

Principles Of Contemporary Corporate Governance

Comparative Corporate Governance considers the effects of globalization on corporate governance issues and highlights how, despite these widespread consequences, predictions of legal convergence have not come true. By adopting a comparative legal approach, this book explores the disparity between convergence attempts and the persistence of local models of governance in the US, Europe and Asia.

In recent years, as corporations and governments have increasingly been confronted with managing the expectations of a society newly alerted to the social and environmental risks of economic development, recognition is dawning that achieving a sustainable world is dependent upon the democratic management and equitable distribution of these risks for now, and for the future. This book, the first to explore the themes of corporate governance and sustainability, argues that a better system of governance on a number of levels holds the key. Contributed to and edited by a distinguished international team, this book recognizes the complex and contested nature of both sustainability and governance, and that these key concepts have been redefined considerably over time. As sustainability poses new and major challenges for the theory and practice of corporate governance, this book, ideal for postgraduate students of business and management, identifies and addresses these challenges.

Extracts and evaluates the core principles of corporate governance. Gives context to the principles through discussions and explanations from selected case studies and real life examples of corporate governance.

Corporate governance around the world continues to develop rapidly and this new edition has been extensively rewritten to reflect these changes. The global financial crisis has led to a whole host of changes in corporate governance requirements, which are analysed by Bob Tricker.

Corporate Governance in Asia
Principles, Policies and Practices

Outlines and Highlights for Principles of Contemporary Corporate Governance by Jean Jacques Du Plessis, Isbn

The New Corporate Governance in Theory and Practice
Principles of Islamic Ethics for Contemporary Workplaces

Corporate Governance in India

The corporate governance systems of Australia, Canada, the United Kingdom and the United States are often characterized as a single 'Anglo-American' system prioritizing shareholders' interests over those of other corporate stakeholders. Such generalizations, however, obscure substantial differences across the common-law world. Contrary to popular belief, shareholders in the United Kingdom and jurisdictions following its lead are far more powerful and central to the aims of the corporation than are shareholders in the United States. This book presents a new comparative theory to explain this divergence and explores the theory's ramifications for law and public policy. Bruner argues that regulatory structures affecting other stakeholders' interests - notably differing degrees of social welfare protection for employees - have decisively impacted the degree of political opposition to shareholder-centric policies across the common-law world. These dynamics remain powerful forces today, and understanding them will be vital as post-crisis reforms continue to take shape.

How effectively can governing mechanisms forged before the surge of activist

investment continue to protect shareholders and efficiently order capital markets? This is a pressing question for scholars and practitioners of corporate law, as well as for market participants generally. In order to illuminate the extent to which the growing trend of shareholder activism calls for a new understanding of the kind of shareholder-corporate relations the law should facilitate, this book introduces the concept of shareholder-driven corporate governance. This concept refers to the evident phenomenon of shareholder involvement in corporate governance and offers a normative endorsement of this development. In order to secure the benefits of investors' increasing involvement in corporate affairs, regulatory regimes must grapple with a number of considerations. This book is based on the idea that shareholder corporate governance is a welcome development, but that it does not come without regulatory challenges. For one, it requires rejecting the idea that well-ordered capital markets can be achieved through corporate law which is subservient to private ordering. The mandatory character of, for example, securities regulation is vital to fostering shareholder involvement in corporate affairs. Defenders of shareholder corporate governance must also confront the matter of "wolf packs," or loosely formed bands of investors who defy existing regulatory categories but nonetheless exert collective influence. Regulation that is sensitive to both the inadequacies of past approaches to corporate-shareholder relations and the novel challenges posed by increasing shareholder activism will be able to harness activism, allowing capital markets to flourish.

Corporate governance regulation has been through numerous cycles of reform, and yet we still see instances of companies collapsing suddenly. Codes of corporate governance have been implemented in most developed countries, recommending detailed governance frameworks for publicly listed companies and their boards, but our understanding of how these codes influence behaviour is still limited. In this book, Alice Klettner draws on the domains of law and business to explore the effectiveness of corporate governance codes. Using interview evidence from company directors and officers, as well as published evidence of companies' corporate governance systems, she discusses the theory and practice of corporate governance and its regulation – with a focus on how corporate governance codes can affect board behaviour and company performance. This interdisciplinary book will be valuable reading for advanced students and researchers of corporate governance, and will also be directly relevant to governance practitioners and policymakers.

