



Sydney  
Law School

**Ross Parsons**  
Centre of Commercial, Corporate and Taxation Law



The  
University  
of Sydney

**Ross Parsons Centre of Commercial,  
Corporate and Taxation Law**

**Annual Report**

Sydney Law School  
University of Sydney

**2008**

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# 1. Objectives & Activities

The objectives of the Ross Parsons Centre of Commercial, Corporate and Taxation Law are to undertake, promote and support innovative and important scholarship, including teaching, research, consultancy and advocacy in all areas of commercial, corporate and taxation law. These objectives include work both within the University of Sydney, with other Centres in Australia and overseas, with the legal profession more generally, and with the wider community both in Australia and internationally. The Centre's activities include:

- Supporting, developing and facilitating the teaching of units in both undergraduate and postgraduate courses of study in the areas of commercial, corporate and taxation law within the Faculty;
- Sponsoring and conducting conferences, seminars, workshops, lectures and other similar activities;
- Facilitating visits of distinguished scholars from Australia and overseas;
- Supporting high quality postgraduate study in the field, including the Master of Laws, Masters of Taxation, Master of International Taxation, Master of Business Law and related Diplomas, and supervising postgraduate research by thesis or dissertation;
- Advising upon and contributing to the development of the undergraduate curriculum in commercial, corporate and taxation law at the University of Sydney;
- Engaging in research and inquiry into the impact of commercial, corporate and taxation law on Australia, the Asia Pacific, and the international community, and engaging in that research with other scholars, bodies and groups from outside of the Faculty of Law and the University of Sydney;
- Undertaking a range of external advice, opinion work, consultancies and projects, including some on a pro bono basis, in the areas of commercial, corporate and taxation law within Australia, the Asia Pacific, and other parts of the world, where it is impracticable or impossible to engage in such projects as Faculty of Law projects;
- Fostering collaborative links with institutions and with fields related to commercial, corporate and taxation law that could not otherwise be developed within the Faculty of Law;
- Facilitating the publication of papers, reports and other works and supporting other means of dissemination of scholarly publications by use of a distinct marketable and high profile brand name, being the name of the Centre;
- Supporting the activities, and collaborating with professional associations and societies engaged in promoting commercial, corporate and taxation law;
- Doing all such other things as are incidental or conducive to the attainment of the above objectives or any of them.

## 2. Structure of the Centre



L-R Professor Lee Burns, Dr Jaqueline Mowbray, Miiko Kumar, Professor Jennifer Hill, Professor Richard Vann, Professor Patricia Apps, Chloe Burnett, Dr Brett Williams, Professor Graeme Cooper, Professor Elisabeth Peden and Associate Professor Barbara McDonald.

### Centre Members

#### Directors

Professor Richard Vann (Director, Taxation Law)

Professor Jennifer Hill (Director, Commercial and Corporate Law)

#### Commercial and Corporate Law

Vivienne Bath

Dr Fiona Burns

Dr Simon Butt

Professor John Carter

Wayne Courtney

Saul Fridman

James Glister

Professor Jennifer Hill

Dr Fleur Johns

Miiko Kumar

Patricia Lane

Associate Professor Patricia Loughlan

Professor Roger Magnusson

Associate Professor Barbara McDonald

Dr Jacqueline Mowbray

Associate Professor Luke Nottage

Fady Aoun  
Professor Elisabeth Peden  
Dr David Rolph  
Associate Professor Gregory Tolhurst  
Andrew Tuch  
Dr Brett Williams

### **Taxation Law**

Professor Patricia Apps  
Nicholas Augustinos  
Celeste Black  
Chloe Burnett  
Professor Graeme Cooper  
Professor Lee Burns  
Associate Professor Rebecca Millar  
Professor Richard Vann

### **Adjunct Faculty**

#### **Commercial and Corporate Law**

The Hon. Justice R P Austin, Challis Lecturer in Corporate Law  
Emeritus Professor Peter Butt  
Mark Leeming, Challis Lecturer in Equity

Andrew Bell SC, Adjunct Professor  
Ashley Black, Adjunct Professor  
Deborah DeMott, Adjunct Professor  
Michael Furnston, Adjunct Professor  
Justin Hogan-Doran, Adjunct Lecturer  
Braddon Jolley, Adjunct Lecturer  
The Hon. Justice Kevin Lindgren, Adjunct Professor  
Kevin Lewis, Adjunct Lecturer  
Rebecca Maslen-Stannage, Adjunct Lecturer  
Zeke Solomon, Adjunct Professor  
James Watson, Adjunct Lecturer  
David Yates, Adjunct Professor

#### **Taxation Law**

Alan Bennett, Adjunct Professor  
Cynthia Coleman, Adjunct Professor  
Malcolm Gammie QC, Adjunct Professor  
Paul O'Donnell, Adjunct Professor  
Karen Rooke, Adjunct Professor

### **Associates**

#### **Commercial and Corporate Law**

Michael Ahrens, Transparency International Australia (TI)  
Associate Professor Lee Aitken, University of Hong Kong  
Tim Bednall, Mallesons Stephen Jaques  
Tony Berriman, Minter Ellison

Gary Besson, Gilbert & Tobin  
Alan Cameron AM, Blake Dawson and Deputy Chancellor of University of Sydney  
Phillip Cornwell, Allens Arthur Robinson  
John Currie, Henry Davis York  
Tony Damian, Freehills  
Nuncio D'Angelo, Mallesons Stephen Jaques  
Roger Dobson, Henry Davis York  
David East, DLA Phillips Fox  
David Eliakim, Mallesons Stephen Jaques  
Brent Fisse, Brent Fisse Lawyers  
Angela Flannery, Clayton Utz  
David Friedlander, Mallesons Stephen Jaques  
Greg Golding, Mallesons Stephen Jaques  
Susan Hilliard, Mallesons Stephen Jaques  
Noel Hutley SC, St James Chambers  
John Kluver, Corporations & Markets Advisory Committee  
Bill Koeck, Blake Dawson  
Byron Koster, Corrs Chambers Westgarth  
Tom Lennox, Allco Finance Group  
Patrick Lowden, Freehills  
Diccon Loxton, Allens Arthur Robinson  
Andrew Lumsden, Corrs Chambers Westgarth  
Ray Mainsbridge, Blake Dawson  
James Marshall, Blake Dawson  
David Mason, Blake Dawson  
Mitchell Mathas, Deacons  
Anne McNaughton, Australian National University  
John Natal, Freehills  
Leighton O'Brien, Allens Arthur Robinson  
James Phillips, Minter Ellison  
Donald Robertson, Freehills  
Lachlan Roots, Freehills  
Tony Ryan, Blake Dawson  
Brian Salter, Clayton Utz  
Dennis Scott SC, Blake Dawson  
Warren Scott, Citigroup  
Adam Stapledon, Freehills  
Patrick St John, Freehills  
Philippa Stone, Freehills  
Tom Story, Allens Arthur Robinson  
Mark Wormell, Allens Arthur Robinson

### **Taxation Law**

Shayne Carter, Greenwoods & Freehills  
Tony Frost, Greenwoods & Freehills  
Richard Giannone, Freehills  
Peter Green, Mallesons  
Roger Hamilton SC, Wentworth Chambers  
Melissa Heath, Ernst & Young

Andrew Mills, Greenwoods & Freehills  
Mark Richmond, Selborne Chambers  
Holger R Sorensen, Wentworth Chambers

### **Management Committee**

The Management Committee oversees the day to day running of the Centre which includes the administrative, research and teaching activities. The Management Committee is comprised of the Chair, Director of Taxation Law and Director of Commercial and Corporate Law, the Administrator and other key teaching and research members of the Centre. The Management Committee meet approximately 4-5 times throughout the year.

### 3. Directors' Report

2008 has been another eventful year for the Ross Parsons Centre of Commercial, Corporate and Taxation Law with the publication of two monographs, the annual Ross Parsons Address, the launch of a new and improved website, a successful series of seminars and conferences and a number of distinguished international academics visiting the Centre. 2009 will begin a new chapter for the Ross Parsons Centre and the Sydney Law School as we move to the new Law Building at the main University of Sydney campus at Camperdown.

The Centre had a busy year with a number of high profile events taking place including the annual Ross Parsons Address by Professor John C. Coffee, Adolf A Berle Professor of Law, Columbia Law School. Professor Coffee's Address was titled *Financial Crises 101: What Can We Learn From Scandals and Meltdowns - From Enron to Subprime*. The Address was given as the keynote lecture of the Third Annual Supreme Court and Law Society of New South Wales Conference on Corporate Law on *The Credit Crunch and the Law*. For the first time, the address was recorded as a podcast and can be downloaded from the Sydney Law School website. Other highlights of our events during 2008 can be found in the Seminars and Events section in this report.

Two monographs were published this year, *Commercial Issues in Contract Law* and *The Credit Crunch and the Law*. Both monographs were the result of successful conferences. The latter has been extremely popular due to recent events in global financial markets. A number of books have also been written or co-edited by members of the Ross Parsons Centre including the following, *Reputation, Celebrity and Defamation Law* by David Rolph; *Restitution Law in Australia*, 2<sup>nd</sup> edition, (ed) John Carter; *Sports Law*, (eds) S Fridman et al, *Corporate Governance in the 21st Century: Japan's Gradual Transformation*, (eds) Luke Nottage et al and *Executing an Income Tax*, (ed) Graeme Cooper. A complete list of publications by members of the Ross Parsons Centre can be found in the Publications section.



The Centre launched a new and improved website in 2008. The new website has up-to-date information and news about Centre members, events and conferences, the monograph series and other publications and courses offered in the commercial, corporate and taxation law area. The new website address is <http://www.law.usyd.edu.au/parsons/>

The Centre once again attracted a number of distinguished international academics to the Sydney Law School in 2008. Professor David McLauchlan from the Victoria University of Wellington was the McWilliam Visiting Professor in Commercial Law. We also welcomed three international tax academics who were sponsored by Greenwood and Freehills. Professor Brian Arnold from Goodmans LLP (Toronto), Malcolm Gammie, QC from the United Kingdom and Professor David Rosenbloom from New York University.

At the start of 2009 the Law School moved to the new Law building on the main University of Sydney campus in Camperdown. There will be a series of events to celebrate the move including an official **Open Day** on 30 April 2009. Further details can be found on our website: <http://www.law.usyd.edu.au/parsons/events/index.shtml>

**Jennifer Hill**

**Richard Vann**

## 4. Activities of the Centre

### Research

#### (Projects and Grants received)

Members of the Ross Parsons Centre received funding for the following research projects in 2008 or were continuing work on these projects during 2008.

