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LANSING

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**MICHIGAN BOARD OF ACCOUNTANCY
RULES COMMITTEE WORK GROUP
MEETING MINUTES**

SEPTEMBER 21, 2021

The Michigan Board of Accountancy Rules Committee Work Group, met on September 21, 2021. The meeting was held via Zoom.

CALL TO ORDER

Weston MacIntosh, Senior Policy Analyst, called the meeting to order at 2:02 p.m.

ATTENDANCE

Members Present: Shelly Gower, CPA
Kathleen Isleib, CPA
Teresa Keena, CPA

Members Absent: None

Staff Present: Weston MacIntosh, Senior Policy Analyst, Boards and Committees Section
Stephanie Wysack, Board Support, Boards and Committees Section

Public Present: None

WELCOME

MacIntosh stated that he would walk the Rules Committee through his proposed revised draft, pointing out changes that had been made, allowing for discussion.

RULES DISCUSSION: Accountancy – General Rules (A copy of the draft rules, pursuant to today’s discussion, is attached.)

MacIntosh stated that clarifying language was added in the following rules:

R 338.5104 Retention of documents.

R 338.5111 Exam scores.

R 338.5116 Educational requirements for certificate of certified public accountant.

R 338.5139 Practice privilege.

R 338.5140 Permit for temporary practice.

R 338.5215 Acceptable continuing education; requirements; limitations.

R 338.5230 Relicensure; continuing education.

R 338.5401 Responsibility for conduct of supervised persons.

R 338.5405 Independence rule; adoption by reference.

R 338.5460 Contingent fees.

R 338.5465 Acts constituting discreditable conduct.

R 338.5503 Peer review standards; change in sponsoring organization; deficient peer review reports; documentation.

The Rules Committee agreed with the language presented in the above listed rules.

R 338.5101 Definitions.

MacIntosh stated that clarifying language was added.

Subdivision (1)(d): MacIntosh pointed out to the Rules Committee that continuing education for the Board of Accountancy is set up differently when compared to other health and occupational professions. He read MCL 339.729(1), which states that continuing education is to be completed for “each year of a license cycle” which is different from the continuing education period definition in the rules.

Gower and Keena agreed that changing the definition, to coincide with the statute, would simplify the confusion in timeframes. However, the profession overall tends to track the continuing education cycle dates more closely than the license cycle dates.

Discussion was held.

Gower suggested changing the license cycle and renewal dates to coincide with the July 1 to June 30 continuing education cycle.

MacIntosh stated that he would check with the Department.

Subdivision (1)(b): Gower stated that “audit” doesn’t fit in this definition with “examination.” She stated that it should either be removed, or the definition should be reworded to make the use of the term understandable given the context.

Discussion was held.

Gower will consider whether clearer language is necessary, and, if so, follow-up with MacIntosh.

Subdivision (1)(h): Gower stated that the term “generally” is used in the field and should not be removed.

The Rules Committee agreed. MacIntosh will make corrections throughout the draft.

Subdivision (1)(i): Gower stated that “of professional conduct” needed to be removed so that the definition was correct.

The Rules Committee agreed.

R 338.5102 Standards of professional practice adopted by reference.

MacIntosh stated that he updated the standards referenced in the rule.

Gower asked if the dates had to be included or could the rule be worded differently to include the most current standard.

MacIntosh stated that the specific standard and date were required.

Isleib asked if the cost had to be included.

MacIntosh stated that the cost was also a requirement, for clarity.

Subdivision (1)(d): Gower stated that “auditing” could be removed as it is included in the title of the publication.

The Rules Committee agreed.

R 338.5110a Uniform CPA exam procedures.

MacIntosh stated that clarifying language was added.

Subrule (f): Keena stated that the rolling test eliminated this subrule.

Gower stated that the retake was still an option, so this did not eliminate it.

MacIntosh stated that this subrule was re-written to allow for the rolling test window.

The Rules Committee agreed with the language as presented.

R 338.5115 Educational requirements for uniform CPA exam; approved educational institutions; adoption of accreditation standards by reference.

MacIntosh stated that clarifying language was added. This rule is related to R 338.5116.

Isleib stated that CPA Evolution is set to start looking at exams in 2024.

MacIntosh stated that updates, based on CPA Evolution, could be addressed in a future draft of the rule set.

R 338.5117 Certificate of certified public accountant; qualifying experience requirement.

MacIntosh stated that no changes were made to this rule.

R 338.5211 Renewal of license with insufficient qualifying hours permitted under certain circumstances; waiver of requirement for additional hours.

MacIntosh stated that no other profession has a similar rule. He asked the Rules Committee if it was helpful, allowing for a grace period to earn additional hours.

Discussion was held as to whether this rule applied after earning 40 hours or 80 hours.

MacIntosh asked the committee to consider whether the rule could be removed. If the licensee did not, or was not going to earn, the required continuing education by the time of renewal, they could either apply for a waiver in advance, or they would not be eligible for renewal and would have to allow the license to lapse and then go through relicensure.

Additional discussion was held regarding MCL 339.729 providing carry-over of hours from one year to the next.

R 338.5435 Licensee competence needed to undertake professional engagement.

MacIntosh stated that no changes were made to this rule.

R 338.5255 Qualifying continuing education subjects.

MacIntosh stated that no changes were made to this rule.

R 338.5475 Payment or acceptance of commissions; “commission” defined.

Subrule (1): Gower asked if “payment” was clear enough.

MacIntosh suggested leaving the word “remuneration.”

Gower suggested changing the wording to “consideration paid” and remove the term payment.

The Rules Committee agreed to the suggestion language.

R 338.5501 Peer review.

Subrule (4): Gower stated that CPCAF no longer existed and that she had never heard of NCCPAP. She stated that AICPA is the only agency that initiates peer reviews.

Discussion was held.

