared inactive.

2.       If the Society is unable or unwilling to regain active status, the existing Executive Committee or the remaining responsible Professional members have the responsibility to orderly dissolve the Society.

3.       In the event of dissolution of the Society, all property and assets remaining after all outstanding debts are paid shall go and be distributed to the Society of Exploration Geophysicists or to such nonprofit organizations as the existing Executive Committee or remaining responsible Professional members may select. In no event shall any of the property or assets be distributed to the remaining members.

4.      Upon completion of dissolution of the Society, the existing Executive Committee or the remaining responsible Professional members shall notify the Executive Director of the Society of Exploration Geophysicists of the dissolution of the Society and of the distribution of the property and assets of the Society.

5. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI - AMENDMENTS

1.        These Bylaws may be amended at any Regular Meeting of the GSP by three-fourths (3/4) of the votes cast, provided the proposed amendments shall first have been approved by the Executive Committee, read at a Regular Meeting, and submitted in writing to the membership at large at least ten (10) days prior to the date of the Regular Meeting at which the vote is to be taken.

2.       Nothing in these Bylaws shall be inconsistent with the Constitution and Bylaws of the Society of Exploration Geophysicists.

ARTICLE XII

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE XIII

The Geophysical Society of Pittsburgh admits members of any race, color, national origin, and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to members of the Organization. It does not discriminate on the basis of race, color, national origin, ethnic origin, and disability in the administration of its general polices, membership policies, and any other‐administered programs.

ARTICLE XIV

The corporation is organized on a non‐stock basis.

*Originally established and adopted August 30, 2010*

*Amended and adopted January 5, 2016*