

Contents

Preface xi

1 Background and Regulatory Issues 1

Types of Not-for-Profit Organizations Covered by This Book	1
Unique Characteristics of Not-for-Profit Organizations	2
Financial Reporting Environment of Not-for-Profit Organizations	4
Users of Not-for-Profit Organization Financial Statements	7
Regulatory Environment of Not-for-Profit Organizations	9
Summary	11

2 Establishing an Audit Committee and Determining Its Charter 13

Charter and Bylaws Review	16
Audit Committee Members	17
Number of Audit Committee Meetings	23
Meeting Attendance	25
Minutes of Meetings	26
Designation of Committee Chair	27
Designation of a Committee Secretary	28
Terms of Audit Committee Appointments	29
Staggering Audit Committee Member Terms	30
Annual Review and Reporting of Audit Committee Activities	31
Ability to Hire Outside Counsel and Other Advisors	34
Conflicts-of-Interest Statements	35
Summary	38

3 Responsibilities of Internal Control over Financial Reporting 39

Internal Control Basics	39
Risks of Management Override of Controls	51
Relationship of Internal Control to Financial Reporting	58
Options for Reporting by Management and Independent Auditors on Internal Control	61
Summary	67

4 Understanding and Addressing the Risks of Fraud 69

Definition of Fraud	69
Fraud in Relation to Financial Reporting	71

The Audit Committee’s Role in Preventing and Detecting Fraud	72
Fraud Risk Factors to Consider	73
Summary	79

5 Defining the Role of the Internal Audit Function 81

Definition of an Internal Audit Function	81
Relationship of the Audit Committee to the Internal Audit Function	83
Internal Audit Function’s Role in Supporting Management Assertions about Internal Control	88
Summary	94

6 Establishing an Effective Whistleblower Program 95

Sarbanes-Oxley Requirements for Audit Committees Relative to Whistleblowers	95
Protecting Whistleblowers from Retaliation	101
Summary	102

7 Audit Committee’s Relationship with the Independent Auditor 103

Defining the Broad Relationship of the Audit Committee and the Independent Auditor	104
Procuring the Services of an Independent Auditor	106
Understanding the Independent Audit of Financial Statements	113
Monitoring the Independence of the Independent Auditor	119
Communications Received from the Independent Auditor	123
Optional Attestation about Management’s Assertions Regarding Internal Control over Financial Reporting	130
Summary	133

8 An Audit Committee Action Plan 135

Holding an Organizational Meeting	135
Reviewing the Audit Plan with the Independent Auditor	137
Reviewing the Audit Results and Draft Financial Statements	140
Reviewing the Independent Auditor’s Management Letter and Addressing Internal Control Issues	145
Holding Executive Sessions	147
Summary	153