

THE VIRGINIA BOARD OF ACCOUNTANCY

Due to a power outage in the board offices located at 9960 Mayland Drive, Henrico, Virginia 23233 the Tuesday, June 26, 2012 meeting was relocated to Board Room D of the Virginia Society of Certified Public Accountants (VSCPA) at 4309 Cox Road, Henrico, Virginia 23060 (less than 1.5 miles away). Proper notice was posted at the Board Office building and conference room, and the meeting start time was delayed by 30 minutes to allow individuals to travel to the new location.

MEMBERS PRESENT: Lawrence D. Samuel, CPA, Chairman
Dian T. Calderone, MTX, CPA, Vice Chairman
Tyrone E. Dickerson, CPA, Immediate Past Chairman
W. Barclay Bradshaw, CPA
Regina P. Brayboy, MPA, MBA
Andrea M. Kilmer, CPA, CFF

MEMBERS ABSENT: Robert J. Cochran, Ph.D., CPA

STAFF PRESENT: Wade A. Jewell, Executive Director
Dreana L. Gilliam, Board Administrator
Chantal K. Scifres, Deputy Director
Mary T. Charity, Director of Operations
Jean Grant, Enforcement Manager
Lisa J. Carson, Communications & Training Director
Valeria S. Ribeiro-Quimpo, Financial and Procurement Coordinator
Patti B. Hambright, Licensing & Examinations Coordinator
Nicholas R. Tazza, Licensing & Examinations Coordinator
Krystal D. Hambright, Executive Assistant

**LEGAL COUNSEL
PRESENT FOR A
PORTION**

OF THE MEETING: Joshua Lief, Senior Assistant Attorney General

**PRESENT FOR A
PORTION OF
THE MEETING:**

Stephanie Peters, CAE, CEO, Virginia Society of Certified Public Accountants
Emily Walker, Government Affairs Director, Virginia Society of Certified Public Accountants
John Montoro, CPA, Virginia Society of Certified Public Accountants, CPA, Chair, Board of Directors
James Walker, CPA
Roy D. Peters, CPA, Executive Committee Member, Virginia Society of Certified Public Accountants
Jenny Hansen, Communications Director, Virginia Society of Certified Public Accountants
Nadia Rogers, CPA, PROC Member
Samuel E. Johnson, CPA, PROC Chairman
O. Whitfield Broome, Ph.D., CPA, former Board Member/Chair
Stephen D. Holton, CPA, former Board Member/Chair
William E. Hunt, CPA, former Board Member
Carole M. Hersch, CPA, former Board Member/Chair

FINAL/APPROVED for June 26, 2012
THE VIRGINIA BOARD OF ACCOUNTANCY

Glenn Hersch

CALL TO ORDER

Chairman Samuel called the meeting to order at 10:31 a.m.

SECURITY BRIEFING

Ms. Gilliam provided the emergency evacuation procedures.

DETERMINATION OF QUORUM/APPROVAL OF AGENDA

After the declaration of a quorum by Mr. Samuel, upon a motion by Ms. Kilmer and duly seconded, the members voted unanimously to approve the June 26, 2012 agenda with revisions. The members voting “**AYE**” were Mr. Dickerson, Ms. Calderone, Mr. Samuel, Ms. Kilmer, Ms. Brayboy, and Mr. Bradshaw.

APPROVAL OF MEETING MINUTES

Upon a motion by Mr. Bradshaw and duly seconded, the members voted unanimously to approve the April 26, 2012 meeting minutes. The members voting “**AYE**” were Mr. Dickerson, Ms. Calderone, Mr. Samuel, Ms. Kilmer, Ms. Brayboy, and Mr. Bradshaw.

Upon a motion by Mr. Dickerson and duly seconded, the members voted unanimously to approve the May 10, 2012 meeting minutes. The members voting “**AYE**” were Mr. Dickerson, Ms. Calderone, Mr. Samuel, Ms. Kilmer, Ms. Brayboy, and Mr. Bradshaw.

