

SAINT JOSEPH UNIVERSITY OF BEIRUT
Internal Regulations
of the Internal Audit Committee

Article 1: Legal Personality

In accordance with Articles 61-6 and 74 of the University Bylaws, the Internal Audit Committee (hereinafter referred to as “the Committee”) is tasked by the Board of the Saint Joseph University of Beirut (hereinafter referred to as “the University”) with conducting the University’s internal audit and financial control, and overseeing its external audit.

Article 2: Role of the Committee

The Committee does not hold any decision-making authority unless explicitly delegated by the University Board for a specific and time-limited purpose. Its role is advisory and its tasks include preparing and analyzing documents and projects within its area of expertise to provide recommendations to the University Board or the Rector.

Article 3: Key Responsibilities

The Committee’s responsibilities span the following areas:

a. Internal Financial Control

1. Conduct regular analysis and monitoring of the University’s financial statements and IT processes.
2. Validate the work procedures and calculation methods used in the financial statements.
3. Engage with relevant stakeholders within the management team for clarifications on the abovementioned financial statements.
4. Receive periodic reports from the Director of Internal Audit and Asset Control Office.
5. Ensure that the administration implements the recommendations of internal and external auditors.

b. Internal Audit

6. Oversee the effective functioning of the Internal Audit and Asset Control Office.
7. Collaborate with the Internal Audit and Asset Control Office to develop and periodically review an internal audit plan.
8. Advise the Rector on methods to strengthen internal audit capacities (including the recruitment of necessary staff for the management to carry out internal audits).
9. Identify and address any instances of fraud or issues, and recommend disciplinary measures to the Rector.
10. Audit any administrative staff or tenured or non-tenured instructor, as well as any entity or situation of its choosing, and consult external experts if necessary.
11. Investigate any substantiated complaints raised by University members through the Rector or President of the Board of Trustees.

c. External Audit

12. Recommend suitable external auditors to the Rector and approve their engagement letter.
13. Consult with the external auditors on their areas of focus and receive their annual plan for the upcoming year in June of the current year.
14. Review their audit reports and relay eventual recommendations to the University Board and the Rector.

Article 4: Operational Provisions

a. Composition of the Internal Audit Committee

As outlined in Article 61-6 of the University Bylaws, the Board of Trustees appoints Committee members for a renewable four-year term. The Committee is composed of:

- The Committee Chair, appointed by the Rector
- The University Vice-Rector for Administration (Vice-Chair)
- The University Secretary-General (Secretary)

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- A representative of the Board of Trustees
 - The Director of the Internal Audit and Asset Control Office
 - The Director of the Financial Office
 - The General Director of *Hôtel-Dieu de France*
 - A lawyer or legal expert
 - One or more experts

b. Meetings

The Committee meets once to twice per quarter, as required, or when convened by the Committee Chair or the Rector, with a quorum of at least half the members required.

The Committee Chair, in collaboration with the Director of the Internal Audit and Asset Control Office, sets the agenda for each meeting. The University Secretary-General, who also serves as the Committee Secretary, distributes the agenda and meeting minutes to Committee members.

When necessary or upon the Rector's request, the Committee Chair, in coordination with the Committee members, may invite external consultants to attend meetings in an advisory role for technical input. These invitees are bound by confidentiality.

c. Confidentiality

Committee members are committed to maintaining the confidentiality of all information, documents, reports, and materials provided to them. This confidentiality obligation also applies to any individual attending Committee meetings.

d. Adoption of Recommendations and Proposals

Recommendations and proposals should ideally be adopted by consensus. However, in cases of disagreement, Committee members have the right to vote. In the event of a tie, the Chair has the deciding vote.

Meetings held by video conference are deemed valid, and any resulting recommendations or decisions are binding.

e. Entry in Force of the Internal Regulations

In accordance with the provisions of the Internal Audit Charter, the present Internal Regulations enter into force upon approval by both the Internal Audit Committee and the University Board.

The present Internal Regulations shall be reviewed biennially, following the same revision procedures applicable to the Internal Audit Charter.