

AMERICAN ASSOCIATION
OF PROFESSIONAL LANDMEN

Volunteer Handbook



Powering The Profession

AAPL Volunteer Handbook

Welcome

Thank you for considering AAPL to invest your time. Volunteers provide our organization with credibility, insight, perspective, diversity and expertise that enlightens our operations, helps fulfill our mission and engages the profession in our activities.

Every member of AAPL is valuable and everyone's time, talents and efforts are special gifts to be appreciated, respected, recognized and never taken for granted. The right role can be found for any person with a desire to serve.

Volunteers will be given opportunities to learn and grow within the organization. AAPL values volunteers by giving them meaningful work to do and the materials, tools and training to complete their tasks in a timely manner. Volunteers are responsible for the quality of their work and for meeting their commitment to AAPL. The work of every volunteer is valued equally.

We value commitment to establishing and maintaining a culture of the highest ethical and professional standards as land professionals. There are opportunities to be of service to our membership and profession through AAPL's affiliated local associations and at the national level through AAPL's many committees and boards. Appointments are made between January and March for the following fiscal year which begins on July 1. Appointments to serve on a committee are at the discretion of AAPL's president.

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MISSION STATEMENT & STRATEGIC GOALS

AAPL's mission is to promote the highest standards of performance and ethics for all land professionals, to advance their stature, and encourage sound stewardship of all energy and mineral resources.

The following strategic goals have been identified to ensure AAPL has alignment throughout every area of the association — from leaders to volunteers to staff.

Goal #1: Excellence

Advance the culture and structure of AAPL to ensure excellence.

Goal #2: Education

Position AAPL as the go-to resource for information, certification, and training.

Goal #3: Value

Deliver and promote world-class member value to attract and retain membership.

Goal #4: Diversity and Inclusion

Build and foster an inclusive and diverse organization that is representative of both cultural and professional diversity in membership and leadership.

Goal #5: Advocacy

Promote the profession through elevating the voices of land professionals.

Goal #6: Sustainability

Ensure the financial security and longevity of the association.

QUALIFICATIONS FOR SPECIFIC VOLUNTEER POSITIONS

Qualifications and expectations for volunteer positions are posted in *AAPLConnect*. Vacant committee positions are typically assigned by the end of April.

All committee members and task force members including chairs, assistant chairs and industry representatives are required to be AAPL Active Members.

GENERIC COMMITTEE CHAIR JOB DUTIES

- ▶ Committee chairs communicate to the executive committee and board
 - Committee reports at each board meeting
 - Present new programs or out of cycle budget requests at executive committee meetings
 - Present new programs and seek feedback at Roundtable Discussion prior to board meetings
- ▶ Chair facilitates committee meetings and assists in steering program deliverables
 - Submits board suggestions or committee proposals in January for the upcoming year
 - Ensures committee activities are properly documented and retains notes for future chairs
 - Coordinates committee meetings
- ▶ Strategic Plan
 - Review AAPL Strategic Plan as road map for committee programs and initiatives

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.

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 Subcommittee) 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.

In general, ex officio members include AAPL executive committee liaison, AAPL president and AAPL executive vice president.

Each AAPL committee chair is required to make a quarterly written report for distribution to the AAPL Board of Directors. Procedures for quarterly written reports will be communicated before each board meeting.

EXPECTATIONS FOR CONDUCT & BEHAVIOR

As a volunteer, you have the responsibility to:

- ▶ Meet your time commitments or provide adequate notice so other arrangements can be made.

- ▶ Be trusted with confidential information necessary to do your work.
- ▶ Perform assigned work to the best of your ability.
- ▶ Follow organizational policies and procedures.
- ▶ Be open-minded and respectful of others.
- ▶ Accept reasonable tasks with a positive attitude.
- ▶ Maintain a positive attitude toward AAPL.

Prohibited conduct, such as violence & harassment

Harassment on the basis of any protected characteristic 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 protected factors 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 embarrass or offend an individual. Sexual harassment also includes any unwelcome sexual advances, requests for sexual favors and other unwelcome verbal or physical conduct.

