

Module: Corporate Governance and Professional Ethics

1.1 Headline information about the module

Module title	Corporate Governance and Professional Ethics
Module NFQ level (only if an NFQ level can be demonstrated)	8
Module number/reference	N/A
Parent programme(s) the plural arises if there are embedded programmes to be validated.	Bachelor of Arts (Hons) in Business Bachelor of Arts (Hons) in Accounting & Finance
Stage of parent programme	Award
Semester (semester1/semester2 if applicable)	1
Module credit units (FET/HET/ECTS)	ECTS
Module credit number of units	5
List the teaching and learning modes	Full Time, Part Time, Blended
Entry requirements (statement of knowledge, skill and competence)	Learners must have completed the previous stage or equivalent.
Pre-requisite module titles	None
Co-requisite module titles	None
Is this a capstone module? (Yes or No)	No
Specification of the qualifications (academic, pedagogical and professional/occupational) and experience required of staff (staff includes workplace personnel who are responsible for learners such as apprentices, trainees and learners in clinical placements)	Lecturing staff are required to hold at least a master's degree in accounting, finance or business equivalent and/or an equivalent professional accounting qualification.
Maximum number of learners per centre (or instance of the module)	100
Duration of the module	12 weeks
Average (over the duration of the module) of the contact hours per week (see * below)	5 hours
Module-specific physical resources and support required per centre (or instance of the module)	<ul style="list-style-type: none"> Fully equipped classroom for lectures, with capacity to hold at least 100 learners, including projection and video recording capability, internet access, and presentation software Tutorial rooms to accommodate 25 learners Online broadcasting and recording capability to stream and store lectures

Analysis of required learning effort		
*Effort while in contact with staff	Minimum ratio teacher / learner	Hours
Classroom and demonstrations	1/100	36
Monitoring and small-group teaching	1/25	10
Other (specify)	-	-
Independent Learning		
Directed e-learning (hours)		-
Independent Learning (hours)		79
Other hours (specify)		-
Work-based learning hours of learning effort		-
Total Effort (hours)		125

Allocation of marks (within the module)					
	Continuous assessment	Supervised project	Proctored practical examination	Proctored written examination	Total
Percentage contribution	30%	-	-	70%	100%

1.2 Module aims and objectives

The aim of this module is to provide learners the opportunity to grasp the theoretical principles behind corporate governance and to examine its application in specific cases. The module focuses on the similarities and differences that exist between the different corporate governance regimes around the globe with an emphasis on looking at a principle versus rules-based system. International practices along with specific national codes are examined accordingly.

The module evaluates the social responsibility of business. It considers the ethical and social areas of corporate responsibility and the impacts these have on the reputation and success of an enterprise. Learners develop an awareness and understanding of the current challenges and opportunities facing companies in identifying and managing their responsibilities to diverse stakeholders. The aim is to sensitise learners to ethical business issues which, in turn, allows them to recognise potential problems and more responsible business decisions.

1.3 Minimum intended module learning outcomes

On successful completion of this module, learners are able to:

- (i) Discuss corporate governance and the law of agency and distinguish between principal and agent and their respective rights and duties
- (ii) Critically evaluate the role and function of those charged with the corporate governance of an organisation
- (iii) Analyse corporate governance and the philosophical, political and economic structures underpinning it
- (iv) Recognise the increased responsibility of business to various stakeholders
- (v) Discuss challenges to an organisation's social and environmental performance
- (vi) Understand various ethical theories and apply them when examining business issues

1.4 Rationale for inclusion of the module in the programme

The module equips the learner with an understanding of the concept of corporate governance and the principles underpinning corporate governance codes. The learner develops an appreciation of the need for corporate governance in developed capital markets and an ability to analyse the different approaches to corporate governance adopted internationally.

The area of business ethics is of increased importance in the corporate world today. Learners discuss and debate the role and responsibility of business in society and increase their awareness of society's expectations that business be socially responsible. Ethical theories are provided to learners to develop an understanding of underlying business ethics and for application to practical business situations.

It is envisaged the learner completes the module with an ability to apply regulatory knowledge and ethical reasoning to practical scenarios and make compliant and responsible business decisions in the interests of all stakeholders.

1.5 Information provided to learners about the module

Learners enrolled on this module initially receive a copy of the module descriptor, assessment briefs and assessment strategy. These materials are given directly by the lecturer but also by the year head as part of the Semester Schedule Handbook for award stage modules of the programme. All content is provided on Moodle as well as access to additional content through the library and online resources. The Programme Handbook contains the module descriptor and assessment details. Extensive use of the VLE, Moodle, provides detailed notes and additional resources.

In class, learners are provided with a PowerPoint pack, and extensive reading list, incorporating professional and academic sources. Live and historic case studies are introduced and past exam paper questions with detailed suggested solutions and marking schemes are also provided on Moodle as a tool for assignment and examination preparation.

