

THE SPOKE CLUB

RULES & REGULATIONS

1. NAME

The club is called The Spoke Club and is the trade name for The Spoke Club Inc.

2. CONSTITUTION

The Spoke Club is a private members club for people with an interest in media, entertainment and the arts. Founded in 2003, opened in 2004, it is constituted to encourage social interactions between its members and provide facilities for that purpose.

3. MEMBERSHIP

Membership is individual and non-transferable. Every member binds him/herself to abide by the rules, by-laws and regulations of The Spoke Club upon acceptance as a member. Members must be 19 years of age or older. All membership categories are annually based and are as follows:

3.1 FOUNDING MEMBER Founding members were proposed for membership directly by the Membership Committee and were among the first to join, thereby taking a giant leap of faith which is very much appreciated. As a result, no new founding members will be created. Founding members have the right to propose future members in the annual categories set out below.

3.2 STANDARD MEMBER A standard member is a member who resides in the Province of Ontario.

3.3 OUT-OF-TOWN PROVINCE An out-of-province member is a member who does not for six months or more in aggregate in any calendar year: i. reside; ii. have a residential address; iii. have a principle place of business within the Province of Ontario.

3.4 ASSOCIATE MEMBER An associate member is one member from a group of four or more members joining from the same company, organization or association at the same time.

3.5 UNDER-28 MEMBER An under-28 member is a member who at the time of acceptance into the Club, is under the age of 28 years old.

3.6 ARTIST MEMBER Artist members are proposed directly by the Membership Committee. Artist memberships are for the duration of one year and may be renewable under special circumstances. An Artist member will have the same rights and privileges in the club as any other member but will not pay either an initiation fee or annual subscription. This category is limited to no more than 10% of the total membership.

3.7 TEMPORARY MEMBER The Club may confer temporary membership on a discretionary basis when it deems necessary at variable subscription rates. This category is strictly limited.

4. APPLICATION PROCEDURE

4.1 Any individual wishing to apply for membership must obtain a nomination from an existing member and fill out an application form to be submitted to the Club's Membership Department. All information will be treated in strictest confidence.

4.2 The application will be considered at the next Membership Committee meeting following its receipt and may or may not be acted on at that time. In the meantime, the applicant is put on the waiting list. Membership Committee members will be given the opportunity to review the application. The applicant will be informed of the committee's decision when made. If the membership list is closed at the time the applicant will be put on the waiting list until further notice.

4.3 No reason shall be given for refusal of an application at any stage. It is the policy of The Spoke Club not to deny membership to any applicant because of their race, creed, color, religion, national origin, sex, sexual orientation, disability or marital status.

5. PAYMENT

In order to be considered, all application forms must be accompanied by payment information.

6. THE MEMBERSHIP COMMITTEE

6.1 The Membership Committee consists of approximately 20 people.

6.2 Committee meetings will be held every two months or at such times as the committee may decide.

6.3 The committee's chairperson shall be an employee of The Spoke Club.

6.4 Only the committee can approve or reject an application to join The Spoke Club.

6.5 The committee will consider suggestions and discuss the policies of The Spoke Club.

6.6 Committee members are subject to the same disciplinary rules as for all members.

7. SUBSCRIPTION

Membership subscription is based on a yearly contract. The initiation fee and annual rates for all categories of membership shall be determined annually by The Spoke Club. Failure to pay the annual subscription by the due date, and one month after being notified by The Spoke Club of that due date, will result in the member not being admitted to The Spoke Club. If after two months the member has not paid the subscription, the membership may be terminated. It is the responsibility of the member to keep the club up to date with current mailing addresses, phone numbers and email addresses.

8. RESIGNATION

Any member wishing to resign his/her membership must do so in writing or by email to the Membership Department of The Spoke Club. As all membership subscriptions are based on a yearly contract, any resignations mid-way through the contract period will not be refunded. Any quarterly installments within the contract will need to be settled in full prior to the membership being cancelled.

9. MEMBERSHIP CARDS

Membership cards will be used to gain entry to The Spoke Club and should be carried by the member at all times. Membership cards are strictly non-transferable; use of a membership card by anyone other than the member will result in the card being confiscated and possible disciplinary action. There will be a charge for providing replacements for lost or stolen cards.

10. RECIPROCAL ARRANGEMENTS

The Spoke Club may enter into reciprocal arrangements with other clubs and bodies on such terms as it shall decide from time to time and any such arrangements may be terminated or modified by The Spoke Club.

11. GUESTS

11.1 Members may bring a maximum of three guests upon each visit except by prior arrangement. The concierge must be informed of the guests' names upon arrival and guests must be signed in. By prior arrangement members may book tables in the restaurant for more than three guests.

11.2 Members must request permission at least 24 hours in advance to bring more than three guests to the Club.

11.3 Guests may not access the Club without a member present and will not be permitted to stay beyond 30 minutes unless a member arrives to join them.

11.4 For private functions and extended guest lists members must give the concierge a guest list of those expected..

11.5 Members are responsible for the behaviour of, and will be financially liable for their guests.

11.6 Members may not leave the premises without the non-member guests that they have signed in on that day.

11.7 No person under 19 years of age will be permitted in The Spoke Club, except in the dining room during lunch or dinner service, or when attending a private event.

11.8 Members may not abuse the guest policy by consistently bringing the same guest(s) to the Club. If the guest likes the Club that much, he or she should apply for membership.

