

# **CORPORATE LAW TEACHERS ASSOCIATION**

## **REPORT OF THE PRESIDENT FOR THE YEAR ENDING DECEMBER 2001**

### **Professor Ian Ramsay**

I was re-elected President of the Corporate Law Teachers Association (CLTA) at the annual general meeting of the Association held on 13 February 2001. The AGM was held during the annual CLTA conference.

This Report outlines the activities of the CLTA for the year ending December 2001. Members will see this has been a very active year in terms of organising seminars and conferences.

### **Executive Committee of the CLTA in 2001**

Clause 4(b) of the CLTA constitution provides that the members of the Executive Committee shall be a President, Secretary, Treasurer, the immediately preceding past President and four other members. In addition, clause 6(d) provides that the Executive Committee may co-opt up to three additional members to form part of the Executive Committee.

Based upon these provisions of the constitution, the Executive Committee of the CLTA for 2001 comprised:

- Ian Ramsay, University of Melbourne (President)
- Michael Adams, University of Technology, Sydney (Immediate Past President)
- Christopher Symes, Flinders University (Secretary and Treasurer)
- Stephen Bottomley (ANU)
- Ross Grantham (University of Auckland)
- Jennifer Hill (University of Sydney)
- Dimity Kingsford-Smith (Monash University)
- Phillip Lipton (RMIT)
- Vanessa Mitchell (Victoria University of Technology)
- Ralph Simmonds (Murdoch University)
- Michael Whincop (Griffith University).

### **2001 CLTA conference**

The 2001 CLTA conference was held at Victoria University of Technology and there was a very good range of papers presented during the two days of the conference. There were both Australian and international speakers as well as speakers from the Australian Securities and Investments Commission.

Special thanks are due to Vanessa Mitchell who was the main organiser of the conference.

The 2001 conference was the fourth occasion on which the Institute of Chartered Secretaries awarded a prize for the best paper presented at the annual conference (the criteria for the prize exclude papers presented at plenary sessions of the conference and papers presented as a result of an invitation by the conference organisers). The prize was awarded to Frank Bonollo for his paper titled “The Nexus of Contracts and Close Corporations: An Appraisal”.

### **Other CLTA events held during 2001**

A major initiative for 2001 was to offer to members of the CLTA the opportunity to attend seminars and workshops on a range of matters of interest to members. During 2001, the following CLTA events were held:

- Professor Doug Branson, University of Pittsburgh, USA, The Very Uncertain Prospect of Global Convergence in Corporate Governance, 3 May 2001 (hosted by the CLTA and the Centre for Corporate Law and Securities Regulation, The University of Melbourne);
- Teaching and research workshops at the University of Technology, Sydney, 30 May 2001 (hosted by the CLTA and the University of Technology, Sydney);
- Professor Cindy Schipani, University of Michigan, USA, The Purposes and Accountability of the Corporation in Contemporary Society: Corporate Governance at a Crossroads, 4 June 2001 (hosted by the CLTA and the Centre for Corporate Law and Securities Regulation, The University of Melbourne);
- Professor Anthony Ogus, University of Manchester, United Kingdom and Research Professor, University of Maastricht, Penalties and Regulatory Enforcement, 14 June 2001 (hosted by the CLTA and the Centre for Corporate Law and Securities Regulation, The University of Melbourne);
- Professor David Skeel, University of Pennsylvania, USA, Lock-ups and Break Fees in the United States, 6 July 2001 (hosted by the CLTA, the Takeovers Panel, and the Centre for Corporate Law and Securities Regulation, The University of Melbourne); and
- Teaching workshop by Michael Adams for Perth corporate law teachers held at Murdoch University, 10 August 2001 with the title Focus on Technology and Teaching (hosted by the CLTA and Murdoch University).

A feature of 2001 was that the CLTA held its first event for corporate law teachers in Western Australia. Another feature of 2001 was to co-host CLTA events with other organisations. For example, the CLTA co-hosted an event with the Takeovers Panel.

### **CLTA website**

The CLTA website was launched at the 2001 annual conference. The website contains information about the CLTA including events, the CLTA constitution, and some useful links.

During 2001, the website was slowly upgraded. A feature of the website, which is just now coming into operation, is a section which allows members of the CLTA to include information on the website about the subjects they teach, their research interests, and the topics of postgraduate students they are supervising.

