



# Rolls-Royce Owners' Club

## Policies and Procedures Manual

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000 EXECUTIVES

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## 010 Board Executive Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Bob Fahning

### **DUTIES:**

The Executive Committee of the Board of Directors of the RROC shall have the responsibility and authority for urgent affairs of the Club or as directed by the Board.

The Committee is established by the Bylaws and shall make decisions that require immediate action in the absence of the Board of Directors and use prudent judgment in determining what actions need to be taken. The Committee will manage any budget created for activities of the Executive Committee

### **PROCEDURES:**

1. The Executive Committee of the Club shall consist of the President, Vice President, Secretary, and Treasurer.
2. The election of these four officers shall be conducted per the Bylaws, Section III, Article 22: For reference, from Bylaws Revision 2020.1, Article 22: b. Officers shall be elected and nominated by the Directors for a one-year term. Officers may serve no more than four consecutive one-year terms in any officer position, except the President who may only serve two one-year terms. c. Officers shall be elected annually by the Board from the elected Directors at its first meeting following the Annual Membership Meeting by plurality vote.
3. Ex-officio members of the Executive Committee shall include the immediate Past President and the Executive Director. Ex-officio members have no voting privileges in the Executive Committee meetings.
4. The Committee shall keep the Board of Directors fully informed as to any action taken by the Executive Committee on behalf of the Board.
5. Meetings shall be called by the President or upon the request of any two members of the Executive Committee.

## 020 Executive Director

Effective Date: 13 June 2023  
Board Approval Date: 13 June 2023  
Authored or Edited by: Mark Lizewskie

### **DUTIES:**

The Executive Director of the RROC shall have the responsibility and authority for the following:

- a) **GENERAL RESPONSIBILITY:** The Executive Director is the chief operating officer of the Club and is charged with overseeing all day-to-day operations of the Rolls-Royce Owners' Club (RROC). The Executive Director supervises all staff and headquarters facilities and reports to the Club's Board of Directors, to ensure that the Club's mission is achieved, to provide an understanding of the past, to embrace the present, and to imagine the future.
- b) **SUPERVISION RECEIVED:** Supervision of the Executive Director rests with the Board of Directors through the President. The Executive Director executes all decisions of the Board of Directors through the President. The President, with the assistance of the Executive Committee, may evaluate this position annually. Upon request, the Executive Director will be required to complete and present an annual self-evaluation to the President of the Club.
- c) **AUTHORITY DEFINED AND LIMITED:** The Executive Director has the authority to enter into agreements for events that have been approved by the Board of Directors and provide a co-signature to all checks over \$2500.
- d) **ORGANIZATIONAL RELATIONSHIPS:** The Executive Director is charged with overseeing all day-to-day operations of the RROC and is directly responsible to the Board of Directors. He/she is responsible for the administration of the headquarters office. All staff personnel are subject to supervision by the Executive Director. He/she sits in on the Board of Directors meetings, ex-officio, without the right to vote. He/she serves as staff liaison to all national committees, except the nominating committee.

### **PROCEDURES:**

Within the limits of the By-laws and Policies and Procedures, the Executive Director is responsible for and has the authority to accomplish the duties set forth below:

1. Ensures that the Board of Directors and officers are kept fully informed of the conditions of the Club and on all important factors influencing them. Attends all meetings of the Board of Directors.
2. Executes all decisions of the Board of Directors
3. Develops for purpose of day-to-day administration specific policies, procedures, and programs to implement the general policies established by the Board of Directors.
4. Establishes a sound organizational structure for the headquarters office.
5. Directs and coordinates all approved programs, projects, and major activities of the headquarters staff and independent contractors.
6. Recruits, hires, trains, and motivates Club staff personnel. Is responsible for all staff promotions, terminations, and compensation matters and must provide timely notice to the full Executive Committee of any significant action.
7. Obtains maximum utilization of staff by clearly defining their duties, establishing performance standards, conducting performance reviews, and maintaining a competitive salary and benefit structure. Provides a healthy working environment and mutual respect.
8. Provides the necessary liaison and staff support to committee chairs and committees to enable them to properly perform their functions. Gains a working knowledge of the judging program and works with the Chief Judge on data collection and reporting.
9. Executes such contracts and commitments as may be authorized by the Board of Directors or established policies.
10. In cooperation with the Finance Committee, develops, recommends, and on approval, operates within the annual budget. Ensures that all funds, physical assets, and other Club properties are appropriately safeguarded and administered.
11. Coordinates membership promotion and retention programs with the Membership Committee. Collects dues and terminates delinquent members.
12. Assists in the preparation, coordination, and operation of the Annual Meet and National Tours. Reports financial and attendance results (people and cars) of all National events.
13. Works with and is the contact person for all the Event Chairs for meets and tours, and leads the negotiation of hotel contracts and other meet and tour expenditures, costs, etc.

14. Serves as the liaison between HQ and Rolls-Royce Motors, Bentley Motors, and other sponsors for advertising in our publications and obtaining vehicles for our meets.
15. Implements other general duties as may be delegated by the Board of Directors working through the President. Coordinates staff time in implementing duties.
16. Is responsible for the timely filing of all federal, state, and local income, payroll, and sales taxes.
17. Obtains all necessary and appropriate insurance coverage for the Club (Directors and Officers insurance, health insurance for staff), reviews all such insurance policies, and makes appropriate recommendations to the Board of Directors. Negotiates rates and completes forms for renewal.
18. Is responsible for the administration and operation of Club Stores including:
  - a. Preparing and developing a stores catalog and all advertisements in the Club publications and on the RROC website.
  - b. Maintaining an adequate level of store merchandise.
  - c. Organizes store merchandise in Inventory room.
  - d. Conducting an inventory of all store merchandise on an annual (once yearly) basis and reporting findings to Treasurer.
  - e. Operating an efficient mail order business and online store.
  - f. Assuring that appropriate merchandise is delivered to National activities.
19. Is responsible for the preparation and distribution of the Directory and Register, under supervision of the Communications Committee.
20. Implements general policies established by the Communications Committee.
21. Secures advertisements in accordance with RROC policy for advertising.
22. Coordinates all RROC website activities.
23. Implements the day-to-day processing of memberships, in accordance with the general policies established by the Membership Committee.
24. Coordinates with the Chief Judge in delivering all needed supplies to and from the Annual Meets and other judged activities.



25. Solicits and administers all advertising in Club publications, the Directory and Register, RROC website and Forum, and forwards to the Editor and Chair of the Communications Committee all such advertisements in accordance with Club policy.
26. Works with the President, Board of Directors, and Long-Range Planning Committee in all aspects of forward planning, including planning for current and future facilities, programs, and activities.
27. Provides a monthly travel and entertainment report of his/her activities to the Treasurer and President in accordance with the attached Travel and Entertainment Expense Policy.
28. Manage vendors and service providers to the RROC as requested by the Board.
29. Any other duties needed to help drive RROC's vision, fulfill RROC's mission, and abide by RROC's values.

### **RROC HQ Staff:**

In addition to the Executive Director, RROC currently has two full-time positions to administer the needs of the RROC. While each position has a very specific job description, due to the small size of staffing, many tasks and projects are shared amongst all staff.

RROC Staff consists of the following (with brief, but not all-inclusive, job descriptions):

1. Bookkeeper:
  - a) Basic accounting & bookkeeping for both RROC & RRF
  - b) Works directly with CPA firm and financial banking institutes
  - c) Directly involved with inventory duties of Club Stores, etc.
  - d) Annual Meet duties
  - e) Invoice advertising from The Flying Lady, Directory & Register, and RROC website & Forum
  - f) Any other duties needed to help drive RROC's vision, fulfill RROC's mission, and abide by RROC's values.
2. Membership/Events Registration/Communications/Shipping & Receiving:
  - a) Membership Processing & Motorcar Database Management
  - b) Report building for membership, mailing lists, Regions & Societies, D&R, etc.

- c) Develops and handles registrations for meets, tours, and RROC-hosted (not RRF) technical seminars and judging schools
- d) Judging schools and other seminars coordination
- e) Creating and scheduling email blasts
- f) Maintaining website updates
- g) Annual Meet duties
- h) Manage incoming/outgoing merchandise shipments
- i) Receives, Tags, and labels Club Stores inventory
- j) Any other duties needed to help drive RROC's vision, fulfill RROC's mission, and abide by RROC's values.

NOTE: Additionally, there are RROC staff members dedicated to RRF duties and covered under a separate service agreement between RROC & RRF.

# 100 REGULATIONS

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# 110 Bylaws, Policies and Procedures Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: John Sweney

### DUTIES:

The Bylaws, Policies and Procedures Committee is a standing committee responsible for managing the process of revising bylaws, policies, and procedures with the approval of the Board of Directors.

The Board Secretary is the Chair of the Bylaws, Policies and Procedures Committee. The Chair nominates the Committee Members. The Committee shall have at least four total members. The Board approves the Members of this committee. In addition, the President and Executive Director shall be ex-officio members of the Bylaws, Policies and Procedures Committee.

The Committee’s responsibilities shall include:

1. Manage any budget created for activities of the Bylaws, Policies and Procedures Committee.
2. Develop procedures on how policies are implemented and maintained.
3. Receive suggested changes to bylaws, policies, and procedures; review, organize and modify as appropriate; then present these changes to the Board for consideration.
4. Prepare reports to the Board on matters related to bylaws, policies and procedures as required by the Board.
5. Prepare and recommend to the Board the policies and procedures which should be included as a part of the operations of this committee, the RROC and its members.
6. Making recommendations for or against proposed changes to the Board.
7. Conduct membership voting process on all by-law changes.
8. Ensure appropriate posting and record-keeping of all changes.

# 120 Amendments to Bylaws

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: John Sweney

**POLICY:**

Amendments to bylaws may be proposed by any Full member.

**PROCEDURES:**

1. A proposed amendment to the bylaws must be presented in typed digital form to the Chair of the Bylaws, Policies and Procedures Committee.
2. The Bylaws, Policies and Procedures Committee is responsible for review of proposed amendments to clarify the language, where necessary, to conform with existing bylaws. Changes made by the committee to the proposed bylaw should not negate the basic intent of the proposal. The committee may confer with the sponsor regarding editing. The committee will provide reasons and make recommendations for or against the edited amendment. In the event the sponsor of a proposed bylaw does not agree with the committee’s version, the sponsor’s original version will be included as part of the committee’s report. It may also suggest changes in policies and procedures related to the proposed amendment when required.
3. The committee’s initial report on the proposed amendment will be treated as a first reading. The proposal may be debated and perfected by amendment by the Board of Directors. A majority vote by the Board of Directors is required to pass the proposed amendment on first reading.
4. The committee’s report for second reading will present for action the amendments as adopted on first reading. The second reading shall be at least 30 days after the date of passage on first reading of the proposed amendment. The committee will provide reasons and recommendations for or against passage. Amendments may be further amended at second reading by majority vote but only if that amendment clearly presents a lesser change from the status quo than the bylaws amendment that was passed on first reading. A second reading requires a 2/3 majority vote by the Board of Directors for passage.
5. An amendment approved at second reading by the Board of Directors shall be presented to the members for a vote by the membership and shall carry a notation that the Board of Directors recommends a vote FOR the proposed amendment. The vote shall be scheduled for the next annual meeting, or may be scheduled at an

earlier date if so approved by a two-thirds vote of the Board of Directors. In order for the amendment to be approved by the membership, it requires a majority of those voting on the proposal to approve it.

