

**SENATE***Tuesday, December 12, 2023*

The Senate met at 10.00 a.m.

**PRAYERS**[MR. PRESIDENT *in the Chair*]**LEAVE OF ABSENCE**

**Mr. President:** Hon. Senators, I have granted leave of absence to Sen. Wade Mark who is out of the country.

**SENATOR'S APPOINTMENT**

**Mr. President:** Hon. Senators, I have received the following correspondence from Her Excellency the President Christine Carla Kangaloo, O.R.T.T.:

“THE CONSTITUTION OF THE REPUBLIC OF TRINIDAD AND TOBAGO

By Her Excellency CHRISTINE CARLA KANGALOO, O.R.T.T., President of the Republic of Trinidad and Tobago and Commander-in-Chief of the Armed Forces.

/s/Christine Kangaloo

President.

TO: DR. TIM GOPEESINGH

WHEREAS Senator Wade Mark is incapable of performing his duties as a Senator by reason of his absence from Trinidad and Tobago.

NOW THEREFORE, I, CHRISTINE CARLA KANGALOO, President as aforesaid, in exercise of the power vested in me by section 44(1)(a) and section 44(4)(b) of the Constitution of the Republic of Trinidad and Tobago, acting in accordance with the advice of the Leader of the Opposition, do hereby appoint you, TIM GOPEESINGH, to be a member of the Senate temporarily, with effect from

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12<sup>th</sup> December, 2023 and continuing during the absence from Trinidad and Tobago of Senator Wade Mark .

Given under my Hand and the Seal of the President of the Republic of Trinidad and Tobago at the Office of the President, St. Ann's, this 12<sup>th</sup> day of December, 2023.”

### **OATH OF ALLEGIANCE**

*Senator Dr. Tim Gopeesingh took and subscribed the Oath of Allegiance as required by law.*

### **PAPERS LAID**

1. Annual Administrative Report of the Trinidad and Tobago Creative Industries Company Limited for the financial year ended September 30, 2019. [*The Minister of Trade and Industry (Sen. The Hon. Paula Gopee-Scoon)*]
2. Annual Administrative Report of the National Flour Mills Limited for the year ended December 31, 2021. [*Sen. The Hon. P. Gopee-Scoon*]
3. Annual Administrative Report for the Airports Authority of Trinidad and Tobago for the period 2017. [*Sen. The Hon. P. Gopee-Scoon*]
4. Sector Wide Approach Programme Loan Agreement for a Modernized Transportation Infrastructure between the Government of the Republic of Trinidad and Tobago and the Corporación Andina De Fomento in the sum of US\$175 million. [*The Minister of Foreign and CARICOM Affairs (Sen. The Hon. Dr. Amery Browne)*]
5. Sector Wide Approach Programme Loan Agreement to Support the Implementation of the Digital Transformation and Digital Inclusion Strategy in Trinidad and Tobago between the Government of the Republic of

- Trinidad and Tobago and the Corporación Andina De Fomento in the sum of US\$120 million. [*Sen. The Hon. Dr. A. Browne*]
6. Trinidad Drainage and Flood Mitigation Programme Investment Loan Agreement between the Government of the Republic of Trinidad and Tobago and the Corporación Andina De Fomento in the sum of US\$40 million. [*Sen. The Hon. Dr. A. Browne*]
  7. Sector Wide Approach Programme Loan Agreement for Support and Sectoral Strengthening of Health Systems in the Framework of the COVID-19 Pandemic in Trinidad and Tobago between the Government of the Republic of Trinidad and Tobago and the Corporación Andina De Fomento in the sum of US\$120 million. [*Sen. The Hon. Dr. A. Browne*]
  8. Report of the Auditor General of the Republic of Trinidad and Tobago on the Financial Statements of the College of Science, Technology and Applied Arts of Trinidad and Tobago for the financial year ended September 30, 2008. [*Sen. The Hon. Dr. A. Browne*]
  9. Report of the Auditor General of the Republic of Trinidad and Tobago on the Financial Statements of the Institute of Marine Affairs for the financial year ended September 30, 2011. [*Sen. The Hon. Dr. A. Browne*]
  10. Annual Administrative Report of the Export-Import Bank of Trinidad and Tobago Limited for the year ended December 31, 2019. [*Sen. The Hon. Dr. A. Browne*]
  11. Ministerial Response of the Ministry of Education to the Sixth Report of the Joint Select Committee on Social Services and Public Administration on an examination of the state of technical or vocational programmes and their contribution to achieving the development goals of Trinidad and Tobago. [*Sen. The Hon. Dr. A. Browne*]

**ANSWERS TO QUESTIONS**

**Mr. President:** Hon. Senators, the Questions on Notice in the name of Sen. Wade Mark on the Order Paper will be postponed to the next sitting. Leader of Government Business.

**The Minister of Foreign and CARICOM Affairs (Sen. The Hon. Dr. Amery Browne):** Thank you, Mr. President. That being said and noted, the Government is prepared on the Order Paper today to respond to oral questions Nos. 37, 38, 39, 50 and 51. We seek a deferral for two weeks of Question 52, which is for written response.

**Mr. President:** A deferral for question—repeat again, the last statement.

**Sen. The Hon. Dr. Amery Browne:** The question for written response, Question No. 52, seek a deferral

**ORAL ANSWERS TO QUESTIONS**

*The following questions stood on the Order Paper in the name of Sen. Wade Mark:*

**Root Cause Analysis Report**

(NiQuan Plant Incident)

- 10.** In light of the incident at the NiQuan Plant on June 15, 2023 which resulted in the death of an employee of Massy Energy Engineered Solutions Limited (MEES) and the subsequent Root Cause Analysis (RCA) report on said incident, submitted to both the Occupational Safety and Health Authority (OSHA) and the Ministry, can the hon. Minister of Energy and Energy Industries provide the following:
- (i) when will the RCA report on said incident be laid in Parliament;
  - (ii) the names of the leading independent professionals from the downstream gas industry who conducted the RCA;

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- (iii) a list of recommendations arising out of the RCA?

**Piarco International Airport -Automated Immigration Kiosks  
(Status of)**

11. As regard the status of the automated immigration kiosks that were installed at the Piarco International Airport, can the hon. Minister of National Security advise as to the following:
- (i) which Government agency is responsible for the operation and maintenance of said kiosks;
  - (ii) what is the quantum of money spent on the kiosks as at August 31, 2023;
  - (iii) what are the reason(s) for the failure to operationalize the kiosks;
  - (iv) what is the timeline for the operationalization of the kiosks; and
  - (v) whether the Government intends to increase the number of kiosks in the short-term?

**TTPS Alleged Extra Judicial Killings  
(Steps Taken)**

12. In light of the concerns expressed by the US Government over alleged “extra judicial killings” being committed by members of the Trinidad and Tobago Police Service which could hinder this country’s eligibility for US national security assistance, can the hon. Minister of National Security advise as to the steps being taken to address this situation?

*Questions, by leave, deferred*

**Opening of Phoenix Park Industrial Estate  
(Status of)**

37. **Sen. Damian Lyder** asked the hon. Minister of Trade and Industry:  
Given that the Phoenix Park Industrial Estate was initially expected to be opened in 2022, can the Minister provide the following:
- (i) the reason(s) for the delay in the project’s completion; and

- (ii) a status update on the completion and opening of the Estate?

**The Minister of Trade and Industry (Sen. The Hon. Paula Gopee-Scoon):**

Thank you very much. Mr. President, my reply to part (i): Despite efforts to ensure that the project was completed on time, there were several delays due to the following factors:

- (a) The COVID-19 virus. BCEG was forced to halt site works at the PPIE site twice during the pandemic due to the Public Health [2019 Novel Coronavirus (2019n-CoV)] (No. 4) Regulations, 2020, which curtailed activities throughout the construction sector. On these occasions, in 2020 and 2021, BCEG continued other offsite work including design work and pursuing statutory approvals.
- (b) Removal of squatters and tenancy issues. The Minister of Trade and Industry, together with e TecK, worked closely with the Ministry of Agriculture, Lands and Fisheries, the Office of the Commissioner of State Lands and the Land Settlement Agency to address the issue of one Caroni tenant and several residential squatters and unauthorized commercial occupants at the PPIE site. The matters concerning squatters were only fully resolved in August 2022, and this was due, among other things, to the nature of tenancy, the sourcing of alternative lands and matters concerning compensation and relocation; and
- (c) Weather conditions. Inclement weather during the period July 2021 to December 2021 severely limited onsite construction activities.

So I go to part (ii) of the question. The Phoenix Park Industrial Estate is complete and will be fully commissioned shortly.

**Mr. President:** Sen. Lyder.

**Sen. Lyder:** Thank you, Mr. President. Can the Minister indicate when it is actually commissioned, what would be the number or total number of spaces, lots including factory shells that will be available for rental on commissioned? It is complete, so on, commissioned.

**Mr. President:** Minister.

**Sen. The Hon. P. Gopee-Scoon:** Thank you. So on commissioned, as you know, it is 144 acres with about 76 lots and five shells. I have to tell you that at least 18 tenants are committed to the park and all of the shells are gone. But, of course, these tenants are occupying and the shells two-thirds of the park because several of them have taken several acres of lands and several plots. So at this time—and certainly there may be one or two added by the time the plant is actually commissioned. We already have 18 committed tenants to the park.

**Mr. President:** Sen. Lyder.

**Sen. Lyder:** Thank you, Mr. President. Can the hon. Minister indicate how many of those committed tenants have actually signed leases with this park?

**Mr. President:** Minister.

**Sen. The Hon. P. Gopee-Scoon:** Thank you. You really cannot sign leases unless you have actually gotten your completion certificate from the local government authority. So that being said, at this stage we have gotten all the necessary approvals and we are actually waiting on the Couva/Tabaquite/Talparo Regional Corporation to issue the completion certificate, and we expect that is eminent. We expect to have that within a week or so. It is only then. So they can be committed, they can actually pay a commitment fee, but we have to wait for the lease until and that can only happen when you actually get the completion certificate.

**Mr. President:** Sen. Lyder.

**Sen. Lyder:** Hon. Minister, given that it was announced in 2023 budget

presentation that some 11 firms had made commitments then, and another nine were being negotiated in 2024, can the Minister indicate if the delay in this project has caused six of those from back then to have cancelled or lost interest in the project? Because this was indicated in budget presentation.

**Sen. The Hon. P. Gopee-Scoon:** Absolutely not. I do not quite understand your math, but as I had say 18 have committed plus one other and I think you are going into the next question as well. So a lot of what I am saying I am going to actually respond to in the next question. No one has lost interest at all.

**Mr. President:** Sen. Lyder.

**Sen. Lyder:** Mr. President, through you, to the hon. Minister of Trade and Industry: Given that in the budget presentation of 2023, it was said that the project would have cost around \$690 million as financed by the taxpayers of Trinidad and Tobago. Can the Minister tell us now, as the project is completed and ready to be commissioned, exactly how much has been spent to date on this project?

**Mr. President:** Minister.

**Sen. The Hon. P. Gopee-Scoon:** I am quite willing to answer you, Sen. Lyder, but you would agree with me that this is quite outside the ambit of the question posed, and if you pose the right questions, I will be more than prepared to give you the details that you are asking.

**Hon. Senators:** [*Desk thumping*]

**10.15 a.m.**

**Sen. Lyder:** You can supply that in writing for me, the amount.

**Mr. President:** Sen. Lyder, move on to the next question.

**Sen. Lyder:** Okay, alright, well, I will ask it in the next one then. I have the space.

**Mr. President:** Next question on the Order Paper.



**Phoenix Park Industrial Estate  
(Commitments from Firms)**

**38. Sen. Damian Lyder** asked the hon. Minister of Trade and Industry:

Given that the April 2023 update on the Phoenix Park Industrial Estate indicated significant buy-in from domestic and international stakeholders, can the Minister share how many local and international firms have made commitments to the Phoenix Park Industrial Estate once opened?

**Mr. President:** Minister of Trade and Industry.

**The Minister of Trade and Industry (Sen. The Hon. Paula Gopee-Scoon):**

Thank you very much, Mr. President. The Ministry of Trade and Industry through InvestTT and eTeck and the Trinidad and Tobago Embassy in Beijing China have been actively promoting the Phoenix Park Industrial Estate. To date, there are a total of 18 committed investments of which 15 are local direct investments and three are foreign direct investments. In addition, a data centre will be built at the PPIE through the Ministry of Digital Transformation. The total estimated investment at this time is TT \$485.5 million which will result in the creation of approximately 861 new jobs, thank you.

**Mr. President:** Sen. Lyder.

**Sen. Lyder:** Thank you, Mr. President. Can the Minister—given this, can the Minister indicate of the 18 that were just mentioned here and committed, can the Minister inform this Senate whether or not those 18 are going to sign an agreement once the completion certificate—the completion is in place and approved for this estate? Are 18 going to sign?

**Mr. President:** Minister.

**Sen. The Hon. P. Gopee-Scoon:** Eighteen of them—18 of these tenants have signed agreements, committed themselves.

**Hon. Senators:** [*Desk thumping*]

**Mr. President:** What is to happen as I have explained earlier is that we are awaiting the completion certificate, thereafter we will in fact be doing the actual leases, and of course the tenants can get on with building—constructing their facility.

**Mr. President:** Sen. Lyder.

**Sen. Lyder:** Thank you, Mr. President. Well, given that the hon Minister has indicated 18 have signed, 18. Sorry, how much?

**Sen. The Hon. P. Gopee-Scoon:** Eighteen.

**Sen. Lyder:** Eighteen have committed?

**Sen. The Hon. P. Gopee-Scoon:** I said 18.

**Sen. Lyder:** Right, eighteen have committed and signed.

**Mr. President:** Sen. Lyder, have a seat. Sen. Lyder, have a seat. What is the question? I am hearing it being repeated over and over again, I am hearing the same number, the Minister has answered several times. Get to the question please.

**Sen. Lyder:** Yes. Thank you, Mr. President. Given that according to the 2023 budget presentation, that this development would maintain and I think it was confirmed some 76 lots and five shelves—factory shelves, does the Minister consider only 18 signed commitments as a significant buy-in in Phoenix Park as stated in the budget presentation?

**Mr. President:** So I will not allow that question, Sen. Lyder. Next question.

**Sen. Lyder:** Yes, okay, thank you, Mr. President. Given—we have not been confirmed as yet, but given that close to \$700 million of taxpayers' money has been spent on this project, can the Minister indicate what steps are being put in place to ensure that this park is fully rented and utilized so that it does not become a white elephant like the Moruga Agro-Processing plant?

**Mr. President:** That question does not arise. Sen. Lyder, Sen. Lyder, that

question does not arise, next question.

**Sen. Lyder:** Right, can the Minister indicate in writing to us on completion of this park, what is the total cost of this park? So I am asking the question now, if she can put that in writing for us.

**Mr. President:** That question does not arise, Sen Lyder. Next question on the Order Paper.

### VAT Refunds

#### (Outstanding Amounts to Manufacturers)

**39. Sen. Damian Lyder** asked the hon. Minister of Finance:

Given the Minister's May 2023 update on VAT refunds indicated that \$7.8 billion was still outstanding to manufacturers, can the Minister provide an update on the amount still outstanding as at the end of August 2023?

**Mr. President:** Hon. Minister in the Ministry of Finance.

**Hon. Senators:** [*Desk thumping*]

**The Minister in the Ministry of Finance (Hon. Brian Manning)** Thank you, Mr. President. The outstanding VAT refunds amounted to \$5.1 billion as of August 31, 2023.

**Mr. President:** Sen. Lyder.

**Sen. Lyder:** I see that the hon. Minister of Finance has once more evaded this very important question.

**Mr. President:** Sen. Lyder, just ask the question please. Sen. Lyder, just ask the question, leave the extra seasoning out of it.

**Sen. Lyder:** Thank you. Thank you, Mr. President. Can the hon. Minister of State, not the Minister of Finance, can the hon. Minister of State in the Ministry of Finance, given—Minister in the Ministry of State given that the Minister's May 2023 update on VAT refunds indicated that \$7.8 billion was still outstanding to

manufactures. Sorry, sorry, let me rephrase that. Can the Minister indicate how much of the \$7.8 billion that was indicated by the Minister of Finance in March 2023, has been paid out via bonds and how much has been paid from the Consolidated Fund to get it down to \$5.1 billion.

**10.20 a.m.**

**Mr. President:** Minister in the Ministry.

**Hon. B. Manning:** Mr. President, if the hon. Senator would pose this Question on Notice in the prescribed manner, the Ministry of Finance will be more than happy to respond in the appropriate way.

**Hon. Senators:** [*Desk thumping*]

**Mr. President:** Sen. Lyder.

**Sen. Lyder:** So he cannot answer it, all right, no problem. So he cannot answer it. Mr. President, can the hon. Minister of State in the Ministry of Finance—

**Hon. Senators:** [*Interruption*]

**Sen. Lyder:** Can the Minister confirm if VAT refund bonds are the reason why—

**Hon. Senators:** [*Interruption*]

**Mr. President:** Sen. Lyder, you seem to be having a problem this morning getting through this process.

**Hon. Senators:** [*Desk thumping*]

**Mr. President:** Please refer to the Minister by his correct title. It is the Minister in the Ministry of Finance. That is it. Minister in the Ministry of Finance. Okay? Ask the question, please.

**Sen. Lyder:** Mr. President, I do not see him much, so I am not accustomed to him. So—but, Mr. President—

**Mr. President:** Sen. Lyder, have a seat. I am fast approaching that point where I believe you do not want to finish this process. So this is the last time I am going to

ask you, just ask your question.

**Sen. Lyder:** Thank you, Mr. President. Can the Minister confirm if these VAT refund bonds that were paid to reduce the sum of 5.1 is the reason why we are in a foreign exchange crisis today?

**Hon. B. Manning:** Mr. President—

**Mr. President:** I will not allow that question. Have a seat, Minister. Next question, Sen. Lyder.

**Sen. Lyder:** Can the Minister indicate what measures are being taken to ensure a consistent and timely repayment of VAT refund payments without having to utilize more taxpayer finance bonds—

**Mr. President:** Minister in the Ministry of Finance. Thank you, Sen. Lyder. Have a seat, the question is asked.

**Hon. B. Manning:** Mr. President, once again, if the Senator were to pose the question in the properly prescribed manner, the Ministry of Finance will be more than happy to respond. Thank you.

**Mr. President:** Sen. Lyder.

**Sen. Lyder:** Yeah. Thank you, Mr. President. Can the Minister indicate if the VAT refund figure of \$5.1 billion outstanding today, as he just posed here today, includes the 1 per cent penalty per month, owed by law to the manufacturers by the Government of Trinidad and Tobago for VAT refunds owing for six months or more?

**Mr. President:** Minister in the Ministry of Finance.

**Hon. B. Manning:** Mr. President, one more time, if the Senator were to ask the question in the properly prescribed manner, the Ministry of Finance will be more than happy to respond. Thank you.

**Mr. President:** Sen. Dr. Richards.

**Sen. Lyder:** It was a waste of time.

**Mr. Presidents:** Sen. Dr. Richards.

**Government's Plans to Restructure the Public Service  
(Details of)**

**50. Sen. Dr. Paul Richards** asked the hon. Minister of Public Administration:

With respect to the Government's plans to restructure the Public Service, does the Government intend to introduce legislation within the next six (6) to twelve (12) months to restructure the Service Commissions?

**The Minister of Public Administration (Sen. The Hon. Allyson West):** Thank you, Mr. President. The Government of Trinidad and Tobago recognizes the need to review the structures and systems to determine how we can improve the governance and management of the public service while maintaining appropriate levels of independence. The need arises from inefficiencies within the system, characterized by outdated jobs, prolonged recruitment, and delayed appointments. This modernization is essential to meet our citizens' evolving demands and ensure that the public service remains dynamic and responsive.

The functions and core responsibilities of the commissions, initially designed for a smaller workforce and a simpler operational landscape, have remained largely unchanged despite the significant growth of the public service. This is particularly evident in areas of recruitment, appointments and discipline.

Our service commissions are enshrined in our Constitution and therefore any significant legislative changes will require focused consultations with key stakeholders and multipartite agreement on the changes required. However, in the meantime, the Government remains committed to making significant improvements in the governance and management of the public service and we are already working with the service commissions, through the Strategic Human Resource Management Council, to achieve these goals.

Among the areas that are receiving and/or have received our attention include:

- Review and proposed revision of archaic, non-constitutional legislation.
- Review and reengineering of delegated functions for greater efficiency.
- The Personnel Department-led job evaluation exercise, which is expected to result in more efficient and effective organizational structures, with fewer categories of jobs better aligned to the needs of a more modern society, along with updated job descriptions.
- The upgrade and full roll-out of the e-human resource management system which will significantly improve the efficiency of the management of our large cadre of people.
- The proposed revamping of our HR units and their functions to replace the largely operational units, as they now are focused on matters like computing and approving vacation leave, to units that are more strategic in approach, focused more sharply on development of our human resources, career planning, proper performance assessments to allow for a more defined shift to promotion on the basis of merit rather than seniority and succession planning.

Thank you, Mr. President.

**Mr. President:** Sen. Dr. Richards.

**Sen. Dr. Richards:** Thank you, Mr. President. Thank you for the response. Based on the Minister's response of the review of the public service in its entirety, has the Government carried out an audit of the present systems and structures to determine the productivity levels and gaps that may inform the future policy or revisions?

**Mr. President:** Minister.

**Sen. The Hon. A. West:** Mr. President, that is one of the areas of focus of the SHRM Council. So we are actively involved in doing that to determine what needs to be reengineered, what needs to be shifted. That is a matter in progress.

**Mr. President:** Sen. Dr. Richards.

**Sen. Dr. Richards:** Thank you. In relation to the HR/IR issues, has the Government had consultations with the prescribed unions in relation to potential changes in their arrangements and structures?

**Mr. President:** Minister.

**Sen. The Hon. A. West:** With respect to the job evaluation exercise, those consultations are ongoing and in fact, the union is actively involved in that exercise. With respect to other matters, we are treating with them internally and coming up with our programmes and policies before reaching out.

**Mr. President:** Sen. Dr. Gopeesingh.

**Sen. Dr. Gopeesingh:** Thank you, Mr. President. Thank you, Sen. Dr. Paul Richards. Hon. Minister, does the Government have any intention of a similar type of approach to the other service commissions besides the public service: the teaching service, police service and the Judicial and Legal Service Commission? Is there any intention to examine and possible restructure these other service commissions?

**Mr. President:** Minister.

**Sen. The Hon. A. West:** Thank you, Mr. President. When I indicated service commissions, I referred to all the service commissions. The Service Commissions Department is a member of the SHRM Council, who is working with the Ministry of Public Administration and the Personnel Department to look at the revamping of the public service in its entirety.

**Mr. President:** Sen. Dr. Gopeesingh, that is it?



**Sen. Dr. Gopeesingh:** Yeah. Am I permitted—

**Mr. President:** Sen. Dr. Richards, next question on the Order Paper.

**Sen. Dr. Gopeesingh:** If I am permitted one more—am I?

**Mr. President:** [*Inaudible*]

**Sen. Dr. Gopeesingh:** Is there a time frame, hon. Minister, that the public can be aware that these service commissions will be examined and probably prepare stakeholder preparations when that time comes up—if and when the time comes up?

**Mr. President:** Is it a statement or a question? It is a question?

**Sen. Dr. Gopeesingh:** Yeah, that is it.

**Mr. President:** Sen. Richards, next question on the Order Paper.

### **Repatriation of Nationals from Refugee Camps in Syria (Update on)**

**51. Sen. Dr. Paul Richards** asked the hon. Prime Minister:

Can the Minister provide an update on the work of the Cabinet-appointed Committee to address the repatriation of nationals from refugee camps in Syria?

**The Minister of National Security (Hon. Fitzgerald Hinds):** I thank you, profusely, Mr. President, for your invitation to respond to the question as posed. The Government's work, in respect of the repatriation of nationals from conflict zones, is primarily conducted through Task Force Nightingale, a multi-agency platform organized to carry the work of the Government in the repatriation of our citizens and others entitled to citizenship from conflict zones. Task Force Nightingale is actively engaged and its work involves coordinating various international and diplomatic efforts and overseeing legislative, administrative and security initiatives. Task Force Nightingale will be responsible for reintegrating the returnees into the national community, that is Trinidad and Tobago, upon their

return.

The three-person Repatriation Committee referred to in the question works closely with Task Force Nightingale, bringing to bear their Islamic knowledge, capacity to interface with family members of the potential returnees, and expertise in international relations. All of these come together with the single aim of fulfilling the Government's declared policy, that is, to return these nationals and those entitled to national status to Trinidad and Tobago safely, securely and with respect for the broader public interest.

At present, the said committee is in the process of gathering information and has made progress by establishing relevant contacts and creating a database containing information on over 100 nationals who are likely to be repatriated. However, challenges arise with nationals located in areas with unclear jurisdictions which are not governed by autonomous authorities or any specific government. But we are confident that these challenges will be surmounted. I thank you, Mr. President.

**Hon. Senators:** [*Desk thumping*]

**Mr. President:** Sen. Dr. Richards.

**Sen. Dr. Richards:** Thank you, Minister. Can the Minister indicate if in its interactions with Task Force Nightingale, inclusive of the three persons on the identified repatriation committee, if there has been any update on the information regarding the nationals at refugee camps in Syria, given the volatility of those situations and the dangers potentially posed to those persons?

**Mr. President:** Minister.

**Hon. F. Hinds:** As described in the supplemental, my answer applies to every one of them. Thank you.

**Mr. President:** Senator.

**Sen. Dr. Richards:** Minister, thank you for the response. Is there a timeline related to the recommendations of Task Force Nightingale and the persons who have potential interest in being repatriated? And is there a number of persons?

**Mr. President:** Minister.

**Hon. F. Hinds:** I am confident, Mr. President, that the Senator is sufficiently versed in international affairs to understand that timelines are difficult to establish in these contexts but he has the assurance that we are on the job since 2018, continue to be on the job, and will be for as long as the job must be done. Thank you.

**Mr. President:** Senator.

**Sen. Dr. Richards:** Thank you. One more. Is the Minister and the Government, by extension, satisfied that these persons are not in imminent danger at this time?

**Mr. President:** I will not allow that question, Sen. Dr. Richards.

**Sen. Dr. Richards:** Thank you.

**Mr. President:** That is it?

**Sen. Dr. Richards:** Yes. Thank you.

**MISCELLANEOUS PROVISIONS (REGISTRAR GENERAL,  
COMPANIES, REGISTRATION OF BUSINESS NAMES AND  
NON-PROFIT ORGANISATIONS) BILL, 2023**

*Order for second reading read.*

**The Attorney General and Minister of Legal Affairs (Sen. The Hon. Reginald Armour SC):** Thank you very much, Mr. President. I beg to move:

That a Bill to amend the Registrar General's Act, Chap. 19:03, the Companies Act, Chap. 81:01, the Registration of Business Names Act, Chap. 82:85, and the Non-Profit Organisations Act, No. 7 of 2019, be now read a second time.

Mr. President, the Bill before us today is comprised of six clauses. It is entitled the Miscellaneous Provisions (Registrar General, Companies, Registration

of Business Names and Non-Profit Organisations) Bill, 2023, and it seeks to make propitious and significant amendments to several key pieces of legislation under which the Companies Registry operates, in order to facilitate the full legal operability of the Companies Registry Online System, CROS, hence the acronym, the CROS Bill, which, Mr. President, I shall use hereafter.

The laws which we seek to amend today, Mr. President, include those mentioned in the very title to the Bill: the Registrar General's Act, the Registration of Business Names Act, the Companies Act, and the Non-Profit Organisation Act. And may I say from the outset that the intention of the amendments proposed by this Bill to the suite of legislation under consideration has as its main object improving a number of facets of the ease of doing business and accountability and transparency.

**10.35 a.m.**

So it provides for a system of electronic access which will enable greater ease of access. It provides for an enhanced and clearly defined concept of beneficial ownership, and direct ownership, and legal control in relation to legal entities, whether they be companies, businesses, non-profit organizations.

Mr. President, the Registrar General's Department, the RGD, falls under the combined leadership remit of the Office of the Attorney General and Ministry of Legal Affairs to ensure that there is a cohesive, enabling approach in the operation of that department. Digitization is a high priority of this Government and I am privileged to lead a Ministry well on its way to fulfilling the Government's mandate in that regard. I say at the forefront and I pay tribute to the astute and visionary leadership of the hon. Prime Minister, Dr. Rowley. A very significant

part of the main thrust of this Government's digital transformation, through the Ministry of Digital Transformation, involves working with and deploying the competencies of the RGD.

The Companies Registry is responsible for the incorporation of companies under the Companies Act, the registration of business names under the Registration of Business Names Act, the registration of non-profit organizations under the Non-Profit Organisations Act, and the registration of newspapers indeed under the Newspapers Act.

The Government continues to demonstrate the willingness and a commitment to ensure Trinidad and Tobago's international compliance with its international anti-money laundering, counter finance terrorism and proliferation obligations, in particular to have available for scrutiny, up-to-date and accurate beneficial information, ownership information, with respect to all entities, including companies and businesses.

In balancing the ease of doing business, this Government has regard to our international financial obligations. As we in this honourable House are all too aware, the failure of countries, such as ours, to meet our obligations in this regard is invariably punishable by various forms of naming and shaming, or ostracism from the international financial system. And I am happy to say that this country is well on its way to embracing accountability and transparency through CROS, which is intended to aid our country in meeting our obligations with increased efficiency.

Our approach not only enhances the country's standing in the international

arena, but also reinforces this Government's role as a responsible and accountable global actor. This commitment is evident in the very reason that we are assembled today in this august Chamber. The Companies Registry launched CROS on the 1<sup>st</sup> of February, 2023, Mr. President. It is a single, fully integrated system designed to accommodate remote instantaneous, transparent and secure electronic interaction between the Companies Registry and its clients in a paperless environment on a 24/7 basis. Permit me some background, Mr. President.

The Office of the Attorney General and Ministry of Legal Affairs, the Register General's Department had entered into a contract back in 2019, with a well-recognized and very reputable international supplier of the necessary software for the development, configuration and installation of this new system, CROS. The Register General made presentations of this new system to critical stakeholders over a three-month period, June to September 2021, stakeholders including the Law Association; Ministries of Finance, Trade and Industry, National Security, Public Administration, and Digital Transformation; chambers of commerce; business owners; company officials; and the general public.

In 2022, critical information was also disseminated by the Register General's Department with respect to guidance on how to apply for name reservations; how to register a business name; how to incorporate a company; comparisons of business names and companies; change in business names into a company; overview of business names; and overview for profit companies, incorporations, fundamental changes and post-corporation filings.

Mr. President, the intended careful integration of the predecessor Companies

Registry, that registry system with a new system, met with some challenges which our citizenry will recall. The predecessor Companies Registry system in December '22 failed, and that left clients of the registry unable to access a number of critical services for just under two months until the 1<sup>st</sup> of February, 2023. It was fortuitous that we had already engaged—we, that is to say the Office of the Attorney General and Ministry of Legal Affairs through the Register General's Department. It was fortuitous with that failure of system that we had already engaged the new CROS supplier to commence the new system's installation. And that failure left us with no other option but to request the relatively newly engaged CROS supplier to urgently reconfigure the recently and newly engaged CROS, to provide and to conform to legislation as currently existed then. There was no other system available.

The forced premature introduction of CROS meant it was essentially hobbled in its start-up operations as it was not functioning in the manner intended by the Register General's Department. Mr. President, this is an appropriate juncture at which I wish to go on record to pay tribute to the resourcefulness and very hard work of Registrar General Karen Bridgewater and her team—

**Hon. Senator:** [*Desk thumping*]

**Sen. The Hon. R. Armour SC:**—and Ms. Ida Eversley SC, Deputy Chief Parliamentary Counsel, and her team for their relentless commitment to national service which enabled the hobbled CROS system back in late 2022 to be introduced partially, and that more effectively, even before the stage we have now arrived at, to seek the final passage of the necessary legislative amendments to the

Bill. That hard work enabled us in the interim, Mr. President, from then to now to bring into effect:

- a) The Companies (Electronic Filing) Regulations, 2023, to allow and empower the Registrar to collect certain information for the purposes of allowing persons to access the CROS system.
- b) The Non-profit Organisations (Electronic Filing) Regulations, similarly to empower the Registrar to collect certain information for the purposes of allowing persons to access CROS in respect of non-profit organizations.

And lastly:

- c) the Registration of Business Names (Electronic Filing) Rules, 2023, to empower the registrar to collect certain information for the purposes of allowing persons to access CROS.

Mr. President, I am confident that with the passage of the amendments being moved by this Bill, CROS shall be enabled from henceforth to function as it was always envisaged and shall promote positive economic development within our country.

The system is intended, among other things, to certify compliance with registration in incorporation requirements, to maintain files and registers, to make documents on file available for examination, to furnish copies of documents, to collect fees and penalties, to institute proceedings in instances of non-compliance with applicable laws, striking off of companies from the register in the case of non-compliance, and to reduce time frames for registration and the incorporation



of business names and companies.

CROS requires users, Mr. President, to register to do so. After that, users may transact business from their homes or their offices, transmitting their documents electronically. Documents can be submitted with electronic signatures affixed. All transactions are securely recorded. All persons on record in business names, registrations and company incorporations are electronically alerted as to any change in their status. CROS is intended to both contribute to the improvement and enhancement of the ease of doing business credentials of the country, as well as supporting law enforcement authorities and other relevant entities in the cause of their investigations being carried out as they execute their respective mandates.

Moreover, the system is versatile and it is capable, for instance, of generating the bespoke information, often solicited by university students and other specialist clients. Mr. President, on an ongoing incremental basis, the system is intended to reduce the need for clients to visit the physical office of the Registrar General's Department, except in the rarest and most exceptional of circumstances. One shall generally be able to transact most business with the Companies Registry from the comfort of one's home, as well as allowing registrars and registrants to comply with the document filing deadlines, removing the requirement to go into the registry physically.

