



CORPORATE AND ACADEMIC SERVICES

MODULE SPECIFICATION

Part 1: Basic Data					
Module Title	Corporate Governance and Corporate Social Responsibility				
Module Code	UJGUPP-15-M	Level	M	Version	1.1
Owning Faculty	FBL	Field	Law Postgraduate		
Contributes towards	All LLM Awards: LLM in Commercial Law LLM in Environmental Law and Sustainable Development LLM in International Banking and Finance Law LLM in International Law LLM in International Trade and Economic Law				
UWE Credit Rating	15	ECTS Credit Rating	7.5	Module Type	Standard
Pre-requisites	None		Co- requisites	None	
Excluded Combinations	None		Module Entry requirements		
First CAP Approval Date	QMAC December 2011		Valid from	1 September 2012	
Revision CAP Approval Date	26 March 2015		Revised with effect from	September 2015	

Review Date	September 2018
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Part 2: Learning and Teaching	
Learning Outcomes	<p>On successful completion of the module, students are expected to demonstrate:</p> <ul style="list-style-type: none"> the ability to differentiate between the concepts of corporate governance and corporate social responsibility [assessed in components A and B]; a critical understanding of the relevance of the regulation of MNCs within the wider social, political, economic and legal context and appreciate their influence vice versa [assessed in components A and B]; a critical understanding of how different legal systems approach the regulation of MNCs and the relationship between those systems and the international legal framework [assessed in components A and B]; a critical understanding of the current academic and policy issues involved in the regulation of MNCs [assessed in components A and B]; an ability to locate and understand both international and national legal instruments and mechanisms relevant to corporate governance and corporate social responsibility [assessed in components A and B]

	<ul style="list-style-type: none"> • an ability to critically evaluate corporate governance and corporate social responsibility in relation to its wider context, in particular in the context of globalisation, the protection of human rights and sustainable development [assessed in components A and B]; • the ability to assess the effectiveness of corporate governance and self-regulatory regimes [assessed in components A and B]. <p>On completion of this module, students should have the following transferable skills:</p> <ul style="list-style-type: none"> • ability to present a structured argument at both abstract and concrete levels in the subject area [assessed in components A and B]; • ability to recognise problems and identify solutions [assessed in components A and B]; • ability to analyse, evaluate and reflect upon complex materials relating to the subject area [assessed in components A and B]; • ability to work in groups; and • ability to undertake independent research [assessed in components A and B].
Syllabus Outline	<p>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.</p> <p>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.</p> <p>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?</p> <p>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'?</p> <p>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?</p> <p>Business and Armed Conflict: How, and by whom, are conflicts fuelled and sustained? Exploration of issues such as jurisdiction, responsibility and accountability.</p> <p>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</p>

	<p>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?</p>
<p>Contact Hours/Scheduled Hours</p>	<p>12 x 2 hour workshops</p> <p>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.</p> <ul style="list-style-type: none"> • 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. In order to participate in workshops effectively, the students work in groups of two+ on a corporation they adopt for the entirety of the module and which they have to consider in the context of the particular workshop. • 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.
<p>Teaching and Learning Methods</p>	<p>The main focus of teaching and learning on the taught LLM programme is through independent research and debate in the context of 2-hour weekly workshops. The workshop-based approach to teaching and learning is designed to enable the student to develop the independent research, analytical and reflective skills required for successful completion of a postgraduate level course. Students will need to complete the necessary preparatory reading and study of any set case materials in advance of each workshop. From each workshop, the student will be expected to have developed a general mastery of the subject under consideration. In addition, students will be expected to raise, critically assess and defend different points of view on controversial issues in class and to make presentations to the class on their own and in groups.</p> <p>Scheduled learning for this module is in the form of workshops. The activities covered in workshops may include lectures, seminars, tutorials, group discussions, group exercises, role play, case studies, presentations by students and staff, in groups or individually, debates and other activities such as films or video and online discussions.</p> <p>Independent learning includes hours engaged with essential reading, case study, preparation for the oral presentations on the allocated MNC, and preparation for the questions set for the workshop etc.</p>
<p>Reading Strategy*</p>	<p>All students will be encouraged to make full use of the print and electronic resources available to them through membership of the University. These include a range of journals (both print and electronic) and a wide variety of resources available through web sites and information gateways. This is particularly relevant with this module. There are a variety of electronic sources available and use will be made of specific (e.g. UN Global Compact, OECD) websites and blogs. The University’s Library website pages provide access to subject relevant resources and services, and to the library catalogue. Many resources can be accessed remotely. Students will be presented with opportunities to develop their information retrieval and evaluation skills in order to identify appropriate resources</p>

