

# CANADIAN EXPLORATION GEOPHYSICAL SOCIETY

## CONSTITUTION

November 15, 1960

### Article I Name

The full name of the society shall be Canadian Exploration Geophysical Society. The short name of the Society will be KEGS.

### Article II Purpose

The purpose of the Society shall be to promote the science of geophysics especially as it is applied to the exploration for minerals other than oil; to foster the common scientific interests of geophysicists; to maintain a high professional standing among its members; and to promote fellowship and cooperation among persons interested in these problems.

### Article III Membership

- 1) The membership of the Society shall consist of persons accepted and qualified in accordance with the Constitution and Bylaws of the Society in effect at the time of acceptance of each Member.
- 2) Membership applications shall be accepted as set forth in the Bylaws of the Society.
- 3) Membership in the Society shall be contingent upon payment of the annual dues of the Society as set forth in the Bylaws.
- 4) Membership in the Society shall be contingent upon conformance with established principles of professional ethics.
- 5) Special Members may be admitted to the Society under procedures set forth in the Bylaws. Special Members shall not vote in the affairs of the Society nor hold office in the Society.

### Article IV Resignation and Expulsion of Members

- 1) Any Member may resign from the Society at any time. Such resignation shall consist of a letter to one of the officers of the Society and shall be accepted subject to the payment of all outstanding dues and obligations of the resigning Member.
- 2) A Member or Special Member of the Society may have his membership in the Society withdrawn either under Article 111, Section 3 of the Constitution or by procedures set forth In the Bylaws.

### **Article V Council**

The Council of the Society shall be the officers of the Society together with the past president of the Society.

The Council shall be the governing body of the Society and shall have full control of the affairs and funds of the Society within the limitations of the Constitution and Bylaws.

The Council shall meet at the request of the President or a majority of the Council.

Actions of major importance taken by Council shall require a majority vote of all Council members. Actions of minor importance shall require only a majority vote of the Council members present at the meeting. Decision as to the relative importance of an action shall be made by the President at the Council meeting.

All acts of the Officers shall be subject to review by Council.

### **Article VI Officers**

- 1) The officers of the Society shall be a President, a Vice-President and a Secretary-Treasurer.
- 2) The officers shall be elected annually as set forth in the Bylaws.
- 3) The officers shall take up and relinquish office as set forth in the Bylaws.
- 4) In the event of a vacancy in any office, the Council shall choose a successor to serve for the remainder of the year.

### **Article VII Duties of the Officers**

- 1) The President shall preside at all meetings of the Society and the Council of the Society. He shall direct the affairs of the Society and shall be responsible for the implementation of motions passed at meetings of the Society. In the absence of other officers he shall assume their duties or delegate them.
- 2) The Vice-President shall be responsible for the technical program and entertainment of the Society. He shall perform the duties of the President in the absence or disability of that officer.

- 3) The Secretary-Treasurer shall maintain a complete list of the membership of the Society; shall keep a record of all meetings of the Society and of the Council; shall notify Members by mail of proposed amendments to the Constitution and/or Bylaws; shall collect all dues and other obligations; shall make disbursements authorized by Council and shall do any other business authorized by Council. He shall report the financial position of the Society at the final meeting of the year. In the absence of the President and the Vice-President, he shall assume the duties of the President.

### **Article VIII Action and Review by Members**

- 1) All acts of the Officers, Council and Committees of the Society shall be subject to review by the Members.
- 2) Proposals to alter any decision, policy or procedure of any Officer, the Council or any Committee shall be raised by motion at any general meeting of the Society. On the decision of the President, voting on such a motion may be deferred until the next regular meeting of the Society and the membership notified of the motion by mail.
- 3) On the adoption of a motion at a general meeting of the Society, the powers of the Council may be delegated to a committee for action upon a particular matter. The Chairman and membership of the Committee and its terms of reference shall be specified in the motion.
- 4) On the adoption of a motion at a general meeting of the Society, the Officers, Council or any Member(s) specified in the motion may be directed to take any action on behalf of the Society which is in accord with the Constitution and Bylaws.
- 5) All files, minute books, financial records, membership lists and other documents shall be made accessible to any Member of the Society upon application to the President.

### **Article IX Meetings**

- 1) General meetings of the Society shall be held regularly as specified in the Bylaws.
- 2) A general meeting of the Society may also be called at any time by the President and shall be called by him within three weeks of receipt of a petition by ten percent of the total membership of the Society asking for such a meeting.
- 3) Entertainment meetings may be called by the Vice-President. These meetings may take any form and shall not be used for the conduct of Society business.

- 4) Members and Special Members shall be notified in advance of all general or entertainment meetings of the Society.

#### **Article X Bylaws**

- 1) Bylaws or Bylaw amendments not in conflict with the Constitution may be adopted by 2/3 majority vote of Members at a general meeting provided written notice of the proposed Bylaw(s) or Bylaw amendment(s) has been previously given to the membership.
- 2) Bylaws or Bylaw amendments not in conflict with the constitution shall be proposed by the Council of the Society and shall be voted on at the general meeting specified in the written notice of the proposed Bylaws or Bylaw amendments sent to the Members.
- 3) Proposals for Bylaws or Bylaw amendments may be moved at any general meeting and if carried shall be proposed in writing to the Members and voted on at the next general meeting of the Society.

#### **Article XI Quorum and Proxy**

- 1) No motion passed by a general meeting shall take effect unless the total attendance at the meeting was twenty-five percent of the total number of Members enrolled at that date.
- 2) Any Member absent from a general meeting may give a proxy to another Member to vote for him at the meeting. For the purposes of a quorum, he shall then be considered to be present.

#### **Article XII Amendment of the Constitution**

- 1) Proposals for Amendment of the Constitution may be moved at any general meeting of the Society. If carried, such proposal shall be submitted by mail to the membership. It shall then be brought up for discussion at the next general meeting of the Society. Following that meeting a mail ballot and Minutes of the discussion shall be sent to all Members. The Amendment shall become effective if favoured by two-thirds of the ballots returned to the Secretary-Treasurer within thirty days.

#### **Article XIII Liability of Members**

All Members shall be equally liable for all debts and liabilities incurred by the Society.

**Article XIV Dissolution**

The Society may be dissolved upon the vote of a two-thirds majority at a general meeting called especially to consider the proposed dissolution. Provision for the settlement of all debts and liabilities, and disposal of all assets of the Society shall be made explicitly in the proposal.