The Peer Review Committee of the Texas State Board of Public Accountancy is holding a meeting by online video conference call pursuant to §551.127 of the Open Meetings Act. The public may attend the meeting in-person at the office of the Board which is located at 505 E. Huntland Drive, Suite 370, Austin, Texas 78752. The Chair of the Peer Review Committee will be present at the 505 E. Huntland Drive location for the entirely of the meeting. In the alternative, the public may attend the meeting virtually using the following link.

Topic: Peer Review Committee Meeting

Time: Feb 17, 2022 02:00 PM Central Time (US and Canada)

Join ZoomGov Meeting

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February 17, 2022

2:00 pm

- A. Call to Order
- B. Chair introductions and opening remarks
- C. Organizational overview and update on peer review operations.
- **D.** Discussion, consideration and possible action on the Peer Review Oversight Board (PROB) annual report for 2021 including a recommendation to continue the Texas Society of CPAs as an approved peer review sponsoring organization.
- E. Discussion, Consideration and Possible Action for Chapter 527 Peer Review related to the representation of the PCAOB within the Rules.
- F. Review of upcoming AICPA Peer Review Committee meetings
- G. Other Matters and Next Meeting
- H. Adjournment

February 17, 2022

A. Call to Order

DISCUSSION: The meeting will be called to order by video conference, at 2:00 p.m., February 17, 2022 in the Board's office, at which time the roll will be called.

RECOMMENDATION: None required

February 17, 2022

B. Chair introductions and opening remarks

DISCUSSION: Ms. Seefeld, Committee Chair, will make introductions and opening remarks.

RECOMMENDATION: None required

February 17, 2022

C. Organizational overview and update on peer review operations

DISCUSSION: The Board recorded 593 completed reviews in FY2021. In comparison, there were 758 reviews completed in FY2020 and 982 completed peer reviews in FY2019 (out-of-state firms were no longer required to be licensed by the Board in FY2019). The program is still catching up due to the COVID-19 outbreak. Specific to Texas firms, the Society has noted a continuing drop in firms enrolled in the program since the introduction of preparation engagement services in 2015, firm mergers, and practitioner retirements.

In the first quarter of FY2022, 141 reviews have been recorded as COVID delays continue to effect firm's and reviewer's ability to complete their scheduled reviews.

RECOMMENDATION: Report Only

SUGGESTED MOTION: None by the staff

February 17, 2022

D. Discussion, consideration and possible action on the Peer Review Oversight Board (PROB) annual report for 2021 including a recommendation to continue the Texas Society of CPAs as an approved peer review sponsoring organization.

DISCUSSION: Robert Goldstein, PROB chair, will report on the Texas Society of Certified Public Accountants and the National Peer Review Committee review evaluations. The 2021 annual report is provided on the following pages.

RECOMMENDATION: To accept the report as presented to the Peer Review Committee.

SUGGESTED MOTION: To accept the report as presented to the Peer Review Committee.

TEXAS STATE BOARD OF PUBLIC ACCOUNTANCY PEER REVIEW OVERSIGHT BOARD

Annual Report for 2021 on the Continuing Oversight of Sponsoring Organizations Approved by the TSBPA to Administer Peer Reviews

The Peer Review Oversight Board (PROB) was established under the provisions of the Texas Administrative Code, Title 22, Rule 527.7(c) and is retained by the Texas State Board of Public Accountancy (TSBPA) to monitor sponsoring organizations that have been approved by the TSBPA to administer peer reviews under the auspices of the AICPA Peer Review Program for firms that are licensed or registered in the State of Texas. During 2021, the Texas Society of CPAs (TXCPA) and the AICPA/National Peer Review Committee (NPRC) were the only sponsoring organizations approved by the TSBPA.

AICPA/NPRC

In accordance with the provisions of the Texas Administrative Code, Rule 527.7(d)(1), the PROB has reviewed the most recent published reports related to the AICPA/NPRC (National Peer Review Committee) and has determined that the conclusions in those reports allow us to recommend the continuance of the AICPA/NPRC as a sponsoring organization within the requirements stipulated in the Texas Administrative Code, Rule 527.9.

