

# TPA workshop - How to talk tax in the boardroom?

15th of November 2019

The demand for full transparency reflected in the agendas and action plans of international organizations (like the OECD, UN, EU) are expected to create a pressure that will impact the executive level of corporations. Corporate criminal liability for tax matters seems to be a winning force as can be seen from the German government's proposal to introduce a corporate criminal liability regime. Moreover, the increasing volume of reporting rules at board level are reflected in the requirement in the UK that the tax strategy of the company must be approved and signed-off by a named individual at the executive board level, making tax accountability a reality in the boardroom.

Therefore, the time to talk to your tax stakeholders is now. To facilitate an effective dialogue with executives and non-executives in the boardroom, the following issues are important to be addressed:

- **What does BEPS mean in the boardroom?**
  - Increased transparency.
  - More scrutiny on the actual actions of senior people
  - Accountability.
  - Increased risk of criminal charges.
  
- **How do you organize tax and governance in your communication to the boardroom?**
  - Do you have a board-approved tax governance policy?
  - Do you have effective reporting systems?
  
- **Does the non-exec and exec boards involve tax in their strategic thinking?**
  - Operating models involve roles and responsibilities of people and their location
  - Strategies around M&A, Restructuring, Integrations, etc. again involve people, their location as well as where to have a footprint for a given function (i.e., R&D, Manufacturing, Marketing & Sales, etc).
  
- **What is the frequency of addressing tax at the level of the audit committee and boardroom meetings?**
  - Have board members been briefed to be able to communicate to the media and explain the company's tax profile?
  - Does the audit committee engage in tax relevant discussions?
  - How often, how long and (from a content perspective) how meaningful are these sessions with the Board?
  
- **Are you ready for full tax disclosure to all stakeholders?**
  - Do you report the impact of full disclosure to audit committee and board members?
  - Are you considering to report to the public your "tax paid" positions?

- **How does tax and technology impact taxpayers' reputation?**
  - How do publications like Lux Leaks, Panama Papers and Paradise Papers impact your reputation?
  - How do you deal with communications with press and NGOs?
  
- **How have you dealt with DAC 6?**
  - Have you reported identified reportable transactions to the board?
  - What is your contingency plan if DAC 6 is not fully implemented?

The issues posed in the boxes above should be dealt with by corporates to be “in control”.

Therefore, TPA Global is facilitating a Harvard-style “lessons learned” workshop from famous global tax controversy cases like Apple, Caterpillar, etc. The workshops target CFOs, Heads of Tax and Heads of Transfer Pricing. A team of globally renowned, independent specialists and CFOs with an audit committee background and with a wide-range of experience in discussing tax in the boardroom are invited to discuss these issues with the participants in an interactive boardroom simulation setting.

At the workshop CFOs, Heads of Tax and Heads of Transfer Pricing will:

- Have a chance to interact with each other and with specialists that have been inside the boardroom.
- Develop their own style of communication to talk tax in the boardroom.
- Learn from others on how to translate tax to board language.

The benefits for you are:

- Have peer to peer discussions.
- Be exposed to all major “lessons learned” from the past 5 years.
- Get an insight into board relevant tax topics.
- A booklet on Harvard style case studies that will be shared ahead of the workshop.

The views, information, or opinions expressed in the case studies are extracted from publicly available documents and have not been in any way or form altered by the presenters.

The goal of the exercise is to represent facts and take non-tax technical people through a decision-making process a board would have to go through if the start of the case was today.

The positions and views do not necessarily reflect the official policy or position of TPA global or any of the presenters.

## Venue

Postillion Hotel & Convention Centre Amsterdam  
Paul van Vlissingenstraat 9-11  
1096 BK Amsterdam (The Netherlands)

## Parking

There is a parking facility in the garage underneath the hotel.  
The hotel is located 15-20 mins drive by taxi from Schiphol Airport.

To register [click here](#)

## Agenda

At the workshop, CFOs, Head of Tax and Heads of Transfer Pricing will have a chance to interact with each other and with specialists dedicated to dealing with the boardroom through 8 mini workshops of one hour and a half each. Each mini workshop will be facilitated by 2-3 specialists, beginning with a brief introduction of the issue and thereafter discuss in a boardroom simulation “tax dilemmas for boards”.

