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3 **AMERICAN GEOPHYSICAL UNION**  
4 **BYLAWS**  
5

6 **Article I. Name**  
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8 The name of this association is the American Geophysical Union (AGU), also referred to  
9 in these bylaws as the "Union," a nonprofit corporation chartered under the laws of the  
10 District of Columbia.  
11

12  
13 **Article II. Purpose**  
14

15 The Union is dedicated to the furtherance of the geophysical sciences through the  
16 individual efforts of its members in cooperation with other national and international  
17 scientific organizations. Among the ways the Union fulfills its purpose are to:

- 18 1. Promote the scientific study of Earth, Sun, and the solar system and all of their  
19 environments and components and to make the results of such studies available  
20 to the public.  
21 2. Advance the various geophysical sciences (1) through programs of the Union, its  
22 sections and focus groups; (2) by scientific discussion, publication, and  
23 dissemination of information; and (3) by sponsorship or co-sponsorship of  
24 scientific and technical symposia, colloquia, and meetings.  
25 3. Promote cooperation between and among scientific organizations worldwide  
26 whose objectives include the furtherance of knowledge in the geophysical  
27 sciences and related disciplines.  
28 4. Carry out education and outreach activities to further the public's understanding  
29 of the geophysical sciences.  
30 5. Initiate and participate in geophysical research programs.  
31

32  
33 **Article III. Members**  
34

35 **Section 1. Membership**

36 There shall be the following membership categories:

- 37 A. **Member** – Individuals who are professionally engaged in or associated with  
38 geophysics are eligible to become members of the Union. Members shall be entitled  
39 to all rights and privileges of membership, including the right to receive publications  
40 and other materials, subscribe to Union journals, purchase Union publications at  
41 member rates as established by the Board, and vote on matters brought before the  
42 membership.  
43  
44 B. **Fellow** – A member who has attained acknowledged eminence in the geophysical  
45 sciences, and who has been elected by a committee of fellows appointed by the  
46 president shall be inducted as a fellow. A member of the Union who is a recipient of  
47 an AGU medal shall automatically be made a fellow. The number of fellows elected  
48 in each annual class shall not exceed 0.1% of the total membership at the end of the

49 year preceding installation of that class.  
50

51 C. Honorary Fellow – A person who has provided services to the Union or made  
52 exceptional contributions to the fields of geophysics may be elected an honorary  
53 fellow by the council.  
54

55 D. Associate – An individual who desires identification with the Union and wishes to  
56 support its objectives but does not meet the qualifications of membership may  
57 become an associate. Associate members may not vote or hold office, but shall  
58 otherwise have all of the rights of membership.  
59

60 E. Affiliate – A corporation, academic institution, or other organization interested in the  
61 geophysical sciences may designate a representative to become an affiliate. The  
62 designated representative shall enjoy the privileges of a member.  
63

#### 64 Section 2. Dues

65 Dues for all membership categories, including reduced rates for students or other  
66 groups, shall be set by the board of directors, except that the following shall not pay  
67 dues:

- 68 • Members and fellows who have remitted dues for life with a lump sum payment  
69 established at the discretion of the board of directors;
- 70 • Honorary fellows;
- 71 • Members and fellows who have retired from active professional service, have  
72 been an active member for at least 10 years, and whose age plus the number of  
73 years in good standing total 90 or greater;
- 74 • Disabled members and fellows for the duration of their disability, in accordance  
75 with policies adopted by the board.  
76

#### 77 Section 3. Resignation, Termination and Expulsion

78 A. A member may resign by sending written notification to the headquarters office, and  
79 such resignation shall be effective as of the date of receipt. A resignation that is  
80 tendered while disciplinary proceedings are pending need not be accepted by the  
81 board of directors.  
82

83 B. A member may be terminated for nonpayment of dues in accordance with policies  
84 established by the board of directors. Such termination shall not relieve the member  
85 from other financial obligations that may exist.  
86

