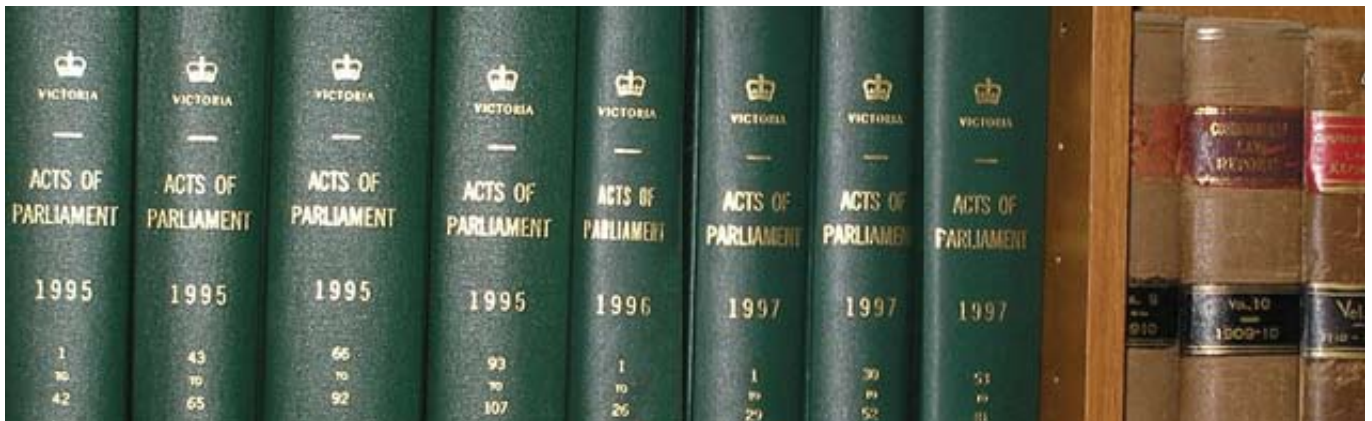


HORIZONS



Be prepared: new business law takes effect from New Years Day

Logie-Smith Lanyon's commercial law team is already assisting its wide range of clients to ensure they're ready for business on 1 January 2011, when a major new trading law comes into force. Managing Partner and commercial team leader Andrew Logie-Smith says that the coming Australian Consumer Law (ACL) builds on nearly forty years of business regulation in Australia and its States. "In that sense, it will feel very familiar," says Logie-Smith. "But it also introduces some powerful new elements that can fairly be called game-changers."

"For instance, most supply contracts and standard trading terms will need upgrading to accommodate the ACL. Importantly, suppliers of goods and services in the sub-\$40,001 price range may be exposed to vastly greater contractual risk if they persist with their current documents in the New Year. That's why our commercial team is offering a fast track service in December, helping clients to take their Christmas break confident that their paperwork is ready for business on 1 January."

Like the existing Trade Practices Act, the ACL allows suppliers of goods and services under \$40,001 to limit their exposure for defects and delays, as long as the goods or services aren't of a kind ordinarily acquired for personal, domestic or household use or consumption. "A supplier of commercial kitchen equipment, for instance, can protect itself from having to make good a restaurant's lost profits if an oven fails prematurely," says Logie-Smith. "Or a commercial printer might minimise liability for losses from a sale leaflet that carelessly advertised the wrong business address." For decades, any well drafted commercial supplier's contract has included wording that limits these kinds of liabilities, or the supplier faces unmanaged risk. Much of that wording is impacted by the

Australian Consumer Law, and won't continue to provide effective protection after it commences. Logie-Smith says, "Ironically, we find that most contracts and trading terms don't need extensive upgrading to maintain effectiveness under the ACL. But unless key changes are made, a small number of outdated words can create a major new risk headache."

Logie-Smith Lanyon is operating a fast track commercial contracts review service in December, including amendment of key liability clauses to assure ACL compliance and an overall "ACL health check" report on the document, at a standard cost of \$800. "It's perhaps unfortunate that such a significant new law takes effect on a date when so many businesses are in holiday mode. Our fast track is designed to ensure that the 1 January timing of its introduction doesn't prejudice our clients," says Andrew Logie-Smith.

The ACL requires that business contracts not misinform buyers about their legal rights, and inaccurate statements about remedies are already in the sights of the peak regulator, the Australian Competition and Consumer Commission, with two recent legal actions launched against sellers whose contracts overstated permissible liability limits. Logie-Smith Lanyon's health report will identify clauses that are at risk of regulator action, proactively ensuring they do not offend the law.

