

2 **ESHB 2293** - S COMM AMD
3 By Committee on Ways & Means

4
5 Strike everything after the enacting clause and insert the
6 following:

7 "Sec. 1. RCW 18.04.015 and 1983 c 234 s 2 are each amended to read
8 as follows:

9 (1) It is the policy of this state and the purpose of this chapter:

10 ~~((1))~~ (a) To promote the dependability of information which is
11 used for guidance in financial transactions or for accounting for or
12 assessing the status or performance of commercial and noncommercial
13 enterprises, whether public, private or governmental; and

14 ~~((2))~~ (b) To protect the public interest by requiring that:

15 ~~((a))~~ (i) Persons ((engaged in the practice of public accounting
16 be qualified)) who hold themselves out to the public as certified
17 public accountants who offer to perform, or perform for clients,
18 professional services, including but not limited to one or more kinds
19 of services involving the use of accounting or auditing skills,
20 including the issuance of "audit reports," "review reports," or
21 "compilation reports" on financial statements, or one or more kinds of
22 management advisory, or consulting services, the preparation of tax
23 returns, or the furnishing of advice on tax matters, perform such
24 services in a competent and professional manner;

25 ~~((b))~~ (ii) A public authority be established that is competent to
26 prescribe and assess the qualifications of certified public accountants
27 ((be established)), including certificate holders who are not licensed
28 for the practice of public accounting;

1 ~~((e))~~ (iii) Persons other than certified public accountants
2 refrain from using the words "audit," "review," and "compilation" when
3 designating a report customarily prepared by someone knowledgeable in
4 accounting; and

5 ~~((d))~~ (iv) The use of accounting titles likely to confuse the
6 public be prohibited.

7 (2) A purpose of chapter ..., Laws of 1992 (this act), revising
8 provisions of chapter 234, Laws of 1983, is to clarify the authority of
9 the board of accountancy with respect to the activities of persons
10 holding certificates under this chapter. Furthermore, it is not the
11 intent of chapter ..., Laws of 1992 (this act) to in any way restrict
12 or limit the activities of persons not holding certificates under this
13 chapter except as otherwise specifically restricted or limited by
14 chapter 234, Laws of 1983."

15 **"Sec. 2.** RCW 18.04.025 and 1986 c 295 s 1 are each amended to read
16 as follows:

17 Unless the context clearly requires otherwise, the definitions in
18 this section apply throughout this chapter.

19 (1) "Board" means the board of accountancy created by RCW
20 18.04.035.

21 (2) "Certified public accountant" or "CPA" means a person holding
22 a certified public accountant certificate (~~issued under this chapter~~
23 ~~or the accountancy act of any state~~)).

24 (3) "State" includes the states of the United States, the District
25 of Columbia, Puerto Rico, Guam, and the United States Virgin Islands.

26 (4) "~~(Opinions)~~ Reports on financial statements" (~~are~~) means
27 any reports or opinions prepared by certified public accountants, based
28 on ~~(examinations)~~ services performed in accordance with generally
29 accepted auditing standards, standards for attestation engagements, or

1 standards for accounting and review services as to whether the
2 presentation of information used for guidance in financial transactions
3 or for accounting for or assessing the status or performance of
4 commercial and noncommercial enterprises, whether public, private, or
5 governmental, conforms with generally accepted accounting principles or
6 other comprehensive bases of accounting.

7 (5) The "practice of public accounting" means performing (~~services~~
8 ~~as one skilled in the knowledge and practice of public accounting and~~
9 ~~preparing reports designated as "audit reports," "review reports," and~~
10 ~~"compilation reports."~~) or offering to perform by a person or firm
11 holding itself out to the public as a licensee, for a client or
12 potential client, one or more kinds of services involving the use of
13 accounting or auditing skills, including the issuance of "audit
14 reports," "review reports," or "compilation reports" on financial
15 statements, or one or more kinds of management advisory, or consulting
16 services, or the preparation of tax returns, or the furnishing of
17 advice on tax matters. The "practice of public accounting" shall not
18 include practices that are permitted under the provisions of RCW
19 18.04.350(6) by persons or firms not required to be licensed under this
20 chapter.

21 (6) "Firm" means a sole proprietorship, a corporation, or a
22 partnership.

23 (7) "CPE" means continuing professional education.

24 (8) "Certificate" means a certificate as a certified public
25 accountant issued under this chapter, or a corresponding certificate
26 issued by another state or foreign jurisdiction that is recognized in
27 accordance with the reciprocity provisions of RCW 18.04.180 and section
28 18 of this act.

29 (9) "Licensee" means the holder of (~~a certificate who also holds~~)
30 a valid license issued under this chapter.

1 (10) "License" means a biennial license to practice public
2 accountancy issued to an individual or firm under this chapter.

3 (11) "Quality assurance review" means a process established by and
4 conducted at the direction of the board of study, appraisal, or review
5 of one or more aspects of the professional work of a person or firm in
6 the practice of public accountancy, by a person or persons who hold
7 certificates and who are not affiliated with the person or firm being
8 reviewed.

9 (12) "Quality review" means a study, appraisal, or review of one or
10 more aspects of the professional work of a person or firm in the
11 practice of public accountancy, by a person or persons who hold
12 certificates and who are not affiliated with the person or firm being
13 reviewed, including a peer review, or any internal review or inspection
14 intended to comply with quality control policies and procedures, but
15 not including the "quality assurance review" under subsection (11) of
16 this section.

17 (13) "Review committee" means any person carrying out,
18 administering or overseeing a quality review authorized by the
19 reviewee.

20 (14) "Rule" means any rule adopted by the board under authority of
21 this chapter.

