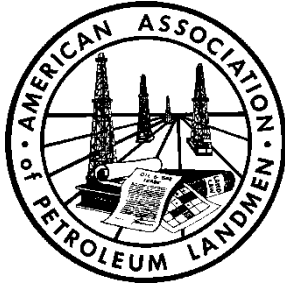




American Association of Professional Landmen (AAPL)
Executive Committee Officers, Directors, and Committee Chairs
Policy Manual

(Effective March 10, 2024)

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Policy and Procedure Manuals

This Policy Manual shall be approved and modified under the authority of the AAPL Board of Directors and shall be distributed to current members of the AAPL Executive Committee, Board of Directors and Committee Chairs and made available to any member.

Throughout this manual AAPL shall refer to not only the association, but its related entities.

A Procedure Manual shall be maintained and updated by the AAPL staff with consultation of the impacted committees or the Board of Directors depending on the scope of impact of any developed procedures. The procedure manual shall be distributed to current members of the AAPL Executive Committee, Board of Directors and Committee Chairs and made available to any member.

Introduction

This manual is intended to serve as a reference guide for AAPL Executive Committee, directors and national committees so they may effectively fulfill their functions, responsibilities and duties within their scope of authority under the Bylaws. It is anticipated this manual will be revised periodically to reflect changes in objectives of the organization. National committees will adhere to the AAPL Strategic Plan and the committee summaries as per the policy and orientation manuals for their direction and implementation of the appropriate action plans. Only **Active** members in good standing of AAPL may serve as an officer, director, AAPL national committee chair or AAPL national committee member.

Mission of the AAPL

Our mission is to promote the highest standards and ethics of performance for all land professionals and to encourage sound stewardship of all energy and mineral resources.

The Board of Directors shall adopt a comprehensive strategic plan to achieve this mission.

Indemnification

Each person who acts as a director, officer, or committee member of the Association shall be indemnified by the Association against any costs, expenses, and liabilities which may be imposed upon or reasonably incurred by them in connection with any civil or criminal action, suit, or proceeding in which they may be named as a party defendant by reason of any action alleged to have been taken or omitted by them in any such capacity; provided that in any case the right for indemnification herein provided for shall not extend to any costs, expenses, or liabilities imposed upon or incurred by any director, officer, or committee member of the Association in relation to matters as to which they shall be finally adjudged to be liable for gross negligence or willful misconduct in the performance of their duties as a director, officer, or committee member or to any sum paid by them to the Association in settlement of any action, suit, or proceeding based on their alleged dereliction of duty, unless settlement thereof or a plea of nolo contendere (or other plea of substantially the same import and effect) in the opinion of counsel for this Association appears to be in the interest of this Association, or the court in which the suit was brought shall determine upon application, that despite the adjudication, but in view of all the circumstances, they are fairly and reasonably entitled to indemnity for such expenses as the court shall deem proper.

The Association may pay in advance any expenses (including attorney's fees) which may become subject to indemnification, if the Board of Directors authorized the specific payment and the person receiving the payment undertakes in writing to repay, unless it is ultimately determined that they are entitled to indemnification by the Association under this provision.

The indemnification provided by this section shall not be exclusive of any other rights to which a person may be entitled by law, Bylaw, agreement, vote of directors, or otherwise.

The Association may purchase and maintain insurance on behalf of any person who holds or who has held any position as a director, officer, or committee member of the Association, against any liability incurred by them in any such position, or arising out of their status as such, whether the Association would have power to indemnify them against such liability under the provisions of this section.

Conflict of Interest and Disclosure

The purpose of the conflict of interest policy is to protect AAPL's interest when contemplating or entering into a transaction or arrangement that might benefit the private interest of an Executive Committee officer or director of the Association or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Procedures

Duty to Disclose

In connection with any actual or possible conflict of interest, a Board member, Executive Officer, Committee member or Committee Chair ("Volunteer Leader") must disclose the existence of the conflict and be given the opportunity to disclose all material facts to the Executive Committee considering the proposed transaction or arrangement.

1. Determine whether a conflict of interest exists.
2. After disclosure of the actual or possible conflict of interest and all material facts, and after any discussion with the potentially conflicted Volunteer Leader, they shall leave the Executive Committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Executive Committee members shall decide if a conflict of interest exists.
3. Procedure for addressing the conflict of interest.
 - a. A potentially conflicted Volunteer Leader may make a presentation at Executive Committee meeting, but after the presentation they shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - b. The Executive Committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - c. After exercising due diligence, the Executive Committee shall determine whether the organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Executive Committee shall determine by a majority vote of the disinterested officers whether the transaction or arrangement is in the Association's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter the transaction or arrangement.
4. Violations of the conflict of interest policy.
 - a. If the Executive Committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
 - b. If, after hearing the member's response and after making further investigation as

warranted by the circumstances, if the Executive Committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

5. Records of proceedings.
 - a. The minutes of the Executive Committee shall contain:
 - b. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Executive Committee's decision as to whether a conflict of interest in fact existed.
 - c. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.
6. Compensation
 - a. A voting member of the Board of Directors, Executive Committee, or Committee who receives compensation, directly or indirectly, from the Association for services is precluded from voting on matters pertaining to that member's compensation.
 - b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Association for services is precluded from voting on matters pertaining to that member's compensation.
 - c. No voting member of the Board of Directors, Executive Committee, or Committee or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.
7. Annual statements.
 - a. Each Director, Executive Committee officer and member of a committee shall annually sign a disclosure statement that:
 - b. Acknowledges that person has received, read and understands the conflict of interest policy;
 - c. Indicates that person has agreed to comply with the policy; and
 - d. Discloses any potential or actual conflicts of interest.
 - e. And shall be executed by each Board of Director, Executive Committee Officer, Director, Chair or Volunteer upon obtainment of role.

Conflict of Interest Policy & Acknowledgement

The Directors of the American Association of Professional Landmen have resolved that no member of the Board of Directors, Executive Committee members, or volunteer of AAPL or its entities (hereinafter referred to as AAPL) shall participate in any discussion or vote on any matter in which they or a member of their immediate family has a potential conflict of interest due to having material economic involvement regarding the matter being discussed. When such a situation presents itself, the person must announce their potential conflict, disqualify themselves, and be excused from the meeting until discussion has concluded on the matter involved. The Chair of the meeting shall make inquiry if such conflict appears to exist, and the director or volunteer has not made it known.

The undersigned below acknowledges and subscribes to this Conflict of Interest Policy and declares that to the best of their knowledge there presently exists no conflict of interest between the undersigned and AAPL, and should a conflict arise, such conflict will be brought to the attention of the AAPL President immediately.

AGREED TO AND ACCEPTED this _____ day of _____, 20__.

Print Name: _____

Signature: _____

Position: _____

AAPL Expense Reimbursement Policy

From the annual budget amount for travel AAPL will pay for the appropriate and reasonable AAPL business related travel expenses accrued by volunteers within the scope of this policy.

President

AAPL shall pay for all reasonable travel expenses incurred by the AAPL President during their term. The President's spouse may also accompany the President on official AAPL business trips with AAPL paying for their reasonable business expenses. It is anticipated that the events will include the Annual Meeting, the three Board meetings, visits to local associations, and no more than six additional meetings throughout the year. Additional trips may be approved by the Executive Committee.

Reimbursable expenses for travel shall include the following:

- Associated expenses for the day before, the day(s) of the meeting and the day following the meeting.
- Coach/Economy class airfare from home to meeting destination and return. If another method of public transportation is used, such as a train, the AAPL will reimburse for full fare up to the equivalent cost of a coach class airfare.
- If the President chooses to travel by automobile (personal or company), they will be reimbursed at the current IRS rate per mile to and from the authorized meeting up to the equivalent cost of a coach class airfare.
- Required transfers, such as taxicabs or rideshare services
- Customary tips such as skycaps and bellman.
- Hotel accommodations:
 - Single when traveling alone – double when traveling with spouse
 - Suite accommodations for quarterly directors' meetings and annual meeting
- AAPL business related meals/receptions.
- Use of rental car when circumstances warrant.
- Personal services such as valet and appropriate telephone calls while on AAPL business.

All President's expense reports will be submitted to the Treasurer. The Treasurer shall review the expense report as soon as is practicably possible, and at least within five business days, and then forward same to AAPL's Executive Assistant in an expedient manner to assure that the expense report(s) is reimbursed in a timely manner. In the event the Treasurer questions an expense item, the Treasurer will consult with AAPL's Finance Committee. If such discussion does not lend itself to a clear decision in the Treasurer's sole opinion, then the Treasurer shall order payment of the expense report, less the item in question, and shall thereafter seek a vote of the Finance Committee, exclusive of the President, either by telephone or at the next Finance

Committee meeting, regarding the reasonableness of such an expense item. In such an instance, a simple majority vote for or against the expense item prevails. In no event will the Treasurer allow more than 10 business days from the date payment is withheld to expire before soliciting a vote regarding a questioned item. In the event a telephone poll yields a no vote regarding a charge submitted by the President, then the President has the right to request reconsideration of such item(s) at the next Executive Committee meeting. In such a case, the questioned item(s) shall be taken to vote. The President will be excluded from the vote and a simple majority for approval or to reject the expense item prevails.

Reimbursement Procedures for AAPL Quarterly Board Meetings

Reimbursement for expenses incurred at an AAPL Quarterly Board Meeting is available to the following AAPL members in attendance:

- Executive Committee Officer(s)
- Directors appointed by a Local Association (or properly approved voting delegate)
- Committee Chair (or Assistant Chair attending for the Chair) or,
- Task Force Leader

Quarterly Board Meeting attendees eligible for reimbursement for expenses incurred, must attend the meeting in person, stay at the Host Hotel, and must complete and submit a written report to the attention of AAPL's Executive Assistant, due at least three weeks prior to each board meeting. **Non-Host Hotel receipts will not be reimbursed so long as rooms are available at the Host Hotel in the negotiated rate block of rooms.** Verification will be the Quarterly Board Meeting minutes and Host Hotel receipt. In the event that no rooms are available at the Host Hotel, non-Host Hotel receipts will be accepted so long as location and room rate of the non-Host Hotel has been approved by the EVP. The President, at his or her discretion, will have the ability to approve the reimbursement of expenses for those individuals attending as an eligible substitute and who did not receive ample time or notice in order to submit their quarterly reports.

The total amount of reimbursement will not exceed \$750.00 per Quarterly Board Meeting. If the receipts for the expenses incurred and submitted are less than \$750.00, then the total amount of the receipts for the expenses incurred will be reimbursed.

Executive Committee officer(s), Director (or properly approved voting delegate), Committee Chair (or Assistant Chair attending for the Chair) or Task Force Leader, who also hold another position eligible for reimbursement of expenses incurred, may submit not more than one Expense Report for any Quarterly Board Meeting.

The Expense Report shall be submitted for reimbursement no later than 30 days after the Quarterly Board Meeting to the attention of AAPL's Executive Assistant.

The Expense Report shall be filled out completely and correctly or it will be returned to the submitter for completion.

Reimbursement will be sent to the submitter within 30 days of submission.

Past Presidents, or other guests at the Quarterly Board Meeting, are not eligible for expense reimbursement unless the Past President is actively serving in the role of Director (or properly approved voting delegate), Committee Chair (or Assistant Chair attending for the Chair) or Task Force Leader at the Quarterly Board Meeting.

Anywhere "Quarterly Board Meeting" is referenced, then Board of Directors and Committee Chairs Orientation, typically held in August, shall also be included to ensure reimbursement eligibility.

Committee Assistant Chairs shall be eligible for reimbursement at the Board of Directors and Committee Orientation, regardless of if the Committee Chair attends as well. All other Quarterly Board Meetings shall be eligible for reimbursement to only the Committee Chair or Assistant Chair attending in place of the Committee Chair.

Reimbursement Procedures for Committees

Reimbursement for expenses incurred is available to the following Committee members in attendance at Board of Director, Ethics Committee, and Accreditation Committee meetings, or any other meetings approved in writing for reimbursement by the President:

- Executive Committee officer(s)
- Committee/Task Force Chair(s)
- All Members of the Ethics Committee
- Special Counsel attending
- Other members requested to attend by the President

The total amount of reimbursement will not exceed \$750.00 per committee meeting unless otherwise provided in these policies.

Executive Committee officer(s), Committee Chair and Special Counsel attending eligible for reimbursement of expenses incurred, may submit only one expense report for any committee meeting.

The expense report shall be submitted for reimbursement no later than 30 days after the committee meeting to the attention of AAPL's Executive Assistant and shall be sent either email or by mailing the report to the attention of AAPL's Executive Assistant, at 800 Fournier Street, Fort Worth, Texas 76102.

The expense report shall be filled out completely and correctly or it will be returned to the submitter for completion.

Reimbursement will be sent to the submitter within 30 days of submission.

Antitrust Compliance Policy

AAPL's mission is to promote the highest standards and ethics of performance for all land professionals and to encourage sound stewardship of all energy and mineral resources. In connection therewith, it is AAPL's undeviating policy to comply strictly with the letter and spirit of all federal and state trade regulations and antitrust laws. Any activities of AAPL or AAPL-related actions or communications of its Executive Committee, directors, committee chairs, committee members, Board of Directors, employees, or affiliated associations (all of the foregoing, collectively, "AAPL Parties") that violate these regulations and laws are detrimental to the interests and mission of AAPL and are unequivocally contrary to AAPL policy.

AAPL has a policy of strict compliance with federal and state trade regulations and antitrust laws. To ensure such compliance, AAPL Parties should avoid discussing certain subjects when they are together, both at formal AAPL membership, Board of Directors, committee, and other meetings, and in informal contacts with other industry members, and should otherwise adhere strictly to the following guidelines:

- **DO NOT** discuss prices, fees, or rates, or features that can impact (raise, lower, or stabilize) prices such as discounts, costs, salaries, terms and conditions of sale, warranties, or profit margins. Note that a price-fixing violation may be inferred from price-related discussions followed by parallel decisions on pricing by association members, even in the absence of an oral or written agreement. General oil and gas market comparables may be discussed and reported in AAPL publications.

- **DO NOT** agree with competitors as to uniform terms of sale, warranties, or contract provisions.
- **DO NOT** exchange data concerning fees, prices, costs, salaries, customer credit, or other business practices unless the exchange is made pursuant to a well-considered plan that has been approved by AAPL's legal counsel as being in compliance with this policy; and to the extent data is collected by AAPL or affiliated associations to create reports to be sent to AAPL's or such affiliated associations' membership to advance the best practices of the members, DO ensure that such reports (i) are based on data that is relatively old rather than current or forward-looking, (ii) present aggregated data, rather than identifying the data of individual members, (iii) include data from a large enough group of responders to ensure that individual member data cannot be easily discovered, and (iv) are justifiable as a program that can help members better serve their clients. AAPL may compile voluntary member compensation survey data and report compensation data in AAPL publications.
- **DO NOT** agree with competitors to divide up clients, markets, or territories.
- **DO NOT** agree with competitors not to deal with certain suppliers or others.
- **DO NOT** try to prevent a supplier from selling to your competitor(s).
- **DO NOT** discuss your clients with your competitors.
- **DO NOT** agree to any association membership restrictions, standard-setting, certification, accreditation, or self-regulation programs without the restrictions or programs having been approved by AAPL's legal counsel as being in compliance with this policy.
- **DO NOT** otherwise foster unfair trade practices or in any way violate federal or state trade regulations and antitrust laws.
- **DO** insist that AAPL meetings have agendas that are circulated in advance, that the actions taken at a meeting follow its agenda, and that minutes of all meetings properly reflect the actions taken at the meeting. All AAPL meetings generally should have written agendas prepared and circulated in advance.
- **DO** leave any meeting (formal or informal) where improper subjects are being discussed, and tell everyone why you are leaving.
- **DO** ensure that only AAPL staff sends out all written and electronic correspondence on behalf of AAPL and that AAPL Parties do not hold themselves out as speaking or acting with the authority of AAPL when they do not, in fact, have such authority.
- **DO** ensure that (i) if questions arise about the legal aspects of AAPL's activities under the antitrust laws, you report those questions to AAPL, and (ii) if questions arise about your individual responsibilities under the antitrust laws, you seek advice and counsel from your own legal counsel.
- **DO** ensure that speakers at educational activities, committees, and other meetings be informed of AAPL's antitrust compliance policy prior to giving their presentations.
- Regarding affiliated associations, **DO** ensure that your association has a similar antitrust policy in place to ensure compliance with federal and state trade regulations and antitrust laws by association officers, directors, committee chairs, members, and staff.

Whistleblower Policy

The American Association of Professional Landmen, Inc. and its related entities (herein known as AAPL) requires directors, Executive Committee, committee chairs, committee members, Board of Directors, and employees (collectively "AAPL Parties" or individually "AAPL Party") to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. All AAPL Parties must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Reporting Responsibility

This Whistleblower Policy is intended to encourage and enable all AAPL Parties to raise serious concerns internally so that AAPL can address and correct inappropriate conduct and actions. It is the responsibility of all AAPL Parties to report concerns about violations of AAPL's code of ethics or suspected violations of law or regulations that govern AAPL's operations.

No Retaliation

It is contrary to the values of AAPL for anyone to retaliate against any AAPL Party who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of AAPL. Any AAPL employee who retaliates against any AAPL Party who has reported a violation in good faith is subject to discipline up to and including termination of employment.

Reporting Procedure

AAPL has an open-door policy and suggests that all AAPL Parties share their questions, concerns, suggestions, or complaints with the Compliance Officer, who has the responsibility to investigate all reported complaints. If an AAPL Party is unsure whether a violation has occurred, the AAPL Party is urged to discuss the matter with the Compliance Officer immediately.

Compliance Officer

The AAPL's Executive Vice President is the Compliance Officer and is responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. The Compliance Officer will advise the Executive Committee of all complaints and their resolution and will report same to the Executive Committee at least quarterly and shall also report to the Treasurer and Chair of the Finance Committee on compliance activity relating to accounting or alleged financial improprieties. The Compliance Officer shall be responsible to the Board of Directors through the Executive Committee for all compliance matters.

Accounting and Auditing Matters

The AAPL's Compliance Officer shall immediately notify the Audit Committee/Finance Committee of any concerns or complaint regarding corporate accounting practices, internal controls or auditing and work with the committee until the matter is resolved.

Acting in Good Faith

Any AAPL Party filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Confidentiality

Violations or suspected violations may be submitted on a confidential basis by any AAPL Party. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Handling of Reported Violations

The AAPL's Compliance Officer will notify the AAPL Party who submitted a complaint and acknowledge receipt of the reported violation or suspected violation. All reports will be promptly investigated, and appropriate corrective action will be taken if warranted by the investigation.

Compliance Officer:

Executive Vice President of AAPL

info@landman.org or 817- 847-7700

Commitment to Diversity and Inclusion

Purpose

AAPL values the diversity of its members, leaders, volunteers, and staff. As an association, we strive to learn and grow by seeking to understand and accept each person for their own uniqueness and contributions. AAPL has committed to making diversity and inclusion a priority and ensures that all areas of the association welcome diverse individuals and their viewpoints because we know that together, we are better.

AAPL is committed to providing a professional environment that is free from harassment and discrimination in which all individuals, including employees, members, and volunteers, are treated with respect and dignity. Each individual has the right to be a part of a professional atmosphere free from unlawful harassment, discrimination, and retaliation.

This policy applies to conduct by employees, members, and volunteers of AAPL, including board, and committee members, and applies to complaints of harassment that involve employees, members, and volunteers of AAPL at all AAPL events including, without limitation, board and committee meetings, conferences, and all other AAPL programs and events.

In order to provide all participants at events, including members and other attendees, speakers, exhibitors, sponsors, employees, and volunteers, the opportunity to interact professionally and benefit from the event, AAPL is committed to providing a safe and productive environment free of discrimination, hostility, harassment, and retaliation based on race, color, religion, sex, sexual orientation, gender identity or expression, age, disability, marital status, citizenship, or any other characteristic protected by law.

AAPL has a zero-tolerance policy for discrimination, harassment, and retaliation and is committed to enforcing this policy at all AAPL events.

Equal Opportunity

AAPL's policy is to ensure equal opportunity without discrimination or harassment on the basis of race, color, religion, sex, sexual orientation, gender identity or expression, age, disability, marital status, or any characteristic protected by law. AAPL prohibits all such discrimination and harassment.

Harassment Defined

Harassment on the basis of any characteristics protected by law is strictly prohibited. Harassment includes verbal, written, or physical conduct that denigrates or shows hostility toward an individual on the basis of any of the above listed characteristics protected by law and that: (1) has the purpose or effect of creating an intimidating, hostile, or offensive environment; (2) has the purpose or effect of interfering with an individual's performance or ability to participate in AAPL events; or (3) otherwise affects an individual's ability to participate in AAPL events and activities.

Harassing conduct includes epithets, slurs, or negative stereotyping; threatening, intimidating, or hostile acts; denigrating jokes, offensive texts, and emails.

Sexual harassment means any unwelcome conduct, comment, gesture, or contact of a sexual nature, whether on a one-time basis or in a continuous series of incidents that might reasonably be expected to offend, embarrass, or offend an individual. Sexual harassment also includes any unwelcome sexual advances, requests for sexual favors, and other verbal or physical unwelcome conduct.

Prohibited Conduct

As a professional organization, AAPL is committed to diversity, equity, professional treatment of ideas, and respectful treatment of all members, volunteers, and employees at all AAPL events.

AAPL seeks to provide a professional atmosphere in which diverse participants may learn, network, and participate in an environment of mutual respect. Conduct that is prohibited includes:

- Harassment or intimidation based on race, color, religion, sex, sexual orientation, gender identity or expression, age, disability, marital status, citizenship, or any other characteristic protected by law
- Sexual harassment or intimidation, including unwelcome sexual attention, stalking, or unsolicited physical contact
- Harassment, intimidation, or coercion based upon a position as a board member, committee member or any position of influence
- Abusive, lewd, or threatening conduct
- Bullying, harassment or unprofessional conduct toward employees, volunteers, members, or other participants at AAPL events
- Physical violence or threats of violence
- Sexually charged communications or conduct

Reporting Acts of Discrimination, Harassment or Retaliation

AAPL cannot take action to stop conduct if it does not know of the conduct. AAPL encourages reporting of all perceived incidents of discrimination, harassment, or retaliation, regardless of the offender's identity or position. Individuals who believe they have been the victim of such conduct should report their concerns to the AAPL's Executive Vice President. In addition, AAPL encourages individuals to advise the offender that their conduct is unwelcome and to request that it be discontinued, if they feel comfortable so doing.