87 C. A member may be expelled for cause by a three-fourths vote of the entire board of  
88 directors, provided that the member has had the opportunity to appear and speak on  
89 his or her behalf. Investigation and hearings shall take place in accordance with the  
90 disciplinary provisions contained in the parliamentary authority. A member who has  
91 been expelled may not reapply for membership for a period of ten years.  
92  
93

### 94 **Article IV. Sections and Focus Groups**

#### 95 Section 1. Sections

96 Sections which represent the spectrum of active research in geophysics shall be  
97

98 organized to promote the purposes of the Union. They may be created, subdivided, and  
99 dissolved in accordance with council policies. Sections may adopt bylaws or other rules  
100 which may not conflict with the bylaws and rules of the Union. Members may designate  
101 the sections with which they desire to be affiliated, but may be voting members of no  
102 more than a total of three sections and focus groups.

103  
104 Section 2. Section Officers

105 A. The officers of each section shall be the president, president-elect, and all of the  
106 secretaries of the section and divisions, if applicable. Each section shall have an  
107 executive committee including at minimum the president, president-elect, and most  
108 recent past president. Section officers shall serve in such capacity without  
109 honorarium or other compensation except for reimbursement of reasonable  
110 expenses incurred on behalf of the Union.

111  
112 B. Section officers shall be elected by mail or any electronic means excluding electronic  
113 mail and shall serve for a term of two years beginning on July 1 following their  
114 election. Vacancies that occur between terms shall be filled by the section executive  
115 committee; however, in the case of a vacancy in the office of section president, the  
116 elected section president-elect shall automatically succeed to the office of section  
117 president, followed by the full term as section president that would otherwise have  
118 been served. An appointed section president-elect shall not automatically become  
119 section president, but may be a candidate for that office during the subsequent  
120 election cycle. If a vacancy occurs in both the section president and section  
121 president-elect positions they may be filled by the section executive committee for  
122 the remainder of the term and the subsequent election shall be for both a section  
123 president and section president-elect.

124  
125 C. Each section shall be represented on the Union council by its president and  
126 president-elect. The section secretary shall serve as an alternate. If additional  
127 alternates are needed, they shall be appointed by the section president.

128  
129 Section 3. Focus Groups

130 Focus groups may be created by the council to represent contemporary subject areas  
131 and build interdisciplinary interaction. They may be created, divided, and dissolved in  
132 accordance with council policies.

133  
134 Section 4. Focus Group Officers

135 A. The focus group shall determine if its officers are to be elected by the members of  
136 the focus group or appointed by the president of the Union. Regardless of method of  
137 election or appointment, all focus group officers shall be members of the Union, shall  
138 serve in such capacity without honorarium or other compensation except for  
139 reimbursement of reasonable expenses incurred on behalf of the Union, and shall  
140 serve for a term of two years beginning on July 1 following their election.

141  
142 B. If the focus group chooses to allow the president of the Union to appoint its  
143 president, no additional officers shall be required. Vacancies in the officer positions

144 shall be filled by the president of the Union.

- 145
- 146 C. If the focus group chooses to elect officers, the minimum officers shall be a  
147 president, a president-elect, and a secretary. Such focus groups shall have an  
148 executive committee including at minimum the president, president-elect, and most  
149 recent past president. Vacancies that occur between terms shall be filled by the  
150 focus group executive committee; however, in the case of a vacancy in the office of  
151 focus group president, the focus group president-elect shall automatically succeed to  
152 the office of focus group president, followed by the full term as focus group president  
153 that would otherwise have been served. A focus group president-elect who has been  
154 appointed to fill a vacancy shall not automatically become focus group president, but  
155 may be a candidate for that office during the subsequent election cycle. If a vacancy  
156 occurs in both the focus group president and focus group president-elect positions  
157 they may be filled by the focus group executive committee for the remainder of the  
158 term and the subsequent election shall be for both a focus group president and  
159 focus group president-elect.
- 160
- 161 D. Focus groups that are organized with elected officers shall be represented on the  
162 Union council by their respective focus group president and focus group president-  
163 elect. The focus group secretary shall serve as an alternate. If additional alternates  
164 are needed, they shall be appointed by the focus group president.
- 165
- 166 E. Members may designate the focus groups with which they desire to be affiliated, but  
167 may be voting members of no more than a total of three sections and focus groups.
- 168

