

APPENDIX 2: RESEARCH PROFILES

1. MS SUSAN WOODWARD

Ms Susan Woodward is a lecturer in the Faculty of Law, and a member of the Centre for Corporate Law and Securities Regulation at The University of Melbourne. Ms Woodward has published substantial articles in refereed journals on the topics of directors' duties and the implications of company law reforms on NFPs (see, for example, 'Not-for-Profit Companies - Some Implications of Recent Corporate Law Reform', 1999, 7 *Company & Securities Law Journal*). She is also a co-author (with Mrs Sievers and Ms Helen Bird) of *Corporations Law - in principle*, 6th edn, Law Book Co., 2003, and accompanying *Teachers' Resources* which is used widely by law and non-law students throughout Australian tertiary institutions. The book was also the founding book in the 'In Principle' series of books published by Thomson Legal & Regulatory, and this series was awarded the 'Winner of the Tertiary Book Series' category at 10th Annual Australian Excellence in Educational Publishing Awards 2003.

Previously, in private practice, she acted for several NFP organisations. She has been on several Boards of management of community organisations and is currently an honorary director of a NFP company limited by guarantee.

In relation to the Project, Ms Woodward has published:

- A comprehensive article 'Not-for-profit motivation in a for-profit company law regime - baseline data', 2003, 21 *Companies & Securities Law Journal* 102–33 (reprinted, with permission, in *International Journal of Civil Society Law* 1 INT. J. SOC. LAW at <<http://www.law.cua.edu.Students/Org/IJCSL>>).
- An article 'Not-for-profit organisations: do they fit the company mould?', *Keeping Good Companies*, Journal for the Institute of Chartered Secretaries, June 2003 pp. 278–83.
- Together with Ms Marshall, 'The more the merrier? Stakeholders in not-for-profit companies' accepted for publication by *Third Sector Review*, Journal for Australian and New Zealand Third Sector Research organisation (ANZTSR) (forthcoming April 2004).
- Together with Mrs Sievers and Ms Marshall, a substantive law reform submission to the NSW Department of Fair Trading in response to their Consultation Paper, 'Review of the Associations Incorporations Act NSW'.
- Articles in *Australian Philanthropy* Issue 53 Summer 2003-2004 (Journal of Philanthropy Australia Inc.) and *Impact* Summer 2004 (News Quarterly of the Australian Council of Social Service).

She has also delivered presentations on the Project to:

- *Building Better Boards - A Dialogue for Nonprofit Organisations*, Sydney, July 2002, organised by Nonprofit Governance & Management Centre (inaugural conference attended by over 400 people involved in the management of NFP organisations).
- Graduate and undergraduate law students at The Melbourne University.
- Seminar hosted by the Centre for Philanthropy and Nonprofit Studies at the University of Queensland, September 2002.
- *Doing Well* ANZTSR (Australian and New Zealand Third Sector Research Association) 6th Biennial Conference, Auckland, November 2002.
- Annual ACROD (National Industry Association for Disability Services) Conference, for the Chief Executive Officers of their member organisations (approximately 200 people), Canberra, May 2003.
- Together with Ms Marshall, seminar/workshop for Freehills, solicitors, as part of their pro bono services for NFP organisations, Sydney, June 2003.
- *Piecing it together - equity with empowerment and change*, Australian Council of Social Service Annual Congress, Canberra November 2003.

2. PROFESSOR IAN RAMSAY

Professor Ian Ramsay is an eminent corporate law scholar and is the Director of the Centre for Corporate Law and Securities Regulation at The University of Melbourne. He is well known for his report on the independence of auditors and has published extensively on directors' duties, conflicts of interest and issues relevant to corporate governance and accountability. In addition, he is the

co-author of one of the main corporate law treatises in Australia, *Ford's Principles of Corporations Law*. Professor Ramsay has provided pro bono advice on issues of corporate law to a range of NFP companies and has published on the topic of eligibility requirements for directors of those NFP companies which have a focus on disability issues: see 'Managing Disability: Who can be a Director?', 1999, 12 Interaction No. 4, *Journal of the National Council on Intellectual Disability*, pp. 9–12.

3. MS SHELLEY MARSHALL

Ms Shelley Marshall is a researcher in the Centre for Corporate Law and Securities Regulation, and an Associate of the Centre for Employment and Labour Relations Law, The University of Melbourne. Ms Marshall has been working as a researcher on the Project since January 2003 and has co-authored (with Ms Woodward) the article 'The more the merrier? Stakeholders in not-for-profit companies'. She also published an article 'The Stakeholding Theory of Corporate Governance: Can it deliver upon its promises?', Working Paper No. 17, Centre for Employment and Labour Relations Law, Faculty of Law, The University of Melbourne, 2000. Prior to her work as a research assistant on this Project in the Law Faculty, she practiced as a solicitor with a Victorian plaintiff law firm and worked in the area of legal compliance with an Australian industry group. She has been a Board member of, and honorary legal advisor to, several NFP organisations, and has provided legal advice to not several NFP organisations concerning incorporation within Australia and internationally.

4. MRS SALLY SIEVERS

Until 1999 Ms Sievers was a Senior Lecturer in the Faculty of Law, Monash University where she had worked for more than twenty years. She is now a member of the Centre for Corporate Law and Securities Regulation at The University of Melbourne. Mrs Sievers has, for many years, been one of the few Australian legal academics researching and writing on matters relevant to the NFP sector. She was part of the research team whose report led directly to the introduction of the *Associations Incorporation Act 1981* (Vic) and is the author of one of the two Australian texts on non-profit associations (*Associations and Clubs Law in Australia and New Zealand*, 1996, 2nd edn, (1st edn 1989)). Her recent publications include 'Incorporation of Non-Profit Associations: The Way Ahead?', 2000, 18 *Company & Securities Law Journal*, pp. 311–25 and 'Incorporation and Regulation of Non-Profit Associations in Australia and other Commonwealth Law Jurisdictions', 2001, 13 *AJCL* 124 at 142. Mrs Sievers is also the author of Title 435 'Voluntary Non-Profit Associations' in *Halsbury's Laws of Australia* (looseleaf) and a recent author of Chapter 9.1 'Incorporation of Community Groups' in the *Lawyers Practice Manual Victoria*. In 1993 and 1995 she was awarded ARC Small Grants for research projects on NFP associations. She has been a Board member of, and honorary legal adviser to, several NFP organisations. As already mentioned, she is also a co-author (with Ms Woodward and Ms Helen Bird) of *Corporations Law - in principle*, 6th edn, Law Book Co., May 2003 and accompanying *Teachers' Resources*.