AAPL encourages the prompt reporting of complaints of concerns so that immediate action can be taken, if appropriate. An individual making a complaint is asked to complete the "Ethics Complaint" form through the AAPL website. Once the complaint is reported the Executive Vice President will adhere to the current process of referring any complaints to the Ethics chair who shall notify all members of the Ethics committee of the complaint.

In the event an individual feels that their physical safety is in jeopardy, AAPL encourages the individual to contact the appropriate law enforcement agency to make a report.

Any reported allegations of harassment, discrimination, or retaliation will be investigated promptly by the AAPL's Ethics committee.

Retaliation

Retaliation against an individual for reporting harassment or discrimination or for participating in an investigation of a claim of harassment or discrimination is a serious violation and is strictly prohibited. Acts of retaliation should be reported immediately and will be promptly addressed by the AAPL's Ethics committee.

Emergency Procedures

AAPL will ensure that there are clearly defined Emergency Procedures in place for all events.

Logo and Name Usage

The following logo and name usage guidelines have been created to ensure consistent usage of AAPL identity and protect the organization against misrepresentation through use of the AAPL logo.

Strict requirements govern the use of the AAPL name, identity, and logo. The AAPL name, identity, and logo may not be used in any way that is misleading. Unless specific written permission has been granted by AAPL, the AAPL name, identity, and logo may not be used in a manner that suggests or implies AAPL endorsement or approval of any person, product,

service, or activity. An individual who is in good standing with AAPL may, strictly consistent with these guidelines, use the AAPL name and logo, provided such use is in conjunction with the phrase “member of.”

AAPL materials, including those online, such as stationery, email, brochures, fliers, memos, etc., should comply with the AAPL Brand Guide as adhered to by AAPL staff. All uses of the AAPL name and logo are subject to the prior review and approval of AAPL Senior Management Team to ensure appropriate representation of the AAPL.

Affiliate Associations

To ensure compliance with the AAPL Bylaws, AAPL staff shall annually audit each AAPL affiliate to ensure that there is compliance with all requirements set forth to initially affiliate with AAPL. Should an affiliate no longer meet these requirements an affiliate shall have a 12-month period of time to cure their affiliation status. Should an affiliate fail to cure these requirements the Executive Committee shall review their affiliation status. Based upon this review the Executive Committee shall provide a recommendation to the Board to determine next steps if any. The Board of Directors shall retain the sole power to grant additional time to cure the status or to remove the affiliate status. In accordance with the AAPL Bylaws, a three-fourths (3/4) majority vote of those Directors in attendance is required to remove the affiliate status.

Directors from Affiliate Associations are expected to comply with all bylaws, policies, and procedures established by AAPL.

In the event two or more Affiliate Associations propose to merge, notice shall be provided to the Board of Directors three weeks prior to meeting. In accordance with the AAPL Bylaws, A three-fourths (3/4) majority vote of those Directors in attendance is required to remove the affiliate status of one or more of the Affiliate Associations and their subsequent Director (s). The now merged Affiliate Association shall only receive one Director position for the Board of Directors.

Membership Information and Privacy

The list of names, addresses, and other information regarding members is sensitive and therefore restrictions are placed upon the distribution of such lists. AAPL’s policy is to not sell or provide its membership list to anyone outside of AAPL. AAPL will provide an email list once a signed “limited use” statement has been received. All member lists will contain the following disclaimer:

Confidential and Privileged Information

This information is intended for the sole use of our members and is provided for the purpose of ensuring accurate contact information. The information is personal information that some AAPL members would not want used for any other purpose. It should not be copied or distributed to anyone unless it is for the purpose noted. Other uses of this information are a violation of AAPL Policy and could lead to sanctions by the Board of Directors.

Original Works and Intellectual Property

AAPL staff and volunteers (which may include Board, Committee, and Task Force members) who participate in the development, modification, and refinement of written, electronic and other materials in furtherance of AAPL purposes and mission (collectively, the “Intellectual Property”) must agree to and sign the following statement if requested by the Executive Vice President:

As a staff or volunteer of the AAPL who participates in the development, modification and refinement of written, electronic and other materials in furtherance of AAPL purposes and mission (collectively, the “Intellectual Property”), for good and valuable

consideration, I hereby completely, exclusively and irrevocably assign and agree to assign to AAPL in perpetuity ownership of all of the copyrights (and all rights subsumed thereunder) and other intellectual property rights in and to all of my contributions to the Intellectual Property (the "Contributions"), both those Contributions that have been made in the past and those that will be made in the future.

This policy is not intended to be used for any speaker or content provider who would negotiate and enter into an individual contract with AAPL.

Document Retention and Destruction Policy

Purpose

To ensure the most efficient and effective operation of AAPL, a Document Retention Policy ("DRP") should be initiated for headquarters and include the records of AAPL committees and task forces. The records of AAPL and its subsidiaries are important to the proper functioning of AAPL.

The records of AAPL, Inc., dba the American Association of Professional Landmen, its subsidiaries and affiliated companies, its Executive Committee, directors, committee chairs, committee members, Board of Directors, and employees (collectively and individually, as the case may be, "AAPL"), are important to the proper functioning of AAPL. The law and the bylaws of the companies, and other organization policies require AAPL to maintain certain types of corporate and other records, usually for a specified period of time. This document sets forth the document retention and destruction policies of AAPL, such policies being referred to herein as the "DRP". The DRP covers all records and documents, regardless of physical form, contains guidelines for how long certain documents should be kept and how records should be destroyed, which shall include the records of AAPL committees and task forces.

The DRP is designed to ensure compliance with the law and the bylaws of the AAPL, and other organization policies of AAPL, to eliminate accidental or innocent destruction of records and to facilitate the operation of AAPL by promoting efficiency and freeing up valuable storage space. The DRP shall be a stand-alone policy for internal use by AAPL which shall become part of the AAPL Board's Policy Manual. AAPL expects all Executive Committee officers, directors, committee chairs, committee members, Board of Directors, and employees (collectively "AAPL Parties" or individually "AAPL Party") to comply with the DRP.

1. In paragraph 7 below, AAPL has established a schedule for the retention of specific categories of records. Unless otherwise stated as being retained for a time period after expiration or termination, all remaining time periods run from the date of the record.
2. This DRP shall be administered by the Chief Accounting Officer of AAPL. The Executive Committee of AAPL is authorized to modify or amend this DRP from time to time, including the identity of the person authorized to administer the DRP, to ensure compliance with applicable laws and the bylaws and policies of the organization.
3. This applies to original paper documents, paper copies, and electronic files.
4. This also applies to electronic documents, electronic data, email, computer disks, tapes or other forms of storage media used for retention. Electronic documents will be retained as if they were paper documents. Therefore, any electronic documents will also be maintained for the amount of time specified for the equivalent paper document.
5. Documents related to each subsidiary, affiliate or trust shall be maintained separate and apart from other subsidiaries, affiliates or trusts of AAPL, and shall be clearly labeled and identified. Documents may be maintained in paper or electronic form, except that where retention of the original is of legal significance then the original paper deed shall be retained for the applicable period of time (e.g., deeds, releases of lien, corporate formation

documents, contracts, etc.)

6. **IMPORTANT:** The Executive Vice President may issue a Notice of Legal Hold, from time to time, which shall suspend any time periods or schedules set forth in this Policy as such relate to the subject matter of the Notice of Legal Hold. The Notice of Legal Hold shall be issued in the event of potential litigation, litigation, or a government investigation of any type, or as deemed necessary by the Executive Vice President with concurrence of the President and shall remain in effect until revoked by official notice.
7. The Notice of Legal Hold or the revocation of such shall be sent to all officers, directors, committee chairs, committee members, Board of Directors, and employees of the AAPL via email or other written means and shall clearly state the subject matter to which it applies. In particular and whether or not a Notice of Legal Hold has been issued:
 - No document shall be destroyed, and a document shall be retained, if AAPL is served with a subpoena or request for production of such document.
 - No document shall be destroyed, and a document shall be retained, if AAPL has been sued or threatened with litigation, or audited, or is the subject of, or threatened with, an audit or other investigation relating, directly or indirectly, to such document.

In the above circumstances, legal counsel for AAPL shall be consulted for advice and instructions, and AAPL Executive Committee officers, directors, committee chairs, committee members, Board of Directors, and employees shall aid and assist in compliance with such instructions.

8. Records Retention Schedule -- Documents, Categories, and Retention Periods:

AAPL Corporate Records Pursuant to Texas Law

| | |
|-----------------------------------|------------------------|
| Books and records of accounts | Permanent ¹ |
| Annual Meeting Minutes | Permanent |
| Board of Director Meeting Minutes | Permanent |

Other AAPL Corporate Records

| | |
|--|-----------|
| Certificate of Formation (Articles of Incorporation) and any restatements of or amendments to same | Permanent |
| Bylaws and any restatements of or amendments to same | Permanent |
| List of the names and business addresses of the current and past directors and officers | Permanent |
| Board or Committee Actions, Consents, Policies, or Resolutions | Permanent |
| Notices of Meetings of Members (Annual Meeting) | Permanent |
| Notices of Meetings of Directors | Permanent |
| Policy Manual and any amendments to same | Permanent |
| Construction Documents | Permanent |
| Annual Reports to or any other filings with any Secretary of State/Attorney General | Permanent |

¹ "Permanent" document retention may refer to equivalent electronic versions or copies of original paper documents in lieu of hard copy permanent retention in accordance with Policy electronic archival retention.

| | |
|--|---|
| Any application for registration or application for certificate of authority, or other similar document, and any resulting registration or certificates as a foreign entity in any states other than Texas | Permanent |
| Real Property instruments | During the term of ownership by AAPL plus 4 years |
| Contracts and Agreements not otherwise listed | 5 years from full performance |
| Ethics Committee minutes, complaints, actions, recommendations and related Board of Director votes, and publications of reprimand or ejection | Permanent |

Corporate Accounting and Tax Records

| | |
|---|-----------|
| Annual and any interim statements of assets and liabilities | Permanent |
| Audits | Permanent |
| Depreciation Schedules | Permanent |
| General Ledgers | Permanent |
| IRS 990 Tax Returns | Permanent |
| Fixed Asset Records | Permanent |
| State Sales Tax Correspondence | Permanent |
| Business Expense Records | 7 Years |
| IRS 1099s | 7 Years |
| Journal Entries | 7 Years |
| Invoices | 7 Years |
| Sales Records | 7 Years |
| Receipts | 7 Years |

Bank Records

| | |
|------------------------------------|-----------|
| Check Registers | Permanent |
| Bank Deposit Slips | 7 Years |
| Bank Statements and Reconciliation | 7 Years |
| Electronic Fund Transfer Documents | 7 Years |

Payroll and Employment Tax Records

| | |
|--------------------------------|---------------------------|
| Payroll Registers | Permanent |
| State Unemployment Tax Records | Permanent |
| Earnings Records | 7 Years After Termination |
| Garnishment Records | 7 Years After Termination |
| W-2 Statements | 7 Years After Termination |
| Payroll Tax returns | 7 Years |

Employee Records

| | |
|--|----------------------------|
| Records and materials related to applicants not hired (job applications, resumes, records relating to refusals to hire, advertisements about openings) | 3 Years |
| Employment and Termination Agreements | Permanent |
| Retirement and Pension Plan Documents (including any ERISA materials) and Consolidated Omnibus Budget Reconciliation Act (COBRA) records | Permanent |
| Records relating to hiring, selection, promotion, benefits & policies, demotion, discipline, requests for accommodation, dates of Family Medical Leave Act (FMLA) leave, training records, incentive plans, merits systems, seniority systems, disputes (including records of resolution, wage charges, EEOC charges, other actions), or discharge | 7 Years After Termination |
| Accident Reports and Workers' Compensation Records (including records of occupational injuries and illnesses, records of exposure to toxic substances, medical exams, and material safety data sheets) | 30 Years After Termination |
| Documents related to drug and alcohol testing | 7 Years After Termination |
| Records on which wage computations are based (e.g., time cards, wage rate tables, salary schedules, work and time schedules) | 7 Years After Termination |
| I-9 Forms | 3 Years After Termination |

Legal, Insurance, Safety, Regulatory and Other Records

| | |
|---|---|
| Opinion Letters | Permanent |
| Appraisals | Permanent |
| Copyright Registrations | Permanent |
| Environmental Studies | Permanent |
| Liability Insurance Policies | 5 Years After Expiration or Termination |
| Stock and Bond Records | Permanent |
| Other contracts or agreements not addressed above or below and related correspondence | 7 Years After Expiration or Termination |
| Correspondence (general, including electronic mail) | 3 Years |

9. Electronic mail or email messages required to be **retained**:

- Some email messages will constitute valid record types that are reflected on the Records Retention Schedule. Such emails may include official AAPL records that must be retained in the regular or normal course of business to comply with statutes, laws, rules, regulations, or contractual matters. Email messages or correspondence that constitutes records to be retained shall (i) be printed and placed in the appropriate file or (ii) moved to an archive computer file folder in accordance with the following protocol or

- as otherwise directed by the Information Systems manager.
- Unless otherwise instructed, please retain emails identified in the Records Retention Schedule as follows:
 - Create local drive sub-folders for the storage of such email messages that are relevant to performance of your position. Email messages aged beyond the applicable retention period should be regularly moved to an archival drive.
 - Notify the authorized administrator of any new email-based or other record types that need to be included on the Records Retention Schedule.
 - Do not destroy, alter, hide, or otherwise conceal email messages, including attachments, which are placed on a “hold.”
 - When you change positions, review your email account to ensure that all messages subject to retention under applicable Record Retention Policy and Records Retention Schedule are retained. Messages needed by your successors should be transmitted to them in an appropriate form.

10. Electronic mail or email messages required to be **destroyed**.

Email messages that do not constitute valid record types reflected on the Records Retention schedule shall be destroyed within one year from the date such email was sent or received. Backup and recovery methods will be tested on a regular basis.

If an AAPL Party has sufficient reason to retain an email message, the message should be printed in hard copy and retained in the appropriate file or moved to an archived computer file folder in accordance with the archival policies contained herein.

11. Document Destruction

Documents should be routinely scheduled for destruction following the specified retention period. AAPL management shall schedule routine document destruction events not less often than annually. All Executive Committee officers, directors, committee chairs, committee members, Board of Directors, and employees shall cooperate with and assist in routine document destruction efforts.

If a Document or Record is not described on the Records Retention Schedule, it shall be destroyed within one year from date of such Document or Record.

The Board of Directors

Purpose

- The Board acts as the governing authority for the organization.
- Provides organizational accountability and provides general oversight.
- Provides a platform for cross association discussion and engagement.
- Facilitates communication between the AAPL and Affiliated Associations.

Policies

The Board of Directors shall be composed of elected Executive Committee officers of the Association, the Immediate Past President, and one director who represents each affiliated local association except Canada, which shall be allowed two directors.

The Board of Directors (“Board”) is responsible for the governance of AAPL within the scope of the bylaws. Governing policies are to be reviewed and modified by the Board, as necessary, to keep current with changing conditions and to accomplish the objectives of AAPL.

The Board has the sole power to seat or reject any director nominated by a local association. Before a director may be officially seated and vote, the director must attend at least one orientation session. A substitute director (substituting for one meeting only) is exempt from the

orientation; however, in order to be seated, the substitute director must be designated as such, in writing, by the president of the local association prior to the commencement of the board meeting; and must be an Active member of AAPL.

Each director may confer with the Executive Committee of their respective affiliated association to represent their affiliated association on the Board, enhance relationships between AAPL and the affiliated associations to secure nominations for AAPL Executive Committee officers and special award candidates from their local association. However, while serving in Board capacity, each director has a fiduciary responsibility to AAPL and its members.

Approves the annual AAPL budget. Reviews the budget quarterly. Approves all expenditures not included in the annual budget.

Each director has the opportunity to make an oral report to the Board. Each director shall be provided the opportunity to supply a written or email report to AAPL headquarters, due at least three weeks prior to each board meeting. These reports should reflect the consensus of the general membership of their local association as to the policies and programs of AAPL. It should also inform the Board of the local's activities that may be of interest to the Board.

Each director is responsible for arranging, if their local association requests, for an annual visit of one or more of the Executive Committee officers of AAPL to their local association.

Each director is responsible for making a report - either written, oral or both - to their local association at least once after each AAPL quarterly Board of Directors meeting to convey the considerations and actions taken by the Board.

The Executive Committee

Policies

The Executive Committee consists of all elected officers and the Immediate Past President of AAPL.

The Executive Committee is responsible for conducting the business of AAPL between meetings of the Board.

The Executive Committee may approve temporary policy changes between meetings of the Board. To remain in effect, temporary policy must be presented to and approved by the Board at the next regularly held meeting.

The Executive Committee is authorized to meet electronically and conduct votes via electronic means and shall keep a written record of all such meetings and votes.

The Executive Committee shall present a draft of the recommended annual budget not later than the June board meeting.

As prescribed in Article XVII, Section 5 of the Bylaws, the Executive Committee serves as final authority involving appeals of ethics and certification matters.

Executive Committee members serve as liaisons to committees as appointed by the President. In acting as liaisons, the Executive Committee member serves as an ex-officio member of such committee(s) and reports to the Executive Committee on the status of each committee.

The Executive Committee shall conduct an annual orientation program for incoming AAPL officers, directors and committee chairs not less than prior to the first quarterly board meeting each year.

President

(REVISED MARCH 10, 2024)

Policies

The President provides administrative oversight of the management of the Association.

The President shall maintain that all committees have Chairs. As soon as practical after the certification of the results of the election, the President-elect shall appoint the chair and shall approve the members of all committees who are to serve during the ensuing year, except for the assistant chair of each committee, who shall be appointed by the First Vice President.

Committee members other than the chair and vice chair shall be appointed to three-year terms, or to fill the remaining term of a vacancy. The President-elect shall, if practical, advise all appointees for committee chair and assistant chair thirty (30) days prior to the annual meeting of Members and announce all such appointments at the annual meeting of the AAPL Members, which announcement may be by publication. The appointment of chair and members of committees shall be effective as of July 1 of the year of such appointment.

While typically, the Assistant Chair/Assistant Chairs become the Chairs in year following their term as Assistant Chair, if for any reason a Chair is vacated, a successor Chair should be appointed by the President within 30 days. It is strongly recommended that the president confer with the First Vice President regarding the naming of the Assistant Chair. Committee chairs shall submit their appointed committee members to the President and may confer with the President to fill the vacancies that occur within the committees during the fiscal year. The President shall have authority for filling committee vacancies that remain for 30 days (i) after the beginning of the fiscal year; or (ii) after a vacancy arises during the fiscal year. The President may attend and participate in any committee or task force as a non-voting member.

The President appoints an appropriate member of the Executive Committee as liaison for each committee.

The President selects the site, the date and develops the agenda for meetings of the Board and Executive Committee and presides as Chair at such meetings.

The President presides as the Chair at the Annual Business Meeting of the membership.

Upon invitation, the President shall visit local associations for purposes of consultation, inspiration, personal contact, sociability, the promotion of a closer relationship between the local associations and AAPL, and to inform local members of the objectives and accomplishments of AAPL.

The President serves as the principal spokesperson of AAPL to the public, press, industry, other associations and the government.

In addition to the usual standing committees, the president may appoint any committee or Task Force deemed necessary or convenient.

The President may create or terminate any task force or revoke any appointment of which the President had the sole power and authority to create.

First Vice President, Second Vice President, Third Vice President

Policies

The vice presidents of AAPL shall assist the President, when requested, to carry on the business of AAPL and represent the President in personal contacts with the local associations, other associations, the public, industry, the press and government.

In the absence of the President, the First Vice President shall succeed to all the powers and duties as outlined in the bylaws.

In the absence of the President and the First Vice President, the Second Vice President shall succeed to all the powers and duties as outlined in the bylaws.

In the absence of the President, the First Vice President, and the Second Vice President, the Third Vice President shall succeed to all the powers and duties as outlined in the bylaws.

The First Vice President, Second Vice President, Third Vice President are members of the Board and the Executive Committee.

The First Vice President serves as:

- The Chair of the Finance Committee
- The Chair of the Strategic Planning Committee

The First Vice President appoints the Assistant Chairs for all AAPL committees after consultation with the President and incoming committee chairs.

The Second Vice President shall (i) serve as Assistant Chair of the Board of Trustees of the Landman Scholarship Trust, (ii) serve as an advisor to NAPE on behalf of the Executive Committee, and (iii) perform such other duties as the President shall direct. The person elected to the position of Second Vice President further agrees that upon the expiration of the term as Second Vice President, such person shall act as Chair of the Landman Scholarship Trust for a term of one year and upon the expiration of such term, to act as Immediate Past Chair for a one-year term.²

The Third Vice President shall (i) serve as the Vice President of the AAPL Educational Foundation, (ii) serve as advisor to the AAPL staff on behalf of the Executive Committee, and (iii) perform such other duties as the President shall direct. The person elected to the position of Third Vice President further agrees that upon the expiration of the term as Third Vice President, such person shall act as President of the AAPL Educational Foundation for a term of one year and upon the expiration of such term, to act as Immediate Past Chair for a one-year term.³

Treasurer **Policies**

The Treasurer is responsible for review of the financial records, investment funds and assets of AAPL as required to ensure a high level of confidence among the membership in AAPL's finances. The Treasurer shall work closely with the EVP to develop long range financial goals for AAPL.

The Treasurer serves as:

- A member of the Finance Committee
- Treasurer for the AAPL Educational Foundation, Inc.
- Treasurer for the Board of Directors of the Landman Scholarship Trust

The Treasurer shall review and approve expense accounts for the President and the Executive Vice President.

With the Executive Vice President and the First Vice President, the Treasurer shall develop the budget for review and approval of the Finance Committee.

² Subject to pending vote of bylaw amendment by the membership.

³ Subject to pending vote of bylaw amendment by the membership

Secretary

Policies

The Secretary is a member of the Executive Committee and the Board.

The Secretary shall record and distribute the minutes to the President and the Executive Vice President within four weeks of the conclusion of all regular and special meetings of the Board and the Executive Committee.

The Secretary shall certify the election of officers and all votes taken by the Executive Committee and the Board.

Immediate Past President

Policies

The Immediate Past President serves as:

- A member of the Executive Committee and Board.
- A member of the Strategic Planning Committee.
- May serve as Assistant Chair of the Nominating Sub-Committee, if so appointed by the current President.