TEXAS SOCIETY OF CPAS

In accordance with the provisions of the Texas Administrative Code, Rule 527.7(d)(1)A, members of the PROB attended all 2021 meetings of the TXCPA's Peer Review Committee and its Report Acceptance Bodies (RABs). Although most meetings were conducted over Zoom or by telephone conference calls, PROB members also attended TXCPA's in-person Peer Review Committee and RAB meeting in Dallas on December 7, 2021. Using the criteria listed below to generate peer review sample selections from throughout the year, PROB members performed detailed reviews of all RAB documents for a risk-based sample of peer reviews processed by the TXCPA during 2021:

- 1. Fail reports.
- 2. Pass with Deficiencies reports.
- 3. Reviews in which the current report shows a dramatic improvement from a Fail report or Pass with Deficiencies report in the prior peer review.
- 4. Reviews conducted by Team Captains and Review Captains whose past performance has been problematic in the performance of and reporting on the results of peer reviews in accordance with peer review standards.
- 5. Reviews conducted by Association Formed review teams.
- Reviews conducted by Team captains who perform a large number of peer reviews.
- 7. Randomly selected peer reviews.

In addition to detailed reviews of all RAB documents for the sample of peer reviews described above, PROB members also reviewed summary documents and listened to the TXCPA RABs' deliberations regarding substantially all other peer reviews processed by the TXCPA during 2021.

During 2021, the TXCPA's RABs considered and acted upon 249 System Reviews and 231 Engagement Reviews, for a total of 480 peer reviews. PROB members reviewed in detail 47 System Reviews (19%) and 31 engagement Reviews (13%), for a total of 78 reviews (aggregating 16% of all peer reviews). In addition, TXCPA's RABs considered and acted upon 130 acceptances or amendments to corrective actions that had been assigned to reviewed firms and non-cooperation hearings, of which PROB members reviewed in detail 7 such RAB actions (5%). Therefore, PROB members oversighted in detail 14% of all TXCPA RAB decisions. PROB members commented on peer reviews that were selected for detailed review and, in addition, participated in or observed the deliberation of substantially all of the other peer reviews. PROB members, however, had no vote in any RAB decisions. Assignment of PROB members to RABs was made in such a way as to avoid independence or familiarity conflicts with the peer reviews being discussed.

To perform their oversight procedures, PROB members utilized standardized checklists that have been designed to ensure appropriate considerations in assessing whether the TXCPA peer review program is being administered in accordance with the AICPA Peer Review Standards.

We did not disagree with any RAB conclusions that we observed, and we believe that the peer review ratings were appropriate. We noted that the TXCPA's technical staff and the RAB members were knowledgeable about both their responsibilities and the technical aspects of the peer reviews that were presented, and that they devoted a suitable amount of time to fully discuss each peer review.

In addition to the TXCPA RAB and Peer Review Committee meetings, PROB members also attended a TXCPA Reviewer Evaluation Committee meeting and from time to time certain standards discussions by the AICPA Peer Review Board and AICPA's Auditing Standards Board (pertaining to proposed Quality Management standards that will have a significant effect upon future peer reviews).

We also reviewed and relied upon various oversight reports including Administering Entity Benchmark Summaries issued by AICPA's Peer Review Board, RAB observation reports issued by AICPA's Peer Review Board, and independent evaluations of TXCPA's safeguards over improper bias due to familiarity threats issued by the Florida Institute of CPAs and the Pennsylvania Institute of Certified Public Accountants. Appropriate compliance was noted in all oversight reports.

Based upon the results of the procedures performed by PROB members, in our opinion the TXCPA is administering its peer review program in accordance with the standards promulgated by the AICPA Peer Review Board and the rules of the TSBPA, and we recommend that the TSBPA should continue to rely on TXCPA as a sponsoring organization.

Additional Comments

Fewer peer reviews were processed by TXCPA in 2021 than in recent years, principally related to delays in receiving completed reviews during COVID. In some cases, firms have run behind in completing reviewable engagements due to challenges of operating during COVID including, at times, slowdowns some firms have reportedly experienced in being able to access their clients' underlying records because the clients themselves have been running behind. Also, nationally as well as in Texas, there has been a decline in the number of CPA firms issuing reviewable engagements. We understand that TXCPA expects an increase in peer reviews to begin some time in 2022.

