ICAEW
REPRESENTATION 56/20

NOTIFICATION OF UNCERTAIN TAX TREATMENT BY LARGE BUSINESSES

Issued 24 August 2020

ICAEW welcomes the opportunity to comment on the Notification of Uncertain Tax Treatment by Large Businesses consultation published by HMRC on 19 March 2020, a copy of which is available from this link.

This response of 24 August 2020 has been prepared by the ICAEW Tax Faculty. Internationally recognised as a source of expertise, the Tax Faculty is a leading authority on taxation and is the voice of tax for ICAEW. It is responsible for making all submissions to the tax authorities on behalf of ICAEW, drawing upon the knowledge and experience of ICAEW's membership. The Tax Faculty's work is directly supported by over 130 active members, many of them well-known names in the tax world, who work across the complete spectrum of tax, both in practice and in business.

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GENERAL COMMENTS AND OVERVIEW

1. ICAEW understands the overriding principle behind the policy objective to improve HMRC's ability to identify issues where businesses have adopted a different legal interpretation to HMRC's view. This will enable the challenge such of practices in a timely fashion. However, we do have a number of major concerns with the regime.
2. Given the other measures already in place around egregious planning such as DOTAS, DAC 6 (which will be very wide ranging and not limited to tax avoidance), accelerated payment notices (APNs) and follower notices (FNs) amongst other anti-avoidance provisions it is not clear what types of arrangements are being targeted by the new regime. This new measure also needs to be considered alongside other large business compliance initiatives (such as Business Risk Review (BRR) & Senior Accounting Officer (SAO)) and the self-assessment system more generally which is built on the premise that taxpayers are able to adopt a filing position based on the law and existing practice and HMRC can then raise an enquiry as they see fit.
3. It needs to be clear what types of arrangements are being targeted which HMRC do not consider would be already caught under existing legislation and practices. Without this clarity, over reporting and an unnecessary burden on compliant businesses will be likely. This will be even more marked by those entities which do not have a Customer Compliance Manager (CCM).
4. This also links to one of the largest concerns raised by members that what constitutes a tax uncertainty is very hard to define. Members think that the consultation as it stands does not provide adequate guidance, but we appreciate that this is in the early stages of development as a regime. The complexities will arise in areas of tax which contain inherent uncertainty as they turn on the facts of a case and involve significant judgements by the taxpayer. The regime needs to give compliant taxpayers the comfort to make informed judgements about their tax position without the need to report.
5. Where a taxpayer has taken reasonable steps to adopt a technical position which is robust in an area of tax which is inherently uncertain, we do not consider it appropriate that a penalty is raised for a failure to report. Some uncertainties could be of an indicator of poorly drafted legislation or a lack of clear guidance. Reasonable steps could include appropriate professional advice and clear evidence of scrutiny of HMRC guidance and law. Including a 'reasonable steps' defence in the regime, which we discuss in more detail at Question 9, may be appropriate. This would encourage taxpayers to manage areas of tax which are inherently uncertain effectively and deter over-reporting. It also appears unreasonable to legislate such that any company which takes a different approach to HMRC without making a disclosure will face a penalty. Many areas of law are inherently subjective, with some needing to be resolved via litigation. It could be argued to be very unfair that businesses faced a penalty in such circumstances particularly should their position be ultimately upheld at litigation.
6. Members think that the regime should be more targeted to apply to those taxpayers who have demonstrated high-risk behaviours and we discuss this in more detail at Question 1. The risk is that the regime is not properly targeted and likely to impose substantial admin burdens and costs on the ordinarily compliant. In short, as proposed it will not change the behaviours of those that do not engage collaboratively with HMRC currently but places undue compliance demands on those businesses who seek to adopt the right approach towards tax governance. A targeted approach could address some of this inconsistency and enable resources to be focused on high-risk taxpayers. We are very concerned that taxpayers with no CCM will suffer a disproportionate compliance burden which would seem wholly unfair if they are compliant taxpayers.
7. The Professional Conduct in Relation to Taxation (PCRT) requires a tax return preparer to be satisfied that there is a 'sustainable basis' for any entries in the return, but this seems to us to be a different, and possibly lower, threshold to the question of 'uncertainty' contemplated by these proposals. Within the PCRT there are requirements for advisers to consider 'uncertainties' in relation to potential HMRC challenges (which is closer to the concept in these proposals) in relation to 'tax planning' arrangements. It will therefore be important that

HMRC work with agents and advisors to ensure this new regime is workable in practice and does not expect advisors to go beyond the remit of their engagement.

