



Meeting of the BBC Board

MINUTES

19 November 2020
Held Via Video Conference

ITEMS OF BUSINESS

1. Apologies and Conflicts of Interest
2. Minutes and Matters Arising
3. Executive Reports
4. 2022 Licence Fee Process
5. Audio and Video Portfolio Review
6. Reporting Disinformation
7. Commercial Matters
8. Committee Reports
9. AOB

ATTENDANCE

Present

- David Clementi Chairman
- Tim Davie Director-General
- Shirley Garrod Non-executive director
- Tanni Grey-Thompson Non-executive director
- Ian Hargreaves Non-executive director
- Tom Ilube Non-executive director
- Ken MacQuarrie Director, Nations and Regions
- Charlotte Moore Chief Content Officer
- Steve Morrison Non-executive director
- Nicholas Serota Non-executive director
- Elan Closs Stephens Non-executive director
- Ashley Steel Non-executive director
- Fran Unsworth Director, News and Current Affairs

Apologies: There were no apologies

With

- Phil Harrold Company Secretary
- Jo Clarke Secretary to the Board
- Glyn Isherwood Chief Operating Officer
- Bob Shennan Group Managing Director (items 1-3)
- Gautam Rangarajan Group Director of Strategy and Performance (items 1-7)
- David Jordan Director, Editorial Policy and Standards (items 1-3)
- Kerris Bright Chief Customer Officer (item 3d)
- Clare Sumner Director, Policy (item 4)
- Rhona Burns Finance and Operations Director, Radio (item 5)
- David Pembrey COO, Content (item 5)
- Marianna Spring Specialist Disinformation and Social Media Reporter (item 6)
- Tom Fussell Acting CEO, BBC Studios (item 7)
- Bal Samra Commercial Director (item 7)
- David Moody Director, Strategy, BBC Studios (item 7)

1. Apologies and Conflicts of Interest

1.1 There were no apologies for this meeting.

2. Minutes and matters arising

2.1 The minutes from the 15 October meeting were approved.

2.2 The Board noted the Matters Arising paper and updates on the actions from the last meeting.

3. Executive Reports

3.1 The Director-General opened the meeting by noting that the appointment of Lord Dyson to lead the independent investigation into allegations about how Martin Bashir's interview of Diana, Princess of Wales for *Panorama* had been obtained had been broadly supported. The Terms of Reference for the investigation had also been published and Lord Dyson has publicly stated that he would start work on the investigation straight away.

3.2 Within the BBC it was noted that the approach and response to Covid was being adapted as guidance changed. Productions were continuing across the UK, with teams dealing well with different rules in different parts of the country. Care was being taken across workplaces to ensure safety standards were maintained and staff continued to socially distance appropriately.

3.3 The Chief Content Officer provided an update on recent content highlights. These included the growing audiences for the new series of *Top Gear* and *His Dark Materials*; the launches of this season's *Strictly Come Dancing*, which had its biggest audience since 2016, and *Roadkill*, which had launched with an audience of 7.4m. Despite the constraints of the pandemic, the production of the Royal British Legion Festival of Remembrance had worked very well and had proved popular with audiences. With regard to audio, drive-time radio shows had been affected by the drop in commuting but BBC Sounds was performing well; the podcast *Americast* by Emily Maitlis and Jon Sopel had been attracting very large audiences. Plans were being drawn up for content during the next phase of Covid, including a renewed offer from Bitesize and planned seasons to mark a unique Christmas and New Year.

3.4 The Director, News and Current Affairs provided an update on performance. Audiences were highly engaged in coverage of the Covid crisis. The Prime Minister's England

lockdown announcement on 31 October brought huge audiences to the BBC, with 16m tuned in on BBC One alone. When new local Covid restrictions for Northern Ireland were announced on 22 September the *BBC Northern Ireland News Special* became the most watched BBC NI local programme of 2020 and *Wales Today* saw its highest audience since 10 May when rules were eased there. Coverage of the US Presidential Election had also attracted a large audience with BBC News Online drawing record numbers on 4 November from both inside and outside the UK.

- 3.5 The Chief Financial Officer provided an update on income and expenditure.
- 3.6 The BBC's Managing Director provided an update on operations and headcount across the BBC Group. An outage had occurred on BBC One and a report on the issues and resulting learnings would go forward to the Audit and Risk Committee. The Board noted progress with the re-structuring programme.
- 3.7 The Board noted the Editorial Standards Report. Complaints had fallen back to normal levels this month. The new Social Media and Impartiality Guidance had been published.

Equality and Human Rights Commission Report

- 3.8 The Equality and Human Rights Commission report into pay at the BBC had been published. The report found no evidence of unlawful acts and recognised that the BBC had made progress in the development of robust systems for pay. The Executive had been speaking to staff groups about the report and intended to learn from it.

Performing Rights Society

- 3.9 The Board noted an update on discussions with the Performing Rights Society regarding the BBC's licensing arrangements.

Over 75's Licence Fee Policy Implementation

- 3.10 The Board noted an update on the implementation programme for the over 75's licence fee policy. The programme continued to perform ahead of target and customer satisfaction rates were good. The Board noted plans for further customer communications.

4. Licence Fee 2022

- 4.1 The Board noted a further update on plans for the 2022 Licence Fee settlement process.

