

**Minutes of the Meeting held on**

August 23, 2012

CONFERENCE CALL

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**Members of the Board present:**

Rémi Racine, Chairperson of the Board  
Hubert T. Lacroix, President and CEO  
Edward Boyd  
Peter D. Charbonneau  
George Cooper  
Pierre Gingras  
Marni Larkin  
Terry Leier  
Patricia McIver  
Brian Mitchell  
Edna Turpin

**Members of the Board absent:**

None

**In attendance:**

Maryse Bertrand, Vice-President, Real Estate, Legal Services and General Counsel  
Tranquillo Marrocco, Associate Corporate Secretary  
Stéphanie Duquette, Chief of Staff to the President and CEO

**Also Participating:**

Louis Lalande, Executive Vice-President, French Services (Items 1 to 4)  
Suzanne Morris, Vice-President and Chief Financial Officer (Items 1 to 4)  
Kirstine Stewart, Executive Vice-President, English Services (Items 1 to 4)  
Andie Andreou, Senior Director and Corporate Controller, Finance & Administration (Item 2)  
Neil McEneaney, Executive Director, Finance and Strategy, English Services (Items 1 to 4)  
Peter St-Onge, Executive Director, Finance and Management Services (Items 1 to 4)

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## Opening of the Meeting

At 12:30 p.m., the Chairperson called the meeting to order and welcomed Marni Larkin to the Board.

### 1. Adoption of the Minutes

On a motion duly moved and seconded, **IT WAS RESOLVED**, – That the Minutes of the June 20, 2012, and the July 27, 2012, Board meetings be approved.

### 2. Audit Committee Report

#### a) 2012-2013 Q1 Financial Report

Suzanne Morris reviewed the financial statement highlights, significant accounting matters, and changes that will be made to the Financial Report due to developments that took place after the draft was circulated to Board members. She then provided an overview of the press release and revisions thereto owing to the Annual Report not being tabled yet.

On the recommendation of the Audit Committee, **IT WAS RESOLVED**, – That the 2012-2013 Q1 Financial Report be approved.

On the recommendation of the Audit Committee, **IT WAS RESOLVED**, – That the press release in relation to the 2012-2013 Q1 Financial Report, as will be amended, be approved.

#### b) Other Matters

Peter D. Charbonneau reported on the Audit Committee meeting held on August 23, 2012, including the Committee's discussions on the financial statements, level of advertisement revenues, French Services' budgetary results, financing of salary increases, change management activities, disclosure items, the reporting procedures and internal controls, internal audit reports issued during the last quarter, contingency plans if the NHL season is delayed or cancelled, and Risk Management Report changes.

Board members inquired about the sale of the Specialty Channel *bold!*

### 3. Olympic Update

Hubert T. Lacroix reviewed the negotiating strategy,

Board members congratulated Management for the successful negotiations and inquired about the timeline

18(b)  
21(1)(b)  
21(1)(c)

and the timing of payments to the IOC.

On a motion duly moved and seconded, **IT WAS RESOLVED**, – That the terms of CBC/Radio-Canada's Binding Letter of Agreement with the International Olympic Committee for the 2014 and 2016 Olympic Games, dated August 1, 2012, be ratified.

Kirstine Stewart and Louis Lalande explained how English Services and French Services will organize themselves to deliver the Games. Hubert T. Lacroix noted that the Board will receive regular progress reports on the preparations made for the Games.

#### **4. Reduction Plan Progress Report**

Suzanne Morris provided an overview of the status of planned reduction targets and noted that planning was underway to address the gradual elimination of the Local Programming Improvement Fund.

Hubert T. Lacroix informed Board members of the CRTC's request for funding scenarios and noted that the matter would be discussed by the Strategic Planning Committee and the Board in mid-October 2012.

Board members inquired about English and French Services' participation in finding savings and on the Corporation's change management initiatives.

#### **5. Committee membership**

Rémi Racine reviewed the proposed committee membership changes.

On the recommendation of the Chairperson of the Board, **IT WAS RESOLVED**, – That Ted Boyd be appointed Chair of the Human Resources and Compensation Committee, Rémi Racine continue as member of the Human Resources and Compensation Committee, Pierre Gingras be appointed to the Real Estate Committee, and Terry Leier be appointed to the Audit Committee.

#### **7. Other Business**

Board members met in camera to discuss various matters. No matters were reported to the Corporate Secretary for inclusion in the minutes.

#### **6. Information Items**

- a) Summary of Government Funding
- b) Risk Management Report
- c) 2012-2013 Q1 Budgetary Management Report
- d) 2012-2013 Q1 Industrial Relations Report
- e) 2012-2013 Q1 Workforce Report

**Adjournment**

At 13:40 p.m., the meeting was adjourned.

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Chair

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Secretary