Executive Vice President

The Executive Vice President (EVP) of the American Association of Professional Landmen (AAPL) shall be a full-time, salaried employee of AAPL, and shall meet the requirements of the job description provided in the AAPL Procedure Manual⁴. The EVP is responsible to the AAPL Board through its Executive Committee. In accordance with established policy, the employment or termination of employment of the individual filling the EVP position requires approval of the Board.

The EVP must abide by AAPL's Code of Ethics and Standards of Practice.

The EVP, working in close cooperation with the Board of Directors, the Executive Committee, Affiliated Entities, the committees, and task forces, is responsible for the general leadership, and achievement of short-term and long-term goals of AAPL pertaining to the overall operations, financial performance, human resources and growth.

EVP Duties & Responsibilities

Annual Performance Review

The EVP's performance shall be reviewed and evaluated annually by the President (with the advice of the First Vice President, the Immediate Past President, and the Executive Committee) at any Board Meeting. This shall include salary adjustments and/or bonus awards as determined to be appropriate from the review and evaluation. The EVP's annual performance review should be conducted not later than the date the Finance Committee submits its annual budget to the Executive Committee and the substance and results of such review shall be discussed in detail within the Executive Committee prior to recommending any adjustments to compensation or terms of employment.

EVP approves all personnel decisions and signs all contracts.

EVP Limitations

To ensure a highly productive organization AAPL utilizes a limitation approach in defining the roll of the EVP. The primary duty of the Executive Vice President is to enact the organization's

⁴The AAPL Procedure Manual is currently being drafted (as of 4.16.22)

strategic plan. To that end the Board of Directors authorizes the EVP to accomplish that task through any reasonable means except for the limitations set forth by this policy, unless approved by the Executive Committee. In a situation where this policy is in conflict with the Executive Vice President's personal service contract the personal service contract shall take precedence.

Global Executive Constraint

The EVP shall not cause or allow any organizational practice, activity, decision, or circumstance that is either unlawful, imprudent, or in violation of commonly accepted business and professional ethics and practices.

Treatment of Members

With respect to interactions with members or those applying to be members, EVP shall not cause or allow conditions, procedures or decisions that are unsafe, untimely, undignified, or unnecessarily intrusive.

The EVP shall not:

- Elicit information for which there is no clear necessity.
- Use methods for collecting, reviewing, transmitting, or storing member information that fail to protect against improper access.
- Fail to operate facilities with appropriate accessibility and privacy.
- Fail to establish with members a clear understanding of what may be expected and what may not be expected from membership services in accordance with Board policy.
- Fail to inform members of this policy, or to provide a way to be heard for persons who believe they have not been accorded a reasonable interpretation of their protections under this policy.

Treatment of Staff and Volunteers

With respect to the treatment of paid professional staff and volunteers, the EVP shall not cause or allow conditions that are unfair, undignified, disorganized, or unclear. The EVP shall have authority over all staff.

The EVP shall not:

- Operate without written personnel rules.
- Retaliate against any staff member or volunteer for nondisruptive expression of dissent.
- Fail to acquaint staff with the EVP's interpretation of their protections under this policy.
- Allow staff or volunteers to be unprepared to deal with emergency situations.
- Prevent employees from grieving to the Board when internal grievance procedures have been exhausted and the employee alleges that Board policy has been violated.

Financial Condition and Activities

With respect to the actual, ongoing financial condition and activities, the EVP shall not cause or allow the development of financial jeopardy or material deviation of actual expenditures from board priorities established in the strategic plan.

The EVP shall not:

- Expend more funds than have been received in the fiscal year without explicit Board approval.
- Incur debt other than reasonable trade credit utilized in the ordinary course of business.
- Use any long term reserves unless approved within the current annual budget or specifically authorized by the Executive Committee and subsequently ratified by the Board of Directors at the next occurring Quarterly Board Meeting.
- Fail to settle debts in a timely manner.

- Acquire, encumber, or dispose of real estate.
- Prevent or hinder any whistleblower from approaching the board with their concerns.

Asset Protection

The EVP shall not cause or allow corporate assets to be unprotected, inadequately maintained, or unnecessarily risked.

The EVP shall not:

- Fail to insure adequately against theft and casualty and against liability losses to board members, staff, and the organization itself.
- Allow unbonded personnel access to material amounts of funds.
- Subject facilities and equipment to improper wear and tear or insufficient maintenance.
- Unnecessarily expose the organization, its board, or staff to claims of liability.
- Fail to protect intellectual property, information, and files from loss or significant damage.
- Receive, process, or disburse funds under controls that are insufficient to meet the auditor's standards.
- Compromise the independence of the board's audit.
- Endanger the organization's public image, credibility, or its ability to accomplish objectives set forth in the strategic plan.
- Change the organization's name or substantially alter its identity in the community.

EVP Succession

In order to protect the Board in the event of sudden loss of EVP services, the EVP will not fail to assure that at least one other staff member is familiar with Board and EVP issues and processes and is capable of assuming EVP responsibilities on an emergency basis should the need arise. The Board of Directors may delegate the EVP role to another individual temporarily, if for any reason the EVP is absent for a period of time so the organization continues to function at a high level.

Communication and Support to the Board

The EVP shall not cause or allow the Board to be uninformed or unsupported in its work.

The EVP shall not:

- Allow the Board to be without decision information required periodically by the Board or let the Board be unaware of relevant trends.
- Let the Board be unaware of any significant incidental information it requires including anticipated media coverage and threatened or pending lawsuits.
- Allow the Board to be unaware that, in the Executive Vice President's opinion, the Board is not in compliance with its own policies, particularly in the case of Board behavior that is detrimental to the work relationship between the board and the Executive Vice President.
- Present information in unnecessarily complex or lengthy form.
- Allow the Board to be without a workable mechanism for official Board, officer, or committee communications.
- Deal with the Board in a way that favors or privileges any board members over others, except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the board.
- If submitting a consent agenda, fail to submit to the Board a consent agenda containing items delegated to the Executive Vice President yet required by law, regulation, contract, or Board policy to be Board-approved, along with applicable information reasonably necessary for the Board to make an informed decision.

EVP Contract Policy

The Chief Staff Officer of the AAPL is the EVP. Due to the nature of the position, this role may be coordinated through a negotiated long-term contract. Terms of the agreement are negotiated by the Executive Committee per AAPL policy and bylaw. This ensures that the EVP and AAPL treat each other consistently over the term of the agreement and the various administrations. Any changes (other than salary and bonus) to the contract approved by the Executive Committee will be summarized at the next ensuing board meeting following such changes. As in all personnel matters, the contract documents are considered sensitive and not to be published. Terms of the contract are open for review and discussion between any member of the Board of Directors with the Executive Committee and, if appropriate, may include the EVP, at a mutually agreed upon time but shall remain confidential at all time.

Committees and Appointed Representatives

Standing Committees

- Nominating Sub-Committee
- Ethics Committee
- Finance Committee
- Executive Committee

Committees

- Accreditation Committee
- Annual Meeting Committee
- Awards Committee
- Bylaws & Policy Manual Review Committee
- Council On Presidential Perspective (COPP)
- Certification Committee
- Certification Education Committee
- Education Committee
- Field Landman Committee
- Forms Committee
- Governmental Affairs Committee
- Investment Advisory Committee
- Membership Committee
- Mentorship Committee
- NAPE Operators Committee
- Publications Committee
- Strategic Planning Committee
- Technology Committee

Affiliated Entities

- NAPE EXPO, LP
- NAPE Advisory Board
- NAPE Management, LLC
- NAPE Expo Charities Fund
- Landman Scholarship Trust
- Educational Foundation, Inc

Industry Representatives

- Energy & Mineral Law Foundation
- GeoCare (Insurance)
- International Oil Scouts
- LSU Mineral Law Foundation
- OCS Advisory Board
- The Foundation (formerly Rocky Mountain Mineral Law Foundation)
- Southwest Land Institute

Standing Committees shall operate under a perpetual charter.

Committees created by the AAPL Board of Directors shall operate under a two-year charter. The Board of Directors shall review the charters of these committees during the March Board meeting in even numbered years and approve extensions. Should the Board not renew a committee charter that committee shall cease to exist and operate. The unwinding and transfer of information from these committees shall be handled under the prescribed procedures of the AAPL Procedure Manual. Other committees, and task forces can be created at the President's discretion.

Affiliated Entities are entities created by AAPL which are standalone entities with their own policies and governing bodies.

Policies

AAPL committees and task forces serve at the pleasure of the President to aid and assist them in carrying out their duties and responsibilities. The President shall be able to create or dissolve task forces as necessary. All other committees shall operate under a charter for the Board to review every two years.

All committee members and task force members including Chairs, Assistant Chairs and industry representatives are required to be Active AAPL members.

AAPL committee chairs, task force chairs and associated representatives are appointed by the AAPL President-Elect at least 30 days prior to the Annual Meeting of the membership. If a vacancy occurs, the AAPL President will name the Chair's replacement within 30 days.

AAPL committee Assistant Chairs are appointed by the First Vice President-elect after consulting with the President-elect prior to the Annual Meeting of the membership and by the First Vice President after consulting with the President, should any vacancy occur, after said Annual Meeting.

AAPL committee members are approved by the AAPL President after consulting with the following individuals:

- The outgoing committee chair
- The incoming committee chair
- The First Vice President

For continuity purposes, AAPL committee members shall be appointed for a three-year staggered term. Should a vacancy occur, the AAPL President shall appoint a replacement to fill the unexpired term.

Each AAPL committee chair will be responsible for maintaining, updating and administering the committee files (including minutes of all committee meetings) and will be responsible for delivering the current files to the next Chair prior to the orientation meeting in June of each year.

Committee chairs will submit to the president-elect on or before June 1st each year, a list of potential committee members.

If the AAPL President desires to form a task force or an ad-hoc committee, the President shall be responsible for establishing: 1) a purpose statement; 2) goals; 3) action plans; and 4) expected timelines for completion of the action plans.

- AAPL committee chairs and task force chairs shall report to an Executive Committee Liaison and coordinate committee plans, activities, budget requests and requested Board of Director's actions with said liaison.
- AAPL committee chairs (except the Nominating Sub-Committee) shall notify their ex-officio committee members of the date, time and place of each committee meeting. Ex-officio members of the committees may elect to attend and participate as time, budget and schedules allow.

Ex-officio members shall by default be non-voting members and include:

- AAPL Executive Committee Liaison
- AAPL President
- AAPL Executive Vice President

Each AAPL committee chair is required to make a quarterly written report for distribution to the AAPL Board of Directors.

Industry Representatives Policy

Industry organizations directly (e.g., OCS Advisory Board) or indirectly (e.g., International Oil Scouts) affiliated with AAPL will be allowed to have one or more representatives (“Industry Representatives”) participate in AAPL Board and/or other AAPL sanctioned meetings. These Industry Representatives may participate in AAPL meetings at the discretion of the President to aid and assist them in carrying out their duties and responsibilities. A decision by the President to invite an Industry Representative to participate in AAPL Board or other meetings shall be made by the President at any time during the term of the President and for a duration not to exceed the term of the inviting President.

The President will designate an AAPL Executive Committee member to be the liaison with the Industry Representative and their organization. This liaison will be responsible for maintaining a current contact list for the industry organization and their AAPL Industry Representative(s).

An Industry Representative must be an Active member of AAPL in good standing.

The selection of members in an industry organization will be in accordance with that organization’s charters or bylaws.

Should an Industry Representative be requested to attend an AAPL board meeting(s), they will be required to provide written reports similar in those submitted by Standing AAPL Committees as previously described herein. Any deviation from the reporting requirements outlined in this document will be coordinated with the appropriate liaison.

Accreditation Committee

Notwithstanding conflicting language within this, Accreditation Policy section, compared to other parts of the AAPL Policy Manual, in order to ensure a comprehensive policy to govern AAPL and the Accreditation Committee, the Accreditation Policy has been included as originally drafted. This Accreditation Policy section is adopted as of the approval date of the AAPL Policy Manual, but effective as to the specific dates cited within the section. Should conflicts occur within the Accreditation Policy and remaining Policy Manual document the Accreditation Policy shall prevail, but only as to its influence and effectiveness on the accreditation process and rules written therein.

(Approved June 15, 2016)

(REVISED – JUNE 21, 2017)

(REVISED – JUNE 20, 2018)

(REVISED – DECEMBER 15, 2019)

(REVISED – DECEMBER 10, 2021)

(REVISED – DECEMBER 11, 2022)

(REVISED – JUNE 13, 2023)

Purpose Statement

The mission of the Accreditation Committee (“AC”) is to evaluate existing degree programs, both undergraduate (“UDP”) and graduate (“GDP”), offered by universities associated with Landwork or complimentary to Land Professionals, that request and work through the current AAPL accreditation process (“Program(s)”). AC is to provide a recommendation to the AAPL Executive Committee (“ExCom”) for final determination. AC does not hold any authority for implementing or determining a program’s status; the Executive Committee maintains full authority for accrediting programs.

Goals and Objectives

1. Review eligible applications for accreditation within current undergraduate level and graduate level policies and application and determine viability for continuing the process.
2. Review and recommend necessary changes for general, undergraduate level and graduate level degree policies and applications in compliance with mission statement.
3. Prepare policy changes and incorporate into the AAPL Policy Manual.
4. Monitor and adjust committee membership to comply with stated goals and objectives.
5. Prepare and request a committee budget from the AAPL, Finance Committee or the Executive Committee as necessary to comply with the goals and objectives of the committee. Once approved, monitor income and expenses against the budget.
6. Expenses must meet existing AAPL guidelines, and each expense report should be provided directly to AAPL staff for processing.
7. Committee Chairman will coordinate the assignment of committee members to serve as a liaison to each accredited Program and approve of onsite visit participants
8. Provide accredited Programs with access to and assistance in utilization of the AAPL Ethics course, or any other AAPL offering into their curriculum.
9. Coordinate with the Landman Scholarship Trust ("LST") to provide the directors of accredited Programs an opportunity to network, discuss and share common problems and successes in their Programs.
10. Evaluate and establish a schedule for site visits to eligible Programs that have completed an application for accreditation
11. Annually review all accredited program curriculum and develop a standardized outline / update the outline of preferred courses and associated hours.
12. Coordinate with LST and Certification Committee to ensure benefits for students are communicated to all Program Directors simultaneously in each instance when substantive changes are made.
13. Coordinate with AAPL staff and leadership to establish a contact person at AAPL headquarters for all Program Directors and students.

Accreditation Committee and Executive Committee Interaction

1. Notice to ExCom: Upon completion of each program evaluation for Accreditation, a final report with the AC's recommendation will be presented to the ExCom. The AC Chairman, or a designated member of the AC, will present the recommendation and final reports to ExCom at a quarterly ExCom meeting.
2. Program Notification: Upon the final determination from the ExCom, the AC Chairman, or a designated member of the AC, will initiate notification to each Program, as necessary, of their accreditation status. The AC Chairman, or a designated member of the AC, will also advise the Program Director of any special issues or circumstances involved in the evaluation report or recommendation of the AC and/or Ex Com.
3. AAPL Board of Directors Notification: After the Program is notified then at the next quarterly board meeting the AC Chairman, or a designated member of the AC, will provide notification to the board of directors for immediate notification to each local association. This occurs at the board meeting immediately subsequent to Program Notification, approximately three (3) months after the determination is made by the ExCom.
4. Final Reports: All material received and produced by the AC during the research, on-site visit(s) and final report will remain confidential and will not be provided to a Program.

Reimbursement of Travel Expenses

Qualifying travel expenses (i.e.: airfare, personal mileage, taxi, or rental car, hotel accommodations, etc.) incurred by members of the Accreditation Committee on behalf of and in support of the Accreditation Committee are reimbursable up to \$750 per member per trip. Meals and entertainment are not considered qualifying travel expenses. Receipts evidencing such incurred expenses must be submitted in conjunction with the AAPL form expense report within thirty days of travel.

Liaison Reports

UDP and GDP liaisons will submit reports to the AC chairman at the beginning of each Fall Semester and at the end of each Spring Semester. The purpose of the report is to ensure that the liaison is communicating and interacting with the Program Director and students of the UDP or GDP. The report should also serve as an informal check that will alert the AC if UDP or GDP is not in compliance with Accreditation Standards. At a minimum the report should cover the following topics: Enrollment, Engagement with Students and Program Director, AAPL Student Membership and Accreditation Status. If the UDP or GDP is not in Full Accreditation Status, the report should also outline the progression of the UDP or GDP towards Full Accreditation Status.

Director on Campus

Each UDP and GDP shall require their Program Director to maintain a full-time presence on campus in order to foster student and faculty engagement and to represent the interests of the program within the College and within the University. If the Program Director is unable to meet this requirement, a co-director of the program may be appointed to maintain a full-time presence.

Advisory Board

Effective no later than June 30, 2020, Each UDP and GDP shall establish and maintain an advisory board that meets at least once per year to review issues each program may be facing. The advisory board, although not specifically required by this name, should include working professionals and be a cross-section of the disciplines taught in the UDP or GDP.

Diversity and Inclusion

AAPL is a diverse and inclusive organization where all members, whatever their race, ethnicity, gender, national origin, sexual orientation or identity, age, education, or disability feel valued and respected. AAPL is committed to a nondiscriminatory approach and provides equal opportunity for members and advancement in all AAPL programs, committees, meetings, and initiatives. AAPL is committed to be an organization that embraces the contributions of all members and is fair and respectful to all. AAPL welcomes differences and ensures that all voices are valued and heard. AAPL is committed to continual assessment and lasting structural change that support a diverse and inclusive organization.

During the accreditation process, AAPL encourages applicant programs to highlight their Diversity and Inclusion efforts.

AAPL Horizon Student Awareness Initiative:

The purpose of the AAPL Horizon Student Awareness Initiative (formerly Blankenship Student Awareness Initiative) (“Initiative”) is to promote the energy industry and the land profession to students as they choose their career path and support the AAPL accredited programs to recruit and retain students. The Initiative is a sub-committee of the AAPL Accreditation Committee and comprised of past recipients of the Mary K. Blankenship Horizon Award and other AAPL active members at the discretion of the Accreditation Committee Chair. The sub-committee will present the Initiative’s proposed annual budget to the Accreditation Committee for approval prior to the Accreditation Committee’s annual budget request to AAPL. Funding for the Initiative’s efforts will

be a combination of approved grants from the AAPL Educational Foundation, and the amount designated and approved in the AC annual budget. The AAPL marketing staff will support the Initiative's activities and will include recognition of the AAPL Educational Foundation and the Initiative in appropriate marketing materials.

AAPL Accredited Program Director

The AC established the AAPL Accredited Program Director of the Year Award in 2022 to recognize and celebrate a Program Director from one of the AAPL Accredited Programs. Specifically, the selected Program Director will be a supporting and enthusiastic leader for their Accredited Program.

Confidentiality

It is the policy of the AC that committee members and AAPL staff and any party with access to information related to the AC will not disclose confidential information belonging to or obtained through their affiliation with the AC or to any person, including their relatives, friends, business, and professional associates, unless the AC has authorized the disclosure. This policy is not intended to prevent disclosure where disclosure is required by law.

Confidentiality is the preservation of privileged information. AC members and other volunteers are cautioned to demonstrate professionalism, good judgment, ethics, and care at all times in handling any information related to the AC to avoid unauthorized or improper disclosures of confidential information.

While AC members are expected and encouraged to discuss AC information with one another and targeted publics, they shall not report opinions expressed in meetings, nor shall they report independently on AC action, or engage in communication that has not been approved by the Chair of the AC or that would not be supported by AC policy, procedures, or decisions.

At the end of the AC member's term or upon his/her retirement, resignation, or removal from the AC, he/she shall return, at the AC's request, all documents, papers, applications, and other materials, regardless of medium, which may contain or be derived from confidential information in his/her possession.

Undergraduate Level Degree Program

The Accreditation Committee ("AC") of the American Association of Professional Landmen ("AAPL") will review all proposed eligible programs offering studies in Petroleum Land Management, Energy Management, Energy Commerce, Natural Resource Management and/or similar programs with an emphasis on the Land Profession, (an Undergraduate Degree Program, hereinafter referred to as "UDP"), requesting AAPL accreditation and provide its recommendation for final determination concerning the proposed UDP under current AAPL guidelines to the Executive Committee ("ExCom"). Registered students of an UDP that maintains Provisional Accreditation Status or Full Accreditation Status as defined in this Policy Statement shall be eligible for individual AAPL Student Memberships (subject to AAPL's approval of such individual Student Membership application form), AAPL seminar and educational offerings, AAPL Landman Scholarship Trust ("LST") awards, and accelerated experience credits toward the following AAPL certifications: Registered Professional Landman ("RPL") and Certified Professional Landman ("CPL").

The AC shall utilize the criteria set forth in the AAPL Application for Accreditation of UDP and this UDP Policy Statement to evaluate an eligible UDP for accreditation and ensure compliance with current AAPL policy and guidelines. The AC shall provide the AAPL Executive Committee ("ExCom") with a recommendation for final determination of an eligible UDP application based on the AC's evaluation of the UDP qualifications. The AC does not hold authority for implementing or determining status of a UDP; the Executive Committee maintains full authority

for accrediting programs.

Key Functions and Consideration Points:

1. Candidacy Accreditation Status
2. Provisional Accreditation Status
3. Probation Accreditation Status
4. Full Accreditation Status
5. Waiver
6. Final Recommendation to ExCom
7. Market Conditions / State of the Industry
8. Systematic Approach
9. On-Site Evaluation
10. AAPL Membership
11. Application
12. Curriculum Delivery
13. Student Engagement
14. Degree Program Pursuit Requirements
15. Material Change Notification
16. Enrolled Students
17. Outstanding Graduate Award
18. Annual Requirements

1. Candidacy Accreditation Status

To assist a non-accredited UDP prepare for the accreditation process, the AC has developed a Candidacy Accreditation Status. The purpose of the Candidacy Accreditation Status is to establish stable, constructive, ongoing, and helpful partnerships between the AAPL and institutions working toward becoming accredited by the AAPL. **However, Candidacy Status does not signify that future accreditation status will be granted.** To achieve Candidacy Accreditation Status, a UDP must meet all eligibility requirements set out in this Policy Statement including: 1) be in existence with enrolled students for at least one academic year, 2) submit a current, completed AAPL Application for Accreditation of UDP, 3) submit the required non-refundable application fee and 4) any additional information the AC has determined should be submitted therewith. After AAPL has received the completed AAPL Application for Accreditation of UDP, the non-refundable application fee, and the AC determines eligibility, the AC has up to one (1) year to review the application and provide a determination to the ExCom. The AC may conduct an on-site visit to the UDP during the Candidacy Accreditation Status. The AC will evaluate all material created from, for, or by the AC and UDP, including the report from the site visit, and provide a recommendation for a final determination to the ExCom for a vote on the UDP's application in accordance with the Policy Statement. If approved for Provisional Accreditation Status, the UDP will immediately proceed into a twenty-four (24) month Provisional Accreditation Status from the date of approval, to be followed by the initial five (5) year accreditation period, if the UDP successfully completes the Provisional Accreditation Status. If accreditation is not granted, the UDP may retain its Candidacy Status for one (1) additional year by paying another application fee and continuing constructive communication working through the application and Candidacy Accreditation Status in a good faith effort to become a fully accredited UDP.

