



Module Specification

Corporate Governance Law

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Part 1: Information

Module title: Corporate Governance Law

Module code: UJGU96-15-M

Level: Level 7

For implementation from: 2024-25

UWE credit rating: 15

ECTS credit rating: 7.5

College: College of Business and Law

School: CBL Bristol Law School

Partner institutions: Bristol Institute of Business Management, Foreign Trade University, Vietnam, Villa College

Field: Law Postgraduate (Programmes)

Module type: Module

Pre-requisites: None

Excluded combinations: None

Co-requisites: None

Continuing professional development: No

Professional, statutory or regulatory body requirements: None

Part 2: Description

Overview: The module will address corporate governance issues and explore the impact of corporate activity on society at large. This will encompass commercial enterprises, the media, international agencies and charities (NGOs). In recent years, the discussion on corporate governance has been widened by the concept of corporate social responsibility (CSR). In that regard, it has become part of global corporations' mission statements to advertise their CSR policies and although it can

be argued that adopting such policies may be motivated by PR strategies CSR may also have implications for their behaviour and impact on their overall performance. In fact, global corporations increasingly are driven, by both external and internal actors, to adopt socially, environmentally and ethically responsible policies to reflect their sphere of influence – not least because of media attention. In this context, their role in and contribution to armed conflicts is to be highlighted. This leads us to explore the global impact of MNCs and their growing responsibilities and, considering their potential influence on government policies, to discover in how far MNCs are actually subject to legal rules as international players.

Features: Not applicable

Educational aims: Corporations are the cornerstone of much of legal practice as well as commercial and economic life. As their influence has grown, the impact of corporate activity on society at large has become increasingly topical.

In recent years, the discussion on corporate governance has been widened by the concept of corporate social responsibility (CSR). In that regard, it has become part of global corporations' mission statements to advertise their CSR policies and although it can be argued that adopting such policies may be motivated by PR strategies, CSR may also have implications for their behaviour and impact on their overall performance. In fact, multinational corporations (MNCs) increasingly are driven, by both external and internal actors, to adopt socially, environmentally and ethically responsible policies to reflect their sphere of influence – not least because of media attention. In this context, their role in and contribution to armed conflicts is to be highlighted. This leads us to explore the global impact of MNCs and their growing responsibilities and, considering their potential influence on government policies, to discover in how far MNCs are subject to legal rules as international players (Codes of Conduct, effectiveness of reporting procedures and issues of self-regulation). This module aims at providing a sound understanding of the essential principles of corporate law as defined by corporate governance and social responsibility.

This module aims to enable a student to:

- gain an understanding of the basic structures and relationships at work within corporations as well as externally;

- develop skills in the interpretation and use of the variety of legal sources applicable to corporations;
- understand the principal legal and non-legal mechanisms affecting those structures and relationships and apply these principles to factual situations; and
- evaluate the impact of corporations on society and the economy.

Outline syllabus: All discussions are set in an international and comparative context. The following is an indicative list of topics which will be explored in the seminars. The emphasis may shift where there is a shift in relative importance. The list has been drawn broadly enough so that developments in the area can be taken into account.

Corporate Governance: exploration and examination of the concept of corporate governance; in how far, if at all, are corporations accountable to 'interested communities' and what can codes, such as the 'Combined Code', offer?

Widening the Concept of Corporate Governance: exploration of the concept of corporate citizenship and who the stakeholders are; where does corporate social responsibility factor in; what is 'good governance'?

Business and Ethics: discussion of whether ethical behaviour has a positive correlation with corporate performance? Can CSR be measured? And how is corporate leadership determined and effected?

Business and Sustainability: Exploration of issues such as jurisdiction, responsibility and accountability in a wider context of sustainable business practices.

Stakeholder Involvement in Developing CSR: addressing the question whether there is the power to improve within and what the social impact of business is.

Development of rules and their application.

An "International Law for Corporations"? Explores whether there are binding International Laws Regulating the Conduct of MNCs and, if so, how is compliance monitored and are they applied and enforced?

Part 3: Teaching and learning methods

Teaching and learning methods: Workshop activities may include presentations by staff or students, seminar discussions, group discussions, group exercises, case studies, online discussion groups, use of other media such as film or video.

For each workshop the students will be expected to have developed a general 'mastery' of the subject under consideration, from the reading list provided, and from undertaking further independent research.

Where appropriate students will be directed to seminars, such as those organised by the Centre for Legal Research.

In addition, contact time may also take a synchronous virtual form rather than face-to-face, through the use of email, email discussion groups, virtual learning environments (VLEs) and other technology-aided means. It can also take place in a work-based setting.

Module Learning outcomes: On successful completion of this module students will achieve the following learning outcomes.

MO1 Critical understanding of how different legal systems regulate corporations, the relationship between those systems and the international legal framework with awareness of social, political, economic and legal contexts.

MO2 Problem solving ability at both abstract and concrete levels through identification and deliberation of potential solutions as part of structured arguments with reference to the corporate governance and corporate social responsibility discourse.

MO3 Ability to follow instructions and competent use of technology in the preparation and presentation of content in a prescribed format and within a specified time frame.

MO4 Reflective and transformative practice in planning and delivering a presentation to an audience, making use of feedback received to integrate points of improvement.

Hours to be allocated: 150

Contact hours:

Independent study/self-guided study = 128 hours

Face-to-face learning = 22 hours

Total = 150

Reading list: The reading list for this module can be accessed at [readinglists.uwe.ac.uk](https://uwe.rl.talis.com/modules/ujgupp-15-m.html) via the following link <https://uwe.rl.talis.com/modules/ujgupp-15-m.html>

Part 4: Assessment

Assessment strategy: The module will be assessed by way of a portfolio with is made up of two parts.

The first part of the portfolio consists of one written submission comprising a SWOT-analysis and a skills reflection exercise on selected rubrics on no more than one A4 page each.

The second part of the portfolio is a 15-minute oral presentation in which students present a pitch that builds on feedback received on the first part on how to improve with reference to concrete examples and supporting legal analysis. Marking criteria include how well feedback on the written submission has been integrated.

Formative assessment opportunities will be provided in workshops throughout the module.

Assessment tasks:

Portfolio (First Sit)

Description: Part 1: One document comprising two sections

Part 2: A 15 minute (recorded) oral presentation

Weighting: 100 %

Final assessment: Yes

Group work: No

Learning outcomes tested: MO1, MO2, MO3, MO4

Portfolio (Resit)

Description: Part 1: One document comprising two sections

Part 2: A 15 minute (recorded) oral presentation

Weighting: 100 %

Final assessment: Yes

Group work: No

Learning outcomes tested: MO1, MO2, MO3, MO4

Part 5: Contributes towards

This module contributes towards the following programmes of study:

Global Business and Finance Law [Villa] LLM 2024-25

Global Business and Finance Law [FTU] LLM 2024-25

Global Business and Finance Law [BIBM] LLM 2024-25

Global Business and Finance Law [Frenchay] LLM 2024-25