HEARING

DISCIPLINARY COMMITTEE OF THE ASSOCIATION OF CHARTERED CERTIFIED ACCOUNTANTS

REASONS FOR DECISION

In the matter of:	**Mr Michael Charles Keatley**
Heard on:	**Wednesday, 28 October 2026**
Location:	**Remotely via Microsoft Teams**
Committee:	**Mr Steven Chandler (Chair)** **Mr George Wood (Accountant)** **Dr Jackie Alexander (Lay)**
Legal Adviser:	**Miss Juliet Gibbon**
Persons present and capacity:	**Mr Leonard Wigg (Case Presenter)** **Mr Michael Charles Keatley (Member)** **Ms Aimee Murphy (Hearings Officer)**
Outcome:	**Allegations 1a, 1b, 2a, 2d, 3a – proved.**
Sanction:	**Severe Reprimand**
Costs:	**£7,591.00**

PRELIMINARY

1. The Disciplinary Committee ("the Committee") convened to consider an allegation of misconduct against Mr Michael Keatley. The Committee had a bundle of papers numbered pages 1 to 325 and a service bundle, numbered pages 1 to 15. It was provided with simple and detailed costs schedules and a Statement of Financial Position completed by Mr Keatley at the sanction and costs stage.

2. Mr Leonard Wigg represented ACCA. Mr Keatley attended the hearing but was not represented.

APPLICATION

3. Mr Wigg informed the Committee that in his correspondence with ACCA Mr Keatley had made reference to [PRIVATE]. He therefore invited the Committee to hear those parts of the evidence in private.

4. The Committee accepted the advice of the Legal Adviser who referred it to Regulation 11 of The Chartered Certified Accountants' Complaints and Disciplinary Regulations 2014, as amended ("the Regulations"). It determined that matters that relate to [PRIVATE] should be heard in private.

ALLEGATIONS

Mr Michael Charles Keatley (Mr Keatley), an ACCA member who does not and has not had an ACCA practising certificate:

Allegation 1

a. *Between 01 September 2016 and 22 October 2024, engaged in public practice without holding a practising certificate contrary to Regulation 3(1)(a) of the Global Practising Regulations.*

b. *Between 01 September 2016 and 22 October 2024 was a director of Firm A (a firm where public practice was carried out in the name of the firm) without holding a practising certificate contrary to Regulation 3(2)(a) of the Global Practising Regulations.*

c. *Between 23 August 2017 and 22 October 2024 held shares in Firm A, giving him a controlling interest and which in effect put him in the position of being a principal in the firm, without holding a practising certificate, contrary to Regulation 3(2)(b) of the Global Practising Regulations.*

Allegation 2

a. *Between 2016 to 2021 submitted annual CPD returns, to ACCA, as set out in Schedule A below, in which he declared or otherwise confirmed that he had not engaged in public practice or words to that effect without holding an ACCA practising certificate.*

b. *Mr Keatley's conduct in respect of Allegation 2a was dishonest in that he knew he had been carrying on public practice without a practising certificate but declared he had not and/or in the alternative;*

c. *Such conduct demonstrates a lack of integrity, or in the further alternative;*

d. *Mr Keatley's conduct was reckless in that he failed to have any or sufficient regard to whether the declaration was correct or otherwise.*

Allegation 3

In light of all or any of the facts set out at Allegations 1-2 above Mr Keatley is:

a. *guilty of misconduct pursuant to byelaw 8(a)(i), or in the alternative;*

b. *in respect of Allegation 1 only, liable to disciplinary action, pursuant to byelaw 8(a)(iii).*

SCHEDULE 1

Annual Return	Date of Submission (on or about)
2016	**30 December 2016**
2017	**27 December 2017**
2018	**26 December 2018**
2019	**30 December 2019**
2020	**15 September 2020**

BACKGROUND

5. Mr Keatley was admitted as a member of ACCA on 30 September 2009 and as a fellow of ACCA on 18 September 2014. He has never held an ACCA practising certificate and, therefore, in accordance with Regulation 3(1) of The Chartered Certified Accountants' Global Practising Regulations 2003 ("the GPRs"), he is not permitted to engage in public practice. As a member of ACCA Mr Keatley is bound by its Byelaws and Regulations.

