



Terms of reference Content Committee

Approved: March 2024 (Reviewed: March 2024; Next review: March 2026)

Purpose

The Content Committee is responsible for overseeing the strategy and performance of S4C's content and services, to ensure they meet the needs of the audience.

Membership and Other Attendance

Members (5 members)

- Non-Executive Member of the Board (to chair)
- 2 Non-Executive Members
- Chief Executive
- Chief Content Officer

Quorum: 3 members, with at least two Non-Executive Members present.

The members of the Committee are appointed by the Board, in accordance with the above membership.

Non-executive members who do not serve on the Board may be co-opted where desirable to ensure a suitable skills balance amongst members of the Committee.

Non-members

- Director of Content and Publishing Strategy
- Content Operations Manager
- Head of Planning and Content Management
- Board Secretary

The Chair of the Board may attend meetings of the Committee where he or she has not been appointed by the Board. In such circumstances, they will not be regarded as a member of the Committee in meeting the quorum, nor will they have a vote.

At the request of the Secretary, the Chair of the Committee may permit members of staff of S4C and any other person to attend Board meetings as appropriate.

Terms of Reference

1. Scrutinise the following matters, and agree on recommendation(s) to the Board as appropriate:
 - i. The development of S4C's Content Strategy and the relevant measures, and the review of the Strategy as necessary;
 - ii. Development of S4C's Annual Programme Policy Statement;
 - iii. An evaluation of S4C's performance against the Programme Policy Statement for the previous year;
 - iv. The BBC's Annual Programme Plan (in accordance with Section 58 of the 1990 Broadcasting Act);
 - v. An overall report on S4C's content for the previous year (to be submitted to Ofcom);
 - vi. The development of the Policy on Party Political Broadcasts, and the review of the Policy as necessary;
 - vii. The S4C Content Language Guidelines, and any amendments to those Guidelines;
 - viii. Amendments to the Committee's terms of reference (usually following an annual evaluation of its own performance).
2. To receive reports for information on the following matters and advise the Board and/or Chief Executive and Management Team as appropriate:
 - i. Performance against the Content Strategy, with reference to the relevant agreed measures;
 - ii. Short and medium term content and publication schemes, and proposed metering;
 - iii. Evaluate the quality and success of recent content (and publication arrangements) against the agreed relevant measures;
 - iv. Reports following events organised by the Board to ascertain views on S4C's services;
 - v. Reports on the overall performance of S4C content and services, including research with response panels and other relevant data sources;
 - vi. Amendments to S4C's Commissioning Code of Practice;
 - vii. Regularly review the range and variety of content provided by S4C in light of new trends, new opportunities and changes in demand for our services.

Rights of the Committee

The Committee may:

- investigate any activity within its terms of reference;
- commission expert advice or research for the Committee as required (via the Secretary); and
- seek any information required from any member of staff, and all staff are instructed to co-operate with any request made by the Committee.

Although the Chair may offer guidance and advice on the types of matters that should be formally presented to the Committee, together with the best time to do so, and the nature of the information appropriate to present to the Committee, the Chair cannot take any formal decisions on behalf of the Committee unless the Committee has agreed to delegate the decision to them in advance.

Meeting Arrangements

Meetings are arranged at least three times a year, and then as required (at the request of the Secretary, the Chair of the Committee, or the Chair of the Board).

The Committee may consider and approve matters through communication outside of formal meetings, provided that a full record of the decision is kept and that any decision taken outside of a formal meeting is reported and recorded in the next formal meeting.

Individuals are required to leave the meeting when a conflict of interest arises (the Committee will have the final say in any conflict of interest).

The Secretary, or other competent person appointed by the Secretary, will record the meeting.

Minutes and/or reports from the Committee will be noted or considered, as appropriate, by the Board as soon as possible following Committee meetings.

Subject to the above provisions, the activities of the Committee shall be governed by, so far as relevant, the Standing Orders of the Board.
--