**10.45 a.m.**

The Government is fully aware of the way the impact of the COVID pandemic has forced persons to work remotely from home and to ensure continuity of business operations, particularly for small and medium-sized

businesses.

Mr. President, to date, many registrants are utilizing the online system to transact business electronically. There are other fundamental benefits which shall be obtained from CROS, some of which are fraud prevention and mitigation. CROS accounts are password-protected. All authorized officers connected with a company are immediately notified of transactions. This will mean, for instance, that the instances of persons being either removed or appointed as directors of companies without their knowledge, should become virtually non-existent. To be clear, one must first be associated with CROS, give the necessary consents to being appointed as a director of a particular company. CROS matches data from the civil and the Companies Registries, which enables the detection of fraudulent CROS accountant registrations.

It will provide for enhanced ICT support. The Registrar General's office remains committed to its proactive approach in delivering excellent ICT support for the CROS systems and services. Strengthening the support, particularly in cyber security matters, is crucial for bolstering the digital infrastructure across government bodies. To achieve this, the Registrar General's office will emphasize a comprehensive implementation of multilayered cyber security measures. These measures encompass network security, endpoint protection, data security, identity management, incident response, and ongoing training. It is important to note, Mr. President, that these measures are not limited to the ICT department alone. All units within the Registrar General's office will actively participate. This collaborative effort forms a robust defense against the ever-evolving cyber threats.

Secured designs of systems and services, the CROS systems and services were constructed with security as a top priority. This involves

incorporating security measures at every stage of system development and ensuring that security is seamlessly integrated into the system's architecture; data encryption and secured data handling to provide an extra layer of protection; robust encryption measures are implemented for sensitive data at rest and in transit. By adhering to secure data-handling practices, the integrity and confidentiality of the data is safeguarded. A secure network infrastructure, by employing secure network design principles, such as segmenting and isolating critical assets, the infrastructure is fortified against potential breaches. This approach also restricts unauthorized lateral movement within the network, enhancing overall security.

And there is as well, Mr. President, backup and disaster recovery systems. To ensure business continuity, a robust backup strategy and comprehensive disaster recovery plans were meticulously developed, and these measures guarantee the availability and integrity of critical data in the event of any cyber incidents.

Migration of the Companies' Registry to a fully digital space, enabling all clients all around the world to register businesses, incorporate companies and to conduct corporate searches on a round-the-clock basis. The intake of paper into the registry, Mr. President, shall be greatly reduced. CROS shall obviate, or at least reduce substantially, the need for us to build or otherwise source additional and expensive storage space insofar as the Companies' Registry is concerned.

Mr. President, we have also taken the opportunity to clean up lacuna in and modernize the subject legislation. So that, for instance, just as an example, archaic references to "Commonwealth" in the registration of business names, are targeted for removal. In addition, the stipulation of

section 41 of the Companies Act to make provision for Articles of Incorporation to be filed in paper form in duplicate, which is incongruence in an electronic and paperless environment, will be addressed.

My contribution today, Mr. President, will just look at the clauses in some small detail of the Bill, which is before us. There is, of course, clause 2, the commencement section. Clause 3 of the Bill amends the Registrar General Act, and it is interesting to look at some of the new definitions, which are provided for in section 1. A new section 1A of the Registrar General Act will introduce definitions for administrative documents, data message, document, electronic system, information system, public record, user, and very importantly user account unique identifier. Section 2 will add the word the post of Senior Assistant Registrar General, and the new subsection 2(4), which authorizes the use of an official electronic seal by the Registrar.

Mr. President, there are a number of other significant changes that are being introduced, all geared towards developing an inclusive electronic system. When we look at the new section 5A to L, we see that those new sections will provide for the use of an electronic system to carry out the functions identified under section 53 of the Electronic Transactions Act, which allows all Government offices, public bodies, to conduct their affairs electronically for some time now. And I have already emphasized the intended use of the user account, unique user account feature that is provided in the amendments proposed to the Registrar General Act.

Section 6 will introduce again new sections to provide for the issuance of certified copies in any form, inclusive of electronic form, and a number of other amendments, which provide for a measure of immunity to Registrar General's staff who function in good faith and in the discharge of their due

performance of their other functions; all designed, Mr. President, to provide, as I have said, for ease of doing business in the Registrar General's Department.

The Companies Act, Mr. President, is also to be amended by the amendments, which this Bill brings to this House. And we see in the interpretation clause 4, that there is a new definition of "authorised corporate service provider", which will now read:

"authorised corporate service provider" ...means an attorney-at-law or accountant who is registered with the Registrar General to perform functions pursuant to the Companies (Electronic Filing) Regulation, 2023 and"—with the authority—"to act on behalf of and to bind an incorporator, director or secretary of the company."

And we will see throughout, all of the legislation that is being proposed to be amended today, the four pieces of legislation, we will see the use of that term "authorised corporate service provider", which will enable qualified persons, attorneys-at-law or accountants to assist members of the lay public in accomplishing the desired objectives under the new legislative suite that is being introduced.

We see as well, Mr. President, the introduction of the definition of "beneficial interest, which means an interest arising out of the beneficial ownership of shares, debentures, or memberships. And, again, we go to—if we were to go to, immediately, section—and this is one of the more important parts of the amendments being introduced by the Companies Act—section 337(2)(C), to amend the interpretation of certain words. The definition of "beneficial owner" will now apply to both companies registered under the Companies Act, as well as to external companies. The definition of

“beneficial owner” will include the natural person who ultimately owns or controls 10 per cent or more. And this is one of the developments that this amendment is taking us from 2019 up to 2023. The person, the natural person who ultimately owns or controls 10 per cent or more of the shares or membership interests of the company through direct ownership, indirect ownership, or controlled through other means, other than in the case of a company listed on a regulated market. That is subject to disclosure requirements, which ensure adequate transparency of ownership information.

That concept of beneficial ownership, Mr. President, is central to the embrace of this country of its obligations in relation to anti-money laundering, to countering terrorist financing, and basically making the ownership of companies transparent, so that persons who seek to invest in companies for the purposes of doing legitimate business are available to be interrogated, to be inspected by the relevant agencies on an enquiry through the Registry or other facilitative endeavours. And no longer will we have the situation which has existed for far too long of ownership of companies by names in the top draw of someone's office which is never registered and never, therefore, available for transparent inspection.

Section 337 is to be repealed and replaced with the new sections, which will provide—this is Section 337 of the Companies Act, Mr. President—for a statement in respect of beneficial interest; issuance of a notice to submit a statement where the name of the person is entered in the register as the holder of 10 per cent or more of the shares; where no notice is received, a statement is to be submitted in the prescribed form to that effect; requirement for persons holding more than 10 per cent beneficial owner and does not have his name registered in providing for submission in the statement; and requirement

for where there are changes to the beneficial ownership of the shares or membership, to submit a statement within 14 days in the prescribed form, with penalties being applicable for failure to comply with the requirements to file the requisite forms and returns.

Section 337D is to be repealed and replaced with two new sections, again, providing for the requirement of the Registrar General to keep a register of beneficial owners, and upon receipt of a return to update the register; and section 337DA empowers the Registrar to monitor the beneficial ownership information that is provided in that register.

Mr. President, there are any number of other significant amendments but they all go to the concept, as I said, at the outset, of transparency, accountability and enabling the Registrar General to be able to ascertain accurately the beneficial ownership of any company over and above 10 per cent in any internal domestic company or external company. It does not apply to those on the share exchanges on the share markets because, of course, they are regulated.

Then we have the Registration of Business Names Act, Mr. President. Again, we see clause 5 provides for the authorised corporate service provider, which I had spoken about earlier, and we have that very comprehensive electronic system, which is going to enable persons who are registering businesses under this new legislative suite of improvements to be able to gain access to the relatively important transactions that are being conducted through electronic means. And, again, we have the authorized service provider, that is to say, either the attorney-at-law or the accountant who is enabled to assist persons in maintaining their profiles and their business under this particular piece of legislation.

And then we look at the Non-Profit Organisations Act, Mr. President. Clause 6 of the Bill amends the Non-Profit Organisations Act and provides, again, new definitions in section 3, “authorised corporate service provider”, which will allow for an attorney-at-law or accountant registered with the Registrar General to perform functions pursuant to the Non-Profit Organisation (Electronic Filing) Regulations, 2023, and who has been authorized to act on behalf of and to bind a controller.

A constituent document defined under the Non-Profit Organisations Act includes:

“...any statute, letters patent, memorandum of association, articles of association, articles of incorporation, articles of amendment, certificates of incorporation, certificates of continuance, certificate of amendment, bye-laws, regulations...evidencing any membership or affiliation to which a non-profit organisation has subscribed or any other instrument that governs or regulates the affairs of a non-profit organisation.”

**11.00 a.m.**

Mr. President, again committed to the concept of alternate transparency in the regulation of the affairs of artificial entities carrying on the business in this company. As I come to a close, Mr. President, I emphasize, Trinidad and Tobago continues to make progress on its digital transformation journey including building good foundations on its digital infrastructure, government policy and leadership, enabling regulation, and improving the uptake of products and services across businesses and wider society.

The CROS system captures all AML/CFT requirements in the package of laws passed by the Government in the last few years, including most recently, the Bill that came in the Global Forum Bill before this Senate not too long ago in the



last couple of weeks. What the companies ordinance amendment of beneficial—

**Sen. Richards:** Attorney General?

**Sen. The Hon. R. Armour, SC:** Yes.

**Sen. Richards:** Thank you. Just through you, Mr. President. I see a number of clauses which focus intently on codifying criminal offences for tampering in electronic measures, what one would normally find in a Cybercrime Bill, is that included here in the absence of that? And what happens if that cybercrime law come to the Parliament in its past, in those instances for those clauses?

**Sen. The Hon. R. Armour, SC:** I am not sure if I follow the question. May I ask you to repeat Senator?

**Sen. Richards:** Sorry. There are several clauses which focus on criminalizing tampering with data and material inside this legislation—

**Sen. the Hon. R. Armour SC:** Yes.

**Sen. Richards:** —which one would normally find in a cybercrime law, if I am not mistaken. Is it that the intention is for this to work in harmony if cybercrime law is passed eventually, or it will be replaced?

**Sen. Hon. R. Armour SC:** Well, this suite of amendment as I said in the beginning, is intended to stand on its own in respect of the different pieces of legislation that we are looking at today. And, for violation of any of the obligations there will be their own discrete penalties, and/or, other offenses it can be created. But, yes, to answer your question. In addition to the stand-alone capacity in this suite of legislation we are asking the Senate to pass today, it will also be read in tandem with the cybercrime legislation which the Law Revision Commission is working on at the moment and which we will be bringing to Parliament shortly. Yes, thank you.

So, if I may continue, Mr. President, I was in the process of saying that the

CROS system captures all of our anti-money laundering and encountering financing terrorism requirements. And again, addressing the question that Sen. Richards just asked in a different context, the concept of beneficial ownership which is enhanced in the definition found in the proposed amendment in the Companies Act, will also apply across to the Global Forum package which we passed in the Senate not too long ago within the last four-weeks. So that across the board, both in respect of Global Forum and Financial Action Task Force measures to control the law enforcement in the country and to bring it into compliance with international standards, these measures could only see positive results as they make Trinidad and Tobago more compliant in the eyes of various international monitoring bodies. Consequently, encouraging greater foreign direct investment.

Mr. President, this Government continues to work closely to be sure that Trinidad and Tobago becomes fully compliant with its international obligations under the Global Forum and the Financial Action Task Force family of legislation and measures. And as the world becomes increasingly digitized, and cross-border activities become more of the norm, we recognize that administrations needs to work together to ensure that there is improvement and investment in key digital economy foundations, in order to deliver reliable high-quality connectivity and accessibility, improving the digital literacy of business owners which will all contain and provide for essential elements in this continued progress. We have to work steadfastly and with great speed towards passing this legislation, and I implore this august Chamber to accede to the request of this Government to pass this legislation. With respect, Mr. President. I beg to move.

*[Question proposed]*

**11.05 a.m.**

**Mr. President:** Sen. Lutchmedial.

**Hon. Senators:** [*Desk thumping*]

**Sen. Jayanti Lutchmedial:** Thank you, Mr. President, for the opportunity to contribute to the discussion on this very interesting and timely piece of legislation brought today by the Government. Mr. President, it is incumbent on all of us as responsible citizens to see that our society moves forward in the digital age, and we want to be able as Members of this House to contribute to that movement in a responsible way, in a manner that ensures that we have the best possible framework but we would also at the same time want the opportunity to comment on the operationalization of legislation, because we also speak on behalf of citizens who depend on us to read, analyze and look at perhaps the areas where we may want improvement, and to perhaps comment on issues that affect regular citizens.

Anyone reviewing this Bill and looking at the intention of it will understand that what it seeks to do is to really move the Companies Registry out of the paper age and into the digital age, and I think the first thing, and I actually discussed it with a couple of laypersons just to get their feedback. And the first two things, or the most popular things I should say, but it kept repeating itself in different ways and persons raising concerns with me was, one, security, and two, what happens to persons who may not be as tech-savvy, who may not have access, who may not be able to afford the services of someone to be able to assist them with this process. And I am a user of the CROS system. I am also a user of all of the other electronic systems that have been introduced over the years by the Registrar General's Department for the last I would say almost 10 years I have had different types of accounts because of course they have different platforms being created, and we shifted from one system to the next and so on.

And so, I also have encountered some of the challenges that members of the public would have encountered. And the COVID pandemic was a period of time

where we saw a massive shift towards everything being online by necessity, we had to get it done. And it identified a number of shortcomings and some of which I raised before in JSCs and other places, and all we hope to do is to really just be able to plug those areas so that these systems work as well as they can.

I am very familiar with FATF requirements, with the methodology for assessment. I was even trained as an assessor to be able to assess other countries on their compliance with FATF, so I am very happy that we are moving towards a system that would ensure greater compliance, for example, I think it is Recommendation 24 on beneficial ownership, but at the same time having studied those Recommendations, and the methodology, and the processes used to assess that compliance, I know that it goes beyond having an electronic system that is easily accessible and so on that contains the information and holds the information. So my contribution will focus primarily on those few issues that I have identified there and I would just speak briefly on a couple of them

Mr. President, the Attorney General has addressed I think the most topical, something that has been very topical of late, and that is data security. And the Attorney General has gone into some detail about the levels of security that are involved in this CROS system, that has been built into the system and so on. It is very challenging for governments because of the amount of sensitive data that you hold on citizens. Everything in the Registrar General's Department literally from when you are born until you die, there is a record in there. Because your birth certificate is held there, your death certificate, and every other type of business that you want to do in the interim is held.

With the CROS system, for example, because I have registered for it so I can tell you, you are inputting into the system your birth certificate PIN number, you are putting up a photo of yourself holding your identification, you are uploading—

and I understand the purpose of that, of course, because with identity theft and so on now, people can easily use somebody else's drivers permit number or something like that. So you have all of these measures being put in place. But that means that the Registrar General's Department is going to basically be holding your entire life's worth of information. It is a lot of information that you must input in order to become registered as a user on the CROS system. Then, you can actually, depending on what role you hold, you will have your individual account you will be linked to different types of accounts. You can be a director, a secretary, an agent, people can approve you as an agent to be able to work, so there is that interconnectivity.

Now, this is good, in the sense that it is possible for law enforcement to use the system to now track individuals. The ideal situation would be that law enforcement should be able to put in the name Jayanti Lutchmedial into some sort of access that they have with the CROS system and see through a web every single company that I am connected with, because at the end of the day if we are going to be serious about fighting money laundering and terrorist financing to a lesser extent, but basically money laundering, you need to understand who are the individuals that are acting on behalf of or who are connected to companies. It cannot be that persons can perform functions with companies or can be doing business on behalf of—and that has been happening because we were in a paper-based system and it was just simply too difficult to track.

The problem we have, I think, and it remains, is with verification, because it was introduced through legislation that you file a return of beneficial ownership, but who is actually verifying that information? If I say that I am the sole shareholder of a particular company, that company is authorized to issue 10 shares, they have only issued one share and I am the sole shareholder, and it is a company

that is doing whatever it is, whatever type of business it might be. Is the Registrar General's Department equipped—and the Attorney General spoke about it, that the Registrar General now has the responsibility to monitor beneficial ownership and maintain a register of beneficial ownership, but that Registrar General's Department is not really equipped to go out and verify that information unless you have connectivity with other agents, other people who are operating unless they have the ability to source information from different sources and put the picture together. Because I could be the sole shareholder in 10 companies, and at the end of the day I am holding those shares, and I am signing my return of beneficial ownership every year on time and making sure it is uploaded in CROS and filed with the Registrar General, you know, and I am there on the register, but nobody knows if I am holding those shares on behalf of Mr. X, Mr. Y, and so on.

So if we are to really be FATF compliant and if you look at what the methodology talks about in relation to FATF requirements, they said countries must:

“...require that...”

—beneficial ownership information is accurate and as:

“.....up-to-date as possible.”

And that they:

“...should ensure that companies cooperate with competent authorities to the fullest extent possible in determining...”

—beneficial ownership by—

“Requiring that one or more natural persons resident in the country is authorised by the company, and accountable to the competent authorities...”

The competent authorities in the structure that we operate within the public service of Trinidad and Tobago and with the powers vested in various public

officers has to be law enforcement. It has to be law enforcement. And because under Proceeds of Crime Act, under the FIU Act, and other pieces of legislation, it is really the law enforcement who can access the information in the registry, but they have the responsibility to verify it.

So law enforcement—because they can go to a bank and they can make an application and they can access the information and so on. So at the end of the day, the point is that all of this, and all these registers, and all of this nice electronic system and so on, whilst it might make it easier for law enforcement to access the information because they do not have to go down to South Quay—well, used to be in South Quay—they do not have to go down to the Government Campus there now, and wait in Registrar General and ask to see records and so on.

Or even there was a system before, I know you could apply for \$20 and get everything downloaded, I think it is still like that, or you can ask for individual documents. They can now access and have access to the information and hopefully with the way the system is now and the individual accounts are created they will have quicker access, but are they equipped and are they knowledgeable enough, and are they trained enough to use this information now to go and verify who are the real beneficial owners of our companies? So that is just an issue I want to raise.

I also find that if it is breaches, and Sen. Richards raised the issue of the number of penalties and offences created here for tampering with digital data. Someone would not tamper with digital data because some people may think it is a challenge but more than likely they have some underlying objective to hide information from law enforcement, and I find that some of the penalties appear to be a bit small. Because if someone is actually tampering with, for example, I looked at—there was one section that there was a fine of “ten thousand dollars”,

there was a fine of, you know, I think it was “five thousand dollars” and another one was 10,000 and imprisonment—yes, the severity of the penalty is enhanced for the unauthorized modification and results to changes in the electronic system, an additional fine of \$5,000.

So a \$15,000 fine maximum and perhaps imprisonment if that is the way it goes, may be very miniscule for the kind of impact that somebody might be able to create if they were able to hack into this system and create some sort of modification, or to tamper with the information that is being provided. At the end of the day as I repeat, the amount of information that the Companies Registry will be collecting and holding on this system, someone who has unauthorized access and is able to tamper with it could really wreak havoc on individual lives or collectively the lives of certain persons, and we need to look no further than what we had happening very recently at, for example, the Southwest Regional Health Authority. We had issues with TSTT, a number of private companies being hacked and people’s personal information being put out there.

One of the things that for example that you are doing now with the CROS system is that you are using your credit card to top up your subscription account, and to have money to be able to register companies and so on. So even your credit card information will be held by the Companies Registry, your personal private banking information as an individual citizen conducting private business with the State, you also want to make sure that your information is being protected to the highest level.

I was reading an article about challenges when the whole South-West Regional thing came about, and I was reading an article—it was actually in *Forbes* magazine and they were identifying the fact that—and this is not a local problem because it is there in a big international magazine, that governments tend to have a



lot of challenges with data security. The reason being is that bureaucracy tends to result in things being done on a phased or a project-type basis. So you have a project, you hire a consultant, the consultant comes in, you launch your system and then that is the end of the project. But we do not have enough investment going forward in the most up-to-date technology, and technology is changing faster than most governments around the world can perhaps respond.

So that really underscores the need for us to have built into our Ministries not hiring experts, and we hire experts because the fact is that salaries being paid outside of the Government are just much better and they attract better talent than sometimes we attract within the government service, and that is not just in IT but across the board. So what we end up doing is going to the experts outside of Ministries, using them for projects to build things for us and then we have a difficulty in maintaining that system and in keeping it up to date with the best security possible.

I am saying again, if that were to happen with this system, and I am not saying it would, I am sure the staff at the Companies Registry will be undergoing training. I would like to think that there would be budgetary allocations in years to come for investment in better and more and more infrastructure because you have to continuously review your infrastructure. But it is not a practice, and it has to become a practice and I would hope with a Ministry of Digital Transformation that it becomes a practice that we regularly audit our digital infrastructure within the Government service, and that we do not have systems crashing. Because I would tell you again, as a practitioner, as a person, I am involved in an NGO, I am involved in—you know, I have my private business, I have all of those things. I am registered with the FIU as a provider and it was really a tough time for people and to respond to clients who had queries and who wanted to get things done when

the Companies Registry went offline between, I think it was December 9<sup>th</sup> and the 1<sup>st</sup> of February.

The other thing is that when the system was launched—and this will take me into my second point and it is about excluding persons.

**11.20 a.m.**

So, security is one thing we want the best. We want trained people to be reviewing the system, auditing, and all of that. But the second thing is that we do not want to exclude persons who have a little bit of a challenge with getting up to speed. We have an ageing population, we know that, and the fact is that just because people are older, does not mean that they are not participating in this type of activity.

I belong to an NGO, and the most active members of that NGO are retirees because they have the time. They simply have the time on their hands to be active members of NGOs and NGOs provide a great service to this country. But, I was actually asked by UWI, I think it was the Institution of Gender Affairs, to do a presentation on the Non-Profit Organisations Bill and the AML/CFT requirements for non-profits and so on. I understand it, I truly understand it, and I am happy to see us moving towards the direction of full FATF compliance, because FATF is a moving goal post and we have to keep moving with it.

But, I also listen to people and I hear their questions and I understand how much of turn off it is now for people to have to comply when they are not given the amount of information. So what I have seen in my own work, and what I have seen by—and I have done a couple of these engagements where I present to people and I try to explain AML/CFT requirements and what is a compliance programme and what you have to do and so on. At the end of it all, I would say about 45 percent of the room, throw their hands up and say, “You see me, that it is there.

Allyuh take me off of this, I do not want to serve in any capacity as any officer, I doh want to be president, I doh want to be treasurer, I doh want to be anything in this organisation anymore”. I am talking about organizations helping victims of domestic violence. I am talking about organizations that have, you know, something like—they just do really good work in the very—in their small underserved communities. Oh, that is the word I am looking for. Do we work in underserved communities? Because, that is where NGOs have the most impact and people are now becoming hesitant to serve because they do not understand and they have reservations about the amount of requirements.

I recently had the situation where—and one of the things that we have in this country and—I am sure members opposite would know, that all gated communities form a homeowners association, and over the years, the practice has been that many of them incorporate as non-profit companies, because they do not operate on a profit. They collect the little fees from all of the residents and they use it for landscaping and maybe a security booth or whatever it is, because they live in a community like that. And, again, with all of the requirements that they have to comply with now, they are very hesitant. So, one of the things that FATF—and I have not seen enough of this in our legislation—but, one of the things that FATF allows you to do is to really take the risk-based approach to the implementation of their recommendations. And we have—again, someone sitting in Europe came up with these recommendations and they do not understand sometimes the peculiarities of our local circumstances. So we have to be careful with the peculiarities that exist here, that we do not, in the effort to become compliant— I have found—because I have participated in FATF on-site exams before, and so on—and what I have found is that sometimes we do not explain the ways in which our legislation is meant to work in such a way so as to not be a deterrent to citizens

to participating in whatever type of activities that we are trying to regulate. We do not want legislation that is going to deter our citizens from participating in non-profits, because non-profits play an important role in our society.

Non-profit organizations were deemed high risk because of terrorist financing primarily. Money laundering to an extent, but it was really the terrorist financing and the financing of Al-Qaeda, that prompted all of these recommendations and all of this heavy-handed regulation of non-profit organizations. That is a fact well set out if you look back to the history of FATF and their recommendations. That is what it was rooted in. We cannot have every church, mosque, temple and you know women's group and you know, cricket club and football club, having to come under the same type of stringent requirements, as, for example, a large non-profit organisation that might be investing and so on. So, that risk-based approach within the legislation and some flexibility, we are committed by FATF to do it, but we have to be able to explain it within our circumstances, and that depends, by and large, and our ability to satisfy FATF will depend by and large on the ability to collect data.

### **11.25 p.m.**

So in addition to—and now that we are starting this process now, and this is just a recommendation. In addition to what we collect on the CROS system, we need to start using these systems, if we are going to have them and spending all of this money and investing money in building out this infrastructure, using it for better data collection. So that when FATF comes here to ask us, “How many non-profits do you have?” We do not just say, “Well, we have 50,000 of them registered”, and that was a challenge we had in the past. When we looked at the Companies Registry before it said, “You know something, we have 50,000”—I am just calling a random number—“non-profit organizations”, and they find, well, that

is really large for whatever number it was for a country this small with this, you know, size or population, and so on. And it appears when they do that, when they look at those numbers, raw numbers, that people might be abusing non-profit organizations for purposes other than which, you know, they appear to be.

It is not really a non-profit, because in their mind, this is 50,000 people who are collecting funds, may be transmitting funds, might be involved in terrorist financing, might be hiding money from the Inland Revenue, et cetera, et cetera. When in truth and in fact, half of them are homeowners associations and cricket club, and football club and swimming club. And that is what it is. So we have to start using these and data mining is supposed to be a lot easier when you have this type of investment and infrastructure. So we have to go back to the drawing board and we have to continuously review these systems to make sure that the data we are collecting is in fact being used in the best possible way to help us get FATF compliant.

We cannot end up in a situation where we have outdated technology. We cannot end up in a situation where our encryption and our firewalls, and so on, are compromised. I have information, for example, that one of the recent cyberattacks that occurred within the country at a statutory body, that there were requests to renew the licence for a firewall, that it was left unattended, and I raised the issue publicly. I raised the issue publicly. It was reported on the news and that particular agency responded to the question put to them by that particular reporter. It was reported on CNC3, said they needed time to respond. They needed time to respond but apparently, they needed time to also renew their firewall licence, and that is what caused—today, up to today, there is information that has been lost by that particular agency that cannot be recovered. Reason being that paper records were lost in the course of a flood that occurred at that particular agency, and that is

a public agency, statutory body, holding very private and personal information belonging to citizens of Trinidad and Tobago.

When you have a situation like that occurring mere months ago, and you are coming now to say that we are going to digitalize and we are going to have this system come into play, it raises red flags in the minds of citizens of Trinidad and Tobago. So I want to say that the Government has to do a better job with communications when it comes to assuring the public that breaches such as these are being addressed in a timely manner, that proactive steps are being taken. We really ought to have a uniform data protection policy across the board for all of government and statutory authorities and agencies so that everybody—I mean, there may be different levels of risk, but at the end of the day, a uniform policy. That brings me to the issue of the Data Protection Act, because that in essence is what the Data Protection Act was intended to do. The Data Protection Act has been one of those pieces of legislation that has really been languishing for an extended period of time.

I sit on one of the JSCs and we recently had, you know, an enquiry into unproclaimed legislation and why they are unproclaimed. The role and function of an Information Commissioner under the Data Protection Act—and that office has actually been created, but to date they have not actually staffed the office. They have not made the appointment. They have not done what they need to do to operationalize the Office of the Information Commissioner. And one of the functions of the Information Commissioner, which really is to be able to conduct audits and so on, because that Act binds the State, and the point of that Act is to ensure that the general principles of privacy that citizens enjoy would be upheld by all agencies, but particularly by State agencies. You had this independent Office of the Information Commissioner that would go around and basically ensure that

everything that needed to be done under the Act was being done. To date, we do not have that, and I sat in that JSC and I was really a bit appalled at the level of—I would say—nonchalance, at some point in time by some of the public officers who appeared before us.

It was a finger-pointing exercise where one was saying that, “Look, we had this unit in OPM”. In fact, the findings of the committee stated that:

Even though...—“model...guidelines for...legislative framework for data protection...”—was—“...available...the OPM, appeared indecisive on whether...”—you are ready—“...to pursue those recommendations...to modify the existing Act.”

They gave evidence before the committee that since 2018 they have been engaged in a review of the Act. How can we seriously say that we want to move forward with the digitalization of our services, as a government, and all of these things, and it is good, yes, on the one hand, but at the same time, 2018, 2019—about five years now you are reviewing one piece of legislation. And one of the things that came out is they are saying that, “Look, you know, things that changing all the time with data protection, and so on, and you have the European standards and we have to look at it”. Yeah, things are changing and things are changing within the country as well, because we are now being asked—forced to some extent. The citizenry—and, again, not necessarily a bad thing but we are leaving some people behind, but citizens are now compelled to have their data being placed online.

So if you are bringing legislation like this and you are compelling citizens who want to do business with the State to create an account, to take a picture holding “meh licence, to put in meh birth certificate PIN number, all meh forms of ID”, my address, and all of that information onto our system, bring the Data Protection Act and have it fully proclaimed.

**Hon. Senators:** [*Desk thumping*]

**Sen. J. Lutchmedial:** There is a Member of this Government that likes to talk about “just start”; I do not know how come “just start” does only apply in certain circumstances and not in others. I do not know if it is only where it is convenient that they say, “Look, let us just hit the ground running with something”, but at the end of the day something must be better than nothing. Something, in terms of data protection, must be better than nothing. And the sooner we have the Office of the Information Commissioner appointed and set up and operationalized, is the sooner the rest of this Act can be proclaimed, fully proclaimed, and you will offer that level of comfort to the citizens of Trinidad and Tobago, who are now looking at this and saying, “Me, for my information?” I “doh” even know what the dark web is but I hear people all over the country and all along City Gate and thing, you ask people, they say, “Oh, my information is going to end up on the dark web”. I do not even know what that is but apparently citizens are afraid of it.

People are conscious of it and they read things in the news, and some of what they read, they may not even fully understand, you know. They may not fully understand what it means if their information ends up on the dark web. When I raised that issue about the particular agency that I am speaking here about, one of the reporters asked me, “Well, do you know if any of your information is leaked?” I said, “I doh even know how to check”, and I really do not, but the fact is that there are people out there, whatever their position in life, whatever job they have, whatever business they are conducting, they are very concerned about their data. So bring the data protection legislation hand in hand with these types of developments because you will get the buy-in of the public. You will get less resistance. You will have people being more willing to provide accurate data to the State, because there are people who may be afraid to now have to register and



put their information online, and so you will drive them underground.

You may have people who are operating non-profit organizations who may be saying, “Well, look, I just going to be, you know, the treasurer of this cricket club and I have the register as a non-profit organization and put all my information into this CROS system, and all this kind of thing, and then, you know, I doh know where my information will end up”. So you have to address the concerns that people have and you have to do that. You can do it by better communication. You can do it by, you know, various types of training and outreach, and all of those things that we know. We know those things are a part of it, but you can also do it through legislative measures, like bringing and proclaiming and operationalizing the Data Protection Act. I have no doubt that since it was passed by the People’s Partnership administration to now, it probably does need updating, but you cannot tell me that since 2018 you are looking at it.

One of the things we found—and again, I am reading directly from the JSC report; this is not me, one of the findings is that:

“Notwithstanding efforts to undertake a Cross-Ministerial collaborative approach to amending Data Protection legislation, there appear to be a breakdown...”—of—“...communication between the...”—Ministry of the Attorney General and Legal Affairs—“...and...”—Office of the Prime Minister—“...regarding each entity’s role and function.”

So, I commend the efforts made to restore connectivity between the Companies Registry and the public with the launch of the CROS system, but we cannot have a breakdown of communication between Ministries when it comes to reviewing important legislation like data protection.

**Hon. Senators:** [*Desk thumping*]

**Sen. J. Lutchmedial:** When data protection was first looked at, and it is actually

predated 2010—I think it was around 2008 or 2009—there was actually another JSC looking at those proposed pieces of legislation. And it went hand in hand as well as with another piece of legislation that only remains partially proclaimed today, and that is the Electronic Transactions Act. I think about four or five parts of that particular Act have been proclaimed.

The part of the Act that deals with electronic signatures has been proclaimed, but what I find—and I listened when the Attorney General was speaking, and he talked about, you know, being able to accept the electronic signatures, and so on, and I did some research on the CROS system and I looked at how they are authenticating the signatures. So they appear to have their own system through which they can authenticate electronic signatures, which you will provide, and they are accepting electronic signatures in relation to, let us say, name reservations and incorporations, and change of directors, the basic things. The regular run of the mill things that people would have to do from time to time with companies, and so on. But, you know, under the Electronic Transactions Act, one of the parts that remains unproclaimed is where the service provider who can actually authenticate those signatures has to also be registered and approved.

So we proclaimed the part of the law that allows you to receive the electronic signatures. From what I have read on the CROS system, and from what the Attorney General said, they are verifying or they have a system now where they are verifying and authenticating the electronic signatures. But, Electronic Authentication Service Providers are persons who were intended by this piece of law to be registered, but that piece of the law has not been proclaimed. And again, you may have, I assume, have a vendor who provides that particular service. I do not know the tech-savvy—I am not a tech-savvy person. I do not know the word for it, but it is basically an authentication service that they will use. I know the

Judiciary is using one called—I cannot remember what it is, but it has a PIN number and an e-authentication, or something like that, that they are using. The authenticating signatures, the Registrar General could affix signatures but members of the public are signing and putting forward documents.

Now, it is very difficult to do these things but you want to make sure that it is an authentic signature and it is linked back to your PIN number that you are using when you are doing CROS, and all of that. Whoever it is that is being used, whichever service provider is being used, really, if this Electronic Transactions Act was fully proclaimed, they would have to go through a system of registration as well. So again, legislation is intended to work in a bigger scheme of things and if we want to have the best possible CROS system, we want to have the most efficient Registrar General system, we want to ensure that we do not have a system that has information being leaked or that people can easily hack into, and so on, you want to have persons who could be registered as Electronic Authentication Service Providers, and they should be able to apply and be registered under the Act so we know who those people are.

