



International Association of Commercial Administrators

Winter
Newsletter

2016 Year in Review

As the New Year begins, I like many of you, find myself reflecting on the year that was...

39th Annual IACA Conference

In June, the 39th Annual IACA Conference was held in Columbus, Ohio. I would like to commend our immediate Past President, Allison DeSantis, and the rest of the Ohio team, for hosting a tremendously successful conference. Together with the coordination of section chairs, Mandy Harlan, Katie Zvolanek and Trevor Timmons, the conference offered thought-provoking speakers on pertinent topics, as was evidenced by the great interest and attendance at all of the sessions. The subjects covered included everything from e-signatures to blockchains and trademarks to KPIs. Everyone enjoyed the energy of the Ohio Health team, reminding us of the impacts that sitting is having on our health. In case you missed it, or want a refresher, most all of the conference

material has been posted to the IACA website.

In the evenings, the facilities and the entertainment also wowed. The Wells Barn with Barefoot McCoy was amazing – I know I could have listened to him all night. The private evening at the Art Gallery proved beautiful, and then the DJ in the Regency Ballroom had everyone on their feet. And who didn't have fun with the dueling pianos on our final evening? I think it safe to say that everyone filed out of the Buckeye State happy that they had attended. Great job!



The first IACA conference was held in Louisiana in 1977. In May of 2017, we will be holding our 40th! Much has happened, and many, many things have changed, but what has remained is the desire – indeed the need – for those of us responsible for business registers and secured transaction registers, and the associated technology which supports them, to engage with, share with, learn from and support, others who “do what we do.” That IACA has continued to serve as that network 40 years on is an amazing achievement. It is a milestone to be celebrated, and celebrate we will in Halifax, Nova Scotia!



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Financial Review

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For the first year ever, in addition to the diligent review by our Audit Committee, IACA retained an external auditor to review our books and accounts for the fiscal year ending September 30, 2015. Our auditor, JDS Professional Group, confirmed that, in their opinion, the financial statements fairly presented, in all material respects the assets, liabilities and net assets of the organization, the revenue, expenses and changes in net assets in accordance with basic accounting principles – in short, a clean report! As strong financial management is critical to the sustainability of our organization, we are very pleased (though not surprised) with the auditor's conclusion.

Board Activities

In addition to the many regular Board of Director meetings held by teleconference, the Board has an in person meeting each year at the site of the upcoming year's conference.

This year, the Board met in early October in my hometown of Halifax, Nova Scotia. The meetings took place at the Westin Nova Scotian, which will be the host hotel for our 40th Annual conference. We reviewed the feedback from the prior year's conference, and worked to transition the duties and functions of officers to the next position to ensure each member is well supported in their new responsibilities. We worked on our budget and planning for the 2017 year, and reviewed our sponsorship model with some changes being considered for the 2018 year.

We looked at ways to better engage and provide value to our members through our website and list-serve discussions, and possibly with something as simple as a mid-year newsletter just like this. We hope you find it useful.

We also of course spent time focused on the upcoming conference and visited the potential venues for each of our events. We are working with sponsors as well, as we could not do what we do for you without their continuing support.

Every few years some time during this meeting is also devoted to longer term objectives. This was one of those years, and IACA's updated strategic plan is well underway. We hope to share this with our membership during the Spring conference.

Are you interested in becoming more involved in IACA? Would you consider being a Section Chair or Vice Chair? Perhaps join the Board of Directors as an alternate member? Or would you like to work on a committee of some sort. Let us know!



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Charting the Course for 40 Years – IACA Halifax

Preparations for the 40th annual IACA Conference are well underway. The dates are set. The location is secured. And the agenda is nearing completion. Topics will include general sessions on subjects such as Call Centre Excellence, Cybersecurity, Blockchain in Practice, and even a session on Registry Scams, led by an expert from the FBI!



We will have section sessions on everything from the Introduction of Legislation and Managing Transition, to the latest news on Beneficial Ownership. There will be sessions on Cloud Infrastructure and Storage and Hypervisors, as well as the issue of Chargebacks – a very hot topic on the IACA list-serve this month – to name just a few.

Please note that the conference registration fee for members is increasing slightly this year to \$495. Conference registration will be opening soon.

Important Information Regarding Travel to Canada

*In 2016, new entry requirements took effect for international travelers to Canada. US Citizens are exempt, but all other visa-exempt foreign nationals will need an **Electronic Travel Authorization (eTA)** to fly to or transit through Canada. For more information on the eTA, and to apply electronically, visit the Canadian Immigration and Citizenship website at www.cic.gc.ca.*

All travelers to Canada, including US Citizens, require a valid passport. Be sure yours is up to date!

Section Outreach

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Following feedback from attendees who wished colleagues back home could have participated in a 2016 conference session, the STS Section arranged for two webinar presentations of “UCC 101 for Filing Offices” in August. This allowed more participants who don’t otherwise attend IACA to gain a better understanding of the secured transactions process in general, and the filing office duties found in Article 9. It was a great success with nearly 200 attendees from 27 U.S. states, several non-US countries, such as Canada and Ireland. STS hopes to offer more informational webinars in 2017.

