

IACR Guidelines for the Audit Committee

August 2013*

1 Overall Responsibility

Take delegated responsibility on behalf of the Board of Directors for ensuring that there is a framework for accountability; for examining and reviewing all systems and methods of control, especially financial systems; and for ensuring that IACR is complying with law, relevant regulations and good practice.

2 Composition, Meetings, Reporting, and Authorities

The members of the audit committee are appointed by the Board. The committee consists of at least three members, and at least one of them must be a member of the Board. Members ideally have working knowledge and expertise in financial matters.

The chair of the audit committee is appointed by the Board.

Members of the audit committee serve for a three-year term; they may be reappointed under the condition that no member serves more than two consecutive terms.

The audit committee shall meet at least once every year. The chair shall give notice of meetings to members of the audit committee and to the Board at least twenty days in advance. Meetings may be held in person, or by any means of telecommunication acceptable to a majority of the audit committee.

The audit committee decides by majority vote, and in case of a tie by the decision of its chair. A quorum shall consist of two members of the audit committee.

Any director, including those who are not members of the audit committee, may attend any meeting of the audit committee.

The chair may require any officer to attend meetings of the audit committee.

The chair may call upon the Secretary to provide administrative support for the audit committee.

The audit committee reports to the Board at least once every year.

The audit committee is authorized to obtain appropriate external legal and other professional advice in order to fulfill its responsibility to the Board.

The audit committee is authorized to investigate on the behalf on the Board anything that threatens or adversely affects the accomplishment of IACR's charitable aims and objectives,

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its assets, the reliability of all records and information, and its compliance with relevant laws, regulations, policies and governing instruments.

The audit committee may perform audits at any time; it is suggested to have financial audits at least every three years (coinciding with a Treasurer's term) or whenever there is a change of the Treasurer.

3 Duties

1. Oversee the financial reporting and disclosure process.
2. Monitor choice of accounting policies and principles.
3. Monitor internal control processes.
4. Oversee the performance of the internal audit function.
5. Oversee hiring, performance and independence of the external auditors.
6. Oversee regulatory compliance, ethics, and whistleblower hotlines (if any).
7. Discuss risk management policies and practices with the Board.
8. Investigate on behalf of the Board any financial or administrative matter which may put IACR at risk.
9. Examine reports of special investigations and advise the Board on recommended actions.