Project title: *A Lifecycle Approach to Labour Supply, Human Capital Accumulation and Public Policy*  
Researchers: **Apps, P**, Rees, R & Walker, I  
Grant type: ARC Discovery  
Duration: January 2008-December 2010  
Funding: \$207,938

Project title: *Promoting an Efficient Market for Water Rights: Clarifying the Impact of the Income Tax System*  
Researchers: **Black, C**  
Grant type: USyd Research & Development Grant Scheme  
Duration: January 2007-December 2008  
Funding: \$10,000

Project title: *Implied and Prescriptive Easements, and Title by Registration Systems*  
Researchers: **Burns, F**  
Grant type: Legal Scholarship Support Fund  
Duration: November 2007-April 2009  
Funding: \$3,000

Project title: *Safeguarding the Domestic Tax Base in a World without Investment Borders*  
Researchers: **Burns, L** & Krever, R  
Grant type: ARC Discovery  
Duration: January 2007-December 2009  
Funding: \$120,000

Project title: *Strengthening Extractive Industry Governance in Eastern and Southern Africa*  
Researchers: **Burns, L**  
Grant type: AusAID - Australia Africa Fellowships  
Duration: June 2008-October 2008  
Funding: \$176,106

Project title: *Tax Administration Capacity Building*  
Researchers: **Burns, L**  
Grant type: AusAID - Australian Leadership Awards - Fellowships  
Duration: February 2008-May 2008  
Funding: \$31,335

Project title: *Contracting Out Public Service: The Search for Suitable Mechanisms*  
Researchers: **Fridman, S**  
Grant type: Legal Scholarship Support Fund  
Duration: November 2007-April 2009  
Funding: \$5,000

Project title: *The Subversion of Contemporary Performance-Based Pay: A Comparative Australian-US Study*  
Researchers: **Hill, J**, Thomas, R & Masulis, R  
Grant type: ARC Discovery  
Duration: January 2006-December 2008  
Funding: \$210,000

Project title: *Power and Rule in the Mekong Basin: The Dynamics of 'Hard' and 'Soft' Law in International Watercourse Governance*  
Researchers: **Johns, F**  
Grant type: Legal Scholarship Support Fund  
Duration: January 2008-July 2009  
Funding: \$3,219

Project title: *21st Century Challenges in Evidence Law: International and Comparative Perspectives*  
Researchers: **Kumar, M**  
Grant type: Conference Seeding Grant  
Duration: May 2008-December 2009  
Funding: \$10,000

Project title: *Teaching Torts in an Age of Statutes*  
Researchers: **McDonald, B & Rolph, D**  
Grant type: Conference Seeding Grant  
Duration: January 2008-December 2008  
Funding: \$5,000

Project title: *Law and Celebrity - A Comparative Study*  
Researchers: **McDonald, B, Loughlan, P & Rolph, D**  
Grant type: Legal Scholarship Support Fund  
Duration: January 2008-July 2009  
Funding: \$5,000

Project title: *GST and the Global Economy: Identifying the Underlying Causes of Consumption Tax Conflicts Affecting Cross-border Trade*  
Researchers: **Millar, R**  
Grant type: ARC Discovery  
Duration: January 2006-December 2008  
Funding: \$140,000

Project title: *Re-regulating Common Risks in Japan: Product Safety, Consumer Credit, and Corporate Governance*  
Researchers: **Nottage, L**  
Grant type: Legal Scholarship Support Fund  
Duration: January 2008-July 2009  
Funding: \$5,000

Project title: *Re-regulating Consumer Credit: Australia, Japan and Beyond*  
Researchers: **Nottage, L**  
Grant type: Legal Scholarship Support Fund  
Duration: June 2007-November 2008  
Funding: \$5,000

Project title: *Reforming Tort Law and Regulation in Australia: Holistic and Comparative Perspectives on Consumer Product Safety*

Researchers: **Nottage, L**

Grant type: Legal Scholarship Support Fund

Duration: October 2006-April 2008

Funding: \$5,000

Project title: *Principles of Contract Construction and the Role of Good Faith in Contractual Pre-emptive Rights*

Researchers: **Peden, E**

Grant type: Faculty R & D Scheme

Duration: January 2008-December 2008

Funding: \$12,500

Project title: *The Concept of Reputation in Defamation Law*

Researchers: **Rolph, D**

Grant type: Legal Scholarship Support Fund

Duration: January 2007-June 2008

Funding: \$5,000

Project title: *The Operation and Efficacy of Contractual Pre-emptive Rights*

Researchers: **Tolhurst, G**

Grant type: Faculty R & D Scheme

Duration: January 2008-December 2008

Funding: \$12,500

Project title: *Enhancing Teaching of Economics of Competition for UG LAWS3016 Competition Law*

Researchers: **Williams, B**

Grant type: Teaching Improvement and Equipment Scheme

Duration: January-December 2008

Funding: \$5,000

Project title: *What do the 1995-2008 World Trade Organization ('WTO') Disputes on the Rules Applying to Agricultural Trade indicate about the Adequacy of the 1995 Reforms and the Trajectory of Further Reform?*

Researchers: **Williams, B**

Grant type: Legal Scholarship Support Fund

Duration: January 2008-July 2009

Funding: \$5,000

# Teaching (Undergraduate, Postgraduate and Research)

## Undergraduate

### Commercial and Corporate Law

LAWS3007 Advanced Contracts  
LAWS3008 Advanced Corporate Law  
LAWS3016 Competition Law  
LAWS1015 Contracts  
LAWS3108 Corporate and Securities Regulation  
LAWS2003 Corporate Law  
LAWS2014 Corporations Law  
LAWS3033 Intellectual Property  
LAWS3072 International Commercial Transactions  
LAWS2012 Introduction to Property and Commercial Law  
LAWS3064 Law and Commercial Transactions  
LAWS3036 Law and Economics

### Taxation Law

LAWS3013 Business Taxation  
LAWS3047 Personal Taxation

## Postgraduate

### Commercial and Corporate Law

LAWS6014 Advanced Financing Techniques  
LAWS6905 Aspects of European Union Commercial Law  
LAWS6247 Australian Financial Services Regulation  
LAWS6809 Breach of Contract  
LAWS6838 Competition Law  
LAWS6264 Compliance: Theory & Practice in the Financial Services Industry  
LAWS6851 Construction Law  
LAWS6872 Contract Negotiation  
LAWS6874 Contractual Damages  
LAWS6250 Controlling Liability by Contract  
LAWS6100 Corporate Fundraising  
LAWS6037 Customs Law  
LAWS6038 Debt Financing  
LAWS6852 Doing Business in China  
LAWS6046 Equity Financing  
LAWS6912 Fundamentals of the Law of Trusts  
LAWS6159 Insolvency Law  
LAWS6251 Issues in Electronic Commerce  
LAWS6059 International Business Law  
LAWS6060 International Commercial Arbitration  
LAWS6904 International Securitisation Law & Practice  
LAWS6903 Interpreting Commercial Contracts  
LAWS6810 Introductory Corporate Law  
LAWS6817 Practical Legal Effects of the Interaction of Tort and Contract

LAWS6890 Principles of Defamation Law  
LAWS6008 Takeovers and Reconstructions

### **Taxation Law**

LAWS6870 Advanced Customs Law  
LAWS6209 Australian International Taxation  
LAWS6153 Comparative Corporate Taxation  
LAWS6170 Comparative Income Taxation  
LAWS6128 Comparative International Taxation  
LAWS6906 Comparative Taxation of Financial Transactions  
LAWS6814 Comparative Value Added Taxation  
LAWS6030 Corporate Taxation  
LAWS6037 Customs Law  
LAWS6825 Impact of Taxation on Business Structures and Operations  
LAWS6214 Goods & Services Taxation Principles  
LAWS6891 GST – International Issues  
LAWS6007 NZ International Taxation  
LAWS6908 Recent Developments in EC Income Taxation Law  
LAWS6124 Stamp Duties  
LAWS6112 Taxation Administration  
LAWS6107 Taxation Litigation  
LAWS6840 Taxation of Business & Investment Income A  
LAWS6841 Taxation of Business & Investment Income B  
LAWS6129 Taxation of CFC's, FIF's and Transferor Trusts  
LAWS6244 Taxation of Corporate Groups  
LAWS6125 Taxation of Financial Transactions  
LAWS6892 Taxation of Mergers and Acquisitions  
LAWS6118 Taxation of Partnerships & Trusts  
LAWS6127 Taxation of Superannuation & Life Insurance  
LAWS6177 Tax Treaties  
LAWS6200 Tax Law in Asia and the Pacific  
LAWS6123 Transfer Pricing in International Taxation  
LAWS6109 UK International Taxation  
LAWS6171 US International Taxation

### **Research Students**

Listed below are current Research students who are being supervised by a member from the Ross Parsons Centre.

#### **Doctor of Philosophy (PhD)**

Student: **Fady Aoun**

PhD title: *Look Not Lest Ye Be Offended - Jesus<sup>TM</sup>, Redskins<sup>®</sup>, and Black Tail<sup>®</sup>: An Analysis of the Law relating to Offensive and Scandalous Trade Marks*

Supervisors: Loughlan, P & Rolph, D

Student: **Robert Davis**

PhD title: *The Law and Economics of Corruption*

Supervisors: Hill, J & Findlay, M

Student: **Quan Jin**

PhD title: *Chinese People's Mediation Urban Community - Culture, Variance and Development*

Supervisors: Astor, H & Nottage, L

Student: **Thomas Lennox**

PhD title: *How Legal Structures Affect Value - Comparison of the Corporate Vehicle with pass through Vehicles*

Supervisors: Hill, J & Vann, R

Student: **Stefan Lo**

PhD title: *Corporate Law and Liabilities of the Corporation and Corporate Controllers*

Supervisor: Hill, J & Fisse, B

Student: **Lin Lu**

PhD title: *Film Censorship in the Digital Era*

Supervisor: Karpin, I & Rolph, D

Student: **Bryan O'Connor**

PhD title: *The Economic and Law Aspects of the Commonwealth Government's "Safety Net" Changes to Health Policy*

Supervisors: Apps, P & Burns, L

Student: **John Taylor**

PhD title: *The Development of Australian Double Tax Treaty Policy and Practice*

Supervisors: Vann, R & Burns, L

Student: **Antony Ting**

PhD title: *Taxation of Corporate Groups under Enterprise Doctrine: An International Comparative Study of Consolidation Regimes*

Supervisors: Vann, R & Cooper, G

Student: **James Watson**

PhD title: *The Equitable Remedy of Account*

Supervisor: Peden, E

Student: **Weihuan, Zhou**

PhD title: *De Facto Discrimination under the Jurisprudence of the World Trade Organisation: The Search for Flexible and Predictable Interpretation under the Non-Discrimination Rules*

