



COLLABORATING RESEARCH PROJECTS

PID2020-112624GA-I00: "Gobierno Corporativo y creación de valor compartido"

PID 2020-113447RB-I00: "La digitalización de los mercados financieros (Aspectos legales)"

PRICIT-V: Plan Regional de Investigación Científica e Innovación Tecnológica de la Comunidad de Madrid

1. Conference Goals

The Conference is directed by Professors Isabel Fernández Torres and Mónica Fuentes Naharro and jointly organized by the Real Colegio Complutense, the Institute for Global Law and Policy (Harvard Law School) and the Department of Business Law at the UCM. The emphasis of this Conference 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 Conference 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 Conference has been prepared considering that the attendees will be mainly young researchers, 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 Conference has taken place, the lectures and participations of attendants can be published as working papers of the Commercial Law Department (UCM) and Revista de Derecho Bancario y Bursátil.

4. Speakers

The Conference counts with professors as speakers from Universidad Complutense (Law School) and from Harvard Law School, well known for their contributions in the areas assigned, as well as with practitioners on each sponsor's behalf (Banco Santander, Fundación Ramón Areces, Inditex, Colegio de Registradores Mercantiles y de la Propiedad, Bolsas y Mercados Españoles and Ilustre Colegio de Abogados de Madrid). The presentations are conducted in English, with no interpretation services.

5. Venue

Harvard Law School. Cambridge, 02138 (MA).

6. Sponsors

The Conference has been sponsored by Banco Santander, Fundación Ramón Areces, Inditex, Colegio de Registradores Mercantiles y de la Propiedad, Comunidad de Madrid (Convenio V PRICIT- V Plan Regional de Investigación Científica e Innovación Tecnológica, Comunidad de Madrid y Universidad Complutense de Madrid), Bolsas y Mercados Españoles and Ilustre Colegio de Abogados de Madrid.

7. Registration and tuition

Those interested in attending the Conference should submit, before the next September 10th, 2024, a proof of payment of tuition and personal data to the Directors of the Seminar, Prof. Isabel Fernández and Prof. Mónica Fuentes, Business Law Department (isfernana@ucm.es; mfuentes@ucm.es). The tuition fee is free for sponsors, professors and researchers affiliated with the Faculty of Law at the Universidad Complutense, with the Real Colegio Complutense or with the Harvard Law School, and 500€ for all those who do not hold that condition. The registration fee shall be paid out to Real Colegio Complutense in the following account: Santander Bank, 1294 Massachusetts Avenue, Cambridge, MA 02138; Account Number: 3572541735; SWIFT: SVRNUS33 - Routing Number: 231372691.

8. Conference Directors and Additional Information

Those interested in receiving additional information about the seminar please contact Real Colegio Complutense, Harvard (E-mail: rcc-info@harvard.edu), and/or any of the Conference Directors, Isabel Fernandez and Monica Fuentes, Department of Business Law, Complutense University (Tel: 91 394 54 93, email: isfernana@ucm.es; mfuentes@ucm.es).



Corporate and Financial Governance and Restructuration: A Transatlantic Perspective



XX Harvard-Complutense Seminar (14th, 15th and 16th October 2024) Harvard Law School



ILUSTRE COLEGIO
DE LA ABOGACÍA
DE MADRID



A Lola Conde, in memoriam.

Monday, 14th

8.45 h. “Welcome to Participants”. **Daniel Sánchez Mata**. *Real Colegio Complutense Director*.

First Session:

New trends on company law and corporate governance (I)

Chair of the Session: **Javier Juste**. *Professor of Business Law (UCM)*

9.00 h. “The corporate governance of listed and non-listed market infrastructures”. **Ignacio Gómez-Sancha**. *Board Secretary of Bolsas y Mercados Españoles. Partner, Latham & Watkins*

Discussants. Prof. Antonio Alonso-Bartol (UCM)
Prof. Luz M. García (UCM)
Prof. Briseida S. Jiménez (UCM)
Prof. Cristina Guerrero (UCM)

9.45 h. “Sustainability, Company Law and Business Registry”. **Dulce Calvo**. *Corporate Social Responsibility Director. José Soriano*. *Information Systems Services Director. College of Land, Business, and movable Registry of Spain.*

10.30-12.00 h. “Markets or regulators: who decides on ESG”. **Robert Sitkoff**. *Austin Wakeman Scott Professor of Law. John L. Gray Professor of Law. Harvard Law School.*

12.00 h. Coffee break.

