



Meeting of the BBC Board

MINUTES

23 January 2024
Broadcasting House, London

ITEMS OF BUSINESS

1. Chair's Introduction
2. Apologies and Conflicts of Interest
3. Minutes and Matters Arising
4. Budget
5. Future Strategy
6. Board Business and Reports
7. Executive and Director-General's Report
8. Quarterly Performance Report
9. AOB

ATTENDANCE

Present

- Elan Closs Stephens Chair
- Tim Davie Director-General
- Shumeet Banerji Non-executive director
- Damon Buffini Non-executive director
- Robbie Gibb Non-executive director [items 1-7, and 9 onwards]
- Muriel Gray 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

Chris Jones

With

- Samir Shah Observer
- Phil Harrold Company Secretary
- Jo Clarke Secretary to the Board
- Alan Dickson Chief Financial Officer (items 4 and 8)
- Rhodri Talfan Davies Director, Nations (items 4 - 8)
- Kerris Bright Chief Customer Officer (item 4)
- Tom Fussell CEO, BBC Studios (item 4)
- Gautam Rangarajan Director, Strategy (item 4 onwards)
- Alice Macandrew Director, Corporate Affairs (item 5)
- Steve Carson Director, Scotland (item 4d)
- David Jordan Director, Editorial Policy and Standards (items 7b and 8)
- Dan McGolpin Director, iPlayer and Channels (item 8b)

BOARD MINUTES 23 JANUARY 2024

1. Chair's Introduction

- 1.1 The Chair welcomed Samir Shah to the meeting, which he would observe, ahead of taking up his role as the new Chair of the BBC Board in March.

2. Apologies and Conflicts of Interest

- 2.1 Chris Jones was an apology for the meeting.
- 2.2 No conflicts of interest were declared in addition to those already recorded.
- 2.3 The Board noted that Robbie Gibb had not received the paperwork for the sports rights discussion and would step out of the Boardroom whilst it took place.

3. Minutes and Matters Arising

- 3.1 The Minutes from the 7 December Board meeting were approved.
- 3.2 The Board noted the Matters Arising paper.

4 Budget Update

- 4.1 Following the discussion at the December Board, and completion of the divisional budget meetings, the Board considered a further update on the draft public service and commercial budget position.
- 4.2 The Board discussed the update and noted the position. Directors requested that the Commercial Board explore additional options regarding the dividend paid to the public service. The Board noted that a further briefing would take place ahead of the final approval session at the March Board meeting.

5 Future Strategy

- 5.1 The Board discussed a document to be published setting out the next phase of the BBC's strategy.

5.2 Directors discussed the draft document and suggested a number of amendments.

Strategic Technology Partnership

5.3 The Board noted an update on plans to develop the BBC's strategic technology partnerships.

6. Board Business and Reports

Committee Reports

6.1 The Board noted and discussed written reports on the most recent meetings of the Editorial Guidelines and Standards and Remuneration Committees.

Signing Authority: Board Resolution

6.2 The board approved an amendment to the BBC's signing authority protocol which provided for the addition of the Chief Financial Officer to the list of individuals considered as an Officer of the Corporation for the purposes of signing authority.

Third Thematic Review: Update on Terms of Reference

6.3 The Board discussed an update on plans for the third thematic review. A draft terms of reference and nomination for joint chairs would return to the Board.

Remuneration Committee: Terms of Reference

6.4 The Board approved a number of changes to the terms of reference for the Remuneration Committee which had arisen from the Board and Sub-committee effectiveness review conducted earlier in the year.

BBC/MG Alba Partnership Review

6.5 The Board considered a paper proposing amendments to its partnership with MG ALBA to deliver Gaelic language services in Scotland following a review of the relationship.

6.6 The Board approved an updated partnership agreement which better reflected the digital landscape, supported new talent development and improved the governance of the partnership.

7. Executive and Director-General's Report

- 7.1 The Director-General opened the session by updating the Board on the performance of the Christmas schedule. Strong content highlights had ensured that the BBC had achieved 9 of the top 10 shows on Christmas Day. In Christmas week reach was at 92% for all adults and 86% for younger audiences. iPlayer had performed strongly with a record-breaking 29.8m requests on New Year's Day. Local services, supported by newly enhanced online news provision, had provided comprehensive coverage and information to audiences affected by flooding over the period.
- 7.2 The Board received an update on the proposals for a licence fee funding review by DCMS and progress with the Mid-term Review of the BBC's governance and regulatory arrangements.
- 7.3 The Board noted a number of industry and market updates, including progress with BBC Studios' acquisition of BritBox International.
- 7.4 The Chief Operating Officer provided an update on finance and operations, including current risk management activity. Directors noted an update on ongoing investigations and reviews.
- 7.5 A new company structure had been announced for the BBC in India to allow for News teams to report in compliance with local laws; the full governance arrangements would come to the next Board meeting for information.
- 7.6 The Board noted a briefing on the safety and security of BBC staff and their families in Gaza.
- 7.7 The Executive and Director-General's Report was noted.

Annual Plan 2024-25

- 7.8 The Board noted a paper setting out the approach to this year's Annual Plan.

Update on News Coverage

- 7.9 Directors noted a briefing from the CEO, News and Current Affairs, on key areas of news coverage over the coming year and the challenges they would present to news teams. Directors also discussed an update on coverage of the conflict in the Middle East and preparation for the UK Mayoral, Local and General elections.

8. Sports Rights

[paragraphs 8.1 and 8.3 redacted for commercial confidentiality]

8.1 The Board considered a paper requesting a mandate for the acquisition of sports rights.

8.2 The Board discussed the proposed mandate, noting the value of the content to audiences, and discussed its impact on the rest of the sport portfolio. The Board requested that a full session on the BBC's wider Sports Strategy should take place later in the year, when the new Director, Sport, was in post.

8.3

8.4 The Board approved the formation of a delegated authority sub-group to include the Director-General, Chief Content Officer and Group Chief Operating Officer to oversee and approve the bid strategy and the final terms of this acquisition.

9 Quarterly Performance Report

9.1 The Board considered the quarterly performance report. Directors discussed the audience performance scorecard for the October-December quarter. The Board noted that iPlayer and Sounds had performed strongly over the period. Improvements had been achieved in universal reach figures and time spent with BBC content, but challenges remained in terms of chosen often metrics and public perception of the BBC.

9.2 The Board noted an update from the Director, Nations on audience performance across the Nations and regions. A strong content offer had improved performance in Northern Ireland over the quarter.

9.3 The Board noted an update from the Chief Operating Officer on organisational and financial performance.

9.4 The Board noted an update on progress with the BBC's major projects and operational and compliance risks. Directors discussed the ongoing investigation by the Competition and Markets Authority into the production and broadcast of sport and television content.

9.5 The Board noted and discussed the Editorial Standards Report. Complaints had now reduced to normal volumes following a spike in numbers in October as a result of conflict in the Middle East.

iPlayer Quarterly Update

9.6 The Board noted the quarterly iPlayer update. Key targets had been met in reach and consumption, but there were still challenges with the targets for the under 35 age group. Directors discussed plans for enhanced content discoverability and live coverage during the year, as well as developments in the wider SVOD market.

10 AOB

10.1 On the occasion of her last meeting, the Board expressed its gratitude to Dame Elan Closs Stephens, thanking her for her work as its Chair over the preceding period and her commitment to the BBC throughout her time both as the Board member for Wales and as a member of the BBC Trust.