

CI University Auxiliary Services
Board Resolution to Create Audit Committee

Be it resolved, per the Bylaws of the CI University Auxiliary Services (UAS), that a standing Audit Committee of the board be created. This committee will have the composition and serve the functions outlined in the Non-Profit Integrity Act of 2004, as follows:

- The Audit Committee is a standing Committee, appointed by the Board with the members serving for the entirety of their appointment to the UAS Board of Directors and may include persons who are not members of the Board.
- The Audit Committee should consist of 3 members at least 2 of which are UAS Board Members.
- All votes of the Audit Committee occur by a majority of the Committee's members.
- The Audit Committee, under the UAS Board's supervision, is responsible for determining the scope of the audit and making recommendations to the board on the hiring and firing of independent certified public accountants (CPAs).
- The Audit Committee can negotiate the independent CPA's compensation on behalf of the UAS Board.
- The Audit Committee cannot include staff members, the University President, the Chief Financial Officer/Treasurer or anyone with a specific, or the appearance of, a Conflict of Interest.
- The Audit Committee convenes an entrance meeting annually prior to the end of the current fiscal year to begin the audit process for the following fiscal year and completes the Audit by the end of the 2nd quarter of the following fiscal year.
- Minutes of all Audit Committee meetings will be maintained.

The audit committee must:

- Confer with the auditor to satisfy committee members that the financial affairs of the CI University Auxiliary Services are in order.
- Review the audit and decide whether to accept it.
- Approve non-audit services by the independent CPAs accounting firm, and ensure such services conform to standards in the Yellow Book issued by the U.S. Comptroller General.

I, Ysabel Trinidad, do hereby certify:

- That I am the duly elected and acting Secretary of University Auxiliary Services, a California nonprofit public benefit corporation.
- That this Resolution is a part of the UAS Bylaws and was adopted by the Directors of said Corporation at the Annual Meeting of the Board of Directors held on May 29, 2019.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 29th day of May, 2019.

Signatures

Murik

June 11, 2019

Date

Ysabel Trinidad, Vice President for Business & Financial Affairs, CI