S4C Board

Meeting 481
10:00, 11 December 2025
Room 1, Yr Egin, Carmarthen

MINUTES

Members in attendance:
- Delyth Evans [DE], Chair of the Board
- Geraint Evans [GE], Chief Executive
- Guto Bebb [GB], Non-Executive Member (excluding items 4 to 7)
- Dyfrig Davies [DD], Non-Executive Member
- Suzy Davies [SuD], Non-Executive Member (from item 2 onwards)
- Wyn Innes [WI], Non-Executive Member
- Llion Iwan [Lll], Chief Content Officer
- Elin Morris [HM], Chief Operating Officer
- Betsan Powys [BP], Non-Executive Member
- Catryn Ramasut [CR], Non-Executive Member

Others in attendance:
- Llinos Priestland [LlP], Executive Officer to Board Secretary
- Geraint Pugh [GP], Board Secretary
- Nadine Beaton [NB], Director of People and Culture – (for item 4) – virtual
- Carwyn Donavan [CD], Bectu Officer in Wales (for item 4)
- Manon Edwards Ahir [MEA], Director of Communications and Marketing (for item 8) – virtual
- Sioned Geraint [SG], Children's Commissioner (for item 5)
- Eilir Jones [EJ], Head of Audience Research (for item 8) – virtual
- Elinor Price [EP], Finance Manager (for item 6)
- Mali Williams [MW], Head of Public Affairs (for items 3 and 8)
- Sharon Winogorski, Chief Finance Officer (for item 6) – virtual

Apologies for absence were received from:
- Gwenllian Lansdown Davies [GLD], Non-Executive Member
- Denise Lewis Poulton [DLP], Non-Executive Member

1.	**Declarations of interests and apologies** The Chair asked for any members with an interest in the business of the meeting to declare their interest. No interest was declared. Everyone's attention was drawn to S4C's Culture Code at the beginning of the meeting.	
2.	**Chair and Chief Executive's Update** The Chair referred to the report outlining the meetings he had held since the last meeting of the Board. It was noted that GB's and SuD's terms were coming to an end during 2026, with GB's term ending at the end of February and SuD's term ending at the end of July. Consequently, processes will need to be carried out to appoint two new non-executive	

members to the S4C Board, with the intention of one starting later in the year after the end of SuD's term. It is understood that the DCMS is working to publish an advertisement for these appointments in the new year, with the recruitment process focusing specifically on individuals with digital and legal skills.

On Monday, the Chair had an informal conversation in London with Mathew McKinnon, Reform's public relations officer, who is originally from Brecon. The meeting was an opportunity to introduce S4C, explain our work and our economic contribution, especially in constituencies such as Llanelli.

One of the Non-Executive Board Members noted that she had attended the National Centre for Learning Welsh Conference, emphasising how encouraging it was to see that S4C was seen as a core element in supporting learners.

Decision: To expand the scope of this item in future to allow all Board members to offer relevant updates.

The Chief Executive was invited to update the Board on various issues that did not appear in the papers for the meeting:

S4C Staff Away Day

S4C's staff Away Day was held at Yr Egin yesterday and was a successful day. One of the most valuable elements was the session where staff were asked to 'imagine the future', noting one thing that S4C would continue to do in 2030, one thing that would no longer be done, and one new idea to start implementing.

DCMS Quarterly Meeting

A quarterly meeting with the DCMS was held on 25 November 2025. There was a clear indication that a Green Paper on the BBC Charter will be published on 15 or 16 December, followed by a three-month consultation period. It is essential to use this period to work with our stakeholders to present our case strongly. With regard to S4C's application for adequate funding for the future, our formal submission is expected to be made towards the summer, after the consultation has ended.

[SuD joined the meeting]

Review of content compliance and communication processes in an emergency

At the request of the Chief Executive, colleagues had reviewed our processes in the light of the BBC's recent experience, to ensure that we were prepared in the event of a problem or emergency arising with a piece of our content. IM led this review in collaboration with LLI and MEA. The new process includes refer-ups to DE as Chair.

Decision: To share a copy of the processes with the Board in order to respond to an emergency in relation to a piece of S4C content.

