

Group Executive Committee

TERMS OF REFERENCE

1. Constitution

1.1 The Board has delegated to the Director-General the authority for the executive management of the Corporation, consistent with the BBC's mission and public purposes; the Group Executive Committee operates under the terms of this delegation.

2. Purpose and core responsibilities

- 2.1 The Director-General has established the Executive Committee as the primary group for operational and creative alignment within the BBC Group (public service and commercial). The Committee has responsibility for delivering the BBC's services in accordance with the strategy and priorities agreed by the Board, and for operational management of the BBC.
- 2.2 Subject to the delegation framework agreed by the Board, the Executive Committee will:
 - (a) <u>Develop and implement strategy</u>
 - Develop and propose a strategy to the Board for approval
 - Implement that strategy, once agreed by the Board
 - Propose an "Annual Plan" to the Board for approval, along with an annual performance review framework and appropriate targets

(b) Review audience and output performance

- Regularly review and assess performance of the organisation in meeting the agreed audience metrics and targets, including conducting detailed performance review of all areas of the BBC at least twice per year
- Review delivery of the BBC's Annual Plan and prepare the BBC's Annual Report and Accounts for approval by the Board
- Monitor performance of services and programmes, including against indicators agreed by the Board (and Ofcom where relevant)
- Assess audience and performance data and agree any significant changes to the services, including making any recommendations to the Board on changes to programme or service strategy as required

(c) Oversee finance, operations and compliance

- Regularly review and assess financial and operational performance of the BBC Group (public service and commercial) and ensure compliance with legal and

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- regulatory obligations
- Propose a budget, and medium term financial plan, to the Board for approval
- Ensure effective operational management of the BBC, including broadcast and business continuity, emergency planning, and appropriate management of operational risks, including property, cyber-security, safeguarding and security
- Oversee all aspects of compliance, and report to the Board as appropriate
- Assess pan-BBC risks and set appropriate risk appetite
- Delegate matters related to the above to the Operations Committee as appropriate

(d) Set, monitor and lead the BBC's culture

- Agree pan-BBC policies and practices relating to people, staff and culture
- Agree an internal engagement strategy and monitor delivery against it
- Oversee the BBC's performance against overall targets for culture, performance management and diversity and inclusion

(e) Establish BBC Policies

- Agree any operational policies that impact across the BBC
- Recommend any policies (regulations) to the Board that require the Board's approval

(f) Ad hoc business

- Ensure that Directors are aware of key and upcoming issues across the BBC
- Conduct any other business as appropriate, or at the request of the Board

3. Membership and quorum

- 3.1 The Committee is appointed by the Director-General.
- 3.2 The Director-General is the chairman of the Committee; in their absence, the Group Chief Operating Officer will be the chair of the Committee.
- 3.3 The quorum necessary for the transaction of business shall be four members, at least one of whom must be either the Director-General or the Group Chief Operating Officer.
- 3.4 The Company Secretary or their nominee shall act as secretary to the Committee.

4. Frequency and attendance

- 4.1 The Committee shall meet regularly, and usually at least once per month.
- 4.2 Meetings may be held remotely by telephone or video-conference and business may also be conducted offline with the agreement of the Director-General or Company Secretary.

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4.3 On the Committee's behalf, the Company Secretary may request any member of staff to attend a meeting.

5. Notice of meetings

5.1 Meetings are called by the Company Secretary, or their nominee. Unless otherwise agreed, notice of each meeting will be forwarded to each member of the Committee (and any other person required to attend) in advance of meetings, confirming the venue, time and date and including the agenda of items to be discussed together with any supporting papers.

6. Minutes of meetings

6.1 The Company Secretary (or their nominee) shall minute the proceedings and all resolutions, including the names of those present and in attendance. The minutes will be submitted at the next meeting for the agreement of members.

7. Conflicts of Interest

- 7.1 All BBC staff are required formally to declare any personal interest which may affect their work with the BBC. Any Committee member who has reason to believe a conflict of interest situation has arisen or may arise shall declare it at the earliest opportunity.
- 7.2 Details of any conflicts of interest shall be appropriately minuted. Where members of the Committee are deemed to have a real or perceived conflict of interest it may be appropriate that they are excused from the Committee's deliberations on the issue. The Company Secretary will also ensure that the relevant protocols on information sharing, trading and separation are followed in the management of Committee meetings.

8. Sub-committees of the Committee

8.1 The Committee may set up sub-committees, the number, remit and composition of such sub-committees are a matter for the Committee.

9. Delegation

- 9.1 The Committee is collectively responsible for ensuring delivery of its responsibilities. However, the Committee may delegate to a sub-committee or an individual member of the Committee any of its responsibilities.
- 9.2 In considering how to undertake its responsibilities the Committee must act within the Board regulation that sets out the delegation framework, and the policy on matters reserved for the Board.