



**THE CONSTITUTION  
OF THE  
NIGERIAN ASSOCIATION OF PETROLEUM  
EXPLORATIONISTS (NAPE)  
AMENDMENT #  
(NOVEMBER 2021)**



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## SECTION 1: NAME

The Association, a non- profit organization, incorporated November 2, 1993, under the laws of the Federal Republic of Nigeria, shall be called “Nigerian Association of Petroleum Explorationists” (NAPE).

## SECTION 2: VISION STATEMENT

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

## SECTION 3: MISSION STATEMENT/AIMS AND OBJECTIVES.

- I. To promote the study and professional practice of petroleum geosciences for the benefit of members, other stakeholders and society in general.
- II. To support technological and intellectual advancement in the geosciences as it relates to petroleum exploration and research.
- III. To disseminate information relating to petroleum exploration.
- IV. To foster the common scientific interest of petroleum explorationists and;
- V. To ensure the professional well-being and dignity of its members.

## SECTION 4: CORE VALUES STATEMENT

To ensure that in our professional practice, we uphold the tenets of integrity, professionalism, transparency, trustworthiness, and accountability.



## SECTION 5: MEMBERSHIP

Membership of the Association shall consist of persons trained or undergoing training or engaged in professional practice involving the applications of geosciences and related disciplines to the exploration and exploitation of petroleum and related mineral resources.

### 5.1 CATEGORIES OF MEMBERSHIP

Membership in this Association shall consist of the following classifications:

1. Student
2. Active
3. Emeritus
4. Associates
5. Corporate

#### 5.1.1 Student Member

Any undergraduate student majoring in any of the geosciences or petroleum related sciences at a tertiary institution of acceptable academic standard may apply for student membership. The duration of such student membership shall not exceed six (6) years.

#### 5.1.2 Active Members

Any graduate with a major in any of the geosciences or petroleum related sciences from an educational institution of acceptable academic standard may apply to become an Active Member of the Association provided that:

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

#### 5.1.3 Emeritus Members

When an Active Member in good standing in the Association, with all dues paid to date attains the age of seventy (70) years and shall have been an Active Member of the Association for at least thirty (30) years he shall



become an Emeritus Member of this Association upon advising the Head of Administration of the NAPE Secretariat that he has passed his seventieth (70th) birthday, and by requesting such classification of his membership. Thereafter upon confirmation in writing by the Executive Committee, he shall be excluded from membership dues and will qualify for all the rights and privileges of membership of the Association.

#### 5.1.4 Associate Member

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 member.

#### 5.1.5 Corporate Member

Any Company or institution registered in Nigeria or elsewhere and engaged in the practice or teaching of petroleum exploration, exploitation or research activities either as an operator, service company, training or financial institution may apply for Corporate Membership. Such a Company shall not have less than five (5) employees.

### 5.2 Registration of Members

The process for registration of new members shall be as follows:

- a. Every applicant for admission as a Member shall submit a formal application on an application form authorized by the Executive Committee, signed by the applicant and endorsed by three (3) members who are in good financial standing, stating the applicant's training, experience and attesting to the character, including and such other information as the Executive Committee shall prescribe from time to time.
- b. The Membership Committee shall determine the applicant's eligibility as stipulated in Section 5 Subsection 1, Classes of Membership, of this Constitution.
- c. If the Membership Committee after due consideration, judges that the applicant's qualification meets the requirements of this Constitution, 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.

- d. If, after thirty (30) days of the publication, no reason is presented why the applicant shall not be admitted, the Membership Committee shall recommend such applicant to the Executive Committee for admission to membership.
- e. The Executive Committee shall have the final approval for admission to membership. Thereafter the Head of Administration, NAPE Secretariat shall notify the applicant in writing.
- f. Where the Membership Committee determines that the applicant does not qualify, the information of their failure to qualify shall be communicated to the applicant within seven (7) calendar days of such determination.
- g. In the event that an applicant shows interest in the wrong category of membership in which he or she does not qualify, the Membership Committee shall be at liberty to advise the applicant to apply for the correct category of membership within seven (7) calendar days of such determination and the applicant shall be at liberty to re-apply as advised or not.

### 5.3 Resignation

- a. Any member of whatever category may resign at any time from the Association; such resignation shall be in writing and shall be received by the Membership Committee, which shall within 48 hours notify the Executive Committee.
- b. The Executive Committee shall in writing accept the notice of resignation within sixty (60) days of the receipt of same.

### 5.4 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.

### 5.5 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 (see Section 6 Subsection 7,



Expulsion) can apply to the Executive Committee, through the Head of Administration at the NAPE Secretariat, for reinstatement.

The Membership Committee will make recommendations to the Executive Committee for approval regarding the reinstatement of a member.

However, such lost membership years will be discounted from the total number of membership years.



## Section 6: CODE OF ETHICS

### 6.1 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 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.

### 6.2 Duty to the Association

- a. A member of the Association shall endeavor at all times to promote the Vision, Mission (Aims and Objectives) and Core Values of NAPE in line with the Association's Constitution.
- b. A member shall aid in preventing the registration to membership of any persons who do not meet the standards of ethics or who do not have the requisite education and experience level as stipulated in this Constitution.
- c. It shall be the duty and professional responsibility of every member not only to uphold these ethics in precepts and by example, but also where necessary, demonstrate their adherence to such standards by counsel and advice to other members.
- d. By applying for or continuing membership in the Association, every member agrees to uphold the ethical standards set out in this Constitution.

### 6.3 Relationship of Members with One Another

- a. A member shall not falsely or maliciously attempt to injure the reputation or business of another member.
- b. A member shall freely give credit for work done by others to whom the credit is due and shall refrain from plagiarism in oral and written communications and not knowingly accept credit rightfully due to another member.



- c. Members shall cooperate with one another in the profession and encourage the ethical dissemination of geoscientific and technical knowledge.
- d. A member having knowledge of unethical practices of another member has a duty to inform the Executive committee of the Association and refrain from, collaborating/associating with that member in professional work.

#### 6.4 Relation of Members to Employer and Client

- a. It shall be the duty of all members to protect to the fullest extent possible, the interest of their employer or client provided same is consistent with public welfare and their professional obligations and ethics.
- b. A member who finds that his obligations to his employer or client conflicts with his professional obligations or ethics should take appropriate steps to have such objectionable conditions corrected.
- c. It shall be the duty of every member 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 bearing on such employment.
- d. No member shall directly or indirectly use his/her employer 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 the client's consent, an engagement by another client if the interest of the two clients is in any manner conflicting.
- f. A member who has made an investigation for an employer or client shall 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 the original employer or client.
- g. A member shall be at liberty to engage or advise his/her employee or client to engage and cooperate with other experts or specialists whenever the employer or client's interests would be best served by such service.
- h. 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/her own.



- i. A member shall have a fiduciary relationship with his /her client, employer, consultants and referees.

