

**-Companies Registration Office
And
Registry of Friendly Societies**

**Scheme
Under Section 11 of the
Official Languages Act 2003**

Introduction

Background

This Scheme was prepared under Section 11 of the Official Languages Act 2003 ("the Act") by the Companies Registration Office and the Registry of Friendly Societies.

Section 11 provides for the preparation by public bodies of a statutory scheme detailing the services they will provide

- through the medium of Irish,
- through the medium of English and
- through the medium of Irish and English,

and the measures to be adopted to ensure that any service not provided by the body through the medium of the Irish Language will be so provided within an agreed timeframe.

Guidelines for Preparation of a Scheme

Guidelines for the preparation of a Scheme were provided by the Minister for Community, Rural and Gaeltacht Affairs under Section 12 of the Act.

Preparation of the Language Scheme

This Scheme has been prepared in accordance with the Guidelines under Section 12 of the Official Languages Act 2003.

The Offices published a notice under Section 13 of the Act on 22 July 2008, inviting representations in relation to the preparation of the draft Scheme from any interested parties. Three submissions were received following this advertisement. These submissions were taken into account in drawing up the Scheme.

Members of the CRO and RFS staff were also consulted, and their views and suggestions have also been taken into account in drawing up the Scheme.

Both Offices acknowledge the time and effort put in by all who contributed to this process.

Content of the Language Scheme

This Scheme builds on the principles of Quality Customer Service, and on the commitment in the Offices' Customer Charters to ensure that customers who wish to conduct their business through Irish can do so. It sets out the extent to which services are currently available through Irish, and areas for future enhancement of the service provided by this Office are identified in the body of the Scheme. It also includes a commitment to assess on an ongoing basis the level of demand for services through Irish, and to ensure that the Office continues to meet this demand in a planned, coherent and accessible way. The Offices will further continue to measure the level of queries/requests for services through Irish on an annual basis.

Commencement Date of the Scheme

The Scheme has been confirmed by the Minister for Community, Rural and Gaeltacht Affairs. It commences with effect from 26 May 2009 and shall remain in force for a period of three years from this date or until a new Scheme has been confirmed by the Minister pursuant to Section 15 of the Act, whichever is the later.

Overview of the Companies Registration Office (CRO) and the Registry of Friendly Societies (RFS)

Mission and Mandate of Offices

1. CRO

CRO is a statutory body coming under the aegis of the Department of Enterprise, Trade and Innovation, charged with responsibility for the registration of companies and business names and the provision of statutory company information to the public. For the latter purpose, CRO is the central repository of public statutory information on Irish companies. The main functions discharged by CRO include

- incorporation of companies
- registration of business names
- registration of company post-incorporation documentation
- registration of changes in business names particulars
- enforcement of the Companies Acts by way of prosecuting companies or directors, and striking companies off the register
- provision of company information to the public.

The Office currently has a staff of 80 persons in Dublin and 33 persons in Carlow in a variety of working patterns. The Office is housed in 2 locations, one in Dublin and, since end July 2007, one in Carlow. The remainder of the Office is due to decentralise to Carlow in late 2010.

2. RFS

RFS also comes under the aegis of the Department of Enterprise, Trade and Innovation. The main functions discharged by the RFS include the efficient and effective registration and general regulation of

- Trade unions under the Trade Union Acts 1871-1990.
- Industrial and provident societies under the Industrial and Provident Societies Acts 1893-1978, and
- Friendly societies under the Friendly Societies Acts 1896-1977.

There are 6 members of staff in the RFS.

Overview of the CRO and RFS

Mission and Mandate of the CRO and RFS

The mission of the CRO is to ensure a high level of filing of returns due, and a rapid turnaround of the information on those returns with the assurance that the information provided to us complies with the relevant statutory provisions and that the information supplied by us accurately reflects that provided.

The mission of the RFS is to ensure that the various mutual entities registered at the Registry, which are subject to general regulation and supervision in varying degrees by the Registrar of Friendly Societies, comply with their statutory obligations and to maintain an up to date public record on those entities.

Internal and External Customers of the Offices

The key stakeholders and customers of the Offices are, as regards CRO,

- company directors or their agents in the form of accountants, solicitors and secretarial firms or company formation agents who represent and act for companies in respect of their filings with this Office under the Companies Acts
- the press and other members of the general public who seek information about CRO activity
- staff in Government Departments, public agencies and other public or private sector bodies with whom the Office has cause to do business in discharging its role.

As far as the RFS is concerned, the key stakeholders and customers are accountants, solicitors, the Irish Co-Operative Organization Society Ltd, the press and members of the general public, and staff in Government Departments and other public agencies.

The Registrar of Companies also acts as the Registrar of Friendly Societies.

