



NAPE

NIGERIAN ASSOCIATION OF PETROLEUM EXPLORATIONISTS

CONSTITUTION AND BYE LAWS

MARCH 2015

Our ideas find Oil and Gas



CONSTITUTION AND BYE LAWS

AS AMENDED MARCH 14, 2015

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ARTICLE I NAME

The Association which is incorporated under the Laws of Nigeria shall be called the "Nigerian Association of Petroleum Explorationists" (NAPE).

ARTICLE II MISSION AND VISION

Section 1: Vision Statement

To be the preferred professional petroleum geosciences association with a global reach.

Section 2: Mission Statement

To promote the study and practice of petroleum geosciences for the benefit of members and other stakeholders

ARTICLE III MEMBERSHIP

Section 1

Membership of this Association shall consist of persons involved in the professional applications of geosciences and related disciplines to the exploration and exploitation of oil and gas.

Section 2

Various classifications of membership and the qualification thereof shall be established by the Bye-laws of the Association.

ARTICLE IV CODE OF ETHICS

Section 1

General Principles

- a) The privilege of professional practice requires professional morality and professional responsibility, as well as professional knowledge, on the part of each practitioner.
- b) Honesty, integrity, loyalty, fairness, impartiality, candour, fidelity to trust, and inviolability of confidence are incumbent upon every member, not for submissive observance, but as a set of dynamic principles to guide a way of life.
- c) Each member, of whatever classification, shall be guided by the highest standards of business ethics, personal honour, and professional conduct. The word "member" as used throughout this Constitution and Bye-laws shall include all classes of membership.

Section 2

Relationship of Members with the Public

- a) A member shall avoid and discourage sensational, exaggerated, and unwarranted statements with regard to professional matters that might induce participation in unsound enterprises.
- b) A member shall not knowingly permit the publication of his reports or maps for any unsound or illegitimate undertaking.
- c) A member shall not give a professional opinion, make a report or give legal testimony without being as thoroughly informed as might reasonably be expected considering the purpose for which the opinion, report, or testimony is desired, and the degree of completeness of information upon which it is based should be made clear.
- d) A member may publish dignified business professional, or announcement cards, but shall not advertise his work or accomplishments in a self- laudatory or unduly conspicuous manner.
- e) A member shall not issue a false statement or false information even though directed to do so by employer or client.

Section 3

Relation of Members to Employer and Client

- a) A member shall protect, to the fullest extent possible, the interest of his employer or client so far as is consistent with the public welfare and his professional obligations and ethics.
- b) A member who finds that his obligations to his employer or client conflict with his professional obligations or ethics should have such objectionable conditions corrected or resign.
- c) A member shall offer to disclose to his prospective employer or client the existence of any oil, gas, or other mineral interest which he holds, either directly or indirectly, having a pertinent bearing on such employment.
- d) A member shall not use, directly or indirectly, any employer's or client's confidential information in any way which is competitive, adverse or detrimental to the employer or client.
- e) A member retained by one client shall not accept, without client's consent an engagement by another if the interest of the two is in any manner conflicting
- f) A member who has made an investigation for any employer or client will not seek to profit economically from the information gained unless permission to do so is granted, or until it is clear that there can no longer be conflict of interest with original employer or client.
- g) A member shall not divulge information given him in confidence.
- h) A member shall engage, or advise his employee or client to engage, and cooperate with, other experts or specialists whenever the employer's or client's interests would be best served by such service.
- i) A member shall not accept a concealed fee for referring a client or employer to a specialist or for recommending geoscientific services other than his own.

Section 4

Relationship of Members with One Another

- a) A member shall not falsely or maliciously attempt to injure the reputation or business of another.
- b) A member shall freely give credit for work done by others to whom the credit is due and will refrain from plagiarism in oral and written communications, and not knowingly accept credit rightfully due another member.
- c) A member shall not use advantages of salaried employment to compete unfairly with another member of his profession.
- d) A member shall endeavour to cooperate with others in the profession and will encourage the ethical dissemination of geoscientific and technical knowledge.
- e) A member having knowledge of unethical practices of another member shall reveal same to the Association and avoid, as far as possible, association with that member in professional work.

Section 5

Duty to the Association

- a) A member of the Association shall aid in preventing the election to membership of those who do not adhere to the standards of ethics or who do not have the required education and experience level as stipulated in the Association's Bye-laws.
- b) It shall be the duty and professional responsibility of every member not only to uphold these standards of ethics in precept and by example, but also, where necessary, to encourage by counsel and advice to other members, their adherence to such standards.
- c) By applying for or continuing membership in the Association, every member agrees to uphold the ethical standards set out in this Code of Ethics.

Section 6

Discipline for violations of Standards

Any member violating any of the applicable standards prescribed in the articles stated here above shall be subject to discipline as provided by the Bye- laws. The decision from the disciplinary procedure as provided by this Bye –Laws shall be final and binding on members.

ARTICLE V GOVERNANCE

The governance of this Association shall be vested in the elected officers of the Executive Committee, the Annual General Meeting, a Board of Trustees and an Advisory Council. The composition of each body, the manner of selection, the terms of office, the specific duties, responsibilities, and other matters relevant to such bodies and officers shall be as provided in the Bye-laws of this Association. Any responsibility and authority for governance of this Association not otherwise specified in these governing documents shall be reserved for the Executive Committee.