Head of Technical Services and BSM

SC was due to retire at the end of the calendar year, but has agreed to stay until the end of January. In his place, Guto Thomas will start as Head of Technical Services on secondment from the BBC from early January. Brad Cole has also been appointed as

	Project Manager for the work to replace BSM (Broadcast Station Management – the system that manages all the information about our content, from commissioning to broadcasting and payment). BSM is a bespoke system for S4C, but there are currently only one or two people who understand the code, so a sustainable solution is needed. Brad Cole has experience of introducing similar systems with a Swedish broadcaster, and one of his first responsibilities will be to launch the tendering process early in the New Year. He will be employed on a contract that will lasts at least 18 months. (DR – Disaster Recovery) S4C's DR system was historically based at Gloworks, but is now being moved to Tinopolis. Everything is in place on the part of Tinopolis and ourselves, but we are waiting for Arqiva to provide Tinopolis with access to the broadcast network to facilitate the process. In the main, this relates to Tinopolis's systems, so there will be no impact when Tinopolis relocates from its current building. The switch to Tinopolis is likely to improve the service because Gloworks was only able to deal with recorded content, while Tinopolis can feed live content. It will also be useful as the DR is not going to be in Cardiff, in case there is a problem affecting that area. Media Cymru Project The Media Cymru Project has focused on S4C's future digital publishing arrangements. As a result of the work, three members of staff are now working on improving the metadata of our content to make it easier to find on different platforms, and exploring what is needed to improve visibility on smart televisions. They also support us to negotiate with the platforms to ensure that the Clic app is preloaded and prominent, as well as better integration of our content into their systems.	
3.	[MW joined the meeting] **Content Sub-Strategy** GE presented the revised Sub-Strategy draft, explaining that MW had incorporated the feedback received from the Board during and after the meeting on 23 October 2025. The latest draft was discussed, focusing on the following key themes: Purpose and target audience of the document • The need for the document to be shorter and clear was identified, including a genre-specific strategy and how it meets audience needs. • The need to consider who will read the document and why – such as the Board, the sector, commissioners and political stakeholders – and what each needs to get out of it. It is noted that a bulky document that won't be read needs to be avoided, and genre-specific 'deep dives' may be considered as an appendix. It was also suggested that it might be appropriate to create different versions of the document – an abridged version for the sector and a full version for the Board, ensuring consistency and clear intentions.	

- It was noted that there needs to be a clear definition between strategy and process: a corporate strategy already exists, and the sub-strategy must therefore feel sufficiently different.

Analysis and Understanding of the Audience
- A lack of detailed audience analysis and a need for understanding on a cohort basis were identified: what they like, where they watch, behaviour on different platforms, and how to appeal to new audiences.
- The need to address the core audience more was emphasised: not to alienate them while expanding. The core must be maintained and grown as new audience are found.
- The importance of expanding diversity (including geographically across Wales) and learning lessons from previous productions (eg. Ar y Ffin) was highlighted.

Content and Budget Priorities
- The need to identify specific ideas and content priorities was noted, explaining the rationale and target audience, as well as being clear on what we don't want to do.
- It was suggested that clarity should be provided on commissioning expectations on a genre basis, and demonstrating priorities through budget allocations, possibly by using percentages rather than absolute financial figures.
- In addition, KPIs and metrics must be defined to measure success, recognising the tension between the needs of the audience, the sector and political stakeholders.

Digital Strategy and Content
- It was noted that there is a need to clarify how the digital side is a core part of our content sub-strategy, focusing on content and commissioning arrangements rather than technical details.
- The digital model for the distribution, engagement and re-use of content should be explained, including the role that platforms such as YouTube can play, while keeping the focus on content and commissioning strategy rather than technological details.
- The need for clarity regarding the transfer of resources from linear to digital and a clear investment roadmap was also identified.

The Welsh Language
- Impact on the Welsh language and cultural wellbeing needs to be measured as the audience is expanded, without excluding the core.
- It should be explained how sport contributes to the language mission, and recognise the sensitivity of funding requests, deciding when to take a risk and how to mitigate the impact on viewing figures.