Functional Areas of the Offices

The CRO is divided into the following business units:

- Postal, filing and annual returns section, the only section which is based in Carlow
- A-List/post-incorporation section
- Business names section
- External companies/limited partnerships section
- Securities/mortgages section
- Solvency section
- Administration section
- Front counter
- Training
- Information section
- Electronic filing section
- I.T. section
- Publications section
- B-list section
- New Companies section

The RFS comprises 2 sections, dealing with respectively

- Industrial and Provident Societies
- Friendly Societies and Trade Unions.

Assessment of the Level of Services already available in Irish and the Current Demand for such Services

This section of the Scheme sets out the Official Language regime operated by the Offices in relation to their general provision of services.

Services available in Irish only

There are no services provided by the Offices exclusively in Irish.

The CRO is in the process of developing its own customer service charter and pending completion, adheres to the customer service charter of the Department of Enterprise, Trade and Innovation. In that Customer Charter, the Department undertakes that it will do its best to facilitate customers who wish to conduct their business through Irish and specifically that it will

- reply in Irish where correspondence is received in Irish in accordance with section 9(2) of the Official Languages Act 2003
- publish key Departmental documents simultaneously in Irish and English as provided for in section 10 of the Official Languages Act 2003

The RFS has its own customer service charter which contains a similar commitment.

Services not available in Irish

The services offered by the Offices to the public and professionals in English only include:

- talks and seminars provided by Office staff
- information on company law, Friendly Societies, Industrial and Provident Societies, Trade Unions, and related matters published prior to the passage of the Official Languages Act.
- The issuing to companies and /or directors of reminder letters both before the date an annual return is due, and also after that date if the return is not delivered on time
- Unless service in Irish is specifically requested, general assistance offered to Office clients in dealing with telephone, e-mail or handwritten/typed queries is provided in English
- Documents produced for other public bodies or an international audience are available in English only, while speeches or statements are made available in the language(s) in which they are delivered
- The static portion of the CRO website is available in English only (RFS is covered by the CRO site)
- Twice-yearly “Compliance Matters” bulletin issuing from CRO to all company directors.

Services available in both Irish and English

The primary objective of the Act is to ensure better availability and a higher standard of public services through Irish. The relevant Office/Departmental Quality Customer Service documentation commit the Offices to providing quality services bilingually and to informing customers of their right to choose to be dealt with through either of the Official Languages.

The Offices have for some years past made their Annual Reports and certain other publications available bilingually. The Offices provide replies in Irish to correspondence in Irish in accordance with the provisions of section 9(2) of the Act, and their stationery is bilingual.

The bilingual services offered by the Office to the public and professionals include:

- some of the general publications available on the Office's website, e.g. CRO Annual Reports for the years 2005 onwards and for RFS from 2004 onwards
- some of the information on company law and related matters via the Office's website
- some publications such as all of the most commonly used statutory forms
- to a very limited degree, general assistance offered to Office clients in response to correspondence, e-mail, etc.
- the Companies On-Line Registration Environment (CORE) an online tool to facilitate management of Companies Act requirements including e-filing of statutory forms
- Companies are free to have their names registered in the Irish language and a number of companies have done so.

Demand for Services through Irish

Consultation with staff in both Offices indicates that demand for provision of service either in Irish alone or bilingually has been and remains extremely low. Nonetheless each office is aware of its legal obligations under the Official Languages Act and is committed to improving the service it provides through Irish and to developing a positive culture that facilitates the conduct of business by its customers through Irish and English.

The CRO operates a public counter in its Dublin office only, as does the RFS.

Scheme

This section briefly describes the functions of each area of work in the two Offices and sets out the extent to which services to the public are provided in both official languages.

CRO—Dublin Office

A-List/Post incorporation Section

This unit's task is to check, process and register certain documents conveying details of particular events in the life of a company, primarily changes in director details and changes in registered office address.

Telephone, face-to-face and written (including e-mail) contacts with the public are dealt with in English only but where service is requested in Irish, there is one officer in the section who is reasonably proficient in Irish who is willing to provide assistance when necessary. Three other officers have indicated a willingness to be trained so as to be able to provide service to the public in Irish .

The most used statutory forms on which information is provided to this section are available to the public in both English and Irish versions, in either hard copy or downloadable form.

Enforcement

Enforcement section undertakes various enforcement actions against companies and/or directors in respect of failure by companies to complete statutory filings in the manner prescribed by law. Those actions comprise prosecution of companies/directors in the district court, striking companies off the register of companies and the taking of high court actions against companies and directors under section 371 of the Companies Act 1963.

All correspondence, written or electronic, and all one-to-one contacts with the public whether personal or by telephone, are conducted in English.

In the rare event that service in Irish is requested, the section avails of the assistance of a staff member in A-List who is proficient in Irish.

