

THE DESK & DERRICK CLUB OF GRAHAM

PURPOSE

The purpose of this Club shall be to promote the education and professional development of individuals employed in or affiliated with the petroleum, energy and allied industries and to educate the general public about these industries.

MOTTO

“GREATER KNOWLEDGE – GREATER SERVICE”

COLORS

BLACK AND GOLD

PRAYER

For God Above Us  
For Friends Around Us  
For Food Before Us  
We Give Thee Thanks

## BYLAWS

### DESK AND DERRICK CLUB OF GRAHAM, TEXAS

#### ARTICLE I – Name and Address

The name of this club shall be Desk and Derrick Club of Graham, located in Graham, Texas. The Club shall be a member of the Association of Desk and Derrick Clubs and shall be subject to its Bylaws and Standing Rules. The business address of the club shall be P.O. Box 685, Graham, Texas 76450

#### ARTICLE II – Purpose

Section 1. The purpose of this club shall be to promote the education and professional development of individuals employed in or affiliated with the petroleum, energy, and allied industries and to educate the general public about these industries as well as the companies and global communities the members serve.

Section 2. The purpose of the club shall be accomplished by program meetings devoted to subjects directly related to or concerned with the petroleum, energy and allied industries. The club shall schedule a minimum of nine (9) educational program meetings a year, six of which may be directly related to these industries. The remaining program meetings may be on Desk and Derrick orientation, socio-economic responsibilities or professional self-development.

#### ARTICLE III – Structure

Section 1. The club shall be nonshareholding, noncommercial, nonprofit, nonpartisan and nonbargaining.

Section 2. This club is hereby prohibited from affiliating itself with or becoming members of any local, regional, national or international club or organization or any groups of such clubs or organizations. Further, this club shall not accept for membership any person who maintains a membership in any other Desk and Derrick Club. This shall not be construed to prohibit any individual member from joining any other club or association or transferring membership from one Desk and Derrick Club to another.

Section 3. This club is not formed for pecuniary gain or profit, and does not contemplate pecuniary gain or profit to members or officers thereof, and no part of the net earnings of the club shall inure to the benefit of any member or officer thereof, or any private individual.

Section 4. All citations and other legal processes shall be served on the President, or in the President's absence, the Vice President, or in the Vice-President's absence, the Secretary.

Section 5. No member of this club shall ever be held liable for the contract, fault neglect, or debts of the club, in any further sum than the unpaid balance, if any, due that member for annual dues, dinner fees or other fees as the member may have been obligated for, nor shall any mere informality in the organization have the effect of rendering these Bylaws null or rendering any member liable beyond the unpaid amounts referred to above.

#### ARTICLE IV – Membership

Section 1. Membership in the club may be granted to individuals actively employed in, affiliated with, or retired from the petroleum, energy, and allied industries; to former Desk and Derrick Club members as well as individuals interested in increasing their knowledge about these industries; and to individuals who are enrolled in an accredited course of study with a declared major in the petroleum, energy, and allied industries.

- (a) Retirement is defined as when an individual has been officially retired by the employer, having reached a specific age or having worked a specific number of years.
- (b) An individual may also be considered retired when he or she is no longer working and is eligible for Social Security retirement income.
- (c) Persons employed part-time on a permanent basis are eligible for membership (Example: Working 20 hours per week, 52 weeks per year, and carried on the company's payroll).
- (d) Long-term temporary or contract employees may qualify for membership according to local circumstances.
- (e) Applicants who are self-employed are eligible for membership provided at least fifty one (51) percent of their working hours and employment contracts during the year are devoted to some phase of the petroleum, energy, and allied industries.

Section 2. Members of a club who have relocated to an area where there is no Desk and Derrick Club shall apply to the club of their choice.

Section 3. Individuals who do not have a Desk and Derrick Club in close proximity may submit an application to ADO, which will forward it to the Regional Director for that area who will forward it to a club for application.

Section 4. Members of a club which has disbanded and who live in an area where there is no Desk and Derrick Club shall apply to the club of their choice, located within their geographic region. If disbandment occurs in the current year, the application shall be handled as a transfer of membership.

Section 5. Students enrolled in an accredited course of study with a declared major in the petroleum, energy, or allied industries may apply to the nearest Desk and Derrick Club for membership.

Section 6. Former members who left the Association in good standing are eligible for membership at any time.