ARTICLE VI DISPOSITION OF ASSETS

The Nigerian Association of Petroleum Explorationists is a nonprofit organisation. In the event of the dissolution of the Association, the Association shall distribute any assets remaining after the discharge of all liabilities, for charitable, scientific, or educational purposes. It is recognised that, under these circumstances, no member of the Association shall have any right or interest in or to the property or assets of the Association. The manner of distribution of such asset shall be recommended by the Executive Committee and endorsed by the Board of Trustees.

ARTICLE VII - BYE LAWS

The Bye-laws as appended hereto are hereby adopted and may be amended, enlarged, or reduced as provided in the Bye-laws.

ARTICLE VIII AMENDMENTS

Section 1

Mail Ballot by Members

Amendments to this Constitution may be made by a simple majority vote of the members of this Association responding by ballot utilizing the easiest and auditable means possible.

Section 2

Proposal of Amendments

Such amendments may be proposed by the following:

- a) Resolution by the Executive Committee;
- b) Resolution by a special constitution committee appointed by the President;
- c) Resolution of the Annual General Meeting;
- d) Proposal in writing signed by any fifty (50) members of the Association

All such resolutions or proposals must be submitted to, and action must be taken during, the Annual General Meeting, as provided in the Bye-laws and in conformance with Section 3 of this Article.

Section 3

Legality of Proposed Amendments

The legality of all proposed amendments shall be determined by the Executive Committee with advice of counsel prior to consideration by the Annual General Meeting. In the event that a proposed amendment is revised by the Annual General Meeting, such revision will again be referred to the Executive Committee for determination of legality prior to balloting.

Section 4

Publication of Amendments

Upon affirmation of legality of the proposed amendments, the Executive Committee shall cause them to be published in the Bulletin or by other suitable means at least two (2) months prior to the Annual General Meeting.

Section 5

Voting on Amendments

If any proposed amendment shall be acted upon favourably by simple majority vote of the Annual General Meeting, the Executive Committee shall arrange for a ballot of members by mail within sixty (60) days after the Annual General Meeting, and a simple majority favourable vote of the ballots received within sixty (60) days of such mailing shall be sufficient to amend.

BYE-LAWS

ARTICLE I MEMBERSHIP

Section 1

Membership

Membership in this Association shall consist of the following classifications:

- a) Active Members
- b) Juniors
- c) Students
- d) Associates
- e) Corporate
- f) Emeritus

Section 2

Definition of Term "Member"

Unless otherwise expressly provided in these Bye-laws, the term "member" shall refer only to Active and Emeritus Members. Only members may hold office, vote in Association affairs, sponsor membership applications, or refer to themselves as members of the Association.

Section 3

Active Members

Any person engaged in the practice or teaching of any of the geosciences or petroleum related science may apply for active membership, provided the person holds at least a Bachelor's Degree from an educational institution of acceptable academic standards and, in addition, has three (3) years of experience in the practice or teaching of the geosciences or petroleum related science. Credit for experience can be counted as follows:

- a) Master's—one (1) year;
- b) Doctorate—two (2) years.

The Executive Committee under exceptional cases may waive degree or current professional activity requirements if in its judgment an applicant has adequate professional and has attained standing in the profession.

Section 4

Emeritus Members

When an Active Member in good standing in the Association, with all dues paid to date, becomes seventy (70) years of age and shall have been a member of the Association (regardless of classification) for a total of thirty (30) years including time spent as a student and junior member, he shall become an Emeritus Member of this Association upon advising the Executive Director of the Association that he has passed his seventieth (70th) birthday, and by requesting such classification of his membership. Thereafter he shall be entitled to free membership with all the privileges and advantages of Active membership in this Association.

Section 5

Juniors

Any graduate with a major in any of the geosciences or petroleum related science from an educational institution of acceptable academic standards may apply for junior membership provided that:

- a) He is engaged in geoscientific or petroleum related science exploration or research; or
- b) He is enrolled, as a graduate student in any of the geosciences; or in petroleum related science; or
- c) He is engaged in teaching geoscience or petroleum related science; or
- d) He is currently unemployed but maintains adequate affinity with the profession and activities of the Association.

Section 6

Students

Any undergraduate student majoring in any of the geosciences or petroleum related science at an educational institution of acceptable academic standard may apply for student membership.

Section 7

Associates

Any person not qualified for any other class of membership who is a graduate of an educational institution of acceptable academic standard with major studies related to or generally associated with geosciences or petroleum related science may apply for election as an Associate. The Executive Committee may waive degree requirements, if in its judgment an applicant has adequate professional experience, and has attained standing in his profession.

Section 8

Corporate Members

Any Company or institution registered in Nigeria and engaged in the practice of teaching or Oil, Gas and Energy mineral, Exploration and activities either as an operator, shareholder or service company, training or financial institutions may apply for corporate membership.