6. In the event the Board rejects a full member's proposed amendment, he/she has a right to propose bylaws amendments directly to the membership. This section sets forth appropriate procedures.
  - a) A proposed amendment requires a petition to be filed with the club's secretary that includes the endorsement of at least 100 full members.
  - b) The petition must include the full text of the proposed amendment on each sheet of the petition along with the signature of each supporting member. The petition must also include a printed and legible copy of the full member's name, date, and home state in addition to the member's signature.
  - c) The petitioners shall designate a representative through whom all procedural matters may be channeled.
  - d) The Bylaws, Policies and Procedures Committee will review the amendment and edit it to be consistent with other bylaws, including any necessary renumbering of bylaws articles. The committee will work with the petition representative to ensure that the edited version reflects the intent of the petitioners.
  - e) The proposed amendment will be included as vote item on the next ballot circulated to members. The proposed amendment may include a notation that the Board of Directors recommends a vote AGAINST the proposal.

# 125 Meetings Called by Directors

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: John Sweney

**POLICY:**

A majority of directors may call a meeting of the Board of Directors under Article 12.c. of the Bylaws.

**PROCEDURE:**

1. More than half of the total number of Board members (a majority) may submit a petition by mail, electronically or in person to call a meeting. The request must be submitted to the Secretary.
2. A Board member may request that the secretary poll the Board members in lieu of a petition for a meeting.
3. The proposed meeting must have an agenda or subject.
4. The secretary will set the time and place for the meeting once the meeting is approved by the Board.
5. There shall be a minimum of FOURTEEN days' notice for a special meeting unless such notice is waived by the directors per the Bylaws.

# 127 Board Meeting Management

Effective Date: 18 June 2024  
Board Approval Date: 18 June 2024  
Authored or Edited by: John Sweney

**POLICY:**

RROC Board Meeting are open to RROC Full Members. Full Members may participate in the Board.

Meetings as provided in the Procedures below.

**PROCEDURES:**

1. RROC Board Meetings are NOT open to the general public.
2. Current RROC Full Members are always welcome to attend RROC Board Meetings in person or by remote connection as observers. Notices of Board Meetings will be announced to the membership no less than one week before the meeting.
3. In addition, the current RROC Board welcomes comments toward the end of each Board Meeting as provided by the Agenda from current RROC Full Members.
4. Current RROC Members who wish to attend, observe, or comment in a virtual RROC Board Meeting session should request a Zoom link at least three days in advance by sending an email that includes their name and place of residence to [kzagoric@rroc.org](mailto:kzagoric@rroc.org). Along with the Zoom link, a copy of the agenda will also be provided to the member.
5. Current RROC Members who wish to attend, observe, or comment at an in-person RROC Board Meeting should simply present their Meet registration badge or other credential at the meeting room door.
6. Except during the Comment period, observers should remain on mute during Zoom teleconferences and be silent during in person Board meetings. Please hold any questions for the comment period.
7. During the Comment period, each speaker should identify themselves and their place of



residence before making their comments. This information helps the Secretary keep the minutes.

8. At the discretion of the meeting presider, comments are limited to three minutes. At the sole discretion of the presider, the presider may refer a question or comment to a Board Member immediately or pass the comment or question to a committee of the Board.

# 130 Changes to Policies and Procedures

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: John Sweney

**POLICY:**

RROC Policies & Procedures must at all times comply with the current RROC Bylaws and the current laws of the Commonwealth of Pennsylvania. Changes to Policies and Procedures may be proposed by any Full member.

**PROCEDURES:**

Procedure for change:

1. A proposed change to policies and/or procedures must be presented to the Chair of the Bylaws, Policies and Procedures Committee in typed digital form.
2. The Bylaws, Policies and Procedures Committee is responsible for review of proposed changes to policies and procedures to clarify the language, where necessary, to conform with existing bylaws, policies and procedures or state laws.
3. As the Committee prepares the proposal so that it is consistent with other bylaws and procedures, the committee should confer with the sponsor to be certain that the intent of the change has not been altered.
4. The committee will provide reasons and make recommendations for or against all proposed changes to policy and procedure. It may also suggest other additions or changes in policies and procedures related to the proposed amendment.
5. The Board of Directors may debate and amend any proposal. The proposal may be adopted by majority vote of the Board of Directors.
6. Policies and procedures approved by the Board take effect immediately unless a later date is specified by the Board of Directors.

# 140 Organization of the Policies and Procedures Manual

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: John Sweney

## **POLICY:**

Policies and procedures will be developed and numbered as follows:

000	Executives
100	Regulations
200	Nominations and Elections
300	Finance and Budget
400	Meets and Tours
500	Communications
600	Judging and Awards
700	Legal
800	Long Range Planning
900	Membership
1000	Regions and Societies
1100	Technical Administration

## **PROCEDURES:**

Each subsection of the Policies and Procedures Manual will include:

- a) The effective date. The effective date is the date of approval by the Board of Directors unless otherwise directed by the Board of Directors.
- b) The board approval date, usually the same as the effective date.
- c) The editor of the section. The editor is the Board Member, Ex-Officio Board Member, Committee Chair, or Full member who developed or edited the content of the section as presented to the Board for approval.

150 Summary of Committees

Effective Date: Not Applicable
Board Approval Date: Not applicable
Authored or Edited by: John Sweney

This is a SUMMARY of the RROC Committees as defined by the current bylaws and the current policies and procedures. This section is itself neither a policy nor a procedure, and therefore its content needs no board approval. It is informational and in summary only, subject to updates in the Bylaws and elsewhere in the Policies and Procedures Manual.

Activities: Standing Committee
Chaired by any Full Member with board approval
At least FOUR members, including Chair
Ex-officio members include President and Executive Director

Bylaws, Policies & Procedures: Standing Committee
Chaired by Secretary as elected by the board
At least FOUR members, including Chair, with board approval
Ex-officio members include President and Executive Director

Communications: Standing Committee
Chaired by any Full Member with board approval
At least FOUR members, including Chair
Ex-officio members include President and Executive Director

Executive: Standing Committee of the four executive officers
Chaired by President as elected by the board
Ex-officio members include Immediate Past President and Executive Director

Finance & Budget: Standing Committee
Chaired by Treasurer as elected by the board
At least FOUR members, including Chair
Ex-officio members include President and Executive Director

Judging and Awards:	<p>Standing Committee</p> <p>Chaired (Chief Judge) by any Full Member with board approval and subject to term limits</p> <p>Members include Chief Judge, Team Captains, Senior Judges, others as appointed by Chief Judge</p> <p>Ex-officio members include President and Executive Director</p>
Legal:	<p>Standing Committee</p> <p>Chaired by any Full Member who is an attorney, with board approval</p> <p>At least THREE members who are attorneys, including Chair, with board approval</p> <p>Ex-officio members include President and Executive Director</p>
Long Range Planning:	<p>Standing Committee</p> <p>Chaired by a board member with board approval</p> <p>At least FOUR members, including Chair</p> <p>Ex-officio members include President and Executive Director</p>
Membership:	<p>Standing Committee</p> <p>Chaired by a board member with board approval</p> <p>At least FOUR members, including Chair</p> <p>Ex-officio members include President and Executive Director</p>
Nominating:	<p>Standing Committee</p> <p>Chaired by Immediate Past President or else by Prior Past President or else by any Full Member with board approval</p> <p>At least FOUR members who are not board members, with board approval, PLUS the Chair. (Neither the members nor the chair can be nominated for election.)</p>
Regions and Societies:	<p>Standing Committee</p> <p>Chaired by any Full Member with board approval</p> <p>At least THREE members, including Chair</p> <p>Ex-officio members include President and Executive Director</p>

Technical Support:

Standing Committee

Chaired by any Full Member with board approval

At least FOUR members, including Chair

Ex-officio members include President and Executive Director

# 200 NOMINATIONS AND ELECTIONS

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## 210 Nominating Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jason Coker

### **POLICY:**

The Nominating Committee is a standing committee responsible for nominating at least seven qualified candidates annually for Director of the club.

### **DUTIES:**

The committee's responsibilities shall include:

1. Managing and administering the budget allocated to nomination committee
2. Identifying qualified candidates for Director
3. Soliciting input from Board members for feedback on directors eligible for re-nomination
4. Soliciting input from members to evaluate directors eligible for re-nomination
5. Soliciting input from the Boards of Regions and Societies to identify potential nominees for directors
6. Evaluating geographic distribution of membership to determine that distribution of director nominees is representative of membership distribution
7. Screening nominees to assure they meet the minimum standards prescribed in the bylaws and in the club's policies and procedures
8. Prepare reports to the Board on matters related to nominations and the Nominating Committee as required by the Board.
9. Prepare and recommend to the Board the Policies and Procedures, which should be included as a part of the operations of this committee, the RROC and its members.



## 220 Appointments to the Nominating Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jason Coker

### **POLICY:**

The nominating committee is a standing committee, and the committee members shall be appointed and approved annually by the Board of Directors. The nominating committee shall be comprised of five Full Members, including the Chair.

### **PROCEDURES:**

#### Selection of Nominating Committee Members

1. The Chair of the nominating committee shall be the Immediate Past President. If the Immediate Past President is unable or unwilling to serve, then the Chair shall be the Past President whose term has most recently expired. If the two immediate Past Presidents are not willing or able to serve, the Board shall appoint and approve a Full Member as the chair of the nominating committee.
2. The Chair of the nominating committee shall select four Full Members to the nominating committee. (Article 14(h)2 of the Bylaws states that the committee is five members appointed and approved by the Board, including the Chair.)
3. Any Board member may nominate a candidate for the nominating committee.
4. If there are more nominees than open positions on the nominating committee, the Board will vote by secret ballot to select the members of the nominating committee. As part of the balloting process, a Board member may vote for as many nominees as there are open positions and may cast no more than one vote per position. The nominee(s) with the most votes will be named to the nominating committee. In the event of a tie vote for an open position, another ballot will be held between those nominees with tie votes to select candidates to the committee.
5. If a member of the nominating committee resigns or is no longer eligible to serve, the Board may nominate and elect a replacement committee member.

#### Qualifications for Nominating Committee Members

1. A nominee for the nominating committee must be a Full Member.
2. A member of the nominating committee, including the Nominating Committee Chair, is not eligible to be nominated as a Director.

3. If a member accepts the nomination to the nominating committee, he/she is ineligible for nomination as a Director, even if he/she resigns from the committee to stand for election.
4. A Board member may not serve as a member of the nominating committee, other than the committee Chair.
5. A member is eligible to serve two consecutive one-year terms on the nominating committee. Having served two consecutive one-year terms, a member is not eligible to serve on the nominating committee until two years have expired following their most recent term on the nominating committee.

## 230 Nominations by Nominating Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jason Coker

### **POLICY:**

1. A nominee for Director must adhere to the guidelines outlined in Article 9 of the Bylaws, and meet the minimum qualifications outlined in Article 10 of the Bylaws.

