



BP p.l.c

Role of the chair

## Role of the chair

The chair leads the board and is responsible for its overall effectiveness.

## Responsibilities

### a. Management of the board

- Shape and manage the culture of the board room. Lead board meetings that challenge management's thinking, promote open and constructive debate amongst all the directors and ensure that contributions are encouraged and valued.
- Set a board agenda that allows appropriate time for the discussion of relevant issues focused on strategy, performance, people and governance including culture, value creation and accountability.
- Arrange, through the company secretary, for the board to receive a timely flow of accurate and clear information.
- Foster relationships between non-executive directors and the bp leadership team based on trust, mutual respect and open communication both in and outside the boardroom.
- Promote and conduct the affairs of the company with high standards of integrity and corporate governance.
- Provide support, advice and constructive challenge to the CEO working collaboratively with them to develop a productive working relationship whilst respecting executive responsibility.
- Provide guidance and mentoring to new directors, as appropriate.

## **b. External relationships**

- Chair and be available to answer questions at the Annual General Meeting and any other general meeting of the company's shareholders.
- Seek regular engagement with major shareholders and other shareholder representative bodies in order to understand their views on strategy, performance and governance.
- In agreement with the CEO, act as an ambassador for bp in its engagement with governments, authorities, regulators, and other stakeholders to optimize the effectiveness of bp's external relations.
- Establish processes that enable the board to receive information on the views of shareholders, the workforce, customers and other key stakeholders so that all directors develop an understanding of such views, informing important decisions it may take from time to time.

## **c. Succession planning, director development and evaluation**

- Review and consider whether the composition of the board and its committees is optimized to meet their purpose and responsibilities, taking account of the board's existing skills, experience and diversity and alignment with bp's strategy.
- With the support of the company secretary:
  - check that all directors are aware of their statutory duties;
  - define and facilitate a full, formal and tailored induction programme for each new director; and
  - lead on identifying and satisfying director training and development needs to allow directors to update their skills, knowledge and familiarity with bp to fulfil their role on the board and any board committees on which they may serve.

- Organize periodic monitoring and evaluation of the performance of the board and its committees and individual directors (using externally facilitated evaluation, as necessary).
- Act on the results of any evaluation of the board and its committees and individual directors.
- Hold regular meetings with the senior independent director and the non-executive directors without the executive directors being present.
- Approve all appointments of executive directors to other boards and the reporting of the same to the board.