Section 9

Election to Membership

Every candidate for admission as a Member shall submit a formal application on an application form authorized by the Executive Committee, signed by him/her, and endorsed by not less than two (2) members who are in good standing, stating his/her training and experience and such other facts as the Executive Committee shall from time to time prescribe. The Executive Committee shall be the sole judge of the eligibility of the applicant for membership and the adequacy of his qualifications. If the Executive Committee, after due consideration, judges that the applicants qualifications meet the requirements of the Constitution and these By-laws, the committee shall cause to be published in the Bulletin or by other suitable means the applicant's name and the names of his/her sponsors. If, after thirty (30) days no reason is presented why the applicant should not be admitted, he shall be deemed eligible for membership, and shall be notified of his election.

If an objection is raised within thirty (30) days after publication, the Executive Committee shall reconsider the application.

Section 10

Resignation

Any member of whatever classification may resign at any time from the Association; such resignation shall be in writing and shall be accepted by the Executive Committee.

Section 11

Loss of Membership Rights

Any member of whatever classification who resigns, or who forfeits his membership for non- payment of dues, or who is expelled for ethical reasons ceases to have any rights in the Association and ceases to incur further indebtedness to the Association.

Section 12

Reinstatement

Any person who has ceased to be a member of whatever classification, who has resigned, or who has forfeited his membership for nonpayment of dues, unless expelled for ethical reasons, may be reinstated by unanimous vote of the Executive Committee, upon fulfillment of such requirements as may be established by the Executive Committee.

ARTICLE II DISTINGUISHED AWARDS

Section 1

Honorary Members

A non-member, who in the opinion of the Executive Committee has contributed distinguished and sustained services to the cause of geosciences, and energy mineral sciences, may be considered for Honorary membership. Honorary Members shall not be liable to pay annual dues but shall receive free copies of all publications of the Association. Membership shall be held for life unless such member violates the code of ethics of the Association. They shall be eligible to sponsor new members.

Section 2

Fellows

An Active member duly nominated by a minimum of five (5) Active and financial members shall, on recommendation of the Advisory Council, be considered for fellowship if, in view of the Executive Committee, the nominee satisfies all the following criteria (i) has shown active participation in the activities of the Association (ii) has distinguished himself/ herself professionally and (iii) he/she has held Active membership of the Association continuously for at least 15 years. An Active member who is a recipient of the National Merit Award shall on due recommendation by the executive committee be considered for Fellowship. Such a member must not have been disciplined under article XI.

Section 3

Aret Adams

An active member duly nominated by a minimum of five (5) active and financial members shall, on recommendation of the Distinguished Awards Committee be considered for Aret Adams Awards if, in view of the Executive Committee, the nominee satisfies all the following criteria:

- (i) has shown active participation in the activities of the Association
- (ii) has distinguished himself/ herself professionally and
- (iii) He/she has held active membership of the Association continuously for at least 25 years. Such a member must not have been disciplined under article XI.

(iv) He has tangible, measurable contribution to industry, national economy, knowledge, academia, exemplary professional practice, international scholarship, civic duties among others.

The Distinguished Awards Committee shall consult with the Advisory Council during the selection and screening of each candidate being considered for this Award.

ARTICLE III EXECUTIVE COMMITTEE

Section 1

Executive Authority

The executive authority of this Association shall be vested in an elected Executive Committee composed of the following members:

- a) President
- b) Vice –President
- c) President –Elect
- d) General Secretary
- e) Assistant General Secretary
- f) Treasurer
- g) Financial Secretary
- h) Editor-in-Chief
- i) Assistant Editor- in-Chief
- j) Publicity Secretary
- k) Chapter Coordinators
- l) Immediate Past President
- m) University Assistance Programme Chairman

Section 2

Jurisdiction

The Executive Committee shall have general executive control and management of the affairs and funds of this Association. These shall include, but not be limited to designation of time and place of the annual meeting of the Association; supervision of election of officers and filling vacancies; determination of membership applications, qualifications and classifications; maintaining a headquarters and staff; accepting, creating and administering funds for purposes provided under the Constitution and Bye-laws of funds; establishing such fiscal policies as may be appropriate; and performing such other administrative duties as required to accomplish the objectives and purposes of this Association.

The Executive Committee shall also serve as the final authority in all matters involving disciplinary proceedings and professional certification of members.

The Executive Committee shall have sole responsibility and authority for all matters involving the external affairs of this Association.

Section 3 Meetings

The Executive Committee shall meet immediately before the Annual General Meeting and at such other times during the year and at such places as designated by such Executive Committee and at the call of the president. Notice by mail of at least five (5) days shall be given to Executive Committee members prior to meetings unless waived. A quorum shall consist of six (6) members. No proxy votes shall be allowed and no alternates may be appointed for absent members.

ARTICLE IV ANNUAL GENERAL MEETING

The Annual General Meeting shall be the supreme authority of the Association whereby policy decisions through active debate and resolutions on matters brought before it shall be made. It shall hold during the Annual Conference and shall be constituted by active and emeritus members of the Association. The meeting shall consider the Presidential address, Reports from the Chapters, Secretary, Financial Secretary and Auditors. The announcement of new officers to run the affairs of the Association in the following year shall be made at this meeting. At the end of the meeting, a communiqué shall be issued to publicise the decision reached at the meeting.