The Rules Committee agreed to remove both from the rule.

ADJOURNMENT

The Rules Committee wanted time to mull over the rules and discuss with colleagues. MacIntosh stated that another Rules Committee Work Group meeting may or may not be needed, depending on further comments. MacIntosh gave the committee three weeks to get back to him with any further comments or concerns.

MacIntosh adjourned the meeting at 3:36 p.m.

Prepared by:
Stephanie Wysack, Board Support
Bureau of Professional Licensing

September 22, 2021

DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS

DIRECTOR'S OFFICE

ACCOUNTANCY – GENERAL RULES

Filed with the secretary of state on

These rules take effect immediately upon filing with the secretary of state unless adopted under section 33, 44, or 45a(9) of the administrative procedures act of 1969, 1969 PA 306, MCL 24.233, 24.244, or 24.245a. Rules adopted under these sections become effective 7 days after filing with the secretary of state.

(By authority conferred on the department of licensing and regulatory affairs by sections 205, 308, 721, 725, 726, 728, and 729 of the occupational code, 1980 PA 299, MCL 339.205, 339.308, 339.721, 339.725, 339.726, 339.728, and 339.729, and Executive Reorganization Order Nos. 1991-9, 1996-2, 2003-1, 2008-4, and 2011-4, MCL 338.3501, 445.2001, 445.2011, 445.2025, and 445.2030)

R 338.5101, R 338.5102, R 338.5104, R 338.5110a, R 338.5111, R 338.5115, R 338.5116, R 338.5117, R 338.5139, R 338.5140, R 338.5145, R 338.5210, R 338.5211, R 338.5215, R 338.5230, R 338.5255, R 338.5401, R 338.5405, R 338.5435, R 338.5460, R 338.5465, R 338.5475, R 338.5501, and R 338.5503 of the Michigan Administrative Code are amended as follows:

PART 1. GENERAL PROVISIONS

R 338.5101 Definitions.

Rule 101. (1) As used in these rules:

~~(a)~~ **(a)** "Act" means the occupational code, 1980 PA 299, MCL 339.101 to 339.2677.

~~(b)~~ **(b)** "Audit" or "examination" means an examination applying generally accepted auditing standards, including any procedure undertaken to verify or test the reasonableness of financial information with a view of expressing an opinion or commenting on the fairness of the presentation.

~~(c)~~ **(a)** "Board" means the Michigan board of accountancy created under section 721 of the act, code, MCL 339.721.

~~(b)~~ **(b)** "Code" means the occupational code, 1980 PA 299, MCL 339.101 to 339.2677.

~~(d)~~ **(c)** "Continuing education period" means all or part of a year beginning July 1 and ending June 30.

~~(e)~~ **(d)** "Continuous instruction" means education time not including breakfast, lunch, or dinner periods, coffee breaks, or any other breaks in the program.

~~(f)~~ **(e)** "Disclose" means to provide a written communication from a Certified Public Accountant (CPA) or a CPA firm informing the client, prior to making a recommendation or referral, that the CPA or CPA firm will receive a commission, referral fee, or

contingency fee from a third party for recommendations or referrals of products or services, or both.

~~(g)~~ **(f)** "Enterprise" means a person, persons, or entity for which an individual licensee, a firm licensee, an individual with practice privileges, or an out-of-state firm performs professional services.

~~(h)~~ **(g)** "Financial statements" means statements and related footnotes that show financial position, results of operations, and cash flows ~~on the basis of~~ **based on** generally accepted accounting principles or another comprehensive basis of accounting. The term does not include incidental financial data included in management advisory services reports to support recommendations to a client and does not include tax returns and supporting schedules of tax returns.

~~(i)~~ **(h)** "Generally accepted accounting principles" means accounting principles ~~of professional conduct, promulgated~~ **issued** by the applicable nationally or internationally recognized professional standard setting organization, related to individual accounting engagements.

~~(j)~~ **(i)** "Generally accepted auditing standards" means the standards of professional conduct, ~~promulgated~~ **issued** by the applicable nationally or internationally recognized professional standard setting organization, related to individual audit engagements.

~~(k)~~ **(j)** "Individual with practice privileges" means an individual who practices in this state under section 727a of the ~~aet,~~ **code**, MCL 339.727a.

~~(l)~~ **(k)** "Nano-learning program" means a tutorial program designed to ~~permit~~ **allow** a participant to learn a given subject in a 10-minute ~~time frame~~ **period** ~~through the use of~~ **with** electronic media and without interaction with a real-time instructor.

~~(m)~~ **(l)** "Out-of-state firm" means a firm that is permitted to provide certain services and use the title "CPA firm" without obtaining a Michigan firm license under section 728 of the ~~aet,~~ **code**, MCL 339.728, under the conditions in section 728(4) and (5) of the ~~aet,~~ **code**, MCL 339.728.

~~(n)~~ **(m)** "Professional engagement" means an agreement between a client and an individual licensee, a firm licensee, an individual with practice privileges, or an out-of-state firm relative to the performance of professional services.

~~(o)~~ **(n)** "Professional services" means any services performed or offered to be performed by an individual licensee, a firm licensee, an individual with practice privileges, or an out-of-state firm for a client in the course of the practice of public accounting, under section 720 of the ~~aet,~~ **code**, MCL 339.720.

~~(p)~~ **(o)** "Qualifying hours" means continuing education hours that satisfy part 3 of these rules.

(2) A term defined in the ~~aet~~ **code** has the same meaning when used in these rules.

R 338.5102 Standards of professional practice adopted by reference.

Rule 102. (1) The following standards are adopted by reference:

(a) The standards issued by the American Institute of CPAs (AICPA), 220 Leigh Farm Road, Durham, North Carolina, 27707, set forth in the publication "AICPA Professional Standards" updated June 1, 2020, and any statements issued as of the effective date of this rule, which are available at a cost of ~~\$249.00~~ **\$255.00** from the institute's website at ~~<http://www.aicpa.org>~~. **<https://future.aicpa.org/cpe-learning/publication>**.

