Proposal for a New Graduate Course

Department: Accounting and Legal Studies
Graduate Program: Master of Business Administration

Course Number & Title: MBAD 500 – Law of Corporate Governance
Total hours/week: 42 hours / 7 hours per week for 6 weeks
Number of Credits: Lectures: 3 Lab: ____________

Will this course be cross-listed with an undergraduate or other graduate course? □ YES  X NO
Course will first be offered: Fall 2010

Catalog description (Please limit to 50 words):
A study of legal and ethical issues regarding the structure and operation of corporations. Topics include the corporation as a legal and moral "person"; legal and ethical responsibilities of directors, shareholders and officers in the U.S. and internationally; and government regulation of corporations, securities markets, and fair competition.

Prerequisites (or other restrictions)
None

Rationale/justification for course (consider the following issues):

a. What are the goals and objectives of the course?
   This course has been designed to expose MBA students to ethical and regulatory issues facing the US-based and foreign corporation.

b. How does the course support the mission statement of the department and the organizing principles of the graduate program?
   The goal of the MBA is to take people lacking managerial experience and equip them with skills to be a well-rounded manager. This class should help accomplish that goal by giving students enough knowledge of the global regulatory environment to allow them to analyze real-world situations similar to those they could face in their careers as managers.

Are other departments affected by this course? □ YES  X NO
Is this course part of a joint program? □ YES  X NO If yes, at what institution?

Method of teaching: Lecture/Case (see syllabus)

If more space is needed for any section, please attach additional sheets to this form.

November 2007
Expected changes

a. **Address potential enrollment pattern shifts in the Department or University-wide as it relates to the offering of this course.**
   This proposed course will function as part of the proposed MBA program – any projected enrollment shifts will be a function of adding to the program, not just this particular course.

b. **Address potential shifts in staffing of the departments as it relates to the offering of this course.**
   This class would be taught by a tenure-track faculty member with the appropriate academic qualifications.
   Given that the Accounting and Legal Studies Department is currently functioning at capacity, the addition of this course could necessitate the hiring of additional adjunct faculty to cover the course currently being taught by that tenure-track faculty.

**Requirements for additional resources made necessary by this course. (Note: course requiring additional resources will need special justification.)**

- a. Staff – Salary for 1 class taught by 1 adjunct during the term this course is offered (see above for justification)
- b. Budget – n/a
- c. Library – n/a

Attach course syllabus, reading list, or any additional documentation that can help the committee evaluate this proposal. **A syllabus is mandatory.**

Signature of Program Director: ____________________________ Date: 12/1/09

Signature of Department Chair: ____________________________ Date: 12/1/09

Additional Chair’s Signature*: ____________________________ Date: __________

Signature of Schools’ Dean: ________________________________ Date: 12/1/09

Additional Schools’ Dean Signature*: ______________________ Date: __________

Signature of the Provost: _________________________________ Date: 12/7/2009

Signature of Budget Director**: ____________________________ Date: __________

*For interdisciplinary courses.
**Business Affairs Office

Signature of Chair of the Faculty Committee on Graduate and Continuing Education: ____________________________ Date: 12/9/2009

Signature of Chair of Grad Council: ______________________ Date: 12/18/2009

Signature of the Faculty Secretary: _________________________ Date: __________

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COURSE NUMBER: MBAD 500

COURSE TITLE: Law of Corporate Governance

COURSE DESCRIPTION & OBJECTIVES:
A study of legal and ethical issues regarding the structure and operation of corporations. Topics include the corporation as a legal and moral “person”; legal and ethical responsibilities of directors, shareholders and officers in the U.S. and internationally; and government regulation of the corporation, the securities markets, and fair competition.

INSTRUCTOR: Steven J. Arsenault
OFFICE: Beatty Center, Room 430
TELEPHONE: Office: 843-953-7990
            Cell: 843-860-3223
EMAIL ADDRESS: arsenaults@cofc.edu

OFFICE HOURS: MWF 10:00-11:00 AM; TH 10:00 AM - Noon, and by appointment.
I will also be in my office at other times, so please do not hesitate to stop by with questions, comments, or just to say hello. If I am in the office, I am always happy to see you.

