

Corporate Governance Conference
Centre for Corporate Law and Securities Regulation
Law School
University of Melbourne

13 February 2004



CORPORATE GOVERNANCE CONFERENCE

The University of Melbourne's Centre for Corporate Law and Securities Regulation is pleased to host a one-day conference featuring two of the United States' leading commentators on corporate governance.

The governance-related failures of many high-profile companies – including Enron in the US and HIH and One.Tel in Australia – have seen corporate governance assume an unprecedented importance. An initial focus on auditor independence has been followed by legislative, stock exchange and investor action on executive remuneration, board composition and financial disclosure.

This conference is an opportunity for professional advisers, regulators, directors, auditors and academics to hear, and speak to, leading corporate governance advisers, commentators and scholars from the US, the UK and Australia.

PROGRAM

8:45 Registration

9:15 **Welcoming Remarks**

- Associate Professor Geof Stapledon, *Deputy Director, Centre for Corporate Law and Securities Regulation, Melbourne Law School*

Chairperson: Paul Ali, *Senior Lecturer, Melbourne Law School*

9:30 **Plenary Lecture on Executive Remuneration**

- Professor Randall S. Thomas, *John S. Beasley Professor of Law and Business; Director, Law and Business Program, Vanderbilt University Law School*

10:15 Coffee Break

10:30 **Corporate Governance, Financial Integrity and Audit**

- Enron and the Use and Abuse of Special Purpose Entities in Corporate Structures
Professor Steven L. Schwarcz, *Professor of Law and Faculty Director, Duke Global Capital Markets Center, Duke University Law School*
- The changing role of the Audit Committee
Andrew Lumsden, *Partner, Corporate Advisory Group, Corrs Chambers Westgarth; Member, Takeovers Panel*
- Challenges in moving towards International Accounting Standards
John O'Grady, *Partner, Ernst & Young, Melbourne*
- Q&A Session (15 minutes)

12:15 Lunch

PROGRAM (cont.)

Chairperson: Vivek Chaudri, *Associate Professor, Melbourne Business School*

- 1:30 **Executive Remuneration**
- Trends in the use of equity for executive incentive pay
Edward Wright, *Managing Director, Equity Strategies Pty Ltd*
 - The Determinants of CEO Compensation: Rent Extraction or Labour Demand?
Keryn Chalmers, *Associate Professor, Department of Accounting and Finance, Monash University*
 - Shareholder voting on executive pay resolutions: 2002 to 2003
Dean Paatsch, *Director of Governance Services, SIRIS*
 - Q&A Session (15 minutes)

3:15 Coffee Break

Chairperson: Sue Woodward, *Lecturer, Melbourne Law School*

- 3:30 **Emerging Issues**
- The growing role of the Company Secretary
Michaela Healey, *Company Secretary, Orica Limited*
 - The emergence of institutional investors
Steve Gibbs, *Chief Executive Officer, PSS / CSS*
 - Q&A Session (15 minutes)

- 4:45 **Closing Remarks**
- Professor Ian Ramsay, *Director, Centre for Corporate Law and Securities Regulation, Melbourne Law School*

5:00 End of Conference

REGISTRATION FORM

Corporate Governance Conference – The University of Melbourne, 13 February 2004

Delegate 1	Delegate 2
Name: _____	Name: _____
Email Address: _____	Email Address: _____
Postal Address: _____	Postal Address: _____
Company: _____	Company: _____
Telephone (BH): _____	Telephone (BH): _____

Payment Details (all registrations must be signed and dated below)

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Please return this form to:
Administrator
Centre for Corporate Law and Securities Regulation
The University of Melbourne
Victoria 3010

Date: 13 February 2003
Time: 8.45am – 5.00pm
Cost: \$300 (including GST) Full
 \$150 (including GST) Academics

Fax: 03 8344 5285
Email: cclsr@unimelb.edu.au
For any queries please call 03 8344 5281

RSVP: 9 February 2004
Venue: Law School, The University of Melbourne,
185 Pelham St, Carlton, VIC