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

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

MEMBERS PRESENT: Laurie A. Warwick, CPA, Chair
William R. Brown, CPA
Dale G. Mullen
David Cotton, CPA, CFE, CGFM
Nadia A. Rogers, CPA
Wendy P. Lewis, CPA, Vice Chair
D. Brian Carson, CPA, CGMA

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
Vasa Clarke, Information and Policy Advisor

**MEMBERS OF THE
PUBLIC PRESENT:** Emily Walker, CAE, Vice President, Advocacy, Virginia Society of
Certified Public Accountants
Robert Cox
Joseph R. Parker

CALL TO ORDER

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

Ms. Warwick reviewed parliamentary procedure and encouraged the Board to follow the agenda as closely as possible.

SECURITY BRIEFING

Ms. Reynolds provided the emergency evacuation procedures.

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APPROVAL OF AGENDA

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

APPROVAL OF MINUTES

Upon a motion by Mr. Brown and duly seconded, the members voted unanimously to approve the amended October 20, 2022, Board meeting minutes, as presented. The members voting “AYE” were Ms. Warwick, Mr. Brown, Ms. Lewis, Ms. Rogers, Mr. Mullen, Mr. Cotton and Mr. Carson.

PUBLIC COMMENT PERIOD

Emily Walker advised the Board that VSCPA would not be moving forward on legislation related to use of the CPA title but proposes to continue to work with the Board on future measures. She noted that the VSCPA had written a letter pertaining to VBOA Policy #9: Inactive Status Procedure for Approval/Denial/Appeal. VSCPA asserts that placing a limitation of five years on initial applications for Inactive Status could be perceived as a barrier to a licensee who would like to be Inactive but ultimately intends to keep the CPA license.

The Board discussed the matter and agreed to continue the decision until January 2023, allowing all potential comments on the guidance document to be received. In the meantime, the VBOA website will be updated with clarifications to the current policy.

Ms. Warwick began the discussion regarding an appeal letter submitted to the Board regarding Case #2020-282-282C. She suggested that the Board could consider the appeal or take no action and maintain the original outcome of the case. Mr. Ross provided the details of the case and the timeline of communications between the Respondent and the Board. There was no motion to take action in response to the appeal.

Enforcement Agenda – Matthew Ross, Enforcement Director

The following actions were taken during open session:

Case #2021-0026

Attorney Robert Cox appeared to speak on behalf of the Respondent and fielded questions from the Board.

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Upon a motion by Mr. Brown and duly seconded, the members voted to move the case to closed session.

CALL FOR VOTE:

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

VOTE:

Ayes: Seven (7)
Abstain: None (0)
Nays: None (0)

Case #2022-0161

The case was moved to closed session as part of the amended agenda, but a public comment period was provided.

Joseph R. Parker addressed the Board during the public comment period.

Case #2021-0106

The Board members reviewed the enforcement record, which included the Informal Fact Finding Summary and Presiding Officer Recommendation, transcript, and exhibits. W. Barclay Bradshaw, CPA, the Presiding Officer, was not present.

Upon a motion by Mr. Brown and duly seconded, the members voted to adopt the Informal Fact Finding Summary and Presiding Officer Recommendation, as written, finding the Respondent had violated Code of Virginia §54.1-4413.3(3) and imposed a penalty of a reprimand.

CALL FOR VOTE:

Laurie A. Warwick, CPA – Aye
Wendy P. Lewis, CPA – Aye

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

VOTE:

Ayes: Seven (7)
Abstain: None (0)
Nays: None (0)

Case #2021-0075

The Board members reviewed the enforcement record and proposed Consent Order.

Upon a motion by Mr. Brown and duly seconded, the members voted to accept the Consent Order as written wherein Respondent agreed he violated Code of Virginia §54.1-4414(2) and (4), §54.1-4409.1(A) and §54.1-111(3) and to the imposition of a reprimand and a \$1,500 monetary penalty.

CALL FOR VOTE:

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

VOTE:

Ayes: Six (6)
Abstain: One (1)
Nays: None (0)

Case #2021-0083

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The Board members reviewed the enforcement record, which included the Informal Fact Finding Summary and Presiding Officer Recommendation, transcript, and exhibits. Marc Moyers, CPA, the Presiding Officer, was not present.