Section 1 Voting at the Annual General Meeting

Voting shall be only by active and emeritus members present. No proxy votes shall be allowed. A quorum shall be formed by a minimum of forty percent (40%) of financially active members of the year. The rules and procedures established by the Annual General Meeting shall be followed, regarding notice, date, time, venue and conduct of the meetings

Section 2

Jurisdiction

- (a) All of the legislative function of this Association, within the scope of the Constitution and Bye- Laws, shall be vested in the Annual General Meeting of this Association
- (b) All matters involving the external affairs of the Association shall be referred to the Executive Committee of the Association.

ARTICLE V BOARD OF TRUSTEES

- I. There shall be a Board of Trustees of the Association which shall consist of five (5) Active members nominated by the Executive Committee and ratified at the Annual Meeting. Each member of the Board of Trustees shall hold office for Three (3) years.
- II. The Trustees shall have the power to accept and hold in trust all movable and immovable properties belonging to the Association, in their joint names, on behalf of the Association.
- III. All documents required to be signed or executed by the Trustees may be signed by any two of them.
- IV. Board of Trustees shall establish NAPE Foundation (The Foundation) with primary focus on the Vision, Mission and identity of the Association. The Foundation shall be established as a non-profit Trust Fund in accordance with the Laws of the Federal Republic of Nigeria.

ARTICLE VI ADVISORY COUNCIL

Section 1

Jurisdiction

The advisory function of this Association shall be vested in an Advisory Council. The Council shall have no executive authority, but shall report to the Executive Committee on all matters involving ethics, discipline and constitutional review matters referred to it. The Council shall conduct long-range planning and undertake the necessary studies and investigations in connection therewith. The Council may recommend to the Executive Committee nominations for honours and awards. It shall undertake any special projects wherein guidance is requested by the Executive Committee.

Section 2

Ethics and Discipline

The Advisory Council shall upon referral from the executive committee serve as the tribunal for determination of all ethics violation and disciplinary actions against any member of this Association, regardless of classification, in accordance with the provisions of Article XII, "Disciplinary Proceedings" of these Bye-laws.

Section 3

Long-Range Planning

The Advisory Council shall serve as a functioning long-range planning body to review the Association's activities and recommend to the Executive Committee appropriate changes of programmes and policies.

Section 4

Constitution Review

The Advisory Council shall upon referral from the executive committee review the constitution and bye-laws and recommend to the Executive Committee appropriate amendments to meet the changing needs of this Association.

Section 5

Honours and Awards

Upon the establishment of a viable list of recipients for all forms of honours and

awards by the Executive Committee of this Association, the Advisory Council shall be sought for their opinion. The Advisory Council may then recommend recipients for all honours and awards.

Section 6

Additional Duties

The Advisory Council shall be charged with reviewing and improving relationships between the Association, its chapters, and other organisations in order to recommend adjustments which will benefit the Association and its members.

The Advisory Council shall engage in such other special projects and shall perform such duties as the Executive Committee may, from time to time, direct.

Section 7

Composition and Terms of Office

The members of the Advisory shall each serve for a three term and shall consist of the following:

- a) A Chairman appointed by the Executive Committee.
- b) 3 members of the Board of Trustees selected by the Executive Committee.
- c) The immediate past-president and two (2) available former Presidents who have served most recently.
- d) One (1) member of the Association appointed annually by the Executive Committee.
- e) One (1) member of the Association selected by each Chapter.
- f) 2 Fellows of the Association.

Section 8

Meetings

The Advisory Council shall meet at least thrice each year before the annual meeting of the Association and shall submit annual reports to the Committee. Additional meeting may be held at the call of the Chairman. A quorum shall consist of a simple majority of members. The Chairman shall appoint a recording Secretary who shall keep minutes of each meeting.

ARTICLE VII OFFICERS

Section 1

Designation

The officers of this Association shall be the following:

- a) President
- b) Vice-President
- c) President-Elect
- d) General Secretary
- e) Assistant General Secretary
- f) Treasurer
- g) Financial Secretary
- h) Editor-in-Chief
- i) Assistant Editor-in-Chief
- j) Publicity Secretary
- k) Executive Director
- l) Chapter Coordinators
- m) Immediate Past President
- n) University Assistance Programme Chairman

Section 2

President

The president shall be the chief executive officer of the Association. He shall be spokesman for the Association on all matters pertaining to the public. He shall appoint the members of all committees within the limits prescribed in the Constitution and Bye-laws. He shall appoint delegates to co-operating organisations to represent the Association. He shall endeavour to carry the Executive Committee with him in all major decisions. He shall serve as Chairman of the Executive Committee.

Section 3

Vice-President

The Vice-President shall perform the duties of the President in the absence or inability of the President to serve. The Vice-President shall assume the office of the President in case of a vacancy for any cause in that office. The Vice President shall perform such duties as may be assigned to him by the President. He shall be the Chairman of the Distinguished Awards and Projects Implementation Committees.

Section 4

President-Elect

The President-Elect shall serve for one (1) year as such and in the following year he shall assume the office of President. He shall have administrative authority as delegated by the President. He shall acquaint himself with all the details of the office of President and generally prepare himself to serve as President. He shall be a member of the Financial Committee. He shall be the Chairman of the Continuing Education Committee.

