

Meeting of the BBC Remuneration Committee

SUMMARY MINUTES

Thursday 6 June 2024

Broadcasting House, London, and by video conference

ITEMS OF BUSINESS

1. Minutes of 28 February Remuneration Committee and matters arising
 - a) Inclusion at Work Panel's recommendations for improving diversity and inclusion practice in the workplace
2. Quarterly management report
3. Annual reporting
 - a) Remuneration Report and Pay Gap report
 - b) Pay disclosures report
4. Incentive schemes
 - a) BBC Studios – Company Bonus Scheme 2023/24 – Outturn and payment to CEO
 - b) BBC Studios – Corporate Bonus Scheme 2024/25
5. Executive Committee pay review
 - a) Executive Committee Pay Review – Chief People Officer
 - b) Executive Committee Pay Review – Director-General
6. AOB

ATTENDANCE

Members:

- Robbie Gibb Non-executive director (Chair)
- Muriel Gray Non-executive director
- Damon Buffini Non-executive director

Board members present:

- Samir Shah Chairman
- Tim Davie Director-General (not 5c)
- Leigh Tavaziva Group Chief Operating Officer (not 5a,c)

With:

- Chris Sandford Head of Governance
- Uzair Qadeer Chief People Officer (not 5b)
- Nikki Severs Group Head of Reward
- Fiona Camenzuli PwC
- Tom Fussell CEO, BBC Studios (item 4)

REMUNERATION COMMITTEE SUMMARY MINUTES – 6 June 2024

1. Minutes of 28 February Remuneration Committee meeting and matters arising

1.1 The minutes were approved.

a) Inclusion at Work Panel's recommendations for improving diversity and inclusion practice in the workplace

1.2 The Committee were briefed on the BBC's position assessed against the recommendations made by a recent government panel on diversity and inclusion practice. It was noted that the BBC was in a good position and was cited as an example of good practice in the report. The need to ensure that diversity of thought was considered in recruitment processes was noted.

2. Quarterly management report

2.1 The Committee reviewed the quarterly management report. The payroll EFT position was noted, as well as the current attrition rate and performance against D&I targets. Work was underway on interventions to support progress with disability targets and also to develop a new D&I strategy. Overall numbers of senior leaders were noted and the Committee discussed how this issue would be presented in the Annual Report. Further analysis on movement within bands during the year would be produced.

2.2 The conclusion of the staff pay deal was noted, along with good progress with the unions on a number of issues. Data on sickness absence and hybrid working was discussed, noting market benchmarks. It was agreed a further discussion on this issue would be arranged. It was also agreed that the Board should be briefed on progress with wider cultural work on performance management and employee experience.

3. Annual reporting

a) Remuneration Report and Pay Gap report

3.1 The Committee reviewed the final drafts of the Remuneration Report and the Pay Gap report for the Annual Report and Accounts. The rationale for the pay gap position was noted, including the reasons for the position in relation to bonus gaps. The reports were approved, subject to the conclusion of the audit process.

b) Pay disclosures report

3.2 The Committee discussed the final draft disclosure report for the Annual Report and Accounts. The progress of the audit process was noted. The report was approved subject to the conclusion of the audit process.

4. Incentive schemes 24/25

a) BBC Studios – Company Bonus Scheme 2023/24 – Outturn and payment to CEO

- 4.1 The Committee were briefed on the proposed outturn for the Studios Company Bonus scheme in 2023/24, noting that it had been agreed the Committee would specifically approve the CEO payment and that the outturn for the wider population would be reviewed at the Commercial Board Rem Group. The CEO, Studios presented an assessment of financial performance and the rationale for adjustments made.
- 4.2 The CEO, Studios left the meeting and the Committee discussed the proposed outturn. It was noted that the budget for the year had been stretching and that the overall culture in Studios was strong. Subject to confirmation of approval for the wider population at the Commercial Rem Group, the outturn and CEO payment were approved. A request for deferral of payment for one individual was also approved.

b) BBC Studios – Corporate Bonus Scheme 2024/25

- 4.3 The Committee discussed the proposed structure and targets in the Studios Company scheme for 2024/25, including the targets for the CEO. There was little change proposed in the structure of the scheme, but the definition would be expanded to cover BBC Commercial as a whole. The approach to target setting and the setting of threshold was discussed. It was agreed that the Commercial Rem Group should discuss and agree the appropriate threshold target.
- 4.4 The Committee discussed the need to consider again the balance of issues being incentivised in the scheme in future years. This would be considered for future years. The 2024/25 structure was approved, subject to formal offline confirmation of the threshold target agreed at the Commercial Rem Group.

5. Executive Committee pay review

- 5.1 The Committee reviewed a set of proposed pay adjustments for Executive Committee members, noting that the overall package proposed was in line with the wider staff pay deal agreed for the year. The Committee discussed individual performance and also the package of benefits supporting base pay. The Committee approved the changes as proposed, to take effect in the August payroll.

a) Executive Committee Pay Review – Chief People Officer

- 5.2 The proposal for the Chief People Officer was agreed as proposed.

b) Executive Committee Pay Review – Director-General

- 5.3 The proposal for the Director-General was approved, noting there had been no increase for this role for the prior two years and that the increase was in line with the wider staff.

6. AOB

- 6.1 The Committee requested further briefing on the approach taken to management of consequences for breach of key BBC policies.