

**BYLAWS OF
DESK AND DERRICK CLUB OF FORT WORTH**

ARTICLE I – NAME

The name of this club shall be DESK AND DERRICK CLUB OF FORT WORTH located in Fort Worth, Texas. The club shall be a member of the Association of Desk and Derrick Clubs (hereinafter referred to as ADDC or Association) and shall be subject to its Bylaws and Standing Rules.

The business address of the club shall P. O. Box 17809, Fort Worth, Texas 76102.

ARTICLE II – PURPOSE

Section 1. The purpose of the 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 at monthly presentations at membership meetings, field trips or seminars devoted to subjects directly related to or concerned with the petroleum, energy, and allied industries.

ARTICLE III – STRUCTURE

Section 1. The club shall be non-shareholding, noncommercial, nonprofit, nonpartisan and non-bargaining.

Section 2. The club is hereby prohibited from affiliating itself with, or becoming a member of, any local, regional, national or international club or organization or any groups of such clubs or organizations. Further, the 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 this Desk and Derrick Club to another.

Section 3. This club is not formed for pecuniary gain or profit; 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. The club roster and/or membership information shall not be used or made available by any club member for the purpose of any type of solicitation.

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

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

ARTICLE IV – MEMBERSHIP

Section 1. There shall be two (2) classes of membership: Active and Honorary.

(a) Active Membership

- (1) Active membership shall be granted to individuals actively employed in, affiliated with, or retired from the petroleum, energy, or allied industries, as well as individuals interested in increasing their knowledge about these industries; to former Desk and Derrick members; to individuals who are enrolled in an accredited course of study with a declared major in the petroleum, energy, or allied industries; and to members who work in or are retired from the petroleum, energy, and allied industries but have relocated to an area where there is no Desk and Derrick Club.
- (2) Membership shall be open to all eligible applicants and shall not be limited as to maximum number, except where the meeting facilities available to the Club may make limitation necessary. Such limitation shall be approved by majority of the membership of the Club and by the Association Board of Directors.
- (3) Application for active membership shall be submitted to the Membership Committee. The Committee will be responsible for validating the qualifications of the applicant and approving the applicant. The Board of Directors will review and accept the recommendation of the Membership Committee as validation of applicants

- (4) Members in good standing shall retain active membership for the calendar year, unless a resignation is submitted in writing to the President, or unless membership is suspended with sufficient cause by the Board of Directors as herein provided.
 - (5) A member is in good standing when member is current on all monies due the Club. Each member shall pay any necessary individual expenses for any activity in which member participates or agrees to participate.
- (b) Honorary Membership
- (1) The Club may grant honorary membership to individuals upon whom it wishes to confer special distinction in recognition of outstanding service to the Club. Membership in Desk and Derrick is not a requirement for this type of membership. Honorary membership is an honorary title only and shall not confer the privilege of voting or holding office; however, if an honorary member is also an active member, privileges of that membership shall be retained. The Club shall pay annual dues of honorary members.
 - (2) Nomination for honorary membership shall be submitted to the Board of Directors for consideration and recommendation to the Club, and such honorary membership shall be conferred at a meeting of the Club by a majority vote of the members present and voting, provided a quorum is present and provided that ten (10) days written notice of such nomination shall have been given to the members. Voting shall be by ballot.
 - (3) The number of honorary memberships shall not exceed five (5) at any given time.
 - (4) Should an honorary member choose to relinquish the title of honorary member, the member shall write a letter of resignation to the President, who will notify the Board of Directors and the membership of the resignation.

Section 2. Eligibility

Active membership may not be held concurrently in more than one (1) Desk and Derrick Club.

Section 3. Transfer of Membership

Members in good standing may transfer membership to another club during the year with no exchange of dues. The President of the club from which the member is transferring will complete letter of transfer (See President's Form Book.) and/or any other required ADDC form(s) and forward the form(s) to the President of the club to which the member is transferring.

- (a) Upon receipt of the letter of transfer from another club, a transfer member shall be considered a member in good standing of this club until the end of the club year.

Section 4. Termination of Membership

- (a) Membership of a member whose conduct may be considered detrimental to the reputation of the Club or for other sufficient cause may be terminated by 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 by the Disciplinary Committee prior to the vote of the board. The determination of the Board of Directors as to sufficiency of the cause therefore shall be final.
- (b) Should an issue arise requiring a hearing that cannot be resolved through the Sounding Board, the Sounding Board shall make a recommendation to the Board that a Disciplinary Committee be appointed by the Board. The Disciplinary Committee shall be three members not involved with the controversy and willing to serve without prejudice. The committee shall conduct a hearing of all sides of the disagreement and make a judgement based on facts, not on personalities or feelings. The judgement of the Disciplinary Committee shall be presented to the Board for a final vote on terminating or reprimanding a member or members.
- (c) When an active member resigns in good standing, said former member can make application to the Club to become a member again, in accordance with these Bylaws.

- (d) Membership shall be automatically terminated when dues of any member become delinquent.

