



# Media Act 2024

## 2024 CHAPTER 15

### PART 3

#### PUBLIC SERVICE BROADCASTERS

### CHAPTER 2

#### S4C

PROSPECTIVE

#### **33 The S4C Board**

- (1) The Broadcasting Act 1990 is amended in accordance with subsections (2) to (4).
- (2) In section 56 (Welsh Authority to continue in existence as S4C), for subsection (2) substitute—
  - “(2) The members of the S4C Board (see [section 56A](#) and [Schedule 6A](#)) are to be the members of S4C, but membership of S4C does not enable any person to act otherwise than through the S4C Board.”
- (3) After section 56 insert—

#### **“56A The S4C Board**

- (1) A Board of S4C is established.
- (2) That Board—
  - (a) is to be known as the S4C Board or (in Welsh) Bwrdd S4C, and
  - (b) is to be constituted in accordance with this Act.

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(3) Except where otherwise provided by or under any enactment, the duties and powers of S4C are to be discharged and exercised by the S4C Board on behalf of S4C.

(4) [Schedule 6A](#) makes further provision about the S4C Board.”

(4) After Schedule 6 insert—

“SCHEDULE 6A

Section 56A

THE S4C BOARD

**Membership**

- 1 (1) The S4C Board is to consist of—
  - (a) non-executive members, and
  - (b) executive members.
- (2) The non-executive members are to be—
  - (a) a chair, and
  - (b) at least five, and not more than eight, other non-executive members.
- (3) It is for the Secretary of State—
  - (a) to decide, in accordance with [sub-paragraph \(2\)\(b\)](#), the number of other non-executive members;
  - (b) to appoint the non-executive members.
- (4) The executive members are to be—
  - (a) the employee of S4C holding the position of, or acting as, Chief Executive of S4C, and
  - (b) at least one and not more than two other employees of S4C.
- (5) It is for the non-executive members, in accordance with [sub-paragraph \(4\)\(b\)](#)—
  - (a) to decide the number of other executive members;
  - (b) to appoint the other executive members.
- (6) A person making an appointment under this paragraph must do so with a view to ensuring that, collectively, the members of the S4C Board have the range of skills and experience needed for the effective running of S4C.
- 2 (1) The members of the S4C Board must not at any time include a person who is a member or an employee of the BBC.
- (2) The members of the S4C Board must not at any time include a person who is a member or an employee of OFCOM.
- (3) The Secretary of State must—
  - (a) before appointing a person to be a non-executive member of the S4C Board, be satisfied that the person will not have any financial or other interest likely to affect prejudicially the discharge of that person’s duties as a member of the S4C Board, and

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- (b) from time to time consider, in respect of each non-executive member of the S4C Board, whether that member has any such interest.

### **Tenure of office**

- 3 (1) A member of the S4C Board holds and vacates office in accordance with the terms of the member's appointment, subject to the provisions of this Schedule.
- (2) A non-executive member must be appointed for a fixed term of not more than five years.
- (3) A person who has held office as a non-executive member for two consecutive terms may not be re-appointed as a non-executive member until the end of the five years beginning with the end of the second of those terms.
- (4) A non-executive member ceases to be a member of the S4C Board if the member—
  - (a) becomes an employee of S4C, or
  - (b) resigns from office by giving written notice to the Secretary of State.
- (5) An executive member under [paragraph 1\(4\)\(a\)](#) ceases to be a member of the S4C Board on ceasing to be the Chief Executive of S4C.
- (6) Any other executive member ceases to be a member of the S4C Board if the member—
  - (a) ceases to be an employee of S4C, or
  - (b) resigns from office by giving written notice to S4C.

### **Remuneration and pensions of members**

- 4 (1) S4C may pay to each non-executive member of the S4C Board such remuneration and allowances as the Secretary of State may determine.
- (2) S4C may pay or make provision for paying to or in respect of any non-executive member of the S4C Board such sums by way of pensions, allowances or gratuities as the Secretary of State may determine.
- (3) S4C may pay compensation, of such amount as the Secretary of State may determine, to a person where—
  - (a) the person ceases to be a non-executive member of the S4C Board otherwise than on the expiry of the person's term of office, and
  - (b) it appears to the Secretary of State that there are special circumstances which make it right for the person to receive compensation.

### **Proceedings**

- 5 (1) The S4C Board may regulate its own procedure (including quorum), subject to the provisions of [paragraphs 6 and 7](#).

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- (2) The S4C Board may make arrangements providing for the discharge of any of the S4C Board’s functions by—
- (a) a committee, or
  - (b) one or more persons each of whom is either a member of the S4C Board or an employee of S4C.
- 6 In managing the affairs of S4C the S4C Board must have regard to such generally accepted principles of good corporate governance as it is reasonable to regard as applicable to S4C.
- 7 (1) A member of the S4C Board who has an interest, whether directly or indirectly, in any matter that is brought up for consideration at a meeting of the S4C Board must disclose the nature of that interest to the meeting.
- (2) Where a disclosure is made under [sub-paragraph \(1\)](#)—
- (a) the disclosure must be recorded in the minutes of the meeting, and
  - (b) subject to [sub-paragraph \(3\)](#), the member must not take part in any deliberation or decision of the S4C Board, or any of its committees, with respect to that matter.
- (3) [Sub-paragraph \(2\)\(b\)](#) does not apply in relation to a meeting of the S4C Board at which all the other members present resolve that the member’s interest is to be disregarded for the purposes of that provision.
- (4) For the purposes of [sub-paragraph \(1\)](#)—
- (a) a general notification given at a meeting of the S4C Board that the member is to be regarded as interested in any matter involving a specified organisation is to be regarded as a sufficient disclosure of the member’s interest in relation to any such matter, and
  - (b) a member may make a disclosure under that sub-paragraph without attending a meeting of the S4C Board if the member takes reasonable steps to secure that the disclosure is made by a notice which is taken into consideration and read at a meeting.
- (5) References in this paragraph to a meeting of the S4C Board include references to a meeting of any of its committees.
- 8 The validity of any proceedings of S4C or the S4C Board is not affected by—
- (a) any vacancy among the members of the S4C Board,
  - (b) any defect in the appointment of a member of the S4C Board, or
  - (c) a failure to comply with the requirements of [paragraph 7](#).”
- (5) Any person who is the chair, or one of the other members, of S4C immediately before this section comes into force—
- (a) becomes the chair, or one of the other non-executive members, of the S4C Board on the coming into force of this section, and
  - (b) holds that office—
    - (i) for the remainder of the term of the person’s appointment as chair or other member of S4C (subject to [paragraph 3\(4\)](#) of [Schedule 6A](#) to the Broadcasting Act 1990, as inserted by [subsection \(4\)](#) of this section), and
    - (ii) on and subject to the terms of that appointment.

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**Commencement Information**

**II** S. 33 not in force at Royal Assent, see [s. 55\(3\)\(c\)](#)

**Status:**

This version of this provision is prospective.

**Changes to legislation:**

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