



Meeting of the BBC Board

MINUTES

12 December 2024
Broadcasting House, London

ITEMS OF BUSINESS

1. Chair's Introduction
2. Apologies and Conflicts of Interest
3. Minutes and Matters Arising
4. Board Reports
5. DG and Executive Reports
6. Charter Review
7. BBC Commercial: Strategy Update
8. Pension Update
9. Net Zero Transition Plan
10. AOB

ATTENDANCE

Present

- Samir Shah Chair
- Tim Davie Director-General
- Shumeet Banerji Non-executive director
- Damon Buffini Non-executive director (items 4 and 7 onwards)
- Robbie Gibb Non-executive director
- Muriel Gray Non-executive director
- Chris Jones Non-executive director
- Charlotte Moore Chief Content Officer
- Michael Plaut Non-executive director
- Nicholas Serota Non-executive director
- Michael Smyth Non-executive director
- Marinella Soldi Non-executive director
- Leigh Tavaziva Group Chief Operating Officer
- Deborah Turness CEO, News and Current Affairs

Apologies: None

With

- Chris Saul Observer
- Phil Harrold Company Secretary
- Jo Clarke Secretary to the Board
- Gautam Rangarajan Director, Strategy and Performance (items 4, 5 and 6)
- Rhodri Talfan Davies Director, Nations (items 4 and 5)
- Chris Rowsell Controller Regulation (4b)
- Alice Macandrew Director, Corporate Affairs (item 5)
- Paul Oldfield Controller, Policy (item 5)
- Rebecca Wallace Strategy Director (item 5)
- Tom Fussell CEO BBC Studios (item 6)
- Amanda Jones Interim CFO, BBC Studios (item 6)
- Alan Dickson Chief Financial Officer (items 7 and 8)
- Alison Fleming PWC (item 7)
- Danielle Mulder Group Director of Sustainability (item 8)

BOARD MINUTES 12 DECEMBER 2024

1. Chair's Introduction

- 1.1 The Chair opened the meeting by asking the CEO, News and Current Affairs to brief the Board on the BBC's coverage of the rebels' advance through Syria and how the BBC were able to be the only news organisation with journalists on the ground.

2. Apologies and Conflicts of Interest

- 2.1 No apologies had been received.
- 2.2 No conflicts of interest were declared in addition to those already recorded.

3. Minutes and Matters Arising

- 3.1 The Minutes from the 21 November Board meeting were approved.
- 3.2 The Board noted the Matters Arising.

4. Board Reports

Commercial Board

- 4.1 The Board noted an update from the Chair of the Commercial Board.

Sub-committee Reports

- 4.2 The Board noted and discussed written reports from the Editorial Guidelines and Standards Committee; the Remuneration and People Committee and the annual joint meeting of the Nations Committees, which had been held in Northern Ireland.
- 4.3 The Board noted an oral update from the Audit and Risk Committee. The Board discussed the procedures around bullying and harassment cases and how to improve these. A session on consequence management would go to the next meeting of the Committee.
- 4.4 The Board noted a report from a meeting of the Nominations Committee.

Re-appointment of a Non-executive Board Member

- 4.5 Nominations Committee approved the nomination of Leigh Tavaziva, Chief Operating Officer, to be re-appointed as an executive member for a further two year term at its meeting on 25 November.
- 4.6 The Board approved the proposed re-appointment as of 1 February 2025, for a period of two years.

Respect at Work Update

- 4.7 The Board noted an update on the Workplace Culture Review.

5. Director-General and Executive Report

- 5.1 The Director-General and the Chief Content Officer briefed the Board on the investigation of Gregg Wallace being conducted by the independent production company, Banijay, and the handling of any historic complaints received by the BBC. The Board also noted updates on the publication of the Tim Westwood Review, and the completion of the executive led report into the activities of Russell Brand during his time at the BBC.

Half Yearly Audience Performance Report

- 5.2 The Board discussed the half yearly performance report. It had been a strong year so far, with 22 out of 25 metrics meeting or exceeding their targets. In particular, the metric for watching more than two hours per week was well ahead and up year on year for all age groups; iPlayer weekly active accounts were up 12% year on year, exceeding the target path by 1 million accounts; and licence fees in force were above forecast in the face of challenging market conditions.
- 5.3 The Board discussed the report, focussing on improving the “fair and balanced” metrics and responding to challenges to them, as well as the programme strategy for 16-34’s.

Ofcom Annual Report on the BBC

- 5.4 The Board noted and discussed a number of reports recently published by Ofcom which related to the BBC: These were the seventh annual report on the BBC; a mystery shopping exercise into the ‘BBC First’ complaints process; the Local Media review; and a report on Equality, Diversity and Inclusion in UK Broadcasting.

5.5 The Board noted that this year’s annual report on the BBC’s compliance with its regulatory obligations and performance on delivering its Mission and Public Purposes was the most positive to date. Also, the mystery shopping exercise into the ‘BBC First’ complaints process had found that it was delivering well for audiences: complainants said that it was easy to contact the BBC and to use the complaints website and that that the majority of responses to complaints were timely, clear and easy to understand.

5.6 The Board noted the findings from the Ofcom reports and proposed next steps.

6. Charter Review

6.1 The Board discussed the BBC’s approach to the upcoming Charter Review process including the planned survey of people who hold online accounts with the BBC.

7. BBC Commercial: Strategy Update

7.1 The Board received an update on BBC Commercial’s strategy and performance, and the broader market context within which it operated.

7.2 Directors discussed BBC Commercial’s strategic alignment with the public service; capital allocation and the creation of capital value for the BBC Group.

8. Pension Update

2024 Actuarial Valuation

8.1 The Board considered a paper providing an update and assurance on the progress made on the 2024 valuation including the expected outcome.

8.2 The Board noted the outcome of the 2024 actuarial valuation of the BBC Pension Scheme and approved the signing of the 2024 Schedule of Contributions from the BBC to the Scheme and related agreements.

Appointment of an Independent Trustee to the Pension Board

8.3 Under the BBC Pension Scheme Trust Deed and Rules and the Matters Reserved for the Board, Independent Trustees are appointed by the BBC Pension Trust Board, with the approval of the BBC Board.

- 8.4 The Board considered a recommendation from the BBC Pension Trust Board's nomination panel for the appointment of an Independent Trustee.
- 8.5 The Board approved the appointment of the nomination panel's recommended candidate, Bridget Houghton as an independent trustee to the BBC Pension Board, for a term of three years, from 1 January 2025.

9. Net Zero Transition Plan

- 9.1 The Board approved the BBC's Net Zero Transition Plan, which set out the intended path to Net Zero by 2050/51 in line with the Transition Plan Taskforce Disclosure Framework, and its publication in the New Year.

10. AOB

- 10.1 The Board noted an update on progress with the iPlayer strategy.
- 10.2 The Chair noted that this was the last meeting of the BBC's Company Secretary, who was moving to another role, and thanked him for all the work he had done in supporting the Board and Director-General.