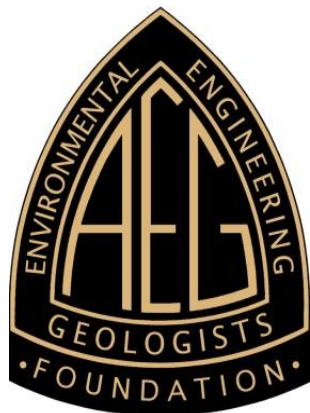


AEG FOUNDATION



CHARTER

ROY J. SHLEMON CONTINUING EDUCATION FUND

SUPPORTING CONTINUING EDUCATION ACTIVITIES
IN ENVIRONMENTAL AND ENGINEERING GEOLOGY
BY AEG SECTIONS

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THE PURPOSE OF AEG FOUNDATION FUND CHARTERS

An AEG Foundation Fund Charter is a document adopted by the Foundation's Board of Directors. It describes (as applicable)

- fund purpose and scope
- the history of a fund,
- donor intent,
- the purposes for which the fund may and may not be used,
- the Board's goals for the fund,
- administrative operating criteria, and
- financial operating criteria.

A Fund Charter demonstrates the Board's commitment to prudent management of the Foundation's resources and compliance with applicable law and regulation. Within the framework of AEG Foundation governance, a Fund Charter is a policy document that may be amended or interpreted by the Board through a simple majority vote. A Fund Charter may refer to other documents that further describe the history, nature, and operations of a fund. Formal Resolutions of the Board that apply to a particular fund are attached to the Fund Charter as appendices.

This revision to the Charter for the Roy J. Shlemon Continuing Education Fund was duly adopted by the Board of Directors of the AEG Foundation on February 29, 2012.

By:

William K. Smith, Secretary

FUND CHARTER

ROY J. SHLEMON CONTINUING EDUCATION FUND

The Roy J. Shlemon Continuing Education Fund was established by the Foundation in 2011.

PURPOSE AND SCOPE

The purpose of the Roy J. Shlemon Continuing Education Fund (Continuing Education Fund, or Fund) is to support the efforts of the several Sections of the Association of Environmental & Engineering Geologists (AEG) that desire to conduct continuing education activities such as seminars, short courses, and conferences by providing seed money to offset expenses incurred prior to receipt of registration and other fees by the conference organizers. The supported activities must qualify to grant Continuing Education units approved by AEG. At the option of the sponsoring Section, the continuing education activities may be open to non-members of AEG.

FUND MANAGEMENT

General Conditions

Grants from the Fund are intended to provide start-up funding to support the conference in the initial stages of meeting planning. After that, conference cash flow funds the conference and is expected to provide a small positive return. The grant pays for the initial meeting planning and publicity, and allows the conference organizer and meeting planner to inspect conference facilities, plan field trips, and lock in good rates and firm commitments from vendors and hotels by making early deposits.

It is anticipated that each seminar or conference supported by this Fund will, at a minimum, break even, hopefully generate a surplus, and that seed money advanced by the Foundation will be returned with an additional 25 percent of the surplus generated by the conference. In the event that the conference loses money, the loss shall be borne equally by the Foundation and the sponsoring AEG Section, but the Foundation's loss shall not exceed the amount of seed money advanced.

The Continuing Education Fund does not support research costs of individuals or organizations leading to presentations made at the conference, nor does it support general and administrative (overhead) costs, technical or scientific consulting fees, or equipment purchase or maintenance costs of organizations receiving grants from it. In keeping with the Internal Revenue Code classification of the AEG Foundation as a 501(c)(3) charitable organization, the Foundation will not make grants supporting programs that are designed to be used to influence political decisions or processes. The AEG Foundation Board of Directors will make, in its sole discretion, all decisions regarding grants from the

Continuing Education Fund, acceptance of donor conditions on gifts, and fund management.