### 6.5 Relationship of Members with the Public.

- a. A member shall avoid and discourage sensational, exaggerated and unwarranted statements regarding professional matters that might induce participation in unsound enterprises.
- b. A member shall not knowingly permit the publication of his professional 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 shall not advertise his work or accomplishments in a self-laudatory or unduly conspicuous manner but may publish dignified business professional cards.
- e. A member shall not issue a statement or information which in his knowledge is false through any medium whatsoever regarding the Association, a member of the Association or any professional dealings between members of the Association.
- f. A member shall not use his position in, or relationship with the Association to engage in business practices that will bring the image of the Association to disrepute in any way, or for personal or corporate gain.

### 6.6 Discipline for Violations of Standards

Any member who violates any of the applicable standards prescribed in the articles stated in this Constitution shall be subject to discipline as provided in Section 7 of this Constitution. The decision from the disciplinary procedure as provided in Section 7 Subsection 5 shall be final and binding on members.



## SECTION 7: DISCIPLINARY PROCEEDINGS FOR MEMBERS

### 7.1 Investigation

- a. Any member who feels that any of the Articles of this Constitution has been violated by another member of the Association may submit a Charge of misconduct against such an erring member. The Charge shall be in writing and same shall be submitted by e-mail, registered post or physical delivery to the Executive Committee at the Association's headquarters, with a full statement of the evidence on which the charges are based. If in the judgment of the Executive Committee, the Charge merits further consideration, the President shall refer the Charge 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.
- b. The Investigating committee shall file a report of its findings to the Advisory Council. Upon receipt of the report, the Chairman of the Advisory Council shall call for a meeting of the Council as soon as is practicable, with a view to determining the merits or otherwise of the Charge.
- c. The Advisory Council shall strictly uphold the tenets of fairness and equity in the determination of the accusations contained in the Charge, bearing in mind that the goal at this stage is not to ensure that the accusations are proven, but to ensure that there is a prima facie case against the Defendant.
- d. If in the judgment of the Advisory Council, the facts warrant a formal charge to be issued against the accused person, the Advisory Council shall draft the Charge and consult with legal counsel to ensure that all the necessary legal requirements regarding the offence have been fulfilled before serving same on the Defendant.
- e. Where the Charge is submitted against the person of the Chairman or any member of the Advisory Council, such a member shall not participate in the proceedings of the Advisory Council and the vacancy occasioned by his absence shall be filled by a nomination of the Chairman of the Council or the most senior member of the Council, where the Charge is against the Chairman of the Council.
- f. Where the Charge is submitted against the person of the President or any member of the Executive Committee, such a member shall not participate in the consideration of the Charge being levelled



against him or her and in the case of the President, his/her position would be held temporarily by the Vice-President until the charges are cleared and the accused person acquitted or forced to vacate the position if found guilty.

- g. The Executive Committee and the Advisory Council shall take adequate steps to ensure that the member who submits the Charge is protected and ensure that no unfair treatment is meted out to him by reason of his submitting the Charge.

## 7.2 Notice of Hearing.

- a. If in the opinion of the Advisory Committee, the Charge merits further consideration, the Council shall intimate the Defendant of the Charges against him, ensuring that a copy of the Charge is delivered to the Defendant, together with a Notice, informing the Defendant of the scheduled date, time and venue for the hearing of the accusations contained in the Charge.
- b. A Notice shall also be served by the Advisory Council on the member who submitted the Charge, informing him of the scheduled date, time and venue for the hearing of the Charge.
- c. Service of the Charge and Notices may be effected by e-mail, registered post or physical delivery.
- d. The Advisory Council shall ensure that the proceedings regarding the Charge are confidential and no information concerning the Charge or the Council's deliberations on same shall be communicated to the General Meeting until the Charge is finally determined.

## 7.3 Hearing

- a. 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 for the conduct of the hearing provided in this section. The Defendant 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 witness.
- b. The role of the Advisory Council shall be limited to that of an impartial umpire, ensuring that the principles of fairness and equity



are adhered to in the determination of the Charge. The Council may only ask questions with a view to clarifying grey areas in the testimony of the member who submitted the Charge or the Defendant, his witnesses or the testimony of the Defendant.

c. The Defendant may by registered letter addressed to the Chairman of the Advisory Council at Association headquarters, postmarked not later than ten (10) days prior to the date of the hearing, waive personal appearance and request the Advisory Council to adjudge the matter on the basis of a written statement of his defense accompanying such a letter.

#### 7.4 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 there is a tie in the votes of the members of the Advisory Council, the Chairman of the Council shall be entitled to another vote. 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 any of the underlisted actions to be taken in respect of the accused members, depending on the severity of the case as determined by the Advisory Council:

- a. Admonish or
- b. Suspend for a specified period, or
- c. Advised to resign, or
- d. Expel

Failure of the accused to appear or submit a waiver letter and/or a written defense, as provided herein, after being duly notified of the charges shall neither prevent the Advisory Council from rendering final pronouncement as recommendation to the Executive Committee nor preclude the Executive Committee from taking action on the basis of the recommendation of the Advisory Council and the evidence available to it on the hearing date.

#### 7.5 Executive Committee Action

The decision of the Advisory Council in all matters pertaining to the interpretation and execution of the provisions of Subsections 1 to 4 of this Section shall be submitted to



the Executive Committee for final action. A report of the Executive Committee action shall be published within thirty (30) days of its final decision on the matter in any available media of the Association.

### 7.6 Resignation

Resignation by an 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.

### 7.7 Expulsion

Persons expelled from the Association under these proceedings shall henceforth be ineligible for reinstatement to membership under any circumstances in the future and shall not be allowed to participate in any of the activities of the Association.

### 7.8 Alternative procedure

- a. Any member convicted by a court or tribunal of competent jurisdiction of a misdemeanor involving moral turpitude or of any felony shall be suspended from membership in the Association upon a majority vote of the quorum of the 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.
- b. A member whose conviction is upheld on final appeal shall be expelled from membership of the Association upon a majority vote of the quorum of the Executive Committee of the Association. A member expelled from the Association under the procedure stated above shall be ineligible for reinstatement to membership.



## SECTION 8: GOVERNANCE

The governance of this Association shall be vested in the elected officers of the Executive Committee, the Annual General Meeting, the Board of Trustees and the 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 this Constitution.

Any responsibility and authority for governance of this Association not otherwise specified in these governing documents shall be reserved for the Executive Committee.



## SECTION 9: EXECUTIVE COMMITTEE

### 9.1 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) Executive Director
- l) Chapter Coordinators
- m) Immediate Past President
- n) University Assistance Programme Chairman

### 9.2 Powers and Functions/Duties of the Executive Committee.

The Executive Committee shall have general executive control and management of the day-to-day affairs and funds of this Association. These shall include, but not be limited to:

- a. The designation of time and place of the annual meeting of the Association;
- b. Supervision of election of officers and filling of vacant executive committee positions;
- c. Determination of membership applications, qualifications, and categorisation; as well as professional certification of members
- d. Maintaining a headquarters and staff;
- e. Accepting, creating and administering funds for purposes provided under the Constitution;
- f. Establishing such fiscal policies as may be appropriate;
- g. Performing such other administrative duties as required to accomplish the objectives and purposes of this Association.
- h. The Executive Committee shall also serve as the final authority in all matters involving disciplinary proceedings.
- i. The Executive Committee shall have sole responsibility and authority for all matters involving the external affairs of this Association.



