



के रल के न्दय व् यशयवयदयलय
CENTRAL UNIVERSITY OF KERALA

कवसरगोड / KASARAGOD

Department of Commerce and International Business

Proceedings of Board of Studies Meeting

Board of Studies meeting of the Department of Commerce and International Business, Central University of Kerala, Periyar, Kasaragod, was held on July 7th 2020, Tuesday, from 2 PM onwards through Google Meet. The internal members were present at the conference hall of Gangotri Block. The meeting was addressed by the honourable Vice Chancellor, Dr. G Gopakumar.

Members Present:

1. Prof Dr V Balachandran, Professor and Head, Department of Management Studies, Dean, School of Business Studies, Central University of Kerala.
2. Prof Dr N Ragavan, Department of Commerce, University of Madras, Chennai.
3. Prof Dr Mavoothu, Director, School of Management Studies, Cochin University of Science and Technology, Kochi.
4. Prof Dr B H Suresh, Department of Commerce, University of Mysore, Mysore.
5. Dr Antony Joseph, Manadan, XV/57, Nazareth Road, Aluva.
6. Mr K G Madhu, Managing Director, Ammini Group of Institutions, Papanamcode, Thiruvananthapuram.
7. Prof Dr E K Satheesh, Dean, Department of Commerce and Management, Calicut University, Kozhikode.
8. Prof Dr T Mallikarjunappa, Head (I/C), Department of Commerce and International Business.

Prof T Mallikarjunappa, HOD of the Department, welcomed the honourable Vice Chancellor and all the members who were present online for the BOS meeting. The honourable Vice Chancellor, Central University of Kerala, discussed the process that the CUK follows in revising the curriculum and urged all the members to contribute to make the best syllabus for the newly started Department of Commerce and International Business. This was followed by brief introduction of all the members. After the introduction of the members, the agenda for the meeting were taken up for discussion. The decisions of the different agenda are given below.

Agenda 1: Revision of the existing MCom curriculum.

Decision: The members had read the proposed syllabus and the regulations which were sent through mail and the discussion on the syllabus started with each member suggesting the changes to be made in the proposed syllabus. The proposed syllabus was presented for making the suggestions for revision. The HOD explained the revised syllabus and the need for the revision and invited members to contribute to enriching the course curriculum.

Agenda 2: Suggestion of the courses that could be continued and courses that can be added in the new syllabus.

Discussion: The following suggestions were put forward by the members:

Dr Antony Joseph suggested that International Business may be offered as Elective for MCom. More practical approaches like Registration Formalities to get I.C.C number from D.G.F.T, Modes of Entry into Global markets, F.T.P.Foreign Trade Policy, Incentives offered by Government, Institutional support by Government for Foreign trade, Payment Terms; L/C, D/P,D/A, Sale Terms – Quotations, FOB, CIF, Documentation , Insurance – Marine, Pre-shipment inspection, Quality Control, Processing of Export order should be incorporated in International Business, which would benefit the students in future. He has suggested a syllabus with 5 modules for the subject International Business.

Dr Antony Joseph suggested that the following topics may be included in the syllabus of:

1. Principles of Management – M.B.O, PERT, CPM, Major forms of business organizations.
2. Marketing Management – B2B Marketing, Industrial Marketing, Logistics & Supply Chain Management, Rural Marketing, Retail Marketing, Tele Marketing, Mobile Marketing, other digital forms and video platforms.

Dr B H Suresh suggested that syllabus should include the papers which are prescribed for NET. He also suggested eliminating elementary aspects from the subjects Advanced Management Accounting and QT for Decision Making.

Dr D Mavoothu offered the following suggestions:

1. Case studies to be discussed for the courses.

2. More inputs from Indian Epics (Mahabharatha and Ramayana) and value system can be used rather than the Western inputs in teaching the paper 'Corporate Governance and Business Ethics'.
3. The last two modules (IV AND V) in paper 'Corporate Governance and Business ETHICS' can be used for teaching Business Ethics and first three modules can be for Corporate Governance. He has suggested a detailed structure of IV and V module.

Dr. N Ragavan made suggestions for the following subjects;

1. International Financial Reporting Standards – He suggested that the disclosure and treatment matter should be given priority from learning perspective and all IFRS to be introduced.
2. Legal Framework for Business and Commerce – The legislative provisions of Competition Act , Insolvency and Bankruptcy Code, Prevention of Money Laundering Act, and Judicial Pronouncement to be included in the syllabus.
3. Principles and Practices of Auditing – To incorporate Standards on Auditing, Practical Audit situations, and Legislative provisions on auditing matters in the syllabus.

Decision: The board resolved to modify the course curriculum and the regulations and accept the same after incorporating the suggestions which the members could send after the meeting through email. The revised syllabus with the changes suggested by the members of the board could be sent to the university for further action.

