

CORPORATE LAW TEACHERS ASSOCIATION (CLTA) CONFERENCE
1-3 FEBRUARY 2015
MELBOURNE LAW SCHOOL
185 PELHAM STREET, CARLTON, MELBOURNE

FINAL PROGRAM

SUNDAY 1 FEBRUARY 2015

- 2 - 3pm:** **Conference registration**, Level 9, Melbourne Law School
- 3 - 5pm:** **Teaching session**, Room 920, Level 9, Melbourne Law School
Speakers: **Andrew Godwin** - Teaching corporate law from a transactional perspective;
 Barry Yau - Attitudes towards the study and practice of corporate and commercial law: From undergraduate law students to early career commercial lawyers;
 Jennifer Dickfos - What's in my toolbox? Embedding blended learning tools to increase student feedback, engagement and participation: A case study;
Chair: Associate Professor Helen Anderson
- 5 - 7pm:** **Conference welcome reception**, Staff Common Room, Level 9, Law School

MONDAY 2 FEBRUARY 2015

- 8.30 - 9am:** **Conference registration**, Conference Centre, Level 10, Melbourne Law School
- 9 - 9.15am:** **Official opening** of conference and welcome, Conference Centre Plenary Room, Level 10, Melbourne Law School
- 9.15 - 10am:** **Keynote address** Professor Robert Thompson, Georgetown Law School - 'Primacy and Corporate Governance: Shareholders, Directors, CEOs, Employees, Creditors - and Courts'
- 10 - 11am:** **Plenary session** on empirical research in corporate law and corporate governance Panellists: Professor Robert Thompson, Professor Ellie Chapple and Associate Professor Michelle Welsh
Chair: Professor Ian Ramsay
- 11 - 11.30am:** **Morning tea**
- 11.30am - 1pm:** **First parallel session** (see Session 1 grid overleaf, for list of papers and presenters)
- 1 - 2pm:** **Lunch**, which includes from 1.30 to 1.45pm
 Book launch of Dr Vicky Comino's, 'Australia's 'Company Law Watchdog': ASIC', Thomson Reuters. The book will be launched by George Stogdale, ASIC Senior Executive, Corporations & Corporate Governance Enforcement
- 2 - 3.30pm:** **Second parallel session** (see Session 2 grid for list of papers and presenters)
- 3.30 - 4pm:** **Afternoon tea**
- 4 - 5.30pm:** **Third parallel session** (Session 3 grid overleaf, for list of papers and presenters)
- 7pm - 11pm:** **Conference dinner** (Supper Room, Melbourne Town Hall, Swanston Street, Melbourne. Enter via main entrance in Swanston Street)

TUESDAY 3 FEBRUARY 2015

9.15 - 10.30am: Plenary Session on Judges and Corporate Law

Panellists: Justice Jennifer Davies, Federal Court of Australia
Justice John Middleton, Federal Court of Australia
Justice Ross Robson, Supreme Court of Victoria

Chair: Professor Ian Ramsay
Conference Centre Plenary Room, Level 10, Melbourne Law School

10.30 - 11am: Morning tea

11 - 12.30pm: Fourth parallel session (see Session 4 grid for list of papers and presenters)

12.30-1.30pm: Lunch and Annual General Meeting of the Corporate Law Teachers Association

1.30 - 3pm: Fifth parallel session (see Session 5 grid for list of papers and presenters)

3 - 3.30pm: Afternoon tea

3.30 - 5pm: Sixth parallel session (see Session 6 grid for list of papers and presenters)

5pm: Close of conference

CLTA CONFERENCE PARALLEL SESSIONS

Parallel session 1 - Monday 2 February 2015, 11.30 – 1pm

1	2	3	4
Corporate governance 1 Chair: Suzanne Le Mire Boardroom	Disclosure 1 Chair: Susan Watson Plenary room	PhDs – International themes Chair: Michelle Welsh South room	Insolvency 1 Chair: Jason Harris West room
Yesterday, Today & Tomorrow: Executive Remuneration and Say-on-Pay in Australia – Presenter: Vito Guidice	"Proactive Disclosure" as Part of Good Faith in the Corporate Law Context Presenter: Rosemary Langford ✓	The Corporations Act 2001 (Cth) and Australian Investments in Myanmar (Burma): A Critical Analysis Presenter: Nathan Willis	Revisiting Chapter 11 Bankruptcy: Prospects for Adoption in Australia Presenter: Jason Harris
Executive Compensation & Corporate Governance— A Case of State Owned Enterprise in China Presenter: Linsey Chen ✓	Company Annual Reports: Informative or a Public Relations Exercise Presenter: Gill North	Legal Evolution of Hybrid Regulation: Malaysia's Islamic Capital Markets Presenter: Vivien Chen ✓	To Whom Should Fiduciary Duties be Owed in the Context of Business Rescue? Presenter: Richard Bradstreet
The Regulation and Reality of Lawyers as Corporate Gatekeepers Presenter: Suzanne Le Mire	Suitable or Systemic? Regulating Financial Consumer Risk Using Product Intervention Orders Presenter: Dimity Kingsford Smith	Freeing the Market: Addressing the Restrictions in China's New Rules on Capital Reductions Presenter: Kimberley Yu	Corporate Reorganization of China's Listed Companies Presenter: Zinian Zhang ✓