This is another piece of legislation that must go hand in hand with digitalization of all of government, not just the Companies Registry, and I am calling upon the Government to make best efforts together with data protection. If it needs to be reviewed, because it is also an older piece of legislation that has been languishing for some time, get it done. Get it done to give people the confidence that you are putting the best possible measures in place to protect their information if you want to have this done. Mr. President, how much more time do I have?

**Mr. President:** You finish at 11.45.

**Sen. J. Lutchmedial:** Okay. So I have a few more minutes. I have a few more minutes and I want to just raise a couple of things, and it deals with just really the

transition into an electronic system. And this is where I could share some of my personal experiences. When CROS was launched on the 1<sup>st</sup> of February, there was—and I stand to be corrected if this is not it, but I could tell you from my personal experience and the experience of many practitioners, there was a supposedly an instruction given that no further—no paper document be accepted at the counter of the Companies Registry. That is what my experience was and that was the experience of many persons, because CROS had now been launched and you had to go and get online, and so on, with CROS.

**11.40 a.m.**

Now, again, anybody doing some data mining and looking at the amount of companies, the amount of non-profits, how many people would be required to get into the system, should have known that a transition period would have been necessary. There should have never been a cut-off period so suddenly, that hard cut-off where members of the public were simply turned away from the Companies Registry and not allowed to do business.

**Hon. Senators:** [*Desk thumping*]

**Sen. J. Lutchmedial:** What should have happened in a real customer service environment, and if we are serious again about—I had the experience the other day I had to do something with a particular internet service provider, not the one that had the data breach, the other one. And I went in there and I felt like, I mean, I was welcomed in, I was put to sit down, they pull out a little tablet, and now, for now, one account was deactivated, another one activated, money transferred from here, money put there; this, that, the other.

Mr. President, this is the gold standard of service that the public service really should aspire to, and if I had to give a suggestion back in February had I known, I would have suggested to the Office of the Attorney General and Ministry

of Legal Affairs that look, you want to launch your CROS system, have kiosks set up at the various offices, have people when they come in, do not turn them away at the counter with their paper and say, “No, go and set up CROS”. Have assistants sit there, train people, set up the accounts for them, assist them with it, help them with it. Mr. President, the newspapers I came across one, and I went back and looked at it in February of this year published in the *Newsday* newspaper 11 February, 2023, and it started off and I will read it and it is written—the man, his name is here, it is saying Mr. Allan Yorke of Port of Spain:

“Can someone in authority responsible for the Companies Registry ensure that competent, forward-thinking people with reasonable communication skills are hired to run the affairs of the department?”

That is the opening line of that article. It is unfortunate.

It is unfortunate that our public servants tend to be berated this way through the media sometimes when really it is a failure to put structures in place and to really think through these things properly. Because you cannot have a hard cut-off transition from paper documents today on the 29<sup>th</sup> of January you could have gone into the Companies Registry, well, the whole thing was kind of not functioning but let us say last year before the 9<sup>th</sup> of December, on the 1<sup>st</sup> of December last year you could have walked into the Companies Registry with paper documents to file a change of directors. On the 2<sup>nd</sup> of February if you walked in there, you were simply turned away and told go and log on and create a CROS account.

And really, members of the public were very disenchanted and anyone who reads these types of letters being written to the editor and so on—I always say really, you have to be very moved by your experiences to sit down and actually pen a letter to the editor in such strongly worded language and the person set out the number of times they had to get to the office back and forth before they could

try to set it out. And they actually ended up saying that they had sent several emails and they had tried to contact the help desk and it was to no avail so they went on the Facebook page of the Ministry and kept asking questions and that they were eventually blocked from the Ministry's Facebook page. And the person asked the question and I ask the question as well, why do Ministries have Facebook pages if one, you are not going to respond or two, when you are criticized you block people? That cannot be the way that we try to move towards better customer service within the public service.

So I really urge the Government to even if maybe the CROS system has been functioning for a couple of months now, go back and look at how people are using the system, look at the number of tickets you are getting, ensure that people are responding to those tickets and that you have sufficient staff to respond to those tickets and queries in a timely manner. It is one thing to advertise and it is advertised on your page for CROS that you will get a name approval in three days, I can show you the last name approval that I did, it took 11 days. Now, I do not know how that pans out for the ease of doing business because if this system was supposed to be the ease of doing business it was easier to do paper, by paper. It happened quicker when we were walking in, printing out the form, or collecting the form. We used to collect the forms right there at the Registrar General's Department, Leotaud Street in San Fernando, and fill out the form, go up to the counter, pay your \$20, and stamp it, and within three days or something you get it back.

We have an electronic system now taking up to 11 days, 11 days to approve. I could print it and show you, I will block the names of my clients but it really took long.

One or two other points I want to make, tconnect. We have different people

operating in different—and sometimes again that is a problem we have in the public service, we have silos. When the first iteration during the COVID period people had to sign up for ttconnect, there was a real lack of access to ttconnect services and there still is, there is no ttconnect centre in San Fernando.

I know that my time is up but, Mr. President, I wish to say whilst we support the move to digitalization, our concerns it is as responsible Members of this House we must register our concerns, we must give suggestions and we continue to be willing to work the Government to address issues that will come up from time to time as this move continues to happen. Thank you.

**Hon. Senators:** [*Desk thumping*]

**Mr. President:** Sen. Vieira.

**Hon. Senators:** [*Desk thumping*]

**Sen. Anthony Vieira SC:** Thank you, Mr. President. Besides being lengthy, some 45 pages, this Bill of miscellaneous provisions, even though it has six clauses, traverses four pieces of legislation which will allow for the use of an electronic system established by the Registrar General. The challenge when commenting on compendium legislation like this, is that one runs the risk of losing sight of the forest because one can get very easily absorbed focusing on just a few trees.

I will consider individual clauses in the committee stage as necessary but for now, I think my contribution will be better served by giving an overall picture of the benefits to be gained by this legislation by making comparisons between what currently exists and what will obtain under the new regime, and by showing how the filing electronic system will operate in practice. I am taking my cue from Sen. Lutchmedial to explain the way the legislation is meant to work.

Let me begin by commending the hon. Attorney General, the Registrar

General, the dedicated staff of the various registries, and the developers of the system for all their hard work since 2021 in getting us to this point.

**Hon. Senators:** [*Desk thumping*]

**Sen. A. Vieira SC:** Well done, indeed. As confirmed by the hon. Attorney General when piloting the Bill, the system was actually launched on the 1<sup>st</sup> of February this year, and since then I understand, there has been an ongoing process of monitoring, testing, and fine-tuning. In effect, the electronic filing system is already up and running but this legislation is a necessary formality for the system to have legitimacy and for the purpose of implementing important safeguards. I think it also bears mentioning that while some countries in the Caribbean may have online filing, no other registry in the region has taken this step. We will be the first jurisdiction dealing with paperless filings placing us on par with countries like the United Kingdom and Australia and making us a leader in the region.

In fact, this legislation demonstrates that in Trinidad and Tobago we have the ability once there is vision and a willingness, to meaningfully reform our institutions, their systems, and their processes. Besides going towards transparency and accountability spoken about by the hon. Attorney General, introducing this electronic filing system in our public registries offers benefits such as increased efficiency, faster data retrieval, reduced paperwork, improved accuracy, enhanced security, and better accessibility for stakeholders.

**11.50 a.m.**

It will streamline processes, reduce administrative burdens and facilitate seamless data management. In my humble opinion, the electronic filing system being established under clause 3(f) of the Bill goes beyond revamping and replacing bloated and choked up government bureaucracies with more integrated



efficient structures. We are, in fact, putting in place a platform that will dramatically increase and improve the ease of doing business. This electronic filing system will curtail the wastage of time, energy and resources which has bedevilled our recordkeeping system for years. Where official records are concerned, the needs of citizens will now be met in a timely, competent and an efficient fashion.

Now, one could ask if the system is already up and running, why do we need the legislation? Well, for one reason, obviously, is the need for bringing old laws up to date and for the law to now reflect what we are putting in place, but the legislation is also enabling legislation.

For example, clause 4 of the Bill enables authorized corporate service providers, like attorneys-at-law and accountants, to sign up, to sign for and on behalf of their clients when filing documents electronically at the various registries. That is just one of the benefits, a benefit which may not be readily obvious but which will prove important and genuinely useful in practice.

Other benefits include, as the hon. Attorney General said, whereas in the past registries had to find limited and expensive space for files and to store paper, and registry personnel had to spend considerable time pouring over and cross-checking the avalanche of paper forms before they could be accepted, space should no longer be an issue and entries will now be made electronically.

Now, when users submit data, that data will go directly into their records. Now there will no longer be a need for physical forms to be delivered to registries because under proposed section 5A, everything will be done online. And under proposed section 5C, electronic signatures will be allowed. And while it may not be readily obvious given the density of the language in the Bill, the effect of this legislation is going to be transformative. As the country gently inches towards

becoming paperless, I anticipate that the electronic filing system we are considering today may serve as a catapult in our aspirations towards moving forward from developing to developed status. And if one can get beyond the legal jargon of the Bill, one will discern that this electronic filing system will generate its own forms. It will use QR codes for verification purposes, and because verifications and validations will be built into the system, most approvals will be instantaneous.

As I understand it, the only approvals which will require over-the-counter applications will be those permitting to non-profits, external companies, and when addressing issues relating to beneficial ownership. Those approvals, of course, will require careful examination and human determinations on a case-by-case basis. Everything else, however, will be dealt with through electronic portals. In order to access the electronic filing system, a user must be registered. Every company will have its own registration account. built-in guard rails in the approvals section under section 5D will ensure that real, not fictitious persons, will be using and accessing the system.

So, for example, two forms of ID and a headshot photo will be required and each user under section 5D(a) will have its own unique pin number or identifier. Now that is going to eliminate a perennial problem in the analogue, paper-based system, where people with the same name could have had their identities confused, whether by accident or design. As I may have mentioned previously, there are three Anthony Vieiras. All of us are around the same age. And while that may have posed problems in the past, now, because each of us will have our own unique identifier or pin number, the system will readily and easily be able to differentiate our respective identities.

Another advantage in implementing this electronic filing system is that it

will enable all the registries to connect and to cross-reference information. So, for example, when a person provides birthdate information for one registry, that information will stay in the system and can be accessed by the other registries. Similarly, when someone dies and that death is registered, the information can be accessed by all the other registries. So here, in one fell swoop, the system is mitigating against corruption and fraud, where unscrupulous persons could have exploited blind spots inherent in the paper-based system, such as being able to use the identity of deceased persons for nefarious or unlawful purposes.

Under the proposed electronic filing system and with this legislation in place such blind spots will be eliminated. And that is just one of the benefits in having an integrated ecosystem, an ecosystem which will allow information to be cross-referenced seamlessly and in real time. This legislation will impact all the registries, land, civil and companies.

So in the main, these are the positive aspects, as I see them, but I do have some concerns, some of which Sen. Lutchmedial had raised, which I hope the Government can address in the course of the debate. Some of the key concerns I have include potential cybersecurity risks, data privacy issues, the need for a robust infrastructure, implementation and maintenance costs, the need for back up and disaster recovery, resistance to change, and ensuring inclusively for individuals with limited digital access.

Now, I understand that steps have been taken and are being taken to address the need for inclusivity, especially for analogue relics like myself who have difficulty in getting beyond the paper comfort zone. So, for example, from as early as 2021, there has been outreach to the Law Association, the business chambers and other stakeholders. I understand that there are videos on the Registrar General's website offering guidance on how to use the system. And I am told that

at the various registries, there are hubs with staff who are on standby to assist people physically, that is to say, to help them submit electronically. In time, I guess, all of us will need to upskill and upgrade because eventually the registries will only accept information through electronic portals. At the moment, I gather things are being rolled out on a phased basis but I recognize that such a time will come.

Another difficulty, which I understand was being encountered, concerns the need for documentation to be filed chronologically. So, for example, if one tries to file annual returns out of sequence at the Companies Registry, you are going to hit a wall because the system requires that things be done sequentially. So in the event, all of us are going to have to make some cultural changes and in time I expect that users will become more disciplined, more focused with their recordkeeping and their filings. Nonetheless, I understand that in exceptional cases, where persons are not in a position to meet the electronic requirements, they will be allowed to file over the counter but they will need to submit a statutory declaration. So the steps being taken to address all these concerns, I believe, will be crucial to ensure the successful and secured transition to an electronic system.

Moreover, given that blockchain, artificial intelligence and emerging technologies can play a significant role in modernizing public registries, there must be room for continuous improvement, for continuous upgrading within the electronic filing system. We must be cognizant of the fact that technologies are accelerating at an exponential rate and, where useful, we should always be willing and able to integrate those technologies without too much difficulty. So, for example, blockchain. Blockchain provides a secure and tamper-resistant ledger, enhancing data integrity and reducing fraud.

Artificial intelligence: That can be utilized for data analysis, pattern

recognition, automation and improving efficiency. And emerging technologies may offer innovative solutions for user authentication, information sharing and real-time updates. Integrating these technologies can contribute to a more robust, transparent and efficient electronic system for our public registries. In the 21<sup>st</sup> Century, as I have said before, the mantra must be adapt or perish.

So let me conclude by stating the obvious, by pointing out what will happen if this legislation is not passed and if we drop the ball by not allowing the Registrar General to use the proposed electronic filing system. Failing to upgrade our public registries, including the adoption of electronic filing systems, will result in continued ineffectiveness, slower processes, increased error rates, data inaccuracies and higher operational costs due to manual efforts. It will hinder timely access to information, leading to delays in services and decision-making.

Additionally, outdated systems are more susceptible to security vulnerabilities, putting sensitive data at risk. Failing to keep up with technological advancements may also impede collaboration and hinder the ability to meet evolving public expectations for accessibility and transparency. So, Mr. President, all in all, there is every reason to support this legislation and I will have no hesitation in doing so. I thank you.

**Hon. Senators:** [*Desk thumping*]

**Mr. President:** Minister of Trade and Industry.

**Hon. Senators:** [*Desk thumping*]

**The Minister of Trade and Industry (Sen. The Hon. Paula Gopee-Scoon):**

Thank you very much, Mr. President. I am pleased for the opportunity to contribute to this debate on the Miscellaneous Provisions (Registrar General, Companies, Registration of Business Names and Non-Profit Organisations Bill, 2023. But from the start, I say but this is but one, one in a stream of our reform

agenda when it comes to digital transformation and to say that the Government is at the forefront, through the Ministry of Digital Transformation, to ensure that Trinidad and Tobago gets on board in this digital space and ensuring that we are very up to date and that we do in fact have a robust agenda which is being met, not only by the Ministry, in this case, the Ministry of the Attorney General and Legal Affairs but by all Ministries. And I am pleased about this in particular because of the complementarity aspect of it, in terms all of the other reforms that have been met, in terms of the digital agenda and also those that are to be met.

**12.05 p.m.**

I am particularly pleased because this joins with the activities being done through the Ministry of Trade and Industry, that is on the—with regard to the SEW platform, TTBizLink, as you know. I know Sen. Lutchmedial would have spoken about up-to-date technology and again, because the SEW platform commenced some time in 2008, we have sought to go back and enhance the e-services, which are on board. Before we would have had about 43 or so e-services. Now some of them have migrated onto the new platform and the cross-platform and another platform as well. But we have gone back and we have enhanced about 36 e-services, and we will in fact add another new 14 e-services to ensure that we are all up to date and right across as far as it relates to trade and doing business and so on, that we offer a service that is second to none.

And, of course, it is also complementary to the work that we have done through DevelopTT, in ensuring that you can now have all your construction approvals done online and also, again, with the work done through us with regard to the Trinidad and Tobago Trade and Business Information Portal, again where you can access information online related to trade and business.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. P. Gopee-Scoon:** This particular reform is about improving the operations at the Registrar General's Department and supporting the implementation of this CROS—the full implementation, I would say, of this Companies Registry Online System. And why it is important? Yes, one, it will address the importance from the perspective of compliance with international standards, and the hon. AG would have spoken to the fact of recommendations and so on. But two, it meets with the needs of the private sector, and so I am going to speak more about the private sector but I will attempt to respond to Sen. Lutchmedial with regard to the security matters as well.

So, again, I said that this Bill ensures that we are compliant with our international obligation and that we operate within the legal sphere by requiring companies to have accurate and up-to-date information, and by making the Registrar General the repository of information. But I am very satisfied that this is going to be a very robust system, and I say so from the point of view of institutional capacity, and also from the point of view of accessibility, and also from the point of view of confidentiality and security. And with regard to institutional capacity, I will say very little because I feel that my trusted friend, Sen. Allyson West, will speak a lot about but institutional capacity.

But again, these amendments will see to operationalize the electronic system by the Registrar General's Department fully, and it does so by amending the Registrar General Act, and amongst other things, also increasing the human resource capacity of the Registrar General's Department, and more specifically providing also for the inclusion of the position of the senior assistant registrar general into the stream of its operation. So I am very satisfied that there would be the supporting institutional capacity that is necessary to ensure that this is fully functional and operational.

We all know that the current structure of the Registrar General's Department has been severely constrained and there must have been an old and archaic and inflexible system. So we would be very happy with this new expanded system and structure, but in particular as I speak about the institutional capacity and expanded structure that allows for the devolution of responsibilities by the Registrar General and permitting the online system to expand to meet the increasing needs of the private sector. It is very important because when entrepreneurs want to transform their ideas, and we talked about that, transforming your ideas into reality and, of course, you have investors seeking to operate in Trinidad and Tobago, we really have to have the systems in place to ensure that we are in fact competitive, and this is going to help us with that. I am very happy that these institutional capacities are there to support the system.

But again, in terms of accessibility, the improved electronic system will provide for greater transparency, allowing the public to have access as well to all of the public records and to search, to inspect, to take notes or extracts from public records as well. Also, certified copies can be issued in any form. There is access to information in a general sense, and that is a critical element in terms of reform of the business environment.

**12.10 p.m.**

So it is very valuable to entrepreneurs to start a business, to existing firms seeking to set up new operations to expand and also to investors wanting to better understand the scope and the level of competition and so on. And all—I mean, what is to be emphasized is that all activities will be done in electronic forms and through electronic means.

So—“...where the Registrar General is required to issue a Certificate, receive, file or register a document, provide a copy of or extract from any



document...”—so it would be provided and received—“or carried out in electronic form”.

Again, all of these services are part of the reform that will promote the ease of doing business, the very clichéd ease of doing business in Trinidad and Tobago, again, making it very much easier, no lines or shortened lines or in many cases, it is altogether removed. And so from the comfort of your home, comfort of your office all of the services of course can in fact be accessed. It is particularly useful, I tell you, for micro small and medium-sized enterprises especially those in the more remote areas and really do not have the time and the human resource capacity to come into Port of Spain always to conduct such transactions.

So all told, I think the system will have a significant effect and a lasting impact on existing a new regimes that involve the creation and the retaining and the sharing of information and records, pretty much as the work that we have been doing as I said in the Ministry of Trade and Industry. Again, addressing the question of the robustness of the system. I looked at the confidentiality and the security of it all and it is that,

“...the Registrar General”—can—“impose...conditions for the effective administration of the electronic system on registered users in relation to the user account...”—to ensure confidentiality and security.

And the measures include that CROS require public and private record including those that are electronic to be:

“...kept...”—to be—“maintained...”—and to be—“approved by the Registrar General...”

All records must be approved by the Registrar General. Also:

“...all information or data...received in all documents required to be submitted or delivered to or received, filed or registered by the Registrar

General may be retained by the Registrar General.”

Also:

“...documents to be submitted delivered or received...established or maintain by the Registrar General for that purpose and the word “Registered” to be endorsed on the form may be provided in electronic form.”

“...The electronically generated form of any certificate or document will be conclusive proof...”—and can be used as—“evidence”.

Right? Notwithstanding what I have said, it also in order to:

“...access the electronic system...”—the user must have an—“account”—with a—“unique identifier...”—which sets—“out the requirements for obtaining an account, authorizing that the application may be refused if documentation submitted is false...”—and of course that—“creates an offence for making untrue statements...”—or committing—“for making untrue statements...”

So therefore the process allows for transparency but also for verification of the users of this system and that in itself will give the users the reassurance that their private data is protected and safeguarded.

The legislation will also allow for any:

“...change of information...”—to—“be made within 14 days directly to the electronic system”—as well.

In terms of the confidential nature of administering with the Act, the Bill provides that:

“...persons employed in the administration of the Act must deal with the entries and the data messages as secret and confidential and anyone who discloses information commits an offence.”

So that we see here, Mr. President, that there is a duty of confidentiality to keep information secret and confidential. Penalties have been dealt with substantially within the amendments suggested. I know that there has been a comment made by Sen. Lutchmedial on the penalties and let me ensure that the AG will address that in his response.

I want to go to the point that I feel more comfortable about, which is the improving of the ease of doing business. And really if we want to simulate our appeal as a country for investment, want to promote ourselves as the IT investment destination for both local and foreign investors it really, it is imperative that we improve the ease of doing business. The time, the cost as well and therefore in this case business registration must be minimized. And so key would be having an efficient and effective Registrar General's department. And therefore I believe that all of these proposed legislative amendments would in fact enhance the operational efficiency of this department and will create a very seamless and efficient process through which, not only our foreigners, but also our nationals who seek to register business in Trinidad and Tobago, can do so through the very efficient means of the new electronic system. Again, improving the ease of doing business.

I looked at where do we stand with the rest of the world and I would admit that we are a little bit behind, but here we are to fully implement. And I say so and I looked in, when I was doing my research at the World Bank's subnational studies on measuring business regulations, 2023. Two-thirds of global economies have implemented electronic business registration in some capacity or the other. And so we join with them now but in a very much more advance stage. So among those economies, 26 have implemented or enhanced government services for electronic business registration in the last five years. And I looked at—and therefore I had looked at closer to home, what is the situation and, for instance, in the Latin

American region, Guatemala would have gone through their modifications to their online business registration platform in 2018 and in 2020 Honduras would have implemented various initiatives aimed at promoting digitization as well.

But, all of these modifications that they would have done would really—it has been shown and the World Bank has said this, that it has resulted in a decrease in both time and expenses associated with registering new businesses. As a matter of fact the new online business registration systems have resulted in a significant increase of 40 per cent in terms of business registration. So it has really encouraged businesses to get online and register and so on. There are many people who registered in the informal—sorry, who do not register but remained in the informal system and I will speak a little bit more about that. But what the World Bank has said, that it really encourages businesses to register and that is very important and I will come to that.

But in Columbia as well they also implemented a number of streamlined administrative processes, again, and they have seen a notable increase of 5.2 per cent in a number of newly registered enterprises, and that is where we want to go to cause businesses to also register onto the system. I looked also at the, closer to us, the CARICOM countries. The only two countries that have successfully digitalized their company registration systems would be Jamaica in 2019 and also Barbados. And yes, in Jamaica, entrepreneurs and investors have since improved by coming on to the system in 2020, they would have registered something like 12,000 business names and about 4,000 companies, reflecting an increase about 12 per cent and 3 per cent respectively. But I want to say that what we are doing here today would put us in a more advanced position than both Jamaica and Barbados as we fully implement our online registry system.

And, so, I am very pleased to support the Registrar General's department

and the Ministry of the Attorney General and Legal Affairs today as we complete, I would say, all that is necessary to have a fully efficient Companies Registry online system. And again this will meet the needs of, yes, our international clients but also all of our local companies as well. It is also going to strengthen investor confidence as we now have more accessible, more simplified procedures as well.

So we would be enhancing the appeal of Trinidad and Tobago as an investment destination, we would be improving the efficacy of the Registrar General's department and all of their internal operations and procedures through the integration of additional government departments and agencies as well, into a centralized platform. Also, improving government transparency, enhancing government transparency as the public would be allowed access to a wider array of information that the government collects and generates. Also we would be augmenting the capability of the investors' understanding of the business environment of Trinidad and Tobago. Again, allowing the investor increased knowledge and understanding of their investment products.

The legislation before us, Mr. President, in addition to boosting investor confidence will, and improving the ease of business will cause to address some concerns with MSMEs. I had said that before. So yes, institutional deficiency and so on, introducing a very robust system that all entities can have access to paperless electronic transactions and so on, but in the case of MSMEs, I think it is going to encourage them to really access all of the facilities that are available through the Government. It means that they too would now be focused on transparency and accountability, accessibility. It will allow for the growth of the MSME sector.

I can tell you that in the Ministry of Trade and Industry, many of the services and grants that we have available when you enquire of the many eager

micro and small businesses, “why you do not join or why you do not access these facilities”, many of them are operating in a very informal space and they therefore cannot satisfy the requirements. And I would say that it is quite unacceptable that we would just accept that, you would just say, “hello, here are some grants and some services that are available to you just come on to the Ministries and get them”. It has to be in a more orderly, it has to be in a prescribed and more orderly fashion and therefore it is very important that MSMEs formalize their systems, formalize their businesses, I would say, and adapt to the new platform that is being offered to them. And then, of course, it is going to reduce what they see as a very complex system and get on and grow with the systems through the systems that are available to them and they would then see the benefit of the savings of time, the savings of cost, but they will also be able to benefit and grow their businesses, have access to services and the facilities and the grants that are available to them.

So there are significant gains in diminishing that digital gap particularly amongst the micro and small businesses. We really want to see entrepreneurs strategically position themselves within the economy and of course being part of a growing economy. I think that this is going to lead us to a greater formalization for many of these small businesses, but also there is a benefit to the Government in terms of the expansion of its tax revenue base as well, having more registered business would be an objective of the Government. So I think both sides would certainly benefit from this reform agenda. And you will be surprised to note that there are many workers out there who are informally employed and this information is substantiated by the UN Development Programme, an International Labour Organization. They have said, they have indicated, that 60 per cent of workers worldwide are informally employed. And that is certainly not to the benefit of those employees.

**12.25 p.m.**

And then—because why? Because they are forced to accept the salaries of the employers for which work and so on, and generally they are operating in a very restricted environment. And therefore, we want to encourage all of our MSMEs to become more formalized in their approaches and that way they will benefit and be a part of the growth of the economy, but their employees will also benefit in being part of a very formal system and I am looking forward to that.

Again—and even allows us, as a Government as well, the Ministry of Finance, Ministry of Trade and Industry, to make better policy considering the length and breadth of all of the entrepreneurs that exist within our system, and we would have, of course, a deeper understanding of the business landscape. I think that is very, very important for making informed decisions from which they can in fact benefit and allowing us to deliver essential goods and services in a more efficient manner. So I do—as I said before, when I began, I am very pleased with the complementarity with the existing systems. We, at the Ministry of Trade and Industry, do have a very good track record with our platform, TTBizlink, which is the single electronic window to transform the domain of trade and business facilitation for investors, businesses and citizens, by presenting greater opportunities across a range of e-services and also through our trade and business information portal.

So I would completely support all of the amendments that are on the table today through this Bill that would allow for the full implementation of CROS, and as I said this has the potential to ultimately enhance our investment inflows, both foreign direct investment and also local investment as well. Again, they are the benefits of reduced time, reduced cost and, of course, increase efficiency across the board, and I am particularly pleased to—and I make the point again—have all of

the micro businesses and small businesses become more formal to participate in the formal economy and really benefit and see their businesses grow.

So, as I conclude, this is the digital age and I am very pleased to be a part of a Government which has taken on the responsibility for digital transformation by putting in place a Ministry that oversees all of the actions that are taking place at all of the Ministries. So we are not operating in silos. So everything that is being done through the Office of the Attorney General and Ministry of Legal Affairs and through our Ministry, the Ministry of Trade and Industry, is done in full consultation with the Ministry with responsibility of digital transformation to ensure that we understand where we are going and that we are the part of this global call to digitize and to have a fully digital economy and so on. And the Ministry of Finance in the Budget Statement 2024, the Minister emphasized Trinidad and Tobago's pursuit of development and opportunities through the promotion of a digital economy.

Again, he spoke then about leveraging cloud computing and the Internet, big data, and 5G networks and so on. We are well on our way. I can tell you I am so very pleased that the Phoenix Park Industrial Estate will have a full 5G network. So that the Government, as a whole, is really working to ensure that we do transform our digital space to be fully part of the global agenda. I am very, very pleased that CROS will foster a heightened level of inclusivity, accountability and transparency within the Government, and with those few words, I thank you, Mr. President.

**Hon. Senators:** [*Desk thumping*]

**Mr. President:** Sen. John.

**Sen. Jearlean John:** Thank you, Mr. President, for the opportunity. I first want to commend Sen. Lutchmedial for a very measured and high-value contribution, and I



am hoping that the Government will take a lot of what she said on board as a very talented practitioner.

**Hon. Senators:** [*Desk thumping*]

**Sen. J. John:** Now, Mr. President, digitalization is a normal feature of our everyday life now. We interact with it at every area and stage of in our day-to-day life, and basically what separates the “offerer” from the user is confidence. And the Government today—and I mean quite rightly they have been saying these are the benefits to be had from this improved system, expanding the use of the system, trying to get it in terms of interactive, integrated, end to end for users, and that could only be a good thing certainly. However, I think what deters people—because the hon. Minister of Trade and Industry just spoke about those who are in the, I think, 60 per cent of the world economy or the world employees are in the informal sector. What that speaks to is a level of lack of confidence.

Any system, for the engagement, needs confidence, and I think what we have to look at basically—because as Sen. Jayanti spoke about our information will be on this registry from literally the womb to the tomb and everything in between. We really have to look at the security of that information, and basically not too long ago we had an opportunity to see how the Government or a government agency will respond to one of these issues of a data hack and that was TSTT, and by any standard it was poor. Because you just have to go online and see how they do—you do not have to go and rewrite a book or write a new set of protocols.

You know if people are affected, people need to know. If you are calling the police let us know you have called in the police. Let people know. I do not know if they call the people. I am talking about at least million accounts or so of

customers. I do not know if it is customers or accounts who are affected whether they called them and said, “Okay fine, your information is at risk, this level of information, and this is what we are going to do to mitigate against that and you probably need to close off your account.”

Very recently my sister who lives in Houston, she was a victim of some kind of data breach and she had to change her ID card, her driver’s permit, bank account. It was the whole gamut.. Because why? Because she was informed. And I think the Government is really missing a wonderful opportunity by not taking people into their confidence. You cannot say come and use this tool that will bring all of this relief, all of this benefit, and yet there is a lack of, to me, communication, there is a lack of education, and even assistance to some extent. Because what I heard Sen. Lutchmedial talk about in terms of having a hub when people go—because a lot of people are comfortable with things being paper-based.

The hon. Senator would have spoken—she said she had spoken to the layperson about using the system because she is a practitioner. I spoke to practitioners to say, “What do you think about this system, you having used it? What you think are the drawbacks?” And you will be surprised that some of these attorneys are saying, “Yes, I am happy that I can use this facility in the comfort of my office, but is it that the Registrar General—she has the discretion of placing what she wants for our retrieval and how do we treat with that”? Because in the case of—what I was told, some of these attorneys are constraint to rely on the Registrar General to make available to the public certain information. And they are saying the public and the attorneys-at-law may no longer have access to hard copies because these are the copies they will need when you are going to the bank, for instance, if one has to use a piece of land, the deed for a piece of land as collateral to do whatever, whether it is to build a house or to leverage, to open a

business as the case might be.

So they saying under the pre-amendment, attorneys and the public could have searched for the physical copy of the records for more accurate and transparent searches. This amendment creates the following risk that the Registrar General retains the sole discretion as to what she places on the electronic database, and what does not go on the electronic database, this discretion may lead to abuse. And again, what I have been told is that it places a risk to attorneys-at-law who must advise their respective clients on title to real property. So this means that if a prior transaction relative to a parcel of land is not uploaded electronically, so it comes not to what is the protocol in terms of timeliness of upload in this system? Because when you are doing your searches what they are saying, there is a real risk that a prior deed or instrument would not be picked up and title may be defective resulting in attorneys advising of good title when in fact it is not so, and this was not a deliberate act on the part of the attorney. So they are saying this opens them up to civil liability, and for lending institutions who hold as security, these real estate as loans.

So unless the system goes completely electronic end to end and their safeguards, then the integrity of the records could be compromised. The hon. Minister of Trade and Industry was talking about these small, well maybe medium sized—well maybe small and micro who are not registered, you know, in terms of bringing them onto the system. But you have to pay all of these fees and you have all this administrative work, and I think the Act is saying you either go to an attorney or an accountant. But can it not be that the FIU can register? There are many folks who have done their LLB but they have not done the LEC, and you have other people who may be paralegal or accounting technicians who can perhaps avail themselves of a course of training and they may not cost as much as

an attorney or a fully trained accountant.

Because, you know, one has to look at the user friendliness of these systems and the accessibility. Because another thing, I know there are times when or prior to one not having this restriction of only uploading these applications online, that you go in and you can fill out your form and so on, and many people will just register these companies without going further—well probably their user name to open their ice cream shop, they roasting—their bake and shark shop, roasting fish in Mayaro, as it were. I am not saying that the man roasting fish in Mayaro is not well-organized. But I am saying sometimes these small businesses they are not studying to go from year-to-year to fill out forms and to be compliant and so on, and how do they now know that they must be complaint. This will be a course of education and training and communication.

So many things are good, but if people do not know about it they cannot avail themselves of those services, and they feel shut out and locked out from the system when—as again the Minister of Trade and Industry said, you know coming out of these registrations they can perhaps avail themselves of grants. Maybe be able to present a better strategic plan to a bank or to some other lending agency. In addition, we have the issue of our stock exchange being finely traded. All of these tinny steps will lead to more confidence where people will feel, “okay, the system is available to me and I can fill out all of these forms”. Because remember your entire life now is inside cyber space and you want to know that where it is, it is well-kept and basically people are responsible, and it just cannot be that because—there is a piece of legislation. There must be rigid management, and maintenance, and oversight. So again people have this confidence.