### 9.3 Executive Committee Meetings

The Executive Committee shall meet immediately before the Annual General Meeting and at least every quarter of the year at such places as designated by the Executive Committee and at the call of the President. The General Secretary shall issue notice of at least five (5) days to the Executive Committee members prior to meetings. A quorum shall consist of six (6) members. No proxy votes shall be allowed, and no alternates may be appointed for absentee members.

Executive Committee business shall be approved by a simple majority vote of the members present, or by a majority vote of the members polled by the most expedient means and in the event of equality of votes, the President shall have a second or casting vote.

### 9.4 Functions of the Executive Committee Officers

Unless otherwise stated or directed by the General Meeting, the following officers of the Association shall have the following duties assigned to their offices

#### 9.4.1 President.

The duties of the President shall include the following:

- a. Shall be the Chief Executive Officer of the Association.
- b. Shall be spokesman for the Association on all matters pertaining to the public.
- c. Shall direct the summoning of the Executive Committee either on his own initiative or in accordance with the decision of the Executive Committee or on requisition of members.
- d. Shall serve as Chairman of the Executive Committee. He shall carry along the Executive Committee with him in all decisions.
- e. Shall direct all other officers of the Association in the performance of their duties.
- f. Shall preside over the Annual General, Extraordinary General and Executive Committee meetings of the Association.
- g. Shall present at the Annual General Meeting, the Presidential Address highlighting the accomplishments, problems, prospects and future direction of the Association.
- h. Shall appoint the members of all committees in consultation with the Executive Committee, within the limits prescribed in the Constitution.



- i. Shall provide direction and leadership to all committees of the Association.
- j. Shall appoint delegates to co-operating organisations to represent the Association.
- k. Shall ensure the efficient and economic use of the Association's assets and resources through judicious investments, acquisitions and disposals as may be necessary from time to time, subject however to the overall approval of the Executive Committee and the Board of Trustees.
- l. Shall have decisive vote in case of a tie-vote.
- m. The President shall serve a one (1) year term and in the following year he shall assume the position of the Immediate Past President (IPP).

#### 9.4.2 Vice-President

The Vice-President is the second highest officer in the Executive Committee after the President and shall perform the following duties:

- a. All duties of the President in the absence or inability of the President to discharge the functions of his office.
- b. The Vice-President shall assume the office of the President in case of a vacancy for any cause in that office.
- c. He shall perform such duties as may be assigned to him by the President.
- d. He shall be the Chairman of the Honors and Awards Committee and the Asset Management Committee.
- e. He shall be the liaison between the Executive Committee and the Regional Chapter Coordinators to ensure growth and shall provide quarterly reports to the Executive Committee on the activities of the Regional Chapters.

#### 9.4.3 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. In addition, the President-Elect's scope of responsibilities shall include but not limited to the following:

- a. Take on any administrative authority as delegated by the President.



- b. Acquaint himself with all the details of the office of President and generally prepare himself to serve as President.
- c. Serve as a member of the Financial Committee.
- d. Chairmanship of the Continuing Education and Annual Conference Planning Committees.

#### 9.4.4 General Secretary

The General Secretary shall supervise the Secretariat of the Association under the direction of the President. The coverage of duties shall include the following;

- a. Record and keep the minutes of Executive Committee meetings, including attendance and summary of all decisions taken thereat.
- b. Record the decisions and actions of the Executive Committee as may be taken at meetings and other gatherings of the Executive Committee or a subset thereof.
- c. Write and dispatch circulars, letters and other correspondence of the Association including that of the Executive Committee.
- d. Keep a roll of members and an up-to-date list of Chapters of the Association.
- e. Furnish an annual report of the activities of the Association or any of its organs at the Annual General Meeting.
- f. He/She shall be the person to whom all official notices to the Association will be addressed.
- g. He/She shall be under the personal direction of the President and shall carry out functions as directed by the President and,
- h. Perform other duties as may be directed by the Executive Committee.

#### 9.4.5 Assistant General Secretary

- a. Shall in the absence of the General Secretary, perform the functions of the General Secretary. The Assistant General Secretary shall assume the office of the General Secretary in case of vacancy.
- b. Shall assist the General Secretary in the running of the association's secretariat.
- c. Shall assist the General Secretary in the preparation of the Secretary's report to the Annual General Meeting.
- d. Shall chair the Membership Committee and perform other functions as may be directed by the General Secretary and the Executive Committee.



#### 9.4.6 Treasurer

- a. The Treasurer shall manage all inflows into the NAPE treasury, including cash cheques, bonds and other financial instruments.
- b. He/She shall under the direction of the Executive Committee, be responsible for all disbursements of funds of the Association.
- c. He/She shall serve as a member of the Finance Committee and perform such other duties as directed by the Executive Committee.

#### 9.4.7 Financial Secretary

- a. The Financial Secretary shall receive and document all funds being paid into the treasury of the Association,
- b. Shall turn over to the Treasurer all moneys received within seven (7) days of receipt.
- c. Shall prepare income and expenditure accounts, submit quarterly financial statements to the executive committee and produce an audited annual financial report to the Association at the Annual General Meeting of members.
- d. Shall supervise the activities of the Financial Committee.

#### 9.4.8 Editor-in-Chief

- a. The Editor-in-Chief shall have general supervision and final authority for soliciting, accepting and rejecting all material on technical subjects for publication in the Bulletin or in special publications.
- b. With the approval of the Executive Committee, he/she shall appoint, replace, and reappoint such volunteer associates that may be required to accomplish the publication activities of the Association.
- c. Shall be the Chairman of the Editorial Board. He shall submit an annual report of his editorial activities to the Executive Committee.
- d. Shall publish a minimum of two (2) Bulletins and one Conference Proceedings annually.
- e. Shall ensure that the publications are available and accessible on every NAPE platform (including electronic) to NAPE members within four (4) weeks of publication.



#### 9.4.9 Assistant Editor-in-Chief

- a. The Assistant Editor-in-Chief shall assist the Editor-in-Chief in the discharge of his duties.
- b. Shall be responsible for coordinating the annual geological field trips.
- c. Shall perform the functions of the Editor-in-Chief in the absence or inability of the Editor-in-Chief to discharge the functions of that office.
- d. Shall assume the office of the Editor-in-Chief in case of a vacancy for any cause in that office.
- e. Shall be a member of the Editorial Board both for the NAPE Publications including but not limited to NAPE News and NAPE Bulletin.
- f. Shall perform such other duties as may be assigned to him/her by the President and or the Executive Committee.

#### 9.4.10 Publicity Secretary

- a. The Publicity Secretary shall publicize the activities of the Association as empowered by the Executive Committee.
- b. Shall serve as Chairman of the Publicity Committee and shall perform the functions of the Public Relations Officer for the Association.
- c. Shall ensure the quarterly publication of the NAPE news.

