

William Arthur Dyer: Summary, as Published in *CheckMark*

William Arthur Dyer, of Toronto, was found guilty by the discipline committee of five charges of professional misconduct, laid by the professional conduct committee, namely

- one charge, under Rule of Professional Conduct 102, of having been convicted of an offence under the *Securities Act*;
- two charges, under Rule of Professional Conduct 201, of failing to conduct himself in a manner which maintains the good reputation of the profession and its ability to serve the public interest; and
- two charges, under Rule of Professional Conduct 205, of associating himself with, as to one charge, a statement of assets and a production schedule and, as to the other charge, a draft financial statement, which he knew or should have known were false or misleading.

The committee ordered that Mr. Dyer

- be assessed costs of \$1,000, to be paid within a specified time;
- be expelled from membership in the Institute.

CHARGE(S) LAID re William Arthur Dyer

The Professional Conduct Committee hereby makes the following charges against William Arthur Dyer, a member of the Institute.

1. THAT, the said William Arthur Dyer committed an act of professional misconduct in that, on or about the 26th day of January 1986 he was convicted of offences under the Securities Act, R.S.O. 1980 chapter 466, as amended, namely one charge that he, between March 10, 1983 and March 15, 1984, did trade in securities of *Mansomineca Gold Inc.*, where such trading was a distribution of such securities, without filing a preliminary prospectus and a prospectus, contrary to section 118(1)(c) pursuant to section 52 of the Securities Act, R.S.O. 1980 chapter 466, as amended, and eleven charges that he, between April 1, 1983 and August 31, 1983 and between April 1, 1983 and April 30, 1983, and between May 1, 1983 and May 31, 1983, and between August 1, 1983 and August 31, 1983 did trade in securities of Mansomineca Gold Inc., without registration made in accordance with the Securities Act, R.S.O. 1980 chapter 466, as amended, contrary to section 118(1)(c) pursuant to section 24(1)(a) of that Act, all of which is contrary to Rule 102 of the Rules of Professional Conduct, approved June 11, 1973, as amended June 15, 1981.
2. ~~THAT, the said William Arthur Dyer failed to conduct himself in manner which will maintain the good reputation of the profession and its ability to serve the public interest in that, on or about the 26th day of January 1986, he was convicted of offences under the Securities A .S.O. 1980 chapter 466, as amended, namely one charge that he, between March 10, 1983 and March 15, 1984, did trade in securities of Mansomineca Gold Inc., were such ding was a distribution of such securities, without filing a preliminary prospectus and a prospectus, contrary to section 118(1)(c) pursuant to section 52 of the Securities Act, R.S.O. 1980 chapter 466, as amended, and eleven charges that he, between April 1, 1983 and August 31, 1983, and between April 1, 1983 and April 30, 1983, and between May 1, 1983 and May 31, 1983, and between August 1, 1983 and August 31, 1983, did trade in securities of Mansomineca Gold Inc., without registration made in accordance with the Securities Act, R.S.O. 1980 chapter 466, as amended, contrary to section 118(1)(c) pursuant to section 24 (1) all of which is contrary to Rule 201 of the Rules of Professional Conduct approved June 11, 1973. (withdrawn by PCC)~~
3. THAT, the said William Arthur Dyer failed to conduct himself at all times in a manner which will maintain the good reputation of the profession and its ability to serve the public interest in that he, between April 1, 1983 and August 31, 1983, did make representations to John Dimech on behalf of and as director for Mansomineca Gold Inc., wherein he guaranteed to buy back shares of that company as described at a specified price of \$2.00 per share, which agreement he knew or should have known was contrary to section 118(1)(c) pursuant to section 37(1) of the Securities Act R.S.O. 1980, Chapter 466, as amended, contrary to Rule 201 of the Rules of, Professional Conduct approved June 11, 1973.
4. THAT, the said William Arthur Dyer, between March 1, 1983 and April 30, 1983, did associate himself with a "Statement of Assets" and a "Production Schedule for next three years" of Mansomineca Gold Inc. dated March 18, 1983 which he knew or should

have known were false or misleading, contrary to Rule 205 of the Rules of Professional Conduct adopted June 11, 1973, as amended June 15, 1981.