So when we are reading—every other day I think we are reading about some big company being hacked, but we are not seeing what comes after being hacked.

What are the protocols? Because in some other jurisdiction, Mr. President, what is done is that—again I come back to that point—they notify the appropriate parties, they notify law enforcement, they notify other affected businesses and affected individuals, and then determine your legal requirement. I think people will feel a lot better and a lot more part of a system to say, “Okay, fine, this has happened to me but I am taken care of.” But people are just left to wonder “is it I, is it I”? And I think this is something the Government need to look at in terms of how do we respond to these issues. It is not that people cannot take the information. People want to know if they are at risk, if they are exposed. So I think that is a big part of where we are in terms of that whole engagement of digitalization and being part of this whole cyber highway.

Mr. President, I am told—there is nothing in the legislation which puts a legal duty on the Registrar General to put in place systems well to reasonably secure public records, and yet you know there are very punitive measures. I mean my colleague felt the measures were not punitive enough, but as far as some of the practitioners are saying, maybe they are not doing as well as she is. But, they are concerned that the measures are very punitive that reference as fines—well reference to deter and penalize, and these are fines and really some stiff jail terms.

**12.40 p.m.**

Further Mr. President, proposed section 9A provides the Registrar General with immunity. So I do not think—the burden is on the user and not on the custodial of all of this record, and I find that is asymmetrical, that is skewed. Why is it that people’s—you have millions of records, but this person has a built in immunity. How will they then be responsible? I see maybe daily the American Congress, they haul anybody before the Congress and drill them and grill them and then maybe put them before the court.

So if it is there is no incentive for this—I am not impugning anybody's character or their professionalism, but certainly there we just cannot give a blanket immunity and say well, you are okay. You can lose people's records, anyone can come and dig into it. Yes, it is fine, I do not think we have—we really in terms of securing people's records and keeping it safe, I think we are still emerging as a country quite frankly. Right, and people are very suspicious of these things and basically it is something that needs to be addressed.

So never mind all of the wonderful advantages being spoken about with respect to this CROS system, people are not going to R-U-N to it particularly. Those—the ones who are already in the informal sector, who are escaping the tax man and so on, they are going to stay right there. Because, I think if they read to law and their attorneys or whomever interpret it and say well, look, you are giving this person all this information, you are exposed to all kinds of things and yet they themselves—there is no duty upon them because they have this built in immunity.

Again Mr. President, attorneys are saying there needs to be a proposed amendment to also guarantee that what is posted electronically is taken as the extent of the record. In this way the State will be liable for its own record because they are saying maybe they would not be able to—they need a disclaimer. Meaning, they said proposed section 9A provides the Registrar General—I am going back to that—with immunity of legal action even though through the negligence of the State in maintaining proper records, it means that the public and lending institutions would now have to bear the risk associated with advising on transactions without the ability to review proper records. I do not know if that is so, but that is the assumption.

Attorneys will be constrained to introduce a disclaimer to their clients. In this regard, the public is the one who suffers. So they are saying there the solution

is to—there is a proposed amendment to also guarantee that what is posted electronically is taken as the extent of the record because there might be a shortfall maybe because of a delayed upload or what have you, because there is Sen. Jayanti Lutchmedial saying using this electronic system it takes 11 days. So it took her 11 days in this instance. Let us hope that that is an outlier and that is not indeed a fact, the norm as it were, because a lot rests on this system based on what the Government is saying with respect to the ease of doing business and 11 days to register a business just will not do.

**Sen. Lutchmedial:** It is just the name approval.

**Sen. J. John:** Oh, the name approval. So Mr. President, in this way the State will be liable for its own records as I said and in a mess rather than passing on the responsibility and risk to the public.

The introduction of section 5D(13) and (14) of this Act, this proposed section imposes criminal liability on the public for submission for registration any record that contains a person's name without their consent. Now again, within that section of the Act, 12(d) is a catch-all phrase that needs to be specified because without clear definition (d) also means that deeds of conveyance and memorandums under the Real Property Act also falls under this category. So Mr. President, what is being said is that this needs to be specified, that this may impose an additional burden on attorneys to now procure consent of all parties to any real property transaction that requires registration.

**12.45 p.m.**

Mr. President, within the amendments to the Companies Act, I think what I am hearing from the attorneys that I would have solicited advice from, they are saying they are really happy to know that there has been a clean-up of what is the

beneficial interest and basically that under clause 4 of the Bill, inserted in (1B) and (1D), it says, where there is a transfer of membership shares, even if you obtain shares by purchase, you have now to file a beneficial ownership form within 45 days. This was never a requirement, which now impacts how attorneys do share transfer agreements, where you will have to indicate that once there is a share transfer, a share sale, any acquisition of shares, you now have to declare a beneficial ownership form. Whether you in fact won or not, you must file the requisite form in the registry. And another thing that was made clear is that even after you have left the company, or the company has been wound up, you have to keep this information for five years. So that is quite a long time to really have information under management.

Now, another issue is that a lot of people are currently filling the beneficial ownership forms and not updating the company for whom they are filing, and the companies are not aware that they have filed it and they are sending out notices to—this was a real practitioner telling me this—for persons, shareholders to file. So now the onus is on the companies themselves to hold an actual register with the list of beneficial owners and that beneficial ownership register is to be kept at all times. So this is probably a good thing that they are responsible for keeping it. However—and because, of course, there is the fine of \$10,000 and three years' imprisonment.

But, Mr. President, I want to know who goes into these companies and now looks to ensure that these registers are kept and that they are up to date as required by law? Because they have to be updated annually. And basically, there is now a definition in a—well, I mean a strict definition with respect to who is a beneficial owner. There is also a change where if the person is a beneficial owner of more than 10 per cent of the share, this person does not have to file, the onus is on the



company to file that declaration of beneficial ownership. And I think people are feeling—well, the practitioners are feeling quite satisfied that this definition is quite specific and specified within this Act.

There was some other issue that I was told about where there was a sort of misnomer between some 14 days to file, and what it means—just give me a second, let me see if I can find it in my notes because this, to me, was a big point in terms of a—okay. The introduction of section 33(1A) imposes an unrealistic timeline of 14 days and (1D) imposes serious criminal sanctions for non-compliance with inter alia 33(1A). The timeline set out—the timeline of 14 days to issue shares to members or issue membership interest is unrealistic. It does not take into consideration that adequate notice must be given of a company meeting amongst directors to consider and decide on the issuance of shareholding in the event of a company incorporated and there are two directors and one becomes unavailable for some good reason and the issuance is not made within the 14-day period, that is which is now an offence that would have been committed. So this proposed section is unrealistic and should be deleted.

So I think we have put some amendments. Instead, section (1B) should read:

In such that within the three months, the shares shall be issued and the interest shall be registered within that time.

—which is more unrealistic. The unrealistic deadline set up in these sections has the net effect of turning the man on the street away from legitimately setting up a company to do legitimate business, and I think this is the opposite that the Bill is designed to do. It is really to bring more people into the full transparency.

Mr. President, the amendment of the Non-Profit Organisations Act within this suite of amendments, again, you have the duty, based on the Act, of all of this

administrative work. One does not say that these organizations should not be well organized but I think the Government needs to really appreciate what they do, and Sen. Lutchmedial alluded to it, that there are many families who only today, if it were not for an NGO that was there to help them, you know—I mean, there are people who will raise money to buy school shoes. There are former footballers who will ask for footballs and things—not Sen. Nakhid, he is not so inclined, you know—and you know, to train and to assist and to give children a safe space. There are schoolteachers who would have thrown a “sou sou” to build a little room onto their house to give free home lessons, and all these sometimes are registered NGOs so they can raise money to buy copybooks or buy schoolbooks and so on.

So in terms of, you know—sometimes when we are just looking at international considerations, we have to sometimes fit things into our own specific experience, our lived experience, to ensure it works because these are the people that keep us going, you know. Many times it is not the people declaring a supernatural profit that keeps a lot of these underserved communities going, it is the person next door who really probably sometimes are in need themselves, and we really need to look at this when we are setting legislation and putting a burden on these people. How can we help them, not to do less, not to go underground, but how can we help them to do more?

So, Mr. President, more than anything, my concern will be the security of the data because so far, you know, we have not showed that maturity in terms of taking the public into our confidence when something happens, and things will happen. It is not only happening in Trinidad, it is happening all across the world. So we have to sensitize our population that this is now a phenomena. It is not God, it is not nice, but these ransomware folks are out there and they are looking for money and they are going to get us. Right? But when they come to us, we must be

transparent because that is the only way people are going to trust us with their information and come and sign up on these kinds of system. We do not want any judge to say the Registrar General was arbitrary and self-initiated, you know, because we are going outside of our remit.

So, Mr. President, the Opposition is never opposed to progress within our country. We will always support that. But we try to bring to bear our point of view on behalf of the man on the street, you know, on behalf of the everyday person, we like to—we bring that.

**Hon. Senators:** [*Desk thumping*]

**Sen. J. John:** We always have good intentions because, you know, sometimes this Government is up to no good. So—

**Hon. Senators:** [*Laughter*]

**Sen. J. John:**—in the interest of good order and the needs of our citizens, Mr. President, I want to really thank you for this opportunity.

**Hon. Senators:** [*Desk thumping*]

**Sen. Hazel Thompson-Ahye:** Thank you, Mr. President, for the opportunity you have afforded me to speak on this Bill. The stated purpose of the Bill is misleading. It states:

“This Bill seeks to make amendments to several pieces of legislation to allow for an electronic system established by the Registrar General to be used.”

This Bill does much more than that. It purports to be short. It has a long title: “The Miscellaneous Provisions (Registrar General, Companies, Registration of Business Names and Non-Profit Organisations) Act, 2023”. The hon. Attorney General calls it CROS. When someone describes you as a cross, it is not positive, so I would not advise that you call the Bill a “CROS”. The title is so long that I am

tempted to say that “de petticoat longer than de dress”, but I would not say that. I do not like to confuse people and many people today do not know what a petticoat is. It is no longer everyday wear and people do not want to be reminded there was an essential component of proper female attire, but I date myself.

I said the Bill purports to be short. Why do I say that? Because when we look at the Explanatory Notes, which states that it contains six clauses, you may think, “Yes, yes, we get ah early Christmas gift,” but when you see the Bill runs to 59 pages, you must conclude that the adjective “short” is deceptive. Navigating many subclauses within those six clauses can make you sound. Interestingly, the Bill Essentials, for which we are always grateful, although sometimes we say better late than never, we know it is not the fault of those who prepare it, lists 84 amendments. So when I saw that, I said to myself, when we leave this Chamber, it will not be a bright, bright, sun shiny day, but the way things are moving, you know, it is looking good. I think people are being very short and so I still hold out some hope.

Mr. President, this omnibus Bill, which amends the legislation specified in the long title, provides, first of all, in section 2(1) for amendment to the Registrar General’s Act to create the new post of Senior Assistant Registrars General. Section 3(1) authorizes the Deputy Registrars General and Senior Assistant Registrars General to carry out such functions of the Registrar General may authorize in writing. Under section 3(2), the Registrar General, Deputy Registrars General, Assistant Registrars General and Senior Assistant Registrars General are ex officio commissioner of affidavits.

I welcome the assistance being given to the Registrar General with a creation of the new post, with added duties. It should mean that the long delays that we experience sometimes to finalize documents will be curtailed. I am aware

that such amendments to provide for additional staff positions, with added duties, do not always have the desired result, but it is Advent, a season of hope, so I am hopeful.

I am concerned though that when there are promotions, experienced members of staff with valuable experience are lost from the department from whence the promoted staff members have come and chaos, such as obtains in a Probate Registry, may result. I urge caution in the rolling out of these promotions. I urge management to take time to train staff who will assume their new duties to perform their new roles.

Mr. President, we are in the digital age. The Government recognizes this and for the first time in our legislative history, we have, with responsibility for digital transformation, a whole Minister. I suspect he may prefer that I say a competent Minister but the jury may still be out on that. Sorry, I could not resist that. With the growing incidence of digital-related crime, cybercrimes, I expect that that Minister may be a nervous man, but I expect also that he will be liaising with the Minister of National Security. The COVID-19 virus has brought us into the digital age. We see it as something new but sometimes we do not realize that what is new to us is old to other places.

I remember that being told many times ago that, “Why you have all these old documents?” and many times they come in very useful because I have in my library a publication of the International Bar Association. It is the edition of the International Legal Practitioner, Volume 27, No. 1, and there are articles in that publication titled:

“Use of Electronic Documents in US Courts...”

New York State Court’s Experience in Electronic Filing of Court Papers;

Mexican judicial system and the Internet; the Cyber Court New Procedural Rules in State Courts and Arbitration; Online Services of the International Centre for Dispute Resolution of the American Arbitration Association. —and that is in 2002, and we are now in 2023 and we are talking about now doing these things that were being done in other countries 21 years ago.

The Bill itemizes in section 5A(1) the functions identified in section 53 of the Electronic Transactions Act, which the Registrar General can carry out using an electronic system. They include functions under:

- “(a) the Registration of Deeds Act;
- (b) the Registration of Title to Land Act;
- (c) the Conveyancing and Law of Property Act;
- (d) the Real Property Act;
- (e) the Companies Act;
- (f) the Registration of Business Names Act;
- (g) the Non-Profit Organisations Act;”

—and so on. The list is not exhaustive.

Section 5A provides for:

“Public records and private records required to be kept and maintained by the Registrar General...may be in any form, as approved by the Registrar General, inclusive of an electronic system.”

Mr. President, I have said in this Chamber before that the level of corruption in the Registrar General’s office was a source of great worry to at least two previous Registrars General who shared their concerns with me.

[MR. VICE-PRESIDENT *in the Chair*]

**1:00 p.m.**

And I suspect that that contributed to the early demise of at least one of them. Are there sufficient safeguards in place to eliminate these incidents of corruption?

Not too long ago, I encountered a strange situation with respect to a deed. I made my own investigation as to how this curious situation could have occurred. I was astonished that the response I got was, “Well, the person responsible is no longer employed here.” That is how you deal with it? I say no more, so as not to prejudice any further action. You will understand why I am concerned, because within this beautiful country, there dwell many “trickydadians” who are too clever by half.

Sections 5D(5), 5D(6) and 5D(7) provide penalties for submission of false documents or false information, or fraudulent documents or fraudulent information, or untrue statements or documents that omit material facts which may mislead. These persons who commit these acts, if found guilty, are liable on summary conviction of a fine of \$10,000 and imprisonment of three years and possible refusal of the documents, or a fine of \$50,000 and imprisonment for five years, or a fine of \$10,000 and imprisonment for three years respectively. I do not consider these fines or terms of imprisonment a sufficient deterrent, and I recommend that they increase.

Section 5F(4)(a) clothes the Registrar General with a duty of notifying a person of the suspension of his account for failure to comply with a condition imposed. And it further provides in section 5F(4)(b) that:

“where the user fails to rectify the failure within thirty days of said notification, the Registrar...may extend the suspension for a further period, to be determined by the Registrar General.”

Mr. Vice-President, there is no time limit imposed on the Registrar General for notification of the person of the suspension of his account, while one is imposed on

the defaulting person for rectification of the failure to comply with a condition imposed. I therefore recommend that the Registrar be duty-bound to notify the person immediately of the suspension of his account. I also recommend that there should be a time period in section 5F(5) for appeals of the Registrar General's decision.

With regard to the penalties for offences in section 5H, I and J, which are serious offences relating to modifying the electronic system, interfering with it, interrupting it, or obstructing its lawful use, or impeding, preventing access to, or impairing it by deleting, damaging, impairing the usefulness of any programme or data on the electronic system, or:

“...knowingly...without authority engages in conduct which causes the electronic system to cease to function permanently or temporarily...”

—I consider that these penalties are not severe enough and again, I recommend an increase.

Regarding section 9, office hours of business, I would wish to know who monitors the hours of business of employees of the Registrar General's office? Time and again, I have seen members of staff streaming out of the Registrar General's office at 3.00 p.m. To be out the door by 3.00 p.m. must mean surely you would have had to shut down your, whatever you engage with, prior to 3.00 p.m. When I was bold enough to question the exodus of employees, the explanation given was that, “These employees live far from Port of Spain, you know, and they get into office early in the morning.” My response has been, “They are not unique in that respect, but perhaps they should attend to members of the public earlier.” I was told, “They have to eat their breakfast.” Sweet, sweet, Trinidad.

Mr. Vice-President, sometimes when I read a provision in a Bill or an Act of



Parliament, as for example, the Unit Trust Act, which I complained of on a Motion for the amendment not too long ago, I want to approach the Attorney General, or whichever Minister is piloting the Bill, and with hands outstretched, say to him, “Welcome to the real world.” Why do I say that? Because when I look at section 17(7) of the Non-Profit Organisations Act, I say to myself, not what a wonderful world, but where are these people living? Mr. Vice-President, clause 17(7) reads:

“Where a non-profit organisation ceases operations on the death of the controller, the legal personal representative of the controller, shall, within three months of the death give notice to the Registrar General of the death and ceasing of operations.”

Now, herein lies the rub, who is a legal personal representative? Under our law, it is the executer of the deceased estate or the person upon whom the court bestows the grant of representation. Now, I do not know if the Attorney General interfaces with attorneys who do estate law. If he does, he will know that the Probate Registry is in a state of crisis. Many lawyers are complaining that they are not getting grants of representation for estates that have been filed three and more years ago. Clients are accusing them of not doing their work. Lawyers in the large law firms are angry, so to single practitioners. When lawyers enquire about the status of our applications for a grant, we get a stock response, “The estate is with the registrar for checking.” My goodness, I want to know if these are checkers ended.

Long, long ago, every Thursday, applications for grants of probate and letters of administration are advertised in the newspaper. Just last week Thursday, there were 68 such applications listed; 40 of them were applications for grants of letters of administration and the rest were for probate because more people die intestate than die with a will. Beneficiaries are being greatly disadvantaged.

Widows and widowers and many children are suffering as they cannot access their deceased relative's money in Unit Trust, banks, credit unions above a certain amount, and from deceased relative's place of employment. Some of these applicants might have been killed because of a beneficiary thinking that the applicant got the grant and was refusing to share the estate.

Meanwhile, we are sending letters to the registry and answering queries that could not possibly have emanated from a logical thinking human brain, perhaps another part of the anatomy. You are probably wondering if I meant the heart. Some Bills, like the Domestic Violence Act and the Children Act, do come from the heart. Hon. Attorney General, I urge you to read the speech of the honourable Chief Justice at the opening of the law term, when he made a plea for qualified staff. In the meantime, as a matter of practicality, I strongly suggest you rephrase 17(7). It is not a lucky 7.

Mr. Vice-President, with the increase in fees for companies under the Registration of Business Names Act, the Companies Act, Non-Profit Organisations Act, as indicated within the Bill, I could not help wondering if the hon. Minister of Finance was not holding talks with the hon. Attorney General regarding revenue generation. I would recommend that it will be more useful if a business desk be inaugurated at Inland Revenue or some agency, maybe, you know, in the Registrar General's office to guide small business and NGOs, to assist them in compliance with their various duties under the respective Bills. Some people are not comfortable or have no access to websites, even in 2023, so they need help.

All in all, the Bill brings us in line with legislation in the UK and other Caribbean countries. And with the reservations I have expressed, I am, you know, minded to support the effort of the hon. Attorney General. But as I said before, "doh" call it CROS, although sometimes we feel that we have so many crosses to

bear. And I do hope, as it was said in Jamaica legislation, that it gets, you know, support across the divide, so that we really work and do what we want to do, what we need to do to bring us into this century. Thank you, Mr. Vice-President.

**Hon. Senators:** [*Desk thumping*]

**Mr. Vice-President:** Minister of Public Administration.

**1.10 p.m.**

**The Minister of Public Administration (Sen. The Hon. Allyson West):** Thank you, Mr. Vice-President, for giving me the opportunity to participate in this important debate. When last we met, it was to treat with another miscellaneous Bill, the main focus of which was on putting measures in place to identify beneficial ownership of assets in the various forms in which people own assets in Trinidad and Tobago, and I spent a lot of time explaining why that was necessary, and the benefits that could bring, and so on. So, today I will not return to that focus. I will, instead, spend the limited time that I have talking about the quantum leap that this legislation will bring to the digitalization of the Registrar General's Department in particular and the operation of the public service in general.

So, let us look and see what the key aspects of the Bill, in respect of that matter, is proposing to do. So, clause 3 of the Bill is proposing to amend the Registrar General's Act to do several things, including to provide for the records that the RG is required, RG being Registrar General, to maintain may be kept in any form, including electronic form. It is providing for the use of an electronic system for various things, including receiving, filing, registering of documents, creating, collecting and providing certificates. It is seeking to empower the Registrar General to allow submission, delivery, receipt, or registration of documents. It is seeking to establish the legal status and admissibility of electronically-generated certificates and documents issued or processed by the Registrar General. It is

seeking to eliminate the need for handwritten signatures for certificates or documents issued, filed, or registered by the Attorney General. It seeks to establish requirements for access to the electronic system to be operated by the Attorney General. And in respect of all of these things, we need to bear in mind that the Registrar General treats with, or is responsible for maintaining registers for deeds, for probate of wills and letters of administration, for judgments, decrees, orders and rules and for memorandum of lis pendens.

In respect of the Companies Act, it is seeking to do a lot of what applies under the Registrar General's Act. And in respect of all of these things, what the Bill is recognizing is that for us to satisfy or fulfill the objectives that we have of improving the operation of the public service, improving the efficiency of the public service, we need to do things differently than we have done them before.

And what was decided when we looked at how to bring Trinidad and Tobago effectively out of the significant downturn that was caused by the pandemic, when we pulled together a lot of luminaries throughout the society to come up with a roadmap to recovery, one of the consistent themes throughout the roadmap for all of these people who were looking at the various sectors of the economy, from agriculture to construction, to trade, they all came to the conclusion that if we want proper, effective, lasting and speedy recovery we need to build that on a platform of digital transformation.

The Cabinet received that report, accepted the recommendations, and it was on the basis of those recommendations and on the full acceptance of same, that the Prime Minister in his wisdom chose to establish a Ministry, first, of Public Administration and Digital Transformation and then a Ministry of Digital Transformation, because we recognized that, while we have been trying for decades to reform and improve the public service, and having limited and

vacillating impacts, that if we wanted a quantum leap into the future, if we wanted to maintain and improve the status of Trinidad and Tobago in the world and how we operate, we needed to do something differently. What we are doing differently is basing our transformation of the public service or modernization of the public service on a platform, on a digital platform. So, the Registrar General, being consistent with that theme and that approach, is now seeking, through the passage of this legislation, to get on that digital platform.

I remember when the Ministry of Digital Transformation and Public Administration was created and I was put to lead it, and I was trying to conceptualize how we move forward, I had a vision of how I thought Trinidad and Tobago should work. And one of the first things that came to me was that we need an integrated whole-of-government approach to the provision of services; an interconnection that relieved the citizens of the need to go to several Government agencies to get things done.

So, for example, I had a vision of somebody being born in one of our health facilities, and on the birth of the person the parents, with the assistance of whatever official was required to be there, could input the relevant information on the birth, upload it to the Registrar General's office and allow for the generation of a birth certificate. Without having to wait for weeks, without having to go to the office, without having to make a cash payment, all of that could be done online. And a mere two and a half years after, I started conceptualizing that this is where we should be going, the Registrar General comes and says, "I am ready with my portion of that vision. I am ready to move forward. I can accept documents electronically. I can sign electronically. I can issue documents electronically." So, the Registrar General is ready.

It is now for the other part of that vision, for Health to finish their

digitalization projects, so we can merge the two on the platform of interoperability that my colleague in the Ministry of Digital Transformation is treating with, to build out one of many upcoming services that are integrated across the public service, to better serve the citizens of Trinidad and Tobago. So this, to me, is a quantum leap in the right direction and what I would like to assure you is that it is not being done in isolation. There is a vision for the entire public service. All Ministries, agencies, and divisions are working to digitalize their particular services, and as each of them completes or comes close to completion, we can begin to merge the services together to provide a whole-of-government approach.

So that, we have seen other examples of digital services being rolled out. We have had the Licensing Authority, for example, allowing people to secure appointments online, which has improved the efficiency of how the licensing office work. The next step is for them to be able to apply electronically and, perhaps, receive their licenses and renewals electronically without having even to go into the office, but that is something that will come over time. So the Registrar General is actually taking a leap ahead of most of the other agencies throughout the Government in how far it is going with this legislation and with what they are about to roll out to take us into the future.

So what are we achieving with this move by the Registrar General? First, and I am sure my colleague from the Ministry of Trade would have focused on this because this is a particular area of interest, a significant ease in doing business. A lot of business requires production of evidence of property ownership, requires use of companies, and often you have to do searches. It takes a while, it delays the business, it delays your securing financing because the banks want evidence that you have proper title to the property that you are putting forward in support of your facilities. And so, if we remove that delay, if we remove the need for physical

checking of records, then we increase the speed with which we can get business done, we increase the efficiency. We, therefore, hopefully make it cheaper and we make Trinidad and Tobago more effective and more efficient, more attractive by doing that.

I remember—and I am dating myself here—as a young attorney, coming to this very building to search for records, to search for proper title roots, so that we can verify that the person who is seeking to sell this land has proper title to do that. We used to go into the bowels of the building and pull out tomes by years and search through by line to find the property that you are looking for, to make sure the ownership is right and trace it for at least 30 years to get a proper title; and you can imagine how long that took. And then after you finished searching the property register, then you had to go over to the judgments register and search that to ensure that there was no judgment against the property that you were seeking to buy. And then when you finish that, you had to go to the lis pendens registry to ensure that there were no pending matters against that property you were seeking to buy. So that was a whole process and it took forever.

Imagine we are able to press a button and get that in minutes or seconds. This is what the Registrar General is seeking to move to. People are complaining about delays with the court system and concerns; there are teething problems, that is unavoidable. But they are being worked on between the Office of the Attorney General and the Ministry of Digital Transformation, and those teething problems will be solved. And as and when they are solved, what we will have is a system that lends for much greater efficiency and that lends for security in your acceptance of the information coming out of a system because it is no longer dependent on what an individual sees or does not see. The electronic system will allow you to do that.

What we can do to enhance the system going forward is to add artificial intelligence to do the searches to make it even more efficient. A colleague of ours was talking to us recently about some transaction that he or she was negotiating—I would leave it at that—and it involved a significant amount of paper, and there was back-and-forth with the paper and people were changing, but they were not tracking the changes. So how were we able to determine what changes were made? Artificial intelligence was able to review all the documents within minutes and say, okay, these are the changes that have been made but not declared by the other side. And so, that protected us from signing a document that we were not completely comfortable with. So artificial intelligence is an option to be considered in further enhancing what we are seeking to do here today. So, as I said, a benefit, ease of doing business.

Sen. Lutchmedial expressed concern about our potentially marginalizing people who do not have devices, who do not have Internet access, who do not have the knowledge to do what will be required to interact with the system to treat with the Registrar General's activity. And to that I will say that we have been and continue to put measures in place to treat with that. Every student, every needy student in Trinidad and Tobago every year as they join the school system, is provided with a device, and those who are not provided with devices, are not provided with devices because they are able to afford their own. So that, we know that every household in which there is a student in Trinidad and Tobago has a device; that is one.

Secondly, the Telecommunications Authority of Trinidad and Tobago, charged with the responsibility of ensuring that we have universal access to telecommunications, has been providing devices to other needy persons and has been building out Internet access in remote areas that do not attract the attention of



our telecommunication companies.

**1.25 p.m.**

So we are ensuring—we are working to ensure that there is access across Trinidad and Tobago, both in terms of device availability and in terms of Internet access.

Over and above that, the Ministry of Digital Transformation has built, and continues to build, access centres to allow people who either, do not have devices, or do not have Internet access, or do not understand the technology, and therefore cannot use it without help, can go into the access centres to get access to the device, and/or, to get access to the Internet and/or, to get support of the staff to operate the system. And, I have been assured by the Minister of Digital Transformation that as part of his ongoing operations, the persons who are put to operate these access centres are trained in all the electronic services that are provided by the Government, so they are able to help members of the public. So, we are not building systems to exclude people. We are trying to be as inclusive, as possible.

Another initiative of the Ministry of Digital Transformation—and I hope that I am not stealing any of his material if he plans to join the debate. Another initiative of the Ministry of Digital Transformation is training people in digital literacy. So, we are trying to ensure that we create and build an inclusive society ensuring that nobody is left behind. So if you do not have a device, we will give you a device. If you do not have Internet access for the students, we will give you, what they call it, the MiFis, to get Internet access. TATT is building out the Internet access throughout Trinidad and Tobago.

**Sen. Thompson-Ahye:** Can you say where this training is taking place, please?

**Sen. the Hon. A. West:** At the Ministry of Digital Transformation. What I will do is ask, ask my colleague to make that more publicly known.

**Sen. Thompson-Ahje:** Thank you.

**Sen. the Hon. A. West:** Yes. Thank you, Mr. President. So, that these are the measures that we are taking to ensure that even as we build out digital services, and even as they may seem complicated, that we are providing support to all citizens to ensure that they are able to easily and efficiently access those services and we will continue to do that.

So, I talked about the access centres. The aim is to build out 100 of them throughout Trinidad and Tobago to ensure that people have easy access and do not have to go far. On top of that, the Ministry of Public Admin, which I lead, is in charge of administrative centres, which are used as one-stop shops for government services outside of Port of Spain. So, we currently have one in Tunapuna and one in Siparia. We are about to refurbish and build out one in Point Fortin, and we are about to start the construction of one in Arima. As we pull those government services into a single location to make physical access to services easier, we plan to include in those centres, hubs for individuals who want to go in and get assistance with electronic filing or uploading of documents could do that in this location as well. So, that will be another option for giving individuals access. Because, even as you are physically in a building where you can go get the service, it may be that it is just easier to apply online.

So, there is a kiosk there, where you have access to a computer, you will have people circulating who will be able to assist you, as and when you need it. So, with all those options, I do not think exclusivity is going to be a problem—exclusion of people is not going to be a problem.

**1.30 p.m.**

Another benefit of the move towards digitalization and it is clearly covered in the legislation as drafted, is giving people access to information because the

legislation talks specifically about members of the public being able to access information from the registry for whatever reason. There is a fee attached and there is a process to get access, but it opens up the information that is within the Government's possession more readily to members of the public.

We at the Ministry of Public Administration, for example, launched our property and real estate system about a year ago, and we were continuing to build it out to give access to all of the stakeholders with whom we operate to locate and organize the rental and purchase of real properties. So that has been our focus. But going forward what we plan to do is to structure the system to allow individuals who wish to get access to the information that people in the public want. Where is the Government renting, how much rent are they paying, perhaps what do they need? So we will keep from you the confidential information of individuals to the extent that we have it, but we propose to give the public access to such information as the public should be reasonably able to access.

So it will make the necessity of issuing or submitting freedom of information requests less critical because all you will need to do is go up online and get the information. So it is making open—digitalization is making open government more of a reality.

Another issue that will be addressed and is one of my pet peeves, Sen. Vieira mentioned it, is moving to a paperless society. One, we will stop killing as many trees as we currently do which will be a relief. But when one considers the amount, the sheer volume of paper that exists in government offices, it takes up I am told, at least 10 per cent of the space in each office. And I suspect that is an underestimation because you create formal filing areas, you have filing rooms, and you have filing cabinets, and they are all full, and then you see boxes of paper on the ground and on desks and whatever. So I am positive that we actually take up

more than 10 per cent of the space.

We are paying an average of \$10 a square foot for property in Port of Spain now, because we have been negotiating to bring it down, it used to be higher, it was higher, right. But we are paying \$10 a square foot to accommodate paper, which makes no sense to me.

So, what the Ministry of Public Administration is seeking to do as these various entities digitalize, is take the paper out of Port of Spain and put it in a remote area for storage. Well, one, we have to come up with a policy for retention because we retain everything and we do not need to retain everything. But for what we have to retain, you have access to the information on our system so you do not need the paper in front of you. We recently did a site visit to identify the perfect site for this location. So I am going to Cabinet soon for approval to build that. I already have approval in principle to build out this storage unit for both paper and furniture and fixtures that Ministries get rid of and never look back at. We are paying storage all over the place to store these things that we never use because we do not know what we have, there is no registry of equipment or furniture and that kind of thing. So the Ministry of Public Administration is planning to fix that.

So as we do that, we can reduce the size of the renters that we have in Port of Spain and bring down the cost that we pay on commercial rentals, which is approximately \$22 million a month, which is unacceptable. So that is one of the benefits that will be achieved from this and other digitalization projects.

So what we have, Mr. Vice-President, may not be apparent to all of society because they are not aware of all that we are doing, but what we have is a whole-of-government approach to increased efficiency and reduction of cost including rental cost. Each Ministry is going about doing their digitalization

following in the footsteps of the Registrar General and others, with the aim of increasing the efficiency of the service to the public, with the aim of making life less stressful, with the aim of being more citizen centric in our approach.

I keep telling public servants if they remember—at least the ones I interact with—if they remember that our objective is not about following rules but our objective is about serving the public, then we will have a different approach to how we treat with things. And this is what we are trying to engineer. We are trying to engineer a public service that is focused on how do we make life as easy as possible for the citizen. This to me is a quantum leap in that direction.

We all have to pick up speed in following that example that has been set by the Registrar General and then as I said, the Ministry of Digital Transformation will come in, and the Ministry of Public Administration to some extent, us with respect to reengineering and ensuring the correct organizational structures to support the new approaches, and the Ministry of Digital Transformation to overlay the interoperability.

So Mr. Vice-President, as I indicated, we acknowledge that there are teething concerns, we acknowledge that there are things that need to be improved, but there is in my humble view absolutely no reason to not support this piece of legislation. It will take us in the right direction. It will take us significantly forward, and as Sen. Vieira said, it will put us ahead of the rest.

