



BP p.l.c

Role of the senior independent director

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The principle role of the senior independent director is to support the chair in their role. The SID should lead the non-executive directors in the review of the chair and act as a trusted intermediary for other non-executive directors when necessary.

Responsibilities

- Provide a sounding board to the chair, giving them support in the delivery of their objectives and discussing with them confidential matters relating to governance, board performance, the performance of individual directors and concerns raised by directors, shareholders or employees.
- Act as a trusted intermediary for the other non-executive directors as and when required.
- Be available for confidential discussions with other non-executive directors if they are concerned that strategies are being followed or decisions being made which have not been considered by the board as a whole.
- Be the focal point for board members with any concerns regarding the relationship between the chair and the CEO and, if necessary, intervene and facilitate the resolution of any disputes between the chair and the CEO.
- Lead the non-executive directors in the oversight and annual performance evaluation of the chair (taking into account the view of the executive directors).
- Lead a meeting with the non-executive directors without the executive directors and chair present at least annually.
- Lead an orderly succession process for the chair and, as and when required, chair the meetings of the people & governance committee when that committee is considering succession to the role of chair.

- Intervene if succession planning for other board positions is being ignored.
- Be available to address shareholders' concerns which have failed to be resolved by the chair, CEO or CFO or for which such contact is inappropriate.
- Attend meetings with shareholders and financial analysts to develop a balanced understanding of their issues or concerns and report these back to the board.
- Chair meetings of the directors in the absence of the chair.