PUBLIC COMMENT PERIOD/WELCOME and INTRODUCTIONS

No public comment was made at this time. Chairman Samuel acknowledged and thanked all former Board Chairs and members in attendance for their contribution in leading and advancing the VBOA over many years. He welcomed all guests and members of the public and requested the attendees introduce themselves.

SPECIAL PRESENTATION

Mr. Dickerson presented Ms. Brayboy, Ms. Calderone, and Mr. Samuel with a certificate of resolution in recognition of their dedicated service to the VBOA over the past eight years. Dr. Broome, Mr. Holton, and Mr. Hunt thanked them for their commitment, dedication and monumental contributions to the profession. Ms. Peters thanked them on behalf of the VSCPA. Mr. Jewell thanked the departing members for their support and leadership since his acceptance of the Executive Director position over three years ago.

The following resolution was made:

Resolution for the Virginia Board of Accountancy

Whereas, the mission of the Virginia Board of Accountancy is to protect the citizens of the Commonwealth through a regulatory program of licensure and compliance of CPAs and CPA firms; and

Whereas, the Virginia Board of Accountancy is comprised of seven members who are appointed by the Governor to serve a four-year term and may not serve for more than two consecutive terms; and

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Whereas, Regina P. Brayboy MPA, MBA, Dian T. Calderone, MTX, CPA and Lawrence D. Samuel, CPA, have completed eight years as members of the Virginia Board of Accountancy; and

Whereas, each of these members have faithfully served their terms actively, dutifully and with integrity and professionalism; and

Now, be it resolved, that the Virginia Board of Accountancy recognizes June 26, 2012 as a special day of recognition on behalf of Regina P. Brayboy, MPA, MBA, Dian T. Calderone, MTX, CPA, and Lawrence D. Samuel, CPA, for their contributions, dedication and great respect for the CPA profession, and declare this day as:

Brayboy / Calderone / Samuel Recognition Day

BOARD MEMBER/COMMITTEE UPDATES

Mr. Samuel, as Chair of the AICPA Board of Examiners (BOE) State Board Committee (SBC), reported on recent BOE and SBC events. Mr. Samuel and Mr. Jewell attended the SBC sponsored Southeast Regional Forum on May 22, 2012 in Orlando, Florida. The meeting was represented by seven state boards and was very successful. On May 31, 2012 the SBC held a meeting in Chicago, Illinois. This meeting was also well represented and informative. The BOE met on June 7-8, 2012 in Washington, D.C. There have been no problems with the exam. Historically, slight variations in exam levels occurred with each transition (CBT-e, international etc.). Over the last several years trend lines have evened out and total numbers remain steady. Administration of the exam internationally is a challenge from a risk standpoint; however, there have not been any problems with the administration of the exam overseas. On June 21, 2012 the SBC conducted two webcasts with Mr. Samuel and Michael Decker (AICPA, and head of the Examinations team) as presenters. Webcasting was selected as a method to grant budget restricted boards the opportunity to stay current with industry specific information. Under the oversight of the BOE, the AICPA Examinations team is currently working to streamline the process for incorporating questions into the CPA exam. In the past the process has taken as long as two years. Ideally they would like to implement a process driven plan to decrease the amount of time for introduction of new questions.

Mr. Jewell led the discussion regarding Regulatory/Legislative updates. He reported that the proposed fee package is currently in the Governor's office awaiting approval. Today marks day 12 and in the upcoming week he will follow up with the Governor's Policy Office regarding the status of the fee package.

Mr. Dickerson, as a member of the NASBA Enforcement Resource Committee, reported on the status of the Enforcement Resource Guide. Due to a prior commitment he was unable to attend the NASBA Eastern Regional Meeting; however, he received a summary of events. The ALD and CPAverify were highlighted during a breakout session. The total number of states live on ALD is 35 and 26 of those states are also live on CPAverify. The total number of states now committed to participating in CPAverify is 30. Both are useful Enforcement tools, although CPAverify is geared toward public usage, the ALD is primarily for use by state boards. The Enforcement Resource Guide was designed for use by state boards as a resource in enforcement. The Guide has been completed and is awaiting final approval.