#### 9.4.11 University Assistance Programme Chairman

- a) The University Assistance Program Chairman (UAPC) shall coordinate the Students' Chapters activities, and programs.
- b) 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.
- c) 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.

#### 9.4.12 Immediate Past President

- a. The Immediate Past President (IPP) shall be a member of the Executive Committee. The role of the Immediate Past-President is



to help assure business continuity by providing counsel to the other members of the Executive Committee.

- b. Shall concurrently serve a one (1) year term as a member of the Executive Committee and the Advisory Council.
- c. Shall perform such other duties as may be assigned to him by the President and or the Executive Committee.



## SECTION 10: TERMS OF OFFICE

- a. The President, President-Elect and Immediate Past President shall each serve a one (1) year term and shall not succeed self in office.
- b. The Vice-President, General Secretary, Assistant General Secretary, Treasurer, Financial Secretary, Publicity Secretary and Assistant Editor-in-Chief shall serve a two (2) year term each and shall not succeed self in office.
- c. The Editor-in-Chief shall serve a two (2) year term and may be nominated for only one (1) succeeding two (2) year term for a total of four (4) years.
- d. Where the Constitution provides for possible re-election into the same office, no elected officer of the Association shall serve more than two terms of two (2) years each consecutively (maximum of 4 years at a stretch). A member of the Executive Committee who has served for four (4) years consecutively as in the case of the Editor-in-Chief, he/she may only seek nomination for re-election into the same office, two (2) years after the last held position but shall not be precluded from vying for a different Executive position in the Association.
- e. For the avoidance of doubt, no persons that occupied the position of President, President-Elect shall seek re-election into the same office upon the expiration of their one-year terms.
- f. Persons that served in the position of Vice-President, General Secretary, Treasurer, Financial Secretary, Publicity Secretary and Assistant Editor-in-Chief shall not be eligible for re-election into the same position upon expiration of their two-year terms in office, but they are not precluded from vying for other Executive positions in the Association;
- g. The terms of office shall commence on December 1 following election.



## SECTION 11: ELECTION OF EXECUTIVE COMMITTEE MEMBERS

### 11.1 Composition of the Electoral Committee

The election of NAPE Executive Committee members shall be conducted by an Electoral Committee which shall comprise of five (5) members, namely, a Chairman/ Returning Officer, one (1) member of the Board of Trustees, one (1) member of the Advisory Council, one (1) Fellow and one (1) emeritus member of the Association in good financial standing.

The Electoral Committee shall be appointed by the Executive Committee with the Chairman/Returning Officer by March 1.

### 11.2 Nomination Process

- a. Not later than March 31, nomination forms shall be distributed to members by e-mail and published on the NAPE website. In the same vein, fully completed nomination forms, as provided for in this Constitution shall be submitted to the Electoral Committee Chairman/Returning Officer via a designated email/online by May 15. Names of nominees shall thereafter be considered by the Electoral Committee and recommended for ratification by the Executive Committee and published as approved for Election in the NAPE website and next issue of NAPE NEWS.
- b. If for any reason, the Electoral Committee considers it apposite to extend the deadline for nomination beyond the set date of May 15 in any particular year, on account of force majeure or other serious reasons beyond the control of the Electoral Committee, such recommendation shall be made to the Executive Committee at least fourteen (14) calendar days before the constitutional deadline and upon consideration and approval by the Executive Committee, the new deadline shall be communicated to members of the Association through the same medium of NAPE website and by email correspondence.
- c. Approval of extension deadline in any one year does not indicate a continuity of such change in deadline as provided under Section 11.2.(a) of this Constitution.



- d. Upon receipt of the nomination forms, the Electoral Committee shall then conduct electronic ballot, listing the candidates for each office, on the NAPE website on or before September 1.
- e. For the office of the President -Elect and the Vice-President the candidate(s) shall further be pre-screened by a quorum of the Advisory Council prior to seeking Executive Committee ratification.
- f. Members of the Advisory Council shall not be eligible to nominate, be nominated or endorse nominated candidates for any elective position in the Executive Committee of the Association while serving on the Advisory Council.

### 11.3 Voting Process:

- a. Voting shall as much as is possible, be done via the e-voting platform.
- b. Paper ballots shall only be acceptable in exceptional cases. Electronic or paper ballots must be returned to and received by the Electoral Committee not later than October 15.
- c. The Electoral Committee shall count the ballots promptly after October 15 and report the results to the Executive Committee, not later than seven calendar days thereafter. In case of a tie vote, The Executive Committee shall cast one (1) additional deciding vote.
- d. No sitting Executive Committee member shall nominate or endorse any candidate vying for elective position in the Executive Committee.
- e. Only Emeritus and financially up-to-date Active members may hold office, vote in Association affairs, or sponsor membership applications

### 11.4 Announcement of Election Result:

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 on December 1, of that year.

### 11.5 General Qualifications of Candidates for All Elective Offices



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

- a. An Active member of the Association for at least five (5) years.
- b. Be financially up to date.
- c. Have made contributions to the activities and programmes 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.
- e. The nomination form must be endorsed by three (3) Active members of the Association in good financial standing, at least one (1) of whom must be a Fellow of the Association or an Aret Adams Awardee..
- f. Candidates or nominees for all Executive Committee offices may reside in Lagos or outside Lagos with the means to facilitate his/her attendance of eighty (80) to hundred (100) percent of all scheduled meetings either physically or through acceptable means, such as video or tele-conferencing.

#### 11.6 Qualification of Candidates for the Offices of President-Elect and Vice-President

Candidates for the positions of Vice-President and President-Elect must satisfy all the following conditions in addition to the general qualifications stated in Section 11, Subsection 5 above:

- a. Must be an Active member of the Association for at least fifteen (15) years and must not be less than forty (40) years of age at the time of seeking nomination.
- b. Must have served the association actively and meritoriously in other capacities as a member of the Executive Committee at national level with a good knowledge of the Association.
- c. Have served the Association meritoriously in the last five (5) years in Committees or sub-Committees or ad-hoc Committees of the Association.
- d. Must be able to demonstrate integrity, good moral character and personality.



- e. Must have attained at least a managerial position (or equivalent) in the affiliated institution in line with the membership provision of the Association.
- f. Must show evidence of good people management skills, competence and leadership abilities.
- g. Must demonstrate at least a basic understanding of financial and business management practices and be financially prudent.
- h. Must be technically experienced and be professionally recognized in the industry with a good sphere of influence.
- i. The nomination form must be endorsed by five (5) Active members of the Association in good financial standing, of which at least three (3) must be Fellows of the Association or Aret Adams Awardees or members of the Board of Trustees.

### 11.7 Vacancies

- a. A vacancy occurring in the offices of the Vice-President, President-Elect, Assistant Secretary, Treasurer, Financial Secretary, Publicity Secretary, Assistant Editor-in-Chief shall be filled for the unexpired term by a ballot of membership, through a special election called by an interim electoral committee selected by the Executive Committee, within 30 days of such vacancy occurring.
- b. A vacancy occurring in the office of the President shall be filled by the Vice-President, who will assume the title and duties of President for the unexpired term. A vacancy occurring in the office of the General Secretary shall be filled by the Assistant General Secretary for the unexpired term. A vacancy occurring in the office of the Editor-in-Chief shall be filled by the Assistant Editor-in-Chief for the unexpired term.