169 Section 5. Dispute Resolution

170 Questions of jurisdiction or resolution of disputes shall be decided by the council.

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172

173 **Article V. Council**

174

175 Section 1. Composition

- 176 A. The council shall be composed of the president and president-elect of each section,  
177 the president and president-elect of each focus group that opts to elect officers,  
178 Union committee chairs as determined by the council, and up to five other members  
179 as determined by the council.
- 180
- 181 B. The president-elect of the Union shall serve as chair of the council, and may only  
182 vote when the vote is by ballot or when such vote will affect the result. A vice chair  
183 shall be elected by and from the council to serve for a term of two years  
184 commencing July 1 following the election. The vice chair shall chair meetings of the  
185 council in the absence of the council chair.
- 186

187 Section 2. Authority and Duties

- 188 A. The council shall be responsible for developing the scientific policy of the Union,  
189 including but not limited to ethics, awards, honors, acceptance of honorary fellows,  
190 general science policy, and the science-related portions of the AGU strategic plan.

191 The council shall provide recommendations to the board of directors on strategic and  
192 operational matters affecting the Union.

193  
194 B. The council shall develop and approve policies for its own operations, including the  
195 approval of programs for scholarships, fellowships, or grants-in-aid to assist worthy  
196 candidates in the advancement of geophysical science within the limits of its board-  
197 approved budget for these purposes.

198  
199 C. The council shall develop and approve policies consistent with these bylaws  
200 regarding the creation, monitoring, subdivision and dissolution of sections and focus  
201 groups.

202

### 203 Section 3. Council Leadership Team

204 The council leadership team shall be composed of the council chair, vice chair, and  
205 three members elected by and from the council. The leadership team shall develop and  
206 oversee the council work, define issues of importance for council deliberation, plan the  
207 meetings of the council, and determine the draft agenda for council meetings. The  
208 leadership team shall have the authority to conduct the affairs of the council between  
209 council meetings, provided that the leadership team may not contradict council policy or  
210 decisions. Actions of the leadership team must be reported to the council within ten  
211 days.

212

### 213 Section 4. Council Meetings

214 A. The council shall meet in person at least one time per calendar year and at other  
215 times as deemed necessary by the council. In-person council meetings shall be  
216 open to all members, except for executive sessions. Special meetings of the council  
217 may be called by the chair or by any five council members. The council shall make  
218 an annual report of its actions to the membership.

219

220 B. One of the in-person council meetings shall be held at the time of a Union-wide  
221 scientific meeting, and this meeting shall also constitute the annual membership  
222 meeting of the Union. Notice of this meeting shall be sent to all members of the  
223 Union at least thirty days and not more than 50 days before the meeting, and such  
224 notice may be delivered by mail or included in a printed publication that is mailed to  
225 all members, or sent electronically as allowed by law. The agenda shall include at  
226 minimum a report on the organizational affairs and a report on the financial status of  
227 the Union.

228

229 C. The council may also conduct business via electronic communications in  
230 accordance with council policies. Any decisions made shall be reported at the next  
231 in-person council meeting.

232

233 D. A council organizational meeting may be held by the newly elected council members  
234 prior to the start of the term for the purpose of electing a council vice chair and three  
235 members of the leadership team.