Section 5

General Secretary

The General Secretary shall be responsible for recording the actions of the Executive Committee. He shall keep possession of the Corporate Seal and affix the same and perform other duties as may be directed by the Executive Committee. He shall also be responsible for the physical custody of all official documents held in repository at Association headquarters. He shall be the Secretary of the Board of Trustees.

Section 6

Assistant General Secretary

The Assistant General Secretary shall assist the General Secretary in the secretariat duties of the Association as directed from time to time by the General Secretary and shall act for the General Secretary when necessary. The Assistant General Secretary shall assume the office of the General Secretary in case of vacancy. He shall supervise the Membership Committee and also perform such duties as may be directed by the General Secretary or the Executive Committee.

Section 7

Treasurer

The Treasurer shall supervise the receipt of all funds and, under the direction of the Executive Committee, be responsible for all disbursements of funds of the Association. He shall serve as a member of the Finance Committee. He shall make the annual report as Treasurer and perform such other duties as directed by the Executive Committee.

Section 8

Financial Secretary

The Financial Secretary shall receive and document all funds being paid into the treasury of the association, prepare income and expenditure accounts, prepare quarterly financial statement and produce an audited annual financial report to the Association at the Annual General Meeting of members. He shall turn over to the Treasurer all moneys received within seven (7) day of receipt. He shall supervise the activities of the Financial Committee.

Section 9

Editor-in-Chief

The Editor-in-Chief shall have general supervision and final authority soliciting, accepting and rejecting all material on technical subjects for publication in the Bulletin or in special publications. With the approval of the Executive Committee, he shall appoint, replace, and reappoint such volunteer associates that may be required to accomplish the publication activities of the Association. He shall be the Chairman of the Editorial Board. He shall submit an annual report of his editorial activities to the Executive Committee.

Section 10

Assistant Editor-in-Chief

The Assistant Editor-in-Chief shall assist the Editor-in-Chief in the discharge of his duties. He shall be responsible for coordinating the annual geological field trips. He shall perform the functions of the Editor-in-Chief in the absence or inability of the Editor-in-Chief to serve. He shall assume the office of the Editor-in-Chief in case of a vacancy for any cause in that office. He shall be a member of the Editorial Board both for the NAPE News and the NAPE Bulletin and any other publication of the

Association. He shall perform such other duties as may be assigned to him by the President and or the Executive Committee.

Section 11

Publicity Secretary

The Publicity Secretary shall publicise the activities of the Association as empowered by the Executive Committee. He shall serve as Chairman of the Publicity Committee and shall perform the function of the Public Relations Officer for the Association.

Section 12

University Assistance Programme Chairman

The University Assistance Program Chairman (UAPC) shall coordinate the Students' Chapters activities, and programs. He shall represent NAPE in all educational activities involving the professional development and training of the students and young professionals, including curriculum development, university accreditations, and professional certifications. He shall be elected and shall serve a maximum of two (2) years. He shall perform such other duties as may be assigned to him by the President and or the Executive Committee.

Section 13

Immediate Past President

The Immediate Past President (IPP) shall be a member of the Advisory Council. He shall serve a one (1) year term as a member of the Executive Committee. The Immediate Past President shall perform such other duties as may be assigned to him by the President and or the Executive Committee.

Section 14

Executive Director

Executive Committee policies shall be implemented by the Executive Director who shall have charge of the Association headquarters and staff personnel as authorised by the Executive Committee. The Executive Director (who shall hold a Bachelor's degree in any of the earth sciences) shall be the person to whom all official notices to the Association will be addressed. He shall be under the personal direction of the President. He shall assist in the work of all committees to ensure

the effectiveness of the activities of this Association. He shall be appointed by and shall be accountable to the Executive Committee.

Section 15

Terms of Office

- a) The President, Vice-President, and President-Elect each as such, shall serve a one (1) year term and shall not succeed self in office. The General Secretary, Assistant General Secretary, Treasurer, Financial Secretary and Publicity Secretary each as such, shall serve a two (2) year term and shall not succeed self in office. The Editor-in-Chief, as such, shall serve a two (2) year term and may be nominated for only one (1) succeeding two (2) year term.
- b) The terms of office shall commence on December 1 following election.

Section 16

Election of Executive Committee

Election of NAPE Executive Committee shall be conducted by an Electoral Committee whose membership shall consist of a Chairman and Returning Officer, one (1) member of the Board of Trustees, two (2) members of the Advisory Committee and two (2) other active or emeritus members of the Association in good standing.

The Electoral Committee shall be appointed by the Executive Committee with the Returning Officer by March 1. Not later than March 31, nomination forms shall be distributed to members via e-mail and NAPE website, and to be returned fully completed with nominations of candidates to NAPE Secretariat by only e-mail/online by May 15. Names of nominees shall thereafter be considered by the Electoral Committee for endorsement of the Executive Committee and published as approved for Election in the NAPE website and next issue of NAPE NEWS.

The Electoral Committee shall then conduct electronic ballot, listing the candidates for each office, and ballot papers shall be e-mailed to each member and uploaded in the NAPE website on or before September 1. Voting shall, as much as possible, be done via the online e-voting platform.