ARTICLE V – BOARD OF DIRECTORS

Section 1. The Board of Directors shall be the administrative body of the Club and shall have the authority to manage and control the business and property of the Club and to handle all routine business. The Officers and Directors shall constitute the Board of Directors.

Section 2. The officers of this Club shall be a President, Vice President, Secretary, Treasurer, two (2) Directors and Past President.

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 meetings of the Club. The President shall appoint all Committee Chairmen (with the exception of the Nominating Committee Chairman) and the Parliamentarian(s), subject to ratification by a majority of the Board of Directors. The President shall serve as an ex officio member of all committees except the Nominating and Election Committees. The President shall sign all checks jointly with the Treasurer. If the President is unavailable, the Vice President shall sign jointly with the Treasurer. The President may authorize any expenditure up to One Hundred Dollars (\$100.00) not previously approved in the budget. Any amount in excess of \$100.00 must be submitted to the Board of Directors for approval. The President shall make a written report to the Club upon completion of term of office and shall exercise a general supervisory control over the affairs of the Club. The President shall represent the Club in all its affairs and serve as liaison between the Association Board of Directors and the Club.

The President shall call a meeting (before assuming the office of President in January) of the members who will serve on the Board of Directors during the ensuing club year, discuss with the Board their assignments to various committees, the appointment of members to such committees, and make such appointments with their approval. The President shall call a meeting, prior to January, of the Board of Directors and Committee Chairmen, and outline a plan of work for the club year. Committee appointments shall be announced in January.

Section 2. The Vice President shall perform the duties of the President in their absence and shall perform such other duties as the President may designate. The Vice President shall succeed to the presidency in the event of the death, resignation, or ineligibility of the President to conduct the duties of office, unless the Vice President is unable perform the duties of the office of President. The Vice President shall have authority to countersign checks signed by the Treasurer. The Vice President shall be Chairman of the Program Committee.

Section 3. The Secretary shall keep a factual and unbiased record of the proceeding of all meetings of the Club and of the Board of Directors. In the absence of the president and vice-president, the secretary shall call the meeting to order and preside until the immediate election of a chairman pro temp or a secretary pro temp is elected. The secretary may serve as chairman pro temp as long as a secretary pro temp is named. No electronic recording device is ever to be used in taking minutes. The Secretary shall make written notes on the meeting agenda. Minutes are to be a record of what was done at the meeting, not what was said by the members. Any business document presented at the meeting shall be attached to the official minutes (committee reports, motions, etc.). The Secretary shall attend to all correspondence of the Club as designated by the President, maintain the Club's records and perform such other 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 or Vice President, shall furnish the Board of Directors with statements of income and expenditures at each Board meeting, and as additionally requested, (see sample of report in the Guide To Procedures) maintain a detailed spreadsheet to show club expenditures and receipts. The Treasurer shall submit the books for audit prior to the beginning of the club year as directed by the Board of Directors. The Treasurer shall be bonded for the faithful performance of duties in the amount, in the form, and with sureties to be approved by the Board of Directors at the expense of the Club. The Treasurer shall furnish the chairman of the Election Committee, at the Annual Business Meeting in October, a list of all members whose indebtedness to the Club is paid in full in order that they may vote. The Treasurer shall serve as House Committee Chairman for Meetings. The Treasurer may appoint committee members approved by

the Board of Directors to assist with the administrative duties of the office of Treasurer; any assistant shall not have authority to sign checks or disburse funds. The Treasurer shall perform such additional duties as may be required of the office.

Section 5. The Past President shall serve in an advisory capacity to all members of the Board of Directors and shall perform such duties as may be required of the office. In the absence of the Parliamentarian, the Past President shall serve as Parliamentarian Pro-temp.

Section 6. All officers shall make such reports to the Association of Desk and Derrick Clubs as may be required.

Section 7. The Directors shall assist the other members of the Board of Directors and shall perform such additional duties as may be required. Directors shall be assigned as Board Contact for specific committees as deemed applicable by the President. As Board Contact, Directors are to follow up with each assigned committee to ensure that the club bylaws and guide to procedures are applied to the activities of the committee.

Section 8 Each officer and/or director has a responsibility and obligation to attend the Board of Directors' meetings. If a member of the Board of Directors is absent, for reasons other than work related or illness, from more than two (2) Board meetings in any club year, the Board of Directors may, by unanimous vote of those present at a regular meeting of the Board, ask for resignation from the Board of Directors.

Section 9 The Club shall be responsible for maintaining an area for storage of all club property. The Board of Directors shall determine access to this area.

Section 10. The Club shall be responsible for maintaining a post office box for club correspondence. The Board of Directors shall determine access to this post office box.

ARTICLE VII – TERM OF OFFICE AND VACANCIES

Section 1. The term of office for President, Vice President, Secretary, Treasurer and two (2) Directors shall be for a period of one (1) year, commencing January 1.

