BBC RISK AND ASSURANCE COMMITTEE TERMS OF REFERENCE

1. *Constitution*

The BBC Executive Committee has established the Risk and Assurance Committee (RAC) as a sub-committee with delegated authority to support the management of risk, assess regulatory compliance and oversee changes to pan-BBC corporate policies.

2. *Remit*

2.1. The remit of the Committee covers:

- oversight of the BBC's material and emerging operational risks;
- the operation of and compliance with the BBC's suite of corporate policies;
- compliance with financial, regulatory and operational obligations; and
- reporting to the ExCo, Board and relevant sub-committees on matters within the Group's remit.

3. *Responsibilities*

3.1. The core responsibilities of the Committee are to:

- assist the Executive Committee in its management of risk, understanding the organisations risk profile, ensuring appropriate risk management activities are in place including reviewing the risk appetite for operational risk on behalf of ExCo for onward recommendation to the Audit and Risk Committee for approval;
- monitor and discuss operational, financial and regulatory compliance and other professional services issues, reviewing non-financial material and papers reported to the Audit and Risk Committee; and
- review compliance reporting for key operational requirements across the business, proposing actions to address areas of non-compliance, where necessary;
- review the annual Internal Audit plan and oversee audit progress; significant findings, management action, and escalation to the Audit & Risk Committee;
- review and approve all changes or additions to the agreed set of pan-BBC corporate policies (including People[1], Technology and other professional services) on behalf of the Executive Committee;
- identify opportunities for improvements to operational processes, review incident plans and lessons learned, raising issues seen within divisions as necessary, identifying problems to be addressed and sharing best practice across the organisation; and to
- undertake other activity within the remit of the Committee or as requested by the Executive Committee.

3.2. The responsibilities of the Committee do not include Major Project Oversight, the

[1] NB. Changes to Employment Policies are also subject to union consultation

management of editorial and financial risk, legally privileged matters, or matters that relate to individual Grievances, Specialist Case Management Framework or Whistleblowing cases.

4. ***Membership and attendance***

4.1. Members of the Committee are appointed by the Deputy Director-General.

4.2. The Group is chaired by the Deputy Director-General. Other individuals may be invited to attend all or part of any meeting, as and when appropriate, including leaders responsible for initiatives. Named alternates may attend by agreement in advance, in the event that a Group member is unable to attend.

5. ***Quorum***

5.1. The quorum necessary for the transaction of business is five Committee members, including the Chair (or the Chair's nominated deputy). A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in it or exercisable by the Committee.

6. ***Frequency of meetings***

6.1. The Group meets twice a quarter, one week before the Executive Committee and at other times as required, either in person or virtually.

7. ***Minutes of meetings***

7.1. The Secretary (or their nominee) shall minute the proceedings and resolutions of all meetings of the Group, including recording the names of those present and in attendance.

Draft membership:
Deputy Director-General (Chair)
Chief Technology and Product Officer
Deputy Chief People Officer
Group Financial Controller
COO, Content
COO, News
COO, Nations
COO, Studios
Director, QRA
SLTA

Attending:
Exec Lead, DDG Group (Secretary)
Company Secretary
Head of Risk