

**Board Meeting  
May 21, 2019  
Final/Approved minutes**

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The Virginia Board of Accountancy met on Tuesday, May 21, 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. Bosher, 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

**STAFF PRESENT FOR  
A PORTION OF THE  
MEETING:** Charlynn Throckmorton, Investigator

**MEMBERS OF THE  
PUBLIC PRESENT:** Alan Gernhardt, Executive Director, Virginia Freedom of Information  
Advisory Council  
Stephanie Peters, CAE, President and CEO, Virginia Society of  
Certified Public Accountants  
Amy Mawyer, Vice President of Learning, Virginia Society of  
Certified Public Accountants  
Yvonne Crenshaw, Organizational Development Consultant  
Daniel Balkey, CPA

**CALL TO ORDER**

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

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**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. Carson, and duly seconded, the members voted unanimously to approve the May 21, 2019, agenda as presented. 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 Ms. Saunders, and duly seconded, the members voted unanimously to approve the April 30, 2019, Board meeting minutes as amended. The members voting “**AYE**” were Ms. Ferguson, Mr. Carson, Mr. Bradshaw, Mr. Brown, Ms. Saunders, Mr. Boshier and Ms. Warwick.

**PUBLIC COMMENT PERIOD**

Ms. Mawyer noted the VSCPA had launched CPA Ready Workshops to be presented at colleges and universities. The VSCPA plans to visit Norfolk State University in CY2019. She also noted the VSCPA would be launching six scholarships for technical training.

Ms. Peters, following up on the April 30, 2019, Board meeting, noted the CY2019 Virginia-Specific Ethics Course incorporated behavioral ethics, case studies and an ethical decision-making model.

**EXECUTIVE DIRECTOR’S REPORT**

**General Updates**

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

- Ms. Glynn noted the VBOA staff participated in activities the first week of May celebrating public service week.
- Ms. Glynn welcomed and introduced Ms. Crenshaw.
- Ms. Glynn noted she had attended the VSCPA Leadership Summit on May 16, 2019, in Richmond, VA.

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- Ms. Glynn noted she had attended the VSCPA Business & Industry Conference in Williamsburg, VA on May 20, 2019.

**April 2019 Board Report**

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

**April 2019 Financial Report**

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

**STRATEGIC VISIONING DISCUSSION**

Ms. Crenshaw led the strategic visioning discussion. She provided a handout entitled Values Questions and a lengthy discussion ensued.

**ADDITIONAL PUBLIC COMMENT PERIOD**

Mr. Balkey spoke on behalf of himself.

**STRATEGIC VISIONING DISCUSSION (continued)**

Ms. Crenshaw provided guidance as the Board reviewed the VBOA Mission and Vision statements. Discussion continued. The Board will revisit the VBOA Mission and Vision statements.

**BOARD DISCUSSION TOPICS**

Historically during the annual planning meeting, the Board Chair turns the discussion topics portion of the meeting over to the Board's Vice Chair. Ms. Ferguson followed suit and turned the meeting over to Mr. Carson.

**Changes to Active – CPE Exempt Status**

Ms. Saunders led the discussion regarding the proposed changes to the Active – CPE Exempt Status. Ms. Crenshaw worked with Board members to consolidate views. Ms. Peters provided comments. After an in-depth discussion, the Board agreed to revisit the topic at the June 27, 2019, Board meeting.

**Guidance regarding CPAs serving the cannabis industry**

Mr. Carson led the discussion concerning the guidance regarding CPAs serving the cannabis industry.

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Upon a motion by Ms. Saunders, and duly seconded, the members voted unanimously to approve that Board staff may communicate the following statement to interested parties upon inquiry: In the absence of such a determination by the courts (that a Virginia CPA or CPA firm has violated drug laws) the Virginia Board of Accountancy will not pursue independent disciplinary action against Virginia CPAs or CPA firms solely on the basis of providing services to a business involved in the sale or distribution of marijuana, provided that the business is operating legally under applicable state law. In providing this statement to interested parties, the Board also indicated that the staff should make clear that the Virginia Board of Accountancy does not provide legal advice. The members voting “**AYE**” were Ms. Ferguson, Mr. Carson, Mr. Boshier, Mr. Bradshaw, Mr. Brown, Ms. Saunders and Ms. Warwick.

**Enforcement: goals for 2020 – strategies to streamline processes, establish guidelines and reduce backlog**

Ms. Blount led the discussion regarding the enforcement goals for 2020. She provided a detailed handout, which included the FY2020 proposed enforcement plan.

**Trust Fund Policy**

Ms. Reinholtz led the discussion regarding the Trust Fund Policy. Ms. Reinholtz provided two thorough handouts and recommended no changes were necessary to the fee structure at this time.

**CPE Survey and Guidelines**

Ms. Glynn led the discussion regarding the CPE survey and guidelines. Ms. Crenshaw assisted in the discussion. Potential CPE survey questions were discussed.

**RECESS FOR LUNCH 12:45 p.m.**

**RECONVENE 1:15 p.m.**

**FOIA TRAINING**

Mr. Gernhardt provided FOIA (Freedom of Information Act) training and discussed requirements for conducting meetings and the use of emails that comply with FOIA relative to Board meetings and correspondence. Mr. Gernhardt fielded questions.

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**Virginia-Specific Ethics Course – 2020 and beyond**

Mr. Carson led the discussion regarding the Virginia-Specific Ethics Course. The Board agreed to revisit the topic at a later date.

**Required Coursework for CPA Examination/Licensure**

Ms. Ferguson led the discussion regarding the required coursework for CPA examination/licensure. Ms. Saunders noted this topic would be addressed at the NASBA 2019 Eastern Regional Meeting. The Board agreed to revisit the topic at a later date.

**Legislation Updates**

Ms. Glynn noted there were no legislation updates.

**Carry over items/potential future topics**

- Changes to Active – CPE Exempt status (June)
- Virginia-Specific Ethics Course – 2020 and beyond (June)
- Publication of VBOA disciplinary actions (On-going)
- CPE survey and guidelines (June)
- Trust Fund Reserve Policy (June)
- Required coursework for CPA examination/licensure (On-going)

**Sign Conflict of Interest forms**

**Sign Travel Expense vouchers**

**Future meeting dates**

- June 27, 2019
- August 22, 2019

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**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

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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-members will be in attendance for the closed meeting to reasonably aid in the consideration of this topic: Nancy Glynn and Robert Drewry. The following non-member will be in attendance for a portion of the closed meeting to reasonably aid in the consideration of this topic: Amanda Blount.

**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

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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 2018-001-001C as amended.

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

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**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 Ms. Saunders, and duly seconded, members voted unanimously to accept Final Order 2015-U0025 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)  
Nays: None

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Upon a motion by Mr. Bradshaw, and duly seconded, members voted unanimously to approve Final Order 2018-352-324C as amended.

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

**CALL FOR VOTE:**

Susan Quaintance Ferguson, CPA – Abstain

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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

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**ADJOURNMENT**

There being no further business before the VBOA, Ms. Ferguson adjourned the meeting at 3:50 p.m.

**APPROVED:**

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Susan Quaintance Ferguson, CPA, Chair

**COPY TESTE:**

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Nancy Glynn, CPA, Executive Director