1.6 Module content, organisation and structure

Governance and responsibility

- The scope of governance
- Agency relationships and theories
- The board of directors
- Different approaches to corporate governance
- Governance: reporting and disclosure
- Board committees: nominations, risk, audit, remuneration
- Provisions of International Codes on Corporate Governance (e.g. OECD) and their relevance to statutory auditors
- The legal and regulatory environment and sources of authority for statutory audit services
- Statutory regulations governing the appointment, rights, duties, removal and resignation of auditors

Laws and regulations

- Responsibilities of those charged with governance for an organisation's compliance with laws and regulations
- Non-compliance with laws and regulations – responses of those charged with governance
- Respective responsibilities of those charged with governance for fraud and error in an organisation

Business and professional values and ethics

- CSR models from academic research
- Ethical decision-making frameworks
- Social and environmental issues in the conduct of business and ethical behaviour
- Different approaches to business ethics and social responsibility
- Organisation culture and values
- Professions and the public interest
- Conflicts of interest and the consequences of unethical behaviour
- Fundamental principles of behaviour and conceptual framework approach to professional ethics
- Codes of conduct: creating, introducing and revising
- Compliance within organisations and managing for ethical behaviour

1.7 Module teaching and learning (including formative assessment) strategy

A range of delivery methods are adopted including lectures and guest lectures, tutorials, live and historic case study analysis and class exercises using a range of professional, academic and non-academic sources as well as formative group work using discussion and debate, online tools and more traditional written assignments. These are designed to engage learners in the module content, and associated competencies that the programme enables learners to develop over the course of the module. The module is supported with on-line access to support from the lecturer including lecture videos and quizzes.

1.8 Work-based learning and practice-placement

There is no work-based learning on practice-placement within this module.

1.9 E-learning

Moodle is the College's virtual learning environment (VLE) from which learners are able to access all materials. These include class notes, reading materials, videos and case studies. Online classes and seminars are provided for learners undertaking the 'Blended Learning' courses.

1.10 Module physical resource requirements

The module requires a fully equipped classroom for lectures, with capacity to hold at least 100 learners, including projection and video recording capability, internet access and presentation software, and tutorial rooms to accommodate 25 learners. Online broadcasting and recording capability to stream and store lectures is also required.

1.11 Reading lists and other information resources

Primary Reading

Each learner is provided with a Griffith College Corporate Governance and Professional Ethics PowerPoint Pack and Reading Manual, updated annually by the lecturer(s).

Secondary Reading

- Boatright, J.R., Smith, J.D. and Prasan Patra, B. (2017) *Ethics and the Conduct of Business*, 7th Edition. Harlow: Pearson.
- Clarke, T. (2017) *International Corporate Governance: A Comparative Approach*, 2nd Edition, Routledge.
- Crane, A. and Matten, D. (2015) *Managing Corporate Citizenship and Sustainability in the Age of Globalization*, 2nd Edition. Oxford: Oxford University Press.
- Ferrell, O.C., Fraedrich, J. and Ferrell, L. (2018) *Business Ethics: Ethical Decision Making & Cases*, 12th Edition. Cengage
- Harrison, S. and Lukaszewski, J. (2020) *The Decency Code: The Leader's Path to Building Integrity and Trust*. McGraw-Hill Education
- Hartman, L.P., DesJardins, J. and MacDonald, C. (2017) *Business Ethics, Decision Making for Personal Integrity and Social Responsibility*, 4th Edition. New York: McGraw Hill.
- Institute of Directors (2009) *The Handbook of International Corporate Governance*. London: Kogan Page
- Jennings, M.M. (2017) *Business: Its Legal, Ethical, and Global Environment*, 11th Edition, Cengage,
- Lawrence, A. and Weber, J. (2020) *Business and Society: Stakeholders, Ethics, Public Policy*, 16th Edition. Boston: McGraw-Hill.
- Mallin, C. (2018) *Corporate Governance*, 3rd Edition. Oxford: Oxford University Press.
- Treviño, L. and Nelson K.A., (2017) *Managing business ethics: Straight talk about how to do it right*, 7th Edition. New York: John Wiley and Sons Ltd.
- Tricker, R.I. (Bob) (2015) *Corporate Governance: Principles, Policies, and Practices*, 3rd Edition. Oxford University Press

Websites

- <http://www.csrwire.com/>
- <http://goodcorporation.com/>
- <http://www.business-ethics.com/>
- <http://www.mallenbaker.net/csr/>
- <http://www.transparency.ie/resources>
- <http://www.ibe.org.uk/>
- <http://www.coneinc.com/>
- <https://www.icgn.org/> – International Corporate Governance Network
- <https://www.oecd.org> – Organisation for Economic Cooperation and Development

1.12 Specifications for module staffing requirements

Lecturing staff are required to hold at least a master's degree in an accounting or business related discipline and / or an equivalent professional accounting qualification. Lecturers should ideally have industry experience in their field of delivery.

1.13 Module summative assessment strategy

Initial summative assessment is through an individual case study assignment. Creating and expanding the experience of writing an academic assignment / report is formative for the development of learners' research skills which, in turn, strengthens communication and presentation skills. The assignment / report comprises an application of concepts and frameworks to an actual audit situation, translating learning into practice. Learners analyse a series of business issues and case studies and through these scenarios, learners can identify and analyse problems and exercise appropriate professional and ethical judgement and develop justified conclusions and recommendations.

The final element of the assessment is a closed-book examination. The examination will place a strong emphasis on applying theoretical concepts and professional guidance and requirements to real scenarios.

The assessed work breakdown is indicated in the table below.

No	Description	MIMLOs	Weighting
1	Individual Assignment	(i) to (vi)	30%
2	Closed book exam	(i) to (v)	70%