



NOMINATIONS AND GOVERNANCE COMMITTEE

SUMMARY MINUTES

2 June 2025
15.00-16.00

Broadcasting House, London and via Video Conference

1. Apologies and Conflicts of Interest
2. Minutes of the 4 March 2025 Meeting and Matters Arising
3. Executive Succession Planning
4. Committee Membership
5. AOB

Attendees

Present

Samir Shah

Tim Davie

Damon Buffini

Chair

Director-General

Non-executive Director

With

Chris Sandford

Jo Clarke

Uzair Qadeer

Grant Duncan

Company Secretary

Secretary to the Committee

Chief People Officer (item 3)

Korn Ferry (item 3)

Apologies: Muriel Gray

1 Apologies and Conflicts of Interest

1.1 Muriel Gray was an apology for this meeting.

1.2 No conflicts were noted in addition to those already recorded.

2 Minutes from the Nominations and Governance Committee on 4 March 2025

2.1 The minutes from the 4 March meeting were approved.

2.2 The Committee noted the Matters Arising paper.

3. Executive Succession Planning

3.1 The Committee welcomed the Chief People Officer and Grant Duncan of Korn Ferry to the meeting for a session on senior executive succession planning at the BBC. At the January and March meetings, the Committee discussed work being undertaken by Korn Ferry to establish a role profile and an initial candidate map for senior succession planning.

4. Committee Membership

4.1 Nominations Committee considered proposals in order to fill the vacancies on Sub-Committees which followed from Nick Serota's departure.

4.2 The Committee approved the following nominations to Committees:

- Caroline Thomson was nominated to the Editorial Guidelines and Standards Committee as a replacement for Nick Serota.
- As the SID to the Board, Caroline was nominated to replace Nick on the Nominations and Governance Committee.
- Caroline was nominated to replace Nick on the Northern Ireland Committee.

4.3 The Committee noted that there was also a vacancy on the England Committee. It was agreed that Michael Plaut should be nominated to its membership.

4.4 The Committee noted a number of other changes which did not require Nominations Committee or Board approval.

- Caroline Thomson had replaced Nick as Chair of the Charter Review Sub-group.
- Chris Jones had taken on the Whistleblowing role following Nick's departure.

4.5 The Committee also noted a number of changes to the executive membership of the Nations Committees following a recommendation from the Board and Subcommittee Effectiveness Review to broaden the attendance of the Nations Committees with Senior Leaders from BBC Content division.

5 AOB

5.1 The Committee noted that Chris Saul had been asked to conduct a high-level review of the Editorial Guidelines and Standards Committee.

5.2 The Committee noted the plan for the recruitment of a non-executive director in the Autumn.