#### *Article 9. BOARD OF DIRECTORS*

- a) The business and affairs of RROC shall be managed by its Board of Directors (the “Board of Directors”). The number of Directors of the Corporation composing the Board of Directors initially shall be twelve (12) and thereafter shall be as fixed in accordance with RROC’s bylaws by the Board of Directors, with approval by the membership.
- b) Directors shall be elected to serve a three-year term and shall hold office for such term and until a successor shall have been elected or appointed or until his or her earlier death, resignation, or removal.
- c) One-third of the Directors shall stand for election each year. Nominations for Directors may be made by the Nominating Committee or by member petition. Nominations and elections shall be run according to Policies and Procedures of the RROC.
- d) No Director shall serve more than four consecutive terms.
- e) The Immediate Past President shall be a non-voting, ex-officio member of the Board of Directors if his or her term as an elected Director has expired.
- f) The Executive Director shall be a non-voting member of the Board of Directors.

#### *Article 10. QUALIFICATIONS FOR DIRECTORS*

*The minimum qualification for members of the Board of Directors shall be a “Full Member” in the RROC for the five consecutive years prior to his/her election. In addition, a nominee for Director must have attended at least two RROC national events, at least one of which is an RROC Annual Meet, in the previous five years.*

2. No board member may serve for more than 12 consecutive years after which there must be at least a three-year gap before being eligible for re-nomination to the

board of directors. Time served as director under the New York State corporation of the RROC will be taken into account in computing the 12 consecutive years.

3. In addition to the minimum qualifications outlined in the bylaws, the nominating committee shall seek candidates that have demonstrated leadership in the club through regional, society and/or national activities.
4. The nominating committee is responsible for soliciting recommendations for nominees for Director. This may include feedback from Board ratings of existing Directors, recommendations from the Boards of Regions and Societies, and recommendations from Full Members.
5. The nominating committee is responsible for nominating seven candidates that provide proportional geographic representation of the membership. (The Bylaws require “at least six” nominees; the policy is to nominate seven.) The nominating committee shall use the number of Full Members in each state and Canadian province as a basis for establishing five areas within North America to meet this requirement of geographic distribution.
6. Since club members may vote for any candidate without limitation, the nominating committee may consider geographic representation of the sitting Board and possible candidates as additional criteria in selecting the remaining nominees.
7. No person may be nominated who, if elected, would serve on the board concurrently with a relative. A relative is a member of an individual's family, including wife, husband, domestic partner, son, daughter, mother, father, brother, sister, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, father-in-law, aunt, uncle, niece, nephew, grandmother, grandfather, stepparent, and stepchild.
8. The Committee’s list of candidates will be submitted to the Board. The Board may ask the Committee to change the list, but the final decision of nominees is that of the Committee.

## 240 Nominations by Petition

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jason Coker

### **POLICY:**

A Full Member may be nominated for Director by submitting a petition signed by at least 100 Full Members in support of the nomination. The completed petition must be received by the deadline specified in Policies & Procedures Manual as listed in the Timetable for Nomination and Election of Directors.

### **PROCEDURES:**

1. A nominee by petition for Director must meet the minimum qualifications outlined in Article 10 of the Bylaws.
2. The petition must include the name of the nominee at the top of each page. Each member supporting the petition candidate must print his/her name, sign name, print state of residence and date of signing. (See sample petition) All printing must be legible so that it can be verified as part of the qualifying process for the petition.
3. Only petitions with original signatures are permitted. Electronic or machine copies of original petitions are not acceptable.
4. The club Secretary shall be responsible for verifying each petition to determine whether the nominee has a minimum of 100 signatories that are Full Members of the RROC.

# Petition for Nomination

This petition is in support of

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Name (print)

to stand for election to the RROC Board of Directors.

No.	Date	Printed Name	Signature	State
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## 250 Timetable for Nomination and Election of Directors

Effective Date: 18 June 2024  
Board Approval Date: 18 June 2024  
Authored or Edited by: Bloor Redding, Jr.

### **PROCEDURES:**

#### Nominations by Nominating Committee

1. The nominating committee shall submit the list of candidates for Director no later than November 30th.
2. The nominations should be submitted to the Secretary by the Chair of the nominating committee.
3. The secretary shall publish the list of nominees on the club's website no later than December 15th.

#### Nominations by Petition

1. Nominations by petition for Director must be received by the club's Secretary no later than December 31st.
2. The secretary shall verify each petition to determine whether the nominee has a minimum of 100 signatories that are Full Members of the RROC.
3. The secretary shall publish the list of nominees by petition on the club's website no later than January 15th.

#### Election of Directors

1. The Secretary shall cause to be published the date of the Annual Members Meeting and deadline for nominations in January/February issue of The Flying Lady.
2. Only Directors nominated by the nominating committee or by petition will appear on the ballot.
3. Nominees for Director must submit biographical information and a photo for inclusion in the proxy statement no later than January 15<sup>th</sup>.
4. Biographies, paper ballots and/or online voting for election shall be made available to members via the March-April issue of The Flying Lady or via the internet.
5. Members will be required to vote for exactly four (4) of the nominees. Ballots with fewer or greater than four votes of nominees will not be counted, and the ballots

will be disqualified with no notice to the member. Write in votes, write in comments, or any other communication on the ballot will be ignored and not relayed by the parties counting the votes.

6. The notice for the Annual Members Meeting will be published pursuant to the Pennsylvania Not For Profit Corporation law.
7. The election of Directors will be concluded at the close of business on two business days prior to the date of the Annual Members Meeting.
8. The election of national directors will be announced at the club's Annual Members Meeting.



# 300 FINANCE AND BUDGET

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## 310 Finance and Budget Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jon Waples

### **POLICY:**

The Finance & Budget Committee is a standing committee responsible for the development and administration of the RROC's financial operations, including preparation of the club's budget. The Treasurer shall be the Chair of the Finance & Budget Committee. The Treasurer appoints the Members of this Committee. The Committee shall have at least four total members. In addition, the President and Executive Director shall be ex-officio members of the Finance and Budget Committee.

### **DUTIES:**

The committee's responsibilities shall include:

9. Developing and monitoring the club's budget
10. Recommending changes to the budget to the Board of Directors
11. Forecasting cash flows
12. Recommending investments of surplus funds
13. Reviewing club bookkeeping.
14. Working with independent CPA in conduct and planning of annual audit
15. Working with tax accountants in planning and preparing club tax returns
16. Prepare reports to the Board on matters related to the finances of the Club as required by the Board.
17. Prepare and recommend to the Board the Policies and Procedures which should be included as a part of the operations of this committee, the RROC and its members.
18. Manage any budget created for activities of the Finance & Budget Committee.

## 320 Expense Reimbursement Policy

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jon Waples

### **POLICY:**

Officers, Directors, National Committee Chairmen and Executive Director, HQ and Flying Lady staff will be reimbursed for expenses incurred as part of their duties serving the club, subject to the limitations noted below. Expense reimbursement should be extended to Members and non-members working on behalf of the club (all of these, collectively, will be referred to as “Contributors” throughout this Section 320) before their work begins with prior authorization of the President, or the Treasurer, or the Executive Director.

The Treasurer must approve any departures from the policy before reimbursement is made. Reimbursement for expenses is limited to actual reasonable and necessary business-related expenses.

Contributors will not be reimbursed for expenses incurred for attendance at the Annual Membership Meeting. Officers, Directors, National Committee Chairmen, Executive Director will be reimbursed for expenses incurred for attendance at a duly scheduled meeting of the board. To be eligible for reimbursement, attendance shall be a minimum of 75% of the scheduled meeting hours, with the exception of cancellation of the meeting or an emergency occurring during the meeting. This policy may be extended to all others invited to appear before the board, also subject to the same attendance constraints or until dismissed from the meeting by the board.

### **PROCEDURE FOR REIMBURSEMENT:**

#### **Transportation**

Contributors are entitled to reimbursement for transportation expenses for club authorized travel. Travel expenses are limited to actual expenses for travel by automobile, rail, airlines, buses, and other usual means of conveyance. All travel is to be by the most economical mode of transportation consistent with reasonable convenience.

Reimbursement for air and rail travel is limited to coach or economy class. Air travel should be booked to take advantage of the lowest reimbursable coach fare and fees available or other previously arranged discounts. Connections and one-stop flights may

be used if they are not unreasonable in time loss. Airline preference will not be considered to gain frequent flyer mileage. Travelers who want to be selective in their airlines will be responsible for the cost differential.

Contributors are entitled to reimbursement of actual expenses related to non-air/rail travel to meetings, including parking, cab fare or other connecting transportation between the airport/rail station and meeting location. Every effort should be made to identify the least expensive method available. Expenses must be substantiated with original receipts. Amounts over \$60 per person per trip will need approval by the Treasurer before the expense will be reimbursed.

Reimbursement for mileage expenses shall be at the current IRS allowed rate, plus cost of tolls and parking. The reimbursed cost for mileage cannot exceed the equivalent cost for coach or economy airfare for that trip.

### **Hotel Accommodations**

Contributors are entitled to reimbursement for hotel expenses for club authorized events, other than to the Annual Membership Meeting. Reimbursement is limited to the actual room rate, plus any fees and taxes related to the room rate. In cases where the RROC has negotiated a special room rate, reimbursement is limited to the negotiated rate, plus any fees and taxes related to the room rate. The number of days for lodging and meals eligible for reimbursement shall be determined by the Treasurer.

### **Meals**

Officers, Directors, National Committee Chairmen inclusive of the meeting days. Reimbursement is limited to a \$75.00 per day maximum and must be substantiated by original receipts. Amounts exceeding the per-day maximum will need approval from the Treasurer before reimbursement will be made.

### **Alcoholic Beverages**

The club does not reimburse for any alcoholic beverages. The RROC, including any RROC Regions and Societies, cannot purchase any alcohol or reimburse any member for any alcohol purchases.

### **Entertainment**

The President, Vice-President, Treasurer, Secretary or Executive Director may charge appropriate expenses for professional hospitality. By way of example, this might include

dinner for executives of Rolls-Royce Motor Cars and Bentley Motors, its owners, or affiliates. In all cases, these rare circumstances shall be limited by the existing budget. All entertainment must be preapproved by the President.

### **Tipping**

Appropriate tips are an allowable expense. Typically, the approved tip rate is 18%.

### **Advances**

The Club does not make advances for expenses without pre-approval by the President or Treasurer.

## 330 Purchasing from Board Members

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jon Waples

### **POLICY:**

No national club officer, director or related party (see definition below) shall sell products or services to the RROC national either directly or indirectly, personally or through their employer or through any entity in which the Officer or Board Member is an owner or in the case of a corporation holds more than five (5) percent of the stock in said corporation, or where the Board Member or Officer's immediate family is either an owner or if a corporation holds five (5) percent or more of the stock, individually or cumulatively as a family, in said corporation. Said restriction shall apply for one year after the officer or director leaves office or ceases to serve.

#### *Related Party – Defined*

*A related party includes a wife, husband, domestic partner, son, daughter, mother, father, brother, sister, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, father-in-law, aunt, uncle, niece, nephew, grandmother, grandfather, stepparent, or stepchild. In addition, a related party may include a corporation, S corporation, partnership, or other business entity if an officer, director, or employee of the RROC owns more than five (5) percent of said corporation, partnership, or other business entity; or where the immediate family of an RROC officer, director or employee is either an owner, or if a corporation, hold's five (5) percent or more, individually, or cumulatively as a family, in said corporation, partnership or other business entity.*

#### Example:

In the event that a related party works for a business or company but has no control, and therefore no direct personal gain, RROC may purchase from that company. An example, a director's son works for Marriott and we use Marriott for a Meet.

