



LAW 486

Modern Corporate Governance

S2 Day 2014

Dept of Law

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General Information

Unit convenor and teaching staff

Lecturer

Susan Shearing

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Contact via susan.shearing@mq.edu.au

By appointment

Credit points

3

Prerequisites

(6cp in LAW or LAWS units at 300 level and (LAWS256 or LAW456 or LAW406)) or (39cp including BUSL250 and BUSL301)

Corequisites

Co-badged status

This unit will only run as an External Unit for 2014

Unit description

In this unit, students will explore comparative approaches to corporate governance in Australia, Europe and Asia. Interdisciplinary materials are used to explore current debates on corporate governance, such as the effectiveness of different actors in governance, the role of litigation as a means of improving governance practices, and the manner in which sustainable practices can be encouraged. The specific challenges posed by global corporations are explored along with a critical evaluation of the current methods for regulating their actions. In this context the unit allows students to engage with both domestic and international regulatory frameworks of corporate laws and norms.

Important Academic Dates

Information about important academic dates including deadlines for withdrawing from units are available at <https://www.mq.edu.au/study/calendar-of-dates>

Learning Outcomes

On successful completion of this unit, you will be able to:

Describe the context within which corporate governance operates

Review and critique existing regulatory strategies in the domestic and international spheres

Understand and critically appraise the current discourses on corporate governance
Discern problems and gaps in the manner in which law seeks to govern
Examine alternatives regulatory modes and assess their application

Assessment Tasks

| Name | Weighting | Due |
|----------------------------|-----------|--------------------------|
| <u>Essay</u> | 30% | Friday 19 September 2014 |
| <u>Class participation</u> | 10% | 26 and 27 September 2014 |
| <u>Exam</u> | 60% | To be advised |

Essay

Due: **Friday 19 September 2014**

Weighting: **30%**

The essay topic will be posted on i-Learn in the first week of semester. The essay will be due Friday 19 September 2014 and will cover issues raised in the pre- on campus session recorded lectures and accompanying readings.

On successful completion you will be able to:

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres

Class participation

Due: **26 and 27 September 2014**

Weighting: **10%**

Students will be expected to have read the assigned readings for each topic and come to the on campus intensive prepared to discuss the readings and answer questions posed by the lecturer. Students will be assessed on the quality of participation rather than the quantity of contribution.

On successful completion you will be able to:

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Exam

Due: **To be advised**

Weighting: **60%**

The exam will be held during the formal exam period. Information concerning topics to be covered in the exam will be provided at the on campus intensive.

On successful completion you will be able to:

- Describe the context within which corporate governance operates
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- Examine alternatives regulatory modes and assess their application

Delivery and Resources

This Unit will be run externally only with on campus intensive session on 26 and 27 September, 2014 between 9am-3.30 pm.

The delivery method at the on campus intensive will vary between lectures and discussion. The on campus intensive sessions will not be recorded as attendance is compulsory.

Prior to the on campus intensive, there will be 4 lectures available through echo 360 on iLearn. The powerpoint slides for these lectures will also be posted on line.

Readings:

Du Plessis J, Hargovan A and Bagaric M, Principles of Contemporary Corporate Governance, Cambridge University Press, 2010. This will be available from the University Bookshop.

Supplementary Readings will be posted on iLearn.

Unit Schedule

| | Topic |
|--|-------|
|--|-------|

| | |
|--|---|
| | Introduction Theoretical Aspects of Corporate Regulation |
| | Stakeholders in Corporate Governance |
| | Role of the Board of Directors and Officers in Corporate Governance: issues and challenges |
| | Corporate Governance, Corporate Social Responsibility and the domestic regulatory framework |
| | Corporate Regulation Corporate Social Responsibility and the international regulatory framework |
| | Role of the regulators in governance: ASX, ASIC and others |
| | The place of audit and the role of auditors in regulating corporate governance |
| | Other actors in corporate governance: effectiveness and challenges |
| | The place for socially responsible investing and ethical behavior in corporate governance |
| | Assessing regulation frameworks in comparable jurisdictions: Germany, China, India and others |

Assessing the role of non-traditional stakeholders: credit ratings agencies, media and others

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Policies and Procedures

Macquarie University policies and procedures are accessible from [Policy Central](#). Students should be aware of the following policies in particular with regard to Learning and Teaching:

Academic Honesty Policy http://mq.edu.au/policy/docs/academic_honesty/policy.html

Assessment Policy <http://mq.edu.au/policy/docs/assessment/policy.html>

Grading Policy <http://mq.edu.au/policy/docs/grading/policy.html>

Grade Appeal Policy <http://mq.edu.au/policy/docs/gradeappeal/policy.html>

Grievance Management Policy http://mq.edu.au/policy/docs/grievance_management/policy.html

Disruption to Studies Policy http://www.mq.edu.au/policy/docs/disruption_studies/policy.html *The Disruption to Studies Policy is effective from March 3 2014 and replaces the Special Consideration Policy.*

In addition, a number of other policies can be found in the [Learning and Teaching Category](#) of Policy Central.

