

1. Seminar Goals

The Seminar is jointly organized by the Real Colegio Complutense, the Institute for Global Law and Policy (Harvard Law School) and the Department of Commercial Law at the UCM. The emphasis of this Seminar is the analysis and debate about some of the key issues in the current regulation on corporate law, banking and corporate governance comparing the European experience (with special reference to the Spanish situation) with the U.S., as well as the new trends on insolvency regulation. The structure of the Seminar tries to promote a fruitful exchange between all the speakers and provide attendees with information and materials especially valid with respect to the issues discussed.

2. Potential Attendants

The Seminar has been prepared considering that the attendees will be mainly young researchers and university professors and lawyers with expertise in the subjects treated. For both the monitoring of certain classes and for proper utilization of the materials to be provided to attendees, it requires a good level of English proficiency.

3. Materials

An abridged version and/or materials of the different contributions will be provided to attendees in advance. Also, after the Seminar has taken place, the lectures and participations of attendants will be made available as working papers of the Commercial Law Department (UCM).

4. Speakers and Conferences

The Seminar counts with teachers as speakers from Complutense and from Harvard Law School, well known for their contributions in the areas assigned. The presentations are conducted in Spanish and English, respectively, with no interpretation services.

5. Venue

Harvard Law School, Cambridge, 02138 (MA).

6. Sponsors

For the organization of the Seminar, organizers have been sponsored by Banco Santander, Colegio de Registradores, Escuela de Práctica Jurídica de la Universidad Complutense de Madrid and Colegio Notarial de Madrid.

7. Registration and tuition

Those interested in attending the Congress should submit, before the next September 10th, 2019, a proof of payment of tuition and personal data to the Department of Commercial Law (ifertorres@der.ucm.es; monica-fuentes@der.ucm.es). The tuition fee is free for professors and researchers affiliated with the Faculty of Law at the Universidad Complutense or the Harvard Law School, and \$ 200 for all those who do not hold that condition. The registration fee shall be paid out to Real Colegio Complutense in the following account: Bank of America, 100 Federal Street Boston, MA 02110. Acct Num: 004614155363. Swift: BOFAUS3N.ABA: 011000138. WIRE: 026009593.

8. Additional Information

Those interested in receiving additional information about the seminar please contact Real Colegio Complutense, Harvard (E-mail: rcv-info@harvard.edu), and/or Isabel Fernández and Monica Fuentes, Department of Commercial Law, Faculty of Law, Complutense University (Tel: 91 394 54 93, email: ifertorres@der.ucm.es; monica-fuentes@der.ucm.es).



REAL COLEGIO COMPLUTENSE

New Restructuring, Financial and Corporate Law Challenges: A Transatlantic Perspective (XVII Harvard-Complutense Seminar) 16th, 17th, 18th September 2019 Harvard Law School



Monday 16th (WCC 2036)

9.30h. Welcome to participants and opening of the Seminar. **Juana Pulgar Ezquerro.** *Real Colegio Complutense Director.*

10.00-11.30h. “The Real Problem with Stock Buybacks”, **Jesse M. Fried.** *Dane Professor of Law. Harvard Law School.*

11.30h. Coffee Break.

12.00-13.30h. “The Problem of 12: Indexing and Corporate Governance”, **John C. Coates,** *John F. Cogan, Jr. Professor of Law and Economics. Harvard Law School.*

13.30. Lunch.

14.00-14.20h. “The Importance of Human Leadership with Integrity in a Highly Regulated and Tech-Reliant Corporate Environment”, **Timo M. Spitzer.** *Head of Legal CIB Germany, Austria and Switzerland. Banco Santander.*

14.20-14.40h. “Director’s Liability: Breach of Loyalty Duties and Unfair Enrichment Action”, **Alberto Emparanza Sobejano.** *Full Professor of Business Law. Universidad del País Vasco.*

14.40-15.00h. “The identification of the beneficial owner of the Spanish companies”, **Enrique Maside Páramo.** *Colegio de Registradores de la Propiedad y Mercantiles de España.*