Mr. Samuel reported that the Texas Board is investigating numerous foreign firms providing attest services for U.S. based firms without obtaining the required licensure. Each of the firms in question has been issued a Cease and Desist Order. The Texas Board has notified the SEC, Public Company

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Accounting Oversight Board (PCAOB), and NASBA so that other state boards are notified of the possibility of such activities in their jurisdictions.

NASBA CPE COMMITTEE REPORT

Mr. Jewell introduced former VBOA member/chair Carole Hersch, CPA. Ms. Hersch led the discussion regarding the revised Statement on Standards for CPE Programs, to include self-study related issues. The revised Standards are effective July 1, 2012. To obtain information regarding the revisions and to review a tutorial you may visit the NASBA sponsored website www.learningmarket.org. Learningmarket.org houses the NASBA registry and provides uniformity by improving the overall quality of CPE issued by registered providers. The 2012 National Registry Summit will be held September 23-24 in Nashville, TN. Ms. Hersch encouraged the members and VBOA staff to make any suggestions regarding the Statement on Standards for CPE Programs, or to share any other ideas, so that she may communicate those with the NASBA CPE Committee.

CPE SELF-STUDY DISCUSSION

Mr. Jewell led the discussion regarding the acceptance of CPE self-study credits, particularly when a certificate of completion with CPE hours is not issued/awarded. Mr. Jewell conducted a quick-poll of Executive Directors and received 34 responses out of the 55 jurisdictions. He provided an overview of the jurisdictions requirements regarding self-study hours, noting that the majority of responding jurisdictions required a certificate of completion. Comprehensive discussions included that the number of study hours is not necessarily a qualifying measure and that a review of course content is also necessary. In addition, a methodology to measure the credit the Board may issue and/or accept is necessary. Mr. Samuel reiterated that the VBOA has historically taken a market driven approach with its CPE requirement. The VSCPA requested time to solicit input on the subject matter before the Board takes any official action on self-study. Further discussion of CPE self-study credits will be held at the August 21, 2012 board meeting.

RECESS FOR BOARD LUNCH

RECONVENE

REQUEST FOR NOMINATION

A new council (Private Company Council (PCC)), under the leadership of the Financial Accounting Foundation (FAF), has been established to improve the process of setting accounting standards for private companies. The PCC will comprise 9 to 12 members, including a Chair, all of whom will be selected and appointed by the Board of Trustees. Nominations for membership on the PCC are being sought from a broad array of interested stakeholders and stakeholder groups. The PCC deadline to receive nominations is June 30, 2012. Stephen D. Holton, CPA and former Board member/Chair, addressed the board regarding his passion for and interest in private company accounting standards. Upon a motion by Ms. Kilmer and duly seconded, the Board voted unanimously to nominate Stephen D. Holton for membership on the PCC. The members voting "AYE" were Mr. Dickerson, Ms. Calderone, Mr. Samuel, Ms. Kilmer, Ms. Brayboy, and Mr. Bradshaw.

EXECUTIVE DIRECTOR'S REPORT

Mr. Jewell presented general updates regarding the VBOA, to include the recent NASBA Eastern Regional Meeting in Philadelphia:

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- Ms. Kilmer led the discussion regarding the NASBA New Board Member Orientation held during the 2012 NASBA Eastern Regional Meeting in Philadelphia, PA. She reported that the meeting provided a wealth of information and highly recommends attendance by any member that has not previously attended. The conference provides a great opportunity to network.
- Mr. Samuel provided a comprehensive overview of the three day event. He informed the members that overall the meeting provided a wealth of information and was one of the better ones that he has attended. The theme of the event was “Mission Driven and Member Focused”. Based on the topics of discussion NASBA is listening and doing things that will have an impact on state boards. Mr. Samuel summarized the following agenda items:
 - NASBA Leadership update
 - Legal Update
 - Educational Research Projects’ Findings
 - Committee Updates
 - UAA
 - State Board Relevance & Effectiveness
 - Global Strategies
 - Examinations Review Board (passed out report)
 - Regional Breakout (passed out state board profiles)
 - State Board Chairs’ Breakfast
 - Results of Pathways Commission’s Work
 - FAF – PCC
 - Breakout Sessions
 - Enforcement
 - CPE (passed out listing of jurisdictions’ Ethics requirements)
 - International Impacts
 - PCAOB Proposals
 - CPA Exam Update
 - Board of Examiners
 - International Administration of the CPA Exam
- Mr. Jewell reported on the Executive Directors breakfast. The discussion centered primarily on his recent recommendations to NASBA’s Executive Director’s (ED) Committee, to include the creation of an ED database.
- NASBA recently hired John W. Johnson as their Director of Legislative Affairs (new position). Mr. Johnson is a former Executive Director of the Florida Board of Accountancy, and Government Affairs Director for the Florida Institute of CPAs.
- The NASBA Strategic Planning Committee met on May 31, 2012. Ken Bishop and NASBA leadership were in attendance. Mr. Jewell and one other executive director sit on the 14 member committee. The Strategic Planning Committee meeting began with the members tweaking the NASBA mission, followed by the development of the NASBA strategic plan. A follow up meeting to conclude the process will be scheduled for later in the summer.
- NASBA recently launched its International Evaluation Services. Currently the VBOA has approved seven evaluation firms. Mr. Jewell would like for the members to discuss in further detail the possible approval of the NASBA evaluation service at the August 21, 2012 meeting.

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- The NASBA 2012 Annual Meeting will be held in Orlando, Florida from October 28-31. The 2013 Eastern Regional Meeting will be held in Chicago, IL from June 26-28. Ms. Scifres will attend the 2012 NASBA University in September (paid for by NASBA).
- The VBOA newsletter will begin to only include a link to a listing of new licensees (due to the length of the listing). A listing of new licensees will be posted to the website.
- The VBOA is currently working to implement social media platforms. A meeting has been scheduled in July 2012 with respective staff to develop an internal plan to implement social media as a communications tool.
- Mr. Jewell, Ms. Scifres, and Ms. Charity spoke at the VSCPA 14th Annual Educators Symposium. The presentation included 50 minutes of engaging attendees in conversation topics relevant to students/CPA Exam candidates, educators and Virginia CPAs. Mr. Jewell plans to survey accounting programs to determine which do not meet the VBOA requirements.
- Upcoming VSCPA events include a webcast on July 11 and update to their Board on July 27 (with Tyrone Dickerson and Wade Jewell).
- Mr. Jewell informed the Board that he would be meeting with Emily Walker, Government Affairs Director of the VSCPA, sometime in July to discuss possible legislative changes to the VBOA statutes. Mr. Jewell will brief the Board in August.
- Ms. Carson led the discussion regarding the Governor's first Annual Food and Fun Drive. In conjunction with the Virginia Chamber of Commerce, the "Governor's Bowl" campaign will run from Memorial Day (May 28th) to Independence Day (July 4th). The VBOA has developed six fund raising activities to participate in the challenge. With a goal 50 pounds and \$100 the staff is currently conducting a food drive, a raffle for four hours of leave time, a penny war, a silent auction, a gift card raffle, and the first ever VBOA Office Olympics. Winners of the Governor's challenge will be determined by the total number of pounds of food donated (every dollar donated will equal four pounds).
- Mr. Jewell presented the May Financial and Board Reports. He noted that there were no issues anticipated in closing out the year financially. The VBOA did not spend the total appropriation this year. This was due in part to not filling the new positions at this time and a conscious effort to limit spending. Revenue remains steady, up approximately 1% over last year. The Board Report indicates that CPA Exam candidate and licensure numbers remain steady, and that the number of Enforcement cases is down slightly from this time last year. CPE numbers are current and staff is processing the documentation received.
- Ms. Scifres presented the Deputy Director's Report (new, beginning this month). She led the discussion and review of the FY13 Proposed Budget. The budget includes a possible 3% bonus in the December 1 paycheck. The bonus is contingent upon available funds. Mr. Jewell would like to create two positions upon approval of the fee increase. If two new staff are hired the agency will require additional space. He is currently in talks with the Department of Health to obtain the necessary additional space. Any expenses incurred would not be implemented until the second half of the fiscal year following the fee increase. In addition, the cost of a new licensing system is not included in the proposed budget at this time. Ms. Scifres will build into a Request for Proposal (RFP) options to include purchasing software versus a lease-purchase agreement. Upon a motion by Mr. Bradshaw and duly seconded, the members voted unanimously to accept

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the proposed FY13 budget as presented. The members voting “**AYE**” were Mr. Dickerson, Ms. Calderone, Mr. Samuel, Ms. Kilmer, Ms. Brayboy, and Mr. Bradshaw.