22 (15) "Holding out" means any representation to the public by the
23 use of restricted titles as set forth in RCW 18.04.345 by a person or
24 firm that the person or firm is a certified public accountant and that
25 the person or firm offers to perform any professional services to the
26 public as a certified public accountant. "Holding out" shall not
27 affect or limit a person not required to hold a certificate under this
28 chapter or a person or firm not required to hold a license under this
29 chapter from engaging in practices identified in RCW 18.04.350(6)."

1 **"Sec. 3.** RCW 18.04.035 and 1986 c 295 s 2 are each amended to read
2 as follows:

3 (1) There is created a board of accountancy for the state of
4 Washington to be known as the Washington state board of accountancy.
5 The board shall consist of (~~five~~) seven members appointed by the
6 governor. Members of the board shall include four persons who hold
7 valid certified public accountant certificates and have been in public
8 practice as certified public accountants in this state continuously for
9 the previous ten years and two persons who have held a valid certified
10 public accountant's certificate in this state for at least ten years.
11 The (~~fifth~~) seventh member shall be the public member and shall be a
12 person who is qualified to judge whether the qualifications,
13 activities, and professional practice of those regulated under this
14 chapter conform with standards to protect the public interest.

15 (2) The members of the board of accountancy shall be appointed by
16 the governor to a term of three years. Vacancies occurring during a
17 term shall be filled by appointment for the unexpired term. Upon the
18 expiration of a member's term of office, the member shall continue to
19 serve until a successor has been appointed and has assumed office. The
20 governor shall remove from the board any member whose certificate or
21 license to practice has been revoked or suspended and may, after
22 hearing, remove any member of the board for neglect of duty or other
23 just cause. No person who has served two successive complete terms is
24 eligible for reappointment. Appointment to fill an unexpired term is
25 not considered a complete term. In order to stagger their terms, of
26 the two new appointments made to the board upon the effective date of
27 this act, the first appointed member shall serve a term of two years
28 initially."

1 "Sec. 4. RCW 18.04.045 and 1986 c 295 s 3 are each amended to read
2 as follows:

3 (1) The board shall annually elect a ~~((chairman))~~ chair, a ~~((vice~~
4 ~~chairman))~~ vice-chair, and a secretary from its members.

5 (2) ~~((The board may adopt and amend rules under chapter 34.05 RCW~~
6 ~~for the orderly conduct of its affairs and for the administration of~~
7 ~~this chapter.~~

8 ~~(3))~~ A majority of the board constitutes a quorum for the
9 transaction of business.

10 ~~((4))~~ (3) The board shall have a seal which shall be judicially
11 noticed.

12 ~~((5))~~ (4) The board shall keep records of its proceedings, and of
13 any proceeding in court arising from or founded upon this chapter.
14 Copies of these records certified as correct under the seal of the
15 board are admissible in evidence as tending to prove the content of the
16 records.

17 ~~((6))~~ (5) The governor shall appoint an executive director of
18 the board, who shall serve at the pleasure of the governor. The
19 executive director may employ such personnel as is appropriate for
20 carrying out the purposes of this chapter. The executive director
21 shall hold a Washington CPA certificate. The board may ~~((employ~~
22 ~~personnel and))~~ arrange for such volunteer assistance as it requires to
23 perform its duties. Individuals or committees assisting the board
24 ~~((under this subsection (6))~~ constitute volunteers for purposes of
25 chapter 4.92 RCW.

26 ~~((7) Each member of the board shall receive compensation as~~
27 ~~provided under RCW 18.04.080.~~

28 ~~(8))~~ (6) The board shall file an annual report of its activities
29 with the governor. The report shall include, but not be limited to, a

1 statement of all receipts and disbursements. Upon request, the board
2 shall mail a copy of each annual report to any member of the public.

3 (7) In making investigations concerning alleged violations of the
4 provisions of this chapter and in all proceedings under RCW 18.04.295
5 or chapter 34.05 RCW, the board chair, or a member of the board, or a
6 board designee acting in the chair's place, may administer oaths or
7 affirmations to witnesses appearing before the board, subpoena
8 witnesses and compel their attendance, take testimony, and require that
9 documentary evidence be submitted.

10 (8) The board may review the publicly available professional work
11 of licensees on a general and random basis, without any requirement of
12 a formal complaint or suspicion of impropriety on the part of any
13 particular licensee. If as a result of such review the board discovers
14 reasonable grounds for a more specific investigation, the board may
15 proceed under its investigative and disciplinary rules."

16 "Sec. 5. RCW 18.04.055 and 1986 c 295 s 4 are each amended to read
17 as follows:

18 The board may adopt and amend rules under chapter 34.05 RCW for the
19 orderly conduct of its affairs. The board shall prescribe rules
20 consistent with this chapter as necessary to implement this chapter.
21 Included may be:

22 (1) Rules of procedure to govern the conduct of matters before the
23 board;

24 (2) Rules of professional conduct for all certificate and license
25 holders, in order to establish and maintain high standards of
26 competence and ((integrity in the profession)) ethics of certified
27 public accountants including rules dealing with independence,
28 integrity, objectivity, and freedom from conflicts of interest;

1 (3) Rules specifying actions and circumstances deemed to constitute
2 holding oneself out as a licensee in connection with the practice of
3 public accountancy;

4 (4) Rules specifying the manner and circumstances of the use of the
5 titles "certified public accountant" and "CPA", by holders of
6 certificates who do not also hold licenses under this chapter;

7 (5) Educational requirements to ~~((set for an))~~ take the certified
8 public accountant examination or for the issuance of the certificate or
9 license of certified public accountant;

10 ~~((4))~~ (6) Rules designed to ensure that certified public
11 accountants' "~~((opinions))~~ reports on financial statements" meet the
12 definitional requirements for that term as specified in RCW 18.04.025;

