



BBC BOARD REGULATION

DELEGATION OF AUTHORITY AND MATTERS RESERVED FOR THE BOARD

References to "Articles" in this Board Regulation are to Articles of the BBC's Royal Charter and defined terms have the same meaning as those terms are defined in the Charter.

1. Delegation from the Board to the Director-General

- 1.1 In accordance with the BBC's Charter and Framework Agreement the Board is responsible for ensuring that the BBC delivers its Mission and Public Purposes. It does this by, inter alia, setting the strategic direction for the BBC within the framework set by the Charter and Framework Agreement, monitoring performance against it and reporting progress to the public and licence fee payers (Article 20) .
- 1.2 The Director-General is the chief executive officer and editor-in-chief of the BBC. In order to enable the Director-General to discharge and fulfil his duties and responsibilities (Article 25(3)) and in accordance with the Board's power of delegation (Article 32), the Board delegates to the Director-General the authority for the executive management of the BBC, consistent with the BBC's Mission and Public Purposes; the Board will hold the Director-General accountable for the discharge of this authority. As editor-in-chief the Director-General shall have final responsibility, and be accountable to the Board, for individual decisions on the BBC's editorial matters and creative output.
- 1.3 The Director-General is authorised to make any decision, enter into any obligation, take any action and develop any activity that will achieve the BBC's Mission and Public Purposes, subject to any such decision or action being a reasonable interpretation of the BBC's Charter and Agreement, and such a decision or action being consistent with any regulation/policy set by the Board, including this delegation policy, the Schedule of Matters reserved by the Board, and the law.
- 1.4 The Director-General will report to the Board at each meeting and advise the Board (or the relevant Board Committee) in a timely manner of all material matters impacting on the BBC's performance and the delivery of its strategy.
- 1.5 Decisions or instructions of individual directors of the Board do not carry the authority of the Board, except in those instances where specific authorisation is given by the Board (such as to the Chairman, Director-General or other named individuals, or to Committees of the Board under their terms of reference). The Board will respect and support the Director-General's decisions and judgement within the proper exercise of any such authority.
- 1.6 The Board, by resolution, may at any time change the scope of this delegation or the Schedule of Matters reserved for the Board.
- 1.7 This Regulation, made pursuant to Article 33, was agreed and adopted by a resolution of the Board dated 24 April 2025.

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2. Schedule of Matters reserved for the Board

2.1 The following are matters required to be undertaken by the Board under the Charter or Framework Agreement, and are therefore matters expressly reserved for the Board which do not form part of any delegation to the Director-General as set out above.

2.2 In addition, pursuant to Article 17 (“Guidance and best practice”), the Board is required to have regard to the generally accepted principles of good corporate governance. In complying with this obligation, the Board has agreed to voluntarily submit to the Financial Reporting Council’s UK Corporate Governance Code. The matters reserved to the Board accordingly take account of the Board’s aim of complying with the Provisions of that Code, where such Provisions are applicable to the BBC.

2.3 Unless specifically stated within this Schedule, decisions on matters set out below are required to be made by the Board at a properly constituted meeting of the Board.

Matter reserved to the Board	Charter / Agreement / Corp Gov Code ref
<i>Strategy and services</i>	
Approval of the BBC’s strategic aims and objectives, covering the UK Public Services, the World Service and commercial activities	Charter 20(3)(a) and (j) Code Provision 1
Approval of the annual budget for the UK Public Services and World Service	Charter 20(3)(c)
Approve the Licence Fee collection strategy	Charter 20 (7) (b)
Approval of the creative remit	Charter 20(3)(b)
Approval of the annual plan	Charter 36(1), (2) and (3) Code Provision 1
Setting the BBC’s editorial standards	Charter 20(3)(f)
Approval of the World Service licence	Agreement 34(1)
Approval of the BBC’s film strategy	Agreement 70
Approval of the BBC’s policies for assessing material changes to the UK Public Services, non-service activities and commercial activities respectively.	Agreement Clauses 7(5),16(4), and 23(11) Charter 20(4) and (5)
Approval of any proposed material changes to UK Public Services, non-service activities, trading activities or commercial activities	

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Approval of the performance measurement framework for the UK Public Services, the World Service and commercial activities	Charter 20(3)(d)(e) and (j)
<i>Structure and staffing</i>	
Appointment of the Director-General	Charter 25,26 Code Provision 9,14
Approval of major changes to the corporate or control structure of the organisation	Charter 20(6)
Setting the terms and conditions for the staff of the BBC	Charter 20(6)(c)
Approval of financial reporting, controls, delegation and approvals framework to ensure the BBC maintains "adequate accounting records"	Charter 38(1)(a)
Approval of the annual report and accounts	Charter 37,38 Code Provisions relating to content: 2,14,21,23,26,28,29[from 1/1/26],35,41
Approval of a policy to ensure the BBC meets its obligations regarding borrowings and giving of security	Clause 53 Agreement
Approval of any significant changes in accounting policies or practices	Charter 38
<i>Board membership</i>	
Appointment of Executive and Non-Executive Directors to the Board (except where directors are appointed by The King in Council) and Company Secretary	Charter 24,26 Code Provisions 8,11,13,15,16,20,40
Setting up Committees of the Board (including remit and composition)	Charter 31 Code Provisions 3,14,17,24,25,32,33,34,40
Recommendation to the Secretary of State on the proposed Senior Independent Director (which must be made by the non-executive directors of the Board)	Charter 21(3) Code Provisions 12,14
<i>Corporate governance</i>	

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Setting the governance framework for the BBC's commercial activities	Charter 20(3)(j)
Approval of appointments to the Board of BBC Commercial Ltd	Charter 20(6) Code Provision 7
Approval of a delegation framework for the appointment of directors of other commercial subsidiaries and significant joint ventures.	Charter 20(6)
Approval of BBC nominees to the Pension Scheme Board	Charter 20 (6)
<i>Other matters required by the Charter or Agreement</i>	
Approval of the BBC's complaints framework	Charter 20(3)(g) Code Provision 6
Setting the policy for the distribution of the UK Public Services	Charter 20(3)(h)
Approval of any statement of policy as may be required in relation to various potential sources of alternative finance	Agreement 49(4)
<i>Other</i>	
Approval of this schedule of matters reserved for the Board	Charter 20

3. Escalation of other matters to the Board

3.1 The agenda for Board meetings is ordinarily determined by the Chairman in consultation with the Company Secretary. However, in the case of matters which are not listed in the Matters Reserved to the Board but which could be reasonably regarded as potentially having a materially adverse or significant impact on the operations, financing or reputation of the BBC ("Escalation Matters"), the Chair will discuss and agree with the Director-General and the Senior Independent Director if such matters should be put to the Board for consideration and discussion. If matters related to BBC Commercial are involved, the Chair of the Commercial Board will also be engaged.

3.2 Any Board member shall be entitled to request that any matter be considered pursuant to Clause 3.1 as a potential Escalation Matter. For the avoidance of doubt, consideration by the Board of any Escalation Matter which involves an ongoing investigation or inquiry being conducted pursuant to usual BBC investigation policy shall be conducted in accordance with the relevant policy and established process for decision-making.

3.3 The process for reviewing matters pursuant to Clause 3.1 is complementary to and not in substitution for the BBC's formal business continuity and incident management processes (Gold,

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Silver and Bronze). Any matter which invokes BBC Gold Command attention shall automatically trigger a simultaneous consideration as a potential Escalation Matter in accordance with Clause 3.1.