Upon a motion by Mr. Carson and duly seconded, the members voted to adopt the Informal Fact Finding Summary and Presiding Officer Recommendation, as written, finding the Respondent had violated Code of Virginia §54.1-4409.1(A), §54.1-4414(2), (3) and (4), §54.1-111(A) and to impose a \$1,000 monetary penalty.

CALL FOR VOTE:

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

VOTE:

Ayes: Six (6)
Abstain: One (1)
Nays: None (0)

Case #2021-0097

The Board members reviewed the enforcement record, which included the Informal Fact Finding Summary and Presiding Officer Recommendation, transcript, and exhibits.

Upon a motion by Ms. Rogers and duly seconded, the members voted to adopt the Informal Fact Finding Summary and Presiding Officer Recommendation, as written, which found no violation on behalf of the Respondent.

CALL FOR VOTE:

Laurie A. Warwick, CPA – Aye
Wendy P. Lewis, CPA – Aye
Dale G. Mullen – Aye
William R. Brown, CPA – Abstain

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Nadia A. Rogers, CPA – Aye
David Cotton, CPA, CFE, CGFM – Aye
D. Brian Carson, CPA, CGMA – Aye

VOTE:

Ayes: Six (6)
Abstain: One (1)
Nays: None (0)

Case #2022-0195

Mr. Ross informed the Board that Respondent had requested a continuance of his matter to the January 2023 Board meeting due to recent health issues and provided documentation.

Upon a motion by Ms. Rogers and duly seconded, the members voted to continue the case until the January 2023 Board meeting.

CALL FOR VOTE:

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

VOTE:

Ayes: Seven (7)
Abstain: None (0)
Nays: None (0)

NASBA and AICPA COMMITTEE UPDATES

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NASBA Administrative and Finance Committee

Ms. Warwick announced she and Ms. Glynn had recently attended the NASBA Annual Conference where they networked and discussed the topics of CPA Pipeline and CPA Evolution. Ms. Warwick advised she has been reappointed to the NASBA Administrative and Finance Committee.

Administrative and Finance Committee

Ms. Warwick advised that the committee had not yet had a meeting.

NASBA Education Committee

Ms. Rogers advised the Board that the VSCPA 150-Hour Task Force met on November 3, 2022. During the meeting both students and the AICPA provided feedback regarding their views of the 150-hour requirement.

On the same day Ms. Rogers also led a virtual session for students through VSCPA entitled “Your Guide to CPA Evolution.” Nicholas Tazza joined the session to discuss the exam application, payment, and exam scheduling processes.

Ms. Rogers apprised the Board that the NASBA Accounting Pipeline Task Force has been working to schedule virtual and in-person meetings in the coming months.

Ms. Rogers indicated that there were Board of Examiners meetings scheduled during the week of November 28, 2022, and that she would present a formal update to the Board at the next Board Meeting in January 2023.

NASBA CPE Committee

Mr. Brown and Mr. Cotton commented that they had recently been appointed to the NASBA CPE Committee.

Ms. Lewis announced her participation in the VSCPA panel on Diversity, Equity and Inclusion in an online session scheduled for December 9, 2022.

EXECUTIVE DIRECTOR’S REPORT

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General updates

- Ms. Glynn informed the Board regarding a proposed SOW for implementation of the new VBOA licensing system. Ms. Glynn requested that the Board provide review and comments. She discussed the timeline and costs for the project. A summarized version will be presented at the next meeting.
- Ms. Glynn updated the Board on the status of the Learning Management System and fielded questions from the Board.
- Ms. Glynn led the discussion and fielded questions from the Board regarding the NASBA Notice to Schedule (NTS) 12-month expiration deadline. The Board discussed the current Virginia exam candidates and the potential impacts to future candidates. The Board agreed to keep the 12-month term for the NTS.
- Ms. Glynn led a discussion and fielded questions from the Board regarding the current VBOA re-exam fees and how they will be affected by CPA Evolution in the future. The Board requested a detailed projection of potential revenue impacts and set the timeline to decide before the new VBOA licensing system is created. The Board agreed to move the subject to the March 2023 Board Meeting.
- Ms. Glynn announced the upcoming interviews for the VBOA IT Specialist in early December.
- Ms. Glynn informed the Board that the draft FY22 Financial Statements will be reviewed by Brown Edwards before the March 2023 Board Meeting.

