



HDMRC
HEAVY DUTY MANUFACTURERS REPRESENTATIVES COUNCIL

**HDMRC The Heavy Duty Manufacturers Rep Council of the Heavy Duty
Manufacturers Association, HDMA**

MISSION STATEMENT

As a formal Council of the Heavy Duty Manufacturers Association (HDMA), the Mission of the Heavy Duty Manufacturers Representative Council (HDMRC) is to provide a professional, ethical and effective business partnership with those Manufacturer/Principals that choose to use Independent Manufacturer Representatives as a cost-effective alternative to or in conjunction with a factory-direct sales force.

Further, the members of the HDMRC will strive to Add-Value to the relationship between the Manufacturer/Principal and the Customer utilizing a Dedicated Sales Team and subscribing to and uncompromising Code of Ethics and By-Laws.

The HDMRC will work to inform, educate and promote the role of the Independent Manufacturer Representative in the Heavy Duty, OEM and Commercial Vehicle market relating to Business Management, New Market Development, Market Intelligence and Strategic Planning.





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HDMRC STATEMENT OF PURPOSE

As members of the Heavy Duty Manufacturers Representative Council (HDMRC), each member will:

- Represent each Manufacturer/Principal in a professional manner with a Dedicated Heavy Duty Sales Team.
- Conscientiously cover the assigned territory, accounts or industry segment.
- Add-Value to the relationship between the Manufacturer/Principal and the Customer, utilizing long-term customer relationships, market intelligence and a problem-solving approach to business.
- Promote the Manufacturer/Principal's products or services that are in the best interest of the Customer.
- Share New Product Introduction, Technical Data and Essential Program Elements, utilizing on-going training programs to address Customer needs.
- Clearly and Fairly Communicate the needs of all parties in the Business Relationship, addressing Existing Business, New Market Development, Competitive Activity, Market Intelligence and Strategic Planning.
- Address the Customer's problems and questions promptly and accurately, offering consultative solution-based practices.
- Maintain Respect of Market Coverage by other members and Customers.
- Maintain the continuation of Service after the sale.



THE HEAVY DUTY MANUFACTURERS ASSOCIATION
A Market Segment Affiliate of The Motor and Equipment Manufacturers Association
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HDMRC CODE OF ETHICS

As members of the HDMRC, each Manufacturer Representative firm/Sales Agency recognizes that there are the principles to which we all aspire and all new members of HDMRC agree to subscribe to them when they submit their applications for membership.

I. SALES AGENCY'S RESPONSIBILITY TO THE MANUFACTURER/PRINCIPAL

- To continuously strive to add-value to the relationship between the Manufacturer/Principal and the Customer.
- To comply with the Manufacturer/Principal's terms and conditions and policy and procedures.
- To conscientiously cover the assigned territory, accounts or industry segment.
- To establish relationships only with those Manufacturer/principals that will be well represented by the Sales Agency.
- To constantly strive to maintain professionalism through integrity and common sense business practices.

II. SALES AGENCY'S RESPONSIBILITIES TO THE CUSTOMER

- To promote only those products or services that is in the Customer's best interest.
- To constantly strive to Add-Value to the relationship between the Manufacturer/Principal and the Customer.
- To work to constantly improve the relationship between the Manufacturer/Principal and the Customer.
- To clearly and fairly communicate, between both parties, the mutual needs in the business relationship.
- To work toward solutions to customer problems and questions promptly and accurately.

III. SALES AGENCY'S RESPONSIBILITIES TO OTHER SALES AGENCIES

- To share ideas beneficial to the Independent Manufacturers Representative profession.
- To respect existing Manufacturer/Principal relationships of other sales Agencies.



