

FINAL/APPROVED for April 25, 2013  
**THE VIRGINIA BOARD OF ACCOUNTANCY**

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The Virginia Board of Accountancy (VBOA) met on Thursday, April 25, 2013 in Board Room 3 of the Perimeter Center, 9960 Mayland Drive, Henrico, Virginia 23233.

**MEMBERS PRESENT:** Tyrone E. Dickerson, CPA, Chairman  
Andrea M. Kilmer, CPA, CFF, Vice Chair  
W. Barclay Bradshaw, CPA  
Marc B. Moyers, CPA  
Stephanie S. Saunders, CPA  
Robert J. Cochran, Ph.D., CPA

**MEMBERS ABSENT:** Regina P. Brayboy, MPA, MBA

**STAFF PRESENT:** Wade A. Jewell, Executive Director  
Chantal K. Scifres, Deputy Director (portion of meeting)  
Mary T. Charity, Director of Operations  
Dreana L. Gilliam, Board Administrator  
Jean Grant, Enforcement Manager  
Krystal Hambright, Executive Assistant

**LEGAL COUNSEL:** 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, Chairman, Board of Directors, Virginia Society of Certified Public Accountants  
Darshae Dabney, Technical Services Specialist, Virginia Society of Certified Public Accountants  
Beth Bickford, CPA, Director of Finance, Virginia Society of Certified Public Accountants  
O. Whitfield Broome, Ph.D., CPA, NASBA Committee Member and former VBOA Board Member /Chairman

**CALL TO ORDER**

Chairman Dickerson called the meeting to order at 10:20 a.m.

**SECURITY BRIEFING**

Ms. Gilliam provided the emergency evacuation procedures.

**DETERMINATION OF QUORUM**

Chairman Dickerson determined there was a quorum present.

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**APPROVAL OF AGENDA**

Upon a motion by Mr. Bradshaw and duly seconded, the members voted unanimously to approve the April 25, 2013 agenda as presented. The members voting “**AYE**” were Mr. Dickerson, Ms. Kilmer, Mr. Moyers, Mr. Bradshaw, Dr. Cochran and Ms. Saunders.

**APPROVAL OF MEETING MINUTES**

Upon a motion by Ms. Saunders and duly seconded, the members voted unanimously to approve the March 1, 2013 meeting minutes. The members voting “**AYE**” were Mr. Dickerson, Ms. Kilmer, Mr. Moyers, Mr. Bradshaw, and Ms. Saunders.

**WELCOME AND INTRODUCTIONS**

Chairman Dickerson welcomed the members of the public and asked that they introduce themselves.

**PUBLIC COMMENT PERIOD**

Although members of the public were present, no comments were made at this time.

**COMMITTEE UPDATES**

Ms. Kilmer, as a member of NASBA’s Board Effectiveness and Legislative Support Committee, led the discussion regarding the committee’s most recent meeting. The committee is charged with developing strategies to assist Boards of Accountancy in efforts to improve effectiveness and support NASBA’s Director of Legislative Affairs in implementing an effective legislative strategy. Ms. Kilmer stated that it is an honor and a privilege to serve with such a high profile and dynamic group.

Mr. Jewell, as a member of NASBA’s Accountancy Licensee Database (ALD)/CPAverify Committee, provided a status update of committee activities. The ALD currently houses the licensing information for the individual CPAs and CPA firms of over 40 jurisdictions. NASBA and the committee are doing a great job encouraging participation of all jurisdictions. Topics of discussion at the next meeting (Nashville, August 2013) will include potential topics such as using CPAverify to file complaints, tracking international candidates, and displaying disciplinary history for firms.

Mr. Jewell stated that he would provide an update on NASBA’s Executive Directors Committee later in the Board meeting.

**EXECUTIVE DIRECTOR’S REPORT**

Mr. Jewell presented general updates regarding the VBOA.

