



Extra-ordinary Meeting of the BBC Board

MINUTES

11 December 2025
Broadcasting House, London, W1

ITEMS OF BUSINESS

1. Apologies and Conflicts of Interest
2. Minutes and Matters Arising
3. Editorial Guidelines and Standards Committee
4. Finance Case: Casualty
5. AOB

ATTENDANCE

Present

- Samir Shah Chair
- Tim Davie Director-General
- Damon Buffini Non-executive director
- Robbie Gibb Non-executive director
- Muriel Gray Non-executive director
- Michael Plaut Non-executive director
- Michael Smyth Non-executive director
- Marinella Soldi Non-executive director
- Leigh Tavaziva Group Chief Operating Officer
- Caroline Thomson Non-executive Director

Apologies: Chris Jones

With

- Paul Oldfield Chief of Staff to Chair and Director-General
- Chris Sandford Company Secretary
- Jo Clarke Secretary to the Board
- Rhodri Talfan Davies Director, Editorial
- Jonathan Munro Interim CEO News and Current Affairs (item 2)
- Peter Johnston Director, Editorial Complaints and Reviews (item 2)
- David Jordan Director, Editorial Policy and Standards (item 2)
- Richard Sambrook External Adviser, EGSC Review (item 2)
- Alice Macandrew Group Director, Corporate Affairs (item 2)
- Kate Phillips Chief Content Officer (item 3)

BOARD MINUTES 11 DECEMBER 2025

1. Apologies and Conflicts of Interest

- 1.1 Chris Jones had provided his apologies for this meeting.
- 1.2 No conflicts of interest were declared in addition to those already recorded.

2. Minutes and Matters Arising

- 2.1 The Minutes from the 16 October Board meeting were approved, subject to minor drafting amendments.
- 2.2 The Board noted the Matters Arising.
- 2.3 The Board noted an update on the publication of the Thematic Review of Portrayal and Representation, which would now be published following the Christmas break.
- 2.4 An announcement regarding the appointment of Bérangère Michel as the new Group CFO and Executive member of the Board would be made tomorrow. Her appointment would commence on 5 January 2026.

3. Editorial Guidelines and Standards Committee

- 3.1 The Board had requested that a piece of work should be conducted to assess the performance, structure, focus and governance of the Editorial Guidelines and Standards Committee ["EGSC"]. It had also requested a further analysis of the editorial issues raised by Michael Prescott, a previous external adviser to the Committee.

Review of the Editorial Guidelines and Standards Committee

- 3.2 At its meeting on 13 November the EGSC agreed the scope and terms of reference for the review, which would build on an effectiveness review which had been commissioned and conducted over the summer. The review would be led by Caroline Thomson, the senior independent director to the Board, with external expert oversight provided by Richard Sambrook, Professor of Journalism at Cardiff University.
- 3.3 The Board considered the completed review and discussed its recommendations, which covered the following key areas: a re-focusing of the Committee's terms of reference and remit; changes to the composition of the Committee and an increased non-executive membership; clarity around the Committee's relationship with both the Board

and Executive; a refinement of the role of the external editorial advisers and new operational processes supporting the work of the Committee.

- 3.4 The Board approved the review's recommendations; subject to, a simplification of the triage process, the restriction of executive membership to the Director-General only and drafting amendments. The revised report would return to the 18 December Board meeting for final sign-off.

Analysis of Editorial Issues

- 3.5 The Director, Editorial Complaints and Reviews had been asked to analyse the memo from Michael Prescott to identify where action had been taken and to recommend what further actions were necessary. The Board discussed a detailed breakdown of each of the individual points raised in the memo making clear what had been addressed and what the current position was.
- 3.6 The Board noted the assessment and requested a number of drafting amendments ahead of publication. The revised draft would return to the 18 December meeting of the Board.

4. Casualty Finance Case

[paragraph 4.2 redacted for commercial confidentiality]

- 4.1 The Board considered a paper which set out the deal for series 41 to 43 of *Casualty*, following the completion of a competitive tender. The decision was taken to tender the title in early 2025, as part of the BBC's 100% contestability requirement.
- 4.2 The Board discussed the terms of the proposed deal, Directors noted that the investment was fully funded from the Content budget.
- 4.3 The Board approved the finance case for the three series of *Casualty*.

5 AOB

- 5.1 The Board noted an update on the recruitment of a new non-executive member.