Structure, Governance and Sector Relations
- Clarity was requested as to who amongst the team of commissioners is accountable for diversity targets.
- If a Content Committee is established, its role should be to oversee the delivery of the sub-strategy.
- It was also noted, when considering whether to specifically invite feedback on the sub-strategy by the sector, the importance of being aware that not all companies are members of TAC.

| | | GE thanked the Board for all the feedback and noted that a number of different perspectives had been expressed. It was agreed that significant work remains to be done on the strategy, and it was suggested that sufficient time was needed to continue to develop the draft.

It was also noted that the commissioning guidance attached to the draft sub-strategy needed to be reviewed, in order to correct errors and clarify unclear sections. It was suggested that it would be beneficial to include an overview of expenditure, a staffing map and related elements as part of the next draft for the Board in March.

Decision: To further review the sub-strategy in the light of feedback from Board members, and to submit a new draft together with the relevant action plan to the Board meeting on 19 March 2026.

Re-establishment of the Content Committee

Following the Darwin Gray review of S4C's governance arrangements, it was decided to remove the previous Content Committee in October 2024. However, following recent discussions, DE had concluded that the Committee was needed, as the Board does not have the time to focus on the strategic aspects of the content. DE had therefore asked DD, BP and CR to be non-executive members of the Committee in its new form, with BP chairing.

Decision: To appoint Betsan Powys to chair the Content Committee, Dyfrig Davies and Catrin Ramasut as non-executive members, and the executive members nominated by the Chief Executive (in accordance with the shared draft terms of reference).

The question was raised about how to ensure that the Board remains involved in S4C's content discussions. It was noted that the role of the sub-committees is to scrutinise in detail and present relevant matters back to the Board through the Chair. It was therefore suggested that the effectiveness of the new Content Committee should be assessed in a year's time, to ensure that it works effectively, that the Board is still involved in content, and that the boundary between an executive and non-executive role is respected.

Decision: To establish a Content Committee, and review it within a year to ensure that it achieves the objectives (at the same time as the annual review of all the Board's committees).

[MW left the meeting] | |
| 4. | [CD and NB joined the meeting]

Annual meeting of the Board with Carwyn Donavan, Bectu

The Chair welcomed CD to the meeting and CD gave his thanks for the invitation, noting that the members of Bectu were satisfied and appreciated the positive relationship with S4C. It was also noted that NB has made a good impression on CD and Bectu's S4C members since she started as Director of People and Culture earlier this year. | |

	Bectu welcomed the clear vision now in place for S4C's future as a modern employer. Support was also expressed for the negotiations on a pay settlement, noting the recognition that this was more than a simple percentage increase. The intention to develop a structured system for wage increases, as well as including freelancers, was particularly welcomed. The proposals were approved by a unanimous vote – something that is unusual, which shows strong confidence in the approach. Bectu welcomed the early engagement with Sara P regarding plans to leave Project Diamond and introduce a new framework for monitoring diversity on screen and within production teams. This proactive approach was seen as a positive step towards achieving greater transparency and inclusion across the industry. CD was thanked for his presence at the meeting and his valuable work in general. [CD, NB and GB left the meeting]	
5.	[SG joined the meeting] **Presentation by Sioned Geraint, Children's Commissioner** GE welcomed SG to the meeting, stressing that politicians consistently highlight the importance of children's content – especially children's PSB content. For S4C, ensuring a quality offer for children in Welsh is essential. It was also noted that the strategy mentions the idea of a specific channel for children, and that a digital channel is an option that we should explore further. Currently, some of our children's content is on HWB due to its educational nature, although it is not specifically commissioned for that platform. In her presentation, SG noted that the demographic of the younger audience is changing, with more children living in households where Welsh is not the main language. S4C's children's content often becomes the first point of contact with the Welsh language for these parents. S4C is currently commissioning children's content for ages 0–15. It was noted that children's content is eligible for tax credits, while 16+ content is considered to be adult content and therefore ineligible. SG went through the content that is commissioned for different age groups. Cyw's YouTube channel needs to be reviewed, with Tecwyn Davies planning to discuss this with SG in the new year. Ofcom's requirements require striking a balance between original content, animations and reruns. In addition, it was noted that there are currently no arrangements in place to promote children's content, and they need to be developed, and that live events are increasing in popularity and are seen as an important shop window. It was noted that the budget for children's content has decreased over the years, while costs had increased, limiting how much can be commissioned. S4C is seeking to capitalise on economies of scale by commissioning several series together. S4C used to benefit from the 'Young Audiences Content Fund', but the fund ended three years ago. It is therefore important to consider how much budget to set aside for children's content in the future.	