# 400 MEETS AND TOURS

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## 410 Activities Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Simon White

### **POLICY:**

The Activities Committee is a standing committee responsible for the development and administration of national events, including the annual meet, tours, and other national activities. The Chair of the Activities Committee is appointed by the Board of Directors. The Chair appoints the Members of this Committee. The Committee shall have at least four total members. In addition, the President and Executive Director shall be ex-officio members of the Activities Committee.

### **DUTIES:**

The committee is responsible for recommending national events to the RROC Board for review and approval. In addition, the committee shall provide updated reports on the status of scheduled events.

The committee's responsibilities shall include:

1. Managing and administering the budget allocated to the Activities Committee
2. Identifying national events
3. Identifying hosts for national events.
4. Assisting event host with event planning and process information.
5. Providing mentors for event hosts.
6. Managing the collection and evaluation of event data and participation feedback
7. Assisting with event publicity.
8. Promoting member participation in club events.
9. Prepare and recommend to the Board the Policies and Procedures which should be included as a part of the operations of the committee, the RROC and its members.



# 500 COMMUNICATIONS

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## 510 Communications Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Richard Vaughan

### **POLICY:**

The Communications Committee is a standing committee responsible for the leadership, development, and administration of communications within and outside of the RROC.

The Board appoints the Chair of the Communications Committee. The Chair appoints the members of this Committee. The Committee shall have at least four total members. In addition, the President and Executive Director shall be ex-officio members of the Communications Committee.

Communications Activities include:

- a) The Flying Lady and The Winged B
- b) RROC Websites (public and member-only)
- c) RROC Social Media sites and platforms
- d) RROC Forum
- e) RROC Directory and Register
- f) RROC Yearbook or similar publication
- g) RROC “blast” communications by e-mail, mail, or other vehicles.
- h) Other RROC Communications Activities as approved by the Board

### **DUTIES:**

The Committee shall have the following responsibilities:

1. Develop and administer an annual strategy, plan, and budget for all communications activities as provided and approved by the Board.
2. Provide oversight and direction to the Executive Director for all communications activities.
3. Support ongoing communications activities as needed through voluntary contribution of talent, skill, knowledge, and experience.

4. Maintain and publish guidelines for national RROC public or member communications.
5. Assist the Regions and Societies to improve the quality or delivery of their communications when asked or at the direction of the Board.
6. Judge the qualified Region & Society communications and award the annual McFarlane Trophy in accordance with guidelines as promulgated by this committee.
7. Prepare Reports to the Board on matters of communication as required by the Board.
8. Prepare and recommend to the Board the Policies and Procedures which should be included as a part of the operations of this committee, the RROC and its members.

## 520 McFarlane Award

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Richard Vaughan

### **POLICY:**

It is the duty and privilege of the RROC Communications Committee to judge the publications of the regions and societies for the annual McFarlane Award.

The RROC policies and procedures require that the committee consider eligible region and societies publications that have been submitted to RROC headquarters in the last year. They are generally submitted digitally by the regions and societies.

The list of past winners and the established Judging Criteria can be found on the Club website at <https://www.rroc.org/mcfarlane>.

The Rolls-Royce Owners' Club, by definition, has always been dedicated to the preservation/restoration and overall enjoyment of their RR/B cars. The Club continues to reaffirm that its publications should basically feature articles, photos, advertising, and general information related to RR/B cars, their owners, admirers, and enthusiasts who represent the membership. Therefore, it is requested that Regional/Society Editors do their utmost to preserve these fine goals and the image which the Club deserves to maintain.

### **ELIGIBILITY**

All active and approved Regions or Societies of the Rolls-Royce Owner's Club, Inc. are eligible for receipt of The McFarlane award. A recipient of The McFarlane Award in any year will not be eligible to receive the award the next 2 years following receipt of the award. Publications to be considered for receipt of this award will be those newsletters published in print or online by eligible Regions/Societies during the 12 months prior to annual deadline for judging, which is usually a month prior to the awards presentation at the annual meet.

To be considered, all eligible publications (print or online) should be received by RROC headquarters by the judging deadline. Print publications should be submitted as pdf files to preserve the quality of the content and design. (Publications submitted on paper will be scanned by RROC staff for distribution to the judging committee and could lose significant quality of color and resolution in the scan.)

## **PROCEDURE:**

### **JUDGING COMMITTEE**

The Judging Committee shall consist of the members of the Communications Committee of the Rolls-Royce Owner's Club, Inc and one or two individual members that are Full, Spouse, or Life members of the RROC. Should a member of the Communications committee be an editor or publisher of a Region/Society newsletter then that Communications Committee member will be ineligible to act as a Judge for the purposes of the McFarlane Award.

### **JUDGING PROCESS**

On the deadline established each year, usually a month prior to the annual meet, each member of the judging committee will independently evaluate all eligible publications submitted prior to the deadline. Judges will use a scoresheet that reflects the criteria outlined above.

All scoresheets are submitted to the Communications Committee chair, or the designated judging team leader. To minimize the effect of individual judges interpreting the scores differently, each judge's first, second and third place publications will be noted. For each judge, 3 stars are assigned for first place, 2 stars for second place and 1 star for third place. Whichever region or society that earns the most stars from the judges is honored with the McFarlane Trophy.

## **CRITERIA:**

Region and Society newsletters are judged under the following guidelines:

### **FREQUENCY OF PUBLICATION**

**REGIONS:** The more publications a region produces in a year, print or online, the higher the possible score. The score is maximized at 15 points, with a formula of 10 or more issues = 15 points, 6-9 issues = 12 points, 4-5 issues = 10 points, and 2-3 issues = 8 points.

Maximum points: 15

**SOCIETIES:** Society publications are not activities-related but are bulletins of historical and/or technical information, and they are oriented to the cars covered by the society. Frequency is not as important as relevant content. The score is maximized at 15 points, with a formula of 6 or more issues = 15 points, 4-5 issues = 12 points, 2-3 issues = 10 points, 1 issue annually = 4 points.

Maximum points: 15

## **TIMELINESS OF MATERIAL**

REGIONS: Timing of print or online coverage is to get the news in the publication on time. The publication should be a review of the recent activities and a notice about coming events. A seasonal issue needs to come out just after a major event, not just before the next season's major event. Judging is on reporting timeliness of events and publishing deadlines, not frequency of publication.

Maximum points: 15

SOCIETIES: Society publications, print or online, are not so time-sensitive as regional publications, as societies have fewer time-sensitive activities. Still, publications should have timely coverage of recent activities such as an annual meet or society tour, as well as timely notice of upcoming events. Judging here is on timeliness.

Maximum points: 15

## **LAYOUT and DESIGN**

The publication should look professional, whether print or online and whether a regional or society publication. There should be an easily read matching type style throughout, with proper margins maintained. The publication should be pleasing to the eye and make you want to continue reading. There must be a balance with not too much "white space" yet not all "jammed together" to save on printing costs. As the publication's layout really helps represent the region or society positively, this element is very important.

Digital or online newsletters should be "responsive" – easily read on smartphones, tablets, or personal computers – and have appropriate links embedded for external references.

Maximum points: 10

## **COVER / OPENING**

The overall impression of the publication rests firstly on the cover of a print edition or the first opening view of an online edition. The whole point of the cover or opening is to make the reader interested enough to pick up or click through and read all the way. The publication needs to have the date and the title fitting well into the cover or opening design, along with the region's or society's logo, and the design should fit well with other region and society publications. These guidelines apply equally to print and online publications of regions and societies.

Maximum points: 5

## **COVERAGE OF REGIONAL & SOCIETY EVENTS**

Whether print or online, every meet or other activity must be covered with participating members' names (spelled correctly) and with a good description of the event. Social events in regions or societies should be covered to the same standards as meets and tours. Good coverage of what the region or society is doing is essential.

Society publications normally do not cover as many meets and tours as regional publications, because of the differing nature of the societies. However, meets and tours covered in a society's publication must be done to the same standards as in a region's publication.

Maximum points: 10

## **AUTOMOBILE PHOTOGRAPHS and ARTWORK**

Photographs in Regional or Society publications should be of Rolls-Royce or Bentley cars. Non-Rolls-Royce or Bentley car photos should be included only if they cannot reasonably be excluded from the publication, such as photos of a lineup of cars at a meet.

Identifications of Rolls-Royces and Bentleys photographed need to have captions including the year, model, coachbuilder, and chassis number of the car(s) illustrated; this information maintains the history of the car(s) involved. This is particularly important in society publications, as they are often focused particularly on cars' histories.

Artwork may include advertising reprints; drawings of cars or parts; drawings of the relation of parts to other parts; illustrations from factory literature, and the like.

All illustrations used need to be of good quality and well reproduced. Those that are too dark or smudged must be cleaned up before being used. Credit lines must be given for photographers and for sources of reprinted material.

These guidelines apply to both regional and society publications, either print or online.

Maximum points: 10

## **ROLLS-ROYCE/BENTLEY AND CLUB RELATED MATERIAL**

For the Club's flagship publication, The Flying Lady, the editorial direction focuses on the Club, the Club members and the Rolls-Royce and Bentley cars they drive (or the Club, the Rolls-Royce and Bentley cars in the Club, and the members who drive them!). Region and Society publications should reflect this same editorial direction.

Regional events are often more social in nature, while society activities more often involve driving or working on the cars and less about social activities. Members want to hear about both social and directly car-oriented activities. Regional and society publications, either print or online, should have a balance of Rolls-Royce and Bentley related material, combined with touring, social events, and Cars and Coffee meets. Getting the right balance can be tricky, as all these factors may be rolled into an event; the editor's critical judgement is vital here. Filler and content unrelated to the club, its members or its members cars is to be avoided.

Maximum points: 10

### **TECHNICAL ARTICLES**

Technical articles are very important in both regional and society publications, as these publications are vital in educating our members. The Flying Lady has limited space for technical articles, so the regional and society publications can fill the gap. Republication of pre-published material is acceptable, so long as they are germane to Rolls-Royces and Bentleys and are of general interest. Original articles are encouraged more than reproductions of articles already in print. Articles that are in a series on a specific issue or problem, or on a subject somewhat dedicated to a common theme, are preferred. Articles covering technical meets are desired, so long as they contain technical information.

Maximum points: 10

### **ORIGINAL CONTENT**

Original research can give new perspectives and can supply useful updates on other material which can be of use to owners and enthusiasts, whether in regional or society publications. While this category somewhat overlaps other categories, it really refers to originality of material rather than just to a topic. Pictures to support such original research, if available, are critical to understanding. The idea behind this category is to give regions and societies a chance to be recognized when they provide a service to the club and to the hobby.

Maximum points: 10

### **TOTAL NUMBER OF PAGES AND/OR WORDS**

Good communication revolves around clear and effective writing and the most efficient use of space in the publication. Information should be given clearly and in timely fashion without wasting space and driving up publication costs. Members generally are more interested in cars, people, and events rather than in white space, filler material, and advertising. Reporting board meetings and discussing issues may be necessary, but these accounts should be succinct rather



than over-detailed. Focusing on word counts can lead to over-wording and is to be avoided. Still, region or society that publishes 64 pages per year of relevant and high-quality content, well presented, should garner more points than a 16 annual pages of comparable content.

