



**PUBLIC ACCOUNTANTS BOARD  
OF THE PROVINCE OF  
NOVA SCOTIA**

**BY LAWS**



## **(1) Definitions and Interpretations**

In these By-Laws:

- a) “Act” means the Public Accountants Act and words defined in the Act have the same meaning when used in these by-laws or standards;
- b) “affiliated provincial accounting body” means:
  - (i) for the Chartered Professional Accountants of Nova Scotia, any other provincial or territorial Chartered Professional Accountants in Canada, the Ordre des Comptables Professionnels Agréés du Québec, or any other provincial or territorial board, regulator or other body that licenses or certifies Chartered Professional Accountants in Canada to practice public accounting;
  - (ii) for the Institute of Chartered Accountants of Nova Scotia, any other provincial or territorial institute of Chartered Accountants in Canada, the Ordre des Comptables Professionnels Agréés du Québec, or any other provincial or territorial board, regulator or other body that licenses or certifies Chartered Accountants in Canada to practice public accounting;
  - (iii) for the Certified General Accountants of Nova Scotia, any other provincial or territorial Certified General Accountants body in Canada, the Ordre des Comptables Professionnels Agréés du Québec, or any other provincial or territorial board, regulator or other body that licenses or certifies Certified General Accountants in Canada to practice public accounting; and
  - (iv) for the Certified Management Accountants of Nova Scotia any other provincial or territorial Certified Management Accountants body in Canada, the Ordre des Comptables Professionnels Agréés du Québec, or any other provincial or territorial board, regulator or other body that licenses or certifies Certified Management Accountants in Canada to practice public accounting;
- c) “Board” means the Public Accountants Board of Nova Scotia,
- d) “candidate” means a person who is registered with a designated body in a professional accounting education program leading to a designation by the designated body.
- e) “capabilities” means the attributes held by a student, candidate or licensee that enables the student or licensee to perform their role, including, but not limited to: content knowledge, technical, functional, and behavioural skills, intellectual abilities including professional judgement, and professional values, ethics, and attitudes;
- f) “certified to practice public accounting” means certification, or authorization to seek to be licensed to practice public accounting in accordance with the provisions of the Act, that has been granted by an designated body;

- g) “chargeable hours” means hours normally chargeable to clients of a public accounting practice, provided that work of a routine clerical nature shall not be included in the computation of chargeable hours;
- h) “competency” means the demonstrated ability to perform relevant roles or tasks to the required standard, assessed by a variety of means, including but not limited to: work place performance, work place simulations, and written and oral tests of various types;
- i) “competency map” means the competencies specified by a designated body, including both the professional education program component and practical experience component, and which are required for certification or authorization to seek to be licensed to practice public accounting in accordance with the provisions of the Act. Such competencies, including any amendments thereto, can be subject to approval by the Board.
- j) “credit course” means a course that is recognized for credit towards the completion of an academic degree that is awarded by a degree granting institution of higher education, or a course that is recognized for credit towards the completion of a graduate diploma that is awarded by a university, or course(s) offered by a designated body that are established to the satisfaction of Board to be substantially equivalent to the level of courses offered by a recognized degree granting institution of higher education;
- k) “credit hour” means each classroom hour per week of a one term course at a recognized degree granting institution of higher education that is recognized as a credit towards an academic degree or university graduate diploma, and a one-term course typically constitutes three credit hours;
- l) “degree granting institution of higher education” means a post-secondary academic institution that is a member of the Association of Universities and Colleges of Canada or the Association of Canadian Community Colleges, or the equivalent national association in another country that is fully accredited by the appropriate regulatory authorities in Canada or the other country to grant degrees, and is recognized by the designated body; new universities or colleges not yet eligible for membership in the associations noted above may also be considered if they are established to the satisfaction of the Board to be substantially equivalent to an institutional member of such associations;
- m) “extra-provincial applicant” means a person who, at the time of the application to the Board for the granting of a licence, is a member of an affiliated provincial accounting body and holds a valid licence or certificate to practice public accounting granted by that affiliated provincial accounting body or is otherwise authorized to practice public accounting by that affiliated provincial accounting body;
- n) independence includes:
  - (i) independence of mind – the state of mind that permits the provision of an opinion without being affected by influences that compromise professional

judgment, allowing an individual to act with integrity, and exercise objectivity and professional skepticism;