6. Mr Keatley applied for an ACCA practising certificate on or around 21 December 2021. As a result of email correspondence between Mr Keatley and the Authorisations Team, ACCA became aware that Mr Keatley may have been in breach of the GPRs as he was a director and a shareholder of Firm A, a company in public practice. ACCA's Investigations Team considered that Mr Keatley may have been in breach of GPRs 3 and 7 and an investigation was opened on 06 February 2023.

7. A Companies House search showed that Mr Keatley was appointed as a director of Firm A on 01 September 2016 when his occupation was described as 'Certified Accountant'. The records also showed that he was a shareholder with 'significant influence or control' from 23 August 2017 and that he held shareholdings which arguably placed him in the position of a principal of the firm from 07 March 2013.

8. ACCA undertook internet searches and found a website and a LinkedIn profile for Firm A. The website and LinkedIn profile advertised that Firm A was a firm that, amongst other things, provided accountancy and tax consultancy advice and services, which included

work that is within ACCA's definition of public practice. A LinkedIn profile was also found for Mr Keatley in which he stated that he was a director of Firm A and that services provided at the firm included 'accounting, bookkeeping, financial accounting, tax preparation, personal tax planning, financial advisory and small business tax'.

9. ACCA considered that Mr Keatley had been holding himself out to be in, and had carried on, public practice without being the holder of an ACCA practising certificate.

10. ACCA wrote to Mr Keatley on 03 November 2023 asking him a number of questions. It also sought an undertaking from him that he would not carry on public practice work until he was the holder of an ACCA practising certificate.

11. Mr Keatley provided his response by email on 22 November 2023. He stated the following:

"1) *I became a student member of ACCA in 1980, a Member in 2009 and a Fellow in 2014.*
2) I am also a Fellow of the Chartered Governance Institute (Previously known as The Institute of Chartered Secretaries and Administrators). I became a Licentiate in 1974, an Associate in 1984, and a Fellow in 2018.
3) Between 1975 and 2005 I worked in industry as an accountant for various plc's - rising to the position of Divisional Finance Director for Companies.
4) Between 2005 and 2012 I worked as an interim finance director through an agency and was paid by the employing companies under PAYE.
5) I joined [Firm A] in 2012 and as you state, became a Director and a nominal shareholder in 2016. This is still the current situation, though I now hold 24% of the share capital ...".

12. Mr Keatley was asked to review the wording of ACCA's annual continuing professional development ("CPD") returns which, since 2016 have stated the following:

"*I have not engaged in public practice activities (as defined by The Chartered Certified Accountants' Global Practising Regulations 3 and 4), without holding an ACCA practising certificate …*".

13. ACCA's guidance for completing the CPD form states:

"*Engaging in public practice activities*
Director, partner, LLP member or principal?
To ensure that you are not in breach of ACCA's rules about holding a practising certificate, if you are a director, partner, LLP member or principal in an accountancy practice you must check your position against ACCA's Global Practising Regulations and the factsheet: Am I in public practice? …
ACCA's definition of public practice extends beyond audit to incorporate all types of work generally associated with an accountancy practice, such as producing accounts, tax returns but excluding book-keeping services. If you engage in public practice activities or hold yourself out, as defined by Global Practising Regulations 3 and 4, you are required to hold an ACCA practising certificate …".

14. ACCA asked Mr Keatley to comment on how he had interpreted this part of the declaration when he had made his 2016 to 2022 CPD declarations and what he had in mind when he became a director and shareholder of Firm A in 2016. Mr Kealey responded:

"When I joined Firm A in 2012, I contacted the ACCA and asked what I needed to do. I was told that the Company could not describe itself as "Certified Accountants" as the majority of the shareholders were not ACCA members. No mention of any other restrictions were identified to me … Neither [Firm A] … has ever sought or carried out any audit work. If a bookkeeping client requires an audit, we have introduced the Client to a Registered Auditor (Both Chartered and Certified). Obvioulsy we know that to carry out such work would be illegal …The main services provided by [Firm A] are Payroll, Bookkeeping, Admin (back-office) support and some accounts/tax work for small limited companies, sole traders and private individuals. All our tax staff are qualified members of one of the Taxation Institutes. As previously stated, there is no audit work. There are 21 staff in total, but many of these are part-time - there are only 4 full time employees … I have never signed any set of company or sole trader accounts, any engagement or other official letter using any of my qualifictions ie FCCA/FCGI. Indeed any accounts are only signed by [Firm A]. For this reason I do not believe I am acting in public practice withn the definitions of Section 3, 2.2 Global Practising Regulations … I first applied to ACCA for a Practising Certificate in November 2021. Due to a series of hurdles and changes in rulings

by ACCA this is still in progress. The main issue seems to be that ACCA require me to use the last 3 years as my practical experience, and obvioulsy I cannot do so as I have been a Director of [Firm A] since 2016. The last scenario I was offered was that I could use one year's Pre-Membership Experience at [Firm B] (between 1988 and 1990) and two years Post-Qualification Experience at [Firm A] between 2012 and 2016. To the best of my knowledge this application has not been withdrawn. My last communication from ACCA re this matter was in June 2023, when, having advised the ACCA that I could not deal with certain matters [PRIVATE], I was told it would be put on hold. I intend to resubmit my application by mid-December 2023. I cannot see why this will not be granted … The Company is registered with HMRC for Money Laundering purposes, and has been for many years. We also subscribe to an Anti-Money Laundering Service and have an AML officer … The Company's Professional Indemnity Insurance Certificates have already been submitted to ACCA as part of the Practising Certificate Application (sic)".

15. ACCA wrote to Mr Keatley again on 23 November 2023 to seek missing information from him. He was informed that his application for a practising certificate had been withdrawn as the Authorisations Team had not heard from him. He responded on 01 January 2024 stating:

"*I was not aware my application for a Practising Certificate had been marked as withdrawn. I was unable to respond to a query raised in August 2023 by return due to an illness within my family. I have now resubmitted a revised application, quoting the same reguistration date, and this has been accepted for processing by the ACCA* (sic)".

16. Mr Keatley had not answered a number of the questions previously asked so ACCA wrote to him again on 02 January 2024. Mr Keatley responded the same day. In response to the question why he had completed the CPD declarations as he had whilst being a director and shareholder of Firm A, Mr Keatley stated:

"As a*lready explained I contacted ACCA in Glasgow when I was offered the directorship (before I was offered a shareholding) in 2016 and was advised that this was acceptable to ACCA. I was alos told that [Firm A] could not descrfibe itself as an ACCA firm as the majority of the directors/shareholders were not ACCA members - I was told to achive this that 75 of the shareholdres/directors should be members. In my CPD returns and*

declarations I have always relied on the above, and the fact that [Firm A]'s principle activities are book-keeping, payroll and management accounts preparation (sic)".

17. In relation to the question about his role in Firm A, Mr Keatley stated:

"The majority of [Firm A]'s income has come in the past from acting as a backoffice function for mid-sized companies that do not "seek" to jhave their own accounting function. This role encompasses both sales and purchase ledgers, payroll, accounts receivbable mamagement and chasing and payment of staff and suppliers. We also prepare monthly management accounts for these clients, which is where the bulk of my time is spent. We are not accuntants to these businesses and liaise with their auditors over year end. We have been requested if we will also prepare year end accounts and this is why we submitted the practising certificate application over 2 years ago in 2021. [Firm A] operates from a single office … I hold no practising certificate with any organization (sic)".

18. Mr Kealey responded to further correspondence from ACCA on 25 June 2024. In relation to ACCA's request for him to give a written undertaking he stated:

"*I am not prepared to give such an undertaking, and I fail to see why it is now required as ACCA have previously advised me that I did not need a practising certificate. As I am now [PRIVATE], my involvement in the provision of accountancy services is now significantly reduced, and indeed I am considering ending my ACCA Membership*".