Supervisor: Triggs, G & Williams, B

### **Master of Laws (LLM) by Research**

Student: **Wayne Courtney**

LLM title: *Indemnities in Commercial Contracts*

Supervisors: Carter, J & Tolhurst, G

Student: **Miiko Kumar**

LLM title: *Can Complaint Evidence be used to prove its Truth? An Analysis of Credibility and Hearsay Evidence in Rape Trials*

Supervisors: Savell, K & Peden, E

Student: **Donald Marshall**

LLM title: *Civil Liability in the Area of Assisted Reproductive Technology*

Supervisor: Magnusson, R

Student: **Christopher Sexton**

LLM title: *Biogenetics and Intellectual Property Law - A Pathway to the Future?*

Supervisor: Loughlan, P & Rolph, D

## Seminars and Conferences

### **20 February 2008**

Seminar - **Government Proposals on Criminalisation of Cartel Behaviour**

Guest Speakers: Brent Fisse, Brent Fisse Lawyers and Caron Beaton-Wells, University of Melbourne

### **26 February 2008**

Seminar - **On the Importance of Property Rights in Intangibles like IP to Access, Competition and Economic Development** (Convened in conjunction with Australia New Zealand Law and Economics Association)

Guest Speaker: Professor F. Scott Kieff, Washington University and Research Fellow, Hoover Institution at Stanford University

### **12 June 2008**

Seminar - **Taking your beefs to the WTO: the continuing hormones dispute and issues in WTO dispute settlement**

Guest Speaker: Victoria Donaldson, Institute of International Trade, University of Adelaide

### **24 June 2008**

Seminar - **Who Can You Trust? Dating Games in the US Executive Suite**

Guest Speaker: Professor Cindy Schipani, Merwin H. Waterman Collegiate Professor of Business Administration, University of Michigan

### **25 June 2008**

Seminar - **The UNIDROIT Principles of International Commercial Contracts: What Do They Mean for Australia?**

Guest Speaker: Professor M J Bonell, University of Rome

### **28 July 2008**

Seminar - **News Corp's Exodus to Delaware: Lessons for US and Australian Corporate Lawyers**

Speaker: Professor Jennifer Hill

### **1 August 2008**

Conference - **Commercial Practice in a Global Economy**

Speakers: Vivienne Bath, Associate Professor Rebecca Millar and Dr Brett Williams

### **11 August 2008**

Seminar - **Interpreting Commercial Contracts**

Guest Speakers: Associate Professor Gregory Tolhurst and Professor David McLauchlan, Victoria University Wellington and McWilliam Visiting Chair in Commercial Law at Sydney Law School

## 20 August 2008

### Conference - **Ross Parsons Address in Commercial, Corporate and Taxation Law**

*Financial Crises 101: What Can We Learn From Scandals and Meltdowns - From Enron to Subprime?*

Guest Speaker: Professor John C. Coffee, Adolf A Berle Professor of Law, Columbia Law School

The keynote lecture of the Third Annual Supreme Court and Law Society of New South Wales

Conference on Corporate Law: *The Credit Crunch and the Law*

Professor Coffee is one of the leading international experts in corporations law, securities regulation and finance. He is the Adolf A Berle Professor of Law at Columbia University Law School, a Fellow at the American Academy of Arts and Sciences, and is consistently listed by the *National Law Journal* as one of the 100 most influential lawyers in the United States. He has recently given testimony on several occasions before the US Senate Banking Committee in relation to the subprime mortgage crisis. This was Professor Coffee's fourth visit to Sydney Law School. The address was recorded as a podcast, the first for the Sydney Law School and can be downloaded from the Sydney Law School website: <http://www.usyd.edu.au/news/law/436.html?newscategoryid=67&newsstoryid=2521>



**Ross Parsons Address** (L-R): Professor Gillian Triggs, Professor John C. Coffee & Professor Jennifer Hill.



(L-R): Justice RP Austin, John O'Sullivan, Professor John C. Coffee, Kathleen Farrell and Alan Cameron, AM.

## 28 August 2008

### Seminar - **Fiduciary Regulation of Conflicts between Multiple Duties**

Guest Speaker: Dr Matthew Conaglen, University of Cambridge

## 30 October 2008

### Conference - **Annual International Tax Seminar: Global Tax Reforms**

Sydney Law School

Guest Speakers: Professor Brian Arnold, Goodmans LLP, Toronto, Canada

Professor Lee Burns, Sydney Law School

Carmel Peters, Inland Revenue Department, New Zealand

Ariane Pickering, Principal Advisor Treaties, Treasury

**30 October 2008**

Book Launch - **The Credit Crunch and the Law**, (ed) Justice RP Austin

Guest Speaker: Professor Don Harding, Freehills

**7 November 2008**

Book Launch - **Reputation, Celebrity and Defamation Law** by Dr David Rolph

Guest Speaker: Richard Ackland, the Editor/Publisher of *The Justinian* and the *Gazette of Law and Journalism*

**4 December 2008**

Seminar - **The German Model of Workers' Co-Determination in the Board of Directors: Would it Work in Australia?**

Chair: Professor Jennifer Hill

Guest Speaker: Professor Peter Kindler, University of Augsburg

Commentator: Professor Joellen Riley, UNSW

## International Visitors

The Ross Parsons Centre has many international visitors throughout the academic year, ranging from distinguished international experts who contribute to the teaching of postgraduate programs to international academics visiting Australia to undertake research. The specialist Tax firm, Greenwoods and Freehills also sponsor international Tax specialists to visit Sydney Law School. Each year a distinguished academic in commercial law is invited to visit the Sydney Law School as the McWilliam Visiting Professor in Commercial Law. Below is list of our International Visitors during 2008.

### Greenwoods and Freehills Visitors in 2008

For many years specialist tax advisory firm Greenwoods & Freehills Pty Limited (G&F) has supported Sydney Law School in bringing internationally renowned tax experts to Sydney to teach in the postgraduate tax program. Greenwood & Freehills also supports the Jeff Sharp Prize in Taxation Research. The Greenwoods and Freehill visitors for 2008 were:

- **Mr Malcom Gammie QC**, Chambers of Lord Grabiner QC
- **Professor David Rosenbloom**, New York University
- **Professor Brian Arnold**, Goodmans LLP, Toronto

### McWilliam Visiting Chair in Commercial Law

The McWilliam Visiting Chair in Commercial Law was **Professor David McLauchlan**, Victoria University of Wellington. Professor McLauchlan presented a seminar titled *Interpreting Commercial Contracts* during his visit.

**Other Visitors** to the Ross Parsons Centre in 2008 were:

- **Mr Christophe Waerzeggers**, Utrecht University
- **Professor Donald Arnavas**, Pennsylvania State University
- **Professor Cindy Schipani**, University of Michigan
- **Professor Iain Ramsay**, University of Kent
- **Jan Job de Vries Robbé**, Dutch Development Bank FMO
- **Dr Peter Harris**, University of Cambridge
- **Professor David Yates**, University of Cambridge
- **Professor Michael Furnston**, Singapore Management University
- **Professor Frans Vanistendael**, Catholic University Leuven
- **Victoria Donaldson**, University of Adelaide
- **Professor Michael Bonell**, University of Rome
- **Associate Professor Lee Aitken**, Hong Kong University
- **Dr Matthew Conaglen**, University of Cambridge
- **Mr Casey Plunkett**, Chapman Tripp, Auckland
- **Professor Peter Kindler**, University of Augsburg

## Media

Staff from the Ross Parsons Centre is often called on by the media to provide comment and opinion, and are widely recognised as experts in their field. Below are some of the media appearances of our staff during 2008.

**20 April 2008**

**ABC Radio**

**PM**

**Professor Patricia Apps** appeared on ABC Radio program, PM following her attendance at the 2020 Summit in Canberra.

**2 May 2008**

**UniNews - "Wartime tragedy brings a \$4 million windfall".**

Fiona Burns contributed to an article in UniNews (Volume 40, Number 5).

**7 May 2008**

**ABC Online - Unleashed**

**Miiko Kumar** contributed an article to Unleashed (ABC online) in relation to findings by the New South Wales Law Reform Commission that victims of rape are cross examined for a longer period of time than victims of other types of assault.

**21 June 2008**

**Weekend Australian - "When the pain is too much, pray he's out there"**

**Associate Professor Roger Magnusson** contributed a Book Review for *A Good Death: An Argument for Voluntary Euthanasia*, by Rodney Syme to the Weekend Australian.

**2 September 2008**

**ABC Radio - The Law Report**

**Associate Professor Barbara McDonald** contributed to the ABC Radio program, The Law Report in regard the High Court decision in *Imbree v McNielly* in which the High Court overturned the decision of *Cook v Cook* (1986).

**11 October 2008**

**Sydney Morning Herald - "Rewriting the rules of the market game"**

An article about The Credit Crunch and the Law, a monograph which was published by the Ross Parsons Centre on 21 October 2008.

**24 November 2008**

**The Australian Financial Review - "Changes allay most cartel code fears"**

Brent Fisse, an Associate of the Ross Parsons Centre is featured in an article in the **Australian Financial Review** in regard to new legislation to criminalise cartel behaviour which would make existing franchise and supply arrangements cartel behaviour under the original draft laws.

**5 December 2008**

**UniNews - "Those multi-million dollar bonuses and the credit crunch"**

An extract from The Credit Crunch and the Law appeared in UniNews (Volume 40, Number 16).