Other 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 AAPL's executive vice president. In addition, AAPL encourages individuals to advise the offender that his or her conduct is unwelcome and to request that it be discontinued, if they feel comfortable so doing.

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 his or her 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.

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.

CONFLICT OF INTEREST Policy

The directors of the American Association of Professional Landmen have resolved that no member of the board of directors, executive committee or any director or volunteer of AAPL or its entities (hereinafter referred to as AAPL) shall participate in any discussion or vote on any matter in which he or she

or a member of his or her 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 director must announce his or her potential conflict, disqualify himself or herself 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.

Responsibilities

- ▶ Avoid creating a conflict with personal interests and that of AAPL's business and programs.
- ▶ Report and/or recuse yourself from any potential situation that could be perceived as a conflict.
- ▶ Do not request preferential treatment from AAPL staff for NAPE or AAPL events (Annual Meeting, Education or Certification events).
- ▶ If in question, consult with the AAPL president.

ANTITRUST INFORMATION

AAPL's undeviating policy is 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 officers, 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.

Brief Overview of Antitrust Laws

The antitrust laws of the United

States and the various states prohibit agreements, combinations and conspiracies in restraint of trade. Because AAPL and other trade and professional associations are, by definition, combinations of competitors, it could be argued that one element of a possible antitrust violation is possibly present, and if so, only some action by the association that unreasonably restrains trade generally needs to occur for there to be an antitrust violation. Consequently, associations are common targets of antitrust plaintiffs and prosecutors.

The consequences for violating the antitrust laws can be severe. A conviction can carry stiff fines for the association and its offending leaders, jail sentences for individuals who participated in the violation, and a court order dissolving the association or seriously curtailing its activities. The antitrust laws can be enforced against associations, association members, and the association's employees by both government agencies and private parties (such as competitors and consumers) through treble (triple) damage actions. As the principal federal antitrust law is a criminal conspiracy statute, an executive who attends a meeting at which competitors engage in illegal discussions may be held criminally responsible, even if he or she says nothing at the meeting. The executive's attendance at the meeting may be sufficient to imply acquiescence in the discussion, making him or her liable to as great a penalty as those who actively participated in the illegal agreement.

The antitrust laws prohibit competitors from engaging in actions that could result in an unreasonable restraint of trade. Above all else, association members should be free to make business decisions based on the dictates of the market and not the dictates of the association.

Some activities by competitors are deemed so pernicious and harmful that they are considered per se violations. In these cases, it does not matter whether or not the activities actually have a harmful effect on competition; the effect is presumed. These generally include price fixing; allocation of customers, markets or territories; bid-rigging and some forms of boycotts.

Other actions, such as standards development and certification programs, generally are evaluated under a rule of reason. There is a balancing between the pro-competitive and anti-competitive aspects of the activities; the pro-competitive effects must outweigh the anti-competitive ones. These areas also should be approached with caution and legal guidance.

Compliance Policy

AAPL has a policy of strict compliance with federal and state trade regulations and antitrust laws. In order 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.
- **Do** ensure that reports which contain data collected by AAPL or affiliated associations to advance the best practices of the members (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.
- In regards to 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.

SOCIAL MEDIA GUIDELINES

Social media is a powerful tool that has the potential to promote our organization and mission to a wider audience. One of the most successful ways to leverage our social media content is through brand champions who will like, share and post their own content on behalf of AAPL. With your help, our brand's reach can expand exponentially.

TIP #1: A SMALL EFFORT CAN YIELD BIG RESULTS.

Whenever AAPL posts content on their social media pages, you can help to make that post go the extra mile by liking it and sharing it on your own account. It's a quick and easy way to make sure more people are seeing our messages and learning how they can support the industry.

Authorized AAPL social media accounts include:

Facebook: [facebook.com/AAPLAmericasLandmen](https://www.facebook.com/AAPLAmericasLandmen)

Instagram: [instagram.com/aapllandman](https://www.instagram.com/aapllandman)

Twitter: twitter.com/AAPLLandman

LinkedIn: [linkedin.com/company/aaplamericaslandmen](https://www.linkedin.com/company/aaplamericaslandmen)

TIP #2: SHOUT IT OUT LOUD AND PROUD.