Maximum points: 5

# 530 The Flying Lady Editorial Guidelines

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Richard Vaughan

## **POLICY:**

### **The Purpose of the Rolls-Royce Owners' Club**

The purpose of RROC is to encourage the preservation, use and restoration of Rolls-Royce and Bentley automobiles through educational presentations, dissemination of technical and historical information, and social meetings and gatherings.

### **The Flying Lady Supports the Club's Purpose**

The Flying Lady is the Club's flagship publication and the Club's website, [www.RROC.org](http://www.RROC.org), is the home of the Club's digital content. The Flying Lady may be delivered in print and/or digital formats.

The Flying Lady's primary goal is to help the Club's members preserve, use, and restore their motorcars. It is a resource not only for present but for future readers.

A secondary goal of The Flying Lady is to advance the social and community benefit of club membership and includes sharing information with members about Club-related activities such as Meets and Tours as well as to disseminate relevant information about the products from Bentley Motors and Rolls-Royce Motor Cars.

In The Flying Lady, practical, relevant, technical, and historical information on Rolls-Royce and Bentley motorcars from all eras will be presented in a manner consistent with the high standards and reputations of both car brands and of the RROC.

Regions and Societies as well as individual members are encouraged to submit content to the editor/s of The Flying Lady for possible inclusion consideration.

### **Flying Lady Content**

The Flying Lady will consist primarily of:

- a) Technical articles
- b) Reviews of Club activities such as Meets, Tours, Seminars, and other member-oriented events (National, Regional and Societies)

- c) Promotion of upcoming Club events and activities (National, Regional and Societies)
- d) Official communications from the Club's leadership about Club business
- e) Information about Rolls-Royce Motor Cars' activity in the marketplace, such as new car reviews, dealer news, parts news, etc.
- f) Information about Bentley Motors' activity in the marketplace such as new car reviews, dealer news, parts news, etc.
- g) Profiles of notable club members and their cars
- h) Paid classified advertising from individual members and from members' businesses
- i) Club-approved paid display advertising from member and non-member businesses

In digital versions, or digital extensions of the print versions, The Flying Lady may have additional related multimedia content, but will adhere to the same editorial control exercised over the print edition.

**Desirable Attributes of Flying Lady Content:**

1. Content should primarily focus on the club, its members and its members' cars and support club activities and programs that provide opportunities for club members to gather together, grow and learn from each other, get value from the club and each other, and give back to the club and each other.
2. Historical or feature articles on non-member Rolls-Royce or Bentley cars may be considered if they are of extraordinary interest or significance.
3. Because The Flying Lady serves as the Club's journal, the subjects of technical articles should be new, not subjects that have been covered in past issues unless there is a new approach to the repair or procedure or unless new technology offers a better way of doing things. Members who submit technical articles are encouraged to review The Flying Lady Index and archived editions of The Flying Lady to determine what is in the record for a subject matter. Technical articles previously published in Region or Society publications are considered.
4. Technical articles should embrace the safest possible way of executing a repair or procedure and encourage authenticity wherever possible.
5. The Flying Lady will consider articles that suggest part substitutions for items that are no longer available from Bentley Motors or Rolls-Royce Motor Cars as long as it can be demonstrated that they provide equal function and safety.

6. To the extent that it is knowable and practical given technical/materiel advances, technical articles in The Flying Lady should not be in conflict with procedures "officially" prescribed or sanctioned by the car companies.
7. Any article or photograph that references particular motorcars shall list the motorcars' chassis numbers and owners' names unless owner/s directs otherwise.
8. The Flying Lady will consider for publication articles about technological alterations to Rolls-Royce and Bentley motorcars as long as they are in the interest of increased safety, reduced emissions or about the addition of items approved by the Chief Judge, such as air-conditioning on post-WWII motorcars. The list of approved changes can be found in the judging manual.
9. The Flying Lady will not be used as a "soap box" by the Editor, the Board, or HQ staff. It will remain strictly neutral in all matters and is generally not the platform to inform or influence internal Club discussions (lawsuits, controversial decisions, problems, issues with vendors, slander etc.).
10. The Flying Lady will not take an antagonistic or critical stance against the car companies.

# 600 JUDGING AND AWARDS

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## 610 Judging and Awards Committee

Effective Date:	18 June 2024
Board Approval Date:	18 June 2024
Authored or Edited by:	Simon Curzon

### **POLICY:**

The Judging and Awards Committee is a standing committee, and the Chair is appointed by the board of directors and shall be known as the Chief Judge.

To qualify as the Chief Judge the member must have served for at least two (2) years on the Judging Committee. The Chief Judge may serve for a maximum term of six (6) consecutive one (1) year terms, unless the Board reappoints the Chief Judge to additional terms. The Member is allowed to be reappointed as Chief Judge after an absence of one (1) year. The Chief Judge's term would expire December 31st of each year or until such time as the Board appoints a new Chief Judge.

The Ombudsman is appointed by the board of directors each year and is a Full Member who is not having a car judged at the National Meet.

Committee members include the Team Captains, Senior Judges and others as may be appointed by the Chief Judge. In addition, the President and Executive Director shall be ex-officio members of the Judging and Awards Committee.

### **DUTIES:**

1. Develop and maintain the Manual for Judges, which contains the policies and procedures governing the judging of cars (Non-car judging -- for example, the McFarlane and Shoup awards -- are the responsibility of the respective committees and are documented in the committee sections of this Policies & Procedures Manual.)
2. Develop and maintain score sheets for judging of cars
3. Recruit judges
4. Appoint judging team captains and senior judges
5. Develop and conduct training for judges
6. Manage the judging process at RROC national meets
7. Coordinate presentation of awards

8. Coordinate the program for the final banquet and awards ceremony at national meets
9. Maintain all permanent trophies
10. Arrange for display of trophies at national meets
11. Recommend to the Board for Approval all Named Judging Awards
12. Assist as needed in the procurement and presentation of non-judging awards under the jurisdiction of other committees
13. Monitor and administer the budgets for Judging and for Awards Recommend changes to the policies and procedures for Judging and Awards





## 710 Legal Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Martin Leavitt

### **DUTIES:**

The Legal Committee is a standing committee chaired by an attorney that shall provide advice, recommendations, and consultation regarding various legal issues in an effort to minimize the club's legal obligations and risks; protect the legal interests of RROC; and formulate legal policies to ensure the club practices and procedures are consistent with legal requirements.

1. The legal committee shall periodically review the policy for production of documents, policy for conflict of interest, and the policy for retention of documents in Legal Section 700 of the Policies and Procedures Manual.
2. The Committee shall prepare and recommend to the Board the Policies and Procedures, which should be included as a part of the operations of this committee, the RROC and its members.
3. Manage any budget given to, and approved, by the Board for the Committee's use.

### **Applicable Law**

RROC is incorporated in the state of Pennsylvania and therefore applies Pennsylvania Not-for-Profit Corporation Law.

### **Committee Members**

The legal committee should consist of at least three attorneys who can provide a broad perspective on sound legal principles. The Chair should coordinate the various legal matters that arise, delegating certain issues to particular committee members depending upon the area of law and the time/expertise needed for particular matters. The Board appoints the Chair of the Legal Committee. The Chair nominates the Committee Members. The Board approves the Members of this committee. In addition, the President and Executive Director shall be ex-officio members of the Legal Committee.

### **Committee Reports**

The legal committee should report directly to the president for all legal matters, and to other officers/directors as necessary. The legal committee should provide either a written or verbal

report to the full board periodically and as needed. Matters of particular urgency or confidentiality should be addressed directly to the president and/or executive committee, depending upon the time constraints and sensitivity of the matter at issue. When appropriate, copies should be provided to the Executive Director.

### **Confidentiality**

Any and all matters addressed by the legal committee which are related to threatened or pending litigation are considered attorney-client privilege. Such privilege may only be waived by or with the authority of the president, or by a vote of the board upon consultation with the Legal Committee. Therefore, board communications or meetings dealing with threatened or pending litigation shall remain confidential; and the records of such communications or meetings shall be sealed until such time as all issues related to the threatened or pending litigation have been resolved.

## 720 Request for Documents

Effective Date:	28 March 2022
Board Approval Date:	28 March 2022
Authored or Edited by:	Martin Leavitt

### **POLICY:**

It is the policy of the RROC to provide members with documents according to the following:

1. Normal and routine requests for information about the RROC, its bylaws, policies and procedures, services and benefits of membership shall be provided to any member upon request to the Executive Director.
2. The RROC maintains and sells certain documents and information relating to car histories. This information shall be furnished to any member upon request and payment of the standard, published charges as maintained from time-to-time by Club staff.
3. Requests from members to inspect, examine and copy records about the RROC, its workings, meetings, records, financial data, and membership information, shall be open and available to all members provided request is made in proper form according to law as applicable to Pennsylvania corporations and payment for staff research time, the preparing of extracts and the expenses of copying are paid by the requesting member.

### **PROCEDURE:**

- a) Requests for such record inspection, examination and copying shall take the form of a verified written document (sworn to before a Notary Public) and shall state the purpose for the inspection, examination and copying request. A proper purpose for such a request shall be that which is reasonably related to the interest of the requesting person as a member. If the requesting party wishes anyone other than himself or herself to conduct the inspection and examination and make copies or extracts, a verified Power of Attorney in proper form shall accompany the request.
- b) The RROC Board has designated the Chair of the Legal Committee or his/her designee as the Compliance Officer for the purposes of considering the handling all such requests. Requests, inquires and comments should be directed to this person.
- c) The Club, by and through its designated Compliance Officer shall acknowledge the request in writing within 10 business days from the Club's receipt of the request. The Club may approve or deny the request within applicable legal guidelines, but any such approval may be conditioned upon the advance payment of the estimated costs of

research time and preparing of the abstracts by Club staff and copying. The amounts therefore are hereby fixed at \$50.00 per hour for staff research time and the preparing of extracts, and \$0.50 per page for copies. At the discretion of the Compliance Officer, payment for the work may be required in advance of the commencement of the work.

## 730 Conflict of Interest

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Martin Leavitt

### **POLICY:**

Directors, officers, and national committee chairs are required to refrain from engaging in activities which would injure or take advantage of the organization. They are prohibited from using their position of trust and confidence to further their private interests. This duty requires an undivided and unselfish loyalty to the organization and demands that there be no conflict between one's duty to the organization and self-interest.

CONDUCT PROHIBITED by this duty includes:

1. Directors, officers, and national committee chairs may not realize secret profits or unfair gain through personal transactions with or on behalf of the corporation.
2. Directors, officers, and national committee chairs may not compete with the corporation to its detriment.
3. Directors, officers, and national committee chairs may not usurp a corporate opportunity.
4. Directors, officers, and national committee chairs may not commingle RROC funds with personal funds.