- (ii) independence in appearance – the avoidance of facts and circumstances that are so significant a reasonable and informed third party, having knowledge of all relevant information, including any safeguards applied, would reasonably conclude a firm's, or a member of the assurance team's integrity, objectivity or professional skepticism had been compromised;
- o) "Grandfathered Licensee" means an individual who held a public accountants licence under the Act and was not a member of a designated body at the time of the coming into force of the (2016 amended) Act.
- p) "legacy designated body" means a Nova Scotia accounting body designated under the Act at the time of the coming into force of the (2016 amended) Act.
- q) "licence" means a licence to practice public accounting that has been granted to a member of an designated body by the Board in accordance with the provisions of the Act;
- r) "licensee" means a member of an designated body who is licensed to practice public accounting in accordance with the provisions of the Act.
- s) "mature student" means a person who is over the age of 25 and has at least three years of relevant accounting experience;
- t) "partnership" means a partnership of two or more members of a designated body, at least one of whom is a licensee;
- u) "practicing firm" means or refers to the organization or entity used by a licensee to conduct the practice of public accounting and includes a sole proprietorship, partnership, LLP, or a corporation pursuant to Section 22 of the Act.
- v) "practiced public accounting in a substantive way" has the meaning prescribed by the Board from time to time.
- w) "public representative" means a member of the public who is not a member, student, or employee of a designated body or its affiliates and who does not have any obligation, commitment, relationship or interest that could conflict with or may be perceived to conflict with his or her duties to or the interests of the designated body;
- x) "student" means a person who is registered with a designated body in a professional accounting education program leading to a designation by the designated body.

**(2) Officers of Board**

- a) The president, vice president, secretary and such other Officers appointed to and holding office shall serve for a term to be determined by the Board.
- b) Pursuant to Section 13A(1)(b) of the Act the Board shall nominate and appoint a Treasurer for a term to be determined by the Board.
- c) The Board shall fix terms and remuneration for Officers as the Board sees reasonable in the circumstances.
- d) Any Officer may be removed from their position for any reason by a 2/3 vote of the Board.
- e) Pursuant to Section 13A(1)(l) of the Act the Board may assign to Board members special duties over and above the regular duties of the Board as may be required to carry out the objects, responsibilities and duties of the Board and shall fix remuneration for those duties as the Board sees reasonable in the circumstances.

**(3) Licences issued under the Public Accountants Act**

- a) Pursuant to Section 14A(1) of the Act the Board may issue:
  - a. a Public Accountant Auditing Licence, or
  - b. a Public Accountant Licence.
- b) The issuance of licences are subject to and conditional on the provision of such information and documentation as required by these By-Laws and as prescribed by the Board in its Standards from time to time.

**(4) Public Accountant Auditing Licence**

- a) Individuals holding a Public Accountant Auditing Licence may perform any of the acts and functions involved in the practice of public accounting as defined in Section 2(1)(e)(i) and (ii) of the Act.

*Current licensees, including grandfathered licensees, with Current Public Accounting Experience*

- b) The Board may issue a Public Accountant Auditing Licence to individuals who satisfy the requirements of Section 14(1) or 14B(1) of the Act, who held a licence at the time of the coming into force of the (2016 amended) Act and who have practiced public accounting in a substantive way within the five years immediately prior to their application.

*Current licensees without Current Public Accounting Experience*

- c) The Board may issue a Public Accountant Auditing Licence to individuals who satisfy the requirements of Section 14(1) of the Act, who held a licence at the time of the coming

into force of the (2016 amended) Act, who have not practiced public accounting in a substantive way in the five years immediately prior to their application but where the designated body of which they are a member has certified that they have completed the Rules Governing Certification of Certain Members, as prescribed by the Board in its Standards from time to time.

*Qualified legacy designated body members with Current Public Accounting Experience*

- d) The Board may issue a Public Accountant Auditing Licence to individuals who satisfy the requirements of Section 14(1) of the Act, who did not hold a licence at the time of the coming into force of the (2016 amended) Act, but who would have been eligible for a licence under the provisions of the Act prior to the 2016 amendments and who have practiced public accounting in a substantive way within the five years immediately prior to their application. It is the responsibility of such individuals to provide verifiable evidence to the Board of their eligibility for a license under the Act prior to the 2016 amendments.

