Application Form for Authorisation as a Credit Servicing Firm

**Under Part V of the Central Bank Act, 1997 (as amended)**

January 2019

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**Introduction**

The Consumer Protection (Regulation of Credit Servicing Firms) Act 2015 (“the 2015 Act”) was enacted on 8 July 2015 and amended Part V of the Central Bank Act, 1997 (“the Act”) to introduce a regulatory regime for a new type of entity called a ‘Credit Servicing Firm’, and the activity of credit servicing, as defined in the Act (as amended by the 2015 Act), became a regulated activity in Ireland. The Central Bank of Ireland (“the Central Bank”) became the competent authority in Ireland responsible for the authorisation and supervision of Credit Servicing Firms following the enactment of the 2015 Act.

The Consumer Protection (Regulation of Credit Servicing Firms) Act 2018 (“the 2018 Act”) was enacted on 24 December 2018 and commenced on 21 January 2019, and amends Part V of the Act to expand the activity of credit servicing, as defined in the Act (as amended by the 2018 Act), to include holding the legal title to credit granted under a credit agreement and associated ownership activities.

The Central Bank published its Authorisation Requirements and Standards for Credit Servicing Firms in 2015 which applicants seeking authorisation as a Credit Servicing Firm had to satisfy in order to be granted an authorisation and which had to be complied with thereafter on an on-going basis. The Central Bank has amended these Authorisation Requirements and Standards to reflect the changes required thereto following the enactment of the 2018 Act.

**This Application Form must be completed by all applicants seeking authorisation as a Credit Servicing Firm (i.e. both those persons seeking to avail of the transitional arrangements provided for under Section 34FA(1) of the Act following the enactment of the 2018 Act and those applicants who cannot avail of these transitional arrangements).** All applicants are required to submit this Application Form for the purposes of the Central Bank assessing and reaching a determination in respect of an application for authorisation as a Credit Servicing Firm.

***IMPORTANT NOTICE***

***Persons seeking to avail of the transitional arrangements provided for under Section 34FA(1) of the Act for persons who were carrying on the business of a Credit Servicing Firm (in so far as that business relates to the newly regulated activities now falling within the scope of the Act) immediately prior to the commencement of the 2018 Act, will only be taken to be authorised to carry on the business of a Credit Servicing Firm until the Central Bank has granted or refused authorisation to the person, if a fully completed Application Form is submitted to the Central Bank no later than 3 months after the commencement of the 2018 Act (i.e. by 21 April 2019) and if the regulated credit servicing activities falling within the scope of the Act prior to the commencement of the 2018 Act are conducted by an authorised Credit Servicing Firm on behalf of the applicant until the applicant is granted an authorisation.***

**NOTES ON COMPLETION**

**PLEASE DO NOT COMPLETE THIS APPLICATION FORM UNTIL YOU HAVE READ AND ARE FAMILIAR WITH:**

* **The Central Bank Act, 1997 (as amended);**
* **The Authorisation Requirements and Standards for Credit Servicing Firms; and**
* **The “Guidance Note on Completing an Application for Authorisation as a Credit Servicing Firm under Part V of the Central Bank Act, 1997 (as amended)” (“the Guidance Note”) in conjunction with this Application Form. The Guidance Note is available on the Central Bank’s website** [**www.centralbank.ie**](http://www.centralbank.ie/)**.**

1. Persons seeking to avail of the transitional arrangements provided for under Section 34FA(1) of the Act should provide the information requested in this Application Form based on their current business model and credit servicing activities. Where any changes to this business model or these activities are proposed following the commencement of the 2018 Act, please ensure that any such proposed changes are clearly set out in completing this Application Form. Where some activities are being carried out on behalf of the person by another regulated entity, please ensure that details of the relevant arrangements (including details of the level of discretion granted to such entity in conducting these activities on behalf of the person and the level and type of oversight being undertaken by the person in respect of the conduct of these activities by such entity) are clearly set out in completing this Application Form.
2. All applications must be **typed**. All questions must be **answered**. If a question does not apply, please write **“N/A” (not applicable)** or **“none”** as appropriate. Do not leave any blank spaces. (**Incomplete applications will be returned to the applicant)**.
3. Appendix 3 describes the sections required to be included in the Programme of Operations and Business Plan documents to be submitted by the applicant. These sections should, at a minimum, include responses to the questions raised in the Programme of Operations and Business Plan sections of this Application Form. Where these documents are submitted without the required sections included, they will not be assessed and the applicant will be informed of the required sections that were omitted.
4. If the applicant is unable to submit an item of information requested in this Application Form, please provide an explanation in a covering letter (referring to the section and question number, where applicable). Please note that the omission of information requested may result in the application submission not being progressed to the assessment phase of or a delay in the application process. If key information has been omitted from the application submission it will not be processed further and the applicant will be informed of the key information that was omitted.
5. Where an input box is provided in this Application Form a **Document Reference** should be included by the applicant. Any input boxes with **“YES/NO”** included should be completed with a **“YES”** or **“NO”** answer.
6. If there isn’t enough space for the proposed response or if the answer is requested on a separate sheet, please provide that information on a separate sheet and refer to it in the space provided for the answer. Please ensure that any sheets are clearly marked with the name of the applicant and include a reference to the relevant question.
7. The applicant should ensure that it has **read and understands** **the Declaration** being made in Section 7 of this Application Form. This Declaration should be **fully completed, signed and dated**.
8. Further information or clarification may be requested by the Central Bank (having regard to the replies furnished in this Application Form or any other matter we consider it necessary to have information on) from the applicant for the purpose of assessing and reaching a determination in respect of an application. The Central Bank will apply a risk based approach in assessing applications and the nature, scale and complexity of the applicant will determine the extent to which any further information or clarification is sought from the applicant. The Central Bank may also decide to interview key members of the senior management of an applicant before deciding whether to grant an authorisation.
9. The applicant is obliged to **inform the Central Bank of any** **material changes** to the information provided in its application submission, in a timely manner, during the application process.
10. Please ensure that full and complete referencing is completed throughout this Application Form in the input boxes provided. Referencing should be in line with following format: *Document abbreviation – page number – section number/paragraph number.*
11. Applicants should include an index of documentation with their application submission.
12. Both a **physical copy and an electronic copy** (e.g. memory stick/flash drive, CD etc.) of the completed Application Form (including all the required information and documentation requested therein) should be submitted to the Central Bank.

Physical copies should be posted to:

**Credit Servicing Authorisation Team**

**Consumer Protection: Policy & Authorisations Division**

**Central Bank of Ireland**

**PO Box 559**

**New Wapping Street**

**North Wall Quay**

**Dublin 1**

**DO1F7X3**

Electronic copies can be submitted with physical copy submissions, or alternatively, can be emailed to creditservicingfirms@centralbank.ie. The use of regular postal services and/or unsecured email is not recommended for sensitive or confidential material.

**Important Information you should read before completing this Application Form:**

* Please ensure that all information provided is accurate and complete, and that all information which might reasonably be considered relevant for the purpose of the application is disclosed. If you do not, you may be committing an offence under Part V of the Central Bank Act, 1997 (as amended) and your application may be refused, or the processing of your application may be delayed.
* The Central Bank will **only** **grant an authorisation to an applicant** if it is satisfied that the applicant has demonstrated that it meets the Authorisation Requirements and Standards for Credit Servicing Firms. If the applicant is in any doubt as to its regulatory status or as to how it should comply with the relevant authorisation requirements it should seek independent legal advice.

|  |
| --- |
| **The Central Bank may process personal data provided by you in order to fulfil its statutory functions or to facilitate its business operations. Any personal data will be processed in accordance with the requirements of data protection legislation. Any queries concerning the processing of personal data by the Central Bank may be directed to dataprotection@centralbank.ie. A copy of the Central Bank’s Data Protection Notice is available at** [**www.centralbank.ie/fns/privacy-statement**](http://www.centralbank.ie/fns/privacy-statement) |

|  |
| --- |
| **Section 1 - Structural Organisation** |

|  |  |
| --- | --- |
| 1. | Full legal name of the applicant |
| [Type Answer] |
| 2. | Previous legal name(s) of the applicant (if applicable) |
| [Type Answer] |
| 3. | Legal status of the applicant |
| [Type Answer] |
| 4. | Irish Company Registration Office Number (if applicable) |
| [Type Answer] |
| 5. | Trading name(s) the applicant will use, if different from response to question 1 above |
| [Type Answer] |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 6. |  | **Registered Office of the Applicant** | **Head Office of the Applicant** | **Principal Place of Business of the Applicant** |
|  | **Postal Address** | [Type Answer] | [Type Answer] | [Type Answer] |
|  | **Telephone Number** | [Type Answer] | [Type Answer] | [Type Answer] |
|  | **Email Address** | [Type Answer] | [Type Answer] | [Type Answer] |
|  | **Website Address** | [Type Answer] | [Type Answer] | [Type Answer] |

|  |  |  |  |
| --- | --- | --- | --- |
| 7. |  | **Individual[[1]](#footnote-1) who will accept service of any documents in respect of the application submission** | **Individual who will be responsible for accepting log-on details for the purposes of submitting Individual Questionnaires (IQ) in respect of proposed Pre-Approval Controlled Function role holders in the applicant via the Central Bank’s Portal** |
|  | **Name** | [Type Answer] | [Type Answer] |
|  | **Postal Address** | [Type Answer] | [Type Answer] |
|  | **Telephone Number** | [Type Answer] | [Type Answer] |
|  | **Email Address** | [Type Answer] | [Type Answer] |

**Company Application**

|  |  |
| --- | --- |
| 8. | Date of Incorporation |
|  | [Type Answer] |

9. Confirm that the following documents have been included with the application submission:

|  |  |
| --- | --- |
|  | |
| 1. Certified[[2]](#footnote-2) copy of the applicant’s Certificate of Incorporation | [Yes/No] |
| 1. Certified copy of the applicant’s Memorandum of Association or other appropriate Constitutional Document(s) | [Yes/No] |
| 1. Certified copy of the applicant’s Articles of Association or other appropriate Constitutional Document(s) | [Yes/No] |
| 1. Certified copies of any Special Resolutions amending the applicant’s Memorandum and Articles of Association, or the appropriate Constitutional Document(s) | [Yes/No] |
| 1. Certified copy of the applicant’s Certificate of Registration of Business Name (Trading Name) (if applicable) | [Yes/No] |
| 1. Certified copy of the applicant’s Certificate of Incorporation on Change of Name (if applicable) | [Yes/No] |
| 1. Letter from the applicant’s auditor or accountant confirming that the applicant is solvent. This letter of confirmation should state the applicant’s net asset amount, goodwill and other tangible assets have not been included in the solvency calculation and that the applicant can meet its debts as they fall due | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 10. | Confirm that the scope of the applicant’s Constitutional Documentation is sufficiently wide to permit the applicant to conduct the proposed credit servicing activities and any other proposed activities | [Yes/No] |

