FINANCE COMMITTEE

Terms of Reference

Purpose

The purpose of the Finance Committee is to review significant financial planning, monthly management of financial reports, and make recommendations and deliver reports to the Board of Directors on financial matters. The Finance Committee also serves as the audit committee.

Membership

The Finance Committee shall be comprised of;

- Treasurer (Chair of the Committee)
- Two Board Directors
- Administrative Lead, ex-officio (or leadership team representative)

Roles/Responsibilities

The responsibilities of the finance committee include:

- 1. Budget Planning and Oversight
 - Ensure that there are processes in place for the development of an annual operating budget and capital budget;
 - b. Review and recommend to the board financial assumptions used to develop operating budget, capital budget and strategic plan;
 - c. Review and recommend to the board the annual operating plan and budget, and the capital plan and budget;
 - d. Review the monthly financial performance of the clinic and compare actual performance against budget;
 - e. Review and recommend to the board plans developed by management to address variances between budget and actual performance; and,
 - f. Monitor implementation of plans to address variances and report to the board.

2. Long-Term Planning

- a. Review with management health care developments and legislative changes that may have an impact on financial resources or performance and report to the board; and,
- b. Review and recommend to the board long-term financial goals and long-term revenue and expense projections.

3. Asset Management

- a. Ensure there are processes in place to manage the assets of the clinic; and,
- b. Review and make recommendations concerning material asset acquisitions not contemplated in the annual operating plan.

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4. Financial Transactions

- a. Review and make recommendations to the board concerning banking arrangements for the clinic; and,
- b. Review and make recommendations to the board regarding lines of credit and long-term debt.

5. Internal Controls and Risk Management

- Oversee, review and make recommendations to the board concerning management's risk management processes;
- b. Review and make recommendations concerning the adequacy of financial resources;
- c. Review and make recommendations concerning insurance coverage;
- d. Identify unusual financial risks and oversee management's plan to address unusual or unanticipated risks and make recommendations to the board; and,
- e. Review and make recommendations concerning the quality and integrity of management's internal controls.

6. Audit Committee Responsibilities

- a. Recommend to the board the auditors for appointment or re-appointment by the members at the annual meeting;
- b. Review and make recommendations to the board concerning auditors remuneration;
- c. Meet with auditors to review proposed scope of audit;
- d. Approve auditor's engagement letter;
- e. Oversee performance of audit as required, including ensuring auditors are receiving the assistance of management;
- f. Review audited financial statements and auditor's report and make recommendations to the board;
- g. Meet with auditors and receive and review recommendations with respect to management, accounting systems and internal control issues;
- h. Review policies regarding financial operations, including internal controls;
- Review non-audit services provided by auditor and other factors that might compromise the auditor's independence and make recommendations to ensure auditor independence;
- j. Review management response to recommendations of auditor and report to the board;
- k. Oversee implementation of auditor's recommendations.

7. <u>Other</u>

- a. Such other matters as may be referred by the board, from time to time.
- b. Conduct annual standing committee evaluation and present recommendations for any changes to the board at the May meeting.
- Minutes of all meetings are documented and presented to the board at the next general meeting.

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Meeting Frequency

- Annual
 - o Review of budget by treasurer
- June
 - o Audit meeting review financial statements, review audit findings report
 - o Annual Tax Return
 - Annual Report review
- Other meetings will be called as required and at the call of the Chair of the Committee.

Wendy Payne, Board Chair

Date of Chair Signature