



## Rolls-Royce Enthusiasts' Club Great Western Section

Dear RREC Great Western Section Member

24<sup>th</sup> May 2020

Your Committee, plus those of East Anglia, Central Southern, Essex, Middlesex, Northern, Oxford Founders & Thames Valley, Paulerspury, Scottish, South Western, West Midlands, and several Continental Sections have signified their loss of confidence in the present Board of Directors of R.R.E.C. Limited.

**Attached is a copy of a letter which was sent on behalf of the Great Western Section to all other Section Secretaries and Registrars, which produced an overwhelmingly positive response to our proposal.**

Ted Meachem, Central Southern Section Secretary and Chairman of the Annual Conferences has requested that I ask you, Great Western Section members, if you would support a call for an Extraordinary General Meeting (EGM).

Could you respond with 'YES or NO' - I will let him have the numbers?    YES.....    NO.....

There is also a request for the names of members (with more than five years membership) who would be willing to serve in this proposed 'caretaker' Board. There would be no obligation to stand for election at the 2021 AGM.

I would be willing to offer myself for the proposed 'caretaker board'

Name .....    Email address.....

The EGM would propose three motions:

1. We the membership of the RREC have lost confidence in the board and ask for their resignations forthwith.
2. To co-opt (*five named members*) as Directors from the date of this EGM until the AGM in 2021.
3. To require the new Board to examine/revise the Articles of Association, the finances and other aspects of the running of our Club, with the intent to formulate a new structure that increases the input to Club direction from Section committees, and therefore the membership.  
This Board would, of course, have to oversee the annual accounts (y/t 31/10/2020) and the preparation for the election of a new Board in April 2021.

The process for selecting the Interim Directors would be clarified at a later date.

There has been a huge amount of email correspondence since the publication of Board Minutes and the consensus is the board is not fit for purpose and must be replaced for the following reason

1. The board appointed a finance director without carrying out due diligence.
2. Failing to communicate to all board Directors.
3. Failing to publish records of co-opting a Director to the board.
4. The proposal to expel a Board member without reason.
5. Failure to publish a budget for the year.
6. The Board has amongst its directors, some who have a potential conflict of interest.

**Your response is requested by Monday 15th June – Your Committee recommends a YES vote**

The Committee of the Great Western Section - Chairman Dr Valerie Smallwood, Vice-chairman Russell Herbert, Treasurer Keith Taylor, Secretary Margaret Ball, Committee members Neil Sturgess, Ted Carver, Reg King and John Ball, President Malcolm Tucker, Advisor Suzanne Finch.



## Rolls-Royce Enthusiasts' Club Great Western Section

12<sup>th</sup> May. 2020

For the attention of RREC Section, and Register Secretaries,

It is evident to the Committee of the Great Western Section, upon reading the recently published Board minutes (17<sup>th</sup> January, 2<sup>nd</sup> March, 9<sup>th</sup> April, 16<sup>th</sup> April), that the Club currently lacks the direction, acumen, and leadership that today's legal requirements and financial governance demand. This failure at Board level now points to the need for major change in the way the Club is run. The committee of the Great Western Section would like to know the views of all other sections, both in the U.K. and abroad. We are given to understand that several overseas Sections have already expressed similar concerns.

Membership of the RREC is Section and Register based but currently carries a formidable overhead with the Hunt House and the year-on-year costs of misguided financial management and legal fees. It is recognised that should the current structure not change each section or register could continue to serve their membership successfully as individual entities. But is it time to reconsider the continued desirability for the Club's headquarters to be at the Hunt House, the relationship with the SHRMF and the way our Board of Directors are selected? We propose that the latter should consist of fewer members, they should be skilled in modern business practice and be abreast of current legislation. Board members should be experienced in all matters which they are tasked to oversee. There is also need for a clearer separation of the two Board's (RREC & SHRMF) functions, with defined roles and accountabilities.

The GWS Committee believes that a new simplified top structure for the RREC based on proven company practice and a carefully thought through strategic direction is now necessary. The management staff, be they at the Hunt House or elsewhere, should have the skills to advise the board members of how best to achieve their instructions: like the symbiotic relationship of government ministers and senior civil servants. To aid the process of moving from the present to the future structure, it will be essential to obtain the views of as many Club members as possible. To that end the Great Western Section committee would be pleased to receive your committee's views on the malaise at Board level and the questions to be addressed by members as a step towards future change.

Should the views of the Great Western Section be generally agreed as being valid, then a questionnaire could be emailed to all Club members to ascertain what they feel they *need* and what they feel they would *like* the Club's board of directors and management staff to do on their behalf.

We think that this time of Corona Virus restrictions, is an ideal opportunity to consider and make changes to the way our Club is managed, with the hope that we will look back to 2020 as being the year of 2020 vision.

Margaret Ball on behalf of the Committee of the Great Western Section