12. BILL SETTLEMENT

All bills must be settled in full before leaving the premises. No credit will be extended. It is the policy of The Spoke Club to accept payment only by cash, debit or credit card. Guests may settle bills. In case of unsettled bills, the outstanding amount will be the responsibility of the member and must be settled in 30 days or membership privileges will be suspended.

13. DRESS CODE

Members and guests should dress comfortably, in a manner that reflects their own personal style. While bad style is not a disciplinary offense (and in many cases is to be expected) the line must be drawn somewhere. Therefore, pirate costumes and scuba outfits are not permitted in the dining room.

14. WIFI

There is complimentary WIFI access available throughout the Club for members and their guests. All users are asked to be mindful of upload and download bandwidth usage. The Spoke Club does not tolerate the viewing, uploading, downloading or sharing of pornographic or offensive material or tolerate any illegal file sharing or downloading of pirated software, films, television and the like. WIFI access is not guaranteed by The Spoke Club at all times and may periodically be unavailable during network maintenance or neighborhood outages.

15. GENERAL BEHAVIOUR

While on the property of The Spoke Club, members shall act in a manner that is respectful and courteous to other members, guests, members of staff at The Spoke Club and third parties. Members shall not act in a manner that is harmful, abusive or offensive. Failure to act in a way that is respectful will result in eviction and exclusion from the property. Any member deemed to be infringing on the rules or engaging in misconduct will be required to furnish explanation to the Spoke Club management team. Complaints of misbehavior should be made in writing to the Spoke Club. Misconduct includes breach of the drug policy, theft or damage to any Spoke Club property, or any infringement of the rules.

16. EXCLUSION PROCEDURE

Any manager of The Spoke Club may exclude or evict any member or guest whose behavior he/she considers in his/her discretion to amount to misconduct. Such exclusion may lead to further disciplinary action. The Spoke Club has the right to exclude any guest without stating a reason.

17. ILLEGAL SUBSTANCES / DRUG POLICY

No member shall use, ingest, possess or distribute illegal drugs, or use, possess or distribute any drugs in an illegal manner while on The Spoke Club's premises. Any member found to be in violation of this policy will be asked to leave immediately and may have their membership revoked with no right of appeal. Members are responsible for their guests' behavior and if guests are found to be in violation of this policy they will be asked to leave immediately. The member who signed them in will be subject to the club's disciplinary procedures and his/her membership may be revoked.

18. CLUB PROPERTY

Any member who removes, damages or destroys any article or property belonging to the club or to its members or to guests on the premises shall be liable to expulsion. This includes, for example, ashtrays and crockery. Members are responsible for the behavior of their guests.

19. CONFIDENTIALITY

It is understood that, unless agreed otherwise, matters raised in conversation between members and between members and guests are not to be used for commercial or journalistic purposes. The communication of information concerning The Spoke Club or its members to the media is not permitted and is a disciplinary offence.

20. DISCIPLINARY ACTION & EXPULSION

Should a member infringe the rules of The Spoke Club or make him or herself obnoxious to another member or be considered guilty of misconduct, he or she may be required to furnish an explanation to management and/or risk disciplinary action, including expulsion. Conduct that is prejudicial to the reputation and character of The Spoke Club may result in expulsion. Such conduct may include violent or abusive behavior, the endangerment of the safety of others and the communication of information concerning the club, members or their guests' affairs to the media.

Any decision related to expulsion shall be at the sole discretion of the Club's management. Any deliberations thereon shall be in the strictest confidence and no reasons will necessarily be issued for any decision. If the club determines to expel, cancel or suspend the membership of a member, a written notice will be sent to the member by email or to the current address on file. An expelled or cancelled member shall cease to be a member when management's decision is communicated. No refunds of membership fees will be given to an expelled member. He or she may not return to The Spoke Club as a guest.

21. COAT CHECK

While at the club, members and guests may check small items, such as coats and bags, with the Concierge Desk to be stored in the coat check area. Members must claim all checked items before leaving the club's premises.

22. LOST PROPERTY

If you have lost an item while at the Club, please immediately report the lost item to the Concierge Desk. When a lost item is found by the Club, it shall be kept in the lost and found for three months. If the owner can be identified, the Club will report it immediately. After the three-month period expires, the Club will dispose of the property. Please note that the Spoke Club will bear no responsibility over the loss of any property by members or guests including items checked at the Coat Check.

23. CAMERAS, RECORDING EQUIPMENT, MOBILE PHONES

Except by prior arrangement for a specific private function, no cameras or recording equipment may be switched on inside the club. Mobile phones may be used on the club's premises, but not in the dining room, reading room or screening room. When in the club, phone ringers must be switched off or put on silent or vibrating mode.

24. ANIMALS

No animals will be allowed in the club except licensed guide dogs.

25. BODYGUARDS

Bodyguards are not permitted inside the club but may remain in the elevator foyer on the ground floor.

26. IDEAS AND FEEDBACK

Members' complaints shall be put in writing to a manager and will be fully considered. If a member has any suggestions of ways in which any aspect of the club might be improved please

tell a manager or put in writing. All feedback will be considered by the management team and Membership Committee.

27. DISCLAIMER

Loss or injury to any member or to any guests or to any goods or property of theirs, on the premises of The Spoke Club, shall not give rise to any claim against The Spoke Club or any employee.

28. INTERPRETATION OF THE RULES

In the event of any dispute arising as to the meaning or interpretation of these rules, the matter shall be referred to the club's President, whose decision shall be final. The Spoke Club has the right to amend these rules from time to time as required by applicable law or the club's charter or by-laws and members shall be bound by the rules as amended.