Section 2. No member shall hold the same office more than three (3) terms in succession, and no member shall hold more than one 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 an appointment by the President, with approval of the Board of Directors (except in the case of the vacancy in the office of President when succession will be in accordance with Article VI, Sections 2.)

Section 4. Appointment by the President to complete an unexpired term of office shall not preclude the appointee's being elected to that office the following year.

Section 5. In the event of a vacancy in the office of Immediate President, the Board of Directors shall appoint a successor chosen from the prior Past Presidents to serve the unexpired term.

ARTICLE VIII - MEETINGS

Section 1. The Club shall schedule a minimum of nine (9) educational program presentations a year, six of which must be directly related to or concerned with the petroleum, energy, and allied industries. Field Trips will be considered educational presentations provided the requirements for an education program are met. The remaining program meetings may be on Desk and Derrick orientation, socio-economic responsibilities or professional self- development. Each meeting or field trip can be considered in the nine (9) educational program meetings.

Section 2. Special meetings may be called by the President, by a majority of the Board of Directors, or upon written request of one-third (1/3) of the members, provided all members are notified in writing of the time, place, and purpose of such meeting. No matter shall be considered at a special meeting except that stated in the call to the meeting.

Section 3. The meeting in October shall be designated the Annual Business Meeting, at which time the election of officers for the following year shall be held.

Section 4. Reservations for all meetings and social and special events are not automatic, and reservations must be made with the appropriate committee or contact person in the time frame published for each such function. Persons making reservations are responsible for the event cost, even if they do not attend, unless they have cancelled by the designated deadline. Only those costs paid by a company may substitute one person for another that could not attend.

Section 5. Guests and prospective members may attend the meetings, provided they make a reservation for the meeting they wish to attend in accordance with the published guidelines for reservations, and each shall be responsible for the reservation cost to attend.

Section 6. Meetings of the Board of Directors shall be held monthly or bi-monthly at a time and place agreeable to the members of the Board. Any member of the Club may attend the Board of Directors meetings as a guest but shall have no voice or vote.

Section 7. The Board of Directors may transact business by mail, facsimile transmission (fax), or e-mail, and an affirmative vote must be cast by a majority of the members of the Board to constitute action of the Board. This does not replace physical board meetings as set out in Bylaws, Article VIII, Section 6, nor does this include membership voting.

ARTICLE IX – QUORUM/VOTING

Section 1. One-third (1/3) of the members in good standing shall constitute a quorum at meetings of the Club.

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

Section 3. Membership voting may be done by email for amendments to the bylaws, standing rules, the election of officers, and any other business where the full vote of membership is desirable. The email list should exactly correspond with the official roll of voting members in good standing. A Tally Committee shall be established to issue the email and voting instructions. A ballot stating the rationale of the vote and a specified closing date shall be attached to the email with instructions to complete the ballot, sign, and return only to the designated teller. The teller will count the returned ballots and report the results to the President and Secretary.

ARTICLE X – NOMINATIONS & ELECTIONS

Section 1. A Nominating Committee, consisting of a committee chairman and as many members in good standing as deemed necessary, not to exceed three (3), shall be elected by the membership no later than ninety (90) days prior to the September Business Meeting of each year. Each member of this committee shall have been a

member of the Club for at least one year. No member of the Nominating Committee shall be a candidate on the Committee's ballot, which does not preclude eligibility for nomination from the floor. No member of the Board of Directors shall be eligible to serve on the committee.

Section 2. The Nominating Committee shall prepare a slate of at least one (1) qualified nominee for each office for the ensuing year and present the report at the September Business Meeting. Nominees must meet the following qualifications:

- (a) A nominee for President shall have, prior to nomination:
 - (1) been a member of the Fort Worth Club for at least three (3) years
 - (2) have served at least two (2) years on the Board of Directors of the Fort Worth Club
 - (3) have served as a Committee Chairman of the Fort Worth Club
 - (4) served as Vice President of the Fort Worth Club
- (b) A nominee for Vice President shall have, prior to nomination:
 - (1) been a member of the Fort Worth Club for at least two (2) years
 - (2) served at least one (1) full year on the Board of Directors of the Fort Worth Club
 - (3) served or be serving as a Committee Chairman of the Fort Worth Club
- (c) A nominee for Secretary shall have, prior to nomination:
 - (1) shall have been a member of the Fort Worth Club for at least one (1) year
 - (2) shall have served or be serving as a Committee Chairman of the Fort Worth Club
- (d) A nominee for Treasurer shall have, prior to nomination:
 - (1) been a member of the Fort Worth Club for at least one (1) year
 - (2) served or be serving as a Committee Chairman of the Fort Worth Club
- (e) A nominee for any director position shall have, prior to nomination:
 - (1) been a member of the Fort Worth Club for at least six (6) months
 - (2) shall have served or be serving as a committee member of the Fort Worth Club

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

Section 4. The Nominating Committee shall present its report to the Board of Directors at the board meeting prior to the September Business Meeting by providing the President a written report prior to the regularly scheduled board meeting. The Board of Directors will not need to take any action on the report; it shall be for notification purposes only. The proposed list of nominees shall be distributed to the membership at least twenty-four (24) hours prior to the September Business Meeting.