## SECTION 12: DISCIPLINARY ACTION FOR MEMBERS OF THE EXECUTIVE COMMITTEE

12.1. Members of the Executive Committee shall attend a reasonable number of association activities in a calendar year. Any member of the Executive Committee may resign at any time. Such resignation shall be by written notice to the NAPE President and shall be accepted.

12.2. Without prejudice to disciplinary procedures set out in Section 7 of this Constitution (DISCIPLINARY PROCEEDINGS FOR MEMBERS), any member of the Executive Committee who fails to attend either physically or by suitable alternative means, a minimum of eighty percent (80%) of Executive Committee meetings called by the President in a calendar year, shall be suspended by the Executive Committee in consultation with the Advisory Council, pending ratification of removal from the Executive Committee by an Extraordinary General Meeting or Annual General Meeting.

12.3. The Executive Committee may suspend an Executive Committee member if his conduct is deliberately contrary to the interest of the Association and/or if he shows significant negligence in the performance of his duties based on written charges produced by a member of the Executive Committee or a report of misdemeanor endorsed by not less than fifty (50) financially up to date members of the Association in the Active category. Thereafter, such Executive Committee member may be required to step down by the Annual General Meeting. In the event that a member of the Executive Committee is not performing the responsibilities he is elected to perform, or such report of wrongdoing is brought up, the Executive Committee shall inform the Advisory Council in writing, requesting consideration and recommendation of appropriate line of action to be taken in respect of such an Executive Committee Member.

12.4. The Chairman of the Advisory Council shall set up a Disciplinary Committee which shall adopt procedures governing the investigation, hearing, and disposition of charges of misconduct or indiscipline against any member of the Executive Committee and shall ensure that each party is given fair hearing. The Advisory Council shall be responsible for recommending suitable disciplinary action for the Executive Committee's



implementation, including censure, suspension, or dismissal from the Executive Committee, but not from NAPE.

12.5. A vacancy on the Executive Committee that arises from such an action shall be filled by an election conducted by an interim electoral committee as set out in Section 11, subsection 7, Vacancies.

12.6. An Executive Committee member whose membership of the Association is terminated for whatever reason will immediately cease to be a member of the Executive Committee.



## SECTION 13: ASSOCIATION 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.

### 13.1 Annual General Meeting (AGM)

- a. 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.
- b. It shall hold during the week of the Annual Conference and shall be constituted by financially up-to-date Active and Emeritus members of the Association.
- c. Notice of the AGM shall be issued to all members not later than 21 days to the date of the proposed meeting.
- d. The meeting shall consider the Presidential address, Reports from the Chapters, Reports from the General Secretary, Financial Secretary and the Auditors. The announcement of new officers to run the affairs of the Association in the following year shall be made at this meeting.
- e. At the end of the meeting, the General Secretary shall be responsible for issuing a communique to publicize the key resolutions reached at the Annual General Meeting to the members through every appropriate medium, within seven (7) days of the Annual General Meeting.

### 13.2 Voting at the Annual General Meeting

Voting shall only be by financially up-to-date Active and Emeritus members present. No proxy votes shall be allowed. The rules and procedures established by the Annual General Meeting shall be followed, regarding notice, date, time, venue and conduct of the meetings.

### 13.3 Jurisdiction

- a. All of the legislative functions of the Association, within the scope of the Constitution 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.

### 13.4 Extraordinary General Meeting

- a. In addition to the Annual General Meeting (AGM), the Executive Committee shall call other meetings as required during the year.
- b. Upon the receipt by the Executive Committee of a written proposal signed by 20% or more of financially up to date Active members, for a meeting, they shall also be obliged.

### 13.5 Quorum for Meetings.

The presence of a minimum of least fifty (50) Active and Emeritus Members physically or electronically, shall be necessary for the disposal of any business at the Annual General Meeting.

Quorum for an Extraordinary General Meeting shall be forty (40) Active and Emeritus members.



## SECTION 14: DISSOLUTION OF THE ASSOCIATION AND DISPOSITION OF ASSETS

14.1. 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 this Constitution: 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.

14.2. Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer of the Association in return for any service actually rendered to the Association.

### 14.3: Process for Dissolution of the Association and Disposition of Assets

1. The Nigerian Association of Petroleum Explorationists (NAPE) is a non-profit organization. The disposition of the assets of the Association and the manner thereof shall be sanctioned by the Court in accordance with the relevant provisions of Section 608 of the Companies and Allied Matters Act (CAMA) 2020.

The dissolution of this Association shall be made by a petition brought to the court for that purpose by:

- i. The Executive Committee; or
- ii. One or more members of the Board of Trustees; or
- iii. Members of the association constituting not less than 50 per cent of the total membership; or
- iv. The Corporate Affairs Commission.
- v. The grounds upon which the association may be dissolved are:
- vi. That the aims and objectives for which this Association was established have been fully realized and no useful purpose would be served by keeping the Association alive;
- vii. That it is just and equitable in all circumstances that the Association be dissolved.

At the hearing of the petition, all persons whose rights or interests may in the opinion of the court, be affected by the dissolution would be put on notice.



2. In the event of the dissolution of the Association, the Board of Trustees in such circumstance shall supervise the final disbursement of any assets of the Association remaining after the discharge of all liabilities, to institutions or organizations established for charitable, scientific, or educational purposes.

Beneficiary organizations must be non-profit-making entities with objectives similar to NAPE and must have been in existence for at least ten (10) years.

3. It is recognized 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 (see Section 14, Subsection 1, DISSOLUTION OF THE ASSOCIATION AND DISPOSITION OF ASSETS). The manner of distribution of such asset(s) shall be recommended by the Executive Committee and approved by the Board of Trustees.



## SECTION 15: AMENDMENTS

### 15.1 Proposal of Amendments

Amendments to this constitution shall be proposed by any of the following;

- a. Written proposal signed by any fifty (50) financially up-to-date Active Members of the Association.
- b. The Executive Committee;
- c. The Annual General Meeting;

All such proposals shall be submitted to the General Secretary.

### 15.2 Legality of Proposed Amendments

The legality of all proposed amendments shall be determined by the Executive Committee with advice of legal 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 shall again be referred by the Executive Committee to Legal Experts for determination of legality prior to implementation.

### 15.3 Notice of proposed Amendments

Upon affirmation of legality of the proposed amendments, the General Secretary shall cause same to be published in the Bulletin or by other suitable means at least sixty (60) days prior to the Annual General Meeting.

### 15.4 Voting on Amendments

Any proposed amendment shall be presented at the Annual General meeting (AGM) and voted upon by members present at the Annual General Meeting. A simple majority vote in favour of the proposal validates an amendment.



