

# **Khwendo Kor BoD**

## **TORs for Finance and Audit Committee**

*Revised- June 25<sup>th</sup>, 2022*

### **Objective:**

The Finance & Audit Committee shall provide assistance to the BoD and technical assistance to KK management on finance and audit matters.

### **1. Composition of the Committee:**

1. Two GB/ BOD members (excluding executive directors/members) with knowledge of finance and audit on of whom will act as Chairperson.
2. An external expert on finance as advisor.
3. CE/ Director Operations will attend without any voting rights.
4. Internal Auditor – Secretary of the Committee.

### **2. Criteria for membership:**

1. External member to be an expert of finance and audit (can be a member of GB/ BoD).
2. The chairperson of the committee shall have knowledge and experience of finance and audit.

N,B: The above two are willing to give voluntary time.

### **3. Appointment and dissolution of membership:**

The members of the committee shall be appointed by the BoD for its term i.e. three years.

The decision for the dissolution of external member and/ or GB/ BoD member rests with the Executive Committee. The reasons for dissolution may be;

- Inability to give voluntary time.
- Inability to be available for meetings.
- Any other concrete reason.

### **4. Meetings procedures and terms:**

1. Any two members having voting rights will form quorum for a meeting to be validly held. In case of non-availability of the Chairperson, the members present will nominate Chairperson for the meeting.
2. The Committee shall meet at least 2 times annually before BoD meeting.
3. Can meet more frequently as per need.
4. The committee can meet in person or electronically.

5. BoD member other than the committee can participate in meeting with the consent of chairperson of the committee
6. The committee may invite to its meetings any management member, BoD, CE/ Director Operations/Director Program/Manager Finance, or other personnel of the KK or any third parties, as it deems appropriate in order to carry out its responsibilities.

#### **5. Major responsibilities:**

1. Committee shall be a competent authority to any financial matters of KK.
2. Shall inform BoD through its recommendations/decision for final approval on any financial matter of KK.
3. To review the KK budget as prepared by the finance department and recommend the same to the BoD for approval with or without modification.
4. To review actual performance of the KK team against the budget and express opinion thereupon.
5. To guide and assist the BoD and management in financial planning an execution.
6. To assist the management in efficient and effective utilization of financial resources and to deploy surplus balances in secure avenues for earning optimal earning.
7. To oversee the internal audit function and ensure its effectiveness given the scale and complexity of operations of KK.
8. To review internal audit plan and ensure that necessary resources to the audit function.
9. To periodically review the internal audit reports and engage the management for resolution of adverse audit observations.
10. In case of any severe lapse, advise further review/investigation and may recommend further action to BoD.
11. To shortlist external auditors of KK and recommend their approval to the BoD/General Body.
12. Any other matters which is in-line with the charter of the committee.

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Approved By:

**Chairperson -Board of Directors – Khwendo Kor**

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