Time	Topic
09.00 – 10.30	<b>Plenary session</b> – Speakers involved in boardroom addressing tax relevant issues <b>Chair of the day:</b> Hans van den Hurk
10.30 – 12.00 (includes 15 minutes break)	<b>Workshop 1</b> – The dilemma of the 3 stakeholders. – Case Study: Caterpillar. <b>Workshop 2</b> – Financial mismatch for treasury activities. – Case Study: Chevron and Fiat.
12.00 - 13.00	<b>Lunch</b>
13.00 - 14.30	<b>Workshop 3</b> – Legitimate claims for EU state aid? – Case Study: EU Commission investigation in Apple and McDonald’s. <b>Workshop 4</b> – Extractive industry and tax transparency. – <b>Case Study:</b> Rio Tinto and BHP.
14.30 – 16.00	<b>Workshop 5</b> – Tax authorities fighting tech giants. – <b>Case Study:</b> Amazon and Google. <b>Workshop 6</b> – Challenging the difference between operational and tax structures. – <b>Case Study:</b> Starbucks.
16.00 - 16.30	<b>Coffee break</b>
16:30 – 17:45	<b>Workshop 7</b> – Complex franchise and licensing structures. - <b>Case Study:</b> IKEA. <b>Workshop 8</b> – APAs - A journey towards full control? - <b>Case study:</b> Coca-Cola and Nike.
17:45- 18.00	<b>Closing session</b>

TPA Global has organized this format of workshops in close co-operation with The Decision Institute and a group of independent tax litigators working together as part of a Global Tax Controversy network. See for details <https://www.thedecisioninstitute.org/> and <https://www.gtc-global.org/>. See below the announcement by The Decision Institute of another Maximize your board potential series in June 2020 at Harvard Faculty Club.



For more information please contact

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A selection of profiles of facilitators for the above-mentioned sessions are presented below.

## Profile of Facilitators

**Catherine Clark**



Catherine Clark is a chartered accountant and a fellow of the Institute of Directors. With over 20 years of experience working in global commercially-focused organizations, whereby her strength has been in running global businesses in partnership with Executive and Board colleagues. She is a commercial focused CFO with a breadth of multi-jurisdictional knowledge in finance, taxation and legal matters.

**Specialism:**

Financial Strategy, Strategic Planning, Growth Strategies

**Regional Expertise:**

United Kingdom

**Catalina Hoyos**



Catalina Hoyos is a Partner at Godoy & Hoyos Abogados and is in charge of the tax department. She is a specialist in tax law and international tax. Catalina was the former president and executive council member of the Columbian Institute of Tax Law (ICDT) as well as an executive council member of the Latin America Institute of Tax Law. Her practice areas include tax planning, advisory work and litigation in local, national, international and Andean community tax matters. She also leads the practice of tax advisory work in tax policy and transfer pricing matters.

**Specialism:**

Tax Controversy, International Law, Corporate Law, Legal Advise

**Regional Expertise:**

LATAM Region

**Daniel Erasmus**



Daniel is a US Tax Court Practitioner, an International Tax Attorney, and Tax Counsel in Africa – with an excellent track record on tax cases – just over USD\$ 3,5bn tax controversies where taxpayer clients have paid out less than 3% on taxes claimed (on average). He has been a leading pioneer in the advancement of developing a system of tax risk management to circumvent the adversarial nature of tax controversies with tax authorities.

**Specialism:**

Tax Audits, Tax Risk Management, Controversy & Litigation

**Regions:**

USA, and African jurisdictions;

**Hans van den Hurk**



Hans van den Hurk served as an international tax partner with Andersen and Deloitte in the Netherlands. From August 1, 2014, he commenced with Cygnus Tax, which is an independent boutique firm specialized in international tax strategy and tax policy. Part of this is also running court cases. Hans has brought several cases to the Dutch courts and has also won several cases with the European Court of Justice.

**Specialism:**

European Law, Tax Law, Mediation, Litigation

**Regional Expertise:**

European and International Courts

**Lyndsay Zhang**



Lyndsay Zhang is currently the CFO of MiaSolé, Board Director of Solar Material Research Institute and Corporate Development M&A Consultant for Bell Flavors and Fragrances. She offers 19 years' of extensive experience in strategy planning, cross-border M&A, joint venture, IPO evaluation, ERP implementation, business transformation, turnaround management, organization restructuring, crisis management, and multi-function team leadership in various public listed and private hold companies.