## SECTION 16: BOARD OF TRUSTEES.

1. There shall be a Board of Trustees of the Association which shall consist of five (5) Active or Emeritus members nominated by the Executive Committee and ratified at the Annual General Meeting. Each member of the Board of Trustees shall hold office for five (5) years.
2. The Trustees shall have the power to accept and hold in trust, all movable and immovable assets belonging to the Association, in their joint names, on behalf of the Association. The Board of Trustees shall set up an Asset Management Committee (AMC) to manage all the assets of the association.
3. All documents required to be signed or executed by the Trustees may be signed by the chairman and one (1) other member of the Board of Trustees.
4. The Board of Trustees shall ensure that the NAPE Foundation (The Foundation) is incorporated as a non-profit Trust Fund in accordance with the Laws of the Federal Republic of Nigeria and in line with the vision, mission and core values of the Association.
5. The Trustees shall have oversight function over the NAPE Foundation.
6. The Board of Trustees shall meet a minimum of three (3) times annually.



## SECTION 17: ADVISORY COUNCIL

### 17.1 Jurisdiction

1. The Advisory Council shall be vested with advisory function with regards to the affairs of the Association shall be vested in an Advisory Council. The Council shall have no executive authority. However, the Advisory Council shall make recommendations to the Executive Committee on all decisions involving ethics and discipline, long-range planning, constitutional review and honours and awards and any other issue that may be referred to the Council by the Executive Committee.
2. The Advisory Council shall conduct long-range planning and undertake the necessary strides and investigations in connection therewith.
3. It shall undertake any special projects wherein guidance is requested by the Executive Committee.

### 17.2 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 Section 7, Disciplinary Proceedings for Members, of this Constitution.

### 17.3 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.

### 17.4 Constitution Review

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

### 17.5 Honours and Awards

Upon the establishment of a credible list of recipients for all forms of honours and awards by the Executive Committee of this Association, the



Advisory Council shall be requested for their opinion. The Advisory Council shall furnish the list of recommended recipients for all honours and awards to the Executive Committee. In the event that the Executive Committee disagrees with the recommendations of the Advisory Council, both parties shall meet to resolve the matter but where they are unable to come to a resolution, the Executive Committee shall have the liberty, but not compulsion, to seek the intervention of the Board of Trustees but where this fails to resolve the differences, the decision of the Executive Committee shall prevail.

No member of the Advisory Council shall nominate, be nominated or endorse candidates nominated for any category of Distinguished Honors and Awards.

#### 17.6 Interview of President-Elect and Vice-Presidential candidates.

Upon receipt of the names of candidates for office of the President-Elect and the Vice-President from the Electoral Committee, prior to the voting exercise, a quorum of the Advisory Council shall further interview such candidates for good fit prior to seeking the Executive Committee endorsement.

No member of the Advisory Council shall nominate or endorse candidates nominated for Vice-President or President-Elect.

#### 17.7 Additional Duties

The Advisory Council shall be charged with reviewing and improving relationships between the Association, its chapters, and other organisations, based on which the Advisory Committee shall recommend make such recommendations that will promote internal cohesion and good relationship with stakeholders for the benefit of 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.

#### 17.8 Composition and Terms of Office

The members of the Advisory council shall each serve for a three (3) year term each with the exception of the Immediate Past President (IPP) and a



member of the Association appointed by the Executive Committee who shall serve for one

(1) year and shall consist of the following:

- I. A Chairman appointed by the Executive Committee.
- II. Three (3) members of the Board of Trustees selected by the Executive Committee.
- III. The Immediate Past-President (IPP), who shall serve for one (1) year only.
- IV. Two (2) Past Presidents who have served most recently.
- V. One (1) member of the Association appointed annually by the Executive Committee, who shall serve for one (1) year only.
- VI. One (1) member of the Association selected by each Chapter.
- VII. Two (2) Fellows of the Association.

### 17.9 Advisory Council Meetings

- a. The Advisory Council shall meet at least thrice each year before the annual meeting of the Association and shall submit annual reports to the Executive Committee. Additional meetings may be held at the call of the Advisory Council Chairman. A quorum shall consist of a simple majority of members. The Advisory Council Chairman shall appoint a recording Secretary who shall keep minutes of each meeting.
- b. Advisory Council business shall be approved by a majority vote of the council members present or by a majority vote of the council members polled by the most expedient means.



## SECTION 18: THE NAPE SECRETARIAT

### 18.1 NAPE SECRETARIAT

The NAPE Secretariat shall be the Administrative Headquarters of the Association.

### 18.2 Head of Administration, NAPE Secretariat

- a. Executive Committee policies shall be implemented by the Head of Administration, NAPE Secretariat who shall have charge of the Association headquarters and staff it with personnel as authorized by the Executive Committee.
- b. The Head of Administration, NAPE Secretariat shall hold a Bachelor's degree in any of the earth sciences, and must have attained a managerial position in the oil and gas and related industries or the rank of a Senior Lecturer in geosciences at a tertiary institution
- c. He/She shall be under the personal directive of the President and shall carry out functions as directed by the President.
- d. He/She shall be the Head of Administration of the Secretariat and custodian of the NAPE documents and seal.
- e. He/She shall assist in the work of all committees to ensure the effectiveness of the activities of the Association.
- f. He/She shall be appointed by and shall be accountable to the Executive Committee.



## SECTION 19: NAPE DISTINGUISHED HONOURS AND AWARDS

### 19.1 NAPE Distinguished Honours and Awards

The distinguished Honours and Awards of the Association shall be the platform by which the Nigerian Association of Petroleum Explorers (NAPE) recognizes the contributions or accomplishments of individuals/group of its members to the growth of geosciences and related disciplines globally and in Nigeria in particular, and towards the growth of the Association and the advancement of its core values.

A non-member of the Association who in the opinion of the Executive Committee, has through his association with NAPE over time, made meaningful contribution to the growth of NAPE can also be considered for recognition under this article.

**19.2 Procedure for Establishment of New Distinguished Honours and Awards** The establishment of Distinguished Honors and Awards for the association shall be by the following:

1. The Executive Committee may establish an Honour or Award, by preparing a detailed outline of the proposed honour/award which shall consist of:

- i. the Honour/Award Name or Type,
- ii. the Purpose/Goals,
- iii. Award Value/Merit and
- iv. the Eligibility/Criteria for qualification for the award

and present same to the Advisory Council for review and advice.

Thereafter, the President shall present the proposal to the Annual General Meeting for approval. An affirmative vote of a two-third majority of the members present at the Annual General Meeting shall be required to approve the proposal.

2. An individual member, group of members or a corporate member of the Association may establish an Award by submitting a detailed proposal which shall consist of the Name, Purpose/Goals of the Award, the Eligibility/criteria for qualification and monetary value if applicable, to the Executive Committee of the Association for consideration.

The Executive Committee shall review the proposal with inputs from the Advisory Council. If in the opinion of the Executive Committee the proposal



meets the requirements for the Association's Honours and Awards criteria, the President shall present the proposal to the AGM for approval. All approved Honours and Awards shall be listed with all the requirements and conditions in the Association's Honours and Awards Guidelines Handbook.