Although it is the hope that an applicant UDP in Candidacy Accreditation Status will work through the process, be approved, and ultimately move to Provisional Accreditation Status, the ExCom has complete authority to return the UDP to Candidacy Accreditation Status at any time and for as long as the ExCom so chooses. A recommendation from the AC is not required.

At any time that a UDP is categorized as having Candidacy Accreditation Status it may advertise such status as long as it is clear that the status is not permanent and is under review but may not be included in AAPL advertising as an Accredited Program.

At the conclusion of the Candidacy Accreditation Status, the UDP may be granted a two (2) year Provisional Accreditation Status approval from the AAPL.

2. Provisional Accreditation Status

At the completion of an UDP's application process through Candidacy Accreditation Status, after the AC has completed its review and report, officially makes a recommendation, presents to the ExCom, and the ExCom determines that the UDP should be moved from the Candidacy Accreditation Status to Provisional Accreditation Status then the UDP will be recognized as maintaining Provisional Accreditation Status. Once ExCom determines the new UDP has sufficiently met the criteria to become a fully accredited program, by meeting all criteria and guidelines, and the AC has evidenced same, the AC will recommend the UDP category be changed from Candidacy Accreditation Status to Provisional Accreditation Status, such approval shall be provisional for a period of twenty-four (24) months from the date of approval, which is considered an extended evaluation period. At the completion of this Provisional Accreditation Status, the AC shall confirm complete compliance with the current application and policy to ensure the UDP meets the guidelines set out by the AAPL and Accreditation Committee. A site visit may occur prior to the expiration of the Provisional Period to ensure the AC is confident of the merits of the UDP and to make a recommendation to the ExCom regarding the UDP's accreditation status. At the conclusion of the Provisional Accreditation Status, the UDP may be granted a five (5) year initial accreditation approval (Full-Accreditation Status) from the AAPL, subject to Reaccreditation.

Although it is the hope that an applicant UDP in Provisional Accreditation Status will work through the process, be approved, and ultimately move to Full Accreditation Status, the ExCom has the ability to return the UDP to Provisional Accreditation Status at any time and for as long as the ExCom so chooses. A recommendation from the AC is not required.

At any time that a UDP is categorized as having Provisional Accreditation Status, it may advertise such status as long as it is clear that the status is not permanent and is under review but may be included in AAPL advertising as an Accredited Program.

3. Probation Accreditation Status

At any time and for any reason during the accreditation process, by majority vote by the AC, the AC may recommend an UDP be placed on a one (1) year Probation Accreditation Status if the AC becomes aware of an UDP's failure to meet any guidelines set out in the current AAPL Application for Accreditation of UDP or the Policy Statement. Prior to the commencement of the Probation Accreditation Status, the AC shall conduct an investigation to determine whether the UDP is in compliance with current Accreditation guidelines and Policy Statement. In the event such investigation results in a determination the UDP has failed to meet such guidelines and Policy Statement, the AC will provide the ExCom with a detailed report and recommendation. Once the ExCom determines Probation Accreditation Status is appropriate, the AC will provide the results of the ExCom determination and any remedial requirements to the UDP. As part of the remedial requirements the UDP shall provide the AC with a detailed plan of action to correct any deficiencies. At the end of the Probation Accreditation Status, or at any time during the Probation Accreditation Status, if the AC is satisfied the plan of action has been accomplished, the Probation Accreditation Status may be terminated by the ExCom and the UDP will be reclassified as a fully compliant UDP and will be regrouped into the previous classification prior to the commencement of the Probation Accreditation Status. Subject to Article 5 below, failure of the UDP to comply with remediation, follow the recommendation set out by the AC or provide a

detailed plan of action shall disqualify the UDP, and result in the termination of its Probation Accreditation Status, and the UDP will no longer be recognized as an AAPL Accredited UDP. In the event the UDP desires to seek accreditation, it must re-apply for accreditation.

Although it is the hope that an applicant UDP in Probation Accreditation Status will work through the process, be approved for reinstatement into its previous classification, the ExCom has full authority to return the UDP to Probation Accreditation Status at any time and for as long as the ExCom so chooses. A recommendation from the AC is not required.

At any time that a UDP is categorized as having Probation Accreditation Status, it may advertise such status as long as it is clear that the status is not permanent and is under review but may not be included in AAPL advertising as an Accredited Program.

4. Full Accreditation Status

At the completion of an UDP's successful process through Provisional Accreditation Status, after the AC has completed its review and report, officially makes a recommendation, presents to the ExCom and the ExCom determines that the UDP should be moved from the Provisional Accreditation Status to Full Accreditation Status, then the UDP will be recognized as maintaining Full Accreditation Status. Once accreditation approval has been granted to a UDP, the UDP will be subject to the on-going accreditation review(s) currently scheduled to occur every five (5) years thereafter to ensure the UDP remains in compliance with the current AAPL guidelines, Application for Accreditation of UDP and the Policy Statement. The initial five (5) year accreditation will occur within five (5) years from the end of the Provisional Accreditation Status / at the beginning of the Full Accreditation Status. The AAPL Application for Accreditation of UDP, together with the then-current application fee, must be completed and submitted no later than six (6) months prior to the expiration of each successive five (5) year accreditation term. Upon submission, the UDP will be evaluated by the AC, and a recommendation will be provided to ExCom. The AC will utilize the current guidelines as set out in the AAPL Application for Accreditation of UDP, the General Policy Statement and UDP Policy Statement to evaluate each UDP. If a UDP is found to be deficient in one or more areas, the UDP may be placed on Probation Accreditation Status as outlined in Article 3 in order to allow the UDP to correct all such deficiencies. If corrected, the AC, in conjunction with the ExCom as set out in Article 3, may remove Probation Accreditation Status to said UDP. If all such deficiencies are not corrected within the allotted time, or a Waiver is not granted, then accreditation for said UDP may be terminated. The ExCom shall make the final determination on all applications for accreditation.

Although it is the hope that an applicant UDP in Full Accreditation Status will work through the process and maintain its Full Accreditation Status, the ExCom has full authority to return the UDP to any listed Accreditation Status within this Policy Statement at any time and for as long as the ExCom so chooses. The ExCom also maintains the ability to terminate any Accreditation Status completely and leave a UDP not accredited. A recommendation from the AC is not required.

At any time that a UDP is categorized as being Fully Accredited Status, it may advertise such status as long as it is clear that the status is not permanent, and it may be included in AAPL advertising as an Accredited Program.

5. Waiver

A waiver of specifically cited accreditation requirement(s) or guideline(s) may be granted by the AC, with notification to the ExCom, for a waiver of time not to exceed one (1) year. This waiver may be granted by a majority vote of the AC* and by providing detailed reason(s) as to the basis for the waiver with the listed requirement or guideline cited to the ExCom and the UDP.

Nothing precludes the AC from issuing waivers in successive order in multiple periods of time.

A waiver of specifically cited accreditation requirement(s) or guideline(s) may be granted by

ExCom, with required recommendation from the AC if the waiver exceeds one (1) year. This waiver may be granted by a majority vote of the AC* and approval by ExCom. This waiver must cite the requirement or guideline and details about the extenuating circumstance for the waiver. This waiver cannot be granted for a period beyond a UDP's current accreditation period.

* A majority vote will be a vote exceeding 50% of the committee members of the AC, not a simple majority quorum.

6. Final Recommendation to ExCom

The final determination for AAPL accreditation (and any category herein, including using waivers) of a UDP resides with ExCom. The AC is tasked with the granular, detailed review and evaluation of each respective UDP, and shall present its findings and provide recommendations to the ExCom for final determination. The AC is responsible for communicating the determination to each UDP and then the AAPL Board of Directors in this order.

7. Market Conditions/State of the Industry

Current market conditions at the time any application is submitted or process review occurring may not be a consideration point when evaluating a UDP seeking AAPL accreditation. Multiple approved UDP's in close proximity may be considered but cannot be the sole reason for the recommendation of a UDP to ExCom.

8. Systematic Approach

Each UDP applying for AAPL accreditation shall be reviewed in accordance with the current Policy Statement, guidelines, procedures, and application identified by the AC and in compliance with the current governing rules of the AAPL. The AC shall use the UDP Policy Statement, and the evaluation process approved by the AC to review and take a systematic approach to evaluating each UDP. The merits of each UDP shall determine the final recommendation by the AC to ExCom. The final determination of an applicant's accreditation lies solely with the ExCom.

9. On-site Evaluation

Each UDP submitting an application may be visited during Candidacy Accreditation Status, Provisional Accreditation Status, Probation Accreditation Status and/or Full Accreditation Status, and at any time during which a Waiver is currently active. The site visits ensure compliance of each UDP with the guidelines set forth in the current AAPL Application of Accreditation of UDP, UDP Policy Statement, and allows important time for the AC to meet with administration, faculty, students, alumni and/or industry supporters.

10. AAPL Membership

Students eligible for Student Membership are highly encouraged to join and maintain AAPL membership until graduation. Students who are not members of the AAPL will not be eligible for LST scholarship awards. This ensures students of UDP are bound by the AAPL Code of Ethics. Each UDP will receive no fewer than two (2) complimentary memberships to ensure that the director of each UDP will be a member of AAPL. The named director of each UDP is required to maintain AAPL membership and be bound by the AAPL Code of Ethics.

Student Members will have their Student Membership automatically renewed annually by a method determined by AAPL Staff. This renewal will be contingent upon re-affirmation that Student Members have been and are currently in compliance with the AAPL Code of Ethics and Standards of Practice, and they have not been convicted of a criminal offense classified as a felony.

An UDP must maintain at least 80% of its enrolled students as Student Members of AAPL. This Student Membership Ratio is simply the percentage of Student Members as confirmed by AAPL

divided by the then current number of enrolled students in the UDP. This information must be provided to AAPL annually. If at least 80% of the enrolled students are not Student Members then the AC will issue to the UDP an automatic written notification of non-compliance. This notification will include a 6-month cure period. If the UDP can provide evidence of meeting or exceeding 80% of the Student Member Ratio within the cure period, then the program will maintain Full-Accreditation Status. If the UDP does not provide evidence of meeting or exceeding 80% in the Student Member Ratio within the 6-month cure period, then the UDP will automatically be reclassified as maintaining Probation Accreditation Status. Notwithstanding Paragraph 3 and to clarify this Paragraph of Accreditation Policy, upon expiration of the 6-month cure period, if the UDP has not regained full-compliance then the UDP will immediately be reclassified into Probation Accreditation Status which will result in an immediate notification from AC to ExCom of the non-compliance and implementation of Probation Accreditation Status associated with the UDP, without a vote needed by ExCom. The initial written notification of non-compliance, reclassification of Probation Accreditation Status and any correspondence related to an UDP regaining full compliance is required to be provided by AC to ExCom.

Once a program meets or exceeds the 80% threshold then it may be reinstated by a majority vote of the Accreditation Committee and affirmative vote by ExCom at the next quarterly board meeting as set by AAPL.

11. Application

The AC may make changes to the AAPL Application for Accreditation of UDP at any time. The application must remain consistent with the current UDP Policy Statement and must be made public for all UDP's to view at any time.

A non-refundable application fee shall be due at the time of submission of the completed AAPL Application for Accreditation of UDP. The AC, with the approval of the AAPL Board of Directors shall establish the fee and make such fee known to the AAPL staff by providing information to an applicant. The non-refundable application fee is required to be submitted from an applicant in order to commence the Candidacy Accreditation Status and again each five (5) year increment during Full Accreditation Status. A fee is not required when UDP is applying to be reclassified from Provisional Accreditation Status to Full Accreditation Status, but some variation of application and on-site visit may be required. If a UDP is attempting to be removed from Probation Accreditation Status, then a fee may be due pending a recommendation from the Accreditation Committee.

An on-site visit is required to be completed in order to commence the Candidacy Accreditation Status and to maintain Full Accreditation Status within five (5) year increments. An on-site visit may be required by the Accreditation Committee when a UDP is attempting to be removed from Probation Accreditation Status.

When a UDP is in Full Accreditation Status or attempting to be reclassified from Provisional Accreditation Status to Full Accreditation Status the following must be provided to AAPL not less than six (6) months in advance of the termination of the current classification: 1) Application, 2) Fee and 3) Schedule on-site visit with the Accreditation Committee. Example: UDP must submit a new application, pay the fee and schedule the on-site visit with the Accreditation Committee no later than six (6) months prior to expiration of the current accreditation cycle. If an UDP does not complete all three requirements at least six (6) months in advance of the termination date of the current classification, it will automatically be placed on Probation Accreditation Status until after the review and determination by ExCom at the appropriate time for the reclassification cycle. The Accreditation Committee will notify an UDP and ExCom at the next AAPL quarterly board meeting if an UDP is placed on Probation Accreditation Status consistent with this provision.

12. Curriculum Delivery

The AC shall review each AAPL Application for Accreditation of UDP holistically. Each application shall be considered on its own merits, coupled with a thorough review, including a possible on-site evaluation with each UDP, to ensure the approved curriculum is being taught and delivered in a meaningful and prudent manner. UDP maintaining curriculum comprising a majority of on-line courses or non-classroom courses, is not eligible to apply for AAPL Accreditation. Curriculum Delivery is an important factor in the accreditation process as it disqualifies certain programs from being eligible for review for AAPL accreditation.

13. Student Engagement

An UDP is required to establish and maintain a student managed student association. The curriculum of the UDP and the demographic data of each class shall drive requirements associated with student engagement. Generally speaking, a local association will assist in ensuring the student association is flourishing. A letter from the local association is required during any application phase citing this commitment.

14. Degree Program Pursuit Requirement

An UDP must be a major associated with a four (4) year bachelor's degree program in either business, geology, petroleum engineering or any other four (4) year energy industry-based bachelor's degree program recognized by the AAPL. The four (4) year bachelor's degree program must meet the AC Mission Statement:

The mission of the Accreditation Committee ("AC") is to evaluate existing degree programs, both undergraduate and graduate, offered by universities associated with Landwork or complimentary to Land Professionals who request and work through the current AAPL accreditation process. The AC is to provide a recommendation to the AAPL Executive Committee for final determination. The AC does not hold any authority for implementing or determining a program's status; the Executive Committee maintains full authority for accrediting programs.

The AAPL Application for Accreditation of UDP shall include a reference example of existing UDP that maintain accreditation that details the curriculum in the following manner:

Show the total curriculum in one of three categories (sum equals all curriculum):

1. University required courses
2. College required courses
3. Degree required courses

Further, subcategorize the degree required courses into these categories (sum equals total degree curriculum-required courses):

1. Law
2. Geology
3. Engineering
4. Energy Management / Energy Commerce (similarly named/content)
5. Other required electives

The minimum number of Degree required courses that a UDP should maintain is 30 credit hours.

15. Material Change Notification

Should the UDP undergo any material modification since the last accreditation date, it is required and dependent upon the UDP to provide a Material Change Notification ("MCN") to the AC. At a minimum, this MCN should contain the modification, the reason for the modification, the effective date of the modification and any additional material that may be pertinent to the

modification to ensure the AC can review the change to the UDP appropriately and take appropriate action if necessary. The goal of the MCN is for the UDP to continuously communicate with AC to ensure the UDP's accreditation is not in jeopardy. The MCN should be sent to AAPL directly, c/o AAPL Executive Vice President. Examples may include, but are not limited to, curriculum changes, UDP name changes, Program Director changes, professor/faculty/administration changes, teaching/professor requirements, UDP associations and the UDP not maintaining any students in the UDP.

16. *Enrolled Students*

At any time while a UDP maintains AAPL accreditation status, should the number of enrolled students in the UDP drop to zero, the UDP shall immediately provide a MCN to AAPL. Should the UDP maintain zero students for three consecutive semesters then the UDP shall immediately and automatically be put on Probation Accreditation Status. Probation Accreditation Status shall be removed in accordance with paragraph 3 of this Policy. If a UDP is reclassified as Probation Accreditation Status and does not increase enrollment to more than zero students within one year of being put on Probation Accreditation Status the UDP shall immediately and automatically no longer be recognized as an AAPL Accredited UDP. In the event the UDP desires to seek accreditation, it must re-apply for accreditation.

17. *Outstanding Graduate Award*

In an effort to celebrate one outstanding UDP graduate annually, each Program Director must, unless a UDP does not maintain a qualified upcoming graduate, submit a nomination for Outstanding Graduate Award. Should a UDP qualify and not submit a nomination, it will be automatically reclassified to Probation Accreditation Status.

18. *Annual Requirements*

Each accredited UDP shall be required to provide a curriculum update, and other requested material, to the AAPL Accreditation Committee not less than once per year and not less than thirty (30) days in advance of the annual Landman Scholarship Trust meeting. This curriculum update should accurately reflect and match the data required in Article 14. A UDP that does not provide this material in time will automatically be reclassified as Probation Accreditation Status. The removal of Probation Accreditation Status and reclassification back under the previous category may only occur after an AAPL quarterly board meeting where the AAPL Accreditation Committee has notified ExCom.

Each accredited UDP shall be required to attend, in-person, the annual Landman Scholarship Trust meeting. Each Program Director shall designate a representative for their UDP should the Program Director be unable to attend. If the Program Director does not attend and does not send a representative, then the UDP will automatically be reclassified as Probation Accreditation Status. The removal of Probation Accreditation Status and reclassification back under the previous category may only occur after an AAPL quarterly board meeting where the AAPL Accreditation Committee has notified ExCom.

Graduate Level Degree Program

The Accreditation Committee ("AC") of the American Association of Professional Landmen ("AAPL") will review all proposed eligible degree programs offering studies with an emphasis on the Land Profession, (a Graduate Degree Program, hereinafter referred to as "GDP"), requesting AAPL accreditation and provide its recommendation for final determination concerning the proposed GDP under current AAPL guidelines to the Executive Committee ("ExCom"). Registered students of a GDP that maintains Provisional Accreditation Status or Full Accreditation Status as defined in this Policy Statement shall be eligible for individual Student Memberships (subject to AAPL's approval of such individual Student Membership application forms), AAPL seminar and educational offerings, AAPL Landman Scholarship Trust ("LST")

awards, and accelerated experience credits toward the following AAPL certifications: Registered Professional Landman (“RPL”) and Certified Professional Landman (“CPL”).

The AC shall utilize the criteria set forth in the AAPL Application for Accreditation of GDP and this GDP Policy Statement to evaluate an eligible GDP for accreditation and ensure compliance with current AAPL policy and guidelines. The AC shall provide the AAPL Executive Committee (“ExCom”) with a recommendation for final determination of an eligible GDP application based on the AC’s evaluation of the GDP qualifications. The AC does not hold authority for implementing or determining status of a GDP; the Executive Committee maintains full authority for accrediting programs.

Key Functions and Consideration Points:

1. Candidacy Accreditation Status
2. Provisional Accreditation Status
3. Probation Accreditation Status
4. Full Accreditation Status
5. Waiver
6. Final Recommendation to Ex Com
7. Market Conditions / State of the Industry
8. Systematic Approach
9. On-Site Evaluation
10. AAPL Membership
11. Application
12. Curriculum Delivery
13. Student Engagement
14. Material Change Notification
15. Enrolled Students
16. Annual Requirements

1. Candidacy Accreditation Status Period

To assist a non-accredited GDP prepare for the accreditation process, the AC has developed a Candidacy Accreditation Status. The purpose of the Candidacy Accreditation Status is to establish stable, constructive, ongoing, and helpful partnerships between the AAPL and institutions working toward becoming accredited by the AAPL. **However, Candidacy Status does not signify that future accreditation status will be granted.** To achieve Candidacy Accreditation Status, a GDP must meet all eligibility requirements set out in this Policy Statement including: 1) be in existence with enrolled students for at least one academic year, 2) submit a current, completed AAPL Application for Accreditation of GDP, 3) submit the required non-refundable application fee and 4) any additional information the AC has determined should be submitted therewith. After AAPL has received the completed AAPL Application for Accreditation of GDP, the non-refundable application fee, and the AC determines eligibility, the AC has up to one (1) year to review the application and provide a determination to the ExCom. The AC may conduct a site visit to the GDP during the Candidacy Accreditation Status. The AC will evaluate all material created from, for, or by the AC and the GDP, including the report from the site visit, and provide a recommendation for a final determination to the ExCom for a vote on the GDP’s application in accordance with the policy Statement. If approved for Provisional Accreditation Status, the GDP will immediately proceed into a twenty-four (24) month Provisional Accreditation Status from the date of approval, to be followed by a five (5) year accreditation period, if the GDP successfully completes the Provisional Accreditation Status. If accreditation is not granted, the GDP may retain its Candidacy Accreditation Status for one (1) additional year by paying another application fee and continuing constructive communication during the application and Candidacy Accreditation Status in a good faith effort to become a fully accredited

GDP.

Although it is the hope that an applicant GDP in Candidacy Accreditation Status will work through the process, be approved and ultimately move to Provisional Accreditation Status, the ExCom has complete authority to return the GDP to Candidacy Accreditation Status at any time and for as long as the ExCom so chooses. A recommendation from the AC is not required.

At any time that a GDP is categorized as having Candidacy Accreditation Status it may advertise such status as long as it is clear that the status is not permanent and is under review but may not be included in AAPL advertising as an Accredited Program.

At the conclusion of the Candidacy Accreditation Status, the GDP may be granted a two (2) year Provisional Accreditation Status approval from the AAPL.

2. Provisional Accreditation Status

At the completion of a GDP's application process through Candidacy Accreditation Status, after the AC has completed its review and report, officially makes a recommendation, presents to the ExCom, and the ExCom determines that the GDP should be moved from the Candidacy Accreditation Status to Provisional Accreditation Status then the GDP will be recognized as maintaining Provisional Accreditation Status. Once ExCom determines the new GDP has sufficiently met the criteria to become a fully accredited program, by meeting all criteria and guidelines, and the AC has evidenced same, the AC will recommend the GDP category be changed from Candidacy Accreditation Status to Provisional Accreditation Status, such approval shall be provisional for a period of twenty-four (24) months from the date of approval, which is considered an extended evaluation period. At the completion of this Provisional Accreditation Status, the AC shall confirm complete compliance with the current application and policy to ensure the GDP meets the guidelines set out by the AAPL and Accreditation Committee. A site visit may occur prior to the expiration of the Provisional Period to ensure the AC is confident of the merits of the GDP, and to make a recommendation to the ExCom regarding the GDP's accreditation status. At the conclusion of the Provisional Accreditation Status, the GDP may be granted a five (5) year initial accreditation approval (Full Accreditation Status) from the AAPL, subject to Reaccreditation.

