

NOTICE OF EXTRAORDINARY GENERAL MEETING

BRITISH KINEMATOGRAPH SOUND AND TELEVISION SOCIETY C.I.C.

Company Number 412856

Notice is hereby given that an Extraordinary General Meeting of the Company will be held online on:

Date	Wednesday 21 October 2026
Time	18:00 UK local time
Venue	Online via Zoom

The meeting will be held using Zoom. Please request the Zoom link using the form on the IMIS website at: <https://movingimagesociety.net/imis-egm>

The meeting is being convened for the purpose of considering and, if thought fit, passing the following two resolutions as Special Resolutions.

Background to the proposed changes

The Society is currently rebuilding its membership and activities following a difficult period during which its future was in doubt. Considerable progress has been made, but continuity and experience within the Board remain particularly important at this stage.

Under the present Articles of Association, Directors are normally required to stand down after six consecutive years of service. The terms of office of two of the Society's current Directors will expire before Christmas. The Board therefore proposes extending the normal maximum period of service for Directors from six to ten consecutive years. The same normal maximum will apply to the President. In both cases, the Advisory Council will have the power to approve a further extension where it considers this appropriate in the interests of the Society. Previous continuous service will count towards the ten-year period.

The Board also proposes broadening the eligibility criteria for Associate Membership to reflect the different ways in which people enter, leave and maintain connections with the moving image industries. Under the proposed amendment, Associate Membership will be available to people who are currently working or have previously worked in the industry; graduates of moving image degree courses recognised by the Board; and people who can demonstrate a commitment to pursuing a career in the moving image industry.

These changes are intended both to maintain the Society's connection with experienced industry professionals who may subsequently have moved into other careers and to enable graduates and others seeking to establish careers in the industry to become involved with the Society at an earlier stage. Associate Membership will remain non-voting, and the existing requirements for progression to Full Membership will remain unchanged.

The two proposed changes are independent of one another and will therefore be put to members as two separate Special Resolutions.

SPECIAL RESOLUTION 1

Terms of Office of Directors and President

IT IS RESOLVED AS A SPECIAL RESOLUTION THAT the Articles of Association of the Company be amended as follows:

1. Article 26.5 shall be deleted and replaced with:

26.5 The President may hold office for a maximum consecutive period of ten years, provided that the Advisory Council may, before the expiry of that period, resolve to extend the President's term of office for such further period as it considers appropriate in the interests of the Company.

2. Article 26.6 shall be deleted and replaced with:

26.6 The Vice-Presidents, Honorary Treasurer, Honorary Secretary and Directors shall retire tri-annually but shall be eligible for re-appointment, save that no Director may serve more than ten consecutive years, provided that the Advisory Council may, before the expiry of that period, resolve to

extend the Director's term of office for such further period as it considers appropriate in the interests of the Company. This does not preclude such Directors from remaining on the Advisory Council once they cease to be Directors.

3. A new Article 26.6A shall be inserted as follows:

26.6A For the avoidance of doubt, in calculating a Director's consecutive period of service under these Articles, any continuous period served as a Director immediately before the adoption of the amendments made by this Special Resolution shall count towards the ten-year period.

4. In all other respects the Articles of Association shall remain unchanged.

5. These amendments shall take effect immediately upon the passing of this Special Resolution.

SPECIAL RESOLUTION 2

Associate Membership

IT IS RESOLVED AS A SPECIAL RESOLUTION THAT the Articles of Association of the Company be amended as follows:

1. Article 1.2(iv) shall be deleted and replaced with:

(iv) Associate Member - Non-Voting

An Associate Member shall be a person over the age of eighteen who pays the appropriate annual Membership fee and who:

- (a) is working, or has previously worked, in the moving image industry; or
- (b) has graduated from a recognised moving image degree course; or
- (c) can demonstrate a commitment to pursuing a career in the moving image industry.

An Associate Member shall be entitled to attend the Company's events and have access to the Company's resources in accordance with such arrangements as the Board may determine.

For the purposes of this Article, a "recognised moving image degree course" means a degree course recognised by the Board for this purpose.

The Board, or a committee authorised by the Board for this purpose, shall determine whether an applicant has demonstrated the commitment required under paragraph (c).

An Associate Member may apply to become a Full Member upon satisfying the requirements for Full Membership specified in Article 1.2(v).

2. In all other respects the Articles of Association shall remain unchanged.

3. These amendments shall take effect immediately upon the passing of this Special Resolution.

Voting

The two Special Resolutions will be considered and voted upon separately. A member may therefore vote in favour of one resolution and against the other.

Only members entitled to vote under the Articles of Association may vote on the resolutions. Under the existing Articles, Student Members, Associate Members and Emeritus Members are entitled to attend and speak but do not have voting rights.

Each Special Resolution requires a majority of not less than 75% of the votes cast on that resolution in order to be passed.

Appointment of a Proxy

A member who is entitled to attend and vote at the meeting is entitled to appoint a proxy to exercise all or any of their rights to attend, speak and vote on their behalf. The proxy need not be a member of the Company.

Proxy forms are available on the Society's website at: <https://movingimagesociety.net/imis-egm>

Members wishing to appoint a proxy should ensure that their completed proxy appointment form is received by the Society in accordance with the instructions accompanying the proxy form.

Attendance at the Extraordinary General Meeting

The Extraordinary General Meeting will be conducted online using Zoom.

To request the Zoom link for this meeting please visit: <https://movingimagesociety.net/imis-egm>

Members attending the meeting online will be able to participate in the meeting, ask questions and vote separately on each of the two Special Resolutions.

By order of the Board

Name: David Pope

Position: President

Date of Notice: 7 October 2026