5. ~~THAT, the said William Arthur Dyer failed to conduct himself at all times in a manner which will maintain the good reputation of the profession and its ability to serve the public interest in that he did, between March 1, 1983 and April 30, 1983, provide to John Dimech a "Statement of Assets" and a "Production Schedule for next three years" of Mansomineca Gold Inc. with the intention that they be relied upon, without having any reasonable basis to support the accuracy of the said statement and schedule, contrary to Rule 201 of the Rules of Professional Conduct approved June 11, 1973. (withdrawn by PCC)~~
6. THAT, the said William Arthur Dyer, between March 1, 1984 and April 30, 1984, did associate himself with a draft financial statement of Mansomineca Gold Inc. as at December 31, 1983, by preparing and delivering same to John Dimech, which he knew or should have known was false or misleading, contrary to Rule 205 of the Rules of Professional Conduct adopted June 11, 1973, as amended June 15, 1981.
7. ~~THAT, the said William Arthur Dyer, between March 1, 1984 and April 30, 1984, failed to conduct himself at all times in a manner which will maintain the good reputation of the profession and its ability to serve the public interest in that he prepared and released draft financial statements of Mansomineca Gold Inc. as at December 31, 1983, without having appropriate evidence to support the figures contained within the financial statements, knowing that same would be relied upon by a shareholder of the corporation, contrary to Rule 201 of the Rules of Professional Conduct approved June 11, 1973. (withdrawn by PCC)~~
8. ~~THAT, the said William Arthur Dyer failed to conduct him in a manner which will maintain the good reputation of the profession and its ability to serve the public interest in that, in or about the period April 1, 1983 through April 30, 1984, he made oral representations to John Dimech with a view to convincing John Dimech to invest Mansomineca Gold Inc., a corporation in which William Arthur Dyer had an interest, and did not advise Mr. Dimech to obtain independent advice, contrary to Rule 201 of the Rules of Professional Conduct approved June 11, 1973. (withdrawn by PCC)~~
9. THAT, the said William Arthur Dyer failed to conduct himself in a manner which will maintain the good reputation of the profession and its ability to serve the public interest in that, between January 1, 1984 and May 31, 1984, he falsified a form T2111 - 1983 in that the issuing dates of shares, issued to John Dimech, of Mansomineca Gold Inc. were shown on the said form as July 27, 1983, when they had been issued on other dates, contrary to Rule 201 of the Rules of Professional Conduct approved June 11, 1973.

DATED at Toronto this 30th day of June 1988.

R. G. LONG, CA CHAIRMAN
POFESSIONAL CONDUCT COMMITTEE

DISCIPLINE COMMITTEE re WILLIAM ARTHUR DYER

DECISION AND ORDER IN THE MATTER OF: Charges against WILLIAM ARTHUR DYER, CA, a member of the Institute, under Rule 102 of the Rules of Professional Conduct approved June 11, 1973, as amended June 15, 1981 and June 14, 1982, and under Rule 201 of the Rules of Professional Conduct approved June 11, 1973, and under Rule 205 of the Rules of Professional Conduct approved June 11, 1973, as amended June 15, 1981.

DECISION AND ORDER MADE JANUARY 17, 1989

DECISION

THAT, having seen, heard and considered the evidence, and having heard the plea of guilty to charges Nos. 1, 3, 4, 6 and 9 (the professional conduct committee withdrawing charges Nos. 2, 5, 7 and 8), THE DISCIPLINE COMMITTEE FINDS William Arthur Dyer guilty of charges Nos. 1, 3, 4, 6 and 9.

