

HOUSE BILL 328

C2

(1lr1182)

ENROLLED BILL

— *Economic Matters/Education, Health, and Environmental Affairs* —

Introduced by **Delegate Feldman**

Read and Examined by Proofreaders:

Proofreader.

Proofreader.

Sealed with the Great Seal and presented to the Governor, for his approval this

_____ day of _____ at _____ o'clock, _____ M.

Speaker.

CHAPTER _____

1 AN ACT concerning

2 **Accountants – Regulation – Preparation of a Compilation of Financial**
3 **Statements**

4 FOR the purpose of altering certain definitions related to the practice of certified
5 public accountancy; including the preparation of certain compilations of
6 financial statements in the list of services that are not prohibited, under certain
7 circumstances, under certain provisions of law that regulate certified public
8 accountants; altering a certain requirement that certain firms hold certain
9 permits under certain circumstances; requiring the State Board of Public
10 Accountancy to adopt certain regulations; making certain technical changes;
11 defining a certain term; and generally relating to the regulation of accountants.

12 BY repealing and reenacting, with amendments,
13 Article – Business Occupations and Professions
14 Section 2–101, 2–102, 2–401, and 2–4A–01

EXPLANATION: CAPITALS INDICATE MATTER ADDED TO EXISTING LAW.

[Brackets] indicate matter deleted from existing law.

Underlining indicates amendments to bill.

~~Strike out~~ indicates matter stricken from the bill by amendment or deleted from the law by amendment.

Italics indicate opposite chamber/conference committee amendments.



1 Annotated Code of Maryland
2 (2010 Replacement Volume)

3 SECTION 1. BE IT ENACTED BY THE GENERAL ASSEMBLY OF
4 MARYLAND, That the Laws of Maryland read as follows:

5 **Article – Business Occupations and Professions**

6 2–101.

7 (a) In this title the following words have the meanings indicated.

8 (b) “AICPA” means the American Institute of Certified Public Accountants.

9 (c) “Attest” means to provide the following financial statement services:

10 (1) an audit or other engagement performed in accordance with the
11 Statements on Auditing Standards issued by AICPA;

12 (2) a review of a financial statement performed in accordance with the
13 Statements on Standards for Accounting and Review Services issued by AICPA;

14 ~~(3) A COMPILATION OF A FINANCIAL STATEMENT IN ACCORDANCE~~
15 ~~WITH THE STATEMENTS ON STANDARDS FOR ACCOUNTING AND REVIEW~~
16 ~~SERVICES ISSUED BY AICPA;~~

17 [(3)] (4) an examination of prospective financial information
18 performed in accordance with the Statements on Standards for Attestation
19 Engagements issued by [the] AICPA; and

20 [(4)] (5) any engagement performed in accordance with the Auditing
21 Standards of the Public Company Accounting Oversight Board.

22 (d) “Board” means the State Board of Public Accountancy.

23 **(E) “COMPILATION” MEANS A PRESENTATION OF INFORMATION IN THE**
24 **FORM OF A FINANCIAL STATEMENT THAT IS PERFORMED IN ACCORDANCE WITH**
25 **THE STATEMENTS ON STANDARDS FOR ACCOUNTING AND REVIEW SERVICES**
26 **ISSUED BY AICPA.**

27 [(e)] (F) “Home office” is the location specified by a client of a certified
28 public accountant as the address to which a service described in § 2–401(a) of this title
29 is directed.

30 [(f)] (G) “License” means, unless the context requires otherwise, a license
31 issued by the Board to practice certified public accountancy.

1 [(g)] (H) “License fee” means the fee paid in connection with the issuance or
2 renewal of a license.

3 [(h)] (I) “Licensed certified public accountant” means, unless the context
4 requires otherwise, an individual licensed by the Board to practice certified public
5 accountancy.

6 [(i)] (J) “Permit” means, unless the context requires otherwise, a permit
7 issued by the Board to allow a partnership or corporation to operate a business
8 through which an individual may practice certified public accountancy.

9 [(j)] (K) “Permit fee” means the fee paid in connection with the issuance or
10 renewal of a permit.

11 [(k)] (L) “Practice certified public accountancy” means to perform any of the
12 following accountancy services:

13 (1) conducting an audit, **REVIEW, OR COMPILATION** of financial
14 statements; or

15 (2) providing a written certificate or opinion **OFFERING POSITIVE OR**
16 **NEGATIVE ASSURANCE OR FULL OR LIMITED ASSURANCE** on the correctness of the
17 information or on the fairness of the presentation of the information in:

18 (i) a financial statement;

19 (ii) a report;

20 (iii) a schedule; or

21 (iv) an exhibit.

22 [(l)] (M) “Practice privilege” means the right granted to an individual who
23 is licensed by another state to practice certified public accountancy in this State
24 without a license issued by this State.

25 [(m)] (N) “Principal place of business” means the office location designated
26 by the licensee for purposes of substantial equivalency and reciprocity.

27 [(n)] (O) “NASBA” means the National Association of Boards of
28 Accountancy.

29 2–102.

