

# Welcome to the MBR Design Working Group – 09 February 2022

Thank you for joining us, we will begin the meeting at 1:00pm AEDT

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# MBR Design Working Group

Wednesday 09 February 2022



**Australian Government**  
**Australian Taxation Office**



# Open action items

Action item	Status	Who	Action
<b>DWG-34</b>	Open	MBR Program	Provide the DWG members with a long-term program roadmap

# Fees consultation paper

Kate Penney  
Director - Treasury



**Australian Government**  
**Australian Taxation Office**



# Acting on Behalf of Individuals in the Register

Doug Wickham – Design lead  
Strategic Program Design, ABRS



**Australian Government**  
**Australian Taxation Office**



# Background

***MBR program scope will enable ABRS agents to act on behalf of the company record (in line with how they do now).***

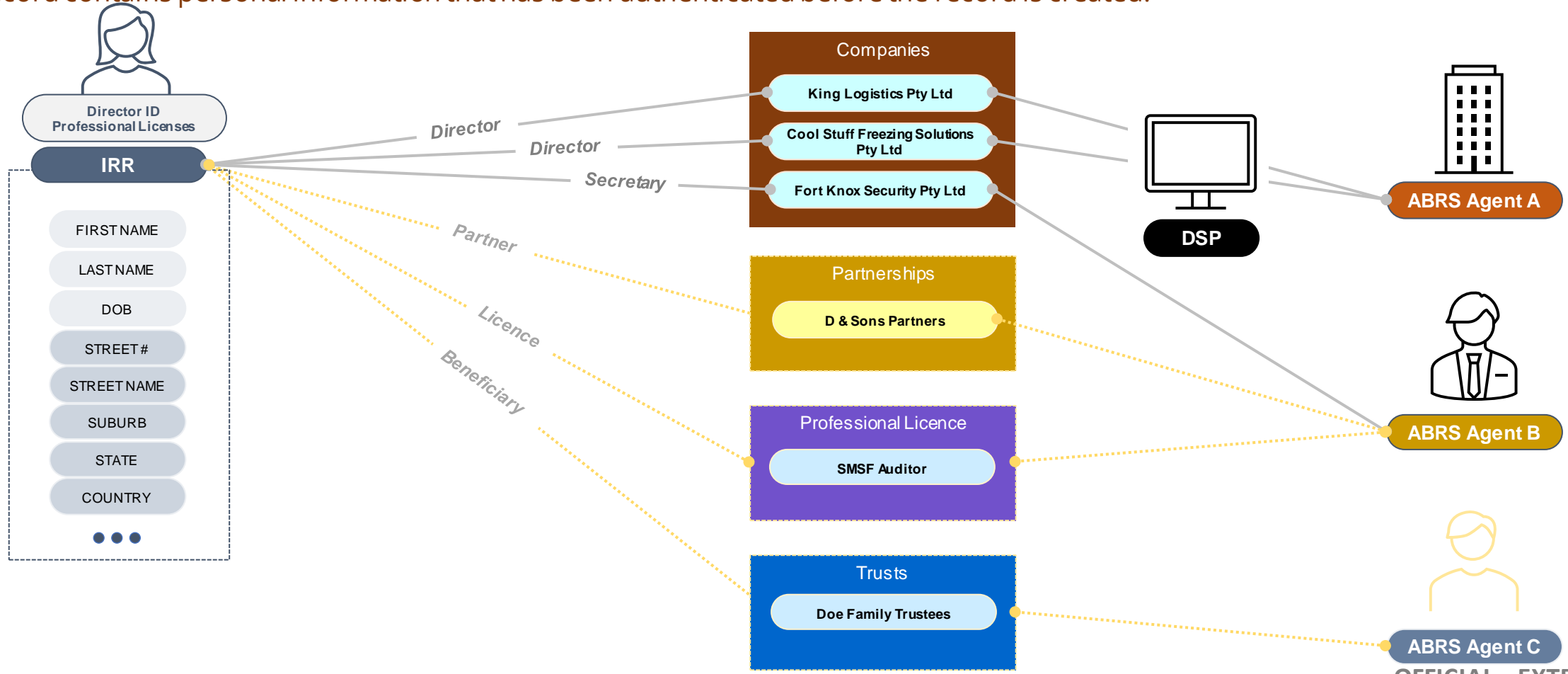
***BAG and DWG forum members requested the additional ability for –***