(b) The standards issued by the Public Company Accounting Oversight Board (PCAOB), 1666 K Street NW, Washington, District of Columbia, 20006, set forth in the publication entitled "PCAOB Standards and Related Rules" 2020 edition, and any updates issued as of the effective date of this rule, which are available at ~~no a cost of \$219.00~~ from the AICPA at ~~<http://www.aicpa.org>~~ **<https://future.aicpa.org/cpe-learning/publication>**.

(c) The auditing standards issued by the Government Accountability Office, 441 G. St., NW, Washington, District of Columbia, 20548, in the publication entitled "Government Auditing Standards 2018 Revision" ~~issued~~ **updated** on ~~July 17, 2018,~~ **April 14, 2021**, which are available at no cost on the Office's website at ~~<https://www.gao.gov/assets/700/693136.pdf>~~ **<https://www.gao.gov/yellowbook>**.

(d) The ~~auditing~~ standards issued by the International Auditing and Assurance Standards Board (IAASB), 529 5th Avenue, New York, New York, 10017, in the publication entitled "2018 Handbook of International Quality Control, Auditing, Review, Other Assurance, and Related Pronouncements" issued on December 17, 2018, and any related pronouncements issued as of the effective date of this rule, which are available at no cost from the IAASB's website at ~~<https://www.iaasb.org/publications/2018-handbook-international-quality-control-auditing-review-other-assurance-and-related-services-26>~~ **<https://www.iaasb.org/standards-pronouncements>**.

(e) The accounting standards issued by the Financial Accounting Standards Board (FASB), 401 Merritt 7, P.O. Box 5116, Norwalk, Connecticut, 06856, in the publication entitled "FASB Accounting Standards Codification" as of ~~July 20, 2020,~~ **June 24, 2021**, and any updates published as of the effective date of this rule, which are available at no cost from the board's website at <https://asc.fasb.org>.

(f) The accounting standards issued by the Governmental Accounting Standards Board (GASB), ~~407~~ **401** Merritt 7, P.O. Box 5116, Norwalk, Connecticut, 06856, in the publication entitled "GASB Codification" as of ~~June 30, 2019,~~ **December 31, 2020**, and any pronouncements published as of the effective date of this rule, which are available at ~~a no cost of \$132.00~~ from the board's website at ~~<http://gasb.org>~~ **<https://www.gasb.org/home>**.

(g) The accounting standards issued by the International Accounting Standards Board, 30 Cannon Street, London EC4M 6XH, United Kingdom, in the publication entitled "~~2018~~ **2021** International Financial Reporting Standards IFRS® (~~Red Book~~)" and any pronouncements issued as of the effective date of this rule, which are available at a cost of ~~£78.00~~ **£79.00** from the board's website at <http://www.ifrs.org>.

(h) The United States Securities and Exchange Commission (SEC) rules contained in 17 CFR chapter 2 and the SEC's Interpretative Releases and Policy Statements issued as of the effective date of this rule. The SEC rules may be obtained free of charge at <http://www.ecfr.gov>. The SEC's Interpretative Releases and Policy Statements may be obtained free of charge at <https://www.sec.gov>.

(2) Copies of the standards adopted in this rule are available for inspection and distribution at the cost of 10 cents per page from the Department of Licensing and Regulatory Affairs, Bureau of Professional Licensing, 611 W. Ottawa Street, P.O. Box 30670, Lansing, Michigan, 48909.

(3) A licensee shall satisfy the applicable standards adopted in subrule (1) of this rule.

R 338.5104 Retention of documents

Rule 104. (1) With the exception of documents related to a peer review, all individual licensees, firm licensees, individuals with practice privileges, and out-of-state firms shall ~~retain~~ **keep** sufficient documentation, in any form, ~~with regard to~~ **about** services performed while engaged in the practice of public accounting, as well as evidence obtained and conclusions reached, for a period of not less than 5 years.

(2) Documents related to a peer review shall be ~~retained~~ **kept in accordance with and satisfy** the AICPA's professional standards and retention policies ~~pursuant to~~ **under** R 338.5102(1)(a) or until final adjudication of a complaint related to a peer review, whichever is later.

(3) Documentation shall be consistent with that required by professional standards or ~~promulgated~~ **issued** by the applicable nationally or internationally recognized professional standards setting organizations.

PART 2. LICENSURE REQUIREMENTS

R 338.5110a Uniform CPA exam procedures.

Rule 110a. The following procedures apply to the uniform CPA exam:

(a) Applicants may take the required exam sections individually and in any order.

(b) Applicants shall pass all sections of the exam within a rolling 18-month period beginning on the date that the first section is passed. If all sections are not passed within the rolling 18-month period, then credit for any section passed outside the 18-month period expires and must be retaken.

(c) The department may extend the rolling 18-month period under subdivision (b) of this rule due to the sickness of the candidate or a member of the candidate's immediate family if substantiated by a doctor's certificate or if the candidate provides the department with proof of a death in the candidate's immediate family, temporary military service, or another good reason acceptable to the department. A candidate shall make a request for an extension within 90 days of the date of the exam. If extended, an applicant's exam does not count as a failure to write the exam.

(d) The department or the entity contracted with the department to administer the exam may ~~permit~~ **allow** a candidate to sit for the exam in another state if the candidate ~~complies with~~ **satisfies** all the requirements for sitting for the exam under these rules.

(e) The department grants a candidate credit for exam grades of 75 or higher earned in another state if the candidate satisfies the educational requirements to sit for the exam and if the board ~~determines~~ **decides** the exam was equivalent to the exam provided by the department.

