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Activity Code 19415		Compliance Audit CAS 415
Version 6.3, dated June 2012		
B-1	Planning Considerations	
Purpose and Scope		
<ol style="list-style-type: none"> 1. The purpose of CAS compliance auditing is to determine if the contractor's policies, procedures, and practices used to estimate, accumulate, and report costs on Government contracts and subcontracts comply with the requirements of CAS. CAS 415 establishes criteria for the measurement of the cost of deferred compensation and the assignment of such cost to cost accounting periods. This standard is applicable to the cost of all deferred compensation except for compensated personal absence and pension plan costs which are covered in other cost accounting standards. FAR 52.230-2, Cost Accounting Standards, requires the contractor to comply with the CAS 415 criteria (48 CFR 9904.415). FAR 31.205-6(k) makes CAS 415 applicable to all contracts subject to the FAR Part 31 cost principles, even contracts which are not CAS-covered or subject only to modified coverage. 2. The scope of this audit should be limited to the last completed contractor fiscal year. For efficiency, CAS compliance testing, if possible, should be performed concurrently with tests for compliance with FAR and contract terms. The auditor and the technical specialist and/or the supervisory auditor should agree upon the level of transaction testing in setting the scope of the audit. This understanding should be documented in the working papers. 3. This program is intended to provide for the proper planning, performance, and reporting on the contractor's compliance with CAS 415. The audit steps in the program should reflect a documented understanding between the auditor, the technical specialist, and/or the supervisor as to the scope required to comply in an efficient and effective manner with generally accepted auditing standards and DCAA objectives. The program steps are intended as general guidance and should be tailored as determined by audit risk. 		
Other Planning Considerations		
<ol style="list-style-type: none"> 1. Before beginning any CAS compliance audit, the auditor should first determine the contractor is subject to the CAS coverage. If the standard is not applicable to the contractor, the audit should be cancelled. 2. Materiality (see 48 CFR 9903.305) and audit risk assessment (including Internal Control Audit Planning Summary (ICAPS) for major contractors, ICQ for nonmajors, and historical CAS problems) are integral parts of the planning process and should be considered in developing the extent of CAS compliance tests. 		

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<p>3. Determine if the contractor has deferred compensation claimed or proposed and its impact on Government contracts. Also, consider whether the contractor’s costs are categorized properly as pension costs (subject to CAS 412/413) versus deferred compensation costs (subject to CAS 415). For a plan to be a pension plan, the official plan documents must offer the plan participants: (i) benefit payments for life or (ii) benefits that are payable for life at the option of the participants. All Employee Stock Ownership Plans (ESOPs) are subject to CAS 415, regardless of whether the plan meets the definition of a pension plan (CAS 415.20(b)(2) and CAS 412.20(b)).</p>
<p>4. Once it is determined CAS 415 is applicable, the auditor should assess which provisions of the standard are significant to the contractor, the extent reliance may be placed on the contractor's system of internal controls to ensure compliance, and the results of relevant other audits (e.g., results of prior compliance audits, Disclosure Statement revisions, etc.).</p>
<p>5. Determine if the contractor or its corporate/home office controls the deferred compensation costs (i.e., controls the measurement and assignment of costs to cost accounting periods). If the contractor’s recorded costs represent an allocation of costs from the corporate and/or home office, determine if an assist audit is needed. Do not issue a CAS compliance audit report at the segment level for costs that are controlled by the segment’s corporate/home office.</p>
<p>6. The decision not to test whether the contractor is complying with specific provisions of the standard should be documented.</p>

B-1	Preliminary Steps	W/P Reference
	Version 6.3, dated June 2012	
	1. Research and Planning	
	a. Review the open MRD’s for guidance which may impact the audit and adjust the scope and procedures appropriately. Open MRDs can be identified using the link provided on the DCAA Intranet home page for “MRDs, AGMs, & AMGMs”	
	b. Read and become familiar with the criteria in CAS 415, CAM 8-415, and any recent Headquarters guidance not incorporated in CAM.	
	c. Determine if the contractor has any deferred compensation. Ascertain if the contractor completed Part VII of its disclosure statement. Evaluate the contractor’s incurred cost submissions, forward pricing proposals, and/or financial statements to determine if deferred compensation is included.	
	d. Evaluate Part VII of the contractor's Disclosure Statement and	