I have a vision for Trinidad and Tobago leading the digital space of the Caribbean and supporting our colleagues in doing that. Even as we build out our electronic human resources management system, I am already thinking down the road we are creating expertise, we are going to have a local cloud storing the human resource information. That is not something we should retain for Trinidad and Tobago alone, we could extend the benefit across the Caribbean.

So that, with this piece of legislation approved by your good selves we can take the step in the right direction. We can put Trinidad and Tobago ahead of the rest and get us to where we need to get to in the not-too-distant future. So I would respectfully ask that you lend us your support in this and rest assured that we are treating with all the concerns that you raised. Thank you, Mr. Vice-President,

**Hon. Senators:** [*Desk thumping*]

**Mr. Vice-President:** I will just like to remind everyone that before the committee stage of the Bill to please do submit your submissions for change, and adjustments, and suggestions to the Secretariat so we can have it in writing before we proceed. Sen. Gopeesingh.

**Hon. Senators:** [*Desk thumping*]

**Sen. Tim Gopeesingh:** Thank you, Mr. Vice-President, for the opportunity to contribute in no expansive manner on this Bill before us. In fact, the Bill is 46 pages long with amendments to several clauses on three Acts of Parliament, namely, the Registrar General, Companies Act, Registration of Business Names, and the Non-Profit Organisations Act, 2020. So this Bill today, in 2023, seeks amendments to these three Acts and they are wide and encompassing, all in the pursuit of this administration seeking nine years later, to satisfy the Global Forum and CFATF and the Financial Action Task Force requirements which they had been telling this country now, from 2014, when we were in government.

They visited Trinidad and Tobago and made some recommendations under the anti-money laundering and counter terrorist financing measures, Trinidad and Tobago Mutual Evaluation Report, and in 2015 they made some recommendations but we demitted office now again, and nine years later this Government has been lackadaisical, inept, incompetent, and did not have the ability to do what they are trying to do now, nine years later. This Bill is really meant to put Trinidad and

Tobago in line with the requirements of the Global Forum and CFATF by enacting legislation to strengthen the Registrar General's Department, strengthen areas under the company's registration of business names and non-profit organizations.

This issue of non-profit organizations arose nine years ago, and Mr. Vice-President, it takes a PNM Government to take nine years to awaken from their slumber while the economic situation in Trinidad and Tobago was going into ruins because of difficulties in banking operations, and this country being able to do banking business with international countries because we are blacklisted, remaining one of 16 countries blacklisted from the Global Forum and the FATF.

How is it the other Caribbean countries are not blacklisted, and Trinidad and Tobago is blacklisted? And continuing to do so it is a fight with rearguard action nine years later. Of course, these pieces of legislation are important now, but they were important nine years ago. Why have the Attorneys General been sloppy? Why has the Government been sloppy in determining that these are the things to get us out of the quagmire in terms of the international financial obligations and ability to do business internationally? And still we are suffering nine years later. It is poor. It is inexcusable. It is lamentable.

**Sen. Roberts:** It is PNM.

**Sen. T. Gopeesingh:** And it is PNM style. Incompetence to the greatest, incapacity, inability, non-performance for nine years.

And this follows, Mr. Vice-President, it follows what they came with in November last month, with a miscellaneous provisions Bill as well, and that had amendments to about 11 or 12 pieces of legislation, and it was passed about two weeks ago. And that Act dealt with Trustees and Exchequer and Audit Act, the Minister of Finance (Incorporation) Act, Proceeds of Crime, Income Tax, Companies, Partnerships, Securities, Tax Information Exchange Agreements, and

## Non-Profit Organisations.

Two weeks ago we dealt with non-profit organizations and this Bill now is coming again on the issue of non-profit organizations. Is it a confused Government that you go from one Bill on non-profit organizations, you come back with another Bill on issues dealing with non-profit organizations again? Is there a law reform commission that is working with the Attorney General? Is he there to do the work with the Law Reform Commission?

I remember the Law Reform Commission when we were in government worked effectively and assiduously to bring about legislation in a proper and timely manner. We had only five years, this Government has nine years now but they are coming with piecemeal, piecemeal-type of legislation from time to time.

**1.45 p.m.**

So, it is inexcusable, Mr. Vice-President, that we found ourselves, two weeks ago, trying to go through 11 Acts, and with pieces of legislation that we needed to explore and give decisive actions on, and which we did. The Opposition made some statements related to these amendments, and here it is today, we are posed with this Bill on—another Miscellaneous Provisions for the Registrar General, Companies Registration of Business Names and Non-Profit Organisations. And, I remember asking—there are a number of registries that are to be set up in Trinidad and Tobago, for instance, in the Treasury Department, and other areas in the Ministry of Finance. What is the relationship of those registries in relation to the Registrar General's Department which we are seeking to expand by bringing in more Assistant Registrar Generals and making sure that the Registry and Registrar General's Department have the competence and capability to deal with the massive amount of information?

May I sincerely congratulate my senatorial colleagues Sen. Jayanti



Lutchmedial, and Sen. Jearlean John for their contributions earlier on.

**Hon. Senators:** [*Desk thumping*]

**Dr. T. Gopeesingh:** Sen. Jayanti Lutchmedial, who is a practising, more civil, attorney, with over 15 years' experience, and having worked in many areas before, gave an insightful appreciation of the difficulties that citizens will experience. Even though we know we have to go and send the things into the Registrar General's Department, there is an issue of cost to citizens. Nobody is bearing that in mind. When you have to send some matters of litigation and so on to the Registrar General's Department you have to have a professional person providing that information. You have to have the electronic means and devices to send that information to the Registrar General's Department, so you have to employ a very competent accountant, a competent attorney, a competent office, and that is cost. Although you are not taking papers into the Registry, you have to file information via electronic media and therefore the cost associated with that has to be taken into consideration.

But the other issue, as mentioned to an extent, is the average man, having to get things from the Registry and send things to the Registry, with no computerization and no ability at their homes, has to seek somewhere to be able to do it. There are small things that they can do themselves without engaging any professional for it, and they could get these things, but it is not available in the country. The hon. Minister of Public Administration spoke a while ago about the digital transformation, and what they are doing at the Ministry of Public Administration and the Minister of Digital Transformation, a very good Minister, but, I want to talk about that pretty shortly, to respond to the Minister of Public Administration's statements.

So, the cost factor, is one, the inability of the poor man and the— Still we

have in society people who are not functionally literates, to be able to deal with this type of information to send to the Registry. So, they will have to seek help, seek attention and they have to—of course, the cost will be increased.

**1.50 p.m.**

Now, the Minister spoke about they are looking at putting in areas for electronic transformation, electronic kiosks, and so on, throughout the country, in the back of my mind, I heard that about nine years ago. They talk about putting in Wi-Fi, and so on, in the savannahs and Woodford Square, and all through San Fernando and in the east, and so on, and unfortunately the Minister of Public Administration cannot come today to say where these things are. She said that they have difficulties because of the service providers, but is TSTT not a service provider owned by the Government?

**Hon. Senators:** [*Desk thumping*]

**Sen. Dr. T. Gopeesingh:** The Minister of Digital Transformation, they have to report to him. He is the boss of it. And if you are unable to put in the kiosks across the country and increase the Internet connectivity and the broadband connectivity, it is the Government's fault—

**Hon. Senators:** [*Desk thumping*]

**Sen. Dr. T. Gopeesingh:**—and you are hearing it nine years later.

**Sen. Roberts:** “They blaming Digicel.”

**Sen. Dr. T. Gopeesingh:** They are blaming Digicel.

**Sen. Roberts:** “But dem is TSTT.”

**Sen. Dr. T. Gopeesingh:** And then when you—hon. Minister, I know your hands are full and you are waiting on the report from TSTT, but a whole thing happened there where TSTT was warned before about something happening and it was not taken up, and they found themselves with frightening consequences across the

country.

In fact, the whole country knows about what has happened and we are having no answers to it, and we do not know when we are going to get the report of what has really happened with TSTT. You fired the CEO—

**Sen. Roberts:** “And put ah man with ah diploma.”

**Sen. Dr. T. Gopeesingh:**—and you put a new person there with little or no experience and qualifications, and skills and competences.

**Sen. Lyder:** And the board still there.

**Sen. Dr. T. Gopeesingh:** So this is where I am concerned. I am concerned—

**Sen. Roberts:** “That was ah hard diploma to get, boy. He study hard for that diploma.”

**Sen. Dr. T. Gopeesingh:** When the Attorney General spoke at the beginning and introduced the Bill, and spoke about the need for the Bill, and speaking about digitization is a high priority for Government, I wonder if they had followed what the Kamla Persad-Bissessar administration was doing between 2010 and 2015 and where we left this country, with 95,000 students having laptops, over 350,000 citizens—

**Hon. Senators:** [*Desk thumping*]

**Sen. Dr. T. Gopeesingh:**—of Trinidad and Tobago were computer literate and functional with computer work, because 95,000 multiply by three in a home—

**Sen. Roberts:** They can choose now.

**Sen. Dr. T. Gopeesingh:**—you have over 350,000 citizens with computer literacy. You have schools with Wi-Fi connectivity, ranging up to about 35 megabits per second. You have them across all the country but they closed down everything.

**Sen. Roberts:** They closed down everything. Shame.

**Hon. Senators:** [*Desk thumping*]

**Sen. Roberts:** Shame.

**Sen. Dr. T. Gopeesingh:** So how could you come nine years later and now talking about—Minister, it is on your hands. I am sorry for you. You are coming nine years later to clean up the mess that your predecessor perpetrated—

**Hon. Senators:** [*Desk thumping*]

**Sen. Roberts:** Rowley [*Inaudible*]—

**Sen. Dr. T. Gopeesingh:** And the Prime Minister now, remember when we were giving out laptops to students, he said we are giving out laptops to “duncy head” students.

**Sen. Roberts:** Yes.

**Sen. Dr. T. Gopeesingh:** Remember that?

**Sen. Roberts:** Shame.

**Hon. Senators:** [*Desk thumping*]

**Sen. Roberts:** Shame on Diego Martin West.

**Sen. Dr. T. Gopeesingh:** So what has happened? We found ourselves during the COVID, two years ago, with over 100,000 students without any connectivity devices, and therefore the whole education system went to naught and we have destroyed generations of students’ lives, Mr. Vice-President, as a result.

**Hon. Senators:** [*Desk thumping*]

**Sen. Roberts:** Shame. Shame. Shame on Rowley.

**Sen. Dr. T. Gopeesingh:** So they have the moral authority to come today to talk about digital transformation and digitization is a high priority by the Government, it is the lowest priority by the Government.

**Sen. Roberts:** “Lowest, man.” Yes.

**Hon. Senators:** [*Desk thumping*]

**Sen. Roberts:** Lowest.

**Sen. Dr. T. Gopeesingh:** And we are putting legislation—we are putting the Registrar General's Department under high pressure, as mentioned by one of our Senators, Sen. Thompson-Ahye, who has tremendous experience in the legal profession as well, and speaks about the work that she—interaction with the Registrar General's Department. My deceased wife and her law firm, Gopeesingh Martineau Edwards and Company, over 30-something years dealt with the law, and they did no criminal law but civil law, and they had difficulties with the Registrar General's Department. The Attorney General spoke about that they attempted to move it to become more advanced, and the system crashed for two months, as mentioned by my colleague, Sen. Lutchmedial, about this system crashing for two months, and the Attorney General speaking about, he hopes that there will be a swift move towards efficiency by the Registrar General's Department.

Now, if we had a cyberattack on TSTT, God forbids, what is the back-up plan? What assurances can we experience or can have and proffer that will assist us in prevention of any cyberattack or any attack on the Registrar General's Department where all information—as Sen. Lutchmedial said, your whole life story is at the Office of the Attorney General, from birth to death, and all the businesses and everything that you did, have to be registered with the Attorney General's Department. So hon. Attorney General, it will be important for you to allay the fears and the anxieties of a wider population and the professionals, whether it is accountants, the legal—lawyers, and so on, who are working everyday with the Registry to give the assurance that this information that is stored there—and also to give to FATF, and also to give to the Global Forum, that the system that you are putting in, which you want to do and which is now being done, that there will be some back-up or contingency plan to prevent any cyberattacks and loss of information.

You could imagine all that information at the Registrar General's Department, at the Registry, and a cyberattack wipes out the entire thing? What will happen to Trinidad and Tobago? And so that is one of the most critical issues, bearing in mind what has happened to TSTT which is supposed to be a company that has been operating from "Telco Poops", those days, and so on. I mean, we remember those days where Selby Wilson, and so on, was there and they had all this issue.

**Sen. Roberts:** Hislop too young. He too young.

**Sen. Dr. T. Gopeesingh:** Yeah.

**Sen. Roberts:** Yeah. "He eh know about dat. He is ah jus come."

**Sen. Dr. T. Gopeesingh:** So the issue of the ordinary man having difficulty, the issue of the security of the back-up of the Registrar General's Department, the Registry, and I am perplexed still, with all these registries that have to be put into place in various areas based on the last Bill that we did, including the Registry for the Treasury and registry for X and registry for Y, can you give some—I saw the Minister of Tourism listening very carefully on it. What is the relationship between these treasuries, the Treasury Department and the registries of these areas in relation to the Registrar General's Department and the central Registry? Are they going to be incorporated into them? Is the information going to be transferred across to them or are they going to be silos of registries different parts of the country, and is that what we really want to do?

Now, is that going to satisfy the Global Forum and FATF or are there other areas that we have to come back to on legislation. If the aim, hon. Members of Government, is to bring Trinidad and Tobago out of the blacklist of 16 countries from the Global Forum and CFATF, we came with this Miscellaneous Provisions two weeks ago, with almost 12 Acts of Parliament being investigated and changes

into these 12 Acts of Parliament. And here it is, we are coming back with the same Non-Profit Organizations and Companies Act; more changes again. Why were they not incorporated then? It is sloppy work.

**Sen. Roberts:** Sloppy.

**Sen. Dr. T. Gopeesingh:** And then, are we going to come back pretty shortly and have more miscellaneous provisions in another Bill, bringing things out that we have forgotten in these two pieces of legislation?

**Sen. Roberts:** The PNM is miscellaneous.

**Sen. Dr. T. Gopeesingh:** My colleague said, PNM is miscellaneous, and their provisions are none.

**Sen. Roberts:** That is what they are.

**Sen. Dr. T. Gopeesingh:** So non-provision of anything by the PNM Government.

**Sen. Roberts:** That is what the PNM is. If we could push a button and get rid of the PNM.

**Sen. Dr. T. Gopeesingh:** Now, just as it is here now, the issue of concealment of beneficial ownership, hon. Attorney General, I think we all agree that people have been masquerading and hiding who are the real beneficial owners. They have them under directors, and so on. But let me just read something, if I may be permitted, Mr. Vice-President, which emanated from the document on the “Anti-money laundering and counter terrorist financing measures, Mutual Evaluation Report, Trinidad and Tobago”, June, 2016. Hon. Attorney General, I think you can have this made available to you if you have not seen it. But they asked questions in 2015 which I do not think are being answered because they are very pertinent issues which need to be answered, and having this Registry does not prevent that problem from occurring.

So on 18<sup>th</sup> July, 2018, the writers of this document stated:

“While corporate vehicles, such as companies, foundations, partnerships, and other types of legal persons and arrangements are important for supporting commercial and entrepreneurial activity, they can also be misused to conceal the ownership and control of illicitly gained assets. A new [Concealment of Beneficial Ownership](#)”

Are you seeking to reduce that amount of concealment? And as Sen. Lutchmedial alluded to in her contribution, this whole issue of beneficial ownership still could be masqueraded, and so even though information is fed into the Registry things could happen.

“The report uses over 100 case studies provided by 34 different jurisdictions of the FATF Global Network...”—because we want to satisfy FATF.

“...the experiences of law enforcement and other experts, private sector input the private sector as well as open-source research and intelligence reports to identify the methods that criminals use to hide beneficial ownership. Vulnerabilities associated with beneficial ownership are analysed, with a particular focus on the involvement of professional intermediaries.”

So they use professional intermediaries so when they have to file information to the Registry, the real culprits in terms of beneficial ownership have the money and experience and knowledge to beat the system, so they might not be sending the proper information as to beneficial ownerships into the Registry.

**2.05 p.m.**

And the report goes on:

“The use of nominee directors and shareholders, both formal and informal, exacerbates the risks by creating barriers between the owner or individual



and laundered proceeds, and often professional intermediaries play a role in helping create or operate the structures used to conceal beneficial ownership, either complicity or unwittingly.”

And then in final, Mr. Vice President:

“The report...”

This report for the Attorney General’s attention and for the Government’s attention:

“...highlights the importance of the effective implementation of the FATF recommendations on beneficial ownership”—which you are trying to do now—“to ensure that competent authorities”—which is the registry—“have access to adequate, accurate and timely information on the beneficial ownership and control of legal persons and arrangements including express trust.”

So hon. Mr. Vice President and hon. Attorney General and Members of the Government, I put this into the context of the need for the Registry and Registrar General, how are they going to investigate this plethora of companies sending information as the beneficial owners? Is there going to be a methodology for doing an assessment or a fact-finding mission or doing sampling of the companies that have sent in their information and whether you will have the competence and the human resource manpower to do this? So you could have a continuation of this going on and remember we have to satisfy FATF and the Global Forum.

So if they come to investigate and I believe, Mr. Vice President, in the last debate here the Government said that before the end of the year the team from Global Forum would be here, I do not know when, if they are coming this year or early next year. So you have to be prepared how you are going to answer these things in your struggle to move Trinidad and Tobago out of the blacklist. So this is

something for you to take very seriously and deal with it.

Now the non-profit organization has recurred again and the difficulties alluded to by my colleague, Sen. Lutchmedial. You have non-profit organizations where there are lots of money involved and therefore you have directors and you have 10 per cent owner and so on and you have non-profit organizations where people give of their skills and talents for nothing and they are now going to be asked to submit information to the registry and so on and as my colleague mentioned, you will find difficulty now possibly a reduction of non-profit organizations scaling down because of the need to file information as beneficial ownerships and shareholdings in these non-profit organizations.

And some of these non-profit organizations make no money and they do that for the benefit of the society and the benefit of the people. So this is another area that in the last Bill it said, non-profit organizations are required to register with the Registrar General's Department and this report also speaks about the non-profit organizations. However, there is no proper anti-money laundering or counter-traffic financing policy in relation to the management, supervision, and monitoring of these entities. So where is the expert? Where is the experience and the personnel and the wherewithal to investigate these NPOs?

I do not know how many and I do not know whether the country knows how many non-profit organizations there are in Trinidad and Tobago. But if you are putting everything in the hands of the Registry and the Registrar General with the Assistant Registrar Generals that you want to bring about, this needs a lot of work and so you can be asked, and this team of people coming from the Global Forum they speak about:

“A targeted risk assessment for these entities has not been done as yet, that is in 2015 neither are there adequate laws to address this area which means that

for most intents and purposes the sector is not been sufficiently regulated.” So that is the second area that I think needs to be looked at carefully. Whether we have the capacity and the capability and the human resource manpower to be able to deal with that non-profit organization as well as the one I mentioned before.

And you mentioned that the non-profit organization hon. Attorney General has difficulties, you have difficulties in terms of the willingness and commitment to have the information available for scrutiny as far as these non-profit organizations are concerned. So it is good to pass legislation, but it is important for us to be able to determine whether we have the ability and the resources to monitor and evaluate and to determine what is really happening again.

I spoke about the software for CROS. What is the backup of safety measures to prevent hacking and destroying of information, difficulty for citizens with digital access, and the steps that must be taken to address the various issues where difficulties arise? Yeah, I was making the point, hon. Attorney General, through you, Mr. Vice President, when you spoke about predecessor companies the registry failed in 2022 down until 1<sup>st</sup> February '23 and there has been forced premature installation which was not intended by the Registrar General. Now having had this forced installation in February of this year are there any other issues that are emanating now that you said it was forced then and how do you feel now in December 2023? Have you been able to deal with the issues that you saw that had difficulties in February 2023 and now in December 2023 you have ensured that these difficulties have been excluded and the Registrar General's Department is working very well?

And I would not be long again except to mention just one or two areas on the issue of the digital transformation. And the Minister of Public Administration mentioned the issue of the 'Road to Recovery' programme. And I am amazed that

they still talking about the road to recovery when they have done nothing, done nothing to alleviate the plight of the citizens of Trinidad and Tobago.

**Mr. Vice President:** Senator, you have five minutes remaining.

**Sen. Dr. T. Gopeesingh:** Thank you. Is it a road to destruction? Is it a road to impoverishment of the population?

**Sen. Roberts:** Correct.

**Sen. Dr. T. Gopeesingh:** Is it a road to suffering of the people? Is it a road to have difficulty in solving the criminal situation in Trinidad and Tobago?

**Sen. Gopee-Scoon:** Point of Order, 46 (1).

**Sen. Roberts:** “And it pave with Balisier juice.”

**Mr. Vice President:** Senator, as you take your last few minutes to summate. I ask that you stick to the script, please. Thank you.

**Sen. Lyder:** He is responding.

**Sen. Dr. T. Gopeesingh:** Thank you, hon. Vice President—

**Sen. Roberts:** Road to recovery? The road to death. Yeah.

**Sen. Dr. T. Gopeesingh:** I am responding to the Minister of Public Administration, “Road to Recovery.”

**Sen. Lyder:** You continue man. Continue.

**Mr. Vice President:** Sen. Lyder.

**Mr. Roberts:** The road to death.

**Mr. Vice President:** Sen. Lyder, kindly refrain from the outburst of saying “continue” and overriding the Chair. Sen. Dr. Gopeesingh, continue, please.

**Sen. Dr. T. Gopeesingh:** Thank you, Mr. Vice President. So you know, in COVID you heard about an action task force to come up with recommendations to move the country forward. Nothing has been done.

**Sen. Roberts:** Going backward.

**Sen. Dr. T. Gopeesingh:** You have the road to recovery and you are going nowhere. Recovering from potholes and sinkholes, and people really their lives have been destroyed, their country is on the precipitous edge of being a failed state.

**2.15 p.m.**

And all of us as parliamentarians have an onerous responsibility to urge the Government and you, the Members of Government, to do what is required. Do not sit back and allow the country to go into ruins and decay, which you have been doing for the last nine years.

**Hon. Senators:** [*Desk thumping*]

**Sen. Dr. T. Gopeesingh:** If you cannot run the Government, tell your Prime Minister you cannot—you do not have the competence and the capability and the capacity on your side to be able to do it and let us call an election and let the competent people on this side to be able to—

**Hon. Senators:** [*Desk thumping*]

**Sen. Dr. T. Gopeesingh:**—come into government. Because we were the best performing government ever in the history of Trinidad and Tobago under Kamla-Persad-Bissessar.

**Sen. Roberts:** Yes, man. Yes.

**Hon. Senators:** [*Desk thumping*]

**Sen. Dr. T. Gopeesingh:** And for those who were talking about moving Kamla out and moving Kamla out, Kamla Persad-Bissessar is going to be the next Prime Minister of Trinidad and Tobago.

**Hon. Senators:** [*Desk thumping*]

**Sen. Lyder:** Oh yes. Oh yes.

**Sen. Roberts:** All “dem” interested in is spicy crispy.

**Sen. Dr. T. Gopeesingh:** And I feel sorry for all of you.

**Sen. Roberts:** Road to spicy crispy.

**Sen. Dr. T. Gopeesingh:** I feel for sorry, Mr. Vice-President—

**Sen. Roberts:** Only KFC.

**Sen. Dr. T. Gopeesingh:**—for Members of the Government because they do not have a cohesive team to implement things. Everyone is their own silo. It reminds me of when Prime Minister Patrick Manning wanted the *Vision 2020* and then there were 28 different groups that came together, very skilled personnel brought out a number of determinants for the future and the road to success. So that was brought out in—but there was no overarching policy of a national strategic development plan. And so this Government has nothing like that. We have a national strategy development plan, Mr. Vice-President.

**Sen. Roberts:** Yeah.

**Hon. Senators:** [*Desk thumping*]

**Sen. Dr. T. Gopeesingh:** And Mrs. Kamla Persad-Bissessar will elucidate on that as time goes by. We do not want them to start copying it now.

**Hon. Senators:** [*Laughter*]

**Sen. Dr. T. Gopeesingh:** The last point, before I close, on this digital transformation aspect that which they are speaking about going down the road—

**Hon. Senators:** [*Interruption*]

**Sen. Dr. T. Gopeesingh:** “Dey now seem to have wake up”, Mr. Vice-President. And today’s Order Paper has they are borrowing TT \$840 million—

**Sen. Lyder:** How much?

**Sen. Dr. T. Gopeesingh:**—from the Andean Bank to help them in:

“...the Digital Transformation and Digital Inclusion Strategy in Trinidad and Tobago...”

In fact, today’s Order Paper, Mr. Vice-President, shows they are borrowing \$175

million:

“...for a Modernized Transportation Infrastructure between the Government of...Trinidad and Tobago and the...”—Andean Bank—“...US\$175 million.”

**Sen. Lyder:** What?

**Sen. Dr. T. Gopeesingh:**

For:

“...Digital Transformation and Digital Inclusion Strategy...”—TT \$840 million—“...US\$120 million.”

For:

“The Trinidad Drainage and Flood Mitigation Programme...US\$40 million.”

And:

“...for...Strengthening of Health Systems in the Framework of the COVID-19...”—

**Mr. Vice-President:** Senator.

**Sen. Dr. T. Gopeesingh:**—\$75 million—

**Mr. Vice-President:** Senator, I asked for the relevance of your statements within your summation. You have a few moments again.

**Sen. Dr. T. Gopeesingh:** Mr. Vice-President, the point here is, they are now borrowing TT \$840 million—

**Sen. Roberts:** Nine years later.

**Sen. Dr. T. Gopeesingh:**—nine years later for their digital transformation—  
 [*Inaudible*]

**Sen. Roberts:** Shame!

**Hon. Senators:** [*Desk thumping*]

**Sen. Dr. T. Gopeesingh:** Nine years later.

**Hon. Senators:** [*Desk thumping*]

**Sen. Dr. T. Gopeesingh:** So, in closing, they are borrowing close to over TT \$2.5 billion again for what they were supposed to be doing nine years ago and they now want to come and use that money for electioneering for 2025.

**Hon. Senators:** [*Desk thumping*]

**Sen. Dr. T. Gopeesingh:** Mr. Vice-President—

**Mr. Vice-President:** Sen. Dr. Gopeesingh, your time has elapsed.

**Hon. Senators:** [*Desk thumping*]

**Mr. Vice-President:** Sen. Deeroop Teemal.

**Hon. Senators:** [*Desk thumping*]

**Sen. Deeroop Teemal:** Mr. Vice-President, I do thank you for the opportunity to contribute to the Bill that is before us. Mr. Vice-President, before some general comments, I would like to get straight into the Bill itself and clause 3 that deals with amendments to the Registrar General Act. In the interpretation under section 1A, that is of clause 3, I will just like to reflect a bit on the definition of “public record”. And the Bill states that the:

“‘Public Record’ means all indexes and documents maintained by the Registrar General for examination by the public pursuant to any written law administered by the Registrar General such as Wills, Deeds, Instruments, corporate documents, judgements, *lis pendens* but does not include private Registers and administrative documents;”

Mr. Vice-President, administrative documents are defined in the same interpretation, section 1A. But in the context of private registers, I have not seen anywhere in the Bill any attempt to define what is meant by” private registers.”

And similarly, in section 5A(5), under the clause 3, reference is made to



public records and private records. So again, the term comes up, in terms of private records. And under interpretation, in 1A, under the interpretation definitions, you know, I am of the view that private registers and private records should be interpreted under this piece of legislation. Because actually from the limited research I have done, I think it is the first time—and, of course, I am subject to correction—that public record is being defined for interpretation under a Bill. So I would just kindly request the hon. Attorney General to address these concerns that I have raised.

Under section 5F, still under clause 3, the “Cancellation of user account”, section 5F(5) states that:

“A user who is aggrieved by a decision of the Registrar General under this section may appeal the decision to the court.”

And I ask the question, why not a first recourse—rather than dissatisfaction with a decision of the Registrar General regarding cancellation of the user account, why not as a first recourse that we do not have a process of appeal set up within the Registrar General by the Registrar General or the office of the Registrar General before going to court? Because sometimes a matter can be probably due to minor issues and rather than have users of the system having to go through a lengthy process and the cost of going to court, why not consideration for an appeal committee or an appeal board to be established by the Registrar General or within the office of the Registrar General to deal with matters, such as cancellation of user accounts and other matters that would come out of this piece of legislation?

This appeal committee or appeal board within the office of the Registrar General can also serve as a first resort for all the offences coming out of this Bill. And, Mr. Vice-President, there are quite a few offences listed throughout the Bill for acts that could be committed to bring about, you know, obstructions to the

CROS system, abuse of the CROS system, modification of the CROS system and several other instances that are defined in the Bill that is before us. So why not have that as a first recourse in terms of appeal? Because really and truly, to have someone who is aggrieved or has a grievance to have to go through the process of court for redress could be, as I said, quite non-productive, non-efficient and costly for the aggrieved person.

Mr. Vice-President, under clause 3, section 2(1), that deals with the Registrar General, it is stated that in addition to one or more Deputy Registrars General or one or more Assistant Registrars General, a new position is being created and that is of Senior Assistant Registrar General. And I was hoping to hear from the contributions thus far by the hon. Senators on the Government Bench, you know, any justification for the creation of this—for legislating this additional post of Senior Assistant Registrar General and why the need for such a post to be legislated. It can be created but why are we—why do we have to legislate such a position, particularly when the existing legislation already has provisions for Deputy Registrars General, one or more, and already has provisions for Assistant Registrars General? Is there a specific responsibility, specific duties coming out of the digitization process at the Registrar General's office that we have to legislate this new position of Senior Assistant Registrar General? And I would really like some clarification or justification as to why we are looking—why we are being asked to legislate this additional position, particularly so in light of section (2A) which is being added, which is one of the proposed amendments before us? For section (2A) states that:

“The Registrar General shall be responsible for the management and control of the Office of Registrar General and the Registrar General may do anything which is calculated to facilitate or is incidental to the discharge of

his function, subject to the general direction of the Minister with the responsibility for the Office of the Registrar General.”

So in light of that addition, that amendment, would it not confer upon— would it not add to the powers of the Registrar General, the ability to add staff or to assign positions that not necessarily have to be included as legislation? And actually that section (2A) that is being added really, hon. Attorney General, we are cutting a wide space here for the Registrar General. In fact, the space is almost unlimited that this legislation, this amendment that we are being asked to create for the operations of the Registrar General. And I am just wondering why such a wide space? Why such a wide space in light of the proposed amendments? Because to follow up on that, hon. Attorney General, we see in section 9A, provision for— another provision is being added regarding immunity of suit—“Immunity from suit” in which:

- “(a) the Office of the Registrar General;
- (b) the Registrar...; or
- (c) a staff member...authorised...”—by the “...Registrar General...”—is not to be—

“...liable to any action or other proceedings for damages...”

So we are cutting such a wide space, almost unlimited space, and in addition to that, we are exempting the Registrar General, we are providing immunity for the Registrar General or the Assistant Registrar General. And I could not help but raise this because I raise it in the context of accountability. And it seems—with such generous provisions for the Registrar General, it seems that—it appears that nobody will be accountable. It seems that no one will be accountable for any actions arising, coming out from the Registrar General or from the office of the Registrar General.

I move on to section 5D, which deals with “user account unique identifier”, and I am still under clause 3 dealing with the Registrar General Act. Now, what we see under 5D(3), a long list of information that an individual may be required. The term “may” is used to submit. And when we look at the list of provisions under section 5D(3), Mr. Vice-President, it seems that the only piece of information that is not required is where your navel string is buried.

**2.30 p.m.**

Under section 5D(4)—well, a bit shorter list but still a long list of details for firms, legal persons or entities, or is stated also “may be required”. And then we see in section 5D(15) provisions being made where:

“The Registrar General may waive any of the requirements set out in subsections (3) and (4).”

So in 5D(3) and (4) a list of requirements is there that “may be required” and yet still we are conferring on the Register General the power that he:

“...may waive any of the requirements set out in...”—section 5D—  
“...(3) and (4).”

I am just raising that in the context of the wide-ranging powers that we are granting to the Registrar General under the previous sections that I spoke about. And I am a little concerned here, Mr. Vice-President, about the high level of subjectivity that we are legislating regarding the powers of the Registrar General. And I thought that, do we need to be a bit tighter with such legislation or is it necessary because of the nature of operations of the Registrar General that we really cannot precisely pin down the responsibilities, that we do have to legislate such a large scale, in my opinion, a fairly large degree of subjectivity on the behalf of the Registrar General regarding requirements from individuals and corporate entities and non-corporate entities?

Mr. Vice-President, section 5G, H, I and J, it was raised by several Senators already, in terms of fines, in terms of the penalties for certain offences to be instituted for certain violations arising out of this Bill. And just for clarity, section 5G, “Unauthorised use of the electronic system an offence”, unauthorized use, the fine is a \$125,000 on summary conviction. Section 5H, unauthorized modification, the fine is \$10,000 and three years. And if you cause damage to the system, an additional \$5,000. Section 5I, “Unauthorised obstruction of the electronic system”, the fine is \$10,000, 10 years’ imprisonment and \$5,000 additional if you damage the system. And section 5J, “Causing the electronic system to cease functioning”, \$10,000 and 10 years. No mention is made of if any damage is done permanently to the system. What is the penalty for damage where you cause the system to cease functioning? Mr. Vice-President, I think other Senators did mention it and I would want to support the view that these fines, these penalties, in the context of what is being presented here, are rather miniscule.

We are talking about hacking of this system. Sen Lutchmedial did raise maybe—she did proffer one or two reasons why somebody would want to damage the system. For instance, maybe they want to remove their personal information from the system but in addition to just that, someone wanting to modify or remove their personal data from the system, Mr. Vice-President, we live in a world of professional hackers and we all know the situation with several incidents we have had in the recent past, where we have guys hacking for ransom and there are fellas who just want bragging rights that they have brought down this system and they have brought down that system. And if that is what we are dealing with, not just minor—well, actually it is not minor, all these things here are major things, modifying a system, causing a system to cease functioning. I am of the view that these penalties are not commensurate with the severity of the offence and

respectfully request our hon. Attorney General to relook at the penalties that we have in this piece of legislation before us.