Corporate Governance and Accountability presents students with a complete and current survey of the latest developments involving how a company is directed and controlled. Providing a broad research-based perspective, this comprehensive textbook examines global corporate governance systems, the role and responsibilities of the directorate, and the frameworks designed to ensure effective corporate accountability for stakeholders. A holistic approach to the subject enables students to develop a well-rounded knowledge of corporate governance theory and practice, policy documents, academic research, and current debates, issues, and trends. Now in its fifth edition, this comprehensive view of the corporate governance agenda features fully revised content that reflects new research and global developments in codes of practice and governance and accountability mechanisms.

In-depth chapters contain numerous real-world case studies and compelling debate and discussion topics, exploring corporate transparency, social responsibility, boardroom diversity, shareholder activism, and many other timely issues.

Principles Corporate Governance

Corporate Governance Ethics and CSR

A Closer Look at Organizational Choices and Their Consequences, Portable Documents

Corporate Governance Flexibility and Proportionality in Corporate Governance

Capital Markets, Corporate Control, and Economic Performance

Corporate Governance and Chairmanship

How should companies be organized? To whom should boards of directors be responsible - shareholders, or a wider group of stakeholders? In this fiercely competitive world we cannot judge our own system of corporate governance in isolation; it must bear comparison with the best. The second edition of this acclaimed and well-established book aims to do just that. Since publication of the first edition interest in corporate governance has greatly increased, codes have proliferated, and principles laid down nationally and internationally. In Keeping Better Company, the author describes developments in the system of corporate governance - both the business environment and the particular structures of company organization - in five major industrial countries: Germany, Japan, France, the USA, and the UK. This second edition is fully revised, updated and expanded, and includes a new conclusion looking at a number of ongoing issues in corporate governance, and an appendix discussing the role of international organizations.

Since they were issued in 1999, the OECD Principles of Corporate Governance have gained worldwide recognition as an international benchmark for good corporate governance. This revised version takes into account developments since 1999 and includes several important amendments.

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Written by leading subject expert Christine Mallin, Corporate Governance combines clear, accessible discussion of theory with a wealth of contemporary, global examples to introduce students to both the essential principles of the subject and how they apply in practice. In addition, broad coverage of international attitudes and approaches to governance allow students to develop a wider understanding of business issues in an increasingly globalized world.

The complexities of socially responsible investment in Myanmar, L'Oreal's celebrated sustainability programme, and the leadership problems at South Korea's Samsung are just some of the new and updated case studies for the sixth edition, ensuring examples are not just relevant but topical too. In addition, Financial Times articles reporting on issues and events as diverse as the gender pay gap, shareholder rebellions, and legal action on climate change accompany chapters, providing further real-life examples of theory in practice. This book is

accompanied by a range of online resources: For students: Fill-in-the-blank questions Flashcard glossary Corporate Governance Blog Web links For registered adopters: PowerPoint slides Additional case studies

Governing for Results

Challenges for Theory and Practice

Contemporary Australian Corporate Law

Business Ethics and Corporate Governance

Introduction to Corporate Governance in Australia

Creating and Sustaining Advantage Across Borders

Since they were issued in 1999, the OECD Principles of Corporate Governance have gained worldwide recognition as an international benchmark for good corporate governance.

In reaction to the recent financial crisis and corporate failures at the beginning of the millennium, the emphasis of the business community in corporate governance has shifted towards internal control and risk management issues. As a result, risk management discussion has reached an unprecedented level for academics and practitioners alike.

This international, multidisciplinary book provides a comprehensive overview of the risk management landscape, encompassing its challenges and problems and taking stock of its influence on both companies and society as a whole. The eminent contributors review historical and current provisions relating to internal control and risk management in Europe and in the USA. They address the interconnected consequences of the necessity of risk management, and illustrate that a comprehensive approach needs to be further improved. The pros and cons of both the rule-based and the principle-based approaches are analysed, showing that the latter makes it more feasible for sound business practices to be combined with strategic company goals, and for the relationship between entrepreneurial risk taking and sound risk governance management to be in equilibrium. The book also presents a balanced supervision framework, which both promotes prevention of excessive risk taking and tackles risk failure.