19. ACCA wrote to Mr Keatley again on 02 and 13 August 2024. He responded on 14 August 2024 stating:

"A*s already stated, when I first was invited to become a shareholder in [Firm A]- in Autumn 2016, I emailed the ACCA and asked if this would affect my membership status. I was advised that it would not as the Company was not involved in Audit work and would not be holding itself out as an ACCA approved organistaion. I have never used the ACCA/FCCA designation letters in any of my accounting work. I belive my profession at Companies House is shown as certified accountant but I am happy to change this if required. I am now [PRIVATE], and do not actively carry out work for Clients as an Accountant. I am a*

Director of various companies other than [Firm A], but these are more of an Non Exec Positions. I have no shareholdings in excess of 5% in any of these companies. I have no intention of reducing my shareholding in [Firm A] below 20%. This is part of my pension. If the ACCA wish to still object to my position, I am more than happy to resign my membership at the next anniversary date ie 31/12/2024. I believe I have paid membership fees up to that date (sic)".

20. ACCA also asked Mr Keatley to explain the exact circumstances that prompted him to apply for a practising certificate in November 2021 and whether this was based on the realisation that he needed to hold a practising certificate in relation to him working and/or being a director and shareholder of Firm A since 2016 or, if not, the reasons why. He was also asked to confirm if, during the process of deciding whether to apply for a practising certificate he had reviewed ACCA's regulations and guidance which may have led him to believe he required one. Mr Keatley responded:

"*My first application for an ACCA Practising Certificate was made in November 2021 - not November/December 2024. As a Company, we wanted to employ newly qualified ACCA staff who had not yet completed their post-qualification experience. I spoke to the ACCA helpline and they advised me that I would need to hold a practsing certificate if I wished to be able to act as a Training Principal. I therefore submitted the first practising certificate application. At no time was I advised that my current situation was not viewed as acceptable by the ACCA - instead I was relying on the advice given when I became a shareholder of Firm A in August 2017*

21. ACCA wrote to Mr Keatley on 16 August 2024, explaining that ACCA may be able to accept his resignation as a way of regularising his position and consider the separate breaches of its Regulations, in line with its previous correspondence. ACCA further explained the resignation could not be accepted at a point of time, such as at the end of the year as it would mean that Mr Keatley would continue to be in breach of ACCA's regulations throughout that period of time (over 4 months) as such, if he were to offer his resignation at the end of the year ACCA would have to proceed with drafting a report of disciplinary allegations. Mr Keatley responded by email on 02 September 2024. He stated that if he received a partial refund of his ACCA membership fees, he would terminate his membership at the end of September but if he did not then he would either wait until his

membership expired at the end of the year or utilise other options of regularisation. Mr Keatley stated:

"*Please let me know which option you prefer. I am not prepared to end my membership of the ACCA without a refund as I believe that the position I have been put in by the ACCA is not how a professional body should treat its members*".

22. ACCA advised Mr Keatley on 11 and 20 September 2024 that, in accordance with the ACCA Rulebook, the subscription fee is payable for the full year regardless of how long a member remains a member and that ACCA does not normally issue partial refunds of the subscription fee. Mr Keatley was informed that if he was unable to regularise his position by resigning his membership until the end of the year or being able to utilise the other options of regularisation, then this would have to be taken into account in ACCA's decision on whether to proceed to disciplinary proceedings as Mr Keatley would continue to be in breach of ACCA's regulations regarding public practice.

23. Mr Keatley responded stating:

"*I presume that the disciplinary process will reflect both the many years for which I have been seeking a Practising Certificate, and the fact that my working arrangements were made with the verbal permission of the ACCA. As you are aware, my first request for a Practising Certificate was made in the 4th Quarter of 2021, and the rules for obtaining one seem to change each time. For the record, I will not be renewing my membership after 2024*".

24. On 01 November 2024 ACCA wrote to Mr Keatley again asking a number of questions, including the reason why he applied for a practising certificate. He responded:

"*As a Company, we wanted to employ newly qualified ACCA staff who had not yet completed their post-qualification experience. I spoke to the ACCA helpline and they advised me that I would need to hold a practsing certificate if I wished to be able to act as a Training Principal. I therefore submitted the first practising certificate application. At no time was I advised that my current situation was not viewed as acceptable by the ACCA-*

instead I was relying on the advice given when I became a shareholder of [Firm A] in August 2017 (sic)".

