



# House Conduct, Rules & By-Laws



## House Conduct

Upstairs at Langan's is somewhere you should feel able to let your hair down without scrutiny. Whilst photography is allowed, please be mindful of intrusive flashes and ensuring other members' privacy.

Sadly, we can't welcome children or dogs to Upstairs at Langan's. Whilst we promise the private members club will be fun for you, we're pretty sure they'll be happier staying at home.

We understand telephone calls are occasionally unavoidable but whenever possible, we ask that these are taken downstairs and certainly not in a manner which will disturb other guests. It's a social space so laptops should be kept at home, please.

You can bring up to 3 guests for drinks; or as many as you have a dining reservation for. But if you want to bring more, please speak to Head of Membership, Natacha, who will do her best to accommodate you.

We find that large, single-sex groups dramatically alter the atmosphere for the worse, so please ensure your group is mixed.

E-cigarettes and vapes should be enjoyed outside, please. Smoking of any kind is strictly prohibited indoors.

We ask our guests to bear in mind that our team has a responsibility to ensure you enjoy your night safely and drink responsibly.

Upstairs at Langan's operates a smart dress code and requires members and guests to adhere to the guidelines set out on the club's website. Please do make sure that your guests are made aware of our dress code, too. Smart or neat trainers are accepted. Shorts, ripped denim and sportswear are not permitted. Those who technically comply with the dress code but still do not appear sufficiently well-presented may be refused entry.

Large bags take up valuable dancing space, so you'll always be asked to leave these in the cloakroom, with no exceptions.

And finally, perhaps the most important rule of all – have all the fun you can muster! We look forward to seeing you soon.



# Rule Book

These rules (the “Rules”), as amended from time to time in accordance with the terms of the Rules, are the Rules of the Club.

## 1. Name & Location

1.1 The name of the Club is Upstairs at Langan’s and it is located at 1 Stratton Street, London (referred to in these Rules as the “Club”).

## 2. Objectives of the Club

2.1 The objectives of the Club are the provision of facilities and amenities of a private club, run on commercial principles, for the purpose of providing food, drink and nightclub services to its Members and their guests.

## 3. Definitions & Primary Concepts

3.1 The Club is owned by Boltondene Ltd (the “Company”).

3.2 A Members’ membership relates to the Club only and no other premises operated by the Company and does not entitle a Member to any shares, capital, profits or assets in, or in relation to, the Company nor to participate in any voting or other shareholder matters of the Company.

3.3 The Members are under no financial liability in respect of the Company by reason of their using the Club save for their liability for food and beverage charges and any fees in respect of any events booked or attended by a Member for which fees are chargeable/payable.

3.4 For the purposes of these Rules and the By-Laws:

“Board” means the board of directors of the Company from time to time;

“By-Laws” means any By-Laws made by the Company;

“Contract” means the guest contract between the Company/the Club and the Member(s), the terms of which include the terms of these Rules and the club By-Laws;

“Club” shall have the meaning given to it in Rule 1;

“Director” means a member of the board of directors from time to time;



“Executive Committee” – means the executive committee of members of the Company from time to time, to be appointed by the Board to deal with day-to-day management matters and decisions of the Company in accordance with the Rules of the Executive Committee;

“Committee” shall have the meaning given to it in Rule 5.1;

“Member” means a person who is invited to the Club in accordance with any previous rules of the Club or these Rules (as amended from time to time) and who remains a member of the Club in accordance with these Rules (as amended from time to time);

“Rules of the Executive Committee” means the rules governing the Executive Committee as adopted by the Board from time to time.

“Secretary” shall have the meaning given to it in Rule 4.

