

MEMORANDUM OF UNDERSTANDING

BETWEEN

THE CENTRAL STATISTICS OFFICE



**An
Phríomh-Oifig
Staidrimh**

Central
Statistics
Office

AND

THE COMPANIES REGISTRATION OFFICE



OCTOBER 2019

Companies Registration Office (CRO) Mandate and Mission

The CRO is the central repository of public statutory information on Irish companies and business names.

The CRO's core functions include:

- The incorporation of companies and the registration of business names;
- The receipt and registration of post-incorporation documents;
- The enforcement of the Companies Acts in relation to the filing obligations of companies;
- Making of information filed with CRO pursuant to the Companies Acts 2014 and the Registration of Business Names Act 1963 available to the public.

Central Statistics Office (CSO) Mandate and Mission

The CSO's mandate, as set out in the Statistics Act, 1993¹ is:

"the collection, compilation, extraction and dissemination for statistical purposes of information relating to economic, social and general activities and conditions in the State"

The Statistics Act, 1993 also grants the CSO the authority (i) to co-ordinate official statistics compiled by public authorities, (ii) to assess the statistical potential of records maintained by public authorities, and (iii) to require public authorities to provide copies of records.

Adoption of a Memorandum of Understanding

Enhanced data cooperation between the two Offices, with a view to eliminating or minimising, in so far as possible, duplication in data submission, has the potential to reduce the administrative burden on business.

It is against this backdrop that the CSO and the CRO have adopted this Memorandum of Understanding (MoU). Other aspects relevant to the adoption of the MoU are as follows:

- The Statistics Act, 1993, which provides for the collection, compilation, extraction, and dissemination of official statistics, and in particular sections 30 and 31 thereof relating to the use of records of public authorities for statistical purposes;
- The strategy articulated in the National Statistics Board (NSB) report *Strategy for Statistics 2003-2008*² to support the development of Ireland's statistical system through a more systematic use of administrative records as a primary source of official statistics,

¹ <http://www.cso.ie/census/documents/statsact93.pdf>

² http://www.nsb.ie/pdf_docs/StrategyforStatistics2003-2008.pdf

- The growing need to maximise the use of administrative data for statistical purposes in order to reduce the overall administrative burden on businesses and generate enhanced statistical outputs in support of evidence-based policy making;
- The recommendation from the Business Regulation Forum, in March 2007³, that an administrative burden reduction programme should be introduced in Ireland, and the associated work programme which has emerged from the High Level Group on Business Regulation⁴;
- The proposal from the European Statistics Code of Practice that administrative sources of data be used wherever possible to avoid duplicating requests for information;
- The establishment by the European Commission of an EU Action Programme for reducing administrative burdens;

In accordance with the foregoing conditions and objectives, the CSO is realigning its processes to ensure a more systematic use of statistical data originating in the Companies Registration Office.

For the purposes of this MoU, “Data” means the information specified in the Schedule at Annex 1 hereto.

³ <http://www.forfas.ie/media/business%20regulation%20forum%20report%202007.pdf>

⁴ <http://www.entemp.ie/publications/commerce/2008/HLGRreport.pdf>

General

1. The CRO shall continue to provide the Data⁵ to the CSO for statistical purposes in accordance with the terms of the Statistics Act, 1993. The CRO acknowledges the requirement by the CSO to continue to receive the Data and undertakes to provide the Data at the required frequency.
2. The CSO shall use the Data provided by the CRO for statistical purposes only, in accordance with the Statistics Act, 1993 and Regulation (EC) No 223/2009 on European statistics⁶.
3. The CSO will ensure that all linking of the Data with other data sources, both CSO and non-CSO, will be carried out in accordance with the CSO Data Protocol⁷.
4. The data files in the delivery schedule (see Annex 1) and any amendments to that list are being requested by the CSO under Section 30 of the Statistics Act 1993. This MoU serves as a notice request for the purpose of that section of the Act. Changes to this list, and the composition of the data files thereon, shall be agreed between the CSO Liaison Officer and the CRO Liaison Officer.