Second Session:

New trends on company law and corporate governance (II)

Chair of the Session: **Mónica Fuentes**. *Professor of Business Law (UCM)*

12.30 h. “Boards of directors: oversight bureaucracies or generals of strategy?”. **Hans de Wulf**. *Professor of Business Law. Ghent University.*

Discussants. Prof. Pedro Portellano (UAM)
Prof. Javier Megías (UCM)
Prof. Lorenzo Benedetti (Univ. Pisa)
Prof. Paula del Val (UV)

13.15 h. “Multiple voting rights and loyalty shares: the attractiveness of Dutch public companies in Europe”. **Joti Roest**. *Professor of Business Law. University of Amsterdam.*

Discussants. Prof. Mónica Fuentes (UCM)
Prof. Isabel Fernández (UCM)
Prof. Eva Recamán (UCM)
Prof. Paula del Val (UV)

14.00 h. “Corporate Governance of the Madrid Bar Association and its Foundation. Main rules governing the legal profession in Spain” **José R. Couso**. *Elected Deputy of the Madrid Bar and responsible for Deontology. Partner at Ceca Magán. Ana Buitrago*. *Elected Deputy of the Madrid Bar and vice-chair of the ICAM Foundation.*

Tuesday, 15th

Third Session:

Banking and Securities Market Law

Chair of the Session: **Isabel Fernández**. *Professor of Business Law (UCM)*

8.45 h. “Accessibility and its legal implications for Banco Santander”. **Javier Pérez**. *Legal Counsel. “Issuance of securities through the use of non-fungible tokens”. Manuel A. Morales*. *Legal Counsel. Banco Santander.*

9.15 h. “Consumer financial services litigation: the new framework ahead”. **Javier Priego**. *Secretary General. Banco de España.*

Discussants. Prof. Cristina Guerrero (UCM)
Javier Illescas (Banco Santander)
Belén López (Pérez-Llorca)
Prof. Luz M. García (UCM)

10.00-11.30 h. “What can SPACs teach us about IPOs?”. **John C. Coates**. *John F. Cogan, Jr. Professor of Law and Economics. Deputy Dean.*

11.30 h. Coffee Break.

12.00-13.30 h. “Redemption Mechanisms in Poison Pills: Evidence on Pill Design and Law Firm Effects” **Guhan Subramanian**. *Professor of Law and Business. H. Douglas Weaver Professor of Business Law, Harvard Business School. Chair, Program on Negotiation*

13.30 h. “Fashion Forward: Legal Departments Driving Transparency and Agility?”. **Natalia Maureira-Rey**. *“Market Practices in Airfreight Contracting”. Antonio López*. *Inditex Legal Services.*

Wednesday, 16th

Fourth session:

Restructuring and Insolvency

Chair of the Session: **Javier Juste**, *Professor of Business Law (UCM)*

9.30-11.00 h. “The Rise of Bankruptcy Directors”. **Jared Ellias**. *Scott C. Collins Professor of Law. Harvard Law School.*

11.00 h. “The Proposal on the Second Directive on Insolvency”. **Juana Pulgar**. *Professor of Business Law. Universidad Complutense de Madrid Of Counsel de Latham & Watkins.*

Discussants. Prof. Georgina Álvarez (UCM)
Prof. Fernando Marín de la Bárcena (UCM)
Prof. Eva Recamán (UCM)
Prof. Javier Megías (UCM)

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

12.00h. Closing of the Seminar. **Isabel Fernández and Mónica Fuentes**. *Professors of Business Law. Universidad Complutense de Madrid.*