

AC6693: BOARDROOM DYNAMICS

Effective Term

Semester B 2024/25

Part I Course Overview

Course Title

Boardroom Dynamics

Subject Code

AC - Accountancy

Course Number

6693

Academic Unit

Accountancy (AC)

College/School

College of Business (CB)

Course Duration

One Semester

Credit Units

3

Level

P5, P6 - Postgraduate Degree

Medium of Instruction

English

Medium of Assessment

English

Prerequisites

Nil

Precursors

Nil

Equivalent Courses

Nil

Exclusive Courses

Nil

Part II Course Details

Abstract

This course aims to enable students to integrate ethics into how effective corporate governance should be structured and operated within the modern corporate setting, having regard to legal arrangements and social economic theories.

However, even with proper governance are in place, if the board meetings cannot have the “right” environment and communications and interactions cannot be conducted in a “constructive” mode, it will not be a successful organization. Since effective communication and interaction is one of the key attributes for successful board meetings, it is best to include soft skills on communication and conflict management theories and techniques in this course to prepare students to be more effective when they entered into workplace.

Course Intended Learning Outcomes (CILOs)

CILOs	Weighting (if app.)	DEC-A1	DEC-A2	DEC-A3
1 The changing role of company secretary – describe and explain the changing role of company secretary from the traditional compliance and administration role to an active role in good and effective corporate governance		x	x	
2 Boardroom dynamics – describe, explain and analyze the interaction between board members individually and collectively and how these influence, and are influenced by, their wider stakeholder system		x	x	
3 Methods – compare governance structural factors, which do not guarantee good governance, with factors that focus on how attitudes and behaviours of directors, including factors such as cohesion, decision-making, stakeholder conversations, culture, diversity and board environment, affect board performance			x	x
4 Standards – compare the UK standards with the HK standards, understand corporate governance in the local context, with insights and comments from the UK and PRC corporate governance code and practices		x	x	
5 Skills – demonstrate effective communication and conflict management abilities within boardroom dynamics.		x	x	

A1: Attitude

Develop an attitude of discovery/innovation/creativity, as demonstrated by students possessing a strong sense of curiosity, asking questions actively, challenging assumptions or engaging in inquiry together with teachers.

A2: Ability

Develop the ability/skill needed to discover/innovate/create, as demonstrated by students possessing critical thinking skills to assess ideas, acquiring research skills, synthesizing knowledge across disciplines or applying academic knowledge to real-life problems.

A3: Accomplishments

Demonstrate accomplishment of discovery/innovation/creativity through producing /constructing creative works/new artefacts, effective solutions to real-life problems or new processes.

Learning and Teaching Activities (LTAs)

LTAs		Brief Description	CILO No.	Hours/week (if applicable)
1	Interactive lectures*	Students will engage and participate in discussions and case studies ((based on disciplinary cases published by HKEX, listed companies' internal policies on ethics, diversity and culture etc) in each lesson.	1, 2, 3, 4	1.5 hr/wk
2	Role-playing activities*	Students will practice skills on effective communication and conflict management through simulated real-life role-play to address issues in boardroom dynamics.	2, 3, 5	1.5 hr/wk

Additional Information for LTAs

* DEC LTA element

Embeds research elements in the course design: Key theories and findings in boardroom dynamics literature are contained in the lecture notes and discussed during the seminar time.

Assessment Tasks / Activities (ATs)

ATs		CILO No.	Weighting (%)	Remarks (e.g. Parameter for GenAI use)
1	Project# Students will be assessed on their soft skills on effective communication and conflict management through role play.	2, 3, 5	50	

Continuous Assessment (%)

50

Examination (%)

50

Examination Duration (Hours)

3

Additional Information for ATs

Final examination: Students will be assessed via written examination of their understanding of the governance concepts and theories learnt in class.

DEC AT element

Students are required to pass both coursework and examination components to guarantee to pass the course. Failing either component may lead to failure in the course. The passing mark is generally 50.

