



UNIVERSITI TEKNOLOGI MARA

ADM659: CORPORATE GOVERNANCE AND ETHICS

Course Name (English)	CORPORATE GOVERNANCE AND ETHICS APPROVED
Course Code	ADM659
MQF Credit	4
Course Description	This course covers corporate governance principles and issues. Corporate Governance has emerged as an important element for efficient corporate administration globally. The syllabus focuses on the role of shareholders, directors, managers, auditors, company secretaries and regulatory authorities in enhancing corporate governance in an organisation. The important ethical issues and challenges relating to corporate governance will be analysed.
Transferable Skills	Demonstrate practical and contemporary knowledge of relevant professional, ethical and legal frameworks. Demonstrate ability to analyse issues/problems from multiple angles and make suggestions. Demonstrate ability to identify and articulate self skills, knowledge and understanding confidently and in a variety of contexts.
Teaching Methodologies	Lectures, Case Study, Tutorial
CLO	CLO1 Report in writing the regulatory requirements, principles, and best practices in enhancing the corporate governance practices in organisation. CLO2 Demonstrate ethical values, integrity and accountability in identifying and discussing corporate governance issues locally and internationally CLO3 Analyse issues and challenges in relation to corporate governance in business organization
Pre-Requisite Courses	No course recommendations
Topics	
1. Corporate Governance: Theoretical and Mechanisms 1.1) o Introduction to corporate governance 1.2) o Overview of Corporate Governance 1.3) o Theoretical aspects of corporate governance 1.4) o Development of corporate governance codes 1.5) o Regulating corporate governance in Malaysia	
2. Structure and Development Process of the Boards 2.1) o Board organization 2.2) o Splitting the role of Chairman and Chief Executive 2.3) o Director Independence 2.4) o Improving board governance through committee 2.5) o Director selection process 2.6) o Board of directors and remuneration 2.7) o Director development and succession planning 2.8) o Evaluation of board effectiveness	

<p>3. Boards and Leadership</p> <p>3.1) o Board's strategic role</p> <p>3.2) o Surveillance role of the board</p> <p>3.3) o Empowered boards</p> <p>3.4) o Leveraging good governance for competitive advantage</p> <p>3.5) o Director's liabilities and challenges</p>
<p>4. Company Secretary in Corporate Governance</p> <p>4.1) o The importance of company secretary in corporate governance</p> <p>4.2) o Control of corporate information and corporate reporting</p> <p>4.3) o Company secretary and communication with stakeholders</p> <p>4.4) o The special position of the secretary in corporate governance</p> <p>4.5) o Attributes of effective company secretary</p> <p>4.6) o The 'whistle blowing' concept: issues and problems, protection</p> <p>4.7) o Company secretary: liabilities and challenges</p>
<p>5. Shareholders and Stakeholders</p> <p>5.1) o Rights and power of shareholders</p> <p>5.2) o Shareholders and stakeholders activism</p> <p>5.3) o Ownership structure and performance</p> <p>5.4) o Family-owned firms</p>
<p>6. Corporate Risk Management</p> <p>6.1) o The functions of risk management</p> <p>6.2) o Specific risk at corporate level</p> <p>6.3) o Corporate risk strategy, policies and procedures</p> <p>6.4) o The relationship between risk management and corporate governance</p> <p>6.5) o Risk management relevance, responsibilities and failures</p>
<p>7. Audit and Internal Control</p> <p>7.1) o The importance of audit in corporate governance</p> <p>7.2) o The role of board of directors in audit and internal control</p> <p>7.3) o Independent external audit by law and its function</p> <p>7.4) o Internal control and risk management</p> <p>7.5) o Relationship between external audit and internal audit</p>
<p>8. Corporate Social Responsibility</p> <p>8.1) o Approaches adopted by corporations</p> <p>8.2) o Good Corporate Citizenship</p> <p>8.3) o Corporate reporting of CSR</p> <p>8.4) o Corporate Social Responsibility and Sustainability</p>
<p>9. Corporate Ethics</p> <p>9.1) o Ethics and self-regulation</p> <p>9.2) o Codes of conduct, ethics and best practices</p> <p>9.3) o Professional ethics in governance</p> <p>9.4) o Ethical issues in companies</p>
<p>10. International Corporate Governance</p> <p>10.1) o Corporate Governance System</p> <p>10.2) o Anglo-American Corporate Governance</p> <p>10.3) o European Corporate Governance</p> <p>10.4) o Asia Pacific Corporate Governance</p> <p>10.5) o The Globalisation of Corporate Governance</p>

Assessment Breakdown	%
Continuous Assessment	50.00%
Final Assessment	50.00%

Details of Continuous Assessment	Assessment Type	Assessment Description	% of Total Mark	CLO
	Assignment	Problem based question	10%	CLO1
	Group Project	Case study	15%	CLO2
	Presentation	Week 6 and Week 12	10%	CLO2
	Test	Test 1	5%	CLO3
	Test	Test 2	10%	CLO3

Reading List	Recommended Text	Tricker, B. 2015, <i>Corporate Governance: Principles, Policies and Practices Press, UK</i> , 3rd Edition Ed., Oxford University UK
	Reference Book Resources	<ul style="list-style-type: none"> • Mallin, C. A. 2015, <i>Corporate Governance</i>, 5th Edition Ed., Oxford University Press UK • Steen, Thompson & Martin, C., 2012, <i>Corporate Governance: Mechanisms and Systems</i>, McGraw-Hill Education. • Goegen, M., 2012, <i>International Corporate Governance</i>, Prentice Hall • Boomfield, S., 2013, <i>Theory and Practice of Corporate Governance : An Integrated Approach</i>, Cambridge Univ. Press • Solomon, J. 2016, <i>Corporate governance and accountability</i>, John Wiley & Sons, Ltd England • Fernado, A.C 2012, <i>Business Ethics and Corporate Governance</i> 2nd edition Ed., Pearson • Securities Commission Malaysia 2017, <i>Malaysian Code of Corporate Governance</i> • Bursa Malaysia, <i>Bursa Malaysia Securities Berhad Listing Requirements</i>
Article/Paper List	This Course does not have any article/paper resources	
Other References	This Course does not have any other resources	