Paper ballots are not the preferred option and shall only be acceptable in exceptional cases. Ballots returned to and received by the Association after October 15 shall not be counted. The Electoral Committee shall count the ballots promptly after October 15 and report the results to the Executive Committee. In case of a tie vote, the Executive Committee shall cast one (1) additional deciding vote.

The results of the general elections shall be announced at the Annual General Meeting of the members and the new officers shall assume the duties of their respective offices immediately at the close of the last official function of the Annual Conference.

Section 17

17.1 Qualification of Candidates for All Elective Offices.

All candidates vying for NAPE Elective Offices must satisfy the following conditions:

- a) An active or emeritus member of the Association for at least five (5) years.
- b) Be financially up to date.
- c) Have made contributions to the activities and programme of the Association in the last two (2) years.
- d) Be a member in good standing. Must not have been indicted by the Association or any Court of law or any arbitration or judicial panel for any offence of gross misconduct or for any criminal offence or professional misconduct.

The nomination form must be endorsed by three (3) active or emeritus member of the Association in good financial standing, at least one (1) must be a Fellow of the Association or an Aret Adams Awardee or a member of the Advisory Council or a member of the Board of Trustees.

17.2 Qualification of Candidates for the Offices of President-Elect and Vice-President.

Candidates for the positions of the Vice President and President Elect must satisfy the following condition in addition to the general qualifications stated above:

- a) An active or emeritus member of the Association for at least fifteen (15) years and must not be less than forty (40) years old at the time of seeking nomination.
- b) Have served the Association meritoriously in the last five (5) years in Committees or sub Committees or ad-hoc Committee of the Association.
- c) The nomination form must be endorsed by five (5) active or emeritus members of the Association in good financial standing, three (3) of which must be Fellows of the Association or Aret Adams Awardees or members of the Advisory Council or members of the Board of Trustees.

Section 18 Vacancies

A vacancy occurring in the offices of Vice-President, Assistant Secretary, Treasurer, Financial Secretary, Publicity Secretary, Editor-in-Chief, Assistant Editor-in-Chief and University Assistance Programme Chairman shall be filled by the Executive Committee.

A vacancy occurring in the office of the President shall be filled by the Vice President. A vacancy occurring in the office of President-Elect shall be filled by ballot by membership, through a special election called by the Executive Committee. A vacancy occurring in the office of the General Secretary shall be filled by the Assistant General Secretary.

ARTICLE VIII. REGIONAL CHAPTERS

Section 1

Regional Chapters

The Association may establish Regional Chapters on geographical basis to include Association members as individuals or as groups of federated affiliated societies, for the purpose of sponsoring technical meetings and publications and otherwise furthering the objectives of the Association within such regions. (50) members of the Association may be established upon application of interested individuals, or groups and upon the recommendation of the Executive Committee by vote at the Annual General Meeting. The internal affairs of such Chapters shall be administered by each Chapter consistent with the purposes and policies of this Association.

Regional Chapters shall cater for all categories of membership. Each Chapter shall be entitled to elect from among Association members in such Chapter a person to serve for a three (3)-year term as a member of the Advisory Council.

Regional Chapters shall receive funds for the running of the Chapters, through a subvention tied to membership strength from dues payable by such members to the parent Association.

The establishment of such a Chapter shall be approved by an affirmative simple majority of the members present at the Annual General Meeting. A Chapter may have its own officers. The Executive Committee shall be empowered to make arrangements with the officers of the Chapter for the conduct of the business of the Chapters.

ARTICLE IX AFFILIATED SOCIETIES AND INTERNATIONAL ASSOCIATES

Section 1

Affiliated Societies

This Association may affiliate with duly organised local groups or societies, which by objectives, aims, constitutions, bye-laws, or practice are functioning in harmony with the objectives and aims of the Association, subject, however, to the recommendations of the Advisory Council, endorsement of the Executive Committee and the affirmative vote of the Annual General Meeting.

Section 2

International Associate Societies

Those geological organisations outside Nigeria, whose purposes, activities, and governing documents are compatible with those of this Association, subject however, to the recommendations of the Executive committee and to the affirmative vote of the Annual General Meeting, may be designed as International Associate Societies by the Association.

ARTICLE X COMMITTEES

Section 1

Standing Committees

The Executive Committee of Association shall have the authority to constitute, maintain, and dissolve membership of standing committees of the Association as set out in these Bye-laws. In like manner, the charge to each standing Committee may be modified. A list of standing committees, the charge to each committee and the names of the chairmen, vice-chairman, and committee members shall be published annually. The Executive Committee shall report to the members at its Annual General Meeting as to the constitution or dissolution of any standing committees since the last Annual General Meeting.

