

CPFL Energy INC
Form 6-K
March 02, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13A-16 OR 15D-16 UNDER THE
SECURITIES EXCHANGE ACT OF 1934**

For the month of March, 2012

Commission File Number 32297

CPFL Energy Incorporated
(Translation of Registrant's name into English)

**Rua Gomes de Carvalho, 1510, 14º andar, cj 1402
CEP 04547-005 - Vila Olímpia, São Paulo – SP
Federative Republic of Brazil
(Address of principal executive office)**

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.
Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes ☐ No ☒

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):
82-_____

CPFL ENERGIA S.A.

A Publicly Held Company

Corporate Taxpayers ID (CNPJ) 02.429.144/0001-93

Company Registry NIRE 353.001.861-33

**MINUTES OF THE 196TH MEETING OF THE BOARD OF
DIRECTORS HELD ON MARCH 1, 2012**

1. DATE, TIME AND PLACE: On the 1st (first) day of March 2012, at 9:30 a.m., the meeting was held via telephone conference, as provided in Paragraph 1 of Article 17 of the Bylaws of CPFL Energia S.A. ("CPFL Energia" or "Company"), located at Rua Gomes de Carvalho, No. 1510, 14th floor, suite 142, in the city of São Paulo, State of São Paulo.

2. CALL: The meeting was called pursuant to Paragraph 3 of Article 17 of the Company's Bylaws.

3. ATTENDANCE: All members of the Board of Directors ("Board").

4. CHAIR: Chairman – Murilo Passos and Secretary – Gisélia Silva.

5. AGENDA: Approve the election of the Company's Chief Business Development Officer.

6. SUBJECT DISCUSSED AND RESOLUTION TAKEN:

The reading of the Agenda, already known to all present, was waived and it was resolved that the minutes of this meeting would be drawn up in summary form, providing the participants the right to freely register their thoughts and dissents, which would be maintained on file at the Company's headquarters and its

publication approved in the form of a summary, with the signatures of the members of the Board being omitted.

The votes of the members appointed by the controlling shareholders shall be computed pursuant to items 5.1 and 7.1 of the Shareholders Agreement on file at the Company, dated May 22, 2002, as amended on August 27, 2002, November 5, 2003 and December 6, 2007.

Having examined the subject of the Agenda, the Board unanimously, with abstention from voting of members Murilo Passos, Francisco Caprino Neto and Claudio Palaia, decided pursuant to item "a" of Article 17 of the Company's Bylaws **to elect Mr. CARLOS DA COSTA PARCIAS JUNIOR**, Brazilian, married, economist, holder of ID No. 17.646, issued by CORECON, CPF/MF under No. 667.235.667-34, resident and domiciled in the city of Campinas, São Paulo, with offices in Rodovia Engenheiro Miguel Noel Nascentes Burnier, No. 1755, CEP 13088-140, by nomination of the Chief Executive Officer, in accordance with the selection process conducted by specialized consultants, to fill the position of CHIEF BUSINESS DEVELOPMENT OFFICER.

The Officer now elected (a) shall fulfill the remaining term of office on the Board of Executive Officers, whose election was approved at the meeting of the Board of Directors held on the 25th (twenty fifth) day of May 2011, (b) he hereby states there are no impediments to the exercising of his duties and (c) shall be vested in his respective position by signing the Term of Office, drawn up in the Board of Executive Officers' meetings minutes book, the Statement of Agreement referring to in the Listing Rules of the BM&FBovespa, to which he commits to comply with the rules set forth therein, and also the Statement of Adherence to the provisions of the Shareholders' Agreement filed with the Company.

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7. CLOSURE: There being no further business, the meeting was adjourned, these minutes were drawn up, read, approved and signed by the Members present and the Secretary.

Murilo Passos
Francisco Caprino Neto
Renê Sanda
Ana Dolores M. Carneiro de Novaes

Ivan de Souza Monteiro
Claudio Palaia
Carlos Alberto Cardoso Moreira

Gisélia Silva

Secretária

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: March 02, 2012

CPFL ENERGIA S.A.

By: /s/ LORIVAL NOGUEIRA LUZ JUNIOR

Name: Lorival Nogueira Luz Junior

Title: Chief Financial Officer and Head of Investor Relations

FORWARD-LOOKING STATEMENTS

This press release may contain forward-looking statements. These statements are statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.
