



## COLLEGE OF BUSINESS

SPRING 2016

- COURSE NUMBER:** MGT 597 – 20778 – 01W and MGT 497 – 20324 – 01W
- COURSE TITLE:** Corporate Governance and Sustainability
- INSTRUCTOR:** Dr. Guclu Atinc
- REQUIRED TEXTS:** Finkelstein, S., Hambrick, D. & Canella, A. 2009. Strategic Leadership, Theory and Research on Executives, Top Management Teams, and Boards. Oxford University Press. ISBN: 978-0-19-516207-3
- Nordberg, D. 2011. Corporate Governance: Principles and Issues. Sage Publications. ISBN: 978-1-84787-332-3

**COURSE DESCRIPTION:**

The class presents an in-depth examination of the issues related to corporate governance in an ethical society. General theories of governance provide a foundation for an examination of the role governance decisions play in promoting the long-run sustainability of the community in which the firm operates. Global comparative analysis will help identify best practices in internal and external governance mechanisms.

- PREREQUISITE:** Students are expected to take this class with energy and enthusiasm to learn.

**COURSE OBJECTIVES:**

1. KNOWLEDGE OBJECTIVES OF THIS COURSE INCLUDE:

1. Understanding the purpose of studying corporate governance
2. Preparing the students for leadership roles in firms as entrepreneurs, executives and directors
3. Recognizing an ethical dilemma and comprehend various approaches to ethical decision making within the context of corporate governance
4. Providing students with an overview of how corporate governance fit into strategic

- decision making
5. Application of student knowledge to real-world organizational situations

**2. OUTCOMES FOR STUDENTS TO SUCCESSFULLY COMPLETE THIS COURSE INCLUDE:**

1. Explaining the relationships between different bodies of corporate governance such as executives, directors and owners.
2. Understanding the importance of executives and directors as sources of sustainable competitive advantage
3. Demonstration of ethical decision making as future strategic decision makers
4. Being able to explain how corporate governance impacts strategic decision making
5. Understanding the importance of sustainability in today's business world
6. Improvement of analytical thinking and application skills
7. Improvement of presentation and teamwork skills

**CLASS MEETING:** Online

**CLASS LOCATION:** Online

**TEACHING METHOD:** Lecture, case studies, discussions, group project

**OFFICE & TELEPHONE NUMBER:** BA 310, Phone: 903-886-5685, Cell: 318-245-2870 (cell phone to be used only in emergencies)

**EMAIL ADDRESS:** guclu.atinc@tamuc.edu

**OFFICE HOURS:** Tuesdays 2:00-5:00 p.m.

**ATTENDANCE POLICY:** Due to the nature of this class there is no attendance policy. However, students of the online class are expected to be active participants. Online students are not required but expected to watch pre-recorded class lectures and attend live sessions.

**MAKE-UP POLICY:** Unless there is an officially documented reason for missing an exam, no make-up exams will be given.

**STUDENTS WITH DISABILITIES:** The Americans with Disabilities Act (ADA) is a federal anti-discrimination statute that provides comprehensive civil rights protection for persons with disabilities. Among other things, this legislation requires that all students with disabilities be guaranteed a learning environment that provides for reasonable accommodation of their disabilities. If you believe you have a disability requiring an accommodation, please contact the Office of Student Disability Resources and Services, Texas A&M-Commerce, Gee Library, Room 132 – Phone (903) 886-5150 or (903) 886-5835 – Fax (903) 468-8148 – StudentDisabilityServices@tamuc.edu

**CODE OF STUDENT CONDUCT:** All students will follow the tenets of common decency and acceptable behavior conducive to a positive learning environment. See Student's Guidebook at <http://www.tamuc.edu/CampusLife/documents/studentGuidebook.pdf>. Plagiarism and other forms of academic dishonesty are not tolerated. Instructors "are expected to uphold and support student integrity and honesty by maintaining conditions that encourage and enforce academic honesty. Conduct that violates generally accepted standards of academic honesty is "Academic dishonesty." It includes, but is not limited to, plagiarism (the appropriation or stealing of the ideas or words of another and passing them

off as one's own), cheating on exams or other course assignments, collusion (the unauthorized collaboration with others in preparing course assignments), and abuse (destruction, defacing, or removal of resource material.” See 13.99.99.R0.03 Plagiarism  
<http://www.tamuc.edu/aboutUs/policiesProceduresStandardsStatements/rulesProcedures/13students/academic/13.99.99.R0.03Plagiarism.aspx>

Penalties for students guilty of academic dishonesty could include failing this course, disciplinary probation, suspension, and expulsion.

**COURSE COMMUNICATION:** Students are required to check their e-mail at least once a day for class information. The primary mode of communication in this class will be e-mail messaging. You should also check the eCollege platform for announcements, to access the course documents via Doc Sharing, post comments on the discussion board, and to check your grades. All the audio and video files will be uploaded to eCollege.

