

RED RIVER DESK AND DERRICK CLUB
SHREVEPORT, LOUISIANA

BYLAWS, CODE OF ETHICS, AND STANDING RULES

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BYLAWS

RED RIVER DESK AND DERRICK CLUB SHREVEPORT, LOUISIANA

ARTICLE I - Name and Address

The name of this Club shall be **RED RIVER DESK AND DERRICK CLUB** located in Shreveport, Louisiana. This Club shall be a member of the Association of Desk and Derrick Clubs (ADDC) and shall be subject to its Bylaws, Standing Rules, and Code of Ethics.

The business address of this Club shall be P.O. Box 1863, Shreveport, Louisiana 71166-1863.

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

ARTICLE III - Structure

Section 1. This Club shall be non-shareholding, noncommercial, nonprofit, nonpartisan, and non-bargaining.

Section 2. This Club shall not affiliate itself with, or become a member of, any local, regional, national, international club, 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 this 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 of officers thereof, and no part of the net earnings of this Club shall inure to the benefit of any member or officer thereof, or to any private individual.

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

Section 5. No members of this Club shall ever be held liable for the contract, fault, neglect, or debts of this Club in any further sum than the unpaid balance, if any, due by a member for annual dues or due for dinner fees or other fees for which a member is obligated, nor shall any mere formality 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. Active Membership

- (a) Active Membership may be granted to individuals actively employed in, affiliated with, or retired from the petroleum, energy, and allied industries as well as individuals interested in increasing their knowledge about these industries; to former Desk and Derrick members; and to individuals who are enrolled in an accredited course of study with a declared major in the petroleum, energy, and allied industries.
- (b) Membership shall be open to all eligible applicants and shall not be limited as to maximum number, except where the meeting facilities available to this Club may make limitation necessary. Such limitation shall be approved by a majority of the membership of this Club and by the Association Board of Directors.
- (c) All applicants for Active and Student Membership shall be submitted through the Membership Committee and are subject to approval or rejection by the Board of Directors. All approved applicants must attend an orientation meeting.
- (d) Membership shall be granted to members of a club which has disbanded and who live in an area where there is no Desk and Derrick Club. If disbandment occurs in the current year, the application shall be handled as a transfer of membership.

Section 2. Honorary Membership

- (a) The Club may grant Honorary Membership to individuals upon whom it wishes to confer special distinction in recognition of outstanding service to this Club. Honorary membership is an honorary title only in this Club 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 during the period such membership is in force.
- (b) Nomination for Honorary Membership shall be submitted to the Board of Directors for consideration and recommendation to this Club, and such Honorary Membership shall be conferred at a meeting of this Club by a two-thirds (2/3) vote of the membership, providing at least thirty (30) days written notice of such nomination shall have been given to the members. Voting shall be by ballot.

- (c) The Club, at its discretion and by a two-thirds (2/3) vote of the membership, shall pay the ADDC and Regional dues for said Honorary Membership.

Section 3. Eligibility

- (a) The Membership Committee of this Club will consider local circumstances of the job and the company in determining eligibility, working within the Association guidelines as set out in the “Club General Information Section.
- (b) Active and Student Membership may not be held concurrently in more than one (1) Desk and Derrick Club.

Section 4. Transfer of Membership

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

- (a) Upon receipt of a transfer letter from another Club, the transferring member shall be considered a member in good standing of this Club until the end of this Club’s year.
- (b) At the end of this Club’s year, transfer members shall qualify in accordance with the membership requirements of this Club, except that charter members, past Club Presidents, and retirees shall be eligible for membership in this Club regardless of employment status.

Section 5. Termination of Membership

- (a) Membership shall automatically terminate when dues of any member become delinquent.
- (b) Membership of a member whose conduct may be considered detrimental to the reputation of the Club 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.

ARTICLE V - Dues and Fees

Section 1. Annual dues of seventy dollars (\$70.00) for Active Membership shall be payable at the beginning of the Club year and shall include local, Region, and Association dues. Current year dues shall not be collected after November 30. Annual dues paid after February 1 shall be submitted to the Association Distribution Office monthly, with no dues to be submitted after November 30 each year.

