

**THE VIRGINIA BOARD OF ACCOUNTANCY**

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The Virginia Board of Accountancy (VBOA) met on Thursday, January 8, 2009 in Henrico Room #1 of the Virginia Housing Center, 4224 Cox Road, Glen Allen, Virginia, 23060.

**MEMBERS PRESENT:** Dian T. Calderone, MTX, CPA, Chairman  
O. Whitfield Broome, Ph.D., CPA, Vice Chairman  
Lawrence D. Samuel, CPA, Immediate Past Chairman  
Stephen D. Holton, CPA  
Tyrone E. Dickerson, CPA  
Regina P. Brayboy, MPA

**MEMBERS ABSENT:** William E. Hunt, CPA

**STAFF PRESENT:** Katherine Idrissi, Special Assistant  
Dreana L. Gilliam, Board Administrator

**OTHERS PRESENT:** Cynthia H. Norwood, Assistant Attorney General  
Maureen Dingus, Executive Vice President, Virginia Society of Certified Public Accountants  
Emily Walker, Government Affairs Director, Virginia Society of Certified Public Accountants

**CALL TO ORDER**

Chairman Calderone called the meeting to order at 10:43a.m.

**SECURITY BRIEFING**

After the declaration of a quorum, Ms. Idrissi provided the emergency evacuation procedures.

**APPROVAL OF AGENDA**

Upon a motion by Mr. Dickerson and duly seconded, the members voted unanimously to approve the January 8, 2009 agenda with amendments.

**APPROVAL OF MEETING MINUTES**

Upon a motion by Mr. Holton and duly seconded, the members voted unanimously to approve the December 10 and December 17, 2008 meeting minutes.

## **PUBLIC COMMENT**

Emily Walker, Government Affairs Director, Virginia Society of Certified Public Accountants (VSCPA) stated that the VSCPA has forwarded a letter to Governor Kaine indicating they do not oppose VBOAs proposed regulation to reduce the educational requirement for sitting for the CPA exam from 150 hours to 120 hours.

## **BOARD REPORTS**

Katherine Idrissi, Special Assistant reported on the status of the IT Transition. The System Automation (SA) transition is currently in progress, data conversions for enforcement/verification and licensing have been performed. The final data conversion is scheduled for January 17, 2009. User Acceptance Training is scheduled for the following week and final implementation is tentatively scheduled for February 17, 2009.

Ms. Idrissi also led the discussion regarding FY08 Internal Controls certifications. Phase I and Phase II certifications were completed with no significant weaknesses identified. Based on no significant weaknesses being identified in either of the previous phases, the agency was not required to file Phase III, Corrective Actions.

Mr. Holton reported on the Fee Analysis. He provided a summary of VBOA Financials for the year ending 6/30/08. Mr. Holton will continue his comprehensive review of the data and will provide a report at the February 2, 2009 meeting.

## **BEGIN CLOSED MEETING**

Upon a motion by Dr. Broome, and duly seconded, the members approved by unanimous vote that the meeting be recessed and the VBOA immediately reconvene in closed meeting for the purpose of consultation with legal counsel pertaining to actual and/or probable litigation within the jurisdiction of the VBOA as permitted by § 2.2-3711.A.7 of the *Code of Virginia*. The following non-member was in attendance to reasonably aid the consideration of the topic: Cynthia H. Norwood, VBOA Legal Counsel. The members voting "AYE" were Mr. Samuel, Mr. Holton, Mr. Dickerson, Dr. Broome, Ms. Brayboy, and Ms. Calderone.

## **END CLOSED MEETING**

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. Holton, Mr. Dickerson, 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 – Not Present/No Vote

**VOTE**

AYES: Six (6)

NAYS: None.

ABSENT DURING VOTE: None.

ABSENT DURING MEETING: William E. Hunt

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

**FUTURE MEETING DATES**

February 2, 2009 – 10:00a.m.

April 22, 2009 – 9:30a.m.

May 2009 – VBOA Annual Planning Conference (*actual date TBD*)

**BEGIN CLOSED MEETING**

Upon a motion by Dr. Broome, and duly seconded, the members approved by unanimous vote that the meeting be recessed and the VBOA immediately reconvene in closed meeting for the purpose of discussing personnel matters within the jurisdiction of the VBOA as permitted by § 2.2-3711.A.1 of the *Code of Virginia*. No non-members were in attendance to reasonably aid the consideration of the topic. The members voting “**AYE**” were Mr. Samuel, Mr. Holton, Mr. Dickerson, Dr. Broome, Ms. Brayboy, and Ms. Calderone.

**END CLOSED MEETING**

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. Holton, Mr. Dickerson, 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 – Absent/No Vote

**VOTE**

AYES: Six (6)

NAYS: None.

ABSENT DURING VOTE: None.

ABSENT DURING MEETING: William E. Hunt

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

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

Chairman Calderone 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 3:04 p.m. The members voting "AYE" were Ms. Calderone, Mr. Samuel, Mr. Holton, Dr. Broome, Ms. Brayboy, and Mr. Dickerson.

**APPROVED:**

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Dian T. Calderone, MTX, CPA, Chairman

**COPY TESTE:**

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O. Whitfield Broome, Ph.D., CPA, Vice Chairman