*Qualified legacy designated body members without Current Public Accounting Experience*

- e) The Board may issue a Public Accountant Auditing Licence to individuals who satisfy the requirements of Section 14(1) of the Act, who did not hold a licence at the time of the coming into force of the (2016 amended) Act, but who would have been eligible for a licence under the provisions of the Act prior to the 2016 amendments, who have not practiced public accounting in a substantive way in the five years immediately prior to their application but where the designated body of which they are a member has certified that they have completed the requirements of the Rules Governing Certification of Certain Members as prescribed by the Board in its Standards from time to time. It is the responsibility of such individuals to provide verifiable evidence to the Board of their eligibility for a license under the Act prior to the 2016 amendments.

*Qualified CPA's from audit stream with Current Public Accounting Experience*

- f) The Board may issue a Public Accountant Auditing Licence to individuals who satisfy the requirements of Section 14(1) of the Act, where their designated body has certified that they have satisfied the Pre-Certification Experience Requirements related to applicants seeking certification for eligibility to apply for a Public Accountants Auditing Licence, as prescribed by the Board in its Standards from time to time, and who have practiced public accounting in a substantive way within the five years immediately prior to their application.

*Qualified CPA's from audit stream without Current Public Accounting Experience*

- g) The Board may issue a Public Accountant Auditing Licence to individuals who satisfy the requirements of Section 14(1) of the Act, where their designated body has certified that they have satisfied the requirements of the Pre-Certification Experience Requirements related to applicants seeking certification for eligibility to apply for a Public Accountants

Auditing Licence, as prescribed by the Board in its Standards from time to time, who have not practiced public accounting in a substantive way in the five years immediately prior to their application but where the designated body of which they are a member has certified that they have completed the requirements of the Rules Governing Certification of Certain Members, as prescribed by the Board in its Standards from time to time.

*Qualified Extra-Provincial Applicant*

- h) The Board may require individuals applying or renewing a licence pursuant to section 14(D)(1) to provide such additional assurances and confirmations as deemed necessary to protect the public interest and maintain confidence in public accounting in Nova Scotia.
- i) Subject to By-law 10(h) and to the Standards prescribed by the Board from time to time regarding Certification of Persons Admitted to Membership from an Affiliated Provincial Accounting Body, the Board may issue a Public Accountant Auditing Licence to individuals who satisfy the requirements of Section 14D(1) of the Act and the licence or certification to practice public accounting issued to the individual by the affiliated provincial accounting body or bodies is not subject to any restrictions or limitations.

**(5) Public Accountant Licence**

- a) Individuals holding a Public Accountant Licence may perform any of the acts and functions involved in the practice of public accounting as defined in Section 2(1)(e)(i) and (ii) of the Act other than an audit engagement as set out in the applicable sections of the CPA Canada Handbook-Assurance.

*Qualified CPA's from review stream with Current Public Accounting Experience*

- b) The Board may issue a Public Accountant Licence to individuals who satisfy the requirements of Section 14(1) of the Act, where their designated body has certified that they have satisfied the Pre-certification Experience Requirements related to applicants seeking certification for eligibility to apply for a Public Accountant Licence, as prescribed by the Board in its Standards from time to time, and who have practiced public accounting in a substantive way within the five years immediately prior to their application.

*Qualified CPA's from review stream without Current Public Accounting Experience*

- c) The Board may issue a Public Accountant Licence to individuals who satisfy the requirements of Section 14(1) of the Act, where their designated body has certified that they have satisfied the Pre-certification Experience Requirements related to applicants seeking certification for eligibility to apply for a Public Accountant Licence, as prescribed by the Board in its Standards from time to time, who have not practiced public accounting in a substantive way in the five years immediately prior to their application but where the designated body of which they are a member has certified that they have



completed the requirements prescribed by the Board in its Standards from time to time regarding the Rules Governing Certification of Certain Members.

*Certain legacy designated body members*

- d) The Board may issue a Public Accountant Licence to individuals who satisfy the requirements of Section 14(1) of the Act, who did not hold a licence at the time of the coming into force of the (2016 amended) Act but who have practiced public accounting in a substantive way within the five years immediately prior to their application. Their practice of public accounting must have included review engagements as set out in the applicable sections of the CPA Canada Handbook-Assurance (or the CICA Handbook-Assurance as the case may be) and must have been subject to a practice inspection in the three year period immediately preceding their request to be certified to practice public accounting by the designated body. The designated body may conduct a practice inspection within the first year following the granting of the Public Accountant License if deemed necessary by the designated bodies certification to practice public accounting process.