### 19.3 Nominations and Screening for NAPE Distinguished Honours and Awards

- a. The Honours and Awards Committee shall receive nominations for all NAPE distinguished Honours and Awards, screen the candidates and forward a list of viable candidates to the Executive Committee. Nominees for NAPE Distinguished Honours and Awards must not have been disciplined under Sections 7 and 12 of this Constitution.
- b. The Executive Committee shall seek the opinion of the Advisory Council and the Advisory Council shall recommend recipients to the Executive Committee for approval.
- c. In the event of a dispute between the Advisory Council and the Executive Committee on nominees, such dispute shall be resolved in accordance with the provisions of Section 17.5 hereof. Nominees shall not be informed until a resolution is achieved.
- d. Neither the Honours and Award Committee nor the Advisory Council members shall nominate or endorse nomination forms for candidates for any category of NAPE Distinguished Honors and Awards while serving on the Council.
- e. Where a member of either of the bodies wishes to nominate self or be nominated by a third party for any honour or award, such member shall vacate his/her position on the Council or Committee without the option of returning to complete his or her term but could be re-appointed to the same Committee or any other Committee of the Association at the instance of the Executive Committee.

### 19.4 Conditions for Conferment/Presentation of NAPE Distinguished Honors and Awards



NAPE takes pride in conferring its distinguished honors and awards to deserving individuals or group of individuals during its Annual International Conference and Exhibition.

- a. A recipient of a NAPE Distinguished Honor or Award must be personally present to receive the award. Honours and Awards shall not be given by proxy. However, an Award may be granted posthumously to a deceased NAPE member.
- b. If at any time an awardee loses his membership of NAPE either by expulsion, resignation or non-payment of dues, the Executive Committee shall be at liberty to withdraw the award and declared same null and void. Notice of such withdrawal of honor/award shall be published by the Executive Committee in all NAPE publications/communications within sixty (60) days of such action.
- c. Each category of NAPE distinguished Honors and Awards shall only be given where the criteria stated for the award have been met and qualified recipients identified. It is not mandatory for any award to be given if no nominee meets the requirements as contained in this Constitution or any other publication relating to the Association's Honours and Awards.

## SECTION 20: REGIONAL CHAPTERS AND STUDENT CHAPTERS



## 20.1 Regional Chapters

- a. The Association may establish and maintain 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 to promote the study and practice of geoscience in line with the Vision, Mission and core values of the association and furthering the objectives of the Association within such regions.
- b. A Chapter of the association may be established by Fifty (50) or more members of the Association and upon the recommendation of the Executive Committee by vote at the Annual General Meeting, subject to the right of the Association to dissolve such Regional Chapters.
- c. The establishment of such a Chapter shall be approved by an affirmative simple majority vote of the members present at the Annual General Meeting.
- d. 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.
- e. Regional Chapters shall cater for all categories of membership and shall endeavour to hold as much as possible, monthly technical/business meetings, (a minimum of two annually), and related activities as desired by the members of the Chapter.
- f. The Executive Committee shall be empowered to make arrangements with the officers of the Chapters for the conduct of the business of the Chapters.

The Regional Chapter Coordinators shall liaise through the Vice President with the Executive Committee, through the Vice President, to ensure accountability and growth and shall provide regular reports to the Executive Committee on the activities of the regional chapters.

## 20.2 Regional Chapter Executive Committee

The internal affairs of such Regional Chapters shall be administered by each Chapter consistent with the purposes and policies of the



Association. A Chapter may have its own officers and shall be made up of the following;

- i. Chapter Coordinator
- ii. Assistant Chapter Coordinator
- iii. Secretary
- iv. Financial Secretary
- v. Treasurer,

and any other officer subject to a maximum of two (2) that the Chapter may consider necessary for the smooth running of the Chapter. The tenure of the Chapter Officers shall be three (3) years each.

A vacancy occurring among the officers of a Regional Chapter shall be filled through a by-election of the members of that Chapter.

Each Chapter shall be entitled to select from among Association members in such Chapter a person to serve for a three (3) year term as a member of the Advisory Council.

### 20.3 Chapter Coordinators

- a. The Regional Chapter Coordinators shall have the responsibility of coordinating the activities of the Chapters, organizing Technical/Business Meetings, encouraging membership drive, and sustaining professional ethics within the Chapters.
- b. The Chapter Coordinators shall give report of chapter activities and programmes to the Executive Committee through the Vice President.
- c. They shall also perform such other functions as may be assigned to them by the President and or the Executive committee.

### 20.4 Student Chapters

- a. NAPE Student Chapters may be established where there are twenty-five (25) or more Student Members of the Association in a tertiary institution.
- b. Application endorsed by the Head of Department of the institution must be made to the NAPE Executive Committee by the student members for the establishment of such chapters. Students members must be registered and maintain up-to-date membership of the Association in line with this Constitution.



- c. Application must include:
  - i. Name of institution and name of Head of geoscience department with contact/email address
  - ii. Names of student members and membership number
  - iii. Name of Faculty Advisor and membership number and contact/email address.
  - iv. Official name of chapter and contact/ mailing address
  - v. List of Student Chapter Executive Committee members with contact/email addresses
- d. The establishment and dissolution of Student Chapters shall be approved by an affirmative simple majority of the members of the Executive Committee within sixty days (60) days of the application.
- e. Activities of Student Chapters shall be solely to promote the study and practice of geoscience in line with the Vision, Mission and core values of the Association and shall be coordinated and monitored by the University Assistance Program (UAP) Chairman. These programs shall include, but not be limited to, the recruitment and retention of student members, acquisition of scientific and technical knowledge and an exchange of ideas through the organization of students conferences, field trips and technical meetings, training and educational advancement activities, mentoring and networking opportunities and opportunities to connect with companies and professionals in geological careers, both inside and outside of academia.
  - i. the recruitment and retention of student members,
  - ii. acquisition of scientific and technical knowledge and an exchange of ideas through the organization of students conferences,
  - iii. field trips and technical meetings,
  - iv. training and educational advancement activities,
  - v. mentoring and networking opportunities and opportunities to connect with companies and professionals in geological careers, both inside and outside of academia.
- f. The guidelines for setting up and dissolving Student Chapters shall be as set out in the NAPE guidelines and administered by the Committee. Each Student Chapter will receive a start-up grant from the Association, upon inauguration.



- g. Student Chapters must submit half-year reports to the University Assistance Program Chairman, detailing their membership statistics and demographics, activities and financial information (income/expense report).
- h. The internal affairs of each Student Chapter shall be administered by an Executive Committee made up of the following:
  - i. Student Chapter President
  - ii. Student Chapter Vice President
  - iii. Secretary
  - iv. Treasurer
  - v. Financial Secretary
  - vi. Editor,
  - vii. any other officer subject to a maximum of two (2) that the Student Chapter may consider necessary for its operations.
- i. The tenure of the student's Chapter Officers shall be two (2) years each.
- j. A vacancy occurring among the officers of a Student Chapter Executive Committee shall be filled through a by-election of the members of that Student Chapter.