**2.35 p.m.**

Mr. Vice-President, under clause 4, amendments to the Company Act, in section 4(a) we see a new definition being introduced for “authorised corporate service provider”. It is a new entity being introduced, new person on board, “authorised corporate service provider” who, according to the legislation before us, would either be:

“...an attorney-at-law or”—an—“accountant who”—has to be—“registered with the Registrar General to perform functions pursuant to the Companies (Electronic Filing) Regulations, 2023.”

And this authorised corporate service provider would also be—that service provider is also being introduced under the non-profits as well. And the definition goes on to state that such person has to be:

“...authorised to act on behalf of and to bind an incorporator, a director or secretary of the company.”

And in the case of the non-profit, the comptroller.

The simple question I am asking is: how is this authorised corporate service provider be an incorporator, a director or secretary or a comptroller—in the case of the non-profit—going to be established? Because from my reading of the legislation what is being provided here, that authority—how is that authority going to be established, other than being registered with the Registrar General? What is the trigger for that authority? Is it going to be a letter from the organization or the company? Just simply a letter that goes to the Registrar General or is it going to be a form that is included in the regulations? It is not there right now. Is that form going to be issued by the Registrar General and subsequently approved and is it

going to form part of the regulations rather than just some body writing in and saying, “Well, we appoint this person to act as our authorised corporate service provider?” And it may sound like a simple question Mr. Vice-President. But if we are going the digital route, if we are going all the way through with digital registration, I think it is imperative that the authority that is coming from the company or the authority, that is coming from the non-profit, also forms part of the digital system and a form be created by the Registrar General for this authorization. Because I think it is necessary to complete the picture.

Mr. Vice-President, also if registration of the authorised corporate service provider is being refused for some reason by the Registrar General, and I think the Registrar General—the onus would be on the Registrar General to give reasons why, you know, he is refusing to register the authorised corporate service provider. I think, what I am seeing here it is a general trend in the Bill that the recourse to appeal is not prevalent in this legislation that is before us at all. In one instance—I had mentioned previously the option is to go to court in the case of being removed as a user, identified user. But throughout the legislation itself, I would have liked to see, I am not sure if it is going to be covered in the regulations to come, but somewhere, the whole avenue of appeal has to be addressed. Because we are dealing with the public, we are dealing with a large sector of service providers that form part of the informal arrangements that exists at the moment. And we heard from certain Senators about the extent of informality for SMEs and also for non-profits. And if we do not have a simple accessible means of appeal, I think it would create unnecessary complications moving forward and I kindly request that this be addressed.

Mr. Vice-President, several Senators spoke about the impact of this legislation, particularly on SMEs and on non-profits. Sen. Lutchmedial did talk a

fair amount about the impact on the non-profits and also we heard from the hon. Minister of Trade and Industry about the many benefits that would accrue to SMEs and from other Senators on the Government Bench as to the benefits that would accrue to non-profits. And there is no debate about that. Definitely coming out of this piece of legislation, there are going to be benefits derived from all entities utilizing the system. But in terms of the impact, you know, I am just hoping that the CROS system, particularly for SMEs and for non-profits, does not become a cross that is too heavy to bear. And you see when we speak about a sector such as the SME, and I think the hon. Minister of Trade and Industry did say that it is an informal sector, as much as 60 per cent of our small businesses operate informally. The legislation is supposed to take them into a more formal platform and definitely it would and we do not have the statistics for the non-profits but I think a larger percentage of non-profits operates informally, more than 60 per cent.

And we heard from the hon. Minister of Public Administration about the access centres that are being set up in order to address the challenges that would be faced by SMEs and non-profits. But, Mr. Vice-President, I think we need to be conscious that with this legislation, in fact the CROS system has been implemented since February of this year, and with this piece of legislation getting the passage through Parliament, you have to hit the ground running.

There are no sunset clauses within this piece of legislation, and entities that are 60 per cent and more operating informally, have to hit the ground running in order to get up to scratch, in order to fulfil the requirements. If they do not, they would be committing offences that are subject to fines and terms of imprisonment. And the question I ask is the pace at which digitalization and the provision of the access centres, is the pace that that is progressing at, is it running parallel with the kind of legislation that we are putting in place, particularly this piece of legislation



with regard to SMEs and non-profits? And if, say within the next month or couple of months when everything is proclaimed, would these entities have ready access to these access centres that are being set up?

And it brings into question, Mr. Vice-President, one of the concerns that I have always had as a legislator. In that, do we look at legislation or are we constrained to look at legislation just purely on the letter of the legislation, just purely on that without looking at the broader picture that encompasses how we are going to operationalize this piece of legislation? And what are the steps being taken to ensure that the operationalization is going to be seamless, is going to have minimum impact on the users and the users of this system, you know, because of the service being provided and because of the importance of the service being provided in terms of the gaps that are being filled. Like in the case of the non-profit organizations, they fill a big gap in our society. Some of them are national based but the bulk of non-profit organizations service gaps at community level.

What is before us with all of this legislation, starting with the Non-Profit Organisations Act itself and the proclamation of that Act, it is having an impact on the recruitment process for non-profit organizations. And I say that Sen. Lutchmedial did mention one or two cases that she has come across. But I say that on the basis of my involvement in non-profit organizations, I am involved in quite a number of them.

In fact, I am the comptroller of two of them, one of them being, probably, one of the largest non-profits in the country. And to come to terms with all of this and the legislation itself, you know, as a comptroller of a non-profit I would tell you it is an onerous task, for it places an additional level of responsibility on comptrollers of non-profits, because you can make a jail easily. Not because you are consciously doing something wrong, you know, but because unconsciously not

being fully aware of the ramifications of the legislation and being dependent on other members of the organization to pull their weight, literally as we would say, you are exposed and you can easily find yourself in a ton of trouble and I am telling you that a lot of persons are skeptical of being volunteers. And what is happening is we are losing a lot of persons who, as part of their humanity, want to serve society selflessly, without reward, without monetary reward, but what is before us here is a bit daunting. And the hon. Attorney General did speak about some consultations with stakeholders. But hon. Attorney General, the list that you called out there I am sorry but that list does not really address the vulnerable stakeholders in this entire thing, and again I come back to the SMEs and I come back to the non-profits.

Now, it could be because of lack of organization, lack of organizational skills on the part of the entities I am talking about, because how do you engage non-profits, in consultations? We do not have a single association of non-profit organizations of Trinidad and Tobago. And most of the chambers of commerce is, you know, they are not dedicated sections within many chambers for small businesses. So a lot of times when we consult with chambers of commerce what we are getting are the views of the bigger businesses and not necessarily the challenges being faced by the small businesses. And I feel as part of legislation and responsibility for passing legislation, it is not outside the scope of this Senate to call on the Government to help and to assist such groupings to organize themselves. In fact, I think it would be quite noble, and other than being noble, it would be more productive and it would be more engaging and it would be more widespread if initiatives come from the Government to organize the sectors of the country that are not organized, but play a vital role in the success of our country.

**2.50 p.m.**

So step into these areas. For transitioning, we have a classic case of trying to move from point A not to point B, but trying to move from point A to point Z within a short period of time. So transitioning is a concern when we are passing legislation. So if we have to be successful, transitioning also has to be planned. We have to have policies for transitioning. We have to have assistant programmes for transitioning. We need to have training. We need to have user workshops. In fact, we need to have user friendly legislation. Mr. Vice-President, I thank you.

**Hon. Senators:** [*Desk thumping*]

**Mr. Vice-President:** Minister of Digital Transformation.

**Hon. Senators:** [*Desk thumping*]

**The Minister of Digital Transformation (Sen. The Hon. Hassel Bacchus):**

Thank you, Mr. Vice-President, for giving me the opportunity to join this debate, and quite probably the most mention I have heard of digital transformation in this Chamber since I have been here, for the time that I have been. Let me start by complimenting the Attorney General and the staff at the Registrar General for producing what I think is an excellent piece of legislation, and hopefully we will get the support that we need to get it passed today. Almost every one of the contributions today—and I was here for the entire time—had an anchor in, what I would describe as a fear and that fear stems and is rooted in cyberattacks, and I think the recent history of what has happened in Trinidad and Tobago and dare say the rest of the world, I think that fear is legitimate. It is not something that you could hide from.

Sen. Lutchmedial in her contribution referred to *Forbes*—*Forbes* as in *Forbes Magazine*, and it was way back, I think, in 2015 I was delivering some words at a Disaster Management Conference and it harkened me back to it and it is interesting what happened at that. On the 15<sup>th</sup> of January in 2014, *Forbes Magazine* put out

an article in their business section and the article read:

“...Cyber Security Is Not Enough: You Need Cyber Resilience.”

This was the 15<sup>th</sup> of January, 2014. On the 18<sup>th</sup>, or somewhere just before the 18<sup>th</sup> of February of 2014, *Forbes Magazine* was the subject of a cyberattack, a very successful cyberattack. It was carried out by the Syrian Electronic Army and they had attacked not just them, but a number of other agencies. And when they executed the attack, they exfiltrated some of the data, threatened them in various ways and released some of their data unto the dark web at that time. But they also posted a message to them indicating that, “We were feeling fairly generous, in that all we did was to post some of your information to the dark web. Were we really in a diabolical mood, we would have deleted all your information”. Sen. Gopeesingh mentioned something like that. If you are a magazine and somebody gets a hold of all your information and deleted it, your business effectively—this was in 2015. I am using that as a stark reality to say that the threats of which we are concerned about are real. I am not going to hide that from anybody. Let us start there. But the thing is *Forbes Magazine* exists today.

A lot of weather has been made as to what happened at TSTT as well. The fact that TSTT was successfully hacked and a number of things put unto the dark web and so on, but TSTT exists today. Its services to its customers, while disrupted temporarily, were restored fairly quickly and they were able to continue. The reason why I am putting this squarely in where we are in terms of this debate is that the realization of operational risk is a natural part of business. Before we had ICT systems we were dealing in paper. My colleague, Sen. Cox, had a big file I was hoping to show you, but I realized I would need permission to do that. But if you deal in paper the risks you have are the ones that exactly Sen. Lutchmedial pointed out, that something could not be recreated because there was a flood and

with that flood the paper turned to mud and then eventually the data could not be recovered.

You have fire, you have fluorescent light, there are a number of things that could affect the operational risk associated with dealing in the antiquated, and the older way in which we work. They were always there. The worry about somebody getting your information has always existed. What is wrong with somebody going and pick up your file? Photocopying has existed for a long period of time. Pictures on cameras have existed for a long period of time. It is just a different type of risk, and modern-style risk mitigation cannot be relied upon to use by using traditional methods.

I will say a bit more on risk because this is really where the fear is. Operational risk really, there are four main factors for it: actions by people; systems and technology failures; failed internal processes; and external events. And if you break those down you will end up in a number of places, but ideally when you are doing mitigation you are mitigating against those things. In the cyber security space there are really nine key areas, that if you really cover them— if you cover these nine areas you would be in as good a place as you can be relative to protection.

When and Attorney General piloted the Bill he mentioned a number of measures, some of them at high levels, some of them a bit more detailed, but those measures were meant to indicate to you, through you, Mr. Vice-President, that we had considered these nine areas.

[MR. PRESIDENT *in the Chair*]

So that we are putting the best foot forward on the technologies that we implemented the system in to be as secure as we can, and permit me, Mr. President, to identify some of these.

The first one is network security and this involves some really rudimentary things, firewalls, et cetera. A lot of people believe that if you have that then you have covered all the areas of network security. You have barely scratched the surface, but we have catered for it in this particular installation.

End point management deals with antivirus, mobile devices, the things that will connect into the system including the devices that you will use.

We have catered for that.

The strategies that encompassed data loss, encryption and protocols, ransomware protection, unauthorized access, leakage and loss, it is under the general category of data security.

We have catered for that.

Identity and access management, secure and authentication, make sure only the people who should be in there are in there, et cetera.

We have taken care of that.

Incident response and management, this has to do with in case you are breached. Preparedness planning, communications, protocols, clear incident response procedures, things to effectively and swiftly manage and mitigate against incidences, and even when they happen what do you do when that happens.

We have catered for that.

Training and awareness, cyber security training programmes, we would have—I will tell you how we actually catered for this, in repeating some of what the Attorney General said when he piloted the Bill.

Backup and disaster recovery, robust backup strategies, comprehensive disaster recovery plans, critical data availability, integrity tests, all of that

happens during cyber incidents.

Security and information management, utilization of seam as they call it, seam solutions to enable proactive threat detection through log analysis and real-time monitoring.

Orchestration and automation response, streamlining security processes via automation and tools to address faster response and efficiency.

These are nine things. All of those things were catered for as we were building out the infrastructure and the processes associated with what is happening with CROS.

CROS is a new system. CROS is not the old system. The old system died. The new one, when implemented, had to be detuned. Sen. Vieira was absolutely correct, in that why if the system is active, do we need this legislation. Now the thing is the system was built expecting this legislation to be in place. So that a lot of the automations, a lot of the conveniences, a lot of the efficiencies that you expect were built in to it from the beginning. It was brought into service early because of the failure of the old one. And in bringing it into service we could not bring it into service the way it was designed, because it was designed to operate with certain legislation in place which was not. We would have been doing things and asking you to do things that would have been outside the ambit of the law.

So when it came in it was a detuned system trying to do the best that it could in the absence of the legislation that we are trying to get done today, being there to enable it to be all it could be. That is why passage of this is also so important. Do not judge it by what it is now. Judge it by what—and Sen. Vieira you were quite right to point out a number of the benefits, but those benefits can only be realized if what it was intended to be is an alignment with the legislation, and that is what we are trying to get passed. That is critically important. How then—and just to prove that what I am saying is exactly what I mean, when the hon. Attorney General

piloted the Bill he mentioned a number of things, fraud prevention and mitigation, and he gave the examples of people either being removed or appointed, et cetera, et cetera.

To be clear, one of the first associated with CROS is to give the necessary consent to being appointed as a director and so on. It is the system trying to deal with people who are there and people who should not be there. Enhanced ICT support, again he mentioned that the RG's office remains committed to its proactive approach in delivering excellent ICT support. That is the people. It speaks to one of the nine we spoke about the training, et cetera. It will emphasize the comprehensive implementation of multi-layered cyber security measures. These are words of the Attorney General in piloting this Bill. What I think Members did not have is the benefit of those nine things that I just identified before to show how this aligns with that.

Secure design and system services, they were constructed with security as a top priority. This involves incorporating of security measures at every stage of system development and ensuring that the security seamlessly integrated into the architecture. It is security by design. It is not a bolt on. It is not coming after. It is being implemented at the time of—it is being put in at the time of implementation. Data encryption and secure handling, secure network architecture, et cetera—I can go on and on; backup and disaster recovery. These things are named specifically and were mentioned directly by the Attorney General in the piloting. I think that alone should give you an idea that we have been working these things in accordance with proper cyber security principles. So I hope that that puts that to some level of rest.

One of the things that Sen. Lutchmedial mentioned when she did her discourse is that they pay for things using credit cards and, therefore, your credit



card information will be held by the solution. Many of us use cards to pay for a number of things, and in a number of cases unless you decide to store your information there for frequent re-use, they have no idea of anything of your

**3.05 p.m.**

It is the payment clearing house that does this. There is no reason for you to lodge any of your credit card information with any of the systems associated with CROS. I pay for a lot of things online, and I personally do not leave my card information if anything, for quick payment or for weekly payments, I enter it directly every time. That is just my defence mechanism. So that is one that is not necessarily so.

Sen. Teemal mentioned the access centres. The access centres have been a fixture of the Trinidad and Tobago landscape for some time, before me. Access centres were put in primarily—not specifically for CROS, they were put in as part of what has now been adopted under a digital society program to deal with people who have issues, in terms of challenges, in terms of being able to—“I do not have a device but I need to do something that involves that I need to do it”. “I have a device but I have a device but I have no internet connection, so I need to go to a place where that is available. I have a device and I have internet connection but I do not know how to do what I need to do.” These are staffed things, they are community based, the staff come from the community so when you walk in there you are dealing with familiar people. There are a number of them that are available now, maybe as many as 12, there are four of them that are completed and not yet activated, we will have 39 of them I think by June. The intent is to have 100 of them. But they are not there for CROS, they are there for anyone.

They have been used as homework centers, they have been used by people who just want to walk in to print something, they are equipped with—in most of

them they are equipped with multiple stations, normally numbers of 15, they have training rooms and they also have with them maybe as many as 20 laptops there. People come to do all kinds of things and they are very much in the community. So, they exist, they will continue to exist and we will continue to expand them. So if the idea is that this is something that is only happening because of the implementation of CROS, that is not so. They are in the community and have been there for some time. Sen. Vieira made some additional comments about the security requirements and I think I dealt with those when I outlined the nine and I have yours listed here Senator; cyber security, data privacy, infrastructure, back up, et cetera, et cetera. So we would have done.

One of the things that you will find about the development of technology, and CROS would be no different, would be the fact that it has to evolve. So, because there is a measure of continuous improvement that has to happen with anything—first when you turn it on. Initially you are going to have teething problems. Some of it may be related to the system itself, a lot of it is related to the user. That is so in any system that you have. So you have to have a support mechanism for that. One of the things that the Ministry of Digital Transformation is building is what I call an ISC. It is an integrated support centre. And why are we building one? Because as we continue to put more and more electronic and ITC systems into the public domain, people are going to need places where they can turn for help.

We have also noticed and our research has proven this, that if people try to use something once and it does not work, and they cannot find a place to help them, they tend not to go back. So we are going to have to do that. So we are working on that, but suffice it to say that this is not the final revision of CROS that you are going to see. As more things become evident, as people request more

things of it, as it itself has to evolve with the changes and even as we make changes to the legislation and laws as we do here, it will have to evolve. That evolution has to be scheduled in some ways and managed in others, and it is up to the team there and for the users to make those suggestions to make it work. So that is quite important.

My colleague, the Minister of Public Administration, mentioned the use of AI and progressive technology. That is a key component of what we are doing because that is what scours the landscape that we have if trained properly. To provide some of the answers to the questions we do not know. An example of that is—and it sounds like a strange statement but it is actually quite common in technical circles.

**3.10 p.m.**

It will scour the things that you have and look in there and find things for you that you really did not notice, and that allows you to then start to enhance your own technology without having to do all the work that you normally would have to do if you have to get people to do it.

One of the important things about systems like these—I call these systems “critical systems”, and when I say “critical systems”—I attended a joint select committee yesterday and I think when I said “critical infrastructure”, somebody went straight to the servers and thing. When I talk about critical systems, I am talking about service availability for things that can impact this country in a negative way. I had used, for example, the software system associated with Customs. Could you imagine what happens if the Customs system does not work for a month? These systems, because of their all-encompassing nature and their importance to society at large, will be classified as critical systems. And for critical systems, service availability is what is important.

And service availability has nothing to do with the state of the network, it has nothing to do with whether it has been compromised by a cyberattack or not, it has nothing to do with if you have a natural disaster or any one of those four items that we talked about that will affect operational risk as has happened. Service availability means that when you want to use it, as a customer, it is there for you to use.

For Tier 1 systems or critical systems, as I have defined those, the concern of Sen. Dr. Gopeesingh of what happens if this thing shuts down, well, if you build it in a stand-alone environment, the likelihood of that happening is actually quite high. If you build it in a high availability environment, the chances of it shutting down is a bit less but still can happen. You build it in a multiple cloud environment that is protected by high-level tiers of data centres, the chance of it shutting down is virtually very small.

So when we talk about—and you talked about some of the expenditure that you are seeing on the Order Paper. One of the things we are building is no secret. We are building a Tier 4 data centre in Trinidad and Tobago, first one in the English-speaking Caribbean, highest level of data centre you can have. Why are we building that? For systems like these. We have five tier 3 data centres in Trinidad currently. They work particularly well. The Government utilizes them. But there are some systems that we have classified as systems that cannot fail and therefore, having a network of data centres that will survive all of these operational risks and allow for that service to remain available to you is important. Not everything goes there but critical things go there.

So you are looking at the expenditure, you are seeing that a tier 4 data centre is not a cheap thing to build. It is going into the Phoenix Park Industrial Estate, as identified by the Minister of Trade and Industry, and we have a number of

agencies—work is already underway in terms of the contracts associated with that.

I want to mention again, one of the things that we have that is being built now, we are building it with the assistance of the Estonians, it is called our interoperability platform. Things like CROS will sit and use that so that it can allow for the effective, resilient, robust, secure transfer and validation of appropriate information across Ministries, divisions and agencies. I see a lot of times that there are very few services that start in one Ministry and end in the same Ministry. If you enter a birth paper pin into CROS, people were talking about—Senators had mentioned the ability of the staff to validate things. Well, if that is not electronically validated, how are you going to do it?

So you are going to get a list of all the pins, you are going to send it down to somewhere, they are going to look at this and then go into all the files and then find each pin and then validate that this is the person and then send it back to you in a file. With the interoperability system, that validation is instantaneous. It does not need anybody to go check anything.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. H. Bacchus:** These systems are being built on foundational things that the Ministry of Digital Transformation is creating so as to allow for things to like these to operate in the efficient manner in which they are. We are still building them but we have connections between Ministries that are there and I expect later this month, one of the things that I am going to have the privilege to do is to probably have or initiate the first one of those validations that is going to be there.

It is important to note how we have done this. This is not software that we have purchased from anyone. The Estonians are not here to build it for us and then

we pay them forever to maintain and operate it. We have paid them to show us how to do it. It is built on open source software. It is ours when we are done with it. Our own people will develop it, our own people will operate it, our own people will maintain it. The sustainability of that type of model is what I have initiated in this Ministry and it is spreading across all of government.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. H. Bacchus:** It takes a bit more time. It is a bit slower because we have to train people and get them up to speed, but we are using the best that is in the world to train them. And I think the benefit at the end, in terms of the delay in time of implementation, will redound to significant advantages to us as a country in what we are doing.

I have a couple more because I really—Mr. President, I did not plan to spend too much time. But I also want to talk a little about what came up around data protection. I mean, it is in this House where on a Private Members' Motion, there was an agreement, the Government made an agreement to say that we will return to this House within a time frame that was agreed to by all of us and bring the necessary here. We stated the reasons why we needed the time, some of which were repeated. We really need to make some adjustments to this thing. They have tremendous impacts for this four—for the same FATF that we are talking about. If we do not do this right, we could find ourselves in more trouble than not doing it.

But there are safeguards already built into that legislation, which I had to remind Members when I was here the last time, that even though parts of the legislation are not proclaimed, even though the office of the information commissioner has not been fully operationalized, there are still rules and guidelines that are enshrined in that people must follow as it relates to handling of personal data, transferring of data, who can use it, et cetera. The monitoring mechanism is

what is not there but the rules are there, and we must be able to understand that as we march forward with this thing, if this was purely a case of a stand-alone piece of legislation that would not do much more than do what it was said to do on its own, then it would be easy to do it, we would simply lift the European model and put it here. But you would have heard Sen. Lutchmedial speak to the dangers of doing that. The culturalization of the things that we bring into Trinidad and Tobago is important to us because if we do not do that, we run the risk of the same things that Sen. Teemal was saying.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. H. Bacchus:** We are implementing things that are meant to deal with something—in the case that Sen. Lutchmedial was talking about, things that are specific to terrorism. Our NGOs, from the best of my knowledge, by and large, are not involved in that kind of thing but they have to go through the same onerous—if we do not make those adjustments, then the realization of what Sen. Teemal is saying is happening now will be worse. We have to be mindful of that. Legislation does not exist in a vacuum. Sen. Vieira has said this on many occasions. I am a believer of that.

So some of the things that we want to have happen quickly, in terms of the legislation—we talked about the companion piece of legislation being the Electronic Transactions Act, how do—we said so when we debated it here. There was agreement. This was a private Motion, if I am not mistaken, brought by Sen. Mark, and we agreed, and we will stick and abide to that commitment, we will bring the legislation back before the time that we said we would bring it. It will happen.

So, Mr. President, there was also conversation surrounding access to Wi-Fi, Wi-Fi in schools, general public Wi-Fi. Mention was made of the Savannah and

Woodford Square in particular, but I believe if we walk outside now and go to Woodford Square or if you happen to be driving around the Savannah or standing in the Savannah, you will find that there is access to public Wi-Fi at no cost to you as the user. Not that it is at no cost to anybody, but it is at no cost to you.

There are many public institutions—I have the information—the number of schools, the number of Ministries, the number of public spaces that have access to free Wi-Fi, all being done—well, not all, but a lot of it being done under the Telecommunications Authority and their use of funds to deal with things in underserved areas and in public spaces. The TTWiFi project under the Ministry of Digital Transformation, specifically under the digital society arm of what we are doing, caters for a number of those. We have those going up in historic centres, Toco Lighthouse, et cetera. A number of these places are being put up for those reasons but those are more recreational when you talk about parks and so on.

But when you talk about government buildings, if we are saying that the way in which we want to move advanced digital transformation is that you think digital first and if you go to a public building, it only makes sense that you should have access to Wi-Fi at no cost to you. An airport is a critical one. How many airports do we go to worldwide where the first thing that is available to you is a free Wi-Fi access code? Because you have to use it to be able to do things that you need to do inside—that is where we are taking this country. Those things are not free.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. H. Bacchus:** So, Sen. Dr. Gopeesingh, when you see the numbers associated with some of the things that we do, and they are quite staggering numbers, rest assured that those numbers fit into significant initiatives that we are doing on this front.

I also want to mention that you cannot measure, as much—as large as those



are, you cannot measure the progress of what we do by our spend. Digital government is not just done because it is new and it is fine. Digital government is done because it is one of the least expensive ways to promote the most efficient services for your citizenry. That is why we do it. And because I have initiated ways with this Ministry and it has been accepted by our colleagues that we are going to use open source software, we are going to leverage countries who are friendly with us, who have done this before, who are willing to assist us—the memorandum of understanding that we recently signed with India is a key example of that. The entirety of the India stack is being made available to Trinidad and Tobago at cost, including training, including—

When we went to India, we were able to sign a memorandum of understanding in 10 days, having visited seven Ministries. All of that software, all of its training, all of its quality management, all of its techniques is being made available to Trinidad and Tobago at no cost. So as much as you look at the amount of money we are spending, you really cannot measure the progress by that alone. There are other things that are happening inside of there that we are going to deal with.

The laptop story keeps being a recurring theme and I know one of these days, I am going to ask and I am going to seek the Leader of Government Business' permission to really say everything that I can say about that. One of these days, I am going to deal with that. But let me suffice it to say this, that a laptop does not an education system make. It is a key tool and on its own, it does not. The connectivity associated with it and the ability to use it, not just when you are at school or when you are at home, is important. The transformation and change that is required for the teachers and the people who deliver the curriculum to do it is important. The software that is associated with that, having it being

resident in the schools, is important. The type of—when you walk into any classroom in any school, one of the first things that you will realize is that there are only three plugs inside of there; three and all of them are up by the teacher's desk. One of the first things that people do when they come into this Chamber is plug in their laptop—[*Inaudible*]. Could you imagine walking into a school and your laptop is not powered and you cannot use it?

**3:25 p.m.**

So when I talk about preparation of the infrastructure in all the places and thinking this through from beginning to end, that is something that sounds quite simple.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. H. Bacchus:** You have to be able to manage that. Having Wi-Fi throughout all the schools—Wi-Fi was primarily in computer labs and in the principal's office. If you are going to have universal use of laptops in schools, then the Wi-Fi has to be predominant throughout the school, it has to be ubiquitous. When we found what we found in there, that is not so, what are we doing now? Using the same service providers to now go into those schools and adjust the distribution architecture of the broadband in those schools to allow for the classrooms to be able to utilize it. So that when you walk with one of these [*Member displays tablet*], or one of these [*Member displays laptop*], or even one of these [*Member displays cell phone*], what you find is that you are able to use it.

Offline availability of curriculum information: The recent work that is going with my other Cabinet colleague, the Minister of Education, relative to e-books, relative to numeracy—

**Mr. President:** Minister, you have five more minutes.

**Sen. The Hon. H. Bacchus:** Thank you. Thank you, Mr. President—e-books, numeracy and literacy evaluations, all of those things form part of the ecosystem that is required when you are talking about the transformation of the education system to use technology. A laptop is simply one piece.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. H. Bacchus:** Like I said, at some point, the Leader of Government Business will unleash me to deal with that, and I will deal with it.

But suffice it to say, Mr. President, as I close, I hope I would have allayed some of the fears relative to what the cybersecurity pieces—we are well aware of them, this system and particularly the fact that the one before failed, not because of any attack but it just failed. We are well aware of that. We are well aware of the eyes that are on us, being a pioneer of this, in terms of getting to this level where all the filings will be electronic and so on. We are well aware of that.

And so the consequence of failure for something that could be prevented, I think, would be catastrophic for us and so we are putting all of the efforts that we can to ensure that we put the best foot forward for this. What are asking is for your support in the legislation to give us the ability for the software and its associated pieces, that whole ecosystem, to perform in way in which it is intended to deliver the best quality service that it can to the people of Trinidad and Tobago. That is our ask.

With those few words, Mr. President, I thank you.

**Hon. Senators:** [*Desk thumping*]

**Mr. President:** Sen. Maharaj.

**Hon. Senators:** [*Desk thumping*]

**Sen. Sunity Maharaj:** Thank you very much, Mr. President. The Bill before us is one designed to catapult us into the era of digital transmission of information within the public service. If it works, as it aims to, it will be a quantum leap but the question is if. And for that, it has to do with the operability of the Bill as well as the institutional context within—an administrative context within which it operates. If we do not do that well, we will come out of this Parliament today with a Bill that we will present to international agencies to meet a particular objective and qualifying objective. And we will be left with a piece of legislation that will become another piece that people work around and others turn their cheek away, their eyes away from it, because it is not really making sense. It is not working as it should.

Our national interest is not only to meet the standards of international agencies, but to bring legislation that makes sense and works. And Sen. Bacchus made that point about when something does not—when people encounter problems at the first time, especially with technology, they pull back. That is the context that makes this piece of law questionable. It is not only the Bill itself but it is the context with which it will be rolled out. When that prolonged period of despair with the Companies Registry Online System occurred late last year into this year, all people could tell you is, “That system is a real cross,” I mean, the CROS system. They did not know what to do and nobody was telling them anything. They had to go to the offices to find out what was happening, they had to bungle their way, they had to look for who could help them, pass a little money, or just

give up and stay home. And this is a fundamental problem that the public faces all the time with government, not only with the Government but with the private sector.

When that issue happened recently with the big retail giant in the country, where people were being charged twice and their money being returned in a depreciated equivalent of foreign exchange, nobody said anything to people for over 24 hours, going into 48 hours. And people were informing each other on social media with all their interpretations of who did what, and what happened, and who is to blame and—where was the Central Bank, where was the Ministry of Finance, where was the Consumer Affairs Division? Where were these people to serve the public interest?

And so I come back to this, which is we must do everything to ensure that the first engagement with technology, in a society that has so much reason to be afraid— I heard the Minister of Finance say about 70-something per cent of people are not in online banking, with good reason. They cannot access the money, the moneys disappear, and so on, and so on. What do people do? “I will line up and I will wait for the”—not me, personally. But many people, it makes sense to them, “I will just line up and wait. I will get my hard cash in my hand.” And it does not help that bankers seem to think that the way to handle that problem is to just put less people at the counter to frustrate you and keep you in a long line. Well, people do what? They stay in the line.

There is not enough investment in understanding and awareness, and I have to be very sorry for Sen. Bacchus and for everybody who has to run a system, by

having to deal with frustrated people all the time who want to, you know, beat up people and so on, because what are they going to do? Their business is shut down. So the extent of—the first thing that has to happen, I think some of the Senators here have raised it, is you—I do not know what—how much dry run occurred with that CROS system, but who was held accountable? In a system that so failed the public, we are here today referring to that episode as “teething problems”, glossing it over as hiccups in the system.

I am so sorry but that is the height of insensitivity when people have real-life consequences—real-life consequences to people who cannot get information, who can be punished. You have to do better than that. And so it is at some stage, somebody needs to be held accountable and the Government needs to explain what exactly happened, what was the failure in that system, and do not just come and say, “It was teething problems.” And where is the accountability? We come back to this.

The other things—I want to approach this from the perspective of the need for investment and awareness, public, and training of people on the job. Are we doing enough of that? What is the budget for that? What is the plan, the roll-out? What is the extent of communication with the public as to what to expect? How to handle it? You can go on YouTube and find out almost anything about countries, in terms of how do you do this, how do you do that. Why is there not a little YouTube video that says how do you register, a point “A” to point “B”, and maybe there are some steps written? But these things you have to decode the mysteries of actually communicating to the public, not just creating these things and saying they

are there in some Ministry portal or something. You have to decode that secret of how to get things into the hands of the average person, so that people know and they share this, “Oh, look, this is how it is, this is how I am doing it.” People are learning from each other. They are not really learning from, you know, the investments that are made in public awareness and so on.

The other issue is reciprocal responsibility. I will talk about that in relation to the Bill. But generally, in a democratic society, as opposed to an authoritarian society, the Government expects things of me and I expect things of the Government. I expect when I send certain information as filed, I will get a note saying it has been received. I heard a Senator say that, and that has been my experience just two days ago. I submitted something, I am yet to—and I specifically asked to acknowledge receipt. Nothing, right? So I will have to make a phone call and try to track down the other person.

**3.35 p.m.**

When somebody does get something wrong, as happened with me trying to get my inspection certificate for the car I drive, you go, you cannot do it because the chassis number, when they moved from paper to electronic, a U became an H. They finally fixed that. I got the certificate. I go back again: “Oh, there was a 3 and it is now an 8.” Who is held accountable? Why am I punished, if I am to be punished by not having the requisite certificate? Because you know there is a fine. Who in the system? Where in the system is it holding itself accountable? This is what accountable government is.