✓ - indicates paper available to view online

Parallel session 2 – Monday 2 February 2015, 2pm - 3.30pm

5	6	7	8
Disclosure 2 Chair: Suzanne LeMire Boardroom	Corporate law history Chair: Susan Watson Plenary room	Regulation & enforcement Chair: Ian Ramsay South room	CSR Chair: Mia Rahim West room
Regulation Corporate Governance and Whistleblowers Presenter: Sulette Lombard	How the Company Became an Entity: A new understanding of Corporate Law Presenter: Susan Watson ✓	Adjudicating Challenges to ASIC Disqualification and Banning Actions: An Analysis of the Reasoning of the Administrative Appeals Tribunal & the Courts Presenter: Robin Bowley	Citizenship and Corporations Presenter: Jonathan Barrett ✓
Australian Foreign Bribery Whistleblowing Presenter: Vivienne Brand	The Limits of Limited Liability Presenter: Harry Rajak ✓	Lessons for the Australian Takeovers Panel from the United Kingdom Presenter: Emma Armson	Business School Education: A Means of Promoting Corporate Social Responsibility (CSR) Within Small to Medium Enterprises (SMEs) Presenter: Heath Evans ✓
Revisiting “Truth in Securities” Revised from a South Pacific Perspective: The Financial Markets Conduct Act 2013 Presenter: Trish Keeper ✓	The Darien Scheme- Scotland’s Bubble and the Act of Union Presenter: John Farrar ✓	Understanding Penalties Regimes for Corporate Wrongdoing in Australia and Implications for the Teaching of Corporate Law Presenters: George Gilligan, Paul Ali, Andrew Godwin & Ian Ramsay ✓	Local and Global Corporate Business and Humans Rights: Is it Time for a Treaty? Presenter: Amanda Carrigan

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Parallel session 3 – Monday 2 February 2015, 4pm – 5.30pm

9	10	11	12
Legal origins Chair: Colin Anderson Boardroom	Directors' duties 1 Chair: Peta Spender Plenary room	Regulation 2 Chair: Helen Anderson South room	Corporate law and politics Chair: Gill North West room
Does Legal Origin Matter? Fiduciary Duties and their Implications for Corporate Governance Presenter: Philipp Maume ✓	Still A Sleepy Hollow? Directors' Liability And The Business Judgment Rule Presenters: Jason Harris & Anil Hargovan	The Regulation of Financial Advice – Where to next? Presenter: Andrew Serpell ✓	Disclosure of Directors' Personal Information in Hong Kong Presenter: John Ho
Corporate Governance in China and India - Towards Convergence Presenter: Arjya B Majumdar ✓	The Function and Purpose of s 185 of the Corporations Act Presenter: Michael Tarlowski	Financial Advisory Services Regulation in Hong Kong: The Need for Greater Regulatory Intervention Presenter: Andy Cheng ✓	The Political Side of Corporate Law: Two Tales from Taiwan and the Demise of a Corporate Group Presenter: Chien-Chung Lin ✓
Feasibility Study of Transplanted Shareholder Protection Law - Defects of Descriptive Methods and Supplementation of Institutional Analysis Presenter: Quach Thuy Quynh ✓	Managing State-owned Assets in Enterprises: Towards a Chinese Version of the Temasek Model Presenter: Jenny Fu ✓	The Conundrum of Phoenix Activity in Australia: Is further reform necessary? Presenter: Anne Matthew	Corporate Governance in Chinese Controlled Companies in Australia Presenter: Roman Tomasic

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Parallel session 4 – Tuesday 3 February 2015, 11am -12.30pm