- Mr. Jewell led the discussion regarding the status of the CPA re-exam fee implementation into the database. DHP continues to work with Systems Automation (SA) to create and include this new fee-type in the automated payment process. VBOA staff recently discovered that re-exam applicants using Internet Explorer 10 are experiencing technical difficulties. Re-exam candidates are able to complete the re-exam process and receive a confirmation email; however, in actuality the application has not been processed. Mr. Jewell has contacted SA to express his dissatisfaction. The original browser issue still exists and SA has not provided an expected date of resolution. He will continue working with DHP and SA to resolve both issues.

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- Mr. Jewell led the discussion regarding the purchase of a new system through the Request for Proposal (RFP) process. Mr. Jewell, Ms. Charity and Ms. Scifres have spent several days off-site working to compose the RFP. Each of the staff has provided input and suggestions for a more user-friendly system. The RFP draft will be completed in a few weeks. Upon completion of the draft, all staff will have the opportunity to review and provide comments/suggestions.
- Mr. Jewell led the discussion regarding the status of Mr. Dickerson's nomination for the position of NASBA Middle Atlantic Regional Director for 2013-2014. To date it appears Mr. Dickerson has gone unchallenged. The announcement of the selected candidate is scheduled to be made at the Western Regional Meeting in New Orleans, Louisiana, June 5-7.
- NASBA's Nominating Committee met Monday, March 18, to select Walter C. Davenport, CPA, as the Committee's nominee for NASBA Vice Chair for 2013-2014, who will automatically accede to Chair in 2014-2015.
- NASBA University is a training and networking event available to state board executive directors and staff. NASBA U is a two-day session held twice a year. Patti Hambright, Licensing and Examination Coordinator, received a scholarship and is attending the event this week.
- The NASBA Eastern Regional Meeting (including new Accountancy Board Member Orientation) will be held June 26-28 in Chicago, Illinois. Mr. Bradshaw, Mr. Cochran, Mr. Moyers and Ms. Saunders have each received scholarships to attend as "new" Board members. The New Accountancy Board Member Orientation will be held on Wednesday, June 26, 2013. Ms. Kilmer will attend the meeting as Vice Chair. Mr. Dickerson hopes to attend as well.
- NASBA will be holding a Peer Review Oversight Committee (PROC) Summit on July 10, 2013 in Nashville. Mr. Jewell and VBOA PROC Committee member Douglas Bowles, CPA, plan to attend.
- Mr. Jewell thanked the members for their interest in representing the VBOA on the national level. Applications for committee positions with NASBA and the AICPA must be submitted by today, April 25 and May 15, respectively.
- The Governor's Budget Bill was finalized with no changes. The four new positions requested by the Board will become effective July 1, 2013. Mr. Jewell will work with Ms. Scifres and the Department of Human Resource Management (DHRM) to move forward with the advertisement and selection processes.
- Mr. Jewell led the discussion regarding the development of an Access database by Ms. Scifres. The database will be used as the central repository for tracking the status of "closed" enforcement cases. The database will also track CPE deficiency enforcement cases to ensure proper follow up and monitoring of terms and conditions.
- The Department of General Services (DGS) is overseeing the renovation of the board offices project. Mr. Jewell is currently in communication with architecture and engineering firms regarding the specifications/construction drawings. The renovations will be a major undertaking requiring all staff to relocate to the 2<sup>nd</sup> Floor Conference Center of the Perimeter Center. Training Room 1 (A-C) has been reserved from June through mid August. The renovations will allow for two additional staff and a reconfiguration of existing office space. Mr. Jewell hopes to have more detail in May regarding the cost of the renovations.
- Mary Charity, Director of Operations, led the discussion regarding CPE credits for the Certified Management Accountant (CMA) exam. She provided an overview of the exam content and requirements. Following a discussion and upon a motion by Ms. Kilmer and duly seconded, the members voted unanimously to approve 20 hours for passing each section of the CMA exam, not to exceed a total of 60 hours for all approved exams over a 3-year rolling period. The members voting "AYE" were Mr. Dickerson, Ms. Kilmer, Mr. Moyers, Mr. Bradshaw, Dr. Cochran and Ms. Saunders.