# 5. Publications

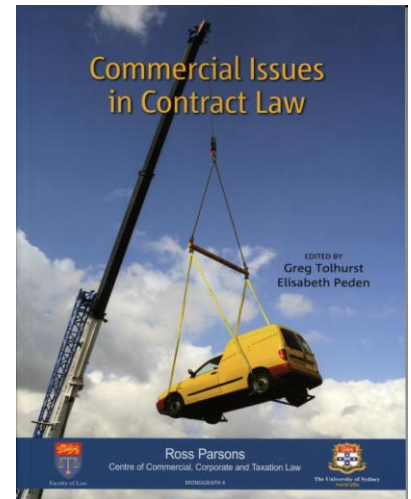
## 2008 Monographs

The Ross Parsons Centre of Commercial, Corporate and Taxation Law published 2 monographs in 2008 as part of its Monograph Series. Further information regarding these monographs is outlined below:

### Commercial Issues in Contract Law

Editors: Associate Professor Gregory Tolhurst and Professor Elisabeth Peden  
Published 2008

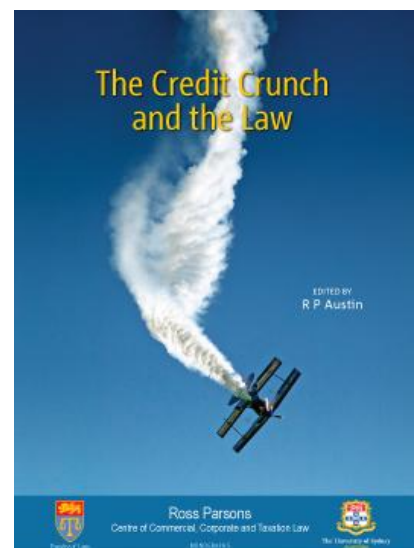
This book comprises versions of the papers presented at the New South Wales State Library on 27<sup>th</sup> July 2007 to mark the twentieth anniversary of the Commercial Law Quarterly, at a conference organised by the Commercial Law Association in conjunction with the Ross Parsons Centre of Commercial, Corporate and Taxation Law at the Sydney Law School, University of Sydney. It was sponsored by LexisNexis, the Commonwealth Bank and Freehills. The book begins with an incisive introduction and overview of the papers by Sir Anthony Mason. The papers and commentaries analyse four key aspects of commercial contracting. These include 'Contractual Exclusions and Indemnities of Liability for Negligence' by Barbara McDonald with commentary by Anne McNaughton, 'Assignment of Contractual Rights: Some Reflections on *Pacific Brands Sport and Leisure Pty Ltd v Underworks Pty Ltd*' by GJ Tolhurst with commentary by Mark Leeming SC, 'Liquidated Damages' by Elisabeth Peden with commentary by Justice Keith Mason and 'Termination of Part of a Contract' by JW Carter.



### The Credit Crunch and the Law

Editor: R P Austin  
Published 2008

Since June 2007, the global economy has been rocked by a credit crisis that Alan Greenspan, former chairman of the US Federal Reserve, has described as a "once-in-a-century event", and the worst "by far" that he has witnessed. The end of the crisis is not yet in sight. How did it occur? What were the "subprime loans" in the US housing market, and why did defaults on these loans corrupt the world's credit markets as a whole? What were the roles of asset-backed securities, collateralised debt obligations and credit default swaps? Who is responsible for the disaster? How much at fault were the mortgage originators, who were prepared to disregard prudential lending guidelines? The investment banks who were hungry to acquire the loans and repackage them in increasingly opaque security structures? The credit rating agencies, who gave these products investment-grade ratings in return for fees from the investment banks? And the investors, who gleefully put their money into products they did not understand, chasing the impossible combination of high credit rating and high interest? Can anything be done to guard against such disasters in future? In Australia, the credit crisis has generated an odd collection of legal issues. One is the difficulty of valuing investment products for which there is no longer any market. What is a board of directors to do if it simply does not know what impact market turmoil has had, or will have, on the value of the company's assets? Then there are problems arising from the dramatic decline of the equities market during 2008, such as the escalation of price decline when directors' shares are sold into the market to meet margin calls; and the rapid dissemination of rumours, and aggressive short selling to take advantage of those rumours.



## Previous Monographs

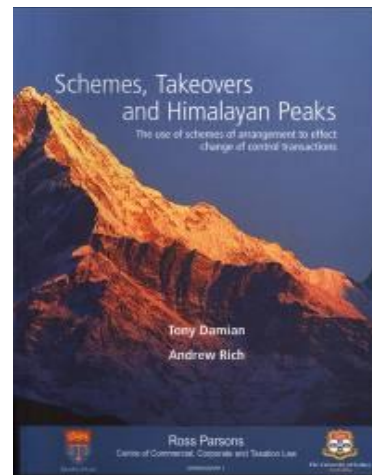
The Ross Parsons Centre of Commercial, Corporate and Taxation Law has published a further three Monographs in the monograph series. Further information regarding these monographs is outlined below:

### **Schemes, Takeovers and Himalayan Peaks – The use of schemes of arrangement to effect change of control transactions**

Authors: Tony Damian and Andrew Rich

Published 2004

Schemes of arrangements have been used successfully to achieve some of Australia's largest corporate mergers, yet they remain controversial. A new book, *Schemes, Takeovers and Himalayan Peaks* examines each side of the debate. The book traces the legislative response to policy concerns and the numerous legal challenges to the use of schemes since they were first used in Australia in the late 1970's. It also explores the useful roles schemes play in the modern corporate landscape and the criticisms directed at them. A number of wide-ranging reforms to the scheme procedure are also proposed. These reforms would ensure that schemes are supported appropriately and are intended to inspire amendments to the Corporations Act that would improve the Act's ability to accommodate future merger activity in Australia.

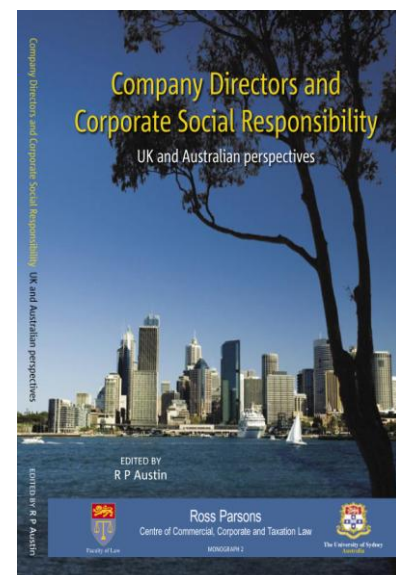


### **Company Directors and Corporate Social Responsibility UK and Australian perspectives**

Editor: R P Austin

Published 2006

Corporate Social Responsibility has become one of the most important and controversial issues in current United Kingdom and Australian corporate law. In November 2006 a new Companies Act was passed by the UK Parliament. The Act, which introduced major reforms to UK companies law, includes changes to the formulation of directors' duties which, potentially, have a significant impact on corporate social responsibility. Specifically, the new statutory provisions are based on the concept of "enlightened self-interest". This new approach in the UK will inevitably influence the future direction of the law relating to directors' duties in Australia. This book is, in part, an edited transcript of a conference held in Sydney in August 2006 by the Supreme Court of New South Wales and the Law Society of New South Wales. The conference examined the relevant provisions of the then UK Bill, with papers presented by Lady M H Arden of the Court of Appeal of England and Wales, who played an important role in preparation of the Bill, and leading Australian corporate law commentators. The papers were followed by an engaging Hypothetical chaired by Mr Alan Cameron, with contributions from other leading corporate lawyers. The book also includes a paper by Justice R P Austin assessing the relevance of the UK reforms for this country.

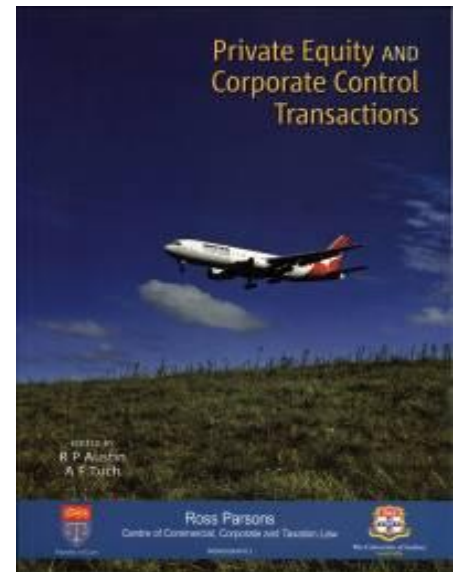


## Private Equity and Corporate Control Transactions

Editors: R P Austin and Dr Andrew Tuch

Published 2007

In the recent past we have seen an explosion of business acquisitions and proposals by private equity firms. Acquisitions by private equity globally were valued at US\$800 billion in 2006, and in Australia the average deal size increased 15-fold in that year. Private equity bids for the Coles and Qantas groups, though unsuccessful, attracted particular public attention. Public criticisms about alleged lack of accountability, high gearing of acquired businesses, and a perceived threat to jobs, have generally not been supported by governmental report in several countries. In Australia the Senate Standing Committee on Economics, which reported in August 2007, concluded by majority that there was no convincing case for further regulation. Legal issues about private equity acquisitions include questions of conflicts of interest for target company executives who join the private bidding consortium in the hope of personal rewards, and issues about whether it is consistent with their fiduciary duties for the target's directors to cooperate with the private equity bidder's desire for an agreed acquisition. Some Australian company boards have taken contrasting approaches to the question whether to disclose to the market a private equity approach before a concrete proposal is on the table. And acute questions arise if the private equity bidder proceeds by takeover bid rather than scheme and falls short of full control. The lack of liquidity following from the crisis in global credit markets in mid-2007 has slowed down private equity activity, facilitating reflection on these important questions. They were explored at a conference held in Sydney in August 2007 under the auspices of the Supreme Court of New South Wales and the Law Society of New South Wales. This book is, in part, an edited transcript of that conference. It also contains essays by the editors on the private equity phenomenon.



## Publications of Centre Members

### Books

Rolph, D, *Reputation, Celebrity and Defamation Law*, Ashgate Publishing: Aldershot (2008).

### Edited Books

Austin, RP (ed), *The Credit Crunch and the Law*, Ross Parsons Centre of Commercial, Corporate and Taxation Law: Sydney (2008).

Carter, J, Mason, K, Tolhurst, G (eds), *Restitution Law in Australia* (2<sup>nd</sup> edition), LexisNexis Butterworths: Sydney (2008).

Cooper, GS (ed), *Executing an Income Tax*, Australian Tax Research Foundation: Sydney (2008).

Fridman, S, Thorpe, D, Buti, A, Davies, C & Jonson, P (eds), *Sports Law*, Oxford University Press: Oxford (2008).

Nottage, L, Anderson, K & Wolff, L (eds), *Corporate Governance in the 21st Century: Japan's Gradual Transformation*, Edward Elgar: Cheltenham (2008).

Tolhurst, G & Peden, E (eds), *Commercial Issues in Contract Law*, Ross Parsons Centre of Commercial, Corporate and Taxation Law: Sydney (2008).

### Chapters in Books

Apps, P,F, 'The Taxation of Couples' in Rees, R *Taxation and the Family*, MIT Press: Cambridge, USA (2008).

Butt, S, 'Intellectual Property Law in Indonesia: A Problematic Legal Transplant', in Lindsey, T (ed), *Indonesia: Law and Society*, 2nd edition, Federation Press: Sydney (2008).

Butt, S, '*Surat Sakti*: the Decline of the Authority of Judicial Decisions in Indonesia', in Lindsey, T (ed), *Indonesia: Law and Society*, 2nd edition, Federation Press: Sydney (2008).