**Partnership Application**

|  |  |
| --- | --- |
| 11. | Date of commencement of Partnership |
|  | [Type Answer] |

|  |  |  |  |
| --- | --- | --- | --- |
| 12. | Confirm that the following documents have been included with the application submission: | | |
|  | 1. Certified copy of the applicant’s Partnership Agreement or other appropriate Constitutional Document(s) | [Yes/No] |
|  | 1. Certified copy of the applicant’s Certificate of Registration of Business Name (Trading Name) (if applicable) | [Yes/No] |
|  | 1. Signed Certificate of Solvency in respect of each partner (i.e. one for each partner) in the form specified in Appendix 1 | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 13. | Confirm that the scope of the applicant’s Partnership Agreement (or other Constitutional Documentation) is sufficiently wide to permit the applicant to conduct the proposed credit servicing activities and any other proposed activities | [Yes/No] |

|  |  |  |  |
| --- | --- | --- | --- |
| 14. | List the names of the partners and their status (e.g. Managing, General, Limited) | | |
|  | **Name of Partner** | **Status** | **% of Partnership Capital Held** |
|  | [Type Answer] | [Type Answer] | [Type Answer] |
|  | [Type Answer] | [Type Answer] | [Type Answer] |

### **Sole Trader Applicant**

### 

### 15. Confirm that the following document has been included with the application submission:

|  |  |
| --- | --- |
| 1. Certified copy of the applicant’s Certificate of Registration of Business Name and/or Trading Name (if applicable) | [Yes/No] |
| 1. Signed Certificate of Solvency in the form specified in Appendix 1 | [Yes/No] |

Confirm the name and address of the applicant:

|  |  |
| --- | --- |
| 16. | Name of the applicant |
|  | [Type Answer] |
|  | Address of the applicant |
|  | [Type Answer] |

**Group Structure (if applicable)**

|  |  |  |
| --- | --- | --- |
|  |  | |
| 17. | Confirm whether the applicant is part of a Group structure | [Yes/No] |

18. If yes to question 17 above, confirm that the following document has been included with the application submission:

|  |  |
| --- | --- |
| 1. Detailed Group Organisation Chart, setting out details of all Group entities (i.e. the name of each entity within the Group, whether these Group entities are regulated or unregulated and the percentage of shareholding each entity holds in each other entity within the Group) | [Yes/No] |

|  |
| --- |
| **Section 2 – Programme of Operations** |

|  |  |
| --- | --- |
|  |  |
| 1. | Confirm that the applicant’s Programme of Operations has been included with the application submission | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 2. | Confirm that responses to each of the points in Section 2 of this Application Form have been incorporated into the applicant’s Programme of Operations and that cross referencing has been provided in each case in the Application Form outlining where in the Programme of Operations each point is addressed | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 3. | Confirm that the applicant’s Programme of Operations included with the application submission is sufficiently detailed to make it clear that the applicant has sufficient resources to effectively conduct its credit servicing business within the requirements of the legislative and regulatory regime applying to Credit Servicing Firms and that it is specific to, and focuses on, the proposed activities of the applicant (rather than that of the Group, if the applicant is part of a Group structure) | [Yes/No] |

**Proposed Credit Servicing Activities**

|  |  |
| --- | --- |
| 4. | Confirm the specific credit servicing activities that the applicant is proposing to undertake that require it to be authorised as a Credit Servicing Firm: |

|  |  |  |  |
| --- | --- | --- | --- |
|  |  | **Credit Servicing as defined in Section 28 of the Act (as amended), in relation to a credit agreement, means holding, managing or administering the credit agreement, including –** | |
|  | (a) | Holding the legal title to credit granted under the credit agreement | [Yes/No] |
|  | (b)(i) | Notifying the relevant borrower of changes in interest rates or in payments due under the credit agreement or other matters of which the credit agreement requires the relevant borrower to be notified | [Yes/No] |
|  | (b)(ii) | Taking any necessary steps for the purposes of collecting or recovering payments due under the credit agreement from the relevant borrower | [Yes/No] |
|  | (b)(iii) | Managing or administering any of the following: | [Yes/No] |
|  |  | 1. Repayments under the credit agreement | [Yes/No] |
|  |  | 1. Any charges imposed on the relevant borrower under the credit agreement | [Yes/No] |
|  |  | 1. Any errors made in relation to the credit agreement | [Yes/No] |
|  |  | 1. Any complaints made by the relevant borrower | [Yes/No] |
|  |  | 1. Information or records relating to the relevant borrower in respect of the credit agreement | [Yes/No] |
|  |  | 1. The process by which a relevant borrower’s financial difficulties are addressed | [Yes/No] |
|  |  | 1. Any alternative arrangements for repayment or other restructuring | [Yes/No] |
|  |  | 1. Assessment of the relevant borrower’s financial circumstances and ability to repay under the credit agreement | [Yes/No] |
|  |  | 1. Determination of the overall strategy for the management and administration of a portfolio of credit agreements | [Yes/No] |
|  |  | 1. Maintenance of control over key decisions relating to such portfolio | [Yes/No] |
|  | (c) | Communicating with the relevant borrower in respect of any of the matters referred to in section (b) above | [Yes/No] |

**Description of Proposed Credit Servicing Activities**

5. Provide a description of the credit servicing activities that the applicant is proposing to undertake (by reference to the specific activities outlined in response to question 4 above) and how each of these activities will be conducted and overseen on a day-to-day basis, including details in respect of:

|  |  |  |
| --- | --- | --- |
|  |  | [Document Reference] |
|  | 1. Who is responsible for conducting each of the activities and their reporting lines |  |
|  | 1. Who is responsible for overseeing the conduct of each of the activities and their reporting lines |  |
|  | 1. What systems/infrastructure will be used in conducting each of the activities |  |
|  | 1. What systems/infrastructure will be used in overseeing the conduct of each of the activities |  |
|  | 1. What activities will be outsourced (if any) |  |
|  | 1. Where activities will be outsourced, what level of discretion will be granted to the outsource service provider(s) in conducting each of the relevant outsourced activities on behalf of the applicant |  |

6. Provide a description of the following:

|  |  |
| --- | --- |
|  | [Document Reference] |
| 1. The types of loans (Principal Dwelling House (PDH), Buy-to-Let (BTL), and Other loans) in respect of which the applicant proposes to conduct credit servicing activities |  |
| 1. The total number and value of loans by loan type in respect of which the applicant proposes to conduct credit servicing activities |  |
| 1. The number and type of alternative repayment arrangements (ARA) or other restructuring by loan type the applicant proposes to offer to borrowers |  |
| 1. The circumstances in which each type of ARA will be offered to borrowers by the applicant and where borrowers are not meeting the terms of the ARA, the type of recourse to legal or other alternatives to be used by the applicant |  |

**Only persons seeking to avail of the transitional arrangements provided for under Section 34FA(1) of the Act need to complete questions 7 to 10 below. In completing questions 7 to 9, the responses provided should reflect the position as at 31 December 2018.**

7. Provide a description of the following:

|  |  |
| --- | --- |
|  | [Document Reference] |
| 1. The types of loans (Principal Dwelling House (PDH), Buy-to-Let (BTL), and Other loans) in respect of which the applicant is currently providing credit servicing activities |  |
| 1. The total number and value of loans by loan type in respect of which the applicant is currently providing credit servicing activities |  |
| 1. The total number and value of mortgages in respect of which the applicant is currently providing credit servicing activities that are in arrears. This should be broken down between PDH, BTL and Other loans and also into those that are: |  |
| 1. In arrears up to 30 days |  |
| 1. In arrears 31 to 90 days |  |
| 1. In arrears 91 to 180 days |  |
| 1. In arrears 181 to 360 days |  |
| 1. In arrears 361 to 720 days |  |
| 1. In arrears over 720 days |  |
| 1. The number and type of alternative repayment arrangements (ARA) or other restructuring by loan type the applicant is currently offering to borrowers |  |
| 1. How the applicant assesses each of the ARA options available to borrowers in order to determine which options for ARAs are viable for each particular case |  |
| 1. Where borrowers are not meeting the terms of the ARAs the type of recourse to and frequency of the applicant’s use of legal or other alternatives |  |

8. With regard to question 7 above and the applicant’s compliance with the relevant provisions of the Code of Conduct on Mortgage Arrears 2013 (CCMA), in particular the Mortgage Arrears Resolution Process, provide details of the following:

|  |  |  |
| --- | --- | --- |
|  | 1. How the applicant assesses each of the ARA options available to borrowers in order to determine which options for ARAs are viable for each particular case | [Document  Reference] |
| 1. The total number and type of ARAs the applicant has offered and currently has in place with borrowers | [Document  Reference] |
| 1. Where borrowers are not meeting the terms of the ARAs the type of recourse to and frequency of the applicant’s use of legal or other alternatives | [Document  Reference] |
| 1. The number of cases where the range of ARAs have been assessed and not offered to the relevant borrower, for example, where it is concluded that the mortgage is not sustainable | [Document  Reference] |
| 1. The type of options available to borrowers that have been assessed and it is concluded that the mortgage is unsustainable | [Document  Reference] |
| This information should be broken down into those ARAs that are performing and not performing. In this regard, please set out the frequency that each of these ARAs have been offered and accepted by relevant borrowers | [Document  Reference] |

9. Provide the information set out in question 8 above for those mortgage borrowers that fall outside the scope of the CCMA:

|  |  |  |
| --- | --- | --- |
|  | This information should be broken down into those ARAs that are performing and not performing. In this regard, please set out the frequency that each of these ARAs have been offered and accepted by relevant borrowers, again broken down between BTL and Other loans | [Document Reference] |

**NOTE: All persons seeking to avail of the above-mentioned transitional arrangements are required to comply with the requirements of financial services legislation and regulatory requirements, including without limitation the:**

1. Consumer Protection Code 2012
2. Code of Conduct on Mortgage Arrears 2013
3. Central Bank (Supervision and Enforcement) Act 2013 (Section 14) (Lending to Small and Medium-Sized Enterprises) Regulations 2015
4. Central Bank (Supervision and Enforcement) Act 2013 (Section 48(1)) Minimum Competency Regulations 2017
5. Minimum Competency Code 2017
6. Part V of the Central Bank Act, 1997
7. Fitness and Probity Regulations and Standards, issued under Part 3 of the Central Bank Reform Act 2010
8. Authorisation Requirements and Standards for Credit Servicing Firms

|  |  |
| --- | --- |
| 1. Certified documentary evidence to substantiate that the applicant was carrying on the business of a Credit Servicing Firm (in so far as that business relates to the newly regulated activities now falling within the scope of the Act following the commencement of the 2018 Act) immediately prior to the commencement of the 2018 Act (i.e. that the applicant is eligible to seek to avail of the transitional arrangements provided for under Section 34FA(1) of the Act) | [Document Reference] |
| 1. Certified copy of the minutes of the meeting of the applicant’s Board of Directors confirming that;    1. it is satisfied that the applicant has carried out and documented an assessment of the legislative and regulatory requirements mentioned above    2. it is satisfied that the applicant is in a position to comply with each applicable requirement of the legislative and regulatory requirements mentioned above    3. it will retain the services of a regulated Credit Servicing Firm to conduct the credit servicing activities that fell within the scope of the Act immediately prior to the enactment of the 2018 Act on its behalf until such time as it has been granted an authorisation by the Central Bank as a Credit Servicing Firm and the name of the relevant Credit Servicing Firm. | [Document Reference] |