- 3.5 If the Company has to contact a member it will do by telephone or by writing to that Member using the telephone number, email address or postal address provided to the Company by that Member in their application, as is updated by the Member from time to time. A Member may contact the Company by writing to the Secretary at the Member email address or postal address as shown on the Club website from time to time.
- 3.6 When these Rules or the By-Laws use the words “writing” or “written” or similar terms this reference includes emails.
4. The Secretary
- 4.1 Unless unanimously agreed otherwise by the Board, the Managing Director of the Company from time to time shall act as the secretary of the Club (the “Secretary”) and is responsible for the proper running of the Club on a day-to-day basis as determined by the Board.
5. Committee
- 5.1 The Committee will be appointed by the Executive Committee to make recommendations to the the Club as regards who should be admitted as a Member.
- 5.2 Membership of the Committee is granted at the absolute discretion of the Executive Committee and may be terminated and/or suspended at any time by the Executive Committee.



## 6. Applications

6.1 Every candidate for application must be at least 21 years of age.

## 7. Members

7.1 The criteria/requirements for each classification/category of Members shall be as follows:

(a) Committee Member: at least 21 years of age on the date the invitation to join as a Committee Member is issued by the Executive Committee

(b) Founding Member: 21 years of age or above on the date the application form is received by the Company and invited by a Committee Member or a Director and who joins the Club before it opens on 28 October 2021; and

(c) Member: 21 years of age or above on the date the application form is received by the Company and who joins the Club after it opens on 28 October 2021.

## 8. Election

8.1 The name and particulars of every candidate applying for an invitation shall be entered on a form provided by the Company. An applicant shall supply a digital or physical headshot photograph (for identification and security purposes only) and such further information concerning themselves and their candidature as the Secretary may reasonably request.

8.2 Every applicant for invitation must be supported by a proposer and seconder, both of whom shall be Members of the Club and both of whom shall send to the Secretary a letter in support giving supporting information as to the candidate's suitability for invitation.

8.3 Upon receipt of an application for invitation, and all other required information and documentation, the Secretary shall pass on the application and such other information and documentation to the Executive Committee.

8.4 The invitation of Members shall be by the unanimous decision of the Executive Committee, who shall consider the recommendation of the Committee.

8.5 An applicant shall be required to meet with a member of the Upstairs at Langan's team prior to the Executive Committee considering their application, unless the Secretary decides this is not required.



- 8.6 No reason shall be given to any applicant in the event of their non-invitation.
- 8.7 Upon approval by the Executive Committee, the Secretary shall notify the applicant that he/she has been elected as a Member of the Club and that he or she will therefore have access to the facilities of the Club until further notice.
- 8.8 Cancellation Right of Members
- (a) Members who have been approved have the right to cancel their agreement with Upstairs at Langan's without giving any reason, within 7 days of notification of their invitation.
- (b) To cancel their agreement, a Member must inform the Secretary of their decision in writing.
- 8.9 The Club Privacy Notice, which is available at [langansbrasserie.com/privacy-policy](http://langansbrasserie.com/privacy-policy) explains how the Club processes the personal data provided by Members (or their guests).
9. Fees
- 9.1 No payment is currently required for this Agreement, but the Members must be approved by the Executive Committee. Nevertheless, the Executive Committee reserves the right to introduce fees in future without notice, provided that any Member that does not accept the fees shall be entitled to immediately cancel their Agreement without payment with effect from the end of the month following the month in which fees are introduced.
10. Renewals
- 10.1 Renewal dates are set on the first day of the month of election as a Member and recur annually, unless the Company determines otherwise.
- 10.2 Renewals are not automatic and are reviewed annually by the Executive Committee. The Executive Committee's decision is final and may not be appealed. The reason for terminating or not renewing a Membership will not be given.
11. Members Contact Details
- 11.1 Every Member shall promptly inform the Secretary of any change of their address, email or other contact details.
12. Admission



