
**Board Meeting
April 24, 2023
Approved minutes**

The Virginia Board of Accountancy met on Tuesday, April 24, 2023, in Board Room #1 of the Perimeter Center, 9960 Mayland Drive, Henrico, VA 23233.

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

**MEMBERS ATTENDING
VIRTUALLY FOR
PART OF THE MEETING:** 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
Nicole Reynolds, Licensing and Operations Support
Vasa Clarke, Information and Policy Advisor
Joseph Tillar, IT Specialist

**MEMBERS OF THE
PUBLIC PRESENT:** Emily Walker, CAE, Vice President, Advocacy, Virginia Society of
Certified Public Accountants
Dan Dustin, CPA, Vice President, NASBA State Board Relations
Reza Mahbod, CPA, CISA, CGFM, CICA, CGMA, CDFM, CFE

**MEMBERS OF THE
PUBLIC APPEARING
VIRTUALLY:** Muad Ahmed
Jason Seri
Ben Eisenstat - Kaplan

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CALL TO ORDER

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

DETERMINATION OF QUORUM

Ms. Warwick determined there was a quorum present.

SECURITY BRIEFING

Ms. Reynolds provided the emergency evacuation procedures.

APPROVAL OF AGENDA

Upon a motion by Mr. Brown and duly seconded, the members voted unanimously to approve the April 24, 2023, agenda as amended. The members voting “AYE” were Ms. Warwick, Mr. Brown, Ms. Lewis, Ms. Rogers, Mr. Mullen, and Mr. Cotton.

APPROVAL OF MINUTES

Upon a motion by Ms. Rogers and duly seconded, the members voted unanimously to approve the amended March 24, 2023, Board meeting minutes, as presented. The members voting “AYE” were Ms. Warwick, Mr. Brown, Ms. Lewis, Ms. Rogers, Mr. Mullen, and Mr. Cotton.

PUBLIC COMMENT PERIOD

Ms. Walker apprised the Board of the VSCPA comments submitted on the UAA Model Rule 5-7. VSCPA is awaiting further information before making any determination. She advised that the VSCPA is following the CPA Pipeline discussions closely and hopes to continue the dialogue with the Board in order to learn how they can be aligned in the efforts.

Mr. Jason Sayre addressed the Board regarding his license revocation pursuant to a final order dated February 5, 2021, at file number 2019-221-018D. Mr. Sayre requested the Board to allow him to apply for reinstatement of his license sooner than February 5, 2026 as identified in the February 5, 2021 final order. Mr. Brown suggested Mr. Sayre’s request be moved to the closed session pursuant to § 2.2-3711(A) (27)

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Enforcement Agenda – Matthew Ross, Enforcement Director

The following actions were taken during open session:

Case #2022-0696

Upon a motion by Ms. Rogers and duly seconded, the members voted to accept the Consent Order as written.

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 – Abstain

VOTE:

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

Case #2022-0260

Mr. Ahmed addressed the Board regarding the case.

The Board Members reviewed the enforcement record, which included the Informal Fact-Finding Summary and Presiding Officer Recommendation and Exhibits.

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 violated Code of Virginia § 54.1-4409.1 (A), §54.1-4414 (i) (2) and (4) and §54.1-111 (A) (2) and (4). They further imposed the recommended sanctions of \$250.00 and a reprimand for these violations. Respondent was further ordered to refrain from using the CPA title until he holds an active license.

CALL FOR VOTE:

Laurie A. Warwick, CPA – Aye

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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

VOTE:

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

Case #2022-0348

The Board members considered the timely request of the Respondent to permit a payment plan for the monetary penalties imposed against him at file #2022-0348.

Upon a motion by Mr. Cotton and duly seconded, the members voted to approve a payment plan in the matter as follows, the total monetary fine of \$1,875.00 levied against the Respondent shall be paid in three equal payments, each in the amount of \$625.00. Payment one shall be made on or before October 24, 2023, payment two shall be made on or before January 24, 2024, and payment three shall be made on or before April 24, 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

VOTE:

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

Case #2022-0070

Mr. Asfaw and Counsel addressed the Board and indicated that they were attending the meeting to answer any questions the Board may have regarding the petition for reconsideration before the Board in this matter.