10. Confirm that the following documentation has been included with the application submission:

**Business Strategy**

11. Provide a description of the manner in which the applicant determines its overall strategy for holding, managing and administering a portfolio of credit agreements. This should include details of how the applicant assesses and determines its conduct risk appetite and consumer protection strategy, including details of:

|  |  |
| --- | --- |
| 1. The governance arrangements in place in respect of determining the applicant’s strategy. Where the applicant is part of a Group, provide details of the level of input the Group has in setting this strategy | [Document Reference] |
| 1. The persons vested with responsibility for determining the applicant’s strategy and their position within the applicant | [Document Reference] |
| 1. The factors and inputs (both internal and external) considered by such persons in determining the applicant’s strategy | [Document Reference] |
| 1. The manner in which such persons ensure that the applicant’s strategy is fully aligned to and in compliance with its legislative and regulatory obligations | [Document Reference] |
| 1. The type of management information available to such persons from the applicant’s ongoing consumer engagement and how such persons ensure that conduct and consumer protection related issues are considered in determining and monitoring the applicant’s strategy | [Document Reference] |
| 1. The mechanisms in place for monitoring and reporting to such persons on the implementation of the applicant’s strategy | [Document Reference] |
| 1. The frequency with which such persons review and update, where required, the applicant’s strategy to ensure that it is fit for purpose, embedded within the applicant and effective in delivering positive consumer outcomes | [Document Reference] |

|  |  |  |
| --- | --- | --- |
| 12. | Provide a description of the applicant’s overall strategy for holding, managing and administering a portfolio of credit agreements | [Document Reference] |

|  |  |  |
| --- | --- | --- |
| 13. | Provide a description of how the applicant maintains control over key decisions relating to a portfolio of credit agreements and the persons vested with responsibility for such decisions | [Document Reference] |

14. Provide a description of the applicant’s process for on-boarding new portfolios of credit agreements in respect of which the applicant proposes to conduct credit servicing activities including (not an exhaustive list) details of:

|  |  |  |
| --- | --- | --- |
|  | (a) Due diligence undertaken on each portfolio | [Document Reference] |
| (b) Customer communication strategy | [Document Reference] |
| (c) Systems testing process | [Document Reference] |
| (d) Data transfer process | [Document Reference] |
| (e) Staff training process | [Document Reference] |
|  | (f) Governance arrangements in place in respect of the on-boarding process and the persons vested with responsibility for implementing and overseeing the conduct of the on-boarding process | [Document Reference] |

**Other Credit Servicing Related Activities**

|  |  |  |
| --- | --- | --- |
| 15. | Confirm whether the applicant is proposing to undertake any credit servicing activity on behalf of any regulated financial service provider authorised by the Central Bank or an authority that performs functions in an EEA country that are comparable to the functions performed by the Central Bank to provide credit in the State | [Yes/No] |

16. If yes to question 15 above, provide the following:

|  |  |  |
| --- | --- | --- |
|  | 1. An overview of the services that will be provided and the parties to whom the services will be provided | [Document Reference] |
|  | 1. An indication as to the proportion of the applicant’s business this will represent in terms of the applicant’s overall activities | [Document Reference] |

**Non-Credit Servicing Related Activities**

|  |  |
| --- | --- |
| Confirm whether the applicant proposes to undertake any non-credit servicing activities | [Yes/No] |

17.

18. If yes to question 17 above, provide the following:

|  |  |  |
| --- | --- | --- |
|  | (a) An overview of and background to undertaking these activities | [Document Reference] |
|  | (b) A description of their main characteristics and key risks | [Document Reference] |
|  | 1. A description of the resources and infrastructure (technical and otherwise) in place to support the applicants’ non-credit servicing activities | [Document Reference] |

|  |  |  |
| --- | --- | --- |
| 19. | Confirm that the applicant is satisfied that these non-credit servicing activities do not require authorisation in their own right by the Central Bank or an authority that performs functions in an EEA country that are comparable to the functions performed by the Central Bank to provide credit in the State | [Yes/No] |

**Pre-Approval Controlled Functions**

As a regulated financial service provider, a Credit Servicing Firm is subject to the Central Bank’s Fitness and Probity Standards including any requirements that relate to Pre-Approval Controlled Functions (PCF) and Controlled Functions (CF) within the meaning of the Central Bank Reform Act 2010.

The Fitness and Probity Standards provide that an individual performing a PCF or CF role is required to be:

* competent and capable;
* honest, ethical and to act with integrity; and
* financially sound.

Individual Questionnaires ("IQs”) are required to be submitted in respect of any individual performing a PCF role. Once an application for authorisation is submitted, the Central Bank will arrange for access to the Central Bank of Ireland Portal to be granted to the applicant to enable the applicant to submit IQs in relation to any PCF role holders.

20. List of Proposed PCF Holders

Complete the table below in respect of all the applicant’s PCF [role holders](https://www.centralbank.ie/docs/default-source/regulation/how-we-regulate/authorisation/authorisation/fitness-probity/regulated-financial-service-providers/list-of-46-pre-approval-controlled-functions.pdf?sfvrsn=0) including individuals that are proposed to be appointed in advance of authorisation being obtained.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Name** | **PCF Role to be Performed** | **Country of Residence** | **Date Appointed/ Proposed Date of Appointment** |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |

**Controlled Functions**

|  |  |  |
| --- | --- | --- |
| 21. | Provide details of which staff within the applicant will be fulfilling roles which constitute Controlled Functions together with an explanation as to why the roles fulfilled are considered to be Controlled Functions | [Document Reference] |

|  |  |  |
| --- | --- | --- |
| 22. | Confirm that all PCF and CF role holders have been notified of the Fitness and Probity Standards and that they have confirmed their compliance with those Standards | [Yes/No] |

**Central Bank (Supervision and Enforcement) Act 2013 (Section 48 (1)) Minimum Competency Regulations 2017 (MCR)**

The MCR and the Minimum Competency Code 2017 (MCC) will apply to all persons exercising a Controlled Function in a Credit Servicing Firm when the following activities are being conducted:

* *providing advice to consumers on retail financial products;*
* *arranging or offering to arrange retail financial products for consumers, including ….. the restructuring or rescheduling of loans;*
* *acting for or on behalf of a regulated firm in the direct management or supervision of those persons who act for or on behalf of that regulated firm in providing advice to consumers about retail financial products or who arrange or offer to arrange retail financial products for consumers …., and*
* *adjudicating on any complaint communicated to a regulated firm by a consumer which relates to advice about a retail financial product provided to that consumer or the arranging or the offering to arrange of a retail financial product for that consumer*.

|  |  |  |
| --- | --- | --- |
| 23. | Provide details of the measures in place to ensure that all of the applicant’s obligations pursuant to the MCR will be met in relation to the applicant’s CF role holders | Document Reference |

**Governance and Staffing Arrangements**

|  |  |  |
| --- | --- | --- |
| 24. | Confirm that an Organisation Chart in respect of the applicant identifying the total number of employees, the reporting lines and the location of staff within the applicant is included with the application submission | [Yes/No] |
|  |  | |
| 25. | Confirm that a description of the responsibilities of each of the officers referred to in question 30 (a) to (f) below is included with the application submission | [Yes/No] |

26. With regard to the Organisation Chart referred to in question 24 above, provide details of:

|  |  |  |
| --- | --- | --- |
|  | 1. Whether the applicant’s employees are full time or part time employees and provide a job description outlining the roles/responsibilities for each role (where there are multiple individuals fulfilling the same roles as part of a team/division, a job description for the team/division in each case will suffice) | Document Reference |
|  | 1. Whether they are dedicated to the credit servicing activities to be undertaken by the applicant or whether their time will be allocated to other activities (if so, please provide details) | Document Reference |
|  | 1. Whether there are plans to adjust staffing levels in the first 12-18 months of authorisation (if authorised) and, if so, clarify the timeframes and the number of staff and areas where changes are proposed | Document Reference |
|  | 1. How many staff are solely dedicated to the credit servicing activities to be undertaken | Document Reference |
|  | 1. How many loans each staff member will be responsible for servicing on a daily basis | Document Reference |

|  |  |  |
| --- | --- | --- |
| 27. | Where part-time employees are proposed, provide full details of their working arrangements in the Programme of Operations, including details of employment with other entities (Group or Non-Group) (if applicable) | Document Reference |

|  |  |  |
| --- | --- | --- |
| 28. | Where staff members are not directly employed by the applicant but are seconded from another Group entity, confirm that a service level agreement covering the terms of such secondment arrangement(s) is in place | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 29. | Describe any activities completed by the applicant’s employees which are not directly related to the applicant’s credit servicing business in the Programme of Operations, together with details of how the applicant can demonstrate that this does not impact on their ability to fulfil their role in the applicant | Document Reference |

30. Disclose the following information, as applicable:

**(a) Chief Executive Officer/Managing Director**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Name** | **Location** | **Reporting To** | **Email Address** | **Phone Number** |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |

**(b) Chief Operations Officer**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Name** | **Location** | **Reporting To** | **Email Address** | **Phone Number** |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |

**(c) Compliance Officer**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Name** | **Location** | **Reporting To** | **Email Address** | **Phone Number** |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |

**(d) Finance Officer**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Name** | **Location** | **Reporting To** | **Email Address** | **Phone Number** |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |

**(e) Risk Officer**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Name** | **Location** | **Reporting To** | **Email Address** | **Phone Number** |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |

**(f) Officer Responsible for Internal Audit**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Name** | **Location** | **Reporting To** | **Email Address** | **Phone Number** |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |

**Board of Directors and Committees**

31. Please note the following as per the Guidance Note:

* The Central Bank expects the applicant to have a balance of Executive and Non-Executive Directors on its Board of Directors
* A Chairperson is required to be appointed (to be a Non-Executive Director or Independent Non-Executive Director (INED))
* An INED is required to be appointed

|  |  |  |
| --- | --- | --- |
|  | Provide details in the Programme of Operations of the composition of the applicant’s Board of Directors identifying: | |
|  | **Executive Directors** | [Document Reference] |
|  | **Non-Executive Directors** | [Document Reference] |
|  | **Non-Executive Directors from a parent or Group entity** | [Document Reference] |
|  | **Independent Non-Executive Directors** | [Document Reference] |
|  | **Chairperson** | [Document Reference] |

|  |  |  |
| --- | --- | --- |
| 32. | Confirm whether any Directors/Partners have:  (a) Resigned within the last three years  (b) Not been re-appointed in the last three years  (c) Been dismissed within the last three years | [Yes/No] |