Section 2. Fifty-five dollars (\$55.00) ADDC dues per member and three dollars (\$3.00) Southeast Region dues per member shall be assessed from the seventy dollars (\$70.00) Active Membership Dues.

Section 3. Student Membership fees shall be \$18.00. Fifteen dollars (\$15.00) shall be paid to ADDC and three dollars (\$3.00) shall be paid to Southeast Region.

Section 4. Association and Southeast Region dues are not refundable.

Section 5. No initiation fee shall be assessed.

ARTICLE VI - Officers

Section 1. The officers of this Club shall be a President, First Vice-President, Second Vice-President, Secretary, Treasurer, Immediate Past President, and four (4) Directors. These officers shall constitute the Board of Directors.

Section 2. This Board of Directors shall be the administrative body of this Club, shall have authority to act in any and all matters pertaining to the affairs of this Club, and shall exercise general control and supervision over all Club officers and the committees. The Board of Directors shall report to this Club monthly.

ARTICLE VII - Nominations of Officers

Section 1. A Nominating Committee consisting of a chairman and two (2) other members shall be appointed by the Board of Directors at the July meeting. The Nominating Committee shall select no more than two candidates for each office and directorship and shall report these nominations to the membership by letter or electronic method at least one week prior to the October meeting. Nominations shall be received from the floor at this meeting only. No elected officer shall be eligible to serve on this committee nor shall the chairman be eligible to be placed on the ballot.

Section 2. No member shall be eligible for the office of President or First Vice-President unless member has served no less than twelve (12) months on the Board of Directors. No member shall be eligible for nomination as an officer or director unless the individual has been a member of a Desk and Derrick Club no less than twelve (12) months prior to nomination. A member must attend at least eight (8) of the twelve (12) monthly program/business meetings prior to nomination to be eligible as a nominee for an officer or director.

- a. Records of attendance shall be verified by the membership chairman, based on membership roll call. Excused absences as defined in Standing Rule 9 (b) will be determined by the Board of Directors.

ARTICLE VIII - Duties of Officers

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 this Club. Subject to ratification of the Board, the President shall appoint a Parliamentarian and all committee chairmen except the Nominating Committee. The President shall sign all checks jointly with the Treasurer or the First Vice-President and shall perform such additional duties as may be required of the office. The President shall serve as ex-officio member of all committees except the Nominating and Tally committees. The President shall represent this Club in all its affairs and serve as contact representative between the Club and Association.

Section 2. The First Vice-President shall serve as Program Chairman and shall assume the duties of the President in the absence of the President. The First Vice-President shall sign checks jointly with the President or Treasurer and shall perform such other duties as the President may designate. The First Vice-President shall succeed to the presidency in case of a vacancy in that office.

Section 3. The Second Vice-President shall serve as second assistant to the President, shall serve as Membership Chairman, and shall perform such other duties as are required of this office. In the absence of the President and First Vice-President at any meeting of this Club, the Second Vice-President shall preside.

Section 4. The Secretary shall keep a record of the proceedings of all meetings of this Club and of the Board of Directors, shall have custody of the Bylaws and all Club records not specifically assigned to another officer, shall issue all authorized notices to the membership, and shall perform such additional duties as may be required of the office.

Section 5. The Treasurer shall collect and disburse all funds of this Club as directed by the Board of Directors, shall sign checks jointly with the President or the First Vice-President, and shall furnish the Board of Directors and this Club with financial statements at a regular period specified by the Board of Directors or by this Club. The Treasurer shall submit the books for annual audit by the Finance Committee at a time named by the Board of Directors and shall perform such additional duties as may be required by the office. The Treasurer shall be bonded at the expense of this Club.

6. The Immediate Past President shall serve in an advisory capacity to the Board and shall perform such additional duties as may be required. In the event of a vacancy in the office of Immediate Past President, the next eligible most Immediate Past President, in order of their terms, shall automatically succeed to the office. The Immediate Past President shall also serve as Chairman of the Ways and Means Committee.