	<p>effectively.</p> <p>This module is supported by Blackboard, where students will be able to find all necessary module documentation, to include guidance on essential and further reading within the module outline. Direct links to information resources and digitised materials will also be provided from within Blackboard.</p> <p>Any essential reading will be indicated clearly, along with the method for accessing it, for instance, students may be expected to purchase a set text or be referred to texts that are available electronically. At the moment there is no one set text but there a variety of up to date sources which have been purchased by the library and held on short loan. It is possible to make selections of these available to students through the digital collection. Where possible electronic versions will be made available via Blackboard. The reading list will be made available in the module outline which will be accessible via Blackboard and through any other vehicle deemed appropriate by the module/programme leaders.</p> <p>If further reading is expected, this will be indicated clearly. If specific texts are listed, a clear indication will be given regarding how to access them and, if appropriate, students will be given guidance on how to identify relevant sources for themselves, for instance, through use of bibliographical databases. Essential reading and additional reading will be distinguished. Where the readings are books a selection of readings will be indicated for the individual sessions.</p>
<p>Indicative Reading List</p>	<p>Indicative Reading List:</p> <p>All relevant reading material will be identified in the workshop section in the module booklet provided. Where feasible, articles or chapters referred to will be placed on the digital collections.</p> <p>Recommended Texts</p> <p>The following are recommended as useful general texts and provide an indication of the type and level of information that students will be expected to use. Current advice on reading will be made available in the module outline which will be accessible via Blackboard.</p> <ul style="list-style-type: none"> • A Crane and D Matten, <i>Business Ethics</i> (3rd edn, OUP 2010) • A de Jonge, <i>Transnational Corporations and International Law</i> (Edward Elgar 2011) • A Habisch and other (eds.), <i>Corporate Social Responsibility Across Europe</i> (Springer 2005) • J Hancock (consultant ed), <i>Investing in Corporate Social Responsibility: A Guide to Best Practice</i> (Kogan Page 2005) • B Horrigan , <i>Corporate Social Responsibility in the 21st Century</i> (Edward Elgar 2010) • ICRC, <i>Business and International Humanitarian Law: An introduction to the Rights and Obligations of Business Enterprises under International Humanitarian Law</i> (ICRC 2006) • CA Mallin, <i>Corporate Governance</i> (3rd edn, OUP 2010) • RAG Monks and N Minow, <i>Corporate Governance</i> (4th edn, John Wiley & Sons 2008) • PT Muchlinski, <i>Multinational Enterprises & The Law</i> (2nd edn, OUP 2007) • A Rasche and G Kell, <i>The United Nations Global Compact</i> (CUP 2010) • NC Smith <i>et al.</i>, <i>Global Challenges in Responsible Business</i> (CUP 2010)

	<ul style="list-style-type: none"> • J Solomon and A Solomon, <i>Corporate Governance and Accountability</i> (2nd edn, John Wiley & Sons 2007) • SP Sethi, <i>Setting Global Standards: Guidelines for Creating Codes of Conduct in Multinational Corporations</i> (John Wiley & Sons 2003) • B Tricker, <i>Corporate Governance: Principles, Policies and Practices</i> (OUP 2009) <p>Recommended databases and internet sources: Lexis Library Westlaw Heinonline UN Global Compact OECD</p> <p>Legal Journals Company Lawyer Corporate Governance Enterprise and Society Foreign Affairs Journal of Business Ethics</p>
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Part 3: Assessment		
Assessment Strategy	Learning outcomes will be assessed by oral presentation and written coursework. Assessment questions will be set by tutors. Both assessments require students to undertake independent research building on material covered in the workshop sessions.	
Identify final assessment component and element	Component A	
% weighting between components A and B (Standard modules only)	A: 40%	B: 60%
First Sit		
Component A (controlled conditions) Description of each element	Element weighting (as % of component)	
1. Oral Presentation and Questions (20 minutes)	100%	
Component B Description of each element	Element weighting (as % of component)	
1. Written coursework essay (maximum 3500 words)	100%	

Resit (further attendance at taught classes is not required)	
Component A (controlled conditions) Description of each element	Element weighting (as % of component)
1. Oral Presentation and Questions (20 minutes)	100%
Component B Description of each element	Element weighting (as % of component)
1. Written coursework essay (maximum 3500 words)	100%
If a student is permitted a retake of the module the assessment will be that indicated by the Module Description at the time that retake commences.	