Section 7. Honorary Membership.

- (a) Honorary membership may be granted to an individual by the club, but should be granted only for distinguished service to the club. Membership in Desk and Derrick is not a requirement for this type of membership. Such Honorary membership is perpetual unless rescinded or qualified by the club's bylaws. The Honorary member title is a complimentary title in the granting club only. It does not confer membership in Desk and Derrick, but grants only the privilege of attending meetings of the club and speaking on pending questions.
- (b) A majority vote of the club's membership should be required to award Honorary membership.
- (c) Dues are not required for a person holding only Honorary membership; however, if the granting club desires to have the Honorary member receive the Association mailings and publication, the current Association dues must be remitted for the Honorary member.
- (d) If the title of the Honorary member is granted to a current member, the club has the right, but not the obligation, to vote to pay all or a part of the honoree's dues. It is recommended that this decision be made at the time Honorary membership is granted.

Section 8. Termination of Membership

- (a) Membership shall be automatically terminated when any member becomes forty five (45) days delinquent in their financial obligations to the club other than dues which are payable on or before February 1 of each year.
- (b) Membership of a member whose conduct may be considered detrimental to the reputation of the club may be terminated by a two-thirds (2/3) vote of the Board of Directors after thorough investigation and provided the member shall have been afforded an opportunity to be heard.
- (c) Any member of the club may resign from membership by letter to the President.

Section 9. Reinstatement

- (a) When an active member resigns in good standing, the member may be reinstated by application as a new member without attending two (2) regular meetings of the club.

## Section 10. Transfer of Membership

Members in good standing may transfer membership to another club during the year by letter of transfer between Club Presidents, with no exchange of dues.

- (a) Upon receipt of a transfer letter from another Club, the transferring members shall be considered a member in good standing of the Club until the end of the Club year.
- (b) At the end of the Club year, transfer members shall qualify in accordance with the membership requirements of this Club.

## ARTICLE V – BOARD OF DIRECTORS

Section 1. The officers of this club shall be a President, Vice President, Secretary, Treasurer, Immediate Past President, one (1) two year Director, and one (1) one year Director.

Section 2. These officers shall constitute the Board of Directors.

Section 3. The Board of Directors shall be the administrative body of the club, and shall exercise general control and supervision over all club officers and committees. The Board of Directors shall report to the club monthly.

Section 4. In the event a member of the Board of Directors misses three (3) consecutive board meetings, he/she shall be automatically replaced for the remainder of his/her term. Such vacancy shall be filled for the remainder of the term by a majority vote of the Board of Directors.

## ARTICLE VI – Duties of Board Members

Section 1. The President shall be Chairman of the Board of Directors and shall preside at all meetings of the Board of Directors and of the club. Subject to ratification of the Board, the President shall appoint a Parliamentarian and all committees including two (2) members of the Nominating Committee. The President shall sign all checks jointly with the Treasurer and shall perform such additional duties as may be required of the office. The President may authorize any expenditure up to fifty dollars (\$50.00) not approved in the budget, but it must be submitted to the Board of Directors for approval. The President shall serve as an ex-officio member of all committees except the Nominating and Tally Committee. The President shall represent the club in all its affairs and serve as contact representative between the Association and the club.

Section 2. The President shall assume the duties of the President in the President's absence, shall serve as Chairman of the Program Committee, and shall perform such other duties as the President may designate. The Vice President shall succeed to the office of President in the event of a vacancy in that office.

Section 3. The Secretary shall keep a record of the proceedings of all meetings of the club and of the Board of Directors and shall perform such additional duties as may be required of the office. The Secretary shall have custody of the Bylaws and all club records not specifically assigned to another officer. The Secretary shall issue all authorized notices to the membership, shall carry on the correspondence of the club and shall perform such additional duties as may be required of the office.

Section 4. The Treasurer shall collect and disburse all funds of the club as directed by the Board of Directors, shall sign all checks jointly with the President, shall furnish the Board of Directors and the club with financial statements at a regular period specified by the Board or by the club. The Treasurer shall submit the books for annual audit by the Finance Committee prior to the beginning of the club year as directed by the Board of Directors. The Treasurer shall serve as Board Contact for the Scholarship Committee and shall perform such additional duties as may be required of the office.

Section 5. The Immediate Past President shall serve in an advisory capacity to the Board, shall serve as Chairman of the Bylaws Committee, and shall perform such additional duties as may be required.