(f) An applicant may retake an exam section once the applicant's grade for any ~~previous~~ **earlier** attempt of the same exam section has been released.

R 338.5111 Exam scores.

Rule 111. (1) The minimum passing grade for each subject is 75.

(2) The department shall notify each candidate of ~~his or her~~ **the applicant's** grades within a reasonable time, but not later than 120 days after completion of the exam.

(3) A candidate shall appeal the grading of any paper to the department, in writing, within 30 days after grades are released.

R 338.5115 Educational requirements for uniform CPA exam; approved educational institutions; adoption of accreditation standards by reference.

Rule 115. (1) To satisfy section 725(1)(b) and (2) of the ~~act~~, **code**, MCL 339.725, an individual shall supply proof of both of the following:

(a) Completion of a curriculum required for a baccalaureate degree consisting of not less than 120 semester hours at a higher education institution approved under subrule (3) of this rule or considered substantially equivalent under subrule (4) of this rule.

(b) Completion of a concentration in accounting at a higher education institution approved under subrule (3) of this rule or considered substantially equivalent under subrule (4) of this rule, ~~that~~ **which** includes all the accounting and general business subjects under subrule (2) of this rule.

(2) A concentration in accounting must include all the following accounting and general business subjects:

(a) Auditing: 3 semester hours.

(b) Twenty-four semester hours of general business subjects, other than accounting, ~~that~~ **which** may include study in any of the following subjects:

(i) Business communications.

(ii) Business ethics.

(iii) Business law.

(iv) Economics.

(v) Finance.

(vi) Management.

(vii) Marketing.

(viii) Information systems or technology.

(ix) Quantitative methods.

(x) Statistics.

(xi) Other subjects approved by the department.

(c) Twenty-one semester hours of accounting principles that must include study in each of the following areas:

(i) Financial accounting and accounting theory.

(ii) Managerial accounting, including cost accounting.

(iii) Accounting systems and controls.

(iv) Taxation.

(v) Governmental/fund accounting.

(3) The ~~board adopts by reference~~ the procedures and criteria for recognizing accrediting agencies of the United States Department of Education, effective July 1, 2010, as contained in 34 CFR part 602, and the policies and procedures for recognition of accrediting organizations of the Council of Higher Education Accreditation (CHEA), effective June 28, 2019: **are approved and adopted by reference**. The federal recognition criteria may be obtained from the United States Department of Education,

Office of Postsecondary Education, 400 Maryland Avenue, SW, Washington, District of Columbia, 20202 and are available at no cost at <http://www.ecfr.gov>. The policies and procedures may be obtained from CHEA, One Dupont Circle NW, Suite 510, Washington, DC 20036 and are available at no cost at <http://www.chea.org>.

(4) An individual who attended an unaccredited higher education institution shall establish that ~~he or she~~ **the applicant** has completed educational requirements at a higher education institution that satisfies accreditation requirements substantially equivalent to those recognized in subrule (3) of this rule by providing a credential evaluation completed by either the National Association of State Boards of Accountancy (NASBA) or a credential evaluation organization that is a current member organization of the National Association of Credential Evaluation Services (NACES).

(5) Copies of the standards and criteria adopted by reference in this rule are available for inspection and distribution at the cost of 10 cents per page from the Department of Licensing and Regulatory Affairs, Bureau of Professional Licensing, 611 W. Ottawa Street, P.O. Box 30670, Lansing, Michigan, 48909.

R 338.5116 Educational requirements for certificate of certified public accountant.

Rule 116. (1) To satisfy section 725(1)(e) of the ~~aet,~~ **code,** MCL 339.725, an individual shall supply proof of all the following to the department:

(a) Completion of at least 150 semester hours at a higher education institution approved under R 338.5115(3) or considered substantially equivalent under R 338.5115(4).

(b) Completion of a baccalaureate degree or higher degree from a higher education institution approved under R 338.5115(3) or considered substantially equivalent under R 338.5115(4).

(c) Completion of a concentration in accounting under R 338.5115(1)(b) and R 338.5115(2) at a higher education institution approved under R 338.5113(3) or considered substantially equivalent under R 338.5115(4).

(2) A person may earn credit only once for an accounting or general business topic. If the department ~~determines~~ **decides** that 2 courses are duplicative, then only the semester hours of the first course are counted toward the semester hour requirement.

R 338.5117 Certificate of certified public accountant; qualifying experience requirement.

Rule 117. (1) An applicant applying for a CPA certificate shall have obtained not less than 2,000 hours of qualifying experience within a period of not less than 1 calendar year nor more than 5 calendar years.

(2) The department shall grant full credit for qualifying experience earned during a college or university internship, including the internships for which educational credit is provided.

(3) The department shall regard instruction as qualifying experience, if the applicant has completed not less than 4 academic semesters of an academic appointment in accounting at an institution recognized by the department. An instructor who has an academic

appointment in accounting shall teach, as the principal instructor, not less than 6 credit hours per semester of accounting subjects above the elementary level.

R 338.5139 Practice privilege.

Rule 139. An individual shall not, as a condition of qualification for the practice privilege granted under MCL 339.727a, be required to ~~comply with~~ **satisfy** the continuing professional education requirements of this state provided that the individual ~~is in compliance with~~ **satisfies** the continuing professional education requirements of the state of the individual's principal place of business.

R 338.5140 Permit for temporary practice.

Rule 140. (1) An accountant who does not qualify for practice privileges under MCL 339.727a nor hold a license to practice public accounting in this state shall obtain a permit and pay the ~~appropriate~~ fee for each engagement in this state by this accountant, or on behalf of ~~his or her~~ **the accountant's** firm, who does not hold a license to practice public accountancy in this state. The applicant shall hold a license as a certified public accountant of another state, or hold a title from a foreign country, recognized by the board as comparable to the Michigan certificate of certified public accountant and shall be practicing public accountancy under the certificate or license in the grantor state or country.