DETAILED RESPONSES TO QUESTIONS IN CONSULTATION DOCUMENT

Question 1: Do you think the suggested threshold criteria are suitable for the requirement to notify?

8. Members did not raise any concerns around the threshold levels set. It was agreed that such thresholds will mean that a large proportion of those businesses affected by the measure will already be accustomed to risk based compliance initiatives such as SAO and BRR. It therefore makes sense that this size of business would be targeted as part of this regime.
9. However, feedback did indicate that the regime should be more targeted to those who have demonstrated poor compliance behaviours rather than applied to all large businesses. Targeting could be linked to the outcome of any BRR and those with a low or moderate risk rating could be exempt from the regime. This would also provide a tangible incentive for businesses to collaborate with HMRC and take a low-risk approach to compliance. Although concerns were raised that despite the new BRR process some large businesses were still being advised they could never be low risk. The other option would be to legislate such that HMRC could issue a 'notice' whereby a corporate was subject to the regime for a minimum term with the potential to be removed from the regime once certain requirements were met.
10. SAO can capture very small entities of large groups and therefore clarification is needed on whether the thresholds will apply on a company or group wide basis. Similarly, it will be helpful to understand whether small UK based subsidiaries of overseas parent companies will be impacted by the new regime. Similarly, how will permanent establishments be dealt with?
11. We note that this regime proposes to include income tax. Will Employers' national insurance be included? It would seem at odds with the policy intent of the legislation to exclude these liabilities.

Question 2: Do you think there are any areas which should be excluded from the notification regime?

12. We think it would be helpful to provide more guidance and detail around exclusions.
13. Within the exclusions at 2.15 we note that if an officer agrees in writing that they have sufficient information regarding an uncertainty ahead of the deadline, it will not need to be disclosed. This appears to be placing significant resource pressure on HMRC in that it will require HMRC to review any information submitted and then respond in writing. As part of the general rules around discovery, a taxpayer is not required to receive an acknowledgement from HMRC so arguably in this aspect the new measure is going beyond what is expected under other accepted practices. Also, this is arguably placing those businesses without a CCM at a disadvantage where we are advised that ongoing dialogue with HMRC around technical issues is difficult to instigate and maintain.
14. It would seem more reasonable and less intensive from a resource perspective to provide businesses with guidance around what would be expected of them to satisfy themselves that their technical judgement is sound – see Question 9 around reasonable steps rather than implement a procedure where HMRC has to provide written responses to taxpayers around every uncertainty for the exception to apply. Although we do think it is important to provide businesses without a CCM the opportunity to discuss technical uncertainties with HMRC.
15. Anything which has been disclosed in the tax return or would meet the hurdle for discovery assessment should be excluded. On basic principles around self-assessment this would seem appropriate and equitable. This would mean that where a taxpayer notified HMRC of the uncertainty in adequate detail (eg. white space disclosure), this would be sufficient to exclude them from notifying under the regime.

16. More clarity would be welcome around what 'formal discussion' means. For example, is it sufficient to have raised an issue in a meeting and have the conversation documented in minutes?
17. Will the exceptions around clearances apply to other HMRC agreements such as Advance Pricing Agreements? If so, it would be helpful to be categoric here.
18. The consultation focuses on identifying exclusions. We have had feedback that it would be helpful for HMRC to provide further guidance around what type of arrangements might be caught. We would envisage this process involving discussions with the various specialists within HMRC (PAYE / VAT / CT…etc) to identify such arrangements. This of course would not be an exhaustive list and the guidance could make this clear. However, such a list would provide a starting point to interrogate what arrangements might be affected. Similarly, it would give businesses a tangible indication of the types of transactions to be identified. For example, are there any specific concerns around transfer pricing models which could be a red flag in the absence of appropriate benchmarking and advice? This would also ensure that there would be little opportunity for such structures to not be reported without evidence of a clear compliance failure under the regime.
19. As discussed above the measure has been criticised because members consider it is very unclear what a tax uncertainty is, and it will be very difficult to define. If HMRC is unable to identify arrangements which in their view could be caught, it is almost impossible to argue that it is reasonable for businesses to be able to make such a judgement. We would therefore urge HMRC to consider further guidance around this point. This will also help to clarify what and who is the target of this new regime.
20. Feedback has suggested that it would be helpful to have guidance about what 'good' looks like to manage compliance with the regime. This links to comments at Question 9 regarding including a 'reasonable steps' defence to enable compliant taxpayers to make informed judgements around tax without the need to make reports. A similar exercise was done to provide clarity around what is expected of companies under the SAO rules which was welcomed by businesses and advisers and helped affected parties understand their obligations under the measure. This was a concise one-page document providing a practical overview of what was expected of companies and their SAOs. We have included this guidance in appendix 2 for your information. It has been suggested that a similar format might be helpful for companies under this regime. In this context it could deal with what steps are expected of companies to try and adopt a position which is technically robust.

