



## THE SAMOA INSTITUTE OF ACCOUNTANTS

### RULES 2008

THE RULES to consolidate and amend the Rules 1995 and its amendments and continue to make provisions to govern membership, discipline, and other matters.

#### ARRANGEMENT OF RULES

	Rule No
Preliminary	1 - 2
The Council	3 - 20
Committees	21- 22
Proceedings and Powers of the Council	23 - 29
Register of Members	33 - 38
Common Seal	39 - 40
Members	46 - 59
Certificate of Public Practice	60 - 67
Temporary Certificate of Public Practice issued to non-members	68 - 69
Fundamental Rules	70
Suspension of members and disciplinary procedures	71 - 81
Practical Experience	82 - 83
Practice Review	84 - 87
Meetings	88 - 102
Audit	103 -108
Indemnity of Officers	109 -110
Interpretation and Alteration of Rules	111 -112
Examination Rules	

Pursuant to section 7 of the Samoa Institute of Accountants Act 2006, the Institute at its special general meeting held on 7 March 2008 hereby approved the following rules.

1. Short title and commencement - These Rules may be cited as the Samoa Institute of Accountants Rules 2008 and shall be deemed to come into force on the 7th day of March 2008.

2. Interpretation – (1) In these Rules, unless the context otherwise requires –

‘The Act’ means the Samoa Institute of Accountants Act 2006 and include any amendments thereof.

“Accounting Technician” means a member of the Institute, who under the rules of the Institute is entitled to use the designation “Accounting Technician”.

“Appeals Council” means the Appeals Council constituted under these rules.

“Certificate of Public Practice” means a certificate issued by the Council in accordance with the Rules of the Institute

“Institute” means the Samoa Institute of Accountants constituted under the Samoa Institute of Accountants Act 2006.

“Membership Committee” means the Membership Committee constituted under these Rules.

“Member” or “Member of the Institute” means a person admitted as a member of the Institute and, for the purpose of disciplining members of the Institute, includes any person holding a temporary certificate of public practice issued under these Rules.

“Overseas List” in relation to members of the Institute, means a list of members who are ordinarily resident beyond Samoa that is prepared in accordance with Rule 29

“Prescribed” means prescribed by the Council.

“Professional Conduct Committee” means the Professional Conduct Committee constituted under these Rules.

“Public Accountant” means a member of the Institute, who under the rules of the Institute is entitled to use the designation “public accountant”.

“Public Accountant in Public Practice” means a public accountant who is for the time being the holder of a certificate of public practice.

“Register” in relation to the Institute means the appropriate registers of members to be kept in accordance with the Rules.

“Resident” means a citizen of Samoa, or a permanent resident as defined under the Immigration Act 1966

“Secretary” means the Secretary to the Institute; and includes any officer for the time being performing the duties of Secretary.

“Temporary Certificate of Public Practice” means a certificate issued by the Council to non-members in accordance with the Rules of the Institute.

(2) Words importing the masculine gender include females. Words importing the singular number include the plural number and words importing the plural number include the singular number.

## COUNCIL

The Council	<p>3. (1). There shall be a Council of the Institute which shall consist of the following councilors, who shall be the officers of the Institute:-</p> <ul style="list-style-type: none"><li>(i) The President</li><li>(ii) Vice-President</li><li>(iii) The Treasurer</li><li>(iv) The Secretary; and</li><li>(v) Three other councilors</li></ul> <p>(2). No person shall be capable of holding office under subsection (1) of this section unless he is a member of the Institute who is not a Member of Parliament or an Accounting Technician referred to under rule 47(b) and is not suspended under the Rules.</p>
Terms of office of Councillors	<p>(3). Every member of Council, unless he sooner vacates his Office, shall hold Office until the next Annual General Meeting following the one at which he is elected to Office, and may from time to time be re-elected.</p>
Nomination of candidates for Council	<p>4. No member including a retiring member of Council shall be qualified to be elected a member of the Council unless a nomination paper in the form prescribed by the Council is lodged with the Secretary 7 days before the Annual General Meeting. The nomination paper shall be signed by two Public Accountants or any other combination of members which equates to not less than 2 full votes and by the person proposed for election consenting to nomination.</p> <p>The candidate being nominated must be present at the AGM.</p>
No election if correct number nominated	<p>5. If the candidates validly nominated are not more in number than the vacancies for Council, the persons so nominated shall as from the next Annual General Meeting be deemed to be duly elected members of the Council. If the number of persons nominated is less than the number of vacancies, then the Annual General Meeting shall nominate the remaining vacancies but those nominated shall give their endorsement.</p>
Election conducted by voting papers	<p>6. If the candidates validly nominated for Council before the Annual General Meeting or if the number nominated by the Annual General Meeting, are more in number than the vacancies, there shall be an election and it shall be conducted by means of voting papers as hereinafter provided.</p>
Scrutineers to be appointed	<p>7. If an election is necessary, the procedure shall be as follows:</p> <ul style="list-style-type: none"><li>(a) The Council shall, from members of the Institute other than the candidates, forthwith appoint two independent scrutineers of whom not more than one may be a member of the Council.</li><li>(b) If by death or refusal or incapacity to act the number of scrutineers be reduced below two, a member to fill each vacancy shall be forthwith appointed by the Council.</li></ul>
Voting paper	<p>8. The Secretary shall cause distribution to all members present in the Annual General Meeting voting papers upon which candidates'</p>

names are clearly noted.

Method and procedure for voting	9. Each member who votes shall leave uncanceled the name of every candidate for whom he desires to vote, and strike out the name of every candidate against whom he desires to vote; and shall forthwith place it in a sealed ballot box, which shall be carried around and opened by the scrutineers alone.
Voting rights	10. Each member who is a Public Accountant shall have 1 vote , and each member who is an Accounting Technician shall have ½ a vote.
Invalid papers	11. Should any member leave uncanceled upon his voting paper in respect of any office the names of more persons than there are vacancies to be filled, then his vote in respect of the election for the office shall be invalid.
Voting papers to be sealed by scrutineers	12. As soon as the voting papers have been examined and the result of the election has been ascertained by the scrutineers, the voting papers shall be marked by the scrutineers for identification and shall be retained by them for two weeks after the election when they shall be destroyed by the scrutineers.
Chairman to have casting vote	13. If there is an equality of votes the Chairman of the Annual General Meeting may give such casting vote (i.e. a second vote) as may be necessary to remove the equality and complete the election, and the casting vote shall be made under secrecy between the scrutineers and chairman alone, before results are disclosed to the meeting.
Scrutineers to sign a report and hand same to the Secretary	14. The scrutineers shall make and sign a report in which they state the total number of voting papers received, the number rejected, and the grounds for rejection, the total number of votes in favour of each candidate and the names of those who are duly elected, and shall hand the report to the Secretary at the Annual General Meeting.
Scrutineers report conclusive	15. The Scrutineers' report shall be sufficient evidence as to the fact of the election in the absence of evidence to the contrary. The Secretary shall advise under the direction of the Chairman, the meeting of the outcome of the vote.
Elections take effect from annual meeting	16. Elections under these Rules shall take effect as from the conclusion of the Annual General Meeting.
Vacation of office of member of Council	17. The office of a member of the Council shall be vacated: <ul style="list-style-type: none"><li>(a) If he ceases to be a member of the Institute, or if his membership is suspended for any period; or</li><li>(b) If he is absent from the meetings of the Council for more than three consecutive meetings without the consent of the Council; or</li><li>(c) If he becomes bankrupt, or suspends payment of his debts, or compounds with or makes an assignment of his property for the benefit of his creditors; or</li><li>(d) If he becomes a mentally defective person; or</li><li>(e) If he leaves permanently for overseas; or</li><li>(f) If he is found to have been guilty of any offence against section 13 and 14 of the Act and Rule 70 or of any conduct</li></ul>

for which his name may be removed from the Register; or

(g) If he becomes a member of Parliament.