(2) If approved by the department, the term of the permit shall begin on the date approved unless otherwise specified and shall be for a specified ~~period,~~ **period but** shall not be for more than 1 year.

(3) The temporary practice shall be performed by, or under the direct supervision of, a licensed certified public accountant, an individual with practice privileges under to MCL 339.727a or the holder of a title from a foreign country who is recognized under subrule (1) of this rule.

(4) A temporary permit is not required if the work relates to a Michigan-based division or subsidiary of an entity, if the parent entity is located in another state or foreign country and is a client of the certified public accountant, firm, or foreign accountant, and if a separate presentation of financial statements with a related independent auditor's report or review report, or an attestation regarding the reliability of a representation or estimate is not made for the division or subsidiary on a stand-alone basis.

(5) A temporary permit is not required if the work is to be performed through the applicant's employer who presently holds the license to practice public accountancy in this state.

(6) A temporary permit issued to an accountant shall also constitute a temporary permit for ~~his or her~~ **the accountant's** firm, if ~~his or her~~ **the accountant's** firm is not presently licensed in this state.

(7) If another jurisdiction charges a fee for providing an affidavit or certificate of professional standing for ~~determining~~ **deciding** whether the applicant is qualified to practice public accountancy temporarily in this state, then the applicant shall pay the fee.

PART 3. CONTINUING EDUCATION

R 338.5210 License renewals; continuing education requirements; applicability; continuing education waiver; reciprocity.

Rule 210. (1) This part applies to applications for renewal of an accountancy license under sections 411 and 729 of the ~~aet, code~~, MCL 339.411 and 339.729. An applicant for renewal shall ~~submit~~ **provide** the required fee and a completed application on a form provided by the department. Both of the following apply:

(a) Under section 729(1) of the ~~aet, code~~, MCL 339.729, an applicant for renewal who is a nonresident licensee as defined under section 720(1)(g) of the ~~aet, code~~, MCL 339.720, is considered to have met the requirements under this part if ~~he or she~~ **the applicant** satisfies all of the following requirements:

(i) ~~Submits~~ **Provides** the required fee and a completed application on a form provided by the department.

(ii) The state in which ~~his or her~~ **the applicant's** principal place of business is located requires continuing education for renewal of that state's accountancy license.

(iii) Has met the continuing education requirements of the state in which ~~his or her~~ **the applicant's** principal place of business is located.

(b) If audited, the applicant shall provide a copy of the license that was renewed by the state in which ~~his or her~~ **the applicant's** principal place of business is located.

(2) Submission of an application for renewal constitutes the applicant's certification of compliance with the requirements of this rule. Both of the following apply:

(a) An applicant shall ~~retain~~ **keep** documentation required by R 338.5215 as proof of satisfying the requirements under this rule for 4 years from the date of applying for license renewal.

(b) A licensee is subject to audit under this part and may ~~be required~~ **have to submit provide** the documentation as described by R 338.5215 upon request of the department.

(3) A request for a continuing education waiver under section 204(2) of the ~~aet, code~~, MCL 339.204, must be received by the department before the expiration date of the license.

R 338.5211 Renewal of license with insufficient qualifying hours ~~permitted~~ **allowed** under certain circumstances; waiver of requirement for additional hours.

Rule 211. (1) A licensee who does not earn sufficient qualifying hours during the continuing education period may be allowed to renew a license upon reporting 80 qualifying hours and an additional 4 hours of continuing education credit for each month of time needed to remove the deficiency. The additional 4 hours of continuing education credit for each month of time needed to remove the deficiency shall not apply toward the qualifying hours of continuing education credit required in a continuing education period for the renewal of a license.

(2) The department may waive the requirement for additional hours upon a showing by the licensee that the additional hours would present an undue hardship on the licensee.

R 338.5215 Acceptable continuing education; requirements; limitations.

Rule 215. (1) The continuing education hours required for renewal must satisfy the following requirements:

Acceptable Continuing Education		
	Activity and proof of completion Proof of Completion	Number of continuing education hours earned Continuing Education Hours Earned for the Activity
(a)	<p>Attendance in a group program that satisfies all the following requirements:</p> <ul style="list-style-type: none"> - The subject matter of the program complies with satisfies R 338.5255. - The program is conducted by an instructor or discussion leader whose background, training, education, or experience makes it appropriate for him or her the instructor or discussion leader to lead a discussion on the subject matter. - The sponsor of the program takes individual attendance. - The sponsor of the program issues to each attendee a program outline and a written certification of the attendee's hours of attendance. - The sponsor of the program maintains keeps written records of individual attendance and the program outline for 4 years. <p>If audited, a licensee shall submit provide a copy of a letter or certificate of completion showing the licensee's name, total continuing education hours earned, sponsor name and contact information, course title, course field of study, date offered or completed, and type of instruction or delivery method used.</p>	<p>Fifty minutes of continuous instruction equals 1 continuing education hour.</p> <p>Additional credit is granted after the first 50 minutes for continuous instruction in the following amounts:</p> <p>One-half credit (0.5 credit) for every additional 25 minutes. One-fifth credit (0.2 credit) for every additional 10 minutes.</p>
(b)	<p>Completion of an individual nano-learning program that satisfies all the following requirements:</p> <ul style="list-style-type: none"> - The subject matter of the program complies with satisfies R 338.5255. - The program is an educational course designed for nano-learning delivery. - The program uses instructional methods that define a minimum of 1 learning objective. 	<p>Credit is awarded as 1/5 credit (0.2 credit) for each nano-learning program completed.</p> <p>A nano-learning course cannot be combined with another nano-learning course.</p>