The website is hosted by AustLII and the address is “<http://users.austlii.edu.au/clta/>”.

### **2002 CLTA conference**

The 2002 CLTA annual conference will be held at Monash University’s city campus on 11-12 February 2001. It is being co-sponsored by the Centre for Law in the Digital Economy (CLiDE). The conference program is available on the conference website at [www.law.monash.edu.au/clide/cltaconf](http://www.law.monash.edu.au/clide/cltaconf). CLTA members are still welcome to submit titles and abstracts for papers to be given at the conference. The conference will be followed on 13 February 2002 by a workshop on corporate crime. Information about both of these events is available on the CLTA website. The two events are being organised by Gerald Acquah-Gaisie (corporate crime workshop), and Elizabeth Boros and Dimity Kingsford-Smith (CLTA annual conference). Contact information for the conference organisers is available on the CLTA website.

### **2003 CLTA conference**

The Executive Committee of the CLTA recently discussed where the 2003 annual conference should be held. In an important initiative for the CLTA, I am pleased to let you know that the 2003 conference will be held at the University of Auckland. Ross Grantham of that University has been a member of the Executive Committee of the CLTA this year and has kindly agreed to organise the 2003 conference. This important initiative will allow the CLTA to strengthen its links with corporate law teachers in New Zealand.

### **Membership of the Executive Committee for 2002**

An important objective is to ensure that the Executive Committee of the CLTA has a geographic spread of members as well as members representing different institutions.

After two years as President of the CLTA, I will be standing down from this position. The usual practice is for Presidents to rotate after a two-year term and indeed the constitution of the CLTA contains this principle. I am very pleased to let you know that Stephen Bottomley has agreed to stand as President of the CLTA for 2002.

Following is the list of corporate law academics who have agreed to stand for election/co-option to the Executive Committee in 2002 and the positions for which they will be standing:

#### **Officers**

- Stephen Bottomley, President (ANU)
- Ian Ramsay, Immediate Past President (University of Melbourne)
- Christopher Symes, Secretary and Treasurer (Flinders University)

#### **Other committee members**

- Ross Grantham (University of Auckland)
- Jennifer Hill (University of Sydney)

- Dimity Kingsford-Smith (Monash University)
- Phillip Lipton (RMIT)
- Vanessa Mitchell (Victoria University of Technology)
- Vij Nagarajan (Macquarie University)
- Ralph Simmonds (Murdoch University)
- Michael Whincop (Griffith University)

This means that for 2002, major States as well as New Zealand will be represented on the Executive Committee.

Michael Adams has decided to stand down from the Executive Committee. He has been a member of the Committee since 1994 and was President of the CLTA for two years. Michael has been a very active member of the Committee and has always volunteered to take on special tasks to promote the work of the CLTA. Most recently, Michael hosted the teaching and research workshops for corporate law teachers at UTS and he also spoke this year at the first CLTA event held for corporate law teachers in Western Australia which dealt with teaching issues. On behalf of all members of the CLTA, I would like to thank Michael for his excellent work.

### **Expressions of appreciation**

Several individuals and organisations have played a significant role in relation to CLTA matters during the course of 2001. First, a particular expression of thanks is due to Dr John Nelson of the Institute of Chartered Secretaries. John participates in all meetings of the CLTA Executive Committee and provides the teleconference facilities for the meetings. In addition, he manages the financial affairs of the CLTA. John also represents a major sponsor of the annual conference and, as always, we are grateful to the Institute of Chartered Secretaries for not only its sponsorship of the annual conference but also its sponsorship of the prize for the best paper presented at the annual conference.

I would also like to express my thanks to the other three sponsors of the annual conference: Butterworths, CCH, and LBC Information Services.

Finally, I would like to extend my thanks to members of the Executive Committee who have assisted with particular projects.

### **Concluding comments**

This is my final report as President of the CLTA. It has been a privilege to serve as President for the past two years. It is rare to have a group of university teachers who have been able to hold, over a period of more than a decade, successive annual conferences, each of which has been a success. The 2002 conference will be the twelfth annual CLTA conference. Much has been achieved by the CLTA and I am sure that a range of new initiatives will be considered and implemented by the 2002 Executive Committee. The Executive Committee welcomes suggestions from members for new initiatives. If you have any suggestions, please contact me.

Professor Ian Ramsay

University of Melbourne  
President  
Corporate Law Teachers Association