**ASSIGNMENTS:** There will be 2 (two) individual assignments. The students are required to turn in assignments on time. Unless the instructor gives specific instructions about the format of the assignments, the students are required to turn in typed (Times New Roman with font size of 12, double spaced, 1 inch margins) documents. This is a cross-listed course. The type of the assignment will differ for graduate and undergraduate students. Details will be provided by the instructor.

**GROUP PAPER:** Each student, as part of a group composed of 4-5 students, will be preparing a paper that reports about the popular topics of corporate governance. The paper will be composed of three parts. The first section will be about the comparison of executive compensation in United States and in a G-20 country of your choice (United Kingdom, Germany and Japan cannot be chosen). The second section will be about the comparison of issues related to board of directors in United States and in a G-20 country of your choice. The third section will be about the comparison of issues related to sustainability in United States and once again in a G-20 country of your choice. You are expected to report the recent scholarly findings about each topic (at least three articles published about each topic within the past five years in peer-reviewed academic journals such as Academy of Management Journal, Strategic Management Journal, Academy of Management Review, Journal of Management, The Academy of Management Perspectives). The paper should be at least 25 pages long (with proper citations, references, etc.). Each group member will have a chance to evaluate his or her group members as well (evaluation forms will be provided).

**EXAMS:** There will be 3 (three) exams. Exams will include essay type questions. If an exam is missed without an excused reason, students will not be allowed to make up for it.

#### **EVALUATION:**

Assignments and participation	75 points
Exam 1	100 points
Exam 2	100 points
Exam 3	100 points
Report and Presentation	125 (25 points from peers evaluations)
Total	500 points
450 – 500	A
400 – 449	B
350 – 399	C
300 – 349	D
less than 300	F

Keep in mind that you are going to be accumulating points throughout the semester!  
(In other words, try to get as many points as you can, including the occasional bonus points)

Course schedule is on the next page.

## ***COURSE SCHEDULE***

<b>DATE</b>	<b>TOPIC</b>	<b>READING ASSIGNMENT</b>		<b>NOTE</b>
Week 1	Introducing Corporate Governance	Nordberg Chapter 1		Purchase books
01/19-01/24	The Study of Executives	Finkelstein Chapter 1		
Week 2	The problems with corporate governance	Nordberg Chapter 2	Walsh, 2008	
01/25-01/31	Do top executives matter?	Finkelstein Chapter 2	Largay and Zhang, 2008	
Week 3	Theories of corporate governance	Nordberg Chapter 3	Miller and Sardais, 2011; Mehrotra, 2011	
02/01-02/07	Mechanisms of Corporate Governance	Nordberg Chapter 4	Rehbein, 2008	
Week 4	Corporate governance in a global economy	Nordberg Chapter 5	Prime, 2007; Cappelli, Singh, Singh and Useem, 2010, Lui, Atinc, Kroll 2011	
02/08-02/14				
Week 5	<b>EXAM 1</b>			
02/15/02/21				
Week 6	Executive Experiences and Organizational Outcomes	Finkelstein Chapter 4		
02/22-02/28				
Week 7	Issues within the board	Nordberg Chapter 7		
02/29-03/06	Understanding Board Structure, Composition, and Vigilance	Finkelstein Chapter 8	Pearce and Zahra, 1991	
Week 8	Issues between board and management	Nordberg Chapter 8	Kaplan, 2008	
03/07-03/13	Issues between boards and owners	Nordberg Chapter 9	Qui and Largay, 2011	Assignment 1
	Issues between owners	Nordberg Chapter 10	Hoskisson, Castleton and Withers, 2009	
Week 9				SPRING
03/14-03/20				BREAK
Week 10	<b>EXAM 2</b>			
03/21-03/27				
Week 11	The Determinants of Executive Compensation	Finkelstein Chapter 10	Bogle, 2008, Wyld, 2008	
03/28-04/03	Executive Compensation: Consequences and Distributions	Finkelstein Chapter 11		
Week 12	The Antecedents of Executive Turnover and Succession	Finkelstein Chapter 6	Hambrick, Misangyi and Park, 2015	
04/04-04/10	The Consequences of Executive Turnover and Succession	Finkelstein Chapter 7		
Week 13	Issues between the company and its publics	Nordberg Chapter 11	Siegel, 2009; Marcus and Fremeth, 2009	Assignment 2
04/11-04/17	Governance beyond corporations	Nordberg Chapter 13	Weber, 2008; Weber, 2007	
Week 14	Governance of Entrepreneurial Firms, Family firms, IPO firms, Mergers and Acquisitions		Kroll, Walters, Le, 2007, McFarlin, 2008, Kale and Singh, 2009; Zollo and Meier, 2008, McDonald, Westphal and Graebners, 2008	
04/18-04/24	Special Topics of Corporate Governance		Will be provided	
Week 15	<b>EXAM 3</b>			
04/25-05/01				
Week 16	<b>PROJECT SUBMISSIONS AND EVALUATIONS</b>			
05/02-05/08				

The above schedule is tentative and subject to change throughout the semester