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 IX - Terms of Office and Vacancies

Section 1. The terms of office for President, Vice-President, Secretary, Treasurer, and Directors (4) shall be for a period of one (1) year, commencing January 1.

(a) A second one (1) year term, if desired, shall require a two-thirds (2/3) vote of the membership.

(b) No member shall hold more than one (1) office concurrently.

Section 2. Vacancy in an office not covered by succession of office, or on the Board of Directors, shall be filled by a vote of the membership. The President shall notify the membership immediately in writing that a special election will be held to fill such vacancy at the regular meeting following such written notice. The election of an officer or director at such special election shall be conducted in the manner provided in Article XI, Sections 2 and 3. In the event of a vacancy in the office of Immediate Past President, the vacancy will be filled in accordance with Article VII, Section 6.

ARTICLE X - Committees

Section 1. The standing committees of this Club shall be as follows. The chairmen shall be appointed by the President with the approval of the Board of Directors:

Bulletin	Membership/Orientation
Bylaws	Procedures Manual
Education	Program
Field Trip	Public Relations
Finance	Reservations
Handbook	Scrapbook
Hospitality	

Section 2. Duties of the standing committees shall be:

BULLETIN COMMITTEE: This committee shall publish and distribute a monthly bulletin covering Club activities and such other data as the editor and the staff see fit to include, with approval of the President.

BYLAWS COMMITTEE: This committee shall make and appraise recommendations to the Board of Directors and the membership for changes and amendments to Bylaws and Standing Rules, both local and Association.

EDUCATION COMMITTEE: This committee shall implement the purpose of Desk and Derrick by providing an education program for the membership and their guests.

FIELD TRIP COMMITTEE: This committee shall make arrangements for and supervise all field trips.

FINANCE COMMITTEE: This committee shall set up the annual and revised budget and direct the financial policy of the Board of Directors.

HANDBOOK COMMITTEE: This committee shall compile and publish the official handbook consisting of Bylaws, Standing Rules, and names and addresses of members and Advisors. This committee shall make the Handbook available to each member at the March Membership Meeting of each year and provide a copy to each new member.

HOSPITALITY COMMITTEE: This committee shall greet and extend a cordial welcome to members and guests at Club functions and shall also be responsible for furnishing name tags.

MEMBERSHIP/ORIENTATION COMMITTEE: This committee shall supply prospective members with application forms, review all applications for membership, and do any and all things that will contribute to the membership growth. This committee shall investigate the eligibility and desirability of applicants and make recommendations to the Board of Directors for acceptance as provided in Article IV. This committee shall distribute renewal membership forms at the end of each year in order to keep an accurate roll, correct addresses, and telephone numbers. This committee shall also acquaint prospective members with the background of this Club and the Association, stressing bylaws, standing rules, procedures, history, structure, progress, and the spirit of Desk and Derrick and furnish each new member with an orientation manual. Application for membership shall be in writing and shall be referred to this committee.

PROCEDURES MANUAL COMMITTEE: This committee shall list all duties of each officer, standing committee chairman, and special committee chairman and shall furnish each board member with a Procedures Manual. This committee shall also furnish each chairman the section specifying duties of that committee. The Board of Directors shall approve all corrections, deletions, or additions to the Procedures Manual.

PROGRAM COMMITTEE: This committee shall make all arrangements for the programs of regularly scheduled meetings except Industry Appreciation/Advisor Night, which shall be jointly shared with the Advisor Committee. This committee shall furnish appropriate gifts for the speakers.

PUBLIC RELATIONS COMMITTEE: This committee shall furnish news releases on Club activities to local news outlets, trade journals, and Regional Public Relations representatives.

RESERVATIONS COMMITTEE: This committee shall be responsible for accepting reservations and cancellations for regularly scheduled meetings. Upon renewal or approval of a new member, each member shall have the opportunity to make a written request for a standing reservation. It is the member's responsibility to cancel by noon of the business day prior to the membership meeting if unable to attend. If cancellation is not made by the deadline, the member must submit the price of the meal to the Treasurer within seven days. Guests invited by members are the responsibility of the member. Reservations for January, May, and December must be made through the Reservation Chairman.

