Corporate Law Teachers Association Conference 2013

Hosted By: Centre for Commercial Law, ANU College of Law

Corporate Law — Progressive Possibilities
3–5 February 2013, ANU College of Law, Canberra

PROGRAM

Sunday, 3 February 2013

3 – 5pm  Teaching Roundtable: Reflections on Teaching Corporate Law
          Moot Court, Level 3, ANU College of Law

          Contributors:
          Stephen Bottomley, The Australian National University
          Suzanne Le Mire, University of Adelaide
          Beth Nosworthy, University of Adelaide
          Paul Redmond AM, University of Technology, Sydney
          Keturah Whitford, The Australian National University

5 – 7pm  Conference Registration & Welcome Reception
          Law Theatre Foyer, ANU College of Law

Monday, 4 February 2013

8.45 – 9am  REGISTRATION
            Law Theatre Foyer, ANU College of Law

9 – 9.15am  Opening and Welcome Address
            Anil Hargovan, President, Corporate Law Teachers Association
            Stephen Bottomley, Dean, ANU College of Law
            The Hon Bernie Ripoll MP, Parliamentary Secretary to the Treasurer, Federal Member
            for Oxley

9.15 – 10.30am  Plenary Session 1 — Corporate Law: Progressive Possibilities
                   Law Theatre, ANU College of Law

                   Speaker: Kent Greenfield, Boston College Law School
                   Commentator: David Wishart, La Trobe University
                   Chair: Stephen Bottomley, The Australian National University

10.30 – 11am  MORNING TEA
              Law Theatre Foyer, ANU College of Law
**11am – 12.15pm**  
**Plenary Session 2 — Corporate Law and Regulation**  
Law Theatre, ANU College of Law  
*Speaker: John Braithwaite, RegNet, The Australian National University*  
*Commentator: Kath Hall, The Australian National University*  
*Chair: John Farrar, Bond University*

**12.15 – 12.45pm**  
**Tribute to Emeritus Professor Harold Ford**  
Law Theatre, ANU College of Law  
*Speakers: David Hambly, The Australian National University and Ian Ramsay, University of Melbourne*  
*Chair: Paul Redmond AM, University of Technology, Sydney*

**12.45 – 1.45pm**  
**LUNCH**  
Law Theatre Foyer, ANU College of Law

**1.45 – 3.15pm**  
**Interest Group Session 1**  
Sparke Helmore Theatres 1 & 2, ANU College of Law

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<td><strong>Progressive Possibilities and Corporate Disclosure</strong></td>
<td><strong>Progressive Possibilities in Corporate Theory</strong></td>
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<tr>
<td><strong>Chair:</strong> Jason Harris, University of Technology, Sydney</td>
<td><strong>Chair:</strong> Larelle Chapple, Queensland University of Technology</td>
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| **Continuous Disclosure post-Fortescue: Probable Policies, Progressive or Otherwise**  
Josephine Coffey, University of Sydney | **Vulnerable Workers and Enlightened Shareholder Value: Problems with Assuming a Liberal Legal Subject**  
Roseanne Russell, Cardiff University |
| **Testing Good Securities Disclosure: Tales of the Reasonable Investor**  
Michael J Duffy, Monash University | ‘Unincorporated body: Inanimate Soul!’: Value Pluralism and Corporate Moral Agency  
Michelle Worthington, The Australian National University |
| **On a Slippery Slope? Disclosure and the Shadow Banking System in Australia**  
Roman Tomasic, University of South Australia | **CSR and Public Law: Competing or Complementary Regulatory Systems?**  
Benedict Sheehy, RMIT University, Melbourne |
| **Can a Market Suffer Harm?**  
Michael Tarlowski and Peta Spender, The Australian National University | **The Importance of Meridian to Company Law**  
Susan Watson, University of Auckland |

**3.15 – 3.45pm**  
**Afternoon Tea**  
Sparke Helmore Theatre Annex, ANU College of Law
3.45 – 5.15pm  **Interest Group Session 2**  Sparke Helmore Theatres 1 & 2, ANU College of Law

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<td><strong>Progressive Possibilities and Directors’ Duties</strong></td>
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<td><strong>Chair:</strong> Colin Anderson, Queensland University of Technology</td>
<td><strong>Chair:</strong> Trish Keeper, Victoria University of Wellington</td>
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<td>Shareholder Activism in Listed Companies in the United Kingdom and Australia: New Wine or New Bottles?</td>
<td>Disclosure in Corporate Law: Could Good Faith be the White Knight?</td>
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<td>John Farrar, Bond University</td>
<td>Sulette Lombard and Jessica Viven, Flinders University</td>
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<td>A Comparative Analysis of the Australian and South African Statutory Derivative Actions: Proposals for Improvement</td>
<td>Thinking Outside the Square: Alternative Approaches to the Protection of Employee Entitlements</td>
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<td>Lang Thai and Jean du Plessis, Deakin University</td>
<td>Helen Anderson, University of Melbourne</td>
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<td>The Evolution of Malaysian Shareholder Protection: A Legal Origins Analysis</td>
<td>Directors’ Duties to Creditors and Commercial Realism: Arising Tensions</td>
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<td>Anil Hargovan, University of New South Wales and Jason Harris, University of Technology, Sydney</td>
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<td><strong>Restoring a Public Focus to Government Business Enterprises: Is a Fiduciary Duty to the Public the Answer?</strong></td>
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<td>Victoria Baumfield, Bond University</td>
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6.30 pm (for 7pm)  **Conference Dinner**  Skyline Reception Centre, Rydges Lakeside  *Sponsored by CCH Australia*

