This case is an appeal from a decision of Justice Stone concerning the conversion of an incorporated association into a company limited by guarantee. He determined that attempts by an incorporated association, the Medical Defence Association of Western Australia Inc (MDA), to become a company limited by guarantee under the Corporations Act 2001 (Cth), were not thwarted by the absence of authorisation under Western Australian law. This is a requirement of section 601BC(8)(d) of Part 5B.1 of the Corporations Act 2001 (Cth). The Australian Securities and Investment Commission appealed the decision on the basis that it was not possible for the Association to be registered under this Part of the Corporations Act 2001 (Cth). Justice Emmett in the Full Court of the Federal Court examined the various States' and Territories' Companies Codes, the predecessors to the Corporations Act 2001 (Cth). He concluded that, upon historical analysis, an association formed according to the law of a State or Territory required express authorisation under that law before compliance with the existing regulatory system could be dispensed with. In his view, the situation had not altered with the passing of the Corporations Act 2001 (Cth). Therefore, to avoid the potential for conflict if MDA was placed in the position where it was forced to comply with both Western Australian and Commonwealth laws, he maintained that there was a positive duty under section 601BC(8)(d) of the Act for MDA's transfer to the Commonwealth regime to be authorised under Western Australian law. Since this was impossible, there could never be satisfactory proof of the matters required under the section. Therefore, Justice Emmett set the orders of Justice Stone aside, upheld the appeal and awarded costs against MDA. Justices Finn and Conti agreed with the orders of Justice Emmett. In his judgment, Justice Conti elaborated on the notion of "authorisation" as it was used in section 601BC(8)(d). He stated categorically that it was mandatory that this requirement be met and that no such legislative authorisation presently existed in Western Australia to resolve the MDA's dilemma. Further, he went so far as to say in paragraph 78 that the essential authorisation, "Would not be satisfied unless and until legislative reform was implemented," in Western Australia. On the basis of this belief, he commented on section 13 of the Associations Incorporation Act 1987 (WA) which MDA had sought to rely on to assist in satisfying the requirements of section 601BC(8)(d). Because section 13 dealt with the powers of an incorporated association generally, it was too broad to assist in this regard.