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related polices and procedures to become familiar with the disclosed accounting practices.	
e. Determine if the contractor's accounting system has remained unchanged since the last CAS 415 compliance audit. If changes have occurred, adjust audit scope accordingly.	
f. Evaluate recent forward pricing or incurred cost proposals to determine whether total costs subject to CAS 415 are material. Consider contractor's sales mix (i.e., CAS-covered Government contracts vs. non-CAS-covered and commercial). Materiality should be a consideration only in determining the extent of substantive testing.	
g. Examine other FAO permanent file data (e.g. relevant audit leads, MAARs Control Log, etc.) and prior relevant audit work packages to determine what data are available, what audit steps were done in the past, and the results from those steps. This will identify areas of high risk and/or areas where limited or no compliance testing is necessary. Document results.	
h. If appropriate, coordinate with the FAO technical specialist, CAC, and/or regional specialist on matters of interpretation and policy.	
i. Contact the contracting officer to ascertain any known concerns (including risk related to the contractor's financial condition) that will impact the audit and adjust the audit scope and procedures accordingly. If information regarding the contractor's financial condition is not available from the contracting officer, the auditor should perform the procedures addressed in CAM 2-302.1h. If during the course of the audit the auditor becomes aware of unfavorable or adverse financial conditions, they should immediately communicate their concerns to the contracting officer, and appropriately adjust the scope of audit.	
j. Electronically transmit an acknowledgement/notification to the ACO/CAFO notifying them of the commencement of the risk assessment and that the expected completion date will be provided in the formal acknowledgement/notification once the risk assessment is complete. (CAM 2-303). The acknowledgement/notification process should be within the timeframe and in accordance with the procedures in CAM 4-104.	
2. Entrance Conference and Preparation	
a. Arrange and conduct an entrance conference covering the areas highlighted in CAM 4-302 with particular emphasis on:	

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(1) Requesting the contractor’s explanation of the internal control structure.	
(2) Identifying any changes made since the last audit and any changes planned.	
(3) Obtaining an understanding of the contractor's monitoring process.	
(4) Obtaining copies of all plan documents. Ensure we have copies of the most recent documents.	
(5) Identifying any weaknesses which may have been reported and related follow-up actions. Request copies of any internal or external audit reports regarding costs of deferred compensation.	
b. If reliance is to be placed on the work of others, the file should contain the required documentation (see CAM 4-1000).	
c. Issue a notification letter to the contractor regarding the audit in accordance with CAM 4-302.3.	
3. Risk Assessment	
a. Examine the ICQ or relevant ICAPS (whichever is applicable), to obtain information regarding accounting system adequacy, identify any known outstanding system deficiencies, and perform preliminary assessment of risk. Document results.	
b. Using the framework and the guidelines in WP B-2, obtain and document an understanding of the contractor's internal controls that are relevant to the audit. With the proper planning auditors should be able to obtain and document a major portion of this understanding during a walk-through of the contractor's assertion.	
When sufficient work is not performed to determine reliability (i.e., reduce audit risk to an acceptable level), qualify the audit report in accordance with CAM 10-210.4a and 10.807.3.	
c. Determine the following:	
(1) The amounts and types of deferred compensation awards claimed and/or currently provided to employees. Include open unaudited contractor fiscal years, current fiscal year, and, if available, budgeted years in this analysis. Suggested sources include incurred cost submissions, forward pricing proposals, or financial statements. Obtain contractor’s budget for future years.	

