

TEACHING GUIDE

Course Information	
Full name	Corporate Governance
Code	0000012178
Degree	Master in International Management
Taught in	Advantere School of Management
Level	Postgraduate Official Master's Degree
Term	1
Credits	2,0 ECTS
Type	Mandatory
Person in charge	Javier Camacho Ibáñez
Official hours	Continuous availability via email

Professor information	
Professor	
Name	Javier Camacho Ibáñez
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SPECIFIC COURSE INFORMATION

Course contextualization
<p>Contribution to the professional profile of the degree</p> <p>This course will allow students to consolidate the necessary foundations to contribute to corporate management and governance that promote an ethical and socially responsible company. The objectives of the course are:</p> <ul style="list-style-type: none"> - Approaching the concept of Corporate Governance, as a way of governing the company for more efficient and more responsible management. - Obtain an overview of what it really means to be a company, in a broad sense. Seek a positive and transformative social impact that allows a better contribution to sustainable development. - Understand the mutual influences of the company and its current socio-economic environment, pointing out the challenges that the organization will face. - Delve into new business models and business management that respond to social expectations. <p>At the end of the course, the student will be able to:</p> <ul style="list-style-type: none"> Understand the different theories on the role of control mechanisms in improving business performance / success. Identify and understand national differences in corporate governance around the world and understand its advantages and disadvantages. Apply theories and tools to evaluate and design a specific corporate governance system. Evaluate the governance of a company from the perspective of the (potential) investor. Recognize the influence of those involved in corporate governance (the board of directors and its committees, and the owners of the company) on the effectiveness of the designed governance system.

Competences - Objectives

Competences

GENERAL

CG2 Information and data management as key elements for decision making and for the identification, formulation, and resolution of business problems.

RA1 Able to search and analyze information from various sources.

RA2 Search, identify, appropriately synthesize, and use primary and secondary data from various sources.

RA3 Discern the value and usefulness of different sources and types of information, contrasting them critically. Analyze and incorporate own evaluations.

RA4 Incorporate information into his/her own speech.

RA5 Correctly cite the sources used.

CG3 Problem solving and decision making at the strategic, tactical and operational level of a business organization, taking into account the interrelationship between the different functional and business areas.

RA1 Identify and understand the different internationalization strategies that a global company can implement, identifying the ethical and governance dilemmas that derive from them.

CG5 Interpersonal skills to listen, negotiate, persuade, and also work in multidisciplinary teams to operate effectively in different roles and, when necessary, assume leadership responsibilities in the business organization.

RA1 Integrate into teams and play an effective role.

RA2 Able to listen to the opinions of others and make themselves understood.

RA3 Able to make a persuasive exchange of ideas through a negotiation process to reach agreements with others.

RA4 Know the technique of debating and public speaking and know how to use it in professional situations.

RA5 Evaluate potential conflict as a driver of change and innovation.

RA6 Communicate ideas effectively and reasonably.

RA7 Look for the value of other team members and improves their skills and strengths, making them feel like an important part of the team.

RA8 Lead teamwork, organizing and delegating tasks correctly.

CG6 Ethical commitment in the implementation of moral values and business values to be applied in ethical dilemmas and corporate social responsibility.

RA1 Understand and appreciates different cultural and ideological perspectives.

RA2 Sensitive to the ethical dimension of social and ecological problems.

RA3 Adopt a responsible attitude towards people, and the means and resources that are used or managed in an organization.

RA4 Aware of the consequences that their activity and behavior may have on others.

RA5. Incorporate in his/her discourse and proposals for action, the consequences that may have for the various stakeholders of a global organization.

RA6 Understands and appreciates different cultural and ideological perspectives.

RA7 Sensitive to the ethical dimension of social and ecological problems.

CG7 Able to manage time in order to improve personal and team effectiveness within the framework of business organizations, the environment and management.

RA1 Able to organize and meet deadlines assigned to tasks.

RA2 Hierarchizes time and energy to study.

CG8 Critical thinking and argumentation consistent with the knowledge of business organizations, their external context and their administrative and management process.

RA1 Apply independent thinking and personal reflection on various topics. Identify the assumptions and limitations of the methods and theories.

RA2 Identify, establish and contrast hypotheses, variables and results in a logical and critical way.

RA3 Able to build their own discourse, in a context of debate and exchange of opinions.

ESPECIFIC

CE6 Understand the prevailing ethical and moral values in the company, acquiring the ability to identify and resolve ethical dilemmas that arise in business activity and implementing CSR management and evaluation tools for incorporation into the company's strategic planning and organizational development.

RA1 Be able to connect Ethics and CSR with elements such as Strategy, Marketing, Financial Management, People Management in the Organization.

RA2 Know and understand the different theories on the role of control mechanisms in improving business performance/success.

RA3 Identify and locate national differences in corporate governance around the world and understand their advantages and disadvantages.

RA4 Learn about theories and tools to evaluate and design a specific corporate governance system.

RA5 Evaluate the governance of a company from the perspective of the (potential) investor.

RA6 Recognize the influence of those involved in corporate governance (the Board of Directors and its committees, and the owners of the company) on the efficiency of the designed governance system.

CE10 Able to identify and understand the most current dynamics and practices in the management of global companies, applying them to situations, when appropriate.

RA1 Show interest in expanding his/her training and is updated in his/her interventions.

RA2 Show interest in contacting CTING professionals actively participating in activities that allow them to approach the professional practice of international management.