Currently, there is no reach data for younger children, as viewers under the age of four are not measured by BARB. As a result, S4C has to invest in children's content without data to justify the spending, but there are clear reasons for continuing to support it.

It was asked how S4C can work with the education sector to encourage teachers to make better use of S4C's resources on HWB, rather than always relying on the same core content. It was noted that the current technology does not allow HWB to offer everything that S4C provides, but it is understood that HWB is going out to tender, and an improvement in technology is expected.

Programmes such as *Y Coridor* and *Itopia* are used on Welsh second language GCSE courses, and *Hafiach* for A-levels. S4C is already digitally active with YouTube channels for Cyw and Stwnsh, and content has been commissioned specifically for this platform. However, challenges have been identified with publishing platforms – YouTube is not regulated, and children are at risk of encountering inappropriate content. Some content has also been published on TikTok, but it was noted that an age restriction (13+) applies.

SG was thanked for her interesting presentation.

[SG left the meeting]

[ShW and EP joined the meeting]

6.

Quarterly financial report (Q2)

The Chair welcomed ShW and EP to the meeting, and EP presented the financial report, outlining the changes since the Q1 report in October.

Interim external audit work with the NAO will begin in January, and they will test more of our content and stock (around 75%) then, in order to reduce the amount of work that will need to be done at the end of the financial year. The aim of the process is to front-load as much as possible in order to facilitate the main external audit.

Decision: To note the report and approve the budget transfers included in the report.

[ShW and EP left the meeting]

7.

BBC/S4C: New partnership for the 10 hours/iPlayer

GE presented the paper noting that the Media Act 2024 allows for changing existing arrangements with the BBC – namely moving from providing 10 hours of content per week to alternative arrangements.

The paper was presented to seek the Board's consent in principle to exchange hours of content to ensure better features for S4C and our content on iPlayer. It was noted that further discussions were needed regarding the costs of the arrangement. The change would offer a benefit by increasing S4C's prominence on iPlayer, but value for money needs to be considered.

It was acknowledged that the executive was doing a solid job in negotiating with the BBC, and the importance of keeping options open at this time was emphasised. The Board expressed it was comfortable with the negotiations to continue on the basis of

	the proposed arrangement and fee, acknowledging that the final details of the agreement will be determined by an executive decision. It was noted that a review will be required at the end of the first year, as the BBC cannot commit to a long-term arrangement until there is clarity about the charter review. If necessary, S4C could revert to the current arrangement if the additional features and prominence did not deliver as expected. **Decision: To confirm that the Board is comfortable for the executive to continue to negotiate with the BBC on the basis of the features and fees outlined in the report.**	
8.	[GB, EJ, MW and MEA joined the meeting] **Metrics of the 2030 Strategy** GE presented the main aspects of the paper, noting that the draft metrics had been revised in response to the Board's previous feedback. The proposed reporting arrangements were outlined, which would include revising the monthly content dashboard produced by the Research Team, and drawing up a more detailed update every six months for discussion by the Board. The six-monthly updates will include an analytical narrative to give context to the data presented. A question was asked about the reliability of BARB figures, and the question of whether there are sufficient metrics to be able to show stakeholders that some indicators confirm our good performance, even if BARB data suggests otherwise. It was noted that the previous metrics were very linear, and the presentation of data on monthly users of Clic, iPlayer and YouTube offers a better picture of growth in the digital aspect. A question was raised as to whether there is a composite figure that includes all platforms. It was explained that BARB measures reach across TV viewing platforms (DTT, Satellite, Clic, iPlayer). It was noted that sample size is the challenge, affecting the performance of individual programmes, but it still provides a broader measure of reach. It was also confirmed that BARB is the system the BBC uses to measure content performance on iPlayer, along with applications data. It has been noted that some politicians sometimes question the use of reach as a measure, as it does not always reflect regular viewing levels. It was also noted that children's viewing is not measured by BARB, although evidence suggests that S4C's performance is strong in this area. The importance of using a wider narrative, alongside the metrics, to explain the success of the service to stakeholders was therefore discussed. **Decision: To approve the metrics and reporting arrangements outlined in the paper.** It was noted that it would be useful to arrange bullet points for Board members, outlining the main points to be updated in order to share key messages with different stakeholders on S4C's behalf. The hope would be to share three or four quarterly messages with the Board, including examples of successful programmes, awards and other relevant items. **Decision: To organise quarterly bullet points for Board members that summarize the key messages for them to share with stakeholders.**	