CSO/CRO Liaison Group

5. The CSO and the CRO shall establish a Liaison Group, comprising *inter alia* the Registrar of the CRO and a CSO official at Senior Statistician or higher level appointed by the Director General of the CSO, as a high-level mechanism for consultation and communication between the two Offices.
6. It shall be the responsibility of the Liaison Group to consider all data matters and related issues of mutual interest, including issues referred to it by the Liaison Officers referred to in Paragraph 10 here under.
7. The Liaison Group shall consider any proposed changes to availability or scope (range and level) of the Data which could potentially impact on the CSO in carrying out its mandate.

⁵ In this MoU, “file” and “data file” shall be understood to mean any collection of data or information held at unit (company) level, as distinct from data or information aggregated to higher levels, the CRO register being maintained on a per-company basis.

⁶ <http://eur-lex.europa.eu/LexUriServ/LexUriServ.do?uri=OJ:L:2009:087:0164:0173:EN:PDF>

⁷ http://www.cso.ie/aboutus/data_protocol/data_protocol.htm

8. The Liaison Group shall address matters of data protection, in accordance with the Statistics Act and the Data Protection Acts, and regularly review the security of data transfer and storage mechanisms.
9. The Liaison Group shall meet on at least one occasion each year.

Liaison Officers

10. The CSO shall appoint a Liaison Officer as the main point of contact with the CRO; this role shall encompass a Data Custodian function, with responsibility for the management and use of CRO Data by the CSO. The CRO shall likewise appoint a Liaison Officer with the CSO.
11. All Data transfers shall take place between the CRO Liaison Officer and the CSO Liaison Officer or their nominated deputies.
12. Any new requests for Data transfers or amendments to existing Data transfers shall be agreed between the CRO Liaison Officer and the CSO Liaison Officer. The CRO undertakes to facilitate any such requests in so far as resources permit.

Data protection

13. The CSO and the CRO shall maintain the appropriate infrastructure to ensure the secure transfer of Data.
14. The CSO undertakes that all Data received from the CRO shall be treated as strictly confidential and shall be used for statistical purposes only, in accordance with national and EU statistical law, and also in conformity with the Data Protection Acts 2018⁸ and the General Data Protection Regulation⁹.
15. The CSO shall maintain the appropriate infrastructure to ensure the secure storage of Data.

Data

16. The CRO undertakes to provide appropriate supporting information (metadata) with the Data supplied as to fully describe the files and all fields therein.

⁸ <http://www.irishstatutebook.ie/eli/2018/act/7/enacted/en/html>

⁹ <https://eur-lex.europa.eu/legal-content/EN/TXT/PDF/?uri=CELEX:32016R0679&from=EN>

17. CSO hereby acknowledges that it is aware that the information contained in the Data has been and is being supplied to CRO by or on behalf of companies, pursuant to statutory obligation, and acknowledges that although very basic checks may have been carried out on the information, its content has not been verified and that it has been accepted by CRO in good faith. The fact that information is on the public record should not be taken to and does not indicate that the CRO has approved, checked, verified or validated it in any way. The CRO makes no representations and gives no warranty in respect of the accuracy, adequacy, veracity or completeness of any information contained in the Data where that information has been supplied to CRO by a third party. CSO acknowledges that details of received and unregistered annual returns will be supplied to it by CRO pursuant to this MoU, which returns are liable to be rejected by CRO on being reviewed for registration, for non-compliance with the requirements of the Companies Acts 2014.
18. In the event of CRO becoming aware of any factual error in the Data which has been supplied to CSO arising from a processing error on the part of CRO, CRO shall make whatever amendment is appropriate and shall notify said amendment by email to CSO and CSO shall following receipt of such notification amend with all due expedition the information contained in the Data.
19. The CSO hereby accepts and agrees that neither the Minister for Business, Enterprise and Innovation nor the Registrar of Companies shall be liable to the CSO for any loss or damage or any costs or expenses arising out of or by virtue of any inaccuracy or untrue or incorrect information contained in the information and particulars supplied to the Registrar by or on behalf of any company or by any professional person, pursuant to Statute or otherwise or at all, which information is supplied to CSO by CRO as part of the Data.
20. This Memorandum of Understanding shall not operate so as to create a partnership, relationship or agency or joint venture of any kind between the Minister or the CRO and the CSO.