### **DUTIES:**

1. Directors, officers, and national committee chairs are required to complete a disclosure form annually regarding conflicts of interest. The disclosure form must be completed and filed with the Executive Director within 30 days of taking office.
2. Failure to file a Conflict of Interest form will disqualify such party from serving on the Board of Directors or as National Committee Chair.
3. Once a Conflict of Interest form is filed with the Executive Director, it shall be made available on the club's website and a copy circulated to all Directors, officers, and national committee chairs.

# 740 Disclosure Regarding Conflicts of Interest

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Martin Leavitt

**DISCLOSURE:**

As a Director and/or National Committee Chair of the RROC, I recognize that I owe duties of care and loyalty to the Club. One aspect of fulfilling those duties is to avoid conflicts of interest in which my allegiance might be split between a Club position or responsibility and some other professional, business, or volunteer position or responsibility. To help avoid conflicts, on this form I am disclosing other situations or areas in which I may have conflicting duties with other entities.

Professional, business, or volunteer position or responsibilities that might give rise to conflicts:

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Situations in which I am serving as a vendor, or am employed by or consulting with a vendor, to the Club or its members:

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Signature \_\_\_\_\_

Print Name \_\_\_\_\_

Date \_\_\_\_\_

## 750 Document Retention

Effective Date:	28 March 2022
Board Approval Date:	28 March 2022
Authored or Edited by:	Martin Leavitt

### **POLICY:**

It is the policy of the RROC to retain certain corporate records for set time periods. The records include those in both paper and electronic format.

Exceptions to the retention policy: If an officer or director of the RROC believes, or the RROC is informed by a member, or a request is received in writing by a third party (i.e., a spoliation letter that requests preservation of evidence) that certain RROC records are relevant to litigation, or potential litigation, then the RROC must preserve those records until the Legal Committee determines the records are no longer needed. That exception supersedes any previously or subsequently established destruction schedule for those records. If a member believes that exception may apply or have any question regarding the possible applicability of that exception, such member should contact the Legal Committee.

### **PROCEDURES:**

These records shall be stored, maintained, and eventually disposed of in an appropriate matter by the Executive Director. These records may be accessed by club employees and board members as necessary and may be accessed by the membership as outlined in the Policies and Procedures Manual Section 700 Requests for Documents.

The following list specifies the amount of time required to maintain particular records and documents:

#### **A. CORPORATE RECORDS**

Permanent –

- Articles of incorporation
- Bylaws and amendments
- Corporate filings

Annual report of directors as presented at the annual meeting of members and verified by the president and treasurer or by a majority of the directors, showing in appropriate detail the following:

- (1) The assets and liabilities, including the trust funds, of the Club as of the end of a twelve-month fiscal period terminating not more than six months prior to said meeting.
- (2) The principal changes in assets and liabilities, including trust funds, during said fiscal period.
- (3) The revenue or receipts of the Club, both unrestricted and restricted to particular purposes during said fiscal period.
- (4) The expenses or disbursements of the Club, for both general and restricted purposes, during said fiscal period.
- (5) The number of members of the Club as of the date of the report, together with a statement of increase or decrease in such number during said fiscal period, and a statement of the place where the names and places of residence of the current members may be found. The annual report of directors shall be filed with the records of the Club and either a copy or an abstract thereof entered in the minutes of the proceedings of the annual meeting of members. This report shall be filed with the minutes of the annual meeting of the board.

**B. OTHER RECORDS**

RROC shall keep at the club headquarters in Mechanicsburg, PA correct and complete books and records of account and minutes of the proceedings of its members, board, and executive committee, if any, and shall keep at headquarters a list or record containing the names and addresses of all members and the class or classes of membership. Any of the foregoing books, minutes and records may be in written form or in any other form capable of being converted into written form within a reasonable time.

Retention of other records shall continue for seven years unless specific retention schedules have been developed.



## 760 Litigation Policy

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Martin Leavitt

### **POLICY:**

If a lawsuit is threatened or filed against the club, the Board and the club's insurer shall be promptly notified by the Executive Director. If a lawsuit is threatened or filed against a club volunteer, region/society/national officer/director, or an employee, regarding any RROC matter, it shall be the responsibility of the volunteer, officer, director, or employee to notify the Executive Director, who shall notify the insurer and the Board.

## 770 Diversity and Inclusion Policy

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Martin Leavitt

### **POLICY:**

Membership in the Rolls-Royce Owners' Club, including its Regions and Societies, is open to all Rolls-Royce and Bentley owners and enthusiasts. Regardless of your sex, gender, color, race, ethnicity, religion, creed, national origin, ancestry, citizenship, age, marital status, sexual orientation, gender identity and expression, physical or mental disability, medical condition, pregnancy, protected veteran status, genetic information, political affiliation, or any other characteristic protected by federal, state, or local law, you are welcome to become a member and participate in any of our activities or operations.

The Rolls-Royce Owners' Club does not discriminate against any employee or applicant for employment because of sex, gender, color, race, ethnicity, religion, creed, national origin, ancestry, citizenship, age, marital status, sexual orientation, gender identity and expression, physical or mental disability, medical condition, pregnancy, protected veteran status, genetic information, political affiliation, or any other characteristic protected by federal, state, or local law. It is also the RROC's policy to comply with all applicable federal, state, and local laws pertaining to non-discrimination and equal employment opportunity.

## 780 Trademark Policy

Effective Date:	28 March 2022
Board Approval Date:	28 March 2022
Authored or Edited by:	Martin Leavitt

### **POLICY:**

RROC may use Rolls-Royce, Bentley and RROC logos and trademarks in accordance with the Club's license agreement with Rolls-Royce Motor Cars and any other applicable licensing or trademark agreements or policies.

# 800 LONG RANGE PLANNING

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## 810 Long Range Planning Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Gil Fuqua

### **DUTIES:**

The Long-Range Planning Committee is a standing committee responsible for assisting the Board of Directors in developing a strategic plan for the club that provides a roadmap to shape and guide the future actions of the Board.

The Board appoints the Chair of the Long-Range Planning Committee. The Chair must be a board member per Bylaws, Article 14f. The Chair appoints the Members of this Committee. The Committee shall have at least four total members. In addition, the President and Executive Director shall be ex-officio members of the Long-Range Planning Committee.

1. Develop recommendations to the Board for dealing with long-range planning issues.
2. Work with other club committees regarding input and recommendations regarding long range concepts.
3. Undertake special long-range planning assignments as directed by the Board. Establish a planning horizon for recommendations.
4. Discuss and develop issues which the RROC should be actively addressing to maintain and improve a vibrant and productive organization which will remain responsive to its Membership.
5. Identify contacts with other major automobile clubs in the USA and overseas to learn of the major issues which they are dealing.
6. Stay abreast of legislation which may influence how the RROC conducts business in the future.
7. Prepare and recommend to the Board the Policies and Procedures which should be included as a part of the operations of this committee, the RROC and its Members.
8. Prepare Reports to the Board on matters of Long-Range Planning as required by the Board.
9. Manage any budget created for activities of the Long-Range Planning Committee.

# 900 MEMBERSHIP

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## 910 Membership Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Marilyn Turner

### **POLICY:**

The Membership Committee is a standing committee responsible for recruitment and retention of club members. The Board appoints the Chair of the Membership Committee. The Chair must be a board member per Bylaws, Article 14f. The Chair appoints the members of this committee. The Committee shall have at least four total members. In addition, the President and Executive Director shall be ex-officio members of the Membership Committee.

### **DUTIES:**

The Committee's responsibilities shall include:

1. Recommend to the Board of Directors the classes of Membership within the RROC.
2. Recommend to the Board of Directors the eligibility requirements for Membership.
3. Develop and implement systems and programs to maintain and grow the membership.
4. Establish recommendations for increasing Membership value and benefit.
5. Oversight of Membership record keeping and processing policies.
6. Interface with the Budget & Finance Committee to develop recommendations for Dues and Membership Fees.
7. Establish communications links in concert with the Regions and Societies Committee to review issues, provide advice and assistance with the membership chairs of the Regions and Societies.
8. Prepare and recommend to the Board the Policies and Procedures which should be included as a part of the operations of this committee, the RROC and its Members.
9. Prepare reports to the Board on matters of Membership as required by the Board.
10. Manage any budget created for activities of the Membership Committee.

## 920 Membership Behavior

Effective Date: 13 June 2023  
Board Approval Date: 13 June 2023  
Authored or Edited by: Marilyn Turner

### **POLICY:**

Members shall act at all times with respect, politeness, and courtesy to other Club members and Club Staff. A member may face disciplinary action, including dismissal from the Club if they violate this policy.

Members and staff are encouraged to work with club's leadership at Region, Society, or National levels to resolve issues with a member's behavior. If a resolution cannot be reached, a member or staff may initiate a formal written complaint to the President of the RROC as chair of the Executive Committee or to the Chairman of the Legal Committee.

The complaint will be addressed by the Executive Committee which will bring the issues to the board with recommendations for action by the full board as required. A member or staff may request the assistance of any member of the Legal Committee in preparing the formal written complaint by requesting help from the member or the Chairman of the Legal Committee.



## 930 Membership Classes and Dues

Effective Date: 24 January 2023  
Board Approval Date: 24 January 2023  
Authored or Edited by: Marilyn Turner

### **POLICY:**

There shall be two classes of membership.

1. Full Members shall have the right to vote and hold office.

Classes of Full Membership shall include:

- a) Full Member

Full Members shall enjoy all privileges of membership including the right to vote and a subscription to The Flying Lady.

- b) Full Spouse/Partner Member

Full Spouse/Partner Member - The spouse/partner of any Full Member qualifies for Spouse/Partner Membership. Spouse/Partner members do not receive a printed copy of The Flying Lady or other club publications except voting material. A Full Spouse/Partner Member has the right to vote and may hold a national or regional office.

- c) Life Member

Life Members shall enjoy all privileges of membership including the right to vote and a subscription to The Flying Lady.

- d) International Member

A member residing outside of North America who enjoys all privileges of membership including the right to vote and a physical subscription to The Flying Lady and other publications.

- e) International Digital Member

A member residing outside of North America who enjoys all privileges of membership including the right to vote, a subscription to The Flying Lady in digital format, and elects to receive all club information in digital format.

2. Associate Members shall have no right to vote or hold a region, society, or national office.

Classes of Associate Members shall include:

- a. Junior Member

Family members of full members and who are under the age of eighteen years qualify for Junior membership. Junior members shall enjoy all privileges of Associate membership including a digital subscription to The Flying Lady. Junior membership years shall not count towards Life Membership eligibility. Junior members have no access to the Forum, nor do they receive the Directory & Register.

- b. Honorary Member

Honorary memberships in the Club shall be conferred upon those individuals who by their actions have rendered great service to the Club. Honorary membership is awarded by action of the Board of Directors by simple majority vote. Honorary members shall not be required to pay dues and are entitled to receive a copy of The Flying Lady.

### **FULL MEMBER DUES POLICY:**

Dues are determined by the Board of Directors.

Dues are paid on an annual basis, according to the dues schedule in effect at the time of renewal.

Dues payments to the RROC are NOT deductible for Federal tax purposes.

#### **Full Member**

Full member dues are \$95 (\$110 effective July 1, 2022). New member dues are \$125.00 (\$140 effective July 1, 2022), which includes a one-time processing fee of \$30.00.

#### **Full Spouse/Partner Member**

Full spouse/partner member dues are \$10. There is no processing fee for new spouse members.

