



Shanghai Jiao Tong University

EC320 International Corporate Governance

Instructor Information:	Eric Bruzzone Home Institution: Emlyon Business School Email: ebruzzone@yahoo.es Office Hours: Determined by Instructor		
Term:	December 16, 2019 - January 7, 2020	Credits:	4 units
Class Hours:	Monday through Friday, 160 mins per teaching day		
Discussion Sessions:	2 hours each week, conducted by teaching assistant(s)		
Total Contact Hours:	64 contact hours (1 contact hour = 45 mins, 2880 mins in total)		
Required Texts (with ISBN):	<p>Clarke, T., International Corporate Governance: A Comparative Approach, 2nd Ed., Routledge, 2017, ISBN-10: 0415586453 / ISBN-13: 978-0415586450</p> <p>Larcker, D., A Real Look at Real World Corporate Governance, Larcker & Tayan, 2013</p> <p>Tricker, R.I., Corporate Governance: Principles, Policies, and Practices, 3rd Ed., Oxford University Press, 2015, ISBN-10: 9780198702757 / ISBN-13: 978-0198702757</p>		
Prerequisite:	None		



Course Overview

This course is designed to introducing the concept of corporate governance and putting it in an international context. With regard to the latter, students learn about different corporate governance systems and models across the world and focusing on specific country examples. In addition, this course also discusses a number of cases where corporate governance failed to provide students with insights on the actual importance of proper corporate governance.

As a course requirement, students need to present (usually in teams of two or three) a specific corporate governance topic and prepare a well-organized handout on key facts (max. 3 pages) for their colleagues.

Learning Outcomes

The course objective is to provide students with a basic understanding of what corporate governance is and how it plays out internationally in terms of differences in systems and models. Additional case studies should further deepen the understanding of corporate governance and what happens when it fails at a company, causing a global impact in the worst case.

Grading Policy

Presentation (individual + team score)	60%
Hand-Out (team score)	30%
Attendance	10%

Grading Scale is as follows

Number grade	Letter grade	GPA
90-100	A	4
85-89	A-	3.7
80-84	B+	3.3
75-79	B	3
70-74	B-	2.7
67-69	C+	2.3
65-66	C	2
62-64	C-	1.7
60-61	D	1
≤59	F (Failure)	0



Class Schedule (Subject to Change)

Date	Lecture	Chapter
Day 1	Course Overview, Information, Introduction to Corporate Governance & International Corporate Governance	Tricker, Ch.1-2, Clarke Ch.1
Day 2	Theories & Philosophies of Corporate Governance Chapter Summary Group discussion	Tricker, Ch. 3
Day 3	Boards & Directors, Chapter Summary (students) Group discussion	Tricker, Ch. 4, 7 Clarke, Ch. 2
Day 4	The Regulatory Framework, Chapter Summary (students) Group discussion	Tricker, Ch. 5
Day 5	The Governance of Corporate Risk Chapter Summary (students) Group discussion	Tricker, Ch. 8
Day 6	CSR & Corporate Governance Chapter Summary (students) Group discussion	Tricker, Ch. 9, Clarke, Ch.8
Day 7	Models of Corporate Governance –Anglo-American mode Chapter Summary , Country Examples (US, UK, AUS) (students) Group discussion	Tricker, Ch. 6, Clarke, Ch. 4
Day 8	Models of Corporate Governance – EU model Chapter Summary, Country Examples (tbd) (students) Group discussion	Tricker, Ch. 6, Clarke, Ch. 5
Day 9	Models of Corporate Governance – Asian model Chapter Summary, Country Examples (tbd) (students) Group discussion	Tricker, Ch. 6, 12 Clarke, Ch. 6
Day 10	Cases – World’s largest crises I – Enron Chapter Summary (students) Group discussion	Clarke, Case Studies, 1
Day 11	Cases – World’s largest crises I – Worldcom Chapter Summary (students) Group discussion	Clarke, Case Studies, 2



Day 12	Cases – Board of Directors Chapter Summary (students) Group discussion	Larcker, Part 1
Day 13	Cases – Accounting Chapter Summary (students) Group discussion	Larcker, Part 2
Day 14	Cases – Executive Compensation Chapter Summary (students) Group discussion	Larcker, Part 4
Day 15	Course Summary, Final Q&A	