1 (a) If the person does not engage in any activity expressly included in the
2 definition of practice certified public accountancy, this title does not prohibit:

3 (1) an individual from serving as an employee of or assistant to a
4 licensee or permit holder;

5 (2) a public official or public employee from performing the duties of
6 the position of that individual; or

7 (3) a person from providing or offering to the public bookkeeping and
8 accounting services, including:

9 (i) development or installation of a bookkeeping system;

10 (ii) recordation or presentation of financial information;

11 (iii) preparation of:

12 1. a financial statement;

13 2. **A COMPILATION OF A FINANCIAL STATEMENT**

14 **THAT:**

15 **A. DOES NOT REFERENCE THE STATEMENTS ON**
16 **STANDARDS FOR ACCOUNTING AND REVIEW SERVICES ISSUED BY AICPA; AND**

17 **B. EXPRESSLY STATES THAT THE PERSON HAS NOT**
18 **UNDERGONE AND IS NOT REQUIRED TO UNDERGO PEER REVIEW;**

19 [2.] 3. a report;

20 [3.] 4. a schedule; or

21 [4.] 5. an exhibit; or

22 (iv) any similar activity.

23 (b) This title does not prohibit a licensee or permit holder from:

24 (1) employing a certified public accountant licensed by another state
25 or a foreign country; or

26 (2) listing that individual as a certified public accountant, if the
27 individual qualifies for a practice privilege under § 2–321 of this title.

1 **(C) THE BOARD SHALL ADOPT REGULATIONS THAT SPECIFY THE**
2 **LANGUAGE OF THE DISCLOSURE STATEMENT RELATING TO EXEMPTION FROM**
3 **PEER REVIEW THAT IS REQUIRED TO BE INCLUDED IN A COMPILATION OF A**
4 **FINANCIAL STATEMENT PREPARED UNDER SUBSECTION (A)(3)(III)2 OF THIS**
5 **SECTION.**

6 2-401.

7 (a) [To operate a business through which certified public accountancy is
8 practiced, a] **A** firm shall hold a permit issued by the Board if the firm:

9 (1) has an office in this State that performs attest services as defined
10 in § 2-101(c) of this title;

11 (2) has an office in this State that uses the title “CPA” or “CPA firm”;
12 or

13 (3) performs attest services described in § 2-101(c)(1), [(3), or] (4), **OR**
14 **(5)** of this title for a client with a home office in this State.

15 (b) A firm that does not have an office in this State may perform attest
16 services as defined in § 2-101(c)(2) [or § 2-4A-01(b)] **AND (3)** of this title for a client
17 with a home office in this State without a permit if the firm:

18 (1) meets the application and peer review requirements under §§
19 2-402, 2-402.1, 2-403, and 2-4A-02 of this title; and

20 (2) performs services through an individual with a practice privilege
21 under § 2-321 of this title.

22 (c) The Board shall grant or renew a permit to practice as a CPA firm to a
23 partnership, limited liability company, or corporation that demonstrates its
24 qualifications in accordance with this section.

25 (d) If a firm does not meet the requirements of this section, the firm may
26 perform other professional services while using the title “CPA” or “CPA firm” in this
27 State without a permit, if the firm:

28 (1) performs those services through an individual with a practice
29 privilege provided under § 2-321 of this title; and

30 (2) performs those services in the state where the individual with a
31 practice privilege retains a principal place of business.

32 2-4A-01.

1 (a) In this subtitle the following words have the meanings indicated.

2 (b) [“Compilation” means a presentation of information in the form of a
3 financial statement that:

4 (1) is performed in accordance with the statements on standards for
5 accounting and review services of the American Institute of Certified Public
6 Accountants; and

7 (2) is the representation of management without an undertaking on
8 the part of the preparer to express any assurance on the statements.

9 (c) [“Engagement review” means a peer review that evaluates whether there
10 is a reasonable basis for expressing limited assurance that:

11 (1) financial statements with which the individual or firm is
12 associated conform in all material respects with professional standards; and

13 (2) reports and internal documentation of the work performed by the
14 individual or firm conforms with professional standards.

15 [(d)] (C) “Fail” means, in connection with a report of a peer reviewer, one or
16 more significant deficiencies in performing or reporting in conformity with professional
17 standards in the individual or the firm being reviewed.

18 [(e)] (D) “Peer review” means a study, appraisal, or review of one or more
19 aspects of the professional work of an individual or firm performed by a person
20 licensed as a certified public accountant.

21 [(f)] (E) “Report indicating pass with deficiencies” means a report of a peer
22 reviewer that indicates one or more deficiencies in performing or reporting in
23 conformity with professional standards in the individual or firm being reviewed.

24 [(g)] (F) “Review” means the analysis of a financial statement that:

25 (1) is performed in accordance with the [statements on standards for
26 accounting and review services] **STATEMENTS ON STANDARDS FOR ACCOUNTING
27 AND REVIEW SERVICES** of the American Institute of Certified Public Accountants;
28 and

29 (2) provides a licensee with a reasonable basis for expressing limited
30 assurance that there are no material modifications that should be made to the
31 statement in order for it to be in accordance with generally accepted accounting
32 principles, or, if applicable, with any other comprehensive basis of accounting.

1 **[(h)] (G)** “System review” means a peer review evaluating whether there is
2 reasonable assurance that:

3 (1) the system of quality control of the individual or firm being
4 reviewed is designed and operated in such a manner as to meet professional
5 standards;

6 (2) financial statements with which the licensee or firm is associated
7 conform in all material respects with professional standards; and

8 (3) reports and internal documentation of the work performed by the
9 licensee or firm conforms with professional standards.

10 SECTION 2. AND BE IT FURTHER ENACTED, That this Act shall take effect
11 October 1, 2011.

Approved:

Governor.

Speaker of the House of Delegates.

President of the Senate.