



## **Meeting of the BBC Board**

### **MINUTES**

20 May 2021

Held Via Video Conference

#### ITEMS OF BUSINESS

1. Joint Session with Ofcom
2. Apologies and Conflicts of Interest
3. Minutes and Matters Arising
4. Committee Reports
5. Executive Reports
6. Staff Culture and Development
7. Content Spend Across the UK
8. AOB

## **ATTENDANCE**

### Present

- Richard Sharp                      Chairman
- Tim Davie                              Director-General
- Shirley Garrood                      Non-executive director
- Robbie Gibb                           Non-executive director
- Tanni Grey-Thompson              Non-executive director
- Ian Hargreaves                      Non-executive director
- Tom Ilube                              Non-executive director
- Charlotte Moore                      Chief Content Officer
- Steve Morrison                      Non-executive director
- Nicholas Serota                      Non-executive director
- Elan Closs Stephens                Non-executive director
- Leigh Tavaziva                      Group Chief Operating Officer
- Fran Unsworth                        Director, News and Current Affairs

Apologies: There were no apologies

### With

- Phil Harrold                        Company Secretary
- Jo Clarke                              Secretary to the Board
- Maggie Carver                        Chair, Ofcom (item 1)
- Melanie Dawes                        CEO, Ofcom (item 1)
- Kevin Bakhurst                        Group Director, Content and Media Policy (item 1)
- Clare Sumner                         Director, Policy (item 1)
- Chris Rowsell                         Controller, Regulation (item 1)
- Gautam Rangarajan                    Group Director, Strategy and Performance (items 1-7)
- David Jordan                         Director, Editorial Standards and Policy (item 4b)
- Ric Bailey                              Chief Political Advisor (item 4b)
- Ken MacQuarrie                        Group Director, Projects (item 4b and 4c)
- Rhodri Talfan Davies                 Director, Nations (item 4b and 7)
- Glyn Isherwood                        Chief Financial Officer (item 5a)
- Bob Shennan                         Managing Director (item 6)
- Rachel Currie                         Group HR Director (item 6)
- David Pembrey                        COO, Content (item 7)

## DRAFT BOARD MINUTES 20 MAY 2021

### **1. Joint Session with Ofcom**

- 1.1 The Board was joined by Maggie Carver, Chair of Ofcom, Melanie Dawes, the CEO of Ofcom, and Kevin Bakhurst, Group Director, Media and Content Policy, for an introductory session with new Board members and to discuss the current media environment.

### **2. Apologies and Conflicts of Interest**

- 2.1 There were no apologies for this meeting.
- 2.2 There were no conflicts of interest declared.
- 2.3 The Chairman welcomed Robbie Gibb, Board member for England to his first full meeting of the Board.

### **3. Minutes and Matters Arising**

- 3.1 The minutes from the 22 April Board meeting were approved.
- 3.2 The Board noted the Matters Arising paper and updates on the actions from the last meeting.
- 3.3 The Board noted the new operating structure for the Design and Engineering function.

### **4. Committee Reports**

- 4.1 The Chair of the Commercial Holdings Board reported on its most recent meeting. In addition to its regular business the Committee had considered the commercial section of the draft Annual Report and Accounts 2020-21. The performance of BBC Studios and BBC Studioworks had been strong over the period and had out-performed initial expectations.

#### *Editorial Guidelines and Standards Committee: Election Coverage*

- 4.2 The Chair of the Editorial Guidelines and Standards Committee introduced a briefing session on the May elections coverage and its performance with audiences across the UK. Teams across network, nations and local news had delivered the coverage with a

high degree of professionalism which had been appreciated by audiences. Over 15 million adults watched BBC election results programming, with strongest audiences in Scotland and Wales, and Online traffic to news had increased 30% week on week for the results.

- 4.3 The Board thanked the Director, Editorial Standards and Policy, the Chief Adviser, Politics, and editorial teams in News and in the Nations and English regions for all their work during the Election period.