5 Audio and Video Portfolio Review

- 5.1 The Board considered an overview of the video and audio portfolios assessed on the basis of audience performance, value for money and delivery of the public purposes as set out in the Charter. The analysis was intended to help optimise delivery of the BBC's key audience objectives of building a valued daily habit and a BBC for all whilst taking into account the BBC's public service broadcasting duties.
- 5.2 The Board commended the thoroughness of the analysis which underpinned the reviews. Directors discussed a number of initial proposals to improve the performance of the portfolio, which included:
- Reducing the volume of lower-performing titles in order to invest in high impact content
 - Strengthening key existing brands
 - Increasing iPlayer availability and exclusivity
 - Increasing impact across the Nations & Regions in order to deliver greater portrayal across the UK
 - The development of plans within News and Current Affairs
- 5.3 The Board approved the initial proposals for implementation which would be worked into the upcoming Budget discussions. Directors noted that further recommendations would return to the Board in February.

6 Reporting Disinformation

- 6.1 The Board noted a briefing from BBC News's Specialist Reporter on Disinformation and Social Media, Marianna Spring. Directors discussed the rise of disinformation and the spread of conspiracy theories and how the BBC was addressing it through programmes and services.

7 Commercial Matters

[paragraph 7.6 redacted for commercial confidentiality]

Group Commercial Strategy

- 7.1 The Board considered a paper which set out a framework of priorities for the BBC's Group Commercial Strategy, and how it supported the overall corporate goal of a BBC that delivers greater value for all.
- 7.2 The Board agreed that a high-level framework should be put in place to help guide both the BBC's immediate and longer-term commercial decisions and that the aims of the strategy should be:

- to put the licence fee first in the UK by supporting the BBC's core purposes and by maximising attribution and credit to the BBC;
- to maximise long-term sustainable value creation for the Group;
- to optimise our longer-term creation and control of intellectual property as well as capturing value from ownership; and
- to prioritise targeted direct-to-consumer propositions, where possible, so we can strengthen our relationship with audiences.

7.3 The Board noted that the draft strategy had been discussed at the Commercial Holdings Board's most recent meeting and approved with minor changes.

7.4 The Board approved the Commercial Strategy.

BBC Video UK Routes to Market

7.5 The Board considered an initial paper on options around the BBC's commercial routes to market in video. Directors discussed the options and agreed that flexibility would be a key requirement during the coming period. The Board noted that a further development of the work would come to a future Board meeting.

BBC's Relationship with BBUK

8. Committee Reports

8.1 The Chair of the Remuneration Committee reported on its most recent meeting. The Chair of the Commercial Holdings Board, Elan Closs Stephens had joined the meeting to discuss the proposed BBC Studios production incentive scheme and the UK pay gap report for BBC Studios.

8.2 The Chair of the Editorial Guidelines and Standards Committee reported on its latest meeting. The Committee had provided further scrutiny of the final drafts of the new Guidance on Individual use of Social Media.

8.3 The Chair of the Audit and Risk Committee reported on its most recent meeting, which had considered the commercial subsidiaries. Items for discussion had included risks and controls in BBC Studios and Global News Ltd. It had been Ashley Steel's last meeting of the Committee before her departure and the Chair thanked her for her contribution.

8.4 The Chair of the Fair Trading Committee reported on its most recent meeting. Items for discussion had included the Fair Trading Risk Report and BBC Studios Fair Trading

Assurance. Ofcom had also joined the meeting for their annual discussion session, including an update on cross promotion.

- 8.5 The Chair of the Wales Committee reported on its most recent meeting. Items for discussion had included reports from the Director, Wales and Director, Nations and Regions and a discussion on audience performance.
- 8.6 The Chair of the Scotland Committee reported on its most recent meeting. Items for discussion had included an update on Nations and network co-commissioning and the performance of the Scotland Channel.
- 8.7 The Chair of the Northern Ireland Committee reported on its most recent meeting. Items for discussion had included plans for the coverage of Northern Ireland's centenary, news coverage of the coronavirus pandemic and the audience report.
- 8.8 The Chairman reported on the most recent meeting of the Nominations Committee. The Committee had made two nominations for Board approval. Shirley Garrod had been nominated to replace Ashley Steel on the Nominations Committee. The Board approved the nomination. The Board was also asked to consider the following paper:

Extension of Appointment of a Non-executive Director

- 8.9 The Board was asked to approve the extension of Tanni Grey-Thompson's appointment to the Board from completion of her current term on 3 April 2021 until 31 December 2021. The Board approved the extension.
- 8.10 The Chair of the Commercial Holdings Board ("CHB") reported on its most recent meeting. CHB had discussed and approved the Group Commercial Strategy on route to the Board and received updates on the commercial subsidiaries. The Board was requested to note the following paper:

Global News Ltd: Trading Status and Going Concern Assurance

- 8.11 The Board noted the paper.

9 AOB

Dr Ashley Steel

- 9.1 The Chairman expressed his thanks to Ashley Steel for all her hard work and commitment on the occasion of her last Board meeting. Ashley had been the Non-executive member for England since the Board's inception in 2017 and as such she had

travelled extensively throughout the country meeting a diverse range of audiences and representing their views at the Board. Dr Steel had also been an active member of the BBC's Audit and Risk Committee and had made a considerable contribution to its work.