Agenda 3: Addition of SWAYAM courses in the I, II and III semesters of MCom.

Decision: The board took note of the suggestions on the courses on SWAYAM that a student could opt. It was suggested that SWAYAM Courses to be offered at any time during the course duration but preferably in First, second and third semesters. The credits earned by the students in the SWAYAM should be incorporated into the grade sheet of the students.

Agenda 4: Any other matter of relevance.

The members made different suggestions on the way curriculum could be structured.

1. Number of units for the elective papers to be reduced to four.
2. In the subject Marketing Management, more practical aspects need to be incorporated.
3. Students should be made familiar with the online recruitment sites and profile creation in such sites, by including it under the subject Human Resource Management.

4. MSME website and its importance to be highlighted in the subject Entrepreneurship Development.
5. Dr B H Suresh made a suggestion connected with the regulations. He pointed that the rules relating to the failure of students in any exam and re-conduct of exam is not clear in the regulations. The HOD clarified that these are governed by the CBCS regulations of the CUK. Another point was that in his opinion the Vice Chancellor should have the power to modify the regulations or to solve a problem any time but not only up to three years. The suggestion is accepted and the relevant clause has been changed to incorporate this suggestion

It is resolved to revised the course curriculum and send it to the university for further action.

Sd/-

Prof Dr V Balachandran

Sd/-

Dr B H Suresh

Sd/-

Prof Dr N Ragavan

Sd/-

Dr Antony Joseph

Sd/-

Prof Dr E K Satheesh,

Sd/-

Mr,K G Madhu

Sd/-

Prof Dr Mavoothu

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Prof Dr T Mallikarjunappa,

(Chairman)

Programme..Master of Commerce (MCom)

MCM5001 CORPORATE GOVERNANCE AND BUSINESS ETHICS

Course Code	MCM5104	Semester	I
Course Title	<i>CORPORATE GOVERNANCE AND BUSINESS ETHICS</i>		
Credits	3	Type	ELECTIVE

This course shall have 3 lecture hours, 2 practicals, 1 tutorial.

This is a Skill based, employability based, and entrepreneurship skill based course.

Course Objective

The primary objective of this course is to empower public sector professionals with: An in-depth understanding of Corporate Governance in Public Services, including all spheres of management – action plans, internal controls as policies and procedures to protect against fraud and misconduct, performance management for quality delivery, disclosures for transparency and for building trust and credibility. Knowledge of how to balance between financial optimization, shareholder resolution, and well-being and public quality of life

Learning Objectives

- To provide the students an understanding of ethical issues related to business and good governance necessary for long term survival of business
- To develop a candidate's ability to critically analyse ethical issues in business
- To identify different stakeholders and understand why they may hold differing perspectives on ethical issues
- To develop the understanding of ethical issues related to business and good governance necessary for long term survival of business.
- To understand business ethics and to provide best practices of business ethics
- To learn the values and implement them in their careers to become good managers.
- To develop various corporate social responsibilities and practice in their professional life
- To imbibe the ethical issues in corporate governance and to adhere to the ethical codes.

Course Structure

UNIT-I

Meaning and Definition of Corporate Governance- Evolution of Corporate Governance- Major Stakeholders of a Corporate Body and their goals- Communication mechanism of corporate organization with stake holders- Objectives Corporate Governance- Principles of Corporate Governance- Elements of Corporate Governance- Board of Directors- Executive Directors- Independent Directors- Powers, Duties and Responsibilities.

UNIT-II

Theories and Models of Corporate Governance- Conceptual Framework of Corporate Governance- Legal framework of Corporate and administrative framework- regulatory framework of corporate governance in India- SEBI guidelines and clause 49- Reforms in the Companies Act- Secretarial Audit- Class action- NCLT- Insider trading- rating agencies- green governance- shareholders' activism- corporate governance in PSUs and banks- Whistleblowing and Corporate Governance- Types of whistleblowers-

Programme..Master of Commerce (MCom)

Whistleblowerpolicy-WhistleBlowerLegislationacrosscountries- Developments inIndia, Green Initiatives in Corporate Governance, Environmental Investment.