13 ~~((5))~~ (7) Requirements for continuing professional education to
14 maintain or improve the professional competence of certificate and
15 license holders as a condition to maintaining their certificate or
16 license to practice under RCW 18.04.215;

17 ~~((6) Regulations))~~ (8) Rules governing sole proprietors,
18 partnerships, and corporations practicing public accounting including,
19 but not limited to, rules concerning their style, name, title, and
20 affiliation with any other organization, and establishing reasonable
21 practice standards to protect the public interest;

22 ~~((7))~~ (9) The board may by rule implement a quality assurance
23 review program as a means to monitor licensees' quality of practice and
24 compliance with professional standards. The board may exempt from such
25 program, licensees who undergo periodic ~~((peer))~~ quality reviews in
26 programs of the American Institute of Certified Public Accountants,
27 National Association of State Boards of Accountancy, or other programs
28 recognized and approved by the board ~~((by rule-))~~;

29 ~~((8))~~ (10) The board may by rule require firms to obtain
30 professional liability insurance if in the board's discretion such

1 insurance provides additional and necessary protection for the public;
2 and

3 ~~((9))~~ (11) Any other rule which the board finds necessary or
4 appropriate to implement this chapter."

5 "Sec. 6. RCW 18.04.065 and 1983 c 234 s 24 are each amended to
6 read as follows:

7 The board shall set its fees at a level adequate to pay the costs
8 of administering this chapter. Beginning in the 1993-95 biennium, all
9 fees for certified public accountants' licenses, certificates, renewals
10 of licenses, renewals of certificates, and delinquent filings received
11 under the authority of this chapter shall be deposited in the certified
12 public accountants' account created by RCW 18.04.105. Appropriation
13 from such account shall be made only for the cost of administering the
14 provisions of this chapter."

15 "Sec. 7. RCW 18.04.105 and 1991 sp.s. c 13 s 20 are each amended
16 to read as follows:

17 (1) The certificate of "certified public accountant" shall be
18 granted by the board to any person:

19 (a) Who is of good character. Good character, for purposes of this
20 section, means lack of a history of dishonest or felonious acts. The
21 board may refuse to grant a certificate on the ground of failure to
22 satisfy this requirement only if there is a substantial connection
23 between the lack of good character of the applicant and the
24 professional responsibilities of a ~~((licensee))~~ certified public
25 accountant and if the finding by the board of lack of good character is
26 supported by a preponderance of evidence. When an applicant is found
27 to be unqualified for a certificate because of a lack of good
28 character, the board shall furnish the applicant a statement containing

1 the findings of the board and a notice of the applicant's right of
2 appeal;

3 (b) Who has met ~~((such))~~ the educational standards established by
4 rule as the board determines to be appropriate; ~~((and))~~

5 The board may, in its discretion, waive the educational
6 requirements for any person if it is satisfied through review of
7 documentation of successful completion of an equivalency examination
8 that the person's educational qualifications are an acceptable
9 substitute for the requirements of (b) of this subsection; and

10 (c) Who has passed a written examination ~~((in accounting, auditing,~~
11 ~~and related subjects the board determines to be appropriate))~~.

12 (2) The examination described in subsection (1)(c) of this section
13 shall be ~~((held by the board and shall take place as often as the board~~
14 ~~determines to be desirable, but at least once a year. The board may~~
15 ~~use all or any part of the examination or grading service of the~~
16 ~~American Institute of Certified Public Accountants or National~~
17 ~~Association of State Boards of Accountancy to assist it in performing~~
18 ~~its duties under this chapter))~~ in writing, shall be held twice a year,
19 and shall test the applicant's knowledge of the subjects of accounting
20 and auditing, and other related fields the board may specify by rule.
21 The time for holding the examination is fixed by the board and may be
22 changed from time to time. The board shall prescribe by rule the
23 methods of applying for and taking the examination, including methods
24 for grading papers and determining a passing grade required of an
25 applicant for a certificate. The board shall to the extent possible
26 see to it that the grading of the examination, and the passing grades,
27 are uniform with those applicable to all other states. The board may
28 make use of all or a part of the uniform certified public accountant
29 examination and advisory grading service of the American Institute of
30 Certified Public Accountants and may contract with third parties to

1 perform administrative services with respect to the examination as the
2 board deems appropriate to assist it in performing its duties under
3 this chapter.

4 ~~(3) ((The board may, by rule, provide for granting credit to a~~
5 ~~person for satisfactory completion of a written examination in any one~~
6 ~~or more of the subjects specified in subsection (1)(c) of this section~~
7 ~~given by the licensing authority in any other state. These rules shall~~
8 ~~include requirements the board determines to be appropriate in order~~
9 ~~that any examination approved as a basis for any credit shall, in the~~
10 ~~judgment of the board, be at least as thorough as the most recent~~
11 ~~examination given by the board at the time credit is granted)) An~~
12 applicant is required to pass all sections of the examination provided
13 for in subsection (2) of this section in order to qualify for a
14 certificate. If at a given sitting of the examination an applicant
15 passes two or more but not all sections, then the applicant shall be
16 given credit for those sections that he or she passed, and need not
17 take those sections again: PROVIDED, That:

18 (a) The applicant took all sections of the examination at that
19 sitting;

20 (b) The applicant attained a minimum grade of fifty on each section
21 not passed at that sitting;

22 (c) The applicant passes the remaining sections of the examination
23 within six consecutive examinations given after the one at which the
24 first sections were passed;

25 (d) At each subsequent sitting at which the applicant seeks to pass
26 additional sections, the applicant takes all sections not yet passed;
27 and

28 (e) In order to receive credit for passing additional sections in
29 a subsequent sitting, the applicant attains a minimum grade of fifty on
30 sections written but not passed on the sitting.

