

ARTICLES OF INCORPORATION
OF SHREVEPORT GEOLOGICAL SOCIETY
AS AMENDED IN 1983 AND 1985

BE IT KNOWN that on this 5th day of April, 1965, before me, the undersigned Notary Public in and for the State and Parish aforesaid, duly commissioned and qualified, and in the presence of the competent witnesses hereinafter named and undersigned, personally came and appeared the persons whose names are hereunto subscribed who severally declared that, availing themselves of the benefits and provisions of the Constitution of the State of Louisiana and the laws of said State relative to the organization of non-profit corporations, and particularly of the provisions of Louisiana Revised Statutes 12:101 through 12:155, inclusive, they have united to form, and do by these presents form and organize themselves as well as all other persons who may hereinafter join or become associated with them or their successors, into a non-profit corporation as defined in Louisiana Revised Statutes 12:101 (8) for the objects and purposes and under the covenants, stipulations and agreements following, to wit:

Article I.

The name of this non-profit corporation shall be
SHREVEPORT GEOLOGICAL SOCIETY.

Article II.

This corporation shall have and enjoy corporate existence for the full term of ninety-nine (99) years from and after the date of this act, during which time and by said name it, generally, shall possess all of the powers, rights, privileges, capacities and immunities which non-profit corporations are authorized, and may hereafter be authorized, to possess under the Constitution and laws of the State of Louisiana, and particularly under Louisiana Revised Statutes 12:101, et seq.

Article III.

This corporation is organized, and it shall be operated exclusively for the following object and purposes, to-wit:

1. The stimulation of interest in geology and related sciences;
2. The encouragement of scientific research among members;
3. The promotion of social and professional fellowship among members; and
4. The dissemination and discussion of geological information.

In furtherance of the aforesaid objects and purposes and in connection therewith, this corporation shall be authorized to conduct special instruction classes for public school teachers and public institutions of all kinds and descriptions; to furnish speakers for public school science classes and other public institutions; to finance, organize, and carry out field trips for various public and benevolent groups, such as the Boy Scouts of America; to make donations to worthy institutions of learning in connections with the field of geology and other related earth sciences; to obtain, purchase, prepare and furnish and donate books, maps, documents, charts, pamphlets, publications and other technical instruments or writings to the Shreve Memorial Library, Shreveport, Louisiana, and such other public libraries as the Board of Directors may select, and to assist in the organization and maintenance of the technical section of such Libraries; to prepare, edit, print, publish, circulate and distribute books, charts, maps, pamphlets, periodicals, diagrams and other technical writings relating to earth sciences, hereby having authority to do and perform all such acts as are incidental to such publications, circulation and distribution; to establish and maintain oil and gas well log library or libraries; to cooperate with and assist other similar organizations in accomplishing the above and foregoing objectives, either through joint undertakings or financial assistance in the form of loans or grants; to organize, supervise, carry out and execute seminars, meetings, scientific assemblies, scientific and educational facilities, field trips, exhibitions, museums, libraries, and all other media available for the advancement and propagation of the above and foregoing objectives; to acquire by purchase, lease, gift, or otherwise, hold, use, and dispose of such assets as may be necessary to carry out the objects and purposes for which this corporation is organized, including money, stocks, bonds and immovable property; to borrow money to be used in fulfillment of the purposes for which this corporation is formed; to mortgage or otherwise pledge and encumber all or any part of the property, moveable or immovable, of the corporation; and generally to perform all acts necessary or desirable in connection with carrying out the objects and purposes for which this corporation is formed.

This corporation is a non-profit corporation as defined in Louisiana Revised Statutes 12:101 (8); no part of the net earnings or other assets of this corporation shall inure to the benefit of any member or private individual, and this corporation shall never carry on propaganda or otherwise attempt to influence legislation.

Article IV.

The domicile of this corporation shall be Shreveport, Caddo Parish, Louisiana, and the location and post office address of its registered office shall be 1012 Henry C. Beck Building, 400 Travis Street, Shreveport, Louisiana.

Article V.

This corporation is to be, and is hereby, organized on a non-stock basis. Membership in the Society shall be classified as active membership, associate membership, and honorary membership. In order to be eligible for active member, an applicant shall: 1) have a degree in Geology, or an allied science, from a recognized college or university, and 2) shall be directly engaged in the application of geology. The Board of Directors may waive degree requirements if in its judgment an applicant has adequate professional experience and has attained standing in the profession. Only active members in good standing shall vote or hold office. Members in good standing shall be members who have paid their dues within ninety (90) days after notification. Associate members shall be persons interested in geological science, but not necessarily actively engaged in the practice or teaching of geology or related sciences. Honorary members may be elected at the discretion of the Society and shall have all of the privileges of an active member but shall not be required to pay dues to the Society. New members shall be selected in accordance with the By-Laws.

