

The Golden L.E.A.F., Inc.

Audit Committee Statement of Objectives

Audit Committee Objective	Steps to Accomplish the Objective	Deliverable	When to Achieve (Frequency Due Date)	Date To Be Completed
1. Each member of the Audit Committee shall be a member of the board of directors, in good standing, and shall be independent in order to serve on this committee.	Test for independence, based on the regulations under the Act and any other regulations that may be operative.	Indicate in the Audit Committee minutes whenever a new member is appointed; acknowledge that independence has been verified.	Affirm annually or whenever a change in status by any Audit Committee member occurs.	December 2026
2. If any independent member of the board of directors meets the requirements of a "financial expert," effort will be made to place such board member on the Audit Committee.	Ascertain whether one or more independent members of the board of directors meets the requirements of a "financial expert." If one or more individuals meet the requirements, recommend appointment to the Audit Committee.	Indicate in Audit Committee meeting minutes which, if any, member of the audit committee is designated as the financial expert.	Affirm annually, unless there is a change in status.	December 2026
3. Appoint the independent auditors to be engaged by the Foundation, establish the audit fees of the independent auditors, pre-approve any non-audit services provided by the independent auditors, including tax services, before the services are rendered.	At least once each year, discuss each of these items with management and the board of directors. Review total audit fee in relation to any nonaudit services being provided by the independent auditor. Ascertain that the independent auditors do not perform any nonaudit service that is prohibited by Section 201 of the Sarbanes-Oxley Act of 2002.	Report and recommend on the fees paid to the independent auditors. Review the scope of <i>all</i> services provided by the independent audit firm throughout the organization.	Review annually.	April 2027

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4. Ascertain that the lead (or concurring) audit partner from any public accounting firm performing audit services, serves in that capacity for no more than eight fiscal years of the Foundation (with a seven-year rotation being the preference).	Establish when the eight-year limit will be reached for the current lead and concurring partner. At least a year prior to that time, discuss transition plans for the new partner.	Document these discussions in Audit Committee meeting minutes.	Review annually with the independent auditors.	April 2027
5. Review with the independent accountants: • The adequacy of the Foundation's internal controls including computerized information system controls and security • Any related significant findings and recommendations of the independent auditors together with management's responses thereto	Determine that all internal control weaknesses are quantified, reviewed, and addressed.	Report to the board on issues relating to internal controls, with emphasis on management's ability to override and related monitoring and testing.	Submit a comprehensive report to the board each year. Update on anything new, or any changes to the internal control system, at every meeting.	October 2026

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6. Review with management and the independent auditor the effect of any regulatory and accounting initiatives.	Independently, through professional reading and CPE, keep up-to-date on new developments related to the industry, and the environment in which the Foundation operates, including any regulatory requirements it may be subject to. Discuss with management and the independent auditors in meetings.	Record discussion and any action steps in Audit Committee meeting minutes.	Review as necessary.	As needed
7. Review with each public accounting firm that performs an audit: • All critical accounting policies and practices used by the Foundation. • All alternative treatments of financial information within generally accepted accounting principles that have been discussed with management of the Foundation, the ramifications of each alternative, and the treatment preferred by the Foundation.	Discuss each matter, and related matters that may come to the attention of the Audit Committee and/or the independent auditors through this process. Create an action plan and follow-up plan as necessary.	Submit reports and documentation of discussions and resolution of disagreements.	Review, at least annually, and/or in conjunction with the year-end audit.	October 2026
8. Review all material written communications between the independent auditors and management, such as any management letter or schedule of unadjusted differences.	Discuss each item with the independent auditors and management and conclude on the appropriateness of the proposed resolution.	Submit reports and documentation of discussions, resolution of issues, and the action plan for any items requiring follow-up and monitoring.	Review, at the completion of the independent audit.	October 2026

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9. Review with management and the independent auditors: • The Foundation's annual financial statements and related footnotes • The independent auditors' audit of the financial statements and their report thereon • The independent auditors' judgments about the quality, not just the acceptability, of the Foundation's accounting principles as applied in its financial reporting • Any significant changes required in the independent auditors' audit plan • Any serious difficulties or disputes with management encountered during the audit • Matters required to be discussed by Statement on Auditing Standards (SAS) No. 61, <i>Communication With Audit Committees</i> (AICPA, <i>Professional Standards</i>, vol. 1, AU sec. 380), as amended, related to the conduct of the audit.	Discuss each matter, and others that may come to the attention of the audit committee through this process, with management and the independent auditors. Review with management the course of action to be taken for any action requiring follow-up. Monitor any follow-up action that requires continued audit committee intervention.	Submit reports and documentation of discussions, resolution of disagreements, or action plan for any item requiring follow-up. Recommend to the board the acceptance of the audited financial statements and related footnotes.	Review at the completion of the independent audit.	October 2026