33. If yes to question 32 above, provide the following information:

|  |  |  |
| --- | --- | --- |
| **Name** | **Date(s)** | **Reasons** |
| [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] |

34. For each Director and Senior Manager of the applicant, confirm that the following information has been included in the Programme of Operations:

|  |  |
| --- | --- |
| Name | [Yes/No] |
| Area of Responsibility | [Yes/No] |
| Time Commitment to the applicant (where not full time, provide further details of other time commitments) | [Yes/No] |
| Date of appointment/proposed date of appointment | [Yes/No] |

35. Provide a description of how the applicant’s Board of Directors will operate, including details in respect of:

|  |  |  |
| --- | --- | --- |
|  | 1. The frequency of Board meetings (for firms that service PDH mortgages, it is expected that these meetings are held monthly; for firms that do not service PDH mortgages, it is expected that these meetings are held at least quarterly) | [Document Reference] |
|  | 1. Reporting lines into the Board | [Document Reference] |
|  | 1. Standing agenda items for Board meetings | [Document Reference] |
|  | 1. The quorum required for Board meetings | [Document Reference] |
|  | 1. Confirm that Board meetings will be held in the State | [Document Reference] |
|  | 1. Confirm that Board members will physically attend each Board meeting | [Document Reference] |
|  | 1. Confirm that all members of Senior Management of the applicant will have a direct reporting line into the Board of Directors | [Document Reference] |

36. Provide the following information in respect of each Committee, including Committees of the Board of Directors, established within the applicant:

|  |  |  |
| --- | --- | --- |
|  | 1. Name of Committee | [Document Reference] |
|  | 1. Composition of Committee (Executive Directors, Non-Executive Directors, Non-Executive Directors Group, Independent Non-Executive Directors, Chairperson) | [Document Reference] |
|  | 1. Role/responsibilities of the Committee | [Document Reference] |
|  | 1. The level of authority/discretion vested in the Committee | [Document Reference] |
|  | 1. The frequency at which the Committee meets | [Document Reference] |
|  | 1. The reports received by the Committee (if any) and from whom these reports are received | [Document Reference] |
|  | 1. The quorum required for a meeting of the Committee | [Document Reference] |
|  | 1. The Committee’s reporting line into the Board of Directors (where relevant) | [Document Reference] |

**Outsourcing**

|  |  |  |
| --- | --- | --- |
| 37. | Confirm whether the applicant will be outsourcing any important operational functions of credit servicing to another entity (Group or non-Group) | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 38. | If yes to question 37 above, confirm that a list of each discrete outsourced service in relation to these functions and a description of the outsourced activity has been included in the Programme of Operations | [Yes/No] |

39. If yes to question 38 above, confirm that the following information has been included in the Programme of Operations with respect to each outsourced activity identified:

|  |  |
| --- | --- |
| 1. Name of proposed service provider(s) | [Document Reference] |
| 1. Principle location where outsourced activities will be completed | [Document Reference] |
| 1. The number of persons employed by the outsourced service provider, that will provide the outsourced services to the applicant | [Document Reference] |
| 1. The nature of the outsourced services to be provided to the applicant | [Document Reference] |
| 1. The member of Senior Management within the applicant that will be responsible for monitoring and managing each outsourcing arrangement | [Document Reference] |
| 1. How the applicant has satisfied itself that it will have the appropriate expertise and resources to oversee the outsourced activity | [Document Reference] |
| 1. The rationale for the outsourcing of that activity | [Document Reference] |
| 1. Details of the applicant’s contingency plans and exit strategies in the event that the outsourcing arrangement is terminated by either party, or in the event of the failure of the outsourced service provider, or in the event that the outsourced service provider is unable to demonstrate it remains in control of the outsourced functions and is in a position to adequately oversee these functions | [Document Reference] |
| 1. How will the firm maintain sufficient control over its outsourced activities where those outsourced activities are not being conducted in the State | [Document Reference] |
| 1. If the firm outsources activities to a Group entity, how many other Group entities are also utilising the services of that entity | [Document Reference] |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 40.  41. | |  |  | | --- | --- | | Confirm that copies of the service level agreements for each important operational function outsourced have been included with the application submission | [Yes/No] |   Confirm that each relevant **Service Level Agreement(s)** identified in response to question 40 above includes a detailed description of the following in relation to the outsourced activity: | |
|  | 1. Relevant key performance indicators (KPIs) and related reporting details | [Yes/No] |
|  | 1. Escalation procedures in relation to failure to meet KPIs | [Yes/No] |
|  | 1. Processes to be following in the event of a disruption, dispute or errors | [Yes/No] |
|  | 1. The steps to be followed to complete the transfer of the service in the event of the agreement being terminated, or in the event of a failure of the service provider, or in the event of the outsourced service provider being unable to demonstrate it remains in control of the outsourced functions and is in a position to adequately oversee these functions | [Yes/No] |
|  | 1. How the applicant will access its data should an IT service provider fail to recover its services after a disruption (if applicable) | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 42. | Confirm that each relevant **Service Level Agreement(s)** identified in response to question 40 above clearly includes: | |
|  | 1. An express provision that the employing entity will provide the Central Bank with access to its employment records in respect of persons providing services to the serviced entity | [Yes/No] |
|  | 1. An express provision that the entity providing services to the applicant will provide both the serviced entity and the Central Bank with access to all books and records and other documents in respect of the activities of the serviced entity | [Yes/No] |

|  |  |
| --- | --- |
| Confirm whether any regulatory obligations of the applicant, or assessment of any regulatory obligations of the applicant, will be completed by the outsourced service provider(s) | [Yes/No] |

43.

|  |  |  |
| --- | --- | --- |
| 44. | If yes to question 43 above, describe these obligations clearly in the Programme of Operations | Document Reference |

|  |  |  |
| --- | --- | --- |
| 45. | In relation to the outsourcing of important operational functions confirm that: |  |
|  | 1. The outsourcing will not result in the delegation by senior management of its responsibility in respect of those functions | [Yes/No] |
|  | 1. The conditions (if any) with which the applicant is to comply with in order to be authorised and remain so in accordance with the Act shall not be undermined | [Yes/No] |
|  | 1. None of the other conditions (if any) subject to which the applicant’s authorisation is granted shall be removed or modified | [Yes/No] |
|  | 1. The outsourcing of important operational functions will not be undertaken in such a way as to materially impair the quality of the applicant’s internal controls and the ability of the competent authorities to monitor the applicant’s compliance with all obligations laid down in the Act | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 46. | Provide a brief description of any outsourced function not previously described in response to questions 37 and 38 above in the Programme of Operations | [Document Reference] |

**Oversight of Outsourcing**

47. For all outsourced activities identified in response to questions 37 and 38 above, provide details of the **programme of oversight and verification** to be completed by the applicant to ensure the outsourced activity is being provided in line with the service levels contractually agreed with the outsourced service provider in the Programme of Operations. The relevant oversight/verification activities should be clearly described, highlighting:

|  |  |  |
| --- | --- | --- |
|  | 1. Each oversight/verification that will be completed including the objective of the activity | [Document Reference] |
|  | 1. The individual who will complete each oversight/verification activity | [Document Reference] |
|  | 1. The frequency of each oversight/verification activity | [Document Reference] |
|  | 1. The source and nature of information or reports that will be utilised for each oversight/verification activity | [Document Reference] |

**Business Structure and Supervision**

|  |  |
| --- | --- |
| Provide a detailed description of how the applicant is satisfied that its organisational structure is set up in such a way that it is capable of being supervised by the Central Bank and that adequate and effective control of the applicant rests in the State. Provide details of how the applicant is satisfied in this regard taking into consideration each of the factors listed in Requirement 2.3 of the Authorisation Requirements and Standards for Credit Servicing Firms | [Document Reference] |

48.

**I.T. Systems and Security, Integrity and Confidentiality of Information**

49. Provide a detailed description of the following items in the Programme of Operations:

|  |  |  |
| --- | --- | --- |
|  | 1. The resources in place for the I.T. function within the applicant | [Document Reference] |
|  | 1. The expertise (particularly the roles of Chief Technology Officer and Chief Information Officer) of the resources assigned to the I.T. function | [Document Reference] |
|  | 1. A list of all current I.T. systems in place within the applicant | [Document Reference] |
|  | 1. A description of:  * The functionality of key I.T. systems proposed * The key I.T. Security measures that are in place * Any elements of the applicant’s I.T. infrastructure or application software that is managed, maintained or controlled by a third party * Who will be responsible for reviewing the applicant’s I.T. security arrangements, the details of the review and the frequency thereof | [Document Reference] |
|  | 1. The reports that the applicant’s I.T. systems will be capable of generating including details as to the objective, frequency, content and recipients of such reports | [Document Reference] |
|  | 1. How data will be stored by the applicant securely and how data is transmitted by the applicant securely over the internet | [Document Reference] |

|  |  |  |
| --- | --- | --- |
|  |  | |
| 50. | Confirm that the applicant will establish and will implement and maintain documented policies and procedures that are adequate to safeguard the security, integrity and confidentiality of information and that details thereof have been included in the Programme of Operations | [Yes/No] |

**Compliance with Statutory Codes**

|  |  |  |
| --- | --- | --- |
| 51. | Provide a detailed description of how the applicant is satisfied that its procedures, processes and systems will be set up in such a way that enables it to comply with its obligations under financial services legislation and in particular the Central Bank’s Statutory Codes of Conduct, including (this list is not exhaustive): | |
|  | 1. Consumer Protection Code 2012 | [Document Reference] |
|  | 1. Code of Conduct on Mortgage Arrears 2013 | [Document Reference] |
|  | 1. Central Bank (Supervision and Enforcement) Act 2013 (Section 14) (Lending to Small and Medium-Sized Enterprises) Regulations 2015 | [Document Reference] |
|  | 1. The Central Bank (Supervision and Enforcement) Act 2013 (Section 48 (1)) Minimum Competency Regulations 2017 | [Document Reference] |
|  | 1. Minimum Competency Code 2017 | [Document Reference] |
|  | 1. Part V Central Bank Act, 1997 | [Document Reference] |
|  | 1. Fitness & Probity Standards issued under Part 3 of the Central Bank Reform Act 2010 | [Document Reference] |
|  | 1. Authorisation Requirements and Standards for Credit Servicing Firms | [Document Reference] |

The applicant’s response should identify how its proposed customer engagement model enables the regulatory protections provided by the Statutory Codes of Conduct to continue to apply. Applicable areas in this regard could potentially include: the systems/processes the applicant proposes to use and its communication mechanisms, such as its website or call centre.