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<p>(2) The Government participation by type of contract.</p>	
<p>(3) Significant cost accounts.</p>	
<p>(4) Significant provisions of the standard.</p>	
<p>(5) The extent of transaction testing should be commensurate with audit risk. If specific provisions of the standard are not applicable or are immaterial, curtail the audit scope for them and document the decision.</p>	
<p>(6) Determine whether the contractor properly categorized its deferred compensation and pension plans. For a plan to be a pension plan, the official plan documents must offer the plan participants benefit payments payable for life or benefits that are payable for life at the option of the participants.</p>	
<p>d. Hold a planning meeting with the audit team (e.g., RAM, Manager, Supervisor, Auditors) to discuss the risk of fraud and other noncompliances with applicable laws and regulations that could have a material effect on the assertion. The discussion should include relevant prior audit experience (e.g., questioned cost, relevant reported estimating or accounting system deficiencies), relevant aspects of the contractor’s environment (e.g., the extent of incentives, pressures and opportunities to commit fraud and the propensity to rationalize misstatements), other known risk factors, and the audit team’s understanding of relevant internal controls (see W/P B-2). The team should also review and discuss the general and other relevant sections of the IG Handbook on Fraud Indicators for Contractors as well as the relevant fraud indicators in CAM Figure 4-7-3. See “Principal Sources of Fraud Indicators” below.</p> <p>Based on the team discussion and other risk assessment procedures the team should document on W/P B, Section 4 the risk factors/indicators identified and design audit procedures to meet the audit objectives and provide reasonable assurance of detecting fraud and other noncompliances with applicable laws and regulations that could have a material effect on the proposal (i.e., tailor (add/delete/modify) the audit steps). GAGAS 6.13(a)</p> <p>Communication among audit team members about the risk of material misstatement due to fraud should continue as needed throughout the audit.</p> <p>Principle Sources of Fraud Indicators:</p> <ul style="list-style-type: none"> • Handbook on Fraud Indicators for Contract Auditors, Sections I and III, (IGDH 7600.3, APO March 31, 1993) located at: http://www.dodig.mil/PUBS/igdh7600.doc. 	

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<ul style="list-style-type: none"> • CAM Figure 4-7-3. <p>(To access the fraud handbook, copy and paste the web address shown above into the address block in Internet Explorer.)</p>	
e. From the information gathered in the preceding steps and using the materiality criteria in 48 CFR 9903.305, assess the audit risk and determine the scope of audit and extent of compliance testing to be performed.	
f. Update the information in the permanent files as needed.	

C-1	Basic Requirements	W/P Reference
Version 6.3, dated June 2012		
1.	For the plan(s) selected for examination, ensure that the plan documents on hand are the most recent available. Confirm that the items covered in W/P D-1, E-1, and F-1 are detailed in the plan document.	
2.	To properly assign costs to the appropriate period, the facts and circumstances of the award must be known. Ascertain the facts and circumstances of the award. Determine if deferred compensation is assigned to the cost accounting period in which the contractor incurs the obligation. (CAS 415.50(a)). An obligation exists when all of the following conditions are met:	
	a. there is a requirement to make future payment(s) which the contractor cannot unilaterally avoid;	
	b. the award is to be satisfied by a future payment of money, other assets, etc.;	
	c. the amount of the future payment can be measured with reasonable accuracy;	
	d. the recipient is known;	
	e. the terms of the award require certain events to occur before an employee is entitled to receive the benefits, and there is a reasonable probability that such events will occur (e.g., awards are made if certain production levels are met and these production levels historically are reached approximately 80 percent of the time);	
	f. for stock options, there is a reasonable probability that options ultimately will be exercised.	
3.	Verify through examination of the award provisions that all applicable conditions for establishing the obligation for compensation have been	

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met for those awards in which the entire cost is recognized in the year of award.	
4. If no obligation is incurred prior to payment, verify that the deferred compensation cost is recorded only when paid.	
5. Determine that the cost of each award is considered separately for purposes of measuring and assigning costs to cost accounting periods. If the cost of deferred compensation can be measured with reasonable accuracy on a group basis, separate computations for each employee are not required (CAS 415.50(c)).	