Section 5. Following the presentation of the list of nominees at the September meeting, the President shall ask for nominations from the floor for each office. If nominations are made from the floor, the Nominating Committee shall check qualifications of nominees; if nominees qualify, their names shall be placed on the ballot. Nominations from the floor cannot be made without the consent of the nominee and such nominee must meet all qualifications as defined in Article X, Section 2.

Section 6. Officers and Directors shall be elected at the Club's Annual Business Meeting in October and a majority of all votes cast, provided a quorum is present, shall constitute an election. The election shall be by ballot. If there is only one nominee for each office, and there are no objections, the presiding officer can declare the nominees have been elected (election by acclamation). If a quorum is not present election may be taken by email vote as described in Article IX, Section 3.

Section 7. Preceding the Annual Business Meeting, the President shall appoint an Election Committee, consisting of a Chairman and as many other members in good standing as deemed necessary by the President, but in no event shall there be less than three (3) members of this committee including the Chairman. This committee shall be in charge of arrangements for the election. Additional tellers may be appointed from the floor if necessary. After the ballots are counted, the results shall be reported to the presiding officer, who in turn shall announce the election results to the Club. After the ballots are counted, the Chairman of the Election Committee shall deliver the original ballots and tally report to the President who shall retain them for at least twenty-one (21) days. After the election results have been announced to the Club, and immediately following the meeting, any club member in good standing may review the tally report in its entirety.

Section 8. Each member in good standing shall be eligible to cast one vote for each

office. It shall be the duty of the Treasurer to furnish the Chairman of the Election Committee a list of members eligible to vote. Voting by absentee ballot or by proxy is prohibited.

Section 9. A vacancy in any elective office occurring during the period subsequent to the election but before installation shall be filled by election prior to installation of officers. The vacancy will be filled by referring the matter to the Nominating Committee, who will be recalled to prepare a slate of at least one (1) qualified nominee for each office and present it to the membership. . Election will then proceed according to the Bylaws of the Club. If the vacancy cannot be filled prior to the election, the incoming president will appoint a replacement, with Board approval, at the first board meeting or as soon thereafter once the replacement is appointed.

Section 10. Officers and Directors elected at the Annual Business Meeting in October shall be installed in December and shall assume their duties on the first day of the club year following their election.

Section 11. Members-elect of the Board of Directors shall attend the first meeting of the Board of Directors immediately following their election to observe procedures prior to assuming office.

ARTICLE XI - DUES

Section 1. Dues in the amount designated in the Standing Rules, which shall include local, regional, and association dues, are payable by January 15 and are not refundable.

Section 2. Dues for full time (12 credit hours per semester) student members enrolled in an accredited course of study with a declared major in the petroleum, energy, or allied industries shall be Fifty Dollars (\$50.00) for the duration of their full time student status. The Membership Committee is responsible for validating the required credit hours for student members.

ARTICLE XII – CLUB YEAR

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

ARTICLE XIII – LEGAL RESPONSIBILITY

Except for such financial obligations of the Club as are duly authorized by these Bylaws, the Club and its Board of Directors shall not be responsible for any contract or financial obligation of any kind incurred by any individual.

ARTICLE XIV– COMMITTEES

Section 1. The Standing Committees of the Club shall be: Archives;

Audit/Finance; Bylaws/Procedures; Club Awards; Community Service;
Education; House; Membership; Member News; Program/Public Relations;
Publications; Scrapbook; Ways & Means; Website

Section 2. There shall be a Board contact member appointed by the President for each standing and special committee. (Move from Section 4 and renumber subsequent sections.)

Section 3. Special Committees and Special Appointments

- (a) There may be such other committees as designated by the President and Board of Directors. All committees shall serve for the club year or for such specific term as may be designated by the President. Suggested Special Committees are Employment, Contest Entry-ADDC, Election, Employment, Nominations-ADDC, and Secret Pal. Suggested Special Appointments are Sounding Board and Disciplinary Committee.
- (b) The President shall appoint one or more Parliamentarians who shall serve for one club year. One of the Parliamentarians or a stand in should be present for all meetings of the Board of Directors but shall have no voice or vote. One of the Parliamentarians or a stand in should attend all meetings, retaining full rights of their membership. The parliamentarian's role during a meeting is purely an advisory and consultative one – since parliamentary law gives to the chair alone the power to rule on questions of order or answer parliamentary inquiries. During a meeting the work of the parliamentarian should be limited to giving advice to the chair and, when requested, to any other member. It is also the duty of the parliamentarian, as inconspicuously as possible, to call the attention of the chair to any error in the proceedings that may affect the substantive rights of any

member or may otherwise do harm.

