

Audit Committee Member

As an elected member of the AAO-HNS Audit Committee, the role of the member is to assist the Board of Directors in fulfilling its oversight responsibilities as defined in the bylaws of the organization.

Election and Term of Office:

- The Audit Committee shall consist of three voting Fellows or Members of the Academy who are not members of the Board of Directors, elected by the Voting Fellows or Members to staggered three-year terms.
- Elected members of the Audit Committee shall be eligible to run for a second consecutive term and not eligible for re-election to the Audit Committee until three years have elapsed following the close of their last term.

Role / Authority (as specified in the bylaws of the organization):

- The President shall appoint one of the new Directors-at-Large to a three-year term on the Audit Committee each year, resulting in a 6-member committee all of whom are elected by the membership.
- The Secretary-Treasurer shall serve on the committee as an ex-officio member with vote.
- The Audit Committee shall elect its own chair each year.

Yearly Time Commitment of Audit Committee Member:

- Participate in 2-3 committee meetings per year. One held during the Annual Meeting and the others in Alexandria, VA (6-8 hours per year).
- Participate on 3-4 committee conference calls throughout the year (1-2 hours per call); read and prepare for meetings/calls (1-3 hours per call depending on the agenda).
- Review of annual audit report (2-4 hours).

Responsibilities of Audit Committee Member:

- The Audit Committee shall assist the Board of Directors in fulfilling its oversight responsibilities with respect to (1) the audit of the organization's books and records and (2) the system of internal controls that the organization has established.
- The Audit Committee may rely on the professional expertise of an independent auditor and should establish an understanding with the outside auditors for maintaining an open and transparent relationship and accountability to the Board and the committee.
- Adhere to the organization's bylaws, policies and procedures.
- Adhere to the organization's conflict of interest policy by disclosing and managing prior to and during each committee meeting any real or potential conflicts of interest, including relevant financial relationships with commercial interests and other relationships that could cause private interests to conflict with professional interests.
- Be willing and able to devote the necessary time throughout the entire elected/appointed term of service.