

Minutes of the Meeting held on

January 29, 2013

Conference Call

Members of the Board present:

Rémi Racine, Chairperson of the Board
Hubert T. Lacroix, President and Chief Executive Officer
Edward Boyd
Peter Charbonneau
Pierre Gingras
Marni Larkin
Terry Leier
Maureen McCaw (as an observer pending her swearing in)
Patricia McIver
Brian Mitchell

Members of the Board absent:

George Cooper

In attendance:

Maryse Bertrand, Vice-President, Real Estate, Legal Services and General Counsel
Steven Guiton, Vice-President and Chief Regulatory Officer (Items 2, 3, 4)
Louis Lalande, Executive Vice-President, French Services (Items 2, 3, 4)
Michael Mooney, Acting Vice-President and Chief Financial Officer (Items 2, 3, 4)
Kirstine Stewart, Executive Vice-President, English Services (Items 3, 4)
Stéphanie Duquette, Chief of Staff to the President and CEO
Tranquillo Marrocco, Associate Corporate Secretary
Stan Staple, Senior Director, Research and Strategic Analysis (Items 3, 4)

Opening of the Meeting

At 4:45 p.m. (EST), the Chairperson called the meeting to order.

The Chairperson welcomed Maureen McCaw to the Board and noted that she would participate at Board meetings as an observer until she is sworn-in.

3. Semi-Annual Report Card

Steven Guiton reviewed the purpose of the semi-annual Report Card.

Kirstine Stewart summarized the context under which English Services operated since the last Report Card and reviewed some of their key results.

Stan Staple summarized the new metrics in the Semi-Annual Report Card and how they are measured.

Board members inquired about the results' impact on future ad revenues and the impact of the resumption of hockey games on ratings and revenues.

Louis Lalande summarized the context under which French Services operated since the last Report Card and reviewed some of their key results.

Peter Charbonneau then summarized the discussions held by the Strategic Planning Committee on January 29, 2013, in relation to the semi-annual Report Card.

4. Corporate Plan

Steven Guiton and Stan Staples explained the purpose of the Corporate Plan and the messaging philosophy in keeping with the positive feedback received on last year's documents.

Board members inquired on the impact of the real estate strategy on the capital plan, the sources of the forecast information, the scenarios reflected in the forecasts, the infrastructure projects, and the discussions with the Minister with regards to the Corporate Plan. They also noted that the Corporate Plan

On a motion duly moved and seconded, **IT WAS RESOLVED**, — That the CBC/Radio-Canada's Corporate Plan for 2013-2014 to 2017-2018 be approved.

2. Licence Renewal 2012 – Key Issues

Steven Guiton provided an update on the key issues that arose from the 2012 Licence Renewal hearings and the next steps in the process.

s.21(1)(b)

5. 2013 Calendar of Meeting Change

Rémi Racine explained the context for the proposed changes to the 2013 calendar of meetings.

On a motion duly moved and seconded, **IT WAS RESOLVED**, — That the 2013 Calendar of meetings for the Board and its committees be modified by:

- a) moving the March 26-27, 2013 meetings to March 20-21, 2013 and;
- b) moving the November 20-21, 2013 meetings to November 25-26, 2013.

1. Adoption of the Minutes

On a motion duly moved and seconded, **IT WAS RESOLVED**, — That the Minutes of the October 9, 2012, and the October 26, 2012, Board of Directors meetings be approved.

s.19(1)

7. Other Business

Hubert T. Lacroix informed the Board that Suzanne Morris will be _____ until May 2013, and that during her absence, Michael Mooney will be the Acting Vice-President and Chief Financial Officer and the Information Technology function will report to the Vice President and Chief Regulatory Officer.

Rémi Racine indicated that a proposal for a real estate leasing transaction will be emailed to Board members and, if no objections are raised, a formal signed resolution will be used for its approval. He also noted that questions will be answered via email unless they are too numerous, in which case a conference call meeting will be convened. Maryse Bertrand explained the time frames associated with the proposed lease and the attendant need for an ad hoc resolution of the Board.

6. Information Items

a) 2012 Annual Report to the CRTC

Adjournment

At 5:50 p.m., the meeting was adjourned.