25. On 18 December 2024 Mr Keatley was informed that the Assessor had found a case to answer and that the matter had been referred to ACCA's Disciplinary Committee. He was asked to complete a Case Management Form (CMF), which he returned to ACCA on 07 January 2025. In the CMF Mr Keatley was asked which allegations he admitted. He stated:

"*All the allegations are correct as stated, though I would point out in mitigation that I had consulted the ACCA re my position beforehand and they had advised me that I did not need a practising certificate if I did not intend to trade as an ACCA Firm. I relied on the advice I was given by ACCA.*

All the evidence quoted by ACCA comes from my submissions regarding a practising certificate. Why would I have submitted this evidence if I thought I was in the wrong? Can I also point out that:

a. *This matter was originally going to be resolved by my resigning my ACCA membership which I have done. I ceased membership of the ACCA at the end of December 2024, as I am now [PRIVATE]. I therefore don't understand why the ACCA has proceeded down the disciplinary route.*

b. *I had attempted to resolve this situation by applying for a practising certificate, but the ACCA has deliberately obstructed this approach by i) first accepting my application then rejecting it, and ii) refusing to accept pre-membership experience as there was a temporary cessation of my membership due to an address update not being processed*".

ADMISSIONS

26. The Hearings Officer read out the allegations and Mr Keatley informed the Committee that he admitted Allegations 1a, 1b and 2a. In relation to Allegation 1c, Mr Keatley admitted

that he was a principal in Firm A but did not accept that his 25% share of the shareholding gave him a controlling interest.

27. In accordance with Regulation 12(3)(c) of the Regulations, the Chair announced that the facts of Allegations 1a and 1b have been found proved.

CASE OPENING / ACCA SUBMISSIONS

28. Mr Wigg opened the case and took the Committee through the relevant documents.

29. In respect of Allegation 1a Mr Wigg informed the Committee that Regulation 4(1) of the GPRs defines public practice as follows:

    a. *Accepting an appointment as an auditor; and/or*

    b. *Signing or producing any accounts or report or certificate or tax return concerning any person's financial affairs, whether an individual sole-trader, an unincorporated body or a firm, in circumstances where reliance is likely to be placed on such accounts or report or certificate or tax return by any other person (the "third party"), or doing any other thing which may lead the third party to believe that the accounts or report or certificate or tax return concerning the financial affairs of such a person have been prepared, approved or reviewed by the practitioner; and/or*

    c. *Holding oneself or itself out, or allowing oneself or itself to be held out, as being available to undertake the activities referred to in (a) and (b) above (and allowing oneself to be known as a, or a firm of "Chartered Certified Accountant(s)", "Certified Accountant(s)", "Chartered Accountant(s)", "Accountant(s)", or "Auditor(s)" or any similar description or designation standing for any such description in the context of the practitioner's business shall be regarded as an example of such a holding out*)'.

30. In respect of Allegation 1c, Mr Wigg referred the Committee to Regulation 3(2)(b) of the GPR which states: "*No member shall hold rights in a firm where public practice is carried on in the name of the firm, or otherwise in the course of the firm's business, which in effect put him in the position of a principal of the firm …'* unless the member holds a practising

certificate. Mr Wigg informed the Committee that searches at Companies House revealed that Mr Keatley was a 25% shareholder in the Firm with 'significant influence and control' from 23 August 2017. This, in Mr Wigg's submission, in effect, put Mr Keatley in the position of a principal of the firm and Mr Keatley was, therefore, in breach of Regulation 3(2)(b) of the GPRs.

31. Mr Wigg referred the Committee to the witness statement of Linda Calder, a Professional Development Manager at ACCA. In her statement she explained the CPD form and how the guidance could be accessed. In particular, Ms Calder stated:

"*From 2014, the CPD declarations have included a statement on engaging in public practice. For the yearas 2014 to 2016, this statement confirmed that the member understood that if they engaged in public practice activities, they needed to hold an ACCA practising certificate. From 2017, the statement confirmed that the member had not been engaging in public practice without holding an ACCA practising certificate or, from 28 November 2018, onwards, being on the ACCA register of practitioners*".

