



THE UNIVERSITY OF
SYDNEY

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General Counsel, Office of General Counsel

21 July 2026

Legal Services Council

By email to: submissions@legalservicescouncil.org.au

To the Legal Services Council:

Consultation on enabling corporate legal practitioners to support related entities of their employer

Thank you for the opportunity to make a submission in response to the Council's consultation on the issue of enabling corporate legal practitioners to support related entities of their employer.

The University of Sydney strongly supports the proposed amendment to the Uniform General Rules to extend the definition of "related entity" to capture entities controlled by employers who are not a company within the meaning of the *Corporations Act 2001 (Cth)*, such as universities.

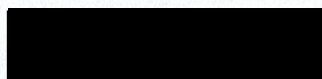
Please find enclosed our completed submission template which provides further detail in response to the consultation questions. I note the Office of General Counsel (OGC) uses generative AI in its work and Harvey AI has been used to assist in the preparation of this submission, but the final version has been checked and verified by OGC solicitors.

We would be pleased to discuss any aspect of this submission with the Council. Please do not hesitate to contact me if you have any questions.

Sincerely,

[Redacted signature block]

[Redacted contact information]



Submission Template —Enabling corporate legal practitioners to support related entities of their employer

Please complete all relevant sections. Use plain language and provide evidence or examples where possible. You may attach supporting documents.

A. Submitter details

- **Organisation (if applicable):** The University of Sydney
- **Primary contact name and role/title:** [REDACTED]
- **Email:** [REDACTED]
- **Phone:** [REDACTED]
- **Jurisdiction(s):** NSW

B. Confidentiality and publication

- **Do you request that your submission (in full) be treated as confidential?** No
- **If 'No', may the Council publish your submission on its website, including your name/organisation?** Please do not publish contact name, title or number (okay to publish entity name)

C. Detailed responses to consultation questions

Question 1 — Practical operation of the current framework

Does the current definition of “related entity” present practical difficulties for corporate legal practitioners employed by entities that are not a company within the meaning of the Corporations Act?

1. **Position:**

Yes

2. **Please provide details of any practical difficulties experienced:**

The University of Sydney (“**University**”) is a statutory body established under the University of Sydney Act 1989 (NSW), rather than a company within the meaning of the Corporations Act 2001 (Cth). As a result, the current definition of “related entity” in the Uniform General Rules does not extend to entities controlled by the University.

The University currently has four controlled entities established in Australia and overseas. Each of these entities is wholly owned by the University and undertakes various activities which promote, support or otherwise align with the objects and functions of the University.

The current definition presents practical difficulties for the University’s in-house legal team to navigate, which can negatively impact how the University is able to support and manage its own controlled entities. Consequently, these controlled entities may be more likely to require external legal support, incurring additional costs and administrative burden.

The proposed amendments to the current framework would enable more legal matters to be handled efficiently and cost-effectively in-house. This will also facilitate a more coherent management of legal risk across the University group, drawing on the in-house legal team's deeper institutional knowledge and greater understanding of the University's broader strategic objectives.

3. Additional comments (optional):

Governance is a high priority within the university sector. Change which clarifies the capacity of in-house legal practitioners to support the governance and compliance efforts of both universities and their controlled entities is not only appropriate but increasingly important.

Question 2 —Reliance on the concept of “control” under section 50AA of the Corporations Act

If this issue is addressed by an amendment to the Uniform General Rules, do you support relying on the definition of “control” in section 50AA of the Corporations Act to capture related entities of entities that are not a company?

1. Position:

Support

2. Are there any alternative approaches the Council should consider?

The University supports the proposed approach to amend the Uniform General Rules and rely on the definition of “control” in section 50AA of the Corporations Act.

3. Rationale:

The definition of “control” in section 50AA of the Corporations Act provides a well-understood and established legal concept that can be readily applied to determine whether an entity is related to a non-corporate employer such as a university. Reliance on this existing statutory definition would provide certainty and consistency, while avoiding the need for bespoke definitions in the Uniform Rules.

4. Additional comments (optional):

Question 3 —Potential implications and unintended consequences

If the potential reforms outlined at Q2 are progressed, could this cause any unintended consequences, and if so how should these be addressed?

1. Position: No

2. Please identify any potential implications or unintended consequences:

We do not envisage any ‘unintended’ consequences of this proposed reform, but we take this opportunity to respectfully address some of the considerations identified by the Law Council in the Consultation Paper.

Conflict of Interest

Provision of legal services by a corporate legal practitioner working for a university, to an associated entity, may at times involve a conflict of interest. However, the same potential for conflicts arises whenever corporate legal practitioners employed by companies provide legal services to related body corporates under the existing framework. Similar conflicts may also be present for some government lawyers, whose practice is limited for example to work as an officer or employee of a government authority.

In-house lawyers are already required to identify and manage conflicts of interest in accordance with their professional obligations, and there is no reason to expect that practitioners employed by universities or other statutory bodies would be any less capable of discharging these obligations.

Subjectivity of the 'control' test

The control test in section 50AA of the Corporations Act has been part of Australian corporate law for some time and is well understood by legal practitioners. While the test involves an element of judgment, this is inherent in many legal standards that practitioners routinely apply. In the case of the University's current controlled entities, we note the test is very straightforward as these entities are all wholly owned by the University.

Particular kinds of entities or services where legal services may be inappropriate

We do not consider that the proposed reform requires carve-outs for particular kinds of entities or services. The existing professional conduct rules, including those relating to conflicts of interest and confidentiality, already provide appropriate safeguards. Where a conflict arises that cannot be managed, the practitioner will be precluded from acting - this is no different from the position that applies to corporate legal practitioners under the current framework. We note that corporate legal practitioners employed by companies are not subject to restrictions on the kinds of related body corporates they may advise, and we see no principled basis for imposing such restrictions on practitioners employed by non-corporate entities.

Additional guidance on professional conduct rules

We acknowledge that practitioners may benefit from guidance on the application of professional conduct rules in the context of providing services to controlled entities. However, this is equally true for corporate legal practitioners employed by companies who currently provide services to related body corporates. The Australian Solicitors' Conduct Rules and the associated commentary already address the management of conflicts and confidentiality obligations. We would support the development of additional guidance materials by the Council or relevant professional bodies, but we do not consider that the absence of such guidance should delay the proposed reform.

3. Are there any safeguards, limitations or clarifications the Council should consider?

We do not consider that additional safeguards, limitations or clarifications are required beyond those already contained in the professional conduct rules applicable to all Australian legal practitioners.

4. **Additional comments (optional):**

D. Attachments (optional)

Lodgement and deadline

- **Submit by email: submissions@legalservicescouncil.org.au**
(If you require an alternative lodgement method or accessibility adjustments, please contact the Council.)
- **Closing date: 22 July 2026**
- **General enquiries: lsc@legalservicescouncil.org.au**