

Diversity in Irish Corporate Boards



8.30am - 11.30am, 27th April 2012
The Alexander Hotel

3 CPD HOURS



UCD Commercial Law Centre
UCD School of Law



Introduction

Diversity in terms of gender, professional background, education, social network, sector experience, nationality and ethnicity are all important dimensions of a board's overall diversity profile. A business case has been made for ensuring greater diversity in corporate boards. The aim of this conference is to bring together academics and practitioners to discuss the state-of-the-art theory and practice pertaining to diversity on board of directors.

The first part of the conference will consider the arguments around diversity drawing on the latest national and international research and also the legislative and voluntary measures taken in other jurisdictions to promote diversity.

The second part of the conference will consider the effects on Irish companies of the recently announced changes proposed for the UK Corporate Governance Code. This Code applies to Irish listed companies on a "comply or explain" basis through the Irish Stock Exchange's Listing Rules. Companies will be required to include in their annual report a description of their board's policy on diversity, including gender, any measurable objectives that it has set for implementing the policy, and progress on achieving the objectives.. A further amendment to the Code will provide that board evaluation should consider its diversity, including gender. It is proposed that the changes will apply to financial years beginning on or after 1 October 2012.

Seminar Agenda

8.00 - 8.30	Registration
8.30 - 8.35	Introductory Remarks, Ms. Maura Quinn, Institute of Directors
8.35 - 9.00	Professor Charlotte Villiers, University of Bristol Ms. Roseanne Russell, University of Bristol
9.00 - 9.25	Professor Sandeep Gopalan, NUI Maynooth
9.25 - 9.45	Ms Danuta Grey, Chairman Telefonica O2 Ireland
9.45 - 10.00	Coffee
10.00 - 10.25	Professor Blanaid Clarke, University College Dublin
10.25 - 10.50	Mr. Barry O'Connor, Managing Partners, Merc Partners
10.50 - 11.15	Mr. Paul White, Chairman, A&L Goodbody
11.15 - 11.30	Q & A

Conference fee: €100

To book a place: www.ucd.ie/law/conference



Seminar Presenters

Professor Blanaid Clarke

Blanaid Clarke is an Associate Professor in Law in the Law School. Her research interests include corporate governance, securities law, takeover law and investor protection and she has published extensively in these areas. In addition, she was one of the founding members of the Centre for Corporate Governance at University College Dublin. Blanaid was a Visiting Scholar to the University of Queensland (2006), Parsons Visitor to the University of Sydney (2006), a CLP Fellow in Osgoode Hall Law School, Toronto (2008) and is currently a Visitor to the Faculty of Law in Cambridge. She is a Member of the European Securities and Markets Authority (ESMA) Takeover Bids Network. In October 2010, Blanaid was appointed to the Central Bank Commission and in December 2010, she was invited to participate in a European Commission Expert Group on the future of EU company law.

Professor Sandeep Gopalan

Prof. Sandeep Gopalan is the Head of the Department of Law at the National University of Ireland, Maynooth. He was an associate professor of law for several years in the United States and in the United Kingdom before taking up his current post. Prior to his academic career, he worked as an investment banker on Wall Street, and as a lawyer in California. He graduated with a Gold Medal from the National Law School of India, and went up to Oxford (where he was a Rhodes Scholar) for his B.C.L., and D.Phil. degrees. Prof. Gopalan was appointed to the Arizona Aerospace and Defense Commission by the Governor of Arizona, and he served as chairman during 2006-07. He has served as co-chairman of the American Bar Association (ABA) Aerospace and Defense Industries committee, as vice-chairman of the ABA International Secured Transactions and Insolvency law committee, and as a member of the ABA Commission on Immigration. Prof. Gopalan's research has been published by leading law journals in the United States.

Ms. Danuta Gray

Danuta Gray is Chairman of Telefonica O2 in Ireland having been the CEO from 2001-2010 with over 20 years of experience in the telecommunications and mobile phone sector. Prior to moving to Ireland Danuta was a Senior Vice President for BT Europe in Germany having spent most of her career in the UK with a short period in the USA and she has experience in sales, marketing, customer service and technology and in leading and changing large businesses. Danuta serves as a non-executive director on the board of Aer Lingus plc and, in addition to remaining as Chairman of the Irish business, Danuta works on a non-executive basis for Telefonica in Germany and chairs their European CSR Programme. Danuta was recognised as Ireland's Most Trusted Leader by the Great Places to Work Institute in 2010 and was awarded an Honorary Fellow of the National University of Ireland. Danuta is also studying for an Executive Doctorate at Cranfield School of Management looking at the development of women leaders in business.

