



Members' Handbook & Bye-Laws

Incorporating Bye-Laws and Rules

The **Master Innholders** was founded in 1978 at the instigation of the **Worshipful Company of Innholders (WCI)**, one of the many **City Livery Companies**. Their origins lie in the medieval guilds that were formed under licence of the Crown and the Corporation to regulate their crafts, trades or services within the ‘square mile’. The **WCI** received its first charter from Henry VIII in 1515 and within seven years it was occupying a Hall on the present site in Dowgate Hill. From the earliest days, the **WCI** not only controlled the trade of Innkeeping but also distributed funds for charitable purposes, as it does to this day.

The formation of The Master Innholders was seen as a means of renewing the **WCI**’s connection with the hotel industry as, in common with many Livery Companies at the time, it had lost close links with its origins; in this case, with modern hotel-keeping.

Together with the **HCIMA**, the premier professional body, and a number of leading hoteliers, the award of **Master Innholder** was devised with the intention that its recipients would form an association committed to maintaining and extending the highest standards of competence and professionalism.

Membership of The Master Innholders is by application and selection. Candidates, who will normally be Members of the **Institute of Hospitality** (formerly the **HCIMA**) or a similar professional body, must submit to a rigorous selection process during which they must demonstrate not only their professional competence but also their willingness to work to improve standards throughout the industry. Where appropriate the **WCI** will sponsor successful candidates to become Freemen of the City of London.

The **objectives** of the Master Innholders are to influence standards and extend professionalism within the industry through personal example, management development, training and education. To this end they are involved in several activities:

- 1 They organise and manage the annual **General Managers' Conference** held each January at a London hotel. It is attended by over 400 delegates and attracts speakers from a variety of industries and professions.
- 2 The **Master Innholders Charitable Trust (MICT)**, funded by The Master Innholders, supports educational activities associated with the industry as recommended by the Executive.
- 3 The **Innholders Scholarships** are managed by The Master Innholders and funded jointly by the **WCI**, the **Savoy Educational Trust**, the **Lord Forte Foundation** and the **MICT**. These scholarships pay the costs for selected young hotel managers to attend short management courses.
- 4 The **Innholders Scholars** is the alumni society for those who have benefited from the **Scholarship** courses. Its committee organises events aimed at continued professional development. The Master Innholders also provides a one-to-one mentoring scheme which links a Scholar with a senior industry manager.
- 5 **Innholder Graduates** are young managers who have fully completed and passed the Master Innholders Aspiring Leaders programme. Currently this is a Level 5 ILM qualification. This is funded by a mix of their employer and the Master Innholders funds.

Bye-Laws

1. Memorandum and Articles of Association

1.1 The Master Innholders Limited was incorporated on 5th September 1990 as a company limited by guarantee and not having a share capital under the Companies Act 1985. Its company number is 2537054. The registered office is at Innholders' Hall, 30 College Street, London, EC4R 2RH.

1.2 The Memorandum and Articles of Association give the company a very wide remit, which is likely to embrace the development of any activities that members might wish to embrace in the foreseeable future.

1.3 Every member of the company undertakes to contribute up to £1 to the company's assets, should it be wound up, for payment of the company's debts and liabilities.

1.4 The Articles of Association include general rules governing the notice period for General Meetings, the arrangements for voting at such meetings, the appointment of directors. It refers to "rules or bye-laws". One purpose of this document is to record these Rules and Bye-laws.

1.5 The Executive Committee of The Master Innholders shall be the sole authority for the interpretation of the Rules and Bye-laws and its decisions shall be binding and final on the members.

2 Membership

2.1 Membership is open only to practising hotelkeepers who are ideally Fellows of the Institute of Hospitality. Members shall be elected by a Selection Committee consisting of members of the Master Innholders and invited members of the Court of the Worshipful Company of Innholders. The Executive will determine the basis of election. The Institute of Hospitality is consulted as part of the selection process and it offers Fellowship to those candidates who are acceptable.

2.2 Members who subsequently leave the UK hotel industry or retire (i.e. do not draw a full-time salary or fees from a UK hotel business or consultancy) may pay a reduced annual subscription. (See section 4.2)

3 Resignation

3.1 Any member may resign by giving notice in writing to the Executive. Any change in circumstances from being a "practising hotel-keeper" need not constitute a reason for resignation.

3.2 A member may lose his/her status if, in the opinion of at least 75% of the existing Membership, he/she has brought the Master Innholders into disrepute.

3.3 Members agree to attend a minimum number of meetings and events when they join. Persistent non-attendance may be deemed as resignation. This does not apply to retired members.