The Auditor of Public Accountants (APA) completed its audit of agency performance measures. The agency did very well as one of only five agencies with no exceptions noted (out of 28 that were audited).

Ms. Scifres presented an update on the Agency Risk Management and Internal Control Standards (ARMICS). One component of ARMICS testing is a staff survey to determine staff understanding and to assess risk. The last staff survey was completed in 2009. Ms. Scifres recently created and distributed a 2012 survey to staff using Survey Monkey. The results indicate a 22% improvement in staff understanding and risk assessment. Ms. Scifres will continue analyzing the results of the survey and will develop a plan of action to address needed training and risk assessment.

A recent IT Security Audit of our database application (performed by DHP) revealed no significant findings and only two recommendations. The VBOA will work with DHP and VITA to develop a well documented disaster recovery plan. A VITA/NG Customer Account Manager is currently assisting with the development of the plan.

BEGIN CLOSED MEETING

Upon a motion by Mr. Dickerson, and duly seconded, the members approved by unanimous vote that the meeting be recessed and the VBOA immediately reconvene in closed meeting to discuss and consider the status of open Enforcement cases, and cases #2011-U0012 and #2011-D0007 regarding disciplinary matters relating to enforcement cases lawfully exempted from open meeting requirements within the jurisdiction of the VBOA as permitted by § 2.2-3711.A.27 of the *Code of Virginia*. The following non-members were in attendance to reasonably aid the consideration of the topic: Joshua Lief, Senior Assistant Attorney General, Wade A. Jewell, Executive Director, Jean Grant, Enforcement Manager, and Dreana L. Gilliam, Board Administrator. The members voting “**AYE**” were Mr. Samuel, Ms. Calderone, Ms. Kilmer, Mr. Dickerson, and Mr. Bradshaw.

END CLOSED MEETING

Upon a motion by Mr. Dickerson, and duly seconded, the VBOA approved by unanimous vote that the closed meeting, as authorized by § 2.2-3712.A of the *Code of Virginia*, be adjourned and that the VBOA immediately reconvene in open public meeting.

WHEREAS, the VBOA has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provision 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 law 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:

Dian T. Calderone, MTX, CPA – Not Present/Did Not Vote
Robert Cochran, Ph.D., CPA – Absent
Lawrence D. Samuel, CPA – Aye

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Tyrone E. Dickerson, CPA – Aye
W. Barclay Bradshaw, CPA – Aye
Regina P. Brayboy, MPA, MBA – Absent
Andrea M. Kilmer, CPA, CFF – Not Present/Did Not Vote

VOTE

AYES: Three (3)

NAYS: None.

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

Case #2011-U0012 Higgins (*Calderone & Kilmer*)

Ms. Calderone and Ms. Kilmer were not present and did not participate in this discussion (or subsequent vote).

In the matter of Case #2011-U0012 (Higgins), Mr. Higgins was not present nor represented by counsel.

Upon a motion by Mr. Bradshaw and duly seconded the members agreed to accept the Presiding Officer's recommendation as presented, which includes the following terms and conditions: Higgins shall not practice as a CPA or use the CPA designation until he is duly licensed by the VBOA; Immediate removal of the CPA designation from all signage, business cards, business stationery, newspaper or Internet ads, business emails, software and any other materials; and, Higgins shall pay an administrative fee of \$500.

CALL FOR VOTE:

Dian T. Calderone, MTX, CPA – Not Present/Did Not Vote
Robert Cochran, Ph.D., CPA – Absent
Lawrence D. Samuel, CPA – Aye
Tyrone E. Dickerson, CPA – Aye
W. Barclay Bradshaw, CPA – Aye
Regina P. Brayboy, MPA, MBA – Absent
Andrea M. Kilmer, CPA, CFF – Not Present/Did Not Vote

VOTE

AYES: Three (3)

NAYS: None.

