

SOUTHWEST AUDIT COMMITTEE NETWORK



"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 Southwest Audit Committee Network (SWACN) 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

Curt Anastasio, Chemours and Par Pacific Holdings Mark Baldwin, KBR Lee Canaan, EQT John Carrig, Forum Energy Vanessa Chang, Transocean Marcela Donadio, Norfolk Southern and NOV Barbara Duganier, MRC Global Rodney Eads, DNOW Paulett Eberhart, LPL Financial Holdings and Valero Energy Ryan Edone, LGI Homes Marty Ellen, Eagle Materials Donna Epps, Texas Pacific Land and Texas Roadhouse Teri Fontenot, AMN Healthcare Services Tom Gilligan, KB Home Sue Gove, IAA Lou Grabowsky, Griffon Mark Hawkins, Toast Jean Hu, Fortinet Don Kendall, Talos Energy Debbie Kissire, Celanese Gerry Laderman, Kemper Corporation Holli Ladhani, Marathon Oil Cathy Lego, Guidewire Software Teresa Madden, Cooper Companies and Enbridge Gil Marmol, Foot Locker Ellen Masterson, Insperity

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

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
- <u>Enhancing audit committee</u> <u>effectiveness in a complex</u> <u>risk environment</u>
- 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.

Current Members continued

Angela Minas, Vallourec Royce Mitchell, Pioneer Natural Resources

Don Robillard, Cheniere Energy and Helmrich & Payne

Brenda Schroer, Antero Resources Dunia Shive, Kimberly-Clark and Trinity Industries

Janice Stipp, ArcBest Corporation Hilliard Terry, Upstart Holdings Valerie Williams, Devon Energy and DTE Energy

Billie Williamson, Cushman & Wakefield Laura Wright, CMS Energy



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

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

