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**Board Meeting  
August 29, 2022  
Final/ Approved minutes**

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The Virginia Board of Accountancy met on Monday, August 29, 2022, in Board Room #4 of the Perimeter Center, 9960 Mayland Drive, Henrico, VA 23233.

**MEMBERS PRESENT:** Laurie A. Warwick, CPA, Chair  
D. Brian Carson, CPA, CGMA  
William R. Brown, CPA  
Dale G. Mullen  
David Cotton, CPA, CFE, CGFM

**MEMBERS APPEARING  
VIRTUALLY:** Nadia A. Rogers, CPA

**LEGAL COUNSEL:** James Flaherty, Assistant Attorney General,  
Office of the Attorney General

**STAFF PRESENT:** Nancy Glynn, CPA, Executive Director  
Renai Reinholtz, Deputy Director  
Matthew Ross, Enforcement Director  
Kelli Anderson, Communications Manager  
Nicole Reynolds, Licensing and Operations Support  
Elaina Johnson, IT Specialist  
Vasa Clarke, Information and Policy Advisor

**MEMBERS OF THE  
PUBLIC PRESENT:** Emily Walker, CAE, Vice President, Advocacy, Virginia Society of  
Certified Public Accountants

**MEMBERS OF THE  
PUBLIC APPEARING  
VIRTUALLY:** Caroline Powers, DPB

**CALL TO ORDER**

Ms. Warwick called the meeting to order at 10 a.m.

Ms. Warwick announced that Wendy P. Lewis would not be in attendance and that Mr. Mullen's arrival was delayed.

**Board Meeting  
August 29, 2022  
Final/ Approved minutes**

**SECURITY BRIEFING**

Ms. Reynolds provided the emergency evacuation procedures.

**DETERMINATION OF QUORUM**

Ms. Warwick determined there was a quorum present.

**REMOTE PARTICIPATION**

Due to scheduling conflicts, Ms. Rogers was a remote participant to the Board meeting. Per VBOA Policy #10 – Electronic Participation in Virginia Board of Accountancy Meetings, Ms. Warwick asked if there were any objections by the Board. No objections were raised and remote participation was approved.

**APPROVAL OF AGENDA**

Upon a motion by Ms. Rogers and duly seconded, the members voted unanimously to approve the August 29, 2022, agenda, as amended. The members voting “AYE” were Ms. Warwick, Mr. Brown, Mr. Carson, Ms. Rogers and Mr. Cotton.

**APPROVAL OF MINUTES**

Upon a motion by Mr. Cotton and duly seconded, the members voted unanimously to approve the July 11, 2022 Board meeting minutes, as amended. The members voting “AYE” were Ms. Warwick, Mr. Brown, Mr. Carson, Ms. Rogers and Mr. Cotton.

Mr. Mullen arrived.

The Board entered into **closed session** under authority of § 2.2-3711(A) (8), consultation with legal counsel regarding specific legal matters.

**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 to a matter lawfully exempted from open meeting requirements under the ‘Legal advice regarding specific legal matters’ exemption contained in Virginia Code §2.2-3711 (A)(8).

The following non-members will be in attendance for a portion of the closed meeting to reasonably aid in the consideration of this topic: Nancy Glynn, Matthew Ross and James Flaherty.

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**Board Meeting  
August 29, 2022  
Final/ Approved minutes**

The members voting “AYE” were Ms. Warwick, Mr. Brown, Mr. Carson, Ms. Rogers, Mr. Mullen and Mr. Cotton.

**End closed meeting**

Upon a motion by Mr. Carson, and duly seconded, the Virginia Board of Accountancy 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 (D) 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.

The members voting “AYE” were Ms. Warwick, Mr. Brown, Mr. Carson, Ms. Rogers, Mr. Mullen and Mr. Cotton.

**PUBLIC COMMENT PERIOD**

There were no comments at this time.

**Enforcement Agenda – Matthew Ross, Enforcement Director**

Case #2021-0006

Mr. Ross discussed the aspects of the case.