Although it is the hope that an applicant GDP in Provisional Accreditation Status will work through the process, be approved and ultimately move to Full Accreditation Status, the ExCom has the ability to return the GDP to Provisional Accreditation Status at any time and for as long as the ExCom so chooses. A recommendation from the AC is not required.

At any time that a GDP is categorized as having Provisional Accreditation Status, it may advertise such status as long as it is clear that the status is not permanent and is under review but may be included in AAPL advertising as an Accredited Program.

3. Probation Accreditation Status

At any time and for any reason during the accreditation process, by majority vote by the AC, the AC may recommend a GDP be placed on a one (1) year Probation Accreditation Status if the AC becomes aware of a GDP's failure to meet any guidelines set out in the current AAPL Application for Accreditation of GDP or the Policy Statement. Prior to the commencement of the Probation Accreditation Status, the AC shall conduct an investigation to determine whether the GDP is in compliance with current Accreditation guidelines and Policy Statement. In the event, such investigation results in a determination that the GDP has failed to meet such guidelines and Policy Statement, the AC will provide the ExCom with a detailed report and recommendation. Once the ExCom determines Probation Accreditation Status is appropriate, the AC will provide the results of the ExCom determination and any remedial requirements to the GDP. As part of the remedial requirements the GDP shall provide the AC with a detailed

plan of action to correct any deficiencies. At the end of the Probation Accreditation Status, or at any time during the Probation Accreditation Status, or at any time during the Probation Accreditation Status, if the AC is satisfied the plan of action has been accomplished, the Probation Accreditation Status may end, and the GDP will be reclassified as a fully compliant GDP and will be regrouped into the previous classification prior to the commencement of the Probation Accreditation Status. Subject to Article 5 below, failure of the GDP to comply with the remediation, follow the recommendation set out by the AC or provide a detailed plan of action shall disqualify the GDP, and result in the termination of its Probation Accreditation Status, and the GDP will no longer be recognized as an AAPL accredited GDP. In the event the GDP desires to seek accreditation, it must re-apply for accreditation.

Although it is the hope that an applicant GDP in Probation Accreditation Status will work through the process, be approved for reinstatement into its previous classification, the ExCom has full authority to return the GDP to Probation Accreditation Status at any time and for as long as the ExCom so chooses. A recommendation from the AC is not required.

At any time that a GDP is categorized as having Probation Accreditation Status, it may advertise such status as long as it is clear that the status is not permanent and is under review but may not be included in AAPL advertising as an Accredited Program.

4. Full Accreditation Status

At the completion of an GDP's successful process through Provisional Accreditation Status, after the AC has completed its review and report, officially makes a recommendation, presents to the ExCom and the ExCom determines that the GDP should be moved from the Provisional Accreditation Status to Full Accreditation Status, then the GDP will be recognized as maintaining Full Accreditation Status.

Once accreditation approval has been granted to a GDP, the GDP will be subject to the ongoing accreditation review(s) currently scheduled to occur every five (5) years thereafter to ensure the GDP remains in compliance with the current AAPL guidelines, Application for Accreditation of GDP and the GDP Policy Statement. The initial such five (5) year accreditation will occur within five (5) years from the end of the Provisional Accreditation Status / at the beginning of the Full Accreditation Status. The AAPL Application for Accreditation of GDP (together with the then-current application fee) must be completed and submitted no later than six (6) months prior to the expiration of each successive five (5) year accreditation term. Upon submission, the GDP will be evaluated by the AC, and a recommendation will be provided to ExCom. The AC will utilize the current guidelines as set out in the AAPL Application for Accreditation of GDP, the General Policy Statement and GDP Policy to evaluate each GDP. If a GDP is found to be deficient in one or more areas, the GDP may be placed on Probation Accreditation Status as outlined in Article 3 in order to allow the GDP to correct all such deficiencies. If corrected, the AC, in conjunction with the ExCom as set out in Article 3, may remove Probation Accreditation Status to said GDP. If all such deficiencies are not corrected within the allotted time, or a Waiver is not granted, then accreditation for said GDP may be terminated. The ExCom shall make the final determination on all applications for accreditation.

Although it is the hope that an applicant GDP in Full Accreditation Status will work through the process and maintain its Full Accreditation Status, the ExCom has full authority to return the GDP to any listed Accreditation Status within this Policy Statement at any time and for as long as the ExCom so chooses. ExCom also maintains the ability to terminate any Accreditation Status completely and leave a GDP not accredited. A recommendation from the AC is not required.

At any time that a GDP is categorized as being Full Accreditation Status, it may advertise such status as long as it is clear that the status is not permanent, and it may be included in AAPL

advertising as an Accredited Program.

5. Waiver

A waiver of specifically cited accreditation requirement(s) or guideline(s) may be granted by the AC, with notification to the ExCom, for a waiver of time not to exceed one (1) year. This waiver may be granted by a majority vote of the AC* and by providing detailed reason(s) as to the basis for the waiver with the listed requirement or guideline cited to the ExCom and the GDP.

Nothing precludes the AC from issuing waivers in successive order in multiple periods of time.

A waiver of specifically cited accreditation requirement(s) or guideline(s) may be granted by ExCom, with required recommendation from the AC if the waiver exceeds one (1) year. This waiver may be granted by a majority vote of the AC* and approval by ExCom. This waiver must cite the requirement or guideline and details about the extenuating circumstance for the waiver. This waiver cannot be granted for a period beyond a GDP's current accreditation period.

*A majority vote will be a vote exceeding 50% of the committee members of the AC, not a simple majority quorum.

6. Final Recommendation to ExCom

The final determination for AAPL accreditation (and any category herein, including using waivers) of a GDP resides with ExCom. The AC is tasked with the granular, detailed review and evaluation of each respective GDP and shall present its findings and provide recommendations to the ExCom for final determination. The AC is responsible for communicating the determination to each GDP and then the AAPL Board of Directors in this order.

7. Market Conditions/State of the Industry

Current market conditions at the time any application is submitted or process review occurring may not be a consideration point when evaluating a GDP seeking AAPL accreditation. Multiple approved GDPs in close proximity may be considered but cannot be the sole reason for the recommendation of a GDP to ExCom.

8. Systematic Approach

Each GDP applying for AAPL accreditation shall be reviewed in accordance with the current Policy Statement, guidelines, procedures and application identified by the AC and in compliance with the current governing rules of the AAPL. The AC shall use the then-current GDP Policy Statement and evaluation process approved by the AC to review and take a systematic approach to evaluating each GDP. The merits of each GDP shall determine the final recommendation by the AC to ExCom. The final determination of an applicant's accreditation lies solely with the ExCom.

9. On-site Evaluation

Each GDP submitting an application may be visited during Candidacy Accreditation Status, Provisional Accreditation Status, Probation Accreditation Status and/or Full Accreditation Status, and at any time during which a Waiver is currently active. The site visits ensure compliance of each GDP with the guidelines set forth in the current AAPL Application of Accreditation of GDP, GDP Policy, and allows important time for the AC to meet with administration, faculty, students, alumni and/or industry supporters.

10. AAPL Membership

Registered/enrolled students of each GDP will be eligible for Student Membership, subject to AAPL current membership requirements. Student members of AAPL are bound by the AAPL Code of Ethics. Students who are not members of the AAPL will not be eligible for LST scholarship awards. Active Members of the AAPL who are enrolled in a GDP are eligible for LST scholarship awards. Each GDP will receive no fewer than two (2) complimentary

memberships to ensure that the director of each GDP will be a member of AAPL. The named director of each GDP is required to maintain AAPL membership and be bound by the AAPL Code of Ethics.

Student Members will have their Student Membership automatically renewed annually by a method determined by AAPL Staff. This renewal will be contingent upon re-affirmation that Student Members have been and are currently in compliance with the AAPL Code of Ethics and Standards of Practice, and they have not been convicted of a criminal offense classified as a felony.

11. Application

The AC may make changes to the AAPL Application for Accreditation of GDP at any time. The application must remain consistent with the GDP Policy and must be made public for all GDP's to view at any time.

A non-refundable application fee shall be due at the time of submission of the completed AAPL Application for Accreditation of GDP. The AC, with the approval of the AAPL Board of Directors shall establish the fee and make such fee known to the AAPL staff by providing information to an applicant. The non-refundable application fee is required to be submitted from an applicant in order to commence the Candidacy Accreditation Status and again each five (5) year increment during Full Accreditation Status. A fee is not required when GDP is applying to be reclassified from Provisional Accreditation Status to Full Accreditation Status, but some variation of application and on-site visit may be required.

If a GDP is attempting to be removed from Probation Accreditation Status, then a fee may be due pending a recommendation from the Accreditation Committee.

An on-site visit is required to be completed in order to commence the Candidacy Accreditation Status and to maintain Full Accreditation Status within five (5) year increments. An on-site visit may be required by the Accreditation Committee when a GDP is attempting to be removed from Probation Accreditation Status.

When a GDP is in Full Accreditation Status or attempting to be reclassified from Provisional Accreditation Status to Full Accreditation Status the following must be provided to AAPL not less than six (6) months in advance of the termination of the current classification: 1) Application, 2) Fee and 3) Schedule on-site visit with the Accreditation Committee. Example: GDP must submit a new application, pay the fee and schedule the on-site visit with the Accreditation Committee no later than six (6) months prior to expiration of the current accreditation cycle. If a GDP does not complete all three requirements at least six (6) months in advance of the termination date of the current classification, it will automatically be placed on Probation Accreditation Status until after the review and determination by ExCom at the appropriate time for the reclassification cycle. The Accreditation Committee will notify a GDP and ExCom at the next AAPL quarterly board meeting if a GDP is placed on Probation Accreditation Status consistent with this provision.

12. Curriculum Delivery

The AC shall review each AAPL Application for Accreditation of GDP holistically and shall not make a recommendation based solely on the method of curriculum delivery. Preference is granted to classroom courses simply for the additional educational experience of working closely with other students and maintaining a more robust relationship with faculty; however, this GDP Policy Statement does not set a minimum threshold for online versus classroom in respect to curriculum delivery for applicant GDP's. Each application shall be considered on its own merits, coupled with a thorough review, including on-site evaluations, with each GDP, to ensure the approved curriculum is being taught and demonstrated in a meaningful and prudent manner.

13. Student Engagement

For a GDP desiring to submit an AAPL Application for Accreditation of GDP, the AC shall determine to what extent the students shall be engaged with AAPL. The curriculum of the GDP and the demographic data of each class shall drive requirements associated with student engagement.

14. Material Change Notification

Should the GDP undergo any material modification since the last accreditation date, it is required and dependent upon the GDP to provide a Material Change Notification (“MCN”) to the AC. At a minimum, this MCN should contain the modification, the reason for the modification, the effective date of the modification and any additional material that may be pertinent to the modification to ensure the AC can review the change to the GDP appropriately and take appropriate action if necessary. The goal of the MCN is for the GDP to continuously communicate with AC to ensure the GDP’s accreditation is not in jeopardy. The MCN should be sent to AAPL directly, c/o AAPL Executive Vice President. Examples may include, but not limited to, curriculum changes, GDP name changes, Program Director changes, professor/faculty/administration changes, teaching/professor requirements, GDP associations and the GDP not maintaining any students in the GDP.

15. Enrolled Students

At any time while a GDP maintains AAPL accreditation status, should the number of enrolled students in the GDP drop to zero, the GDP shall immediately provide a MCM to AAPL. Should the GDP maintain zero students for three consecutive semesters then the GDP shall immediately and automatically be put on Probation Accreditation Status. Probation Accreditation Status shall be removed in accordance with paragraph 3 of this Policy. If a GDP is reclassified as Probation Accreditation Status and does not increase enrollment to more than zero students within one year of being put on Probation Accreditation Status the GDP shall immediately and automatically no longer be recognized as an AAPL Accredited GDP. In the event the GDP desires to seek accreditation, it must re-apply for accreditation.

16. Annual Requirements

Each accredited GDP shall be required to provide a detailed curriculum update, and other requested material, to the AAPL Accreditation Committee not less than once per year and not less than thirty (30) days in advance of the annual Landman Scholarship Trust meeting. A GDP that does not provide this material in time will automatically be reclassified as Probation Accreditation Status. The removal of Probation Accreditation Status and reclassification back under the previous category may only occur after an AAPL quarterly board meeting where the AAPL Accreditation Committee has notified ExCom.

Each accredited GDP shall be required to attend, in-person, the annual Landman Scholarship Trust meeting. Each Program Director shall designate a representative for their GDP should the Program Director be unable to attend. If the Program Director does not attend and does not send a representative, then the GDP will automatically be reclassified as Probation Accreditation Status. The removal of Probation Accreditation Status and reclassification back under the previous category may only occur after an AAPL quarterly board meeting where the AAPL Accreditation Committee has notified ExCom.

Education Committee

(REVISED DECEMBER 10, 2023)

Purpose

The Education Committee works with AAPL Staff to obtain and select the educational programming throughout the course of the year to ensure that AAPL’s education is relevant and timely for land professionals.

Goals and Objectives

- Review and approve all new programs.
- Directly involved in the development of the AAPL continuing education seminars, webinars, and institutes.
- Review course summaries and learning objectives of all ongoing education content to ensure it is timely and relevant.
- Identify and fill any gaps in educational offerings.
- Work with committee members and staff to recommend instructors, topics, and relevant ideas that may be developed into educational course offerings.
- Perform an annual review of the education section of our website, specifically reviewing online content to determine industry relevance of our material.
- Review and participate in requests to partner on educational material. Promote educational institutes and affiliate association educational events, as needed.
- Review the education calendar created by AAPL Staff and provide suggestions and feedback for consideration.
- Review the education calendars of local associations and other industry associations for potential conflict dates.
- Review education evaluations to ensure programs meet our quality expectations.

Certification Education Committee

(REVISED – DECEMBER 10, 2023)

(REVISED – MARCH 10, 2024)

Purpose

The committee's purpose is to ensure that candidates for AAPL's certifications have accurate and current review material available in a variety of delivery methods and promote continuing education among practicing Landmen.

Goals and Objectives

- Introduce certification opportunities (RL, RPL and CPL) to qualified candidates as soon as possible. This includes working with the Certification Committee to provide education and certification information and materials to the AAPL Accredited Program students and encourage certification at the earliest allowed date in their career.
- Annual review of all certification review material and evaluations to ensure the content is current and remains relevant. If deemed new content is required, incorporate substantive changes and make revisions as necessary through committee or task force work.
- Develop additional resources to support exam candidates' review process, including quizzes, virtual group collaboration review, study webinars/sessions, etc.
- Select and onboard RPL and CPL review instructors.
- Liaise with AAPL staff to select and secure exam review dates and venues.

Field Landman Committee

Purpose

The Field Landman Committee will be a conduit between field landman and AAPL to promote membership, certification, education, goodwill and ethical standards.

Goals and Objectives

- Create and host Field Landman Seminars to be held in areas that are convenient for Field Landmen in both rural and urban locations by affiliate associations for the purpose of education, networking, marketing AAPL and adding new members.
- Work with Staff to establish budgets, dates, locations and subject matter for Field Landman

Seminars.

- To maintain or even increase the membership of field landmen in the AAPL. The committee will submit a schedule each year, including dates and locations, for Field Landman Seminars. It is the purpose of these gatherings to demonstrate the AAPL's commitment to serve all Landmen.

Annual Meeting

(REVISED – DECEMBER 10, 2023)

Purpose

The purpose of the committee is to facilitate the Annual Meeting in a manner that fulfills the AAPL Mission Statement and provides an appropriate venue for education and networking activities. Review education content proposals and select sessions and speakers for the Annual Meeting.

Policies

The Annual Meeting Committee shall be comprised of the Chair, Assistant Chair, President, First Vice President, Immediate Past President, Executive Vice President, and AAPL staff person responsible for the Annual Meeting and three or more at-large members as may be appropriate under the circumstances who shall be selected by the Chair and approved by the President. Members of the committee should reside in the area the event will be hosted in, if at all possible to provide local flair and knowledge.

With the advice of the President, the Annual Meeting Committee shall select a proposed and alternate meeting site for the next ensuing Annual Meeting for which a site has not been determined. The proposed meeting site shall be submitted for final approval by a majority of the Board of Directors in attendance at a regularly scheduled meeting of the Board.

The Committee shall work with the AAPL staff to plan the Annual Meeting program, to select and plan tours, entertainment, and events, and to obtain sponsorships in support of the meeting.

Select the educational programming for the annual meeting, ensuring that the content is relevant and timely for land professionals of all experience levels. Liaise with speakers and staff to help with the scheduling of events.

Awards

(REVISED – DECEMBER 11, 2022)

Purpose

The purpose of the Awards committee is to elevate and highlight the achievements of AAPL members, volunteers and partners.

Policies

The Awards committee is to consist of five or more Active AAPL members representing a diverse regional base. The Chair and Assistant Chair are the only committee members known to the membership.

The Chair shall vote only to break a tie of votes cast by the rest of the committee members.

Committee proceedings are confidential, and results are to be held in confidence until after the results are announced at the March Board Meeting.

The committee is responsible for reviewing the established criteria for each AAPL Award; less the Accredited Program Director of the Year Award and recommending to the Executive Committee any changes it feels are appropriate. Changes to the Accredited Program Director of the Year Award will be supplied by the AAPL Accreditation Committee.

The committee is responsible for describing each award category to the membership. Criteria for the awards are to be available at AAPL headquarters; may be posted on the AAPL Web site; and may be listed in the Landman magazine with the call for nominations.

Only AAPL members are eligible for individual awards, except for the Pioneer Award which can be awarded to companies or individuals who are living, retired, deceased, or never an AAPL member.

Current Awards Committee members are not eligible for individual awards.

The Chair shall request a committee budget from the AAPL, the Finance Committee or the Executive Committee as necessary to comply with the goals and objectives of the committee.

The chair is responsible for soliciting recommendations for Awards (less the Accredited Program Director of the Year Award) from the officers, directors, national committee chairs, local association presidents and the general membership. At a minimum, solicitation shall occur during quarterly board meetings as well as individual phone calls to local association presidents. An effort should be made to explain that the Lifetime Achievement award recognizes the individual's entire land career while the Landman of the Year award recognizes achievements for the previous calendar year. The Chair shall also solicit nominations for Special Award (AAPL Committee Member Award) from AAPL Committee Chairs as well as the Executive Committee, through the Executive Committee liaison.

As award nominations are received, the committee members will determine if the nominations have been submitted for the appropriate award. For any that are not in the appropriate category, the committee will re-classify it to the appropriate category and the Chair or Assistant Chair will notify the individual or local association who submitted the nomination.

The committee will judge all award nominations; less the Accredited Program Director of the Year Award, submitted and determine the awards to be given. The committee reports its determinations to the Executive Committee at its March meeting. The Accredited Program Director of the Year nominations will be reviewed, and the winner(s) will be selected by the AAPL Accreditation Selection Committee.

The Chair will recognize the winners and present the awards at the AAPL annual meeting each year.

The committee will continue to improve the process for AAPL's recognition of outstanding achievements by individuals and local associations.

Description of Categories

| Award | Description |
|--------------------------------------|---|
| Lifetime Achievement | To be presented to an AAPL member who has honored and distinguished the land profession through demonstrated leadership, integrity, and their contribution to the industry, the community and the profession for their entire land career. Active, retired and deceased members may be considered for this award. Current AAPL Executive Committee officers are excluded from nomination. |
| Landman of the Year | To be presented to an AAPL member who honored and distinguished the land profession through demonstrated leadership, integrity, and their contribution to the industry, the community and the profession during the previous calendar year. Current AAPL Officers are excluded from nomination. |
| Pioneer | To be presented to an individual, group or company who at any time has significantly impacted the land profession with a fundamentally distinct contribution. Current Executive Committee members may not be submitted, and self-nominations will not be considered |
| Local Association of the Year | To be presented to the local association that has achieved the greatest cumulative rating in the following categories: Best Bulletin/Newsletter; Best Member Communication; and Best AAPL Director's Communication. Points will also be awarded and included in the cumulative rating for AAPL membership retention and recruitment. |

| Award | Description |
|--|--|
| Best Newsletter/Bulletin – Large Association | To be presented for the best single bulletin or newsletter published by a local association during the previous calendar year whose membership is more than 250. Only the best single example of bulletin or newsletter is to be submitted. No accompanying explanation will be considered. |
| Best Newsletter/Bulletin – Medium Association | To be presented for the best single bulletin or newsletter published by a local association during the previous calendar year whose membership is between 100 - 250. Only the best single example of bulletin or newsletter is to be submitted. No accompanying explanation will be considered. |
| Best Newsletter/Bulletin – Small Association | To be presented for the best single bulletin or newsletter published by a local association during the previous calendar year whose membership is 100 or fewer. Only the best single example of bulletin or newsletter is to be submitted. No accompanying explanation will be considered. |
| Largest Percentage of AAPL Membership – Large Association | To be presented to the local association with the largest percentage of members who are also AAPL members and whose total membership is more than 250. |
| Largest Percentage of AAPL Membership – Medium Association | To be presented to the local association with the largest percentage of members who are also AAPL members and whose total membership is between 100-250. |
| Largest Percentage of AAPL Membership – Small Association | To be presented to the local association with the largest percentage of members who are also AAPL members and whose total membership is 100 or fewer. |
| Largest Growth Percentage of AAPL Membership – Large Association | To be presented to the local association with more than 250 members that experienced the largest growth of AAPL members over the prior year. |
| Largest Growth Percentage of AAPL Membership – Medium Association | To be presented to the local association with 100-250 members that experienced the largest growth of AAPL members over the prior year. |
| Largest Growth Percentage of AAPL Membership – Small Association | To be presented to the local association with 100 or fewer members that experienced the largest growth of AAPL members over the prior year. |
| Best Member Communication | To be presented for the best single communication by an AAPL member during the previous calendar year. The communication may be written or oral, but if oral, a written transcript must be submitted. The communication may be to the local association membership, to AAPL or the industry but must pertain to AAPL. |
| Best AAPL Director's Communication | To be presented for the best single communication by an AAPL Director during the previous calendar year. The communication may be written or oral, but if oral, a written transcript must be submitted. The communication may be to the local association membership, to AAPL, to the industry or the community, but must pertain to AAPL. |
| Best Published Article in an AAPL Publication | To be presented for the best single article by an AAPL member during the previous calendar year published in the AAPL's <i>Landman</i> Magazine. No formal entry is required as this will be judged using previous AAPL publications. |
| <p>Special Awards: Multiple awards in this category may be awarded based on merit to be presented to the member(s) or group(s) who/which has made an extraordinary contribution to AAPL, the land profession, the industry, or the community.</p> <p>May include but is not limited to:</p> | |
| Education | May be presented to a member who has achieved a level of unusual distinction in AAPL's continuing education program as demonstrated by their contribution of time and service to the betterment of land professionals. |
| AAPL Committee Member | May be presented to an AAPL Committee member who has greatly exceeded expectations. |
| Community Service | May be presented to a member who has contributed greatly toward civic improvement in their local community |
| Other | May be presented to a member who has achieved unusual distinction or contributed significantly to the betterment of land professionals in any other way deemed worthy of recognition |
| Face of the Industry | To be presented to the AAPL Member, Local Organization, or supporting corporation in recognition of their efforts to use a variety of platforms to educate and inform the public of industry best practices, community involvement, and benefits to everyday life. |

| Award | Description |
|--|--|
| Accredited Program Director of the Year Award | May be presented to an AAPL Accredited Program Director who is respected and admired among the AAPL accredited programs for going above and beyond to support and lead their program in a manner that fundamentally challenges their students and provides industry opportunities. |

Certification Committee

Purpose

The purpose of the Certification Committee is to create and maintain certification programs for AAPL and ensure that the certification programs adhere to relevant best practices in certification and that the content is relevant and timely for members.

