



International Diploma in Risk Management

Corporate Governance

Module aim

To develop students' understanding of Corporate Governance concepts and practice and the position of risk management in a Corporate Governance framework.

Module syllabus

- a) The historical development of Corporate Governance and the issues that have brought about Corporate Governance codes and regulation.
- b) Fundamental concepts of Corporate Governance.
- c) Practical Corporate Governance activities and their relationship to business strategy and risk management.
- d) Detailed understanding of Corporate Governance codes and regulation, including;
 - Cadbury Code
 - Greenbury Report
 - Hample Report and the Combined Code
 - Turnbull Guidelines
 - Higgs Report
- e) The role of boards of directors and their duties in the context of Corporate Governance. Compare and contrast with the role of the Company Secretary and of board committees, particularly Audit Committees.
- f) Corporate Governance practices in listed companies, compared and contrasted with public (local and central government, NHS trusts etc), non-profit and privately-owned businesses and partnerships.
- g) Organisational structures for risk management and how these contribute to overall Corporate Governance approaches.
- h) Why communication with shareholders and other stakeholders is a central part of Corporate Governance. Risk managing reporting tools
- i) Mergers, acquisitions and due diligence
- j) Competition risks and anti-trust laws

k) Ethics, fraud and illegality

l) The role of regulation (such as Stock Exchange listing rules) and disclosure in Corporate Governance.

m) Developments in worldwide Corporate Governance requirements, particularly the Sarbanes Oxley Act in the USA.