UNIT-III

Various Committees on Corporate Governance- International- Blue ribbon Committee- Cadbury Committee- Greens burry Committee- Kings Committee- Securities and Exchange Commission Report- Indian; Birla Committee, Narayanamurthy Committee- JJ Irani Committee, Naresh Committee Report. Uday Kodak Committee Report Corporate Reporting Framework- ReportingofRemuneration-ServiceContractofDirectors-FinancialReportingoftheactivitiesof the company as per clause 49 of the Companies and SEBI Act. IFRS- Need- Importance- Significance-Use.Corporate Governance System Worldwide, Corporate Disclosure and Investor Protection inIndia. Ethical Issues related to Advertisements, Finance, Investment, Technology and EthicalDilemma. Balanced Global Environment Balanced global environment, Kyoto Protocol concern of global warming, judicious use of naturalresources

UNIT-IV

BusinessEthics–Concept,Characteristics,ImportanceandNeedforbusinessethics.IndianEthos, Ethics and Values, Work Ethos. Sources of Ethics, Concept of Corporate Ethics, code of Ethics- Guidelines for developing code of ethics, Ethics Management Programme, Ethics Committee- Various approaches to Business Ethics - Theories of Ethics- Friedman’s Economic theory,Kant’s Deontological theory, Mill & Bentham’s Utilitarianism theory - Gandhian Approach in Management and Trusteeship, Importance and relevance of trusteeship principle inModernBusiness,Gandhi’sDoctrineofSatyaandAhimsa,- EmergenceofnewvaluesinIndianIndustries after economic reforms of 1991. Relevance of Indian Ethos; Salientfeature, Ethics&MoralStandardsImportanceofEthics&Moralstandards;Ethics&Moral Decision Making, Ethical Principles inBusiness. Ethics and Business System Ethics and Business System: Markets, Environment, Trade, Consumer Production and Marketing, Finance,HRHolistic Approach for Managers in Decision Making, Professional ethos and code of professionalethics., Environmental metrics, Social Responsibility of Corporates, Corporate Social Reporting, Corporate Governance and the Role of Board of Directors(BOD), Sustainability Risk Assessment.

Practicals

- Examine two approaches of trusteeship principle mechanized by any 3 reputed corporates in the automobile sector.
- Compare the code of ethics of 2 Multi-National Companies of Beverage Industry.
- Examinethecasesofprofessionalethicsfailureofanythreecompaniesoperating in automobile sector.

Skills

- Develop an understanding about various duties and responsibilities of an organization towards theirstakeholders.
- Attain an understanding about the significance of business ethics in anorganization
- Understand the relationship between corporate governance and socialimplication.
- Create an understanding about various committees and their importance in corporate governance.

Learning/Course Outcomes

- Explain and evaluate the importance of corporate and professional responsibility and ethicalbehaviour

Programme..Master of Commerce (MCom)

- Evaluate responsibilities of governance and how they are operating in complex environment
- Demonstrate an ability to write and debate about aspects of business ethics and corporate governance in a manner that is analytical, logical and critical.
- To analyze the ethical codes in corporate governance
- To analyze various employee issues and formulate an ethical code for solving the issue.

Books for Reference

1. Andrew Crane and Dirk Matten (2007), Business Ethics, Oxford University Press
2. A.C.Fernando, K.P.Muraleedharan & EKSatheesh: Corporate Governance Principles, Policies and Practices – Pearson.
3. Blowfield, Michael, and Alan Murray, Corporate Responsibility, Oxford University Press.
4. Bob Tricker: Corporate Governance: Principles, Policies and Practices- Oxford University Press.
5. Francesco Perrini, Stefano and Antonio Tencati, Developing Corporate Social Responsibility- A European Perspective, Edward Elgar.
6. Ghosh.B.N. , Business Ethics and Corporate Governance- McGraw Hill Education
7. Indian Institute of Corporate Affairs- Corporate Governance: Taxman
8. Jawahar Lal Corporate Financial Reporting Theory and Practice- Taxman
9. Mallin, Christine A., Corporate Governance, Oxford University Press, New Delhi.
10. Mathur UC – Corporate Governance & Business Ethics, Millan
11. Reed Darryl – Corporate Governance, Economic Reforms & Development, Oxford University Press
12. Robert A.G Monks & Nell Minow: Corporate Governance: Wiley
13. Satheesh Kumar. T.N: Corporate Governance: Principles and Practices: Oxford University Press
14. Sharma. J.P., Corporate Governance and Social Responsibility of Business., Ane Books Pvt Ltd, New Delhi
15. Singh S: Corporate Governance-Global Concepts and Practices- Excel Books
16. V Balachandran and V Chandrasekaran: Corporate Governance, Ethics and Social Responsibility: PHI
17. Velasquez – Business Ethics – Concepts and Cases , Prentice Hall

Cases-International

1. Bank of Credit and Commerce International –UK
2. Maxwell Communication Corporation and Mirror Group Newspapers (UK)
3. Enron (USA)
4. Anderson worldwide (USA)
5. Vivendi (France), Lehman Brothers (USA)
6. Johnson & Johnson (USA)
7. WorldCom (USA)

Cases-Indian

1. Satyam Computer Services Ltd
 2. Sahara
 3. Kingfisher Airlines Ltd,
- (Common governance problems noticed in various corporate failures; policy actions including major codes and standards).