

JOINT HEALTH SCIENCE BENEFITS TRUST (JHSBT)

Terms of Reference for JHSBT Finance & Audit Committee

I. MEMBERS

The Finance & Audit Committee is created by, and receives its authority from, the JHSBT Board of Trustees. Finance & Audit Committee members shall be Trustees as members to be determined from time to time by the Board of Trustees.

II. COMMITTEE CHAIR

The Committee shall select a Chair from among its members.

III. PURPOSE

The Finance & Audit Committee will assist the Board of Trustees (the “Board”) in fulfilling its oversight responsibilities by providing guidance to the Board on all financial matters with respect to the Joint Health Sciences Benefit Trust (JHSBT) operations.

IV. DUTIES

1. Review, amend as necessary, and make recommendations to the Board on the annual JHSBT budget(s).
2. Review policies regarding the level of assessments, the assessment formula and the collection of assessments. Appropriate recommendations would be made to the Board.
3. Review JHSBT performance against budget on a continuing basis.
4. Discuss and make recommendations to the Board regarding future direction of JHSBT with respect to issues that have major financial implications.
5. Review and approve any significant proposed changes in financial reporting and accounting policies and practices adopted by JHSBT.
6. Review internal and annual audited financial statements and make recommendations to the Board.
7. Act as the Audit Committee of the Board and report to the Board and to the annual meeting.
8. Make recommendations to the Board regarding the audit firm to be retained by JHSBT.
9. Recommend to the Board for its approval, a statement of spending authorities and approval for operating and capital expenditures, including recommending changes which may be necessary from time to time.
10. Make recommendations to the Board on investment strategy.
11. Make recommendations to the Board on the Funding Policy.
12. Review the status of issues that arise from time to time that may impact the organization’s financial statements and/or may have a financial consequence and apprise the Board as appropriate (e.g. tax, audits, etc.).
13. Deal with other related matters and issues referred by the Board.

V. AUTHORITY TO ACT

Recommendations and decisions of the Finance & Audit Committee shall be made by in accordance with sections VII and VIII. The Finance & Audit Committee shall report recommendations to the Board.

VI. MEETINGS

The committee shall meet at least four times annually.

VII. QUORUM

The Committee may make rules for the conduct of its business and may appoint such assistants as they may deem necessary. A majority (50 per cent plus 1) of the members of a committee (including the committee Chair) shall constitute a quorum thereof.

VIII. VOTING

Motions arising at any meeting of a committee shall be decided by a majority (50 per cent plus one) of votes of the committee members present (including the committee Chair). In case of an equality of votes, the Chair shall not have a second or casting vote.