1 (4) (~~The board may, by rule, prescribe the terms and conditions~~
2 ~~under which a person who passes the examination in one or more of the~~
3 ~~subjects indicated in subsection (1)(c) of this section may be~~
4 ~~reexamined in only the remaining subjects, giving credit for the~~
5 ~~subjects previously passed. It may also provide by rule for a~~
6 ~~reasonable waiting period for a person's reexamination in a subject he~~
7 ~~or she has failed. A person is entitled to any number of~~
8 ~~reexaminations, subject to this subsection and any other rules adopted~~
9 ~~by the board.~~

10 (5) ~~A person passing the examination in any one or more subjects~~
11 ~~specified in subsection (1)(c) of this section shall meet the~~
12 ~~educational requirements of subsection (1)(b) of this section in effect~~
13 ~~on the date the person successfully completes the requirements of~~
14 ~~subsection (1)(c) of this section. The board may provide, by rule, for~~
15 ~~exceptions to prevent what it determines to be undue hardship to~~
16 ~~applicants)) The board may waive or defer any of the requirements of~~
17 ~~subsection (3) of this section for candidates transferring conditional~~
18 ~~CPA exam credits from other states or for qualifying reciprocity~~
19 ~~certification applicants who met the conditioning requirements of the~~
20 ~~state or foreign jurisdiction issuing their original certificate.~~

21 (~~(6))~~) (5) The board shall charge each applicant an examination
22 fee for the initial examination under subsection (1) of this section,
23 or for reexamination under subsection (~~(4))~~) (3) of this section for
24 each subject in which the applicant is reexamined. The applicable fee
25 shall be paid by the person at the time he or she applies for
26 examination, reexamination, or evaluation of educational
27 qualifications. Fees for examination, reexamination, or evaluation of
28 educational qualifications shall be determined by the board under
29 chapter 18.04 RCW. There is established in the state treasury an
30 account to be known as the certified public accountants' account. All

1 fees received from candidates to take any or all sections of the
2 certified public accountant examination shall be used only for costs
3 related to the examination.

4 ~~((7))~~ (6) Persons who on June 30, 1986, held certified public
5 accountant certificates previously issued under the laws of this state
6 shall not be required to obtain additional certificates under this
7 chapter, but shall otherwise be subject to this chapter. Certificates
8 previously issued shall, for all purposes, be considered certificates
9 issued under this chapter and subject to its provisions.

10 ~~((8) Persons who held qualifications as licensed public
11 accountants but who do not hold annual permits to practice on July 1,
12 1983, are not entitled to engage in the practice of public accounting
13 under this chapter. No person shall use the term "licensed public
14 accountant" or the designation "LPA."~~

15 ~~(9))~~ (7) A certificate of a "certified public accountant" under
16 this chapter is issued on a biennial basis with renewal subject to
17 requirements of continuing professional education and payment of fees,
18 prescribed by the board.

19 ~~((10))~~ (8) The board shall adopt rules providing for continuing
20 professional education for certified public accountants. The rules
21 shall:

22 (a) Provide that a certified public accountant ~~((holding a
23 certificate on July 1, 1986,))~~ shall verify to the board that he or she
24 has completed at least ~~((ten days or))~~ an accumulation of eighty hours
25 of continuing professional education during the last two-year period to
26 maintain the certificate;

27 (b) Establish continuing professional education requirements;

28 (c) Establish when newly certificated public accountants shall
29 verify that they have completed the required continuing professional
30 education; and

1 (d) ~~((Establish proceedings for revocation, suspension, and~~
2 ~~reinstatement of certificates for failure to meet the continuing~~
3 ~~professional education requirement.~~

4 ~~(11))~~ Provide that failure to furnish verification of the
5 completion of the continuing professional education requirement
6 ((constitutes grounds for revocation, suspension, or failure to renew
7 the certificate)) shall make the certificate invalid and subject to
8 reinstatement, unless the board determines that the failure was due to
9 retirement, reasonable cause, or excusable neglect."

10 **"Sec. 8.** RCW 18.04.180 and 1949 c 226 s 17 are each amended to
11 read as follows:

12 The board shall ~~((authorize the issuance of a certificate as~~
13 ~~certified public accountant to any person who is the holder of a~~
14 ~~certificate, license, permit or degree authorizing him to practice as~~
15 ~~a certified public accountant in any state, territory, or possession of~~
16 ~~the United States, providing the requirements which such person has~~
17 ~~been called upon to meet in order to obtain such certificate, license,~~
18 ~~permit or degree were at least the equivalent of those for obtaining a~~
19 ~~certificate to practice as a certified public accountant in this state:~~
20 ~~AND PROVIDED, FURTHER, That such state, territory or possession makes~~
21 ~~similar provision to authorize a person who holds a valid certificate~~
22 ~~to practice in this state as a certified public accountant to practice~~
23 ~~in such state, territory or possession as a certified public~~
24 ~~accountant)) issue a certificate to a holder of a certificate issued by
25 another state, or shall issue a certificate and license to a holder of
26 a certificate/valid license issued by another state that entitles the
27 holder to practice public accountancy, provided that:~~

1 (1) Such state makes similar provision to grant reciprocity to a
2 holder of a certificate or certificate and valid license in this state;
3 and

4 (2) The applicant meets the continuing professional education
5 requirements of RCW 18.04.105(8); and

6 (3) If the application is for a certificate only:

7 (a) The applicant passed the examination required for issuance of
8 his or her certificate with grades that would have been passing grades
9 at that time in this state; and

10 (b) The applicant: Meets all current requirements in this state
11 for issuance of a certificate at the time application is made; or at
12 the time of the issuance of the applicant's certificate in the other
13 state, met all the requirements then applicable in this state; or

14 (4) If the application is for a certificate and license:

15 (a) The applicant passed the examination required for issuance of
16 his or her certificate with grades that would have been passing grades
17 at that time in this state; and

18 (b) The applicant: Meets all current requirements in this state
19 for issuance of a license at the time application is made; or at the
20 time of the issuance of the applicant's license in the other state, met
21 all the requirements then applicable in this state; or has had five
22 years of experience within the ten years immediately preceding
23 application in the practice of public accountancy that meets the
24 requirements prescribed by the board."

