
Finance and Audit Committee Terms of Reference

Approved by: NOAMA Board of Directors

Date: May 13, 2025

Background

The Finance and Audit (F&A) Committee plays a critical role in the financial oversight of the Northern Ontario Academic Medicine Association (NOAMA). It supports the organization in maintaining strong financial governance, ensuring fiscal responsibility, and safeguarding the integrity of financial reporting processes. The Committee provides advice and recommendations to the NOAMA Board of Directors regarding financial performance, annual budgeting, and audit-related matters, in alignment with NOAMA's mandate and the Alternate Funding Plan Agreement.

Mandate

The Finance and Audit Committee shall:

1. Supervise the preparation of the Association's budget, approve the draft budget, and recommend it to the NOAMA Board for final approval.
2. Monitor NOAMA's financial performance in relation to its approved budget.
3. Review and, if necessary, recommend approval of major expenditures not foreseen in the annual budget, consistent with Association policy.
4. Ensure financial objectives under the Alternate Funding Plan Agreement are monitored and upheld.
5. Review investments and transactions that could materially impact NOAMA's financial health.
6. Review and consider the scope of audit work on an annual basis.
7. Approve the annual financial statements and Auditor's Report for presentation to the NOAMA Board.
8. Discuss with the Auditor any matters arising from the audit of the financial statements.
9. Review and approve internal financial policies and procedures of the Association.

Roles and Responsibilities

Chair

- Selected from the sitting Committee members.
- Facilitate meetings and guide discussion in alignment with the Committee's mandate.
- Coordinate consensus-based recommendations to the NOAMA Board.

Committee Members

- Provide expertise and attention to detail on matters related to financial oversight.
- Attend all meetings and actively participate in discussions.
- Declare any conflicts of interest prior to reviewing agenda items.
- Annually review the Terms of Reference and recommend updates to the Board as necessary.
- Act in the interests of the NOAMA Board when fulfilling Committee responsibilities.

NOAMA Management (Ex-Officio)

- The Executive Director serves as a non-voting member.
- Provide administrative and financial reporting support to the Committee.
- Coordinate meeting logistics and ensure timely distribution of relevant documents.

Membership and Terms

The Committee shall consist of:

1. **Three** appointees from the Physician Clinical Teachers' Association (PCTA) or designees.
2. **One** appointee from NOSM University (Chief Operating Officer, Director of Finance, or designee).
3. **One** hospital representative endorsed by the NOAMA Board.
4. **Chair or Co-Chair** of the NOAMA Board (participant).
5. **NOAMA Executive Director** (Ex-Officio, non-voting).

Committee Appointments:

- Appointments to the Committee will be made by the respective organizations (PCTA, NOSM University, and hospital) on an annual basis, and may be renewed at the discretion of the appointing body.
- Membership terms are generally for a maximum of three consecutive years, renewable once; however, if a suitable replacement is not identified, a member who has reached the maximum term may continue to serve at the recommendation of the NOAMA Board.

Chair Term:

- The Chair will be selected annually by the Committee from among its sitting members.
- The Chair may be reappointed annually, subject to a maximum of three consecutive years in the role.
- If a suitable successor is not identified at the end of the Chair's term, the incumbent may continue to serve until a replacement is selected.

Quorum:

Quorum is achieved when the majority of PCTA-appointed members are present at the meeting.

Participation and Meeting Schedule

Meetings are held virtually and scheduled at the call of the Chair, typically to align with key financial reporting and planning milestones. Recommended meeting schedule includes:

- **May** – Review of proposed budget and draft annual financial statements.
- **September** – Review of audit results and year-to-date expenditures as of August.
- **February (if necessary)** – Review of year-to-date expenditures as of December.

Conflict of Interest

All members must declare any actual or perceived conflicts of interest and recuse themselves from relevant discussions and decisions, in line with NOAMA's Conflict of Interest Policy.

Reporting and Accountability

The Committee provides recommendations and approvals related to financial planning and audit oversight for final decision by the NOAMA Board of Directors.

Annual Review

These Terms of Reference will be reviewed on an annual basis and updated as necessary.

DO NOT REMOVE THIS VERSION RECORD FROM THIS DOCUMENT		
Version	Date	Comments
1.0	2016 05 24	Original ToR
2.0	2023 05 23	Update to capture NOSM U and virtual meetings