Business Names

This section receives, checks, processes and registers applications for business or trading names. The position as to service in Irish is as in Enforcement section but the statutory forms used by this section are available bilingually.

Administration

This section is responsible for the upkeep of the building housing the CRO and RFS in Dublin, the provision of essential materials such as stationery, biros/pens and related supplies, health and safety matters, co-ordination of issues touching more than one section within the Office and the framing of budgets for both Offices and monitoring of expenditure thereunder. The position as to the use of Irish is as for Enforcement section.

Front counter/public office

This is the public office of the CRO, where documents are first received, where personal callers to the Office request and receive copy of various company documents including duplicate certificates of incorporation, or use the on-line search facility. This is where most personal contact between the Offices and the public occurs. The position as to use of Irish is as set out under enforcement, although two members of staff in this area have indicated willingness to be trained so as to be able to deliver service in Irish.

External companies, mortgages and solvency sections

These 3 sections operate under one supervisor and deal with, respectively, the processing and registration of statutory documents relating to Irish branches of foreign-registered companies; the registration of charges taken out against Irish-registered companies and the satisfaction of those charges; and the processing and registration of statutory

documents relating to the liquidation of companies and also documents relating to the restriction/disqualification of company directors. Some of the applicable statutory forms are available bilingually.

Information Unit

This unit deals with general telephone and e-mail enquiries to the Office. Where enquiries require more in-depth replies than can be provided by this unit, they are transferred to the particular section involved. The position as to the use of Irish is as set out under Enforcement.

Training Unit

This unit provides in-house training to CRO staff. The position on use of Irish is as set out under enforcement.

E-Filing unit

This unit deals with all matters pertaining to the electronic filing of various statutory documents and in particular annual returns for companies. Most of its dealings are conducted with presenters/agents. The position on the use of Irish is as set out under enforcement although one member of staff has indicated that she is prepared to undergo training so as to be enabled to provide service in Irish.

I.T Unit

This unit deals with all I.T.-related matters including in particular the computerised database of companies which comprises the “registers” of companies and business names. The position on the use of Irish is as set out under enforcement

Publications section

This section handles all advertising/promotional/marketing functions for the offices in all media including newspapers, magazines, radio and TV. Recent budgetary cut-backs will see considerable reduction in activity under these headings. The section issues regular e-mail bulletins regarding various aspects of CRO/company law requirements (“e-zines”) to customers who have registered with the Office for that purpose and also issues, twice yearly, a bulletin entitled “Corporate Compliance Matters” to every company director in Ireland. The position on the use of Irish is as set out under enforcement.

New Companies/Change of Name sections

These sections handle all matters prior to and during the incorporation of companies, including company names and changes therein. The position on the use of Irish is as set out under enforcement although three members of staff have indicated a willingness to be trained so as to be able to provide service in Irish.

B-List section

This section handles all matters relating to the shareholding structure of companies. The position on the use of Irish is as set out under enforcement although one member of staff has indicated a willingness to be trained so as to be able to provide service in Irish.

CRO—Carlow Office

The Carlow Office of the CRO houses the section which receives, processes and registers annual returns from all Irish companies and receives on behalf of the Dublin Office, certain other statutory company documents which are sent on to Dublin. While the position on the use of Irish is as set out under enforcement, four members of staff have indicated willingness to be trained so as to be able to provide service in Irish.

RFS—Dublin

The RFS is a small Office comprising six staff, including an Assistant Principal who also has some functions in the CRO. The position on the use of Irish is as set out under enforcement

CRO and RFS—Bilingual Services

Virtually all sections in the CRO and RFS transact part of their business with the public through the use of prescribed forms, most of which may be downloaded from the internet and many of which may be filed electronically. Of the 140 forms currently in use by the CRO, 36 or 26 % are bilingual. The majority of these forms are however seldom used and when one looks at the top 10 forms used in filings with the CRO, all 10 are bilingual. None of the 24 forms used by the RFS are bilingual.

As already indicated, some of the interactive elements of the CRO/RFS website (i.e. some of the statutory forms used to convey information to the CRO and RFS and the CORE or Companies Online Registration Environment, which allows CRO customers to view in a secure, private environment, up to date information on companies for which they file) are bilingual.

While the vast majority of one-to-one personal contact, and e-mail/written contact, between CRO and RFS and the public is conducted in the English language service in Irish is provided if and when it is requested of either Office.

The office addresses and other contact details on CRO and RFS letterheads is bilingual.

Enhancement of Services to be Provided Bilingually

Introduction

Despite the high level of interaction between the CRO and RFS and the public, the demand for provision of service through Irish is miniscule. This is the experience of all staff in the Offices and is supported by the lack of any response at all to the advertisement, by individual members of the public. The Offices nevertheless accept as a reality their obligations under the Official Languages Act and are committed to providing over time and, given the current stringent budgetary situation, consonant with resources, a higher standard of service provision in Irish than exists at present.