25 **"Sec. 9.** RCW 18.04.205 and 1986 c 295 s 9 are each amended to read
26 as follows:

27 (1) Each office established or maintained in this state for the
28 practice of public accounting in this state by a certified public
29 accountant, or a partnership or corporation of certified public

1 accountants, shall register with the board under this chapter
2 biennially.

3 (2) Each office shall be under the direct supervision of a resident
4 licensee holding a license (~~((to practice))~~) under RCW 18.04.215 who may
5 be a sole proprietor, partner, principal shareholder, or a staff
6 employee.

7 (3) The board shall by rule prescribe the procedure to be followed
8 to register and maintain offices established in this state for the
9 practice of public accounting.

10 (4) Fees for the registration of offices shall be determined by the
11 board. Fees shall be paid by the applicant at the time the
12 registration form is filed with the board."

13 "Sec. 10. RCW 18.04.215 and 1986 c 295 s 10 are each amended to
14 read as follows:

15 (1) Biennial licenses (~~((to engage in the practice of public
16 accounting in this state))~~) shall be issued by the board:

17 (a) To holders of certificates as certified public accountants who
18 have demonstrated, in accordance with rules issued by the board, one
19 year of public accounting experience, or such other experience or
20 employment which the board in its discretion regards as substantially
21 equivalent and who, if their certificate was issued more than forty-
22 eight months prior to application under this section, submit to the
23 board satisfactory proof of having completed an accumulation of eighty
24 hours of continuing professional education during the twenty-four
25 months preceding the application;

26 (b) To firms under RCW 18.04.195, if all offices of the firm in
27 this state are maintained and registered as required under RCW
28 18.04.205.

1 (2) (~~All licenses to practice issued to persons born in an even-~~
2 ~~numbered year expire on the last day of June of each even numbered~~
3 ~~year. All licenses to practice issued to persons born in an odd-~~
4 ~~numbered year expire on the last day of June of each odd numbered year.~~
5 ~~Renewals of licenses to practice issued to individuals under subsection~~
6 ~~(1)(a) of this section shall be issued in accordance with subsection~~
7 ~~(4) of this section.)) The board shall, by rule, provide for a system
8 of certificate and license renewal. Applicants for issuance or renewal
9 of certificates or licenses shall, at the time of filing their
10 applications, list with the board all states and foreign jurisdictions
11 in which they hold or have applied for certificates, permits or
12 licenses to practice.~~

13 (3) A certified public accountant who holds a permit or license
14 issued by another state, and applies for a license in this state, may
15 practice in this state from the date of filing a completed application
16 with the board, until the board has acted upon the application provided
17 the application is made prior to holding out as a certified public
18 accountant in this state and no sanctions or investigations, deemed by
19 the board to be pertinent to public accountancy, by other jurisdictions
20 or agencies are in process.

21 (4) (~~As a prerequisite to renewal of a license, a person~~
22 ~~practicing public accounting)) A certified public accountant shall
23 submit to the board satisfactory proof of having completed (~~ten days~~
24 ~~or~~) an accumulation of eighty hours of continuing education recognized
25 and approved by the board during the preceding two years. Failure to
26 furnish this evidence as required (~~constitutes grounds for revocation,~~
27 ~~suspension, or refusal to renew the license in a proceeding under RCW~~
28 ~~18.04.295)) shall make the certificate invalid and subject to
29 reinstatement procedures, unless the board determines the failure to
30 have been due to retirement, reasonable cause, or excusable neglect.~~~~

1 The board in its discretion may renew a (~~(biennial)~~) certificate or
2 license (~~(to practice)~~) despite failure to furnish evidence of
3 compliance with requirements of continuing professional education upon
4 condition that the applicant follow a particular program of continuing
5 professional education. In issuing rules and individual orders with
6 respect to continuing professional education requirements, the board,
7 among other considerations, may rely upon guidelines and pronouncements
8 of recognized educational and professional associations, may prescribe
9 course content, duration, and organization, and may take into account
10 the accessibility of continuing education to applicants and instances
11 of individual hardship.

12 (5) Fees for (~~(biennial)~~) issuance or renewal of certificates and
13 licenses (~~(to engage in the practice of public accounting)~~) in this
14 state shall be determined by the board under chapter 18.04 RCW. Fees
15 shall be paid by the applicant at the time the application form is
16 filed with the board. The board, by rule, may provide for proration of
17 fees for certificates and licenses issued between normal renewal
18 dates."

