

**THE VIRGINIA BOARD OF ACCOUNTANCY  
DRAFT  
SPECIAL MEETING MINUTES**

The Virginia Board of Accountancy (Board) held a special meeting at 2:00 on Monday, March 30, 2009 in Hearing Room 6 of the Perimeter Center, 9960 Mayland Drive, Richmond, Virginia 23233.

The following Board members present for the entire meeting were:

Dian T. Calderone, MTX, CPA, Chairman **(via teleconference)**  
O. Whitfield Broome, Ph.D., CPA, Vice Chairman  
Lawrence D. Samuel, CPA, Chairman, Immediate Past Chairman  
Regina P. Brayboy, MPA **(via teleconference)**  
Stephen D. Holton, CPA  
Tyrone E. Dickerson, CPA  
William E. Hunt, CPA

The following Board member absent for the entire meeting was:

None

The Board staff member present for a portion of the meeting was:

Dreana L. Gilliam, Board Administrator

Also in attendance for the meeting was:

Deborah A. Rigdon, SPHR, Manager, Shared Services Center, Department of Human Resource Management

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## **CALL TO ORDER**

Chairman Calderone called the meeting to order at 2:03 pm.

## **DETERMINATION OF QUOROU**

Five of seven board members were present. Two of seven were present via teleconference.

## **APPROVAL OF AGENDA**

Upon a motion by Chairman Calderone and duly seconded, the members voted unanimously to approve the March 30, 2009 agenda with amendments.

## **BOARD REPORT**

Chairman Calderone requested Board approval to transfer funds. Upon a motion by Mr. Hunt, the Board authorized the transfer of \$200,000 from the VBOA Trust Fund to the VBOA Operating Fund. The motion was duly seconded and carried.

## BEGIN CLOSED SESSION

Upon a motion by Dr. Broome, and duly seconded, the members approved by unanimous vote that the meeting be recessed and the VBOA immediately convene in closed meeting under the Virginia Freedom of Information Act to discuss and consider a personnel matter relating to the Board of Accountancy Staff, a matter lawfully exempted from open meeting requirements under the 'personnel matters' exemption contained in **§ 2.2-3711. (A)(1)** of the **Code of Virginia**. The following non-member was in attendance to reasonably aid the consideration of the topic: Deborah A. Rigdon, SPHR, Manager, Shared Services Center, Department of Human Resource Management.

The members voting "AYE" were Mr. Samuel, Mr. Dickerson, Mr. Holton, Mr. Hunt, Dr. Broome, Ms. Brayboy, and Ms. Calderone.

## END CLOSED SESSION

Upon a motion by Dr. Broome, 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. The members voting "AYE" were Mr. Samuel, Mr. Dickerson, Mr. Holton, Mr. Hunt, Dr. Broome, Ms. Brayboy, and Ms. Calderone.

Upon a motion by Dr. Broome, and duly seconded, the VBOA made the following certification by roll call vote:

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 VBOA 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  
O. Whitfield Broome, Ph.D, CPA – Aye  
Lawrence D. Samuel, CPA – Aye  
Tyrone E. Dickerson, CPA – Aye  
Stephen D. Holton, CPA – Aye  
Regina P. Brayboy, MPA – Aye  
William E. Hunt, CPA – Aye

The following actions were taken as a result of the closed meeting;

Upon a motion by Mr. Holton, the Board will adopt the Commonwealth of Virginia's eligible benefits for at-will employees. The motion was duly seconded and carried.

Upon a motion by Mr. Samuel, and duly seconded the VBOA approved by unanimous vote to make an offer of employment to the top candidate for the position of Executive Director of the Virginia Board of Accountancy with compensation determined in accordance with the Commonwealth of Virginia's Appropriation Act.

## **CONFLICT OF INTEREST FORMS/TRAVEL EXPENSE VOUCHERS**

Dr. Broome asked the members to complete and sign their conflict of interest forms and complete and sign their travel expense vouchers.

## **ADJOURNMENT**

There being no further business before the VBOA, upon a motion by Ms. Calderone and duly seconded, the meeting was adjourned by unanimous vote at 3:30 p.m. The members voting "**AYE**" were Ms. Calderone, Mr. Samuel, Mr. Holton, Dr. Broome, Ms. Brayboy, Mr. Hunt and Mr. Dickerson.

**APPROVED:**

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Dian T. Calderone, MTX, CPA, Chairman

**COPY TESTE:**

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Wade Jewell, Executive Director/Agency Head

**Original signed by Board Chairman**