

Academic Year: ( 2022 / 2023 )

Review date: 09-05-2022

Department assigned to the subject: Business Administration Department

Coordinating teacher: DESENDER , KURT ACHIEL

Type: Electives ECTS Credits : 5.0

Year : 2 Semester : 1

**REQUIREMENTS (SUBJECTS THAT ARE ASSUMED TO BE KNOWN)**

The course does not assume the student has any prior knowledge on corporate governance or corporate social responsibility.

**OBJECTIVES**

A student that has successfully completed this class should

- Understand the different corporate governance mechanisms and the different dimensions of CSR, and the relation between Corporate Governance and CSR.
- Understand the fundamental role of corporate governance and CSR in capital markets and society.
- Understand the international differences in corporate governance and CSR.
- Be able to read and understand a research paper on corporate governance and CSR, from an array of perspectives (Finance, Management, Law).
- Be familiar with the most relevant databases on corporate governance and CSR.
- Be familiar with the different research lines on corporate governance and CSR and be able to propose interesting research ideas.

**DESCRIPTION OF CONTENTS: PROGRAMME****SHORT COURSE DESCRIPTION**

Corporate Governance has regained central importance in the aftermath of the Enron scandal (in 2001) and the recent financial crisis. Corporate governance is the collection of mechanisms, processes and relations by which corporations are controlled and operated, to guarantee the interests of investors and other stakeholders. While a lot of attention has been paid to examining internal mechanisms, such as the board of directors, ownership structures and executive compensation, growing attention has been put on external governance mechanisms, such as the market for managers, market for corporate control, codes of governance, or media exposure. In addition, the recognition of different patterns of corporate governance around the world has spurred comparative corporate governance research. Corporate Social Responsibility has attracted renewed interest since the last financial crisis and questions the premise that firms should only be managed in the interest of shareholders. Management and corporations are increasing facing public demand for new corporate ethos, a stricter compliance with both public and private/civil regulation and the assumption of responsibilities related to emerging social and environmental issues such climate change, labor exploitation, health security, etc.

This course is aimed at enhancing doctoral students' knowledge of the foundations of corporate governance and corporate social responsibility research, and the linkages between both streams. The course includes the explanation and problematization of the main theories that are central to corporate governance and corporate social responsibility such agency theory, the stakeholder view of the firm, institutional theory, etc.

This is primarily a discussion based course, where academic articles are posed to students on complex topics in which students engage first hand in the discussion and debate. We do expect a lively debate in the classroom and learning by confrontation.

Topic 1. Corporate governance and CSR ¿ the original debate

Topic 2. The importance of the ownership structure on firm decision-making and on the design of other corporate governance mechanisms and CSR

Topic 3. External corporate governance: the role of Media and Competition

Topic 4. Comparative corporate governance: the role of institutions and configurations

Topic 5. Stakeholder theory, stakeholder engagement and CSR

Topic 6. The link between Corporate Governance and CSR

## LEARNING ACTIVITIES AND METHODOLOGY

The course methodology will consist of the following elements:

- lectures by the coordinator of the course.
- presentation in class of research papers, both by the coordinator and by the students.
- class discussion of research papers.
- elaboration of a critical reports of the papers presented during the course.
- preparation of a research proposal and presentation on corporate governance and CSR.

## ASSESSMENT SYSTEM

- Individual and group work during the course (75%)
- Final Exam (25%)

Extraordinary examination: If the student does not obtain the minimum grade to pass in the ordinary examination, the student should resubmit all written assignments (papers assessments and the research proposal). Class participation grades cannot be retaken and will be carried forward to this assessment.

<b>% end-of-term-examination:</b>	25
<b>% of continuous assessment (assignments, laboratory, practicals...):</b>	75

## BASIC BIBLIOGRAPHY

- Freeman, R. E., Harrison, J. S., C., Wicks A., Parmar, B. L., & de Colle, S. eds. The problem that Stakeholder Theory Tries to Solve in Stakeholder Theory: The State of the Art., Cambridge University Press. Chapter 1. Pages: 2-29. , 2010
- Matten, D., & Moon, J. Implicit and Explicit CSR: A Conceptual Framework for a Comparative Understanding of Corporate Social Responsibility. , Academy of Management Review, 33(2): 404-424. , 2008
- Mitchell, R. K., Angle, B. R., & Wood, D. Toward a Theory of Stakeholder Identification and Salience: Defining the Principle of Who and What Really Counts., Academy of Management Review, 22(4): 853-886s., 1997
- Scherer, A. G., & Palazzo The New Political Role of Business in a Globalized World - A Review of a New Perspective on CSR and its Implications for the Firm, Governance, and Democracy., Journal of Management Studies, 48(4): 889-931., 2011