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**BEFORE THE DIVISION OF OCCUPATIONAL AND PROFESSIONAL LICENSING
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

IN THE MATTER OF THE LICENSE OF)
STACY M. SHELTON) **STIPULATION AND ORDER**
TO PRACTICE AS A)
CERTIFIED PUBLIC ACCOUNTANT) **CASE NO. DOPL 2011- 1166**
IN THE STATE OF UTAH)

STACY M SHELTON (“Respondent”) and the Division of Occupational and Professional Licensing (“Division”) of the Department of Commerce of the State of Utah stipulate and agree as follows:

1. Respondent admits the jurisdiction of the Division over Respondent and over the subject matter of this action.
2. Respondent acknowledges that Respondent enters into this Stipulation knowingly and voluntarily.

3. Respondent understands that Respondent has the right to be represented by counsel in this matter and Respondent's signature below signifies that Respondent has either consulted with an attorney or Respondent waives Respondent's right to counsel in this matter.

4. Respondent understands that Respondent is entitled to a hearing before the State of Utah's Board of Accountancy ("Board"), or other Presiding Officer, at which time Respondent may present evidence on Respondent's own behalf, call witnesses, and confront adverse witnesses. Respondent understands that by signing this document Respondent hereby waives the right to a hearing, the right to present evidence on Respondent's own behalf, the right to call witnesses, the right to confront adverse witnesses, and any other rights to which Respondent may be entitled in connection with said hearing. Respondent understands that by signing this document Respondent waives all rights to any administrative and judicial review as set forth in Utah Code Ann. §§ 63G-4-301 through 63G-4-405 and Utah Administrative Code R156-46b-12 through R156-46b-15. Respondent and the Division hereby express their intent that this matter be resolved expeditiously through stipulation as contemplated in Utah Code Ann. § 63G-4-102(4).

5. Respondent waives the right to the issuance of a Petition and a Notice of Agency Action in this matter.

6. Respondent acknowledges that this Stipulation and Order, if adopted by the Board and Division, will be classified as a public document. The Board and Division may release this Stipulation and Order, and will release other information about this disciplinary action against Respondent's license to other persons and entities.

7. Respondent neither admits nor denies the following, but agrees that the Division may make the following findings of fact:

- a. Respondent was first licensed as a certified public accountant in the State of Utah on or about March 20, 1991.
- b. Respondent self-reported the conduct specified in subparagraph (c) below to the Division in a letter dated November 2, 2010 and has cooperated with the Division's investigation. Respondent believes that she could demonstrate that any violation was unintentional and was stopped voluntarily, before the Division commenced its investigation.
- c. Between 2006 and 2010 Respondent engaged in the following unlawful conduct and unprofessional conduct:
 - (i) Respondent worked as an employee of Northstar Accounting Resources, LLC, ("Northstar") a firm that was not licensed as a CPA firm. Northstar represented that it was composed of one or more CPAs to clients, even though Northstar was not licensed as a CPA firm, in violation of Utah Code Ann. § 58-26a-501(2).
 - (ii) Respondent, on behalf of Northstar, prepared compilation financial statements for clients in violation of Utah Code Ann. § 58-26a-501(4).
 - (iii) Northstar represented to its financial statement clients that Northstar had expert knowledge in auditing and accounting without being licensed in the State of Utah, in violation of Utah Code Ann. § 58-26a-501(3).
 - (iv) Respondent aided and abetted Northstar in engaging in the above described unlawful conduct in violation of Utah Code Ann. § 58-1-501(2)(a).

8. While neither admitting nor denying the conduct described above, Respondent agrees that the findings of fact made by the Division as described above constitute unlawful conduct as defined in Utah Code Ann. § 58-26a-501(2), (3) and (4); and unprofessional conduct

as defined in Utah Code Ann. § 58-1-501(2)(a) and (h); and that said conduct justifies disciplinary action against Respondent's license pursuant to Utah Code Ann. § 58-1-401(2)(a) and (b). Respondent understands that the issuance of the Order in this matter is disciplinary action by the Division against Respondent's license pursuant to Utah Administrative Code R156-1-102(6) and Utah Code Ann. § 58-1-401(2). Respondent agrees that an Order shall be entered in this matter as follows:

- (a) Pursuant to Utah Code Ann. § 58-1-401(4), Respondent shall immediately cease and desist from the conduct described in paragraph 7(c) above.
- (b) Within 30 days of the effective date of this Stipulation and Order Respondent shall cause Northstar Accounting Resources, LLC, to send a notice to all clients of Northstar Accounting Resources, LLC, as set forth in a letter, which is incorporated by reference into the Stipulation and Order and attached as Exhibit A.
- (c) Respondent shall not make any statements to contradict the notice set forth in Exhibit A or the contents of this Stipulation and Order.

9. This Stipulation and Order, upon approval by the Division Director, shall be the final compromise and settlement of this non-criminal administrative matter. Respondent acknowledges that the Director is not required to accept the terms of this Stipulation and Order and that if the Director does not do so, this Stipulation and the representations contained therein shall be null and void, except Director, and the Respondent waive any claim of bias or prejudgment Respondent might have with regard to the Director by virtue of his having reviewed this Stipulation, and this waiver shall survive such nullification.

10. Respondent agrees to abide by and comply with all applicable federal and state laws, regulations, rules and orders related to the Respondent's licensed practice.

11. This document constitutes the entire agreement between the parties and

supersedes and cancels any and all prior negotiations, representations, understandings or agreements between the parties regarding the subject of this Stipulation and Order. There are no verbal agreements that modify, interpret, construe or affect this Stipulation.

12. Subject to the provisions of paragraph 8(b), the terms and conditions of this Stipulation and Order become effective immediately upon the approval of this Stipulation and signing of the Order by the Division Director. Respondent must comply with all the terms and conditions of this Stipulation immediately following the Division Director's signing of the Order page of this Stipulation and Order. Respondent shall complete all the terms and conditions contained in the Stipulation and Order in a timely manner. If a time period for completion of a term or condition is not specifically set forth in the Stipulation and Order, Respondent agrees that the time period for completion of that term or condition shall be set by the Division. Failure to complete a term or condition in a timely manner shall constitute a violation of the Stipulation and Order and may subject Respondent to revocation or other sanctions.

13. Respondent understands that the disciplinary action taken by the Division in this Stipulation and Order may adversely affect any license that Respondent may possess in another state or any application for licensure Respondent may submit in another state.

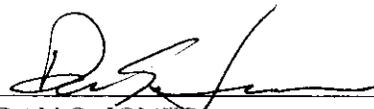
14. If Respondent violates any term or condition of this Stipulation and Order, the Division may take action against Respondent, including imposing appropriate sanction, in the manner provided by law. Such sanction may include revocation or suspension of Respondent's license, or other appropriate sanction.

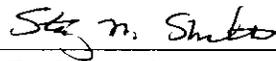
15. Respondent has read each and every paragraph contained in this Stipulation and Order. Respondent understands each and every paragraph contained in this Stipulation and

Order. Respondent has no questions about any paragraph or provision contained in this Stipulation and Order.

DIVISION OF OCCUPATIONAL &
PROFESSIONAL LICENSING

RESPONDENT

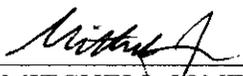
BY: 
DAN S. JONES
Bureau Manager

BY: 
STACY M. SHELTON

DATE: 5-6-11

DATE: 5/2/11

MARK L. SHURTLEFF
ATTORNEY GENERAL

BY: 
L. MITCHELL JONES
Counsel for the Division

DATE: 5 May 2011

ORDER

THE ABOVE STIPULATION, in the matter of **STACY M. SHELTON**, is hereby approved, and constitutes its Findings of Fact and Conclusions of Law in this matter. The issuance of this Order is disciplinary action pursuant to Utah Administrative Code R156-1-102(6) and Utah Code Ann. § 58-1-401(2). The terms and conditions of the Stipulation are incorporated herein and constitute the final Order in this case.

DATED this 10 day of May, 2011.

DIVISION OF OCCUPATIONAL AND
PROFESSIONAL LICENSING



MARK B. STEINAGEL
Director

Investigator: Dan S. Jones