D-1	Compensation Paid In Money (Other than ESOPs)	W/P Reference
Version 6.3, dated June 2012		
1.	Determine whether the deferred compensation paid in money is computed in accordance with a, b, or c below. Evaluate each deferred compensation plan to determine whether the payment of interest is required. For each plan that provides for interest, check the contractor’s annual interest cost calculation to ascertain that only interest costs for which the rates are fixed or based on specific indices have been accrued.	
a.	If the award provides that the amount to be paid shall include the principal of the award plus interest at a rate fixed at the date of award, such interest shall be included in the computation of the amount of future benefit (CAS 415.50(d)(1)).	
b.	If the award provides for payment of principal plus interest at a rate not fixed at the time of award but based on a specified index determinable in each period, such interest shall be included in the computation of the amount of future benefit. The interest rate used shall be the rate in effect at the close of the period in which the cost is assignable. Adjustments to cost shall be made in any period where actual rates vary substantially from the rate used in the calculation (CAS 415.50(d)(2)).	
c.	If the award provides for payment of principal plus interest at a rate not based on a specified index or not determinable each year:	
	(1) The cost for the principal of the award shall be the present value of the future benefits and shall be assigned to the period in which the employer incurs an obligation (CAS 415.50(d)(3)(i)).	
	(2) The interest on such awards shall be assigned to the period in which payment is made (CAS 415.50(d)(3)(ii)).	

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<p>2. Determine that awards based on future services are assigned to the periods of current and future service based on the facts and circumstances of the award. The cost for each period shall be the present value of future benefits calculated as of the end of each period (CAS 415.50(d)(4)).</p>	
<p>3. Determine that the present value is based on the discount rate established by the Secretary of the Treasury (CAS 415.50(d)(5)).</p>	
<p>4. Where the award is made under a plan which requires irrevocable funding (including interest) of future payments to employees, the amount assigned to the period of the award is the amount irrevocably funded into the trust (CAS 415.50(d)(6)). Evaluate the deferred compensation plans and trust provisions to determine if irrevocable funding is required. If so, verify that the amount irrevocably funded is assigned to the cost accounting period in which the funding occurs.</p>	
<p>5. For small closely held contractors, if the amount is not funded, the requirements of FAR 31.205-6(b)(2)(i) and (iv) apply. Compensation is allowable to the extent it is reasonable for the personal services rendered and does not constitute a distribution of profits. During incurred cost and/or forward pricing proposal audits, auditors should verify that compensation is not recognized in amounts exceeding those costs that are deductible as compensation under the Internal Revenue Code and regulations under it. If this step has not been performed in other audits, consider expanding the scope of the audit to include this.</p>	
<p>6. Any forfeiture which reduces the employer's obligation for payment of deferred compensation shall be a reduction of contract costs in the period in which the forfeiture occurs. Evaluate the contractor's policies and procedures regarding reductions for forfeitures. Request the contractor to provide documentation of its reviews/calculations of reductions for forfeitures (CAS 415.50(d)(7)).</p>	
<p>7. Verify that the reduction was the amount of the award that was assigned to a prior period, plus interest compounded annually, using the same Treasury rate at the time the cost was assigned. For irrevocably funded plans, verify that the reduction is the amount initially funded plus or minus a pro-rata share of the gains and losses of the fund (CAS 415.50(d)(7)).</p>	
<p>8. For group plans, evaluate estimated forfeitures, based on the contractor's past experience and its future expectations. Verify the reasonableness of estimated forfeitures. If the cost of deferred compensation for group plans is determined to be greater than the amounts initially assigned because the forfeiture was overestimated, verify that the additional cost attributable to the incorrect estimate is assigned to the period when the revised costs becomes known. (CAS 415.50(d)(8)).</p>	

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E-1	Compensation Paid in Other Than Money (Other than ESOPs)	W/P Reference
Version 6.3, dated June 2012		
1. Obtain the contractor’s support for the amounts recorded for compensation paid in other than money.		
2. For awards made in stock of the contractor, the cost of deferred compensation for such awards shall be based on the market value of the stock on the measurement date (CAS 415.50(e)(1)).		
a. The measurement date is the date the number of shares awarded becomes known.		
b. The market value is indicated:		
(1) By market quotations for stock publicly traded in substantial quantities.		
(2) Independent appraisal evaluations for stock not publicly traded in substantial quantities (e.g., closely held corporations). Determine if the data used in making the valuation is current, accurate, and complete and if the assumptions underlying the valuation are reasonable. (For ESOPs stock evaluation, see CAM 7-2114.4.)		
3. As part of incurred cost and/or forward pricing audits, auditors should ensure that unallowable plan costs are not included. Refer to FAR 31.205-6(i) for descriptions of unallowable deferred compensation costs. If this has not been performed in other audits, consider expanding the scope of this audit to evaluate for compliance with FAR Part 31.205-6(i).		
4. For awards made in the form of options to employees to purchase stock of the contractor, verify that the cost of deferred compensation of such award is the amount by which the market value of the stock (as indicated by market quotations) exceeds the option price multiplied by the number of shares awarded on the measurement date. If the option price on the measurement date is equal to or greater than the market value of the stock, no cost shall be deemed to have been incurred for contract costing purposes (CAS 415.50(e)(2)). Verify that no costs were recorded in this circumstance.		
5. Evaluate the terms of an award of stock or stock options to determine if the employee is required to perform future service in order to receive the stock or to exercise the option. If so, verify that the cost of the deferred compensation is appropriately assigned to the periods of current and future service based on the facts and circumstances of the		