In applying for a grant from the AEG Foundation, the grant applicant agrees to abide by the terms of the Grant Application and Agreement, and to

- use the funds received from the AEG Foundation directly for the proposed use
- use the funds in accordance with applicable law and regulation
- avoid activities in the use of the funds that would jeopardize the AEG Foundation's tax-exempt status,
- track the receipt and expenditure of grant funds in its bookkeeping and accounting system in a way that provides a clear audit trail demonstrating compliance with appropriate accounting standards and the terms of the Grant Application and Agreement,
- provide the Foundation with written interim (if required) and final reports that document the project and demonstrate compliance with grant conditions, and
- acknowledge the AEG Foundation as a supporter of the conference in conference publicity, publications, and introductory remarks at the opening session, in the usual and customary manner.

Additional grant conditions may be imposed on each grant as appropriate through the mechanism of the Grant Application and Agreement.

Management Protocols for the Roy J. Shlemon Continuing Education Fund

Recognizing the value of structured management of the funds, the Foundation Board of Directors initially adopted this Fund Charter and these protocols for the management of the Continuing Education Fund assets by a motion approved at its August 17, 2011, meeting.

1. Unless otherwise specified by the donor, contributions to the Continuing Education Fund are classified as Temporarily Restricted Net Assets in accordance with Accounting Standards Codification (ASC) until such contributions are expended for purposes consistent with this Charter. Earnings from contributions are classified as Unrestricted Net Assets, unless otherwise specified by the donor. The Fund may accept contributions with time or purpose limits consistent with this Charter. The Foundation's gift acceptance policy will apply. The Board may from time to time reclassify assets of the Fund in accordance with ASC, consistent with donor intent.
2. Identifiable costs directly related to the operation of the Shlemon Continuing Education Fund may be expensed to the Fund.
3. The Board may assess an operational support fee to assist in funding the Foundation's general administrative and fundraising functions.
4. The Board at its discretion may transfer assets of the Continuing Education Fund exceeding \$30,000 to another Foundation fund only to the extent that the

Continuing Education Fund's assets will not be below \$30,000 at the end of that fiscal year.

GOALS ADOPTED BY THE BOARD OF DIRECTORS

Long-Term Use of the Continuing Education Fund

The Board believes that the Roy J. Shlemon Continuing Education Fund Purpose and Scope is consistent with the Foundation's mission and authority. The Board believes that the Continuing Education Fund serves a need for continuing education activities conducted by local Sections of the Association of Environmental & Engineering Geologists.

Fund Balance Goals

The original corpus of the Continuing Education Fund was funded by a permanent transfer of \$15,000 from the Roy J. Shlemon Specialty Conference Fund, with the concurrence of Dr. Shlemon. The Board sets the long-term funding goal for the Continuing Education Fund at \$25,000.

SCHEDULE FOR REVIEW OF CHARTER, FUND OPERATIONS, AND GOALS

The Board may maintain this charter unchanged or make revisions at any time. This Fund Charter shall be reviewed by the Board of Directors at least every five years on a schedule to be determined by the Board. The Programs Committee shall prepare a review report with recommendations for consideration by the Board at that time. The Board may reclassify net assets described in this Charter under the concepts of ASC if additional information is brought forward justifying such reclassification.

APPENDIX ONE
BIOGRAPHICAL INFORMATION FOR DR. ROY J. SHLEMON

Roy received a B.A. in Geology in 1958 from Fresno State College, Fresno, California; a M.S. in Geology in 1959 from the University of Wyoming, Laramie, Wyoming; and a Ph.D. in Physical Geography in 1967 from University of California, Berkeley. His dissertation was entitled, “*Landform-Soil Relationships in Northern Sacramento County, California.*” After his education, and before founding Roy J. Shlemon & Associates, Inc., he taught geology and geomorphology at University of California, Davis, and Louisiana State University, Baton Rouge. He received five Educational Research Grants from the National Science Foundation between 1961 and 1971.