The Central Bank may require a Credit Servicing Firm, in advance of authorisation or thereafter, to procure a review of its operations, systems and controls by a third party of relevant expertise to provide the Central Bank with the necessary assurance that the requisite operations, systems and controls are in place and functioning as described in the application submitted by the applicant.

**Compliance**

52. Provide an overview of the applicant’s Compliance Function which should include a high level description of the following items in the Programme of Operations:

|  |  |
| --- | --- |
| 1. The resources in place for the Compliance Function within the applicant | [Document Reference] |
| 1. The expertise (particularly the Compliance Officer) of the resources assigned to the Compliance Function | [Document Reference] |
| 1. The authority, access to systems, access to staff and the Board of Directors that the Compliance Function has with regard to the completion of its duties | [Document Reference] |
| 1. The reporting lines of the Compliance Officer, the minimum frequency of reporting by the Compliance Officer to Senior Management of the applicant and the Board of Directors, and the format/scope of such reporting | [Document Reference] |
| 1. The scope of the legislative and regulatory obligations the applicant is subject to at authorisation | [Document Reference] |
| 1. How customer complaints will be recorded and managed | [Document Reference] |
| 1. How compliance related issues will be escalated | [Document Reference] |
| 1. How often the Compliance Function carries out tests on the applicant’s compliance plan to ensure its on-going compliance with all relevant legislation and applicable Statutory Codes | [Document Reference] |
| 1. How often procedures are reviewed and updated to ensure compliance with all relevant legislation and applicable Statutory Codes | [Document Reference] |
| 1. Who sets and approves the applicant’s Compliance Plan | [Document Reference] |

|  |  |  |
| --- | --- | --- |
| 53. | Confirm that a copy of the applicant’s Compliance Plan is included with the application submission | [Yes/No] |

54. Confirm that:

|  |  |
| --- | --- |
| 1. The relevant persons involved in the Compliance Function are independent of the operations of the applicant and are, in particular, not involved in the performance of services or activities they monitor | [Yes/No] |
| 1. The applicant has assessed the risks relating to its compliance obligations and will establish, implement and maintain an appropriate programme of compliance activities to ensure the applicant is fully compliant with all relevant legislative and regulatory obligations on an on-going basis | [Yes/No] |
| 1. The applicant’s Compliance Officer has a direct reporting line into the Board of Directors | [Yes/No] |
| 1. All documentation required for demonstrating compliance with all relevant legislative and regulatory obligations is capable of being reproduced in hard copy on request | [Yes/No] |
| 1. The applicant maintains an errors log and a complaints log | [Yes/No] |

**Risk Management**

55. Provide an overview of the applicant’s Risk Management arrangements which should include a high level description of the following items in the Programme of Operation:

|  |  |  |
| --- | --- | --- |
|  | 1. The resources in place for the Risk Management Function within the applicant | [Document Reference] |
|  | 1. The expertise (particularly the Chief Risk Officer) of the resources assigned to the Risk Management Function | [Document Reference] |
| 1. The reporting lines of the Chief Risk Officer, the minimum frequency of reporting by the Chief Risk Officer to Senior Management and to the Board of Directors of the applicant, and the format/scope of such reporting | [Document Reference] |
| 1. The scope of the risks assessed by the applicant (including conduct and consumer protection risks) and the frequency of the monitoring of these risks | [Document Reference] |
| 1. How risk management related issues are escalated | [Document Reference] |
| 1. Provide a copy of the applicant’s risk register | [Document Reference] |

**Internal Audit**

56. Disclose the following information in respect of the applicant’s Internal Auditors:

|  |  |
| --- | --- |
| **Name:** | [Type Answer] |
| **Address:** | [Type Answer] |
| **Date of Appointment:** | [Type Answer] |
| **Contact Name:** | [Type Answer] |
| **Telephone Number:** | [Type Answer] |
| **E-mail address:** | [Type Answer] |

57. Provide an overview of the applicant’s Internal Audit arrangements which should include a high level description of the following items in the Programme of Operations:

|  |  |
| --- | --- |
| 1. The resources in place for the Internal Audit Function within the applicant | [Document Reference] |
| 1. The expertise (particularly the Head of Internal Audit) of the resources assigned to the Internal Audit Function | [Document Reference] |
| 1. The authority, access to systems, staff and the Board of Directors that the Internal Audit Function has with regard to the completion of its duties | [Document Reference] |
| 1. The reporting lines of the Head of Internal Audit, the minimum frequency of reporting by the Head of Internal Audit to Senior Management of the applicant and the Board of Directors/Audit Committee, and the format/scope of such reporting | [Document Reference] |
| 1. A high level overview of the applicant’s Internal Audit plan highlighting the risk rating of risk areas and the expected frequency of their inclusion on the applicant’s audit plans | [Document Reference] |
| 1. How much time will be spent on Internal Audit activities within the applicant | [Document Reference] |
| 1. Does the Internal Auditor present to the Board of Directors on a quarterly or monthly basis | [Document Reference] |
| 1. How often will the Internal Audit Plan be reviewed and assessed by the applicant and the Internal Auditor | [Document Reference] |
| 1. Does the Board of Directors ultimately sign off on the Internal Audit plan | [Document Reference] |
| 1. Where any issues arise in relation to the provision of Internal Audit, which member(s) of Board of Management or Directors are these issues escalated to | [Document Reference] |

58. Confirm that:

|  |  |
| --- | --- |
| 1. The relevant persons involved in the Internal Audit Function are independent of the operations of the applicant and are, in particular, not involved in the performance of services or activities they audit | [Yes/No] |
| 1. The applicant has assessed the risks it is exposed to and will establish, implement and maintain an appropriate programme of audit activities to ensure the applicant is able to highlight the risks that have materialised, or may materialise, in a timely and effective manner | [Yes/No] |

Please note that an IQ is required to be submitted for the Head of Internal Audit within the applicant, or Head of Internal Audit within the Group entity (if the applicant has outsourced the Internal Audit Function to a Group entity), or Head of Internal Audit within another entity (if the applicant has outsourced the Internal Audit Function to a Non-Group entity).

|  |  |  |
| --- | --- | --- |
| 59. | Confirm that a copy of the applicant’s Internal Audit plan is included with the application submission and that it includes details of audits specific to the applicant (to include credit servicing activities) and an IT security audit (the scope of which should include areas as outlined in the Central Bank’s Guidance on IT Risk, Cybersecurity, published in September 2016) | [Yes/No] |

**Administration and Accounting**

|  |  |  |
| --- | --- | --- |
| 60. | Confirm that the applicant has established and will implement and maintain appropriate accounting policies and procedures to record, present and report its financial data | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 61. | Confirm that the applicant is in a position to deliver in a timely manner to the Central Bank, at its request, financial reports which reflect a true and fair view of its financial position and which comply with all applicable accounting standards and rules | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 62. | Confirm that the applicant has established and will implement and maintain appropriate policies and procedures to ensure that it maintains records in respect of all services and transactions undertaken by it and that the records are sufficient to enable the Central Bank to monitor compliance with the Act and, in particular, to ascertain whether the applicant is complying with its regulatory obligations | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 63. | Confirm that the applicant has an Internal Control Framework in place in relation to administration and accounting, i.e. there are control and safeguard arrangements for information processing and an authorised signatories’ policy in place | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 64. | Confirm that Internal Audit Reports, Board Minutes and Financial Audit Reports will be maintained by the applicant | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 65. | Confirm whether all key books and records of the applicant, including client files and accounting records are kept in the State with back-ups stored on the applicant’s I.T. system | [Yes/No] |

66. Disclose where the firm’s accounting records will be kept providing the following details:

|  |  |  |
| --- | --- | --- |
|  | **Name** | [Type Answer] |
|  | **Address** | [Type Answer] |
|  | **Telephone Number** | [Type Answer] |
|  | **Contact Number** | [Type Answer] |
|  | **Date of Appointment** | [Type Answer] |
|  | **Email address** | [Type Answer] |

**Business Continuity and Disaster Recovery**

|  |  |  |
| --- | --- | --- |
| 67. | Provide the following details in the Programme of Operations: | |
|  | 1. The business impact analysis that has been completed by the applicant identifying its key business processes and recovery objectives | [Document Reference] |
|  | 1. The practical process by which the applicant will recover from disruptions and disasters | [Document Reference] |
|  | 1. The back-up site and access to I.T. infrastructure, its key software and its data to recover from a disaster or disruption | [Document Reference] |
|  | 1. The applicant’s consideration of significant business continuity events and disruptions such as: 2. The failure of key systems 3. The loss of key data 4. Inaccessibility of premises 5. Loss of key persons in creating its business continuity and disaster recovery plans | [Document Reference] |
|  | 1. The proposed frequency of testing of the Business Continuity and Disaster Recovery Plans and how the applicant will record the results of the testing completed | [Document Reference] |

|  |
| --- |
| **Section 3 – Business Plan** |

|  |  |  |
| --- | --- | --- |
| 1. | Confirm that the applicant’s Business Plan has been included with the application submission | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 2. | Confirm that responses to each of the points in Section 3 of this Application Form have been incorporated into the applicant’s Business Plan and that cross referencing has been provided in each case in the Application Form outlining where in the Business Plan each point is addressed | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 3. | Confirm that the applicant’s Business Plan included with the application submission is sufficiently detailed to make it clear that the applicant has sufficient resources to effectively conduct its credit servicing business within the requirements of the legislative and regulatory regime applying to Credit Servicing Firms and that it is specific to, and focuses on, the proposed activities of the applicant (rather than that of the Group, if the applicant is part of a Group structure) | [Yes/No] |

**Financial Information**

4. Confirm that the following documents have been included with the application submission:

|  |  |
| --- | --- |
| 1. The applicant’s most recent management accounts | [Yes/No] |
| 1. The applicant’s latest audited accounts (if prepared previously) | [Yes/No] |

|  |
| --- |
| Disclose the date of the applicant’s accounting year end or proposed year end |
| [Type Answer] |

5.

|  |  |
| --- | --- |
| Disclose the base and reporting currency and accounting standards being utilised or proposed to be utilised by the applicant | [Yes/No] |

6.

|  |  |
| --- | --- |
| Confirm whether the accounts of the applicant carried a qualified audit report in any of the last five years | [Yes/No] |

7.

|  |  |  |
| --- | --- | --- |
| 8. | If yes to question 8 above, provide the relevant details in the Business Plan | [Document Reference] |

