

**STATE OF MINNESOTA
BOARD OF ACCOUNTANCY**

In the Matter of the CPA Certificate of

**STIPULATION AND
CONSENT ORDER**

Todd Allan Zabel
CPA Certificate No. 13498

Board File Nos. 2024-123
and
2025-039

STIPULATION

Todd Zabel ("Respondent") and the Minnesota Board of Accountancy's Complaint Committee stipulate that, subject to Board's review and discretionary approval, the Board may issue a consent order that imposes the following sanctions:

A. Respondent is CENSURED and REPRIMANDED pursuant to Minn. Stat. § 326A.08 (2024).

B. Respondent shall pay to the Board a CIVIL PENALTY of \$4,500. Respondent shall submit the civil penalty by check to the Board within 60 days of the Board's approval of this Stipulation and Consent Order.

C. Respondent shall, at Respondent's expense, complete the National Association of State Boards of Accountancy Center for Public Trust Ethics Training, with a required passing score of no less than 80%. Respondent shall submit documentation of course completion to the Board within 60 days of the Board's approval of this Stipulation and Consent Order.

D. Respondent shall comply with all statutes and rules within the Board's jurisdiction. See Minn. Stat. ch. 326A (2024) and Minn. R. ch. 1105 (2023).

E. Respondent shall report in writing within ten days any violations of this stipulation and consent order to the Board's Executive Director.

Respondent and the Committee enter into this stipulation based on the following findings of fact, conclusions of law, and other stipulated provisions:

Findings of Fact

1. The Board issued Respondent a CPA license on September 6, 1990.
2. Respondent is the owner of a CPA firm located in Minnesota.
3. Respondent was selected for audit of their CPE for the three-years ended June 30, 2023.
4. Respondent was sent the CPE audit request letter on March 27, 2024. Respondent failed to respond to this letter.
5. Respondent was sent an allegation letter for failing to respond to the CPE audit on May 8, 2024.
6. Respondent reached out to the CPE coordinator and requested an extension to submit to the CPE documentation until June 21, 2024. The extension was granted.
7. Respondent submitted an incomplete CPE audit form with documentation on June 30, 2024.
8. Respondent was notified of the missing documentation on August 15, 2024. Respondent failed to respond to the notification.
9. Due to their noncompliance with the CPE audit, Respondent was unable to renew their license online through Online Services.
10. Respondent submitted a completed CPE audit form on December 30, 2024, and was found to be noncompliant with the CPE requirements.

11. Respondent previously reported 46, including 4 ethics, hours for CPE reporting year 2021 but was able to verify 57.5, with no ethics, hours. As a result, Respondent was short 4 ethics for the three years ended June 30, 2021.

12. Respondent previously reported 46 hours for CPE reporting year 2022 but was only able to verify 23 hours. As a result of the previous year's lack of ethics, Respondent was short 4 ethics for the three years ended June 30, 2022.

13. Respondent previously reported 68.5 hours for CPE reporting year 2023 but was only able to verify 23.5 hours. As a result, Respondent was short the following:

- a. 8 ethics for the three years ended June 30, 2023.
- b. 14.5 of the required 60 technical hours for the three-years ended June 30, 2023.
- c. 16 of the required 120 total hours for the three-years ended June 30, 2023.

14. Respondent's CPA license expired on December 31, 2024.

15. Respondent's renewal application was returned due to noncompliance with both the CPE audit and CPE requirements for CPE reporting year 2024 on January 17, 2025.

16. Respondent submitted additional CPE documentation for previously unreported hours and also carried back 19.5, including 6 ethics, hours to CPE reporting year 2021 on March 3, 2025.

17. Respondent's renewal application was returned again due to noncompliance with both the CPE audit and CPE requirements for CPE reporting year 2024 on March 7, 2025.

18. Respondent submitted additional documentation for courses taken for CPE reporting years 2022 and 2023 on June 2, 2025. As a result, Respondent's previously carried back hours were amended to only needing 15.5, including 4 ethics, hours for CPE reporting year 2021.

19. Respondent renewed their license and carried back hours to CPE reporting year 2024 on June 11, 2025. Respondent's CPA firm permit was also renewed on this day.

20. During their license's expiration, Respondent held out as a CPA on their CPA firm's website, on a professional website, and on LinkedIn despite not holding a current CPA license.

21. Respondent submitted false information for their CPE for the CPE reporting years 2021, 2022, and 2023, with their 2022, 2023, and 2024 renewals by affirming on those renewals that they had completed the CPE hours, and such hours complied with the 1-year and rolling 3-year CPE requirements.