32. Mr Wigg submitted that the form made it clear what was required when signing and would render obsolete any previous advice given. He submitted that if a member had been told something that was contrary to the requirements on the form, one would expect the member to query why the declaration he was being asked to sign did not align with the previous advice he had been given.

33. In respect of Allegation 2b, Mr Wigg submitted that on his annual CPD forms between 2016 and 2020, Mr Keatley had knowingly declared that he had not engaged in public practice without holding a practising certificate. He referred the Committee to the test for dishonesty as set out in the case of Ivey v Genting Casinos (UK) Ltd t/a Crockfords [2017] UKSC 67 ("Ivey"). Mr Wigg submitted that Mr Keatley had knowingly made false declarations on the CPD forms and that he would have known that his conduct was dishonest and that it would be considered to be dishonest by the standards of ordinary decent people.

34. Mr Wigg referred the Committee to the case of Wingate v Evans v The Solicitors Regulation Authority [2018] EWCA Civ 366 and invited it to find that Mr Keatley's conduct demonstrated a lack of integrity, if it did not find Allegation 1b proved.

35. In respect of Allegation 2d, Mr Wigg invited the Committee to find that Mr Keatley's conduct was reckless, in that he failed to have any or sufficient regard to whether the declaration was correct or otherwise, if it did not find Allegations 2b and 2c proved.

36. In respect of Allegations 3a-c, misconduct and liability for disciplinary action, Mr Wigg submitted that Mr Keatley's conduct, in engaging in public practice and being a director of Firm A, where public practice was carried on, without holding an ACCA practising certificate and being reckless when signing the declaration on the CPD forms, was so serious as to bring discredit not only to himself but also to ACCA and the accountancy profession. He submitted that Mr Keatley's conduct was serious and amounted to misconduct.

MR KEATLEY'S EVIDENCE AND SUBMISSIONS

37. In relation to Allegation 1c, Mr Keatley informed the Committee that he was one of four shareholders with a 25% interest and so he did not have a controlling interest by virtue of his shareholding. He accepted that he was a principal of Firm A.

38. In relation to Allegations 2b, 2c and 2d, Mr Keatley informed the Committee that he had been a director in a PLC until [PRIVATE]. He stated that when he was appointed as a director of Firm A, a colleague who was a member of ACCA had advised him to check whether he needed to obtain an ACCA practising certificate. He had, therefore, phoned the ACCA helpline and spoke to ACCA Glasgow who had informed him that he did not need a practising certificate as he was not signing accounts and the members of the firm were not holding themselves out as ACCA members or using the ACCA logo. Mr Keatley informed the Committee that he had relied on what ACCA Glasgow had told him when he completed the CPD forms between 2016 and 2020. He stated that he accepted that he should have looked at the details on the form more finely but that he didn't, which was remiss and reckless of him. He reminded the Committee that the allegations had only come to light when he applied for a practising certificate.

39. Mr Keatley was asked questions by Mr Wigg. He confirmed that he had asked ACCA if he required a practising certificate when he became a director of Firm A. He said he told ACCA Glasgow that he had been appointed as a director of Firm A and asked if he needed a practising certificate. He stated that he was told that he didn't need a practising certificate. He stated that he had no evidence that he could produce about this telephone conversation. It was put to Mr Keatley that he may have been reckless, and he responded that he had read the declaration on the CPD form but had not looked at the associated rules and regulations. He repeated that he had relied on what he had previously been told. He said that if he was guilty of anything it was of being remiss and not checking but he hadn't felt that he needed to. He stated that he did not know at the time that what he was declaring was wrong. Mr Keatley stated that he was completing management accounts and had not considered that to be public practice.

40. Mr Keatley denied that he had acted dishonestly or that his conduct demonstrated a lack of integrity. He accepted that he should have looked at the relevant regulations before he signed the CPD forms and said that was careless of him.