"Of course, we also advise many acquirers of goods and services," Logie-Smith says. "They often want to ensure that the provider accepts a reasonable level of responsibility for faults and delays. Our clients in this position need advice on a customised risk regime, ensuring that they get commercially acceptable protection." To fast track your commercial supply terms, contact us by telephone or email the Logie-Smith Lanyon fast track team at acl@logielaw.com.



A leading tertiary management system

Callista Software Services Pty Ltd, which had its beginnings in the late 1990 and is wholly owned by Deakin University, specialises in the provision of cost-effective student management services to the Australian tertiary sector. The company's primary product, Callista Student Management System (SMS) is operated by at least 25 per cent of Australia's higher education institutions and is used daily by many thousands of administrators and academics as well as more than 200,000 students. SMS, which can be tailored to the specific requirements of individual tertiary establishments, supports all aspects of the student lifecycle management from initial contact with a university or TAFE college through enrolment, admission and fees to assessment and progression. Sophisticated course completion and graduation functionality gives university and TAFE staff the ability to manage course completion requirements, individual student progress towards finalisation and award conferral. The system also provides interfaces between Callista SMS and other products commonly used in the higher education institutions such as finance and timetabling. In addition to its innovative management system, Callista offers a range of advisory and consulting services to universities and TAFE colleges. Headquartered in Geelong and with an office in Richmond, Callista Software Services has a staff of 100, headed by chief executive officer Peter Langkamp who assumed the role in 2003 after holding a number of senior executive roles in the corporate sector. Logie-Smith Lanyon partner and head of Employment and Industrial Relations Division, Rima Newman assisted Callista with staff contracts to replace Australian Workplace Agreements and successfully represented the company in an unfair dismissal case. "Rima is great to work with and was especially helpful with guiding me through the unfair dismissal case. It was very stressful to have to appear before the hearing and her support and advice made the experience a lot easier for me," Tina Price, Callista Software Services General Manager Business and Organisational Capability said.

Knights have their day

Although Melbourne Knights did not become a force in Australian soccer until the 1990s, it was established in 1953 when a group of Croatia immigrants registered a club, then known as Melbourne Croatia, with the Victorian Soccer Federation. Since coming of age the Melbourne Knights have enjoyed considerable success on the pitch and produced a number of high-profile players who have made the national side including the captain of Australia's 2006 World Cup team, Mark Viduka. During the last 15 years the North Sunshine-based club has featured prominently in the competition, twice winning the national championship and in 1996 took out virtually every other award including coach of the year, top scorer, most improved club and the junior championship. In addition to its stellar on-field performance, Melbourne Knights has a fine record for community involvement and is known for its generous donations to numerous charities. "We've always been very conscious of our responsibility to support the community we are part of both financially and in any other meaningful way," said Ivan Skunca, President of Save the Land Incorporated, a group established in 2005 to ensure the club's long-term financial viability. Logie-Smith Lanyon partner Michael Lanyon, who has had a long-time association with the Knights, was engaged to resolve complex legal issues relating to the transfer of the club's favourite son, Mark Viduka, from Croatia Zagreb to Celtic. Several years earlier when Viduka – who was a willing participant in the deal – was sold to the Croatian Club the contract provided for a substantial fee to be paid to Melbourne Knights if the champion player was subsequently purchased by another club. "It was an extremely complicated situation and Michael played a pivotal role in achieving an exceptionally favourable financial outcome for the club. He has also assisted us with our finance and leasing arrangements, and is currently handling the club's liquor licence application," Ivan Skunca added.





Halcrow moves closer to clients

Halcrow is a broad-based engineering consultancy which delivers planning, design and management services for infrastructure development worldwide. It traces its history back to 1868, when Scotsman Thomas Meik started doing port, maritime and railway projects in northern England and Scotland. In the early years of the 20th century the company established its reputation for tunnelling expertise – a reputation which today brings commissions in many parts of the world.

Halcrow opened an Australian office with three people in 1993 in Surrey Hills. Today more than 200 people work with clients in Queensland, New South Wales, Victoria and Western Australia. Halcrow's wide-ranging Australian expertise is employed on both local and international projects, such as -

- technical and design services to Sydney-based Railcorp in the procurement of new rolling stock for the Sydney commuter network
- transport planning for public authorities and private developers
- tunnel designs for a new metro rail line in Hong Kong
- planning and design services in water and sewerage to a wide range of public and private clients throughout Australia
- sustainability reporting reviews for, amongst others, Australia Post

With more than 6,000 employees, working from 80 offices on projects in over 70 countries around the world, an international company like Halcrow must constantly review its structure and processes in order to meet the needs of a changing world.