Butt, S, 'Islam, Polygamy and Mixed Marriage in Indonesia', in Lindsey, T (ed), *Indonesia: Law and Society*, 2nd edition, Federation Press: Sydney (2008).

Carter, J, 'Termination of Part of a Contract' in G Tolhurst & E Peden (eds) *Commercial Issues in Contract Law*, Ross Parsons Centre of Commercial, Corporate and Taxation Law: Sydney (2008).

Cooper, GS, 'The Discrete Charm of the VAT' in Hinnekens, L & Hinnekens, P (eds), *Vision of Taxes Within and Outside the European Borders*, Kluwer Law International: The Netherlands (2008).

Cooper, GS 'The Sources of Complexity in the Income Tax – Culprits Real and Imagined' in Cooper,GS ed., *Executing an Income Tax*, Australian Tax Research Foundation: Sydney (2008).

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Kumar, M, 'Evidence' in *Halsbury's Laws of Australia*, LexisNexis Butterworths: Sydney (2008).

McDonald, B, 'Contractual exclusions and indemnities of liability for negligence' in Tolhurst, G & Peden, E (eds) *Commercial Issues in Contract Law*, Ross Parsons Centre of Commercial, Corporate and Taxation Law: Sydney (2008). [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1149908](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1149908)

Millar, R, 'Jurisdictional Reach of VAT', in Krever, R (ed) *VAT in Africa*, Pretoria University Law Press (PULP): Pretoria (2008). [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1162510](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1162510)

Nottage, L, Wolff, L & Anderson, K, 'Introduction: Japan's Gradual Transformation in Corporate Governance' in Nottage, L, Wolff, L & Anderson, K (eds) *Corporate Governance in the 21st Century: Japan's Gradual Transformation*, Edward Elgar: Cheltenham (2008).

Nottage, L, 'Perspectives and Approaches: A Framework for Comparing Japanese Corporate Governance' in Nottage, L, Wolff, L & Anderson, K (eds) *Corporate Governance in the 21st Century: Japan's Gradual Transformation*, Edward Elgar: Cheltenham (2008).

Nottage, L & Kozuka, S, 'Re-regulating Unsecured Consumer Credit in Japan: Over-indebted Borrowers, the Supreme Court, and New Legislation' in Twigg-Flessner, C et al (eds), *The Yearbook of Consumer Law 2009*, Ashgate: Aldershot (2008). [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1019392](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1019392)

Nottage, L, 'The Reception and Transmission of Civil Procedure Law in the Global Society – Legislative and Legal Educational Assistance to Other Countries in Procedural Law' in Deguchi, M & Storme, M (ed) *International Arbitration and Commercial Law Education for an International World* Maklu: Antwerp/Apeldoorn (2008).

Peden, E, 'Liquidated Damages' in Peden, E, & Tolhurst, G (eds) *Commercial Issues in Contract Law*, Ross Parsons Centre of Commercial, Corporate and Taxation Law: Sydney (2008).

Tolhurst, G, 'Assignment of Contractual Rights: Some Reflections on "*Pacific Brands Sport and Leisure Pty Ltd v Underworks Pty Ltd*"' in Tolhurst, G & Peden, E (eds), *Commercial Issues in Contract Law*, Ross Parsons Centre of Commercial, Corporate and Taxation Law: Sydney (2008).

Tuch, A, 'The Paradox of Financial Services Regulation: Preserving Client Expectations of Loyalty in an Industry Rife with Conflicts of Interest' in Tjio, H (ed), *The Regulation of Wealth Management*, Faculty of Law, National University of Singapore: Singapore (2008). [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1086480](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1086480)

Vann, RJ, Ryan, M & Stutsel, M 'Tax Considerations in Structuring International Licensing and Technology Transfer Arrangements' in Liberman, A, Chrocziel, P, and Levine, R (eds), *International Licensing and Technology Transfer: Practice and the Law*, Kluwer Law International: The Netherlands (2008).

Vann, RJ, 'The History of Royalties in tax treaties 1921-61: Why?' in Avery Jones, J, Harris, P, Oliver, D (eds), *Comparative Perspectives on Revenue law: Essays in Honour of John Tiley*, Cambridge University Press: Cambridge (2008).

## Refereed Journal Articles

Bath, V, 'Reducing the Role of Government – The Chinese Experiment' (2008) 3(1) *Asian Journal of Comparative Law* 1-37.

Black, C, 'Fringe Benefits Tax and the Company Car: Aligning the Tax with Environmental Policy' (2008) 25(3) *Environmental and Planning Law Journal* 182-195. [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1146809](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1146809)

- Burns, F, 'The Lord Westbury, Law Reform and Fusion' (2008) 29(1) *The Journal of Legal History* 1-37.
- Burns, L, 'Consumption Taxation of Supplies of Financial Services in the Asia-Pacific Region' (2008) 14 (5) *Asia Pacific Tax Bulletin* 352-362.
- Butt, S, 'Economic Reform When the Constitution Matters: Indonesia's Constitutional Court and Article 33', with Tim Lindsey (2008) 44(2) *Bulletin of Indonesian Economic Studies* 239-262
- Carter, J & Peden, E, 'Damages Following Termination for Repudiation: Taking Account of Later Events' (2008) 24(2) *Journal of Contract Law* 145-175. [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1222047](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1222047)
- Cooper, GS Australian High Court Dismisses Transfer Pricing Appeal (2008) 51 *Tax Notes International* 482-83.
- Cooper, GS Board of Taxation Suggests Changes to CFC Regime (2008) 47 *Tax Notes International* 1096-1101.
- Courtney, W, 'Failed pre-registration contracts and the statutory remedy' (2008) 25(4) *Company and Securities Law Journal* 226-245
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- Hill, J, 'Regulatory show and tell: Lessons from International Statutory Regimes' (2008) 33(3) *The Delaware Journal of Corporate Law* 819-843. [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1144297](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1144297)
- Johns, F, 'Performing Party Autonomy' in K Knop, R Michaels & A Riles (eds), Special Issue: Rethinking the Private in Private International Law, (2008) 71 (3) *Law & Contemporary Problems*.  
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- Magnusson, R 'What's Law Got to Do with It? Part 1: A Framework for Obesity Prevention', (2008) 5 (10) *Australia and New Zealand Health Policy* 1-12. [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1144383](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1144383)
- Magnusson, R 'What's Law Got to Do with It? Part 2: Legal Strategies for Healthier Nutrition and Obesity Prevention' (2008) 5 (11) *Australia and New Zealand Health Policy* 1-17.  
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- Magnusson, R & Colagiuri, R, 'The Law and Chronic Disease Prevention: Possibilities and Politics' (2008) 188 (2) *Medical Journal of Australia* 104-105. [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1121202](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1121202)
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- Nottage, L & Kellam, J 'Europeanisation of Product Liability in the Asia-Pacific Region: A Preliminary Empirical Benchmark' (2008) 31 (2) *Journal of Consumer Policy* 217-241.

Nottage, L, Ibusuki, M, Wolff, L, Anderson, K, Prokati, K, Bennett, F, 'Beyond Borders in the Classroom: The Possibility of Transnational Legal Education' (2008) 25 *Ritsumeikan Law Review* 183-208.

[http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1161016](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1161016)

Tolhurst, G, 'The Nature of an Assignee's Right to Damages for Breaches of Contract That Occur Prior to Assignment' (2008) 24(1) *Journal of Contract Law* 1-21.

[http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1121242](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1121242)

## **Non Refereed articles including book reviews, notes and editorials**

Butt, S, 'Anti-Terrorism Law and Criminal Process in Indonesia' (2008) *Islam, Syari'ah and Governance Background Paper Series* 1-38

Butt, S, 'Anti-Terrorism Law and Criminal Process in Indonesia', *Islam, Syari'ah and Governance Background Paper Series*, ARC Federation Fellowship, University of Melbourne (2008)

Magnusson, R, 'Developing a Global Framework to Address Non-communicable Diseases' (2008) *Diabetes Voice*, vol. 53 [special issue on chronic disease management]: 9-12.: [http://www.diabetesvoice.org/issues/2008-05/Developing\\_a\\_global\\_framework\\_to\\_address\\_non-communicable\\_diseases.cfm](http://www.diabetesvoice.org/issues/2008-05/Developing_a_global_framework_to_address_non-communicable_diseases.cfm)

Millar, R, 'Brady King: Reliance Carpet Bites Back' (2008) *GST News* Issue 7 (23 July 2008) 49; reproduced in *CCH Tax Week* Issue 29 (24 July 2008) 653

Mowbray, J, 'Koniec Ery Rozwoju' (in Polish, translated from the English 'The End of the Age of Development') (2008) 1 *Kwartalnik o rozwoju (Polish Development Law Quarterly)*

Nottage, L, 'Trevor Ryan, *Dear Judge Ichiro*' (2008) 28(2) *Japanese Studies* 131-132 (book review).

Nottage, L, & Miles, K, 'Why and How Investment Arbitration Should be in the Australia-Japan FTA' (2008) 20 *JCAA Newsletter* 1-12. <http://www.jcaa.or.jp/e/arbitration-e/syuppan-e/newslet/news20.pdf>

Nottage, L 'Daniel H Foote (ed) *Law in Japan: A Turning Point*' (2008) 25 *Journal of Japanese Law*, 261-265 (book review).

Nottage, L 'The Productivity Commission's Inquiry into Australia's Consumer Policy Framework: a partial response', (2008) 18 (9) *Australian Product Liability Reporter*, 122-127.

Nottage, L, 'Klaus Peter Berger, *Private Dispute Resolution in International Business: Negotiation, Mediation, Arbitration*', (2008) *Australian Journal of International Law*, book review).

Nottage, L, "Australia's Consumer Policy Framework-Inquiry Report: Few Surprises", (2008) 19 (3) *Australian Product Liability Reporter*, 34-36.

Vann, R, 'Commentary on Roche Products' (2008) 10 *International Tax Law Reports*, 682-687.

Vann, R, 'Commentary on Deutsche Asia Pacific Finance' (2008) 11 *International Tax Law Reports*, 366-375.

## **Conference papers and presentations**

Apps, P F, 'Optimal Piecewise Linear Income Taxation' presented at "The Economics of Labor Income Taxation", conference organised by IZA and held at IZA, Bonn, (12-13 September 2008).

Apps, P F 'Taxation of Couples', *XXII Annual Conference of the European Society for Population Economics*, University College, London, (19-21 June 2008). [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1000899](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1000899)

Apps, P F, 'Household Taxation, Childcare and female Labour Supply Heterogeneity', invited paper, *Workshop on the labour market behaviour of couples: how do they work?* GREDEG, Université de Nice Sophia Antipolis, Nice, (13-14 June 2008).