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The rise of CSR (corporate social responsibility) is creating a paradigm shift in contemporary corporate culture and organizational behaviour with shareholder and stakeholder activism on the rise as international banking crises and global corporate scandals dominate the headlines. Through accountability and transparency, fiduciary capitalism is being challenged to tie sustainability and corporate conscience to the bottom line. With the emergence of impact investing, social responsibility and ethics in corporate governance is becoming essential to long-term success in the new global marketplace. Corporations need to demonstrate that ethical, environmentally conscious business practices and profit are no longer mutually exclusive. Justine Simpson and John R. Taylor's Corporate Governance Ethics and CSR gives the reader a comprehensive guide to today's requirements for governance and reporting that organizations must adopt to successfully strike a balance between financial gain and socially responsible, green business practices that enhance the greater good. Employing current examples (Walmart,

Goldman Sachs, Citigroup) and case studies in both the public and private sectors, Simpson and Taylor have compiled a thorough and fascinating roadmap, including historical context, for anyone seeking to understand the complex workings of the international corporate economy that affects us all. This book is perfect for students of, and those wishing to participate in, this revolutionary wave sweeping our planet.

Corporate Governance Ten Years On

Boards and Shareholders in European Listed Companies

A Personal View

A Comparative and Functional Approach

Corporate Governance

Corporate Governance Matters

Introduces corporate law in Australia with authoritative, contextual and critical analyses of the law of corporations and financial markets.

This OECD report presents the results of an OECD review on flexibility and proportionality practices in seven different areas of corporate governance regulation. The review covers 39 jurisdictions and six in-depth country case studies.

With contributions by distinguished scholars from legal and financial backgrounds, this collection of essays analyses four main topics in the corporate governance of European listed firms: (i) board structure, composition and functioning and their interaction with ownership structure; (ii) board remuneration; (iii) shareholder activism and (iv) corporate governance disclosure based on the 'comply or explain' approach. The authors provide new comparative evidence and analyse its implications for the policy debate. They challenge the conventional wisdom that corporate governance in European firms was systematically dysfunctional. While proposals aimed at increasing disclosure and accountability are usually well-grounded, caution is suggested when bringing forward regulatory changes with respect to proposals targeting specific governance arrangements, especially in the fields of board composition and shareholder activism. They argue that the 'comply or explain' principle should be retained and further efforts should be exercised to enhance disclosure.

As the author comments in the Introduction to this book, Corporate Governance is currently a popular topic with regulators, investors, company directors and executives, commentators and academics but this is not just a recent phenomenon. While current interest may be largely a response to major cases of company failure and managerial misconduct, many of the basic issues involved were of concern when limited liability companies were first invented and have been revisited

at other times in history. This text offers a very concise introduction to the principles of corporate governance for those wishing to understand the main issues affecting corporate governance in relation to publicly traded corporations. It provides a general overview of the origins and nature of this type of corporation, its stakeholders, the general principles of governance and how they apply to corporations and a brief discussion of Australian as well as international developments that affect Australian companies. The approach adopted in An Introduction to Corporate Governance in Australia emphasises understanding the nature of the entity being governed and how the general principles of governance apply to such an entity.

The Anatomy of Corporate Law

G20/OECD Principles of Corporate Governance

Corporate Governance Regulation

Change and Continuity

The Evolution of Corporate Governance

Risk Management and Corporate Governance

Corporate Governance Matters gives corporate board members, officers, directors, and other stakeholders the full spectrum of knowledge they need to implement and sustain superior governance. Authored by two leading experts, this comprehensive reference thoroughly addresses every corner of governance. The authors carefully synthesize current academic and professional research, summarizing what is known, what is unknown, and where the evidence remains inconclusive. In this way, they illuminate many key topics overlooked in previous books on the subject. Coverage includes International corporate governance. Compensation, equity ownership, incentives, and the labor market for CEOs. Optimal board structure, tradeoffs, and consequences. Governance, organizational structure, business models, and risk management. Succession planning. Financial reporting and external audits. The market for corporate control. Roles of institutional and activist shareholders. Governance and risk. The authors offer models and frameworks demonstrating how the components of governance fit together, with concrete examples illustrating key points. Throughout, their balanced approach focuses strictly on two goals: to "get the story straight," and to provide useful tools for making better informed decisions.