Upon a motion by Mr. Carson and duly seconded, the members voted to approve the Consent Order as written.

**CALL FOR VOTE:**

Laurie A. Warwick, CPA – Aye  
Dale G. Mullen – Aye  
William R. Brown, CPA – Abstain  
D. Brian Carson, CPA, CGMA – Aye  
Nadia A. Rogers, CPA – Aye  
David Cotton, CPA, CFE, CGFM – Aye

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**Board Meeting  
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Final/ Approved minutes**

**VOTE:**

Ayes: Five (5)  
Abstain: One (1)  
Nays: None (0)

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Case #2020-065-025U

Mr. Mullen recused himself. Mr. Ross discussed the aspects of the case. The Board discussed the matter.

Upon a motion by Mr. Carson and duly seconded, the members voted to approve the Board Order as written.

**CALL FOR VOTE:**

Laurie A. Warwick, CPA – Aye  
Dale G. Mullen – Abstain  
William R. Brown, CPA – Aye  
D. Brian Carson, CPA, CGMA – Aye  
Nadia A. Rogers, CPA – Aye  
David Cotton, CPA, CFE, CGFM – Aye

**VOTE:**

Ayes: Five (5)  
Abstain: One (1)  
Nays: None (0)

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The Board entered into **closed session** under authority of § 2.2-3711(A) (8), consultation with legal counsel regarding specific legal matters.

**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 to a matter lawfully exempted from open meeting requirements under the ‘Legal advice regarding specific legal matters’ exemption contained in Virginia Code §2.2-3711 (A)(8).

The following non-members will be in attendance for a portion of the closed meeting to reasonably aid in the consideration of this topic: Nancy Glynn, Matthew Ross and James Flaherty.

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August 29, 2022  
Final/ Approved minutes**

The members voting “AYE” were Ms. Warwick, Mr. Brown, Mr. Carson, Ms. Rogers, Mr. Mullen and Mr. Cotton.

**End closed meeting**

Upon a motion by Mr. Carson, and duly seconded, the Virginia Board of Accountancy 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 (D) 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.

The members voting “AYE” were Ms. Warwick, Mr. Brown, Mr. Carson, Ms. Rogers, Mr. Mullen and Mr. Cotton.

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

Case #2022-0376

Mr. Ross discussed the aspects of the case.

Upon a motion by Mr. Mullen and duly seconded, the members voted to approve the Consent Order as written with the exception of amending the penalty to \$1,500.

**CALL FOR VOTE:**

Laurie A. Warwick, CPA – Aye  
Dale G. Mullen – Aye  
William R. Brown, CPA – Aye  
D. Brian Carson, CPA, CGMA – Aye  
Nadia A. Rogers, CPA – Aye  
David Cotton, CPA, CFE, CGFM – Aye

**VOTE:**

Ayes: Six (6)  
Abstain: None (0)

**Board Meeting  
August 29, 2022  
Final/ Approved minutes**

Nays: None (0)

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Case #2021-0026

Mr. Ross discussed the aspects of the case.

Upon a motion by Mr. Mullen and duly seconded, the members voted to approve the Consent Order as amended with a fine of \$5,000 and quality matters related to future audits.

**CALL FOR VOTE:**

Laurie A. Warwick, CPA – Aye  
Dale G. Mullen – Aye  
William R. Brown, CPA – Abstain  
D. Brian Carson, CPA, CGMA – Aye  
Nadia A. Rogers, CPA – Aye  
David Cotton, CPA, CFE, CGFM – Aye

**VOTE:**

Ayes: Five (5)  
Abstain: One (1)  
Nays: None (0)

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**THENTIA PRESENTATION**

Thentia presented a database technology system to the Board during lunch. The Board requested that Ms. Glynn present a licensing system proposal in October.

Ms. Rogers left the meeting for the day.