Question 3: Do you think the definition and principles in IFRIC23 are appropriate to be used for the requirement to notify

21. IFRIC 23 only applies to corporate income taxes and not other taxes such as VAT and PAYE which means that while this might be a logical starting point, it is not sufficient to define the requirement to notify. As discussed above, more clarity is required on what a tax uncertainty is in respect of all taxes in scope. Similarly, businesses, need to understand what types of tax positions are the target of this new regime. At present this is very unclear.
22. We have received feedback that IFRIC provides commentary more around when an entity should make a provision and focuses around the level of likelihood that a liability will payable – whether it is 'probable' or 'not probable' to become due. It offers little advice around how such internal judgements should be made particularly in the context of the probability of tax challenges by HMRC.
23. For example, if a HMRC decision was under appeal, quantification could be made of the quantum of tax due should the litigation be lost under the principles of IFRIC23 and this amount provided for, if appropriate. However, it would not assist in the decision making around whether HMRC is likely to challenge a tax decision not yet under appeal or enquiry. Feedback has therefore been that much more tailored guidance needs to be provided.

Question 4: Do you think there would be any problems with the person considering whether notification is required being different to the SAO?

24. Some members have suggested that it would be beneficial for notification to be considered by a person outside of the SAO process. This would ensure that there is some objective review of the tax decisions taken. For example, if the SAO has signed a 'clean' certificate they may be less objective in identifying tax uncertainties. While we appreciate the SAO legislation focuses on tax processes and controls and the compliance requirements can be met whilst having technical disagreements with HMRC, perception is important here and an element of conflict exists. This could be more apparent where the technical uncertainties are based on more aggressive tax arrangements.
25. We understand that many businesses are taking their obligations under the SAO rules very seriously. However, there are still some entities which are arguably not undertaking the correct level of due diligence to satisfy the compliance requirements of the legislation. It is anticipated that businesses with this approach will take a similar approach to the notification requirement. If the new measure was reviewed by management outside of the SAO team (eg Audit Committee if applicable), this has the potential to be more effective in increasing compliance and make the SAO more accountable for the decisions taken. It could potentially encourage a level of supervision and objectivity therefore improving tax governance. Some have suggested that having the requirement managed outside of the SAO process would in fact maximise the compliance impact of the legislation.
26. Judgements around uncertain tax treatments are likely to be concluded upon by a number of individuals rather than one person therefore it may be more appropriate for the requirement to be at the company level rather than assigned to one individual.

Question 5: Do you think the proposed de minimis threshold of £1m is reasonable for the notification of uncertain treatment?

27. There have been very mixed views on this from members.
28. Some have suggested that this is reasonable and affected businesses will be able to gather the relevant information together, albeit this will involve some management time and resource.
29. Other members have suggested that a threshold based on materiality (% of tax expense), with different thresholds for each type of tax would be more appropriate. However, it is worth noting that others have argued this will make matters unnecessarily complex and the £1m global quantum is more appropriate.
30. There has been some consistency that more guidance is required in order to clarify how the £1m threshold should be calculated. For example, where a decision is taken which affects multiple years, is it only appropriate to consider the per annum quantum? How are losses managed in this calculation? Is it always the net tax position which is considered – what about uncertain repayments / reductions? What happens when tax periods are not consistent with the accounting period? Clearly this is not an exhaustive list of queries but worked examples would be helpful.
31. It is fair to say that the £1m threshold will carry differing levels of significance within different businesses. A materiality based approach may even out the compliance burden, even if it is arguably more complex in nature.

