



## Course and Examination Fact Sheet: Spring Semester 2021

### 8,382: International Corporate Governance (MIA)

ECTS credits: 4

#### Overview examination/s

(binding regulations see below)

Decentral - Group examination paper (all given the same grades) (70%)

Examination time: term time

Decentral - Presentation (in groups - all given the same grades) (30%)

Examination time: term time

#### Attached courses

Timetable -- Language -- Lecturer

[8,382,1.00 International Corporate Governance \(MIA\)](#) -- Englisch -- [Guttman Georg](#)

#### Course information

#### Course prerequisites

None.

#### Learning objectives

This course has the following objectives:

- To understand the heterogeneity of corporate governance regimes as well as different board roles and practices globally;
- To be able to analyse implications of governance systems for strategic firm-level outcomes;
- To evaluate and appraise practical cases of corporate governance.

#### Course content

Corporate governance refers to the system by which companies are directed, controlled and made accountable. Corporate governance matters to corporate executives, investors, business partners, employees, labour leaders, politicians and regulatory bodies. Governance systems and philosophies vary across countries. Likewise, the question of what constitutes "effective" governance is a moving target, subject to alternative interpretations by different actors, as well as to changing interpretations over time.

In this course, we will focus on one of the most prominent actors in corporate governance - the Board of Directors. The primary responsibility of board members is to balance the interests of the company, shareholders and other stakeholders by pursuing long-term growth that is sustainable and profitable. This course will explore how and why national corporate governance contexts and board practices vary across countries. For example, the "Rhineland model" in continental Europe has traditionally emphasised bank lending over equity financing - with important consequences for ownership structures and governance models of European firms. Other characteristics such as the two-tier system or employee representation result in unique board structures and incentives.

We will explore similarities and differences in various features of corporate boards and discuss implications for corporate strategy and performance. We will discuss specific corporate governance cases and scandals, and explore their antecedents and consequences. At the end of this highly interactive course, participants will be able to appreciate the heterogeneity of corporate governance contexts and better understand board-level strategic leadership of companies.

#### Course structure

The course is divided in six half-day sessions. Most sessions will start with a lecture part. Afterwards, participants will be



presented with a recent/unique development in corporate governance and evaluate implications for board practice and effectiveness. In the final session, groups of participants will analyse an integrative case which combines key elements of the course.

## Course literature

All details on readings (incl. case studies) will be provided on StudyNet.

## Additional course information

In the case of the President's Board having to implement new directives due to the SARS CoV 2 pandemic in SpS2021, the information for this course changes as follows:

- The course is conducted online via Zoom.
- The recordings of the course are available for 30 days.
- The lecturer informs students of any changed implementation modalities of the course via Studynet and/or email.

## Examination information

### Examination sub part/s

#### 1. Examination sub part (1/2)

##### Examination time and form

Decentral - Group examination paper (all given the same grades) (70%)

Examination time: term time

##### Remark

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##### Examination-aid rule

Term papers

Term papers must be written without anyone else's help and in accordance with the known quotation standards, and they must contain a declaration of authorship which is a published template in StudentWeb.

The documentation of sources (quotations, bibliography) has to be done throughout and consistently in accordance with the chosen citation standard such as APA or MLA.

For papers in law, the legal standard is recommended (by way of example, cf. FORSTMOSER, P., OGOREK R. et SCHINDLER B., Juristisches Arbeiten: Eine Anleitung für Studierende, newest edition respectively, or according to the recommendations of the Law School).

The indications of the sources of information taken over verbatim or in paraphrase (quotations) must be integrated into texts in accordance with the precepts of the applicable quotation standard, while informative and bibliographical notes must be added as footnotes (recommendations and standards can be found, for example, in METZGER, C., Lern- und Arbeitsstrategien, newest edition respectively).

For any work written at the HSG, the indication of the page numbers is mandatory independent of the chosen citation standard. Where there are no page numbers in sources, precise references must be provided in a different way: titles of chapters or sections, section numbers, acts, scenes, verses, etc.

##### Supplementary aids

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##### Examination languages

Question language: English

Answer language: English



## 2. Examination sub part (2/2)

### Examination time and form

Decentral - Presentation (in groups - all given the same grades) (30%)

Examination time: term time

### Remark

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### Examination-aid rule

Presentations

In presentations, aids for visual presentation can be used. These aids can be specified or restricted by the lecturers.

### Supplementary aids

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### Examination languages

Question language: English

Answer language: English

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## Examination content

All course contents, incl. slides. All compulsory course readings.

## Examination relevant literature

Readings as indicated in the course syllabus.

### Please note

Please note that only this fact sheet and the examination schedule published at the time of bidding are binding and takes precedence over other information, such as information on StudyNet (Canvas), on lecturers' websites and information in lectures etc.

Any references and links to third-party content within the fact sheet are only of a supplementary, informative nature and lie outside the area of responsibility of the University of St.Gallen.

Documents and materials are only relevant for central examinations if they are available by the end of the lecture period (CW21) at the latest. In the case of centrally organised mid-term examinations, the documents and materials up to CW 12 are relevant for testing.

Binding nature of the fact sheets:

- Course information as well as examination date (organised centrally/decentrally) and form of examination: from bidding start in CW 04 (Thursday, 28 January 2021);
- Examination information (regulations on aids, examination contents, examination literature) for decentralised examinations: in CW 12 (Monday, 22 March 2021);
- Examination information (regulations on aids, examination contents, examination literature) for centrally organised mid-term examinations: in CW 12 (Monday, 22 March 2021);
- Examination information (regulations on aids, examination contents, examination literature) for centrally organised examinations: two weeks before the end of the registration period in CW 14 (Thursday, 8 April 2021).