## **Life Member**

To qualify for Life Membership, the applicant must be a current member in good standing at the time of application and have been a Full member of the Club for not less than 15 consecutive years. The qualifying member shall make a one-time payment that is equivalent to 20 years dues at the current rate. Upon the death of a Life Member, the membership is not transferable to the deceased member's spouse/partner.

A Full member can also pay for Life membership through the 10 Years to Life Program, which is defined as agreeing to pay three (3) times the annual dues rate for 10 consecutive years. The annual dues rate shall be the annual Full member rate in effect at the time the member signs up for the 10 Years to Life Program. Members who choose to participate in the 10 Years to Life Program may drop out at any time but will not be credited for any funds they have paid into the program. If they chose to reinstate 10 Years to Life Program, there is no credit for previous enrollment in the plan.

## **International Member**

Postage Surcharge for International Members - Because of the volatility of postage to foreign addresses, members residing outside of the U.S. may be assessed a surcharge to receive The Flying Lady in printed form. An electronic version of The Flying Lady is available at no additional surcharge. If a Life Member resides in the U.S. and then moves to a foreign address, they will be subject to the above international postage surcharge.

International member dues are the current annual dues plus a surcharge for international postage as determined by the Board of Directors.

## **International Digital Member**

International digital member dues are \$45, effective July 1, 2023. There is no processing fee for new international digital members.

## **ASSOCIATE MEMBER DUES POLICY:**

### **Junior Member**

Junior member dues are \$15.00. There is no processing fee for new junior members.

*As a point of clarification Region and Society dues are independent of national dues and vary among the regions and societies.*

## 940 Peter Shavney Membership Award

Effective Date:	18 June 2024
Board Approval Date:	18 June 2024
Authored or Edited by:	Marilyn Turner

### **POLICY:**

Outstanding Region/Society Membership Retention

### **PROCEDURE:**

The Peter Shavney Award recognizes the Region/Society with the highest Membership retention in the prior year. The time frame for eligibility is the January 1st through December 31st of the prior year. The winner of the Peter Shavney Membership Award is announced at the awards banquet during the Annual Meet. The HQ staff calculates the scores based on their membership records.

# 1000 REGIONS AND SOCIETIES

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# 1010 Regions and Societies Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jeff Trepel

## **POLICY:**

The Regions and Societies Committee is a standing committee. The Board appoints the Chair of the Regions and Societies Committee. The Chair appoints the Members of this Committee. The Committee shall have at least three total members. In addition, the President and Executive Director shall be ex-officio members of the Regions and Societies Committee.

## **DUTIES:**

1. Provide a framework of support, products, and services to facilitate the effective and efficient operation of all affiliated Regions and Societies.
2. Solicit and receive all reports of Regions and Societies as required by the RROC Board of Directors.
3. Receive and review new operating policies and procedures of Regions and Societies and the changes hereto for approval.
4. Initiate corrective action in the event that a Region or Society is not in compliance with RROC bylaws, policies, and procedures.
5. Administer the Shoup Award.
6. Implement and manage communications relevant to the operation of Regions and Societies.
7. Prepare and recommend to the Board the Policies and Procedures which should be included as a part of the operations of this committee, the RROC and its members.
8. Manage any budget created for activities of the Regions and Societies Committee.
9. Develop and produce a Manual of recommended operational policies and procedures for Regions and Societies for approval by the Board of Directors.
10. Review and oversight of Regions and Societies websites.
11. Review and approve all Region and Societies logos and the use of Rolls-Royce, Bentley and RROC logos and trademarks in accordance with the club's license agreement with Rolls-Royce Motor Cars and any other applicable licensing or trademark agreements or policies.

12. Receive, review, and approve election results of Regions and Societies.

# 1020 Conduct of Regions and Societies

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jeff Trepel

## **POLICY:**

Regions and Societies are subsidiary entities of the Rolls-Royce Owners' Club and are subject to the bylaws and the published policies and procedures of RROC. Those requirements as they apply to Regions and Societies are listed in this section unless another specific bylaw or policy and procedure of RROC specifically mentions Regions and Societies. Regions and Societies may not be incorporated as separate legal entities.

## **PROCEDURES**

### 1. Formation of Regions & Societies

The Regions and Societies Committee with the approval of the Board of Directors may create Regions of the RROC and define their geographic limits. In addition, a group of members may apply to the Board, through the Regions and Societies Committee, to create a Society of the Club.

A Society is defined as a broad-based group of members having an interest in a specific model(s) of a Rolls-Royce and/or Bentley motorcar with a minimum of 35 dues paying members.

A Region is defined as a geographic based group of members with a minimum of 35 dues paying members.

### 2. Region & Society Operating Procedures

Regions and Societies shall establish their own written policies and procedures known as Operating Procedures. Regions and Societies must operate in accordance with their Operating Procedures.

The Operating Procedures shall be in accordance with the Bylaws, Policies and Procedures of RROC. The name, trademarks and logos of the society or region are the property of Rolls-Royce Owners' Club, Inc. Careful management of the use of



trademarks and logos must be ensured by all Regions and Societies (see Legal Section 700 of the Policies and Procedures Manual).

These Operating Procedures shall establish at a minimum the Officers as described below, provide for the nominating and election of those Officers and any other requirement of RROC Bylaws and Policies and Procedures.

The Operating Procedures for new Regions or Societies and revisions to existing Regions and Societies are not effective until approved by the Chair of Regions and Societies. The Chair of Regions and Societies shall approve or disapprove within 45 days of written notice of the new proposed Operating Procedures. In the event the Region and Society Chair disapproves of the proposed Operating Procedures, such disapproval shall be in writing and state the reason(s) therefore, the Region or Society may appeal the disapproval to the RROC Board of Directors who may approve the proposed Region or Society Operating Procedures by majority vote within 40 days of such appeal.

### 3. Changes In Status

The geographic limits of existing Regions may be changed by action of the Regions and Societies Committee with the approval of the Board of Directors. A Region or Society may be dissolved by action of the Board of Directors after consultation with the Regions and Societies Committee. Upon dissolution, all property and monies of the dissolved Region or Society shall become the property of the RROC and will be held for up to 24 months pending the reorganization of that Region or Society, and thereafter the funds revert to the operating account of the RROC.

### 4. Membership

- a) Members of the Club have the right to become members of one or more RROC Region or Society. Membership in all Regions and Societies is limited to members of the RROC.
- b) Suspension of a member from the RROC results in automatic suspension of the individual from the Region or Society.
- c) Following reinstatement of an individual to membership in the RROC, that member is automatically reinstated to any Region or Society for any remaining time on the membership prior to suspension.
- d) All dues payments for all Regions and Societies shall be made through RROC headquarters.

## 5. Officers

The Region/Society Chair, Secretary and Treasurer must be nominated and win a majority of votes from the Region/Society membership. Newly elected or appointed Officers and Directors elected by Regions and Societies DO NOT become official officers and directors until the Chair of Regions & Societies approves the selection. The approval or disapproval shall be within 30 days of notice of the election results. Regions and Societies are required to report the results of any officer and/or director election within 15 days of the election to the Chairman of the Regions and Societies Committee and the Executive Director. In the event the Chair of Regions and Societies disapproves of an election, such disapproval shall be in writing and state the reason(s) therefore, the Region or Society may appeal the disapproval to the RROC Board of Directors who may approve the Region and Society elected officer and directors by majority vote within 40 days of such appeal.

### Chair

- i. The Chair must be nominated and elected annually or biannually and may hold office for a maximum of four years and then must wait at least one year before they are eligible for re-nomination as Chair.
- ii. Conduct of the affairs of each Region or Society, including the authorization for and/or the operation of Meets, meetings and similar activities shall be the responsibility of the Chair.
- iii. The Chair is responsible to ensure that all required reports are submitted to the appropriate National Officer on a timely basis.
- iv. The Chair shall inform the Chair of Regions and Societies of the results of all elections.

### Secretary

- i. The secretary shall be nominated and elected annually or biannually.
- ii. The Secretary is responsible for:
  - a) Recording minutes of board meeting and reporting these minutes to the members.
  - b) Carrying out such correspondence as is necessary to conduct business.

## Treasurer

- i. The Treasurer shall be nominated and elected annually or biannually.
- ii. The Treasurer is responsible for maintaining the financial records of the Region or Society.
- iii. The Treasurer shall submit an annual financial report as required by the Treasurer of RROC.
- iv. The annual financial report shall be available to any member upon written request directed to the Treasurer.

Each Region or Society may nominate other officers or directors as may be deemed necessary to conduct the business of the Region or Society.

## 6. Nominations and Elections

These officers and directors must win a majority of votes of the members voting in the election and be approved by the Region and Society Chair of Regions and Societies as provided above.

Nominations shall follow the requirements of the Region's or Society's Operating Procedures and the written requirements, if any, of the Regions and Societies Committee.

Results of Elections shall be provided within 15 days to the Executive Director. Those results shall be promptly shared with the Chair of Regions and Societies.

## 7. Active Approved Status

An Active Approved Region or Society is defined as fulfilling all of the following:

- A. The Region or Society must be approved by the Board of Directors.
- B. An annual financial report must be submitted to the Treasurer on a timely basis.
- C. A Region must conduct at least two Regional Meets a year.
- D. Each Region or Society shall publish a bulletin or newsletter, electronically or printed, for the members and/or maintain a website or social media page for communication with members.

Regions and Societies must submit two electronic copies of each

newsletter to RROC headquarters. These are made available to Chairs and Editors of all Regions and Societies via the RROC website. These submitted newsletters provide the basis for awarding the McFarlane Award for the outstanding regional newsletter (see Section 520 McFarlane Award).

8. Finances

Regions and Societies are to be financially self-supporting by means of dues, meet fees, and similar sources of revenue.

Regions and Societies requiring financial assistance in sponsoring special events may apply for a loan from the Club by directing the request in writing through the Chair of Regions and Societies, who with the Treasurer and President shall present the request to the Board of Directors within 60 days. The Board shall approve or reject the request.

## 1030 Communications for Regions and Societies

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jeff Trepel

The Regions and Societies committee administers the following communications:

1. Pipeline

The Pipeline is the newsletter for Regions and Societies. It is published by the Regions and Societies Committee and posted to the club website. It is distributed to the Chairs and editors of the Regions and Societies and to RROC national directors.

2. Regions & Society Websites

The Chair of Regions and Societies may establish from time to time standards for Region or Society websites and social communication platforms.