19 "**Sec. 11.** RCW 18.04.295 and 1986 c 295 s 11 are each amended to
20 read as follows:

21 The board of accountancy shall have the power to revoke, suspend,
22 (~~(or)~~) refuse to renew a certificate or license, and may impose a fine
23 in an amount not to exceed one thousand dollars plus the board's
24 investigative and legal costs in bringing charges against a certified
25 public accountant, or impose conditions precedent to renewal of the
26 certificate or license of any certified public accountant for any of
27 the following causes:

1 (1) Fraud or deceit in obtaining a certificate as a certified
2 public accountant, or in obtaining a license (~~(to practice public~~
3 ~~accounting under RCW 18.04.215)~~);

4 (2) Dishonesty, fraud, or negligence (~~(in the practice of public~~
5 ~~accounting)~~) while representing oneself as a CPA;

6 (3) A violation of any provision of this chapter;

7 (4) A violation of a rule of professional conduct promulgated by
8 the board under the authority granted by this chapter;

9 (5) Conviction of a crime or an act constituting a crime under:

10 (a) The laws of this state;

11 (b) The laws of another state, and which, if committed within this
12 state, would have constituted a crime under the laws of this state; or

13 (c) Federal law;

14 (6) Cancellation, revocation, suspension, or refusal to renew the
15 authority to practice as a certified public accountant by any other
16 state for any cause other than failure to pay a fee or to meet the
17 requirements of continuing education in the other state;

18 (7) Suspension or revocation of the right to practice matters
19 relating to public accounting before any state or federal agency;

20 For purposes of subsections (6) and (7) of this section, a
21 certified copy of such revocation, suspension, or refusal to renew
22 shall be prima facie evidence;

23 (8) Failure to maintain compliance with the requirements for
24 issuance, renewal, or reinstatement of the certificate or license, or
25 to report changes to the board;

26 (9) Failure to cooperate with the board by:

27 (a) Failure to furnish any papers or documents requested or ordered
28 by the board;

1 (b) Failure to furnish in writing a full and complete explanation
2 covering the matter contained in the complaint filed with the board or
3 the inquiry of the board;

4 (c) Failure to respond to subpoenas issued by the board, whether or
5 not the recipient of the subpoena is the accused in the proceeding."

6 "**Sec. 12.** RCW 18.04.305 and 1986 c 295 s 12 are each amended to
7 read as follows:

8 The board of accountancy may revoke, suspend, or refuse to renew
9 the license issued to a firm if at any time the firm does not meet the
10 requirements of this chapter for licensing, or for any of the causes
11 enumerated in RCW 18.04.295, or for any of the following additional
12 causes:

13 (1) The revocation or suspension of the certificate as a certified
14 public accountant or the revocation or suspension or refusal to renew
15 the certificate or license of any partner or shareholder; or

16 (2) The revocation, suspension, or refusal to renew the license or
17 permit of the firm, or any partner or shareholder thereof, to practice
18 public accounting in any other state or foreign jurisdiction for any
19 cause other than failure to pay a fee or to meet the requirements of
20 continuing professional education in the other state or foreign
21 jurisdiction."

22 "**Sec. 13.** RCW 18.04.335 and 1986 c 295 s 14 are each amended to
23 read as follows:

24 Upon application in writing and after hearing pursuant to notice,
25 the board may:

26 (1) ~~((Reissue a certificate to a certified public accountant))~~
27 Modify the suspension of, or reissue a certificate or license to, an
28 individual whose certificate has been revoked or suspended; or

1 (2) Modify the suspension of, or reissue ((any)) a license to
2 ((~~practice which~~)) a firm whose license has been revoked, suspended, or
3 which the board has refused to renew."

4 "Sec. 14. RCW 18.04.345 and 1986 c 295 s 15 are each amended to
5 read as follows:

6 (1) No person may ((~~hold himself or herself out to the public, or~~))
7 assume or use the designation "certified public accountant" or "CPA" or
8 any other title, designation, words, letters, abbreviation, sign, card,
9 or device tending to indicate that the person is a certified public
10 accountant or CPA unless the person ((~~has received a~~)) holds a valid
11 certificate as a certified public accountant((~~, holds a valid license~~
12 ~~to practice under RCW 18.04.215, and all of the person's offices in~~
13 ~~this state for the practice of public accounting are maintained and~~
14 ~~registered under RCW 18.04.205~~)).

15 (2) No person may hold himself or herself out to the public and
16 assume or use the designation "certified public accountant" or "CPA" or
17 any other title, designation, words, letters, abbreviation, sign, card,
18 or devise tending to indicate that the person is a certified public
19 accountant or CPA unless the person holds a valid certificate as a
20 certified public accountant and holds a valid license to practice under
21 RCW 18.04.215.

22 (3) No firm may hold itself out to the public, or assume or use the
23 designation "certified public accountant" or "CPA" or any other title,
24 designation, words, letters, abbreviation, sign, card, or device
25 tending to indicate that the firm is composed of certified public
26 accountants or CPAs, unless the firm is licensed under RCW 18.04.195,
27 holds a valid license to practice under RCW 18.04.215, and all offices
28 of the firm in this state for the practice of public accounting are
29 maintained and registered under RCW 18.04.205.

1 ~~((3))~~ (4) No person, partnership, or corporation may hold
2 himself, herself, or itself out to the public, or assume or use along,
3 or in connection with his, hers, or its name, or any other name the
4 title or designation "certified accountant," "chartered accountant,"
5 "licensed accountant," "licensed public accountant," "public
6 accountant," or any other title or designation likely to be confused
7 with "certified public accountant" or any of the abbreviations "CA,"
8 "LA," "LPA," or "PA," or similar abbreviations likely to be confused
9 with "CPA." However, nothing in this chapter prohibits use of the
10 title "accountant" by any person regardless of whether the person has
11 been granted a certificate or holds a license under this chapter.

12 ~~((4))~~ (5) No person may sign, affix, or associate his or her name
13 or any trade or assumed name used by the person in his or her business
14 to any report designated as an "audit," "review," or "compilation,"
15 unless the person holds a biennial license to practice under RCW
16 18.04.215 and all of the person's offices in this state for the
17 practice of public accounting are maintained and licensed under RCW
18 18.04.205.

19 ~~((5))~~ (6) No person may sign, affix, or associate a firm name to
20 any report designated as an "audit," "review," or "compilation," unless
21 the firm is licensed under RCW 18.04.195 and 18.04.215, and all of its
22 offices in this state for the practice of public accounting are
23 maintained and registered under RCW 18.04.205.