3.4 Any member failing to pay his/her subscription within three months of the due date without due reason will be deemed to have resigned.

4 Subscriptions

4.1 The amount of annual subscription shall be determined annually by the Members at the Annual General Meeting and shall become due on 1st July the following year (the due date)

4.2 There is a reduced rate for Retired Members and those based Overseas. Retired members may at any time pay a one-off Life Membership fee of £1,500, but this will not be discounted for payments previously made.

5 Management

5.1 The affairs of the members shall be managed by the Executive Committee (the Executive), which shall consist of the Chairman, Vice Chairman, Treasurer and other committee members, assisted by such Secretariat as the membership shall determine.

5.2 Members of the Executive are also Directors of the Company. The Directors have ultimate responsibility for the finances of the Company.

5.3 Decisions taken at Executive meetings will be based on simple majority, with the chairman having a second casting vote or additional vote in the event of an equality of votes.

5.4 Representatives of the WCI may be invited to attend Executive meetings in an advisory capacity.

5.5 The Executive and the Secretariat will be elected annually at the Annual General Meeting.

5.6 Any member may put forward his name for election on to the Executive, provided he/she gives at least 14 days' notice in writing to the Secretariat, and signed by a proposer and seconder, both of whom are members.

5.7 The Chairman will consult with members of the Executive over the appointment of the Vice Chairman or his successor before the matter is put to a vote at a General Meeting. It is to be assumed that the Vice Chair will become the next chairman.

5.8 The Executive shall have a minimum number of six and a maximum number of twelve members. It has the power to co-opt additional members, up to the maximum number. A quorum at an Executive meeting shall be four members.

5.9 Members are normally expected to serve on the Executive for between 4 and 8 years after which time they would stand down for at least one year. The incoming

Chairman and Vice Chairman are excluded from this arrangement and the Chairman would normally expect to stay on the Executive for one year following his period of office.

5.10 Whereas meetings will normally be held “live” in a meeting room, there is provision to hold meetings electronically or by conference call.

6 Expenses

The Chairman may claim reimbursement to compensate him / her for expenses and secretarial help over and above the cost of being an active member. The Executive will determine the maximum amount from time to time. As their attendance is required at MI events during their period of office, all direct costs associated with these events will be paid for by the Company. No other member may claim expenses.

7 Secretariat

The Secretariat will be paid annual fees for their services; the amount determined in advance by the Executive. They shall not be employees of the Company. Their appointment will be reconfirmed each year at the Annual General Meeting.

8 Annual General Meeting

An Annual General Meeting shall be held in every year not later than October to transact the following business:

- i) To receive and, if approved, to adopt a statement of the accounts for the preceding year ended 30th June.
- ii) To appoint an Auditor or Auditors.
- iii) To set the level of subscriptions for the following year.
- iv) To confirm the appointment of Chairman, Vice Chairman, the Treasurer and other committee members.
- v) To confirm the appointment of the Secretariat.
- vi) To consider and, if approved, sanction any proposed alterations to the Bye Laws and Rules.
- vii) To deal with any special matters which the Executive desires to bring before the members and to receive suggestions from the members for consideration by the Executive

9. Extraordinary General Meeting

An Extraordinary General Meeting may be convened at any time by the Executive or shall be convened within thirty days from the receipt of a requisition in writing, signed by not less than 10% of the Members specifying the object of the meeting, for any of the following purposes:

- i) To consider and, if approved, sanction any proposed alteration to the Bye Laws and Rules.
- ii) To deal with any special matter which the Executive may desire to place before the members including the expulsion of a member.
- iii) To receive the resignation of the Executive or to remove any member or members thereof from office and to fill any vacancy or vacancies caused thereby.
- iv) To deal with any special matter which the members requiring the meeting may desire to place before the members.

10 Notice of meetings, quorum, voting.

10.1 A notice convening any General Meeting shall be sent to the members not less than 21 days before the meeting and shall specify the matters to be dealt with. Notices may be sent by post or email.

10.2 At General Meetings the chairman shall have a casting vote or additional vote in the event of an equality of votes.

10.3 20% of the membership shall form a quorum at any General Meeting.

10.4 Proxies will be accepted by the chairman, up to 24 hours prior to a General Meeting.

11 Minutes

11.1 The Executive shall cause proper minutes to be kept of all proceedings, of all General Meetings and of all Executive meetings and of all business transacted at such meetings. Minutes may be distributed by post or electronically.

