Shanghai Jiao Tong University

EC320 International Corporate Governance (Online)

Instructor Information	Jean-Yves Le Corre Home Institution: University of Strasbourg Email: bestofmanagement@outlook.com Office Hours: (to be confirmed)

Term	June 28, 2021 - July 23, 2021	**Credits**	4 units

Course Delivery	The course will be delivered on line exclusively and will include asynchronous learning activities (recorded lectures, videos) as well as synchronous activities (interactive sessions) via Tencent Meeting with the course instructor for 2 to 6 hours per week. The workload students are expected to complete is between 10 to 15 hours of private study per week.
Required Texts (with ISBN)	• Clarke, T., International Corporate Governance: A Comparative Approach, 2nd Ed., Routledge, 2017, ISBN-10: 0415586453／ISBN-13: 978-0415586450 • Tricker, R.I., Corporate Governance: Principles, Policies, and Practices, 3rd Ed., Oxford University Press, 2015, ISBN-10: 9780198702757 / ISBN-13: 978-0198702757
Prerequisite	None

Course Overview

Corporate governance is fundamental to the existence and growth of public corporations as it encompasses the mechanisms which help suppliers of finance assure themselves of getting a return on their investment. However, there are different conceptualizations and theoretical lenses of Corporate Governance.

Firstly, the course objective is cover the fundamental principles and concepts of Corporate Governance is and how it plays out internationally in terms of differences in systems and models.

Secondly, the course analyses how different governance mechanisms prevent managerial flaws and add value to corporations. Why does Corporate Governance matters? How can Corporate Governance create value for firms? What is the relation between Corporate Governance and risk? What are the different theories and models of Corporate Governance? How to evaluate Corporate Governance practices? Specific mechanisms of Corporate Governance covered will include: directors' responsibilities, board structure, regulations, auditing, executive compensation; financial ownership and control, and the role of Ethics as well as Corporate Social Responsibility.

Thirdly, this course aims to foster critical understanding of the concepts, issues and practices in the governance structures of modern corporations from international perspective, as well as to synthesize and apply the knowledge to different situations and contexts.

Finally, several governance systems between countries will be compared, including United States, China, France, U.K, Germany and some other Asian countries.

Learning Outcomes

By the end of this course, students will be able to:
- Understand the principles of good corporate governance practices
- Understand the global best practice knowledge in corporate governance environment, the corporate forms, proper corporate, legal, and regulatory frameworks necessary to perform the duties of the board in protecting the rights of the shareholders and coping with other stakeholder's expectations;
- Analyse the causes and consequences of corporate governance issues due to inherent conflicts of interest between shareholders, the board of directors, and the executive management and other stakeholders in governance;
- Understand the relationship between corporate governance, corporate finance, investments and shareholder wealth maximization, and risk;
- Familiarize with tools for assessment and scoring of corporate governance practices.

Grading Policy

Achievement of learning outcomes will be assessed through individual and group courseworks. In addition, students will prepare an oral presentation of 15 mns in order to present a case study on corporate governance on line (using Tencent meeting)

Coursework (individual)	50%
Group Coursework (by groups of 4-5 students)	30%
Oral Presentation (by groups of 4-5 students)	10%
Attendance & Participation	10%

Grading Scale is as follows

Number grade	Letter grade	GPA
90-100	A	4.0
85-89	A-	3.7
80-84	B+	3.3
75-79	B	3.0
70-74	B-	2.7
67-69	C+	2.3
65-66	C	2.0
62-64	C-	1.7
60-61	D	1.0
≤59	F (Failure)	0

Class Schedule

Date	Lecture	Readings	Online Teaching Arrangement
Day 1	Introducing Corporate Governance (and historical perspective)	Chapters 1,2,3 (Tricker)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 2	Governance and Stakeholders	Chapter 3 (Tricker)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 3	Corporate Governance Structure and Mechanisms	Chapter 4 (Tricker)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 4	Corporate Governance and Performance		• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 5	Regulatory frameworks	Chapter 5 (Tricker)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 6	Corporate Governance and the board. Board Effectiveness	Chapter 7 (Tricker) Chapter 2 (Clarke)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)

Day 7	Corporate governance and ethics	Chapter 13,14,15,16 (Tricker)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 8	*Preparation of group coursework*		Students will be working in groups with the help of teaching assistant (on line)
Day 9	*Preparation of group coursework*		Students will be working in groups with the help of teaching assistant (on line)
Day 10	*Preparation of group coursework*		Students will be working in groups with the help of teaching assistant (on line)
Day 11	The human face of corporate governance	Chapter 13,14,15,16 (Tricker)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 12	Risk management and internal audit, audit committees	Chapter 8 (Tricker)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 13	Ownership structures and external influences, shareholders rights	Chapter 10,11 (Tricker)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 14	Public sector governance		• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)

Day 15	Institutional perspective and legal environment		• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 16	Investors and Risk. Financial markets	Chapter 3 (Clarke)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 17	Governance and Corporate Social Responsibility Governance Reporting & Rankings	Chapter 9 (Tricker)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 18	Theoretical models of governance: why they differ. Comparative analysis		• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 19	The Chinese model of governance		• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)
Day 20	Future perspectives of Corporate Governance	Chapter 18 (Tricker)	• 1 or 2 lectures totaling around 40-60 minutes including recorded videos and lectures • 15-30 minutes interactive session on line (Tencent meeting)

For each session, additional materials (articles, case studies, extracts of books.) will be provided on electronic format