Assessment Rubrics (AR)

Assessment Task

Project (for students admitted before Semester A 2022/23 and in Semester A 2024/25 & thereafter)

Criterion

Develop soft skills on effective communication and conflict management through role play.

Excellent

(A+, A, A-) High

Good

(B+, B, B-) Significant

Fair

(C+, C, C-) Moderate

Marginal

(D) Basic

Failure

(F) Not even reaching marginal levels

Assessment Task

Final examination (for students admitted before Semester A 2022/23 and in Semester A 2024/25 & thereafter)

Criterion

Test students' learning and understanding of boardroom dynamics and the structural compliance issues in the HK and international contexts and suggestions for improvement.

Excellent

(A+, A, A-) High

Good

(B+, B, B-) Significant

Fair

(C+, C, C-) Moderate

Marginal

(D) Basic

Failure

(F) Not even reaching marginal levels

Assessment Task

Project (for students admitted from Semester A 2022/23 to Summer Term 2024)

Criterion

Develop soft skills on effective communication and conflict management through role play.

Excellent

(A+, A, A-) High

Good

(B+, B) Significant

Marginal

(B-, C+, C) Moderate

Failure

(F) Not even reaching marginal levels

Assessment Task

Final examination (for students admitted from Semester A 2022/23 to Summer Term 2024)

Criterion

Test students' learning and understanding of boardroom dynamics and the structural compliance issues in the HK and international contexts and suggestions for improvement.

Excellent

(A+, A, A-) High

Good

(B+, B) Significant

Marginal

(B-, C+, C) Moderate

Failure

(F) Not even reaching marginal levels

Part III Other Information

Keyword Syllabus

- boardroom dynamics; board effectiveness; compliance and governance; sustainability
- interest in human factors; shifts in approach to leadership; focus on ethics; how corporate governance is maturing; a broader model of corporate governance; the changing role and responsibility of company secretary;
- board structure; board demographics; board attributes; board dynamics;
- board cohesion/challenge; decision making; stakeholder conversations; leadership culture; diversity; communication; managing conflict; board environment.

Reading List

Compulsory Readings

	Title
1	Boardroom Dynamics, ICSA qualifying programme, Jeremy Cross
2	UK Corporate Governance Code 2024 edition
3	Guidance on Board Effectiveness, FRC, 2018
4	HK Corporate Governance Code
5	Culture report: Corporate Culture and the Role of Boards, FRC, 2015
6	The Stakeholder Voice in Board Decision Making, ICSA & The Investment Institute, Sept 2017
7	Guidance for Boards and Directors, 2018, HKEx
8	Consultation papers and conclusions (on corporate governance and diversity) published by HKEx

9	Analysis of Corporate Governance Practice Disclosure in Annual Reports (for previous financial years) published by HKEx
10	《上市公司治理准则（2018修订）》

Additional Readings

	Title
1	The Company Secretary: Building trust through governance, ICSA & Hensley Business School
2	Reporting Lines for the Company Secretary of a Listed Company, HKICS, June 2007
3	The Essential Company Secretary, HKICS
4	G20/OECD Principles of Corporate Governance, 2023
5	The changing role of the company secretary, Deloitte, 2019
6	Chapter 3, “Director’ s Duties” , A Practitioner’ s Guide to Directors’ Duties and Responsibilities, 4th Edition, City & Financial Publishing
7	Chambers’ Corporate Governance Handbook, 7th Edition, Professor Andrew Chambers, Bloomsbury
8	Report on Improving Corporate Governance in Hong Kong: A comparative based study, Johnstone and Goo, Hong Kong Institute of Certified Public Accountants
9	2018德勤中国上市公司独立董事调研报告，Deloitte
10	The Hong Kong Chartered Governance Institute (HKCGI) online study materials of the Chartered Governance Qualifying Programme (CGQP) Module Boardroom Dynamics.