Question 6: Do you believe there are strong arguments for a materiality threshold?

32. See above comments.

Question 7: Do you envisage problems determining the £1m threshold for indirect taxes?

33. The netting of input and output VAT may mean that there is no incremental tax payable so the rules around how the threshold will apply needs careful thought. Further guidance and examples are required.

34. At various stages the consultation refers to partial exemption. However, the partial exemption rules and legislation are specifically designed to safeguard against uncertainty, with protection for HMRC and the taxpayer in instances where such uncertainty may arise. This includes use of the standard partial exemption method, standard method override and application/approval of partial exemption special methods with gap provisions and standard clauses requiring notification to HMRC of any change in circumstances. It would feel appropriate to exclude agreed partial exemption methods which have been agreed with HMRC.

Question 8: If so can you suggest how these problems could be mitigated?

35. Please see above comments.

Question 9: Do you consider that it would be beneficial to supplement the main requirement with a specific list of indicators of uncertainty?

36. It would definitely be helpful to expand the guidance with specific indicators as well as specific examples of arrangements and structures which would be caught (as discussed above). Without this there is a risk that HMRC arbitrarily decides what they think is uncertain with limited support for taxpayers' own assessment of the notification requirement. It would be worth noting that it would be important that the guidance provides further clarity. The consultation document lists the capital/revenue divide for CT purposes as a potential area of uncertainty. This would definitely require further detail to be effective in any final guidance (which may be HMRC's intention.)
37. Clearly there are areas of tax law which turn heavily on the facts of each case and are therefore inherently subjective, requiring significant judgement by the taxpayer. Any final regime needs to ensure that such areas are not routinely part of the notification process simply because there are no hard and fast rules. If this is not clear there may be over reporting by compliant taxpayers.
38. One such way to do this might be to include a 'reasonable steps' test whereby providing the taxpayer has taken reasonable steps to take a position they believe to be robust from challenge by HMRC, there will be no compliance failure under the regime. Reasonable steps could include taking advice, documentation of policies and procedures which are applied consistently and evidence of governance and decision making. The regime needs to enable taxpayers to make informed judgements without the fear of having to notify HMRC in every case. This will be particularly important for those without a CCM. Clearly where taxpayers take a position which meet certain criteria (eg. outside HMRC guidance), they would not meet the reasonable steps test.
39. The regime has to provide some space for companies to take a different view to HMRC without it being an automatic failure under the rules. Clearly some areas of law are so subjective that a Tribunal or Court must make a decision as to the technical interpretation of the law. A reasonable steps defence would facilitate this leeway.

Question 10: Do you agree with the proposed examples, and do you have any others which you consider would be helpful?

40. As discussed at above, we have concerns over identifying the revenue/capital divide for corporation tax purposes as a proposed example.
41. The examples at 3.21 in the consultation document appear reasonable but it will be important to strengthen the guidance so it is clear where businesses do not need to report.

Question 11: Do you think the SAO certification process is appropriate for the notification requirement?

42. As discussed at above, members have suggested that encouraging review outside of the SAO process could have benefits in terms of increasing compliance.

43. We have also had feedback that the accounts deadline is earlier than the corporation tax return deadline. While you may expect material uncertainties to be identified prior to the accounts deadline, for many affected businesses a £1m threshold is not material and therefore the relevant uncertainties may not be identified until after the SAO deadline and the detailed computations have been prepared. Some members therefore think the timing of the filing is not appropriate. It may be better to have the filing one month after the relevant year end for VAT / CT.

Question 12: Would reporting VAT and PAYE issues occurring in the tax year, rather than in the accounting period for the company, cause any significant difficulties?

44. If there is a tax uncertainty in the PAYE year to 5 April 2021 and the year end is 31 December, it would need to be clear which period this was reported in. From reading the consultation, this appears to be reportable as part of the 31 December 2021 period (so 30 September 2022 / 30 June 2022 under the current suggested rules).
45. While it might create some complexity, it might be more useful to align the reporting requirement with tax return deadlines rather than the accounting period deadline. The requirement would just need to be clear what tax returns are covered for each notification. More clarity would be required regarding commencement too. For example, it might be appropriate for this apply to tax return periods commencing on or after a certain date.

Question 13: Question: What alternative person could be responsible to make the notification for large partnerships?

