

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 59980 / May 27, 2009

ACCOUNTING AND AUDITING ENFORCEMENT
Release No. 2976 / May 27, 2009

ADMINISTRATIVE PROCEEDING
File No. 3-12810

	: ORDER GRANTING APPLICATION FOR : REINSTATEMENT TO APPEAR AND PRACTICE : BEFORE THE COMMISSION AS AN ACCOUNTANT : RESPONSIBLE FOR THE PREPARATION OR : REVIEW OF FINANCIAL STATEMENTS REQUIRED : TO BE FILED WITH THE COMMISSION
In the Matter of Brian R. Spires, CPA	

On September 19, 2007, Brian R. Spires (“Spires”) was denied the privilege of appearing or practicing as an accountant before the Commission as a result of settled public administrative proceedings instituted by the Commission against Spires pursuant to Rule 102(e)(1)(ii) of the Commission's Rules of Practice.¹ This order is issued in response to Spires’ application for reinstatement to appear and practice before the Commission as an accountant responsible for the preparation or review of financial statements required to be filed with the Commission.

The Commission found that, as the engagement manager, Spires participated in the planning and execution of Deloitte & Touche LLP’s audit of National Century Financial Enterprises, Inc.’s (“NCFE”) 2000 consolidated financial statements. Spires failed to plan and execute the 2000 audit in accordance with generally accepted auditing standards (“GAAS”). He failed to obtain sufficient competent evidential matter to corroborate that NCFE’s receivables portfolio consisted of permitted receivables or to properly evaluate the adequacy of NCFE’s allowance for losses relating to those receivables. Spires also did not properly evaluate red flags during the audit which should have alerted him to NCFE’s non-permitted advances and its borrowers’ inability to repay those advances. Additionally, Spires failed to obtain sufficient competent evidential matter with regard to the nature and substance of material related party transactions. Many of these transactions with related parties were non-permitted advances.

¹ See Accounting and Auditing Enforcement Release No. 2720 dated September 19, 2007. Spires was permitted, pursuant to the order, to apply for reinstatement after one year upon making certain showings.

In his capacity as a preparer or reviewer, or as a person responsible for the preparation or review, of financial statements of a public company to be filed with the Commission, Spires attests that he will undertake to have his work reviewed by the independent audit committee of any company for which he works, or in some other manner acceptable to the Commission, while practicing before the Commission in this capacity. Spires is not, at this time, seeking to appear or practice before the Commission as an independent accountant. If he should wish to resume appearing and practicing before the Commission as an independent accountant, he will be required to submit an application to the Commission showing that he has complied and will comply with the terms of the original suspension order in this regard. Therefore, Spires' suspension from practice before the Commission as an independent accountant continues in effect until the Commission determines that a sufficient showing has been made in this regard in accordance with the terms of the original suspension order.

Rule 102(e)(5) of the Commission's Rules of Practice governs applications for reinstatement, and provides that the Commission may reinstate the privilege to appear and practice before the Commission "for good cause shown."² This "good cause" determination is necessarily highly fact specific.

On the basis of information supplied, representations made, and undertakings agreed to by Spires, it appears that he has complied with the terms of the September 19, 2007 order denying him the privilege of appearing or practicing before the Commission as an accountant, that no information has come to the attention of the Commission relating to his character, integrity, professional conduct or qualifications to practice before the Commission that would be a basis for adverse action against him pursuant to Rule 102(e) of the Commission's Rules of Practice, and that Spires, by undertaking to have his work reviewed by the independent audit committee of any company for which he works, or in some other manner acceptable to the Commission, in his practice before the Commission as a preparer or reviewer of financial statements required to be filed with the Commission, has shown good cause for reinstatement. Therefore, it is accordingly,

ORDERED pursuant to Rule 102(e)(5)(i) of the Commission's Rules of Practice that Brian R. Spires, CPA is hereby reinstated to appear and practice before the Commission as an accountant responsible for the preparation or review of financial statements required to be filed with the Commission.

By the Commission.

Elizabeth M. Murphy
Secretary

² Rule 102(e)(5)(i) provides:

"An application for reinstatement of a person permanently suspended or disqualified under paragraph (e)(1) or (e)(3) of this section may be made at any time, and the applicant may, in the Commission's discretion, be afforded a hearing; however, the suspension or disqualification shall continue unless and until the applicant has been reinstated by the Commission for good cause shown." 17 C.F.R. § 201.102(e)(5)(i).