There shall be the following Standing Committees with the indicated specific functions. However, all decisions of the Committee shall be subject to ratification by the Executive Committee before implementation.

a) Distinguished Awards Committee (DAC):

Three (3) members of the Advisory Council shall constitute the Distinguished Awards Committee. The Distinguished Awards Committee shall be chaired by the Vice President. In addition the Chairman may co-opt any other member to the DAC at his discretion and shall recommend to the Executive Committee potential recipients of all Honours and Awards as may be established by the Association.

b) Continuing Education Committee (CEC):

This committee shall be chaired by the President-Elect and shall be constituted by him. It shall establish, execute or review all educational policies of the Association. It shall also arrange the Monthly Technical Programme of the Association. It is empowered to solicit speakers for scheduled Technical Meetings, Conferences, Seminars, and Symposia and organise Tours, Exhibitions, Workshops and Schools.

c) Financial Committee (FC):

The financial committee shall be chaired by the Financial Secretary and shall formulate and execute fiscal policies for the Association. It shall also coordinate all budgetary proposals from officers and chapters with a view to preparing and presenting the annual budget of the Association to the Executive Committee.

d) Editorial Board (EB) :

This Board shall be chaired by the Editor-in-Chief and shall be responsible for the editing of all papers presented for publication by the Association. The Board shall publish the Association's Bulletins and other publications, and shall solicit, accept or reject papers for publication.

e) Publicity Committee (PC):

This committee shall be chaired by the Publicity Secretary and shall be responsible for publicizing all the Association's activities and programmes.

f) Membership Committee (MC):

The Membership Committee shall be supervised by the Assistant General Secretary. The Committee shall organize membership drives and recommend for approval to the Executive Committee, prospective members after applications have been scrutinized.

g) Project Implementation Committee (PIC)

Projects Implementation Committee (PIC) shall be responsible for all the real estate properties, fixed assets and facilities management belonging to this Association, and shall also be responsible for maximizing the values derivable from the real estate and the fixed assets.

Section 2

Appointments and Tenure

Tenure of chairman and vice- chairman shall be for one (1) year beginning December one (1). Members of standing committees shall serve a term of three years. The constitution of these standing committees shall be in such a way that continuity is provided for.

Section 3

Special Committees and Delegates

In addition to the standing committees, the President may appoint, annually, such special committee and delegations as the Executive Committee may authorise.

Members of special committees shall be appointed for a term of one (1) year only and the President shall designate the chairman.

ARTICLE XI DISCIPLINARY PROCEEDINGS

Section 1 Investigation

Charges of misconduct in violation of any Article of the Constitution shall first be submitted in writing to the Executive Director at Association headquarters, by a member in good standing, with a full statement of the evidence on which the charges are based. If, in the judgment of the President, they merit further consideration, he shall refer them to the Chairman of the Advisory Council, who shall appoint an investigating committee of three (3) members of the Advisory Council, including at least one (1) former President of the Association, to examine the charges. If, in the judgment of the investigating committee, the facts warrant, the committee shall prepare and file with the Advisory Council at Association headquarters formal charges against the accused member.

Section 2 Notice of Hearing

As soon as may be after the receipt of such formal charges the Advisory Council shall fix a date and place for hearing thereon, and shall give to the accused member notice thereof in writing, mailed to him by registered mail at his last known post office address not less than thirty (30) days before said date, accompanied by a copy of the formal charges, and a copy of this Article.

Section 3 Hearing

On the day fixed for the hearing the attendance of the Chairman and at least a simple majority of the members of the Advisory Council with a legal representation shall constitute a quorum and full representation of the Advisory Council for the conduct of the hearing provided in this section. The accused member may appear with legal counsel before the Advisory Council, hear any witnesses called in support of the charges and, at his option, cross examine the same, present witnesses of his own, and submit oral or written statements in his own behalf. The Advisory Council may likewise present witnesses and have the right of cross examination. At his option, the accused member may, by registered letter addressed to the Chairman of the Advisory Council at Association

headquarters, postmarked not less than ten (10) days prior to the date of the hearing, waive personal appearance request the Advisory council to adjudge the matter on the basis of a written statement of his defense accompanying such a letter.

Section 4

Decision of Council

After the conclusion of the hearing or study of the written defense submitted in lieu thereof, the Advisory Council shall consider and vote to sustain or dismiss the charges. If, by a simple majority vote of those present, the Advisory Council shall declare sustained the charges against the accused member, it shall recommend to the Executive Committee alternatively that it:

- (a) Admonish him, or
- (b) Suspend him for a stated time, or
- (c) Allow him to resign, or
- (d) Expel him

Failure of the accused to appear, or to appear, or to submit a waiver letter and a written defense, as in this section provided, shall not prevent the Advisory Council from rendering, final advisory judgement and the Committee from action on the basis of the evidence available to it on the hearing date.

Section 5

Executive Committee Action

The decision of the Advisory Council in all matters pertaining to the interpretation and execution of the provisions of Sections 1 and 2 of this Article shall be submitted to the Executive Committee of final action. A report of the Executive Committee action shall be published in the Bulletin.

Section 6

Resignation

Resignation by the accused member from the Association, at any stage in the foregoing prescribed proceedings, shall automatically terminate the proceedings. Following resignation, the accused person so resigning shall not be eligible for reinstatement to membership under any circumstances in the future.

Section 7

Expulsion

Persons expelled from the Association under these proceedings shall henceforth be ineligible for reinstatement to membership under any circumstances in the future.

