Semester VI

Ethics and Governance

Total Credits	Lecture	Tutorial	Practical	Eligibility Criteria	Pre-requisite
4	3	1	0	Pass in Class XII	NIL

Learning Objective: This course is designed keeping in view the dominant role that modern corporations play in creating desirable economic, social and environmental outcomes for the society. As corporate governance is intertwined with social responsibility, it requires a multidisciplinary approach to understand the associated issues and challenges. Therefore, the course outlines the key theoretical and practical issues underpinning the study of both corporate governance (CG) and corporate social responsibility (CSR) in an integrated fashion.

Learning Outcomes:
After completion of the course, learners will be able to:
1. Evaluate and analyse the concepts, tools and theories of ethics and the issues in ethics.
2. Recognize the essence of ethics in business.
3. Develop decision-making skills with regard to ethical governance.
4. Recognise major aspects of corporate governance principles and various theories and systems of corporate governance.
5. Recognise opportunities for reflection on the roles and responsibilities of directors towards the shareholders and other stakeholders covering both theory and relevant practices.
6. Discuss emerging issues and challenges in corporate governance.

Course Contents:
Unit 1: Introduction to Ethics (9 hours)
Concept of moral reasoning and ethics; Contributions of moral thinkers and philosophers to the concepts of morality; Approaches to Moral reasoning; Essence of Ethics, Dimensions of Ethics; Human Values; Ethical concerns and dilemmas.

Unit 2: Business Ethics and Governance (18 hours)
Concept; Principles; Theories of Business Ethics; Ethical Organisations, Code of Ethics; Ethical issues in business. The philosophical basis of governance; Corporate Governance- Meaning and significance; Conceptual framework; Corporate governance systems across the world; Corporate governance in India.

Unit 3: Corporate Frauds (9 hours)
Cases of corporate frauds and scams- Enron, Lehman Brothers; Satyam Computer Services; PNB Heist; IL&FS Fraud, ABG Shipyards, Yes Bank; Governance issues and challenges.

Unit 4: Recent Issues and Challenges of Governance (9 hours)
Insider Trading; Whistle Blowing; Shareholders Activism; Class Action suits; Gender Diversity in Boards; Governance of Family entities; Governance of multi-national corporations.

Exercises:
The learners are required to:
1. Narrate the cases on ethics and values.
2. Perform simulation exercises to present ethics and ethical dilemmas.
3. Discuss corporate governance concerns highlighted in print and virtual media.
4. Organise brainstorming and discussion sessions on corporate frauds.
5. Project on critical analysis of recent cases on whistleblowing/insider trading/class action suits.
6. Interpret the various emerging issues and challenges in corporate governance with the help of case study.

Suggested Readings:

- Crane, A., Matten, D., Glozer, S., & Spence, L. J. (2019). Business ethics: Managing corporate citizenship and sustainability in the age of globalization. Oxford, United Kingdom: Oxford University Press.
- Monks, R. A. G., & Minow, N. (2011). Corporate governance. Hoboken, NJ, United States: John Wiley & Sons.
- Reddy, N. K., & Ajmera, S. (2015). Ethics integrity and aptitude: For Civil Services Main Examination. Delhi, India: McGraw Hill Education (India) Private Limited.
- Sharma, J. P. (2013). Corporate Governance, Business Ethics and CSR:(with Case Studies and Major Corporate Scandals). Delhi, India: Ane Books Pvt.
- Tricker, B., & Tricker, R. I. (2015). Corporate governance: Principles, policies, and practices. New York, United States: Oxford University Press.
- Weiss, J. W. (2022). Business ethics: A stakeholder and issues management approach. Oakland, CA, United States: Berrett-Koehler.

Additional Readings:

- Mallin, C. A. (2019). Corporate governance. Oxford, United Kingdom: Oxford University Press.
- Rani, D. G., & Mishra, R. K. (2017). Corporate governance: Theory and practice. Delhi, India: Excel Books India.

Note: Suggested readings will be updated by the Department of Commerce and uploaded on the Department's website.