236

- 237 E. Notice for in-person council meetings shall be sent to all council members at least  
238 thirty days prior to the meeting.  
239
- 240 F. The quorum for council meetings shall be one third of the currently filled positions on  
241 the council. Each representative shall have one vote, and no representative shall  
242 serve in more than one position on the council.  
243  
244

## 245 **Article VI. Officers**

246

### 247 **Section 1. Composition**

248 The elected officers of the American Geophysical Union shall be the president,  
249 president-elect, general secretary, and international secretary. The board of directors  
250 may also appoint one or more assistant secretaries and assistant treasurers who may  
251 or may not be members of the Union, and who shall have such duties and powers as  
252 the board may from time to time prescribe. An executive director employed by the board  
253 of directors shall also serve as a nonvoting ex-officio officer. Elected officers shall not  
254 be compensated except for reimbursement of reasonable expenses incurred on behalf  
255 of the Union, and no loans shall be made to any officers, directors, or other members.  
256

### 257 **Section 2. Term of Office**

258 The term of office for elected officers and directors shall be two years beginning on July  
259 1 following their election. The term of office for appointed officers shall be as directed by  
260 the board.  
261

### 262 **Section 3. Duties of Officers**

263 A. President – The president shall be the chief elected officer of the Union, and as such  
264 shall:

- 265 1. Preside at all meetings of the board and executive committee;
- 266 2. Appoint all standing committee members and chairs in accordance with these  
267 bylaws and subject to policies adopted by the board, provided that the terms of  
268 all committee members and committee chairs shall expire at the end of the  
269 president's term;
- 270 3. Appoint, with the advice of a selection committee, the editors of the principal  
271 journals of the Union;
- 272 4. Appoint a secretary pro tem in case the general secretary is absent; and
- 273 5. Perform other duties incident to the office of president, whether assigned by the  
274 board of directors, the council, or the governing documents.  
275

276 B. President-elect – The president-elect shall:

- 277 1. Serve as the chair of the council;
- 278 2. Serve as presiding officer in the absence of the president;
- 279 3. Succeed to the office of president in the event of a vacancy in that office or at the  
280 end of the term of office; and
- 281 4. Perform other duties incident to the office of president-elect, whether assigned by  
282 the board of directors, the council, or the governing documents.  
283

- 284 C. General Secretary – The general secretary shall:  
285 1. Give or cause to be given all notices as required by law and these bylaws;  
286 2. Serve as treasurer, having the custody of and responsibility of all funds and  
287 securities of the Union;  
288 3. Perform other duties incident to the office of secretary or treasurer, whether  
289 assigned by the board, council, or the governing documents.  
290
- 291 D. International Secretary – the international secretary shall:  
292 1. Chair the committee on international participation;  
293 2. Be responsible for planning and organizing the participation of the American  
294 Geophysical Union in appropriate international activities; and  
295 3. Cooperate with the sections and focus groups in the international aspects of their  
296 programs.  
297
- 298 E. Executive Director – the executive director shall:  
299 1. Be hired by and serve at the direction of the board of directors;  
300 2. Serve as the Union’s chief executive officer to develop, implement and inform the  
301 board of administrative procedures necessary to implement board policy;  
302 3. Ensure preparation and implementation of an annual budget that supports the  
303 strategic plan;  
304 4. Manage the operations of the Union on a day to day basis, including hiring and  
305 firing personnel in keeping with board policy, and ensuring each employee is  
306 properly supervised; and  
307 5. Implement policies approved by the board, recommending changes if  
308 appropriate.  
309

310 Section 4. Vacancies

- 311 A. A vacancy in the office of president shall be filled by the president-elect for the  
312 remainder of the term, followed by one full term as president.  
313
- 314 B. A vacancy in the office of president-elect shall be filled for the remainder of the term  
315 by a member of the board or council elected by the council. A person filling a  
316 vacancy in the office of president-elect shall not automatically succeed to the office  
317 of president. In such case, the subsequent Union-wide election shall be for both a  
318 president and president-elect.  
319
- 320 C. A vacancy in the office of general secretary or international secretary shall be filled  
321 for the remainder of the term by the board of directors.  
322
- 323 D. Should simultaneous vacancies occur in the offices of president and president-elect,  
324 the general secretary shall serve as acting president until the completion of the  
325 election of a new president and president-elect, which shall take place as soon as  
326 practicable under procedures adopted by the board of directors.  
327  
328