11.2 Any such minutes of any meeting having been properly signed by the Chairman, with the approval of the meeting, shall be conclusive evidence without further proof of the facts therein stated.

Membership benefits, rules and obligations.

Membership benefits

Members are invited to several events, both social and for their professional development. Membership provides a source of networking opportunities for its members. Members are kept abreast of the activities of the organisation and their

colleagues through the website, the newsletter and a regular flow of information from the Chairman and Secretariat. Most communication is via email, with printed copies sent to members who do not have email.

Obligations of members

The Master Innholders can only achieve its objects when the strength of its individual members has been collectively harnessed to develop initiatives for the benefit of the industry as a whole. This is largely achieved by the engagement of members, primarily at events organised by the Master Innholders.

Attendance at events

Members are required to attend at least three events including one business meeting and one social event each year. Persistent non-attendance at events may lead to disqualification from membership. The Executive reviews such cases annually. In the first instance, members will receive a letter from the Chairman reminding them of their obligations and their agreement to attend when they first joined.

There are currently six events each year that qualify for attendance: **Business events:** the Annual General Meeting and the General Managers' Conference; **Social events:** the General Managers' Conference Dinner, the Annual Banquet and the Court Dinner.

It is recognised that there will sometimes be circumstances which prevent members from attending events during the year. Should this be the case, the member's wider engagement with the industry will be considered, as will any support provide to the Master Innholders in some other way, such as hosting an Aspiring Leaders Diploma module or an Innholders Scholars spring or autumn meeting.

Helping others

Members are encouraged to use their networks and to work with other organisations in the hospitality industry to improve education, training, legislation, the image of the industry and in other areas that will enhance the quality and future prosperity of the industry.

Master Innholders Neck Collar

Members are presented with a neck collar. They are expected to wear their collar whenever they attend a MI or WCI event in the City of London and the General Managers' Conference Dinner. The wearing of the collar is also encouraged when attending other major industry events such as the Catey Awards, as this assists in raising the profile of the Master Innholders. Lapel pins also are provided for members to use on other occasions such as other industry events and regional meetings. The Executive will decide if members attending a funeral of a member should wear insignia.

Designatory Letters

Members are encouraged to add the designatory letters / post-nominals MI after their name in business correspondence and on business cards. It should appear after other designations; for example: OBE BSc FIH MI

Associated organisations and activities

Master Innholders Charitable Trust

(charity number: 270948)

The Master Innholders Charitable Trust is funded through receipts from the trading surplus of The Master Innholders Ltd at the end of the financial year. Its constitution limits the dispensation of its funds to supporting educational activities associated with the hospitality industry. It aims to expend surplus funds over and above an agreed reserve fund on activities recommended by the Executive of The Master Innholders.

The General Managers' Conference

A subcommittee of the Executive is responsible for organising the annual conference, which is held in London each January. It is the only conference organised by general managers for general managers and, as such, is widely regarded as the most important event of its type. The delegate ticket price is kept low to ensure that young managers with limited funds can afford to attend what is largely an educational event. This is possible through the generosity of a number of committed sponsors.

The Master Innholders Scholarships

The Worshipful Company of Innholders, The Savoy Educational Trust and the Lord Forte Foundation provide funds each year to finance the tuition fees for selected young managers to attend short management courses at Cornell University (USA) and Cranfield University School of Management. The Master Innholders Scholarship scheme is managed by The Master Innholders. Full details are posted on the website.

Master Innholders Aspiring Leaders Diploma

The Aspiring Leaders Diploma was developed in 2012 and has quickly become a popular and sought-after qualification for junior level supervisors and managers. The Aspiring Leaders programme provides structured learning, delivered across a variety of outstanding hotel venues. This unique experience allows junior managers to acquire the underpinning knowledge to better lead their teams while at the same time enabling them to expand their awareness of the industry. Once the “students” have completed the whole programme and passed the ILM level 5 examinations they become **Innholder Graduates**.

Innholder Scholars

These are the alumni of the Scholarship scheme. They organise a number of events each year, to aid their members continued professional development and to provide an invaluable networking opportunity with fellow graduates. They are also encouraged to attend the General Managers' conference.

Mentoring scheme

Any ambitious manager will gain much from having a mentor to help guide them through their career. A number of the more experienced industry professionals provide Innholder Scholars with a very personal mentoring opportunity. This scheme is organised by a Master Innholder.

Wine Educational Tour

Each year members are invited to nominate an appropriate member of staff to be entered for the wine educational tour. Participants are chosen by the supplier executives to attend this tour, which is led by a MI official or member.