The current structure of centrally controlled business groups is changing to allow Halcrow's country and regional leaders to take more responsibility for their markets.

"The process will move the whole business closer to our clients by focusing on projects and the technical expertise to deliver them effectively," said Russell Blunsdon, Halcrow Human Resources Manager in Australia.

"A significant component of this transition from an HR perspective is equipping senior management with change leadership tools coupled with an effective engagement and retention strategy."

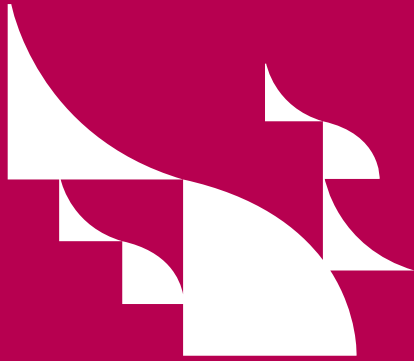
Logie-Smith Lanyon partner Rima Newman is working with Halcrow to develop the company's employment law strategy and operating procedures. "We regard Logie-Smith Lanyon as a partner in the process of change," said Russell. "Not only are they a valuable sounding board, they also help with the alignment of our HR strategy to growth and keep us abreast of legislative amendments to employment laws as they occur."



Australia's largest real estate industry body

The overriding objective of the Real Estate Institute of Victoria (REIV) is to represent the real estate profession in Victoria and nationally. Comprised of more than 2,000 corporate members – who account for an estimated 85 per cent of Victorian agents – and around 8,000 individual members, the REIV is the largest of the industry's state peak bodies in Australia. "Our role includes advising members on a raft of real estate, legislative and taxation issues, maintaining standards within the industry, education of members and ensuring standards of conduct are observed," REIV Chief Executive Officer Enzo Raimondo said. The industry's Internet site, www.realestateview.com.au, in which the REIV holds 72 per cent of the shares and agents the other 28 per cent, is currently the number three dedicated property portal in Australia and closing in on the market leaders. "Since we acquired the controlling interest in realestateview in late 2006 the number of unique visits has skyrocketed from 280,000 to more than one million a month." In addition to the remarkable growth in traffic the portal's sales and rental listings now number over 300,000. Another valuable community role the REIV fulfills through its database www.propertydata.com.au is the capture of auction and private sale results from member agents. Information collected is supplied to the daily newspaper property supplements for their weekly summaries of auction clearance rates and sales results. The property database is used extensively by agents for calculating estimated selling prices and also provides the REIV with the necessary data for determining quarterly median price movement. As its external legal advisor, Logie-Smith Lanyon provides the REIV with advice relating to its constitution and commercial activities as well as legislative changes that affect both the institute and its members. "I have regular communication with Andrew Logie-Smith and value both the quality of his advice and the cordial relationship that exists between our organisations," said Enzo Raimondo.





Logie-Smith Lanyon directory

Business and corporate

- defence contract procurement
- ASIC, ASX and regulatory requirements
- mergers and acquisitions
- takeovers
- trusts
- international trade and investment
- banking, finance and investment
- capital raising
- business structures
- franchising

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Litigation and dispute resolution

- trade practices
- debt collection
- insolvency
- securities enforcement
- professional negligence claims
- contractual disputes
- insurance claims
- corporation law disputes
- property
- ASIC enforcement actions & s 19 hearings

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- real estate conveyancing and leasing
- probate
- superannuation
- trusts and estates
- wills consumer law

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Employment and industrial relations

- contracts of employment
- enterprise agreements
- sexual harassment
- anti-discrimination
- occupational health and safety
- industrial disputes
- employment/IR litigation
- service, consultancy and management agreements
- rights and obligations under the Federal employment, IR and OHS legislation
- adverse actions
- unfair dismissal claims
- policy/employment manuals, documents, handbooks and training
- redundancy/restructures
- workplace codes of conduct
- workplace strategy reviews
- employment benefits
- confidentiality and restraints of trade
- conciliation and arbitration

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Property and construction

- development
- subdivisions
- leases
- tenders
- construction contracts
- project documentation
- contract administration
- claims
- dispute resolution
- planning
- environmental
- stamp duty planning
- finance
- structuring

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Hospitality and gaming

- town planning
- liquor licensing
- venue operator licensing
- strategic advice
- sale and purchase

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Taxation

- income tax
- capital gains tax
- goods and services tax (GST)
- Division 7 A loan issues
- stamp duty
- land tax
- tax effective business structuring
- tax effective succession and estate planning
- tax dispute resolution
- tax litigation
- accountants/tax agents' registration and regulation
- superannuation

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