Conclusions of Law

1. The Board has authority to license and regulate certified public accountants and to take disciplinary action as appropriate. Minn. Stat. ch. 326A (2024).

2. Respondent violated Minn. Stat. §§ 326A.04, subd. 4 and 326A.10(c) (2024), and Minn. R. 1105.1200, 1105.2500(A)(2) and (C)(5)(c), 1105.3000(A)(2), (3), (4), and (E), 1105.3200(D), 1105.5600, subps. 1(A) and (C)(1) and (5), and 1105.7800(A), (B), and (D) (2023).

3. Respondent is subject to discipline pursuant to Minn. Stat. § 326A.08, subd. 5(a)(1) and (8), and 7 (2024).

4. This stipulation and consent order is in the public interest.

Other Stipulated Provisions

1. This stipulation and consent order must be approved by the Board to become effective.

2. Respondent agrees that the Committee may move the Board *ex parte*, with or without advance notice to the Respondent, to approve this stipulation and consent order. Respondent understands that the Board may either approve the stipulation and consent order or not approve it. This stipulation and the files, records, and proceedings associated with this matter may be reviewed by the Board in its consideration of the Committee's motion.

3. If approved by the Board, this stipulation and consent order shall be classified as public data. Minn. Stat. § 13.41, subd. 5 (2024).

4. If the Board does not approve this stipulation and consent order, then the matter remains unresolved and the Committee may either seek to negotiate a revised stipulation and consent order with Respondent to present to the Board or issue an order commencing a contested-case hearing before an Administrative Law Judge at the Office of Administrative Hearings. See Minn. Stat. §§ 14.57–.62, 214.10, subd. 2 (2024) (describing administrative hearing process).

5. Respondent agrees that if this case comes before the Board again after it reviews and discusses this stipulation and consent order, Respondent waives any claim that the Board was prejudiced by its review and discussion of this stipulation and consent order and any records relating to it.

6. Respondent acknowledges that they were advised by the Committee of their right to a contested-case hearing in this matter before an Administrative Law Judge, to file exceptions and make argument to the Board after the hearing, and to seek judicial review from any adverse decision rendered by the Board. Respondent hereby expressly waives those rights. Respondent was further advised by the Committee of their right to be represented by counsel and that they knowingly waive that right.

7. Respondent has read, understands, and agrees to this stipulation and has voluntarily signed it. It is expressly understood that this stipulation contains the entire agreement between the parties, there being no other agreement of any kind, verbal or otherwise. If approved by the Board, a copy of the final stipulation and consent order shall be served personally or by first class mail on Respondent. The Board's order shall be effective when it is signed by the Chair of the Board or the Chair's designee.

8. Pursuant to Minn. Stat. § 16D.13 (2024), any civil penalty imposed by this stipulation and consent order shall begin to accrue simple interest in accordance with that section thirty days after the civil penalty is due. Pursuant to Minn. Stat. § 16D.17 (2024), thirty days after any civil penalty imposed by this stipulation and consent order is due, the Board may file and enforce any unpaid portion of the civil penalty as a judgment against Respondent in district court without further notice or additional proceedings.

Todd A. Zabel CPA
Todd Allan Zabel, CPA

STATE OF Minnesota
COUNTY OF Ramsey

This instrument was acknowledged before me on 9-24-25 by Todd Zabel.

(stamp)



Kerry Lynn Stanton
(Signature of notary officer)
My commission expires: 7/31/2027

COMPLAINT COMMITTEE



ANN ETTER, CPA

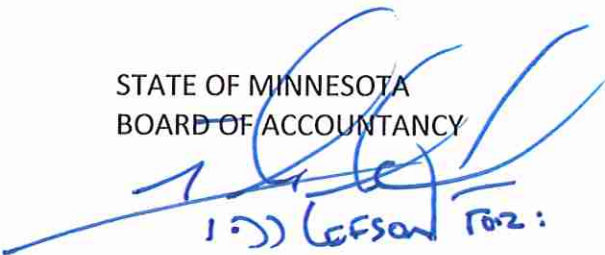
Chair

Dated: Oct. 8, 2025

CONSENT ORDER

Upon consideration of this stipulation and consent order, and based upon all the files, records, and proceedings herein, all terms of the stipulation and consent order are approved. Accordingly, the Board hereby ADOPTS the stipulation and issues the ORDER described above.

STATE OF MINNESOTA
BOARD OF ACCOUNTANCY



1.0) (Selcer) For:

Dated: October 8, 2025

CHARLES SELCER, CPA
Board Chair