



**PAA Annual General Meeting
September 05, 2025**

Special Resolution

The Proposed Motion:

That the PAA Board formally recognizes the role of an Audit Committee with an Audit Committee chair, whereas these positions replace the traditional single role of board treasurer.

Motion by Chris Pawluk, PAA Audit Committee Chair, PAA Board Governance Committee

Background & Rational

- Annually, the PAA Auditor, **Mahon + Associates Chartered Professional Accountants**, strongly recommends an audit committee rather than a board treasurer.
- An audit committee offers more comprehensive oversight of financial matters than a treasurer alone. While a treasurer manages day-to-day financial operations, an audit committee provides independent oversight of financial reporting, risk management, and internal controls, ensuring transparency and accountability.
- Many boards have moved to either an audit committee or have the entire board share fiduciary responsibility. An Audit Committee provides means to ensure good Corporate Governance, and an audit committee ensures transparency, ethical practices, and accountability. An Audit Committee is better equipped to prevent financial fraud and detect and mitigate the risk of financial misreporting or mismanagement.
- The PAA Governance Committee supports this change.
- The audit committee has already been populated to come into effect in September 2024 if approved.