Financial and Board Report update

Ms. Reinholtz presented and fielded questions regarding the October 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. Ms. Warwick commended Mr. Ross on the quality of recently submitted enforcement reports.

Policy update

Mr. Clarke did not provide any policy updates but commented that there are policies currently located on Town Hall available for comment.

Board Discussion Topics- Laurie A. Warwick, CPA, Chair

Board involvement in Virginia CPA pipeline – Laurie A. Warwick, CPA, Chair

Ms. Warwick led a discussion regarding the importance of the CPA pipeline to the future of the profession in Virginia. She asked the Board to consider how they would define their stewardship

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responsibility surrounding the CPA pipeline. The Board members contributed ideas on ways to do more to connect with students from all grade levels who want to know more about being a CPA. Board members expressed a commitment to finding creative methods to provide information and make an impact on current and future students.

Ms. Glynn confirmed that VBOA can reach out through the VBOA newsletter to get more Virginia CPAs involved in the outreach effort.

Customer Service Survey results – Kelli Anderson, Communications Manager

Ms. Anderson apprised the Board of the results the 2022 VBOA Customer Service Survey. The Board had questions on the topic of license renewals as part of the discussion. Board members discussed the issue of expired licenses, renewal policies and potential ways to resolve any issues related to renewals.

Ms. Warwick suggested, and members agreed to add the issue to the agenda for the planning meeting scheduled in May 2023.

2023 Virginia specific ethics course video draft – Kelli Anderson, Communications Manager

Ms. Anderson provided a status update on the 2023 VBOA-approved ethics course video. She presented an audio sample for discussion. After a brief period of discussion, Ms. Glynn asked for Board comments by Friday, December 2, 2022.

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

Education Accreditation

Education Accreditation is complete. Public comment period for the guidance document is pending.

Enforcement Peer Review: January 2023

Revised guidelines to be developed by the Board.

Education for Exam: Draft due January 2023 – Final February 2023-Communications April 2023

The Blueprint is still on track and the document is still pending from AICPA.

Education for Licensure: January 2023

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Cash Forecasting and Fee Structure: June 2023

Mr. Carson requested an updated 10-year cash forecast to assist with developing the fee structure proposal.

Licensing System: November 2022

Ms. Glynn informed the Board that the proposal from the vendor has been made available. Mr. Carson and Mr. Cotton provided input and answered questions. Ms. Glynn advised that she is in regular contact with all jurisdictions currently using the system.

Enforcement Tracking Cases: October 2022

This S.M.A.R.T goal is paused for determination on the new licensing system and the schedule will be updated as progress is made. Ms. Glynn advised that all cases are being tracked in the current system. Mr. Carson commented on the quality of the new reports and requested additional data be added to the next update.

Enforcement: Use of Title - Enforcement: Use of Title: November 2022

**Draft Guidance Document: Guidelines for Use of the CPA Title
Discussion of VSCPA-sponsored legislation**

Ms. Glynn led the review of changes to the guidelines. Ms. Warwick opened the floor for comments and a lengthy discussion ensued. Board members expressed their concerns and assessments based on the regulation and their role in protecting the public.

Ms. Walker suggested that new language could be fast tracked by receiving a formal opinion from the Attorney General's office requested by Delegate McNamara.

Ms. Glynn and Ms. Warwick suggested edits to the guidelines based on the issues and concerns. The Board agreed to return in January 2023 to discuss the associated penalty violations for misusing the CPA title.

Adjourn for lunch

Enforcement: CPE Review – Draft November 2022- Final January 2023

Ms. Warwick communicated the intent of the review to examine current violation penalties associated with CPE deficiencies. Ms. Glynn and Mr. Ross had performed the review and led the discussion. Ms.

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Glynn outlined the proposed changes and proposed reductions to penalties for certain violations. Board dialogue ensued.

The Board entered **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 Ms. Lewis, 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.

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

End closed meeting

Upon a motion by Ms. Lewis, 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, Ms. Lewis, Ms. Rogers, Mr. Mullen, Mr. Carson, and Mr. Cotton.

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Case #2022-0161

The Board members reviewed the enforcement record and proposed Consent Order. W. Barclay Bradshaw, CPA, the Presiding Officer, was not present.

