

En raison de la crise du COVID-19, les informations ci-dessous sont susceptibles d'être modifiées, notamment celles qui concernent le mode d'enseignement (en présentiel, en distanciel ou sous un format comodal ou hybride).




5 crédits	30.0 h	Q1
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Enseignants	Cerrada Cristia Karine ;Drugmand Serge (supplée Cerrada Cristia Karine) ;Lambrecht Philippe ;
Langue d'enseignement	Anglais
Lieu du cours	Louvain-la-Neuve
Thèmes abordés	<p>The main themes adressed are :</p> <ul style="list-style-type: none"> <li>• The different corporate governance frameworks and mechanisms</li> <li>• the distinctive feautres of the European governance systems in comparison with other systems</li> <li>• Europe's practices, codes and models of corporate governance</li> </ul>
Acquis d'apprentissage	<p><b>During their programme, students of the LSM Master's in management or Master's in Business engineering will have developed the following capabilities'</b></p> <p><b>CORPORATE CITIZENSHIP</b></p> <ul style="list-style-type: none"> <li>• Decide and act responsibly, while taking into account the social, economic and environmental sometimes antinomic, outcomes in the short, medium and long term, for the various stakeholders.</li> </ul> <p><b>KNOWLEDGE AND REASONING</b></p> <ul style="list-style-type: none"> <li>• Activate and apply the acquired knowledge accordingly to solve a problem.</li> </ul> <p><b>WORK EFFECTIVELY IN AN INTERNATIONAL AND MULTICULTURAL ENVIRONMENT</b></p> <p>1</p> <ul style="list-style-type: none"> <li>• Position and understand the functioning of an organization, in its local and international socio-economic dimensions and identify the associated strategic issues and operational decisions.</li> </ul> <p><b>TEAMWORK AND LEADERSHIP</b></p> <ul style="list-style-type: none"> <li>• Work in a team :Join in and collaborate with team members. Be open and take into consideration the different points of view and ways of thinking, manage differences and conflicts constructively, accept diversity.</li> </ul> <p><b>COMMUNICATION AND INTERPERSONAL SKILLS</b></p> <ul style="list-style-type: none"> <li>• Express a clear and structured message, both orally and in writing in their mother tongue, in English and ideally, in a third language, adapted to the audience and using context specific communication standards.</li> </ul> <p>----</p> <p><i>La contribution de cette UE au développement et à la maîtrise des compétences et acquis du (des) programme(s) est accessible à la fin de cette fiche, dans la partie « Programmes/formations proposant cette unité d'enseignement (UE) ».</i></p>
Modes d'évaluation des acquis des étudiants	<p><b>En raison de la crise du COVID-19, les informations de cette rubrique sont particulièrement susceptibles d'être modifiées.</b></p> <p><b>Continuous evaluation (30%)</b></p> <ul style="list-style-type: none"> <li>• Type of evaluation: <i>Group work presentation during the semester. The evaluation takes into account the group work and the individual presentation</i></li> </ul> <p><b>Evaluation week (30%)</b></p> <ul style="list-style-type: none"> <li>• Written test during the semester</li> </ul> <p><b>Examination session (40%)</b></p> <ul style="list-style-type: none"> <li>• Oral in January</li> </ul> <p>For the second session ( for students that failed in january) students will only present the oral exam that accounts for 40%. The 60% of continuous evaluation and written evaluation stays unchanged.</p>

Méthodes d'enseignement	<p>En raison de la crise du COVID-19, les informations de cette rubrique sont particulièrement susceptibles d'être modifiées.</p> <p><b>In-class activities -</b></p> <ul style="list-style-type: none"> <li>• Lectures and group presentations</li> </ul> <p><b>At home activities -</b></p> <ul style="list-style-type: none"> <li>• Readings to prepare the lecture -</li> <li>• Paper work -</li> <li>• Students presentation</li> </ul>
Contenu	<p><b>I. Corporate governance: definition and models -</b></p> <ul style="list-style-type: none"> <li>• Corporate governance definition -</li> <li>• Agency theory versus stakeholder theory -</li> <li>• External and internal factors influencing Corporate Governance -</li> <li>• Anglo-Saxon model and European continental model of Corporate Governance</li> </ul> <p><b>II. EU Corporate Governance Framework</b></p> <p><b>III. One tier board and two tier board systems -</b></p> <ul style="list-style-type: none"> <li>• One tier board</li> <li>• Two tier board</li> <li>• Presentation of the situation in various jurisdiction</li> </ul> <p><b>IV. Institutional investors -</b></p> <ul style="list-style-type: none"> <li>• Shareholders vs investors</li> <li>• Various types of shareholders</li> <li>• Shareholder's activism -</li> <li>• Voting practices of institutional investors</li> </ul> <p><b>V. Transparency -</b></p> <ul style="list-style-type: none"> <li>• Communication and Corporate Governance -</li> <li>• Internal control and Corporate Governance -</li> <li>• Auditing and Corporate Governance</li> </ul> <p><b>VI. Comparison of corporate governance systems between European countries</b></p> <p><b>VII. Enron, Parmalat, VW – Lessons to be learned</b></p> <p><b>VIII. Ethics, governance and the law – Prevention and prohibition of market abuse</b></p>
Ressources en ligne	<a href="http://moodleuclouvain.be/claroline/course/index.php?cid=LSMS2018">http://moodleuclouvain.be/claroline/course/index.php?cid=LSMS2018</a>
Bibliographie	Provided during the class
Autres infos	<p><b>Internationalisation</b></p> <ul style="list-style-type: none"> <li>• international content</li> <li>• international case study</li> </ul> <p><b>Corporate features</b></p> <ul style="list-style-type: none"> <li>• case study</li> <li>• corporate guest</li> </ul>
Faculté ou entité en charge:	CLSM

### Force majeure

Modes d'évaluation des acquis des étudiants	<p><b>Continuous evaluation (50%)</b></p> <ul style="list-style-type: none"> <li>• Type of evaluation: <i>Group work presentation during the semester. The evaluation takes into account the group work and the individual presentation</i></li> </ul> <p><b>Examination session (50%)</b></p> <ul style="list-style-type: none"> <li>• Oral in January</li> </ul> <p>For the second session ( for students that failed in january) students will only present the oral exam that will account for 100%.</p>
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<b>Programmes / formations proposant cette unité d'enseignement (UE)</b>				
Intitulé du programme	Sigle	Crédits	Prérequis	Acquis d'apprentissage
Master [120] en sciences de gestion	GESM2M	5		
Master [120] en sciences de gestion	GEST2M	5		
Master de spécialisation en entreprises et politiques économiques européennes	EBEP2MC	5		
Master [120] en études européennes	EURO2M	5		