Post your own AAPL and industry-related content. Share the story of why AAPL matters to you, how you got involved and why you are passionate about the energy industry. People respond best to someone's personal experiences. Be sure to make it clear that any views expressed are yours alone and do not represent the official views of AAPL.

Examples of content to share and post:

- ▶ General announcements
- ▶ Reminders/deadlines
- ▶ Event and meeting information
- ▶ Event photos
- ▶ News stories and other industry content the community would find useful

TIP #3: TAG! WE'RE IT!

Don't forget to use hashtags and tag us in your posts. AAPL utilizes the unique hashtags, #PoweringtheProfession and #AmericasLandmen, and existing hashtags generated on social media to categorize content, find and/or share related content online. Hashtags not only increase the optimization of the post by pointing out keywords but are a great way to get our message out to more people.

Use AAPL's social handles in your posts and photos to help link us to your post:

Facebook: @AAPL America's Landmen

Instagram: @AAPLLandman

Twitter: @AAPLLandman

LinkedIn: @AAPL – American Association of Professional Landmen

AAPLConnect Communities Procedures

The AAPLConnect online communities are available to support professional connections, industry events and knowledge exchange between AAPL members.

Our dynamic discussion boards provide the tools to develop your professional network, build your knowledge base and communicate with partners in the field.

As committee chairs, please help us create a welcoming atmosphere for members to engage with one another by logging into AAPLConnect and participating in an online community.

Here's a current list of some of the communities available to AAPL members:

- ▶ Landnews
- ▶ Governmental Affairs Network
- ▶ E&P Company Landmen Network
- ▶ Independent Field Landmen Network
- ▶ Local Association Network
- ▶ Local Association President and Director Network
- ▶ Renewable Energy Network
- ▶ Young Professionals
- ▶ Women Land Professionals
- ▶ Diversity Forum
- ▶ Appalachian, MI & IL Landmen
- ▶ Mid-Continent Landmen
- ▶ Rockies Landmen
- ▶ Southeastern U.S. Landmen
- ▶ Texas Landmen
- ▶ West Coast, OCS, Alaska & Canada Landmen

HOW TO GET STARTED

Follow our step-by-step instructions to start collaborating with your peers on AAPLConnect.

STEP 1: Log In

Visit AAPLConnect.landman.org and log in using your AAPL username and password credentials from landman.org.

STEP 2: Set Up Your Profile

Update your profile and add a profile picture to make network connections and be recognized among your peers. You can change your privacy preferences to share or hide any part of your profile.

STEP 3: Join a Community

Once logged in, use the drop down "Communities" to select "All Communities" and see a list of available

communities. Once you have joined a community, they can be viewed under the "My Communities" section.

STEP 4: Start a Discussion

Use discussions to ask a question and have a conversation with your peers. Comment on other members' posts and keep the discussion going. Share your opinion about a topic of interest or an idea. Examples of content to share:

- ▶ General association announcements
- ▶ Reminders/deadlines

STEP 5: Notification Settings

Manage your discussion group subscriptions to get email notifications when you want them. You can choose between daily digest, real-time notifications or no email notifications.

ROBERT'S RULES OF ORDER

Robert's Rules of Order is a manual of parliamentary procedure that governs most organizations with boards of directors (cheat sheet on page 10). In 1876, Henry Martyn Robert adapted the rules and practices of Congress to the needs of non-legislative bodies and wrote them in his book, which is still in use today. The Robert's Rules Association published brief versions of the book in 2005 and 2011. The newest versions have about 700 pages, which makes it difficult to look things up during a meeting. Meeting facilitators with little experience may find it helpful to keep a cheat sheet on parliamentary procedure at their fingertips during a meeting.

Types of Motions

1. Main Motion: Introduce a new item.
2. Subsidiary Motion: Change or affect how to handle a main motion (vote on this before main motion).

3. Privileged Motion: Urgent or important matter unrelated to pending business.
4. Incidental Motion: Questions procedure of other motions (must consider before the other motion).
5. Motion to Table: Kills a motion.
6. Motion to Postpone: Delays a vote (can reopen debate on the main motion).