Corporate governance has become a major issue in business over the last decade. Adrian Cadbury played a central role in developing policies, good practice, and our understanding of the complex issues involved. In 1992 he chaired the committee, sponsored by the Bank of England, whose Report on the Financial Aspects of Corporate Governance (commonly known as the 'Cadbury Report') put issues of corporate governance on the map. Ten years on, Cadbury now reflects on issues of corporate governance and chairmanship drawing on his own business and policy-making experience. In this book he discusses and explains the central issue of corporate governance; provides practical advice for chairmen and directors on their roles and responsibilities; and surveys the major codes of practice that have been developed in the last decade. He also considers the implications of the current review of company law and speculates on the implications of electronic developments for shareholders' voting, the extent of a company's social responsibility, and the changing relationship between managers, and investors. This book is both an informed commentary and a practical guide. Cadbury's insights will prove essential reading for anybody taking on senior roles in companies and other organizations, and will provide well-grounded analysis for management academics, students, and

advisers.

BEST SELLER This **BEST SELLING** book provides a comprehensive guide to effective governance for board members and their senior executives. The author offers a new framework for understanding boards and proposes practices that boards can use to fulfill their stewardship responsibilities, strengthen board performance and improve organizational effectiveness. The book discusses the nature of governance - what it is and why it matters; essential duties and liabilities of the board and its members; and the essentials of an effective board/management partnership. It provides detailed guidance on the seven primary areas of board responsibility: i) mission and planning; ii) financial stewardship; iii) human resources stewardship; iv) performance monitoring and accountability; v) community representation and advocacy; vi) risk management; and, vii) managing 'critical events' and 'transitional phases'. It discusses the legal structure of nonprofits, who owns them and how to govern for accountable governance. *Governing for Results* will assist boards in dealing with recurring issues around board and committee structures; their terms of reference and effective use; and job descriptions for key officers. The discussion of board development, board management, decision-making and organizational culture will prove invaluable in helping many boards deal with these complex issues. The discussion of the essential principles of governing for results includes a logical framework for implementation and evaluation. The book provides tools that can help boards decide which governance practices best fit their particular organization and strengthen their performance as a governing body. It identifies the factors that may interfere with a board's ability to adopt appropriate governance practices and presents twelve keys to successful governance that were identified through research. It offers a letter of agreement for new board members, and samples of an agenda for board meetings, a confidentiality policy, a values statement, conflict of interest and donor confidentiality policies, a template for financial monitoring, self-assessment tools for the board and individual directors and a basic 'Rules of Order' for conduct of meetings. It also provides outlines for comprehensive bylaws, governance policies, and references to additional resources. Although this book is intended to be one of the resources available to volunteer members of nonprofit boards of directors, much of its content will also be useful for directors of public and private sector corporations. The strong research underpinning this work also makes it of interest to researchers, academics, and consultants. From a new perspective to the debate about governance models and offers guidance to board members with respect to board structure, responsibilities, governance practices, and problems that commonly afflict nonprofits. It is designed as a user-friendly guide for busy directors and executives who want concise, complete, well-researched answers to perennially troubling questions about governance, the role of boards, and their relationship to staff.

What are the key objectives of corporate governance? How effective has it been in India? What is the need for good governance intensified over the last decade? Have the recent developments in corporate governance opened up a wide range of governance issues? This book addresses such debates and provides insight into advancing and improving corporate governance practices in India. It explores the evolution of corporate governance and discusses crucial aspects such as compensation for executives, diversity on Indian boards, ethical business, independent directors, audit committees, corporate governance in state-owned enterprises, and corporate social responsibility. The volume also critically examines important provisions of the Companies Act, 2013 along with the revised clause 49. Drawing from distinguished academics, practitioners, and research scholars, it brings out contemporary perspectives on the provisions, challenges, and opportunities in the field within a comparative context.