46. Members did not consider it necessary to assign responsibility for compliance with the regime to an individual and suggested the company or partnership itself should be accountable for the notification requirement.
47. In the event this approach is not taken there was support to enable businesses to have the autonomy to decide the most appropriate person in the business to have this responsibility.

Question 14: Alternatively, what process (other than the SAO) could be used for a single, annual notification??

48. One option would be to include this as part of the supplementary pages in the CT or the partnership return. It would make sense to align the filing deadlines to these returns or shortly thereafter.

Question 15: For each relevant tax, what information do you think could be reasonably provided as part of the notification requirement, in addition to a concise description and indication of amount?

49. Feedback has not suggested that further detail should be required as part of the certification process.

Question 16: Do you think there are any common disputes, that due to the complex nature of such disputes, where specific documents or information should be provided alongside the notification?

50. Provision of supporting documentation would normally be expected as part of a formal enquiry. One concern around this process is that it should not seek to remove the requirement for HMRC to review taxpayers' submissions and identify high-risk returns which require a formal enquiry. The danger is that should a system be seeking to alleviate these obligations from HMRC, it is compliant taxpayers (particularly those without a CCM) who will inevitably bear the increased compliance burden. Arguably the self-assessment process as it stands should be sufficient to identify and challenge significant tax uncertainties.
51. However, it would not be unreasonable to request a high-level computation of how the tax at stake was arrived at. This might reduce the burden on HMRC to raise enquiries around the

quantum and make-up of any tax uncertainty. It will also enable HMRC to assess the materiality of any tax uncertainties in the context of particular businesses.

Question 17: Do you think the principle and quantum of the existing SAO penalty regime is sufficient for the integrity of the notification requirement?

52. Members do not consider a personal penalty is appropriate and any penalties should be levied on the organisation. Where a partnership exists, this might mean partners being jointly and severally liable for the penalty

53. Unless uncertainty is clearly defined it could be viewed to be unreasonable to impose a penalty for failure to notify especially where reasonable steps have been taken to try and ascertain the correct tax position. Penalising individuals should be reserved for deliberate failures as opposed to other categories of errors / oversights.

54. In addition, penalising individuals for a tax position which could ultimately be upheld at litigation would seem unreasonable so this needs thought.

55. If there is no tax uncertainty to notify, will companies be expected to notify HMRC of this? More clarity is required in how the SAO penalty regime would apply to this regime including details around how 'nil-returns' will be managed. The penalty regime under the SAO provisions has been criticised for being too binary. For example, if dormant companies are missed off the certificate in oversight, this can lead to disproportionate penalties. We would therefore urge HMRC to consider how the penalties could be made more proportionate and avoid such outcomes under the current regime.

56. Similarly, if there is a main duty requirement it must be made clear in guidance what steps are expected of businesses to be compliant with the regime. Please refer to our earlier comments around the SAO guidance which was issued as an example.

57. The quantum of the penalties under the SAO regime were not raised as a concern to members. However, increased compliance activity for those not taking the regime seriously is likely to be the most effective punitive measure in encouraging the right behaviours. Further targeting of the regime may therefore be more effective in managing behaviours rather than a monetary penalty. It was also suggested that the entity level penalty could be increased to provide more integrity to the regime with 'reasonable steps' provisions to ensure fairness and proportionality.

Question 18: Regarding the penalty in 6.3.2, who do you think should be liable to a penalty, the person liable to notify or the entity, and, if more than one (legal) person, in what circumstances, and to what quantum, would these persons be culpable/liable?

58. Please see comments at above point.

APPENDIX 1

ICAEW TAX FACULTY'S TEN TENETS FOR A BETTER TAX SYSTEM

The tax system should be:

1. Statutory: tax legislation should be enacted by statute and subject to proper democratic scrutiny by Parliament.
2. Certain: in virtually all circumstances the application of the tax rules should be certain. It should not normally be necessary for anyone to resort to the courts in order to resolve how the rules operate in relation to his or her tax affairs.
3. Simple: the tax rules should aim to be simple, understandable and clear in their objectives.
4. Easy to collect and to calculate: a person's tax liability should be easy to calculate and straightforward and cheap to collect.
5. Properly targeted: when anti-avoidance legislation is passed, due regard should be had to maintaining the simplicity and certainty of the tax system by targeting it to close specific loopholes.
6. Constant: Changes to the underlying rules should be kept to a minimum. There should be a justifiable economic and/or social basis for any change to the tax rules and this justification should be made public and the underlying policy made clear.
7. Subject to proper consultation: other than in exceptional circumstances, the Government should allow adequate time for both the drafting of tax legislation and full consultation on it.
8. Regularly reviewed: the tax rules should be subject to a regular public review to determine their continuing relevance and whether their original justification has been realised. If a tax rule is no longer relevant, then it should be repealed.
9. Fair and reasonable: the revenue authorities have a duty to exercise their powers reasonably. There should be a right of appeal to an independent tribunal against all their decisions.
10. Competitive: tax rules and rates should be framed so as to encourage investment, capital and trade in and with the UK.

These are explained in more detail in our discussion document published in October 1999 as TAXGUIDE 4/99 (see https://goo.gl/x6UjJ5).

APPENDIX 2

HM Revenue & Customs

HMRC SAO update – April 2016 "what good looks like"

SAO main duty – what does good compliance look like and how is it delivered? [1]

The SAO main duty is to take reasonable steps (relative to the scale of the business and nature of the tax risks) to ensure that a qualifying company establishes and maintains appropriate tax accounting arrangements. These include an on-going application of governance with internal controls to substantially reduce tax risk to materially acceptable levels. Reasonable steps may also involve considering the impact of internal and third party reviews, M&A activity or other significant business events, any voluntary disclosures, error correction notices, Sch. 24 FA 2007 penalties and HMRC activity.

SAO compliance needs to be integrated in the relationship between the business and HMRC so the CRM or Caseworker is aware of compliance issues before they appear on a certificate. The SAO's certificate after year end provides assurance of main duty compliance.

Responsibilities of the Business (SAO)

The SAO is a senior figure (for example the FD) accountable for the company's tax matters, is aware of SAO legislation, guidance and extent of associated responsibilities. The SAO should evidence the way the business manages tax risk as part of the overall approach to risk management by:

1. Maintaining evidence that the Board and senior decision makers in the business have understood and agreed the tax impact of business decisions.
2. Identifying the qualifying entities, relevant tax & duty liabilities, and material tax accounting processes requiring main duty activity and sign off.
3. Properly communicating tax governance procedures covering all relevant UK tax and duty liabilities with clear guidance on control framework standards and responsibilities.
4. Monitoring key UK tax risks throughout the year, taking into account changes in the business and applicable tax legislation.
5. Ensuring sufficient capability and resource in terms of people, processes and systems (e.g. in the tax, finance and internal audit teams) to deliver effective tax compliance.
6. Consulting with specialists (e.g. the tax team, Finance, Internal Audit, Supply Chain or advisors) and HMRC to identify areas for review and to test the design and operating effectiveness of SAO controls
7. Implementing, maintaining and monitoring a risk-based testing programme addressing all material processes over an appropriate timeframe and evidencing what has been done.
8. Establishing and maintaining sufficient information and communication channels to ensure the overall control framework is robust, particularly where the effectiveness of relevant controls depends on the interaction of staff in different parts of the business or geographical locations
9. Promptly taking remedial action including disclosure where issues are identified.

Responsibilities of HMRC (Large Business CRM or Mid-size Business Caseworker)

The CRM or Caseworker will fully consider compliance with the SAO's main duty by:

1. Holding the business, and the SAO, to account for the discharge of the main duty obligations for all relevant liabilities and qualifying companies in a group by obtaining and reviewing evidence that the SAO has taken reasonable steps to discharge their main duty throughout the financial year.
2. Ensuring discussions around discharge of main duty obligations are integral to the business risk review process.
3. Maintaining an appropriate level of engagement with the SAO throughout the period, conducted in a timely manner.
4. Being proactive in ensuring the SAO addresses significant emerging issues affecting tax governance.
5. Ensuring the customer is aware of HMRC main duty guidance and requirements for assurance through notifications and certificates.
6. Using audit resource appropriately to assess the discharge of the main duty obligations
7. Involving governance specialists when main duty issues are being considered.

Good SAO main duty compliance will deliver benefits to both the business and HMRC through improved governance, more effective risk reviews and fewer tax enquiries.

[1] A collaborative non-prescriptive model developed by HMRC & external advisors. This complements, but does not override Sch 46 FA09 or the SAO Guidance