Resignation  
of member of  
Council

18. A member of the Council may resign his office by sending in his resignation to the Secretary, and on its acceptance by the Council, but not until then, he shall cease to be a member of the Council.

Removal of  
member of  
the Council

19. The Institute may at any time, by a resolution passed by a majority of two-thirds of the votes of members present and voting at a special general meeting, remove any member of the Council from his office before the expiration of his period of office, for disability, insolvency, neglect of duty, or misconduct proved to the satisfaction of the meeting.

**PROVIDED** that if a poll is demanded as to the resolution for removal the like majority of two thirds shall be necessary on the taking of the poll for carrying that resolution; **PROVIDED** also that no such resolutions shall be passed unless the member of the Council concerned has been given notice in writing fourteen days before the meeting of the intention to propose the resolution.

Casual  
vacancy on  
Council

20. (1) In the event of any vacancy occurring in the Council between the date of one Annual General Meeting and that of another, the Council shall invite nominations from members by:

- (a) Upon the vacancy occurring, the Secretary shall, as soon as practicable, give notice thereof to each of the members and in the notice, which shall be dated, shall invite the nomination of a member to fill the vacancy; the publication in a newspaper of wide circulation shall satisfy this requirement;
- (b) All nomination papers shall be completed in the form prescribed in Rule 4 thereof, and must be received at the registered office of the Institute within 14 days of the date of the said notice;
- (c) In the event of only one valid nomination being received the member so nominated shall at the expiration of the said period of 14 days be deemed to be duly elected a member of the Council;
- (d) In the event of more than one candidate being validly nominated, the Council shall appoint a convenient date for the election in a special general meeting. The ballot shall with necessary modifications be conducted in like manner as the ballot provided for in Rules 7 to 15, subject in the case of equality of votes to a casting vote vested in the Chairman for the time being of the meeting. The member elected shall be deemed to take office immediately upon the declaration of the result of the said ballot;
- (e) In the event of no valid nomination being received within the said period of 14 days the remaining members of the Council shall have power to fill the vacancy from amongst the members of the Institute.

(2) Any person becoming a member of the Council in accordance with the foregoing provisions of this Rule shall hold office only until

the next Annual General Meeting. Pending the filling of any such casual vacancy the remaining members of the Council shall have full power and authority to carry on the business of the Council and exercise the powers conferred on the Council under the Act and these Rules.

## COMMITTEES

21. Pursuant to the relevant provisions of section 7 of the Act, the Council shall, at its first ordinary meeting after each Annual General Meeting, elect and establish the following committees:

- a) The Executive Board: To consist of the President, Vice-President, Treasurer and Secretary. The quorum of the Committee shall be three.
- b) A Professional Conduct Committee: To consist of four members of whom one shall be a Council member and three shall form a quorum, and which shall not include the President or the Vice-President.
- c) A Disciplinary Body: To consist of five members of the Institute, of which one is a council member but shall not include any member of the Professional Conduct Committee, of whom three shall form a quorum.
- d) An Appeals Council: Five members of Council who are not members of the Professional Conduct Committee or the Disciplinary Body shall be the Appeals Council.
- e) A Membership Committee: To consist of five members of the Institute and shall include the President and Vice-President as ex-officio. Two members of the Committee shall be in public practice and three shall be members not in public practice. The quorum shall be four.
- f) An Education Committee: To consist of six members of the Institute including the President and Vice-President, ex-officio, of which three members shall form a quorum, but decisions taken under a meeting of only three shall be unanimous to be effective.
- g) Practice Review Board: To consist of not more than five nor less than three members of which only one member shall be from the Council who also shall be chairman, and of which a majority of members shall form a quorum. A member of this Board shall not be a member of the Professional Conduct Committee or the Disciplinary Body.
- h) Any other Committee the Council may establish from time to time as it sees fit, for the advancement of the Institute goals.

22. (1) Each Committee refers to in Rule 21 (1) (a-h) shall at its first ordinary meeting following the Annual General Meeting, appoint (if the Chairman is not appointed by these rules) a Chairman who shall take office until the date of the next annual general meeting. The Chairman shall convene and preside over meetings, unless absent, and in such a case the meeting shall appoint an acting Chairman.

- (2) The Chairman of each committee shall have a deliberative vote and, in the event of an equality of votes, shall also

have a casting vote.

- (3) Each committee established by the Council pursuant to the powers conferred on it by these rules shall include at least one Councilor.

## PROCEEDINGS AND POWERS OF THE COUNCIL

Meeting of Council, how called	23. A meeting of the Council may at any time be called by order of the President or in the absence of the President from Samoa, or in the event of the President's incapacity through illness, or through the office of President being temporarily vacant, by the Vice-President, or at the request in writing, addressed to the Secretary, of two members of the Council.
Notice of Council meeting	24. Two clear days notice of a meeting of the Council, or ten hours; notice in a case of emergency, shall be delivered or sent to each member of the Council at his usual or last known address, and the notice shall, so far as practicable, contain a statement of the business to be transacted at the meeting. It shall not be necessary in any case to prove that the notice has been delivered or sent, but the same shall be taken as delivered or duly sent unless the contrary is shown, and the non-receipt of any notice by any member or the non-existence of any supposed emergency, shall not affect the proceedings of any meeting.
Chairman of Council	25. At all meetings of the Council, the President, or in his absence the Vice-President, shall be Chairman; and in the absence of both, the Chairman shall be elected from among those present.
Majority of Council to rule	26. At all meetings of the Council, the President, or in his absence the majority shall rule the minority (except where otherwise required by these Rules), and the Chairman shall have a deliberative vote and, in the event of an equality of votes, shall also have a casting vote.
Adjournment of meetings of Council	27. Subject to the provisions of the foregoing Rules, the Chairman of any meeting of the Council may, with the consent of the meeting, adjourn the meeting from time to time and from place to place; but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. No notice need to be given of an adjourned meeting unless it is so directed in the resolution or adjournment.
Quorum of Council	28. The quorum of the Council shall be four except as otherwise specially provided in these Rules.
Council Meetings Procedure and policy	29. (a) Councilors must keep all matters discussed in Council Meetings confidential unless specifically approved by Council for disclosure. (b) Decisions reached by Council in its meetings are a collective responsibility, irrespective of the movers of such decisions. (c) Where there is a conflict of interest involved councilors should declare their interest and not take part in decisions where their personal interests are affected.
Council allowances	30. Council members may be paid by way of honorarium such sum and may be granted such other benefit as the Institute may from time to time determine.

Receipts and payments 31. All money received by the Institute shall be paid into the account of the Institute at its bankers; and cheques or withdrawal slips drawn upon its bankers shall be signed by the Treasurer or other Council member authorised by the Council.

Investment of funds 32. All funds of the Institute not needed immediately for the ordinary purposes of the Institute may be invested in the name of the Institute in any authorised investments within the meaning of the Trustee Act 1975.

### REGISTERS OF MEMBERS

Registers of members to be kept 33. The Secretary shall establish and maintain the following registers of members:

- (a) A register of all Public Accountants
- (b) A register of all Accounting Technicians
- (c) A register of all Public Accountants in Public Practice
- (d) A register of all members resident overseas
- (e) A register of all persons issued with a temporary certificate of public practice under these rules.

Register to be opened for inspection 34. The registers kept under Rule 33 shall at all reasonable times be open to the public for inspection at the office of the Institute.

Publication of registers of members 35. The Council through the Secretary shall cause the registers of members up to the date of the annual general meeting to be published annually in the Savali or any Newspaper of wide circulation no later than 60 days after the annual general meeting. Any de-registrations thereto shall be published as soon as practicable.

