

B.A. (VS) Small and Medium Enterprises
Semester VI
DISCIPLINE SPECIFIC ELECTIVE COURSE -6.3 (DSE-6.3)

Ethics And Corporate Governance

CREDIT DISTRIBUTION, ELIGIBILITY AND PRE-REQUISITES OF THE COURSE

| Course title & Code | Credits | Credit distribution of the course | | | Eligibility criteria | Pre-requisite of the course (if any) |
|--|----------|-----------------------------------|----------|---------------------|-----------------------------|--------------------------------------|
| | | Lecture | Tutorial | Practical/ Practice | | |
| Ethics and Corporate Governance (DSE-6.3) | 4 | 3 | 1 | - | 12th Pass | Nil |

Course 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. The aim of the course is to impart basic knowledge of business ethics and values and its relevance in modern day context. 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. analyze 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. explain the structure and aspects of corporate governance principles and various theories and forums of corporate governance.
5. provide opportunities for reflection on the roles and responsibilities of directors, promoters, and management towards the shareholders and other stakeholders covering both theory and relevant practices.
6. recognise and demonstrate understanding of emerging issues and challenges in corporate governance.

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**9 hours**

Concept; Principles; Theories of Business Ethics; Ethical Organisations, Ethical Dilemmas in Organization, Code of Ethics; Ethical issues in business, Ethics training programme.

Unit 3: Governance of Business Entities**9 hours**

The philosophical basis of governance; Corporate Governance- Meaning and significance; Conceptual framework; Corporate governance systems across the world; Corporate governance in India, CII code on corporate governance – features - Various Corporate Governance forums – CACG, OECD, ICGN AND NFCG.

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: Corporate Social Responsibility**9 hours**

Corporate Social Responsibility – definition – nature – levels – phases and approaches, principles, Indian models – dimensions. Corporate social reporting - Objectives of Corporate Social Reporting and case studies.

Unit 5: 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. review and discuss the ethical dilemmas in various scenarios as presented by the teacher in class with respect to a given organization and discuss the ethical concerns in each situation.
2. Conduct a comparative analysis of corporate governance practices in different countries or industries. Ask them to examine the philosophical underpinnings and conceptual frameworks of governance systems in each context. Students should identify similarities, differences, and any potential challenges in implementing effective governance practices
3. Research and evaluate the governance structures of different organizations, such as corporations, non-profit organizations, or government bodies. Ask them to identify the philosophical basis and conceptual framework underlying each governance structure. Students should critically assess the effectiveness of these structures in promoting transparency, accountability, and stakeholder interests.
4. Discuss in class real-life examples of insider trading cases and ask them to analyze the case, identifying the key actors, the unethical practices involved, and the consequences faced by those involved. Encourage students to discuss the legal and ethical implications of each case and propose alternative actions that could have been taken.
5. Research and Presentation: Students will be asked to research a specific aspect of insider trading, such as its impact on market efficiency or the legal framework in different countries. Ask them to prepare a presentation summarizing their findings and conclusions.

This exercise will not only enhance their understanding but also improve their research and presentation skills.

Suggested Readings:

- Monks, Robert A.G. and Minow, Nell, *Corporate Governance*, Wiley.
- Reddy, Nanda Kishore and Ajmera, Santosh, *Ethics, Integrity and Aptitude*, McGraw-Hill Education.
- Sharma, J.P. *Corporate Governance, Business Ethics, and CSR*, Ane Books Pvt Ltd, New Delhi.
- Khanka, S., S. (2014). *Business Ethics and Corporate Governance (Principles and Practices)*. S.Chand Publishing.
- Tricker, Bob. *Corporate Governance-Principles, Policies, and Practice (Indian Edition)*. Oxford University Press, New Delhi.
- Weiss, Joseph W. *Business Ethics*, Berrett-Koehler Publishers.

Additional Readings:

- Mallin, Christine A. *Corporate Governance (Indian Edition)*, Oxford University Press, New Delhi.
- Rani, Geeta D., and Mishra, R.K. *Corporate Governance- Theory and Practice*, Excel Books, New Delhi.

Notes:

1. Suggested readings shall be updated and uploaded on the college website from time to time.

2. Examination scheme and mode shall be as prescribed by the Examination branch, University of Delhi from time to time.