**NASBA and AICPA COMMITTEE UPDATES**

**NASBA CPE Standards Group**

Mr. Brown apprised the Board of how NASBA groups and sub-groups who work on the CPE standards share information with NASBA and AICPA and how the information is distributed.

**Board Meeting  
August 29, 2022  
Final/ Approved minutes**

**NASBA Education Committee**

Ms. Glynn shared Ms. Rogers' comments in her absence. Ms. Rogers advised the Board that the NASBA Education Committee met on August 8, 2022, to discuss comments on the CPA Exam blueprint exposure draft to be shared with NASBA. NASBA plans to issue a collective letter to the AICPA that will include the comments and concerns of its underlying committees working on the project.

The AICPA Board of Examiners met on August 4, 2022. A financial update and CPA exam update was provided and discussed.

NASBA's CPA Examination Review Board recently sent out a communication asking whether boards of accountancy had suggestions or concerns in a number of areas to include exam and scoring, communication and exam candidates, deployment of the exam and the future value of the CPA designation.

Ms. Rogers suggested that the Board consider having a scheduled discussion on the future value of becoming a licensed CPA.

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**EXECUTIVE DIRECTOR'S REPORT**

**General updates**

- Ms. Glynn informed the Board of reporting requirements from the Secretary of Finance including the Objectives and Key results, (OKR) and Monthly Management Reporting (MMR) process.
- Ms. Glynn noted that VBOA published the 2022-2024 Strategic Plan.
- Ms. Glynn updated the Board on the status of reinstatements and licensing.
- Ms. Glynn informed the Board that the FY21 Financial Statements are now available on the APA's website.

**Financial and Board Report update**

Ms. Reinholtz presented and fielded questions regarding the July 2022 Financial and Board Report.

**Enforcement update**

Mr. Ross provided handouts and reported on the progress of the Enforcement Division. He fielded questions from the Board.

**Board Meeting  
August 29, 2022  
Final/ Approved minutes**

**Policy update**

Mr. Clarke did not have any updates.

**S.M.A.R.T. Goals update - Nancy Glynn, CPA**

**Peer Review Enforcement: December 2022**

Mr. Cotton posed questions to the Board regarding the methods by which the goal will be reached. Ms. Glynn and Ms. Walker offered comments and suggestions about improving Peer Review Enforcement.

**Education Accreditation: May 2022 – August 2022**

Guidelines for Accreditation of Educational Institutions was moved to the October Board meeting. Any questions or changes to the current document will be sent to Ms. Glynn.

**Education for Exam: Draft August 2022-Final February 2023-Communications April 2023**

**Education for Licensure: May 2022 – Now January 2023**

Ms. Glynn noted that the AICPA Exposure Draft released in July 2022 for comments will have an impact on licensure and exam. The Board discussed possible changes. Ms. Walker offered comments.

The CPA Exam blueprint exposure draft was released June 28, 2022. Comments should be submitted by September 30, 2022. Once the blueprint is finalized, recommendations for the VBOA Education Handbook will be presented to the Board in February 2023.

**Cash forecasting and fee structure - June 2023**

**Licensing System - August 2022 proposal**

Ms. Glynn confirmed that VBOA will move forward and report on progress in the October meeting.

**Enforcement: Tracking cases September 2022**

**Enforcement: Use of CPA Title - Draft October 2022 – Final November 2022**

**Enforcement: CPE review - Draft November 2022 – Final December 2022**



**Board Meeting  
August 29, 2022  
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**ADDITIONAL ITEMS FOR DISCUSSION**

- Sign Conflict of Interest forms
- Sign Travel Expense vouchers
- Future meeting dates – Current and future meeting dates were discussed and are subject to change.
  - October 20, 2022
  - November 29, 2022 (tentative)
  - January 11, 2023 (tentative)
  - March 15, 2023 (tentative)

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**ADJOURNMENT**

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

**APPROVED:**

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Laurie A. Warwick, CPA, Chair

**COPY TESTE:**

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Nancy Glynn, CPA, Executive Director