Registration 36. The Secretary shall register any person approved by Council for registration in the above registers once fees and dues required in each case has been paid to the Treasurer. The register for overseas members shall be updated on receipt of reliable information from members of their location from time to time.

Members to advise changes 37. For the purpose of the preparation of the registers of members, each member shall inform the Secretary of any change of address or employment, to facilitate contacting members for purposes of the Institute.

Notices to members 38. All notices required by the Act or by these Rules to be given to any member shall be forwarded by post or such other means as Council determines to such address as may last have been entered in the records of the Institute; and proof that any such notice was properly addressed and stamped and put in the post or as documented shall be sufficient proof that the notice was given. Provided that if Council believes it is cost efficient to deliver these, then this may be done.

### COMMON SEAL

Custody of Common Seal 39. The Secretary or any other member of Council shall have custody of Common Seal under the control and authority of Council.



of Common Seal under the control and authority of Council.

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| Affixing the Common Seal  | 40. Except as otherwise provided in these Rules the Common Seal shall not be affixed to any instrument except by order of the Council; and every instrument to which the Common Seal is affixed shall be signed by any member of the Council, and countersigned by the Secretary or by any other person authorised by the Council.  |
| General powers of the Council   | 41. Subject to the provisions of the Act and these Rules, the Council may determine the duties, salaries, and remuneration of the solicitors, bankers, clerks, agents and other officers and servants of the Institute, and determined the securities (if any) to be taken from them or any of them, and may make such arrangements and enter into such agreements with them or any of them as the Council shall think fit. Subject to these rules and the Act, the Council, acting lawfully, may exercise all the other powers and functions of the Institute, except as to such matters as are by the Act or by these Rules to be transacted by or at a general meeting of the members of the Institute.  |
| Powers of Council to establish  | <p>42. (1) Council is empowered to approve from time to time the following designations for use by certain members holding the membership degree of Public Accountant in the Institute as prescribed under rule 48(1);</p> <ul style="list-style-type: none"><li>(a.) Fellow Public Accountant "FPA", when the council awards a senior member of the Institute in recognition for his valuable service to the community and the profession through his work as Public Accountant.</li><li>(b.) Public Accountant in Public Practice "PA(PP)", when a Public Accountant is issued with a Certificate of Public Practice.</li><li>(c.) Fellow Public Accountant in Public Practice "FPA(PP)" when a fellow member is issued a certificate of public practice.</li></ul>   |
| Misuse of designations or their abbreviations by members shall be unprofessional conduct. | <p>(2). The use of such designations or designatory letters by members of the Institute who are not members of such groups shall be deemed to be unprofessional conduct in terms of the Rules of the Institute.</p> <p>(3) The Council is empowered to authorise the issue of special certificates of membership to members of such groups, under such conditions as may be prescribed from time to time</p> <p>(4) Subject to the provisions of the Act and these Rules, Council may authorise the Education Committee to conduct additional post-qualification examinations in such subjects as the Education Committee may think fit, to make such provisions for the recognition of passes obtained in such examinations or other examinations of equal standing in whatever manner the Education Committee deems fit and to grant exemption for any subject or subjects passed in such other examination. The Coordinator organising these examinations shall be a member of the Education Committee.</p> <p>(5) Subject to the provisions of the Act and these Rules, and under such conditions as it deems fit, Council may authorise the prescribing of additional practical experience requirements for admission to a degree of the Institute</p> |

established in accordance with Rule 47.

Circular  
Resolution valid

43. A resolution in writing in an emergency situation forwarded to all members of the Council present in Samoa, and assent thereto signed by at least five of them, shall, on being recorded in the minute book of the Council, be as valid as a resolution duly passed at a Council meeting.
44. The Council is hereby empowered to draw up and issue a standard schedule of fees for professional services, as it deems appropriate from time to time.

Place of  
Registered Office

45. The Council shall decide the place of the registered Office, which shall be in the general business area of Apia.

## MEMBERS

Admissions to  
membership

46. All admissions and elections of members shall be by the Council and every applicant for admission or election to any degree of membership shall satisfy the Council of his having fulfilled the conditions specified by these rules or the Act in such manner as the Council requires, and shall also produce such evidence of his fitness to be so admitted or elected as the Council deems necessary. Subject to the provisions of the Act and these rules, the Council may in its absolute discretion, by resolution passed at a meeting of the Council at which meeting there are present and voting not less than five members of the Council, admit or elect to any degree of membership any person whom the Council considers to be of good character and reputation to be so admitted or elected.

Degrees of  
membership

47. There shall be four core degrees of members of the Institute, namely;
- (a) Public Accountant;- a member of the Institute who under the rules of the Institute is entitled to use the designation "Public Accountant" or the abbreviation "PA" instead .
- (b) Accounting Technician – a member of the Institute who under the rules of the Institute is entitled to use the designation "Accounting Technician" or the abbreviation "AT" instead.

Accounting Technician will demonstrate that you have achieved a certain level of education in accounting and possessed significant accounting skills and practical experience in the work of a Public Accountant in public practice or in commerce and industry or other recognized organizations.

A person who does not meet the educational standards to qualify as a Public Accountant can join the Institute as an Accounting Technician provided that person:

- holds a Diploma with a major in accounting; and
- has at least 10 years of work experience which involved the preparation or auditing of financial statements; and
- is of good character; and
- is willing to abide by the Rules and Code of Ethics of the Institute.

Application for membership must be addressed to the Secretary and shall include references from your current and previous employers and any other information as the Council may direct from time to time.

Accounting Technicians are not qualified under rule 60 for a certificate of public practice.

© Life Member-

The Institute may award Life membership to a fellow Public Accountant who is over 60 years of age and has retired or resigned from work and is no longer involved in commercial activities. A Life Member is not required to pay membership fee. The nomination for membership shall be in writing and signed by the candidate and by at least two Public Accountants to act as referees. Your referees need to have known of your work experience and of your contributions to the accountancy profession and the general public, and be willing to vouch for your suitability for a life membership.

- (d) Fellow- A member of the Institute who under the rules of the Institute is entitled to use the designation " Fellow" in connection with any other membership designation he is entitled to.

The Institute may confer fellow membership to a Public Accountant for outstanding contribution to the accountancy profession and/or service to the community. Designated by the letters FPA or FPA(PP) whichever is applicable, fellow membership demonstrates to the general public that your experience and continued high standards of professionalism and dedication are recognised by the Institute.

Designations of members

In order to become a fellow member, you must have a minimum of 10 years senior experience gained since becoming a Public Accountant. The nomination for fellow membership shall be in writing and signed by the person nominated and by at least two Public Accountants to act as your referees. Your referees need to have known of your work experience and of your other relevant contributions to the accountancy profession and the general public, and be willing to vouch for your suitability for fellow membership.

48. (1) A Public Accountant may be entitled also to use the following designations:

- (a) Fellow Public Accountant "FPA" when he is awarded a fellow membership;
- (b) Public Accountant in Public Practice "PA(PP)" when he is issued with a certificate of public practice;
- (c) Fellow Public Accountant in Public Practice "FPA(PP)" when a fellow member is issued a certificate of public practice.

Powers of the Membership Committee

49. (a) The Membership Committee shall have such powers and duties in respect of the approval of local bodies, and commercial, financial, industrial, professional and other undertaking or associations for the purposes of obtaining practical experience, the examination of applicants' qualifications for membership, whether in respect of practical experience or otherwise, and in respect of any matters concerning membership, as from time to time may be delegated to them by the Council.