24 ~~((6))~~ (7) No person, partnership, or corporation not holding a
25 license to practice under RCW 18.04.215 may hold himself, herself, or
26 itself out to the public as an "auditor" with or without any other
27 description or designation by use of such word on any sign, card,
28 letterhead, or in any advertisement or directory.

29 ~~((7) Nothing contained in this chapter prohibits any person who is
30 the holder of a valid certified public accountant certificate from~~

1 ~~assuming or using the designation "certified public accountant" or~~
2 ~~"CPA" or any other title, designation, words, letters, sign, card, or~~
3 ~~device tending to indicate that the person is a certified public~~
4 ~~accountant.))~~

5 (8) No person may assume or use the designation "certified public
6 accountant" or "CPA" in conjunction with names indicating or implying
7 that there is a partnership or corporation, if there is in fact no bona
8 fide partnership or corporation registered under RCW 18.04.195.

9 (9) No person, partnership, or corporation holding a license under
10 RCW 18.04.215 may hold himself, herself, or itself out to the public in
11 conjunction with the designation "and Associates" or "and Assoc."
12 unless he or she has in fact a partner or employee who holds a license
13 under RCW 18.04.215.

14 ~~((10) No person, partnership, or corporation may hold himself,~~
15 ~~herself, or itself out to the public for the practice of public~~
16 ~~accounting unless the person, partnership, or corporation holds a~~
17 ~~license to practice under RCW 18.04.215 and all of his or its offices~~
18 ~~in this state are maintained and registered under RCW 18.04.205.))"~~

19 **"Sec. 15.** RCW 18.04.350 and 1986 c 295 s 16 are each amended to
20 read as follows:

21 (1) Nothing in this chapter prohibits any person not a certified
22 public accountant from serving as an employee of, or as assistant to,
23 a certified public accountant or partnership composed of certified
24 public accountants or corporation of certified public accountants
25 holding a valid license under RCW 18.04.215. However, the employee or
26 assistant shall not issue any accounting or financial statement over
27 his or her name.

28 (2) Nothing in this chapter prohibits a certified public accountant
29 registered in another state, or any accountant of a foreign country

1 holding a certificate, degree or license which permits him to practice
2 therein from temporarily practicing in this state on professional
3 business incident to his regular practice.

4 (3) Nothing in this chapter prohibits a certified public
5 accountant, a partnership, or corporation of certified public
6 accountants, or any of their employees from disclosing any data in
7 confidence to other certified public accountants, quality or peer
8 review teams, partnerships, or corporations of public accountants or to
9 the board or any of its employees engaged in conducting quality,
10 quality assurance, or peer reviews, or any one of their employees in
11 connection with quality or peer reviews of that accountant's accounting
12 and auditing practice conducted under the auspices of recognized
13 professional associations.

14 (4) Nothing in this chapter prohibits a certified public
15 accountant, a partnership, or corporation of certified public
16 accountants, or any of their employees from disclosing any data in
17 confidence to any employee, representative, officer, or committee
18 member of a recognized professional association, or to the board of
19 accountancy, or any of its employees or committees in connection with
20 a professional investigation held under the auspices of recognized
21 professional associations or the board of accountancy.

22 (5) Nothing in this chapter prohibits any officer, employee,
23 partner, or principal of any organization:

24 (a) From affixing his or her signature to any statement or report
25 in reference to the affairs of the organization with any wording
26 designating the position, title, or office which he or she holds in the
27 organization; or

28 (b) From describing himself or herself by the position, title, or
29 office he or she holds in such organization.

1 (6) Nothing in this chapter prohibits any person, or partnership or
2 corporation composed of persons not holding a license under RCW
3 18.04.215 from offering or rendering to the public bookkeeping,
4 accounting, ~~((and))~~ tax services, ~~((including))~~ the devising and
5 installing of financial information systems, ~~((financial information or~~
6 data, or preparing financial)) management advisory, or consulting
7 services, the preparation of tax returns, or the furnishing of advice
8 on tax matters, the preparation of financial statements, written
9 statements describing how such financial statements were prepared, or
10 similar services, provided that persons, partnerships, or corporations
11 not holding a license under RCW 18.04.215 who offer or render these
12 services do not designate any written statement as an "audit report,"
13 "review report," or "compilation report," do not issue any written
14 statement which purports to express or disclaim an opinion on financial
15 statements which have been audited, and do not issue any written
16 statement which expresses assurance on financial statements which have
17 been reviewed.

18 (7) Nothing in this chapter prohibits any act of or the use of any
19 words by a public official or a public employee in the performance of
20 his or her duties.

21 (8) Nothing contained in this chapter prohibits any person who
22 holds only a valid certified public accountant certificate from
23 assuming or using the designation "certified public accountant" or
24 "CPA" or any other title, designation, words, letters, sign, card, or
25 device tending to indicate the person is a certified public accountant,
26 provided, that such person shall not hold himself or herself out to the
27 public as engaged in the practice of public accounting unless that
28 person holds a valid license in addition to the certificate under RCW
29 18.04.215."

1 **"Sec. 16.** RCW 18.04.390 and 1986 c 295 s 18 are each amended to
2 read as follows:

3 (1) In the absence of an express agreement between the certified
4 public accountant and the client to the contrary, all statements,
5 records, schedules, working papers, and memoranda made by a certified
6 public accountant incident to or in the course of professional service
7 to clients, except reports submitted by a certified public accountant
8 to a client, are the property of the certified public accountant.

9 (2) No statement, record, schedule, working paper, or memorandum
10 may be sold, transferred, or bequeathed without the consent of the
11 client or his or her personal representative or assignee, to anyone
12 other than one or more surviving partners, shareholders, or new
13 partners or new shareholders of the accountant or corporation, or any
14 combined or merged partnership or corporation, or successor in
15 interest.