SCRAPBOOK COMMITTEE: This committee shall keep a current collection of photos, news articles and publications concerning this Club, its activities, members and Advisors.

Section 3. Special Committees may be established by the Board of Directors, such as:

Advisor	Mentoring
Community Project	Nominating
Convention/Region	Red River Invitational Golf Tournament
Decorations	Scholarship
Energy Activity Book	Sporting Clay Tournament
Essay Contest	Ways and Means
Historian	

Section 4. Standing Committees shall serve for the Club year or until their successors are appointed.

Section 5. Duties of special committees shall be:

ADVISOR COMMITTEE: An Advisor Committee, composed of a chairman and two (2) other members shall be appointed by the incoming President and approved by the incoming Board of Directors at the December Board meeting.

It shall be the duty of the Advisor Committee to submit to the Board of Directors at its regular meeting in February a list of candidates from which the Board will select Advisors to replace those whose term of service expires May 1.

- a. Advisors shall be asked to serve for a term of two (2) years, beginning May 1 of the current year. The total number of Advisors actively serving shall not exceed ten (10), which shall not include the Charter Advisors.
- b. Honorary status shall be granted to those Advisors upon whom the Board of Directors may wish to confer special distinction in recognition of outstanding service to this Club and, once conferred, shall be for life.
- c. Nomination for an Honorary Advisor shall be submitted by the Advisor Committee to the Board of Directors for consideration at the February Board Meeting. Upon approval by the Board of Directors the distinction of an Honorary Advisor shall be conferred at the next meeting set aside as Advisor Night by this Club.

COMMUNITY PROJECTS: This committee shall be responsible for identifying a meaningful community project and coordinating members' donations as deemed appropriate by the Board and membership.

CONVENTION/REGION COMMITTEE: This committee shall be responsible for promoting Association Convention and Region Meetings, shall be responsible for receiving and distributing registration forms for Convention and Southeast Region Meetings to the Club members, and shall be responsible for other duties as instructed

DECORATIONS: This committee shall be responsible for providing decorations for the tables at the monthly membership meetings when appropriate, i.e., May, October, December.

ENERGY ACTIVITY BOOKS: This committee shall be responsible for the procurement and distribution of ADDC Energy Activity Books (EAB) to students in area elementary schools Grade 3 and/or interested organizations.

ESSAY CONTEST: This committee shall be responsible for providing ideas to the membership for essay topics to be approved by membership. This committee will send topic and essay requirements to area schools at beginning of school year and oversee the return of essays from schools, procure three judges, and distribute copies of essays to judges for evaluation. This committee will provide an invitation to club winners, family members (two parents), principals, and teachers to attend October membership meeting.

HISTORIAN COMMITTEE: This committee shall be by special appointment by the President subject to approval by the Board of Directors and shall maintain a copy of the Club's Charter, original Bylaws, and a list of Charter members of the Club, together with pictures. This committee shall prepare a written history of the Club's activities throughout the year; retain available pictures, a copy of the year-end membership list, and current Bylaws and Standing Rules; and submit an annual written report to the President.

MENTORING: This committee shall be responsible for assisting new members in becoming familiar with the history and operations of the Red River Desk and Derrick Club, Southeast Region, and the Association of Desk and Derrick Clubs.

NOMINATING: This committee shall be responsible for soliciting nominations from membership for the various elected positions.

RED RIVER INVITATIONAL GOLF TOURNAMENT – This committee is responsible for procuring a venue for a golf tournament generally held in October of each year for the purpose of raising funds for the Phyllis B. Powell Scholarship Fund and providing a means for members to gain further knowledge of the industries through seminars and conferences.

SCHOLARSHIP: This committee shall be responsible for soliciting students from area colleges and universities who have completed their sophomore year and are majoring in a field of study related to petroleum, energy, and allied industries while maintaining a minimum 3.2 grade-point average. The committee will review the applications and make recommendations for the Board to present to the membership for approval for awarding of scholarships of at least \$500. The committee shall invite winners with one guest to attend the May membership meeting.