There is a national shortage of reliable peer reviewers. Texas lost seven active reviewers during 2021 due to retirement or death. As of December 2021, there were only forty-nine active peer reviewers remaining in Texas.

In past annual reports, PROB has expressed concerns about the "PRIMA" software developed by the AICPA to administer the scheduling and processing of peer reviews. Although AICPA has made some functional improvements to PRIMA, it remains difficult and time-consuming for reviewed firms and peer reviewers alike to navigate through the process. We continue to observe that the mechanics of dealing with PRIMA diverts the focus of peer reviewers and reviewed firms away from the underlying purpose of peer reviews.

TSBPA PEER REVIEW OVERSIGHT BOARD

Mat O. Labouter, CPA

Robert D. Goldstein, CPA, Chair

J. Michael Waters, CPA

Thomas A. Akin, CPA

Houston, Texas January 7, 2022

February 17, 2022

E. Discussion, Consideration and Possible Action for Chapter 527 – Peer Review related to the representation of the PCAOB within the Rules.

DISCUSSION:

The Model Rules for the Uniform Accountancy Act (UAA) provides the following guidance related to the PCAOB inspection program:

Rule 7-4 – Enrollment in Board-Approved Peer Review Program

(g) For firms required to be registered with and subject to inspection by the Public Company Accounting Oversight Board (PCAOB), the Board recognizes the PCAOB's inspection process for reviewing practices subject to its authority, which are not included in the scope of peer review programs. Firms subject to inspection by the PCAOB are also required to meet the peer review requirements under a Board-approved peer review program that covers the portion of the practice unit's practice not subject to the PCAOB permanent inspection.

To more closely align with the Model Rule language and to remove confusion that may exist between the organization and operation of the PCAOB inspection program and the Peer Review Program, staff is proposing updates to the following Rules:

- Revise RULE §527.3 Standards for Peer Reviews and Sponsoring
 Organizations to remove reference to the PCAOB as part of the standards for
 peer review and being identified as a sponsoring organization, while
 incorporating the first sentence from the Model Rules above as a new section (c).
- Retain RULE §527.4 Enrollment and Participation paragraph (k) which includes the second sentence from the Model Rules above.
- Retain RULE §527.6 Reporting to the Board no changes proposed.
- Revise RULE §527.7 Peer Review Oversight Board to remove reference to the PCAOB as a sponsoring organization in paragraph (d).
- Revise RULE §527.9 Procedures for a Sponsoring Organization to delete paragraph (c), which previously exempted the PCAOB from complying with procedures related to a sponsoring organization.

These suggested revisions should be sufficient to acknowledge the PCAOB within the Peer Review Rules but not to confuse its operation with that of a sponsoring organization.

RECOMMENDATION: The staff recommends that the Rules Committee recommend to the Board to authorize the executive director to publish the revisions as proposed by the committee in the Texas Register for public comment.

SUGGESTED MOTION: That the Rules Committee recommends that the Board to authorize the executive director to publish the proposed revisions in the Texas Register for public comment.

1	CHAPTER 527	PEER REVIEW
2	RULE §527.3	Standards for Peer Reviews and Sponsoring Organizations
3		
4	(a) The board adopt	s Standards for Performing and Reporting on Peer Reviews (the
5	Standards) promulg	ated by AICPA and for public company audit firms <mark>, PCAOB</mark>
6	permanent inspect	ions as its minimum standards for review of firms.
7	(b) Qualified sponso	ring organizations shall be the AICPA, the TSCPA and state CPA
8	societies fully involve	ed in the administration of the AICPA Peer Review Program, the
9	PCAOB, and such o	other entities which are approved by the board.
10	(c) For firms requir	ed to be registered with and subject to inspection by the
11	PCAOB, the board	recognizes the PCAOB's inspection process for reviewing
12	practices subject t	o its authority, which are not included in the scope of this peer
13	review program.	