Every Motion Has 6 Steps

1. Motion: A member rises or raises a hand to signal the chairperson.
2. Second: Another member seconds the motion.
3. Restate motion: The chairperson restates the motion.
4. Debate: The members debate the motion.
5. Vote: The chairperson restates the motion, and then first asks for affirmative votes, and then negative votes.
6. Announce the vote: The chairperson announces the result of the vote and any instructions.

TIP! If the board is in obvious agreement, the chairperson may save time by stating, "If there is no objection, we will adopt the motion to..." Then wait for any objections. Then say, "Hearing no objections, (state the motion) is adopted." And then state any instructions. If a member objects, first ask

for debate, then vote and then announce the vote.

Requesting Points of Something

Certain situations need attention during the meeting, but they don't require a motion, second, debate or voting. It's permissible to state a point during a meeting where the chairperson needs to handle a situation right away. Board members can declare a Point of Order, Point of Information, Point of Inquiry or Point of Personal Privilege.

- ▶ **Point of Order:** Draws attention to a breach of rules, improper procedure, breaching of established practices, etc.
- ▶ **Point of Information:** A member may need to bring up an additional point or additional information (in the form of a nondebatable statement) so that the other members can make fully informed votes.
- ▶ **Point of Inquiry:** A member may use point of inquiry to ask for clarification in a report to make better voting decisions.
- ▶ **Point of Personal Privilege:** A member may use point of personal privilege to address the physical comfort of the setting such as temperature or noise. Members may also use it to address the accuracy of published reports or the accuracy of a member's conduct.

Tips & Reminders for Chairpersons

Robert's Rules of Order, which is also widely known as parliamentary procedure, was developed to ensure that meetings are fair, efficient, democratic and orderly. A skilled chairperson allows all members to voice their opinions in an orderly manner so that everyone in the meeting can hear and be heard. The following tips and reminders will help chairpersons to run a successful and productive meeting without being run over or running over others:

- ▶ Follow the agenda to keep the group moving toward its goals.
- ▶ Let the group do its own work; don't overcommand.
- ▶ Control the flow of the meeting by recognizing members who ask to speak.
- ▶ Let all members speak once before allowing anyone to speak a second time.
- ▶ When discussions get off-track, gently guide the group back to the agenda.
- ▶ Model courtesy and respect, and insist that others do the same.
- ▶ Help to develop the board's skills in parliamentary procedure by properly using motions and points of order.
- ▶ Give each speaker your undivided attention.
- ▶ Keep an emotional pulse on the discussions.
- ▶ Allow a consensus to have the final authority of the group.

| ACTION | WHAT TO SAY | CAN I INTERRUPT SPEAKER? | NEED A SECOND? | CAN BE DEBATED? | CAN BE AMENDED? | VOTES NEEDED |
|----------------------------------------------------|---------------------------------------------------------------------|--------------------------|----------------|-----------------|-----------------|----------------|
| Introduce main motion | "I move to..." | No | Yes | Yes | Yes | Majority |
| Amend a motion | "I move to amend the motion by..." (Add or strike words or both) | No | Yes | Yes | Yes | Majority |
| Move item to committee | "I move that we refer the matter to committee." | No | Yes | Yes | No | Majority |
| Postpone item | "I move to postpone the matter until..." | No | Yes | Yes | No | Majority |
| End debate | "I move the previous question." | No | Yes | Yes | No | Majority |
| Object to procedure | "Point of order." | Yes | No | No | No | Chair decision |
| Recess the meeting | "I move that we recess until..." | No | Yes | No | No | Majority |
| Adjourn the meeting | "I move to adjourn the meeting." | No | Yes | No | No | Majority |
| Request information | "Point of information." | Yes | No | No | No | No vote |
| Overrule the chair's ruling | "I move to overrule the chair's ruling." | Yes | Yes | Yes | No | Majority |
| Extend the allotted time | "I move to extend the time by ___ minutes." | No | Yes | No | Yes | 2/3 vote |
| Enforce the rules or point out incorrect procedure | "Point of order." | Yes | No | No | No | No vote |
| Table a motion | "I move to table." | No | Yes | No | No | Majority |

Source: boardeffect.com/whitepapers



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