

TEN CONFERENCES

Registration Form



**Television
Education
Network**

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Television Education Network Pty Ltd, (ABN 19 052 319 365)

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Register online: <http://www.tved.net.au> – go to CONFERENCES

Please register me for: **CPD Essentials: Directors' Duties & Personal Liabilities** [product code: MEBMAR11]

Registration fee **\$434.50 (GST incl.)** [\$395 + \$39.50 GST]

Subscriber First Registration – I am a Subscriber First member and entitled to a 10% discount off the full registration fee
\$391.05 GST incl. [\$355.50 + \$35.55 GST] My Subscriber First number is: _____

I subscribe to *Sound Education – The CPD Solution* and wish to my CPD voucher to attend this seminar.

NAME & ADDRESS DETAILS

Mr/Mrs/Miss/Ms (circle appropriate) Name:

Position in Company/Firm:

Company/Firm:

Type of firm:

Postal Address:

..... State..... Postcode:.....

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I enclose a cheque for \$..... payable to: **Television Education Network Pty Ltd** or

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Name on Card: _____ Signature: _____

Cancellation Policy: Cancellations must be received in writing at least 5 days prior to the Conference for a 90% refund. Substitute delegates accepted at any time.

Conference Terms: Program subject to change without notice. The information and views presented in the conference are not necessarily those of TEN and participants rely on these at their own risk. TEN is not responsible for any financial or other losses incurred by delegates or for injury or damage to persons or property. TEN's maximum liability for conference cancellation or any other loss or liability is the refund of the registration fee paid.



The professional development specialists

CPD Essentials: Small Business Directors' Duties & Personal Liabilities

Faculty

Stewart Peters, Stewart Peters Lawyer; Simon Rubenstein, Victorian Bar;
Daniel Epstein, Victorian Bar; Jeremy Geale, Victorian Bar;
James Tobin, Mills Oakley Lawyers

Melbourne – Thursday,
17th March 2011



CPD Essentials: Directors' Duties & Personal Liabilities

ORGANISED BY TELEVISION EDUCATION NETWORK PTY LTD THE PROFESSIONAL DEVELOPMENT SPECIALISTS

Thursday, 17th March 2011 – 9:00 am to 12:45 pm

RACV City Club, Level 2, 501 Bourke Street, Melbourne [between Queen & William Streets]

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|----------|--|
| 9.00 am | Chair's Introduction – <i>Stewart Peters, Stewart Peters Lawyer</i> |
| 9.05 am | Topic 1: Directors' Duties & Responsibilities – The Rising Tide <ul style="list-style-type: none"> • Statutory framework – Who is a director? – To whom duty owed? - shareholders – creditors – employees – subsidiaries – other directors • Care & diligence – <i>ASIC v Rich</i> – Defences - Business judgment rule – • Good faith - conflicts of interest - Improper use of position or information – disclosure - Criminal liability – s 184 – reckless – intentionally dishonest • Proper books & records & duty to ensure compliance • Defences – Reliance – Delegation - Exoneration – s 1317 & s 1318 • Advising directors – liability - “involved” – <i>ASIC v Somerville</i> Speaker: <i>Simon Rubenstein, Victorian Bar</i> |
| 10.00 am | Topic 2: Directors' Liability for Trading While Insolvent – ASIC Guidance & Reports <ul style="list-style-type: none"> • Introduction – Legislation – ASIC guides & reports • ASIC Regulatory Guide – Key principles – Consequences of breach • Section 588G – Who is a director? - Insolvency • Defences – s 588H – all reasonable steps – Exoneration, s 1317S(2) • Risk management – Indicators of potential insolvency – Prevention & remediation measures Speaker: <i>Daniel Epstein, Victorian Bar</i> |
| 10.50 am | Morning Tea |
| 11.05 am | Topic 3: Directors' Personal Liability for Tax Debts – The ATO Takes A Hardline <ul style="list-style-type: none"> • Legislative framework – <i>Tax Laws Amendment (Transfer of Provisions) Act 2010</i>, Schedule 2, SubDiv 269B • Scope of directors liability – Which taxes – Which directors & officers – Obligation 269-15 • Directors Penalty Notices – Procedures – contents - notice - time limits – when times begins to run • Remedies - Instalment agreements – effect on liability – Appointment of administrators/winding up – Payment - right of indemnity & contribution • Defences – Illness – reasonable steps • Other tax liabilities - voidable transactions – Liability to indemnify ATO Speaker: <i>Jeremy Geale, Victorian Bar</i> |
| 11.55 am | Topic 4: Directors' Liability for Corporate Fault – The Increasing Risks <ul style="list-style-type: none"> • Introduction – Legislation – Who is liable? – Approaches to liability? - corporate culture & systemic problems • Employment & industrial relations – equal opportunity • Occupational health & safety – Occupational Health & Safety Act 2000 – <i>Kirk Case</i> - Death & serious injury - s 32A – Proposed national scheme • Consumer Protection - <i>Trade Practice Act 1975 & Fair Trading Act 1987</i> – directors as “accessories” – <i>Australian Consumer Law</i> • Environmental legislation – <i>Protection of Environment Operations Act 1997</i> Speaker: <i>James Tobin, Mills Oakley Lawyers</i> |
| 12:35 pm | Chair's Summing Up - Q&A |
| 12.45 pm | Close |

3.5 CPD UNITS