CHAPTER 527 RULE §527.4	PEER REVIEW Enrollment and Participation
(a) Participation in t	the program is required of each firm licensed or registered with the
board that performs	s any attest services as defined in §901.002 of the Act (relating to
General Definitions) and §501.52(4), (11) and (23) of this title (relating to Definitions). A
firm whose highest	level of service is preparation engagements under SSARS is not
required to participate in the program.	
(b) A firm that does	not perform attest services as set out in subsection (a) of this
section shall annua	lly submit a request for the exemption in writing to the board with an
explanation of the s	services offered by the firm. A firm which begins providing attest
services as set out	in subsection (a) of this section shall notify the board of the change
in status within 30 c	days of the change in status, provide the board with enrollment
information within 9	0 days of the date the services were first provided and have a peer
review performed w	within 18 months of the date the services were first provided.
(c) Each firm requir	ed to participate under subsection (a) of this section shall enroll in
the applicable programs of an approved sponsoring organization within 30 days from it	
initial licensing date	or the performance of services that require a review. The firm shall
adopt the review du	e date assigned by the sponsoring organization, and must notify the
board of the peer re	eview due date within 30 days of its assignment. In addition, a firm's
subsequent review	is due three years and six months after the year end of the previous
peer review, or earl	ier as may be required by the sponsoring organization, a committee
of the board or the	board's executive director. It is the responsibility of the firm to
anticipate its needs	for review services in sufficient time to enable the reviewer to
complete the reviev	v by the assigned review due date.
(d) In the event that	a firm is merged, otherwise combined, dissolved, or separated, the
sponsoring organiza	ation shall determine which firm is considered the successor firm.

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The successor firm shall retain its peer review status and the review due date. 28

29 (e) The board will accept extensions granted by the sponsoring organization to

complete a review, provided the board is notified by the firm within 15 days of the date

31 that an extension is granted.

- 1 (f) A firm that has been rejected by a sponsoring organization for any reason must make
- 2 a request in writing to the board for authorization to enroll in a program of another
- 3 sponsoring organization. Such request shall be made within 30 days of notification by
- 4 the sponsoring organization.
- 5 (g) A firm choosing to change to another sponsoring organization may do so provided
- 6 that the firm authorizes the previous sponsoring organization to communicate to the
- 7 succeeding sponsoring organization any outstanding corrective actions related to the
- 8 firm's most recent review. Any outstanding actions must be cleared and outstanding
- 9 fees paid prior to transfer between sponsoring organizations.
- 10 (h) An out-of-state firm practicing in this state pursuant to a practice privilege provided
- for in §901.461 of the Act (relating to Practice by Certain Out-of-State Firms) and
- 12 §517.1 and §517.2 of this title (relating to Practice by Certain Out of State Firms and
- 13 Practice by Certain Out of State Individuals) must comply with the peer review program
- 14 of the state in which the firm is licensed.
- 15 (i) An out-of-state firm practicing in this state pursuant to a practice privilege from a
- state without a peer review program must comply with §901.159 of the Act (relating to
- 17 Peer Review) and Chapter 517 of this title (relating to Practice by Certain Out-of-State
- 18 Firms and Individuals).
- 19 (j) An out-of-state firm practicing in this state pursuant to a practice privilege must
- 20 submit its peer review (or equivalent) documentation upon request of the board.
- 21 (k) Interpretive Comment. If a firm is subject to inspections pursuant to PCAOB and also
- 22 performs attest work not subject to such inspections, the firm must enroll in a peer
- 23 review program for review of its non-public company attest work in addition to the firm
- 24 inspection program required by the PCAOB.