RA3 Regularly meet and consult organizations, professional forums, and publications to keep up-to-date on professional practice.

RA4 By contacting professionals, through participation in practical cases and events and attendance at conferences, among other activities, he/she is able to identify challenges and management tools for the different functional areas of a global company, being able to propose actions to solve real problems.

THEMES AND CONTENT

Contents – Thematic Blocks

Block 1: Theoretical and practical foundations of Corporate Governance

Block 2: Power and control. Execution vs. Representation

Block 3: National, geographic and cultural differences in GC systems

Block 4: The Board of Directors: structure and operation

TEACHING METHODOLOGY

General methodological course aspects

Presential Methodology: Activities

Cooperative student work who, in pairs or small groups, receive a task, case study or scenario that requires sharing information and resources among the members with a view to achieving the common goal. Based on the case method, studied by each student and discussed by each group before the individual interventions of each general session.

The case method stimulates inductive learning. From the analysis of specific examples, the different analysis tools are constructed and general rules applicable to all types of companies and sectors are induced. For this reason, prior study of the cases and active participation in the discussions of the general sessions are essential.

Presentations on their skills and abilities to get a job.

The presentations must be evaluated and criticized by the rest of the classmates or by the teacher in order to delve deeper into the subject.

Expository lessons.

Non-presential Methodology: Activities

Individual study.

Individual reading of different types of texts (cases, books, magazines, articles, press, Internet publications, reports on practical experiences, etc.) related to the study subjects.

Cooperative work of students who, in pairs or small groups, receive a task that requires sharing information and resources among the members with an aim to achieving the common goal.

SUMMARY OF STUDENT WORK HOURS

PRESENTIAL HOURS					
Professor Exposition	Student presentations. Debates and group dynamics	Exercises and problem solving. Elaboration of applied work.	Analysis and documentation .	Tutorial sessions.	Development of real projects for organizations.
6	8	8	0	1	2
NON-PRESENTIAL HOURS					
Professor Exposition	Student presentations. Debates and group dynamics	Exercises and problem solving. Elaboration of applied work.	Analysis and documentation	Tutorial sessions.	Development of real projects for organizations.
0	0	20	12	1	2
ECTS CREDITS: 2,0 (60,00 hours)					

EVALUATION AND GRADING CRITERIA

Graded Activities	Evaluation Criteria	% of Total Grade
Assessment of individual or group work carried out by students, some of them presented in class.	<ul style="list-style-type: none"> • Work adequacy to the objectives set • On-time delivery • Goal adequacy and focus • Results achieved • Compliance with deadlines • The participation of ALL members of each team in the presentations and elaborations is required. 	70

<p>Performance of oral and written examinations, public defenses and multiple-choice tests, concept tests and resolution of practical cases as exams</p>	<ul style="list-style-type: none"> •Throughout the program, exams or written tests will be given to test the solidity of the concepts acquired. •In order to pass the course, the final exams and tests of each section of the course must be passed. If there are several exams in the same section or block of a course, the weighted average of them must be higher than 4.90 as a necessary condition to pass the course. 	<p>20</p>
<p>Participation and utilization of the classes</p>	<ul style="list-style-type: none"> •When we talk about participation, it is clear that both the positive and negative ones are counted and that the quality of participation is as important as the quantity. The students' participation in class, the quality and timeliness of their interventions, the quality in the preparation and presentation of their work, predisposition and commitment, initiative, attendance. 	<p>10</p>

Grades

Notes to the evaluation criteria:

1. All students must meet a minimum of 75% attendance in the whole subject and in each of its blocks.
2. For the exercises to be taken into account, they must be delivered within the deadline and format provided, otherwise the assessment will be considered as "not delivered" with a grade of 0.
3. If, when combining the criteria, the final grade is equal to or greater than 5, but has not exceeded the minimum grade for the final exams or tests, the final grade will be reduced to a maximum of 4.0 points.
4. In the event that the student does not obtain a grade of 5.0, the student may take an extraordinary exam, in which case the final grade for the subject may not exceed 5.0.
5. If the student does not comply by delivering at least 75% of the evaluation activities and work commissioned by the professor of the block being evaluated on time, the weightings of the evaluation system table may not be applied, and the maximum final grade will be 4.0
6. To pass a subject, the student having failed more than one block included in it, the weighted average of all of them must be greater than 5.00, and not fail more than:
 - 1,5 credits in 3 credit courses
 - 2 credits in 4 credit courses
 - 3 credits in 6 credit courses

BIBLIOGRAPHIES AND RESOURCES**Basic bibliography**

- Huse, M. (2018). Value-creating boards: Challenges for future practice and research. Cambridge University Press.
 - Larcker, D. F. (2015) Corporate Governance Matters: A Closer Look at Organizational Choices and Their Consequences. Pearson FT Press.
 - Lorsch, J.W. (2012). The Future of Boards: Meeting the Governance Challenges of the Twenty-First Century. Harvard Business Review Press.
 - Mallin, C. A. (2015). Corporate Governance (5th edition). Oxford: Oxford University Press.
- A través de Moodle se proporcionarán referencias adicionales y actualizadas, en relación con los diferentes temas.

In compliance with current regulations regarding the **protection of personal data**, we inform you and remind you that you can consult the aspects related to privacy and data protection that you have accepted in your registration by entering this website and pressing "download".

<https://servicios.upcomillas.es/sedelectronica/inicio.aspx?csv=02E4557CAA6F4A81663AD10CED66792>