

**CORPORATE LAW TEACHERS CONFERENCE 1994
UNIVERSITY OF TECHNOLOGY SYDNEY**

PROGRAM

8.00-9.00 am Registration

Building 2 (Engineering Building) Level 4, Outside Room 413

9.00-9.10 am Official Welcoming Address, Building 2 Level 4, Room 4131

Professor Gus Guthrie, Vice Chancellor of UTS

Plenary sessions

Introduced by Michael Adams

9.10-9.40 am The ASC - A Year in Review

Mr Alan Cameron

Chairperson, Australian Securities Commission

Introduced by Professor Robin Woellner

9.40- 10.30 am New Zealand's Corporate Harmonisation

Mr Peter McKenzie

Chairperson, New Zealand Securities Commission

10.30-11.00 am Morning Coffee

Introduced by Professor Roman Tomasic

11.00 - 12.00 pm International Aspects of Australian Corporate Law

Mr Chris Robson

Director, ASC Policy & International Division

Panel Discussion

Chaired by Professor John Farrar Bond University

International Harmonisation of Corporate Law

12.00-1.00 pm Associate Prof Cindy Schipani, University of Michigan

Mr Peter Willis, Partner, Mallesons Stephen Jaques

Mr Peter McKenzie, Chair, NZ Securities Commission

Mr Chris Robson, Director, ASC International Division

1.00- 2.30 pm Lunch – Tower: Glasshouse

DAY 2

AFTERNOON SESSIONS

2.30 - 3.30 pm

Parallel Session One

Harmonisation [Building 2, Level 6, Room 6411z]

Chaired by Associate Professor Katrin Cutbush-Sabine, UTS

Paper A: Stephanie Rees, James Cook University of North Queensland ; “Choice of format where inter-harmonisation is the goal: an EEC comparison”

Paper B: Wee-Liang Tan; Pearlie Koh, Nanyang Technological University; “The Harmonisation of ASEAN corporate law: A proposal”

Officers & Shareholders [Building 2, Level 6, Room 642]

Chaired by Michael Adams, UTS

Paper A: Cindy Schipani, University of Michigan; “The duty of care standard in corporate governance: A comparative analysis of the US and Australian experiences”

Paper B: Anil Hargovan, Victoria University of Technology; “Reformation of directors' duties in Australia and New Zealand: A case of missed opportunities for harmonisation”

Corporate Finance [Building 2, Level 6, Room 6321]

Chaired by Judith Lancaster, UTS

Paper A: Saul Fridman, Australian National University; “The News Corporation super shares proposal: Crime of the century or tempest in a teapot?”

Paper B: Berna Collier, Royal Melbourne Institute of Technology; “Giving financial assistance to acquire shares in breach of section 205(1)(a): What does it mean?”

Corporate Insolvencies [Building 2, Level 6, Room 6341]

Chaired by Vij Nagarajan, UTS

Paper A: Andrew Keay, University of Southern Queensland; “Undue to unfair: The changing face of preferences”

Paper B: Julie Cassidy, Deakin University; “Wake up sleeping directors: Scope of defences to directors liability for insolvent trading”

Corporate Jurisprudence [Building 2, Level 6, Room 6371]

Chaired by Professor Rob Woellner, University of Western Sydney

Paper A: Ian Henry, Ballarat University College; “Use of the corporations power to expand the operation of section 51 of the Commonwealth Constitution”

Paper B: Patrick Keyzer, University of Sydney; “Constitutional impediments to the harmonisation of Australian company law”

3.30 - 4.00 pm Afternoon Tea

4.00 - 5.00 pm Parallel Session Two

Harmonisation [Building 2, Level 6, Room 641]

Chaired by Associate Professor Katrin Cutbush-Sabine, UTS

Paper A: Zhou Wei, Shantou University, PRC; “Continental or common law model: Choice of Chinese company law”

Paper B: Peter Fitzsimons, University of Waikato, NZ; “Disharmony across the Tasman: Australia and New Zealand on different (corporate and securities) paths”

Officers Shareholders [Building 2, Level 6, Room 6421]

Chaired by Michael Adams, UTS

Paper A: Phillip Lipton, Royal Melbourne Institute of Technology; “Has the 'interested director cloud' been lifted?”

