
**Board Meeting
April 30, 2019
Final/Approved minutes**

The Virginia Board of Accountancy met on Tuesday, April 30, 2019, in Board Room #1 of the Perimeter Center, 9960 Mayland Drive, Henrico, Virginia 23233.

MEMBERS PRESENT: Susan Quaintance Ferguson, CPA, Chair
D. Brian Carson, CPA, CGMA, Vice Chair
Matthew P. Boshier, Esq.
W. Barclay Bradshaw, CPA
William R. Brown, CPA
Stephanie S. Saunders, CPA
Laurie A. Warwick, CPA

LEGAL COUNSEL: Robert Drewry, Assistant Attorney General,
Office of the Attorney General

STAFF PRESENT: Nancy Glynn, CPA, Executive Director
Mary Charity, Deputy Director for Operations
Renai Reinholtz, Deputy Director for Finance and Administration
Amanda E. M. Blount, Enforcement Director
Kelli Anderson, Communications Manager
Patti Hambright, CPE Coordinator and Administrative Assistant

**LEGAL COUNSEL
PARTICIPATING
BY TELECONFERENCE
FOR A PORTION OF
THE MEETING:**

Cullen D. Seltzer, Esq., Sands Anderson
Robert (Bobby) N. Turnage, Jr., Esq., Sands Anderson

**MEMBERS OF THE
PUBLIC PRESENT:**

Alfonzo Alexander, Chief Ethics and Diversity Officer, NASBA, and
President of NASBA's Center for the Public Trust (CPT)
Dr. William J. Hawk, Professor of Philosophy, James Madison
University
Kevin Savoy, CPA, Audit Director, Virginia Auditor of Public
Accounts
Stephanie Peters, CAE, President and CEO, Virginia Society of
Certified Public Accountants
Emily Walker, CAE, Vice President, Advocacy, Virginia Society of
Certified Public Accountants
Linda Newsom-McCurdy, CAE, Senior Director of Member Value,

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Virginia Society of Certified Public Accountants
Amy Mawyer, Vice President of Learning, Virginia Society of
Certified Public Accountants
Andrew Biondi, Esq., Sands Anderson

CALL TO ORDER

Ms. Ferguson called the meeting to order at 9 a.m.

SECURITY BRIEFING

Ms. Hambright provided the emergency evacuation procedures.

DETERMINATION OF QUORUM

Ms. Ferguson determined there was a quorum present.

APPROVAL OF AGENDA

Upon a motion by Mr. Brown, and duly seconded, the members voted unanimously to approve the April 30, 2019, agenda as amended by adding an additional public comment period. The members voting “**AYE**” were Ms. Ferguson, Mr. Carson, Mr. Boshier, Mr. Bradshaw, Mr. Brown, Ms. Saunders and Ms. Warwick.

APPROVAL OF MINUTES

Upon a motion by Mr. Bradshaw, and duly seconded, the members voted unanimously to approve the March 18, 2019, Board meeting minutes as presented. The members voting “**AYE**” were Ms. Ferguson, Mr. Carson, Mr. Bradshaw, Mr. Brown, Ms. Saunders, Mr. Boshier and Ms. Warwick.

PUBLIC COMMENT PERIOD

Ms. Peters extended an invitation to Board members to attend the VSCPA Leader’s Summit on May 16 and 17, 2019, in Richmond, VA. Ms. Newsom-McCurdy provided an update regarding the well-received CY2019 Virginia-Specific Ethics Course, and Ms. Walker provided an update regarding the VSCPA’s new hires for continued service with the Peer Review program.

APA – FY2018 Audit Entrance

Mr. Savoy presented the APA – FY2018 Audit Entrance to the Board. He noted historically the VBOA audit has been a very clean audit that is straightforward. He noted Stephen Peeks would be handling the

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VBOA audit with a May anticipated completion date. Mr. Peeks will be working with Ms. Glynn and Ms. Reinholtz.

COMMITTEE/NASBA UPDATES

NASBA Enforcement Committee

Mr. Brown led the discussion regarding the NASBA Enforcement Committee. He noted the committee would meet on May 14, 2019.

NASBA Board of Directors

Ms. Saunders led the discussion regarding the NASBA Board of Directors. Ms. Saunders noted the board had met last Friday and approved continuous Uniform CPA Examination testing with a June 2020 target date. She noted the Task Force considering the 120 semester hours versus 150 semester hours required for CPA licensure remains at 150 semester hours. She noted the NASBA regional meetings will include discussions on the CPA Evolution task force recommendations – instead of an alternative pathway, discussions will include how to prepare CPAs for the ever changing technology in audit and attest functions.

Education Committee

Ms. Ferguson led the discussion regarding the NASBA Education Committee. She noted three grant proposals had been approved.

Ms. Ferguson noted the NASBA 2019 Eastern Regional Meeting would be held June 11–13, 2019, in Washington, D.C. She also noted May 3, 2019, was the form submission deadline for any Board members interested in serving on NASBA committees.

