

2. Corporate Governance and Business Ethics

Duration: 30 Hours

Target Group: UG/PG students of Commerce, Business Administration, Management, and related fields

Mode: Offline / Online / Blended

Course Objectives

- To provide students with a comprehensive understanding of corporate governance and its importance in modern business.
- To explore the ethical frameworks and practices in corporate decision-making.
- To enhance students' awareness of global corporate governance standards and their relevance to business practices.
- To equip students with knowledge on how ethical dilemmas are resolved in the corporate world.

Syllabus (Module-wise)

Module 1: Introduction to Corporate Governance (4 Hours)

- Definition and importance of corporate governance
- Key principles of corporate governance: Accountability, fairness, transparency, responsibility
- Corporate governance structures: Board of Directors, Committees, and Stakeholders
- Global standards of corporate governance: OECD Guidelines, SEBI regulations

Module 2: The Role of Board of Directors (4 Hours)

- Composition and structure of the Board of Directors
- Responsibilities of Board members: Strategic decision-making, oversight, and ethical behavior
- Role of independent directors in enhancing governance
- Case studies on Board failures and governance lapses

Module 3: Corporate Social Responsibility (CSR) and Sustainability (5 Hours)

- Understanding CSR and its importance in corporate governance
- CSR frameworks and models: Carroll's CSR Pyramid, Triple Bottom Line
- Corporate sustainability: Environmental, social, and economic sustainability
- Case studies on successful CSR initiatives by leading corporations

Module 4: Business Ethics and Ethical Decision-Making (5 Hours)

- Definition of business ethics and its relevance in corporate practices
- Ethical decision-making models: Utilitarianism, Deontological ethics, Virtue ethics
- Ethical issues in business: Conflict of interest, insider trading, bribery, and corruption
- Resolving ethical dilemmas in corporate settings

Module 5: Legal and Regulatory Framework for Corporate Governance (5 Hours)

- Key laws governing corporate governance in India: Companies Act, SEBI Regulations, and other statutes

- Role of regulatory bodies in enforcing corporate governance standards
- International regulatory frameworks: Sarbanes-Oxley Act (USA), Cadbury Report (UK)
- Corporate governance codes and their global application

Module 6: Ethics in Financial Management (4 Hours)

- Ethical challenges in financial reporting and auditing
- Role of internal control systems in preventing financial mismanagement
- The relationship between corporate governance and financial performance
- Corporate frauds and financial scandals: Enron, Satyam, Lehman Brothers

Module 7: Corporate Governance and Shareholder Rights (4 Hours)

- The relationship between shareholders and corporate governance
- Protecting shareholder interests and enhancing shareholder value
- Shareholder activism and its impact on governance
- Proxy voting, shareholder meetings, and rights to information

Module 8: Emerging Issues in Corporate Governance (4 Hours)

- Digital governance and the impact of technology on corporate management
- Corporate governance in family-owned businesses
- Governance challenges in multinational corporations
- Ethical leadership and corporate culture in today's business world

Assessment & Evaluation

- Assignments & Participation: 30%
- Group Project on CSR or Business Ethics in a Corporation: 40%
- Final Quiz/Viva: 30%
- Certificate will be awarded to those scoring at least 40%

Important: the syllabus mentioned above is subject to change/update/modify without any prior notice keeping in view the latest trends.