


**Minutes of the Meeting held on**

June 19, 2013

Ottawa, Ontario

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 = by video-conference

**Members of the Board present:**

Rémi Racine, Chairperson of the Board  
Hubert T. Lacroix, President and Chief Executive Officer (Items 1 to 7)  
Vivian Bercovici  
Edward Boyd  
Peter D. Charbonneau (Items 1 to 7)  
George Cooper (Items 1 to 6)  
Pierre Gingras  
Marni Larkin  
Terry Leier  
Maureen McCaw  
Patricia McIver  
Brian Mitchell

**Members of the Board absent:**

None

**In attendance:**

Maryse Bertrand, Vice-President, Real Estate, Legal Services and General Counsel  
Tranquillo Marrocco, Associate Corporate Secretary

**Also Participating:**

Bill Chambers, Vice-President, Brand, Communications and Corporate Affairs  
(Item 3, 4 and 6)  
Steven Guiton, Vice-President and Chief Regulatory Officer (Items 3 and 5)  
Louis Lalande, Executive Vice-President, French Services (Item 3 to 5)  
Neil McEaney, Interim Executive Vice-President, English Services (Item 3 to 6)  
Suzanne Morris, Vice-President and Chief Financial Officer (Items 6 and 7)  
Roula Zaarour, Vice-President, People and Culture (Items 4)  
Marie-Philippe Bouchard, Executive Director, Strategic Planning, French Services  
(item 5) ()  
Chris Boyce, Executive Director, Radio and Audio, English Services (Item 4)  
Michel Cormier, Executive Director, News and Current Affairs, French Services (Item 4)  
Stephanie Duquette, Chief of staff to the President and CEO (Items 3 to 9)

Bev Kirshenblatt, Senior Director, Regulatory Affairs (Item 5)  
Jennifer McGuire, General Manager and Editor in Chief, CBC News with Responsibility for the Centres, English Services (Item 4)  
Michael Mooney, Executive Director, Finance and Administration (Items 6 and 7)  
Jeffrey Orridge, Executive Director of Sports Properties and General Manager, Olympics Sports Properties (Item 6)  
Patricia Pleszczynska, General Manager, Regional Services, Premiere Chaîne Radio, French Services (Item 4)  
Robert Russo, Managing Editor, News, English Services (Item 4)  
Stan Staple, Senior Director, Research and Strategic Analysis (Items 3 and 5)  
Benoit Villeneuve, Executive Director, Finance and Strategic Planning (item 3 to 5)

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### **Opening of the Meeting**

At 8:30 a.m., the Chairperson called the meeting to order.

#### **1. In Camera Session and President and CEO's Report**

The Board met in camera with the President and CEO to discuss several topics. No matters were reported to the Corporate Secretary for inclusion in the Minutes.

#### **2. Adoption of the Minutes**

On a motion duly moved and seconded, **IT WAS RESOLVED**, – That the Minutes of the April 25, 2013, and the May 15, 2013 Board of Directors meetings be approved.

#### **3. Strategic Planning Committee Report**

##### 3.1 2012-2013 Financial report Cards for English Services and French Services

Steven Guiton and Stan Staple provided an overview of the Report Card's structure and content.

Neil McEneaney and Louis Lalande each reviewed, for English and French Services respectively, the programming performance, the overall mission delivery scores, the regional presence scores, the key performance indicators and the trends in results.

In relation to English Services, Board members inquired about the audience reach, the impact of the removal of *Jeopardy* and *Wheel of Fortune* from the schedule, the impact of hockey, and the performance of children programming. In relation to French Services, Board members inquired about the investments in, and quality of, news.

##### 3.2 Other matters

Edward Boyd updated the Board on the status of the *Beyond 2015* initiative.

## 5. CBC/Radio-Canada Licence Renewal

Bev Kirshenblatt provided an overview of the CRTC's conditions of licences and reporting requirements.

Board members inquired about the "terms of trade" and the role and powers of the CRTC, certain conditions of the CBC/Radio-Canada licences, minority language programming, the impact on programming flexibility, and the date of the next licence renewal and appearance before the CRTC.

## 4. Diversity of Voices Update

Jennifer McGuire and Michel Cormier explained how they frame "diversity of perspectives", the rationale for pursuing it, and what is being done to ensure that there is diversity of perspectives in programming. They also discussed the governance and oversight surrounding journalistic standards, the different requirements in English and French Services, and the challenges faced with respect to presenting opposing points of view.

Board members inquired about the complaints to the Ombudsmen, the French Canadian market, the collaboration between regional and national news.

Chris Boyce explained what English Radio is doing to ensure diversity with regards to on-air programming.

Patricia Pleszczynska explained the areas where emphasis will be placed on increasing diversity efforts including the Montreal region.

Robert Russo provided his perspective on diversity and political coverage.

Board members inquired about how certain perceived biases can be measured and the correlation between our Key Performance Indicators and audience viewership shares. They also discussed the degree of diversity of voices present on certain programs.