ORDER

IT IS ORDERED in respect of the charges:

1. THAT Mr. Dyer be and he is hereby charged costs of \$1,000, to be remitted to the Institute within thirty (30) days from the date this Decision and order becomes final under the bylaws.
2. THAT Mr. Dyer be and he is hereby expelled from membership in the Institute.
3. THAT notice of this Decision and Order, disclosing Mr. Dyer's name, be given after this Decision and Order becomes final under the bylaws:
 - (a) by publication in Check Mark;
 - (b) to the Public Accountants Council for the Province of Ontario; and
 - (c) to the Canadian Institute of Chartered Accountants.

DATED AT TORONTO, THIS 30TH DAY OF JANUARY, 1989
BY ORDER OF THE DISCIPLINE COMMITTEE

B.W. STEPHENSON - SECRETARY
THE DISCIPLINE COMMITTEE

DISCIPLINE COMMITTEE re William Arthur Dyer

REASONS FOR THE DECISION AND ORDER IN THE MATTER OF: Charges against WILLIAM ARTHUR DYER, CA, a member of the Institute, under Rule 102 of the Rules of Professional Conduct approved June 11, 1973, as amended June 15, 1981 and June 14, 1982, and under Rule 201 of the Rules of Professional Conduct approved June 11, 1973, and under Rule 205 of the Rules of Professional Conduct approved June 11, 1973, as amended June 15, 1981.

WRITTEN REASONS FOR THE DECISION AND ORDER MADE JANUARY 17, 1989

These proceedings before the discipline committee of the Institute of Chartered Accountants of Ontario were heard on January 17, 1989.

Mr. Brian Bellmore attended on behalf of the professional conduct committee and Mr. William Arthur Dyer attended with his counsel, Mr. J. Reid Hunter.

Mr. Dyer entered a plea of not guilty to each of charges Nos. 2, 5, 7 and 8 and a plea of guilty to each of charges Nos. 1, 3, 4, 6 and 9. Mr. Bellmore advised that the professional conduct committee was withdrawing the charges to which Mr. Dyer had pleaded not guilty, being charges Nos. 2, 5, 7 and 8.

The chairman confirmed that the member and his counsel understood that upon a plea of guilty, and upon that basis alone, the member could be found guilty by the committee.

An exhibit book entitled a Brief of Charges was introduced as evidence by counsel for the professional conduct committee and filed as an exhibit, with Mr. Hunter's consent.

The evidence of an investor who lost \$20,000, and the evidence of the investigator appointed by the professional conduct committee, proved the allegations set out in the charges to which Mr. Dyer pleaded guilty. Accordingly, the discipline committee found Mr. Dyer guilty of charges Nos. 1, 3, 4, 6 and 9.

The committee then heard counsels' submissions as to sanction and, after deliberation, made the following order:

ORDER

IT IS ORDERED in respect of the charges

1. THAT Mr. Dyer be and he is hereby charged costs of \$1,000, to be remitted to the Institute within thirty (30) days from the date this decision and order becomes final under the bylaws.
2. THAT Mr. Dyer be and he is hereby expelled from membership in the Institute.
3. THAT notice of this Decision and Order, disclosing Mr. Dyer's name, be given after this decision and order becomes final under the bylaws:

- (a) by publication in Check Mark:
- (b) to the Public Accountants Council for the Province of Ontario; and
- (c) to the Canadian Institute of Chartered Accountants.

The evidence established that Mr. Dyer used his designation as a chartered accountant to lend credibility to statements, both oral and in writing, which were false and misleading. On the evidence before it the discipline committee concluded that Mr. Dyer involved himself in this scheme fully cognizant of what he was doing and of the impact that his misleading representations would have on an investor. The uncontradicted evidence of the investor who testified was that he relied on the representations and trusted Mr. Dyer.

Mr. Dyer was convicted of a criminal offence and incarcerated. He knowingly participated in a scheme to raise money by false and misleading statements. The committee was of the opinion that expulsion is appropriate in this case.

The committee has ordered publicity and notice of its order, including disclosure of the member's name, as a general deterrent to all members. In addition, the committee considers publicity necessary to demonstrate to the public that the profession is regulating itself, in order to retain public confidence.

E.W. SLAVENS, FCA - DEPUTY CHAIRMAN
THE DISCIPLINE COMMITTEE