

## BBC Studioworks Limited Executive Committee

### Terms of Reference

#### 1. Constitution

The BBC Studioworks Executive Committee (the 'Committee') is a sub-committee of the Board of BBC Studioworks Limited ('BBC Studioworks') and is attended by BBC Studioworks senior management.

#### 2. Authority of the Committee

The authority of the Committee is delegated to it by the BBC Studioworks Board, the BBC Commercial Holdings Board and BBC Executive Board.

#### 3. Remit and Responsibilities

The Committee is the executive approval body of BBC Studioworks and is responsible for:

- High-level management decision-making for the company – the forum for any decisions within executive management's authority or as delegated to executive management by the Studioworks Board, Commercial Holdings Board or BBC Executive Board
- Defining and delivering strategic direction for the company
- Leadership forum for the company encompassing all corporate matters e.g. health and safety, commercial strategy, operations, major investments, financial performance, HR management, business compliance and property

#### 4. Membership and attendance

The composition of the Committee shall be as follows:

- Managing Director (Chair);
- Head of Studios and Post Production Services (alternate Chair);
- Head of Finance and Business Operations;
- Commercial Manager; and
- Operations Managers – Studios and Drama

The Business and Communications Coordinator, or their nominee, shall act as the Secretary of the Committee and shall attend all meetings.

Others may be invited to attend all or part of the meeting, as required.

## 5. Quorum

The quorum of the Committee shall be any three consisting of at least one of the Managing Director or the Head of Studios and Post Production Services. In the absence of the Managing Director, certain significant items of business will be subject to their separate approval.

## 6. Frequency of Meetings

As a general rule, the Committee will meet weekly, other than by exception. Normally, the meetings will be held on Mondays at BBC Elstree or at 6 Television Centre.

## 7. Conflicts of Interests

The Committee members must avoid situations in which they have, or could be perceived to have, a direct or indirect interest that conflicts or potentially conflicts with the interests of BBC Studioworks or the BBC group. All conflicts or potential conflicts must be notified to the Secretary who shall hold these in a register of conflicts.

Any conflict or potential conflict of interest may be authorised by the Committee to the fullest extent permitted by law. However, where a Committee member who has a conflict or potential conflict of interest that has not been authorised by the Committee, the conflicted member shall absent themselves from any discussion or consideration of the matter giving rise to the conflict or potential conflict. A conflicted member of the Committee shall not be counted as part of the quorum relating to the matters giving rise to a conflict or potential conflict.

## 8. Typical agenda Items for decision/noting by the Committee

- Health and safety monitoring and management;
- Commercial strategy and pricing;
- Issues affecting strategic direction of the company;
- Financial and business performance management;
- Management sign-off of budgets;
- Material investment or procurement decisions (typically £50k-£2m or any novel/contentious cases);
- Major operational and project decisions or updates;
- Decisions on new matters outside the scope of existing core business of the company;
- Decisions on material variations from departmental plans;
- Major headcount or HR decisions/updates;

- Risk management monitoring and strategy;
- Sharing significant business information with fellow Management Board members;
- Communication and HR matters;

## 9. Procedure

The members of the Committee regulate their meetings, as they deem appropriate. The Secretary will convene and facilitate any meeting that is required.

Meetings of the Committee may be conducted by telephone or video conference facilities.

Papers for the consideration of the Committee should be submitted to the Secretary at least one working day prior to the meeting.

Actions from the last meeting will be circulated by the Business and Communications at least one day before the forthcoming meeting.

**Effective from:** 6 November 2018

**Approved by BBC Studioworks Executive  
Committee:** 5 November 2018

**Approved by BBC Studioworks Board:** 6 November 2018