**Dinner Speaker:**  
Stephen Long, Economics Correspondent, Australian Broadcasting Corporation

*The Chartered Secretaries Australia (CSA) sponsored Best Paper Prize will be announced at the conference dinner.*  
*Presented by: Stephen Wright, Chartered Secretaries Australia (CSA)*
Tuesday, 5 February 2013

8 – 9am  Breakfast Meeting for CLTA Executive — Minter Ellison Meeting Room, Level 2, ANU College of Law

9 – 10am  Plenary Session 3 — Corporate Law and Human Rights
          Law Theatre, ANU College of Law
          **Speakers:** David Kinley, University of Sydney,
          Alex Newton, The Australian national University
          **Chair:** Kath Hall, The Australian National University

10 – 10.20am  Morning Tea
              Law Theatre Foyer, ANU College of Law

10.20 – 11.20am  Plenary Session 4 — The Relationship between the Academy and the Profession
                  Law Theatre, ANU College of Law
                  **Panel:**
                  The Hon Paul Finn, Jurist and Former Judge of the Federal Court of Australia
                  Belinda Gibson, Deputy Chair, Australian Securities and Investments Commission
                  Tony Hartnell AM, Atanaskovic Hartnell Lawyers
                  Dimity Kingsford Smith, University of New South Wales
                  **Chair:** Peta Spender, The Australian National University
11.30am – 1.00pm  **Interest Group Session 3**  Sparke Helmore Theatres 1 & 2, ANU College of Law

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<td><strong>Chinese Corporate Law</strong></td>
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<td><strong>Chair:</strong> Roman Tomasic, University of South Australia</td>
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<td><strong>ASIC and the ‘Duty of Fairness’: A Regulatory Dilemma</strong></td>
<td><strong>Defining Directors’ Duties under the Chinese Company Law: A Much Neglected Legal Matter</strong></td>
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<td>Suzanne Le Mire, Adelaide University</td>
<td>K L Alex Lau, Hong Kong Baptist University and Angus Young, Hang Seng Management College</td>
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<td><strong>Securities Market Regulators' Use of the 'Please Explain' Sanction and the Impact on Compliance</strong></td>
<td><strong>Ownership Concentration and Corporate Control in Chinese Listed Companies</strong></td>
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<td>Larelle Chapple, Queensland University of Technology, Thu Phuong Truong, Victoria University of Wellington NZ, Michelle Welsh, Monash University</td>
<td>Wenge Wang, University of Auckland</td>
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<td><strong>ASIC and the Problems of the Civil Penalties Regime</strong></td>
<td><strong>Chinese Corporate Balkanization: The Reality of Political Economy and Competition for Corporate Charters as a Solution</strong></td>
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<td>Vicky Comino, University of Queensland</td>
<td>Charlie Xiao-Chuan Weng, Shanghai Jiao Tong University</td>
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<td><strong>Emerging Concepts and Issues in Enforcement of Corporate and Securities Law</strong></td>
<td><strong>Governance of Listed SOEs in China, an investor, stakeholder or state-led model?</strong></td>
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<td>Aiman Nariman Mohd Sulaiman, International Islamic University Malaysia</td>
<td>Jenny Fu, University of Canberra</td>
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1 – 2pm  **LUNCH**

**CLTA Annual General Meeting & Award of Life Membership of the CLTA to Emeritus Professor John Farrar**

Law Theatre Foyer, ANU College of Law
2 – 3.30pm  
**Interest Group Session 4**
Sparke Helmore Theatres 1 & 2, ANU College of Law

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<td><strong>Possibilities on Insolvency</strong>&lt;br&gt;Chair: Jean du Plessis, Deakin University</td>
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<td><strong>Whistle-Blowers as Bounty Hunters</strong>&lt;br&gt;Vivienne Brand, Jeff Fitzpatrick and Sulette Lombard, Flinders University</td>
<td><strong>Expertise is the New Game? Obligations on Corporate Managers in Solvent and Insolvent Companies</strong>&lt;br&gt;Beth Nosworthy, Chris Symes and Suzanne Le Mire, Adelaide University</td>
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<td><strong>Co-opting Banks into Regulating Corporate Governance</strong>&lt;br&gt;Dr Vij Nagarajan, Macquarie University</td>
<td><strong>Smoking Guns, Payment Plans and No New Value: An Analysis of s296(3) of the Companies Act 1993, New Zealand</strong>&lt;br&gt;Trish Keeper, Victoria University of Wellington</td>
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<td><strong>Banksia, Sounds like a Bank, Looks like a Bank but it is not a Bank: Regulatory Responses to the Collapse of Banksia Securities Limited</strong>&lt;br&gt;Keturah Whitford, The Australian National University</td>
<td><strong>Part 5.3A — Progressive Possibilities</strong>&lt;br&gt;David Morrison, University of Queensland and Colin Anderson, Queensland University of Technology</td>
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