**Financial Projections**

9. Confirm that financial projections covering a period of three years are included in the Business Plan and include:

|  |  |
| --- | --- |
| 1. A detailed projected monthly (including annual total) profit and loss account for the first year of authorisation and detailed projected annual profit and loss accounts for the subsequent two years | [Yes/No] |
| 1. Detailed projected balance sheets for each of the first three years of authorisation | [Yes/No] |
| 1. Clear and comprehensive notes explaining each line item, how the figure was calculated, and whether particular line items include any sub-items | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 10. | Provide details with regard to the potential risk that the applicant may not be able to operate within the bandwidth of its financial projections in the Business Plan. In this regard, provide the following information in the Business Plan: | |
|  | (i) How the applicant will monitor this risk | [Document Reference] |
|  | (ii) How the applicant will mitigate this risk | [Document Reference] |
|  | Please note that the Central Bank may require the applicant to provide stress tested financial projections where concerns arise in respect of the robustness of the financial information submitted by the applicant | |

|  |  |  |
| --- | --- | --- |
| 11. | Provide a detailed description of how the applicant is satisfied that it has sufficient resources (including human, financial and infrastructural resources) to conduct credit servicing in order to demonstrate that it can provide a continuity of service. The applicant will need to take into consideration its capacity to withstand potential shocks such as the occurrence of a significant business continuity event | [Document Reference] |

|  |  |  |
| --- | --- | --- |
| 12. | Provide details as to how the applicant is satisfied that it will have sufficient resources (including human, financial and infrastructural resources) to conduct credit servicing were it to acquire a new portfolio(s) of credit agreements | [Document Reference] |

|  |  |  |
| --- | --- | --- |
| 13. | Provide details as to whether the applicant has a capital buffer in place in the event of a wind down of the applicant and, if so, the amount of the capital buffer | [Document Reference] |

|  |  |  |
| --- | --- | --- |
| 14. | Provide details as to whether the applicant will receive a capital injection prior to the applicant becoming operational and, if so, which entity will be providing this capital injection | [Document Reference] |

**Income**

15. Provide the following details in the Business Plan:

|  |  |  |
| --- | --- | --- |
|  | 1. Each **credit servicing activity** that the applicant proposes to provide in its **first year** of operation | [Document Reference] |
|  | 1. The **total** **income** that is likely to accrue from all activities provided in the first year of operation including: 2. The **percentage of the applicant’s overall income** each activity represents 3. How the income is **calculated**/what the income is **composed of** (e.g. fees and charges, penalties, income from third parties etc.) | [Document Reference] |

**External Auditors**

16. Disclose the following information regarding the applicant’s External Auditors:

|  |  |
| --- | --- |
| **Name** | [Type Answer] |
| **Address** | [Type Answer] |
| **Telephone Number** | [Type Answer] |
| **Contact Number** | [Type Answer] |
| **Date of Appointment** | [Type Answer] |
| **Email Address** | [Type Answer] |

**Accountants**

17. Disclose the following information regarding the applicant’s Accountants:

|  |  |
| --- | --- |
| **Name** | [Type Answer] |
| **Address** | [Type Answer] |
| **Telephone Number** | [Type Answer] |
| **Contact Number** | [Type Answer] |
| **Date of Appointment** | [Type Answer] |
| **Email Address** | [Type Answer] |

**Solicitors or other Legal Advisors**

18. Disclose the following information regarding the applicant’s Solicitors/Legal Advisors:

|  |  |
| --- | --- |
| **Name** | [Type Answer] |
| **Address** | [Type Answer] |
| **Telephone Number** | [Type Answer] |
| **Contact Number** | [Type Answer] |
| **Date of Appointment** | [Type Answer] |
| **Email Address** | [Type Answer] |

**Professional Indemnity Insurance (PII)**

Please note the following as per the Guidance Note:

* For Group policies, the applicant’s name must be included on the policy document and the PII cover **must specifically state** that the policy is ring fenced specifically for the firm’s credit servicing activities as per the Central Bank Act, 1997
* This policy shall at a minimum provide cover for €1.25 million per claim and €1.85 million in aggregate in a single period
* Where the PII policy includes an excess amount payable by the Credit Servicing Firm, this excess must be as low as possible and in any instance, must not exceed €250k
* For Group policies, it may not be possible to reduce the excess for one entity and, in such circumstances, the applicant will be required to obtain its own PII policy

19. Provide the following details in respect of the applicant’s PII policy:

|  |  |
| --- | --- |
|  | 1. The (proposed) Insurer |
|  | [Type Answer] |
|  | (b) The activities covered |
|  | [Type Answer] |
|  | (c) The policy excess |
|  | [Type Answer] |
|  | (d) The relevant amount of the cover per claim |
|  | [Type Answer] |
|  | (e) The relevant amount of the aggregate cover |
|  | [Type Answer] |
|  | (f) Whether the policy is part of a Group policy or includes other entities |
|  | [Type Answer] |

|  |  |  |
| --- | --- | --- |
| 20. | Confirm that the applicant has reviewed and is satisfied that it has the financial resources to cover the excess on its PII policy, and that the applicant’s resources are sufficient to cover multiple PII claims excesses in the policy period | [Yes/No] |

|  |  |  |
| --- | --- | --- |
| 21. | Confirm if the applicant has made any claims under any PII policy in the last three years | [Yes/No] |

22. If yes to question 21 above, provide the following information:

|  |  |  |
| --- | --- | --- |
|  | **Date of Claim** | [Type Answer] |
|  | **Type of Claim** | [Type Answer] |
|  | **Amount of Claim** | [Type Answer] |
|  | **Outcome of Claim** | [Type Answer] |

|  |  |  |
| --- | --- | --- |
| 23. | Confirm that the applicant will provide the PII schedule and evidence of payment of the relevant insurance premium when requested to do so by the Central Bank | [Yes/No] |

|  |
| --- |
| **Section 4 – Shareholders/Members and Qualifying Shareholders** |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 1. | **List all direct shareholders or members with qualifying holdings[[3]](#footnote-3)** | | | |
|  | **Identities of Shareholders/Members**  **(Direct Shareholders)** | **Natural/Legal Person(s)** | **Amount of Qualifying Holding** | **Date Acquired** |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 2. | **List all indirect shareholders or members with qualifying holdings** | | | |
|  | **Identities of Shareholders/Members**  **(Indirect Shareholders)** | **Natural/Legal Person(s)** | **Amount of Qualifying Holding** | **Date Acquired** |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |
| [Type Answer] | [Type Answer] | [Type Answer] | [Type Answer] |

|  |  |
| --- | --- |
| Confirm that details of each direct shareholder/member and subsequent indirect shareholder/member, with a qualifying holding in the applicant (i.e. legal and beneficial shareholder/member, including those who are in a position to control or influence the applicant) are disclosed in response to questions 1 and 2 above | [Yes/No] |

3.

4. **Completion of Appendix 2**

|  |  |
| --- | --- |
| In relation to each direct/indirect shareholder/member with a qualifying holding in the  applicant, confirm that Appendix 2 is completed and that all required documentation  and information has been included with the application submission | [Yes/No] |

|  |
| --- |
| **Section 5 – Regulatory Background** |

|  |  |  |
| --- | --- | --- |
|  | **The following questions should be answered by entering ‘Yes’ or ‘No’ in the appropriate box. In any case where the response to a question is ‘Yes’, full details should be given on a separate sheet of paper and referenced to the appropriate question.** | |
| **(1)** | Is the applicant currently, or has the applicant ever been, regulated by the Central Bank or any other regulatory agency (in the State or elsewhere)? If yes, please provide the business name under which the services were carried out | [Yes/No] | |
| **(2)** | Has the applicant ever applied for authorisation by the Central Bank or any other regulated agency (in the State or elsewhere) and had such an application refused? | [Yes/No] | |
| **(3)** | Has the applicant ever applied for authorisation by the Central Bank or any other regulatory agency (in the State or elsewhere) and decided not to proceed with such an application after having made it? | [Yes/No] | |
| **(4)** | Is the applicant a member of any professional association or trade body (in the State or elsewhere)? | [Yes/No] | |
| **(5)** | Has the applicant ever applied for authorisation, membership or recognition by a body described in 4 above and had such an application refused? | [Yes/No] | |
| **(6)** | Has the applicant ever applied for authorisation, membership or recognition by a body described in 4 above and decided not to proceed with such an application after having made it? | [Yes/No] | |
| **(7)** | Has the applicant at any time in the previous five years:   1. had a receiver or examiner appointed; 2. failed to satisfy a debt adjudged due or a debt in respect of which a judgement has been registered; or 3. entered into a scheme or arrangement or composition of its debts with its creditors?   *Note: The appointments mentioned above include any similar appointments made under the laws of another country.* | [Yes/No] | |
| **(8)** | Has the applicant, at any time, been refused or had withdrawn any licence, recognition or authorisation under the Consumer Credit Act, 1995? | [Yes/No] | |
| **(9)** | Has the applicant ever been subject to any disciplinary measures by any regulatory body of which it is/or was a member? | [Yes/No] | |
| **(10)** | Has the applicant changed its legal advisers in the three years prior to the date of application? | [Yes/No] | |
| **(11)** | Has the applicant changed its bankers in the three years prior to the date of application? | [Yes/No] | |
| **(12)** | Has the applicant changed its auditors in the three years prior to the date of application? | [Yes/No] | |
| **(13)** | Have any legal proceedings or administrative sanction proceedings been brought in the State or any other jurisdiction against the applicant, in which the applicant has either been convicted or found liable, in relation to the provision of financial services in the three years prior to the date of application? | [Yes/No] | |
| **(14)** | Has the applicant agreed to an out of court settlement at any time in the three years prior to the date of application in respect of legal proceedings brought against it in relation to its credit servicing activities? | [Yes/No] | |
| **(15)** | Is the applicant currently involved in any proceedings of the type described in 13 and 14 above? | [Yes/No] | |
| **(16)** | Have the books, records or other documents of the applicant ever been requisitioned or seized by any regulatory body in exercise of its powers, either in the State or in any jurisdiction? | [Yes/No] | |
| **(17)** | Has there been any period in the applicant’s history when it was dormant or engaged in other activities? | [Yes/No] | |
|  | **In relation to questions 18 to 24 below, has the applicant and (in so far as the applicant is aware) its qualifying shareholders[[4]](#footnote-4), subsidiaries, related undertakings[[5]](#footnote-5), associated undertakings[[6]](#footnote-6), directors or employees:** | | |
| **(18)** | Had a petition for the compulsory winding-up, an application for a dissolution order or a bankruptcy petition served at any time in the last ten years or is there such a petition pending? | [Yes/No] | |
| **(19)** | Been the subject of a sanction/fine/reprimand by the Central Bank or any other regulated agency (in the State or elsewhere)? | [Yes/No] | |
| **(20)** | Aware of any tax compliance issues that any of its qualifying shareholders or its directors may have? | [Yes/No] | |
| **(21)** | Had any allegations of fraud, dishonesty, breach of trust, insider dealing or market manipulation in respect of any of its qualifying shareholders/directors/employees? | [Yes/No] | |
| **(22)** | At any time had any authorisation/licence to carry on investment, banking or insurance business, in the State or elsewhere, revoked? | [Yes/No] | |
| **(23)** | Ever been convicted of any offence involving fraud, dishonesty, breach of trust, insider dealing, or under legislation (in the State or elsewhere) relating to companies, building societies, credit unions, friendly societies, insurance, banking or other financial service, insolvency, consumer credit or consumer protection? | [Yes/No] | |

