

VIKING TRIANGLE ARTS – TERMS OF REFERENCE FOR FINANCE COMMITTEE

The Board recognizes the significant contribution to good governance and effective internal controls made by an efficient and effective audit committee. The Board pledges its full support to the audit committee and to provide adequate resources to enable the committee to properly discharge its function.

The audit committee acting on behalf of the Board will have explicit authority to investigate any matters within its terms of reference. These terms of reference will be reviewed annually by the Board and updated as appropriate

MEMBERSHIP

The Board shall appoint the committee .

The committee shall consist of not less than three members.

A quorum shall be two members

One member of the committee should have recent and relevant financial experience

FREQUENCY OF MEETINGS

Meetings shall be held not less than four times a year

There should be at least one meeting a year where the audit committee meets the external auditors .

AUTHORITY

The committee is authorised by the Board to

- Investigate any activity within its terms of reference
- Seek any information that it requires from an employee of the company
- Obtain outside legal or professional advice if considered necessary

DUTIES

The duties of the committee shall be

- **FINANCIAL REPORTING** – to review the actions of management in relation to the company's financial statements. Particular attention should be paid to – accounting policies and practices and any changes in them, compliance with accounting standards, significant adjustments resulting from the audit.

- **INTERNAL CONTROL AND RISK MANAGEMENT**
- Review managements and the internal auditors reports on the effectiveness of the systems for internal financial control, financial reporting and risk management.
- Review and approve budget allocations management accounts and use of resources
- Ensure proper accounting records are maintained

- **The audit committee will invite members of management, internal and external auditors or others to attend meetings and provide pertinent information as necessary**
- **The Chairperson of the Board may ask the audit committee to convene further meetings to discuss particular issues on which they want the committee's advice**
- **Review the statement in the auditors annual report and accounts on the companys internal controls and risk management**
- **Review with the external auditor the findings of its work and meet with the external auditors once a year. During this time the committte may also ask the executive to leave to facilitate an open and frank discussion between the committee and the external auditors**
- **Review with management the results of the audit including any difficulties encountered**
- **Recommend to the Board the approval of the accounts when satisfied**
- **Oversee the company's relations with the external auditor and consider and make recommendations on the appointment/re-appointment of the external auditor.**

REPORTING

- **Report to the Board after each Finance Committee meeting**