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<p>award. Verify that the cost to be assigned is the value of the stock or stock option at the measurement date. (CAS 415.50(e)(3)).</p>	
<p>6. For an award made in the form of an asset other than cash, verify that the cost of deferred compensation for such award is based on the market value of the asset at the time the award is made. If a market value is not available, verify that the fair value of the asset is used. (CAS 415.50(e)(4)). Verify that the claimed market value of the asset is supported by a valid appraisal obtained from an outside source.</p>	
<p>7. If the terms of an award are made in the form of an asset other than cash or require that the employee perform future service in order to receive the asset, verify that the cost of the deferred compensation is appropriately assigned to the periods of current and future service based on the facts and circumstances of the award. (CAS 415.50(e)(5)). Determine the facts and circumstances of the award. Determine the basis on which the contractor prorates costs between current and future periods. If the plans do not clearly establish a basis for prorating costs between accounting periods, require the contractor to support the proration. Evaluate the contractor’s support for reasonableness.</p>	
<p>8. Determine if the contractor has properly considered forfeitures. Evaluate the contractor’s policies and procedures regarding forfeitures. Obtain the contractor’s support for recorded/estimated forfeitures or its support for not recording forfeitures. In computing the assignable cost for a period, any forfeitures which reduce the employer’s obligations for payment of deferred compensation shall be a reduction of contract costs in the period in which the forfeiture occurred. The amount of the reduction shall be equal to the amount of the award that was assigned to a prior period, plus interest compounded annually, using the Treasury rate that was in effect at the time the cost was assigned. If the recipient of the award of stock options voluntarily fails to exercise such options, such failure shall not constitute forfeiture under provisions of the standard (CAS 415.50(e)(6)).</p>	
<p>9. Ascertain if the contractor’s award is a noncompensatory award. Noncompensatory stock option awards or other forms of stock purchase plans meeting specified characteristics in CAS 415.50(e)(7) are not covered by the standard, i.e.:</p>	
<p>a. Substantially all full-time employees meeting limited employment qualifications may participate.</p>	
<p>b. Stock is offered to eligible employees equally or based on a uniform percentage of salary or wages.</p>	
<p>c. An option or a purchase right must be exercised within a reasonable period.</p>	

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d. The discount from the market price of the stock is no greater than would be reasonable in an offer of stock to stockholders or others.	
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F-1	Employee Stock Ownership Plans (ESOPs)	W/P Reference
Version 6.3, dated June 2012		
1.	Determine if the contractor’s cost is measured by the contractor’s contribution, including interest and dividends if applicable, to the ESOT (CAS 415.50(f)(1)).	
a.	Ascertain if the contractor’s cash contributions are measured consistent with the applicable requirement below:	
	(1) Under a non-leveraged ESOP, the contractor contributes cash to the Employee Stock Ownership Trust – ESOT (entity responsible for administering the ESOP) which purchases company stock with the cash and distributes the stock to the participating employees’ accounts. Verify the claimed cost represents the contractor’s cash contribution to the ESOT.	
	(2) Under a leveraged ESOP, the ESOT borrows money from a bank and uses these funds to purchase company stock (refer to CAM 7-2114.1d for additional information). Verify the contractor’s claimed cost represents its contribution to the ESOT equal to the total amount of the principal and interest on the loan.	
	(3) Verify that the contractor accounts for the interest and principal portions of the ESOP financing as two separate components in the accounting records and determine that the amounts are reasonable and consistent with the loan agreement.	
b.	Verify contributions made in the form of stock of the corporation or property was measured based on the market value, or fair value if the market is not available (CAS 415.50(f)(1)). Definitions of market value and fair value are provided at CAS 415.30(b)(1) and a(3), respectively.	
2.	Ascertain if the cost of ESOPs is assigned to the cost accounting period in which the contractor incurs an obligation to compensate the employee (CAS 415.50(f)(2)):	
a.	Verify the contractor’s contribution is assigned to a cost accounting period only to the extent that the contribution, whether in cash or stock or any combination thereof, is awarded to employees and allocated to individual employees accounts by the Federal tax deadline, including permissible extensions.	

