



Meeting of the BBC Board

MINUTES

15 September 2023
The Mailbox, Birmingham

ITEMS OF BUSINESS

1. Chair's Introduction
2. Apologies and Conflicts of Interest
3. Minutes and Matters Arising
4. Board Business and Reports
5. Director-General's Update
6. Regulatory Matters
7. AOB

ATTENDANCE

Present

- Elan Closs Stephens Chair
- Tim Davie Director-General
- Shumeet Banerji Non-executive director
- Damon Buffini Non-executive director
- Chris Jones Non-executive director
- Charlotte Moore Chief Content Officer
- 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:

- Robbie Gibb
- Muriel Gray

With

- Phil Harrold Company Secretary
- Jo Clarke Secretary to the Board
- Gautam Rangarajan Director, Strategy and Performance
- Rhodri Talfan Davies Director, Nations (items 4 and 5)
- Alan Dickson Chief Finance Officer (items 5 and 6)
- Alan Bainbridge Director, BBC Workplace (item 5)
- Clare Sumner Director, Policy (item 4)
- Kerris Bright Chief Customer Officer (item 4)
- Paul Oldfield Controller, Policy (item 4)

BOARD MINUTES 15 SEPTEMBER 2023

1. Chair's Introduction

- 1.1 The Chair extended a warm welcome to the new non-executive Board members, Chris Jones and Marinella Soldi.
- 1.2 The Chair reflected on the work undertaken across the awaydays and noted that today's formal business meeting would be a shorter session than usual.

2. Apologies and Conflicts of Interest

- 2.1 The Chair noted that there were apologies from Robbie Gibb and Muriel Gray.
- 2.2 No conflicts of interest were declared in addition to those already recorded.
- 2.3 The Board noted the declaration of significant recent meetings with politicians, senior officials and stakeholders submitted by the Chair.

3. Minutes and Matters Arising

- 3.1 The Minutes from the 20 July and 24 August Board meetings were approved.
- 3.2 The Board noted the Matters Arising paper. Board members requested that an update on Whistleblowing and an overview of the Across the UK project should be scheduled.

4. Board Business and Reports

Committee Reports

- 4.1 The Board noted a written report on the most recent meeting of the Commercial Board.

Committee Membership

- 4.2 The Board considered a number of nominations to Committees. The Board would consider Committee membership and Terms of Reference in full when the new BBC Chair was in place.

4.3 The Board approved the following appointments:

- Damon Buffini as a member of Remuneration Committee, subject to his availability and with the proviso that he would not serve as Chair.
- Chris Jones as a member of Fair Trading Committee.
- Muriel Gray as Chair of Fair Trading Committee
- Michael Smyth as a member of the Wales Committee

Radio Cymru 2 PIT

4.4 The Charter requires that the Board must consider proposals for material changes to the UK Public Services, and must assess both the public value and impact on competition of such proposals. As such the BBC Board must decide whether the proposal for Radio Cymru 2 to be a UK Public Service in its own right (due to increase in unique content hours) met the Public Interest Test.

4.5 The Board considered a paper summarising the responses to the consultation; the public value analysis, and market impact analysis. In conclusion it proposed that the Public Interest Test was satisfied.

4.6 The Board approved the Public Interest Test for Radio Cymru 2 as a UK Public Service in its own right as the market impact would be negligible and the public value to younger and less fluent Welsh speakers in Wales would be significant.

5. Director-General's Update

5.1 The Director-General provided the Board with an update on content highlights and audience performance over the summer. It had been an outstanding season of the Proms with the Albert Hall at 93% of its capacity for the festival. The Women's World Cup and World Athletics Championship had generated strong audiences. The Board noted that Barbara Slater, Director Sport, was to retire and thanked her for her contribution.

5.2 The Board noted an update on the Social Media Review and the production of the new social media guidance.

5.3 The Board noted an update from the Chief Operating Officer, including progress with the review of non-editorial complaints handling and changes to the structure and governance of BBC India.

5.4 The Director-General's Update was noted.

Digbeth Finance Case

- 5.7 The Board noted a paper detailing a proposal to vary the lease arrangements for the broadcast facility in Digbeth, Birmingham. The paper had been updated following the issue of a section 114 notice to Birmingham City Council. An amended paper would come to the Board after finalising the outcomes from due diligence work.

Everyone TV

- 5.8 The Board has a duty to consider all material changes to the BBC's joint venture arrangements. Board members considered proposals for a new three-year funding agreement for Everyone TV Ltd and DTV Services Ltd (Freeview).
- 5.9 The Board noted the competition and regulatory legal assessment.
- 5.10 The Board noted that a final investment proposal to support the funding had been approved and was available on request.
- 5.11 The Board approved an increased level of investment in the Everyone TV venture and a three-year commitment to its funding.
- 5.12 The Board approved delegated authority to the Group Chief Operating Officer to agree any non-material changes to the proposals and sign the legally-binding members agreements.

6. Regulatory Update

Mid-term Review

- 6.1 The Board noted a paper providing an update on the Mid Term Review process and recommendations. The Board noted the final recommendations of the Review and agreed in principle the changes to the Framework Agreement recommended by the Review.

Licence Fee Uplift

- 6.2 The Board considered a paper reviewing the programme to plan and implement the 2024 Licence Fee uprating and the financial impact.

7. AOB

- 7.1 The Board noted that the results of an investigation by Channel Four's *Dispatches* programme and The Times / The Sunday Times would air over the weekend.