

AUDIT AND FINANCE COMMITTEE TERMS OF REFERENCE

Reports to:

The committee shall report to the Board of Directors

Mandate:

The Audit and Finance Committee shall be responsible for overall financial management of the Association, including financial risk management, annual budget overview and the internal audit function. The committee shall be responsible for overseeing the integrity and credibility of the Association's audited financial statements. The committee shall also be responsible for liaison with the Association's external auditor and overseeing the audit.

Within the scope of its mandate, the committee shall:

1. Review all financial information and assess the financial implications of significant Association programs and projects and make recommendations to the Board of Directors.
2. Review issues (i.e. significant unbudgeted financial items) as necessary.
3. Review the budget for the ensuing year and make recommendations to the Board of Directors on the budget. Monitor that the Association operates within the approved budget.
4. Monitor the management of financial risks that could impact the finances, operations and fiscal reputation of the Association.
5. Meet with the Association's external auditor to review and approve the annual audit plan, process and results of the audit. Assess the performance of the external auditor and ensure there is open communication between the external auditors, management, and the Board.
6. Advise the Board and make recommendations with respect to and the administration of the CMA pension plan.
7. Review the annual audited financial statements of other specific Association programs or activities as delegated by the Board (e.g. the CMA Pension Plan).

Membership:

- Chair of the Audit and Finance Committee appointed by and from within the Board of Directors
- 3 CMA Board Directors
- 1 individual with accounting or financial management expertise who may or may not be a member of the Association
- 2 members elected by General Council
- Chair of the Board of Directors

Expectations:

Committee members should be financially literate including an ability to review financial statements and to make knowledgeable recommendations to the Board of Directors.

The Chair is responsible for the effective functioning and reporting of the Committee.

Term:

Chair and Members: Appointed for a term of up to 3 years, renewable once. The term of the Chair and directors on this committee shall align to their current terms on the Board.

Quorum:

A majority of the members shall constitute a quorum at all meetings of the committee

Secretariat:

Chief Financial Officer

Meetings:

Will normally meet quarterly in advance of Board meetings (face-to-face or by teleconference).

[Last updated: May 2019; effective August 14, 2019]