Mr. Barry O'Connor

A consultant and partner with MERC Partners since 1996, Barry's earlier career was in human resource management. Educated at University College Dublin and the National College of Ireland, he joined Black & Decker Ireland Limited from a graduate development programme and progressed through to Human Resource Manager. He subsequently worked as Industrial Relations Manager with an Aer Lingus subsidiary, prior to joining

Ireland's largest start-up organisation in the mid 1980s; Shamrock Apparel Limited, as Human Resource Director. Previous to joining MERC Partners, he was General Manager Human Resources & Administration with Almarai Company Limited, an associate of the Masstock International Group. An experienced executive search consultant and management audit specialist, he has handled a multiplicity of resourcing assignments across a broad spectrum of industry and commerce, from chief executives to specialist roles and non-executive directors.

Ms. Maura Quinn

Maura Quinn was appointed as Chief Executive of the Institute of Directors in Ireland in April 2008. As Chief Executive, Maura is responsible for leading the strategic development of the IoD through growing the membership base, expanding the range of programmes and services and building the profile of the organisation. In September 2008, Maura spearheaded the introduction of the IoD Chartered Director Programme, which is fast becoming the most prestigious director qualification in Ireland. She is a leading voice on the importance of director training and a keen advocate of the need to improve corporate governance standards and the quality of boards in Ireland.

Prior to joining the IoD, Maura was Executive Director of UNICEF Ireland for eleven years, where she was credited with the resurgence, growth and development of the organisation in Ireland. Having operated at a senior level with UNICEF HQ in New York and Geneva, Maura was also elected Vice-Chair of UNICEF's Standing Group of National Committees, which generate one third of UNICEF's income worldwide.

Having studied Law and Marketing, her career has included a range of senior appointments in both the private and not-for-profit sectors. Maura is also the Company Secretary for the Institute of Directors in Ireland and is on the board of Kanchi.

Ms. Roseanne Russell

Roseanne Russell has a LLB from the University of Glasgow and an MPhil from the University of Bristol. She is a solicitor (dual-qualified in Scotland and England) and member of the Law Society's advisory committee on Employment Law. She is currently reading for a PhD at the University of Bristol.

Professor Charlotte Villiers

Charlotte Villiers has an LLB from the University of Hull and an LLM from the London School of Economics. She is currently a Professor of Company Law at the University of Bristol and is a qualified solicitor. Her research interests are in company law, corporate governance and employment law.

Mr. Paul White

Paul White is a Partner in the Corporate Department specialising in the areas of corporate & commercial law, mergers and acquisitions, corporate restructurings, corporate governance and corporate finance. Paul White is a leading corporate partner, advising on several significant mandates relating to the banking crisis (Chambers Global 2012). He has been a Partner with the Firm since 1996; managed A&L Goodbody's London office from 1999 to 2004 and was Head of the Corporate Department from 2005 until May 2010. He is currently Chairman of A&L Goodbody.



UCD Centre for Regulation and Governance

The UCD Centre for Regulation and Governance was established in 2010 to further enhance a strong track record of interdisciplinary research in the field and well-established international engagement with major academic centres internationally.

A distinctive feature of the Centre's research internationally is a focus on the issue of governance capacity, nationally in Ireland, comparatively with other small states, and in transnational and international governance regimes. A particular focus of the research is on the limits to the autonomous capacity of government and growing evidence of engagement with the governance capacity of firms, NGOs, and organized social interests. Related to issues of diffusion in regulatory capacity there is a need to better understand the conditions of legitimacy for emergent governance regimes which are often at some remove from conventional forms of democratic accountability.

Analytically the centre will focus on mechanisms through which policy objectives are authoritatively established and implemented. Regulation is not confined to conventional governance mechanisms of 'hierarchy' or governmental power. Market disciplines such as competition policy and tax instruments are widely used; so also is governance through networks of public and private actors.



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Situated in the School of Law, the Centre is a forum which provides for a unique complementary relationship between University College Dublin, and the legal and business communities designed to promote expertise in national and international issues of commercial law and practice.

The Centre's functions are:

- To promote seminars, conferences and courses on national and international commercial law developments
- To discharge the CPD function of UCD Law School

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UCD School of Law

Established in 1908, the UCD School of Law is Ireland's leading university law school. With a faculty of over 30 academics, leaders in their fields, the School is at the forefront of legal scholarship and education, and was identified by the authoritative QS World University Rankings as being amongst the world's one hundred leading law schools in 2011.

A UCD School of Law degree is one of the most highly regarded and respected qualifications. The School offers a wide range of graduate degree and diploma programmes as well as Doctoral study opportunities. The School has a faculty with an international reputation in the areas of Corporate and Commercial Law including International Business Law, Competition and Anti-Trust Law, European Law, Intellectual Property and IT Law, International Human Rights Law, International Criminal Law and Criminology, Regulation and Governance, many of whom also have direct links with Ireland's leading global law firms and with Government.

The School is currently in the process of building the new Sutherland School of Law, a new state-of-the-art law school, which will house the first purpose-built Clinical Legal Education Centre in the country and advanced research facilities, providing an opportunity to link academic knowledge to the development of skills.

In 2011/12, the School celebrates 100 years of Law graduates.