There are two major factors which impinge on the ability of the Offices to achieve this objective.

The first is the decentralisation of the Offices to Carlow. Part of the CRO has already been decentralised since end July 2007. The decentralisation of the rest of the CRO plus the RFS were confirmed in the course of the recent Budget announcements, and will be implemented by late 2010. The vast majority of the people currently staffing the Offices in Dublin will be replaced by staff with no knowledge or experience in the functional business areas involved, who will have to be trained intensively for some time. Inevitably, initial priority will have to be given to training the new staff in the day-to-day procedures and obligations of the Offices in English. It will not be possible to greatly extend the capacity of the Offices to provide service in Irish until the relocated, restaffed Offices have bedded down for some time.

The second factor is the current budgetary situation outlook. Very substantial cuts have been applied to the CRO/RFS budget for 2009 and those cuts will reduce the capacity of the Offices to provide enhanced service to the public in Irish inasmuch as they affect the level of manpower which the Offices will be able to deploy, the amount of training which can be undertaken in-house or externally and the large amount of translation of relevant text on the website and in other communication media which will be required.

Proposed enhancements of services to be provided bilingually in the course of the first Scheme, are as follows.

Item	Months after Commencement of Scheme
<p style="text-align: center;">CRO/RFS website</p> <p>The website contains a very large amount of text, static and interactive. The most important of the interactive elements are available bilingually. By the end of the first scheme,</p> <ul style="list-style-type: none"> • we will have 100 % of the static elements of the website available bilingually • we will have 100 % of the existing interactive elements of the website available bilingually • any new on-line interactive systems introduced during the course of the scheme will be introduced bilingually simultaneously • new CRO/RFS computer services will be fully capable of handling the Irish language and existing systems will, where necessary, be made compatible in conjunction with the next suitable planned maintenance/upgrade work. 	36 months
<p style="text-align: center;">Contact with the Public</p> <p>Information Unit staff will be able to give callers the names of the Offices in Irish, those staff will be familiar with basic greetings in Irish and they will be able to quickly put members of the public in touch with the officer/s responsible, where available, for offering the service required through Irish</p> <p>The electronic bulletins (E-zine) which issue at regular intervals to CRO/RFS customers who have registered for that purpose, often need to issue with little or no prior notice and having regard to the need for speed in such cases, it will not be possible to issue all of them in Irish. Where there is time to have them translated so as to issue bilingually, that will be done. The CRO/RFS commits to 70 % of e-zines being issued bilingually in any year.</p> <p>The hard copy “Corporate Compliance Matters” bulletin which issues twice yearly to every director of an Irish-registered company, will be published bilingually.</p>	<p style="text-align: center; vertical-align: middle;">3 months</p> <p style="text-align: center; vertical-align: middle;">Commencement of scheme</p> <p style="text-align: center; vertical-align: middle;">Commencement of scheme</p>
<p>RFS will arrange for early provision of bilingual version of statutory forms in the Friendly Society and Trade Union areas</p>	36 months

<p style="text-align: center;">Published Information</p> <p>Some CRO/RFS publications such as annual reports, are now published on the website, bilingually. The Information Notices currently available on the CRO website in English will be made available in Irish as part of the translation into Irish of all the static CRO/RFS material on the website into Irish. We will have the all the notices available in Irish by the end of the first scheme.</p>	<p>36 months</p>
<p style="text-align: center;">Training and Development</p> <p>Apart from those 14 staff who have indicated a willingness to be trained in providing service to the public in Irish, staff will be encouraged to build on their existing skill levels and training will be facilitated with the objective of providing 20% of staff with reasonable proficiency in Irish</p>	<p>Commencement of scheme</p>
<p style="text-align: center;">Prosecutions/Enforcement</p> <p>Where service in Irish is required, CRO/RFS will ensure that Irish speaking barristers are available to prosecute the action.</p>	<p>Commencement of scheme</p>

Monitoring of Scheme

CRO administration section will keep operation of the scheme under review. Day-to-day monitoring will be undertaken by section heads (HEO level) who will be responsible for implementation of the scheme in their own areas and they will liaise with administration section on any issues arising.

Administration section will report to senior management every 6 months regarding operation of the scheme. The report will cover progress under the scheme, an assessment of demand for bilingual and Irish services and identification of any problems arising with implementation of the scheme.

Subsequent schemes will be adjusted and improved in the light of experience gained under the first scheme.

Publication of the Scheme

The contents of the scheme will be published on the CRO/RFS website and its existence and publication will be advertised in the national media.

The scheme will be circulated to appropriate bodies and to those who made submissions at the consultation stage of drafting this scheme. A copy will also be sent to an Oifig Choimisineir na dTeangacha Oifigiula.