- (c) Any committee that is designated as a self-supporting committee will be responsible for the expenses of the committee. An advance from the general fund may be granted, with board approval, for the purpose of deposits required to hold needed services (venue & transportation). The advance will be returned to the general fund from fees charged for the event, prior to any other reimbursements being made to committee members for expenses incurred. Reimbursement to the general fund and committee members of self-supporting committees do not require the approval of the board. Any overage from the event, after all distributions, may be proportionally divided between the general fund and the scholarship fund as determined by a majority vote of the board.

Section 4. The Bylaws Committee shall consist of a chairman, who shall be appointed by the President from the prior Past Presidents; the current Parliamentarian(s); and at least one member in good standing.

Section 5. The Chairman of each committee shall present a report to the Board contact for presentation at meetings of the Board of Directors or whenever requested by the President. In addition, the chairman shall submit a written report to the President covering their tenure in office.

Section 6. Unless excused by the Board of Directors, each committee chairman shall call a meeting of its committee as early as possible to make plans for the ensuing year. Failing therein or failing to perform other duties assigned to the Chairman of the committee, unless an acceptable excuse is made to the Board of Directors, the chairman shall forfeit their chairmanship and a successor shall be appointed.

Section 7. No committee shall spend more than the amount allocated in the budget without obtaining the consent of the Board of Directors, through the Audit/Finance Committee, prior to the expenditure.

Section 8. Duties of Committees

- (a) Archives. This committee shall be responsible for keeping the Club's historical documents (minutes, treasury reports, etc., for years other than the current year) and providing updates to ADDC as required. Historical documents are defined as those

required to be retained by ADDC and other governing entities. The Club's historical documents shall be maintained in a manner and format that is easily accessible and in accordance with the Club's Retention Schedule. This Committee is additionally responsible for maintaining the Club's storage facility, keeping accurate inventory of the contents, and tracking the movement of the inventory. Any member wishing to place items into or to remove items from storage shall contact the Archives Chairman so the items can be properly logged. The Chairman shall be responsible for arranging for the Club's payment for the storage facility rental and any related expenses and shall present a budget request to the finance committee at the beginning of each year for that purpose.

(b) Audit/Finance. This committee shall prepare a budget for the ensuing year and shall submit it to the Board of Directors for approval. At the meeting in February, the budget shall be presented to the membership for approval. This committee shall also furnish quarterly reports to the Board of Directors and membership showing expenditures and receipts of all committees and officers. This committee shall arrange for an audit and examination of the accounting records of the Club each year to determine if its financial records conform with generally accepted accounting principles.

(c) Bylaws/Procedures. This committee shall accept proposed amendments to the Bylaws and shall study and consider these amendments for recommendation to the Board of Directors and to the membership in accordance with Article XXIII. If amendments to the Bylaws are made, the Committee will submit such amendments and Bylaws to the Association's Club Bylaws Review Committee for approval and will have reprints made for each member of the Club. The committee shall maintain a record of all amendments and the date such amendments were made and each such amendment will be noted in Article XXIV herein. Chairman of this committee shall be a Past President appointed by the President from the prior Past Presidents. This committee shall maintain and update the Guide to Procedures as necessary. The committee shall provide a copy of any updates to the Guide to Procedures to the Board of Directors prior to distribution to membership. The Board of Directors will not need to take any action on the updated Guide to Procedures; it shall be for notification purposes only.

(d) Club Awards. This committee shall be responsible for coordinating the Rookie of the Year Award, Loretta Owens Legacy Award, and Boss of the Year Award, following the specific guidelines established for each award. This committee shall consist of no less than three (3) members. The committee is responsible for obtaining the appropriate award as described in Article XV. Awards are not required to be given each year. Requirements for the awards are as follows:

1. Rookie of the Year – The Membership Chairman will present to the Board of Directors at the September Board Meeting a list of all new first time members approved during the current calendar year which will be used for determining a potential recipient of this award at the October Board Meeting. At the October Board Meeting the Membership Chairman will present to the Board of Directors a detailed summary of what meetings, seminars, field trips, and other functions the new members have attended as well as what committees they have participated in during the year. At the October Board Meeting the Board of Directors will decide if a Rookie of the Year award will be presented for the current year and if so will determine by majority vote who the recipient will be. Immediately following the October Board Meeting the Membership Chairman will notify the Club Awards Committee Chairman the name of the recipient of the Rookie of the Year award. The nature of the award will be at the discretion of the Committee with Board approval, with the Club Awards Committee Chairman being responsible for obtaining such award. The recipient of this award will be kept confidential from all parties except the current Board of Directors and the Chairman of the Club Awards Committee until the award has been presented at the installation of officers.
2. Loretta Owens Legacy Award – Individual members for this award are nominated by peer members, according to the qualifications in Article XV by sending a letter of recommendation to the Chairman of the Club Awards Committee no later than September 30 of each year. The committee shall present a list of all nominees along with their qualifications to the Board of Directors at the October Board Meeting. At the October Board Meeting the Board of Directors will decide if a Loretta Owens Legacy Award will be

presented for the current year and if so will determine by secret ballot vote who the recipient will be. Immediately following the October Board Meeting the President and the Club Awards Committee Chairman will meet and tally the votes to determine the recipient of the Loretta Owens Legacy Award. The nature of the award will be at the discretion of the Committee with Board approval with the Club Awards Committee Chairman being responsible for obtaining such award. The recipient of this award will be kept confidential from all parties except the President and the Chairman of the Club Awards Committee until the award has been presented at the annual Industry Appreciation Dinner.