Understanding Company Law

Facts, Context and Post-Crisis Reforms

Corporate Governance and Complexity Theory

A Synthesis of Theory, Research, and Practice

Corporate Governance and Sustainability

Shareholder-driven Corporate Governance

Understanding Company Law is a lively introduction to the key principles of the Companies Act 2006 and modern company law. It takes a unique approach to the subject, which also encompasses the important and growing fields of securities regulation, corporate governance and corporate social responsibility. This book covers all of the key topics that a student reader will encounter in any company law course. The discussion presents the key principles simply, before guiding the reader through the more complex issues that are often the focus of examinations in this subject. It also offers pathways into further reading, while injecting enjoyment back into the topic. In Understanding Company Law, Professor Hudson provides a straightforward guide to the law, while providing context, detailed analyses of the leading cases, and no little humour. The second edition covers key recent changes and developments in company law, both case law and statutory, including: two recent Supreme Court decisions on piercing the corporate veil, *VTB Capital plc v Nutritek International Corp* and others and *Prest v Petrodel Resources Limited & Others*, and an analysis of the Conservative government's Green Paper on Corporate Governance. Online support Visit the author's website at www.alastairhudson.com to find podcasts of specially recorded lectures covering the basic principles and an audiobook version of this text.

This book is a major advancement in the area of complexity and corporate governance. By bringing together a range of leading experts in the fields of complexity and corporate governance, this book manages to knowledgeably wed the emerging field of complex systems thinking with the more established area of corporate governance. It brings a range of new and exciting concepts, such as emergence, co-evolution and selforganisation, and integrates them into an overarching and holistic understanding of corporate governance that is a clear benefit to corporate actors and stakeholders. The book is a major resource for both academic and practitioner audiences.

Forty years ago, managerialism dominated corporate governance. In both theory and practice, a team of senior managers ran the corporation with little or no interference from other stakeholders. Shareholders were essentially powerless and typically quiescent. Boards of directors were little more than rubber stamps. Today, the corporate

governance landscape looks vastly different. The fall-out from the post-Enron scandal and implementation of the Sarbanes-Oxley Act have resulted in shareholder activism becoming more widespread, while many observers call for even greater empowerment. The notion that the board of directors is a mere pawn of top management is increasingly invalid, and as a result, modern boards of directors typically are smaller than their antecedents, meet more often, are more independent from management, own more stock, and have better access to information. The New Corporate Governance in Theory and Practice offers an interdisciplinary analysis of the emerging board-centered system of corporate governance. It draws on doctrinal legal analysis, behavioral economic insights into how individuals and groups make decisions, the work of new institutional economics on organizational structure, and management studies of corporate governance. Using those tools, Stephen Bainbridge traces the process by which this new corporate governance system emerged, and explores whether such changes are desirable or effective. In this Element the origins of corporate governance are reviewed, recognising that corporate entities have always been governed, that important developments took place in the seventeenth and eighteenth centuries, and the huge significance of the invention of the joint-stock limited liability company. The development of corporate governance in the twentieth century around the world is explored, with complex groups, private companies, and top management dominating shareholder power appearing in the Inter-war years. Some unresolved issues in both principle and practice are identified. Various theories of corporate governance are described and contrasted. The subject is seen to be in search of its paradigm and a systems theoretical relationship between the theories is suggested. The need to rethink the concept of the limited liability company is argued, and a call is made for the development of a philosophy of corporate governance.

A Comparative Approach

The Political Foundations of Shareholder Power

OECD Principles of Corporate Governance 2004

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Corporate Governance and Accountability

A Director's Guide to Good Governance

Looking at the question of how firms can compete in a global environment, the

authors examine the issues considered central to the study of strategic management in a global context. They deal with a diverse set of important strategic topics by integrating research with practical examples and case studies. This is the long-awaited second edition of this highly regarded comparative overview of corporate law. This edition has been comprehensively updated to reflect profound changes in corporate law. It now includes consideration of additional matters such as the highly topical issue of enforcement in corporate law, and explores the continued convergence of corporate law across jurisdictions. The authors start from the premise that corporate (or company) law across jurisdictions addresses the same three basic agency problems: (1) the opportunism of managers vis-à-vis shareholders; (2) the opportunism of controlling shareholders vis-à-vis minority shareholders; and (3) the opportunism of shareholders as a class vis-à-vis other corporate constituencies, such as corporate creditors and employees. Every jurisdiction must address these problems in a variety of contexts, framed by the corporation's internal dynamics and its interactions with the product, labor, capital, and takeover markets. The authors' central claim, however, is that corporate (or company) forms are fundamentally similar and that, to a surprising degree, jurisdictions pick from among the same handful of legal strategies to address the three basic agency issues. This book explains in detail how (and why) the principal European jurisdictions, Japan, and the United States sometimes select identical legal strategies to address a given corporate law problem, and sometimes make divergent choices. After an introductory discussion of agency issues and legal strategies, the book addresses the basic governance structure of the corporation, including the powers of the board of directors and the shareholders meeting. It proceeds to creditor protection measures, related-party transactions, and fundamental corporate actions such as mergers and charter amendments. Finally, it concludes with an examination of friendly acquisitions, hostile takeovers, and the regulation of the capital markets.