1 2 3	CHAPTER 527 RULE §527.6 PEER REVIEW Reporting to the Board		
4	(a) A firm must submit to the board:		
5	(1) a copy of the peer review report and the FLOA from the sponsoring organization,		
6			
7	(2) a copy of the peer review report, the firm's LOR, the CAL, and FLOA if the report		
8			
9	(3) a copy of any final report resulting from any inspection by the PCAOB firm		
10	inspection program together with documentation of any significant deficiencies and		
11	findings and the firm's response.		
12	(b) Any report or document submitted to the board under this section is confidential		
13	pursuant to the Act.		
14	(c) Any report or document (collectively referred to as "documents") required to be		
15	submitted under subsection (a) of this section shall be filed with the board as provided		
16	below:		
17	(1) Peer review documents will be made available by the TSCPA for firms enrolled in		
18	the AICPA and TSCPA Peer Review Programs and administered by the TSCPA. Peer		
19	review documents will be made available by the TSCPA by posting such documents		
20	within 30 days of issuing its notice of acceptance to such firms on the FSBA web site.		
21	The reviewed firm must, within 10 days of receipt of the notice of completion from the		
22	TSCPA, complete the board's Peer Review Compliance Reporting form and submit it to		
23	the board along with the required documents.		
24	(2) Firms otherwise enrolled in the AICPA peer review program (including those whose		
25	peer reviews are administered by the NPRC, and state CPA societies fully involved in		
26	the administration of the AICPA Peer Review Program) must, within 10 days of receipt		
27	of the notice of completion from the sponsoring organization, complete the board's Pee		
28	Review Compliance Reporting form and submit it to the board along with the required		
29	documents. However, this requirement may be met by allowing the firm's peer review		
30	documents to be posted on the FSBA web site, with access granted to the board within		

30 days of issuing its notice of acceptance to such firms on the FSBA web site.

- 1 (3) Firms subject to the PCAOB permanent firm inspection program must, within 10
- 2 days of receipt of the notice of completion from the PCAOB, complete the board's Peer
- 3 Review Compliance Reporting form and submit it to the board along with the required
- 4 documents.
- 5 (d) The information required under subsection (c) of this section must be filed with the
- 6 board either by mail or electronically such as by fax, email, or FSBA web site.

<u>CHAPTER 527</u> RULE §527.7	PEER REVIEW Peer Review Oversight Board	
(a) The board shall retain the Peer Review Oversight Board (PROB) for the purpose of		
(1) monitoring sp	onsoring organizations to provide reasonable assurance that peer	
reviews are being	conducted and reported in accordance with the Standards	
promulgated by the	e AICPA Peer Review Board;	
(2) reviewing the	policies and procedures of sponsoring organization applicants as to	
their conformity wit	th the peer review standards; and	
(3) reporting to th	e board on the conclusions and recommendations reached as a	
result of performing	g the functions in paragraphs (1) and (2) of this subsection.	
(b) Information cor	ncerning a specific firm or reviewer obtained by the PROB during	
oversight activities	shall be confidential, and the firm's or reviewer's identity shall not be	
reported to the boa	ard. Reports submitted to the board will not contain information	
concerning specific	c firms or reviewers. Members of the PROB will be required to	
execute a confider	ntiality statement for the sponsoring organization which they oversee.	
(c) The PROB sha	Il consist of active licensed Texas CPAs in a number sufficient to	
meet the objective	s of this section as determined by the board. No member of the	
PROB shall be a c	urrent member of the board or one of its committees, the TSCPA's	
Peer Review or Pr	ofessional Conduct Committee, or the AICPA Professional Ethics	
Executive Commit	tees or Peer Review Board (including subcommittees). The members	
should have extens	sive experience in accounting and auditing and in the practice of	
oublic accountancy	y at the partner (or equivalent) level within the past five years. If a	
member is associa	ted with a firm subject to peer review, the member's firm must have	
eceived a report w	vith a rating of pass from its last peer review. Compensation of PROB	
members shall be	set by the board.	
d) The PROB sha	Il make an annual recommendation to the board as to the	
ualifications of an	approved sponsoring organization to continue as an approved	
sponsoring organiz	zation on the basis of the results of the following procedures:	
(1) Where the spo	onsoring organization is the AICPA/NPRC, state CPA societies other	
han Texas that are	e fully involved in the administering AICPA Peer Review Program, or	

- the PCAOB, PROB shall review the published oversight reports of those entities or
- 2 successors, to determine that there is an acceptable level of oversight;
- (2) Where the sponsoring organization is other than those listed in paragraph (1) of
 this subsection, PROB shall perform the following functions:
 - (A) At least one member of the PROB shall attend all meetings of each sponsoring organization's PRRC. Certain PRRC meetings may be conducted via telephone or video conference. In those instances, the PROB may join the conference call.
 - (B) During such visits, the PROB shall:

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- (i) meet with the organization's peer review committee during the committee's consideration of peer review documents;
- (ii) evaluate the organization's procedures for administering the peer review program;
- (iii) examine, on the basis of a random selection or other criteria adopted by PROB, a number of reviews performed by the organization to include, at a minimum, a review of the report on the peer review, the firm's response to the matters discussed, the sponsoring organization's FLOA outlining any additional corrective or monitoring procedures, and the required technical documentation maintained by the sponsoring organization on the selected reviews; and
- (iv) expand the examination of peer review documents if significant deficiencies, problems, or inconsistencies are encountered during the analysis of the materials.
- (e) In the evaluation of policies and procedures of sponsoring organization applicants,
 the PROB shall:
- 23 (1) examine the policies as drafted by the applicant to determine that they will provide 24 reasonable assurance of conforming with the standards for peer reviews;
 - (2) evaluate the procedures proposed by the applicant to determine that:
- (A) assigned reviewers are appropriately qualified to perform the review for the
 specific firm;
 - (B) reviewers are provided with appropriate materials;
- (C) the applicant has provided for consulting with the reviewers on problems arising
 during the review and that specified occurrences requiring consultation are outlined;
 - (D) the applicant has provided for the assessment of the results of the review; and

- 1 (E) the applicant has provided for an independent report acceptance body that
- 2 considers and accepts the reports of the review and requires corrective actions by firms
- 3 with significant deficiencies;
- 4 (3) make recommendations to the board as to approval of the applicant as a
- 5 sponsoring organization.
- 6 (f) Annually the PROB shall provide the board's Peer Review Committee with a report
- 7 on the continued reliance of sponsoring organizations' peer reviews. The PROB report
- 8 shall provide reasonable assurance that peer reviews are being conducted and reported
- 9 on consistently and in accordance with the Standards promulgated by the AICPA Peer
- 10 Review Board. A summary of oversight visits shall be included with the annual report.

1 2		CHAPTER 527 RULE §527.9	PEER REVIEW Procedures for a Sponsoring Organization		
3		NOLL 3327.3	Trocedures for a oponsoring Organization		
4	١	(a) To qualify as a sponsoring organization, an entity must submit a peer review			
5		administration plan to the board for review and approval by the PROB. The plan of			
6		administration must:			
7		(1) establish a PRRC and subcommittees as needed, and provide professional staff as			
8	needed for the operation of the peer review program;				
9	(2) establish a program to communicate to firms participating in the peer review				
10	program the latest developments in peer review standards and the most common				
11	findings in the peer reviews conducted by the sponsoring organization;				
12		(3) establish procedures for resolving any disagreement which may arise out of the			
13		performance of a peer	review;		
14		(4) establish procedu	res to resolve matters which may lead to the dismissal of a firm		
15	from the peer review program, and conduct hearings pursuant to those procedures;				
16		(5) establish procedu	res to evaluate and document the performance of each reviewer,		
17		and conduct hearings,	which may lead to the disqualification of a reviewer who does not		
18		meet the AICPA stand	ards;		
19		(6) require the mainte	enance of records of peer reviews conducted under the program		
20		in accordance with the	records retention rules of the AICPA; and		
21		(7) provide for period	ic reports to the PROB on the results of the peer review program.		
22		(b) A sponsoring organ	nization is subject to review by the board and the PROB.		
23		(c) The PCAOB is exc	empt from these requirements.		

February 17, 2022

F. Review of upcoming AICPA Peer Review Committee meetings

DISCUSSION: The AICPA Peer Review Board open session meetings for 2022 are noted as follows:

February 2, 2022 – Durham, NC or conference call May 4, 2022 – Durham, NC or conference call September 9, 2022 – Conference call November 16, 2022 – Conference call

If you are not registered to attend these conference calls and would like to do so, please contact Gloria Harewood at the AICPA at 919.402.4514 or by email at Gloria.Harewood@aicpa-cima.com. Identify yourself as a member of the Texas State Board of Accountancy Peer Review Committee.

RECOMMENDATION: None required

Review Meeting Agenda

February 17, 2022

G. Other Matters and Next Meeting

DISCUSSION: The Committee Chair will discuss the schedule for future meetings and make closing remarks.

RECOMMENDATION: None required

February 17, 2022

H. Adjournment

DISCUSSION: The chair will entertain a motion to adjourn.

RECOMMENDATION: None required