	<ul style="list-style-type: none"> - The program guides the participant through a program of learning and provides proof of a participant's satisfactory completion of the program. - The sponsor requires the participant to successfully complete a qualified assessment with a passing grade of 100% before issuing credit for the course. - The sponsor of the program issues the participants a written certification of the participants' completion of the program and a program outline. - The sponsor of the program maintains keeps written records of the participant's completion of the program and the program outline for 4 years. <p>If audited, the licensee shall submit provide a copy of a letter or certificate of completion provided by the program sponsor verifying the licensee's name, number of continuing education hours earned, sponsor name and contact information, course title, course field of study, date completed, and type of instruction or delivery method used.</p>	<p>A combined maximum of 20 continuing education hours may be earned under this activity and activity (f) during each continuing education period.</p>
(c)	<p>Passing a noncredit academic course that satisfies both of the following requirements:</p> <ul style="list-style-type: none"> - The subject matter of the course complies with satisfies R 338.5255. - The course is offered by an educational institution that complies with satisfies R 338.5115. <p>If audited, the licensee shall submit provide a letter from the institution confirming the name and course number of the course completed, number of classroom hours attended, and the date of satisfactory course completion.</p>	<p>Each 50 minutes of continuous instruction equals 1 continuing education hour.</p>
(d)	<p>Passing a for-credit academic course that satisfies both of the following requirements:</p> <ul style="list-style-type: none"> - The subject matter of the course complies with satisfies R 338.5255. - The course is offered by an educational institution that complies with satisfies R 338.5115. <p>If audited, the licensee shall submit provide a copy of an official transcript or a letter from the institution confirming the name and course number of the course completed, credit hours earned, and date of satisfactory course completion.</p>	<p>Fifteen continuing education hours are granted for each academic credit hour.</p>

(e)	<p>Classroom work as a teacher, instructor, speaker, or lecturer that is part of an academic course of which the subject matter complies with satisfies R 338.5255 and is offered at an educational institution that complies with satisfies R 338.5115 or conducting a group program that satisfies the requirements under activity (a) as a teacher, instructor, lecturer, speaker, or seminar discussion leader.</p> <p>If audited, the licensee shall submit provide a copy of the confirmation letter provided by the program sponsor or the institution verifying the licensee's name, number of hours of classroom work or hours spent conducting the group program, course title, course field of study, and dates of the presentation or instruction.</p>	<p>Three continuing education hours are granted for every 50 minutes of continuous instruction.</p> <p>A maximum of 20 continuing education hours may be earned during each continuing education period.</p>
(f)	<p>Completion of an individual self-study program that satisfies all the following requirements:</p> <ul style="list-style-type: none"> - The subject matter of the program complies with satisfies R 338.5255. - The program is an educational course designed for self-study. - The sponsor of the program issues the participants a written certification of the participant's completion of the program and a program outline. - The sponsor of the program maintains keeps written records of the participant's completion of the program and the program outline for 4 years. <p>If audited, the licensee shall submit provide a copy of a letter or certificate of completion provided by the program sponsor verifying the licensee's name, number of continuing education hours earned, sponsor name and contact information, course title, course field of study, date completed, and type of instruction or delivery method used.</p>	<p>Twenty-five minutes of continuous instruction equals $\frac{1}{2}$ (0.5 credit) of 1 continuing education hour.</p> <p>One-fifth (0.2 credit) of 1 continuing education hour is granted for every additional 10 minutes of continuous instruction after the first 25 minutes of continuous instruction.</p> <p>A combined maximum of 20 continuing education hours may be earned under this activity and activity (b) during each continuing education period.</p>
(g)	<p>A course in professional ethics that complies with satisfies the requirements of activity (a), (b), (c), (d), (e), or (f) is approved if the subject matter of the course complies with satisfies R 338.5255(2).</p> <p>If audited, the licensee shall submit provide a copy of a letter or certificate of completion provided by the program sponsor verifying the licensee's name,</p>	<p>Continuing education hours are granted in an amount allowed under the type of activity for which the course qualifies.</p>

	number of continuing education hours earned, sponsor name and contact information, course title, course field of study, date completed, and type of instruction or delivery method used.	
(h)	<p>Completion of a course in Michigan statutes and administrative rules applicable to public accountancy that satisfies all the following requirements:</p> <ul style="list-style-type: none"> - The content of the course is created by the Michigan Association of Certified Public Accountants. - The course provider issues the participants a written certification of the participant's completion of the course and a course outline. - The sponsor of the program maintains keeps written records of the participant's completion of the course and the course outline for 4 years. <p>If audited, the licensee shall submit provide a copy of a letter or certificate of completion provided by the program sponsor verifying the licensee's name, number of continuing education hours earned, sponsor name and contact information, course title, course field of study, date completed, and type of instruction or delivery method used.</p>	Fifty minutes of continuous instruction equals 1 continuing education hour.

(2) Continuing education hours are not granted for a program or activity that has substantially ~~the same~~ **equivalent** content of a program or activity for which the applicant has already earned continuing education hours during the continuing education period.

R 338.5230 Relicensure; continuing education.

Rule 230. (1) An applicant for relicensure whose license has lapsed for less than 3 years after the expiration date of the last license may be relicensed under section 411(3) of the ~~act~~, **code**, MCL 339.411(3), if the applicant satisfies both of the following requirements:

(a) ~~Submits~~ **Provides** the required fee and a completed application on a form provided by the department.

(b) ~~Submits~~ **Provides** proof to the department of the completion of 40 hours of continuing education within the 12 months immediately preceding the date of filing the relicensure application. However, if the continuing education hours ~~submitted~~ **provided** with the application are deficient, the application will be held by the department and the applicant shall provide proof of completing the deficient hours within 1 year of the date of filing the relicensure application. The 40 hours must satisfy all the following requirements:

(i) Satisfy the requirements of R 338.5215.