**Specialism:**

Strategic Planning, International Development, International M&A

**Regional Expertise:**

USA

**Maarten Boudesteijn**



Maarten is the Secretary to the Board of Royal Cosun. He joined Cosun as Group Tax Manager in 2006, assisting the Board on important tax matters. With more than 20 years of experience, he specializes in international tax planning and restructuring, as well as global responsibility for tax.

**Specialism:**

Tax Audits, International Tax, VAT

**Regions:**

Europe ;

**Mukesh Butani**



Mukesh is the founder of BMR Legal and independent law firm specializing in Tax policy, Advocacy & Disputes that has been ranked amongst Tier 1 tax firms in India in independent surveys. Mukesh co-founded and was Chairman of BMR Advisors, amongst India's leading professional services firm. With specialization in corporate international tax and transfer pricing for over three decades, Mukesh has significant experience in advising Fortune 500 multinationals and large Indian business houses on a wide range of matters relating to trade & investment policy, business re-organizations, cross-border tax structuring, corporate international tax and controversy across a range of sectors.

**Specialism:**

Corporate International Tax and Transfer Pricing, dispute resolution

**Regional expertise:**

India, Asia

**Orlando Fijma**



Orlando is a Dutch Chartered Accountant (RA) and served with a Big Four both in The Netherlands as well as in Germany before he joined Nose (automotive tier 1 supplier, consumer electronics with all go to market channels, professional systems and manufacturing) where he worked for 14 years as CFO in charge of Europe. Since 2015 he works as Management Consultant for US and European Corporates including startups to define and/or optimize their European/EMEA corporate, organizational and tax structure.

**Specialism:**

Restructuring, Transaction Diligence, Valuation, Transfer Pricing

**Regional expertise:**

EMEA

**Philip Baker**



Philip Baker QC began practice in 1987, having been a full-time lecturer in law at London University from 1979 until then. He specializes primarily in international aspects of taxation, which covers both corporate and private client matters. He has advised and represented several governments on tax matters, and appeared as an expert witness in a number of cases around the world. He has a particular interest in taxation and the European Convention on Human Rights, and is the author of a book on Double Taxation Conventions, and the editor of the International Tax Law Reports. He has appeared in cases before courts and tribunals at virtually every level from the Special Commissioners (now the Tax Tribunal) to the House of Lords (now the Supreme Court), Privy Council and European Court of Justice. Philip participate in many cases including being an expert witness in the case Vodafone International Holdings BV v Union of India.

**Specialism:**

Corporate Tax, Tax Advisory and M&As

**Regional Expertise:**

Europe and USA

**Pieter Van der Straaten**

Pieter offers interim tax solutions for short to medium periods, fulfilling a vacant role swiftly, providing extra expertise during periods of change or additional activity, and supporting where an organization has a permanent headcount restriction. Pieter's services are characterized by: avoiding surprises, fulfilling compliance obligations, transparency, efficiency, good relations with tax services, mature dispute resolution, all without paying unnecessary taxes.

**Specialism:**

Corporate Tax, Tax Advisory and M&As

**Regional Expertise:**

Europe and USA

**Raymund Gerardu**

Raymund has over 25 years of experience in both advisory and industry roles. His area of expertise include Global Tax Management (from Strategy and Policy to accounting for income taxes), SOX in the tax area, M&A transactions, Transfer Pricing, corporate reorganizations, international funding structures and international planning as well as managing global and complex projects with diverse teams.

**Specialism:**

Tax, Value Chain Analysis, BEPS

**Regional Expertise:**

Switzerland, Europe

**Steeff Huibregtse**

Steeff has more than 30 years of experience in the area of value chain analysis, transfer pricing strategy, risk management, design, documentation and implementation. Recently, he has been acting as expert witness and is heavily involved in presentations to management boards. Steeff has designed and implemented BEPS proof TP Governance and Operating models for MNEs

**Specialism:**

Value Chain Analysis, Transfer Pricing Strategy, Risk Management, Design, documentation and implementation, APAs, Expert witness

**Regional Expertise:**

Netherlands, Europe

To register [click here](#)