Section 6. The Directors shall assist the other members of the Board and shall perform such additional duties as may be required.

Section 7. Members of the Board of Directors shall serve as Board Contacts to the committees as appointed by the President and shall perform such additional duties as may be required.

#### ARTICLE VII – Term of Office and Vacancies

Section 1. The term of office for President, Vice President, Secretary and Treasurer shall be for a period of one (1) year commencing January 1, with the option of serving a second year, if needed. The term of office for each Director shall be for a period of two (2) years, commencing January 1. There shall be one (1) Director elected annually to serve two (2) years.

Section 2. No member shall hold the same office more than one (1) term in succession, and no member shall hold more than one (1) office concurrently.

Section 3. In the event of a vacancy in any office, such vacancy shall be filled for the remainder of the unexpired term by a majority vote of the Board of Directors (except in the case of a vacancy in the Office of President, when the Vice President shall succeed to the Presidency).

#### ARTICLE VIII – Meetings

Section 1. Regular meetings shall be held monthly, the time and place to be given through written notice.

Section 2. Special meetings may be called by the President, by a majority of the Board of Directors, or upon written request of ten percent (10%) of the voting members, providing all members are notified in writing of the time, place and purpose of such meeting at least ten (10) days before the meeting. No matter shall be considered at a special meeting except that stated in the call to the meeting.

Section 3. The November meeting shall be designated the annual meeting, at which time the election of officers for the following year shall be held. Only members shall be allowed to attend the annual business meeting of the club.

Section 4. Meetings of the Board of Directors shall be held monthly at a time and place agreeable to the members of the Board. Special meetings may be held on call of a majority of the members of the Board or by the President. No matter shall be considered at a special meeting except that stated in the call to the meeting.

Section 5. Prospective members must attend two (2) regular meetings of the club before submitting application for membership.

Section 6. Any member who makes a reservation for a club function shall be responsible to the club for the cost unless the member cancels at least six (6) hours before the scheduled function.

#### ARTICLE IX – Quorum

Section 1. One-third (1/3) of the voting members shall constitute a quorum at a meeting of the club.

Section 2. Two-thirds (2/3) of the members shall constitute a quorum at a meeting of the Board of Directors.

Section 3. Voting on official club business via email is acceptable when either a quorum is not present at a meeting, or as deemed necessary by the Board of Directors due to time constraints.

#### ARTICLE X – Nominations and Elections

Section 1. At the August meeting of each year, a Nominating Committee, consisting of two (2) members appointed by the President, with the approval of the Board of Directors, and one (1) member nominated and elected from the floor by members of the club, shall be elected or appointed. Members of the Nominating Committee will not be eligible for office in the ensuing year.

Section 2. The Nominating Committee shall prepare a slate of not more than two (2) nominees for each office for the ensuing year, to be presented to the club at the regular meeting in September. Any member nominated for the office of President shall have served on the Board of Directors for at least one (1) year or be currently serving on the Board of Directors. The chair shall call for nominations from the floor.

Section 3. It shall be the duty of the Chairman of the Nominating Committee to contact each nominee, outline the duties and responsibilities of the office, secure the consent of the nominee to allow the nominee's name to appear on the slate presented by the Nominating Committee, and the promise if elected, to perform the duties of the office.

Section 4. Officers shall be elected by ballot at the annual meeting in November. A majority of votes cast shall constitute an election. Absentee ballots or voting by proxy shall not be allowed. If there are two (2) candidates for an office and neither receives a majority vote after the second ballot, a lot shall be drawn.

Section 5. Preceding the annual meeting, a Tally Committee, consisting of three (3) members, shall be appointed by the President. This committee shall be in charge of arrangements for the election. After the ballots are counted, the chairman of the committee shall give the report to the presiding officer who shall announce the election results to the club. The number of votes cast for each candidate shall be announced only if requested by any member. Ballots shall be destroyed after the annual meeting.

Section 6. Members of the Board of Directors elected at the annual meeting shall assume their duties on January 1.

#### ARTICLE XI – Dues

Section 1. Annual dues of Seventy-Five Dollars (\$75.00) shall be payable at the beginning of the club year and shall include Local, Regional and Association dues, and are not refundable. Dues not paid by February 1 shall be delinquent and membership shall be automatically terminated. Association dues shall be paid in the amount specified by the Association By-Laws and are not refundable. Dues shall not be submitted after November 30<sup>th</sup>.