- ***Agents to view, update and maintain an individual's information against their Individual Registry Record (IRR) which is where their director ID is stored. For example – updating a director's legal name.***
- ***DSPs to offer as a wholesale service the ability to update and maintain an individual's information in their IRR.***
- IRR is an internal registry record which links an individual to their entitlements across the different registers. An **individuals' information is authenticated** prior to an IRR being created.
- Unlike the information about an individual on the Company register which is public, the information in the IRR is **private to the individual**.
- Ideally, the information in the IRR should be consistent across all registers the individual is associated with as the data is personal to the individual. However, complexity comes into the solution when determining who has **consent** (under the different registry laws) to **view and update an individuals IRR**? And, how should the information **cascade across registry records**? For example - The agent of one company cannot update the data of another company even if the director is the same, if they are not the agent of both companies.
- The Registrar can disclose information about the individual to the individual themselves or their agent, or where the individual has consented to the disclosure to another person. For disclosures to a person other than the individual or their agent the **Registrar would need to receive and record the consent** before disclosing the information. Legally, it's up to the Registrar (defendant) to prove that a disclosure of registry information was authorised.
- Some director information that is **currently public** will become **partial or private in the future**. To achieve that end-state, it is important that we don't undermine this by making the information available in another way through risk of **phishing for information protected under the Privacy Act**.

# Individual Registry Record (IRR) to Agent Relationship in ABRS

The Individual Registry Record (IRR) is an internal registry record that will provide the Registrar with a single view of an individual across the ABRS registry platform. An individual's entitlements (eg: director ID) and entitlements (eg: ABN associate) are linked to this record. The record is linked to relevant registry records, (eg: Company record).

The record contains personal information that has been authenticated before the record is created.



# Impact Assessment

- 3<sup>rd</sup> parties updating an individual's internal ABRS registry record was not part of MBR's original scope.
- There is complexity in how consent is managed between the agent, individual and the registrar to ensure a individual's privacy is maintained and the registrar does not disclose information unlawfully.
- There is complexity in determining the appropriate business rules to support the individual's needs and ensuring integrity in the register, eg: will an individual require one agent or many agents to have access to their IRR, and how does the registrar ensure updates from different agents do not conflict with each other?
- There is complexity in the business rules to determine how an update of an individual's information can be cascaded throughout the registry especially if an agent is not the agent of all the companies a director is a director of.

## Outcome

- The MBR program agrees to extend services to allow agents and DSP to act on behalf of an individual's record in the registry.
- The 'Act on behalf of an Individual's Registry Record' will need to be scheduled into MBR's scope and Road Map.
- Business rules need to be co-designed with agents, individual's and DSP as they need to be inclusive of all the registers an individual is associated with.
- The impact of scope change for this enhancement is significant and implementation will be post September 2023.



# Current Registry and ASIC forms to services

Tim Matthews – Companies product manager, ABRS  
Eleanor Beer – Intermediaries experience, ABRS



