



## Board of Directors

The **Broadcasting Act** and the By-laws of the Corporation govern the CBC/Radio-Canada Board of Directors. The Directors are responsible for overseeing the conduct of the business, supervising management and endeavouring to ensure that all major issues affecting the business and affairs of the Corporation are given proper consideration.

Certain oversight functions have been delegated to Committees including the English and French Language Broadcasting Committee (required by the **Broadcasting Act**), the Audit Committee, the Human Resources and Compensation Committee, and the Governance and Nominating Committee. Most members of the Board serve on at least two committees.

The English and French Language Broadcasting Committee ensures that the Board monitors fulfillment by the Corporation of its French- and English-language broadcasting responsibilities and its overall mandate. The Committee consists of all members of the Board.

The purpose of the Audit Committee is to assist the Board in fulfilling its oversight responsibilities by reviewing the financial information that will be provided to Parliament and other stakeholders, the systems of corporate controls and risk management, which management and the Board have established, and the audit process. The Committee is composed of no more than six Directors, none of whom may be officers or employees of the Corporation.

The purpose of the Human Resources and Compensation Committee is to review, report and, when appropriate, provide recommendations to the Board of Directors regarding human resource strategies. These strategies include, among others, significant human resource policies, industrial relations issues, executive management compensation programs, succession planning, recruitment, and development. The Committee is composed of no more than four Directors.

The purpose of the Governance and Nominating Committee is to provide a focus on Board governance that will enhance corporate performance; to assess and make recommendations regarding Board effectiveness; and to establish a process for developing Director criteria and communicating those criteria to the Minister for consideration by the Governor in Council.



## Members of the Board of Directors

**Carole Taylor, O.C.** (5)  
Chair, Board of Directors  
Vancouver, British Columbia

**Robert Rabinovitch** (4)  
President and CEO  
Ottawa, Ontario

**John Kim Bell, O.C.** (Not Shown)  
Founder and President  
National Aboriginal Achievement Foundation  
Toronto, Ontario

**Dr. Val H. Conway** (Not Shown)  
(until September 2002)  
Ophthalmologist  
St. John's, Newfoundland and Labrador

**Howard McNutt** (6)  
(since September 2002)  
Principal  
HM Consulting Inc.  
Halifax, Nova Scotia

**Marie Giguère** (8)  
Senior Vice-President  
Chief Legal Officer and Secretary  
Molson Inc.  
Montréal, Québec

**Roy L. Heenan, O.C.** (10)  
Chairman and Founding Partner  
Heenan Blaikie, L.L.P., Barristers and Solicitors  
Montréal, Québec

**Jane Heffelfinger** (9)  
Actress and Broadcaster  
Monday Publishing  
Victoria, British Columbia

**Robert Lantos, C.M.** (Not Shown)  
Producer  
Serendipity Point Films  
Toronto, Ontario

**Clarence LeBreton** (3)  
Assistant Deputy Minister  
Training and Employment Development  
Government of New Brunswick  
Caraquet, New Brunswick

**L. Richard O'Hagan** (1)  
Principal  
Richard O'Hagan Associates  
Toronto, Ontario

**James S. Palmer, C.M., Q.C.** (7)  
Lawyer and Chairman  
Burnet, Duckworth & Palmer  
Barristers and Solicitors  
Calgary, Alberta

**W. Thomas R. Wilson** (Not Shown)  
(until February 2003)  
President and CEO  
Oceanic Adventures International  
Toronto, Ontario

**Hélène Fortin** (2)  
(since February 2003)  
Associate  
Hébert, Lussier & Associés, Chartered Accountants  
Longueuil, Québec