Student Code of Conduct

Macquarie University students have a responsibility to be familiar with the Student Code of Conduct: https://students.mq.edu.au/support/student_conduct/

Student Support

Macquarie University provides a range of support services for students. For details, visit <http://students.mq.edu.au/support/>

Learning Skills

Learning Skills (mq.edu.au/learningskills) provides academic writing resources and study strategies to improve your marks and take control of your study.

- [Workshops](#)
- [StudyWise](#)
- [Academic Integrity Module for Students](#)

- [Ask a Learning Adviser](#)

Student Services and Support

Students with a disability are encouraged to contact the [Disability Service](#) who can provide appropriate help with any issues that arise during their studies.

Student Enquiries

For all student enquiries, visit Student Connect at ask.mq.edu.au

IT Help

For help with University computer systems and technology, visit <http://informatics.mq.edu.au/help/>.

When using the University's IT, you must adhere to the [Acceptable Use Policy](#). The policy applies to all who connect to the MQ network including students.

Graduate Capabilities

Capable of Professional and Personal Judgement and Initiative

We want our graduates to have emotional intelligence and sound interpersonal skills and to demonstrate discernment and common sense in their professional and personal judgement. They will exercise initiative as needed. They will be capable of risk assessment, and be able to handle ambiguity and complexity, enabling them to be adaptable in diverse and changing environments.

This graduate capability is supported by:

Learning outcomes

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourses on corporate governance
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- Examine alternatives regulatory modes and assess their application

Assessment tasks

- Essay
- Class participation
- Exam

Discipline Specific Knowledge and Skills

Our graduates will take with them the intellectual development, depth and breadth of knowledge,

scholarly understanding, and specific subject content in their chosen fields to make them competent and confident in their subject or profession. They will be able to demonstrate, where relevant, professional technical competence and meet professional standards. They will be able to articulate the structure of knowledge of their discipline, be able to adapt discipline-specific knowledge to novel situations, and be able to contribute from their discipline to inter-disciplinary solutions to problems.

This graduate capability is supported by:

Learning outcomes

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourses on corporate governance

Assessment tasks

- Essay
- Class participation
- Exam

Critical, Analytical and Integrative Thinking

We want our graduates to be capable of reasoning, questioning and analysing, and to integrate and synthesise learning and knowledge from a range of sources and environments; to be able to critique constraints, assumptions and limitations; to be able to think independently and systemically in relation to scholarly activity, in the workplace, and in the world. We want them to have a level of scientific and information technology literacy.

This graduate capability is supported by:

Learning outcomes

- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourses on corporate governance
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Assessment tasks

- Class participation
- Exam

Problem Solving and Research Capability

Our graduates should be capable of researching; of analysing, and interpreting and assessing

data and information in various forms; of drawing connections across fields of knowledge; and they should be able to relate their knowledge to complex situations at work or in the world, in order to diagnose and solve problems. We want them to have the confidence to take the initiative in doing so, within an awareness of their own limitations.

This graduate capability is supported by:

Learning outcomes

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourses on corporate governance
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- Examine alternatives regulatory modes and assess their application

Assessment tasks

- Essay
- Exam

Creative and Innovative

Our graduates will also be capable of creative thinking and of creating knowledge. They will be imaginative and open to experience and capable of innovation at work and in the community. We want them to be engaged in applying their critical, creative thinking.

This graduate capability is supported by:

Learning outcomes

- Discern problems and gaps in the manner in which law seeks to govern
- Examine alternatives regulatory modes and assess their application

Assessment task

- Class participation

Effective Communication

We want to develop in our students the ability to communicate and convey their views in forms effective with different audiences. We want our graduates to take with them the capability to read, listen, question, gather and evaluate information resources in a variety of formats, assess, write clearly, speak effectively, and to use visual communication and communication technologies as appropriate.

This graduate capability is supported by:

Learning outcomes

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourses on corporate governance
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Assessment tasks

- Essay
- Class participation
- Exam

Engaged and Ethical Local and Global citizens

As local citizens our graduates will be aware of indigenous perspectives and of the nation's historical context. They will be engaged with the challenges of contemporary society and with knowledge and ideas. We want our graduates to have respect for diversity, to be open-minded, sensitive to others and inclusive, and to be open to other cultures and perspectives: they should have a level of cultural literacy. Our graduates should be aware of disadvantage and social justice, and be willing to participate to help create a wiser and better society.

This graduate capability is supported by:

Learning outcomes

- Discern problems and gaps in the manner in which law seeks to govern
- Examine alternatives regulatory modes and assess their application

Assessment task

- Class participation

Socially and Environmentally Active and Responsible

We want our graduates to be aware of and have respect for self and others; to be able to work with others as a leader and a team player; to have a sense of connectedness with others and country; and to have a sense of mutual obligation. Our graduates should be informed and active participants in moving society towards sustainability.

This graduate capability is supported by:

Learning outcomes

- Understand and critically appraise the current discourses on corporate governance
- Discern problems and gaps in the manner in which law seeks to govern

- Examine alternatives regulatory modes and assess their application

Assessment task

- Class participation