**Australian Government**  
**Australian Taxation Office**



# Background

Modernising Business Registers – Companies release

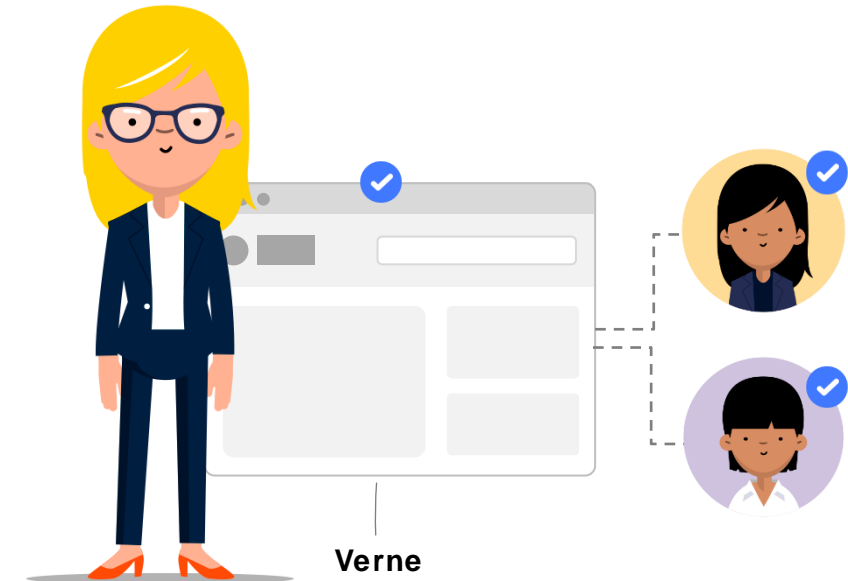
# Companies release

The next milestone for Australian Business Registry Services (ABRS) is transitioning 4 company registers from ASIC and associated company ABN registration details from the ABR to ABRS online.

The ASIC registers that will transition are:

- Australian Public companies
- Australian Private companies
- Registrable Australian Bodies
- Foreign companies

Where these ASIC registers have an Australian business number (ABN), details from the Australian Business Register (ABR) will also move to ABRS.



The design and build of a new modern register is currently underway and is scheduled for **September 2023**.

# Companies Release

Existing companies will be migrated



**2.9m**  
companies

New companies can register in the platform



**280k**  
new companies registered annually

Digitised lifecycle via wholesale and retail



**17m**  
transactions annually

One integrated platform to search company data

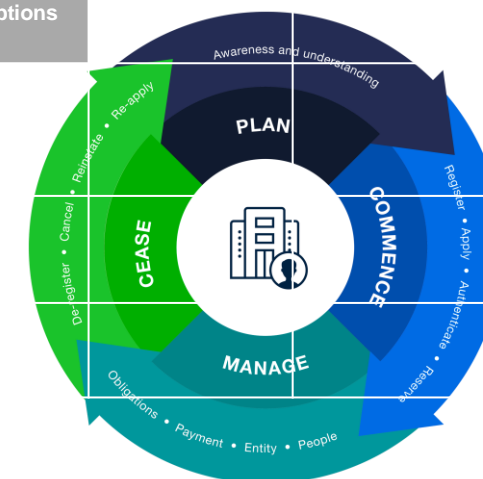


**219m**  
annual searches

# ABRS lifecycle: Companies touchpoints

The following companies touchpoints across the ABRS lifecycle that will be included

Plan	Commence	Manage				Cease		Anytime		
Awareness	Register	Company	People	Obligations	Payment	Close	Reinstate	Search	Data	Support
Decide to start a company	Authenticate	Update company details	Update person details	Annual review and financial statements	Pay outstanding debts	Deregister a company	Reinstate a company	Search for a company/person/document	Request a data extract	Lodge a complaint
Get advice	Apply for director ID	Change entity type	Suppress details	View reporting obligations	Make a payment	Cancel an ABN	Reinstate an ABN	Bulk data extract	Fees	Make an enquiry
	Register company	Manage shareholdings	Manage officeholders	Notify the register	Request a fee waiver or refund	Cancel a business name and company name	Reinstate a business name	Alerts and subscriptions		
	Apply for an ABN	Manage business & company name reservation	Manage authorised contacts	Correct the register		Cancel a tax role	Restore tax role			
	Reserve a company name	Manage external Administration	Manage Intermediary Appointment							
	Apply for a business name		Link director ID or company							
	Apply for tax roles									