16 (3) A licensee shall furnish to the board or to his or her client
17 or former client, upon request and reasonable notice:

18 (a) A copy of the licensee's working papers, to the extent that
19 such working papers include records that would ordinarily constitute
20 part of the client's records and are not otherwise available to the
21 client; and

22 (b) Any accounting or other records belonging to, or obtained from
23 or on behalf of, the client that the licensee removed from the client's
24 premises or received for the client's account; the licensee may make
25 and retain copies of such documents of the client when they form the
26 basis for work done by him or her.

27 (4) Nothing in this section shall require a licensee to keep any
28 work paper beyond the period prescribed in any other applicable
29 statute."

1 **"Sec. 17.** RCW 18.04.405 and 1986 c 295 s 19 are each amended to
2 read as follows:

3 (1) A certified public accountant, a partnership or corporation of
4 certified public accountants, or any of their employees shall not
5 disclose any confidential information obtained in the course of a
6 professional transaction except with the consent of the client or
7 former client or as disclosure may be required by law, legal process,
8 the standards of the profession, or as disclosure of confidential
9 information is permitted by RCW 18.04.350 (3) and (4), 18.04.295(8),
10 18.04.390, and this section in connection with quality, quality
11 assurance, or peer reviews ((and)), investigations, and any proceeding
12 under chapter 34.05 RCW.

13 (2) This section shall not be construed as limiting the authority
14 of this state or of the United States or an agency of this state, the
15 board, or of the United States to subpoena and use such information in
16 connection with any investigation, public hearing, or other proceeding,
17 nor shall this section be construed as prohibiting a certified public
18 accountant whose professional competence has been challenged in a court
19 of law or before an administrative agency from disclosing confidential
20 information as a part of a defense to the court action or
21 administrative proceeding.

22 (3) The proceedings, records, and work papers of a review committee
23 shall be privileged and shall not be subject to discovery, subpoena, or
24 other means of legal process or introduction into evidence in any civil
25 action, arbitration, administrative proceeding, or state accountancy
26 board proceeding and no member of the review committee or person who
27 was involved in the quality review process shall be permitted or
28 required to testify in any such civil action, arbitration,
29 administrative proceeding, or state accountancy board proceeding as to
30 any matter produced, presented, disclosed, or discussed during or in

1 connection with the quality review process, or as to any findings,
2 recommendations, evaluations, opinions, or other actions of such
3 committees, or any members thereof. Information, documents, or records
4 that are publicly available are not to be construed as immune from
5 discovery or use in any civil action, arbitration, administrative
6 proceeding, or state accountancy board proceeding merely because they
7 were presented or considered in connection with the quality review
8 process."

9 "NEW SECTION. **Sec. 18.** A new section is added to chapter 18.04
10 RCW to read as follows:

11 The board shall grant a certificate or license as a certified
12 public accountant to a holder of a permit, license, or certificate
13 issued by a foreign country's board, agency, or institute, provided
14 that:

15 (1) The foreign country where the foreign permit, license, or
16 certificate was issued is a party to an agreement on trade with the
17 United States that encourages the mutual recognition of licensing and
18 certification requirements for the provision of covered services by the
19 parties under the trade agreement; and

20 (2) Such foreign country's board, agency, or institute makes
21 similar provision to allow a person who holds a valid certificate
22 issued by this state to obtain such foreign country's comparable
23 permit, license, or certificate; and

24 (3) The foreign permit, license, or certificate:

25 (a) Was duly issued by such foreign country's board, agency, or
26 institute that regulates the practice of public accountancy; and

27 (b) Is in good standing at the time of the application; and

28 (c) Was issued upon the basis of educational, examination, and
29 ethical requirements substantially equivalent currently or at the time

1 of issuance of the foreign permit, license, or certificate to those in
2 this state; and

3 (4) The applicant has within the twenty-four months prior to
4 application completed an accumulation of eighty hours of continuing
5 professional education as required under RCW 18.04.105(8); and

6 (5) If the application is for a certificate:

7 (a) The applicant's foreign permit, license, or certificate was the
8 type of permit, license, or certificate requiring the most stringent
9 qualifications if, in the foreign country, more than one type of
10 permit, license, or certificate is issued. This state's board shall
11 decide which are the most stringent qualifications; and

12 (b) The applicant has passed a written examination or its
13 equivalent, approved by the board, that tests knowledge in the areas of
14 United States accounting principles, auditing standards, commercial
15 law, income tax law, and Washington state rules of professional ethics;
16 or

17 (6) If the application is for a certificate and license:

18 (a) The requirements of subsections (1) through (5) of this section
19 are satisfied; and

20 (b) The applicant has within the five years prior to applying for
21 the certificate and license under this section, demonstrated, in
22 accordance with the rules issued by the board, one year of public
23 accounting experience, within the foreign country where the foreign
24 permit, license, or certificate was issued, equivalent to the
25 experience required under RCW 18.04.215(1)(a) or such other experience
26 or employment which the board in its discretion regards as
27 substantially equivalent."

1 **ESHB 2293** - S COMM AMD
2 By Committee on Ways & Means

3
4 On page 1, line 1 of the title, after "accounting;" strike the
5 remainder of the title and insert "amending RCW 18.04.015, 18.04.025,
6 18.04.035, 18.04.045, 18.04.055, 18.04.065, 18.04.105, 18.04.180,
7 18.04.205, 18.04.215, 18.04.295, 18.04.305, 18.04.335, 18.04.345,
8 18.04.350, 18.04.390, and 18.04.405; and adding a new section to
9 chapter 18.04 RCW."