Policies

This committee consists of approximately 10 Active AAPL CPL members from various geographic regions, serving rotating three-year terms. It is recommended that one member be from Canada.

Strive to reach and maintain the objectives of the Certification Program, namely, to promote the recognition and certification of the professional status of the Landman. Approve or disapprove all applications for RL, RPL, CPL, and Retired CPL certification.

Develop, approve and maintain all examinations to be used in the certification programs based on analysis of industry trends and data collected with psychometricians or other resources employed to help calibrate the exam to current industry practices. The committee will leverage best practices for exam drafting and review to ensure that the certification exams are relevant and accurate.

Responsible for continuing evaluation and recommendation of appropriate amendments to the certification program, including the presentation of certification reviews and examinations.

Establish the criteria, principles and policies by which the AAPL staff assigns recertification credits and approves those programs eligible for such credits.

Be conversant and knowledgeable with the membership requirements and all provisions of the certification program.

Any and all hearings for certification appeals will be heard by the AAPL Executive Committee.

Continue promoting the certification program to individual landmen, company, and industry leaders by explaining the RL, RPL, and CPL programs and their benefits.

Review test administration and provide a written report of that evaluation at the March Board meeting.

Periodically submit articles on the certification program to the Editor of AAPL publications.

Along with AAPL staff, assist certification applicants by guiding them through the application process and requirements for certification.

Goals and Objectives

The goal of the Registered Landman (“RL”), the Registered Professional Landman (“RPL”) and the Certified Professional Landman (“CPL”) certification programs are to provide both processes and standards (which will be accepted by the industry, the public, official groups, and others) whereby individuals may enter the land profession, develop competence under supervision, demonstrate competence through testing and peer verification and carry professional designations evidencing compliance with the standards herein set forth including adherence to the AAPL Code of Ethics.

The objectives of the committee are to:

- Improve and strengthen the professionalism and status of landmen within the industry.
- Identify expertise in landwork, as demonstrated by passing a certification examination.
- Introduce a landman to certification at the earliest permissible date in their career.
- Promote professionalism and continuing education among practicing landmen at all career levels.
- Perfect the profession of landwork.
- Provide a vehicle which rewards highly competent and ethical landmen involved in professional landwork.
- Be self-supporting and available to all qualified persons.
- Protect the public from incompetent and/or unscrupulous practitioners by eliminating such practitioners from the public practice.

Requirements of Certification as an RPL or a CPL

AAPL Membership

All applicants for Certification as an RPL or a CPL must be Active members of AAPL for at least the immediate past year prior to submitting an application and must maintain their membership in order to maintain their CPL or RPL status.

Work Experience

The terms, land professional, landwork and landman, as used in this section, shall be as defined by Article II – Definitions of the AAPL Bylaws.

To obtain certification, a landman must be primarily engaged in the performance of landwork.

A CPL applicant must satisfy the AAPL Certification Committee that the applicant has a minimum of ten credit years of full-time experience as a land professional, a thorough knowledge of landwork, demonstrated by passing an appropriate examination, and has been primarily engaged or actively seeking continued employment in landwork for at least the immediate past two years at the date of application. Credit years shall not be applied towards time in which applicants are both full-time students at a college or university and engaged in full-time landwork, unless applicant can prove to the satisfaction of the Certification Committee Chair that the college classes taken were outside of normal business hours or did not in any way interfere with full-time landwork.

An RPL applicant must satisfy the AAPL Certification Committee that the applicant has a minimum of five credit years of full-time experience as a land professional, a thorough knowledge of landwork, demonstrated by passing an appropriate examination, and has been primarily engaged or actively seeking continued employment in landwork for at least the following periods at the date of application: the immediate past two years, if applicant has a college degree; or the immediate past four years, if the applicant does not have a college degree.

Each year of full-time experience of landwork is equal to one credit year.

Academic Achievement and Experience for CPL

All applicants for CPL certification must have earned a bachelor's degree from a regionally accredited university or college. Credit for academic achievement and experience will be given as follows:

- Two credit years will be awarded for having earned a bachelor's degree from a regionally accredited university or college.
- One additional credit year will be awarded if the bachelor's degree or advanced degree is awarded from a university or college degree program accredited by AAPL.

- One additional credit year will be awarded for a degree from an ABA approved law school.
- One additional credit year will be awarded for an advanced degree earned in business or certain other selected programs approved by AAPL.
- A maximum of five credit years of educational credit will be awarded for a CPL applicant.
- The minimum five credit years' experience requirement must be satisfied by full-time active involvement in landwork, of which at least the immediate past two credit years of experience required must be satisfied by current, fulltime and primarily engaged landwork, as defined above, at the time of application.

Academic Achievement and Experience for RPL Applying with a College Degree

An applicant for RPL certification, applying with a college degree, must have earned a bachelor's degree from a regionally accredited university or college. Credit for academic achievement and experience will be given as follows:

- Two credit years will be awarded for having earned a bachelor's degree from a regionally accredited university or college.
- One additional credit year will be awarded if the bachelor's degree or advanced degree is awarded from a university or college degree program accredited by AAPL.
- One additional credit year will be awarded for a degree from an ABA approved law school.
- One additional credit year will be awarded for an advanced degree earned in business or certain other selected programs approved by AAPL.
- A maximum of three credit years of educational credit will be awarded for an RPL applicant.
- The minimum two credit years' experience requirement must be satisfied by current, fulltime and primarily engaged landwork, as defined above, at the time of application.

Experience for RPL Applying without a College Degree

An applicant for RPL certification is not required to have a college degree as long as the applicant has five years of landwork experience prior to submitting an application and has spent the immediate past four years doing current, fulltime and primarily-engaged landwork, as defined above, at the time of application.

Requirements for Certification as an RL

As a vehicle for entry into the land profession, a person may apply to be certified as a Registered Landman. All applicants for RL certification must be Active members of AAPL, currently engaged in landwork, and must maintain their membership in order to maintain their RL certification.

The applicant must be sponsored by an RPL or a CPL who has personally known the applicant for longer than six months prior to the date of sponsorship, with the exception of AAPL Board of Director who may sponsor applicants without personally knowing the applicant. Family members may not be sponsors. The application will be reviewed by the Certification Committee for approval. An RL shall have an educational requirement of five educational credits per year, which shall be earned by attending educational courses, seminars and/or institutes dealing solely with energy or mineral land topics that have been approved by AAPL for such educational credit.

Application Procedure

Application

Each applicant for certification must submit an application and the application fee to AAPL. All communication between the applicant and AAPL will be held in strict confidence. All required

documents must be submitted within 120 days from the date the application is received by AAPL. It is the responsibility of the applicant to monitor the time process and to assure that all necessary parts of the application are accurately and timely completed, including sufficient Sponsor Verification Forms from qualified CPLs and/or RPLs.

If the required documents are not submitted by the expiration of the 120 days, a new application would be required to continue the certification process. If within one year from the date of notification by AAPL that an application has been approved for certification, and the applicant has not then taken the RPL or CPL exam, said application will thereafter be considered expired and the applicant will be required to submit a new application, including appropriate fees, in order to become certified.

Verifications

Each applicant for CPL certification must be endorsed by at least three CPLs in good standing who fully verify the applicant's qualifications. Each applicant for RPL certification must be endorsed by two CPLs, or a minimum of one CPL and one RPL, in good standing who fully verify the applicant's qualifications. Family members may not be sponsors. These verifications must affirm that the applicant meets the stated and implied qualifications for certification and will describe only that portion of the applicant's work known to each.

The sum of all of the verifications must reflect in detail the type, quantity and quality of the applicant's work history covering **all** of the applicant's required credit years; however, each sponsor must have personally known the applicant for longer than six months prior to sponsoring, with the exception of an AAPL Board of Director who is a RPL or CPL in good standing, who may sponsor applicants in compliance with the verification requirements without having personally known the applicant, and each CPL or RPL applicant shall have at least one or more required sponsors who have personally known and does verify through personal knowledge all of either i) a CPL applicant's immediate past four years; or ii) a RPL applicant's immediate past two years of Landwork experience.

In the case of an applicant that holds a current certification, the sponsors need only verify any additional credit years of experience beyond the years verified by sponsors at the time of the previous application. Applicants may only be sponsored by one Board of Director per application. The endorsers also must attest to personal, professional, and ethical standards befitting certification.

All verification forms must be completed by the sponsor in their own words. If any question, blank or page of the verification form is prepared by the applicant, the application will be returned and will not be considered again for one year. In addition, the signatory sponsor and/or the applicant may be subject to referral to the AAPL Ethics Committee.

Examination

A candidate will be eligible to sit for the CPL or RPL certification examination after having been approved by the Certification Committee and upon the payment of applicable fees to AAPL. With regard to retesting under Article VIII A. and B., the results of those sections which an applicant received a passing score shall be valid for only a period of one year for an RPL and two years for a CPL from the date of the examination. Any required retests shall be taken during the above-described period.

Ensuring that the application, approval and examination process is completed within the above-described period shall be the sole responsibility of the applicant.

Certification Procedures

Approval Process

- 1. Local association and committee review and recommendations.** A CPL or RPL applicant shall designate a local association most familiar with the applicant to serve as a peer review group. The local association shall be notified by AAPL of an application and shall advise AAPL within 45 days of any objections or concerns it has regarding certification of the applicant. If no objections are presented in writing within 45 days, it will be considered as local association approval. If any objection is made, the application will be reviewed by the AAPL Certification Committee and the local association shall, upon request, assist the AAPL Certification Committee in reviewing and investigating the background of the local applicant. Within two weeks following the 45 day peer review period, the AAPL Certification Committee Chair or their designee shall notify the applicant as to the status of the application. Results of the investigation of any such objection will be returned to the AAPL Certification Committee for action. If the objection warrants denial of certification or temporary withholding of certification, the applicant will be so notified.
- 2. Membership approval process for CPL or RPL applicants (publication of name).** When a CPL or RPL application is received at AAPL headquarters, the applicant's name will be published in the next available official AAPL publication. This allows the AAPL membership an opportunity to present objections to the certification of an applicant. If no objections are presented in writing within 45 days after publication, it will be considered as membership approval. If any objection is made, the application will be referred to either the AAPL Certification Committee or to the AAPL Ethics Committee for investigation. Within two weeks following the 45 day public notice, the AAPL Certification Committee Chair or their designee shall notify the applicant as to the status of the application. Results of the investigation of any such objection will be returned to the AAPL Certification Committee for action. If the objection warrants denial of certification or temporary withholding of certification, the applicant will be so notified.
- 3. AAPL Certification Committee approvals.** The AAPL Certification Committee will review the applicant's file, local association comments and membership comments. The AAPL Certification Committee will either approve or reject the application and return the file to AAPL headquarters.
- 4. Notice to applicant.** Each applicant, upon final action by the AAPL Certification Committee, will receive written notice of approval or rejection of the application.
- 5. Rejection of application.** If candidacy for certification is denied, the applicant will be informed by the Chair of the AAPL Certification Committee as to the reasons for denial and of the action available to the applicant for appeal. The applicant then has forty-five (45) days after receipt of the rejection notice in which to file an appeal with the Executive Committee of AAPL. That appeal will fully state the applicant's reasons for believing the AAPL Certification Committee's decision is contrary to the Voluntary Certification Program. The decision of the Executive Committee of AAPL shall be final.
- 6. Confirmation of certification status.** Upon approval by the AAPL Certification Committee, successful completion of all sections of the certification examination, payment of the appropriate fees and completion of the 45 day period without objection, a certificate recognizing the successful candidate's Registered Landman, Registered Professional Landman or Certified Professional Landman status, signed by the Chair of the AAPL Certification Committee and the President of the AAPL, will be furnished to the successful candidate.

Ethics, Integrity, and Competency

Applicants for certification must meet the highest degree of ethical and competency standards of the land profession. The ethical standards contained in the Code of Ethics, as set forth in the Bylaws of the AAPL, will prevail. The Code of Ethics is further defined by the Standards of Practice adopted by the AAPL. Competency will be evaluated and judged by the local and AAPL Certification Committees. Breaches in ethical behavior will be investigated by the AAPL Ethics Committee. The applicant's signature on the application form shall warrant the applicant's personal acknowledgment and acceptance of the conditions and duties of certification and adherence to the Code of Ethics and the Standards of Practice. Any RLs, RPLs or CPLs signature shall constitute an affidavit as to the veracity of official statements submitted by that person over such signature.

Certification Revocation

Procedure

Certification may be denied or revoked, or recertification denied, at any time for unethical or incompetent behavior. Either the AAPL Certification Committee (competency) or the Ethics Committee (ethics) will invite the individual to appear for a hearing to consider the allegations of incompetent practice or unethical behavior. In the event of denial or revocation of the RL, RPL or CPL designation, the individual shall have the right to appeal either committee's decision to the Executive Committee of the AAPL. Appeal must be commenced within 45 days after notice of denial or revocation. Revocation of certification will be published within 90 days of action by the AAPL Certification Committee unless appeal has been made, and then within 60 days of final Executive Committee action if denial or revocation is upheld.

Automatic Revocation

An RL, RPL or CPL designation shall be revoked automatically if an individual's membership in the AAPL has been revoked for unethical conduct or the individual resigns from AAPL. Said automatic revocation shall be effective upon the date of revocation of AAPL membership or resignation from AAPL. An RL, RPL or CPL designation may also be revoked for unethical conduct if an individual has been issued a suspension or a censure as a result of a hearing and subsequent action by the AAPL Ethics Committee.

Publication

Such action, as mentioned above, will be published in an official AAPL publication.

Examination Process

Limitations for Testing and Retesting

Any applicant who has failed any portion of the CPL examination shall have the opportunity to retake and pass a re-examination of the part failed only within the two year period described in the Application Procedure. A candidate may request no more than two retakes of any part. Failure to pass any section in those two retakes will require the candidate to reapply for approval, pay the required fees and take the entire CPL or RPL examination again.

The CPL Examination

To evaluate the professional expertise of the candidate, a comprehensive examination dealing with the several areas of landwork will be utilized. Extensive landwork knowledge and experience are required to pass the examination; however, it is not expected that a landman be an expert in every area. It is recognized that specialization is sometimes the case in landwork. Successful completion of the exam shall require that a grade of at least 70 be secured on each section of the examination. The content of the examination will be approved by the AAPL Certification Committee.

The RPL Examination

The RPL examination is similar to the CPL examination but less comprehensive as determined by the Certification Committee.

Maintaining Certification

Requirements

Recertification credits

- CPLs must accrue 50 recertification credits within the prescribed five year period. If the CPL is also a CPL/ESA, 15 of the credits must be CPL/ESA credits. RPLs must accrue 25 recertification credits within the prescribed five 5 year period. The appropriate credits must be secured through participation in AAPL approved continuing education events, as described in the Earning Recertification Credits section. RLs must accrue five recertification credits per year.
- CPLs must accrue two ethics recertification credits per five year recertification period, and RPLs must accrue two (2) ethics recertification credits per five 5 year recertification period. Such ethics recertification credits shall be counted among, not in addition to, the 50 for CPL or 25 for RPL recertification credits required pursuant to the requirements above and the 15 CPL/ESA recertification credits required pursuant to requirements the above.

Active landwork

- Continuing involvement in landwork is required unless a CPL has an AAPL approved Retired CPL designation.

Continuing education

- CPLs, RPLs and RLs are required to participate in AAPL-accredited educational programs to maintain their designations.

Ethical conduct

- Each CPL, Retired CPL, RPL and RL must continue to adhere to the AAPL Code of Ethics as set forth in the AAPL Bylaws and as further defined by the AAPL's Standards of Practice.

Exceptions

- CPLs who become AAPL staff shall have the recertification requirements, except for Ethical Conduct, suspended until such time as they are no longer AAPL staff and the time spent as AAPL staff shall be excluded from their normal recertification period.

Application for Recertification

- For CPL, including CPL Specialist, subject to the exceptions listed below, a CPL must apply for recertification and pay the recertification fee, if applicable, by the fifth anniversary of the CPLs last certification date and every five years thereafter as long as recertification is desired or allowed.
- An RPL must apply for recertification and pay the recertification fee by the fifth anniversary of the last certification date and every five years thereafter.

Exception to Requirements

- Retired CPL. Upon an application to and approval by the Certification Committee Chairman, Retired CPL status may be conferred on any CPL in good standing who is at least 55 years of age, has twice recertified their CPL designation, and has retired from landwork prior to such application.

- Notwithstanding anything herein to the contrary, Retired CPLs shall thereafter no longer be required to recertify every five years and such CPL shall have their yearly membership dues reduced to one half the current yearly cost.
- Retired CPLs shall enjoy all the privileges of an Active member including the right to serve AAPL on a Committee as a member or its Chair but shall exclude Executive Committee and the Board of Directors positions; however, they shall not sponsor RL, RPL, or CPL applicants.
- Retired CPLs shall be prohibited from practicing landwork for third-party compensation and such status may be revoked at the discretion of the Certification Committee Chairman and such Retired CPL may be referred to AAPL Ethics Committee if a Retired CPL resumes practicing landwork for third-party compensation.
- Any Retired CPL may reinstate their prior CPL status by 1) written request to the Certification Committee and 2) either by passage of the current CPL exam, or by completing the CPL Exam Review class. Upon such reinstatement they shall be subject to all requirements herein. The date of reinstatement shall be considered the start of a new recertification period.

CPL Specialty Programs

The AAPL may from time to time establish specialty certification programs providing specialty designation to specifically qualified CPLs. Specialty designation shall be in recognition of the education requirements, obtained expertise and accumulated experience in unique fields of professional Landwork. Such specialty designation shall be available only to CPLs in good standing.

Criteria for such CPL Specialty programs shall be established by the AAPL Certification Committee and shall be approved by the Executive Committee of AAPL. CPL Specialty program criteria shall include but shall not be limited to each CPL Specialist candidate meeting specific education and/or experience requirements, successfully completing specialty certification testing, and obtaining CPL Specialty-specific recertification credits. CPLs with such a specialty designation shall be referred to herein as a "CPL Specialist."

Earning Recertification Credits

Continuing Education

A CPL, CPL Specialist, an RPL and RL can earn recertification credits for continuing education in the following ways. They must affirm attendance, and recertification credits will be reduced proportionately for partial attendance.

- Annual Meeting - Attending the educational programs at an annual meeting. Credits for attendance will be awarded consistent with Continuing Education Programs Accreditation Criteria section below.
- AAPL Education Programs - Attending any designated AAPL Educational Programs, including those downloaded from AAPL's website that have been confirmed to have been watched or completed, will receive one credit for each one 1 hour of actual classroom attendance.
- AAPL-accredited local landman association programs - Attending local landman association programs, if accredited by the AAPL Executive Vice President or designee for recertification credit, shall receive one credit for each one hour of actual classroom attendance.
- Non-AAPL education programs accredited by AAPL - Attending non-AAPL continuing education programs which have been accredited by AAPL for recertification credit shall receive a maximum of one credit for each one hour of actual classroom attendance.
- College credit courses - Advanced college credit courses may be accredited by AAPL for

recertification credit on the basis of eight recertification credits for each classroom semester credit hour passed with a minimum grade of “C” or its equivalent. To receive these recertification credits, an individual must attend at least eighty-five percent (85%) of the course. A maximum 20 total continuing education credits shall be applied towards any one recertification period, except that carry forward credits as outlined further below.

- Authoring technical article - Up to 10 recertification credits may be awarded, at the discretion of the AAPL Executive Vice President or designee, for authoring a technical article or literary review that is published in an official AAPL publication
- Making a presentation at an AAPL- accredited continuing education event - A CPL or RPL may earn up to 10 recertification credits per year, at the discretion of the AAPL Executive Vice President or designee, not to exceed 25 recertification credits during a recertification period, for presenting an educational topic at an AAPL-accredited continuing education event.

Continuing education programs accreditation criteria

AAPL shall accredit continuing education programs for satisfying continuing education recertification requirements. To the extent that such programs, in the opinion of AAPL’s Executive Vice President or designee, meet the following guidelines, such programs shall be accredited accordingly.

RLs and RPLs shall be allowed continuing education credit for any course/educational meeting/institute/seminar attended which is related to the energy, mineral or environmental sectors of domestic or international industry. Additionally, an RPL may receive (general) credit for non- industry/non-land specific courses totaling no more than 25% of the required credits during any recertification period (or a total of 6.25) providing the courses are determined to enhance either the professional abilities or the career of the RPL. An RL may not receive (general) credit for non- industry/non-land specific courses.

CPLs shall be allowed recertification credit for any course/educational meeting/institute/seminar attended which is related to the energy, mineral or environmental sectors of domestic or international industry. Additionally, a CPL may receive (general) credit for non-industry/non-land specific courses totaling no more than 25% of the required credits during any recertification period (or a total of 12.5) providing the courses are determined to enhance either the professional abilities or the career of the CPL.