*Qualified Extra-Provincial Applicant*

- e) The Board may require individuals applying or renewing a licence pursuant to section 14(D)(1) to provide such additional assurances and confirmations as deemed necessary to protect the public interest and maintain confidence in public accounting in Nova Scotia.
- f) Subject By-law 11(e) and to the Standards regarding Certification of Persons Admitted to Membership from an Affiliated Provincial Accounting Body, as prescribed by the Board from time to time, the Board may issue a Public Accountant Licence to individuals who satisfy the requirements of Section 14D(1) of the Act, and the licence or certification to practice public accounting issued to the individual by the affiliated provincial accounting body or bodies precludes the individual from conducting audit engagements as set out in the applicable sections of the CPA Canada Handbook-Assurance.

**(6) Licence period**

- a) The licence period is from January 1 to December 31.
- b) Applications for a new licence may be made at any time but regardless of the time of application the licence period ends on December 31 each year.

**(7) Licence Fees**

- a) The Board shall meet no later than the month of August to set the licensing fee or fees as may be applicable to be paid by individuals seeking renewal of a Public Accountant Auditing Licence or a Public Accountant Licence, or applying for a Public Accountant Auditing Licence or a Public Accountant Licence pursuant to the Act.

- b) Licence fees shall not be prorated, regardless of the date of issuance of the licence.

**(8) Applications and Renewals**

- a) Individuals making application for, or seeking the renewal of, a Public Accountant Auditing Licence or a Public Accountant Licence must complete such forms, provide required information and documentation, and remit such fees as may be prescribed by the Board, within the timelines established by the Board.
- b) Application and Renewal forms must be completed in their entirety and accompanied by the required information and documentation, and the prescribed fee, before being considered by the Board for the issuance of a license.
- c) The Board shall meet no later than the month of September to prescribe and approve the forms and documents required to be completed by applicants seeking the renewal of a Public Accountant Auditing Licence or a Public Accountant Licence and by new applicants for a Public Accountant Auditing License or a Public Accountant License.
- d) License renewals must be received by the Board no later than December 15 of the year preceding the renewal licence period.
- e) License renewals received after December 15 of the year preceding the renewal licence period and before January 31 of the licence period will be subject to a late filing penalty as may be prescribed by the Board.
- f) License holders whose renewals have not been received will be advised, by registered mail or by electronic communication with confirmation of receipt posted or sent no later than January 15 of the licence period, and addressed to their home or email address on file at that date, of the January 31 renewal deadline and their possible removal from the Roll.
- g) Licensees whose application for renewal has not been received by the Board before February 1<sup>st</sup> of the license period will be struck from the Roll.
- h) The date of receipt of a renewal application by the Board will be determined by the postmark date or date of the receipt of electronically filed applications.
- i) Notwithstanding By-Law 8(b), the Board may consider incomplete application as being received by the Board if the applicant makes reasonable and prompt effort to rectify deficiencies in the application.

**(9) Information and Documentation Required for All Applications**

- a) For the purposes of By-Laws 8(a) and (b), the information and documentation required to accompany an application for, or renewal of, a Public Accountant Auditing Licence or a Public Accountant Licence includes, but is not limited to:
  - i. their certification by a designated body, including members admitted from an affiliated provincial accounting body;

- ii. the member's eligibility for a public accountant auditing licence or a public accountant licence;
- iii. whether the member is in "good standing" with his or her designated body;
- iv. confirmation that the member has practiced public accounting in a substantive way within the immediate five years before applying for or renewing a license;
- v. the date of and results of the most recent practice inspection the member was a subject to;
- vi. the member's compliance with mandatory professional development;
- vii. whether the member is a subject of a complaint, investigation, disciplinary proceeding, disciplinary finding, order or settlement in respect of a disciplinary matter;
- viii. confirmation that the member meets any and all Standards as established by the Board from time to time.