|  |
| --- |
| **Section 6 – Document Checklist** |

Confirm that the documents listed in the table below have been fully completed in the format specified (where relevant) and submitted with the Application Form and insert details of the applicant’s document reference number in respect of each document in the table below:

|  |  |  |  |
| --- | --- | --- | --- |
|  | **Document** | **Applicant Document Reference** | **Yes/No** |
| (1) | Application Form for Authorisation as a Credit Servicing Firm |  | [Yes/No] |
|  | **Section 1 – Structural Organisation** | | |
|  | **Company Applicant (Question 9)** | | |
| (2) | Certified copy of the applicant’s Certificate of Incorporation |  | [Yes/No] |
| (3) | Certified copy of the applicant’s Memorandum of Association or other appropriate Constitutional Document(s) |  | [Yes/No] |
| (4) | Certified copy of the applicant’s Articles of Association or other appropriate Constitutional Document(s) |  | [Yes/No] |
| (5) | Certified copies of any Special Resolutions amending the applicant’s Memorandum of Association and Articles of Association, or the appropriate Constitutional Document(s) (if applicable) |  | [Yes/No] |
| (6) | Certified copy of the applicant’s Certification of Registration of Business Name (Trading Name) (if applicable) |  | [Yes/No] |
| (7) | Certified copy of the applicant’s Certificate of Incorporation on Change of Name (if applicable) |  | [Yes/No] |
| (8) | Letter from the applicant’s auditor or accountant confirming that the applicant is solvent. This letter of confirmation should state the applicant’s net asset amount, that goodwill and other intangible assets have not been included in the solvency calculation and that the applicant can meet its debts as they fall due |  | [Yes/No] |
|  | **Partnership Applicant (Question 12)** | | |
| (9) | Certified copy of the applicant’s Partnership Agreement or other appropriate Constitutional Document(s) |  | [Yes/No] |
| (10) | Certified copy of the applicant’s Certification of Registration of Business Name (Trading Name) (if applicable) |  | [Yes/No] |
| (11) | Signed Certificate of Solvency in respect of each partner (i.e.one for each partner) in the form specified in Appendix 1 |  | [Yes/No] |
|  | **Sole Trader Applicant (Question 15)** | | |
| (12) | Certified copy of the applicant’s Certification of Registration of Business Name (Trading Name) (if applicable) |  | [Yes/No] |
| (13) | Signed Certificate of Solvency in the form specified in Appendix 1 |  | [Yes/No] |
|  | **Group Structure (Question 18)** | | |
| (14) | Detailed Group Organisation Chart, setting out details of all Group entities (i.e. the name of each entity within the Group, whether these Group entities are regulated or unregulated and the percentage of shareholding each entity holds in each other entity within the Group) |  | [Yes/No] |
|  | **Section 2 – Programme of Operations** | | |
| (15) | A copy of the applicant’s Programme of Operations |  | [Yes/No] |
|  | **Transitional Firms Only (Question 10)** |  |  |
| (16) | Certified documentary evidence that the applicant was carrying on the business of a Credit Servicing Firm (in so far as that business relates to the newly regulated activities now falling within the scope of the Act following the commencement of the 2018 Act) immediately prior to the 2018 Act |  | [Yes/No] |
| (17) | Certified copy of the minutes of the meeting of the applicant’s Board of Directors confirming that it is satisfied that the applicant has carried out and documented an assessment of the legislative and regulatory requirements mentioned above |  | [Yes/No] |
| (18) | Certified copy of the minutes of the meeting of the applicant’s Board of Directors confirming that it is satisfied that the applicant is in a position to comply with each applicable requirement of the legislative and regulatory requirements mentioned above |  | [Yes/No] |
|  | **Governance and Staffing Arrangements (Question 24)** |  |  |
| (19) | An Organisation Chart in respect of the applicant identifying the total number of employees, the reporting lines and the location of staff within the applicant |  | [Yes/No] |
|  | **Outsourcing (Question 40)** |  |  |
| (20) | Copies of Service Level Agreements for each important operational function outsourced |  | [Yes/No] |
|  | **Compliance (Question 53)** |  |  |
| (21) | A copy of the applicant’s Compliance Plan |  | [Yes/No] |
|  | **Risk Management (Question 55)** |  |  |
| (22) | A copy of the applicant’s risk register |  | [Yes/No] |
|  | **Internal Audit (Question 59)** |  |  |
| (23) | A copy of the applicant’s Internal Audit Plan |  | [Yes/No] |
|  | **Section 3 – Business Plan (Questions 1 and 6)** | | |
| (24) | A copy of the applicant’s Business Plan |  | [Yes/No] |
| (25) | A copy of the applicant’s most recent management accounts |  | [Yes/No] |
| (26) | A copy of the applicant’s latest audited accounts |  | [Yes/No] |

|  |
| --- |
| **Section 7 – Declaration** |

### 

### ***[Insert name of applicant]* applies for authorisation as a Credit Servicing Firm under Part V of the Central Bank Act, 1997 on the basis of information supplied within this Application Form and any additional information supplied to the Central Bank in the course of the application being considered.**

**I/We acknowledge that the Central Bank may disclose information in the performance of its statutory functions or otherwise as may be specifically authorised by law.**

**I/We warrant that I/We have truthfully and fully answered the relevant questions in this Application Form and disclosed any other information which might reasonably be considered relevant for the purpose of the application.**

**I/We warrant and I/We will promptly notify the Central Bank of any changes in the information I/We have provided in respect of this application and supply any other relevant information which may come to light in the period during which the application is being considered and, the application is accepted, thereafter.**

**[I am/We are] aware that it may be an offence and/or grounds for refusal of my application and/or grounds for revocation of an authorisation granted on foot of this application and/or grounds for the Central Bank to commence an Administrative Sanctions Procedure against both [myself/ourselves] and/or the proposing entity for me/us to knowingly or recklessly:**

1. **Provide false or misleading information and/or to make a false or misleading statement (which it is acknowledged may include the withholding of relevant information) in this Application Form;**
2. **Fail to inform and/or withhold from the Central Bank details of any material change in circumstances/new information which is relevant and/or material to this Application Form.**

**[I/We] warrant that [I/We] will promptly notify the Central Bank of any changes in the information [I/We] have provided and supply any other relevant information which may come to light in the period during which this application is being considered and, this application is approved, thereafter.**

**I/We warrant that I/We are authorised to make this application for authorisation on behalf of *[insert full legal name of applicant].***

|  |
| --- |
| ***Name (Block capitals):***  ***Position:***  ***Signed:*** |
| ***Name (Block capitals):***  ***Position:***  ***Signed:*** |

|  |  |  |
| --- | --- | --- |
| ***Dated this*** | ***day of*** | ***20*** |

|  |
| --- |
| **For and on behalf of:** |
| ***(Please print name of the applicant. At least two directors, including the Chief Executive/Managing Director must sign the Declaration above. Original signatures are required.)*** |

***Provisions in this document should not be deleted nor amended in any manner. Section 36A(1)(c) of Part V of the Central Bank Act, 1997 includes among the grounds on which the Central Bank of Ireland may revoke an authorisation that the Central Bank is satisfied on reasonable grounds that the authorisation was obtained by means of false or misleading representation***

|  |
| --- |
| **Appendix 1 - Certificate of Solvency** **To be completed by a Sole Trader applicant or each Partner in a Partnership applicant only** |

**CERTIFICATE OF SOLVENCY**

I certify that at this time, to the best of my knowledge and belief, and having made reasonable enquiry, the total of my personal and business assets exceeds the total of my personal and business liabilities, where goodwill and other intangible assets have been excluded in the calculation of my balance sheet assets. I am currently not aware of any circumstances that would cause this position to change within the next 12 months.

I acknowledge that if this statement is found to be false, inaccurate or misleading in any respect, I may be guilty of an offence.

I also undertake to notify the Central Bank immediately if at any time my financial circumstances change to an extent, which would render me unable to complete this Certificate.

**Signed: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**[*Sole Trader/ Partner*]**

**Print Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**[*Block Capitals*]**

**Date:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

|  |
| --- |
| **Appendix 2 – Qualifying Shareholder Information** |

|  |  |  |
| --- | --- | --- |
|  | **Please complete the relevant section in relation to each qualifying shareholder (copy the relevant section where necessary if more than one).**  **Qualifying Shareholder – Individuals** | |
|  | Disclose name of Qualifying Shareholder | |
|  | [Type Answer] | |
|  | Where a qualifying shareholder is an individual (natural person), confirm that he/she has submitted the following: | |
|  | Completed Individual Questionnaire[[7]](#footnote-7) | [Yes/No] |
|  | Regulatory status of the individual – that is whether or not the individual is regulated, or registered with a regulatory body and, if so, the name of that body | [Yes/No] |
|  | Documentation evidencing the fact that the individual is the registered holder of the shares (for example, a certified copy of the share register) | [Yes/No] |
|  | Written confirmation from the individual that he/she is the *beneficial* owner of the shares | [Yes/No] |
|  | An up-to-date net asset statement signed by the individual, that discloses each asset and liability category and the monetary amount held in that category along with details of sources/amounts of income and any personal guarantees made by the individual | [Yes/No] |
|  | Details regarding any financial or non-financial interests or relationships that the individual may have with any other party/parties related to the applicant firm | [Yes/No] |

**Qualifying Shareholder – Company**

|  |  |  |
| --- | --- | --- |
|  | Disclose name of Qualifying Shareholder | |
|  | [Type Answer] | |
|  | Where a qualifying shareholder is an incorporated entity, confirm that the company has submitted the following: | |
|  | Description of activities | [Yes/No] |
|  | Whether or not the company is regulated and, if regulated, by which authority | [Yes/No] |
|  | Most recent audited accounts if applicable. If not available, most recent management accounts should be submitted | [Yes/No] |
|  | Details of proposed interaction with the applicant | [Yes/No] |
|  | Documentation evidencing the fact that the company is the registered holder of the shares, i.e. copy of the share register | [Yes/No] |
|  | Written confirmation that the company is the *beneficial* owner of the Shares | [Yes/No] |
|  | Certificate of Solvency from a director of the Company as follows:  *I certify that at this time, to the best of my knowledge and belief, and having made reasonable enquiry, the total of* ***[Name of Company]*** *assets exceeds the total of* ***[Name of Company]*** *liabilities, and that* ***[Name of Company]*** *is able to meet those liabilities as they fall due. I am not currently aware of any circumstances that would cause this position to change within the next twelve months. I acknowledge that if this statement is found to be false, inaccurate or misleading in any respect, the Central Bank may revoke an authorisation under section 36A(1)(c) of the Central Bank Act, 1997 (as amended), on the basis that authorisation has been obtained by means of a false or misleading representation. I also undertake to notify the Central Bank of Ireland immediately if at any time* ***[Name of Company]*** *financial circumstances change to an extent, which would render my unable to complete this certification’.* | [Yes/No] |