CPL Specialists (i.e., CPL/ESAs) shall be allowed recertification credit for any course/educational meeting/institute/ seminar attended which topics include the most recent information relating to the respective CPL specialty program and represent continuing education exceeding the requirements for the respective CPL Specialist certification.

Additionally, a CPL Specialist may receive (general) credit for non-industry/non-land specific courses totaling no more than 25% of the required non-specialty credits during any recertification period (or a total of 12.5) providing the courses are determined to enhance either the professional abilities or the career of the CPL Specialist.

Any course/educational meeting/ institute/seminar that is recognized for CPL Specialist recertification credit shall automatically be recognized for CPL recertification credit and RPL and RL continuing education credit. Any course that is recognized for CPL recertification credit shall automatically be recognized for RPL and RL continuing education credit. Any course that is recognized for RPL certification credit shall automatically be recognized for RL continuing education credit. An RL may not receive (general) credit for non-industry/non-land specific courses.

Carry forward continuing education credits

RPLs, CPLs and CPL Specialists shall be allowed to carry forward to their next ensuing recertification period, up to a maximum of 10 continuing education credits for CPL and CPL Specialists and five continuing education credits for RPLs, so long as the credits carried forward are earned during the last 365 days of the current certification period and only to the extent that the credits earned and carried forward exceed the credits required for recertification in the current period. This carry forward provision shall not be interpreted to change any specific requirements, i.e., what is carried forward must satisfy, to the letter, what is needed in the next period. RLs shall not be allowed to carry forward any continuing education credits.

Recertification Procedure

Certification Period

All certifications, excluding the RL, are valid for five years from the initial date of certification unless certification has been revoked. AAPL will notify each CPL Specialist, CPL and RPL of their upcoming certification expiration date and make available the appropriate Recertification Application. This notification will serve only as a reminder and does not relieve the individual of the responsibility to maintain a record of recertification status. Each individual may apply for recertification as early as 90 days prior to their recertification date.

Affidavit of Attendance

Each certificant must record their credits online using the component code assigned to AAPL Educational Events and other preapproved programs within 30 days following the program. Each certificant must complete an Application for Recertification Credits for non-AAPL programs and non-preapproved programs and submit the application along with any additional requested information within 30 days following the program.

Record Maintenance

Each certificant shall be responsible for maintaining a record of recertification credits; however, AAPL maintains a digital record of AAPL and AAPL-accredited programs attended from component codes entered online. Upon request, AAPL will provide each certificant with their recorded recertification credits for the appropriate period preceding the date of recertification.

Statement of Required Credits

To obtain recertification, the certificant must fill out an application for recertification, pay the appropriate fee, and complete a form indicating the total number of credits resulting from full or partial attendance at AAPL or AAPL-accredited continuing education programs within the respective recertification period.

Recertification Consideration

Each application for recertification made on the appropriate AAPL recertification form on or before the end of the certification period will be processed by the AAPL staff.

Failure of Timely Recertification

Should certification lapse, certificant will be allowed 90 days from the certification expiration date to seek reinstatement by furnishing the necessary evidence of satisfying the recertification requirements. Thereafter, compliance with the procedure for the appropriate certification, including passing the examination, will be required.

Grace Period

Under extenuating circumstances, the AAPL Certification Committee has the authority to grant additional time to seek recertification, upon applicant applying, in writing, for such additional time and providing necessary and reasonable evidence of good cause for such additional time.

Fees

All applicable certification, recertification and record maintenance fees will be established by the Executive Committee of AAPL by a majority vote of those present and may be changed as deemed appropriate by that same body.

General Agreement

Any person applying for certification does, by such application, agree to hold AAPL, its officers, board of directors, and individual members harmless and without fault should any step of the procedure result in denial or revocation of certification or recertification.

Amendments and Revisions

Amendments and/or revisions of the certification program can be made by a two-thirds (2/3rds) affirmative vote of those Directors present at a meeting of the AAPL Board of Directors.

Ethics Committee

Purpose

The purpose of Ethics Committee is to uphold the ethical standards of the AAPL by making recommendations to the Board of Directors and Executive Committee for appropriate action.

Policies

Members are appointed by the President of the AAPL, except the Assistant Chair who is chosen by the First Vice President of AAPL. Except for the Chair and Assistant Chair, the identity of all current committee members shall be kept confidential.

Scope

Undertake such activities as are reasonably anticipated to promote and enforce the AAPL Code of Ethics and Standards of Practice among current and prospective AAPL members.

Activities

- Investigate membership applications, referred by the Membership Committee, in which the applicant has self-reported previous felony convictions or findings of unethical practices.
- Receive, review, and investigate complaints of unethical practices by members of the AAPL.
- Recommend any disciplinary actions to the Executive Committee and Board of Directors of AAPL.
- Hold hearings as appropriate.

Confidentiality

Members will not disclose confidential information belonging to or obtained through their affiliation with the committee to any person, including their relatives, friends, business and professional associates. This policy is not intended to prevent disclosure where disclosure is required by law.

Confidentiality is the preservation of privileged information. Members are cautioned to demonstrate professionalism, good judgment, ethics, and care at all times in handling any information related to the committee to avoid unauthorized or improper disclosures of confidential information.

While members are expected and encouraged to discuss the organization with one another, they shall not report opinions expressed in meetings, nor shall they report independently on committee action, nor engage in communication that has not been approved by the Chair of the committee.

At the end of the member's term or upon their retirement, resignation or removal from the Committee, the member shall continue to ensure all documents, papers, applications,

investigations, and other materials, regardless of medium, which may contain or be derived from confidential information in his/her possession remains confidential.

For the purpose of illustration and/or education of the AAPL membership, generic case information may be presented, so long as the parties remain anonymous and as unidentifiable as practicable. The exception to this is the publication requirements in the AAPL Bylaws.

Finance Committee

Purpose

The Finance Committee's purpose is to provide additional stewardship and oversight of the financial resources controlled by AAPL.

Policies

This committee consists of the current First Vice President, President, Treasurer, the Immediate Past Treasurer and the Executive Vice President. The First Vice President is Chair.

Make recommendations on financial policy to the Executive Committee and the Board and oversee the investment of AAPL funds, taking into account the projected financial needs of AAPL, including the appointment of Investment Advisors, who may be appointed and replaced by the majority approval of the Finance Committee.

Adopt policies that ensure the financial security and longevity of the Association.

Review the proposed AAPL budget with the Executive Vice President and present to the Executive Committee and to the Board annually for approval. Provide quarterly updates to the Board of Directors.

Forms Committee

Purpose

Establish and maintain a robust and relevant database of industry document templates and tools for members use to provide member benefit.

Objectives

- Identify new forms that meet member and industry needs.
- Develop or obtain forms that are relevant for the industry and meet specific member needs.
- Review and update forms to ensure accurate and updated forms are available for use by members.
- This committee shall promote good and ethical business practices by developing and encouraging use of the AAPL approved forms.
- This committee shall also act as an advisor to the AAPL staff in identifying systems for AAPL sanctioned form distribution.

Structure

This committee consists of at least five and no more than 10 Active AAPL members from various geographic regions, at least one of whom has expertise in offshore matters, who serve rotating three-year terms.

Any special task force created by the Executive Committee to create a new form shall have the Forms Committee Chair or Assistant Chair as a non-voting ex-officio member. The Forms Committee shall be part of a "first tier" peer review of any form generated by a special task force prior to its submittal to the Executive Committee or the Board of Directors for final approval.

Process

Prior to final implementation of a form the committee shall have legal review before approval. Following the legal review and recommendation from the committee, the form shall be sent to

Executive Committee for final approval and adoption.

Governmental Affairs Committee

(REVISED DECEMBER 10, 2023)

Purpose

The purpose of the Governmental Affairs Committee (the “Committee”) is to ensure AAPL’s awareness and involvement in the promulgation, direction, implementation and administration of national, state and local legislative and regulatory issues impacting the land profession while maintaining the integrity of AAPL’s mission and advancing the stature of the land professional. Additionally, the purpose of the Committee is to provide information, education and resources to AAPL members that will allow them to navigate all relevant legislative and regulatory fields.

Structure

The Committee will include a Chair appointed by AAPL President, and three Assistant Chairs - Assistant Chair (Leg Reg), Assistant Chair (Public Lands), Assistant Chair (Tax Issues) - appointed by the First Vice President of AAPL, and at least seven Active AAPL members from various geographic regions who serve rotating three-year terms. The Committee members will be selected to provide representation in the active industry areas of the onshore U.S. In an effort to better address issues of public lands and access, additional consideration should be given to staff the Committee with several members whose experience will allow the Committee to cover issues affecting western states due to the significant amounts of Federal lands found within these states.

From time to time, where the Committee sees fit, it shall have the authority to create and designate task force(s) to study and make recommendations to the Committee as to any and all relevant issues. Once the Committee deems each task force’s purpose fulfilled, then the task force shall then be disbanded.

Identification of Issues

The Committee will identify those issues it considers AAPL should be monitoring to determine whether any action is justified. The issues to be identified for AAPL monitoring and potential action shall include, but not be limited to the following:

- Legislative and regulatory actions at the federal, state and local level that may result in a measurable impact to the land profession and/or land professional.
- Issues and activities that impact the land profession/professional with regards to public lands use and/or access.
- Tax issues that may impact the land profession/professional.

Legislative/Regulatory Expenditures

Expenditures by the Committee shall be approved in advance by the Executive Committee, or by the Board if time allows.

AAPL Lobbying

The committee shall determine whether to recommend retaining a lobbyist to represent AAPL in a particular state or on a specific issue. The recommendation shall be made to the Executive Committee, and to the Board time permitting.

Coordination with other Associations

Where necessary, the Committee shall evaluate the AAPL’s positions with regards to specific issues and advise AAPL as to whether issues can be better addressed via coordination with other associations, including, but not limited to:

- The Independent Petroleum Association of America (IPAA)
- The American Petroleum Institute (API)
- The Midcontinent Oil and Gas Association

Tactical Plan for Responding to Legislative/Regulatory Challenges

The Committee will maintain a master list of the key legislative and regulatory issues impacting the land profession and will provide a quarterly report to the Board.

Quarterly, the Committee will review the issue list and prioritize the issues as to their impact on the land profession. The Committee will prioritize these issues based on the following criteria:

- The issue impacts the land profession
- The issue warrants the support of the AAPL membership (i.e., a position taken by AAPL would be supported by the overall membership and would not be detrimental to any particular group within the overall membership)
- The issue is completely consistent with the Governmental Affairs Committee's Mission Statement.

Policy Concerning Support for Candidates for Public Office

In recognition of the fact that AAPL may, from time to time, be called upon to support candidates for public office, the Board of Directors of AAPL has authorized the promulgation of the following policy concerning AAPL's involvement in such matters:

- 1) AAPL shall not support, directly or indirectly, through endorsement, financial contribution, distribution of campaign literature, requests for financial contribution, or otherwise, any individual candidate for local, state or federal public office.
- 2) AAPL shall not support, directly or indirectly, through endorsement, financial contribution, or distribution of literature, any Political Action Committee (PAC) or any such political fundraising group formed to promote and support a candidate or a specific political agenda.
- 3) This policy shall extend to AAPL's Executive Committee, directors, members and staff acting in an official capacity on behalf of AAPL; however, any such individual shall not be precluded from participating on their own behalf in actions supportive of candidates for public office.

AAPL Mentorship Committee

Purpose

The purpose of the Mentorship Committee is to provide a mentorship program that promotes enriched professionalism by mentoring less experienced landmen and university students from AAPL accredited programs, building strong relationships, providing exposure to the oil and gas industry, enhancing skills, and providing guidance and non-legal advice. The program also includes encouraging future certification and AAPL membership upon graduation and entry into the industry.

Policies

- Create opportunities for members to network with each other both through direct mentorship and through larger networking sessions.
- Provide processes to pair mentors with mentees on a scalable manner.
- Grow member participation in the program through strategic marketing efforts.
- Coordinate with AAPL accredited program school directors and liaisons to promote

- participation among their students.
- Coordinate with other AAPL committees and initiatives as necessary.

Membership Committee

Purpose

The Membership Committee's purpose is to recruit and maintain qualified members for AAPL

Policies

This committee is comprised of not less than seven Active AAPL members and works in close coordination with the AAPL Member Services Administrator and various committees in accomplishing the following objectives:

Establish lines of communication with directors and local association membership chairs to coordinate and encourage the promotion of AAPL membership to eligible individuals and the follow-up of delinquent AAPL renewals.

Continue to review the Membership Satisfaction Survey that identifies land profession issues and desired benefits of association membership.

Discuss and recommend changes, to member benefits as needed based on the results of the Membership Satisfaction Survey so AAPL can better meet the needs and desires of its members.

Promote AAPL to all students enrolled in accredited programs and encourage student membership in AAPL.

Review and decide on unique membership requests and/or exceptions and advise the Board of Directors with recommendations when their approval is needed.

NAPE Advisory Board

Purpose

The NAPE Advisory Board is a committee of the partners of NAPE EXPO, LP who hold at least a 10% interest in the partnership. The purpose of the NAPE Advisory Board is to review and approve the budget for each NAPE event and to provide advice to the Partnership and the General Partner, subject to and in accordance with the NAPE Partnership Agreement (as it may be amended or replaced).

Goals and Objectives

- To provide input and advice on NAPE EXPO, its operations and performance.
- To support the energy industry.
- To review and approve the budget of each NAPE event.
- To review the results of each NAPE event.
- To maintain NAPE's status as the energy industry's premier prospect expo and networking event of its kind.
- To foster goodwill and cooperation among the NAPE partners.

Entity

The NAPE Advisory Board provides advisory services to the Partnership and General Partner. Its membership is comprised of representatives of each of the partners to NAPE EXPO, LP. Each partner elects or designates its own representative(s) to the NAPE Advisory Board. These representatives are tasked with assisting the NAPE Operating Committee in sponsor solicitation, securing event speakers, and working with their respective partner associations in growing attendance for NAPE events. The NAPE Advisory Board will meet not less often than twice a year.

Board of Members

The voting members of the NAPE Advisory Board consist of the individuals from the following partners:

- AAPL – five members
- IPAA – two members
- AAPG – one member
- SEG – one member

Key staff members from each partner association are encouraged to participate in the meetings.

NAPE EXPO, LP®

(Previously known as North American Prospect Expo®)

Purpose

NAPE Expo brings prospects and producing properties (from the U.S. and around the world), capital formation, services and technologies together in one location, creating an environment to establish strategic alliances for doing business and initiating purchases and trades.

Goals and Objectives

- Serve and support the oil and gas industry.
- Facilitate domestic, international and exploration & production.
- Promote growth in the industry and increase drilling activity.
- Provide for decision making and informational content in its conference and events.
- Promote strategic alliances by and between oil and gas companies and/or individuals.
- Promote opportunities for the landman as well as all other oil and gas disciplines.
- Facilitate and encourage new business contacts for participants.
- Provide interest for geographically varied groups.
- Significant networking opportunities for participants.

Partners

NAPE EXPO, LP is a for profit partnership consisting of the following partners. The Partnership is bound by the terms of a Joint Venture Agreement effective March 19, 2005.

- NAPE Management LLC (General Partner)
- American Association of Professional Landmen
- Net Profits Interest (comes out of AAPL's interest):
- Houston Geological Society
- Society of Independent Professional Earth Scientists
- Independent Petroleum Association of America
- American Association of Petroleum Geologists
- Society of Exploration Geophysicists

Operations

AAPL will act as primary sponsor as well as be the managing and coordinating entity through its NAPE staff with the support of the NAPE Operators Committee for NAPE.

NAPE EXPO will provide oversight to the NAPE Business Conference and any other activity associated with a NAPE Event.

NAPE EXPO will operate on a fiscal year basis beginning July 1 and ending June 30 the following calendar year.

NAPE is managed and operated by AAPL staff. Oversight of NAPE is provided by the NAPE Operators Committee and NAPE Management, LLC. The AAPL Executive Vice President

performs as the Executive Vice President for NAPE and in this capacity serves as the sole officer of NAPE for all duties including but not limited to executing documents on behalf of NAPE.

NAPE shall pay the AAPL a management fee for the use of AAPL staff to manage and operate NAPE. The management fee is calculated based on a formula taking into account the number of registrants and attendees to the event times a rate annually adjusted by the CPI. The rate is provided for in the Joint Venture Agreement for all the partners.

Budget and Finances

The AAPL Executive Vice President shall prepare an annual budget for each fiscal year. The NAPE budget will consist of a separate budget for each individual show with a roll up for an annual perspective. The NAPE budget shall be reviewed and approved by the AAPL NAPE Operators Committee and recommended for approval to the General Partner of NAPE. Once approved by the General Partner, the budget may be provided to each of the NAPE partners.

Each individual show will be a standalone event. Revenue will be generated through the sale of booths, sponsorships and registrations as well as commissions and other sources. Expenses will be the cost of the facilities, networking events, food, speakers, transportation, security, third party vendors, etc.

At 90 days following a NAPE show, the books for that show will be closed and the net income (defined as total revenue, less total expenses) will be distributed to the partners based on their ownership in the partnership, unless it is determined that operational expenses should be withheld. In the event of a loss for any show, NAPE will advise the partners of their share of the loss and either request the partners to contribute their share of the loss to the partnership or their share of the loss will be deducted from the distribution of net profits from the next ensuing show.

NAPE shall have an audit conducted by an established accounting/audit firm annually following the end of the fiscal year. Results of the audit shall be provided to each partner in a timely manner.

Upon completion of the audit, NAPE shall ensure that tax returns are generated and filed with the proper authority. Additionally, K-1 tax forms shall be prepared for each partner and provided to them in a timely manner.

NAPE EXPO CHARITIES FUND

Purpose

The NAPE EXPO CHARITIES FUND (the "Fund") was created to engage directly in the support of charitable, benevolent, religious, eleemosynary, literary, patriotic, civic, scientific, and educational purposes and to support other qualified organizations or entities engaged in such purposes. Monies donated to the NAPE EXPO CHARITIES FUND are to be used for charitable, benevolent, religious, eleemosynary, literary, patriotic, civic, scientific, and educational purposes and to support other qualified organizations or entities engaged in such purposes.

Goals and Objectives

- To solicit, accept and keep account of donations received for the stated purpose of the Fund.
- To provide donations to individual charities or organizations whose mission aligns with the purpose of the Fund, based on recommendations made by the NAPE Operators Committee and subject to the approval of NAPE Management, LLC.
- To approve the motivational speaker for the Fund Charity Luncheon.
- To promote the Fund cause.

- Distribute \$100,000 per year from the Fund to the selected veteran charities in honor of George H. W. Bush (for a period of ten years, beginning in the year 2020). This is in addition to any other distributions from the Fund based on fund-raising efforts and donations received.

Entity

The Fund is a stand-alone 501(c)3 entity not affiliated with any organization but working in conjunction with NAPE EXPO, LP. The Fund is managed by a Board of Directors and receives direction and guidance from NAPE Management, LLC. The American Association of Professional Landmen (AAPL) is the majority partner in NAPE EXPO, LP and is the sole owner of NAPE Management, LLC.

Board of Directors

The Fund's Board of Directors consists of the individuals holding the specific positions below:

- AAPL President
- AAPL First Vice President
- AAPL Immediate Past President who shall serve as the President of the Fund
- AAPL Treasurer who shall serve as the Treasurer of the Fund
- Chair of the NAPE Operators Committee
- Assistant Chair of the NAPE Operators Committee
- AAPL Executive Vice President

NAPE Management, LLC

Purpose

NAPE Management, LLC, is the General Partner of NAPE EXPO, LP and will serve as manager over NAPE EXPO plus be responsible for the management of both corporate entities. NAPE Management will provide oversight, direction, management, and assistance with strategic and corporate decisions. The main responsibility of these Managers will be approval of the NAPE budgets, check writing authority, approval and finalization of NAPE expansion plans, oversee major revenue and expense items and NAPE financials, and maintain partner relations in conjunction with the Executive Vice President of AAPL. They will in effect serve as the Board of Directors for NAPE Management, LLC. It will be the primary responsibility of the NAPE/AAPL Staff to handle logistical issues, operations, actual placement of booths or any other items related to same in conjunction with the NAPE Management, LLC. Additionally, it has actual authority, as the agent of the partnership, to conduct all partnership business, bind the partnership in contracts with third parties and to spend partnership funds in the ordinary course of the partnership's business. Its mission is to carry out the purpose of the partnership within the guidelines of normal business and financial practices.

Goals and Objectives

- To ensure a quality NAPE EXPO event is conducted.
- To generate revenue and profits for the partnership.
- To ensure proper business practices are in place and to further the business.

Entity

NAPE Management, LLC is a wholly owned subsidiary of the American Association of Professional Landmen (AAPL) who is the majority partner in NAPE EXPO, LP. NAPE Management is managed by a Board of Managers. However, it receives its direction and guidance from the American Association of Professional Landmen's NAPE Operators Committee.

Board of Managers

The NAPE Management's Board of Managers consists of the individuals holding the specific positions below:

- AAPL President
- AAPL First Vice President
- AAPL Immediate Past President
- Chair of the NAPE Operators Committee
- AAPL Executive Vice President

NAPE Operators Committee

(REVISED - DECEMBER 10, 2023)

Entity

NAPE Operators Committee is an AAPL oversight and advisory committee consisting of not more than 12 members appointed pursuant to the AAPL Bylaws and Policy Manual. The committee includes as ex-officio members, the AAPL Executive Vice President and the Vice President of NAPE. The committee is responsible for keeping appropriate records of its meetings and recommendations to both the NAPE EXPO Charities Fund and NAPE Management, LLC.

Purpose

The NAPE Operators Committee (NOC) will review and recommend an annual (fiscal year) budget for NAPE Expo, LP, formulate business development and overall NAPE strategy and provide input, recommendations, and guidance to the NAPE/AAPL staff for execution of such strategy, all subject to the final approval of NAPE Management, LLC. It will be responsible for the NAPE Business Conference, NAPE EXPO Charity Luncheon (Charity Luncheon), obtaining speakers for the Business Conference and Charity Luncheon, raising the charitable contributions for the Charity Luncheon, assembling/coordinating the NAPE Ambassador Program, serving as editorial board for the NAPE magazine and addressing issues encountered prior to, during and after each NAPE event in conjunction with the NAPE/AAPL staff. Each of its functions will be pursuant to and in accordance with NAPE/AAPL budgetary guidelines.

Goals and Objectives

- Ensure quality NAPE EXPO and NAPE EXPO Charity Luncheon events.
- Provide strategic guidance and direction for all NAPE events.
- Support the energy expansion in both fossil fuels and renewables.
- Support in the generation of revenue and profits for NAPE Expo, L.P.
- Ensure proper business practices are in place and to grow the business.
- Provide meaningful feedback on NAPE events and operations.

