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8th International Conference of the European Commerce Registers

Royal Hospital Kilmainham, 11 - 13 May 2005

Registries Working Together

CONFERENCE AGENDA

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Thursday, 12 May, 2005		
09.00-09.30	Registration	
	Chair	Paul Farrell
09.30-09.45	Opening Address and Welcome	Michael Ahern T.D. Minister for Trade and Commerce
09.45-10.30	<p>The Problem of Branches</p> <p>At the Paris Conference a serious issue was identified arising from the increasing practice of companies of registering in one jurisdiction for the purposes of trading exclusively in another, through a branch.</p> <p>The problem the register of the branch has is that it may not be aware that the company on the register has been put into liquidation or even dissolved.</p> <p>Since that conference, we have been working on a technical solution whereby registries will be linked and a change in status on the register of the company will be automatically recorded on the register of the branch.</p>	<p>Paul Farrell from CRO Dublin will discuss the issues involved and the issues to be resolved.</p> <p>John Murray of ERSL will explain the technical solution implemented.</p>
10.30-10.50	Coffee break	
10.50-11.30	<p>Protected Cell Companies</p> <p>Some companies in the funds and insurance industries favour the use of a "protected cell" company whereby the liabilities in one cell do not transfer to other cells within the company, even though the cells are not corporations. This form of company has existed in a number of jurisdictions for some years. Recently, Ireland published legislation</p>	<p>Jane Bates</p> <p>Jane is Head of Companies for the Isle of Man Financial Supervision Commission. The PCC structure has been in place on the Isle of Man for some years</p>

	<p>in this area.</p> <p>The issues arising in these companies will be analysed and the decisions that have to be made in establishing such companies considered.</p>	<p>Julian Lamb Jersey Registry has recently engaged in an extensive review in advance of introducing its own legislation.</p>
11.30-12.00	<p>SE Asia The registries of SE Asia and Australia and New Zealand have recently established a forum of companies' registries. Lynn Lynch of Companies House attended the latest conference and has been welcomed as a member of their board.</p>	<p>Lynn Lynch will report on the issues raised in the other forum and on the similarities and differences arising between them and European registries.</p>
12.00-12.45	<p>Continuance - Jersey's Experience to Date The SE and the proposed 14th Directive on the transfer of seat will pose substantial challenges to registries managing corporate continuance. Some registries have experience of this because corporate continuance has been possible in their jurisdictions for some time.</p> <p>Since the last conference, Julian Lamb from the Jersey registry has been working on a draft continuance certificate which can be discussed by other ECRF members. If the certificate is approved by members the ECRF will produce a multi-lingual version which will greatly ease the transfer process.</p> <p>Julian has also been looking at some of the practical issues in such transfers arising from different practices and procedures in different jurisdictions.</p>	<p>Julian Lamb</p>
12.45-13.45	Lunch	
	Chair	Brian O'Hare
13.45-14.30	<p>The Financing of Registries There will be a round table discussion on the financing of registries. Of particular interest will be the application of the various EU Directives such as the Capital Taxes Directive, the First Company Law Directive and the Directive on the re-use of Public Sector Information, all of which affect the charges that can be imposed by registers.</p>	<p>Ireland, the Netherlands, Serbia, Sweden and the UK</p>
14.30-15.15	<p>Company Law Revision in Ireland The Company Law Review Group was set up in Ireland in 2002. It has engaged in the most extensive review of Irish company law ever. It is now engaged in the drafting of the implementing legislation.</p>	<p>Tom Courtney has been chairman of the Company Law Review Group since it was established. He has written extensively on company law matters.</p>
15.15-15.30	<p>Company Law revision in the UK - the Recent White Paper The UK has also been engaged in an extensive process of review and a white paper was published recently.</p>	<p>Helen Thewlis</p>

15.30-15.50	Corree break	
15.50-16.45	<p>The Irish Companies Registration Office</p> <p>The CRO in Dublin has been through several phases of change in recent years in processes, hardware and software development. These will be outlined.</p>	Paul Farrell
Friday, 13 May, 2005		
	Chair	Martin van Eijl
09.15-09.45	<p>EU Developments</p> <p>An outline of the current issues for the European Commission in the Company Law area.</p>	<p>Pierre Delsaux is Head of Unit for Directorate F2 of the European Commission DG for the Internal Market. Directorate F2 deals with Company Law, Corporate Governance and Financial Crime. Pierre is also acting Director for Directorate F which deals with Free movement of capital, company law and Corporate Governance.</p>
09.45-10.15	<p>EBR and possible links with ECRF</p> <p>The European Business Register is the network that allows searches on companies across Europe through the member registers. There will be an update on the activities of the Register.</p> <p>The Forum has been in discussions with the EBR about possible links between the Forum and the Register which might permit the Forum to engage more extensively in community and other activities.</p>	<p>Vito Giannella</p> <p>Paul Farrell</p>
10.15-10.30	<p>WINS Project and XBRL</p> <p>WINS addresses the need for Public Financial Institutions such as Finance Ministries to acquire Business Intelligence to assist in definition of financial policy. This will be done by analysing the financial situations in various economic sectors, including support for identification of tax evasion and the underground economy.</p> <p>Secondly, WINS addresses the need of Private Financial Institutions to acquire data, following the adoption of the recent Basel Capital Accord (Basel-II), which is governed by the Bank for International Settlements. This Accord establishes standards for capital adequacy and credit risk for banks worldwide.</p> <p>The WINS Initiative is part financed by the European Commission eTEN programme, project 510836.</p> <p>XBRL is the new standard for financial reporting.</p>	Piero Milani

	Piero will explain the objectives of the WINS project and invite participation. He will propose separately that there should be a degree of co-ordination of XBRL projects in the registries.	
10.30-11.00	<p><i>BRITE</i></p> <p>Under the auspices of the European Business Register a proposal has been put to the Commission for funding under the Sixth Framework Programme. The proposal is for research into the issues confronting the European Company Registries in communicating with each other in support of the single market. It has an overall timeframe of three years. The proposal has so far been viewed favourably by the Commission although final clearance is awaited.</p> <p>If the project proceeds there will be a major role for the registries in directing the research to ensure a workable solutions and real benefits.</p> <p>Vito will outline the proposal and invite participation in the project.</p>	Vito Giannella
11.00-11.15	<i>Coffee break</i>	
11.15-12.00	<p><i>Comparative Study</i></p> <p>The European Commission is supporting a project to develop business registration services in the Ukraine, increasing transparency, encouraging adoption of European standards in terms of both legislation and best practice, and exploring the potential for Ukrainian membership of the European Business Register. As part of this project, and with the support of ECRF, information has been assembled on registration practice throughout Europe. David Walke will report on the findings of this survey.</p>	David Walke
12.00-13.00	<p><i>Putting the Business at the Centre</i></p> <p>The Dutch Conference in 2006 will have a focus on the customer. Its thesis will be that the registries are not "keeping a register" but are "providing information" that companies want and need.</p> <p>The Netherlands will focus on the Dutch developments towards one register acting as a single point of contact between companies and government.</p> <p>The discussion will be opened in the 2005 conference and any actions between the conferences will be agreed</p>	Martin van Eijl Kitty Schopman
13.00-14.15	<i>Lunch</i>	
14.15-17.00	<i>ECRF AGM</i>	



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