Article VI.

The officers of the corporation shall consist of a President, a First Vice-President, a Second Vice-President, a Secretary, and a Treasurer. The said officers are to be elected annually by the membership in the manner set out in the By-Laws. Balloting by mail shall be permitted whenever so specified in said By-Laws. No officer shall succeed himself in office, with the exception of the First Vice-President, who, after having succeeded to the Presidency due to a vacancy in that office, may upon election, serve a full term as President.

Article VII.

The corporate powers and management of this society shall be vested in, and exercised by, a Board of Directors, consisting of nine active members in good standing. The Board of Directors will elect each year a new president, First Vice-President, Second Vice-President, a Secretary and a Treasurer. If any officer is unable to complete his term of office, the president shall appoint the next succeeding officer to fill that vacancy, except in the case of Treasurer, whose vacancy shall be filled by election of the Board. Should the President be unable to fulfill his office, the First Vice-President shall preside.

Any vacancy on the Board shall be filled by an appointee of the President with the approval of the majority of the Board. The appointee shall have been a candidate for election to the Board of Directors during the last election. If the vacancy occurs within six months of the annual election of Board Members, the vacancy shall be filled at the discretion of the President.

Failure of the members to elect officers annually shall not dissolve this corporation or impair its corporate existence or management, but the officers then in office shall remain in office until their successors have been duly elected and installed.

The Board of Directors shall meet on call by any member of the Board. A quorum of the Board of Directors shall consist of a minimum of five (5) members. To conduct business, a majority vote is necessary.

The annual meeting of the members of this Society shall be held on the third Thursday in May of each year beginning with the year 1965, or on such other day within three weeks before or three weeks after such third Thursday in May as is designated by the Board. The annual meeting is to be held at the registered office of the Society, or at such other place within or without the State of Louisiana as may be specified in the notice of annual meeting sent to each member in accordance with the By-Laws. A quorum of twenty percent (20%) of the active members in good standing shall constitute a quorum.

Article VIII.

The following named persons shall constitute the first officers and members of the Executive Council of this corporation, who shall hold office until their successors are chosen and qualified:

Jimmie C. Smith
P.O. Drawer 1729
Shreveport, Louisiana

President

Prentiss Boatner
P.O. Box 1739
Shreveport, Louisiana

First Vice-President

Gene C. Sigler
418 Market Street
Shreveport, Louisiana

Second Vice-President

Tommy H. Atkins
300 Henry C. Beck Building
400 Travis Street
Shreveport, Louisiana

Secretary

James Gregg Lea
803 Petroleum Tower
Shreveport, Louisiana

Treasurer

Pat N. Mason
1021 Giddens-Lane Building
Shreveport, Louisiana

Member in good standing

Robert E. Rogers
P.O. Box 1835
Shreveport, Louisiana

Past President

Article IX.

The full names and post office addresses of the registered agents of this corporation are:

Charles S. Cook
Louisiana Tower
Suite 120-B
Shreveport, Louisiana 71101

And

Robert E. Osborne, II
Louisiana Tower
Suite 120-B
Shreveport, Louisiana 71101

Article X.

The names and post office addresses of the subscribers to these Articles of Incorporation who are also members of this corporation are:

Jimmie C. Smith
P.O. Drawer 1729
Shreveport, Louisiana

Prentiss Boatner
P.O. Box 1739
Shreveport, Louisiana

Gene C. Sigler
418 Market Street
Shreveport, Louisiana

Tommy H. Atkins
300 Henry C. Beck Building
400 Travis Street
Shreveport, Louisiana

James Gregg Lea
803 Petroleum Tower
Shreveport, Louisiana

Robert E. Rogers
P.O. Box 1835
Shreveport, Louisiana

Pat N. Mason
1021 Giddens-Lane Building
Shreveport, Louisiana

Article XI.

No member of this corporation shall ever be held liable or responsible for contracts, debts, or defaults of this corporation, nor shall any more informality in organization have the effect of rendering these Articles of Incorporation null or of exposing the members to any liability.

Article XII.

No part of the net earnings or of the assets of this corporation shall ever inure to the benefit of any private member; upon the dissolution of this corporation, the assets of this corporation shall be distributed to a non-profit or a charitable organization designated by the Executive Council, upon advice and consent of the members, which organization must be exempt from taxation under any one of the provisions of Section 501 of the Internal Revenue Code of 1954 or any re-enactment or amendment thereto, and which organization must be organized and operating for the same general purposes as those of Shreveport Geological Society.

Article XIII.

These Articles may be amended or this corporation may be dissolved by affirmative vote of two-thirds of the active members in good standing, provided that notice of the proposed amendment has been presented at the last previous meeting, and inserted in the minutes thereof. The proposed amendment in final form shall be submitted to the active members in good standing for vote by mail ballot.