15.00-16.00h. Round Table. “Company Law Challenges”. (Moderator) **Juana Pulgar Ezquerro.** *Full Professor of Business Law. Universidad Complutense de Madrid.*

Prof. Mónica Fuentes Naharro. UCM

Prof. Isabel Fernández Torres. UCM

Prof. Cristina Guerrero Trevijano. UCM

Joaquín Abril-Martorell García. Pérez-Llorca Abogados

José Luis Martínez Andrea. Ceca Magán Abogados

Tuesday, 17th (WCC 4059)

9.15-9.35h. “Rethinking the Concept of Corporate Interest and the SHR Directive (II)” **Juan Sánchez-Calero Guilarte.** *Full Professor of Business Law. Universidad Complutense de Madrid.*

9.35-9.55h. “Roles, Powers and Interests: a Glance inside the Board of a Listed Company”, **Giorgio Meo.** *Full Professor of Business Law. LUISS University Roma.*

10.00-11.30h. “M&A Case Studies: Fuji/Xerox and Vintage/Rent-a-Center”, **Guhan Subramanian.** *Joseph Flom Professor of Law & Business, Harvard Law School, and H. Douglas Weaver Professor of Business Law. Harvard Business School.*

11.30h. Welcome to participants. **David Kennedy.** *Director of the Institute for Global Law and Policy. Harvard Law School.*

11.40h. Coffee Break.

12.00-12.20h. “The European Banking resolution: Bail-in and no -creditor -worse- off Principle”, **Juana Pulgar Ezquerro.** *Full Professor of Business Law. Universidad Complutense de Madrid.*

12.20-12.40h. “The denaturalization of preferences in restructuring proceedings”, **Abel Veiga Copo and Miguel Martínez Muñoz.** *Univ. Pontificia Comillas (ICADE).*

12.40-13.00h. “Energy Supply Contracts (ESC) and Bankruptcy Procedures in Spain”, **Antonio J. Sánchez Rodríguez.** *ENEL.*

13.00. Lunch.

13.30-13.50h. “Lessons learnt from refinancing transactions in recent years in Spain”, **Luis Sánchez Méndez.** *Lawyer. Allen & Overy*

13.50-14.10h. “The In-House Lawyer Towards the Digital Transformation and Other Challenges in 21th Century”, **Miguel Gertopán Hirsch.** *Legal counsel. Santander Corporate & Investment Banking.*

14.10-15.00h. Round Table. “Restructuring Law Challenges”. (Moderator) **Mónica Fuentes Naharro,** *Tenured Professor of Business Law. Universidad Complutense de Madrid.*

Prof. Eva Recamán Graña. UCM

Prof. Javier Megías López. UCM

Prof. Emilio Díaz Ruiz. UCM

Briseida Jiménez Gómez. UCM

Andrea Meijomil González. UPV/EHU

Wednesday 18th (WCC 2036)

9.00-9.20h. “First steps in the new Real State Payment Act”. **Manuel Lora-Tamayo Villaceros.** *Notario de Madrid.*

9.20-9.40h. “Biometrics in Banking: You Are Your Payment Card”, **Joanna Domo-slawska,** *Banco Santander Legal. Poland.*

9.40-10.00h. “The EU Banking Package”, **Cristina Pérez Cajal.** *Head of the Regulatory and Supervisory Advice Division. Banco de España.*

10.00-11.30h. “Fiduciary duties in Financial Regulation”, **Howell E. Jackson.** *James S. Reid, Jr. Professor of Law.*

11.30-12.30h. Round Table. “Finance and Banking Law Challenges”. (Moderator) **Isabel Fernández Torres.** *Tenured Professor of Business Law. Universidad Complutense de Madrid.*

Prof. Abel Veiga Copo. ICADE

Prof. Miguel Martínez Muñoz. ICADE

Manuel J. Martínez López. MA Abogados

Isabel Rodríguez Martín. Pérez-Llorca Abogados

José María Pastrana Piña. Ceca Magán Abogados

12.30h. Closing of the Seminar. **José M. Martínez Sierra.** *Real Colegio Complutense Director.*