(ii) Eight of the 40 hours are in auditing and accounting.

(iii) Two of the 40 hours are in professional ethics.

(iv) One of the 2 hours is in professional ethics that satisfies the requirements under R 338.5215(1)(h).

(2) An applicant whose license has been lapsed for 3 or more years after the expiration date of the last license may be relicensed under section 411(4) of the ~~aet, code~~, MCL 339.411(4), if the applicant satisfies all of the following requirements:

(a) ~~Submits~~ **Provides** the required fee and a completed application on a form provided by the department.

(b) Establishes that ~~he or she~~ **the applicant** holds a valid and unrevoked certificate as a certified public accountant that was issued under section 725 or 726 of the ~~aet, code~~, MCL 339.725 and 339.726.

(c) ~~Submits~~ **Provides** proof to the department of the completion of 40 hours of continuing education within the 12 months immediately preceding the date of filing the relicensure application. However, if the continuing education hours ~~submitted~~ **provided** with the application are deficient, the applicant has 1 year from the date of filing the application to provide proof of completing the deficient hours. The 40 hours must satisfy all the following requirements:

(i) Satisfy the requirements of R 338.5215.

(ii) Eight of the 40 hours are in auditing and accounting.

(iii) Two of the 40 hours are in professional ethics.

(iv) One of the 2 hours is in professional ethics that satisfies the requirements under R 338.5215(1)(h).

(3) The continuing education hours required for the continuing education period of the year in which the license is granted under this rule are prorated starting with the month following the date of relicensure.

(4) The department shall not calculate the period of a lapsed license based on a current or lapsed registration. A registrant whose license has lapsed for less than 3 years shall satisfy the requirements under subrule (1) of this rule. A registrant whose license has lapsed for 3 years or more shall satisfy the requirements under subrule (2) of this rule.

R 338.5255 Qualifying continuing education subjects.

Rule 255. (1) Subjects qualifying for continuing education include any of the following:

(a) Accounting.

(b) Auditing.

(c) Management advisory services.

(d) Information technology.

(e) Mathematics, statistics, probability, and quantitative application to business.

(f) Economics.

(g) Finance.

(h) Business law.

(i) Business management.

(j) Professional ethics for certified public accountants.

(k) Taxation.

(l) Financial advisory services.

- (m) Business valuations.
 - (n) Any other subjects which contribute to the professional competency of a licensee and for which the responsibility for compliance rests solely with the licensure applicant or licensee.
- (2) Subjects that qualify for continuing education in the study of professional ethics include any of the following:
- (a) Behavioral ethics in any of the following areas:
 - (i) Ethical reasoning.
 - (ii) Ethical philosophy.
 - (iii) Ethics enforcement.
 - (iv) Ethical practice in business.
 - (v) International ethical professional standards.
 - (b) Technical ethics in the following areas:
 - (i) Business transactions with clients.
 - (ii) Competence.
 - (iii) Conflict of interest.
 - (iv) Contingent fees, commissions, and other considerations.
 - (v) Discreditable acts.
 - (vi) General and professional standards.
 - (vii) Independence.
 - (viii) Integrity and objectivity.
 - (ix) Malpractice
 - (x) Professional conduct.
 - (xi) Public interest and responsibilities.
 - (xii) State rules and regulations.
 - (c) Any other subject in the study of professional ethics that contributes to the professional competency of a licensee and for which the responsibility for compliance rests solely with the licensure applicant or licensee.

PART 4. PROFESSIONAL CONDUCT

R 338.5401 Responsibility for conduct of supervised persons.

Rule 401. (1) The department may hold a an individual licensee, a firm licensee, an individual with practice privileges, or an out-of-state firm responsible for compliance with the rules of professional conduct by all persons under their supervision. If the licensee is a firm, then the department shall hold the firm, and shall hold an out-of-state firm, responsible for compliance with the rules of professional conduct by all of its employees.

(2) An individual licensee, a firm licensee, and individual with practice privileges, or an out-of-state firm, shall not ~~permit~~ **allow** others to ~~carry out~~ **conduct** on its behalf acts which, if ~~carried out~~ **conducted** by the individual licensee, firm licensee, individual with practice privileges, or out-of-state firm, would constitute a violation of the rules of professional conduct.

R 338.5405 Independence rule; adoption by reference.

Rule 405. An individual licensee, a firm licensee, an individual with practice privileges, or an out-of-state firm may express an opinion on financial statements of an enterprise only if the individual licensee, firm licensee, individual with practice privileges, or out-of-state firm is independent from the enterprise. The standards adopted in R 338.5102(1) shall be used to ~~determine~~ **decide** if the individual or firm is independent from the enterprise.

R 338.5435 Licensee competence required to undertake professional engagement.

Rule 435. An individual licensee, a firm licensee, an individual with practice privileges, or an out-of-state firm shall not undertake a professional engagement that the individual licensee, firm licensee, individual with practice privileges, or out-of-state firm cannot competently complete.

R 338.5460 Contingent fees.

Rule 460. (1) As provided in section 730 of the ~~act~~, **code**, a contingent fee is a fee paid by a client to an individual licensee, a firm licensee, an individual with practice privileges, or an out-of-state firm.

(2) An individual licensee, firm licensee, an individual with practice privileges, or an out-of-state firm who is paid or expects to be paid a contingent fee by a client shall disclose that fact to the client.

(3) As used in section 730(4) of the ~~act~~, **code**, the term "tax matters" relates to the preparation of an original or amended tax return or claim for tax refund and includes giving advice on events that occurred before the time the advice is given if the advice is directly relevant to determining the existence, character, or amount of a schedule, entry, or other portion of a return or claim for refund.