Qualifications for

- (b) Every person is qualified for membership of the Institute who:-

membership	<p>i. Is a citizen of Samoa or a permanent resident as defined under the Immigration Act 1966; and</p> <p>ii. Has attained the age of 21 years; and</p> <p>iii. Is of good character; and</p> <p>iv. Holds the prescribed qualifications</p> <p>“Prescribed qualification” means qualifications prescribed from time to time by the Council, by notice published in the Savali or other Newspaper of wide circulation or contained in these rules.</p>
Recognised associations	<p>50. The following associations of accountants are hereby recognised for the purposes of subsection (b)(iv) of Rule 49:</p> <p>(a.) Institute of Chartered Accountants of Scotland;</p> <p>(b.) Institute of Chartered Accountants in England and Wales;</p> <p>(c.) Institute of Chartered Accountants in Ireland;</p> <p>(d.) Association of Certified and Corporate Accountants incorporated in the United Kingdom;</p> <p>(e.) Canadian Institute of Chartered Accountants;</p> <p>(f.) Institute of Chartered Accountants in Australia;</p> <p>(g.) Australian Society of Certified Practising Accountants;</p> <p>(h.) Institute of Chartered Accountants in Fiji;</p> <p>(i.) Institute of Chartered Accountants of New Zealand</p>
Duty of members to Observe the Code of Ethics	<p>51. Every person who is admitted to membership of the Institute shall undertake to observe the Institute’s Code of Ethics in force at the time of his admission and as amended from time to time by the Institute.</p>
Description of members resident locally and those overseas	<p>52. In accordance with these rules;</p> <p>(a) Each member of the Institute ordinarily resident in Samoa shall be known as and entitled to describe himself as a Public Accountant in public practice “PA(PP)” or a Fellow Public Accountant in Public Practice “FPA(PP)”, or a Public Accountant “PA” or a Fellow Public Accountant “FPA”, or an Accounting Technician “AT”, whichever is applicable ;</p> <p>(b) Each member of the Institute ordinarily resident beyond Samoa, when using the designations in (a) above to indicate his membership of the Institute, shall use each such designation with the word “(Samoa)” added immediately after.</p>
Life Members	<p>53. On the recommendation of the Council, only a Fellow member may be elected a Life Member at any general meeting of the Institute, and shall thereafter be entitled to all the privileges of membership without payment of annual fees. No member shall be elected a Life Member unless the resolution for his election is carried by a majority of three-fourths of those present at the general meeting when the same is proposed. There shall not be more than two life members of the Institute at any one time.</p>
Re-admission fees and penalties	<p>54. Where any member who may have resigned from the Institute, or whose name has been struck off the Register for non-payment of subscription and who has failed to apply for reinstatement within 12 months, if re-admitted, he shall pay a re-entry fee of \$200 together with such additional penalty as may be fixed by</p>

the Council, which penalty shall not exceed the sum which the applicant would have paid to the Institute by way of fees if he had remained a member.

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| De-registration for Non-payment of fees                                | 55. | <p>(a) Any member who has not paid the required membership fees 1 year after due date, shall, without exception, automatically be de-registered and subject to rule 54 and 56.</p> <p>(b) Any sum paid after its due date shall attract penalty interest of 10% flat rate.</p> <p>(c) For purposes of rules 55(a) and 55(b), the due dates for members' annual subscriptions and for public practice fees, are 28 February and 31 January each year respectively.</p>   |
| Due dates for membership subscriptions and public practice fees        |     |   |
| Liability for fees after removal of name from Register                 | 56. | Where in any year the name of any person has been removed from any register of members in consequence of the non-payment of his annual subscription the person shall nevertheless be liable to pay the amount of that year's subscription and any other sums due by him to the Institute and shall be liable otherwise as a member.   |
| No person is to become a member until entrance and membership fee paid | 57. | Where any person is approved for admission as a member of the Institute and does not pay the admission and membership fee prescribed by these Rules within two months after notice given him by post ( or other means) to pay the same, the admission or election shall be void.  |
| Members to receive copies of Act, these Rules and the Code of Ethics   | 58. | Every person becoming a member of the Institute, shall receive at ruling prices, a copy of the Act and of these Rules and of the Code of Ethics of the Institute and shall be bound by the Act and by these Rules and by the Code of Ethics in force at the time of his admission or election, and by any amendments or additions which may be made thereto from time to time.  |
|  | 59. | Upon a person being admitted to the Institute as a Public Accountant or an Accounting Technician, he shall, upon signing a receipt acknowledging the same to be the property of the Institute and upon surrendering any certificates as to degree of membership of the Institute he may have received or furnishing proof of the loss of the same, be entitled to a certificate as to degree of membership under Seal to which shall be affixed the signature of the President and the countersignature of the Secretary, and its issue shall be recorded in a register kept for that purpose |

## **CERTIFICATE OF PUBLIC PRACTICE**

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| Issue of certificates and ownership                    |     |  |
| Conditions for issue of Certificate of Public Practice | 60. | <p>(1) A Certificate of Public Practice shall be issued by Council to a Public Accountant who has satisfied the Council that he meets the following requirements:</p> <p>(a) Is Ordinarily resident in Samoa; and</p> <p>(b) Is a fit and proper person to offer accounting services to the public; and</p> <p>(c) Intends holding himself out as offering accounting services to the public as defined in the Act and these Rules and has an office or other suitable premises within Samoa from which to operate his practice; and</p> |

- (d) Has been a Public Accountant member of the Institute for not less than two (2) years; and
  - (e) Has within the preceding ten years had not less than three (3) years' acceptable experience in the office of a Public Accountant in Public Practice approved by the Membership Committee; and
  - (f) Does not hold a full time employment.
- (2) Nothing in rule 60(1) limits the Council from imposing any restrictions, terms or conditions on any Certificate of Public Practice issued under that section.
- (3) Where the license is granted under the requirement of Rule 60(f) and the certificate holder eventually becomes employed on a full time basis, the license shall automatically become void.
- (4) No member of the Institute shall have the right to offer accounting services to the public under the designation "Public Accountant" or under any other designation unless he is the holder of a certificate of public practice issued under Rule 60 and requirements of Rule 61 and in accordance with section 15 (2) of the Act
- (5) For the purpose of the above Rule, accounting services shall be deemed to include the offering of any of the services customarily offered by Public Accountants in public practice, including, inter alia, the offering of taxation services, estate planning and management advisory services or any other service which Council may resolve is deemed to be included from time to time.
- (6) For the purpose of this Rule, "holding out" shall include, inter alia, any action from which it may reasonably be inferred that the member is offering accountancy services to the public but shall not include services such as the undertaking of honorary unpaid church and social appointments, other than audit, family engagements or trusteeships.

Evidence of practice	61.	The Council may at any time resolve that a member is competent to be a Public Accountant in public practice and issue or cause to be issued a certificate of public practice in respect of that member, to take effect as from the date of the resolution. The member shall be liable for the fees payable by members so classified as from that date.
Power to require evidence	62.	It shall be competent for the Membership Committee or Council to require any member to produce such evidence as may be necessary to enable it to determine whether such member should be treated as a Public Accountant in public practice, and members shall supply all evidence that may be required by the Membership Committee or Council for that purpose.
When Certificate of Public Practice lapses	63.	Whenever any Public Accountant in public practice ceases so to practice, his certificate of public practice shall, ipso facto, lapse unless and until the Council resolves that he shall again be treated as a Public Accountant in public practice, and when such certificate of public practice lapses it shall be returned forthwith to the Institute.
Certificate to be surrendered	64.	Whenever any member of the Institute ceases to be ordinarily resident in Samoa his name shall forthwith be recorded on the overseas list until he resumes his ordinary residence in Samoa, and in the case of a Public Accountant in public practice he

shall forthwith on ceasing to be ordinarily resident in Samoa surrender his Certificate of Public Practice.

