

南臺科技大學 106 學年度第 2 學期課程資訊

課程代碼	80M05402
課程中文名稱	公司治理
課程英文名稱	Corporate governance
學分數	3.0
必選修	選修
開課班級	四財金英專四甲 碩研財金二甲
任課教師	周德光
上課教室(時間)	週三第 2 節(S404) 週三第 3 節(S404) 週三第 4 節(S404)
課程時數	3
實習時數	0
授課語言 1	英語
授課語言 2	
輔導考照 1	none
輔導考照 2	none
課程概述	Corporate governance have becomes important issues in modern business society. This course will broadly discuss the processes, customs, policies, legal arrangements, institutions, and mechanisms affecting the way a corporation is directed and controlled. The three most significant players in the corporate process: shareholders, employees (especially the senior managers) and board directors will be the focuses of discussion. On each of the three focuses, major corporate governance issues, analysis and solutions will be addressed and followed by a case study.
先修科目或預備能力	none
課程學習目標與核心能力之對應	
中文課程大綱	1 : Introduction: Opening case discussion 2 : Separation of Ownership and Control: Major governance and ethics issues 3 : Internal Governance Management : CEO & high-rank managers 4 : Executive compensation 5 : Case Study (I): Gerstner's Pay Package at IBM 6 : Internal Governance: Boards of Directors: Board Composition and Operations 7 : Board-Management Relationship 8 : Board Structure, Ownership and Control

	<p>9 : Case Study (II): Sears, Roebuck & Co.</p> <p>10 : External Governance: Proxy Contests and Markets</p> <p>11 : CPA firms & auditors</p> <p>12 : Case Study (III): Arthur Anderson</p> <p>13 : Stakeholders and Shareholders</p> <p>14 : Block holders and Institutional Shareholders</p> <p>15 : The governance of Family firms</p> <p>16 : Comprehensive Case Study : Governness Problem, Analysis, and Solutions</p> <p>17 : Conclusion Remark</p> <p>18 : Final Exam</p>
英/日文課程大綱	<p>1 : Introduction: Opening case discussion</p> <p>2 : Separation of Ownership and Control: Major governance and ethics issues</p> <p>3 : Internal Governance Management : CEO & high-rank managers</p> <p>4 : Executive compensation</p> <p>5 : Case Study (I): Gerstner’s Pay Package at IBM</p> <p>6 : Internal Governance: Boards of Directors: Board Composition and Operations</p> <p>7 : Board-Management Relationship</p> <p>8 : Board Structure, Ownership and Control</p> <p>9 : Case Study (II): Sears, Roebuck & Co.</p> <p>10 : External Governance: Proxy Contests and Markets</p> <p>11 : CPA firms & auditors</p> <p>12 : Case Study (III): Arthur Anderson</p> <p>13 : Stakeholders and Shareholders</p> <p>14 : Block holders and Institutional Shareholders</p> <p>15 : The governance of Family firms</p> <p>16 : Comprehensive Case Study : Governness Problem, Analysis, and Solutions</p> <p>17 : Conclusion Remark</p> <p>18 : Final Exam</p>
課程進度表	
教學方式與評量方法	
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