



## EC320 International Corporate Governance

<b>Instructor Information</b>	<p>Dr Jean-Yves Le Corre          Home Institution: University of Strasbourg          Email: bestofmanagement@outlook.com          Office Hours: Determined by Instructor</p>		
<b>Term</b>	<p>June 27, 2022          - July 22, 2022</p>	<b>Credits</b>	<p>4 units</p>
<b>Class Hours</b>	<p>Monday through Friday, 120 mins per teaching day</p>		
<b>Discussion Sessions</b>	<p>2.5 hours each week, conducted by teaching assistant(s)</p>		
<b>Total Contact Hours</b>	<p>66 contact hours (1 contact hour = 45 mins, 3000 mins in total)</p>		
<b>Required Texts (with ISBN)</b>	<p>Clarke, T., International Corporate Governance: A Comparative Approach, 2nd, Routledge, 2017          ISBN-10: 0415586453 / ISBN-13: 978-0415586450          Tricker, R.I., Corporate Governance: Principles, Policies, and Practices, 3<sup>rd</sup>, Oxford University Press, 2015          ISBN-10:9780198702757 / ISBN-13: 978-0198702757</p>		
<b>Prerequisite</b>	<p>None</p>		



## 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 will review the fundamental principles, concepts, systems and models of Corporate Governance and explain the role of Corporate Governance in the success of firms in terms of strategy, performance and risk management from an international perspective.

Secondly, the course will discuss how different governance mechanisms prevent managerial flaws and add value to corporations. Why does Corporate Governance matter? 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. The course will also cover the field of Environmental Social Governance reporting and the role of assurance in the quality of the corporate governance reporting information.

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

Finally, several governance systems between countries will be compared, including for example 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;
- Understand international practices knowledge in corporate governance, including mechanisms and legal or regulatory frameworks, 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;
- Apply with tools for assessment and scoring of corporate governance practices.
- Evaluate the quality of Environmental Social Governance and Corporate Governance information.



### Grading Policy

Achievement of learning outcomes will be assessed through group coursework (business report) and a final examination (1 hour examination – closed book).

In addition, students will prepare an oral presentation of 15-minutes to present their business report on corporate governance.

Final Examination	50%
Group Coursework (business report) (by groups of 4-5 students)	10%
Oral Presentation (by groups of 4-5 students)	30%
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
Day 1	Introducing Corporate Governance (and historical perspective)	Chapters 1,2,3 (Tricker)
Day 2	Governance and Stakeholders	Chapter 3 (Tricker)
Day 3	Corporate Governance Structure and Mechanisms	Chapter 4 (Tricker)
Day 4	Corporate Governance and Performance	
Day 5	Regulatory frameworks	Chapter 5 (Tricker)
Day 6	Corporate Governance and the board. Board Effectiveness	Chapter 7 (Tricker) Chapter 2 (Clarke)
Day 7	Corporate governance and ethics	Chapter 13,14,15,16 (Tricker)
Day 8	<i>Preparation of group coursework</i> Students will work independently in groups (self-preparation) to prepare a draft of their report and report their progress to the course instructor	
Day 9	<i>Preparation of group coursework</i> Students will work independently in groups (self-preparation) to prepare a draft of their report and report their progress to the course instructor	
Day 10	<i>Preparation of group coursework</i> Students will work independently in groups (self-preparation) to prepare a draft of their report and report their progress to the course instructor	
Day 11	The human face of corporate governance	Chapter 13,14,15,16 (Tricker)
Day 12	Risk management and internal audit, audit committees	Chapter 8 (Tricker)
Day 13	Ownership structures and external influences, shareholders rights	Chapter 10,11 (Tricker)
Day 14	Public sector governance	
Day 15	Institutional perspective and legal environment	
Day 16	Investors and Risk. Financial markets	Chapter 3 (Clarke)
Day 17	Governance and Corporate Social Responsibility Governance Reporting & Rankings	Chapter 9 (Tricker)
Day 18	Models of governance: why they differ. Comparative analysis	
Day 19	The Chinese model of governance	
Day 20	Future perspectives of Corporate Governance	Chapter 18 (Tricker)

**Note:** sessions on *Preparation of group coursework* initially planned on days 8-9-10 might be rescheduled in weeks 3 or 4 depending on student's progress, and timetable rearranged accordingly