

Channel 4 Ethics Committee Terms of Reference

February 2019

Ethics Committee

Purpose: The Ethics Committee exists to advise the Board on conflicts of interest and matters relating to the Code of Conduct

Chair	Secretary
Roly Keating	Rebecca Miller
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Other Members	
Charles Gurassa	Chairman
Uzma Hasan	Non-executive Member
Alex Mahon	Chief Executive
[Vacant]	[other executive member]
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Other Attendees (at the discretion of the Chair)	
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Quorum for Committee Meetings is three, including a Chair. Where he is unable to attend a Committee Meeting, the Chair shall nominate another Member to preside.	

Terms of Reference
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Scope
To review any conflicts of interest that may arise for Channel 4's Board of Directors and matters relating to the Code of Conduct as may be referred to it by the Chairman of the Board or otherwise howsoever. Offer advice to the Chairman on conflicts of interest relating to Non-Executive Members and/or Executive Members. Review and update the Conflicts of Interest statement in the Board Terms of Reference. It is an ad hoc sub-committee of the Board, chaired by a member of the Board. Members (not less than 3, not more than 6) are drawn from executive and non-executive directors. Non-Executive Members shall always comprise the majority.
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Frequency
Meets as needed (determined by the Chairman of the Ethics Committee)