**(10) Licensing Committee**

- a) Pursuant to Section 13F(1) of the Act the Board shall nominate and appoint three members of the Board, but not to include the Public Representative, to serve as a Licensing Committee.
- b) A member of the Licensing Committee shall serve for a term to be determined by the Board, or until they resign or are removed by the Board.
- c) A member of the Licensing Committee may be removed by a vote of 2/3 of the Board.
- d) The Licensing Committee will consider all new applications for, and/or applications for renewals of, a Public Accountant Auditing Licence or a Public Accountant Licence.
- e) The Licensing Committee may establish procedures, rules of order or processes for considering new applications or applications for renewals.
- f) The Licensing Committee shall meet as soon as reasonably possible following the receipt of an application to consider, approve or deny the application for a licence.
- g) The Licensing Committee shall assess the eligibility of an applicant for a licence. If requires, the Licensing Committee may request additional information from the applicant for the purposes of fully assessing eligibility for a licence.
- h) In extraordinary circumstances, as determined by the Licensing Committee, or in accordance with any Standards or Guidelines established by the Board, the Licensing Committee may exempt an applicant for a licence or renewal from any licensing requirement.
- i) The Licensing Committee may decide to:

- i. Issue a licence or renewal to an applicant;
  - ii. Issue a licence or renewal to an applicant subject to any terms, conditions or limitations the Licensing Committee specifies; or
  - iii. Deny an application for a licence renewal.
- j) Decisions of the Licensing Committee will be by simple majority.
- k) Quorum for the Licensing Committee is three members.
- l) The Licensing Committee may meet:
  - i. At a meeting scheduled exclusively for the Licensing Committee,
  - ii. Concurrently with a scheduled meeting of the Board,
  - iii. By telephone conference, or
  - iv. By electronic or internet communications.
- m) The Licensing Committee shall notify an applicant of its decision within 30 days of making that decision.
- n) The Licensing Committee shall provide written reasons when it denies an application for licence or renewal.
- o) Decisions denying the application for a Public Accountant Auditing Licence or a Public Accountant Licence by the Licensing Committee may be appealed by the applicant to the Application Appeal Committee, by completing any forms required by that Committee and setting out the reasons for the appeal in writing.
- p) An appeal must be received by the Board within 30 days of the applicant receiving the written reasons for the denial of his or her application for a licence or renewal.

**(11) Licensing Appeals Committee**

- a) The Board shall nominate and appoint two members of the Board including the Public Representative, to serve as a Licensing Appeals Committee.
- b) A member of the Licensing Committee shall not sit on the Licensing Appeals Committee.
- c) A member of the Licensing Appeals Committee shall serve for a term to be determined by the Board, or until they resign or are removed by the Board.
- d) A member of the Licensing Appeals Committee may be replaced by a 2/3 vote of the Board.
- e) The Licensing Appeals Committee shall:

- i. Review the Licensing Committee's reasons for denial of an application for a Public Accountant Auditing Licence or a Public Accountant Licence denied by the Licensing Committee;
  - ii. Review the reasons for the Appeal;
  - iii. Assess all of the information before the Licensing Committee and any new information that is available; and
  - iv. If necessary, request further information from the applicant.
- f) The Licensing Appeals Committee may establish procedures, rules or order and/or processes.
- g) The Licensing Appeals Committee may decide to:
  - i. Uphold the appeal and grant a licence or renewal;
  - ii. Uphold the appeal and grant a licence or renewal subject to any terms, conditions or limitations the Licensing Appeals Committee specifies; or
  - iii. Deny the appeal.
- h) Decisions of the Licensing Appeals Committee must be unanimous.
- i) The Licensing Appeals Committee shall notify the applicant of its decision within 30 days of making that decision.
- j) The Licensing Appeals Committee shall provide written reasons for its decision.
- k) The Licensing Appeals Committee shall meet as soon as reasonably possible following the receipt of an appeal of a decision of the Licensing Committee denying an application for a Public Accountant Auditing Licence or a Public Accountant Licence.
- l) The Licensing Appeals Committee may meet:
  - i. At a meeting scheduled exclusively for the Licensing Appeals Committee,
  - ii. Concurrently with a scheduled meeting of the Board,
  - iii. By telephone conference, or
  - iv. By electronic or internet communications.
- m) Decisions of the Licensing Appeals are final.

**(12) Other Committees:**

Pursuant to Section 13A(1)(c) of the Act the Board shall establish such other committees as may be required to carry out the responsibilities and duties of the Board.