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- Mary Charity, Director of Operations, led the discussion regarding CPE credits for passing of the New York and New Jersey Bar Exams. She provided an overview of the exam content and requirements. Following a discussion the members agreed to move this item down on the agenda.

**NASBA EXAMINATION REVIEW BOARD (ERB) UPDATE**

O. Whitfield Broome, Ph.D., CPA, NASBA Committee Member and former VBOA Board Member/Chairman led the discussion regarding the ERB. The ERB is a standing committee required by the NASBA Bylaws. The committee provides the foundation for legal defensibility of the CPA exam which minimizes the risk of litigation. Ongoing evaluation ensures exam best practices are integrated by standardization of test item development, rigorous item review and approval processes, ongoing data collection and analysis of exam and item results. The ERB annually audits the AICPA, Prometric and NASBA for the purpose of providing assurance to the Boards of Accountancy of the fifty-five jurisdictions that the Uniform CPA exam is fair, secure and psychometrically sound.

**RECESS FOR BOARD LUNCH**

**RECONVENE**

**EXECUTIVE DIRECTOR'S REPORT – *continued***

- The Board continued its discussion of granting CPE for passing the Bar Exam. Upon a motion by Ms. Saunders and duly seconded, the members voted unanimously to approve 30 CPE hours for passing the Virginia Bar Exam (or a jurisdiction that has reciprocity with Virginia). A licensee may only receive CPE credit for passing one Bar Exam. The members voting “**AYE**” were Mr. Dickerson, Ms. Kilmer, Mr. Moyers, Mr. Bradshaw, Dr. Cochran and Ms. Saunders.
- Mr. Jewell attended the VSCPA Train the Trainer (Virginia-specific Ethics course) seminar in Fairfax on Tuesday, April 23, 2013. The VSCPA will hold its annual Educators Conference on June 16. Mr. Jewell, Ms. Scifres and Ms. Charity will represent the board at the conference. The annual VSCPA Leaders Summit and Inauguration will be held on May 16. In Mr. Dickerson’s absence, Dr. Cochran will present awards to attendees. Mr. Jewell will also attend.
- Stephanie Peters, CAE, CEO, Virginia Society of Certified Public Accountants, addressed the members of the board to request the establishment of a joint work group with representatives from the VBOA and VSCPA to fully evaluate the current CPE model and assess whether the requirements adequately protect the public by ensuring that CPAs are maintaining and growing their competence on an ongoing basis. She recommended that now is the time to engage in a meaningful discussion about taking a broader, more comprehensive look at CPE and the requirements for CPE compliance. Ms. Peters was advised that the members plan to begin a discussion to address CPE at the May Planning Meeting.
- Mr. Jewell indicated that copies of the FY12 Audit Report were previously provided to each of the members. No questions regarding the report were received.
- Mr. Jewell attended the NASBA Executive Director and Staff Conference on March 4-6, 2013. Key topics of discussion included but were not limited to: A legislative update, an overview of candidate performance, NASBA communications and outreach efforts, the AICPA codification project and professional ethics committee, ERB presentation, an update on NASBA’s strategic plan and a presentation by the Department of Labor addressing problems relevant to CPAs. Mr. Jewell reported that overall it was a very good conference. Ms. Scifres also attended and reported that the conference was a good networking experience in addition to the material presented. Executive Director breakout session topics of discussion included; creation of a universal login for all NASBA databases, nominations for NASBA leadership practices; and the development of

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UAA language for firm mobility, to include the need for further discussion before adoption. Mr. Jewell reported that his suggestion to shorten the conference has been taken under advisement and the 2014 ED Conference will be held over just 2 ½ days. Board Legal Counsel, Joshua Lief also attended the conference. He reported attendance was up this year and 35 jurisdictions were represented. The conference was interesting, informative and an excellent networking opportunity. Topics of discussion included ALD, mobility, unlicensed activity and social networking. Mr. Lief reported that he participates on the NASBA Legal Message Board and the information shared between state boards is informative.