Apps, P F, 'Taxation, Labour Supply and Saving', *Conference in Honour of Richard Musgrave*, organized by Monash University, Sydney, (2-4 June 2008).

Bath, V, 'The Globalisation of Chinese Law', presented at a Seminar, British Institute of International and Comparative Law, London, (11 September 2008).

Bath, V, 'Issues in international business: Doing business in China' presented at Commercial Practice in a Global Economy, Sydney (1 August 2008).

Bath, V, 'FDI and Corporate Governance in China' presented at CAPLUS Seminar: FDI and Corporate Governance in China, Sydney Law School, Sydney (24 June 2008).

Bath, V, 'Enforcement in International Business Transactions in Asia' presented at 5th Asian Law Institute Conference, Faculty of Law, National University of Singapore, Singapore (22-23 May 2008).

Bath, V, 'Bankruptcy and Foreign Investment Enterprises' presented at China Enterprise Bankruptcy Law Symposium, Institute of Asian-Pacific Business Law (University of Hawaii) and Asian Institute of International Financial Law (University of Hong Kong), Hong Kong (25 March 2008).

Bath, V, 'The Role of the State as a Shareholder in Chinese Companies' presented at The Corporate Law Teachers Association Conference, Sydney (4-5 February 2008).

Black, C, 'Australia's Proposed Emissions Trading Scheme: Aligning Tax Policy with the Goals of the CPRS' presented at the 9<sup>th</sup> Annual Global Conference on Environmental Taxation, Singapore (6-7 November 2008).

Black, C, 'Climate Change and Tax Law: Tax Policy and Emissions Trading' presented at the Intersections between Global Climate Change, Law and Policy conference held by the Australian Centre for Climate and Environmental Law (ACCEL), Sydney (7-8 August 2008).

Burns, F, 'The Future of Intestacy Reform in NSW: The Uniform Succession Laws Intestacy Report', presented at Sydney Law School Lunchtime Seminar (7 August 2008).

Burns, F, 'Intestacy Reform in NSW and Queensland: A Critical Evaluation of Aspects of the Uniform Succession Laws: Intestacy Report', published in L. Westcott (ed), *The Law, the Environment, Indigenous Peoples: Climate for Change?* Australasian Law Teachers' Association 63rd Annual Conference 2008, James Cook University (6-9 July 2008).

Burns, F, 'Easements and servitudes created by implied grant, implied reservation or prescription', presented at Modern Studies in Property Law, Queen's College, Cambridge, UK (1-3 April 2008).

Burns, F, 'Complex Issues in Wills Practice - Important Aspects of the Succession Act 2006 (NSW)', presented at the Legalwise Seminars Series, Sydney (5 March 2008).

Burns, L, 'Reforming the Anti-deferral Regimes', presented at the Annual International Tax Seminar: Global Tax Reforms, Sydney Law School, (30 October 2008).

Burns, L, 'Renovating the Foreign Anti-Deferral Regimes – What is the State of Play?' presented at the NSW Division of the Taxation Institute of Australia's International Tax Masterclass, Sydney (16 September 2008).

Burns, L, 'Indirect Taxation of Supplies of Financial Services in Asia', presented at the 5<sup>th</sup> Annual Asia Tax Forum, (11-13 May 2008).

Butt, S 'The Indonesian Constitutional Court and Religious Freedom' presented at the International Seminar on Comparative Laws 2008: Towards Interaction and Convergence of Legal Systems, Islamic Science University of Malaysia, (18-20 November 2008).

Butt, S 'The Softening of Constitutional Court Decisions: Problems and Paradoxes' presented at Indonesian Legal Reform Workshop, Melbourne Law School, (20 May 2008).

Butt, S, 'Polygamy Under Indonesian Law: Recent Research and Cases', presented at *Indonesian law and Society Book Launch*, Melbourne Law School, (6 May 2008).

Carter, J 'Commercial Construction and Contract Doctrine' presented at the Journal of Contract Law 20<sup>th</sup> Anniversary Conference: Issues in Commercial Construction, Commercial Law Association of Australia, (31 October 2008).

Cooper, GS, 'New Tendencies in the Tax Treatment of Cross-Border Interest of Corporations', *International Fiscal Association, Annual Congress*, Brussels, Belgium, Panel member for Seminar 2 (31 August – 5 September 2008).

Cooper, GS, 'Tax Unexpected', *National Convention*, Taxation Institute of Australia, Adelaide, 14 March, 2008; Taxation Institute of Australia; *WA Division State Convention*, Taxation Institute of Australia, Busselton, (29 August 2008).

Cooper, GS, 'Board of Taxation Review of Managed Investment Trusts' (Panel Chair), *6<sup>th</sup> Annual Property Intensive*, Taxation Institute of Australia, Sydney, (27 August 2008).

Glister, J 'The Protection of Cultural Property in Times of Armed Conflict' presented at the 7<sup>th</sup> Biennial Conference on Property Law, Queen's College, University of Cambridge (1-3 April 2008).

Hill, J, 'The US Shareholder Empowerment Debate and the Lessons of News Corp's Move from Australia to Delaware' presented at the National Taiwan University College of Law, Taiwan (15 December 2008).

Hill, J, 'Contemporary Issues Concerning Schemes of Arrangement in Australia' presented at Conference on Corporate Restructuring: Theory and Practice, Tsinghua Law School, Beijing, China, (25 October 2008).

Hill, J, 'News Corp's Exodus to Delaware: Lessons for US and Australian Corporate Lawyers' presented at a Seminar, Ross Parsons Centre of Commercial, Corporate and Taxation Law, Sydney Law School (28 July 2008).

Hill, J, 'Dialogue with the Regulators' presented at the Hong Kong Companies Registry Meeting, (23 May 2008).

Hill, J, 'The Shareholder Empowerment Debate: Lessons from News Corp's Exodus to Delaware' presented at the *Asian Institute of International Finance Law Seminar*, University of Hong Kong (21 May 2008).

Hill, J, 'The shifting balance of power between shareholders and the board: News Corp's exodus of Delaware and other antipodean tales' presented at The Corporate Law Studies Interest Group, Hong Kong, (20 May 2008)

Hill, J, 'The Shareholder Empowerment Debate: Lessons from News Corp's Exodus to Delaware', presented at a workshop, William S. Richardson School of Law, University of Hawaii (13 May 2008).

Hill, J, 'What We Can Learn from Other Statutory Schemes', presented at the *Widener University Conference, The Delaware General Corporation Law for the 21st Century*, Faculty of Law, Widener University (5 May 2008).

Hill, J, Commentary on the EU Shareholder Rights Directive, Conference on *'Shareholder Rights, Shareholder Voting and Corporate Performance'*, University of Amsterdam, Vanderbilt Law School and University of Cagliari, Sardinia (March 2008).

Magnusson, R, 'Catalysts for Change: Legal Pathways to Healthy, Active Local Environments', presented at the American Public Health Association, 136th Annual Meeting, San Diego, (28 October 2008).

Magnusson, R, 'Obesity: Should there be a Law About it? Ten Priorities for Law in Obesity Prevention', presented at the Population Health Congress, Brisbane, (8 July 2008).

Magnusson, R, 'Product Regulation, Harm Reduction, and Smoking Cessation' presented at Business as Usual? presented at the Debating the Role of Industry in Meeting the Challenges of Chronic Disease, Centre for Health Governance, Law & Ethics and the Australian and New Zealand Institute of Health Law & Ethics, (29 February 2008).

McDonald, B, 'Excluding and Disclaiming Liability in Negligence' presented at Australian Lawyers Alliance Annual Conference, The Langham Hotel, Auckland, (18 October 2008).

McDonald, B, 'Is there an Irreducible core of obligation in negligence?' presented at Research Seminar, Singapore Management University, (6 October 2008).

McDonald, B, 'Disclaiming Negligence Liability: Is there a Limit?' presented at Society of Legal Scholars Annual Conference, London School of Economics, (18 September 2008).

McDonald, B 'Proportionate Liability and Contractual Risk Allocation' presented at *LexisNexis 6th Annual Contract Law Conference*, Sydney, (February 2008).

Millar, R, 'The Impact of GST and VAT on Cross-Border Transactions', presented at "Commercial Practice in a Global Economy", a conference organised jointly by the Commercial Law Association of Australia and the Ross Parsons Centre of Corporate, Commercial and Taxation Law, University of Sydney, (1 August 2008).

Mowbray, J, 'Language Rights and Diasporic Communities' presented at the *Scottish Gaelic Association of Australia winter school*, (6-9 June 2008).

Mowbray, J, 'Linguistic Justice: International Law and the Politics of Language' presented at *Limiting Leviathan: Law and Liberty*, Macquarie University Law Seminar Series, Sydney, (10 April 2008).

Nottage, L, 'The Public/Private Interface in Regulating Unsafe Consumer Products – and Credit Services?' presented at Obligations IV Conference, National University of Singapore, (23 July 2008).

Nottage, L, 'Japan's Gradual Transformation in Corporate Governance: Interpreting the Securities Law Prosecutions of Hostile Takeover Pioneers' presented at a Seminar, ANJel, Sydney Law School, (21 July 2008).

Nottage, L, 'Back to the Future for Investor-State Arbitrations' (with Kate Miles), presented at the ANZSIL conference, Canberra, (28 June 2008).

Nottage, L, 'Re-regulating Unsecured Consumer Credit Markets: Empirically-Informed Normativism' presented at Seminar, Monash University Law Faculty, (3 June 2008).

Nottage, L, 'Workshop on Publishers' Contracts' presented at Seminar, Sydney Law School, University of Sydney, (22 May 2008).

Nottage, L, 'Japan's Gradual Transformation in Corporate Governance: Interpreting the Securities Law Prosecutions of Hostile Takeover Pioneers' presented at a Seminar, Japanese Department, University of Sydney,(15 May 2008).

Nottage, L, 'Back to the Future for Investor-State Arbitrations' presented at a Seminar, Sydney Centre for International Law (SCIL), The University of Sydney, (2 April 2008).

Nottage, L, 'ADR Forum presentation on Arb-Med hybrids', presented at NSW Young Lawyers Annual One-Day Conference on Civil Litigation, Intercontinental Hotel Sydney, (29 March 2008).

Nottage, L, 'Consumer Law Update' presented at the NSW Legal Studies Association Conference, NSW Legal Studies Association, (28 March 2008).

Nottage, L, 'Consumer's Beware! Australia's Consumer Policy Review', presented at ANJEL's 6th international conference, Beyond 'Country and Western' Law: Towards New Australia-Japan Partnerships in Legal Research, Ritsumeikan Law School, Kyoto,(16 February 2008).