## 6. Hockey Strategy

Neil McEaney and Jeffrey Orridge provided an overview of the importance of hockey to Canadians and to the Corporation and its 2015 strategy, specifically the performance of hockey under the existing contract, the impact of hockey on programming and the budget, and the objectives and expectations of pursuing a partnership with the NHL.

Board members inquired about future collective bargaining and the potential for other labour disruptions in the NHL the teams covered, the costs and parcelling of broadcasting rights, the risk tolerance and contingency plans, expectations vis-à-vis the negotiations with the NHL, hockey season disruptions and impacts on costs and revenues, contract approval process, and alignment with the *Beyond 2015 Initiative*, timing of the negotiations, linkages with the Olympics and possibilities of partnerships.

Board members agreed that Management should pursue its negotiations with the NHL aimed at obtaining the broadcasting rights to hockey.

## 7. Audit Committee Report

Peter D. Charbonneau reviewed the agenda items discussed by the Audit Committee at its June 18, 2013 meeting, such as the internal control measures; the Internal Audit reports; the risk management assessment process; the Financial Statements, the fraud testing environment, the OAG's audit report, the Law Department's report, the IFRS accounting standards changes, and the Pension Plan's performance.

Board members inquired about the Pension Plan's bond overlay.

### 7.1 Financial Statements and Annual Report's Management Discussion and Analysis

Suzanne Morris presented the year-end financial results highlights.

Board members inquired about the impact of interest rates and the performance of the Pension Plan.

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

On the recommendation of the Audit Committee, **IT WAS RESOLVED**, – That the *Financial Disclosures* in the Management Discussion and Analysis of the 2012-2013 Annual Report be approved.

## 9. HR & Governance Committee Report

### 9.1 Short-Term Incentive Plan Framework

Edward Boyd reviewed the proposed changes to the STIP framework and explained the reasons for the suggested revised metrics.

On the recommendation of the Human Resources and Governance Committee, **IT WAS RESOLVED**, – That the revised Short-Term Incentive Plan framework be approved effective fiscal year 2013-2014.

### 9.2 Writers Guild of Canada (WGC) Negotiation

Edward Boyd provided an overview of the rationale and terms of the proposed negotiation mandate with the Writers Guild of Canada.

On the recommendation of the Human Resources and Governance Committee, **IT WAS RESOLVED**, – That the negotiation mandate with the Writers Guild of Canada (WGC) be approved as presented.

### 9.3 Political Activities Policy and Bylaw amendment

Edward Boyd provided an overview of the proposed changes and explained the rationale for the amendments proposed by the Human Resources and Governance Committee.

Board members inquired about the changes proposed by the Committee.

#### 9.4 People Strategy

Edward Boyd reported that the Committee was satisfied that the proposed strategy responded to the concerns raised in the Special Examination Report.

s.21(1)(b)

s.21(1)(d)

On the recommendation of the Human Resources and Governance Committee, **IT WAS RESOLVED**, – That the three-year People Strategy be approved as presented.

#### 9.5 CEO's 2013-2014 Performance Plan (with targets)

Edward Boyd provided a summary of the changes proposed by the Human Resources and Governance Committee

On the recommendation of the Human Resources and Governance Committee, **IT WAS RESOLVED**, – That the President and CEO's performance objectives for 2013-2014 be approved as amended by the Human Resources and Governance Committee.

### **8. Infrastructure Committee Report**

Rémi Racine provided an overview of the strategic plans reviewed by Infrastructure Committee at its June 18, 2013 meeting.

#### 8.1 Technology Strategy Board Strategic Plan

On the recommendation of the Infrastructure Committee, **IT WAS RESOLVED**, – That the 2013-2014 Technology Strategy Board Strategic Plan be approved.

#### 8.2 Technology Services Strategic Plan

On the recommendation of the Infrastructure Committee, **IT WAS RESOLVED**, – That the 2013-2015 Media Technology Services Strategic Plan be approved.

#### 8.3 Other Matters

Rémi Racine provided an update on the Maison de Radio-Canada project, the Moncton Station project, and the lease of space in the Toronto Broadcasting Centre

Board members inquired about the status of lease at the Toronto Broadcasting Centre and the funding of the Moncton Station project.

#### 10. Varia & In camera session

On a motion duly moved and seconded, **IT WAS UNANIMOUSLY RESOLVED**, – That the Board of Directors thank Patricia McIver for her years of service as a dedicated member of the Board of directors of CBC\Radio-Canada and her support and outstanding contribution on the Real Estate and Audit committees of the Board of directors.

No in camera session was held.

s.18(b)

#### 11. Information Items

s.20(1)(b)

- 11.1 Quarterly Budgetary Management Report
- 11.2 Quarterly Risk Management Report
- 11.3 Report on Special Examination Action Plan
- 11.4 Quarterly Summary of Government Funding
- 11.5 Quarterly Industrial Relations Report
- 11.6 Quarterly Workforce Distribution Report
- 11.7 Quarterly Olympic Games Report
- 11.8 Access to Information Act Annual Report
- 11.9 Privacy Act Annual Report

#### Adjournment

At 2:40 p.m., the meeting was adjourned.

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Chair

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Secretary