- 12.1 Members and guests (provided they are invited in accordance with the By-Laws), will be entitled to be admitted to the Member areas of the Club during the Club opening hours, stated on its website.
- 12.2 Each time, upon arrival to the Club, Members must give their name and the full name/s of their guest/s to the front desk staff and must sign these names (including their own) legibly in the guest book.
- 12.3 No person under the age of 21 will be admitted to the Club without the prior written permission of the Secretary or manager on duty.
- 12.4 Members may not allow their guests to remain in the Club in their absence and guests will be asked to wait in the public areas on the Club ground floor until their host Members has arrived.
- 12.5 Members are responsible for the conduct of their guests and must ensure guests abide by the Rules, the By-Laws and the Privacy Policy (as amended from time-to-time).
- 12.6 The Secretary may determine that on certain days Members may not be admitted to the Club to provide for the closure of the Club on public holidays, for private hire or for any reason at the absolute discretion of the Company which justifies temporary closure. The Secretary shall, if practicable, notify Members in advance by e-mail of any temporary closure of the the Club
- 12.7 The Club may at its absolute discretion:
  - (a) refuse entry to the Club by any Member and/or guest without providing a reason;
  - and
  - (b) remove any Member and/or guest from the Club premises without providing a reason.
13. Discipline of & Expulsion of Members
  - 13.1 The Company or Secretary may expel any Member or guest for breach of the Rules and/ or By-Laws at any time.
  - 13.2 The Company or Secretary may rescind its invitation to a Member at any time without giving a reason.
  - 13.3 A Members' agreement with Upstairs at Langan's and/or admission to the Club premises, may be terminated or temporarily suspended at any time by the Company



in the event that the Company considers that the conduct, reputation or character of the Member or the Members guests, is or might be injurious to the character, reputation or interests of the Club or the Company, or render that Members unfit to associate with other Members or for any other reason at the Company's absolute discretion.

- 13.4 An expelled or suspended Member may not return to the Club as a guest.
- 13.5 In all matters of the Club discipline, the decision of the Committee and/or Company is final.
- 14. Conduct of Members**
- 14.1 No excessive drunkenness, use of illegal substances, gambling, nudity, violent or abusive behaviour, or any other misconduct is permitted on the Club premises.
- 14.2 All Members must at the end of each visit to the Club pay in full all charges incurred by them or their guests.
- 14.3 No Member or their guests shall remove, damage or destroy any item which is the property of the Company or the Club.
- 14.4 In the event that a Member or guest of a Member causes damage to or destruction of any such property then such Member shall be fully responsible for making good all loss suffered by the Club or Company as a result of such damage or destruction.
- 14.5 Unless the Committee resolves otherwise, pets (other than registered guide dogs/ support animals) shall not be allowed on the premises.
- 15. Conduct of Guests**
- 15.1 Guests may not remain in the Club once the host Member has left the Club premises.
- 15.2 Members are responsible for payment of the cost of all items consumed by their guests.
- 15.3 Members are wholly responsible for the conduct of their guests and must ensure that their guests are aware of and abide by the Rules, the By-Laws and the Privacy Notice (as amended from time-to-time).
- 16. Members' Property**
- 16.1 Property entrusted by a Member or their guest(s) to another Member or guest or to the Club staff for safe custody or for any other purpose, or left on the Club premises, shall be entirely at the Members' guest's (as appropriate) own risk.





## 17. Complaints

17.1 A Member may not reprimand a member of the Club staff or any other Member or guest but should refer any complaint either in person or in writing to the Secretary.

## 18. Alteration of Rules & By-Laws

18.1 The Company may alter these Rules and/or the By-Laws at any time provided that Invitees are given 14 days' notice.

## 19. Liability of the Company

19.1 Except in cases of death or personal injury caused by the Company's negligence, the Company shall not be liable to the Member by reason of any misrepresentation (unless made fraudulently or dishonestly) for any breach of these Rules, for any loss of profit or any indirect, special or consequential loss, damage costs, expenses or other claims (whether caused by the negligence of the Company or any of its employees or agents) and the entire liability of the Company under or in connection with the provision of services set out in Rule 2 shall not exceed £10,000. The terms of these Rules exclude all other terms, conditions and warranties, expressed or implied, statutory or otherwise and any other liabilities whatsoever and howsoever arising.