Modifications to data specification

21. The specification for the Data may be modified by the CRO in such manner as is consistent with the functions and duties of the CRO under the Companies Acts, 2014 and under the Registration of Business Names Act, 1963, and as provided for in Regulations made by the Minister for Business, Enterprise and Innovation. Before implementing any modification as aforesaid, the CRO shall first notify the CSO in writing that it proposes to modify the specification and the manner in which it proposes so to do, and the date, not being a date less

than two calendar months thereafter, on which it proposes to implement the aforesaid modification to the specification.

Review

22. This Memorandum of Understanding shall be deemed to commence on the 1st day of **October 2019** and shall continue in full force and effect from year to year until it is determined by either party giving to the other not less than six months prior notice in writing determining at any time. It shall be reviewed annually by the two bodies, but may be reviewed at any time at the request of either party. Any changes to the Memorandum of Understanding shall be effected only with the mutual agreement of the CRO and the CSO.

Termination

23. Notwithstanding any other provisions herein contained, this MoU may be terminated by either party at any time during its currency without liability for compensation or damages by six months notice in writing to the other party, determining at any time.

Communication

24. The approval of this MOU and its content and procedures will be communicated within the CSO and the CRO; such communication shall include publication on the respective websites.

Annex 1 Schedule of Data to be transmitted to the CSO by the CRO

Delivery Number	Description of Data File	Frequency	Delivery date
1	A full data load of the data elements per paragraph (b) of the First Schedule to the current Bulk Data Licence made between The Minister for Enterprise, Trade and Innovation and CRO's bulk data customers (the terms of the Licence are available on www.cro.ie ¹⁰)	Quarterly	In March, June, September and December, annually
2	<p>Each company's most recent annual return details – this is the information supplied by companies on their most recent annual return, including received but unregistered annual returns, and where the return has been manually filed, where the return has been keyed up by CRO, in addition to shareholder information that has been supplied on CD to CRO with their annual return by a limited number of companies– as follows:</p> <p>Write to File (All_CS0_Results_List)</p> <p>Main_Id Company_Num Company_Name Return_Made_Up_To Financial_Year_From Financial_Year_To Address Currency Authorised_Share_Capital Issued_Share_Capital Tot_Qty_Issued_Cash Tot_Qty_Issued_Other Tot_Qty_Shares_Issued Tot_Qty_Shares_Held Shares_Commission Shares_Forfeited Shares_Discounted Tot_Value_Issued_Cash Tot_Value_Issued_Not_Cash Shares_Paid_For_Cash Shares_Other_Consideration Cap_Conversion_Reserve_Fund Calls_Unpaid Tot_Not_Called Tot_Consideration Member_CD_Included</p>	Annually	1 March, annually

¹⁰ <http://www.cro.ie/ena/downloads-re-use-of-information.aspx>

	<p>Company_Status Company_Status_Effective_Date</p> <p>Write to File (All_Members_List) Main_Id Member_Id Forename Surname Address</p> <p>Write to File (All_Members_Share_Capital_List) Member_Id Share_Class Number_Held</p> <p>Write to File (All_Member_Transaction_List) Member_Id Transaction_Id Share_Class Number_Transferred Date_Transferred Transferee Details</p>		
3	<p>A comma-separated values file (CSV) which provides a list of companies that ceased due to liquidation. This should include all historic companies and include the latest information up until the latest query to the database. The following three variables are requested;</p> <p>Company_Num Company_Bus_Ind Comp_Status_Eff_Date</p>	Quarterly	In March, June, September and December, annually

Signatures

Signed: *P. Dalton*

**Pádraig Dalton
Director General
Central Statistics Office
Skehard Road
Cork.**

Signed: *Maureen O'Sullivan*

**Maureen O'Sullivan
Registrar
Companies Registration Office
Bloom House
Railway Street
Dublin 1.**

Date: *18/10/19*

Date: *21.01.2019*

