



Executive Committee

TERMS OF REFERENCE

I. 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 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 decision-making within the BBC. The Committee has responsibility for delivering the BBC's services in accordance with the strategy and priorities set 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) Establish strategy

- Propose a strategy, and any amendments to that strategy, to the Board
- Propose an "Annual Plan" to the Board

(b) Review performance

- Review delivery of the BBC's Annual Plan
- Monitor performance of service and programmes, against indicators agreed by the Board (and Ofcom where relevant)
- Assess audience and performance data and make any recommendations to the Board on changes to programme or service strategy as required

(c) Oversee finance, operations and compliance

- 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, property and security
- Oversee all aspects of compliance, and report to the Board as appropriate
- Assess pan-BBC risks

(d) Agree HR and Internal Engagement approach

- Agreeing any HR policies or practices that impact on more than one division
- Making any recommendation to the Remuneration Committee on changes to the Senior Manager Reward strategy
- Agree an internal engagement plan and monitor delivery against it

(f) 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

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 his absence, the Deputy Director-General 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 Deputy Director-General.
- 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 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.
- 4.3 On the Committee's behalf, the Company Secretary may request any member of staff to attend a meeting. The attendance of deputies is not usually appropriate, except where agreed by the Director-General, or the Company Secretary, in advance.

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.
- 6.2 The minutes will be submitted at the next meeting for the agreement of members. The approved minutes shall also be circulated to the Board.

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.

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.

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 will be mindful of the Board regulation that sets out the delegation framework, and the policy on matters reserved for the Board.

APPROVED BY THE EXECUTIVE COMMITTEE ON 5 JULY 2017