Section 2. No initiation fees shall be assessed. Regional dues may be assessed as voted by a majority of clubs in the region, but no other dues or fees may be assessed against clubs unless a shortage in the Convention Fund requires a special assessment.

#### ARTICLE XII – Club Year

The Club year shall be from January 1 through December 31.

#### ARTICLE XIII – Committees

Section 1. The standing committees of the club shall be: Bulletin, By-Laws, Contest, Education/Field Trip, Finance, Golf Tournament, Membership, Program/Publicity, Scholarship, Social/Food, and Telephone.



## Section 2. Committee Duties

- (a) The Bulletin Committee shall prepare monthly newsletters for the membership, providing information pertaining to members, meetings and other activities of the club.
- (b) It shall be the duty of the By-Laws Committee to study proposed recommendations to change the By-Laws and submit recommendations to the Board of Directors. The Immediate Past President shall be the Chairman of the By-Laws Committee.
- (c) Contest Committee shall prepare the entries for competition in a timely manner.
- (d) The Education/Field Trip Committee shall be responsible for all educational seminars and field trips and shall arrange all details in connection therewith.
- (e) It shall be the duty of the Finance Committee to prepare budget for the ensuing year and submit to the Board of Directors for approval. At the regular meeting in February, the budget shall be presented to the membership for approval. The committee shall devise plans for raising money necessary to promote the purpose of the club. This Committee is to work closely with the Golf Tournament Committee. The Treasurer shall be a member of the Finance Committee.
- (f) The Golf Tournament Committee is to organize the annual Tournament and work closely with the Treasurer and Finance Committee.
- (g) The Membership Committee shall receive applications for the membership in the club and shall review these applications before submitting them to the Board of Directors for consideration and action. This Committee shall bring to the attention of all members and attendance requirements, check on absentees, encourage good attendance, and report same to the Board of Directors along with the recommendation for maintaining good attendance.
- (h) It shall be the duty of the Program/Publicity Committee to coordinate the monthly programs, including the Industry Appreciation program. The Program/Publicity Chairman shall prepare, or authorize, the issuance of the publicity statement concerning the activities of the club by all means possible. The program for each monthly meeting shall be the responsibility of a different club member for each month. These club members will be selected at the beginning of the club year by the President and Vice President. The Vice President shall be the Chairman of the Program/Publicity Committee.

- (i) The Scholarship Committee shall select, with the approval of the Board of Directors, a Screening Committee consisting of at least three (3) persons to review and recommend an outstanding student(s) who has a declared interest in any petroleum, energy or allied industry, including general business or management. The Screening Committee shall not be members of the Desk and Derrick Club and shall be asked to serve one year. They may be invited to serve again the next year. The amount of the scholarship(s) and the number of scholarships will be recommended by the Scholarship Committee to the Board of Directors for approval.
- (j) The Social/Food Committee shall be responsible for all social entertainment for members of the club as well as meeting with the caterer and setting the prices of the meals for the following year. The Social/Food Committee shall be in charge of the decorations at the Appreciation Banquet and the Social/Food Committee Chairman and the President shall meet with the caterers to discuss the special meals for October and December.
- (k) The Telephone Committee calls the members for monthly attendance to the meetings. If any information needs to be reported to club members, the Telephone Committee can report this information.

Section 3. Standing committee chairmen shall serve for the club year or until their successors are appointed.

Section 4. Special committees may be established by the President subject to ratification of the Board.

Section 5. Each committee shall have a Board Contact appointed by the President.

#### ARTICLE XIV – Insignia (Emblem)

The official insignia (emblem) of the club shall be a derrick with a stylish desk at the lower right.

#### ARTICLE XV – Official Colors

The official colors of the club shall be black and gold.

#### ARTICLE XVI – Motto

The motto of the club shall be GREATER KNOWLEDGE – GREATER SERVICE.

## ARTICLE XVII – Representation

Section 1. Representation at conventions of the Association of Desk and Derrick Clubs or other meetings requiring the presence of an official club representative shall be by the President and alternate, the Vice President. If the President and/or the Vice President are unable to represent the club, a delegate and/or alternate shall be elected by the membership.