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<p align="center">Shareholder issues in China</p> <p align="center">Chair: Jason Harris</p> <p align="center">Boardroom</p>	<p align="center">Directors' duties 2</p> <p align="center">Chair: Ian Ramsay</p> <p align="center">Plenary room</p>	<p align="center">Corporate law reform issues</p> <p align="center">Chair: Anil Hargovan</p> <p align="center">South room</p>	<p align="center">International</p> <p align="center">Chair: Kath Hall</p> <p align="center">West room</p>
<p>The Chinese 'Oppression' Remedy: Creative Interpretations of Company Law by Chinese Courts</p> <p>Presenter: Alex Lau ✓</p>	<p>Independence of Directors Affiliated with Substantial Shareholders: Issues of Law and Corporate Governance</p> <p>Presenters: Pamela Hanrahan and Tim Bednall ✓</p>	<p>Promoters, Corporate Governance and the Companies Act, 2013</p> <p>Presenters: Harpreet Kaur ✓</p>	<p>Regulation of Listed Companies' Related Party Transactions in China</p> <p>Presenters: Jiaolong Liang</p>
<p>The Dilemmas of Independent Directors in China: An Empirical and Comparative Analysis</p> <p>Presenter: Wei Cai ✓</p>	<p>The Bespoke Board of Directors</p> <p>Presenter: Jayne Barnard</p>	<p>Comparative Perspectives on Dealings with Special Purpose Companies with Particular Reference to the South African 'RF' Company</p> <p>Presenter: Natania Locke ✓</p>	<p>The Derivative Suit in Czech Corporate Law</p> <p>Presenter: Radek Ruban ✓</p>
<p>Shareholder Primacy in China</p> <p>Presenter: Charlie Weng ✓</p>	<p>The Theory of the Firm and Government-Owned Businesses – Intersections and Divergences</p> <p>Presenter: Victoria Baumfield</p>	<p>Crowd Equity Funding and Its Impact</p> <p>Presenter: Marina Nehme</p>	<p>Japanese Corporate Governance and Globalization</p> <p>Presenter: Bruce Aronson</p>

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Parallel session 5 – Tuesday 3 February 2015, 1.30pm – 3pm

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<p align="center">Shareholder issues 1</p> <p align="center">Chair: Kath Hall</p> <p align="center">Boardroom</p>	<p align="center">Comparative corporate governance</p> <p align="center">Chair: Anil Hargovan</p> <p align="center">Plenary room</p>	<p align="center">Corporate law teaching</p> <p align="center">Chair: Mia Rahim</p> <p align="center">South room</p>	<p align="center">Corporate law and crime</p> <p align="center">Chair: Gill North</p> <p align="center">West room</p>
<p>'Remodelling Shareholder Primacy: A Comparison of Fairness Under the General Law and ss 232 and 444GA of the Corporations Act 2001 (Cth)'</p> <p>Presenter: Ryan Turner ✓</p>	<p>National and Global Comparative Corporate Governance Codes</p> <p>Presenter: Franc de Zwart ✓</p>	<p>Lecturing for Non-Law Background Students: An Assessment of the Cognitive Load Related to Case and Legislation-Based Lecturing Approaches</p> <p>Presenter: Mia Rahim QUT ✓</p>	<p>Local Solution to a Global Problem: New Zealand's (Slow) Response to the GFC</p> <p>Presenter: Julie Cassidy</p>
<p>The Reality of Shareholder Activism</p> <p>Presenter: Ellie Chapple</p>	<p>Corporate Governance Reporting Style</p> <p>Presenter: Indrajit Dube ✓</p>	<p>Video Production Quality and Student Learning Experiences: Using Low-Cost Video Lectures To Engage Non-Law Students Studying Corporate Law</p> <p>Presenter: John Bevacqua ✓</p>	<p>Corporate Law: Local and Global Dimensions</p> <p>Presenter: Shirley Quo</p>
<p>Let My Money Go - Comparing Exit Solutions to the Close Corporation Problem</p> <p>Presenter: Alan Koh</p>	<p>A Comparative Empirical Study of Piercing the Corporation's Veil in the United States and Taiwan</p> <p>Presenter: I Tzu Su ✓</p>	<p>Attitudes Towards the Study and Practice of Corporate and Commercial Law: From Undergraduate Law Students to Early Career Commercial Lawyers</p> <p>Presenters: Barry Yau & Alexandra Johnsone</p>	<p>Groundhog Day or Tinkering with the Toolkit?</p> <p>Presenters: George Gilligan & Helen Bird</p>

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Parallel session 6 – Tuesday 3 February 2015, 3.30pm – 5pm

21	22	23	24
Corporate governance 2 Chair: Ellie Chapple Boardroom	Disclosure 3 Chair: Michelle Welsh Plenary room	Insolvency 2 Chair: Helen Anderson South room	Issues for creditors and shareholders Chair: Colin Anderson West room
Whose Interests are the Company's Interests? Corporate Decision Making and Qantas – A Case Study Analysis Presenter: Samantha Taylor ✓	Towards Better Disclosure of Corporate Risk: A Look at Risk Disclosure in Periodic Reporting Presenter: Michael Duffy ✓	Japanese Courts and Insolvency Practitioners: What's Going on in Tokyo? Presenter: Stacey Steele ✓	The Personal Property Securities Act 2009: global concepts but local interpretation? Presenter: Mike Gedye ✓
Are Gender Diverse Boards Better for Corporate Governance? Evidence from Australian Judicial Decisions Presenter: Akshaya Kamalnath ✓	Panacea or Business-Killer? Assessing the Efficacy of Disclosure Strategy in Market Supervision Presenter: Yangyang Chen	Optionality in Insolvency Law: Is it Working? Presenter: John Duns ✓	The Earlier History of the Law of Dividends in Australia and the United Kingdom Presenter: Stephen Alevras ✓
		Zombie Companies Presenter: Chris Symes	The Recent Development of Company Law in P.R. China Presenter: Jinlong Zhao ✓

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