Nominating Sub-Committee

Purpose

The purpose of the Nominating Sub-Committee is to solicit nominations, review the qualifications of the candidates and recommend a slate of Executive Committee officers to the AAPL Board of Directors (hereinafter in this section referred to as the "Nominating Committee") for the next annual election of Executive Committee officers.

Policies

The First Vice President of AAPL shall appoint a Past President of AAPL to serve as the Assistant Chair that will succeed to the Chair of the Nominating Sub-Committee the following year.

The Nominating Sub-Committee shall consist of the Chair, the Assistant Chair and up to nine additional Active AAPL members that are appointed by the Chair. All the members of the Nominating Sub-Committee, except for the Chair and the Assistant Chair, shall serve for a term of one year. A reasonable effort should be made to appoint one person from each region, but, in no event should less than five regions be represented. Names of the Nominating Sub-Committee members are kept confidential, except for the Chair and Assistant Chair. The AAPL Executive Assistant will assist the Nominating Sub-Committee.

Qualifications of each Nominating Sub-Committee member:

- Must be an Active AAPL member, but not be a member of the AAPL staff, and
- Has served as an officer or director of an affiliate association, or
- Has served as an AAPL committee chair or as an AAPL director, and
- Has agreed not to be considered as an officer candidate for the Nominating Sub-Committee's consideration.

Each Nominating Sub-Committee member shall adhere to and be bound by a strict code of confidentiality as to who served on the Nominating Sub-Committee, items discussed and selection of candidates and understand and accept any deviation from this confidentiality statement shall be interpreted as a violation under terms and conditions of the AAPL Code of Ethics.

Duties and procedures of the Nominating Sub-Committee Chair:

- With the assistance of the AAPL Executive Assistant, collect and compile all data and information pertaining to possible candidates.
- The Chair will talk to each officer nominee and explain the expense and time commitment to them so that they can ask for employer permission to devote the time, expense and effort that is necessary to serve as an AAPL officer, and, in the case of a contract landman, be committed to spend the necessary funds and devote considerable time and effort to their office.
- Meet with the members of the Nominating Sub-Committee to review and discuss the qualifications of each candidate. The Chair will conduct the meeting and can share his or her comments about each candidate but will not have a vote except to resolve a tie among the remaining members.
- Prepare a written report providing information regarding officer nominations, including, but not limited to: the total number of nominations; the total number of nominations of major company landmen, independent company landmen and contract landmen; and the total number of nominations of landmen from each AAPL region.
- The report should name each officer candidate being recommended by the Nominating Sub-Committee to be nominated by the Nominating Committee to serve as officers of the AAPL for the ensuing year along with the qualifications of said nominees.
- This report will be submitted by the Chair to the AAPL Executive Committee during its meeting in March and then submitted to the Nominating Committee at the March AAPL Board of Directors meeting for approval.
- The Chair, with the assistance of the AAPL Executive Assistant, is responsible for obtaining a photograph and biographical information on each nominee for the purpose of announcement/publication prior to the balloting process.

Guideline for Selection of Candidates

Qualifications of candidates:

- Must be an Active AAPL member and a CPL or P.Land (Canadian Equivalent of CPL).

- Is not a member of the current Nominating Sub-Committee.
- Landmen who, because of their accomplishments, are well-known, respected and recognized by the industry.
- Landmen who are capable of performing the required speaking engagements and are willing and able to devote time, effort and expense to the job.
- Has served as an AAPL committee chair or as an AAPL director.
- Personal attributes – intelligent; articulate; ability to work with others; maturity; and experience to provide wise leadership and vital interest in strengthening AAPL and increasing its contribution to landmen and the industry.

Succession and selection of candidates:

- From the list of candidates submitted, the Nominating Sub-Committee will recommend the most qualified individual to be nominated as First Vice President, it being understood that the First Vice President will succeed the following year to the presidency unless there is a gross misconduct in the opinion of the AAPL Board of Directors or there is a change in their personal or company situation that would prohibit them from serving as President.
- Recommendations for all other Executive Committee officers will be determined first by the best qualifications and then by geographical distribution.
- An attempt should be made to avoid a continued selection of Presidents and First Vice Presidents from the same regional area or company.
- Past AAPL Executive Committee officers may be considered by the Nominating Sub-Committee, but they cannot serve consecutive terms (except for First Vice President who will succeed to President, and the President who will succeed to Immediate Past President).

Bylaw and Policy Review Committee

Purpose

To provide all AAPL members, Committees, Executive Committee, Board of Directors and AAPL staff with an updated Policy Manual and Bylaws to be used for carrying out the business of AAPL.

Policies

Review and update Policy Manual each year to confirm all policies are accurately presented for entire organization.

Coordinate with committees and AAPL staff to recommend revisions to Policy Manual to reflect the decisions and policy changes that are made by the Executive Committee and the Board of Directors.

Coordinate with committees and AAPL staff to recommend revisions to Procedures Manual to reflect the decisions and procedural changes that are made by the Committee or AAPL staff, or as may be suggested by the Executive Committee or Board of Directors.

To coordinate with Committees and Board of Directors to recommend revisions to the Bylaws as recommended by Board of Directors and presented to membership for approval.

Procedure

Develop and circulate a questionnaire soliciting feedback about potential deficiencies and Policy, Procedure or Bylaws.

Publications

Purpose

To provide recommendations to AAPL staff regarding the types of publications and topics for professional papers, industry articles and other publications deemed prudent.

Policies

Technical papers/articles submitted for publication shall be reviewed by the publications review board for approval and submitted to the AAPL communications and production manager for scheduling and inclusion in the publication production process.

The format of the *Landman* magazine shall follow the Brand Guide. The Brand Guide shall be reviewed by the Publications Committee on an annual basis.

AAPL publications will follow AP Style.

In coordination with the staff, the Publications Committee will secure and evaluate professional papers and industry articles for publication in the *Landman* magazine and supplemental publications and provide “topic” headings and a synopsis on each item for use in the article archive and keyword searches.

Maintain communication with affiliated local associations through the help of the affiliate and volunteer relations manager.

Revise and disseminate annually the publication procedural guidelines for submitting professional papers, industry and/or general information articles and local association news and photos for publication in the *Landman* and supplemental publications.

Encourage submittal of local association news and events for inclusion in AAPL publications — particularly the Landmen in Action section of the *Landman* magazine.

Coordinate activities, as needed, with other AAPL committees in order to communicate pertinent information in a timely manner and to offer “special features or departments” in AAPL publications.

Continue to evaluate and provide feedback as to the effectiveness of the standing departments of the *Landman*; for example, Landmen in Action, Industry News, Rig Counts, New Members, In Memory obituary section, etc.

Continue to evaluate and provide feedback as to the effectiveness of the specific sections of the *Membership Directory*; for example, local association information, bylaws, company section, geographical section, landman’s aids, etc.

Continue to profile award winners in AAPL publications.

Conduct a survey, on an as needed basis, that measures the perceived value of the content and frequency of current AAPL publications (including AAPL’s electronic publications and the web site) and present a written report to the board.

Work with the Education Committee on developing ideas for new books to be published and offered for sale by AAPL.

AAPL publications are regarded as a primary benefit of membership in AAPL.

AAPL produces many major communication tools on a continual basis as follows:

| Publication | Produced |
|-----------------------------|-----------|
| <i>Landman</i> Magazine | Bimonthly |
| Membership Directory | Annually |
| AAPL Annual Meeting Program | Annually |
| AAPL Annual Report | Annually |

Editorial Policy

- AAPL produces several publications on a continual basis: *Landman* magazine (bimonthly), *Membership Directory* (annually), AAPL's Annual Report (annually) and books.
- AAPL publishes the association's Bylaws, Standards of Practice and Code of Ethics in the *Membership Directory* in addition to the membership alphabetical, geographical and company listings.
- Oversight responsibility of these publications lies with the AAPL communications and production manager and the vice president of AAPL & NAPE.
- The publications committee consists of AAPL Active members from various geographic regions. This committee coordinates activities with the Board of Directors through the executive committee liaison.
- The communications and production manager and vice president of AAPL & NAPE recommends to the AAPL executive vice president an annual budget for the board of directors' approval each year.

Publication Procedural Guidelines

Articles considered suitable for publication in the *Landman* magazine may be originally written for AAPL publication purposes or may be reprints of previously published articles and are categorized in the following ways:

- Professional papers on topics related to the land profession or oil, gas and mineral business.
- Articles concerning local and national association events.
- Recurring features or columns that are generally informative or motivational in nature.
- Articles covering current affairs, events and items of interest to the members.
- Presentation papers or speeches from industry seminars and conferences.

Procedures used to generate articles for publication will include information and ideas obtained from various sources including, but not limited to:

- Publication Readership Survey
- Suggestions from members, board of directors, industry peers and AAPL staff
- AAPL Strategic Plan
- Assign AAPL Publications Committee members or AAPL staff responsibility of contacting potential authors to develop specific articles.

Evaluating any articles for appropriateness for publication:

1. Each article submitted to AAPL, whether non-solicited or solicited by the AAPL Publications Committee or AAPL staff, shall be reviewed by the AAPL Publications Committee and AAPL publications staff to determine suitability for publication. The AAPL has the right, through its Publications Committee, to reject any article/paper submitted for publication.
2. Articles cannot be published without the written permission of the author. Permission may be granted in a standard cover letter or email correspondence rather than by a

formal document. Such letter, or document, or email granting permission to publish a paper/article shall be kept on file with the original article/paper. The AAPL publications staff will handle the authorization process.

3. If there is a problem with writing style, editorial changes can be made which might make the article suitable for publication. If only slight changes in spelling, punctuation, grammar or consistency need to be made, it may not be necessary to advise the author of the changes. The author should be notified of any “major” editorial changes; otherwise it should state on any release or authorization that AAPL publications department has the right to edit any portion of the article/paper as consistent with standard Associated Press style. Any changes requested by the author after the submittal deadline will be taken into consideration by the editor and complied with, if at all possible.

Advertising Revenue in Publications

- Advertising revenue should not dictate the amount of editorial content of AAPL publications. The AAPL Publications Committee has the right to review and reject any inappropriate advertising from AAPL publications, based on the opinion of the majority of its members.
- The AAPL Publications Committee and AAPL publications staff shall maintain a reasonable balance between editorial and advertising content of AAPL publications.

Technology Committee

Purpose

The purpose of the Technology Committee is to promote the use of technology, recommend membership-wide information technology policies, and serve as a technology information resource to the Association and its members.

Structure

Chair, Assistant Chair, volunteers from the membership base, liaison to the AAPL President, AAPL Business Systems Administrator (ex-officio, non-voting member) and other AAPL staff members (ex-officio) as deemed necessary.

Objectives

- Provide subject matter expertise for the membership’s use of technology and information resources.
- Provide expertise and support to members and local affiliated associations on technology related issues that impact the landman profession through articles, training, and other related materials and offerings.
- Actively monitoring technology issues, trends, and emerging technologies, gauge their estimated impacts on the landman profession, and help the profession take the necessary preparatory steps to position for the future.

Council on Presidential Perspectives (“COPP”)

Purpose

The Council provides guidance and advice to the AAPL President, Executive Committee; Executive Vice President and Board of Directors on matters which COPP deems necessary, or on matters which COPP is asked to render an opinion.

- **Special Standing Committee.** COPP is a Special Standing Committee and is exempt from and operates independently of the requirements of other AAPL Standing Committees, including without limitation member term limits, required meeting intervals and quarterly reporting requirements.
- **Membership.** COPP is comprised of all AAPL Past Presidents.

- **Chairman.** The President of AAPL shall select a member of the Council to preside as chair. The chair shall preside at meetings of the Council and periodically provide a report to the Council of the quarterly Board of Directors meetings and other AAPL activities.
- **Council Recommendations.** COPP acts at the request and direction of the current AAPL President and on its own initiative may make recommendations to the President, Executive Committee or Board of Directors for further consideration but does not have authority to bring a motion to the Board.
- **Annual Meeting.** Members of the Council attending the Annual Meeting shall meet with the incoming AAPL President at a convenient time during the Annual Meeting to discuss the state of the Association and plans and needs for the coming year.
- **AAPL Presidential Archive Project.** COPP administers and maintains the AAPL Presidential Archive Project. The AAPL Presidential Archive Project is intended to capture historical data/information of AAPL Past Presidents, and other persons of interest that have influenced the history of AAPL to preserve the heritage of AAPL.

AAPL Educational Foundation, Inc.

The AAPL Educational Foundation, Inc. ("Foundation") is a self-directed entity organized under Section 501(c)(3) of the Internal Revenue Code of 1954 and chartered under the laws of the State of Texas.

Purpose

To promote education for the members of the AAPL and the general public.

Governance

All powers, duties, responsibilities and authority of the Board are governed by the Articles of Incorporation and the Bylaws of the AAPL Educational Foundation, Inc.

Objectives

Undertake such activities as are reasonably anticipated to promote the welfare of the Foundation within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.

- Provide financial support through grants to support education for AAPL members and the general public in areas relating to the promotion and excellence of the Land Profession and the Energy sector generally.
- Provide financial support through grants to AAPL members who have suffered financial loss due to natural disasters.
- Administer the Horizon Award, recognizing a distinguished, trailblazing female land professional within the certified membership of the AAPL.
- Other activities as approved by the Board.

Confidentiality

It is the policy of the Foundation to not disclose confidential information belonging to or obtained through their affiliation with the Foundation to any person, including their relatives, friends, business and professional associates, unless the Foundation has authorized the disclosure. This policy is not intended to prevent disclosure where disclosure is required by law.

Confidentiality is the preservation of privileged information. Foundation members and other volunteers are cautioned to demonstrate professionalism, good judgment, ethics, and care at all times in handling any information related to the Foundation to avoid unauthorized or improper disclosures of confidential information.

While Foundation members are expected and encouraged to discuss the organization with one another and targeted publics, they shall not report opinions expressed in meetings, nor shall they report independently on Foundation action, or engage in communication that has not been

approved by the Chair of the Foundation or that would not be supported by Foundation policy, procedures or decisions.

At the end of the Foundation members' term or upon his/her retirement, resignation or removal from the Foundation, he/she shall return, at the Foundation's request, all documents, papers, applications and other materials, regardless of medium, which may contain or be derived from confidential information in his/her possession.

Landman Scholarship Trust

Purpose

The Landman Scholarship Trust (the "Trust") is an entity, separate from AAPL, created and formed for educational purposes within the meaning of Sec. 501(c)(3) of the Internal Revenue Code of 1986. The Trust shall be administered by a Board of Trustees (the "Board" and the trustees comprising the Board, collectively, the "Trustees").

Governance

The individual serving as AAPL's Treasurer shall perform the duties as the Treasurer of the Trust for a one year term but shall not be a named Trustee nor hold voting rights on formal motions made on behalf of the Board or Trust, unless the AAPL Treasurer is already serving a term as a Trustee on the Trust Committee.

Additionally, the individual serving as AAPL's Second Vice President shall serve on the Trust Committee for a term of three years and shall have full voting rights each year during the three-year term. In the event a newly elected Second Vice President is already serving a term on the Trust Committee, the three year term of the Second Vice President shall start over. The individual serving as AAPL's Second Vice President shall serve in the following capacities on behalf of the Board and Trust:

- 1st Year – Assistant Chair, while serving as AAPL's Second Vice President
- 2nd Year – Chair, having served the previous year as AAPL's Second Vice President and the Assistant Chair of the Board. The Chair of the Board or a named delegate shall be eligible for reimbursement of travel expenses to quarterly AAPL Board Meetings in accordance with AAPL's Policy Manual
- 3rd Year – Immediate Past Chair, having served as the Chair of the Board the previous year.

The Chair of the Board, after consultation with the Trustees, will determine the total number of Trustees necessary to support the AAPL Accredited Programs, with a maximum number of no more than sixteen Trustees during any given year. At a minimum, the Trust shall be administered by a Board of seven Trustees during any given year.

The powers, duties, responsibilities and authority of the Trustees are governed by the 1994 Amended Declaration of Trust for the Landman Scholarship Trust and any amendments thereto approved by the Board and shall include, but not be limited to, awarding cash scholarships to qualified and deserving undergraduate and graduate students from AAPL Accredited Programs.

Regular and Special meetings of the Board of Trustees may be held at any time by request of the Chair, Assistant Chair, or three or more Trustees. At any meeting of the Board, a Trustee may attend by telephone or any other means of communication which permits the Trustee to participate in the meeting. A Trustee so attending shall be deemed present at the meeting for all purposes, including the determination of whether a quorum is present. A quorum for any called meeting, Regular or Special, shall be two-thirds (2/3) of the total voting Trustees (rounded up, if necessary, to the next whole number). A simple majority vote of those voting Trustees present at a meeting, or voting by proxy, shall be sufficient to authorize official action by the Trustees

with respect to any matter affecting the Trust. In the event a quorum is met and a formal vote results in a tie, the vote of the Chair shall be counted as two votes to break the tie. Electronic voting via email may be permitted as needed for time-sensitive matters, subject to otherwise meeting the minimum quorum and voting requirements.

Diversity and Inclusion

AAPL and The Landman Scholarship Trust are diverse and inclusive organizations where all members, directors, students, associates, and/or representatives (“members”), whatever their race, ethnicity, gender, national origin, sexual orientation or identity, age, education, or disability, feel valued and respected. AAPL and The Landman Scholarship Trust are committed to a nondiscriminatory approach and provide equal opportunities for members and advancement in all programs, committees, meetings, and initiatives. AAPL and The Landman Scholarship Trust are committed to being organizations that embrace the contributions of all members and are fair and respectful to all. AAPL and The Landman Scholarship Trust welcome differences and ensure that all voices are valued and heard. AAPL and The Landman Scholarship Trust are committed to continual assessment and lasting structural change that support diverse and inclusive organizations.

Scholarship Eligibility

Enrolled students in those AAPL Accredited Programs whose accreditation status is classified as “Full Accreditation Status” or “Provisional Accreditation Status,” as defined by the AAPL Accreditation Committee, are eligible to apply for and receive scholarships from the Trust. Enrolled students in those AAPL Accredited Programs whose accreditation status is in a “Probation Accreditation Status,” as defined by the AAPL Accreditation Committee, are not eligible to apply for and receive scholarships from the Trust. Notwithstanding a Program’s eligibility to make application for scholarships, all such scholarships will be granted at the sole discretion of the Board, and may be subject to further minimum credit hours, grade point average requirements, or other eligibility requirements, as determined by the Board.

Confidentiality

The Landman Scholarship Trust (the “Trust”) has been created and formed for educational purposes within the meaning of Sec. 501 (c)(3) of the Internal Revenue Code of 1986. It is the policy of the Landman Scholarship Trust that Trustees will not disclose confidential information belonging to or obtained through their affiliation with the Trust to any person, including their relatives, friends, business and professional associates, unless the Trust has authorized the disclosure. This policy is not intended to prevent disclosure where disclosure is required by law.

Confidentiality is the preservation of privileged information. Trustees and other volunteers are cautioned to demonstrate professionalism, good judgment, ethics, and care at all times in handling any information related to the Trust to avoid unauthorized or improper disclosures of confidential information. While Trustees are expected and encouraged to discuss the organization with one another and targeted publics, they shall not report opinions expressed in meetings, nor shall they report independently on Trust action, or engage in communication that has not been approved by the Chair of the Board of Trustees or that would not be supported by Trust policy, procedures or decisions.

At the end of the Trustee’s term or upon their retirement, resignation or removal from the Board of Trustees, they shall return, at the Trust’s request, all documents, papers, applications and other materials, regardless of medium, which may contain or be derived from confidential information in their possession.

Reimbursement of Travel Expenses

Qualifying travel expenses (e.g., airfare, personal mileage, taxi, or rental car, hotel

accommodations) incurred by members of the Board on behalf of and in support of the Trust are reimbursable up to the maximum reimbursement amount allowed per the “Reimbursement Procedures for AAPL Quarterly Board Meetings” as defined in AAPL’s Policy Manual, per Trustee, per qualifying trip. Receipts evidencing such incurred expenses must be submitted in conjunction with the Trust’s form expense report within 30 days of travel. Meals and entertainment are not considered qualifying travel expenses. Expense reimbursement is subject to final approval by the Chair of the Board.

Investment Advisory Committee

Purpose

Responsible for monitoring the overall investment policies of the Association and for establishing investment guidelines in continuance of those policies. The Committee monitors the management of the portfolio for compliance with the investment policies/ guidelines and for meeting performance objectives over time.

Policies

The Committee shall consist of the President, First Vice President (Chair), Treasurer, Past Treasurer, Second Vice President and Third Vice President, along with two permanent founding members Harold Carter and Don Clark, and the Executive Vice President as an Ex-Officio non-voting member.

The Committee shall have the following authority and responsibilities, and such other responsibilities as delegated by the Board and as deemed appropriate:

- Set investment policies and guidelines, including policies and guidelines regarding asset classes, and asset allocation ranges for the Association’s assets.
- Monitor the management of the funds by reviewing reports from investment staff and by discussions with investment staff at Committee meetings.
- At least annually, evaluate the target for reserve levels for appropriateness given business and operating environment risks and opportunities.

Strategic Planning Committee

Purpose

To assist the Board of Directors in fulfilling its responsibilities to monitor the development and implementation of the Association’s strategies and overall strategic plan.

Policies

The Committee shall consist of at least 10 Active AAPL members. The members should represent both the various geographic regions and the various elements of the land profession; major oil companies, independent oil companies, brokers and independent landmen. This Committee will also include the current President, First Vice-President, Immediate Past President, and Executive Vice President. The First Vice-President serves as the Chair of the Committee. Members serving on the Board of Directors are not precluded from participating as a member of the Committee, if so appointed.

The Committee shall act as a liaison between the Board and management. The Committee shall have the following authority and responsibilities, and such other responsibilities as may be delegated by the Board as may be deemed appropriate:

- Track implementation of the association’s strategy, overall strategic plan, and related initiatives.
- Identify and review issues which are critical to the future of the land profession and make necessary recommendations to the Executive Committee concerning such issues.

- Monitoring the organization's performance against measurable targets.
- Meet with management periodically to monitor the association's performance and ensure the Board is regularly apprised of the Committee's progress with respect to implementation of the approved strategy.
- Ensure the Board is regularly apprised of the association's progress with respect to implementation of any approved strategy.
- Report regularly to the Board and facilitate an annual review of the association's strategy and strategic options.