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<p>b. Ensure stock or cash that is allocated to the individual employees' accounts between the end of the cost accounting period and the tax filing date for that period is assigned to the accounting period in which the employee is awarded the stock or cash.</p>	
<p>3. Assess the reasonableness and allowability of contractor ESOP contributions using the requirements of FAR 31.205-6. Refer to CAM 7-2114.2 for additional details.</p>	
<p>a. Review the terms of the ESOP to determine if the plan provides unreasonable compensation to certain employees or groups of employees (FAR 31.205-6(a) and (b)).</p>	
<p>b. Determine if the contractor's contribution includes any dividend payments or an amount calculated based on dividend payments. Such amounts are unallowable (FAR 31.205-6(i)).</p>	
<p>c. Confirm the annual ESOP contributions do not exceed the Internal Revenue Service Code deductibility limits. Amounts in excess are unallowable (FAR 31.205-6(q)(2)(iii)).</p>	
<p>d. When the contribution is in the form of cash, evaluate the price paid by the ESOT for stock. Any price paid in excess of fair value is unallowable. If the ESOT purchases the stock with borrowed funds, the contractor's cash contributions necessary to cover the ESOT loan (principal and interest) that are attributable to the excess price should be questioned pro rata during the loan repayment period (FAR 31.205-6q(2)(v)).</p>	
<p>e. When the contribution is in the form of stock, ensure the value of the contribution is limited to the fair market value of the stock on the dates that title is effectively transferred to the trust (FAR 31.205-6(q)(2)(iv)).</p>	

A-1	Concluding Steps	W/P Reference
Version 6.3, dated June 2012		
1.	Summarize the results of audit.	
2.	Discuss the audit results with the supervisor or the FAO technical specialist. The auditor should only report those noncompliances which are considered material (see CAM 8-302.7).	
3.	Coordinate significant or unusual issues with the CFAO, FAO Manager, and if applicable, with the CAC, CHOA, or GAC network (see CAM 8-302.4 and 8-302.6). Coordination should be both before and after discussion of audit results with the contractor. The CFAO	

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<p>should be apprised of noncompliance matters at the earliest possible date. If a noncompliance is considered immaterial, recommend to the CFAO that the contractor be notified to correct the noncompliance and if the noncompliance is not corrected, that the Government reserves the right to make appropriate contract adjustments should the cost impact become material (see FAR 30.602).</p>	
<p>4. Prepare draft audit report. If the audit scope was limited to a certain area(s) of the contractor’s accounting practices, modify the scope and opinion statements as necessary so that they clearly identify the limited areas audited.</p>	
<p>a. If no instances of noncompliance are found, prepare a draft audit report in accordance with CAM 10-807 (activity code 19415)</p>	
<p>b. If instances of noncompliances are found, open an assignment under activity code 19200, prepare an audit report in accordance with CAM 10-808, and close this 19415 compliance assignment with an MFR.</p>	
<p>5. If an internal control system deficiency is detected during the course of this audit, draft a flash internal control report and submit it to the contractor for comment in accordance with CAM 10-413.</p>	
<p>6. Conduct an exit conference with the contractor in accordance with CAM 4-304.</p>	
<p>7. Finalize audit report incorporating the contractor's response and audit rejoinder, if applicable.</p>	
<p>8. Update the permanent files. <i>Ensure that a copy of DMIS Report No. CAS 3 entitled “CAS Compliance Testing (Activity Code194XX)” is included in the permanent file after the assignment has been closed in DMIS.</i></p>	