

1. Conference Goals

The Conference is directed by Professors Isabel Fernández Torres and Mónica Fuentes Nabarro 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).

4. Speakers and Conferences

The Conference counts with professors as speakers from 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 and Colegio Notarial 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 and Colegio Notarial de Madrid.

7. Registration and tuition

Those interested in attending the Conference should submit, before the next September 10th, 2023, 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 (isfernan@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: Account Number: 9530605390 - Santander Bank. Address: 1294 Massachusetts Avenue, Cambridge, MA 02138, 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 Fernández and Mónica Fuentes, Department of Business Law, Complutense University (Tel: 91 394 54 93, email: isfernan@ucm.es; mfuentes@ucm.es).



Corporate and Financial Governance: A Transatlantic Perspective (XIX Harvard-Complutense Seminar)

25th, 26th 27th
September 2023
Harvard Law School



Monday, 25th
(WCC 3016)

9.15 h. Welcome to Participants and Opening of the Seminar. **Daniel Sánchez Mata**. *Real Colegio Complutense Director*.

9.30-10.00 h. “Energy Strategy: negotiation of PPA’s – Power Purchase agreements and other related instruments”. **Eloy Vázquez Domínguez**. *Inditex legal services*. “Recent sustainability regulations in France”. **Valérie Mathon**. *Inditex legal services*.

10.00-11.30 h. “The Problem of Twelve: When a Few Financial Institutions Control Everything”, **John C. Coates**. *John F. Cogan, Jr. Professor of Law and Economics. Harvard Law School*.

11.30h. Coffee Break.

12.00-13.30 h. “Sludge: What Stops Us from Getting Things Done and What to Do about It”. **Cass R. Sunstein**. *Robert Walmsley University Professor. Harvard Law School*

13.30 h. Lunch.

14.00- 14.30 h. “The Proposal of a EU Directive on Corporate Sustainability Due Diligence (2022)”, **José E. Antunes**. *Tenured Professor of Business Law. Universidade Católica de Porto*

14.30- 15.00 h. “What the World Bank Forgot to Tell us: the Added Value of a Reliable Commercial Register”. **Christoph Teichmann**. *Full Professor of Business Law. Würzburg Universität*

15.00-15.45 h. Round Table. “Towards a more digital company law”, **Mónica Fuentes Naharro** (Moderator). *Tenured Professor of Business Law. Universidad Complutense de Madrid.*

Prof. José. E. Antunes. *Univ. Porto* (“Digitalization and Digitalization 2.0 in Portuguese Law”)
Prof. Briseida S. Jiménez Gómez. *UCM* (“Applicable law to DLT share”)
Prof. Mónica Fuentes Naharro. *UCM* (“Digitalization and Digitalization 2.0 in Spanish law”)
Ignacio Buil. *Abogado. Pérez-Llorca* (“Telematic General Shareholders’ Meeting”)

Tuesday, 26th
(WCC 3016)

9.30-10.00 h. “Corporate Action Against Directors: An Empirical Analysis (2015-2023)”, **Juan Sánchez-Calero**. *Full Professor of Business Law. Universidad Complutense de Madrid.*

10.00-11.30 h. “Reconciling Fiduciary Duty and Social Conscience: The Law and Economics of ESG Investing by a Trustee”, **Robert H. Sitkoff**. *Austin Wakeman Scott Professor of Law. John L. Gray Professor of Law. Harvard Law School.*

11.30 h. Coffee Break.

12.00-12.30 h. “Bank Restructuring and Insolvency Law”, **Juana Pulgar Ezquerro**, *Full Professor of Business Law. Universidad Complutense de Madrid.*

12.30-13.30 h. Round Table. “New Restructuring Frameworks in European Law”, **José M. López** (Moderator). *Assistant Professor of Civil Law. Universidad de Málaga*

Prof. Nuria Latorre Chiner. *Univ. Valencia* (“Duties of the restructuring expert”)
Prof. Eva Recamán Graña. *UCM* (“The role of the restructuring expert”)
Prof. Georgina Álvarez Martínez. *UCM* (“Second starters for MSMEs through debt discharge”)
Rafael Martín Lozano. *Banco de España* (“The new EU proposal reforming the bank crisis framework”)
Prof. Miguel Martínez Muñoz. *ICADE* (“Cross-class cramdown and fairness test”)

13.30-14.00 h. “Legal Ops: the compass for navigating the transformation of legal services”. **Nicolás Panigutti**. *Banco Santander Legal Services*. “Mortgages: some controversial issues”. **Eva Pareja**. *Banco Santander Legal Services*. “Privacy and democracy”. **Noela González**. *Banco Santander Legal Services*.

14.00-15.00 h. Round Table. “Towards a more digital financial market”, **Isabel Fernández Torres** (Moderator), *Tenured Professor of Business Law. Universidad Complutense de Madrid.*

Prof. Alberto Ruiz Ojeda. *Univ. Málaga* (“In the mood for liquidity: non-banks at the shadow of banks & fintechs”)
Prof. Luz M. García Martínez. *UCM* (“DeFi exchanges and securities laws”)
Prof. Cristina Guerrero Trevijano. *UCM* (“The importance of crypto asset taxonomy”)
Prof. José M. López. *Univ. Málaga* (“Central Bank Digital Currencies and their impact on banking intermediation”)
Prof. Isabel Fernández Torres. *UCM* (“DAOs”)

Wednesday, 27th
(WCC 3016)

9.00-9.30 h. “Digitalization of company law and the prevention of money laundering: the key role of notaries”, **Juan Kutz Azqueta**. *Notary in Madrid and Chair of the European Working Group of Notaries (CNUE) regarding Money Laundering Prevention*. **Plácido Barrios Fernández**. *Notary in Alcalá de Henares (Madrid)*.

9.30-10.00 h. “Real Estate Registry, sustainability and environment protection”, **Rocío Perteguer Prieto** and **Ignacio González Hernández**. *Registrars of the Business and Real Estate Registry.*

10.00-11.30 h. “ESG Stewardship and the Theory of Externalities” **Roberto Tallarita**. *Senior Fellow in Law and Economics and an Associate Director of the Program on Corporate Governance. Harvard Law School.*

11.30-12.00 h. Farewell to participants. **David Kennedy**. *Director of the Institute for Global Law and Policy. Harvard Law School.*

12.00h. Closing of the Seminar. **Juan Sánchez-Calero**. *Full Professor of Business Law. Universidad Complutense de Madrid.*



PID 2019-104019RB-I00: “Gobierno Corporativo: Desafíos Regulatorios Ante La Digitalización Del Derecho De Sociedades”

PID 2020-113447RB-I00: “La Digitalización de Los Mercados Financieros (aspectos legales)”

PID2019-107487GB-I00: “Gobierno corporativo en la proximidad de la insolvencia”