41. Mr Keatley was asked a question from a member of the Committee. He stated that his colleague had said to him that he should check whether he needed a practising certificate to be a director of the firm. He informed the Committee member that he had not made a recording of the telephone conversation, but wished that he had. Mr Keatley said that he had only become aware that he needed a practising certificate, because he was engaging in public practice and a director of Firm A, in 2021 when he had applied to ACCA for a practising certificate as he wanted to be a training principal. He stated that he had been told then that if he managed to obtain a practising certificate then ACCA would not be concerned about the preceding years but that he had problems evidencing his initial experience. Mr Keatley said that he had probably been 'cheeky' when he had asked ACCA to refund part of his subscription before he resigned.

DECISION AND REASONS

42. The Committee carefully considered all the evidence before it, both oral and documentary, and the oral submissions made by Mr Wigg and Mr Keatley. The Committee accepted the advice of the Legal Adviser.

ALLEGATION 1a - Proved

43. Mr Keatley admitted Allegation 1a.

ALLEGATION 1b - Proved

44. Mr Keatley admitted Allegation 1b.

ALLEGATION 1c – Not Proved

45. Mr Keatley does not accept that, as a result of his shareholding in Firm A, he had a controlling interest in Firm A, as alleged in Allegation 1c. The Committee noted that Mr Keatley had a 25% share of the shareholding of Firm A, together with three other shareholders. It was not satisfied, on the evidence before it, therefore, that Mr Keatley had a controlling interest in Firm A, by reason of his shareholding in the firm, which in effect put him in the position of being a principal in the firm, as alleged in Allegation 1c. The Committee therefore found Allegation 1c not proved.

ALLEGATION 2a – Proved

46. Mr Keatley admitted Allegation 2a.

ALLEGATON 2b– Not Proved

47. Mr Keatley denies that he acted dishonestly or failed to act with integrity on the basis that ACCA had previously advised him that he did not require a practising certificate.

48. The Committee was satisfied that between 2016 to 2020 Mr Keatley had submitted annual CPD returns to ACCA, as set out in Schedule A. On the 2016 CPD form Mr Keatley had confirmed that he understood that if he engaged in public practice activities, he needed to

hold an ACCA practising certificate. Further, on each of the CPD forms submitted from 2017 onwards Mr Keatley had confirmed 'that the information given in this form is true and accurate to the best of my knowledge and belief …' and 'I have not engaged in public practice (as defined by The Chartered Certified Accountants' Global Practising Regulations 3 and 4) without holding an ACCA practising certificate'.

49. The Committee heard that Mr Keatley is a man of previous good character. He has told the Committee that he made the declarations each year on the basis of the advice he had been given by ACCA in 2016 when he became a director of Firm A. ACCA has provided no evidence to rebut that Mr Keatley had been so advised by ACCA. In all the circumstances the Committee could not be satisfied to the requisite standard that Mr Keatley had knowingly and dishonestly made false declarations on the CPD forms. It therefore found Allegation 2b not proved.

ALLEGATION 2c – Not Proved

50. The Committee was also not satisfied, on the evidence before it, that Mr Keatley's conduct in respect of Allegation 2a demonstrated a lack of integrity as he had not falsely declared that he had not engaged in public practice without holding an ACCA practising certificate.

ALLEGATION 2d - Proved

51. The Committee gave careful consideration as to whether Mr Keatley's conduct in wrongly signing the CPD declarations between 2016 and 2020 had been reckless. It noted his evidence that he had been informed by ACCA in 2016 that he did not need to have a practising certificate. It noted the wording on each of the CPD forms, however, and considered that Mr Keatley's conduct in signing the forms had been reckless.

52. The Committee determined that Mr Keatley's conduct had been reckless as, before signing the form, he should have considered the GPRs and determined whether he was in fact engaging in public practice, as defined by GPR 4, and whether, as a director of Firm A, he was required to hold a practising certificate. In the Committee's view there was a duty on Mr Keatley to ensure that what he was signing on the CPD forms was correct. The

Committee noted that Mr Keatley's recklessness, in failing to ensure that what was stated on the CPD form was correct, had continued over a number of years.