329 **Article VII. Board of Directors**  
330

331 **Section 1. Composition**

332 The board of directors shall be composed of the president, president-elect, immediate  
333 past president, general secretary, international secretary, vice chair of the council, the  
334 development board chair, six members elected by the Union membership, and up to  
335 two members nominated by the Union president and approved by the board. The  
336 executive director shall be a nonvoting ex-officio member of the board, unless excused  
337 from all or part of a meeting by majority vote. No individual shall simultaneously serve in  
338 more than one position on the board, except the general secretary, who shall also serve  
339 as treasurer.

340  
341 **Section 2. Authority and Duties**

- 342 A. The board shall have general authority for all affairs of the Union and shall be its  
343 representative in its external relations. Within the limit of law, the board may  
344 delegate with power of decision and action any of its specific functions to the officers  
345 and to committees.  
346
- 347 B. The board shall also:
- 348 1. Approve all fiscal and contractual matters of the Union;
  - 349 2. Establish all organizational policy;
  - 350 3. Hire, oversee, and evaluate the executive director;
  - 351 4. Appoint the registered agent and designate the registered office;
  - 352 5. Ensure that the accounts of the Union are audited annually by a certified public  
353 accountant;
  - 354 6. Establish policies required by law and best practices of governance, including  
355 policies regarding bequests, grants, contributions, funds and their disbursement,  
356 whistleblower, records management, conflict of interest, compensation, and  
357 others as deemed necessary; and
  - 358 7. Perform such other duties and have such other authority as necessary in order to  
359 fulfill the usual and customary responsibilities of a board of directors in  
360 conformance with applicable law and the governance documents of the Union.

361  
362 **Section 3. Meetings**

- 363 A. The board shall meet in person at least three times per year at times and places as  
364 determined by the board. The board may also meet in addition to the in person  
365 meetings by conference call or other electronic means provided that all persons may  
366 hear and speak to one another at the same time. Notice for in person meetings shall  
367 be given to all members of the board at least fifteen days in advance of such  
368 meetings. Notice of conference call meetings shall be given to all members of the  
369 board at least ten days in advance of such meetings. Notice may be waived before,  
370 during or after a meeting. The board may take action by written consent signed by all  
371 members.  
372
- 373 B. Special meetings of the board may be called by the president and shall be called  
374 upon written request of at least four members of the board. Notice for a special  
375 meeting shall be sent to all members of the board at least three days in advance of

376 such meetings with an agenda specifying the subjects to be considered at the  
377 special meeting.

378  
379 C. A majority of the filled positions on the board shall constitute a quorum for all  
380 meetings of the board.

381  
382 Section 4. Executive Committee

383 There shall be an executive committee composed of the president, president-elect,  
384 general secretary, and the international secretary. The executive director shall be a  
385 nonvoting ex-officio member. The executive committee shall have the authority to  
386 conduct the affairs of the Union between meetings of the board, provided that the  
387 executive committee may not contradict board policy or decisions. Actions of the  
388 executive committee must be reported to the board within ten days. The executive  
389 committee may also meet by conference call or other electronic means provided that all  
390 persons may hear and speak to one another at the same time. The board may take  
391 action by written consent signed by all members.

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394 **Article VIII. Nomination, Election, Voting and Removal**

395  
396 Section 1. Nomination

- 397 A. There shall be a nominating committee composed of six members plus the  
398 immediate past president of the Union. Three members shall be elected by the  
399 board and three members shall be elected by the council. Members of the  
400 nominating committee shall serve for two years or until a successor is elected or  
401 appointed and assumes office, and may not be candidates for Union office during  
402 their tenure on the nominating committee. The committee shall elect its own chair.  
403  
404 B. The nominating committee is generally charged with identifying qualified candidates  
405 for Union offices and identifying and developing future leaders. The board shall  
406 communicate to the nominating committee its recommendations for representational  
407 priorities.  
408  
409 C. Additional nominations from the general membership may be made by petition,  
410 provided that each petition is signed by at least 1% of the full voting members of the  
411 Union, section or focus group as appropriate, and that the petition is received by the  
412 general secretary within thirty days following the date the nominations are reported  
413 to the general membership.