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Mr. Brown suggested that Case #2022-0070 be moved to closed session pursuant to § 2.2-3711(A) (8) and § 2.2-3711(A) (27) to seek legal counsel regarding the pending appeal before the Circuit Court of the City of Alexandria Case No. CL23001285 and to consider the Respondent's petition for reconsideration filed in this matter regarding the previously issued Board order.

Annual 2022 Peer Review Oversight Committee (PROC) Report – Reza Mahbod, CPA, CISA, CGFM, CICA, CGMA, CDFM, CFE

Ms. Rogers introduced Mr. Mahbod and thanked the Peer Review Oversight Committee (PROC) for their service. Mr. Mahbod led the discussion regarding the PROC's 2022 Report. The review and evaluation period covered January 1, 2022 through December 31, 2022. Mr. Mahbod noted that, based upon the PROC's review and evaluations, peer reviews are being conducted and reported on consistently and in accordance with the Standards for Performing and Reporting on Peer Reviews promulgated by the AICPA Peer Review Board. The VBOA may rely upon the VSCPA and the National Peer Review Committee in carrying out its responsibilities with respect to the licensing requirements of firms for this period. Mr. Mahbod fielded questions from the Board.

NASBA presentation – Dan Dustin, CPA, NASBA Vice President, State Board Relations

Mr. Dustin was introduced by Ms. Warwick and presented his perspectives on NASBA's recent activities related to the UAA Model Rule 5-7 decision, the proposed ELE (Experience, Learn and Earn) program and the proposed Amnesty program to restore credits lost during the pandemic. He advised that a taskforce from the CBT Admin Committee has been formed and will be reaching out to Boards for their input on the subject. Lastly, Mr. Dustin presented information related to the 150- hour education requirement and recent legislation from other jurisdictions that some believe could affect CPA mobility across jurisdictions.

A brief discussion followed, and Mr. Dustin fielded questions from the Board.

Mr. Carson joined the meeting by phone.

NASBA and AICPA COMMITTEE UPDATES

NASBA Administrative and Finance Committee

Ms. Warwick advised that she recently attended the NASBA investment committee meeting and reported that the priority of the committee is to work through the Information Technology structures necessary for CPA Evolution.

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NASBA CPE Committee

Mr. Cotton informed the Board that he had been appointed to the CPE Committee but has not yet had the opportunity to attend meetings. Ms. Glynn will communicate with NASBA to inquire as to any future meeting dates which Mr. Cotton may attend.

NASBA Education Committee

Ms. Rogers apprised the Board of her attendance at the most recent NASBA Pipeline Task Force meeting. The Pipeline Task Force is compiling information that will be helpful to all Boards of Accountancy to consider in an effort to positively impact the accounting pipeline. The meeting was held on 4/14 during which the deliverables compiled to date as well as the timeline and how to best disseminate the final packet of information to Boards of Accountancy were discussed.

Ms. Rogers was appointed to serve as Chair of the AICPA's State Board Committee. She attended the meeting held on 4/19 as a guest, noting that the primary topics of discussion were the credit extension recommended by NASBA's Uniform Accountancy Act Committee and the 150-hour requirement.

Board elections – Nancy Glynn, CPA, Executive Director

Ms. Glynn advised the Board regarding the voting process and opened the floor for comments. Ms. Warwick posed questions to the nominees for Chair, and each responded.

Ms. Glynn called for the vote. Wendy P. Lewis, CPA, was elected as the Chair of the Virginia Board of Accountancy for 2023-2024.

Nominees for Vice Chair addressed the Board and fielded questions from the Board. Ms. Glynn called for the vote. Nadia A. Rogers, CPA, was elected as the Vice Chair of the Virginia Board of Accountancy for 2023-2024.

Mr. Carson left the meeting.

The meeting adjourned for lunch.

EXECUTIVE DIRECTOR'S REPORT

General updates

- Ms. Glynn announced that the Communications Coordinator position had been posted. She advised that the VBOA will also post a position for a part time Enforcement Specialist.