Nottage, L, 'Japan's Gradual Transformation in Corporate Governance: Interpreting the Securities Law Prosecutions of Hostile Takeover Pioneers' (with Wolff, L & Anderson, K), presented at the Corporate Law Teachers Association conference, UNSW, Sydney,(5 February 2008).

Peden, E, 'Implied Terms' presented at Journal of Contract Law 20th Anniversary Conference: Issues in Commercial Construction, Commercial Law Association, NSW State Library, (31 October 2008).

Peden, E, 'Good faith in the performance of contracts: an Anglo-Australian perspective?' presented at Society of Legal Scholars Annual Conference, London School of Economics, (17 September 2008).

Peden, E, 'Climate Change and Contract Law' presented at Intersections Between Global Climate Change Law and Policy, Centre for Climate and Environmental Law (ACCEL) conference, University of Sydney, Sydney Law School, (7-8 August 2008).

Rolph, D, 'Privacy and Photography: Some Preliminary Thoughts', presented at a Luncheon Seminar, University of Sydney: Sydney Law School, (5 June 2008).

Rolph, D, 'Privacy issues for artists', presented at the Arts Law Centre and the City of Sydney, Rex Centre, Potts Point, (3 April 2008).

Vann, R, 'Liable to tax and company residence under tax treaties' at Seminar on Residence of companies under tax treaties and EC law, Milan (3 November 2008).

Vann, R, 'Panel on Royalties' at OECD Conference celebrating 50<sup>th</sup> Anniversary of OECD Model, Paris, (8-9 September 2008).

Vann, R, Chair of Panel and presentation of Seminar F 'The use of foreign court decisions in interpretation of tax treaties' at the International Fiscal Association Annual Congress, Brussels, (31 August-4 September 2008).

Vann, R, 'Writing Tax Treaty History' at Conference on History of Double Tax Conventions in Rust, Austria (3-5 July 2008).

Williams, B, 'Obtaining Market Access for Australian Service Suppliers: Effective Use of the General Agreement on Trade in Services' at Commercial Practice in a Global Economy, Commercial Law Association and the Parsons Centre, NSW State Library (1 August 2008).

Williams, B, 'Comparing What Might Have Been with the Likely Outcome of the Doha Round Agriculture Negotiations: The Williams text v The Falconer text' at The Eighth Annual WTO Conference, the British Institute of International and Comparative Law, London (13 May 2008).

Williams, B, 'What do Trade Agreements Do and How Do They Work' at the Seminar at the Crawford School of Government, Australian National University, Canberra (10 April 2008).

Williams, B, 'How and Why the GATT Works – Or Doesn't' presented at a Guest Lecture to the International Trade Regulation class at the International Graduate School of Social Sciences, Yokohama National University, Japan (February 2008).

Williams, B, 'How is Japan Contributing to the Constitutionalization of the WTO – Reinforcing Principles or Undercutting Principles with Exceptions' at the Australian Network of Japanese Law (ANJEL) conference "Beyond Country and Western Law: Towards New Australia Japan Partnerships in Legal research", Ritsumeikan University in Kyoto, Japan (16 February 2008).

Williams, B, 'The Revised Falconer Draft Text for the Doha Round WTO Negotiations on Agriculture' presented at the Research Institute for Economy, Trade and Industry (RIETI), Japan (14 February 2008).

## **Reports, working papers and submissions**

Apps, P,F, 'Testing the Pareto Efficiency of Household Resource Allocations', CESifo Working Paper 2322, CESifo GmbH, (2008). [http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1142776](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1142776)

Butt, S, 'Anti-Terrorism Law and Criminal Process in Indonesia' Islam, Syari'ah and Governance Background Paper Series, University of Melbourne, (2008).

Hill, J, 'The Shifting Balance of Power Between Shareholders and the Board: News Corp's Exodus to Delaware and Other Antipodean Tales', Working Paper, (2008).  
[http://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=1086477](http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1086477)

Mowbray, J, Submission to Commonwealth Attorney General's Department in relation to the Optional Protocol to CEDAW, (2008).

Nottage, L, 2<sup>nd</sup> Submission to the Productivity Commission's Inquiry, Submission #114, 1-22, (2008).

Nottage, L, Economics, Politics, Public Policy and Law in Japan, Australasia and the Pacific: Corporate Governance, Financial Crisis, and Consumer Product Safety in 2008 (November, 03 2008). Sydney Law School Research Paper No. 08/134 Available at SSRN: <http://ssrn.com/abstract=1295064>

## 6. Statement of Financial Performance

### The Ross Parson Centre of Commercial, Corporate and Taxation Law Statement of Financial Performance for year ended 31 December 2008

	2008	2007	2006
<b>INCOME</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
Sale of publications & course notes	36,831	19,744	8,980
Fees Seminars /Conferences	0	10,558	0
Faculty Support	91,889	63,226	66,646
Recovery of Overheads- Sydnovate	0	-8,187	0
Cash Pool Interest	6,905	2,022	0
Other Fees & Charges	110,061	212,137	2,250
Internal Income	10,304	10,416	13,934
Other Income	6,068	2,825	0
<b>Total Income</b>	<b>262,058</b>	<b>312,740</b>	<b>91,811</b>
<b>EXPENDITURE</b>			
Salaries & associated Costs	86,532	122,061	66,968
Printing & Photocopying	19,431	6,028	0
Travel & Conferences	26,801	11,034	4,360
Catering & Entertainment	16,952	11,557	1,009
Plant & Equipment costs	510	0	620
Consultant / Contractors	0	0	2,500
Teaching & Reference Materials	17,766	19,163	10,480
Other Expenses	1,147	3,817	11,425
<b>Total Expenditure</b>	<b>169,139</b>	<b>173,661</b>	<b>97,362</b>
<b>Surplus/(Deficit)</b>	<b>92,920</b>	<b>139,080</b>	<b>-5,552</b>
<b>Accumulated Funds as at 1 January 2008</b>	<b>204,103</b>	<b>105,023</b>	<b>110,575</b>
<b>Transfer to Reserves</b>	<b>-100,000</b>	<b>-40,000</b>	
<b>Accumulated Funds/(deficits)as at 31 Dec 2008</b>	<b>197,022</b>	<b>204,103</b>	<b>105,023</b>

## 7. The Ross Parsons Address in Commercial, Corporate & Taxation Law

The Ross Parsons Address in Commercial, Corporate and Taxation Law is an annual lecture where a distinguished academic in the Commercial, Corporate or Taxation Law fields is invited to present a lecture at the Sydney Law School. Further details of these lectures are listed below.

### 2008

The Ross Parsons Address was delivered by **Professor John C. Coffee Jr**, Adolf A Berle Professor of Law, Columbia University Law School. Professor Coffee's Address was titled '*Financial Crises 101: What Can We Learn From Scandals and Meltdowns - From Enron to Subprime*'. The Address was given as the keynote lecture of the *Third Annual Supreme Court and Law Society of New South Wales Conference on Corporate Law 2008* on The Credit Crunch and the Law. The Address was recorded as a podcast and can now be downloaded from the Sydney Law School website:

<http://www.usyd.edu.au/news/law/436.html?newscategoryid=67&newsstoryid=2521>

Professor Coffee's lecture can also be found in the monograph - *The Credit Crunch and the Law* which includes all the presentations from the above conference with additional essays on the Credit Crisis.

### 2007

The Ross Parsons Address was delivered by **Professor John Tiley**, Professor of the Law of Taxation, University of Cambridge and Director of the Centre for Tax Law. The title of the address was '*Death, Taxes and Policy: Recent UK Experience*'. A copy of the lecture can be downloaded from the Sydney Law School website: [http://www.law.usyd.edu.au/parsons/pdfs/johntileylecture\\_290307.pdf](http://www.law.usyd.edu.au/parsons/pdfs/johntileylecture_290307.pdf)

### 2005

The Ross Parsons Address was delivered by **Professor Charles Rickett**, Sir Gerard Brennan Professor of Law, University of Queensland. The title of the address was '*Liability for gains made in breach of contract*'.

### 2004

The Ross Parsons Address was delivered by **Professor Paul L. Davies**, Cassel Professor of Commercial Law, London School of Economics and Political Science. The title of the address was '*Disclosure, Auditor and Executive Remuneration: A Eurocentric View*'.

### 2003

The Ross Parsons Address was delivered by **Professor H. David Rosenbloom**, James S. Eustice Visiting Professor of Taxation, New York University. The title of the address was '*The characterisation of related party debt*'.

### 2002

The Ross Parsons Address was delivered by **Professor Geoffrey P. Miller**, Max E. Greenberg Professor of Law, New York University. The title of the address was '*The Global Regulation of Banking and Insurance: From HIH to Enron*'.

### 2001

The Inaugural Ross Parsons Address was delivered by **Professor John Prebble**, Victoria University of Wellington. The title of the address was '*Income Taxation: A Construction on Sand*'.

## 8. International Visitors 2004–2007

### 2004

#### **McWilliam Visiting Chair in Commercial Law**

The McWilliam Visiting Chair in Commercial Law was **Professor Howard Hunter**, President of Singapore Management University. Professor Hunter presented two seminars during his visit titled *Contractual Good Faith* and *Regulating Conflicts of Interest in the Commercial World*.

#### **Greenwoods & Freehills Tax Visitors:**

- **Professor Brian Arnold**, Goodmans LLP, Toronto
- **Malcolm Gammie QC**, UK
- **Professor Daniel Shaviro**, New York University

#### **Other Visitors**

- **Professor Paul Davies**, London School of Economics and Political Science
- **Professor Deborah DeMott**, Duke University
- **Harry McVea**, University of Bristol
- **Professor Dan Rubinfeld**, University of California Berkeley
- **Professor Stephen Schwarz**, Duke University
- **Dr Colin Scott**, London School of Economics and Political Science
- **Professor Lynn A. Stout**, UCLA
- **Professor Robert B. Thompson**, Vanderbilt University
- **Professor Stephen Waddams**, University of Toronto

### 2005

#### **McWilliam Visiting Chair in Commercial Law**

The McWilliam Visiting Chair in Commercial Law was **Professor Michael Furmston**, University of Bristol. Professor Furmston taught two courses in Recent Developments in Contract Remedies and Construction Law during his visit.

