



Constitution

&

Bylaws

1983

Denver Region Exploration Geologists' Society

as amended in May 25, 2017

DENVER REGION EXPLORATION GEOLOGISTS' SOCIETY

CONSTITUTION

Article I. Name

The Society shall be called "The Denver Region Exploration Geologists' Society," incorporated under the laws of the State of Colorado.

Article II. Seal

The corporate seal of the Society is elliptical in form incorporating a geologist's hammer and the flag of the city of Denver, Colorado. The name of the Society is included.

Article III. Purpose

The purpose of the Society is to promote scientific communication and interaction within the minerals exploration community of the metropolitan Denver area. This purpose is achieved through scientific meetings, symposia, field trips and publications.

Article IV. Membership

Membership in the Society consists of Members, Student Members, and Honorary Members. Only Members have full and equal voting rights.

Article V. Management

The affairs of the Society shall be managed by the Executive Committee duly elected at regular intervals from the voting membership of the Society.

Article VI. Meetings

The Society shall hold at least one annual business meeting each calendar year. This meeting shall be held at a time and place designated by the Executive Committee.

Article VII. Statutory Office

The statutory office of the Society shall be in the State of Colorado as required by the Certificate of Incorporation.

Article VIII. Tax-Exempt Status

The affairs of the Society shall at all times be managed in such a way as to preserve and safeguard its tax-exempt status.

Article IX. By-laws

By-laws not inconsistent with this Constitution or with the Certificate of Incorporation shall be adopted at the time of adoption of this Constitution and may be amended as therein provided.

Article X. Amendments

Amendments to the Constitution may be proposed by a resolution of the Executive Committee or in writing by any ten (10) Members. If approved by the Executive Committee, the proposed amendment shall be submitted to the full membership of the Society at a designated business meeting of the Society. The majority of votes received at the designated business meeting shall pass or defeat the amendment, the result of the vote to be effective immediately upon its declaration by the Society's President.

DENVER REGION EXPLORATION GEOLOGISTS' SOCIETY

BY-LAWS

Article I

Membership

1. Members

Candidates for Member shall be persons professionally involved or interested in minerals exploration activity with principal emphasis directed toward the geological aspects. Members would include professional geologists or any person having an active connection with minerals exploration through employment, teaching, or through status as a graduate student in a relative field.

2. Student Members

Candidates for Student Membership may be any full-time undergraduate or graduate student enrolled in a degree-granting institution and majoring in geology or other minerals exploration field, on satisfactory recommendation.

Student Members may not vote in Society elections.

Graduate students may, if they wish, be enrolled as full Members with all voting and other privileges.

3. Honorary Members

Honorary Members shall be chosen from among distinguished geologists or distinguished members of the minerals exploration field.

4. Application

Applications for membership shall be transmitted to the Secretary on forms provided by the Society.

5. Resignations

Resignations and termination from Membership or Student Membership shall be transmitted in writing to the Secretary. A member who has resigned in good standing may re-apply for membership by writing to the Secretary.

6. Suspensions

Any Member or Student Member in the Society may be suspended or terminated by the Executive Committee, after a hearing or opportunity to be heard, for conduct deemed prejudicial to the interests of the Society. A Member or Student Member whose dues are in arrears on 15 February will be automatically suspended.

Article II

Management of the Society

1. Management

The management of the affairs and the property of the Society shall be the responsibility of the Executive Committee which, pursuant to the Certificate of Incorporation shall consist of not less than four (4) nor more than twelve (12) members, as may be provided from time to time by these By-laws. The Executive Committee shall be composed of the elected officers of the Society and other members deemed appropriate in accordance with Article II, Section 6.

2. Officers

The elected officers of the Society shall be a President, a Vice-President, a Second Vice-President, a Secretary, and a Treasurer.

3. Election of Officers

The President, the Vice-President, the Second Vice-President, the Secretary, and the Treasurer shall be elected every two years, to hold office until their respective successors shall have been elected and qualified.

4. Re-elections

The President and the Vice-President shall not be eligible for re-election to their respective offices until at least two (2) years have elapsed from the expiration of their terms of office. The Secretary and the Treasurer shall be eligible for re-election without limitation.

5. Vacancies

Any vacancy occurring in any of the elective offices of the Society shall be filled by the Executive Committee until the next designated business meeting.

6. Executive Committee

The Executive Committee may co-opt from the membership other Members to serve on the Executive Committee in various capacities. As provided in Article II, Section 1, the total membership of the Executive Committee shall not exceed ten (10).