# Commercial-off-the-shelf registry solution

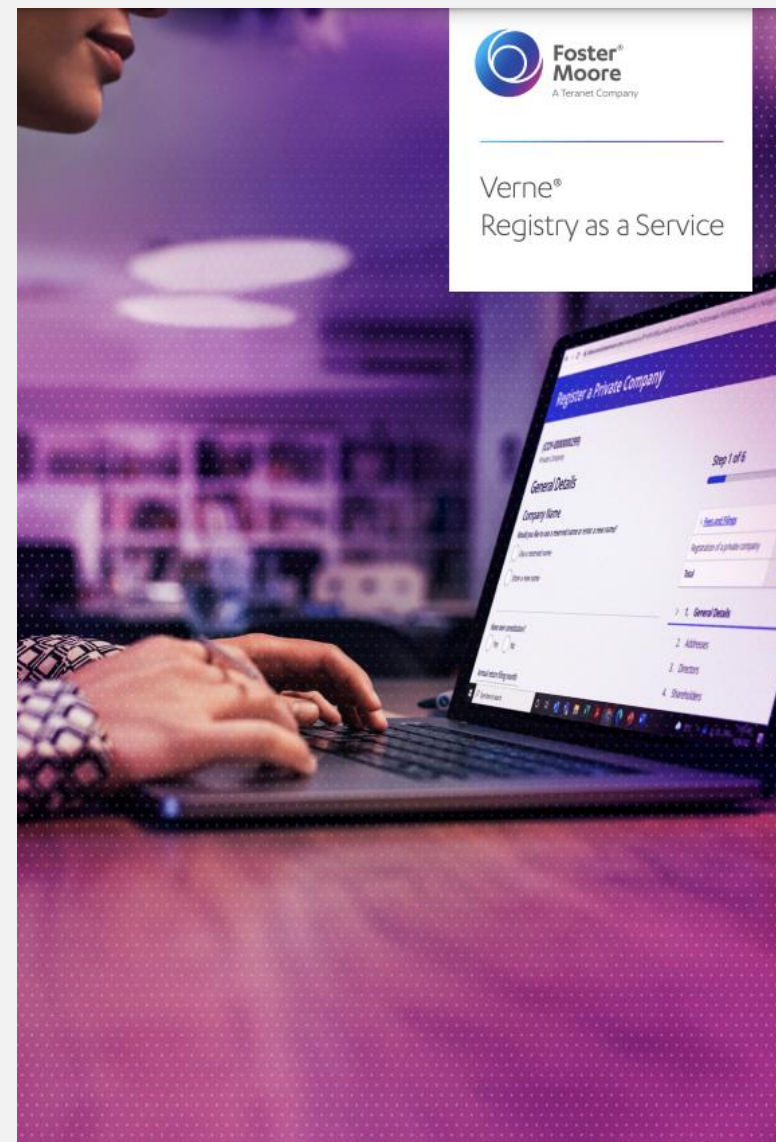
The MBR program will be using Verne as the main registry platform (Foster Moore's commercial-off-the-shelf registry solution) to deliver the new ABRS.

Verne provides a browser-based solution that can be used by both members of the public performing online transactions and by registry staff responsible for the management and operation of the register. APIs will enable digital service providers to integrate ABRS into their products.

## Benefits

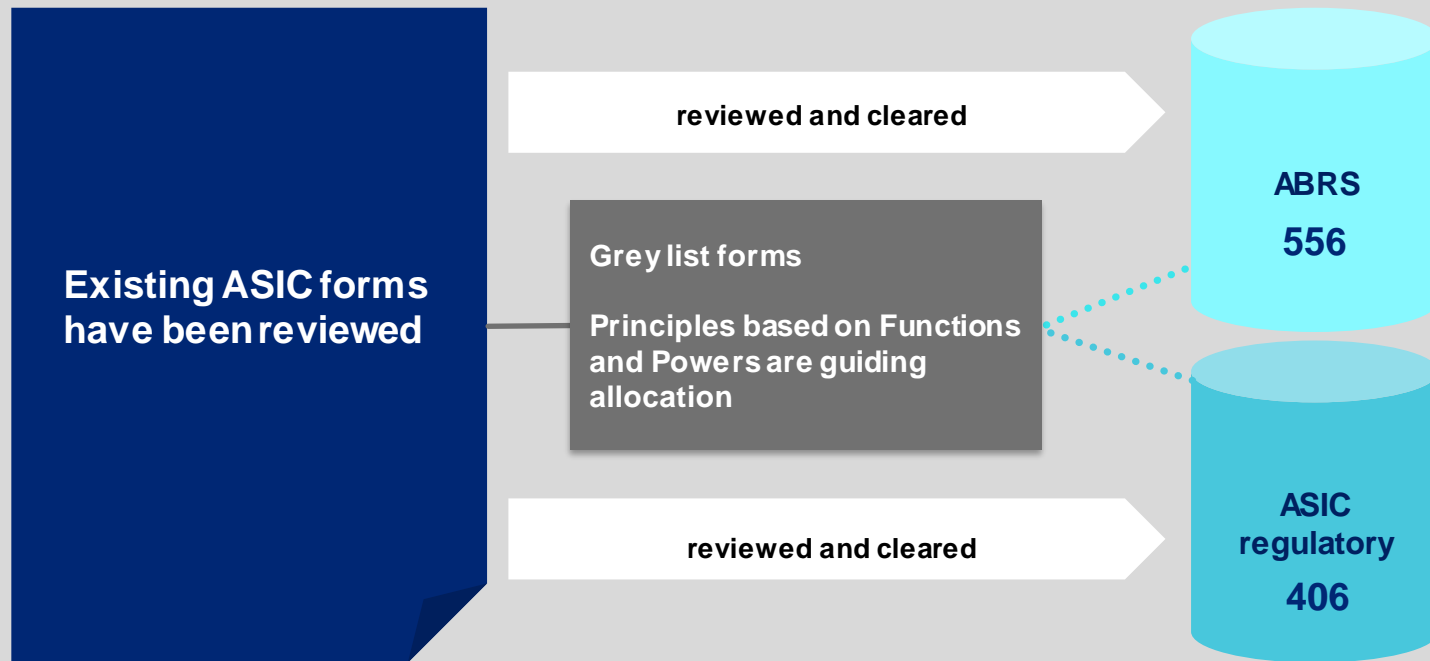
- Services are light weight and consistent across both APIs and User Interface (UI) layer
- Avoids complex config and potential customisation to combine forms
- Reduces work effort as the form is only designed and developed once and shared across UI and API
- Enforces consistency between channels