#### **Greenwoods & Freehills Tax Visitors:**

- **Professor David Rosenbloom**, New York University Law School
- **Professor Kees van Raad**, University of Leiden, The Netherlands

#### **Other Visitors**

- **Professor Charles D. Booth**, University of Hong Kong
- **Professor James D. Cox**, Duke University
- **Professor Keith Ewing**, King's College London
- **Professor Robert Flannigan**, University of Saskatchewan
- **Dr Peter Harris**, University of Cambridge
- **Professor Eric Orts**, University of Pennsylvania
- **Professor Don Robertson**, Freehills
- **Miranda Stewart**, University of Melbourne
- **Professor Charles M Yablon**, Yeshiva University

## 2006

### McWilliam Visiting Chair in Commercial Law

The McWilliam Visiting Chair in Commercial Law was **Professor Deborah DeMott**, Duke University School of Law. Professor DeMott taught a new intensive course on The Law of Agency, building on her work as the Reporter for the American law Institute on the *Restatement (Third) of Agency Law*.

### Greenwood & Freehills Tax Visitors:

- **Malcolm Gammie QC**, UK
- **Professor David Rosenbloom**, New York University

### Other Visitors

- **Professor Brian Arnold**, Goodmans LLP, Toronto
- **Dr Blanaid Clarke**, University College Dublin
- **Professor Nathan M. Crystal**, University of South Carolina
- **Edward L. Flippen**, McGuire Woods LLP, Virginia
- **Dr John Howe**, University of Melbourne
- **Professor Geoffrey P. Miller**, New York University

## 2007

### McWilliam Visiting Chair in Commercial Law

McWilliam Visiting Chair in Commercial Law was **Professor Michael Furmston**, Singapore Management University. Professor Furmston presented a seminar titled *Actual Damages, Notional Damages and Loss of Chance* during his visit.

### Greenwood & Freehills Tax Visitors:

- **Malcolm Gammie QC**, UK
- **Professor David Rosenbloom**, New York University

### Other Visitors

- **Donald Arnavas**, Pennsylvania State University
- **Dr Aishah Bidin**, University Kebangsaan Malaysia
- **Professor John C. Coffee Jr**, Columbia University
- **Professor Melvin Dubnick**, University of New Hampshire
- **Professor Allen Ferrell**, Harvard University
- **Richard Hall**, Cravath, Swaine & Moore, New York
- **Professor Iain McNeil**, University of Glasgow
- **Professor Niamh Moloney**, University of Nottingham
- **Professor John Prebble**, Victoria University of Wellington
- **Professor Eric Talley**, UCLA
- **Professor John Tiley**, University of Cambridge

## 9. Seminars 2004-2007

### 2004

#### 12 February 2004

Seminar - **Corporate Scandals and the Changing Role of the Board of Directors**

Guest Speaker: Professor Robert B. Thompson, Vanderbilt University

#### 1 April 2004

Seminar - **Off-Balance Sheet Transactions Post-Enron and HIH**

Guest Speaker: Professor Steven Schwarcz, Duke University

#### 6 April 2004

Seminar – **Contractual Good Faith**

Chair: The Hon. Justice Kevin Lindgren, Federal Court of Australia

Guest Speakers: Professor John Carter, University of Sydney

Professor Michael Furmston, University of Bristol

Professor Howard Hunter, Emory University

Dr Elisabeth Peden, University of Sydney

#### 4 June 2004

Seminar - **Regulating Conflicts of Interest in the Commercial World**

Guest Speakers: Professor Deborah A. DeMott, Duke University

Professor Howard Hunter, Emory University

#### 17 June 2004

Conference – **The NITA Bill and the Taxation of Foreign Income**

Guest Speakers: James Kelly, the Treasury

Associate Professor Lee Burns, University of Sydney

Alf Capito, Ernst & Young

Norah Seddon, PricewaterhouseCoopers

#### 13 July 2004

Seminar – **Liability Provisions in Contracts**

Chair: Dr Greg Tolhurst, University of Sydney

Guest Speakers: Professor John Carter, University of Sydney

Justice Keith Mason, President NSW Court of Appeal

Professor Stephen Waddams, University of Toronto

#### 10 August 2004

Seminar – **The Shareholder as Ulysses**

Guest Speaker: Professor Lynn A. Stout, UCLA School of Law

#### 2 September 2004

**Ross Parsons Address in Commercial, Corporate and Taxation Law**

Annual Lecture - **Disclosure, Audit and Executive Remuneration: A Eurocentric View**

Guest Speaker: Professor Paul Davies, London School of Economics and Political Science

### **8 September 2004**

#### **Seminar – Proportionate Liability: Practical Implications of the Reforms**

Guest Speakers: Associate Professor Barbara McDonald, University of Sydney  
Professor Jim Davis, Australian National University  
Peter Wood, Barrister, Sydney

### **9 December 2004**

#### **Seminar – The Internet as a Site of Regulatory Innovation**

Guest Speaker: Colin Scott, London School of Economics and Political Science

## **2005**

### **6-8 February 2005**

#### **2005 Corporate Law Teachers Association Conference**

##### **Conflicts of Interest in Contemporary Corporate Law**

Keynote Speaker: Professor Charles M Yablon, Cardozo School of Law, Yeshiva University, New York

### **10 March 2005**

#### **Seminar - Corporate Rescue in Asia**

Guest Speaker: Associate Professor Charles D. Booth, University of Hong Kong

### **15 June 2005**

#### **Conference –Second Annual International Tax Seminar**

Guest Speakers: Professor Richard Vann, University of Sydney  
Associate Professor Lee Burns, University of Sydney  
Celeste Black, University of Sydney  
Michael Dirkis, Taxation Institute of Australia

### **1 July 2005**

#### **Seminar- Enforcement of US Securities Laws**

Guest Speaker: Professor James D. Cox, Duke University

### **15 July 2005**

#### **Seminar - Comparative Corporate Governance**

Guest Speaker: Professor Eric Orts, University of Pennsylvania

### **19 July 2005**

#### **Seminar – A Social Theory of the Business Enterprise**

Guest Speaker: Professor Eric Orts, University of Pennsylvania

### **19 September 2005**

#### **Seminar – The Renegotiation of Contracts**

Guest Speaker: Professor Michael Furmston, Singapore Management University  
Commentator: Professor John Carter, University of Sydney

### **29 September 2005**

#### **The Ross Parsons Address in Commercial, Corporate and Taxation Law**

Annual Lecture – **Liability for Gains made in Breach of Contract**

Guest Speaker: Professor Charles Rickett, University of Queensland

### **20 October 2005**

Seminar – **The Rise of the Listed Property Trust: An Australian Success Story**

Guest Speaker: Tom Lennox, Mallesons Stephen Jaques

### **29 November 2005**

Seminar – **Removal of Directors in the Era of Performance Assessment**

Guest Speaker: James McConvill, Deakin University

Commentators: Elizabeth Johnstone, Blake Dawson Waldron

Tim Bednall, Mallesons Stephen Jaques

## **2006**

### **9 February 2006**

Seminar – **Harmonising Takeover Law in the EU-Latest developments and Practical Implications**

Guest Speaker: Dr Blanaid Clarke, University College Dublin

Commentator: David Friedlander, Mallesons Stephen Jaques

### **1 August 2006**

Discussion Forum – **Investment Banking in Australia: Immediate Challenges and Future Directions**

Chair: Professor Jennifer Hill, University of Sydney

Guest Speakers: Mark Grolman, Deutsche Bank Group

Peter Hunt, Caliburn Partnership

Chris Madden, UBS Australia

Kate Mills, Mallesons Stephen Jaques

Andrew Tuch, University of Sydney

### **24 August 2006**

Seminar – **International Regulation of Banks and Financial Institutions**

Guest Speaker: Professor Geoffrey P. Miller, New York University

### **18 October 2006**

Conference – **Third Annual International Tax Seminar**

Chair: Associate Professor Lee Burns, University of Sydney

Guest Speakers: Professor Brian Arnold, Goodmans LLP, Toronto

Alf Capito, Ernst & Young

Haydn Daw, Commonwealth Treasury, Canberra

# 2007

## 14 February 2007

Seminar – **The Australia – United States Free Trade Agreement – a Two-Year update**

Guest Speakers: Donald Arnavas, Pennsylvania State University  
Daniel Sullivan, Australian Embassy in Washington D.C.  
Charles Wilkins, FTI Consulting, Washington D.C.

## 23 February 2007

Seminar - **Corporate Law Reform in Malaysia: Challenges and Responses to Globalization**

Guest Speaker: Dr Aishah Bidin, University Kebangsaan Malaysia (UKM)

## 16 March 2007

Seminar – **Gatekeepers: The Professions and Corporate Governance**

Guest Speaker: Professor John C. Coffee Jnr, Columbia University

## 26 March 2007

Seminar – **Actual Damages, Notional Damages and Loss of Chance**

Guest Speaker: Professor Michael Furmston, Singapore Management University  
Commentator: Associate Professor Barbara McDonald, University of Sydney  
Commentator: Professor John Carter, University of Sydney

## 29 March 2007

**The Ross Parsons Address in Commercial, Corporate and Taxation Law**

Annual Lecture - **Death, Taxes and Policy: Recent UK Experience**

Guest Speaker: Professor John Tiley, University of Cambridge

A copy of the lecture can be found on our website:

[http://www.law.usyd.edu.au/parsons/pdfs/johntileylecture\\_290307.pdf](http://www.law.usyd.edu.au/parsons/pdfs/johntileylecture_290307.pdf)

## 10 July 2007

Seminar – **Regulatory Design & Law-Making Risks in Financial Market Regulation Lessons from the EU**

Guest Speaker: Professor Niamh Moloney, University of Nottingham

Commentator: Kevin Lewis, Commonwealth Bank

## 27 July 2007

Conference – **Current Issues in Contract Law** (Organised in conjunction with the Commercial Law Association)

Guest Speakers: Associate Professor Barbara McDonald, University of Sydney

Dr Greg Tolhurst, University of Sydney

Dr Elisabeth Peden, University of Sydney

Professor John Carter, University of Sydney

## 3 October 2007

Seminar – **The Endesa Takeover Battle and its Implications for U.S. Regulation of Cross-Border M & A Transactions**

Guest Speaker: Richard Hall, Cravath Swaine & Moore, New York

**26 November 2007**

Seminar - **What Matters in U.S. Corporate Governance**

Guest Speaker: Professor Allen Ferrell, Harvard University

**14 December 2007**

Conference - **Private Equity, Securitisation and the Future of Capital Markets**

Guest Speakers: Vice Chancellor Stephen Lamb, Delaware Court of Chancery

Professor Eric Talley, University of California at Berkeley

Professor Iain MacNeil, University of Glasgow

Professor Justin O'Brien, Centre for Applied Philosophy and Public Ethics

Professor Melvin Dubnick, University of New Hampshire

Greg Golding, Mallesons Stephen Jaques