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| Agreement to review necessary             | 65. It shall be a condition of a member obtaining or holding a Certificate of Public Practice that the member agrees to submit to and cooperate in a review of the work performed by that member, or on that member's direction, such review to be carried out pursuant to Rules 84 to 87.   |
| Issue of a Certificate of Public Practice | 66. Upon a member being granted a practising certificate in terms of the provisions of rule 60 and 61 he shall, upon signing a receipt acknowledging the same to be the property of the Institute, be entitled to a practising certificate which shall entitle him to publicly practice the profession of accountancy as a member of the Institute. Every such certificate shall contain reference to the time, conditions specified under the rules and the Act under which it is issued, and shall be issued under the Seal of the Institute, and shall be signed by the President and countersigned by the Secretary. The issue of every such certificate shall be recorded in a register kept for that purpose . |
| Public Practice fees                      | 67. Each member of the Institute who is for the time being the holder of a certificate of public practice shall, in addition to the annual subscription, pay an annual practising certificate fee at not later than 31 January each year and of such amount as may from time to time prescribed by the Council provided that the Council may not vary the fee in any one financial year by an amount exceeding 20 percent of the then current fee unless the Council first obtains the approval of the Institute in general meeting to a variation in excess of 20 percent.  |

## **TEMPORARY CERTIFICATE OF PUBLIC PRACTICE ISSUED TO NON-MEMBERS**

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| Conditions and terms of issue for Temporary Certificates of Public Practice | <p>68. The conditions under which Council may issue a temporary certificate of public practice are as follows:</p> <ul style="list-style-type: none"> <li>(a) The applicant is a member of a professional accounting body specified under rule 50, who has a current certificate of public practice in his country issued by his professional body.</li> <li>(b) The payment of a fee as Council determines from time to time, soon after approval by Council of the application.</li> <li>(c) If after 45 days of notice to the applicant of acceptance of application and for payment of the necessary fee such fee still remains outstanding the approval shall then be rescinded.</li> <li>(d) All certificates issued shall only entitle the temporary practitioner to carry out work for a specific client or clients approved by the Council and on the terms and conditions upon which the certificate is issued. Solicitation of other work not approved by Council shall not be permitted.</li> </ul> |
| Issue of a Temporary Certificate of Public Practice                         | 69. In the event a person is granted, on application, a temporary certificate of public practice under rule 68, then, subject to rule 68(b) and 68(c), a letter from the Council advising the same is sufficient evidence of issue of the Certificate, and that letter shall constitute the certificate. It shall be necessary to set out the conditions of the issue of the certificate as the Council in its discretion determines in that letter, including any limitation   |

placed on the certificate and the time period the certificate is effective.

## FUNDAMENTAL RULES

### Fundamental Rules

70. The following Rules shall be deemed fundamental Rules of the Institute;

(a.) No member shall allow any person, firm, or corporation, not being a member of the Institute, to practise in his name as a public accountant in public practice.

(b.) Except with the consent of the Council or as hereinafter provided in subsection (g) of rule 70 no member shall:

- (i) Use a trade or association name under which to practice his profession; or
- (ii) Be a director or a shareholder in a Company incorporated under the Companies Act 1955 (NZ) or any other enactment which carried on or which under its memorandum of association is empowered to carry on a business of accounting or auditing; or
- (iii) Be a secretary or an employee of or offer any accounting, management, consultancy or other services to any such company in respect of which the principal financial benefit or the effective control is vested directly or indirectly in any one or more of the following persons, namely the member, any of his partners, his spouse, child, parent, brother or sister, or the spouse, child, parent, brother or sister of any such person.

For the purpose of this Rule a business of accounting or auditing shall be deemed to include the provision of any of the services customarily offered by public accountants in public practice: including inter alia, taxation, estate planning and management advisory services and any other service which the Council may from time to time resolve is deemed to be included.

(c.) No holder of a certificate of public practice shall, in any way, practise other than –

- (i) In his own name; or
- (ii) In the name or names of his partner or partners being Public Accountants in public practice; or,
- (iii) In a firm name under which he would be entitled to practise at the commencement of these Rules or which is derived from the names of present or former partners of the firm who are or were Public Accountants in public practice; Or
- (iv) In the name of any overseas firm of accountants with which he, his partner, partners of a firm has entered into a formal agency agreement approved by the Council pursuant to ethical provision EP7 of the Code of Ethics.

(d.) No member shall allow any person, firm or corporation (not being a member of the Institute) to practice in his name as a Public Accountant, nor shall he report on, certify or



express an opinion on accounts examined for the purposes of such report, certification or opinion by a person other than a member of his firm or of his staff, unless such other person is a member of the Institute, or of an association recognised under Rule 50.

- (e.) No member shall directly or indirectly allow or agree to allow any person who is not in partnership with the member to participate in the profits of the member's professional work; or accept or agree to accept any part of the profits of the professional work of another person or any commission or bonus thereon.
- (f.) No member shall directly or indirectly accept or agree to accept from an auctioneer, broker, or other agent employed for the sale or letting of or otherwise in dealing with any real or personal property in the management, administration, or disposal whereof the member or his partner or any of his partners is engaged, any part or proportion of or any commission or bonus on the charges payable to the auctioneer, broker, or agent, which is in the nature of a secret commission.
- (g.) Notwithstanding the provisions of subsection (a), (b), (c) and (d) above:
  - i. A member may be a director or a shareholder in an unlimited company formed for the purpose of acting as agents, nominees, trustees or attorneys, provided such company is operated in accordance with such conditions as are laid down by Council from time to time in the code of Ethics in connection therewith;
  - ii. A member may offer management advisory services either as proprietor, or as a partner of a business offering such services, or as a director, officer or shareholder of a limited or unlimited company, offering such services, and in any of the above capacities may associate with persons who are not members, provided such partnership or company is operated in accordance with such conditions as are laid down by Council from time to time in the Code of Ethics in connection therewith;
  - iii. A member may be a proprietor or partner of a business, or a director, officer or shareholder of a limited or unlimited company:
    - (1.) Which is formed for the purpose of owning a computer or lease thereof; or
    - (2.) Which is formed for the purpose of offering accounting and data processing work by computer

**PROVIDED** that in either case such partnership or company is operated in accordance with such conditions as are laid down by Council from time to time in the code of Ethics in connection therewith; and **PROVIDED** further that in every such case under this subsection (g) in which a member practises in partnership with a person who is not a member, the member will be considered responsible for and subject to the Disciplinary procedures prescribed by these Rules if the partnership or any partner thereof who is not a member of the Institute does or omits to do any act, deed, matter or thing

which if such last-mentioned partner or the other members of such partnership had been members of the Institute would have been a breach of the provisions of the Act and/or these Rules and/or the Code of Ethics of the Institute.

- iv. No Public Accountant in public practice shall either alone or in partnership directly carry on business as a land and estate agent, provided however that any member so carrying on business as aforesaid on 1 January 1984, may continue so to act for the duration of his membership of the Institute.

## SUSPENSION OF MEMBERS AND DISCIPLINARY PROCEDURES

Suspension of  
Disabled  
Members

- 71. Where after due inquiry the Council is satisfied that because of physical or mental disability any member is unable to perform his duties as a member or his duties as a public accountant in public practice and that it is in the public interest to suspend him from membership or practice as a public accountant in public practice, the Council may make an order that he be suspended from membership of the Institute or practice as a Public Accountant in public practice, or both, until he satisfies the Council that he is no longer incapacitated.