As a result of using a commercial-off-the shelf solution, the MBR program will need to operate within the existing capabilities of the Verne platform.



# Current Registry and ASIC forms to services

# Forms in scope for MBR



**Approximately 556 ASIC (registry) forms are in scope for ABRS:**





- Main forms also contains sub forms with different data collection and fees

**406 forms will continue to be supported by ASIC regulatory portal**



# Forms to services **INDICATIVE VIEW ONLY**

We are in the process of reviewing and transitioning current ABR and ASIC registry forms into Verne business services and/or wholesale APIs.

	Register 	Maintain 	Close 	Anytime 
<b>Current registry forms</b>	18	334	20	318
<b>Verne Business Services</b>	~ 17	~ 60	~ 20	To be determined
<b>Wholesale APIs</b>	10 (see progress update for further detail)	13 (see progress update for further detail)	To be determined	To be determined
<b>Current status</b>	Design	Consultation	Early concept	Early concept

**Subject to change during consultation and design**

**There is not a direct 1 to 1 conversion from a current registry form to a Verne business service and/or API.**

Numbers may change as forms and services are being reviewed and analysed.

# Example register lifecycle

## ASIC registry forms

18

201 Application for registration as an Australian company  
202 Application for registration of a body corporate as a company  
208 Notification of details of shares issued other than for cash  
218 Constitution- Div 1 coy  
252 Evidence of eligibility - Part 5B.1 - Registration of Body Corporate as a Company  
401 Application for registration as a registrable Australian body  
402 Application for registration as a foreign company  
403 Verification of copy of document authorising on behalf of a foreign company, execution of a document appointing a local agent(includes subforms 403A )  
410 Application for reservation of a name, cancel & extend  
411 Copy Cert of Incorp - Registrable Australian Body  
412 Certified copy of constitution Registrable Australian Body  
415 Certified Copy Cert of Incorporation or Registration - Foreign company  
416 Cert copy constitution (foreign co)  
417 Memorandum re powers of resident dirs  
418 Memorandum of appointment of local agent  
428 Application for ministerial consent to a name (includes subforms 428A & 428B)  
437 Instrument of consent to name  
207Z Certificate of compliance with stamp duty law