**DEPUTY DIRECTOR'S REPORT**

Ms. Scifres provided an overview of the March financials. She reported that through March 31, 2013 the board had expended 68.4% of the budget. She will continue to keep good stewardship over the finances to ensure funds are spent and accounted for properly. As previously discussed fees for legal services are higher than the amount budgeted because the budget is prepared based on historical information. There have been no significant increases in VITA expenditures. The majority of expenditures related to the renovation will not incur until next year. As of March 31, 2013, the cash balance is up almost \$300,000 compared to the same period last year (due to the fee increase). A transfer of \$212,514 to the Trust Fund will be made by April 30, 2013, pursuant to Board Policy #1.

Ms. Scifres and Ms. Charity provided an overview of the Board Report. Total fines levied and collected, individual licensees, firms and complaints are up from the same period a year ago. Applications for exam candidates are slightly down from this time last year. Mr. Jewell informed the members that the report has been updated to reflect the number of out of state licensees. While the number of individual licensees has shown a steady increase since FY08, March 2013 is the first month since September 2009 that there has been an actual decrease in the number of individual licensees (one less than the previous month).

**MAY PLANNING MEETING AGENDA TOPICS**

Mr. Jewell distributed a listing of topics for discussion at the May Planning Meeting. Following a review and discussion, the members requested the list be prioritized to ensure critical items are addressed.

**BEGIN CLOSED MEETING**

Upon a motion by Ms. Kilmer, 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, Mary Charity, Director of Operations, Chantal Scifres, Deputy Director and Joshua Lief, Senior Assistant Attorney General. The members voting "AYE" were Mr. Dickerson, Ms. Kilmer, Mr. Bradshaw, Dr. Cochran, Mr. Moyers, and Ms. Saunders.

**END CLOSED MEETING**

Upon a motion by Ms. Kilmer, 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.

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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:**

Tyrone E. Dickerson, CPA – Aye  
Andrea M. Kilmer, CPA, CFF – Aye  
Robert Cochran, Ph.D., CPA – Aye  
W. Barclay Bradshaw, CPA – Aye  
Regina P. Brayboy, MPA, MBA – Absent  
Marc Moyers, CPA - Aye  
Stephanie Saunders, CPA - Aye

**VOTE**

AYES: Six (6)  
NAYS: None.

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

**ENFORCEMENT**

Ms. Kilmer presided as acting chair for the closed session.

**BEGIN CLOSED MEETING**

Upon a motion by Ms. Kilmer, 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 a matter 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 (portion of closed meeting). The members voting “**AYE**” were Mr. Dickerson, Ms. Kilmer, Ms. Saunders, Dr. Cochran, Mr. Moyers, and Mr. Bradshaw.

**END CLOSED MEETING**

Upon a motion by Ms. Kilmer, 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



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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:**

Tyrone E. Dickerson, CPA – Not Present  
Andrea M. Kilmer, CPA, CFF – Aye  
Robert Cochran, Ph.D., CPA – Not Present  
W. Barclay Bradshaw, CPA – Aye  
Regina P. Brayboy, MPA, MBA – Absent  
Marc Moyers, CPA – Not Present  
Stephanie Saunders, CPA – Not Present

**VOTE**

AYES: Two (2)  
NAYS: None.

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

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**FUTURE MEETING DATES**

The Board has approved the following upcoming meeting dates:

May 21, 2013 (Annual Planning Meeting)  
June 20, 2013

**ADJOURNMENT**

There being no further business before the VBOA, upon a motion by Ms. Kilmer and duly seconded, the meeting was adjourned by unanimous vote at 5:21 p.m. The members voting “**AYE**” were Ms. Kilmer and Mr. Bradshaw.

**APPROVED:**

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Tyrone E. Dickerson, CPA, Chairman

**COPY TESTE:**

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Wade A. Jewell, Executive Director