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10. Review with management and each entity that performs an audit, including a performance audit, the report of the results of such audit.	Discuss each matter, and others that may come to the attention of the audit committee through this process, with management. Review with management the course of action to be taken for any action requiring follow-up. Monitor any follow-up action that requires continued audit committee intervention.	Submit reports and documentation of discussions, resolution of disagreements, or action plan for any item requiring follow-up.	Review at the completion of the independent audit.	As needed
11. Review with management Form 990 prior to filing.	Discuss each matter, and related matters that may come to the attention of the Audit Committee through this process.	Report to the board that the review has taken place and any matters that need to be brought to its attention. Recommend approval by the board of Form 990.	Review prior to filing date.	October 2026
12. Review issues arising out of executive sessions conducted by the chair of the committee with the outside auditors, president, outside counsel, controller, and anyone else as desired by the committee.	Establish these sessions in conjunction with scheduled meetings or as necessary.	Develop action steps to be taken, if appropriate.	Review as necessary.	As needed
13. Evaluate the independent auditors.	Use information from executive sessions conducted throughout the year.	Submit recommendations for change in process and procedures. Request RFPs if changes are being considered.	Review after completion of the annual audit.	October 2026
14. Review with the general counsel legal and regulatory matters that, in the opinion of management, may have a material impact on the financial statements, related Foundation compliance policies, and programs and reports received from regulators.	Discuss whether the Foundation is in compliance with laws and regulations that govern the environment and industry in which it operates, as well as other applicable laws and regulations.	Report to the board that the review has taken place and any matters that need to be brought to its attention.	Review at each meeting.	As needed

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15. Periodically review the Foundation's code of ethics to ensure that it is adequate and up-to-date. Review with the Foundation's general counsel the results of their review of the monitoring of compliance with the Foundation's code of ethics.	Review results with general counsel. Consider any adjustments that may be necessary to the Foundation's code of ethics. Consider steps that may need to be taken to ensure that compliance is at the highest possible level.	Report to the board that the review of the code of ethics was done. Recommend changes to the code of ethics to the board as needed.	Review annually. Review any significant findings as they arise.	December 2026
16. Confirm that the Foundation is complying with its policy on minutes.	Review minutes and other related materials. Review with management the course of action to be taken for any action requiring follow-up.	Report to the board that the confirmation was done.	Review semi-annually.	December 2026 June 2027
17. Review the procedures for the receipt, retention, and treatment of complaints received by the Foundation regarding accounting, internal accounting controls, or auditing matters that may be submitted by any party internal or external to the organization. Review any complaints that might have been received, current status, and resolution if one has been reached.	Review procedures with general counsel. Review all complaints that have been received and the status of resolution. Ensure that proper steps are taken to investigate complaints and resolve timely.	Review an original of each complaint received, no matter the media used to submit. Discuss the status or resolution of each complaint. Review a cumulative list of complaints submitted to date to review for patterns or other observations.	Review at each meeting.	As needed
18. The Audit Committee shall be authorized to hire outside counsel or other consultants as necessary.	A budget should be established for this purpose. Requests for proposals (RFPs) should be used if time permits.	Report submitted by outside counsel or consultant.	Review as needed.	As needed

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19. The Audit Committee will perform such other functions as assigned by law, the Foundation's articles of incorporation or bylaws, or the board of directors.	Monitor developments in the regulatory, legislative, and legal environments and respond to any new requirements as needed.		Review new business, at all meetings	As needed
20. The Audit Committee will review its effectiveness.	The Audit Committee will conduct a self-assessment and evaluation of all members.	Discuss recommendations for improving the effectiveness of the Audit Committee with the board of directors (BOD). Record in BOD minutes.	Review annually.	December 2026
21. Review the Committee's objectives annually, reassess the adequacy of these objectives, and recommend any proposed changes to the board of directors. Consider changes that are necessary as a result of new laws or regulations.	Review the objectives each year. Assess the appropriateness of each objective in light of the previous year's experience. Assess the completeness of the objectives in light of new best practices and new legal or regulatory requirements.	Report to the board on the appropriateness of the Audit Committee objectives and any revisions recommended	Review annually, unless changes are needed during the course of the year.	December 2026

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