## Verne Business Service

17 +

VBS0001 Reserve a company name  
VBS0003 Register a Registered Agent  
VBS0004 Apply for a Business Name  
VBS0005 Apply for an ABN  
VBS0007 Apply for TFN  
VBS0293 Register a private company  
VBS0294 Register a public company  
VBS0295 Combined Company Registration  
VBS0297 Register a foreign company  
VBS0298 Register a registrable Australian body  
VBS0299 Apply for Ministerial Consent  
VBS0300 Register a body corporate as a private company (no ARBN)  
VBS0301 Register a body corporate as a public company (no ARBN)  
VBS0302 Register a body corporate as a private company (with ARBN)  
VBS0303 Register a body corporate as a public company (with ARBN)  
VBS0304 Register a Liquidator/Auditor using the Verne organization account structure  
VBS0307 Combined Company Registration (Existing Company)

## Wholesale API

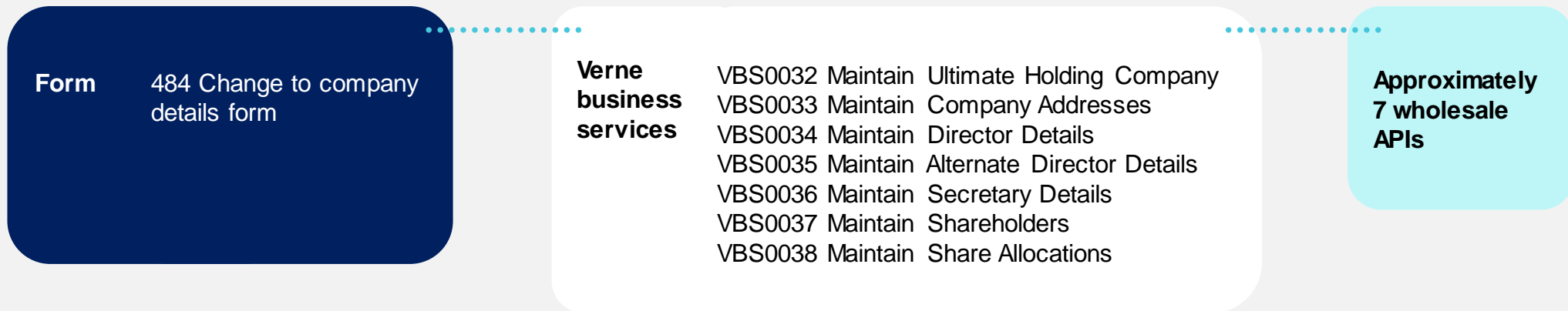
10

Apply for Company Name Reservation  
Apply for Company Name Reservation Extension  
Apply for a Business Name  
Apply for an Australian Business Number  
Apply for a Tax File Number  
Apply for an Australian Proprietary Company  
Apply for an Australian Public Company  
Apply for Combined Registration for a New Company  
Check Name Availability Supporting Service

# Single form to multiple service

The MBR program will implement a large number of individual forms rather than combining forms into complex multi-function forms



## Maintain



\*Subject to change

\* Forms and services are still being reviewed, added, and removed

# Companies roadmap – high level update

Project	ATO Initiative	Status	Update	Related consultation groups	Wholesale solution status	Retail solution status
MBR	<b>Company register APIs</b> Services that enable Company registration, Company maintenance (eg Change of address), Company closure and Search (anytime)		ATO continues to work with industry to focus on key topics as part of smaller working groups in the coming months.	MBR Design Working Group	Consultation	September 2023
	<b>Business Inbox</b> Capability for businesses that will allow notifications, an inbox and a secure way for businesses to access and view additional information within the sending agency		Early discovery is ongoing. The concept has been introduced to the MBR Design Working Group. A co-design group will be established with digital service providers soon.	MBR Design Working Group	Consultation	by September 2023











 Early concept
  Consultation
  Design
  Build underway
  Delivered

# Company register APIs - progress update

- At the 25 November DWG, a summary of API work to date was presented. Since then:
  - Register APIs have progressed from consultation into the design phase.
  - An initial list of maintain APIs have been confirmed to date.












Further information about the API work underway is reflected on the following slides.