**(13) Confidentiality and conflict of interest**

- a) It is the duty of members of the Board to maintain strict confidentiality on matters that come before the Board and to avoid conflicts of interest and to act at all times in the best interest of the Board.
- b) The Board shall develop a policy on Board members responsibilities with respect to confidentiality and conflict of interest and such policy shall be set out as an appendix to these By-Laws.
- c) On an annual basis, all Board members shall be provided with a copy of this policy and required to complete and sign the acknowledgment and disclosure form. All such completed forms shall be provided to and maintained by the Public Accountants Board of Nova Scotia.

**(14) Annual Audit**

The audit report on the accounts of the Board pursuant to Section 24(4) of the Act must be presented to the Board no later than three months following the end of the reporting year and shall be considered by the Board at its next meeting following receipt of the report.

**(15) Approval of the Roll**

Annually the Board shall approve the amended Roll of Public Accountants of Nova Scotia no later than February 28 of the applicable license year and subsequently at such times as may be required to update the Roll.

**(16) Public Accounting Standards – Purpose and Object**

- a) The Board may prescribe Standards pursuant to Section 6 of the Act in respect of designated bodies and their members licensed under the Act.
- b) The purposes of the Standards are:
  - i. to ensure that public accounting in Nova Scotia is practiced in accordance with Canadian and internationally respected public accounting practices;
  - ii. to serve and protect the public interest by ensuring the delivery of superior quality public accounting services; and
  - iii. to maintain public confidence in public accounting in Nova Scotia.
- c) The objective of the Standards is to oversee the regulation of public accounting in the public interest by:
  - I. developing Standards that a Nova Scotia accounting body must meet and maintain in order to be designated to certify or otherwise enable members to apply for a public accounting licence under the Act;
  - II. where considered necessary, raising such Standards;

- III. determining which Nova Scotia accounting body meets such Standards, when it meets them and whether the designated body continues to meet such standards after it is designated;
- IV. developing Standards and such other requirements that a member of a designated Nova Scotia accounting body must meet and maintain to be licensed to practice public accounting in Nova Scotia.

**(17) Licensee disclosure on providing public accounting services**

- (1) Individuals licenced to practice public accounting under the Act, when providing any accounting services in respect of a financial statement, or of any part of a financial statement or any statement attached to a financial statement, must disclose in any written statement, opinion or report, the fact that the person is licensed as a public accountant by use of the term "Licensed Public Accountant" following the name or initials of the accounting designation granted by their designated body.
- (2) Individuals licenced to practice public accounting under the Act, when providing any accounting services in respect of a financial statement, or of any part of a financial statement or any statement attached to a financial statement, as a member of a practicing firm, must disclose in any written statement, opinion or report where attributed by name to the practicing firm, the fact that the practicing firm holds a certificate of authorization by use of the words "Licensed Public Accountants" following the name or initials of the accounting designation granted by the firms designated body
- (3) Subject to Section 17(4), only individuals licensed to practice public accounting under the Act may sign any written statement, opinion or report attributed to the practicing firm.
- (4) Only individuals holding a Public Accountant Auditing Licence may sign an audit statement, opinion or report.

**(18) Review of Designated Bodies**

- a) Pursuant to Section 13D(1) of the Act, the Board may review and evaluate all such aspects of the operations of a designated body as deemed necessary to ensure compliance with and the maintenance of the Standards prescribed by the Board.
- b) The Board shall provide guidelines for the scope and requirements of each particular designated body's review.
- c) The Board shall engage individuals to conduct such reviews who are qualified. Qualifications shall be based primarily on the demonstration of previous experience in conducting independent reviews of accounting bodies for the purpose of evaluating professional standards maintained by the body with respect to public accounting practice standards in Canada.
- d) The evaluation of a designated body's compliance with and the maintenance of the Standards prescribed by the Board shall be based on prevailing Canadian and

internationally recognized public accounting practices that reflect the public interest in the delivery of superior quality public accounting services.

- e) In the event a Nova Scotia accounting body is designated without a review as prescribed in 18(a) above the Board shall require a review of all of the operations of the designated body within 12 months of designation. The Board shall not issue a public accounting licence to members of such an accounting body until such a review has been initiated and is complete and the Board is satisfied the body's standards are equal to or exceed the Standards as prescribed by the Board.

**(19) Duty to Report violation of Act**

Licencees under this Act shall promptly report to the Board any information concerning an apparent violation of the Act, unless such disclosure would result in:

- a. the breach of a statutory duty not to disclose;
- b. the loss of solicitor-client privilege; or
- c. the reporting of a violation that has already been reported.

