

Proxy Form



If you can't attend the meeting in person you do have the option to use a **Proxy Form** either to register your vote or, if you know someone who is planning to attend, to nominate a Proxy to vote on your behalf. Download a Proxy Form by clicking on the image above. Hard copies will be available in Reception. To register your vote or to nominate a Proxy to vote on your behalf, please fill in the form indicating your vote and/or your nominee and sign the bottom, ***Then place the form in an envelope addressed to 'The Directors of The Windsor Club' and hand it in at reception at least 48 hours before the meeting.***

We can then ensure your Proxy has been recorded and will be actioned.

Introduction

As you are hopefully aware from our previous email, an Extraordinary General Meeting (EGM) of The Castle Members Club (aka The Windsor Club or TWC) has been requested. It has been scheduled for 7.30pm on Tuesday 17th May in the Bar. At the meeting we will be taking the opportunity to update everyone on the plans for the club including the status and prospects for the building of a new club.

As a loyal member of your club we really hope you will join us for the meeting.

There are 4 Resolutions which have been requested, which are scheduled to be tabled at the meeting – they are:

1. Full and fair redundancies should be paid to all staff employed at the time of closure.
2. There are more than adequate funds to run the club until closure. No further membership fees should be charged. May and June membership should be free for all current members.
3. The club will organise and allocate significant funds for a closing event open to all club members past and present.
4. Any funds remaining should be placed in trust to continue 'to investigate and secure a new site' for the club. The funds should be held in trust for no more than 2 years at which time any remaining funds should be donated to charity as described in the club constitution.

We have included below some overall background and points specific to each of the resolutions - which we hope will help you in any decisions concerning how you'd like to vote.

Mandate of the TWC Board

As I am sure you know, when the club was scheduled for closure by RFL 3 years ago, a group of members put forward a proposal to continue running it as a Member's Club. HMRC accepted the application to register the club as a Charity, which helped to reduce overheads and to make the proposal financially viable.

A Committee made up of club members was established to govern, guide and support the Board in its running of the club and to ensure the interests of members were represented. A meeting of the Committee has been held approximately once a month - and more frequently as we have started to plan for the club's closure and to progress the new build agenda.

For the last 3 years the Board has been following the mandate it was given to run the club judiciously, keep the finances in check and pursue a 'new build' agenda with the hope of creating a new home for the club and its members. If the new build agenda becomes no longer viable for any reason, our Constitution then states that any funds remaining in the bank go to one or more selected charities.

Closure of TWC & Building New Club

It was also known from the outset that the time would come when the current club would be forced to close its doors due to our landlord's plans to build sheltered apartments and a care home on the site. Sadly, based on the latest update from our landlord, it would appear that the club will be forced to close at the end of June this year.

However, this is not the end of the club! Whilst we may lose our facilities the club will be moving on-line to enable members to stay in touch with each other, arrange to attend classes together, schedule squash matches at other venues and keep track of the new build agenda. Social functions will also be arranged to keep the spirit of the club going until we have a new home.

So, what is the status of the 'new build' agenda? Happily very much alive.

Several months ago a site with Thames river frontage was identified. A price has been verbally agreed, and an Option Agreement is under negotiation with the owners of the site. We have calculated that the funds currently held in the bank (circa £150K) should be just enough to complete the planning process and pay 1/3 of the purchase price – at which point the club will obtain title to the site and we will have an asset against which we can raise money to undertake the development of a brand new club.

We have been working with an architect on the structure and facilities of the new club which will include a fully equipped gym, 4 squash courts, studios for classes, a sauna, a large bar area and possibly even a swimming pool. To help you visualise what the club could look like, below are a couple illustrations from the architect (if you can't see the pictures in your email, please click [here](#) and [here](#) to download).



Your support can help

The money the club has saved is critical to continuing with the plans to build the new club – but we can only do so with your support.

The Board will provide more details on the status and next steps for the new build at the EGM on the 17th May and look forward to answering your questions.

Hopefully this provides you with a bit of an update and some insight into everything that has been going on in the background, which may help with any decisions you make regarding resolutions put forward at the EGM.

The next four sections cover the Resolutions.

Resolution 1 – Staff Redundancy Payments

Members' Proposal

“Full and fair redundancies should be paid to all staff employed at the time of closure”

The Committee's Position

We agree that the team, who are all self-employed contractors, deserve recognition and thanks for their loyalty and all their efforts in keeping the club running in some very challenging and uncertain circumstances.

A 'Thank You' payment has been proposed and agreed in principal by the Committee. The amount is greater than if a statutory redundancy calculation had been made.

Whilst the Board has the authority to make the payments we would urge all members to support this resolution, which the Committee feels is both fair and reasonable.

Resolution 2 – Membership Fees

Members' Proposal

“There are more than adequate funds to run the Club until closure. No further Membership fees should be charged”

The Committee's Position

Membership fee income is currently circa £14K per month. The Committee is concerned that losing this income whilst still covering the costs of keeping the club open would severely reduce the funds in the bank to the point that the new build agenda would become impossible.

So, if like the Board and the Committee you would like to keep the plans to build a new club alive, we would ask you to vote against this proposal.

Resolution 3 – Closure event

Members' Proposal

“The Club will organise and allocate significant funds for a closing event, open to all members past and present”

The Committee's Position

This suggestion was made at the last Committee meeting and plans for a party are already well advanced – look out for full details which will be displayed in Reception. We need to make it a 'ticketed event' in order to gauge numbers and ensure everyone who attends are current or past members or their partners. We are happy for current members to decide if they feel the party should be free or if there should be some form of nominal charge.

Resolution 4 – New Club Build / Disposal of Funds

Members' Proposal

“Any remaining funds should be placed in Trust to continue to 'investigate and secure a new site' for the club. These funds should be held for no more than 2 years at which time any remaining funds should be donated to charity as per the club's constitution”

The Committee's Position

The Committee hopes to have secured a site well within this time frame but is conscious that planning appeals and dealing with officials etc. can take a considerable time.

For this reason only we would prefer not to be constrained by a time limit and would ask you to vote against this proposal.

Thank you

Thank you for taking the time to read this email. We realise it is lengthy but hope it has provided you with an update on the work that has been going on behind the scenes and some of the questions we now need your help to answer.

To summarise - at the EGM we will be

- Providing a financial update
- Sharing more details about the plans for the new build
- Updating on development of the 'Virtual Club' online
- Updating on plans for the party
- Voting on the motions proposed (please note - only current members are entitled to vote).

We hope you will join us.

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Our mailing address is:
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