Section 8

Alternative procedure

Any member convicted by a court or tribunal of competent jurisdiction of a misdemeanour involving moral turpitude or of any felony may be suspended from membership in the Association upon a majority vote of the full Executive Committee of the Association. A member whose conviction is reversed on appeal or which is the subject of an Executive pardon shall be reinstated to membership. A member whose conviction is upheld on final appeal may be expelled from membership in the Association upon a majority vote of the full Executive Committee of the Association. A member expelled from the Association under the procedure stated above shall be ineligible for reinstatement to membership unless reinstated by a unanimous vote of the full Executive Committee of the Association.

ARTICLE XII MEETINGS

The Association shall hold at least one (1) annual meeting of its members each year, at a time and place designated by the Executive Committee.

Section 1

Fiscal Year

The fiscal year of the Association shall begin on December 1 and end on November 30 of the following calendar year.

Section 2

Dues Benefit

The payment of annual dues for any fiscal year entitles the Active member, Junior, Student, Associate or Corporate to receive without further charge a copy of the Bulletin of the Association for that year.

Section 3

Dues Schedule

The annual dues of members shall be payable in advance of the fiscal year in accordance with a schedule to be established annually by the Executive Committee.

The above schedule shall be subject to the following provisions:

- a) Dues are not refundable
- b) Junior members will be required to elect for upgrade to Active membership status or pay the same rate as Active Members after three (3) years as a Junior with the exception that a Junior enrolled as a full-time student in a Higher Institution of acceptable academic standards at the end of the three (3) year period may apply annually for an extension of dues payment at the Junior rate until full-time enrolment ends; and proof of unemployment.
- c) Students will be required to elect for upgrade to junior membership status or pay the same rate as juniors upon completion of his or her undergraduate studies.
- d) That a penalty to be established annually by the Executive Committee will be levied for each quarter-year of delinquency beginning on Dec. 1

A statement shall be mailed to each Active Member, Junior, Student Associate and Corporate before Dec. 1 of each year, stating the amount of annual dues. Alternatively, such statements may be sent to the specified categories of recipients through their respective regional chapters.

Section 4

Arrears and Suspension

Any member of whatever classification whose dues is in arrears for more than ninety (90) days and for less than one (1) year shall be suspended from membership in the Association and shall not be entitled to the privileges of membership.

Section 5

Forfeit of Membership

Any member of whatever classification which is more than one (1) year in arrears in payment of dues shall forfeit membership in the Association and his name shall be removed from membership rolls until all arrears of such dues are paid in full.

ARTICLE XIII BANKING

1. The Association shall operate Bank Accounts with reputable Registered Banks as approved by the Executive Committee.
2. The signatories to the Association's accounts shall be any two of the officers mentioned below:
 - I. President
 - II. Vice-President
 - III. Treasurer

ARTICLE XIV AUDITING

1. External Auditors shall be appointed by the Executive Committee to audit the accounts of the Association three months before the Annual General Meeting. External Auditors shall serve for maximum of five (5) years.
2. All members present at the Annual General Meeting shall be given copies of the audited financial report of the Association.
3. An Internal Auditor may be appointed by the Executive Committee to audit the accounts of the Association from time to time.

ARTICLE XV SPECIAL CLAUSE

1. The income and property of the Nigerian Association of Petroleum Explorationists whenever derived shall be applied solely towards the promotion of the objectives of the Association as set forth in these Rules and Regulations / institution: and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus, or otherwise howsoever by way of profit, to the members of the Association.

2. Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the Association in return for any service actually rendered to the Association but so that no member of the Council of Management to any salaried officer of the Association or any officer of the Association is paid by fees; and that no remuneration or other benefit in money or kind shall be given by the Association to any member of Council or Governing Body except repayment of out-of-pocket expenses or reasonable and proper rent for premises demised or let to the Association provided that the provision last aforesaid shall not apply to any payment of any Company to member to the Association may be a Company in which such member shall not hold more than one-hundredth part of the capital, and such member shall not be bound to account for any share of profits he may receive in respect of any such payment.

3. In the event that after a winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institutions having objectives similar to the objectives of the Association, provided that the body or bodies are prohibited from distributing its or their income and property amongst its or their members to an extent at least as great as is imposed on the Association under or by virtue of the SPECIAL CLAUSE hereof, such institution or institutions to be determined by the members of the Association at or before the time of dissolution. In so far as effect cannot be given to the aforesaid provision then such property shall be given to a reputable geoscience or petroleum related faculty in an institution of higher learning within Nigeria.

ARTICLE XVI AMENDMENTS

Section 1

Proposal of Amendments

Amendments to these Bye-laws proposed by the following means:

- a) Written proposal signed by fifty (50) members of the Association;
- b) Resolution by the Executive Committee;
- c) Resolution of the Annual General Meeting;

The above order shall serve as the amendment procedure.

Section 2

Publication of Amendments

Upon affirmation of legality of proposed amendments, the Executive Committee shall cause them to be published in the Bulletin or by other suitable means at least two (2) months prior to the Annual General Meeting.

Section 3

Consideration of Amendments

Proposed amendments shall be considered at the Annual General Meeting and shall be passed upon receipt of a simple majority vote of the members present and voting. In the event any revisions of the published amendments are approved by the Annual General Meeting, the amendments shall become effective only when and if the legality of the revised form has been affirmatively determined by the Executive Committee.

CONSTITUTION AND BYE LAWS

Contact details

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