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- Ms. Glynn introduced Joseph Tillar as the new IT Specialist.
- Ms. Glynn discussed license renewals to include the communication plan to be implemented over the next few months.
- Ms. Glynn commended the VBOA staff for the teamwork, diligence, and flexibility they have shown during renewal season and while vacant staff positions are being filled. Ms. Warwick commended Ms. Glynn for the inclusive work environment and positive culture she has fostered at the VBOA.

Financial and Board Report update

Ms. Reinholtz presented and fielded questions pertaining to the March 31, 2023 Financial and Board Reports.

Enforcement update

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

Policy update

Mr. Clarke advised the Board that the public comment period has not yet opened on the Education Handbook changes that require corresponding regulatory changes. Both the Education Handbook and the Use of the CPE Title document are awaiting review by the Office of Regulatory Management before being placed on Town Hall.

Ms. Rogers detailed the changes to the Handbook. Ms. Glynn suggested that the changes are in line with the Uniform Accountancy Act and cause entrance to the exam to be an easier process for candidates. Mr. Mullen commented that Virginia is concentrating on making it simpler for professionals to work within the Commonwealth.

Upon a motion by Mr. Cotton and duly seconded, the members voted to approve the regulatory changes to the Education Handbook.

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

Ms. Glynn reviewed re-exam fee changes, which will occur with the onset of CPA Evolution. The Board commented on issues affecting exam candidates and requested more detail for future Board discussions.

Cash forecasting and fee structure – June 2023

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Ms. Glynn suggested that the issue be postponed until the June meeting to include Board member Carson and the Board agreed.

Licensing System – ongoing – update April 2023

Ms. Glynn discussed the proposed contract for a new licensing system, how it will meet agency needs, recent input from other agencies and the expertise required by the incoming Communications Coordinator as key to development of the new system.

Enforcement: CPE review – Draft Nov. 2022 – revised draft Jan. 2023 – Final April 2023

Mr. Ross noted changes to the CPE Penalty Guidelines. Ms. Warwick commended the team for the carefully considered changes.

Upon a motion by Mr. Brown, and duly seconded, the Board voted to approve the new Guidelines as presented.

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

VOTE:

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

Ms. Glynn requested that any new items for S.M.A.R.T. Goals be sent to her by the end of May for topics to be discussed at the June Board meeting.

The Board entered **closed session** under authority of § 2.2-3711(A) (8) and § 2.2-3711(A) (27), to discuss File # 2022-0070 and Mr. Sayer's public comments.

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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) and disciplinary matters exemption contained in Virginia Code § 2.2-3711(A) (27).

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, 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, and Mr. Cotton.

Case #2022-0070

The Board members upon a timely reconsideration filed by Respondent reviewed the enforcement record, which included the Informal Fact-Finding Summary and Presiding Officer Recommendation, transcript, and exhibits.

Upon a motion by Mr. Cotton and duly seconded, the members voted to adopt an Amended Board Order which adopted the Informal Fact-Finding Summary and Presiding Officer Recommendation as written, finding the Respondent violated Code of Virginia § 54.1-4413.3 (1), (2), (3), (4) and (7) and Board

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Regulations 18VAC5-22-90 and 18VAC5-22-170 (B) (3) and (4). The further imposed the recommended sanctions of license revocation and a \$5,000.00 fine for the violations of § 54.1-4413.3 (1), (2), (3), (4) and (7), a \$250.00 fine for the violation of 18VAC5-22-90 and a \$300.00 fine for the violation of 18VAC5-22-170 (B) (3) and (4).

CALL FOR VOTE:

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

VOTE:

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

No action was taken relative to Mr. Sayre's public comments.

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.
 - June 12, 2023
 - August 29, 2023
 - October 24, 2023
 - December 5, 2023
 - January 17, 2024
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ADJOURNMENT

There being no further business before the VBOA, Ms. Lewis adjourned the meeting at 2 p.m.

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APPROVED:

Laurie A. Warwick, CPA, Chair

COPY TESTE:

Nancy Glynn, CPA, Executive Director