

SPECIAL RESOLUTION 1 BEFORE THE ANNUAL GENERAL MEETING 2018

Resolution 1 proposes the acceptance of a completely rewritten 'Memorandum & Articles' of the IPS to incorporate a number of alterations accepted at previous AGMs, and to incorporate some alterations and simplifications as recommended by the 2006 Companies Act. The new 'M&A' has been written by a solicitor on our behalf and is acceptable to your Executive Committee. (Note that it is now integrated into one document, rather than two as previously).

SPECIAL RESOLUTION 1

Referring to a proposal to adopt a completely rewritten 'Memorandum & Articles' of the IPS.

Our existing Mem & Arts was rewritten in 2010 to incorporate eight Special Resolutions accepted at various AGMs between 2003 and 2009.

Since 2010, we have had to append three more Special Resolutions:

- From AGM2011 – The change of name from 'Institute Of Broadcast Sound' to 'Institute Of Professional Sound'.
- From AGM2015 – The alteration of the membership structure to abolish the 'Associate' category and to offer Associates conversion to either 'Full' or 'Affiliate' categories.
- From AGM2017 – To formalise the Exec Committee's ability to communicate with members electronically, and they with us.

In addition to these appendices, the Companies Act 2006 has superseded the Act on which our original Mem & Arts was based and permits alterations which are beneficial to the Institute.

You are therefore requested to vote acceptance of the new 'Memorandum and Articles' of the IPS, which incorporates all the above points and is accepted by your Executive Committee.