FAQ's

The Heavy Duty Manufacturers Representative Council of HDMA - HDMRC

Q. What is HDMA?

A. HDMA stands for Heavy Duty Manufacturers Association, currently consisting of 201 manufacturer members. HDMA is the commercial vehicle supplier's primary advocate to advance the image and interests of the industry and its members. The HDMA member value proposition is directed at several organizational components: Networking Events and Member Councils, News and Information, Industry and Government Affairs Advocacy and Education. HDMA is a market segment affiliate of the 900 member Motor and Equipment Manufacturers Association, MEMA, founded in 1904.

Q. What is the Heavy Duty Manufacturers Representative Council (HDMRC)?

A. HDMRC is a new Council of HDMA that will provide a forum for the presentation and discussion of trends and issues affecting Manufacturer Representative member firms for the Heavy Duty Vehicle First Fit (OEM) and replacement parts applications.

Q. Who will manage and control the HDMRC?

A. While still under the bylaws of HDMA and MEMA, the affairs of the HDMRC will be self-governed with a formal and elected structure; using a Chair, Vice Chair and a 5 member Board of Governors, all of which are current HDMRC members and elected by the membership of HDMRC. HDMRC will be self-funded and the board of governors will develop and administer the annual budget in a manner that best serves the membership.

Q. What are the requirements for a Manufacturer Representative to join the HDMRC?

- A. To qualify for membership, the Manufacturer Representative must:
- Represent a minimum of (1) current HDMA member in good standing at all times during the tenure as a member of HDMRC.
 - Have a dedicated HD sales team focused on the Heavy Duty market.
 - Each member will be required to fully abide by the Code of Ethics established by the HDMRC Board of Governors.
 - Participation in meetings is expected. Members failing to attend two (2) consecutive meetings will be reviewed by the board of governors and may be result in suspension or revocation of membership. Membership is granted to the Representative Company, not to an individual. There is a provision for alternate representation designates.

Q. What happens if I cease to represent a HDMA member?

A. Eligibility for membership requires representation of a HDMA member at all times. The representative company is required to notify the Board of Governors of any change in this status. The Board of Governors will review eligibility to determine the Firm's membership status.

Q. What does a dedicated HD sales team mean?

A. Those Manufacturer Representatives whose primary business (80% or more) is in the Heavy Duty market. Those Manufacturer Representatives that sell in multiple markets (i.e. Heavy Duty, Automotive, Hardware, Industrial, etc.) must have a dedicated HD division and HD sales team that derive at least 80% or more of its sales in the HD market channel.

Q. How many meetings will there be each year?

A. The HDMRC will conduct at least two (2) regular meetings each year. The annual meeting shall be held in the fall/winter and will likely coincide with an industry event such as HDAW. The locations, frequency and duration of the meeting will be determined by the Board of Governors. In addition, the Board of Governors will meet throughout the year to plan and administer the affairs of the Council.

Q. What can be expected at a regular meeting?

A. Other Councils of HDMA have planned meeting forums consisting of a membership meeting, industry speakers and other related events. This is usually a 2, half-day event, typically noon to noon.

Q. What is the cost to join the HDMRC?

A. Annual dues will be determined by the Board of Governors each year to cover the costs of the meetings, events and HDMA administration. The dues for the first year are \$1,000 and are subject to change as the events and services are determined by the membership and the board of governors.

Q. Are there separate dues for joining HDMA and HDMRC?

A. HDMRC members will only pay dues for this council of HDMA. The manufacturer members pay their dues to be a HDMA member.

Q. Who will have custody of the records and funds of HDMRC?

A. HDMA shall have control of all Council records and funds and handle such official correspondence and execution of documents as may be delegated to the executive secretary from time to time by the Board of Governors.

Q. Who is the executive secretary?

A. The executive secretary is appointed by the Board of Governors and shall serve as the secretary/treasurer. This position will be an HDMA executive or senior staff member.

Q. What other duties will the executive secretary have?

A. The administrative and support services provided for the HDMRC shall be coordinated and provided by the executive secretary and include financial and administrative record keeping, handling incoming and outgoing mail, provide a Council mailing address and provide such other services as may be needed from time to time. The executive secretary also shall arrange for HDMRC legal counsel support, as required for meetings and affairs of the Council in a framework agreed to and established by the board of governors and the membership. Such support and costs will be covered as budgeted expenses within the HDMRC financials.