Disciplinary  
Powers and  
Procedures of the  
Disciplinary  
Bodies

- 72. (1) All complaints relating to the professional conducts of members of the Institute lodged with or referred to the Council or any Council member shall be referred by Council to the Professional Conduct Committee for investigation.
- (2) The disciplinary bodies in carrying out their duties shall have powers, obligations and protection as provided for under section 9 to 13 of the Act.
- (3) Where it appears to the Professional Conduct Committee, after making such inquiries as it thinks proper, that there is reasonable cause to make a charge of professional misconduct or of conduct unbecoming an accountant on any person who is a member of the Institute, it shall make that charge and refer the matter to the Disciplinary Body. The charge is to be served on the person concerned by the Disciplinary Body and;
  - (a) Specifying the charge in sufficient detail to enable him to prepare any defence; and
  - (b) Appointing a time not being earlier than 21 days after the notice is served on the member and a place at which the Disciplinary Body will proceed to hear and determine the charge.
- (4) If the Disciplinary Body is unable to serve the notice on the member because he cannot be found, or is abroad, it may effect service by publishing the notice in any Samoan newspaper of wide circulation, on 2 separate occasions at least 14 days apart, and the notice shall be deemed to be duly served on the date on which it is published for the second time.
- (5) The Professional Conduct Committee may appoint a barrister or solicitor or any member (who may be a member of the Professional Conduct Committee) to present its case against

the member charged.

- (6) Where the Disciplinary Body is satisfied that the notice has been duly served in accordance with this section, it may proceed to hear and determine the charge, whether or not the member appears to answer it.
- (7) The member against whom the charge is brought shall be entitled to be represented personally or by counsel, and to cross-examine witnesses called against him, and call evidence in his defence, and address the Disciplinary Body on the charge.
- (8) The Disciplinary Body may receive as evidence any statement, affidavit, declaration, document, information or matter that in the opinion of the Disciplinary Body may assist it to deal effectually with the matters before it, whether or not the same would otherwise be admissible in a Court of Law.
- (9) The Disciplinary Body may from time to time adjourn the hearing of any charge as it thinks proper and may reserve its decision.
- (10) After hearing the charge in accordance with this section, the Disciplinary Body shall decide whether the charge is proved or not proved.

Powers of  
Disciplinary Body  
where charge  
proved

73. Where the Disciplinary Body decides that any charge against a member is proved-

- (a) If the Disciplinary Body is satisfied that by reason of being guilty of the charge, the member is not a fit and proper person to be a member of the Institute or to practice as a Public Accountant in public practice or both, or if the member has been guilty of an offence involving dishonesty, the Body may make an order that

- I. The member's name be struck off any register;
- II. The member be suspended from membership in the Institute or practice as a public accountant in public practice or both, for such period not exceeding 5 years as the Body shall determine;

- (b) In every case, the Disciplinary Body may –

- I. Make an order that the member shall not practice as a certified Public Accountant on his own account, whether in partnership or otherwise, until on his further application he is authorised by the Council to do so;
- II. Make an order that the member shall pay to the Institute such fine, not exceeding \$5,000, as the Body shall determine;
- III. Censure the member; and
- IV. Make an order that the member pays to the Institute in respect of the costs and expenses of the inquiry and the investigation preceding it, such sums as the Body shall determine.

Interim  
suspension

74. At any time before the Disciplinary Body inquires into a charge against a member in accordance with Rule 72, the Disciplinary Body may of its own motion and without having to give notice to the member, order that he be suspended from membership in the Institute or practice as a Public Accountant or both, pending the

disposal of the charge, and the Disciplinary Body may in the same manner at any time revoke such order.

Notification of disciplinary decisions

75. Where the Disciplinary Body makes any order against a person, the Secretary shall forthwith –

- (a.) Note details of the order in any register affected by the order; and after 21 days,
- (b.) Cause details of the order to be published in the Savali or other Newspaper of wide circulation, as the Council determines. The report published shall in all cases include the name and address of the member concerned unless in a particular case the Council shall otherwise direct because of the existence of special circumstances.
- (c.) The Council may also cause reference to such decision to be published in the Annual Report of the Society in such manner and form as the Council sees fit
- (d.) Where the Council finds that a formal complaint has not been proved, the Council may make such publication (if any) as in the circumstances of the case it considers desirable.

76. In the event of the name of the person being removed from the Register, or of a person being suspended from membership of the Institute, his current certificate of membership and his current certificate of public practice, if any, shall be retained by the Secretary for cancellation or retention during his suspension, as the case may be.

77. In any case where the Disciplinary Body finds that a formal complaint has not been proved or that the name of a person shall not be removed from the Register or that a person shall not be suspended from membership, the Institute shall thereupon return the membership certificate and (where applicable) the certificate of public practice to such person.

78. Every person against whom the Disciplinary Body makes an order or decision under Rule 73 and Rule 74, may appeal to the Appeals Council for a review of the order or decision

79. Every appeal under Rule 78 shall be brought within 21 days after the making of the order or decision to which it relates, or within such further time as the Appeals Council may in any case allow, setting out clearly the grounds for the appeal.

Application for review

80. (1) Any member who is dissatisfied with the decision of the Disciplinary Body under Rule 73 may within 21 days after notice of the decision has given to him/her apply by notice in writing to the Council for a review of that decision, and which application for review shall state clearly the grounds for the Appeal.

- (2) On receipt of any such application the Appeals Council shall itself hear every application for review.
- (3) Every such hearing shall be held as quickly as possible, and the provision of Professional Conduct Committee shall apply to every such hearing.
- (4) Every such hearing shall be held at a time and place that is:(a) agreed to by the applicant or the representative (if any) of the

applicant and the Appeals Council; or (b) specify in a notice given by the Appeals Council not less than 7 clear days before the day appointed for the hearing.

- (5) The applicant, either personally or by a representative, or personally with a representative shall be entitled to be present at the hearing and be heard and to present any relevant evidence or submissions in support of the application.
- (6) All evidence and information so received shall be disclosed to every party and every party may comment upon such information or present evidence in respect of it.
- (7) The Appeals Council may receive any relevant evidence whether or not the evidence would be admissible in a Court of Law.
- (8) On the completion by the Appeals Council of the hearing of an application, the Council shall give its decision thereon.
- (9) Notice of the decision shall be given to the applicant by the Appeals Council, and where a decision against which the applicant may appeal to the Supreme Court, the reasons thereof shall be stated and shall be delivered in writing.
- (10) Subject to the provisions of this rule and to any rules or procedures lay down by the Appeals Council, the procedures at a hearing shall be as the Appeals Council determined.

81. If any person ceases for any cause whatsoever to be a member of the Institute, he shall not nor shall his representatives or partners have any interest in or claim against the funds or property of the Institute.

#### **PRACTICAL EXPERIENCE**

82. Before admission to full membership of the Institute, the Council must be satisfied that the candidate:

- (a.) Has had not less than three years relevant practical accounting experience, in the service of a Public Accountant in public practice or in a public sector or private sector organisation, which in the opinion of the Membership Committee is satisfactory experience in terms of practical experience guidelines approved from time to time by the Council.

**PROVIDED** that relevant practical accounting experience shall include accounting teaching experience at a university or other educational institution, such experience being acceptable to the Membership Committee; And

- (b.) Has had not less than twelve months advanced professional experience within the period specified in paragraph (a) of this Rule that embraces responsibility for:

- (i.) Exercising judgment:

- (a) In the determination of financial position and results of operations for a business or administrative organisation, or

- (b) In the process of forming an opinion on the fairness of financial position and results of operations as presented by a business or administrative organisation; or

- (ii.) Involvement at a senior level in financial management in a

business or administrative organisation such as:

- (a) Making decisions from interpretation of accounting information, or
  - (b) Design and implementation of management information systems, or
  - (c.) Assessing the implications of tax rules, economic trends or other financial indicators for optimal results from business activity, or
  - (d) Determining the costs and benefits from involvement in projected activities; or
- iii. Other accounting, advisory, consulting, teaching, or related work not otherwise specified, which calls for the exercise of appropriate professional knowledge and skill which, in the opinion of the Membership Committee, justifies admission.