Provides a comparative overview of corporate governance frameworks and practices in major Asian countries.

This research handbook provides a state-of-the-art perspective on how corporate governance differs between countries around the world. It covers highly topical issues including corporate purpose, corporate social responsibility and shareholder activism.

Absolute Essentials of Corporate Governance

Legal Perspectives

Studyguide for Principles of Contemporary Corporate Governance by Plessis

The changing roles and responsibilities of boards of directors

Global Strategy

Corporate Governance in the Common-Law World

This shortform textbook, a concise overview of the development and current state of corporate governance, provides a critical narrative on

the field. Beginning with insightful historical background, the author shows how value-adding corporate governance involves more than unthinking compliance to a recitation of statutes, regulations and principles, devoid of context. Features include basic definitions, reviews of theoretical governance problems, and a worldwide review of current governance provisions along with more detail on the UK situation. Revealing the geology of governance in the business world, the book highlights its progress set into a framework of regulation and law. This textbook provides a brief, authoritative summary of the field for two core audiences: as a reference for specialist readers, and as an concise introduction for non-specialist readers.

Offers comprehensive coverage of the key topics and emerging themes in private sector corporate governance.

A detailed look at the importance of corporate governance in today's business world The importance of corporate governance became dramatically clear at the beginning of the twenty-first century as a series of corporate meltdowns from managerial fraud, misconduct, and negligence caused a massive loss of shareholder wealth. As part of the Robert W. Kolb Series in Finance, this book provides a comprehensive view of the shareholder-manager relationship and examines the current state of governance mechanisms in mitigating the principal-agent conflict. This book also offers informed suggestions and predictions about the future direction of corporate governance. Relies on recent research findings to provide guidance through the maze of theories and concepts Uses a structured approach to put corporate governance in perspective Addresses essential issues related to corporate governance including the idea of principal-agent conflict, role of the board of directors, executive compensation, corporate monitoring, proxy contests and corporate takeovers, and regulatory intervention Corporate governance is an essential part of mainstream finance. If you need to gain a better understanding of this topic, look no further than this book.

Contemporary workplaces are subject to numerous challenges due to the absolute technological takeover of real-time working platforms. Though significant developments to the modern workforce have changed the face of industry significantly, there is a thirst for workplaces where people may achieve material objectives while attaining spiritual satisfaction through their daily activities both at the office and home. Principles of Islamic Ethics for Contemporary Workplaces is an essential reference source that discusses organizational behaviors in relation to Islamic values, beliefs, and work ethics, as well as managerial strategies that follow the Islamic way of life. Featuring research on topics such as contemporary

business, diverse workforce, and organizational behavior, this book is ideally designed for managers, business professionals, administrators, HR personnel, academicians, researchers, and students.

Governing the Modern Corporation

Keeping Better Company

Principles of Contemporary Corporate Governance

Interconnections in Law, Accounting and Tax

Comparative Corporate Governance

Principles of Contemporary Corporate Governance, Second Edition, provides a concise presentation of vital topics and emerging themes in corporate governance within the private sector, while maintaining the key elements of the successful first edition. This definitive book not only exposes the fundamental principles of corporate governance, it builds upon them by illustrating how they are applied. It includes several prominent case studies, and directors' duties and liability are illustrated by drawing on the most recent Australian court cases. Although grounded in Australian corporate governance, the book will appeal to practitioners and students of law and business management internationally. Principles of corporate governance are explicated for readers in all jurisdictions, with specific reference to the Global Financial Crisis (GFC) and the implications for corporate governance developments in the future.

In Governing the Modern Corporation, Smith and Walter examine critically and comprehensively corporate governance issues before and after the bursting of the stock market bubble in 2000, focusing on the conduct of investors, intermediaries and regulators, as well as that of corporate boards. They find conflicts of interest to be heavily embedded in the system, and suggest a number of remedies to return it to the free market that all want and expect it to be.