7. Annual Report

At each annual business meeting of the Society, the President shall submit to the membership a report upon the affairs of the Society for the year just closing. This report shall include a report verified by the President and the Treasurer or by a majority of the Executive Committee setting forth all information required by the Certificate of Incorporation with respect to the last preceding fiscal year.

Article III

Nomination and Election of Officers

1. Nominations

Contained within the notification of the annual business meeting shall be the list of nominations chosen from the voting membership for officers to be elected for the ensuing year. At the annual business meeting nominations for any of the elected officers will be accepted from the floor. All nominations must be put forth by a Member of the Society.

2. Election

Election of officers for the Society will be by voice vote at the designated annual business meeting pursuant to Article II, Section 3.

Article IV

Powers and Duties of Officers

1. The President

The President shall preside at all meetings of the Society and of the Executive Committee. The President shall represent the Society on all appropriate occasions.

2. The Vice-President

The Vice-President shall have and assume the duties of the President in the event of the absence or disability of the President.

3. The Second Vice-President

The Second Vice-President shall have and assume the duties of the Vice-President in the event of the absence or disability of the Vice-President.

4. The Secretary

The Secretary shall be responsible for maintaining all documents, files, and equipment of the Society. The Secretary shall also be responsible for maintaining the Society's membership rolls and notifying the membership of meetings and other various functions of the Society. All official correspondence of the Society shall be the responsibility of the Secretary.

5. The Treasurer

The Treasurer, under the direction of the Executive Committee, shall collect and disburse all funds of the Society. All funds, securities, and other investments of the Society shall be deposited in the name of the Society in the custody of a bank, savings and loan association, or trust company designated by the Executive Committee. The Treasurer shall keep records of all receipts and disbursements and other financial transactions and of the funds, securities, and other investments of the Society. The Treasurer shall submit an annual report to the Executive Committee as directed by the laws of the State of Colorado.

Article V

Finances

1. Fiscal Year

The fiscal year of the Society shall coincide with the calendar year.

2. Annual Dues

Dues shall be payable on or before the first day of January each year and shall be \$25.00.

3. Exemption from Dues

Honorary Members of the Society shall be exempt from dues. Members of the Society for the past 10 years and having reached 80 years of age shall be exempt from dues. Those persons giving presentations to the Society will be exempt for current and following year dues.

4. Arrears

Members and Student Members whose dues have not been paid by 15 February of a given fiscal year shall be deemed in arrears, and Society Membership shall be suspended.

A Member or Student Member who has been suspended may reapply for membership by writing directly to the Secretary.

A Member may be reinstated by paying a penalty late fee of \$5.00 before the end of the calendar year for which he/she is in arrears.

5. Bequests

The Society may accept gifts, grants, and bequests at the discretion of the Executive Committee.

Article VI

Meetings

1. Annual Business Meeting

The annual business meeting of the Society shall normally be held in the month of November in each year at a location to be determined by the Executive Committee.

2. Notice of Meetings

Notice of the place, date, and time of every meeting of the membership shall be given personally or by mail to each member entitled to vote at such meeting.

3. Joint Meetings

The Executive Committee may at its discretion arrange for the holding of meetings of the Society jointly with other similar bodies for the discussion of matters of mutual

interest, but attendance at the annual business meeting of the Society shall always be restricted to the membership of the Society.

Article VII

Associated Societies

Any national or international society that has aims consistent with those of the Denver Region Exploration Geologists' Society, may, with the approval of the Executive Committee associate itself with the Society for the purpose of cooperation in meetings, publications, and in other appropriate ways.

Such Associated Societies shall not have organic connection with the Society nor need their membership be confined to Members or Student Members of the Society.

Article VIII

Allied Organizations

The Executive Committee may arrange for cooperation, not inconsistent with the Certificate of Incorporation and the Constitution and By-laws of the Society, with other organizations having similar interests for mutual benefit.

Article IX

Amendments to the By-laws

Amendments to the By-laws may be made by a majority vote of the Executive Committee present at any meeting of the Executive Committee. Every such amendment may be repealed by a majority of voting membership present at the next business meeting of the Society. Any amendment proposed not less than sixty (60) days before the next annual business meeting of the Society by a petition signed by twenty-five (25) of the voting membership of the Society shall be set forth in the notice of such meeting and may be adopted by a majority of voting membership present.