414  
415 Section 2. Election

- 416 A. A general election shall be held every two years to elect the Union president-elect,  
417 general secretary, six directors, and international secretary. The council shall  
418 develop procedures for the conduct of the general election and elections for section  
419 and focus group offices, which shall include at minimum the following:  
420 1. At least four months before the general election, the nominating committee shall  
421 submit nominations for the elective positions of the Union, and the section and  
422 task force presidents shall likewise submit nominations for their respective

- 423 groups. The nominations shall be published in an AGU publication of general  
424 circulation at least thirty days before the general election.
- 425 2. If more than two candidates are nominated, voters shall be required to rank  
426 candidates in order of their preference. In tallying such votes, if no candidate has  
427 a majority of the first-place votes, then the candidate with the fewest first-place  
428 votes will be eliminated and the second-place votes on those ballots will be  
429 distributed among the other candidates. This process will be repeated, using the  
430 next successive choice on ballots until one candidate has achieved a majority.
- 431 3. In case of a tie, the candidate with the most first place votes shall be declared the  
432 winner. If both candidates received the same number of first place votes, the  
433 winner shall be chosen by lot.

434

### 435 Section 3. Limitations

- 436 A. The president shall not be eligible for subsequent election to the office of president-  
437 elect for at least four years following the expiration of the term as president.
- 438
- 439 B. The general secretary or international secretary shall be eligible to serve no more  
440 than four terms in each office, whether consecutive or in the aggregate.
- 441
- 442 C. Directors shall serve for no more than three consecutive terms, but may serve again  
443 as a director after two years absence from the board.
- 444
- 445 D. Except for the ex-officio service of the executive director, no employee of the Union  
446 shall be eligible to serve on the board of directors during the term of employment,  
447 nor for three years following the termination of such employment.
- 448
- 449 E. Service for more than half of a term shall be considered as a full term.

450

### 451 Section 4. Voting

- 452 A. No member may exercise more than one vote in any capacity in the Union. Proxy  
453 voting shall not be allowed at any time.
- 454
- 455 B. Unless otherwise required by the law or these bylaws, voting on any matter requiring  
456 a vote of the membership or the council may be by mail or any electronic means  
457 excluding electronic mail. No mail ballot shall be closed until at least thirty days after  
458 date of issue.

459

### 460 Section 5. Removal

- 461 A. An officer of the Union or board or council member may be removed from office  
462 provided all of the following conditions are met:
- 463 1. A petition signed by at least 1% of the voting members of the Union or of the  
464 affected section or focus group members as of December 31 preceding the  
465 submission of the petition must be submitted to the general secretary requesting  
466 a ballot for removal.
- 467 2. The board shall have until the close of its next regular or special meeting to  
468 determine whether or not to send a ballot to the membership.

- 469 3. If it is determined to proceed with a membership vote, a ballot shall be sent or  
470 provided electronically within thirty days of such determination. A majority of  
471 those voting shall be required for removal.  
472
- 473 B. All deliberation and voting regarding removal of an officer or board or council  
474 member shall be held in executive session and any votes cast therein shall be  
475 maintained as confidential.  
476
- 477 C. Additional rules on removal may be established by the board of directors, provided  
478 they are not in conflict with these bylaws.  
479  
480

## **Article IX. Committees**

### **Section 1. Standing Committees**

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482  
483 Standing committees of the Union shall be appointed by the board of directors. The  
484 chairs of standing committees and committee members shall be appointed by the  
485 president for a term not to exceed the term of the president. The reporting requirements  
486 shall be determined by the board of directors.  
487  
488