(4) As provided in section 730(4) of the ~~act~~, **code**, a fee is considered determined, based on the findings of a governmental agency, if the individual licensee, firm licensee, individual with practice privileges, or out-of-state firm can ~~demonstrate~~ **show** a reasonable expectation at the time of a fee arrangement of substantive consideration by the agency with respect to the client. An expectation of substantive consideration is ~~deemed~~ **not considered** reasonable for preparation of original tax returns.

R 338.5465 Acts constituting discreditable conduct.

Rule 465. Any of the following acts by an individual licensee, firm licensee, an individual with practice privileges, or an out-of-state firm, constitutes conduct that is discreditable to the accounting profession:

- (a) Using deceptive representations in connection with services performed.
- (b) Representing ~~that~~ services are of a particular standard when they are not.
- (c) Failing to perform, on a ~~timely~~ **prompt** basis, services in accordance with the conditions, terms, or prerequisites of a public communication or any quotation.
- (d) Misrepresenting facts or ~~failing to disclose~~ **not disclosing** relevant facts.

- (e) Creating false or unjustified expectations of favorable results.
- (f) Implying abilities not supported by valid educational or professional attainments or licensing recognition.
- (g) Implying the ability to influence improperly any court, tribunal, or other public body or official.
- (h) Making any other representation or implication that is false, deceptive, or misleading.
- (i) Employing or engaging a person to perform a discreditable act.
- (j) Engaging in a trade practice prohibited by law.
- (k) Retaining documents constituting the original books and records of a client after a demand has been made for their return.
- (l) Failing to respond, within a reasonable time, to inquiries of the board or its authorized representatives relative to the administration of the ~~aet.~~ **code**.
- (m) Providing false or misleading information on the qualifying experience of an applicant for certified public accountant.
- (n) Stating or implying that the individual licensee, firm licensee, individual with practice privileges, or out-of-state firm has received formal recognition as a specialist in any aspect of the practice of public accountancy if the individual licensee, firm licensee, individual with practice privileges, or out-of-state firm has not received the recognition.
- (o) Representing that professional services can or will be competently performed for a stated fee when this is not the ~~ease,~~ **or case** or making representations with respect to fees for professional services that do not disclose all variables which may reasonably be expected to affect the fees that will in fact be charged.

R 338.5475 Payment or acceptance of commissions; "commission" defined.

Rule 475. (1) As used in section 731 of the ~~aet.~~ **code**, "commission" means any ~~remuneration-~~ **consideration** paid to an individual licensee, a firm licensee, an individual with practice privileges, or an out-of-state firm by a third party in connection with a recommendation or referral of a person to the third party.

(2) As provided in section 731(3) of the ~~aet.~~ **code**, a referral fee is not a commission when received or paid by an individual licensee, a firm licensee, an individual with practice privileges, or an out-of-state firm for recommending or referring a client to another individual licensee, firm licensee, individual with practice privileges, or out-of-state firm for a service involving the practice of public accounting.

(3) An individual licensee, a firm licensee, an individual with practice privileges, or an out-of-state firm who is paid or expects to be paid a commission or a referral fee shall disclose that fact to the client.

R 338.5501 Peer review.

Rule 501. (1) Each firm or sole practitioner required to ~~participate~~ **take part** in a peer review program, ~~pursuant to~~ **under** MCL 339.729(2), shall enroll in the program of a qualified sponsoring organization within 1 year of the earlier of the following:

- (a) Its initial licensing date.
- (b) The performance of services that require a peer review.

(2) Proof of a peer review shall not ~~be required~~ **have** to be ~~submitted~~ **provided** to the department until the second renewal following initial licensure or the performance of services requiring a peer review.

(3) The department shall accept, as proof of compliance with MCL 339.729(2), the electronic submission of information from the facilitated state board access (FSBA) website.

(4) Qualified sponsoring organizations shall include the ~~center for public company audit firms (CPCAF) peer review program, the American institute of certified public accountants~~ **Institute of Certified Public Accountants (AICPA) peer review program, national conference of CPA practitioners (NCCPAP) peer review program,** and such other entities that adhere to the peer review standards defined in R 338.5102(1)(a) as ~~determined~~ **decided** by the board. With respect to an out-of-state firm required to obtain a license under MCL 339.728(1)(b), a peer review sponsoring organization approved by another state in which that firm is licensed is presumed to be qualified in this state, with respect to that firm.

(5) A licensee subject to peer review shall not be required to become a member of any sponsoring organization.

(6) Out-of-state firms required to obtain a peer review under MCL 339.728(5) may, in lieu of enrolling in a program sponsored by an organization described in subrule (3) of this rule, ~~comply with~~ **satisfy** the peer review requirement applicable in the state where that firm is licensed, proof of which shall be ~~furnished~~ **given** to the department upon the department's request.

R 338.5503 Peer review standards; change in sponsoring organization; deficient peer review reports; documentation.

Rule 503. (1) If a firm is merged, otherwise combined, dissolved, or separated, the sponsoring organization shall ~~determine~~ **decide** which firm is considered the succeeding firm. The succeeding firm shall ~~retain~~ **keep** its peer review status and the review due date.

(2) A firm choosing to change to another sponsoring organization may do so provided that the firm authorizes the previous sponsoring organization to communicate to the succeeding sponsoring organization any outstanding corrective actions related to the firm's most recent review.

(3) The department may rely on a fail peer review report or a second consecutive pass with deficiencies peer review report as prima facie evidence of a violation of professional standards.

(4) Each peer review and reviewer must ~~comply with~~ **satisfy** the applicable review standards in place at the time of the review. The following apply:

(a) Documents related to a peer review shall be ~~retained kept in accordance with~~ **and satisfy** the AICPA's retention policies ~~pursuant to~~ **under** R 338.5102(1)(a), or until final adjudication of a complaint related to a peer review, whichever is later.

(b) The documents described in subdivision (a) of this subrule shall be available for inspection by the department during regular business hours with reasonable notice.