Upon a motion by Ms. Rogers and duly seconded, the members voted to accept the Consent Order as written wherein Respondent agreed he violated Code of Virginia §54.1-4413.3(1), (2), (3), (4) and (7) and Board regulation 18VAC5-22-90 and to the imposition of a \$10,000 monetary penalty for his violation of the Code of Virginia and a \$500 monetary penalty for his violation of the Board regulation, along with being subject to a CPE compliance review for the three year period of 2022, 2023 and 2024.

CALL FOR VOTE:

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

VOTE:

Ayes: Seven (7)
Abstain: None (0)
Nays: None (0)

Case #2022-0238

The Board members reviewed the enforcement record, which included the Informal Fact Finding Summary and Presiding Officer Recommendation, transcript, and exhibits. W. Barclay Bradshaw, CPA, the Presiding Officer, was not present.

Upon a motion by Mr. Carson and duly seconded, the members voted to adopt the Informal Fact Finding Summary and Presiding Officer Recommendation, as written, finding the Respondent had violated Code of Virginia §54.1-4413.3 (1), (2), (3), (4) and (7) and to impose a \$100,000 monetary penalty and license revocation.

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CALL FOR VOTE:

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

VOTE:

Ayes: Seven (7)
Abstain: None (0)
Nays: None (0)

Case #2022-0268

The Board members reviewed the enforcement record, which included the Informal Fact Finding Summary and Presiding Officer Recommendation, transcript, and exhibits. W. Barclay Bradshaw, CPA, the Presiding Officer, was not present.

Upon a motion by Ms. Lewis and duly seconded, the members voted to adopt the Informal Fact Finding Summary and Presiding Officer Recommendation, as written, finding the Respondent had violated Board regulation 18VAC5-22-90 (A) and to impose a monetary penalty of \$1,500, and a provision that Respondent is not permitted to apply for reinstatement for a period of one year. Additionally, should Respondent's license be reinstated he shall be subject to a CPE compliance review for the three-year period following any reinstatement of his license.

CALL FOR VOTE:

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

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Ayes: Seven (7)

Abstain: None (0)

Nays: None (0)

Case #2022-0364

The Board members reviewed the enforcement record, which included the Informal Fact Finding Summary and Presiding Officer Recommendation and exhibits. William R. Brown, CPA, the Presiding Officer, was not present.

Upon a motion by Mr. Mullen and duly seconded, the members voted to adopt the Informal Fact Finding Summary and Presiding Officer Recommendation, in part. The Board found as written in the Informal Fact Finding Summary and Presiding Officer Recommendation Respondent had violated Board regulation 18VAC5-22-90. However, the penalty identified in the Informal Fact Finding Summary and Presiding Officer Recommendation was rejected and instead imposed a penalty consistent with their CPE penalty guideline. The members approved Mr. Mullen's motion to instead impose a penalty consistent with the CPE penalty guidelines of a one-year license suspension, a \$1,500 monetary penalty and that Respondent be subject to a CPE compliance review for the three-year period following any reinstatement of his CPA license.

CALL FOR VOTE:

Laurie A. Warwick, CPA – Aye

Wendy P. Lewis, CPA – Aye

Dale G. Mullen – Aye

William R. Brown, CPA – Abstain

Nadia A. Rogers, CPA – Aye

David Cotton, CPA, CFE, CGFM – Aye

D. Brian Carson, CPA, CGMA – Aye

VOTE:

Ayes: Six (6)

Abstain: One (1)

Nays: None (0)

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Case #2021-0026

The Board members reviewed the enforcement record and discussed the information provided during the public comment period by Attorney Robert Cox. William R. Brown, CPA, the Presiding Officer, was not present.

Upon a motion by Mr. Mullen and duly seconded, the members voted to offer an amended Consent Order to the Respondent.

CALL FOR VOTE:

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

VOTE:

Ayes: Six (6)
Abstain: One (1)
Nays: None (0)

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.
 - January 9, 2023
 - March 27, 2023: Hampton University
 - Board discussed April 24, 2023
 - Board discussed May 18, 2023, for the annual planning meeting.
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ADJOURNMENT

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

APPROVED:

Laurie A. Warwick, CPA, Chair

COPY TESTE:

Nancy Glynn, CPA, Executive Director