

Lectures on Corporate Governance
Faculty of Law, Administration and Economy
University of Wroclaw
Friday, October 28 – Sunday, October 30, 2011

Geoffrey Mazullo
Adjunct Professor
School of American Law (SAL)
Principal
Emerging Markets ESG
www.emergingmarketsesg.net

Agenda

Friday, October 28, 2011 – Room 101C

17:00 – 18:30 Introductions and Grading Policy
 Session 1 Case in Point

Reading:

“Executive Pay: Convergence in Law and Practice Across the EU Corporate Governance Faultline” by Guido Ferrarini, Niamh Moloney and Cristina Vespro. European Corporate Governance Institute (ECGI) Law Working Paper 09/2003.

18:30 – 18:45 *BREAK*

18:45 – 20:00 Session 2 Introduction to Corporate Governance
 Capital Providers in a Market Economy

Saturday, October 29, 2011 – Room 101C

9:00 – 10:30 Session 3 Three Models of Corporate Governance
 Anglo-US Model of Corporate Governance
 Japanese Model of Corporate Governance
 German Model of Corporate Governance
 Comparison of Three Models

Readings:

“Apple’s Steve Jobs takes medical leave,” *The Wall Street Journal*, Friday – Sunday, January 16-18, 2009

“Sacked Olympus chief had sought answers to over \$1bn in payments,” *Financial Times*, Saturday, October 15 - Sunday, October 16, 2011

10:30 – 10:45 *BREAK*

10:45 – 12:00 Session 4 Case Study – Proposed Merger of Volvo-Renault

Reading:

Timetable – Proposed Merger of Volvo-Renault – 1990-1993

12:00 – 12:15 *BREAK*

12:15 – 13:30 Session 5 Corporate Governance in Poland

Sunday, October 30, 2011 – Room 101C

9:00 – 10:30 Session 6 Case Study – Elektrim SA (1996-1998)

Readings:

“Elektrim Dives on 1996 Sale Agreement,” *The Wall Street Journal*, Monday, November 30, 1998

“Regulator to Investigate Elektrim,” *The Wall Street Journal*, Tuesday, December 1, 1998

“Big Investors in Elektrim May Seek to Eject Officers,” *The Wall Street Journal*, Wednesday, December 2, 1998

“Elektrim Will Cancel Cell-Phone Deal,” *The Wall Street Journal*, Monday, December 28, 1998

10:30 – 10:45 *BREAK*

10:45 – 12:00 Session 7 Reporting on Corporate Governance and Corporate Social Responsibility (CSR)
PFS Program Surveys: Investor Relations Online and Reporting on CSR (2001-2011)

12:00 – 12:15 *BREAK*

12:15 – 13:30 Session 8 Case Study - Corporate Governance in Emerging Markets

Reading:

“Indian regulators shake up share rules in wake of Satyam scandal,” *Financial Times*, Thursday, January 22, 2009