**PROVIDED** that the Membership Committee shall normally require the advanced professional experience to be obtained during twelve months continuous employment with the same employer and after completion of the examination requirements of the Institute; **AND PROVIDED FURTHER** that the advanced professional experience shall be obtained within ten years preceding the application for full membership of the Institute

83. Any member of the Institute at the date on which these Rules come into force who may, for adequate reasons, wish to obtain evidence that in the opinion of the Membership Committee of the Institute he has fulfilled the practical experience requirements specified in these Rules may, on appropriate evidence being adduced, obtain a memorandum from the Institute to that effect.

#### **PRACTICE REVIEW**

Functions of the Practice Review Board

84. The Practice Review Board shall act on behalf of the Council in the supervision of practice review for the maintenance of proper professional standards by members holding a certificate of public practice.

Practice Review Board procedures

85. The Council may from time to time specify the work, which is to be subject to practice review and the procedures to be followed by the Practice Review Board in carrying out its duties under these rules.

Powers of practice review

86. The Practice Review Board, in carrying out its duties, shall have the power:
- (a.) To carry out a program of practice review in accordance with the procedures as specified by the Council from time to time; consistently and uniformly applied.
  - (b.) To require the cooperation of any member and the production of any working papers, files, books, documents or other material in the member's possession, custody or control, which it may require from time to time and which are directly relevant to the work of the Board;
  - (c.) To retain the services of any persons under contract to the Institute approved by Council to undertake practice reviews and to authorise those persons to interview any member and

to examine any working paper, files, books, documents or other material that are directly relevant to the work of the Board;

- (d.) To determine that no review of work performed by a member be carried out;
- (e.) To lodge a complaint with the Professional Conduct Committee if in the opinion of the Board the practice review of a member had disclosed a failure to maintain professional standards that is sufficiently serious as to reflect adversely upon the professional competence, reputation or integrity of the member;
- (f.) To communicate on areas needing improvement to reviewed members on a confidential basis.

Obligations of  
members of  
practice Review  
Board

87. No member of the Practice Review Board and no person acting on behalf of the Board shall communicate any matter, or information, arising out of or obtained in the course of a practice review, or any report of such practice review, to any other person except.

- (a.) if, as a result of a practice review, the Practice Review Board is of the opinion that a complaint should be lodged with the Professional Conduct committee and the Board determines that any such matter, information or report may be disclosed to the Professional Conduct Committee or Disciplinary Body; or
- (b.) as may be required by a court of competent jurisdiction; or
- (c.) as may be required by statutory authority; or
- (d.) with the consent of the Practice Review Board and the person to whom the matter relates.

## MEETINGS

Annual Meeting	General	88. The Annual General Meeting of the Institute for transaction of the ordinary general business of the Institute, and for the reception and adoption of the annual report and accounts of the council, made up to 31 December preceding the date of the Annual General Meeting with the auditor's report thereon, shall be held in Samoa between the first day of February and thirty-first day of March inclusive in every year on such day and place as the Council may from time to time determine. Any other business before the meeting, can be transacted.
Special Meetings	General	89. The Council may, whenever it thinks fit, call a special general meeting of the Institute, and shall do so within twenty eight days from date of the receipt by them of a requisition in writing signed by not less than ten percent of members, and stating the object of the proposed meeting. The notice calling the meeting shall state the business to be transacted and the terms of any resolution to be proposed.
Notice of General Meetings		90. The Secretary shall, not less than fourteen clear days before each annual general or special general meeting of the Institute, send to each member a notice mentioning the day, place, and hour of meeting, and the business to be transacted thereat, and in the case of the annual general meeting, together with a copy of the annual report and accounts of the Council, with the auditor's report thereon. The non-receipt of any such notice by any member shall not invalidate the proceedings of any meeting.
Members' rights No proxies allowed	voting	91. At all meetings of the Institute each member holding the degree of Public Accountant shall be entitled to one vote and each Accounting Technician member shall have ½ a vote.  92. Members shall vote at any meetings of the Institute personally
Voting procedures on matters not already prescribed in these rules		93. Voting at all meetings, for any matter not prescribed by these rules, shall be secret, unless otherwise approved by the meeting, except for elections, and conducted under procedures prescribed by Council from time to time which shall include independent scrutineers from members of the Institute, appointed by the Council or appointed by the meeting at the delegation of Council.
Chairman of the meetings		94. At all meetings of the Institute, the chair shall be taken by the President, if present; failing him, by the Vice-President, if present, and failing him by any member of the Council, who shall be chosen at the meeting, or in the absence of all of them, then from among the members present.
Quorum of meetings		95. At the Annual General Meeting, unless fifteen members are present within half an hour after the time appointed for the meeting, the meeting shall stand adjourned until such date as the person in the chair may direct, and unless fifteen members are present within half an hour after the time appointed for the adjourned meeting, those present shall be deemed to form a quorum. At a special general meeting, unless fifteen members are present within half an hour after the time appointed for the meeting, the meeting shall thereupon be dissolved.
Adjournment of meetings	of	96. Subject to the provisions of the foregoing Rules, the Chairman of any meeting of the Institute may, with the consent of the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which



the adjournment took place. No notice need to be given of an adjourned meeting unless it is so directed in the resolution for adjournment.

Motion carried on declaration of Chairman unless poll is demanded	97. At any general meeting, unless a poll is demanded by at least five members, a declaration by the Chairman that a resolution has been carried and an entry to that effect in the books of proceedings of the Institute shall be sufficient proof of the fact without proof of the number or the proportion of the votes recorded in favour of or against the resolution.
If poll is demanded this is to be taken as Chairman directs	98. If a poll is demanded by five or more members it shall be taken in such manner as the Chairman directs, and the result of the poll shall be deemed to be the resolution of the Institute in general meeting. In the case of equality of votes at any general meeting the Chairman shall be entitled to a second or casting vote in accordance with Rule 13.
Demand for Poll not to prevent other business	99. The demand for a poll at a meeting shall not prevent the transaction of any business other than that on which the poll has been demanded.
Appointment of scrutineers where poll demanded	100. At every meeting of the Institute at which a poll is demanded, the meeting shall appoint two of their members as scrutineers.
Minutes to be kept	101. Minutes shall be recorded in proper books to be provided for the purpose of all resolutions and proceedings of meetings of the Institute; and every minute signed by the Chairman of the meeting to which it relates or by the Chairman of a subsequent meeting shall be sufficient evidence of the facts therein stated.
Conflict of Interest	102. It shall not be permissible for any member to participate in discussion or voting in a meeting, when that member has an interest in the matter before the meeting for discussion and voting upon. Provided; that matters affecting members in relation to fees and subscriptions and selection of Council members shall be the exception to this rule.

## AUDIT

Appointment of auditor	103. The Institute shall at each annual general meeting appoint from among its members in public practice an auditor or auditors to hold office from the conclusion of that meeting until the conclusion of the next annual general meeting
Casual vacancy in office of auditor	104. The Council may fill any casual vacancy in the office of auditor, but while any such vacancy continues, the surviving or continuing auditor or auditors, if any, may act.
Remuneration of auditor	105. The remuneration of the auditor or auditors shall be fixed each year in annual general meeting, but only upon a proposal from the Council of the fee to be approved; provided however, that no proposal from the Council is required if the fee that is put forward by the meeting for approval remains the same as the previous year.
Accounts to be delivered To auditor	106. Not less than thirty days before each annual general meeting, the Council shall deliver to the auditor the accounts of the then last financial year, and the auditor shall examine those accounts and the books of the Institute, and report thereon, not less than twenty-one days before the date of the meeting.
	107. The Institute may at any time by a resolution passed by a

Institute may remove auditor

majority of two- thirds of the votes of members present and voting at a special general meeting, remove any auditor from his office before the expiration of his period of office, and may, by a resolution passed by a majority of the votes of members present and voting at that meeting, elect another qualified person in his stead:

**Provided**, that the Auditor is given notice of such a resolution not later than 14 days before the meeting and provided that he is given the right to be heard at the meeting.