ALLEGATION 3a - PROVED (in relation to Allegations 1a, 1b, 2a and 2d)

53. The Committee determined that Mr Keatley's actions in carrying on public practice and being a director of Firm A when he was not a holder of an ACCA practising certificate, in breach of the GPRs, was serious, particularly so because it had been ongoing for a lengthy period. The Committee considered that his breaches of the GPRs and Mr Keatley's reckless conduct had brought discredit to himself, to ACCA and to the accountancy profession.

54. The Committee did not go on to consider Allegation 3b, which was pleaded in the alternative to Allegation 3a.

SANCTION AND REASONS

55. Mr Wigg informed the Committee that there were no previous disciplinary findings against Mr Keatley. He referred the Committee to the Guidance for Disciplinary Sanctions. Mr Wigg submitted that Mr Keatley's conduct could fall into the 'ethical conduct' or 'breaches of bye-laws or regulations' categories and that it fell somewhere between serious and very serious in Section F of the guidance.

56. Mr Keatley informed the Committee that he left the matter of sanction for it to decide.

57. The Committee accepted the advice of the Legal Adviser who referred it to Regulation 13(1) of the Regulations and to ACCA's Guidance for Disciplinary Sanctions. In considering what sanction, if any, to impose the Committee bore in mind the principle of proportionality and the need to balance the public interest against Mr Keatley's own interests. The purpose of any sanction was not meant to be punitive but was to protect members of the public, maintain public confidence in the profession and ACCA and to declare and uphold proper standards of conduct and behaviour.

58. When considering the appropriate sanction, the Committee considered the aggravating and mitigating features of the case. The Committee considered the following to be mitigating features:

    a. Mr Keatley had cooperated during the investigation and made admissions to some of the allegations.

    b. There was no evidence before the Committee that any members of the public had suffered harm.

    c. Mr Keatley has retired and no longer carries on public practice. There is, therefore, no ongoing risk to the public.

    d. Mr Keatley has a previous good record.

59. The Committee considered the following to be aggravating features:

    a. The misconduct was serious and had continued over a lengthy period of time.

60. The Committee considered each available sanction in ascending order of seriousness, having concluded that taking no further action was not appropriate due to the seriousness of the conduct. The Committee also considered that issuing an admonishment or a reprimand would not be sufficient or proportionate, given the seriousness of the matters admitted and found proved and such sanctions would not protect the public interest.

61. The Committee carefully considered whether a severe reprimand would be sufficient and proportionate, or whether removal from membership of ACCA was required. It had careful regard to the factors applicable to each of these sanctions as set out in the Guidance for Disciplinary Sanctions. The Committee considered that most of the factors applicable to a severe reprimand were present in this case, taking into account the mitigating features listed above.

62. The Committee was, therefore, not satisfied that Mr Keatley's misconduct was fundamentally incompatible with him being a member of ACCA. It determined, therefore, that a severe reprimand would be the appropriate and proportionate sanction in this case.

DECISION ON COSTS AND REASONS

63. The Committee was provided with two costs schedules. Mr Wigg invited the Committee to make an order for costs in the sum of £7,591.00.

64. In terms of costs, Mr Keatley referred the Committee to his completed Statement of Financial Position and asked that he be able to pay the costs awarded on a monthly basis.

65. The Committee was satisfied that the amount of costs claimed by ACCA in the sum of £7,591.00 was appropriate and reasonable.

66. The Committee considered Mr Keatley's completed Statement of Financial Position. It noted that he was in a position to be able to pay ACCA's costs.

67. The Committee determined that in all the circumstances it would be fair and proportionate to order Mr Keatley to pay ACCA's costs in the sum of £7,591.00.

ORDER

i. Mr Keatley shall be severely reprimanded
ii. Mr Keatley shall pay ACCA's costs in the sum of £7,591.00.

EFFECTIVE DATE OF ORDER

68. This order will take effect from the date of the expiry of the appeal period referred to in the Appeal Regulations.

Steven Chandler
Chair
28 October 2026