# 1040 List of Approved Regions and Societies

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Jeff Trepel

## REGIONS:

Allegheny	Western Pennsylvania, West Virginia, Eastern Kentucky
Aloha	Hawaii [inactive]
Arizona/New Mexico	Arizona, New Mexico
Atlantic	Eastern New York, Connecticut, NYC, Northern New Jersey
British Columbia	British Columbia & Alaska
Chesapeake	Virginia, Maryland & The District of Columbia
Florida	Florida
Headquarters	Central Pennsylvania
Iroquois	Western New York
Keystone	Eastern Pennsylvania, Southern New Jersey & Delaware
Lake Michigan	Illinois, Iowa, Minnesota & Wisconsin
Mid America	Kansas, Missouri, North & South Dakota, & Oklahoma
Motor	Michigan
Northern California	Northern California and Northern Nevada
Ohio	Ohio
Pacific Northwest	Idaho, Oregon & Washington
Prairie/Can AM	Alberta, Saskatchewan, Manitoba & Montana
Racing	Indiana & Western Kentucky
Rocky Mountain	Colorado, Utah
Saint Lawrence	Eastern Ontario, Kingston, Ottawa, Montreal, Quebec
San Diego	San Diego, California
Southeast	Georgia, North & South Carolina, Alabama & Eastern Tennessee
Southern California	Southern California, Southern Nevada
Southern Delta	Arkansas, Louisiana, Mississippi, Western Tennessee
Texas	Texas
Upper Canada	Ontario
Yankee	Massachusetts, Vermont, New Hampshire, Rhode Island, Maine

**SOCIETIES:**

Derby Bentley	RR built Bentleys 1933-39
Modern Car	Rolls-Royce and Bentley automobiles commencing with the Silver Shadow/Bentley T
Silver Cloud	Rolls-Royce Silver Cloud, Phantom V, Phantom VI, and Bentley 'S' Type motor cars
Phantom I	Rolls-Royce Springfield and Derby Phantom I motorcars
Phantom II	Rolls-Royce Phantom II motorcars
Early Post War	Rolls-Royce and Bentley cars made after WWII and before the Silver Cloud series plus Silver Wraiths through 1958
Goshawk	Small Horsepower Rolls-Royce motorcars before WWII

## 1050 Shoup Award

Effective Date: 13 June 2023  
Board Approval Date: 13 June 2023  
Authored or Edited by: Jeff Trepel

### **POLICY:**

The Shoup Award for Outstanding Region/Society Participation was created by the Southeast Region in honor of the Club's first president, Sam Shoup, to encourage pre-war car participation in Region/Society meets. The Shoup Award criteria is set and judged by the Regions and Societies Committee

### **PROCEDURE:**

The event may be a one day meet or any single day of a multi-day affair, tour, or meet. Only the cars participating on that single day will count for the Shoup award, no matter how many total cars participate in the affair, tour or meet. There is no limit as to the number of cars a Region/Society member can bring to the meet, however, a Region/Society member must own all cars computed in the score. It is the responsibility of the Region/Society applying for the award to record each member's name and their car(s) make, year, model, and chassis number. Once the data is organized, the material is then submitted to the Chair of the Regions and Societies Committee. The time frame for eligible meets usually runs from July 1 to June 30. Contact the Chair of the Regions and Societies Committee for exact dates. The winner of the Shoup Award will be announced at the awards banquet during the Annual Meet.

Pre-war cars will receive 25 points and post-war cars will receive 10 points for participating in a Region/Society meet. There are no bonus points for body styles, chassis types, etc. However, Edwardian Ghosts will receive 50 points for participating. The total car score is then divided by the number of Region/Society members. This weighs the score such that small Regions/Society can compete fairly with large Regions/Societies. The smallest Region in the RROC is on equal footing with the largest.

Organizing and conducting an event that encourages a large turnout of member's cars is exciting, challenging, and rewarding. It can be great fun too! Those Regions that have been Shoup winners in the past have worked diligently to first, produce an interesting event, and then, work very hard to get members to bring their cars. The Regions and Societies Committee is a great source of advice on how to properly plan and organize a Shoup eligible event.



# 1100 TECHNICAL ADMINISTRATION

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## 1110 Technical Support Committee

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Tim Jayne

### **POLICY:**

The Technical Support Committee is a standing committee responsible for the development and administration of the RROC's programs, material and member support regarding the maintenance, repair and restoration of Rolls-Royce and Bentley cars. The Technical Support Committee may include sub-committees to focus on specific models or a range of cars. The Chair of the Technical Support Committee is appointed by the Board of Directors. The Committee shall have at least four total members. In addition, the President and Executive Director shall be ex-officio members of the Technical Support Committee.

### **DUTIES:**

The committee's responsibilities shall include:

1. Managing and administering the budget allocated to technical support activities
2. Recommending following the Manufacturer's maintenance, repair, and operation guidelines when available. If such information is not available, the committee shall produce such information including performing proper restoration recommendations.
3. Work with staff of The Flying Lady to produce technical articles
4. Recruiting technical experts on various models and in various cross-model systems to serve as consultants to club members as well as checking that their information is up to date and published in The RROC's Directory and Register.
5. Promote and provide technical seminars to members.
6. Partner with Rolls-Royce Foundation on publication of technical information and providing technical seminars.
7. Work with Regions and Societies to promote and provide technical seminars.
8. Propose changes to the policies and procedures for the Technical Support Committee.
9. Choose a recipient for the Frank Cooke Award yearly as directed in the guidelines for The Frank Cooke Award.

10. Recommend the use of OEM replacement parts as much as possible. When OEM replacements are not available, the committee will recommend alternative parts after researching and peer discussion to determine suitable replacements.

## 1120 Frank Cooke Award

Effective Date: 28 March 2022  
Board Approval Date: 28 March 2022  
Authored or Edited by: Tim Jayne

### **POLICY:**

The Frank Cooke Award is presented to the author of a technical article written for an RROC publication. The criteria and judging for the Frank Cooke Award are set by the Technical Committee.

### **PROCEDURE:**

1. The winner will be determined by the members of the Technical Committee.
2. The article must provide content for completing a proper repair using appropriate parts and materials while still maintaining, as much as possible, original function and appearance. It can also be an article that provides useful and interesting technical facts and information.
3. One author to be awarded per calendar year unless the Technical Committee deems necessary to award more on special occasions.
4. The Frank Cooke Award is presented at the Annual Meet.

# 1130 Tool Loan Policy

Effective Date: 13 June 2023  
Board Approval Date: 13 June 2023  
Authored or Edited by: Tim Jayne

## **POLICY:**

The purpose of the RROC Tool Loan Program is to assist members in caring for their personal cars, and the RROC will loan special tools for use on member-owned cars.

### **Which Tools owned by the RROC/RRF will be available for loan?**

- Tools selected for loan will be approved by the Technical Committee.
  - Each specific tool (or tool set loaned as a unit, e.g., hub tools for a specific model chassis) will be approved for loan by the Technical Committee prior to being available for loan and the approval will be recorded with board meeting minutes.
  - All pertinent information regarding loaning will be determined prior to Committee approval, including, but not limited to references to RR/Bentley service materials and Flying Lady articles where use of the tool is discussed.
  - A replacement value for each tool will be determined by the Technical Committee Chair and others as needed.
  - Tools judged excessively dangerous to the user or other individuals will not be loaned
    - However, such non-loan tools owned by RROC may be used at RROC-sponsored events by qualified instructors or by others under the direct supervision of a qualified instructor. In this way, members may have maximum opportunity to perform work on their own cars with support from the Club.
- Loaned tools are intended for use by a members on their own cars. RROC Loaned Tools are not intended for use by Commercial Repair Shops for use on their customers' cars, even though the Commercial Repair Shop Owner may be a club member.
  - However, tools on loan to a member for use on the member's car may be used by the member's service technician. To discourage misuse of the Tool Loan program, member car owners must be the tool loanee executing the loan agreement, but loaned tools may be shipped directly to the member's service technician.
- Records. RROC Headquarters will maintain a list of tools approved for the loan program along with applicable charges, deposits, persons designated to perform inspections, and other pertinent information. The list format attached to this policy may be used to document approval to loan tools and other applicable information. Approval to loan any specific tool or tool set does not constitute revision of this policy.
- Tool Loan Agreement.
  - The Tool Loan Agreement will be maintained at Headquarters and updated as determined necessary by the Executive Director after review by the Legal Committee.

- Members will certify in the Agreement that they are responsible for proper use of the tools and will certify that they are competent in the use of applicable tools.
  - Members desiring instruction may be referred to experienced individuals for tool use assistance, help finding instructions in service manuals, or repair articles that have been published in the Flying Lady or other publications.
- RROC Headquarters personnel will not be responsible for instructing members in tool use, nor will RROC provide written instructions with the tool to avoid potential liability in the event such instructions may be incorrect or incomplete. RROC Headquarters personnel will refer the member to the tool support information generated when the tool was approved.

### **How long may a tool be loaned and what are the costs?**

- Costs: A Handling fee will be 10% of the replacement value will be charged per loan period. Additionally, members will be responsible for shipping costs, both directions. There is no fee for the loan.
  - RROC Societies and RROC technical session seminar instructors may use tools without charge for the purpose of instructing RROC members in proper repair techniques, but other provisions of this policy will apply to those situations. For seminars not held at Headquarters, the Region or Society will be asked to pay shipping charges both ways.
- Loan Period: The loan period will be one month from the date shipped to the date returned at Club headquarters unless a more appropriate loan period is established for a specific tool based on the specific application. Tools returned late will be charged for an additional loan period, but exceptions to additional charges may be approved by the Executive Director.
  - If tools are kept for greater than 3 loan periods, the deposit will be forfeited unless prior arrangements for an extended loan period are made with the Executive Director.
  - If tools are needed for longer than one month, an Extended Loan, may be approved by the Executive Director, providing the tool has not been requested by another member.

### **What is the procedure for borrowing a tool?**

1. All tools for loans will be kept at Club headquarters.
2. Members may request a Tool using the process/paperwork specified by the Executive Director.
 

The member must:

  - a. Identify the Tool the member wants to borrow,
  - b. Sign the Tool Loan Agreement, and
  - c. Submit a deposit equal to the replacement value of the tools plus 20%, plus 10% for each period of an Extended Loan.
  - d. Note: Credit cards or checks tendered for deposits will be charged/cashed before tools are shipped.
3. The Executive Director shall be solely responsible for accepting a Tool Loan request.

4. Each Tool will be inspected for damage before shipping by a knowledgeable person designated by the Technical Committee Chair.
5. Acceptance, Use and Return of Tool by the Member
  - a. The member (or the member's service technician) shall inspect the tool prior to its use to ensure it was not damaged in shipment or unpacking.
  - b. The member (or the member's service technician) shall use the tool as it is intended.
  - c. After the use of the Tool is completed, the Member shall repack and return the tool using the means specified by the Executive Director using the prepaid shipper on the approved carrier including insurance. The RROC shall not be responsible for Tool loss or damage in the event the shipping instructions are not followed.
6. Acceptance of Returned Tool:
  - a. Multi-tools will be checked to ensure each tool has been returned.
  - b. Tools will be inspected for damage after a loan by a knowledgeable person designated by the Technical Committee Chair. Inspections may be performed remotely using photographs and telephone instructions to Headquarters staff personnel. Inspections will be documented with photographs and a written inspection statement which will be provided to the member.
  - c. Tools damaged during loan, beyond normal wear and tear as determined by the inspector, will be repaired at the cost of the member.
7. Return of Deposit: After the Tool has been returned and inspected, RROC HQ will return the deposit, LESS:
  - a. loan handling fees,
  - b. shipping costs,
  - c. any late fees, and
  - d. any fees for the loss or damage of the tool, and
  - e. repair costs, actual or estimated, if any.

In the event the above fees exceed the deposit amount, the member will be billed for the difference

Name and/or other Tool Identification (RR or B part number)	Tool Value	Deposit required	Handling fee Charge	Tool Inspector & Special Provisions	Technical Committee Approval (Date)