Section 2. Unless otherwise voted by membership, the expenses of attendance at such conventions by the delegate and alternate, shall be borne by the club. Expenses incurred by the President representing the club at other meetings shall also be borne by the club.

## ARTICLE XVIII – Policy

Section 1. Any project not devoted to the purpose as outlined in Article II, i.e., seminars, meetings and field trips, which involves more than one club, shall require the approval of the Association Board of Directors.

Section 2. Non-Desk and Derrick advertisements in club publications are not permitted.

Section 3. No member shall use, or cause to be used, the name of the club for personal profit.

Section 4. The club roster shall not be released to anyone other than members and shall only be used for official club purposes.

Section 5. The club shall exercise discretion in seeking and accepting assistance from industry for any activities.

Section 6. To assure the non-shareholding, noncommercial, nonprofit, nonpartisan, and non-bargaining provisions of Article III of these bylaws, this club will not participate in any activity which may be interpreted as a violation of these principles nor shall its publications reflect views contrary thereto.

## ARTICLE XIX – To Disband Club

Section 1. Any member of the Desk and Derrick of Graham may call for a meeting to vote to disband the Club.

Section 2. All members must be notified in writing of the date, time, place and purpose at least ten (10) days prior to the meeting.

Section 3. A quorum must be present. (See Article IX, Section 1.)

Section 4. All accumulated Club funds shall be donated to a recognized charitable organization of choice.

Section 5. Should the Club approve the motion to disband, notification must be made to the Regional Director sixty (60) days in advance of the approved date to disband.

#### ARTICLE XX – Rules of Order

The latest edition of ROBERT’S RULES OF ORDER NEWLY REVISED shall be the parliamentary authority in all matter of procedure not specifically covered by these bylaws of the club.

#### ARTICLE XXI – Amendments

These by-laws may be amended at any regular meeting of the club by a two-thirds (2/3) vote of the members present and voting, providing ten (10) days written notice of the proposed amendments shall have been given to each member, and providing that the amendments are not in conflict with the By-laws and the Standing Rules of the Association of Desk and Derrick Clubs. Any amendments to these by-laws shall be effective immediately unless the motion to adopt such an amendment specifies another effective date.

We the undersigned President and Recording Secretary of the Desk and Derrick Club of Graham, do hereby certify that the attached is true and complete copy of the amendments to the by-laws as adopted by the membership of this club and to be effective as of January 1, 2020.

Charter and By-Laws incorporated under By-Laws dated May 25, 1953.

Revised:

May 9, 1989

May 11, 1993

May 13, 1998

October 1, 2004

June 8, 2010

April 8, 2014

September 10, 2019

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Connie Bass, President

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B.J. Peterson, Secretary

## STATEMENT OF POLICY AND PROCEDURE

1. The Desk and Derrick Club of Graham will meet for their regular meeting on the second Tuesday evening of each month.
2. The meeting will be at 5:30p.m., unless voted otherwise by the majority of the membership.
3. Potter's Pizza will be the place of meeting unless voted otherwise by the majority of the membership.
4. The meal price will be \$11.50 per person. This may be paid for at the time of the meeting or in advance. Checks should be payable to Desk and Derrick Club of Graham.
5. A program and business session will be included in the meeting.
6. The telephone committee will call each member regarding reservations.
7. Members may bring guests, provided reservations are made for them.
8. Any member making reservations will be liable for the full amount due, whether used or not, unless sufficient notice of cancellation is received.
9. Cancellations must be made by 10:00 a.m. the day of the meeting by contacting the phone committee chairman.
10. The Club will pay for the reservations of the speaker and his/her spouse, if any. The club will pay travel expenses of any speaker from outside the community.
11. The bulletin, The Jet Jotter, will be published and delivered each month before the regular meeting.
12. The October meeting of each year will be the "Industry Appreciation Banquet".
13. The telephone committee will contact each member regarding reservations for field trips.
14. A donation to the Desk and Derrick Club of Graham's Scholarship Fund will be made by the club upon the death of a member and/or limited to members of the immediate family only. A donation will also be made to the Desk and Derrick Club of Graham's Scholarship fund upon the death of a member's immediate employer.
15. Any member making reservations for the annual Christmas party will not be refunded for cancellations and must pay for the reservations even if they do not attend.
16. Any meal pre-payments made for the year by a club member can be applied toward any function during that year, but any meal credits that are not used by December 31 will not carry over to the next year.