3. Boss of the Year – Members would submit their nominees according to the requested qualifications and by the established deadline to the Club Awards Committee. The Club Awards Committee shall select no less than three non-industry judges to review the qualifications of each nominee and score each entry according to the preset guidelines. The Chairman of the Club Awards Committee shall receive all the scoring sheets of the judges and will tabulate to determine the winning nominee. The Chairman shall notify the President of the Club of the winning nominee but shall keep the information confidential as to all other parties. The nature of the award will be at the discretion of the Committee with Board approval with the Club Awards Committee Chairman being responsible for obtaining such award with the award to be presented to the winning nominee at the annual Industry Appreciation Dinner.

(e) Community Service. This committee shall coordinate and make all arrangements for Club participation in any community, non-profit organization functions, or other special Club projects on a volunteer basis. Any and all events of participation must have Board approval.

(f) Education. This committee shall be responsible for all educational programs and outside meetings, with the approval of the Board of Directors. This committee shall encompass several sections including: Field Trips, Seminars, Leadership Resource, and Scholarship.

1. Field Trips will include all associated arrangements for Club sponsored
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trips both locally and long distance.

2. Seminars will include any special study courses offered to the membership.
3. Leadership Resource will offer training in public speaking for members, as well as leadership training to encourage members to become more active on the club level and the Region and Association levels.
4. Scholarship Committee will be responsible for the distribution of scholarships biannually with the approval of a majority vote of the Board of Directors. They will be awarded to individuals who are enrolled in an accredited course of study with a declared major in the petroleum, energy, or allied industries as defined in the ADDC Bylaws. The number of scholarships and amount of each shall be determined by the availability of funds each year and included as a budget item each applicable year. The Scholarship Committee shall be comprised of no less than three (3) members. (moved to be with definition of committee/responsibilities.)

The scholarships will be based on the applicant's academics and financial need. The scholarship application will be placed on the Desk and Derrick Club of Fort Worth's website. It will be the responsibility of each applicant to obtain, complete, and submit the application with any and all back-up documentation to the educational institution they are attending. It will be the responsibility of the educational institution to provide to the Scholarship Committee Chairman any and all applications that meet the requirements of the Desk and Derrick Club of Fort Worth and those of the educational institution prior to the deadlines established.

The Scholarship Committee will present all applications received with their recommendations to the Board of Directors in the time frames established. The Board of Directors will make the final decision if scholarships will be given and to whom the scholarships will be awarded by a majority vote of the Board. All scholarship funds will be distributed directly to the educational institution the recipient(s) attend(s). Applicants may reapply before each semester.

(g) House. This committee shall make reservations and general arrangements for the meetings, the Industry Appreciation Dinner, the Christmas Social, and the installation of officers. This committee shall additionally be responsible for any other social events of the Club, including a summer social, should the committee decide to hold such event. The Treasurer shall be chairman of the House Committee for meetings.

(h) Membership. This committee shall receive and screen all applications for membership in the Club before submitting them to the Board of Directors for consideration and action. This committee shall be responsible for orientation of new members accepted into the Club, for furnishing them with club bylaws and associated information, and for introducing them to other members of the Club. From a list of attendance at meetings, furnished by the Treasurer, this committee shall keep an accurate record of each member's attendance at meetings as well as other club functions. It shall be the duty of the committee to advise other committees of changes in the membership roster.

(i) Member News. This committee shall be responsible for sending a get-well card to club members who are ill or suffered a loss, as well as members of other clubs in the Association as deemed appropriate. Flowers or a charitable contribution shall be arranged in case of the death of a member or one of their immediate family. (Immediate family includes mother, father, sister, brother, spouse, child, or other relative living in their household.) The amount to be spent shall be determined for the club year at the Board of Directors' first meeting. Consideration by the Chairman of this committee and the President shall be given to any additional needs of members. This committee shall also be responsible for contacting membership or designated members by telephone, e-mail, fax, or other means, as directed by the President.

(j) Program/Public Relations. This committee shall be responsible for planning the program for each meeting and for reporting the program to the Association Program Committee. This committee shall prepare, or authorize for issue, constructive publicity concerning the activities of the Club through every possible information channel. Chairman of this committee shall be the Vice President of the Club.

(k) Publications.