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In September, Mandy Harlan, Chair of the Business Organizations Section (BOS), participated in the Canadian Association of Corporate Law Administrators (CACLA) meetings in Winnipeg, Manitoba, hosted by a Past President of IACA, Myron Pawlowsky.



Our newest additions

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During the IACA Annual General Meeting at the 39th Annual IACA conference in Columbus, Ohio, we were pleased to add two new members to the IACA Board of Directors, both of whom are already contributing greatly to the IACA executive team. Please join me in welcoming:

- **Tanya Gibson**, to the position of Second Alternate. Tanya is the Deputy Director, Corporations Division at the Arizona Corporation Commission; and
- **Scott Mayers**, to the position of ITS Section Chair. Scott is the Director of Information Technology with the Louisiana Secretary of State. Last year's Chair, Trevor Timmons, has thankfully not left us entirely, but has moved to the role of Vice-Chair supporting Scott.

And I would be remiss if I did not note that Allison DeSantis also welcomed a new addition in 2016 – in the form of baby Camden, who arrived early on September 13th – a little brother for Max and Reid. ☺
Congratulations, Allison!

Liaison Activities

In May, our then President, Allison DeSantis, and our current President-Elect, Cheri Myers, and I represented IACA at the first ever joint conference of the Corporate Registers Forum (CRF) and the European Commerce Registers Forum (ECRF) held in Cardiff, Wales. It proved to be the largest gathering of corporate registry officials with more than 300 attendees. A great deal of time was spent discussing current issues affecting registries. Even through the diversity of legal regimes, cultures and geography, the similarities in the issues facing each of us was very evident.

Also in May, our Secured Transactions (STS) Chair, Katie Zvolanek, participated in the Jersey Study Tour prior to the ECRF/CRF conference, hosted by International Relations (IRS) Chair, Julian Lamb. The Study Tour featured a Secured Transactions Symposium, which included leading practitioners and academics in secured transactions from all over the world, where Katie was able to hear about personal property registry issues from around the globe. It was an excellent opportunity to represent STS and IACA on the international stage.

In July, our Past President, Mike Smith, was afforded the opportunity to provide an update on IACA to the National Association of Secretaries of State (NASS). Our relationship with NASS is an important one as many of our US members are part of a Secretary of State's offices, and many of their issues are our issues too.

This year IACA was also invited to participate in an experts working group for the United Nations Commission on International Trade Law (UNCITRAL) as UNCITRAL is preparing a legislative guide on key principles of a business registry. This is part of a greater initiative of an UNCITRAL Working Group focusing on Medium Small and Micro Enterprises (MSMEs). For more information on this work, you can visit the UNCITRAL website at www.uncitral.org.



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International Business Registers Survey and Report

Through a letter agreement among the European Commerce Registers Forum (ECRF), the Corporate Registers Forum (CRF) and the Association of Registrars of Latin America and the Caribbean (ASORLAC) and IACA entered into in 2014, we have continued to support the International Business Registers Survey. The main purpose of the International Business Registers Survey, and ultimately this report, is to assist business registers in comparing their own practice and performance with those of other jurisdictions.

This year there were 28 respondents from jurisdictions in Canada and the United States, out of the 89 participants in total. The International Business Registers Report was presented and distributed at the CRF/ECRF Conference in Wales, the IACA Conference in Ohio and the ASORLAC Conference in Columbia, and

a copy of the report from this year, and some prior years is available on our website. A huge thank you to everyone who took the time to participate!



For those of you who pay attention to such things, you may have noted that you have not yet been asked to complete a survey for the 2016 year. Ordinarily the survey would be issued in December with a closing date sometime in February. This year, the Survey Working Group is

trying something new. In an effort to encourage participation, the survey will open in February this year – and remain open during what is effectively “conference season”. This will provide attendees at our and other conferences with the opportunity to seek assistance if they are having any difficulty with any of the questions, or have their jurisdiction added to the list if they have not received a survey directly.

In the meantime, this year’s report will look back at trends in the data over the past several years, and include some case studies from a variety of jurisdictions on topics of interest to all in the world of business registries.

We very much appreciate your ongoing participation and support.



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Last but not least...

I would like to close with a huge thank you to Allison, for her leadership throughout the 2015-2016 year, and for her kind assistance and guidance thus far during my term as President. It is greatly appreciated.

Moving forward, I look forward to working with all of you on all things IACA in the months ahead, and hopefully to seeing many of you in Halifax in May.

Wishing you and yours happiness, good health and prosperity in the new year – and may 2017 be better than last year, but not quite as good as those that will follow.

Happy New Year!

Hayley Clarke

IACA President

hayley.clarke@novascotia.ca

www.iaca.org

IACA Membership 2017

Reminder to all of our current members and others who may be eligible as government agency employees responsible for business organization or secured transaction record systems, and the information technology which supports them, the IACA Membership for the 2017 Year is now open.

To register, follow the link under Membership 2017

at www.iaca.org.