## 5. Executive Reporting

- 5.1 The Director-General opened the Executive reporting section of the meeting by noting that the BBC had received the report from Lord Dyson's investigation into the *Panorama* interview of Princess Diana by Martin Bashir and accepted it at an extra-ordinary meeting of the Board on 18 May. The report would be published later in the day. The *Panorama* investigation into the same issue would be broadcast that evening.
- 5.2 The BBC and ITV had reached agreement with Six Nations Rugby to deliver all three Six Nations Championships (Men's Six Nations matches shared with ITV and Women's Six Nations and Men's Under-20's shown on the BBC exclusively) from 2022 to 2026 within the terms agreed by the Board.
- 5.3 News had been dealing with a complaint from Sir James Dyson about reporting of his text messages with the Prime Minister. An online apology and clarification had been issued.
- 5.4 The Board noted a number of updates relating to organisational change and operations. The first quarterly report from the new register of external engagements had been published this month, providing more transparency on the activities of on-air journalists. A more hybrid model of working would be adopted for most staff post-Covid which would have implications for the property estate.
- 5.5 The Board noted an update on the LF 2022 licence fee settlement process.
- 5.6 Director, Content provided an update on performance. *Line of Duty's* finale averaged an overnight audience of 12.8 million people, a 56% share of the audience, making it the biggest overnight episode for a TV drama since modern records began in 2002. Over seven days the programme had achieved consolidated viewing figures of 16 million. The series had received 50 million iPlayer requests across the month, 16 million of which were from 16-34 year olds. Radio 1's *Relax* had launched on BBC Sounds and in its first full week, 58,000 people had tuned into the stream. New drama commissions had been announced and a very large number of shows were now entering production.

- 5.7 The Director, News and Current Affairs provided an update on performance. Audience reach had fallen slightly as the worst of the pandemic receded. The Board noted that a refresh of the BBC News app was in development. The Board noted an update on the implementation of the 'Across the UK' plans in News.
- 5.8 The Board discussed the audience performance data. Audience performance targets would be reviewed in the Autumn in line with Budget planning.
- 5.9 The Board noted an update on the year-end financial position. The commercial subsidiaries and licence fee income had performed ahead of budgetary forecast. The Audit process was nearing completion and no material adjustments were expected to be required.
- 5.10 The Board noted an update on Operations. The Across the UK plans would be included in the critical projects portfolio with monthly reporting to the Board. The situation with Covid in India and the conflict in the Middle East had been identified as high risk and mitigations were in place to protect staff.

#### *Freesat/DUK Merger*

- 5.11 The Board is required to consider all material changes with regard to the BBC's joint venture arrangements. Following its approval of the Heads of Terms for the acquisition of Freesat by Digital UK (DUK) and for Channel 5 to potentially join DUK at its meeting in December 2020 the Board considered the documentation for final approval of the changes to the arrangements.
- 5.12 The Board noted the competition and regulatory legal assessment and a Group Corporate Finance and Tax value for money assessment in relation to the proposal.
- 5.13 The Board approved delegated authority to the Group Chief Operating Officer to sign a legally binding membership agreement for DUK, adding Channel 5 as a member, and other ancillary agreements to facilitate these two transactions.
- 5.14 The Board noted that the Directors of BBC Free to View (Satellite) Ltd would need to sign a Share Purchase Agreement for the sale of all shares in Freesat to Digital UK Trading, a wholly owned subsidiary of DUK.

## **6. Staff Culture and Development**

- 6.1 The Board discussed an update on the BBC's staff culture and development programme, which included a set of guiding principles for those working at the BBC and associated initiatives around leadership, career development, and specific workstreams dealing with social inclusion and diversity.

6.2 The Board considered the plans for the programme. Directors agreed that the work was of high importance and care would be needed in its implementation and associated communications plan. Further developments of the work would return to the Board.

## **7 Content Spend Across the UK**

7.1 The Board considered a paper which provided an overview of the BBC's Network TV investment strategy within the wider Across the UK plans, including how the objective of achieving 60% of commissioning spend out of London by the end of the Charter period would impact each nation. It also outlined how Network and all four Nations were working together to increase the levels of portrayal in BBC content and create higher impact hours through co-commissioning.

7.2 Directors were supportive of the plans, which they agreed would play a critical part in achieving the BBC's goal to distribute more value across the UK and to better reflect and serve all audiences. The Board discussed how to communicate the ambition of the changes to stakeholders and audiences effectively.

## **8 AOB**

8.1 There was no other business.