19.2 The Company shall not be liable to the Members or be deemed to be in breach of these Rules by reason of any delay in performing, or any failure to perform, any of the obligations set out in these Rules, if the delay or failure is due to any cause beyond the Company's reasonable control, and time shall not be of the essence.

## 20. Governing Law & Disputes/ Dissolution of Jurisdiction Etc.

20.1 These Rules, and any dispute or claim (including non-contractual disputes or claims) arising out of or in connection with them or their subject matter or formation shall be governed by and construed in accordance with the law of England and Wales.

20.2 Each party irrevocably agrees that the English courts shall have exclusive jurisdiction to settle any dispute or claim (including non-contractual disputes or claims) arising out of or in connection with these Rules or their subject matter or formation.

## 21. Binding Effect of Rules & By-Laws

21.1 Every Member shall be bound by these Rules and any By-Laws and every Member shall ensure that all guests they bring to the Club shall comply with these Rules and any By-Laws.



## By-Laws

### 1. Admission

- 1.1 Members and guests will be admitted to the Club during normal hours of admission when the Club is open:

Tuesday - Wednesday 5:00pm – 1:00am

Thursday - Saturday: 5:00pm – 2:00am

Monday & Sunday: Closed

### 2. Bookings

- 2.1 All reservations and cancellations must be made through the reception of the Club by telephone or email or in person.
- 2.2 Cancellations within 24 hours of the reservation date may be subject to a cancellation fee as determined by the Company from time to time.

### 3. Age

- 3.1 No person under the age of 21 will be admitted to the Club unless the prior permission of the Secretary is obtained.

### 4. Privacy

- 4.1 The Club Privacy Notice is available at [langansbrasserie.com/privacy-policy](http://langansbrasserie.com/privacy-policy) and explains how the Club processes Members personal data and that of their guests.
- 4.2 The Club operates a strict no press policy. Members will be held accountable if they disclose or identify any other Members in the Club in any press or social media including Facebook, Twitter, Instagram and/or personal blogs.

### 5. Dress Code

- 5.1 The Club operates a smart dress code. Members and their guests are required to adhere to this policy when visiting the club, as set out on the club's website. The front of house team will retain discretion on all matters related to dress code and reserve the right to refuse entry to any person considered unsuitably attired.

### 6. Luggage & Coats

- 6.1 All coats and bulky bags must be left in the Cloakroom with no exceptions.



- 6.2 Luggage and bicycles may not be brought into the Club.
7. Consumables
- 7.1 No food, drink or cigars shall be consumed in the Club unless purchased from the Club.
8. Smoking
- 8.1 Smoking is only permitted in outdoor areas of the Club and should be carried out with consideration to others.
- 8.2 E-cigarettes are not permitted inside the Club.
9. Illegal Substances
- 9.1 Any Members or guest suspected or discovered to be in possession of illegal substances will be promptly removed from the premises and reported to the police; and they will not be allowed back unless and until the Committee resolves otherwise.
10. Gambling
- 10.1 No gambling shall take place on the Club premises.
11. Guests
- 11.1 Members shall make their guests aware of the Club Rules, By-laws and Privacy Notice.
- 11.2 Any Member may bring a maximum number of 3 guests (who must be 21 years or older) to the Club unless otherwise approved by the Club Manager.
- 11.3 Members must provide the full names of their guests and ensure they sign their names in the Guest Book on each visit.
- 11.4 Guests who arrive at the Club before their host Member will be asked to wait in the ground floor bar until the Member arrives to accompany them upstairs to the Club.
- 11.5 Members guests must leave the Club when or before the Member leaves.
- 11.6 The Company reserves the right to ask any Member or guest to leave the Club if the senior manager on duty deems their conduct to be inappropriate or which may cause offence or which may cause injury to another person or themselves.



12. Computers & Mobiles

12.1 Laptop computers are not permitted in the Club.

12.2 Mobile telephones may be discreetly used on the ground floor area only.

12.3 Members or their guests who disturb others with mobile phone usage may be asked to leave the Club.

13. Noise

13.1 Members are required to arrive and leave quietly in order not to disturb our neighbours.