REQUIRED TEXTS:
If more space is needed for any section, please attach additional sheets to this form.
November 2007
• Robert A. G. Monks and Nell Minow, *Corporate Governance (4th edition)*
• Various cases specified in schedule

* Note that we will not be using the entire Bagley/Savage text. If you prefer to buy individual chapters, they are available electronically at a substantial savings.

**ATTENDANCE POLICY:**

Attendance is required. I believe that it will be very difficult to be successful in this course without attending class on a regular basis. While I have not included a specific class attendance/participation component in your final grade, failure to attend and participate in class on a regular basis will lower your final grade in the course. I also reserve the right to drop (WA) a student with excessive absences.

**CLASS ASSIGNMENTS:**

A list of class assignments is included in this syllabus. You are expected to read all assigned materials prior to class and be prepared to participate in class discussions.

I will be using WebCT to provide information, handouts, and assignments related to the course. WebCT also has various communications tools (including an internal email system, a discussion board and a chat function) that we will make use of during the course. To the extent possible, please direct all course-related email through the WebCT site. If you are unfamiliar with WebCT or have problems using WebCT, please let me know and I will be happy to assist you. It is your responsibility to check WebCT on a regular basis.

**BASIS FOR GRADES:**

Your final grade in this course will be based on your performance on the examinations and other assignments. Grades will be determined as follows:

<table>
<thead>
<tr>
<th>Assignment</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Case Studies (4)</td>
<td>60%</td>
</tr>
<tr>
<td>Final Exam Case Study</td>
<td>20%</td>
</tr>
<tr>
<td>Team Presentation</td>
<td>10%</td>
</tr>
<tr>
<td>Individual Development Paper</td>
<td>10%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>100%</strong></td>
</tr>
</tbody>
</table>

If more space is needed for any section, please attach additional sheets to this form.
Grades will be assigned based on the following scale:

<table>
<thead>
<tr>
<th>Grade</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>A</td>
<td>90 or more</td>
</tr>
<tr>
<td>B+</td>
<td>87 - 89.9</td>
</tr>
<tr>
<td>B</td>
<td>80 - 86.9</td>
</tr>
<tr>
<td>C+</td>
<td>77 - 79.9</td>
</tr>
<tr>
<td>C</td>
<td>70 - 76.9</td>
</tr>
<tr>
<td>F</td>
<td>Less than 70</td>
</tr>
</tbody>
</table>

I – Incomplete, W – Withdrawal and XF – Academic Dishonesty may also be assigned.

CASE STUDIES:

During the course, we will be using numerous case studies as a means of examining the relevant legal and ethical issues for the various topics we will study. I will designate four of these case studies to be turned in as written assignments. Two of the case studies will be done in teams and two will be done individually. Your responses should be well thought-out and organized. Spelling, grammar and clarity do count.

FINAL EXAMINATION CASE STUDY:

The final exam in the course will be a comprehensive case study that I will provide. You will prepare a detailed response. The final exam case study is due at the beginning of the last class, and we will spend that class discussing the case study.

INDIVIDUAL DEVELOPMENT PAPER:

Each student will prepare a paper (minimum four pages, maximum ten pages) reacting to an issue of your choice generated out of the readings or class discussions in the course. Your reaction should incorporate additional research or reading on the topic drawn from secondary literature, and it may include personal opinion, detached reflection on the topic, or relevant business or personal experiences. The paper must be an original work prepared for this assignment.

TEAM PRESENTATION:

Each student will be assigned to a team to prepare a class presentation on an assigned issue. Each team will be assigned an issue that is presented with two opposing positions. The team will have to decide which position it agrees with, and

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prepare a presentation to the class to defend the team’s choice. Your team’s job is to convince the class that the side your team chose on the particular issue is correct. You will have the internet and PowerPoint available for your presentation if you choose to use them. Your presentation should be 20-30 minutes long. Following your presentation, there will be time set aside for class discussion relating to that issue.

ACADEMIC INTEGRITY AND THE HONOR CODE:

All students are expected to adhere to the College of Charleston Honor Code. The Graduate Student Handbook may be found at [www.cofc.edu/generaldocuments/handbook.pdf](http://www.cofc.edu/generaldocuments/handbook.pdf).

Students with documented disabilities who may need academic accommodation should discuss these with me as soon as possible.