## SECTION 21: AFFILIATED SOCIETIES AND INTERNATIONAL ASSOCIATES

### 21.1 Affiliated Societies

NAPE 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 to the recommendations of the Advisory Council, endorsement of the Executive Committee and the affirmative vote of the Annual General Meeting.

### 21.2 International Associate Societies

Professional geological organisations or societies outside Nigeria, whose purposes, activities, and governing documents are compatible with those of this Association, may be designated as international Associate Societies by the Association Subject to the recommendations of the Advisory Council, endorsement of the Executive Committee and the affirmative vote of the Annual General Meeting.

### 21.3 Establishing Local/International Affiliation, Association or Cooperation with other Associations or Societies

The establishment of Local Affiliated Societies or International Associate Societies shall be as follows:

- a. The Executive Committee may solicit or receive a proposal for affiliation, association or cooperation from any related professional association or body. The terms of the proposal shall be reviewed by the Executive Committee for alignment with the Vision, Mission and core values of NAPE.
- b. The Executive Committee shall seek expert advice from legal and financial experts, including auditors/accountants, to understand the terms and conditions and their implications.
- c. Upon endorsement from expert advisors/consultants, all documents shall be forwarded to the Advisory Council for review and recommendation to the Board of Trustees for final consideration and approval.
- d. If the recommendation of the Advisory Council for the proposal is approved by the Board of Trustees, the Executive Committee shall seek an affirmative vote at the next Annual General Meeting for implementation.



In the event that the recommendations of the Advisory Council are not acceptable to the Board of Trustees, the Executive Committee shall exercise its right as provided for in Section 9.2.(i) of this Constitution and decide on the way forward after intimating the Advisory Council as well as the Board of Trustees with its position on the matter and thereafter seek the affirmative vote for its position at the next Annual General Meeting.

- f. All of the above are pre-conditions for any formal execution of the articles of affiliation/association/cooperation with any external body.

#### 21.4 Amendment or Termination of Terms and Conditions of Local/International Affiliation, Association or Cooperation

- i. In the event of a desire to amend or terminate the terms and conditions or guidelines governing the affiliation, association or cooperation with an external
- ii. body, the Executive Committee shall first seek the advice of legal and financial experts to determine any potential liabilities that such action may incur to the Association.
- iii. ii. Where it is determined by the experts/consultants that such action shall not have a negative impact on the Association, the Executive Committee shall forward a recommendation for such amendment or termination to the Advisory Council for review and subsequent recommendation to the Board of Trustees for approval.
- iv. iii. Upon endorsement from the Advisory Council and the approval of the Board of Trustees, the Executive Committee shall notify the members of such a recommendation, sixty (60) days before the Annual General Meeting for input. The proposal shall be presented at the Annual General Meeting for approval. An affirmative vote by simple majority of attendees at the Annual General Meeting shall be sufficient to proceed.
- v. iv. Upon approval at the Annual General Meeting, the Executive Committee shall within sixty (60) days write to the affected society to amend or terminate the terms and conditions governing the relationship.



## SCHEDULES TO THE CONSTITUTION

### FIRST SCHEDULE: 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-chairmen, 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.



## Proposed Amendments to the NAPE Constitution

### SECOND SCHEDULE: MEMBERSHIP DUES

#### 1. Fiscal Year

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

#### 2. 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) A Student Member will be required to elect for upgrade to Active membership status upon completion of his undergraduate studies, except where such member proceeds for a Master's Program during which he/she can retain student membership for the duration of the course.
- c) Honorary Members and Emeritus Members are exempt from paying annual dues.
- d) That a penalty to be established annually by the Executive Committee will be levied for each quarter -year of delinquency beginning on December 1st.

A statement shall be mailed to each Active Member, Student, Associate and Corporate before December 1st 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.

Changes in annual dues shall be announced to the members by the President, at the Annual General Meeting and published shortly thereafter in NAPE publications and other suitable means.

#### 3. Membership Benefits and Services

The payment of annual dues for any fiscal year entitles the Active, Student, Associate or Corporate Member to receive without further charge electronic and print copy of the Bulletin and NAPE News publications of the Association for that year.

Other benefits for that fiscal year shall include:

- a) Professional development and career opportunities.



- b) Member discounts for NAPE events, including annual conference.
- c) Discounted fees on all other journals and publications of the Association for that year.
- d) Access to online learning through the NAPE portal.
- e) Electronic access to all e-libraries, online chat rooms and other such platforms.
- f) Access to NAPE online Member Search.
- g) Eligibility for financial support, e.g. through the Grants-in-Aid program, conference sponsorship for university lecturers, etc.
- h) Free access to monthly technical/business meetings.
- i) Access to networking events, conferences, workshops, mentoring and leadership events.
- j) Access to cutting-edge technology, industry best practices and lessons learnt.
- k) Opportunities to influence government policies.
- l) Access to events by affiliate associations.

In addition, corporate members shall receive discounts as determined by the Executive Committee for exhibition space during the annual NAPE conference and for advertisements in NAPE publications. As corporate members, they shall also be listed on all Conference publications and shall receive priority to sponsor monthly technical meetings.

#### 4. Arrears and Suspension

Any member of whatever category 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.

#### 5. Forfeiture of Membership

Any member of whatever category 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 such a person is reinstated as defined in Section 5 Subsection 5 of this Constitution.



### THIRD SCHEDULE: 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 Executive Committee officers mentioned below:
  - I. President
  - II. Vice-President
  - III. Treasurer
3. The Vice President shall authorize payments only in the absence of the President through a written delegation of authority by the President, or if the President is incapacitated.



#### FOURTH SCHEDULE: AUDITING

1. External Auditors shall be appointed by the Executive Committee to audit the accounts of the Association three (3) months before the Annual General Meeting. External Auditors shall serve for a term of five (5) years, renewable only for one five (5) year term, for a maximum of ten (10) years.
2. A copy of the audited financial report of the Association for the year shall be sent to all financial members at least thirty (30) days before the Annual General Meeting.
3. All members present at the Annual General Meeting shall be given copies of the audited financial report of the Association.
4. An Internal Auditor may be appointed by the Executive Committee to audit the accounts of the Association from time to time.



### FIFTH SCHEDULE: ADOPTION OF THIS CONSTITUTION

This CONSTITUTION is hereby adopted by members of Nigerian Association of Petroleum Explorationists (NAPE) this 15<sup>th</sup> day of November 2021 at the Annual General Meeting held for the purpose.

**PRESIDENT**

**GENERAL SECRETARY**

### CERTIFICATION

We the Board of Trustees of the Nigerian Association of Petroleum Explorationists (NAPE) hereby certify that the foregoing Constitution of the Nigerian Association of Petroleum Explorationists (NAPE), this 15<sup>th</sup> day of November 2021 has been duly amended.

Chief Chamberlain Oyibo /  
+234 803 316 0088

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SIGNATURE  
**B.O.T CHAIRMAN**

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NAME / TELEPHONE NUMBER

Emeka Ejika / +234 816 610 5898

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SIGNATURE  
**B.O.T SECRETARY**

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NAME / TELEPHONE NUMBER

