

CENTRAL AUDIT COMMITTEE NETWORK



2024

"It is so much more than networking; this is about being ahead of the game on the game-changing issues we are all facing and figuring out what to do about them with each other." – Network Member

Chairing the audit committee of a large public company is difficult work. Audit committees have broad mandates: in addition to their traditional task of ensuring reliable financial reporting, they are charged with an ever-expanding portfolio of responsibilities arising from their central role in risk oversight. There are no one-size-fits-all solutions for any of these challenges. Success calls for judgment gained from years of personal experience and from opportunities to engage with others who have faced similar circumstances. Each meeting of the Central Audit Committee Network (CACN) is another such opportunity.

The Program

The network convenes three times a year: two in-person meetings that typically run from 2:00pm through dinner, and one virtual meeting of about 75 minutes in length.

Before each meeting, members are provided with a brief packet of reading to spark discussion.

After each in-person meeting, Tapestry Networks publishes ViewPoints, a document that draws upon the meeting discussion and similar discussions from other networks across the United States. Members are encouraged to share ViewPoints with board colleagues and others in their professional networks.

Current Members

Diane Aigotti, GATX Kapila Anand, Elanco Animal Health Bruce Besanko, Diebold Nixdorf Jeff Boromisa, Wolverine World Wide Stuart Burgdoerfer, Progressive Pat Condon, Entergy Frank Dellaquila, Reliance Steel & Aluminum Candy Duncan, Discover Financial Services and Teleflex Lisa Flavin, Caleres Cheryl Francis, Morningstart Marla Gottschalk, Big Lots and Reynolds **Consumer Products** Mike Hanley, BorgWarner Rejji Hayes, Fortive Cara Heiden, Casey's General Store Sandy Helton, OptiNose Jay Henderson, Illinois Tool Works and Northern Trust Greg Hewett, Acushnet Holdings Frank Jaehnert, Nordson **Ginger Jones**, Tronox Holdings Laurette Koellner, Celestica, Nucor, and Papa John's International Blythe McGarvie, LKQ Corporation Cary McMillan, Hyatt Hotels Mike Merriman, Regis Ralph Nicoletti, Arthur J. Gallagher & Co. Neil Novich, Hillenbrand



Confidentiality

To foster trust and candor, meetings are held under a form of the Chatham House Rule that provides for quotation – without attribution to any individual or company – as well as off-the-record discussion.

Membership Criteria

Membership is by invitation only and there is no fee to participate. The network includes:

- Audit committee chairs representing public companies with annual revenues typically exceeding \$2 billion
- A mix of operating and retired executives
- A mix of EY clients and non-clients

Current Members continued

Lisa Payne, Rockwell Automation Derrick Roman, WEX Abbie Smith, HNI Sherry Smith, Piper Sandler Michael Todman, Brown-Forman Richard Wallman, Roper Technologies Phoebe Wood, Invesco and Leggett & Platt

Ray Young, International Paper

Members can expect to spend two or three days per year preparing for and participating in network meetings. A member who has a conflict with a meeting date may attend a meeting of one of five other regional audit committee networks.

Member Value

The benefits for CACN members include:

- **Peer interaction.** Members make connections and engage with peers, share experiences, and receive counsel from other audit committee chairs about pressing matters.
- Networking. Members regularly engage with their peers and invited guest experts.
- Discussions tailored to members' interests and needs. Agendas reflect the realities facing audit chairs of large public companies, rather than abstract or second-hand notions of what boards do.

Recent Discussion Topics

- Boards explore the frontiers
 of artificial intelligence
- Oversight of special investigations
- Enhancing audit committee
 effectiveness in a complex
 risk environment
- Enhanced audit committee performance. Against a backdrop of mounting pressure on audit committees, members compare practices with peers and discover ways to become more effective.
- A trusted environment. With few opportunities outside their boardrooms to engage each other on critical topics, members enjoy confidential, curated discussions that promote problem-solving.



Alumni Network

The network continues to engage with members after they leave. Network alumni:

- Can attend a final network meeting after they have left the network
- Will continue to receive network-related content from Tapestry Networks
- Are encouraged to remain in contact with network members and other alumni
- May be invited to special events and dinners on an ad hoc basis

About Tapestry Networks and EY

Tapestry Networks is a privately held professional services firm dedicated to helping leaders – directors and boards in particular – do their work more effectively. EY is a global leader in assurance, tax, transaction, and advisory services. EY refers to the global organization, and may refer to one or more, of the member firms of Ernst & Young Global Limited, each of which is a separate legal entity. Ernst & Young Global Limited, a UK company limited by guarantee, does not provide services to clients.

Since its inception, CACN has been organized by Tapestry Networks pursuant to a services agreement with EY, under which EY pays Tapestry Networks a services fee.

Tapestry Networks is a separately owned, managed, and controlled legal entity distinct from EY. No member firm of the global EY organization controls, is controlled by, or is under common control with Tapestry Networks. Due to the significance of the EY relationship to Tapestry Networks' overall revenues, EY has implemented appropriate compliance and monitoring activities with respect to Tapestry Networks for purposes of applicable auditor independence rules.

The following disclaimer appears on all network materials: "The perspectives presented in this document are the sole responsibility of Tapestry Networks and do not necessarily reflect the views of network members or participants, their affiliated organizations, or EY. Please consult your counselors for specific advice. EY refers to the global organization, and may refer to one or more, of the member firms of Ernst & Young Global Limited, each of which is a separate legal entity. Ernst & Young Global Limited, a UK company limited by guarantee, does not provide services to clients. Tapestry Networks and EY are independently owned and controlled organizations. This material is prepared and copyrighted by Tapestry Networks with all rights reserved. It may be reproduced and redistributed, but only in its entirety, including all copyright and trademark legends. Tapestry Networks and the associated logos are trademarks of Tapestry Networks, Inc. and EY and the associated logos are trademarks of EYGM Ltd."

Tapestry Networks brings world-class leaders together to tackle complex challenges and promote positive change through the power of connected thinking

