



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 shall be comprised of at least one Director of the Board, as appointed by the Board.
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. Members will serve for 3-year terms, which may be renewed by a vote of the Board.
5. 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 prior to each board meeting when financials will be presented. 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 annually and recommend any proposed changes to the Policies & Agreements Committee then the Board for final review and approval.

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, financial performance against budget / projections and investment performance. 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. Annually review BSF's portfolio investment managers, investment policies and objectives, strategy, reporting and performance and monitor execution against BSF's investment policies.
6. At least annually review BSF's risk management policies, litigation matters and insurance coverage.

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

Amended and Approved April 14, 2020