**Provided** also that if a poll is demanded as to the resolution for removal the same majority of two thirds shall be necessary on the taking of the poll for carrying that resolution. The person so elected shall hold office during such time only as the member in whose place he was elected would have been entitled to hold office if he had not been removed.

Independence

108. It shall not be permissible for the Auditor to be a part of any Committee of the Institute or involve in the administration of any aspect of the Institute.

#### INDEMNITY OF OFFICERS

109. Every member of the Council and of each committee established under the Act and these rules, and the auditor, and every other officer of the Institute shall be indemnified by the Institute from all losses and expenses incurred by him in or about the discharge of his duties, except such as happen from his wilful default.

110. Neither any member of the Council nor of any committee established under the Act or these rules, nor the auditor, or any other officer of the Institute, shall be liable for any other members of the Council or any such committee or the auditor, Secretary, or any other officer, or for joining in any receipt or document, or for any act of conformity, or for any loss or expense happening to the Institute, unless the same happen from his own wilful default.

#### INTERPRETATION AND ALTERATION OF RULES

Alterations to Rules can only be made at general meeting

111. (1) Notwithstanding anything herein before contained, alterations to the rules shall be made only by a resolution passed at a general meeting of the Institute.

(2) A notice of motion with regard to an alteration to the Rules shall not be considered at any general meeting unless such notice was lodged with the Secretary not less than twenty-eight days before such meeting.

(3) If any alteration to the Rules is approved at a general meeting, pursuant to this Rule, it becomes effective immediately upon the passing of such resolution at such general meeting.

Revocations and savings

112. (1) All rules of the Institute that were subsisting immediately before the passing of the resolution by which these Rules were made are hereby revoked.

(2) The revocation of any provision by these Rules shall not affect any document made or any thing whatsoever done or any liability incurred under the provision so revoked or under any

corresponding former provision, and every such document or thing or liability, so far as it is subsisting or in force or incurred at the time of the revocation, and could have been made or done or incurred under these Rules, shall continue to have effect as if it had been made or done or incurred under the corresponding provision of these Rules and as if that provision had been in force when the document was made or the thing was done or the liability was incurred.

## **EXAMINATION RULES**

### **Part 1 – General**

- 1.1 These rules shall be called the Samoa Institute of Accountants Final Qualifying Examination Rules. Council is empowered to make amendments to these examination rules as it sees fit from time to time.
- 2.1 These rules are made for the orderly conduct of the examination.
- 3.1 In these rules, unless the context otherwise requires; the Education Committee means the Education Committee appointed by the Council pursuant to Sections 5 © and 7(2) of the Samoa Institute of Accountants Act. The FQE Coordinator means the person appointed by the Education Committee to administer the Final Qualifying Examination on behalf of the Institute and to maintain the pre-membership records of the Institute.
- 4.1 The examination to be conducted under these rules is the Final Qualifying Examination of the Samoa Institute of Accountants.

### **Part 2 – Final Qualifying Examination**

#### **Examination Pre-requisites**

- 2.1 No candidate shall be entitled to sit the Final Qualifying Examination unless he has fulfilled the academic requirements for admission to the Institute, which from and after shall be 31 December 2001.

(1). Completion of a Bachelor of Commerce Degree from the National University of Samoa

OR

(2). Completion of an undergraduate degree or higher with a major in accounting from a tertiary Institution recognised by the Institute.

#### **Eligibility for Entry**

2.2 Any person resident in Samoa who:

- (a) Possesses one of the pre-requisite qualifications specified in clause 2.1 above, and

- (b) Has not been disqualified from entering and is eligible to enter the Final Qualifying Examination, and
- (d) Has had their eligibility to sit the Final Qualifying Examination confirmed by the Education Committee, and
- (e) Has paid the registration and examination fees as stated on the prescribed forms by the prescribed dates as may be required by the Education Committee from time to time, and
- (f) Has not failed the examination three times is eligible to enter the examination

2.3 There will be no examination centres outside of Samoa

### **Acceptance of Examination Entries**

2.4 An entry in the examination will not be accepted by the Education Committee unless it complied with clause 2.2.

### **Subject Matter of the Final Qualifying Examination**

2.5 The Final Qualifying Examination will examine on topics contained in the prescription for the Final Qualifying Examination and approved by the Education Committee

### **Prescription for the Final Qualifying Examination**

2.6 The prescription for the Final Qualifying Examination as specified by the Education Committee of Council from time to time as set out in the Examination Handbook.

2.7 Each examination paper will be of 3 hours duration with an additional reading time as stated on the examination paper.

### **Pass Mark**

2.8 The pass mark for the Final Qualifying Examination will be 65% which has regard to the degree of mastery expected or candidates of the subject matter contained in the prescription for the Final Qualifying Examination.

### **Pass with Distinction**

2.9 A candidate who the tops the Final Qualifying Exam and achieves a mark of 90% or more demonstrating exceptional competence will be awarded a 'Pass with Distinction'

## **Part 3 – Conduct of the Final Qualifying Examination**

### **General**

3.1 Examinations will be conducted once each year in October or November. The examination centre may be established in any place at the discretion of the Institute, subject to the number of candidates. Candidates will be notified by the Institute of the dates and venues for the examination.

- 3.2 In written examinations, the candidates shall write out answers in the presence of a supervisor who shall be appointed by the Committee, and who shall act in accordance with the Committee direction to him or her.
- 3.3 No candidate shall communicate with an examiner in regard to an examination except through the Committee.
- 3.4 Examination scripts of candidates shall be kept in safe custody until six months following the examination and shall then be destroyed.
- 3.5 All fees prescribed by these rules may from time to time and at any time be increased or reduced by the Institute.

### **Withdrawal from the Examination**

- 3.6 A candidate may withdraw from an examination by notifying the Final Qualifying Examination Coordinator in writing of his or her intention to withdraw. Candidates intending to withdraw shall be required to ensure that their notification is in the hands of the Final Qualifying Examination Coordinator 21 days before the examination date. There will be no refund of the examination fee. A candidate who does not withdraw and does not attend the examination will be awarded FAIL.

### **Reconsiderations**

- 3.7 By making application to the Education Committee not later than two (2) weeks from the date of the release of the examination results, a candidate may have his or her scripts reconsidered by the examiners. Any such application shall be accompanied by the fee for the time being prescribed by the Council.
- 3.8 Any such reconsideration shall cover only a careful re-marking of the scripts and no information relative to any application for reconsideration shall be placed before the examiners.

### **Aegrotat Passes**

There shall be no Aegrotat passes.

### **Part 4 – Examination Facilities**

- 4.1 All examination scripts shall be on stationery approved or provided by the Examination Coordinator.
- 4.2 Calculators are permitted to be used in the examination provided that they:
  - (a) Are of pocket or desk top size, self-contained and fully portable; and are silent in operation;
  - (b) Have their own power supply;
  - (c) Do not have printout facilities;
- 4.3 International Accounting Standards, International Auditing Standards and Auditing Guidelines, and any other technical

pronouncement approved by the committee may be taken into the examination room and used by candidates.

4.4 Any publication used in the examination as provided for in clause 4.3 may contain added underlining, highlighting or sidelining of words or passages, but may not contain any added written or printed or typewritten matter or diagrams or drawings. Deletions may be made provided this is done by a line or lines drawn or ruled through the section concerned.

4.5 Any publication approved for use pursuant to clause 4.3 must be produced for inspection on entry into the examination room, and at any other time during the examination when requested by the supervisor.