The issue of security, I am hoping, I am hoping that a lot of that money that is going to come in for digitization, we are going to invest in security. The hackers

are always a step ahead, and there is a hesitation to invest in security. All that information that will be gathered from people—everyone needs to be confident, as confident as possible, that the Government is doing its best, its level best, it is willing to invest in that. Because we must come to the point where, the information that is held by the Government, that ought to be confidential, is confidential. And if it is not kept confidential, it has price to pay for that. The citizen cannot have their information floating about the place and nobody is held accountable and it goes. If the public does that they are going to go to jail. They are going to go to jail. They will have a fine. When it happens inside the system we do not hear anything about it.

I want to make a point here about the NGOs. Because in almost every Bill related to meeting the Global Forum, EU and the US financial requirements, especially the EU, you are always going to get the NGO. The NGO communities are seen as small/medium enterprises and seen as vital to economic growth and for a wealth, a distribution that is decentralized in countries like ours. But if you were to ask: Where in the Government is there a responsibility for the NGO sector? Well we were just checking, we saw social services. That is to ensure that grants and things get to certain people, and so on. You know there is a Ministry of Sport and Community Development. But I think it is about time that we begin to understand that the NGO community, which is now replacing the communities, the old communities that supported people and economies and children, and so on, that one was broken up. It was broken up largely when the country got very rich in the mid-70s. Because you know people moved and you had all these urban communities and, you know, people moved out of places they have lived in for generations and they went to new residential developments, and so on. The country changed dramatically and almost overnight, the same way that it is



happening to Guyana now. And I do not think we have ever accounted for that, as to the impact of that.

The NGOs today are the ones that are beginning to carry that burden of responsibility for coherent community. They are very important and we cannot afford to have them so intimidated by any system that they stay out of it. And, therefore, I want to make a plug here for some consideration of this Government, and any Government that there is, to think. How do we move the NGO community? Do we need a Ministry of NGO, or a department where the NGO community can get the kind of support to move from the ground level that they are, the base level, in dealing with legislation like this, and not being intimidated, and they move to the point where they can come into their own?

There is one point to be made about this Bill, that there are some gender-neutral terms that should be addressed. Because generally the Bills have been gender-neutral. So, there is a reference to the—okay, so I want to deal with the Bill, and I agree with the view expressed by Sen. Teemal about the wide range of power that seems to be given under this Bill to the Registrar General.

“(2A) The Registrar General shall be responsible for the management and control of the Office of the...and...may do anything which is calculated to facilitate or is incidental to the discharge of his”—gender-neutral—“function, subject to the general direction”

I think that very language is very loose, very subjective and so, you might want to look at that. Do you want to say that to facilitate, that it may do anything? That is a very subjective thing, because that is in their opinion.

There is, under 5D(3), the list of requirements that the Registrar General may ask. You may be required to submit all of these things, including a headshot they want submitted. I think this—I question whether a Bill is the place to put this

information in. Because the technology is moving so quickly and this thing about you hold your photograph by your face and take a picture and send it, I think that one is just going to go away sooner or later, because it is kind of antiquated already.

So is this where—do you want to put that in an Act, in a law; something that is evolving and something that you may just have to come back to change? Or do you put it in some kind of regulations or, you know, whatever you call it?

There is also—let me just get to my place here. Well, I am a little concerned about 5C where it says:

“An electronically generated form of any certificate or document shall be...”

And it goes on. Because I know there is a clause that talks about documents filed by the Registrar General. There is so much room for manufacturing certificates and documents complete with people’s signatures. All you have to do is get somebody’s signature and you can send all kind of documents. And so, I think the insertion of the word “authentic” might be something to consider.

There is—well, I agree with some of these fines. I think the seriousness of the hacking, they seem to be quite low, but I am assuming that all hacking, regardless of whether it is under this or under any other, will have the same kind of fines; hacking is hacking. Breach of confidentiality through illegal means is the same thing. It does not matter if it is at the Registrar General’s office or at the bank, or whatever. So I will leave that to be aligned.

The issue of the suspension, again, to us a person who, are the first point of denial, been suspended, once you challenge that decision to ask him to go to court, that is to set up a situation where people will never, never appeal. It is a disincentive to exercising their democratic right to appeal when you tell them you

have to find a lawyer, you have to go in court. You know it is going to take a long time. Is there not some internal mechanism to which a dispute like that could be settled?

And I often wonder whatever happened to the Ombudsman. There was a time in this country where the Ombudsman was a muscular entity and people knew the name of the Ombudsman. I do not know if I ask everybody here what is the name of the Ombudsman today if you know. But that entity needs a fresh infusion of blood and reintroduce itself to the public, because maybe the Ombudsman is a place that people can go to with a problem like this. The question is, they may not know.

There is a—I think there are some places where you say knowingly and some places where you do not say knowingly. But I think in every case where somebody does something false or wrong, it must be clear that they did that knowingly. Because there are so many errors that people make in filing things and wrong information and they are just trying to function in this space that is so unfamiliar to them. So I think it is really important to establish—people should not have to go and prove afterwards that they did not know and they did not understand. It should be from the get go.

I do not want to take up too much time but there is one clause that says if someone who is not an individual—so it might be a law clerk or somebody—breaches this law, then the director or partner is held liable as well. Well, I could be facetious and ask if a public servant breaches, are we going to hold the public servant and the Minister to the same—hold their feet to the fire as well—that is just the paucity. I think in that case it cannot be that they have to prove after the fact, when they are charged or so, that they did not know that this person acted on their own volition. So the law should say, again, that—well, the investigation

would prove or not whether they were complicit. There should be—it should not be automatic because your person, somebody employed by you, you are held accountable. There should be something that points to your culpability in it before that happens.

So a lot of, I mean, really learned legal minds here have dealt with the law, but I think that there are things in here that could be fine-tuned. We really have to think about the people who are going to be users, users, users, users. Whenever we have any kind of law that affects the public, we have to put ourselves—I have to question the Government's concept of stakeholders. Who are these stakeholders and are you trying as hard as you can to put yourself in other peoples shoes, in the shoes of the people who have to operate by this law? I think that is about all I have for this evening. Beyond that, I have to welcome this initiative. Thank you.

**Hon. Senators:** [*Desk thumping*]

**Mr. President:** Attorney General.

**Hon. Senators:** [*Desk thumping*]

**The Attorney General and Minister of Legal Affairs (Sen. The Hon. Reginald Armour SC):** Thank you very much, Mr. President. Mr. President, I have listened to my learned colleagues and I will say that I am grateful to them all. But before I specifically address specific representations and submissions made by my colleagues on the other side, and of the Independent Bench, and recognized in tribute the representations and deliveries by my colleagues on this side, I just want to make some prefatory remarks, if I may.

I said in my opening remarks that the process of implementing CROS began in 2019, and I just want to spend a little time on that for the reason that what we are about here today is an important point of a development, and I use that word

deliberately with a capital “D” because it signals a number of things which have stages.

So the first stage was a recognition by this Government in 2019 that the Government had inherited an existing software system, the legacy system in existence, which needed to be replaced. So in 2019 the Government began a negotiation to replace the existing system, software system, which drove the Registrar General's Department across the different platforms, companies, et cetera.

### **3.50 p.m.**

This Government responded to a request for financing after the negotiations of 2019. The request was made in December 2019, for the release of funds. By January of 2020, this Government released the funds to purchase the new system which we are today referring to, and I smiled by the way of a tease’ at Sen. Thompson-Ahye, we are referring as CROS, not because it is a burden that we bear, but because it is the acronym for what is known as the Computer Registration Online System, C-R-O-S.

So, having taken the decision to replace the system, negotiated it in 2019, the Government purchased the system in January 2020, and began to upgrade the system in February 2020. That is when the development began. We were hit by a pandemic, the COVID pandemic, in March of 2020, and that meant that notwithstanding the fact that the suppliers of the system had committed, and had actually begun to come to Trinidad and Tobago, in very much the same way that Minister Bacchus has been telling us about, working with us to integrate, and to develop, and to implement the system.

No fault of this Government of which I am proud to be part. COVID, was not something that was routed upon this country by the People’s National

Movement. It was a pandemic. So, we had to hit halt, we had to hit pause, notwithstanding which, for the period of the pandemic, the Ministry of Attorney General, this Government continued remotely and virtually to develop CROS with the suppliers of the system. In 2020 to 2021, testing began. Internal software covering, the processing of payments, data storage of all existing companies and businesses, multimedia storage of all file documents, creation of new records, web application for users, creation of the forms, introduction of validations to ensure accuracy of information, payment portal, connection to the internal software.

June 2021, the launch of the Companies' Registry Account Application portal. Allowing for early registration to avoid a rush of applications on the launch of CROS. June to September 2021, presentations were delivered, commenced being delivered, by the Registrar General's Department, to key stakeholders informing everyone of the new ICT solution, C-R-O-S, -Computer Registration Online System. The presentations covered the overview of the system, the services to be offered, and requirements for registration of a companies' registry account. System testing, 2021 through to 2022, ongoing. CRA applications being submitted, staff training was being rolled out. Marketing and a communications plan was being developed. December 2022, the legacy system which this Government recognized in 2020, needed to be replaced, it crashed.

**3.55. p.m.**

That was not because of any deficiency on the part of this Government. In point of fact, because the Government had purchased a new system in 2020 the crash only lasted in limited terms for a couple of months because what we were able to do in December 2022, was to begin to roll out the new CROS system that had been purchased two years before, but interrupted by the pandemic.

And the hobbled—that is the word that I used in my opening remarks— the

hobbled implementation of the rollout of CROS was because CROS required significant legislative amendments to the suite of legislation which we are talking about today, but in December 2022 we had not yet accomplished to the point of finality that suite of legislation fully amended and ready for implementation.

What we were, however, able to do with the developers of the software was to get them to disengage parts of their software so that the new system could be brought in and replace the crashed system, but on a more limited basis while we built out the legislative amendments that were necessary across all of the legislation to enable us to be here today in the conversation that we are engaging. That meant and I have said it, and I am not going to repeat it unduly, that the system was hobbled and therefore it is easy for persons to say, “Well, not enough training, not enough work, not enough done, you have rolled it out before it was ready”. We rolled it out as best we could but we were ready to begin the rollout and therefore we are here today.

And in the period between the introduction of the rollout after the crash with the new system, we went on a stakeholder outreach, communications had undertaken consultations with a number of different individuals, organizations, institutions, to get persons to begin to understand the new system. Staff training continued. The Registry’s website, if one goes onto the Registrar General’s website now on our mobile phones, you can pull down the videos that are on the website that had been in existence to help persons to understand; the average woman and man, young man and young woman, to understand how the system works. That is what we have been doing. And we were talking to the stakeholders all the time, and we were able therefore to launch CROS, as I have said in my opening remarks on the 1<sup>st</sup> of February.

We have had in place for the last two years an online help desk. Tickets

were launched to provide a portal for issues to be lodged and resolved. Regulations have been set out. I have spoken to that, I am not going to go back into that. Online credit card and VISA debit payments were added, not by putting your online—your credit cards into the system, but by going to portals that were opened by the Registrar General to allow users to top up their accounts.

On the 17<sup>th</sup> of October, 2023, electronic signatures were launched for all users filing their own documents in CROS. And that was done because we were able to have introduced the regulations of which I have spoken. Mr. President, I believe that at an earlier stage one of my colleagues spoke about the statistics. Let me give an example of the statistics.

February 01, 2023 to November 21, 2023, here are the statistics: The number of companies formed, 2,000—and this is under the new CROS system which is not yet fully operational because we have to pass the legislation today to make it fully operational—2,566 new companies formed; 201 non-profit companies incorporated; 159 non-profit organizations; 5,609 business registrations; 548 firms and partnership registrations; 11,485 annual returns; 10,650 certified copies; other post corporation documents, example, changes of address and notices of change of address, 5,132; business name reservations, 12,516; company name reservations, 6,701; number of company business files searched and downloaded through CROS, 10,484; CROS individual user account registrations between February the 1<sup>st</sup> and November 2023, 50,785; CROS company user account registrations, 20,267. That is in the first trial period of an almost complete CROS, February 01, 2023 to 21<sup>st</sup> of November, 2023.

That is our introduction of a system and we have heard Minister Bacchus tell us, and I am going to dwell a little moment if you will allow me, Mr. President, on Minister Bacchus in due course. If we are going to allow for the fact that what we



are talking about and all of the Senators, some of them not all, use the term “quantum leap”, we are talking about a quantum leap that we are poised to make. The whole-of-government approach. And I pay tribute to the Minister of Trade and Industry. I pay tribute to the Minister of Public Administration, my colleagues, and I particularly pay tribute in the whole-of-government approach to the efforts, the wisdom, the tenacity, the vision, and the hard work of Minister Hassel Bacchus.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. R. Armour SC:** We speak happily, those of us who wish to be prophets of doom and gloom about the TSTT cyber crash because it is the latest, most current piece of bad news that can be purveyed. What we do not speak about, because it is good news and I have the personal experience, is that for three months the Ministry of the Attorney General and Legal Affairs was cyber attacked, and within two days I had the resourcefulness of Minister Bacchus in a whole-of-government approach and the director of the Ministry’s ICT, Mr. Roger Sealey—

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. R. Armour SC:**—drill down into a very serious cyber attack on the Ministry of the Attorney General and Legal Affairs, and we were back in business in less than three months. Now, that is good news, so you do not hear it being heralded as something unfortunate that has happened to Trinidad and Tobago, but that is because of the whole-of-government approach that Minister Bacchus brings to his operations when he applies the tenacity, the skill, and the resolve of his Ministry applying the whole-of-government approach, so that I have been a student of Minister Bacchus’ wisdom, understanding today better than I did six months ago the dire consequences of a cyber attack. And that is why I was able

to speak today in my opening remarks about the quality of the work that is being done in the Registrar General's Department now, with the able, active, collaborative support, and leadership of Minister Bacchus, Minister of Digital Transformation working hand in hand with the Ministry of the Attorney General and Legal Affairs. And that is what we are about today, and I pay tribute to him.

So let me turn, Mr. President, to dwell on some of the remarks of my colleagues in this Chamber. Sen. Lutchmedial spoke to security, she spoke to transitioning from a paper system to an electronic system, she spoke about access to services and authentication of the electronic signatures via the proclamation of the Electronic Transactions Act. She paid some credit to the fact that the initiative of this Government is to be given some credit but she reserved her considerable advocacy skills for criticism.

Mr. President, in rolling out the CROS system there has been a relatively smooth transition period and I am not going to repeat it. I have said it in my opening, and I have said it already this afternoon in the winding up. We migrated from the older system of TTBizLink and we have had in-house registration hubs available at the Registrar General's Department with staff on hand who continue to be able and willing to provide useful guidance.

So this is not a question of the public being at a loss and having no help. There have been throughout computer systems available and an online helpdesk for persons to seek guidance and to resolve issues. Many users of the CROS system can receive ICT support and technical assistance from the Companies Registry.

In relation to the criticism of Sen. Lutchmedial as it relates to the number of penalties for tampering with data, she thought that the penalties were too small. But I found it intriguing that when she was followed by her colleague Sen. John, Sen. John wanted harsher penalties and I wondered for a moment whether they

were speaking from the same Bench. But I want to place on record, Mr. President, that the penalties that are being promoted in the Bill before this House today, the penalties are consistent with the provisions in the Customs Act in relation to the operation of the automated systems for custom data, ASYCUDA, and with the existing penalties within the Companies Act. And the point there being that we are opting to be proportionate in our approach to introducing penalties and not to introduce penalties that are out of sync and therefore disproportionate with the precedents that already exist. If the time comes when we will have to regroup and look at it again, then we will. But at the moment, we wish to be proportionate as a responsible government is, with respect for constitutional rights and fairness. And therefore, we have taken our cue from the existing legislation.

The credit cards that Sen. Lutchmedial spoke about being utilized to top up accounts, well, I have touched on that already. The Registrar General's Department does not store credit card and Visa debit card information. Users of the CROS system are able to top up at the offices of the Registrar General by using cash, cheques, or LINX. And the Registrar General's payment portal framework is at industry standard 3D Secure version 2.0. And in relation to the authentication of the electronic signatures, Mr. President, the e-signature used in CROS, which is issued by the Registrar General, falls within the proclaimed sections of the Electronic Transactions Act. So it is again within the lawful framework of our existing legal infrastructure.

Sen. Vieira, the hon. Sen. Vieira, I thank him for his contributions. I acknowledge the benefits which he very clearly articulated as the Government continues to make progress on its digital transformation journey. This is just another stepping stone as the leading Caribbean nation to have the first paperless registry allowing for greater transparency and accountability, efficiency, improved

accuracy, enhanced security, and better access to all stakeholders.

**Hon. Senators:** [*Desk thumping*]

**4.10 p.m.**

Mr. President, with respect to the inclusivity of individuals, the Registrar General's Department has continued to put measures in place including—and I have mentioned it already—the development of in-house videos to provide guidance. And, as the learned Sen. Vieira raised the point, let me just emphasize with emerging trends of block chain, artificial intelligence and other technologies, we continue to ensure that we remain consistent and build out our technology in the development of the infrastructure of our registries. These technological advances in recent years, Mr. President, allow national authorities and financial institutions to analyze large amounts of structured and unstructured data, more efficiently, identifying patterns and trends more efficiently and effectively.

Data pooling and collaborative analytics can help governments better understand, assess and mitigate money laundering and terrorists financing risks. We make it easier, more dynamic, effective and efficient to identify these activities. It can reduce the number of false positives, enabling the private sector to comply in a timelier and less burdensome manner, including the domestic and international private sector wishing to do business with Trinidad and Tobago, safe and secure. I emphasize again the points that were made by Sen. Hassel Bacchus, Minister of Digital Transformation, that we have an ongoing cyber security strategy to ensure, as we build out CROS, it is going to be as secure as we can possibly make it, because in the interoperability of the whole-of-government approach, we have the technicians in Trinidad and Tobago from Estonia working with our technical people, working with our users of our systems, to ensure that we not only build an open source technological cyber secure system, but that we own

it, and not own it just in terms of paying for it, but that we own it, because we learn to grow with it and we make it our own, and that is best and most secure cyber security system that one can possibly wish to implement on a national basis.

Sen. Jearlean John spoke of security protocols—well, I think I have said enough on that, and I do not want to pound the desks anymore with Sen. Bacchus' name, so, I think that the contributions of Sen. Bacchus have addressed the concerns that Sen. John would have belaboured in her insecurities about cyber security. The proposed section 9A is not a blanket immunity; this was a criticism of Sen. John. That is the proposed section, that allows a degree of immunity to the staff of the Registrar General's Department in operationalizing CROS, and may I on this point acknowledge and pay tribute to Sen. Teemal, I appreciate his concerns as well, but the reality is that we are not giving a wide path to irresponsibility

When one looks at the language of the proposed section 9A it speaks of good faith performance, and good faith discharge, and any member of this staff who is not going to operate the system in good faith will face the brunt of the law. The common law has evolved over centuries to deal with an irresponsible approach to the discharge of statutory duties. So, good faith is in the section deliberately in order to put a rational measure on the quality of immunity that will be given to the staff who are hardworking, and are deserving to being able to work without the stress of having someone look over their shoulder every other day, because the job that we are asking of them is new, it is novel, it is being built out, as we speak and it carries its own level of responsibility and stress, and we want our staff working, knowing that as a responsible Government, we have their backs and we encourage them to discharge their responsibilities responsibly.

Sen. Thompson-Ahye made comments on the fines and again, I make the

point that I made earlier in relation to one of our other colleagues. The fact is that the existing penalties are drawn—the proposed penalties are drawn from existing legislation and our approach is to take proportionate approach to the penalties that will be visited for offences and other occasions of non-compliance with the legislation.

**4.15 p.m.**

There is a point that—and I am sure that on reflection Sen. Thompson-Ahye will agree with me—I wish to part company with her on, she referred to issues arising in the Probate Registry. Well, the Probate Registry does not fall under the remit of the Registrar General's Department. The Probate Registry falls under the remit of the Judiciary. So the Registrar General is not attempting to assume responsibility for the Judiciary nor for the Probate Registry, and CROS therefore does not transgress into that area.

Mr. President, Sen. Gopeesingh made some comments, which I am pained to have to describe as misinformed. He allowed himself to say:

We are one of 16 countries blacklisted by the EU. Trinidad and Tobago is blacklisted and continues to be blacklisted. Why has the Government been sloppy? It is poor and inexcusable.

I took the trouble to write it down because I was struck by the—with respect—the irresponsibility of that statement. Mr. President, if the Senator had taken the time to do his homework he would have advised himself that as of February 2020, the Financial Action Task Force removed Trinidad and Tobago from its grey list and concluded that Trinidad and Tobago is no longer subject to active monitoring.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. R. Armour SC:** And in point of fact, in January 2015, Trinidad and Tobago—and I repeat the date, in January 2015, Trinidad and Tobago was the first member of the Caribbean Financial Action Task Force to undergo the Financial Action Task Force’s Fourth Round Mutual Evaluation, peer review process. As a result of outstanding technical deficiencies existing in January 2015, the country had failed miserably in its assessment of regulatory laws and measures, and the then United National Congress Government had taken no steps to inform the public of this assessment nor of the dismal effect of failing the Financial Action Task Force’s process.

By September 07, 2015, the People’s National Movement Government, led by the hon. Prime Minister, Dr. Keith Christopher Rowley, met this devastating failure, handed down from the former administration and the results of that 2015 microscopic examination were fait accompli. The Mutual Evaluation Report, published in June 2016, which Sen. Gopeesingh is quoting from, highlighted the poor state of the country’s AML/CFT unsatisfactory and deficient structure in place during the United National Congress’ administration. We rescued the country from that.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. R. Armour SC:** It was this Government, led by Dr. Keith Christopher Rowley, hon. Prime Minister, driven by its anti-crime plan to take the profit out of crime, and determined to improve Trinidad and Tobago’s rating on the international front, led by the then Attorney General and Minister of Legal Affairs, which piloted and implemented several measures to ensure transparency in land,

cash and business transactions to directly target the then existing rampant corruption, fraud and criminality in the country.

The Government's plan to aggressively improve plant and machinery, process, people and laws, relative to the criminal justice system, resulted in this Government's enactment of 23 pieces of AML/CFT legislation, and over the past four years the United National Congress has done nothing to support and has caused unnecessary delays with regard to the progression of those pieces of legislation.

**Hon. Senators:** [*Desk thumping*]

**Sen. The Hon. R. Armour SC:** I could continue, Mr. President, but I think the point has been understood and I think my point has been made.

This House must be assured, Mr. President, that in light of the various cyberattacks on various institutions, one being our own, Office of the Attorney General and Ministry of Legal Affairs, the Registrar General's Department has taken and has put in place a number of preventative measures of which CROS is part, and we ask this House to join with us in passing the legislation today to ensure that we put forward a robust electronic system. A system with robust international anti-money laundering standards in relation to beneficial ownership and direct control of corporations where the owners would previously have hidden behind the corporate veil.

Mr. President, some of the important contributions made by Sen. Teemal have been taken into consideration and I give him the assurance that even if we may not address them immediately here today, I have made a note of most of them



and we will be giving it further consideration as we continue to improve our legislation. I assure him that the post of Senior Assistant Registrar General—it is not that this legislation has not created this as a new post, it is a post that has been in existence for quite a long period of time under the Judicial and Legal Service Commission. This amendment is simply to include it within the Registrar General Act simply to formalize it as opposed to it has been in operation since the early 2000s.

With respect to the unique account, unique identifier, this is in keeping with the international standards for corporate registries. Our Companies Registry is leading the region. It is worth mentioning that it is now the international standard for all corporate registries to have facial recognition. The United Kingdom has passed an Act requiring extensive identity verification for all company officials in the Economic Crime and Corporate Transparency Act, 2023. New Zealand also utilizes a national electronic identifying mechanism called, RealMe, for use across government services. This is necessary to ensure that there is transparency and accuracy of information of company officials.

I have addressed the point raised by Sen. Teemal earlier about immunity when he asked the question, and a telling question, whether nobody will be held accountable. And I do not need to repeat the point that I made earlier; persons will be held accountable if they fail to act in good faith in the discharge of their responsibilities under this legislation. I would like to assure this House, Mr. President, that the Office of the Attorney General and Ministry of Legal Affairs, under my leadership, will make it the utmost priority to ensure that there is a

seamless operationalization of this very critical piece of legislation.

The Ministry will continue in its efforts to collaborate and engage with the public and private sector, hold out a helping hand to engage the process and to work with all stakeholders for a smooth transitioning of the law. Mr. President, I beg to move.

**Hon. Senators:** [*Desk thumping*]

*Question put and agreed to.*

*Bill accordingly read a second time.*

*Bill committed to a committee of the whole Senate.*

*Senate in Committee.*

**Mr. Chairman:** Senators, there are six clauses in the Bill before us. There are circulated amendments by Sen. Vieira, as well as the Attorney General. I am assuming everyone has these amendments before them? Sen. Lutchmedial and Sen. Dillon-Remy? Yes, Sen. Lutchmedial has. Sen. Dillon-Remy?

**Sen. Dr. Dillon-Remy:** No.

**Mr. Chairman:** Sen. Dillon-Remy?

**Sen. Dr. Dillon-Remy:** Sen. Lutchmedial and the Attorney General?

**Mr. Chairman:** No. No. No.

Sen. Vieira and the Attorney General. Okay. Attorney General, are you ready?

**Sen. Armour SC:** Yes, if you could just give me one minute, please.

**Mr. Chairman:** Sure.

**Sen. Armour SC:** Yes, I am ready.

**Mr. Chairman:** Okay. Clerk.

*Clauses 1 and 2 ordered to stand part of the Bill.*

*Clause 3.*

*Question proposed:* That clause 3 stand part of the Bill.

**Mr. Chairman:** Attorney General.

- A. In paragraph (a), in the proposed definition of “user account unique identifier” delete the words “5C” and replace with the words “5D”;
- B. In paragraph (f) in proposed section 5D-
- (a) in subsection (4)(a), (c) and (d), delete the word “person” wherever it occurs and replace with the words “firm, legal person or entity”;
  - (b) in subsection (11), delete the words “subsection (6)” wherever they occur and replace with the words “subsections (3) and (4)”;
  - (c) in subsection (13), delete the words “(12)” and replace with the words “(11)”.

**Sen. Armour SC:** Thank you, Mr. President. Mr. President, in clause 3, we wish to propose in paragraph A, in the proposed definition of “user account unique identifier”, to delete the word “5C” and replace with the word “5D”. That was a typographical that we wish to introduce so that there is correct cross-reference.

**Mr. Chairman:** You may continue.

**4.30 p.m.**

**Sen. Armour SC:** Yes. And secondly, in paragraph (f) in proposed section 5D, in subsection (4)(a), (c), and (d), delete the word “person” wherever it occurs and replace it with the words “firm, legal person or entity.” Next (b) in subsection (11), delete the words “subsection (6)” wherever they occur and replace with the words “subsections (3) and (4).” And lastly, in subsection (13), delete the word “twelve”

or rather “(12)” and replace with the word “(11)”. And that is just to clean up the cross-referencing between sections.

**Mr. Chairman:** Okay. Thank you, Attorney General.

*Question put and agreed to.*

*Clause 3, as amended, ordered to stand part of the Bill.*

*Clause 4.*

*Question proposed:* That clause 4 stand part of the Bill.

**Mr. Chairman:** We will start with Sen. Vieira’s proposed amendments. Sen. Vieira.

**Sen. Vieira SC:** Thank you, Chair. Hon. Attorney General, the clause provides for attorneys-at-law and accountants to be “authorised corporate service providers” but I fear we are leaving out an entire profession. A profession which is geared even more so than accountants and lawyers toward the handling of corporate governance matters and I am talking about chartered secretaries these are high-ranking professionals who are duly certified under the ICOSA, they are governance professionals more often than not they serve as company secretaries. They are recognized worldwide for their depth and for their status and my recommendation is that we should also include them together with accountants and attorneys-at-law.

**Mr. Chairman:** Okay. And the first two are just typographical, yes? Do you want to say anything on those? One second, Sen. Lutchmedial. Sen. Vieira, the first two parts.

**Sen. Vieira SC:** Well, it would read, “in the following new definition means an attorney-at-law, accountant or chartered secretary”.

**Mr. Chairman:** Okay. Sen. Lutchmedial.

**Sen. Lutchmedial:** Thank you. Mr. Chairman, in relation to the comment made by Sen. Vieira, there are two things here. One is that when you limit the person

who can become authorised company service providers to attorneys and accountants, there is a cost factor that is involved there. But more than that, the law under Proceeds of Crime where we are, and FIU where we are regulating providers of these types of services and it is recognized from FATF, it was taken directly out of FATF and it is a whole category of persons registered and regulated called “Trust and Company Service Provider” who are not attorneys or accountants. And if you look at FATF definitions and methodologies they actually define this as persons involved in the formation of legal persons.

So actually exactly what I think you are trying to capture here is captured in other pieces of legislation and I do not know if they were left out for a particular reason and we restricted it only to attorneys and accountants but there are persons who are for example, paralegals, so they have an LLB and they are not qualified attorneys but they have an LLB and they provide these types of services, they advertise. I know a number of them are in fact registered and regulated by the FIU. So perhaps that may capture outside of accountants and attorneys, the persons who are chartered secretaries who fall into neither of those brackets.

**Mr. Chairman:** Attorney General.

**Sen. Armour SC:** Thank you very much, Mr. Chairman. I had not appreciated but I am grateful to Sen. Lutchmedial for her intervention because I was about to say in response to Sen. Vieira, that we have no objection to the amendment.

**Mr. Chairman:** Okay. Hon. Senators—

**Sen. Mitchell:** Mr. Chairman. Mr. Chairman. Yeah, yeah.

**Mr. Chairman:** Minister of Tourism.

**Sen. Mitchell:** If I could just join. I am very happy to see the removal of the “business service providers” but what I would say in my understanding of the section or the definition, rather, the inclusion of an attorney-at-law or an

accountant is the inclusion of professionals that are governed by specific Acts and that have professional liability for acts done by them and in most cases they have to get indemnification insurance, et cetera.

The issue I have with the “chartered secretary”. Chartered secretary is a qualification in the UK, in fact, our company law is closer to that of Canada and they have a totally different regime not called “chartered secretary”. So I would resist and object to the inclusion of a “chartered secretary”. And to Sen. Lutchmedial, the person who is selling in a lotto machine has to be FIU registered, so just to respond to that issue I would err on the side of keeping attorneys-at-law and accountants here because under the Companies Act there are now onerous obligations and you need professional persons, not these fly-by-night persons who appear and offer these services and place obligations and liabilities upon directors, shareholders and other beneficial owners of companies.

**Mr. Chairman:** Sen. Vieira.

**Sen. Vieira SC:** Yeah. Just on a point of correction I do not think a chartered secretary should be described as a fly-by-night professional, I mean, it is a very serious profession it is highly respected worldwide. And secondly, if you look at the enabling legislation under which accountants in Trinidad and Tobago practice, you will find it is a simple two-page document that basically just incorporated the profession. It is nowhere near the depth and level that you will find say with the attorneys-at-law profession or the dental profession, or the medical profession. So just on a point of order.

**Sen. Mitchell:** Yeah. Just on a point of clarification, I am not saying that chartered secretaries—my objection with chartered secretaries is there are different qualifications of persons who wish to become qualified as corporate secretaries. A chartered secretary is the UK equivalent, there is also the Canadian equivalent and

other equivalents that are not called chartered secretaries. So that was, I am not saying in any way—in fact, that is an area that I am interested in and that is why I have done the research on it but in terms of the fly-by-night, there are people if you go on Instagram or you go on Facebook, you will see all sorts of people offering these services of incorporating companies, et cetera.

**Mr. Chairman:** Sen. Lutchmedial.

**Sen. Lutchmedial:** Yes. Mr Chairman, and that is why within our law, because I agree with—both Minister Mitchell and Sen. Vieira are making valid points. The point of it that is that that is why within our law we introduced the “Trust and Company Service Provider” category of persons because you cannot just be the lotto operator, yes the lotto operator is registered because that is a different category. But this is a recognized category of persons who might be a paralegal, a company secretary, they might hold the Australian qualification, UK, Canadian, whatever it is, but if you are providing that service you are registered and regulated by the FIU the same way attorneys are registered, regulated by the Law Association and the FUI to some extent, et cetera, et cetera.

So using that definition that already exists in our law for the purpose of anti-money laundering would make the most sense because you are capturing the other professionals who may not be admitted to practice as an attorney-at-law or an accountant. You have people holding the title of accountant who are Level 2 ACCA, Level 3, completed, chartered accountants. If you want to say a chartered accountant, that is different from a regular accountant but all of them would be captured and you would capture anybody even the Instagram people who are providing company incorporation services, under that title of “Trust and Company Service Provider” because once they provide the service, they must be registered with the FIU. You can even include in your definition here, “registered with the

FIU” because all of those persons that you are trying to capture here as authorised service providers have to be registered and regulated by the FIU.

**Mr. Chairman:** Attorney General.

**Sen. Vieira SC:** And Chair, I will withdraw my amendment because I very much support what Sen. Lutchmedial has said, I too recall the definition of “Trust and Company Service Provider” and I think that would dovetail nicely here rather than just limiting it to an attorney-at-law or accountant for all the reasons that Sen. Mitchell—

**Mr. Chairman:** So—

**Sen. Vieira SC:**—and Sen. Lutchmedial have given.

**4.40 p.m.**

**Mr. Chairman:** So you are withdrawing your amendment you said?

**Sen. Vieira SC:** Yes. And I am supporting what Sen. Lutchmedial has suggested, that we dovetail “authorised corporate service provider” with what obtains in the anti-money laundering and anti-terrorism legislation with the definition of “Trust and Company Service Provider”.