# Company register APIs (REGISTER)

Lifecycle	API	Status	Description
Register	Apply for an Australian Public Company		Application to register an Australian Public Company
Register	Apply for an Australian Proprietary Company		Application to register an Australian Proprietary Company
Register	Apply for Company Name Reservation		Application to reserve a Company name
Register	Apply for Company Name Reservation Extension		Application to extend a currently reserved Company name
Register	Check Name Availability Supporting Service		A service to check the availability of a proposed name
Register	Apply for a Business Name		Application to register a Business Name
Register	Apply for an Australian Business Number		Application to apply for an ABN for an existing Company
Register	Apply for a Tax File Number		Application to apply for a TFN for an existing Company
Register	Apply for Combined Registration for a New Company		Application to register Australian Company plus combinations of ABN, TFN, Business Name and Tax Roles
Register	Apply for Combined Registration for an Existing Company		Application to register an existing Company for combinations of ABN, TFN, Business Name and Tax Roles




 Early concept
  Consultation
  Design
  Build underway
  Delivered

# Company register APIs (MAINTAIN)

Lifecycle	API	Status	Description
Maintain	Maintain ABRS Agent		Appointment of ABRS Agent to act on behalf of a company/entity
Maintain	Maintain ABRS Agent for an Entity		Maintain ABRS Agent appointment, including removal of act on behalf of a company/entity
Maintain	Maintain Company Name		Application to change a company name
Maintain	Maintain Proprietary Company Shareholdings		Maintain proprietary Company shareholdings
Maintain	Maintain Directors		Maintain Directors
Maintain	Maintain Public Company Shareholdings		Maintain public Company shareholdings
Maintain	Maintain Ultimate Holding Company		Maintain a company's ultimate holding Company details
Maintain	Maintain General Details		Maintain a special purpose status on a company
Maintain	Maintain Authorised Contacts		Maintain authorised contact details
Maintain	Maintain Company Addresses		Maintain Company addresses, includes contact details and office hours
Maintain	Maintain Secretaries		Maintain Secretary details
Maintain	Correct the Register		Request to make a correction / withdraw / reversal of a change
Maintain	Request ABRS Agent Account Transaction List		Request history of financial transaction

 Early concept
  Consultation
  Design
  Build underway
  Delivered

# Company register APIs (CLOSE, ANYTIME, INBOX)

Lifecycle	API	Status	Description
Close	Company Closure Services		An inventory of APIs for closure services is still being developed and will be shared at a later time
Anytime	Company Information, Search and Other Supporting Services		An inventory of APIs for information, search other supporting services is still being developed and will be shared at a later time
Business Inbox	Client Communication Retrieval Services		An inventory of APIs to retrieve client communication is still being developed and will be shared at a later time

 Early concept  Consultation  Design  Build underway  Delivered



# Other Business



**Australian Government**  
**Australian Taxation Office**



# Problem: Connecting people to their company office holdings

## 1. THE PROBLEM

From **Director ID** we have:

### A pool of directors

- Have identities derived through mygovID.
- Have ABRS individual registry records.
- We don't know what companies they are the directors of.

From the **Companies Register** we have:

### A pool of company office holders

- Directors and secretaries of companies.
- Have a lower level of identifying information.

For the companies release we need:

### To create connections

- Between the people on the left,
- And the office holdings on the right.

- ❖ Without these links **people can't interact with the register** and represent their companies to the registrar.
- ❖ If the links aren't created at the companies release go-live, the linking **workload will fall to intermediaries and to ABRS telephony services.**

## 2. THE BALANCE

- ❖ **We care about the experience of our clients.** We want to connect as many people to their companies as we can.
- ❖ But **we also care about the integrity of the register** and we don't want to connect a person to a company record they shouldn't have access to.
- ❖ There is some **tension between these objectives.** We must find a **balance** between them when considering the ID matching confidence we will accept.

## 3. THE SOLUTION?

- ❖ Can intermediaries **help to make the correct connections?**
- ❖ Do intermediaries hold information which could **increase the confidence of ID matching**, and therefore allow us to make more connections with high confidence?
- ❖ The more connections we make, **the better for clients**

**We'd like to discuss further one-on-one or via focus group or at DWG. If you would like to participate, please contact DPO or [mike.steveson@ato.gov.au](mailto:mike.steveson@ato.gov.au)**

## Forward agenda

- Data Harmonisation
- API risk ratings
- Design canvases
- Consultation plan

# Questions?

[DPO@ato.gov.au](mailto:DPO@ato.gov.au)



**Australian Government**  
**Australian Taxation Office**