Licencees knowingly failing to report violations of the Act may be subject to discipline in accordance with the Act.

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## **Appendix A**

### **Policy on Confidentiality and Conflicts of Interest**

It is the duty of members of the Public Accountants Board of Nova Scotia (the Board) to maintain strict confidentiality on matters that come before the Board and to avoid conflicts of interest and to act at all times in the best interest of the Board

#### **Fiduciary Duty**

Members of the Board owe a fiduciary duty to the Board. This includes:

- a duty of confidentiality;
- a duty to avoid conflicts of interest; and
- a duty to act in the best interests of the Board.

#### **Act in the Best Interests of the Board**

Board members are required to subordinate personal, individual, business, third-party, and other interests to the welfare and best interests of the Board, when making decisions or acting in the capacity of Board Member.

#### **Confidentiality**

All information and documentation received by Board members, whether from the Board or from others in connection with the Board member's service on the Board, shall be treated with strict confidentiality.

Neither the contents nor the existence of such information or documentation will be shared with anyone, except where necessary to fulfill the purposes and objectives of the Board and the *Public Accountants Act*.

#### **Conflicts of Interest**

Board members are required to avoid conflicts of interest.

Board members are expected to use common sense to avoid any and all conflicts of interest.

Information contained in this policy will help inform Board Members about what constitutes a conflict of interest, assist the Board in identifying and disclosing actual and potential conflicts, and help ensure the avoidance of conflicts of interest where necessary:

1. A conflict of interest is conduct, a transaction, an interest or a relationship that may conflict with a Board member's fiduciary obligations to the Board, or may appear to conflict with a Board member's fiduciary obligations to the Board.
2. Board members are expected to make full disclosure of all actual, potential or perceived conflicts of interest.

3. When a Board member discloses an actual, potential or perceived conflict of interest, disinterested Board members will determine whether a conflict of interest exists and what subsequent action (if any) is appropriate. During the discussion, Board member(s) with an actual, potential or perceived conflict will be recused.
4. The Board shall retain the right to modify or reverse any determination or action.

### **Interpretation of this Policy**

The Board retains sole authority to interpret, apply and enforce this policy.

### **Disclosure Form**

On an annual basis, all Board members shall be provided with a copy of this policy and will be required to complete and sign an acknowledgment and disclosure form. All completed forms shall be provided to the Board and retained for a three year period.

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## **Attachment to Appendix A**

### **Public Accountants Board of Nova Scotia Confidentiality and Conflict of Interest Policy and Disclosure Form**

#### **Fiduciary Duty**

As a member of the Public Accountants Board of Nova Scotia (the "Board"), I recognize that I owe a fiduciary duty of care to the Board.

I understand that this fiduciary duty of care includes:

- a duty to maintain confidentiality;
- a duty to avoid conflicts of interest, and to disclose conflicts of interest if they arise; and
- a duty to act in the best interests of the Board.

#### **Best Interests of the Board**

In my capacity as a Board Member, I agree to act at all times in the best interest of the Board, subordinating my personal, individual, business, third-party, and other interests to the welfare and best interests of the Board.

#### **Confidentiality**

All information and documentation that I receive from the Board and/or from others in connection with my service on the Board will be treated with strict confidentiality.

I will not share the contents or the existence of this information or documentation with anyone, except where it is necessary to further the purposes and objectives of the Board or the *Public Accountants Act*.

I will direct any questions regarding my confidentiality obligations to the president of the Board.

#### **Conflicts of Interest**

I understand that I have a duty to avoid conflicts of interest, and to disclose to the Board any conflict of interest that may arise.

I confirm that at the present time, I am not engaged in any conduct or transaction, and have no interest or relationship, that conflicts or may appear to conflict with my duties as a Board Member.

I agree to promptly notify the Board of any actual, potential or perceived conflicts of interest.

**Familiarity with Board Conflicts of Interest Policy**

I have read the Board's conflicts of interest policy and agree to comply fully with its terms and conditions at all times during my service as a Board member.

**Consideration**

I acknowledge and agree that my selection for service on the Board and the opportunities made available to me by serving on the Board constitute good and valuable consideration for entering into this agreement, the receipt and sufficiency of which I hereby acknowledge.

**In my individual capacity:**

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Name:

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Signature