**Mr. Chairman:** Attorney General.

**Sen. Armour SC:** Can I just ask for some clarity, Mr. Chairman? So is the proposal of Sen. Lutchmedial, that comes in the wake of the withdrawal by Sen. Vieira of his proposed amendment, is it that he is proposing that—Sen. Lutchmedial, that she is proposing—that the definition of the term “authorised corporate service provider”, provided for in clause 4, section 4, is to mean an attorney-at-law or accountant or trust service provider, or is she recommending that the words “attorney-at-law or accountant” be deleted and in their place, the words “trust service provider” be substituted? I am simply trying to get some clarity on where we are.



**Sen. Lutchmedial:** No. Yeah. Attorney General, I think you should leave an attorney-at-law, accountant or the trust and company service provider. So exactly what Sen. Vieira has set out, except instead of inserting the words “or chartered secretary”, you will insert the words “or a trust and company service provider”. Because those are all three separate and distinct categories of persons who perform these functions by under FATF and it is incorporated in our FIU and POCA legislation.

**Sen. Vieira SC:** And there is already a definition of “Trust and Company Service Provider” as:

“...a business or individual that provides services related to the incorporation management, or administration of legal entities such as trust and companies.”

**Sen. Armour SC:** Just one minute, please. Mr. Chairman, we do not accept that new proposed amendment.

**Sen. Vieira SC:** Why?

**Mr. Chairman:** Okay. So, Sen. Vieira, in light of the final words by the Attorney General, what is your proposed move?

**Sen. Vieira SC:** Well, I will just say that I would urge a reconsideration because FATF actually accepts the definition of “Trust and Company Service Providers” and I think that we may be criticized down the road for taking a rather narrow approach to this aspect.

**Sen. Dr. Dillon-Remy:** I will just like to ask a question, Chair.

**Mr. Chairman:** Sen. Dillon-Remy.

**Sen. Dr. Dillon-Remy:** So the question is, what is the reason for the rejection of the term “trust and service provider” in this definition?

**Sen. Armour SC:** I am advised that, Sen. Dr. Dillon-Remy, that this question had

arisen at an earlier stage. I was not party to that discussion at that time. This was before my time at the Legislative Review Committee stage and the phrase “Trust and Company Service Provider” was sought to be introduced and there was objection to that in particular from the financial institute, the FIU. So it was raised, considered at LRC and rejected.

**Sen. Dr. Dillon-Remy:** So is there another term or another group that will prevent the restriction that they are trying avoid here, or are those two groups—leaving it is only two groups?

**Sen. Armour SC:** I understand that the concern is not to have the trust companies sign as service providers.

**Mr. Chairman:** Okay. So far what I have is a withdrawal by Sen. Vieira on his proposed amendment. It still stands, Sen. Vieira?

**Sen. Vieira SC:** Well, I—[*Inaudible*]

**Mr. Chairman:** Okay.

**Sen. Vieira SC:** But I was not saying that trust companies should be service providers. We are talking about providers of trust and company services.

**Sen. Armour SC:** So I stand on my position. Thank you.

**Mr. Chairman:** Okay. All right. So the proposed amendment by Sen. Vieira is withdrawn.

*Amendment withdrawn.*

**Mr. Chairman:** As such, we shall now move to the proposed amendment by the Attorney General for clause 4. Attorney General.

4 A. In paragraph (d)(ii) in proposed paragraph (a) delete the word “fourteen” and replace with the word “thirty”;

B. In paragraph (w), in proposed section 337B(2C) delete the word “five” and replace with the word “six”; and

- C. In paragraph (z), in proposed section 461 in -
- (a) subparagraph (ii) delete the word “Gazette”; and
  - (b) subparagraph (iv) delete the word “Gazette”.

**Sen. Armour SC:** Thank you, Mr. Chairman. In respect of clause 4, in paragraph (d)(ii) in the proposed paragraph (a), to delete the word “fourteen” and replace it with the word “thirty”. In (w) paragraph, in the proposed section 337B(2C), delete the word “five” and replace it with the word “six”. And lastly, in paragraph (z) in the proposed section 461(a)(ii), delete the word “Gazette” and subparagraph (iv) delete the word “Gazette”.

**Mr. Chairman:** Okay.

*Question put and agreed to.*

*Clause 4, as amended, ordered to stand part of the Bill.*

*Clause 5.*

*Question proposed:* That clause 5 stand part of the Bill.

In paragraph (c) in proposed section 3A(11) delete the word “company” and replace with the words “firm or individual”.

**Mr. Chairman:** Attorney General.

**Sen. Armour SC:** Thank you, Mr. Chairman. In paragraph (c) in the proposed section 3A(11) we propose to delete the word “company” and replace with words “firm or individual”. And that is really to take care of what really could amount to a typographical.

*Question put and agreed to.*

*Clause 5, as amended, ordered to stand part of the Bill.*

*Clause 6.*

*Question proposed:* That clause 6 stand part of the Bill.

In paragraph (c)(ii) in proposed subsection (6) by deleting the words “(2)” and replace with the words “(4)”.

**Mr. Chairman:** Attorney General.

**Sen. Armour SC:** Thank you, Mr. Chairman. In paragraph (c)(ii), in the proposed subsection (6), we ask to delete the word “(2)” and replace with “(4)”.

**Mr. Chairman:** Hon. Senators, the question is that clause 6 be amended as circulated by the Attorney General. Those in favour say “aye”.

**Hon. Senators:** Aye.

**Mr. Chairman:** Those against say “no”. I think the ayes have it. Hon. Senators, the question is that clause 6, as amended, now stand part of the Bill. Those in favour say “aye”.

**Hon. Senators:** Aye.

**Mr. Chairman:** Those against say “no”—

**Sen. Thompson Ahye:** If I may? [*Member stands*] I think that part of the problem that might have arisen with—

**Mr. Chairman:** You can have a seat.

**Sen. Thompson Ahye:** Thank you—with the clauses is that when you look at the Bill Essentials, it only speaks of one part of section 17. So it may very well be that the Attorney General responded to me because he did not look at subsection (7), which is the one I was complaining about and which Sen. Lutchmedial also talked about.

**Mr. Chairman:** You are talking about clause 6?

**Sen. Thompson Ahye:** Yes.

**Mr. Chairman:** All right. Could you just direct the Attorney General to exactly what you are referencing in clause 6? Is it in response to—

**Sen. Thompson Ahye:** It is not—

**Mr. Chairman:**—what he mentioned at (c)(ii)?

**Sen. Thompson Ahye:** No. What I am saying is that—

**Mr. Chairman:** Go ahead.

**Sen. Thompson Ahye:** When you look at the Bill Essentials that was sent to us, it speaks only of one amendment. But what we were given to look at on the Non-Profit Organisations Act, it speaks about two different amendments that we are supposed to consider in this—in looking at the Bill. So when the Attorney General said that, you know, you cannot trespass on the Judiciary and all of that, this has serious implications because it is a mandatory provision. You said:

“...the comptroller, shall, within three months of the death...”

So if it is going to stand as it is here in this Bill, it is going to create problems.

**Mr. Chairman:** Okay. All right. Let me just hear Sen. Lutchmedial.

**Sen. Lutchmedial:** Chairman, if I could just clarify? And yeah, it is a bit confusing because we were working with the consolidation. It will be clause 6(g)(ii). The proposal is that you are inserting is:

“Where a non-profit organisation ceases operations on a death of a comptroller, the legal personal representative of the comptroller, shall, within three months of the death notice give...to the Registrar General”—notice—“of the death and ceasing of operations.”

The point that Sen. Thompson-Ahye was trying to make, and which I agree with, is that to be a legal—to get your credentials as a legal personal representative takes much longer than three months. And yes, that is the remit of the Judiciary. We know that because we both have the experience of doing that and it would really be impossible for someone to have their appointment as a legal personal representative within three months and to be able to comply with this section. So that is the difficulty because it could take up to three years sometimes, and that is a

very realistic proposition to get your credentials as the appointed legal personal representative of a person. So to have to comply with this requirement would really be impossible for most people—I would say for anyone who has found themselves in this position.

**Mr. Chairman:** All right. I understand exactly where you are coming from now. What I am dealing with is the proposed amendment as put forward by the Attorney General for clause 6. What Sen. Thompson-Ahye is speaking to is another amendment subsequent to that. But I have to dispense with the Attorney General's amendment first. Then we can—I will ask him to respond to Sen. Thompson-Ahye's amendment—further amendment to clause 6. All right?

Hon. Senators, the question is that clause 6 be amended as circulated by the Attorney General. Those in favour say “aye”.

**Hon. Senators:** Aye.

**Mr. Chairman:** Those against against say “no”. I think the ayes have it. Hon. Senators, the question is that clause 6 as—no. Right. Sen. Thompson-Ahye, you raised your amendment to clause 6. Attorney General, you could respond to Sen. Thompson-Ahye now.

**Sen. Armour SC:** Mr. Chairman, as I understand it, when I look at the Bill, the reference that Sen. Thompson-Ahye is making is a reference to clause 7. Am I correct there?

**Sen. Thompson Ahye:** Page 17, sub (7).

**Sen. Armour SC:** Sub (7). Yes.

**Sen. Thompson Ahye:** Yes. But it is the same 17.

**Sen. Armour SC:** 17(7). Yes.

**Mr. Chairman:** You are on page 45?

**Sen. Armour SC:** Yes.

**Mr. Chairman:** Page 45.

**Sen. Armour SC:** And may I ask—I mean, as I read the subsection, 17(7), it says:

“Where a non-profit organisation ceases operations on the death of the comptroller, the legal personal representative of the comptroller, shall, within three months of the death give notice to the Registrar General of the death and ceasing of operations.”

Am I correct, Sen. Thompson-Ahye?

**Sen. Thompson Ahye:** Yes. That is—[*Inaudible*]

**Sen. Armour SC:** So you are saying, if I understand correctly from what you said and what Sen. Lutchmedial has said, this three months is too limited a period of time.

**Sen. Thompson Ahye:** Much, much too limited.

**Sen. Armour SC:** So—

**Sen. Vieira SC:** AG, if I can? Because—

**Sen. Armour SC:** So may I ask, what is the proposal by way of amendment that you wish to substitute for “three months”? Just so I can look follow the thought process through.

**Sen. Vieira SC:** Okay. So if you follow the thought process, so a comptroller has died, no will, so there is no legal personal representative even to begin with because the family will have to now apply for letters of administration, or there is a will, but you know the situation with the Probate Registry, that could take years before probate. So the fact is, even without—

**Sen. Thompson-Ahye:** No, if there is a will.

**Sen. Vieira SC:**—an alternative wording, the fact is that this is an impossibility given what obtains today.

**Sen. Thompson Ahye:** Only if—[*Inaudible*]

**Sen. Armour SC:** I am simply asking, what is the time that you are proposing, through you, Mr. Chairman?

**Hon. Senators:** [*Inaudible*]

**Sen. Lutchmedial:** Can I make a suggestion?

**Mr. Chairman:** One second. One second, Members. So it is not engaging in a debate per se, it has to be a specific amendment. You have to tell the Attorney General exactly what you wanted to say in order for the question to be put to make the amendment to the Bill. So if it that you saying that three months is too limited a time, what has to come, subsequent to that, is a time period that—

**Sen. Thompson Ahye:** You see—

**Mr. Chairman:**—Senators believe would be sufficient enough. That is the only way the amendment—[*Inaudible*]

**Sen. Thompson Ahye:** I do not think it is going to be cured by putting a different time period. It is not going happen that way.

**Mr. Chairman:** So then—okay.

**Sen. Thompson Ahye:** What I would suggest is that, do not use the words “legal personal representative” which has a particular meaning in law. If there is a will, the executor is immediately considered in the law as the legal personal representative. If there is no will and you have to apply for letters of administration, you have to wait until to get the grant. So therefore, do not go that route, but allow for some person in the company, who was associated with the company, should give notice. Do not give a time period. It is who is delaying. What is causing the problem, is who is supposed to act.

**4.55 p.m.**

**Mr. Chairman:** Okay. Understanding that, we still need a phrase. We still need the clause to be framed. So—



**Sen. Thompson-Ahye:** That is why—

**Mr. Chairman:**—Senator, suggesting the amendment, can you frame it by way of the actual words that need to be used, so that the Attorney General can assess what is being said and then take action accordingly?

**Sen. Thompson-Ahye:** So whoever—you see, somebody must—whoever—

**Mr. Chairman:** Frame it. Take a look at the clause and read back to us exactly how you want it framed.

**Sen. Thompson-Ahye:** All right, very well.

**Sen. Vieira SC:** We are talking about a non-profit. If it is a non-profit, incorporated, then it is either going to be the company's secretary or a director shall inform.

**Sen. Thompson-Ahye:** Yes.

**Sen. Armour SC:** Can I through you, Mr. Chair—

**Mr. Chairman:** Go ahead.

**Sen. Armour SC:**—offer this by way of a question of Senators on the other side and Sen Lutchmedial:

Where a non-profit organisation ceases operations on the death of the controller—delete the words “legal personal representative of the controller”, introduce the word “notice”.

So it will say:

ceases operations on the death of the controller, notice shall, within three months—or you may you want to leave the three months out—be given to the Register General of the death and ceasing of operations.

**Sen. Thompson-Ahye:** A member of the non-profit organization—

**Sen. Mitchell:** Chairman?

**Sen. Thompson-Ahye:** You are going to put “notice” and just leave it up in the

air.

**Mr. Chairman:** Let me hear the Minister. Minister of Tourism, Culture and the Arts.

**Sen. Mitchell:** I wish to support the Attorney General, also to say leave in the three months. The problem with the “member”—because I am looking at it, obviously, there would be other members. If it is non-profit company, which becomes a non-profit organization, there will be directors. But if it is an unincorporated association that becomes a non-profit organization, the Act itself does not recognize a member. There is no definition of a member. It makes no mention of anybody else other than the comptroller. So I wish to support what the Attorney General has said because it really does not speak to “members”.

**Sen. Thompson-Ahye:** So we will just simply—[*Inaudible*—]notice shall be given?

**Sen. Mitchell:** Notice shall be given. Unless you wish to now introduce the concept and definition of a member. Again, an unincorporated association must be registered as a non-profit organization, which is different from a non-profit company registered under the Companies Act, which also must be registered or deemed to be registered under the Non-Profit Organisations Act.

**Sen. Thompson-Ahye:** In the registration, you would have a number of persons listed there. So it is not just in the—when you register the non-profit, I am telling you, you have to give a list of the persons who are their directors—

**Sen. Armour SC:** Mr. Chairman, when I—

**Sen. Thompson-Ahye:**—so any director of the company. You must give a list.

**Sen. Vieira SC:** You see, I am quite happy to go with “notice” but then if the notice has not been given and you want to take a step to enforce, who do you go behind? So you have to link notice to someone to give the notice.

**Sen. Thompson-Ahye:** Somebody must have responsibility.

**Sen. Vieira SC:** I mean, we are not trying to be difficult, but I am just trying to work out the practicalities here.

**Mr. Chairman:** Sen Lutchmedial; then the Attorney General; then Minister of Tourism, Culture and the Art, if you have something else to say. Wait, hold on, and then the Attorney General. Sen Lutchmedial.

**Sen. Lutchmedial:** Right. Chair, the problem with legal personal representative is not that that is not the person's duty because that is their duty. It is really just the logistics of it. So what I would suggest is to say that:

on the death of the controller, the legal personal representative shall, within three months of receiving the grant, give notice

So it is still the—

**Sen. Vieira SC:** It could take years.

**Sen. Lutchmedial:** It could take years but that is their responsibility if they apply and they do not do what they have to do, well, then it is not there. But really, it is the duty of an LPR to deal with the affairs of the deceased. So just because of the administrative challenges of the Probate Registry, we should not perhaps remove that responsibility from them. That is their responsibility to serve notice and to wind up the affairs of a deceased person and their estate.

**Hon. Senator:** [*Inaudible*]*—reality.*

**Sen. Lutchmedial:** I know. Well, in reality—

**Sen. Mitchell:** I just wanted to rejoin with Sen Vieira to say that in the absence of no one to place the obligation of notice upon, then you just simply have to wait on the renewal period which is every five years.

**Mr. President:** The Attorney General.

**5.00 p.m.**

**Sen. Armour SC:** Thank you very much, Mr. Chairman. What struck me in terms of the suggestion that someone should give the notice is that the operative terms say:

“Where a non-profit organisation ceases operations...”

So, it begs the question if the organisation has ceased operation is there someone who is available to give notice? And that is why my preferred phraseology would simply be to say:

Where a non-profit organisation ceases operations on the death of the controller, a notice shall within three months of the death be given to the Registrar General of the death of the ceasing of operations.

**Mr. Chairman:** Okay? All right. So I have a framework now upon which I can put the question, so I would ask Senators to listen very carefully. Attorney General?

**Sen. Armour SC:** Yes.

**Mr. Chairman:** Right. So, hon. Senators, the question is that clause 6 be further amended as follows:

In paragraph (g)(2) in proposed section 7 by deleting the words “the legal personal representative of the controller” and replace with the words, “a notice”.

Right. So it shall read, Attorney General:

Where a non-profit organisation ceases operations on the death of the controller, a notice shall within three months of the death give notice to the Registrar General—

**Hon. Senator:** He cannot give notice. “Shall be given”.

**Mr. Chairman:** “A notice shall be given”.

**Sen. Armour SC:** Yes, Sir, apologies.

**Mr. Chairman:** Okay. I will have to do this again. So, hon. Senators, the question is that clause 6 be further amended as follow:

In paragraph (g)(2) in proposed subsection (7) by deleting the words, “legal personal representative of the controller shall”, and replace with the words “a notice shall be given”

—and it shall now read as follows:

Where a non-profit organisation ceases operations on the death of the controller, a notice shall be given within three months of the death to—

**Clerk:** You have to remove the words, “giving notice”.

**Mr. Chairman:** Yes. You see—okay, so Senators this is a very specific process that requires those words to be absolutely accurate, and every time there is an error I have to read it over again to make sure that when you do vote you know exactly what you are voting for and what goes into the Bill. So just give us a second to get this absolutely correct.

**Sen. Armour SC:** Can I make one brief intervention, Mister.

**Mr. Chairman:** Sure.

**Sen. Armour SC:** My thinking, Mr. Chairman, is that a notice shall be given should come after the deletion of the words “the legal personal representative”.

**Mr. Chairman:** Write it out.

**Sen. Armour SC:** Yes.

**Mr. Chairman:** I think that is better, write it out exactly how you want it to read.

**Sen. Armour SC:** There it is, Sir. Thank you.

**Mr. Chairman:** Okay. So, this is the way we will do it just to make it a little bit easier. Hon. Senators, the question is that clause 6 be amended as follows. Delete the subsection (7) that is there now and replace with the following subsection (7):

Where a non-profit organisation ceases operations on the death of the controller, a notice shall within three months of the death be given to the Registrar General of the death of the controller.

—no, this does not make any sense. Check that again.

**Hon. Senators:** *[Interruption]*

**Mr. Chairman:** Whilst they are doing that just a little bit of housekeeping, two things: It is exactly why we circulate proposed amendments before so that the wordings of these things are worked out so that when the question is put, as I indicated before, the accuracy is on point and all Senators are not confused as to exactly what it is they are saying yea or nay to. Secondly to that as well, the Bill Essentials that are normally circulated is for the perusal of Senators only and they do not form part of the debate during the debate stage of this process or the Committee Stage. What you are referring to always is the Bill that is before us.

**Sen. Thompson-Ahye:** I was just proposing how that would have happened, because what the Attorney General's response to me was like it did not exist, the complaint I was making. So really I was just trying to understand how he could not see what was there.

**Sen. Nakhid:** We know that—*[Inaudible]*

**Sen. Armour SC:** I do not know if you can understand my writing.

Can I approach the Chair?

**Hon. Senators:** *[Interruption]*

**Mr. Chairman:** Sen. Roberts and Sen. Lyder we are still in session, eh. Yes, we are still in session. I could hear you.

**Sen. Roberts:** You could hear everything?

**Mr. Chairman:** Yes.

**Sen. Lyder:** Apologies.

*[Sen. Armour SC confers with drafters]*

**Mr. Chairman:** Okay, Senators I think we have it now so we will begin again. Hon. Senators the question is that clause 6 be further amended as follows:

In paragraph (g)(2) by deleting the proposed subsection (7) and substituting the following new subsection (7)—

Where a non-profit organisation ceases operations on the death of the controller within three months of the death, a notice together with supporting documents shall be given to the Registrar General of the death of the controller and ceasing of the operations.

*Question put and agreed to.*

*Clause 6, as amended, ordered to stand part of the Bill.*

*Question put and agreed to:* That the Bill, as amended, be reported to the Senate.

*Senate resumed.*

*Bill reported, with amendments, read the third time and passed.*

**Mr. President:** Leader of Government Business.

**ADJOURNMENT**

**UNREVISED**

**The Minister of Foreign and CARICOM Affairs (Sen. The Hon. Dr. Amery Browne):** Mr. President, I beg to move that this Senate do now adjourn to Tuesday, December 19, 2023 at 10.00 a.m. The Government would—

**Hon. Senators:** [*Interruption*]

**Mr. President:** Members! Members! Please allow the Leader of Government Business to follow the procedure. Continue Leader.

**Sen. The Hon. Dr. A. Browne:** Yes. Thank you, Mr. President. We would seek to complete a debate on the Finance Bill, 2023 and take it through all its stages.

**Mr. President:** Hon. Senators, before I put the question on the adjournment, leave has been granted for one matter to be raised on the Motion for the Adjournment of the Senate. Sen. Richards.

**5.15 p.m.**

**Secondary Entrance Assessment 2018—2023  
(Measures to Remediate Underperformance)**

**Hon. Senators:** [*Desk thumping*]

**Sen. Paul Richards:** Thank you, Mr. President. Mr. President, I raise the Motion on the Adjournment for the need for the Government to identify measures taken to remediate the underperformance of SEA students between 2018 and 2023. This precipitated from a data set I received when I requested a written submission, Question No. 43, which was submitted by the Education Ministry on the 24<sup>th</sup> of November, 2023. And the request sought information, a data set on the performance of SEA students between 2018 to 2023, disaggregated by those who scored under 30 per cent, under 40 per cent and under 50 per cent and also disaggregated by males and females.

Mr. President, it gives me no joy whatsoever to present this Motion and the



data set does not represent all primary school students, we have very intelligent high performing students, but we also have thousands of primary school students who are struggling and not being effectively supported and remediated. The data set identified some very startling trends and I was able to generate some graphs which also identified three main areas of concern, in terms of divisions in the country where students are underperforming consistently between 2018 and 2023, year on year, inclusive, of course, the COVID-19 pandemic, which precipitated significant learning loss, which we will acknowledge is out of the control of the Government or any government for that matter. So we cannot blame COVID-19's underperformance for 2018 and 2019.

Where in 2018, 18.3 per cent scored under 30 at SEA and 19—in 2018 that is, and 19.3 per cent scored under 30 in 2019. That is almost one-fifth. Under 40, 26.5 per cent scored under 40, 2018, and 30.7 per cent scored under 40 in 2019, also significant. That is a quarter and over one-third. Under 50 in 2018, 35 per cent scoring under 50 and 37.5 per cent scoring under 50 in 2019. If you look at those trend those are significant for 2018 and 2019. Of course, the pandemic exacerbated that situation where the numbers went up tremendously to 22.2 per cent in 2020, scoring under 30; in 2021, 35.1 per cent; 2022, 35.1 per cent and it started decreasing when students went back to school face to face in 2023.

Before we had the pandemic, those trends were not heading in the right direction and the data set identified between 2018 and 2023—also, we were able to generate some graphs and three districts had the largest number of students scoring under 30 and 40 per cent respectively for every year from 2018, '19, '20, '21, '22 and '23. These districts are: Port of Spain, St. George East and Caroni, before, during and after the pandemic.

So the questions arise, the Ministry would obviously have significantly more

data than I asked for and I was able to do the analysis much more effectively because of that vast amount of data, which I commend the Ministry for. So the questions arise, are additional resources being directed to these districts?—because they are clearly underperforming and it cannot be that all the underperforming students just by happenstance end up in those districts, it has to be other factors. Are the Ministry's remediation efforts effectively working? What are the main factors contributing to this underperformance? The data also shows, like around the world, boys are consistently underperforming compared to girls. And what happens when you move students scoring under 30 and 40 per cent in the secondary schools without effective remediation? Well you have dropouts and you have underperformance and self-esteem issues developing.

Also, have we identified the main factors in our circumstance because there are main factors generally around the world contributing to underperformance? Lack of parental support and familial issues; poverty; undiagnosed learning disabilities or behavioural emotional disorders undiagnosed and unremediated; inadequate accommodations and support for learning disabilities and special needs; inadequate school resources including trained teachers to remediate learning disabilities effectively.

Given the presentation of the data, has the Ministry been directed the resources to change those trends effectively? That is not what the data is presenting. I had a look at the Education Act, Chap. 39:01 of 1966, amended several times, the last time I think being 2012, where the Minister is responsible for and I am quoting:

“4. (1) Securing the purposes set out in section 3 and for the due administration of this Act and in the exercise of the powers conferred on him by this Act, the Minister may do all things necessary or

convenient for the purpose of carrying out his responsibilities under this Act.”

And these include:

- “(a) devising a system of education calculated as far as possible to ensure that educational and vocational abilities, aptitudes and interests of the children find adequate expression and opportunity for development;
- (d) assisting needy pupils”—I do not know what that means. Is it socio-economic need—“so as to enable them to participate in the facilities offered by the education system.”

Is it that we consider that this level of underperformance is their greatest potential or is it that we are failing them or we are failing to provide effective interventions to mitigate the factors contributing to the underperformance? These children are considered as failing but in truth and in fact, we are the ones failing them and we are failing them miserably and there is a price that we are paying in the nation for failing them and we are seeing it in the crime on the streets, consistently.

Despite a lot of pronouncement by the Ministry, policies and expenditure we are not seeing the changes in trend effectively or consistently as we would like to. How many artists, doctors, scientist, film makers, actors are we losing or have we loss because of this underperformance of the system, not the students. There is a huge difference between education administration and education itself. If the student is not learning the system is failing because every student can learn at different levels. If the results are not indicating improvements in performance or trends in that direction the system is failing. The real measure of an effectively working education system is how it identifies, support and remediates the weaker students, while ensuring the high level performance also are supported and realized

their true potential.

As I started by saying, Mr. President, through you, this is not meant to cast a dark brush on the entire education system. There are parts of it that are working extremely effectively and it should be commended for that. But the weaker students who are consistently underperforming are being failed by the system, but when you take a different look at how we remediate those and how we make sure that they achieve their full potential in the interest of the national development structure in Trinidad and Tobago. Mr. President, I thank you.

**Hon. Senators:** [*Desk thumping*]

**Mr. President:** Minister of Education.

**Hon. Senators:** [*Desk thumping*]

**The Minister of Education (Hon. Dr. Nyan Gadsby-Dolly):** Thank you. Thank you, Mr. President. Mr. President, I am happy to be able to stand in this House and to speak a bit on what we are doing, because the Senator has raised a very important issue, a critical issue on national development. SEA underperformance is something that has been going on, if the date is 2018 as the Senator rightly said, it is something that we have to consider as a national, a critical national issue, and of course the COVID-19 experience would have exacerbated this situation. We have had many national discussions on this issue. Over the years we would have looked at what is happening with our students, why it is happening and that would have prompted one of our biggest changes in the SEA structure, and that would have happened in 2012 when the CAC was introduced, Continuous Assessment.

Mr. President, the intent of that was a good one, but in these types of situations when you have to implement changes they must be very measured and you have to take the kind of time that is required. So in that case, when you looked at the SEA marks you would have seen an increase in the percentages but that

system was plagued with challenges and it was removed in 2016 because of this. And as we went back to the SEA system that existed before, you saw again the same challenges in terms of performance, student achievement arising. So it is clear that that did not solve the issue and what we are looking at is the deep underpinning reason why we are having this and how we deal with it.

But, Mr. President, the issue of underperformance is not only at the Standard 5 level. The fact that we are underperforming at the SEA speaks to a deeper problem within the primary school sector that we have to take a look at. So it is an indication of the lack of achievement of fundamental numeracy and literacy skills down in the primary system. We would have just completed the National Learning Assessment and that assessment replaces the National Test that used to take place before. The fundamental difference being that we are doing a random sampling of schools so that we can get the results faster and it follows best practise where not every student is tested but you take a representative sample of your schools and you test to see how the achievement is at the Standard 1 and Standard 3 level.

Mr. President, what we noticed, at the primary school level, Standard 1, students scoring above the mean, 53.6 per cent in Math, 53.7 per cent in English. By the time they got to Standard 3, the scoring in Math, students scoring above the mean that had dropped, 10 per cent to 43.4 per cent and the English was relatively stable at 53 per cent. But if we look at the means scores themselves, in Math at the Standard 1 level the means score was 53.9, close to 54 per cent, but the means score in Standard 3 was 33.8 per cent.

So it means then, Mr. President, that the issue is not even the SEA, the issue is further down in the primary level, somewhere between Standards 1 and 3 we are having the issue and if we are having it there then there is no surprise that we are having it later on in the SEA. So there are recommendations, the report has been

sent to our schools showing them the performance across the board and looking therefore at what needs to be done in the schools between Standards 1 and 3 in holding our students and their achievement so that they do not have the issues later down, because if the foundation is unsure then certainly the result cannot be what we expect.

The various factors that contribute to SEA underperformance and underperformance in general in the primary school and the secondary system would be teaching and learning, issues surrounding that. Issues surrounding parental involvement and supervision, socio-economic issues, poverty, psychosocial issues, learning disabilities which are undiagnosed or untreated, lack of student engagement. So if we have all of these reasons or factors the solution must be multi-pronged.

At the Ministry of Education, we would have introduced the “Re-engaging for Success”, which is the name of our remedial education plan. That started in 2022, with the Vacation Revision Programme where understanding the difficulty with learning loss we use the time during the vacation to offer free training to students, not just of the Form I level, those who would have scored under a certain percent, but also those in the Standard 5. We extended that programme and we have now approval for that programme to run for the next three years. So it is not a one-off programme, it has been going on for the last academic year and it will go on this year and two years hence and we are looking at different areas to treat with the problems. So we have trained teachers in the last academic year, teachers of Standard 3 to Form I in remedial Math, English and writing, and that is to address the issues of teaching and learning. So we want our teachers to be more effective teachers to deal with the situations that they face in the classroom.

The VRP, Vacation Revision Programme, that continues every vacation time

so that the learning loss that is associated with vacation can also be mitigated. After school tuition, that ran for the whole of last year and it continues this year—where for the duration of the programme we are offering free tuition for students from Standard 3 up to Standard 5, because we understand they need more time, some of these students, to really get the concepts in, so that is being offered. School feeding and transport, those are long existing programmes at the Ministry of Education and they deal and target socio-economic issues that students face. We have hired increased numbers of school social workers and guidance counsellors at our primary schools to look at the psychosocial issues and to honing and focus on that. Parenting in education classes are also led by the social workers to assist our parents.

We have engaged with the cadets, the Girls Guide and the Boy Scouts to look at their engagement in our schools and this deal with student engagement. We have introduced them to the NPTA formally and they are trying to form more chapters in schools that have difficulties. We have identified these 80 primary schools, through the data time many and they are trying to form more chapters we have identify to the data that we have access to and these are the schools that need these resources and we have applied it. We have hired learning support assistants also to work in these schools to assist with school operations for our principals to make it easier. We have introduced the cultural transformation through education policy which introduces different school activities to deepen and enrich the school experience, again focussing on student engagement and learning outside of the classroom. We have reintroduced the primary school music programme. Of course that fell off during the COVID time. We have reintroduced that again in an effort to engage our students more strongly and to bring out in them the different talents and abilities to get their minds more fertile for the learning environment.

So all of these are the strategies that are being done in schools right now, not the plans, things that are being introduced have been done for the last academic year and they continue now. We have seen a marked improvement in the SEA results as well as the CSEC results in 2023, as compared to 2022 and we know that it is a function of the students being in the school physically, as well as all of the measures that we have introduced and we continue to introduce. And at the secondary level we have students who are transitioned there, who have had difficulties in primary school and therefore will have difficulties in secondary school. We have the VRP programme for Form Is as well which targets them.

We have also introduced a differentiated curriculum for those students where there is a focus, more focus on TVET and also there is the Lower Secondary Proficiency Exam, formerly the Primary School Leaving that they are going to do in Form II. What that does is give us a measure of how their skills, their fundamental literacy and numeracy skills, have been developed and the curriculum is pitched at that level. So they are not going into secondary school doing the same curriculum that others are doing who were more successful. They have an amended curriculum where they sit this exam in Form II and there is another chance for them to do it in Form III so that we know that they have the fundamental skills they need to move on to their CXC subjects and of course they do a reduced number from Forms III to V.

**5.30 p.m.**

So, Mr. President, we have quite a number of initiatives ongoing to be able to address this problem. We understand it is a serious threat to national development—

**Mr. President:** Minister, you have two more minutes.

**Hon. Dr. N. Gadsby-Dolly:**—and we are working assiduously to ensure that we



get this done. We have identified 80 primary schools and 26 secondary schools of focus. We have done this since 2022. Using the data that we have, we know which schools are having the greatest difficulty and, therefore, we are focusing on them.

In the 11 of those secondary schools, we have introduced the Restorative Practices pilot. We have hired facilitators to work in these schools to change their operations, to help our students deal more effectively with challenges, because that is another area that gets them out of school, leads to attrition, leads to misbehaviour, violence, bullying. So we are dealing with both the primary schools as well as the secondary schools, working concurrently to address the issues there. And we are not only focusing on SEA underperformance. We are looking at overall student achievement and equity in educational opportunity, which is why we are putting more resources where they are required in the schools that are requiring those so that these students can have a better change at educational success.

So SEA performance or underperformance is an indicator of a deeper problem and we have gone to the root of the problem. We are dealing with it there and we will continue to press on with our programmes for national development. Thank you, Mr. President.

**Hon. Senators:** [*Desk thumping*]

*Question put and agreed to.*

*Senate adjourned accordingly.*

*Adjourned at 3.31 p.m.*