Roy has over 225 professional journal publications (monographs, articles, abstracts, and reviews) since 1965 dealing with mining geology, Quaternary geology, geomorphology and soil-stratigraphic applications to engineering geology. The topics of these publications range from landslide recognition and age, to delta formation, to neotectonic assessments of fault activity, to location and cause of ground fissures and differential settlement.

Roy has been providing specialized engineering geologic consulting services for over 40 years, after teaching geology and geomorphology at two universities for the previous 7 years. Roy's specialized consulting services focus on Quaternary geology, geomorphology, and soil stratigraphy applied to evaluation of fault activity, landslide identification, evaluation of ground fissures, location of gold-and tin-bearing stream channels, and location of economic sand and gravel deposits. Roy has provided his specialized consulting services to private organizations, including other engineering geology consulting firms, government agencies, and advisory boards. He has worked on sites for nuclear power plants, liquefied natural gas terminals, large dam projects, mine sites, radioactive waste disposal facilities, and residential and commercial developments throughout the world. Most of his work has been in the western United States, Latin America, and the Middle East.

Roy received AEG's Publication Award in 1985 for his paper entitled, “Application of Soil Stratigraphic Techniques to Engineering Geology” (*AEG Bulletin*, Vol. XXII, No. 4). In 1993, he was selected as the AEG-GSA Richard H. Jahns Distinguished Lecturer in Engineering Geology. He was elected Trustee of the Geological Society of America Foundation in 1996. He donated money to The Geological Society of America to establish the Roy J. Shlemon Mentor in Engineering Geology program. He donated money to the Engineering Geology Foundation in 1997 to begin an endowment fund for continuing education for specialty conferences in engineering geology and related fields. In 1998, he accepted the nomination to serve as a member of the Board of Directors of the Engineering Geology Foundation.

Roy J. Shlemon's accomplishments and history of service to the engineering geology profession was rewarded with his election as an Honorary Member of the Association of Engineering Geologists in 2000.

APPENDIX TWO: FUND HISTORY

Donor Intent and Characterization of Restrictions

APPENDIX THREE: HISTORY OF INCOME, EXPENSES, AND DISBURSEMENTS

06/29/2011 Initial corpus of fund established by permanent transfer of \$15,000 from the Roy J. Shlemon Specialty Conference Fund.

CONFERENCES SUPPORTED BY THE CONTINUING EDUCATION FUND

APPENDIX FOUR: BOARD RESOLUTIONS AND MOTIONS

08/17/2011 Original Charter approved by AEG Foundation Board of Directors.

2011 Requested considerations of each Continuing Education Program in coordination with Dr. Shlemon, approved by AEG Foundation Board of Directors.

An AEG Section may conduct a professional conference, seminar or symposium on any topic that will provide an educational opportunity for professionals. The topics may be general technical topics, similar to continuing-education courses, and other issues of general professional interest, such as ethical, legal, practice and policy concerns. The topic may also be developed to provide public education or outreach on an important issue of environmental and engineering geology. The only restriction is that the topic must be applicable to the broad range of applied environmental and engineering geology and its allied fields of practice.

The proposed Section activity must have a well-developed plan to gain a grant. The topic, program and invited participants should be vetted for varied attributes to achieve a successful program. Success is intended to stress the educational aspect to professionals or the general public, but also includes a monetary surplus. Some metrics may be developed, in coordination with early grant educational activities, to measure the success of the programs, in general, and each specific activity in particular. The experience can then be "tabulated" into "best practice guidelines" for future organizers. The general information would provide guidance for other Sections on how to structure their conference, how to spell out their specific goals, and what conclusions, if any can be drawn.

The advocate, chairperson or facilitator of a Section educational activity should provide abstracts of the presentations and/or a summary of the activity's goals and achievements to a larger venue. Such larger venues include submission to the AEG *NEWS* or to the Geoscience Library of Applied Technology.

2/29/2012 Changes to Fund Management Protocols