SPORTING CLAY TOURNAMENT - This committee shall be responsible for procuring a venue for the tournament, generally held annually in the Spring, acquiring addresses to send invitations, acquiring door prizes, etc. Funds raised from this tournament will supplement the Phyllis B. Powell Scholarship Award.

WAYS & MEANS COMMITTEE: This committee shall be responsible for this Club's fundraising projects. All fundraising projects shall be approved by the Board and the membership. In addition, any fundraising project must be approved by the ADDC Board of Directors, if the project includes the use of any item or brochure bearing the words "Desk and Derrick," "Association of Desk and Derrick Clubs," "ADDCC," and/or the trademark insignia; approval is requested through the Region Director to the ADDC Immediate Past President. This Club's Immediate Past President shall chair this committee.

Section 6. Each committee shall have a Board Contact appointed by the President.

ARTICLE XI – Election and Voting

Section 1. An Election Committee consisting of a chairman and two other members shall be appointed by the Board of Directors in October. If the membership in this Club exceeds two hundred (200) at that time, there shall be one additional member on this committee for each fifty (50) members. At the Annual Meeting, this committee shall distribute ballots with the names of the nominees to each Active Member present and direct such election in an orderly manner. This committee shall tabulate all votes cast and report the results of the election immediately to the President. No elective officer shall be eligible to serve on this committee and no member of the Election Committee shall be eligible for office.

Section 2. Voting for officers shall be by ballot with no proxy. A majority of all votes cast for each office shall constitute an election, a quorum being present. In the event that there are more than two nominees for each office and no nominee for said office receives a majority vote, then and in that event, the two nominees receiving the highest number of votes for such office will be voted on in a subsequent ballot. Thereafter, the nominee receiving a majority of all votes cast shall be elected to such office.

Section 3. Voting for directorships shall be by ballot with no proxy, a quorum being present. Those nominees receiving the greatest number of all votes cast for the directorships to be filled shall be elected.

Section 4. Officers elected at the Annual Meeting shall assume their duties on January 1.

Article XII – Meetings

Section 1. Regular meetings of this club shall be held on the fourth Tuesday of the month, the time and place to be given through written notice.

Section 2. Special meetings of this Club may be called by the President, by a majority of the Board of Directors, or upon written request of sixty percent (60%) of the voting members, provided that all members are notified in writing of the time and place and purpose of such meeting at least seven (7) 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 regular meeting in November shall be designated the Annual Meeting, at which time the election for the following year shall be held. Only members in good standing shall be allowed to attend the Annual Meeting of this 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 of Directors 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 may be allowed to attend only two (2) regular meetings of this club.

Section 6. Any member who makes a reservation for a Club function shall be responsible to this Club for the cost unless canceled by noon of the business day prior to the meeting or other deadline stated in the meeting notice.

ARTICLE XIII – Quorum

Section 1. One-fourth (1/4) of the members shall constitute a quorum at a meeting of this Club.

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

ARTICLE XIV – Insignia (Emblem)

The official insignia (emblem) of this Club shall be a derrick with a stylized desk at the lower right.

ARTICLE XV – Official Colors

The official colors of this Club shall be black and gold.

ARTICLE XVI – Motto

The Motto of this Club shall be “**GREATER KNOWLEDGE – GREATER SERVICE.**”

ARTICLE XVII – Club Fiscal Year

The fiscal year for this Club shall be January 1 through December 31.

ARTICLE XVIII – Representation

Section 1. Representation at Southeast Region Meeting, ADDC Convention, or other meeting requiring the presence of an official Club representative shall be by a delegate and/or alternate. The delegate shall be the President and the alternate shall be a member of the Board, elected by the Board of Directors.

Section 2. This Club shall be responsible for the expenses of its official delegate to the ADDC Convention, Southeast Region Meeting, or other official meetings, not covered by another source. These expenses shall include registration fee, transportation costs, single rate lodging, meals not included in registration fee, and other expenses incidental to the performance of the duties of the official representative. Lodging and meal reimbursement shall be paid for the night prior to business session through closing night of the meeting. This Club shall be responsible for the registration fee of the alternate delegate to the ADDC Convention, and if the Board deems it economically feasible, shall pay one-half (1/2) of the alternate's other expenses not covered by another source, to Convention.

