



Policy Regarding Finance and Investments Committee For Barth Syndrome Foundation

Authority

The Finance and Investments Committee (the “Committee”) is a committee of the Barth Syndrome Foundation (BSF) Board of Directors (the “Board”) established under Article III, Section 17 of the By-Laws.

Membership

1. The Committee will consist of at least two Directors, as appointed by the Board, each for a term ending with his/her Board term.
2. The Board Treasurer will serve as Chair of the Committee.
3. The Chair of the Audit Committee may not serve on the Committee.
4. The Board may fill vacancies on the Committee. The Board may remove a Committee member from the Committee at any time, with or without cause.

Operations

1. The Committee will meet with such frequency as it may determine but must meet at least two (2) times per year. The Chair shall preside over Committee meetings. A quorum shall consist of 51% or more of the voting members of the Committee. If the Committee consists of more than two voting members, Committee approvals will require a vote of a majority of the Committee members. If the Committee consists of only two voting members, Committee approvals must be unanimous, provided, however, that if a unanimous vote cannot be reached, the Committee will forward the matter to the full BSF Board for consideration and a vote.
2. The Committee may conduct its meetings either in person or by means of a conference telephone or by any means of communication by which all persons participating are able to hear one another.
3. The Committee will report its activities to the Board on a regular basis via dissemination of the approved minutes of its meetings.
4. The Committee may invite any Director, employee, consultant, outside advisor or other individual who is not a Committee member to attend its meetings, but such persons will not have voting power and will not be considered Committee members.
5. The Committee will review this Policy periodically and recommend any proposed changes to the Board for review.

Responsibilities

1. Review and make recommendations to the Board regarding BSF's annual budget, including the process used to develop the budget.
2. Periodically review operating cash flows, liquidity position, and performance against budget / projections. Report any significant variances to the Board.
3. Report whenever unrestricted net assets are more than three times the amount of the prior year's expenses or the current year's budget, whichever is higher. Report whenever an operating deficit in unrestricted net assets continues for more than three consecutive fiscal years.
4. Review and make recommendations to the Board regarding the establishment and / or termination of banking and similar relationships.
5. Periodically review BSF's investments, including investment policies and objectives, strategy, reporting and performance and monitor execution against BSF's investment policies.

Limitations on Committee Authority

The Board may amend this Policy at any time.

Adopted as of September 18, 2018

Amended and Approved December 3, 2019