**Qualifying Shareholder – Nominee Company**

|  |  |  |
| --- | --- | --- |
|  | Disclose the name of the Qualifying Shareholder | |
|  | [Type Answer] | |
|  | Where a company holds 10% or more of the shares in an applicant on behalf of third parties, confirm that the company has submitted the following details relating to the proposed nominee holders of the shares: | |
|  | 1. Documentation evidencing the fact that the nominee is the registered holder of the shares, i.e. certified copy of the share register | [Yes/No] |
|  | 1. Documentation evidencing the ownership of the nominee company, i.e. certified copy of the share register | [Yes/No] |
|  | 1. Audited accounts of the nominee company | [Yes/No] |
|  | 1. Identity of the beneficial owner of the shares | [Yes/No] |
|  | 1. Details regarding what objective is intended to be served by using such a nominee company, rather than holding the shares directly | [Yes/No] |
|  | 1. Details regarding what objective is intended to be served by using such a nominee company, rather than holding the shares directly | [Yes/No] |
|  | 1. Appropriate declarations in respect of the nominee holding the shares in trust for the beneficial owners, including formal confirmation from the nominee itself that the relevant declarations of trust remain valid and in force | [Yes/No] |
|  | 1. Certificate of Solvency from a director of the Nominee Company as follows:   *I certify that at this time, to the best of my knowledge and belief, and having made reasonable enquiry, the total of* ***[Name of Company]*** *assets exceeds the total of* ***[Name of Company]*** *liabilities, and that* ***[Name of Company]*** *is able to meet those liabilities as they fall due. I am not currently aware of any circumstances that would cause this position to change within the next twelve months. I acknowledge that if this statement is found to be false, inaccurate or misleading in any respect, the Central Bank may revoke an authorisation under section 36A(1)(c) of the Central Bank Act, 1997 (as amended), on the basis that authorisation has been obtained by means of a false or misleading representation. I also undertake to notify the Central Bank of Ireland immediately if at any time* ***[Name of Company]*** *financial circumstances change to an extent, which would render my unable to complete this certification’.* | [Yes/No] |

**Qualifying Shareholder – Trusts**

|  |  |  |  |
| --- | --- | --- | --- |
|  | Disclose the name of the Qualifying Shareholder | | |
|  | [Type Answer] | | |
|  | Where a qualifying shareholder is a trust, confirm that the trustees have submitted the following: | | |
|  | | 1. Documentation evidencing the fact that the trust is the registered holder of the shares, i.e. certified copy of the share register | [Yes/No] |
|  | | 1. Copies of the trust deed and any other documentation constituting the trust or relating to the trust in some other way including any supplemental or ancillary deeds, documents or agreements or side letters | [Yes/No] |
|  | | 1. Completed Individual Questionnaires for the settlers of the trusts | [Yes/No] |
|  | | 1. Completed Individual Questionnaires for the trustees of the trusts | [Yes/No] |
|  | | 1. Completed Individual Questionnaires for the beneficiaries of the trusts (including details of age for minors) and those of all persons who are within the class of prospective beneficiaries | [Yes/No] |
|  | | 1. Most recent audited accounts (if available) or other relevant financial information in relation to the trusts | [Yes/No] |
|  | | 1. Reasons for structure | [Yes/No] |
|  | | 1. Part V of the Central Bank Act, 1997 (as amended) in relation to the qualifying shareholders are met on a continuous basis. The undertaking must contain provisions to provide the Central Bank with: 2. advance notice of any proposed change in the beneficiaries to the trust, the trust deeds, or the trust’s governing law; and 3. must be signed by all Qualifying Shareholders including the trustee(s) and the applicant. | [Yes/No] |
|  | | 1. Legal opinion confirming the validity and efficacy of the undertaking as drafted to suit the circumstances of any particular qualifying shareholder trust | [Yes/No] |
|  | | 1. Certificate of Solvency from the trustee of the trust as follows:   *I certify that at this time, to the best of my knowledge and belief, and having made reasonable enquiry, the total of* ***[Name of Trust]*** *assets exceeds the total of* ***[Name of Trust]*** *liabilities, and that* ***[Name of Trust]*** *is able to meet those liabilities as they fall due. I am not currently aware of any circumstances that would cause this position to change within the next twelve months. I acknowledge that if this statement is found to be false, inaccurate or misleading in any respect, the Central Bank may revoke an authorisation under section 36A(1)(c) of the Central Bank Act, 1997 (as amended), on the basis that authorisation has been obtained by means of a false or misleading representation. I also undertake to notify the Central Bank of Ireland immediately if at any time* ***[Name of Trust]*** *financial circumstances change to an extent, which would render my unable to complete this certification’.* | [Yes/No] |

**Qualifying Shareholder – Partnership**

|  |  |  |
| --- | --- | --- |
|  | Disclose the name of the Qualifying Shareholder | |
|  | [Type Answer] | |
|  | Where a qualifying shareholder is a limited liability partnership (‘LLP’), confirm that the partners have submitted the following: | |
|  | 1. Description of the LLP itself (including names of general and limited partners and details of respective roles) | [Yes/No] |
|  | 1. Description of activities of the LLP | [Yes/No] |
|  | 1. Whether or not the LLP is regulated and, if regulated, by which authority | [Yes/No] |
|  | 1. Most recent audited accounts if applicable. If not available, most recent management accounts should be submitted | [Yes/No] |
|  | 1. Details of proposed interaction with applicant | [Yes/No] |
|  | 1. Documentation evidencing the fact that the LLP is the registered holder of shares (if this is the case) | [Yes/No] |
|  | 1. Written confirmation that the LLP is the beneficial owner of the shares | [Yes/No] |
|  | 1. A copy of the partnership deed and any relevant agreement between the general and limited partners | [Yes/No] |
|  | 1. Certificate of Solvency from a partner as follows:   *I certify that at this time, to the best of my knowledge and belief, and having made reasonable enquiry, the total of* ***[Name of Partnership]*** *assets exceeds the total of* ***[Name of Partnership]*** *liabilities, and that* ***[Name of Partnership]*** *is able to meet those liabilities as they fall due. I am not currently aware of any circumstances that would cause this position to change within the next twelve months. I acknowledge that if this statement is found to be false, inaccurate or misleading in any respect, the Central Bank may revoke an authorisation under section 36A(1)(c) of the Central Bank Act, 1997 (as amended), on the basis that authorisation has been obtained by means of a false or misleading representation. I also undertake to notify the Central Bank of Ireland immediately if at any time* ***[Name of Partnership]*** *financial circumstances change to an extent, which would render my unable to complete this certification’.* | [Yes/No] |

|  |
| --- |
| **Appendix 3 – Requirements for Programme of Operations and Business Plan** |

The **Programme of Operations Document** should be structured to include, at a minimum, the following sections and such sections should include, at a minimum, responses to the questions from the related sections of this Application Form:

|  |  |  |
| --- | --- | --- |
|  | * Proposed Credit Servicing Activities * Description of Proposed Credit Servicing Activities * Business Strategy * Other Credit Servicing Related Activities * Non-Credit Servicing Related Activities | * I.T. Systems and Security, Integrity and Confidentiality of Information |
| * Pre-Approval Controlled Functions * Controlled Functions * Minimum Competency Requirements | * Compliance with Statutory Codes |
| * Governance & Staffing Arrangements * Board of Directors and Committees | * Compliance |
|  | * Outsourcing * Oversight of Outsourcing | * Risk Management |
|  | * Business Structure & Supervision | * Internal Audit |
|  | * Administration and Accounting | * Business Continuity and Disaster Recovery |

The **Business Plan Document** should be structured to include, at a minimum, the following sections and such sections should include, at a minimum, responses to the questions from the related sections of this Application Form:

|  |
| --- |
| * Financial Information |
| * Financial Projections |
| * Income |
| * External Auditors |
| * Accountants |
| * Solicitors or Other Legal Advisors |
| * Professional Indemnity Insurance |

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1. Each of the individuals named in response to question 7 must be a senior member of the applicant (i.e. principal/director/partner/senior management). [↑](#footnote-ref-1)
2. A certified copy of a document is one which has been signed, stamped and dated by an *independent party* and which contains a certification stamp that is clearly identifiable on the relevant document. An independent party is a professional party independent of the applicant i.e. a Solicitor, Accountant, Peace Commissioner, Notary or Commissioner for Oaths. [↑](#footnote-ref-2)
3. A qualifying holding is defined as ‘a direct or indirect holding of shares or other interest in a proposed Credit Servicing Firm which represents 10 per cent or more of the capital or of the voting rights, or any direct or indirect holding of less than 10 per cent, which, in the opinion of the Central Bank, makes it possible to control or exercise a significant influence over the management of the proposed Credit Servicing Firm in which a holding subsists’. [↑](#footnote-ref-3)
4. A qualifying shareholder, in relation to another person, means a person with a direct or indirect holding in the other person-

   (a) that represents 10 per cent or more of the capital of, or the voting rights in, the other person, or

   (b) that makes it possible to exercise a significant influence over the management of the other person. [↑](#footnote-ref-4)
5. Related undertaking means:

   (a) ‘companies related’ within the meaning of the Companies Act 2014;

   (b) undertakings where the business of those undertakings is carried on in such a way that the separate business of each undertaking, or a substantial part thereof, is not readily identifiable; or

   (c) undertakings where the decision as to how and by whom each shall be managed can be made either by the same person or by the same group of persons acting in concert. [↑](#footnote-ref-5)
6. Associated undertaking means an associated undertaking within the meaning of Regulation 34 of the European Communities (Companies Group Accounts) Regulations 1992. [↑](#footnote-ref-6)
7. If the proposed Qualifying Shareholder is also a proposed Pre-Approval Controlled Function role holder, it is required to complete the online Individual Questionnaire via the Central Bank’s Portal. (See Appendix 2 (Qualifying Shareholder Information) of the Guidance Note for details in this regard). If the proposed Qualifying Shareholder is not a Pre-Approval Controlled Function role holder, it is required to complete a specific paper based Individual Questionnaire for non Pre-Approval Controlled Function role holders. This Individual Questionnaire is available at the following [link](http://en-mos-c15j34j:200/regulation/industry-sectors/Credit-Servicing-Firms/Pages/Forms.aspx). [↑](#footnote-ref-7)