Section 3. Both delegate and alternate shall submit a written, itemized account of expenditures, to the Board, prior to the next Board meeting for final approval.

ARTICLE XIX – 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 approval of the Association Board of Directors.

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

Section 3. The roster of this Club shall not be released to anyone other than members/Advisors and shall only be used for official Club purposes.

Section 4. Discretion shall be exercised by this Club in seeking and accepting assistance from industry for all activities.

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 which may be interpreted as a violation of these principles nor shall its publications reflect views contrary thereto.

ARTICLE XX – Dissolution Clause

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

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

Section 3. A quorum must be present.

Section 4. All accumulated Club funds shall be donated to the ADDC Foundation and Educational Trust in equal portions on the proposed date to disband.

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

ARTICLE XXI - Parliamentary Authority

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

ARTICLE XXII – Amendments

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

CHARTER AND BYLAWS INCORPORATED UNDER BYLAWS 1982

CODE OF ETHICS

I. Mission Statement

Members of this Club and the Association of Desk and Derrick Clubs (ADDC), an international non-profit organization, is a premier provider of energy education and professional development. ADDC's purpose 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 individuals as well as the companies and global communities the members serve.

II. 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.

III. Scope

This Code of Ethics ("Code") depends primarily upon voluntary compliance by members of the Association and, secondarily, upon reinforcement by peers. The specific clause of this Code are not exhaustive of the ethical obligations of members. However, conduct or activities in contravention of this Code should not give rise to legal cause of action against the Association, or any member of the Association, nor create any presumption that any legal duty had been breached. This code is intended to provide guidance to members only and it is not intended to provide a basis for civil liability.

IV. Specific Clauses

Club members shall:

- A. Conduct their official 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, to include 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 Club's members' obligation to act in an ethical manner.
- D. Not to 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 natural origin.

- E. Guard against not only the fact but also the appearance of impropriety. In the performance of any duty, Club 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 that 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. Members of this Club shall 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.

**RED RIVER DESK AND DERRICK CLUB
SHREVEPORT, LOUISIANA**

STANDING RULES

1. Memorial
 - (a) A donation to the ADDC Foundation or ADDC Educational Trust (unless otherwise directed by family) shall be made for a memorial on the occasion of death of members, in the immediate families of members, Advisors and benefactors of this Club, which shall not exceed twenty-five dollars (\$25.00) for each occasion. Such expenditures shall be authorized by this Club President.
 - (b) Cards will be sent in the event of illness of members, in the immediate families of members, Advisors, and benefactors of this Club.
2. At the discretion of the Board of Directors, reasonable expenses for entertaining visiting officers of the Association of Desk and Derrick Clubs, or other Desk and Derrick Clubs, shall be paid by this Club.
3. As a Club, the Red River Desk and Derrick Club shall not participate in any civic activities unless related to petroleum, energy, and allied industries. This shall in no manner be construed to prohibit individual members, as such, from participating in civic activities.
4. Field Trips
 - (a) Field trips may be attended by any member of any Desk and Derrick Club and any other person approved by the Board of Directors as space permits, with Red River Desk and Derrick Club members given space preference. Whenever it is necessary to limit attendance on field trips, members who have not had the opportunity to attend such field trips during the year shall be given first consideration. All out of town field trips must be approved by the Board. Any field trip may be canceled at the discretion of this Club's President, if sufficient members are not registered by a scheduled deadline.
 - (b) On field trips or other Club activities when transportation, or other than private cars, is arranged by this Club, only Desk and Derrick members or authorized persons shall be allowed the use of said transportation facilities, and there shall be no consumption of alcoholic beverages while aboard said transportation.
 - (c) The Field Trip Committee Chairman, or person appointed by the Chairman, shall be in complete charge at all times during the trip, and persons other than Club members wishing to use the transportation facilities should secure clearance through said Chairman.