1. Bulletin. This committee shall prepare monthly, if feasible, a newsletter for the membership, giving information pertaining to members, meetings, and other Club activities.
2. Yearbook. This committee shall be responsible for preparing a membership roster or yearbook, which shall be distributed to the members as soon after the beginning of the year as possible and provide membership with roster updates in a timely manner.
3. Scrapbook. This committee shall compile an annual scrapbook to be presented to the President within three months of the end of the President's tenure in office. The committee shall be responsible for taking pictures at meetings and functions as they deem appropriate or as requested by the President. This committee will also submit pictures to the Regional Scrapbook Committee and the Association Scrapbook Committee on behalf of the Club.

(l) Ways & Means. This committee shall be responsible for developing and implementing plans for increasing the Club funds as needed. All proposed projects must be submitted to the Board for approval prior to implementation. No correspondence shall be carried on in the Club's name unless authorized by the President. This committee is to be self-supporting.

(m) Website. This committee shall design, oversee, and maintain a Desk and Derrick Club of Fort Worth website. All contents of the website shall be approved by the Board of Directors prior to implementation. This committee shall prepare and submit a proposed budget for the website's expenses and fees.

a. Social Media

All social media postings must follow Guidelines according to Article VII of the Club General Information section of the Association Bylaws.

b. Purpose

The use of the site shall be for communication purposes only, including but

not limited to, meeting dates and times; field trip information; and educational material. All information posted shall be verified for accuracy prior to posting. Direct marketing is prohibited.

c. Site Administrator

The club shall appoint a site administrator(s). The administrator shall monitor the site at all times. No one shall have access to the site without prior approval from the administrator. Nothing shall be posted to the site without prior review by the administrator.

d. Privacy

The use of an individual's name on the site shall only be allowed with prior approval from that individual using ADDC Form 51SM. Reference to any individual shall be by name only; initials, monikers, and titles in referring to any individual shall not be condoned. No personal information shall be posted on the site.

e. Posting Protocol

The ADDC Ethics and Code of Conduct shall apply to all postings. All postings shall be respectful. No third party applications shall be allowed on the site; these include but are not limited to games, polls, quizzes, etc.

f. Violations

Any violation of the guidelines will be handled according to Club General Information Section VII Social Media Guidelines Section F Violations.

ARTICLE XV – CLUB AWARDS

The official awards presented by the Club shall be follows; as outlined in Article XIV, Section 8(d).

1. **Rookie of the Year** (ROTY) – presented to a new first time member who has joined within the current calendar year and has displayed outstanding commitment to the Desk and Derrick Club of Fort Worth through their participation in club activities.
2. **Loretta Owens Legacy Award** – recognizing a distinguished member of the

Fort Worth Club who has been a member of the Desk and Derrick Club of Fort Worth for longer than five years

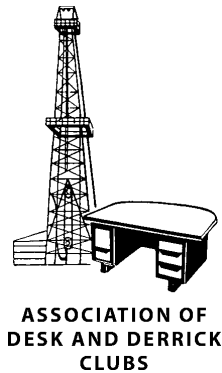
3. **Boss of the Year** (BOTY) – presented to an individual who has been nominated by an employee who is a member of the Desk and Derrick Club of Fort Worth.

ARTICLE XVI – INSIGNIA (EMBLEM)

The official insignia (emblem) of the Club shall be the longhorn steer, which is shown below.



The official insignia (emblem) of the Association of Desk and Derrick Clubs, of which this club is affiliated, is a derrick with a stylized desk at the lower right as registered in the United States and Canada.



ARTICLE XVII – OFFICIAL COLORS

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

ARTICLE XVIII – MOTTO

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

ARTICLE XIX – REPRESENTATION

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 a

delegate and/or alternate with the alternate being elected by the membership.

Section 1. The President of the Club shall serve as official delegate to the Association Convention each year, with an alternate (preferably the Vice President) and a second alternate (if possible a member of the current Board of Directors) to be elected by the membership. The alternate shall assume all duties and privileges of the official delegate in the event the official delegate is unable to attend the convention. The second alternate shall assume all duties and privileges of the alternate in the event the alternate is unable to attend the convention or the alternate becomes the delegate. The Club shall be responsible for the registration fee of the official delegate, as well as the expenses incurred by the official delegate while attending Association Convention as per the approved budget for the current year. An itemized account of expenditures shall be submitted to the Board of Directors in support of payment of the expenses. The Club shall be responsible for the registration fee of the alternate to Association Convention as per the approved budget for the current year.

Section 2. The President of the Club shall serve as official delegate to the Central Region Meeting each year, with an alternate (preferably the Vice President) and a second alternate (if possible a member of the current Board of Directors) to be elected by the membership. The alternate shall assume all duties and privileges of the official delegate in the event the official delegate is unable to attend the Central Region Meeting. The second alternate shall assume all duties and privileges of the alternate in the event the alternate is unable to attend the Central Region Meeting or the alternate becomes the delegate. The Club shall be responsible for the registration fee of the official delegate, as well as the expenses incurred by the official delegate while attending the Central Region Meeting as per the approved budget for the current year. An itemized account of expenditures shall be submitted to the Board of Directors in support of payment of the expenses. The Club shall be responsible for the registration fee of the alternate to Central Region Meeting as per the approved budget for the current year.