EXECUTIVE DIRECTOR'S REPORT

General Updates

Ms. Glynn presented the following general updates regarding the VBOA:

- Ms. Glynn welcomed Heather Rogers, Executive Administrative Assistant, and Charlynn Throckmorton, Investigator, to the VBOA staff.
- Ms. Glynn noted the Policy Advisor position had been reposted as a 40-hour week position and the Enforcement position remained vacant at this time.
- Ms. Glynn noted moving all licenses to a June 30 renewal date has been going well.
- Ms. Glynn attended the NASBA 2019 Executive Director and State Board Staff Conference and Ms. Blount attended the NASBA Conference for Board of Accountancy Legal Counsel March

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26–28, 2019, in San Antonio, TX. Ms. Glynn provided a brief overview of the conference and noted it was very informative.

March 2019 Board Report

Ms. Charity presented and fielded questions regarding the March 2019 Board Report.

March 2019 Financial Report

Ms. Reinholtz presented and fielded questions regarding the March 2019 Financial Report.

BOARD DISCUSSION TOPICS

Proposed UAA Model Rules Article 7

Ms. Warwick led the discussion regarding the Proposed UAA Model Rules Article 7. Ms. Warwick noted this as an opportunity to make the Rules consistent with practice. She provided an overview of the proposed revisions. She noted comment letters were due at the end of June 2019. After a brief discussion, the Board agreed no comment letter was needed.

Changes to Active – CPE Exempt Status

Ms. Saunders led the discussion regarding the proposed changes to the Active – CPE Exempt Status. After an in-depth discussion, the Board agreed to revisit the topic on a later date.

PUBLIC COMMENT PERIOD

Mr. Biondi spoke on behalf of Doris Shuman.

ETHICS PRESENTATIONS

Alfonzo Alexander, Chief Ethics and Diversity Officer, NASBA, and President of NASBA’s Center for the Public Trust (CPT)

Mr. Alexander provided an overview of CPE ethics requirements for state boards of accountancy. He noted 50 of the 55 Boards have ethics CPE requirements. New Jersey and Virginia’s ethics course requirement is state specific. He noted courses that include case-base scenarios are well received and seem to hold the attention of the audience. Mr. Alexander fielded questions.

Dr. William J. Hawk, Professor of Philosophy, James Madison University

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Dr. Hawk provided a PowerPoint presentation and hands-on workshop on Ethical Reasoning for Accountants: A Practical Strategy. The presentation included discussions regarding ethical decision-making. He provided examples of well-known individuals who had made bad decisions. Dr. Hawk fielded questions.

RECESS FOR LUNCH 12:03 p.m.

RECONVENE 12:33 p.m.

ADDITIONAL ITEMS FOR DISCUSSION

Carry over items/potential future topics

- Publication of VBOA disciplinary actions (On-going)
- CPE survey and guidelines (May)
- Cannabis laws (On-going)
- Trust Fund Reserve Policy (May)
- Required coursework for CPA examination/licensure (May)

Sign Conflict of Interest forms

Sign Travel Expense vouchers

Future meeting dates

- May, 21, 2019
 - June 27, 2019
 - August 22, 2019
-

Begin closed meeting

Upon a motion by Mr. Carson, and duly seconded, the members approved by unanimous vote the meeting be recessed and the Virginia Board of Accountancy convene a closed meeting under the Virginia Freedom of Information Act for the provision of legal counsel and to consult with legal counsel on issues relating to probable litigation, and/or consider the status of all open Enforcement Cases and cases listed on our agenda, a matter lawfully exempted from open meeting requirements under the ‘consulting with legal counsel’ and ‘disciplinary proceedings’ exemptions contained in Virginia Code § 2.2-3711(A)(7) and (27). The following non-member will be in attendance for the closed meeting to reasonably aid in the consideration of this topic: Robert Drewry. The following non-members will be in attendance for a

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portion of the closed meeting to reasonably aid in the consideration of this topic: Nancy Glynn and Amanda Blount. The following non-members will participate for a portion of the closed meeting by teleconference: Cullen Seltzer and Robert Turnage.

End closed meeting

Upon a motion by Mr. Carson, and duly seconded, the Virginia Board of Accountancy has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and WHEREAS, § 2.2-3712.A of the Code of Virginia requires a certification by this Board that such closed meeting was conducted in conformity with Virginia law; NOW THEREFORE, BE IT RESOLVED, that the VBOA hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia laws were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the VBOA.

CALL FOR VOTE:

Susan Quaintance Ferguson, CPA – Aye
D. Brian Carson, CPA, CGMA – Aye
Matthew P. Boshier, Esq. – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Stephanie S. Saunders, CPA – Aye
Laurie A. Warwick, CPA – Aye

VOTE:

Ayes: Seven (7)
Nays: None

The following actions were taken as a result of the closed session:

Upon a motion by Mr. Boshier, and duly seconded, members voted unanimously to accept Final Order 2015-CPE-0285 as amended by eliminating all references to fraud, false certification, false statements and eliminating the one year suspension.