Case #2011-D0007 Covington (*Calderone & Kilmer*)

Ms. Calderone and Ms. Kilmer were not present and did not participate in this discussion (or subsequent vote).

In the matter of Case #2011-D0007 (Covington), Mr. Covington was not present nor represented by counsel.

Upon a motion by Mr. Dickerson and duly seconded the members agreed to accept the Presiding Officer's recommendation, with revision, which includes the following terms and conditions: The immediate revocation of Covington's CPA License for violations of the Standards of Conduct and Practice, to include forging of checks; Covington shall return his CPA wall certificate within 30 days of this Order; and, Payment of a monetary penalty of \$10,000 and an administrative fee of \$500.

CALL FOR VOTE:

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Dian T. Calderone, MTX, CPA – Not Present/Did Not Vote
Robert Cochran, Ph.D., CPA – Absent
Lawrence D. Samuel, CPA – Aye
Tyrone E. Dickerson, CPA – Aye
W. Barclay Bradshaw, CPA – Aye
Regina P. Brayboy, MPA, MBA – Absent
Andrea M. Kilmer, CPA, CFF – Not Present/Did Not Vote

VOTE

AYES: Three (3)

NAYS: None.

BEGIN CLOSED MEETING

Upon a motion by Mr. Dickerson, and duly seconded, the members approved by unanimous vote that the meeting be recessed and the VBOA immediately reconvene in closed meeting to discuss and consider a personnel matter relating to the Board of Accountancy Staff, a matter lawfully exempted from open meeting requirements within the jurisdiction of the VBOA as permitted by § 2.2-3711.A.1 of the *Code of Virginia*. The following non-members were in attendance to reasonably aid the consideration of the topic: Wade A. Jewell, Executive Director. The members voting “**AYE**” were Mr. Samuel, Ms. Calderone, Ms. Kilmer, Mr. Dickerson, and Mr. Bradshaw.

END CLOSED MEETING

Upon a motion by Mr. Dickerson, and duly seconded, the VBOA approved by unanimous vote that the closed meeting, as authorized by § 2.2-3712.A of the *Code of Virginia*, be adjourned and that the VBOA immediately reconvene in open public meeting.

WHEREAS, the VBOA has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provision 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 law 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:

Dian T. Calderone, MTX, CPA – Aye
Robert Cochran, Ph.D., CPA – Absent
Lawrence D. Samuel, CPA – Aye
Tyrone E. Dickerson, CPA – Aye
W. Barclay Bradshaw, CPA – Aye
Regina P. Brayboy, MPA, MBA – Absent
Andrea M. Kilmer, CPA, CFF – Aye

VOTE

AYES: Five (5)

NAYS: None.

No public actions were taken as a result of the closed meeting.

BOARD POLICIES

The Board agreed to postpone discussion of Board Policies to the August 21, 2012 meeting.

CONFLICT OF INTEREST/TRAVEL EXPENSE VOUCHERS

Chairman Samuel asked the members to complete and sign their conflict of interest forms, and to complete and sign their travel expense vouchers.

FUTURE MEETING DATES

Tuesday, August 21, 2012
Tuesday, September 18, 2012

PASSING OF THE GAVEL

Outgoing Chairman Lawrence D. Samuel, CPA passed the gavel to the Chairman elect Tyrone E. Dickerson, CPA. Ms. Kilmer, CPA, CFF will preside as the Vice Chair. Committee assignments will be made by Chairman Dickerson.

ADJOURNMENT

There being no further business before the VBOA, upon a motion by Mr. Samuel and duly seconded, the meeting was adjourned by unanimous vote at 5:10 p.m. The members voting “**AYE**” were Mr. Dickerson, Mr. Samuel, Mr. Bradshaw, Ms. Kilmer, and Ms. Calderone.

APPROVED:

Tyrone E. Dickerson, CPA, Chairman

COPY TESTE:

Wade A. Jewell, Executive Director