ARTICLE XX - POLICY

Section 1. Any project affecting other member clubs, other than seminars, meetings, and field trips devoted to the purpose as outlined in Article II, shall first receive the approval of the Association Board of Directors.

Section 2. No member shall use or cause to be used the name of the club for personal profit.

Section 3. The club roster (yearbook or membership directory) shall not be released to anyone other than members and shall only be used for official club purposes.

Section 4. The Club shall exercise discretion in seeking and accepting assistance for club sponsored activities. Assistance is defined as any type of aid or support including financial, sponsorships, donations of items or gift cards. All committees seeking any type of non-member assistance must first obtain approval from the Board of Directors before soliciting such assistance. This does not prohibit any member from requesting assistance from their employer.

Section 5. To assure the non-shareholding, noncommercial, nonprofit, nonpartisan, and non-bargaining provisions of Article III of these Bylaws, this club may not participate in any activity that may be interpreted as a violation of these principles, nor shall its publication reflect views contrary thereto.

Section 6. Members in good standing of other Desk and Derrick Clubs shall have the privilege of visiting Fort Worth meetings, except the Annual Business Meeting in October, provided reservations are made and expenses paid, but shall not have a vote in local club activities.

Section 7. All correspondence to non-members must be approved by the President or the Board of Directors prior to circulation unless otherwise provided for in these Bylaws

ARTICLE XXI – RULES OF ORDER

The latest edition of Robert's Rules of Order Newly Revised shall be the parliamentary authority of all matters of procedure not specifically covered by the Bylaws of the Club.

ARTICLE XXII – DISSOLUTION CLAUSE

Section 1. The Club shall notify the Central Region Director at least sixty (60) days prior to voting to disband

Section 2. Any member of the Desk and Derrick Club of Fort Worth may call a meeting to vote to disband the club.

Section 3. All members must be notified in writing of the date, time, place, and purpose at least five (5) days prior to the meeting.

Section 4. A quorum must be present. If a quorum cannot be met, the Board of Directors will take the vote to disband the Desk and Derrick Club of Fort Worth.

Section 5. After making provision for the payment of any liabilities of the Club, all accumulated Club funds shall be donated to a recognized charitable organization meeting the criteria set out in the Association Bylaws and determined by a majority vote of the members present. (See Article XXIII-Dissolution Clause in the ADDC Bylaws for reference.)

ARTICLE XXII – CODE OF ETHICS

1. Mission Statement

The members of the Desk and Derrick Club of Fort Worth collectively adhere to the principle that a standard of professional conduct for its membership is desirable and that, through strong adherence of these standards, the professionalism and performance of members will be enhanced.

2. Definitions

Webster defines ETHICS as “the discipline dealing with what is good and bad with moral duty and obligation; a set of moral principles or values.” ETHICAL is defined as “conforming to accepted professional standards of conduct.” He defines CODE as a system of principles or rules.” Thus we can infer that a CODE OF ETHICS is a set of rules of moral conduct for an organization.

Specific Clauses - Members shall:

- a. Conduct their official and personal affairs in such a manner so as to give the clear impression they cannot be improperly influenced in the performance of their official duties.
- b. Recognize that their membership requires them to provide leadership by example and adherence to all Bylaws and Standing Rules and other written directives, as applicable.
- c. Pledge themselves to protect and promote the interests of the membership and the industry. This obligation is primary but does not relieve the members’ obligations to act in an ethical manner.
- d. Not be a party to any plan or agreement to discriminate against a person or persons on the basis of race, creed, sex, or country of national origin.
- e. Guard against not only the fact but also the appearance of impropriety. In the performance of any duty, members shall maintain objectivity and integrity, shall be free from conflicts of interests, and shall not knowingly misrepresent facts or subordinate their judgment to others.
- f. Avoid business activities which may conflict with the interest of their employers or the membership of this organization or result in the unauthorized disclosure or misuse of confidential information.
- g. Not participate in conduct which causes them to be convicted, adjudged, or otherwise recorded as guilty by any court of competent jurisdiction of any felony, any offense involving fraud as an essential element, or any other serious crime.

ARTICLE XXIII – AMENDMENTS

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

ARTICLE XXIV – AMENDMENT DATES

These Bylaws were written and adopted on November 1, 2002

These Bylaws were amended on February 2, 2005

These Bylaws were amended on May 4, 2005

These Bylaws were amended on October 4, 2006

These Bylaws were amended on January 6, 2010

These Bylaws were amended on February 3, 2010

These Bylaws were amended on March 3, 2010

These Bylaws were amended on May 5, 2010

These Bylaws were amended on August 4, 2010

These Bylaws were amended on October 6, 2010

These Bylaws were amended on August 3, 2011

These Bylaws were amended on October 5, 2011

These Bylaws were revised and substituted on March 20, 2019

These Bylaws were revised on May 6, 2021 (Club Bylaws Review Committee)