CALL FOR VOTE:

Susan Quaintance Ferguson, CPA – Aye
D. Brian Carson, CPA, CGMA – Aye
Matthew P. Boshier, Esq. – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye

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Stephanie S. Saunders, CPA – Aye
Laurie A. Warwick, CPA – Aye

VOTE:

Ayes: Seven (7)
Nays: None

Upon a motion by Mr. Boshier, and duly seconded, members voted unanimously to accept Final Order 2016-CPE-0028 as amended by eliminating all references to fraud, false certification, false statements and eliminating the one year suspension.

CALL FOR VOTE:

Susan Quaintance Ferguson, CPA – Aye
D. Brian Carson, CPA, CGMA – Aye
Matthew P. Boshier, Esq. – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Stephanie S. Saunders, CPA – Aye
Laurie A. Warwick, CPA – Aye

VOTE:

Ayes: Seven (7)
Nays: None

Upon a motion by Ms. Saunders, and duly seconded, members voted unanimously to approve Final Order 2017-036-015U as presented.

CALL FOR VOTE:

Susan Quaintance Ferguson, CPA – Aye
D. Brian Carson, CPA, CGMA – Aye
Matthew P. Boshier, Esq. – Aye
W. Barclay Bradshaw, CPA – Abstain
William R. Brown, CPA – Aye
Stephanie S. Saunders, CPA – Aye
Laurie A. Warwick, CPA – Aye

VOTE:

Ayes: Six (6)
Abstain: One (1)

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Nays: None

Upon a motion by Ms. Saunders, and duly seconded, members voted unanimously to approve Final Order 2017-540-452C as presented.

Mr. Boshier, Ms. Warwick, Ms. Glynn and Ms. Blount were not in attendance and did not participate in the discussion.

CALL FOR VOTE:

Susan Quaintance Ferguson, CPA – Aye
D. Brian Carson, CPA, CGMA – Aye
Matthew P. Boshier, Esq. – Abstain
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Stephanie S. Saunders, CPA – Aye
Laurie A. Warwick, CPA – Abstain

VOTE:

Ayes: Five (5)
Abstain: Two (2)
Nays: None

Upon a motion by Ms. Warwick, and duly seconded, members voted unanimously to approve Final Order 2018-124-114C as amended by amending the monetary penalty and removing all references regarding suspension.

CALL FOR VOTE:

Susan Quaintance Ferguson, CPA – Aye
D. Brian Carson, CPA, CGMA – Aye
Matthew P. Boshier, Esq. – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Stephanie S. Saunders, CPA – Aye
Laurie A. Warwick, CPA – Aye

VOTE:

Ayes: Seven (7)
Nays: None

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Upon a motion by Mr. Bradshaw, and duly seconded, members voted unanimously to approve Final Order 2018-250-225C as presented.

Ms. Glynn and Ms. Blount were not in attendance and did not participate in the discussion.

CALL FOR VOTE:

Susan Quaintance Ferguson, CPA – Aye
D. Brian Carson, CPA, CGMA – Aye
Matthew P. Boshier, Esq. – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Stephanie S. Saunders, CPA – Aye
Laurie A. Warwick, CPA – Aye

VOTE:

Ayes: Seven (7)
Nays: None

Upon a motion by Mr. Carson, and duly seconded, members voted unanimously to approve Final Order 2018-340-312C as presented.

Ms. Glynn and Ms. Blount were not in attendance and did not participate in the discussion.

CALL FOR VOTE:

Susan Quaintance Ferguson, CPA – Aye
D. Brian Carson, CPA, CGMA – Aye
Matthew P. Boshier, Esq. – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Stephanie S. Saunders, CPA – Aye
Laurie A. Warwick, CPA – Aye

VOTE:

Ayes: Seven (7)
Nays: None

Upon a motion by Mr. Brown, and duly seconded, members voted unanimously to approve Final Order 2018-344-316C as presented.

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Ms. Ferguson was not in attendance and did not participate in the discussion.

CALL FOR VOTE:

Susan Quaintance Ferguson, CPA – Abstain
D. Brian Carson, CPA, CGMA – Aye
Matthew P. Boshier, Esq. – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Stephanie S. Saunders, CPA – Aye
Laurie A. Warwick, CPA – Aye

VOTE:

Ayes: Six (6)
Abstain: One (1)
Nays: None

ADJOURNMENT

There being no further business before the VBOA, Ms. Ferguson adjourned the meeting at 3:22 p.m.

APPROVED:

Susan Quaintance Ferguson, CPA, Chair

COPY TESTE:

Nancy Glynn, CPA, Executive Director