Paper B: Philip Lawton, City Polytechnic of Hong Kong; “Directors' remuneration, benefits and extractions: an analysis of their uses, abuses and controls (UK, Hong Kong & Australia)”

Corporate Finance [Building 2, Level 6, Room 6321]

Chaired by David Meltz, UTS

Paper A: Helen Anderson, Monash University; “Auditors' liability to general purpose users of published financial reports”

Paper B: Gregory Herder, Australian Catholic University; “Corporate fundraising”

Corporate Insolvencies [Building 2, Level 6, Room 6341]

Chaired by Professor Rob Woellner, University of Western Sydney

Paper A: K Arjunan and C K Low, Chinese University of Hong Kong; “The powers of investigation under section 143 of the Companies Ordinance Chapter 32 of the Laws of Hong Kong”

Paper B: Frank Zumbo, University of New South Wales; “Information gathering powers under the Corporations Law and allied legislation: Exploring the frontiers”

Corporate Jurisprudence [Building 2, Level 6, Room 6371]

Chaired by Vij Nagarajan, UTS

Paper A: James Miller, University of Newcastle; “Reflections on power, law and corporate governance”

Paper B: Perry Whalley, Northern Territory University; “Developing a conceptual paradigm for corporate governance by way of ethical regulation”

CONFERENCE DINNER

Introduced by David Barker, Acting Dean, Faculty of Law and Legal Practice, UTS
Conference Dinner at the Sky Lounge, Centrepoin, Market Street entrance

The Hon Andrew Rogers QC, after dinner speaker

Tuesday 8 February 1994

Plenary sessions (Building 2, Level 4, Room 413)

9.00-10.00 am Corporations Law Simplification Program

Ms Claire Grose, Commonwealth Task Force (Partner, Freehill, Hollingdale & Page)

Mr Ian Govey, Commonwealth Attorney General's Dept.

Introduced by Associate Professor Katrin Cutbush-Sabine

10.00-11.00 am A Practitioner's View of Simplification

Mr Nick Korner, Partner, Blake Dawson Waldron

Mr Kevin McCann, Partner, Allen Allen Hemsley

11.00-11.30 am Morning Coffee

Panel Discussion [Building 2, Level 4, Room 4131]

Chaired by Professor Peter Little, QUT

11.30 am - 1.00 pm Australian Corporate Law: Towards 2001

Professor Ralph Simmonds, Dean of Murdoch Law School

Mr Bill Koeck, Partner, Corrs Westgarth Chambers

Mr John Kluver, Executive Director of CSAC

Mr David White, Company Secretary, Perpetual Trustees

1.00 - 2.30 pm Lunch [Tower- Glasshouse]

2.30 -3.30 pm Parallel Session Three

Harmonisation [Building 2, Level 6, Room 6411]

Chaired by Vij Nagarajan, UTS

Paper A: Giora Shapira, University of Otago, NZ; “Minority buy-out rights and derivative actions in New Zealand”

Paper B: Michael Peters, University of Sydney; “Corporate Behaviour: The role of the Corporations Law”

Officers & Shareholders [Building 2, Level 6, Room 6421]

Chaired by Karen Bubna-Litic, UTS

Paper A: Laurie Factor, Curtin University of Technology; “The company secretary: Evolvement of the role, duties and responsibilities towards 2001”

Paper B: David Morrison Queensland University of Technology; “The indoor management rule: A review”

2.30 - 3.30 pm Parallel Sessions

Corporate Finance [Building 2, Level 6, Room 632]

Chaired by Saul Fridman, Australian National University

Paper A: Vanessa Mitchell, Victoria University of Technology; “Gambotto and the rights of minority shareholders”

Paper B: Simon Fisher, Queensland University of Technology; “Corporate gifts: Some organising principles”

Corporate Insolvencies [Building 2, Level 6, Tower Room 6341]

Chaired by Professor Rob Woellner, University of Western Sydney

Paper A: Myles McGregor-Lowndes, Queensland University of Technology; “What Friedrich teaches us for the year 2000”

Paper B: Colin Anderson and David Morrison, QUT; “Schemes of arrangement: The future?”

Corporate Jurisprudence [Building 2, Level 6, Room 637]

Chaired by Michael Adams, UTS

Paper A: Damien Considine, University of Wollongong; “The mythology of corporations & corporate groups”

Paper B: Kerrie Levy, University of Melbourne; “Should section 383 of the Corporations Law still exist in 2001?”

3.30 - 4.00 pm Afternoon Tea Outside Room 413

4.00 - 5.00 pm Annual Meeting of Corporate Law Teachers

Chaired by Associate Professor Paul Redmond, UNSW