5. An Industry Appreciation and Advisor Night shall be held annually at the regular May meeting. Other guests may be invited by members for this special meeting. Advisors and their spouses will be paid guests of this Club.
6. The December meeting of the Board of Directors shall be a joint meeting of the outgoing and incoming Board members. At this meeting, the incoming president shall present for approval of the incoming Board the committee chairmen for the coming year.
7. A scrapbook may be presented to the outgoing President at the end of each Club year.
8. One volume of the monthly bulletin shall be bound under cover annually and kept by the current editor.
9. Excused Absences
 - (a) If an officer or director is absent from three (3) meetings of the Board of Directors or three (3) regular membership meetings without an excuse acceptable to the Board of Directors, the president shall declare that office vacant and shall proceed as provided in Article IX, Section 3, of the Bylaws.
 - (b) Excused absences will be determined by the Board of Directors to any member of the Board or to any Club member for illness of members, death in immediate family, and work-related absences. Requests for excused absences shall be submitted in writing to the President within two (2) weeks of missed meeting.
10. Amendments to the Standing Rules may be made at any regular meeting of this Club by a simple majority vote of the members present and voting, provided a quorum is present and provided that such amendments are not in conflict with the ADDC Bylaws and Standing Rules.
11. The First Vice-President shall obtain this Club's gift for the out-going president; the gift shall be a wooden plaque with a gavel and brass plate engraved with:

President's Name
Year
Red River Desk and Derrick Club
Shreveport, Louisiana

This gift shall be a budgeted expense.

12. Guidelines for Region/ADDC Convention Funds

Certain guidelines and requirements must be met to share in the distribution of funds set aside by the Red River Desk and Derrick Club for reimbursement of expenses incurred when attending Southeast Region Meeting and/or ADDC Convention, not covered by another source.

- a. Requirements to share in distribution of funds.

- (1) Must be a member of Red River Desk and Derrick Club one (1) year prior to regional meeting and one (1) year prior to ADDC Convention.
 - (2) Member must attend a minimum of eight (8) monthly membership meetings during the year and stay until the business session is adjourned. One (1) excused absence may be determined by the Board of Directors for Southeast Region Meeting and one (1) excused absence for ADDC Convention. An excused absence will be determined as provided in Standing Rule 9 (b) hereof.
 - (3) Member must participate in annual Ways and Means projects by doing at least two (2) of the following:
 - (a) Furnish items for Spring and/or Fall Crafts Auctions, if held
 - (b) Furnish items for the Garage Sale, if held. Help tag items for garage sale and work one shift at Garage Sale.
 - (c) Work one shift at the Ark-La-Tex Oilman's Shootout or assist with other industry events as requested from outside industry organizations.
 - (d) Work at annual Red River Invitational Golf Tournament.
 - (e) Work at the annual Sporting Clay Tournament.
 - (4) Member must serve and work actively on a Club committee other than the Ways & Means Committee. Example: Give the invocation, acquire a speaker, write article for bulletin, attend committee meetings, introduce speaker, decorate for meetings, etc.
- b. Requirements to be met while attending Southeast Region Meeting/ADDC Convention.
- Must attend all general business sessions.
- c. Requirements to be met after attending Southeast Region Meeting/ADDC Convention.
- (1) Must turn in copies of registration form and check or copy of credit card receipt. Reimbursement expenses, when economically feasible, include Registration (no late registration fee will be reimbursed) and cannot be covered by any other source.

- (2) Must write article for bulletin relating to meeting as assigned by the President.
 - (3) Requirement c. (1) and c. (2) must be turned in to the Convention/Region Committee Chairman within 21 days following Southeast Region Meeting and 21 days following ADDC Convention. Upon receipt of the above, expenses will be considered for approval by the President, Membership Committee Chairman, and Convention/Region Committee Chairman.
 - (4) Under no circumstances will reimbursement be paid to any Club member whose Southeast Region Meeting or ADDC Convention expenses are paid by this Club as delegate/alternate delegate or by any other source.
13. When funds are available, prospective members may be invited by the Membership Chairman as a guest of this Club to one meeting.

Last Amended: August 2022