Q. How does this council relate to the HDAW event?

A. HDAW is an industry event for distributors and manufacturer/suppliers that is owned equally by AAIA, CVSNI and HDMA. HDAW operates under a legal partnership of these three entities as an independent, co-owned business venture. As a council of HDMA, the HDMRC and its members receive HDMA member pricing for all HDMA events and functions, including HDAW registration. In addition HDMRC will have available no-cost meeting space at the headquarters hotel for scheduled HDMRC functions at HDAW.

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Q. Will HDMRC be involved in HDAW?

A. Initial discussions included identification of HDMRC on signage and literature at the HDMA booth at HDAW and availability of a separate booth as part of HDMA on the HDAW product expo floor. Select representatives from HDMRC may be invited by HDMA to participate in HDAW planning meetings each year. Such member(s) will be selected and approved by the HDMRC board of governors and HDMA.

Q. Do I still need to pay for registration to HDAW?

A. Yes, the membership in HDMRC does not include any registration costs for HDAW. HDMA, AAIA and CVSN staff also pay registration fees for HDAW.

Q. How will HDMRC be identified within HDMA?

A. HDMA produces a range of printed, electronic, Internet based, tradeshow booth, media and collateral materials. HDMRC will have a unique logo that blends with the logos of the family of Councils and Forums already within HDMA. This logo will be featured on most HDMA materials, in print, electronic and a full membership listing on the council's section of the HDMA website, which will include web-links to rep firm websites where available. Members will also have access to a password protected, HDMRC member-only page for council news and information. A description of the HDMRC and its position in the organization as an official HDMA council will appear on the HDMA website.

Q. Who will this information be distributed to in the industry?

A. Both HDMA members and HD industry members will be exposed to the various materials noted above.

Q. Can I use this logo in my company presentation?

A. Once a member of HDMRC, each member will be allowed the use of the copyrighted, trademark HDMRC logo in the presentation material of their company.

Q. What services will HDMRC provide?

A. First and foremost, the definition of HDMRC above states the purpose. The meeting Forum format will allow for induction of new members, education, identification of industry trends, the value proposition of a Manufacturer Representative sales strategy, industry news and information, communication, survey results of pertinent topics and other areas of interest as determined by the Board of Governors.

Q. Once HDMRC is in place how will this be communicated to the industry?

A. HDMA will make a significant announcement through its 3-times weekly newsletters, in the daily MEMA News and will provide news releases to the trade media and other organizations on their contact list. HDMRC will be an integral part of HDMA member services and they will report on significant news and events originating from the council. As part of the HDMA member value proposition, HDMRC will be included in all new HDMA member orientation and member updates with existing supplier members.

Q. Who is involved in the planning/steering committee of this new organization?

A. A steering committee of the following individuals was formed to address the needs of the potential membership and to develop and refine the initial documents (By-laws, Statement of Purpose, Code of Ethics, Mission/Vision Statement):

- Tim Kraus, President of HDMA
- Jennifer Hjalmsquist, Senior Director of Marketing and Member Services, HDMA
- Deanne Ottaviano, Partner, Arent Fox, HDMA Counsel
- John Stojak, Sherman-Pearson Company
- Dan O'Connell, J.J. O'Connell Company
- Stephen Grace, Heavy Duty Marketing
- Bob Atkinson, Atkinson Sales
- Paul Birkenstock, Newmarket Sales

Q. What is the next step for membership?

A. If you have received this information, your company has been invited to consider membership in HDMRC.

If interested, you will need to complete the membership application and submit this to the Board of Governors to confirm all elements for eligibility have been met. You will then become a charter member of HDMRC.

After the original member recruiting period, the Board review and approve new applications and then submit approved nominees to the membership for a vote to accept the nominees as new members. A 75% approval of current members will be required for all applications.