	[EJ, MW and MEA left the meeting]	
9.	**Political activities by Board members** The Chair presented the paper to give Board members clarity on political activities, particularly in the context of the Welsh Parliament elections in May. The aim of the paper was to ensure a common understanding of the current framework, and to provide the Board with an opportunity to discuss whether the guidance remained appropriate and adequate. The Board discussed the paper, noting that there are no formal restrictions on personal political activity by Board members, such as canvassing, but that wisdom needs to be exercised and advice sought from GP if in doubt. It was therefore agreed that no further guidance needed to be developed. It was noted that it would not be appropriate for the Chair and Chief Executive to express any political position in the light of their roles as public spokespersons on behalf of S4C. The need for all members of the Board to avoid expressing opinions on issues affecting S4C or appearing partisan was also emphasised – especially during the purdah period before the election, which is particularly sensitive. It was noted that opinions cannot be expressed on broadcasting issues such as devolution, although there is a right to express views on general issues such as the prominence of public service broadcasters.	
10.	**Reports from the Board's committees** The minutes of the meetings of the following Committees were presented, and the chairs were invited to draw the Board's attention to any relevant matters that had not already been mentioned during this meeting: • Audit and Risk Committee (held on 20/11/2025) • Commercial Group Board (held on 26/11/2025) • Case Committee <u>Audit and Risk Committee</u> SuD drew the Board's attention to the main aspects of the Committee, including the appendix which provided an update on progress against internal audit recommendations in relation to data protection. <u>Commercial Group Board</u> GE drew Members' attention to the main aspects of the Commercial Group Board noting that advertising income was down (as a result of BARB viewing figures), but sponsorship had risen. <u>Case Committee</u> The Committee's deliberations were noted.	
11.	**Reports to be approved / noted without the need for discussion**	

The following reports were shared with Board members, with a request that members inform the Chair or Secretary in advance if they wished to discuss any of them in detail. If no such request was received, any proposed action was approved in accordance with the recommendation in the report itself.

Senior Leadership Team Report

The report was noted.

People and Culture Statistics (to include sector training data)

It was confirmed that there will be an opportunity to discuss People and Culture statistics in more detail with NB at the Board meeting in March, when she will join to offer an update on the internal culture work with Dr Ioan Rees.

Training for the sector that S4C supports

It was noted that there are three scholarships in place. It was discussed whether they need to be reviewed or change what is being offered. It was agreed that GE will discuss with NB to consider what steps can be taken in the meantime.

Decision: To review the scholarships that had not attracted applications to see if they are worth revising.

Quarterly financial report of the Commercial Group (Q2)

The report was noted.

Financial assurance report for the BBC

Decision: To approve the report for submission to the BBC, provided that the wording regarding the performance assessment framework is amended.

Review of the Statement and Risk Appetite Matrix

Decision: To approve the amendments to the Risk Appetite Matrix, in line with what was in the report.

Update on social purpose issues

It was noted that good work had been done on the update, and that there will be an opportunity for further discussion with the Social Purpose team when they attend the Board meeting in January 2026.

Minutes of previous meeting

Decision: To approve the minutes of meeting 480, held on 23/10/2025.

Action Points

The Action Points were Noted.

	Work Programme	
	The Work Programme was Noted.	
12.	**Any other business** The need to revisit the content of the 'Reports to be approved / noted without discussion' section was discussed, and it was agreed to remind members to send any questions in advance, before 12:00 on the day before. **Decision: To review which reports are included in the 'Appendices' for the future.**	