### **Section 2. Special Committees**

489 Special committees may be created for a specific purpose by the president or the board  
490 of directors to provide advice on areas of significance to the union. The council may  
491 propose the creation of a special committee to the board of directors for approval. The  
492 chair and the members of such committees, and reporting requirements, shall be  
493 determined by the appointing power.  
494  
495

### **Section 3. Board Committees**

496 Committees of the board may be created by the board of directors, including at  
497 minimum an audit committee. Such committees shall have at least two directors on  
498 each board committee, and shall have such duties and provide such reports as the  
499 board may direct.  
500  
501

### **Section 4. Development Board**

502 The development board shall be a committee of the board composed of members  
503 appointed by the president. The chair shall be nominated by the president with the  
504 approval of the Union board, and the vice chair shall be the Union president-elect. The  
505 development board shall adopt policies with regard to its operations, subject to the  
506 approval of the Union board.  
507  
508

## **Article X. Parliamentary Authority**

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510 The rules contained in the tenth edition of *Robert's Rules of Order Newly Revised* shall  
511 govern this Union in all cases to which they are applicable and in which they are not  
512 inconsistent with these bylaws and any special rules of order the Union may adopt.  
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**Article XI. Indemnification**

- A. Unless otherwise prohibited by law, the Union shall indemnify any board member, council representative, officer of the Union, any former board member or officer, any person who may have served at the Union’s request as a director or officer of another corporation, whether for profit or not for profit, and may, by resolution of the board, indemnify any employee or agent of the Union against any and all expenses and liabilities actually and necessarily incurred by that individual or imposed on the individual in connection with any claim, action, suit, proceeding, whether actual or threatened, civil, criminal, administrative, or investigative, including appeals, to which the individual may be or is made a part by reason of being or having been such board member, council representative, employee or agent.
- B. There shall be no indemnification for taxes or penalties imposed by any government agency or in relation to matters as to which the individual shall be adjudged in such claim, action, suit or proceeding to be guilty of a criminal offense or liable to the Union for damages arising out of the individual’s own gross negligence or misconduct in the performance of a duty to the Union.

**Article XII. Amendment**

**Section 1. Proposals**

Amendments to these bylaws may be proposed by the board of directors, the council, a section, a focus group, a committee, or by any ten members. The exact text of the changes being proposed shall be submitted to the bylaws committee for review. The bylaws committee may assist with the development of specific language to enact the change being proposed.

**Section 2. Review**

Proposed Amendments shall be sent by the bylaws committee to the board of directors for their review and recommendation before being sent to the council.

**Section 3. Approval**

- A. Proposals to amend the bylaws may only be considered at in-person meetings of the council. All Union members shall be given sixty days to review such proposals prior to the council meeting at which the proposal will be considered.
- B. A two-thirds vote of the council members present and voting shall be required to amend these bylaws.

558 PROVISOS to AGU Bylaws:

559

560 1. These bylaws shall go into effect on July 1, 2010.

561

562 2. The officers in place when these bylaws are approved shall continue in their terms of  
563 office until the expiration of their terms on July 1, 2010, and prior service in such  
564 positions shall be counted for the purpose of term limits. The president-elect in place  
565 when the bylaws are approved shall succeed to the office of president in accordance  
566 with these bylaws.

567

568 3. The nominating committee in place when these bylaws are approved shall serve  
569 until the completion of the 2010 election. The election ballot shall include six  
570 directors who shall begin their terms on July 1, 2010.

571

572 4. The council in place when these bylaws are approved shall elect a temporary vice  
573 chair, who shall serve on the board of directors from July 1, 2010 until the first  
574 meeting of the council after that date, at which time the vice chair shall be elected.

575

576 5. The council in place when these bylaws are approved shall also be authorized to  
577 take whatever additional action is deemed necessary to enable a smooth transition  
578 to the new governance structure on July 1, 2010.

579

580 6. All focus groups, whether the officers are appointed or elected, shall be allowed to  
581 participate in the council until July 1, 2012, after which the provisions of Article V,  
582 Section 1 shall take effect.