Governance, Risk Management, and Compliance (GRC)
[Semester]
One day a week course, 2 units

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Course Description
To successfully execute an organization's strategy, directors and senior management benefit greatly from a system of Corporate Governance integrated and supported by programs of risk management and compliance. These systems are influenced by laws, regulations, and rules of regulatory bodies as well as internal policies. This course will focus on how effective governance systems are designed, implemented, operated, and monitored. Thus, this course covers the theoretical and practical aspects of risk management, compliance, and regulation as it relates to the linkage between the capital markets and the governance of an organization.

Course Prerequisites
MGMT 606

Student Learning Outcomes
Upon successful completion of this course, students will be able:

1. Apply appropriate principles of responsible business practices to resolve issues related to individual responsibility, corporate social responsibility (CSR), leadership responsibility (corporate governance), environmental responsibility, and cultural responsibility (diversity).
2. Demonstrate knowledge of intellectual property indemnification and its implications.
3. Identify and assess the potential liabilities of corporations for human rights violations under international and national laws.
4. Identify and interpret trade compliance regulations and product compliance regulations.
5. Explain the Risk Management Process, including identifying, analyzing, evaluating, treating, and monitoring risk.
6. Utilize knowledge of software licensing, and how it is related to IT and Governance, Risk Management, and Compliance (GRC).
7. Demonstrate knowledge of key corporate governance practices, issues and challenges that is relevant to corporate executives and other professionals involved in corporate governance-related work.

Required textbook: *Compliance Management: A How-to Guide for Executives, Lawyers, and other Compliance Professionals* (2015) by Singh and Bussen. ISBN: 978-1440833113
Supplemental Materials to be provided by instructor:
Websites: OCEG (Open Compliance and Ethics Group) and Protiviti KnowledgeLeader

Additional readings, articles, and resources are available via Cougar Courses.

Course Policies

Academic Honesty

Students will be expected to adhere to standards of academic honesty and integrity, as outlined in the Student Academic Honesty Policy. All assignments must be original work, clear and error-free. All ideas/material that are borrowed from other sources must have appropriate references to the original sources. Any quoted material should give credit to the source and cite accordingly.

Academic Honesty and Integrity: Students are responsible for honest completion and representation of their work. Your course catalog details the ethical standards and penalties for infractions. There will be zero tolerance for infractions. If you believe there has been an infraction by someone in the class, please bring it to the instructor's attention. The instructor reserves the right to discipline any student for academic dishonesty, in accordance with the general rules and regulations of the university. Disciplinary action may include the lowering of grades and/or the assignment of a failing grade for an exam, assignment, or the class as a whole. It is recommended that students be referred to the full Academic Honesty Policy at https://www.csusm.edu/policies/active/documents/Academic_Honesty_Policy.html

Accommodations

Students with disabilities who require academic accommodations must be approved for services by providing appropriate and recent documentation to the Office of Disability Support Services (DSS). This office is located in Craven Hall 4300, and can be contacted by phone at (760) 750-4905, or TDD (760) 750-4909. Students authorized by DSS to receive accommodations should meet with me during my office hours or in a more private setting in order to ensure your confidentiality.

Add/Drop

Students are responsible for understanding all processes and timelines associated with adding or withdrawing from a course. Published detailed information can be found with the Class Schedule on the CSUSM website.

Assignment Deadlines and Late Work

Assignments are considered late if submitted after the due dates and times listed in the course schedule. Technological issues are not considered valid grounds for late assignment submission. **Late assignments will not be accepted or graded.** Please contact the instructor BEFORE the assignment due date if you have extenuating circumstances. Plan ahead and do not wait until 24 hours prior to a due date to work on an assignment.

Class Participation & Attendance

Attendance is required and expected for this course. Your attendance will contribute to both your learning and the learning of your peers. Students who are absent from a class meeting are still responsible for the materials and assignments in accordance with the due dates listed in the syllabus. Similar to attending class, arrival to class on time is expected. **Arriving to class tardy**

(or leaving early) for three class sessions will count as one absence.

Students are expected to participate in all activities, exercises, and discussions. Your comments should be focused on and relevant to the topic being discussed. Take care not to dominate discussions. You should be courteous and civil as well as open and engaged. Think "Step up and step back" - if you aren't speaking up much, challenge yourself to share and if you find yourself speaking up frequently, wait and give others a chance to speak.

Respect for Diversity
The diversity of backgrounds, thoughts, beliefs that students bring to this class should be viewed as a resource, strength, and benefit, and should be respected. It is expected that each member of the class treat the other members with dignity and respect. Individuals' opinions should be respected and valued, even if they are not in line with your own opinions.

University Credit Hour Policy
Students are expected to spend a minimum of two hours outside of the classroom each week for each unit of credit engaged in learning. Therefore, as a two-unit course, students are expected to spend at least four hours a week outside of the classroom on readings, homework assignments, projects, group work, etc.

University Writing Requirement: CSUSM has established a 1700-word writing requirement for 2-unit courses. To meet this requirement, each student will complete individual and group case studies as well as a group report and presentation.

Course Evaluation

Activity	*Points*	*Due Date*
Class Participation and Discussions	15 pts	Weekly
Individual Case Analysis: Nike and REI	15 pts	Week 2
Forum Discussion Question(s): Human Trafficking & Conflict Minerals	10 pts	Week 5
Midterm Exam	20 pts	Week 8
Company Survey on Compliance and Ethics	10 pts	Week 11
Final Group Report	15 pts	Week 15
Final Group Presentation	10 pts	Finals Week
Final Group Reflection (Individual)	5 pts	Finals Week
Total Points	**100**	

Grading Scale

100-93	92-90	89-87	86-83	82-80	79-77	76-73	72-70	60-69	59-0
A	**A-**	**B+**	**B**	**B-**	**C+**	**C**	**C-**	**D**	**F**

Graded Components

Class Participation and Discussions (15 points): The final grade in this class will be affected by active participation, including attendance, as follows: 1) In accordance with the course policy regarding attendance and participation. 2) In class activities during each course session will be used to grade your participation for that day. In class activities may include interactive exercises, case analyses, and group discussions.

Individual Case Analysis (15 points): Students will analyze the Nike and REI cases separately and then compare and contrast the two organizations' approach to the triple bottom line. The written analysis should be uploaded into Cougar Courses by Noon on the due dates listed on the course schedule. Bring a copy for class discussion.

Forum Discussion (10 points): Students will participate in a forum to discuss the implications of human trafficking and conflict minerals during the week listed on the course schedule. Students are expected to be prepared to engage in a discussion in class during that week as well. The discussion question(s) will be posted to the forum at the start of the week. Students are required to submit two (2) substantial postings. A **"quality" original posting** will be several full paragraphs in length and will specifically respond to the question posed. Levels of complexity and sophistication of your original posting will be enhanced by reference to both readings and lecture content. A **"quality" responsive posting** will reflect thoughtful engagement in response to another student's original posting. This means doing more than merely agreeing or disagreeing with another student's posting.

Midterm Exam (20 points): covers course content from the first half of the semester and is comprised of multiple choice, true/false, short answer, and essay questions.

Company Survey (10 points): Students are to conduct a survey on a company they currently work at, have previously worked at, or are familiar with regarding the organizational culture, education and training related to compliance and ethics. Example questions include: What kinds of educational opportunities or training does the company provide? What examples, artifacts, activities, etc. indicate an organizational culture of compliance and ethics? Or lack thereof?

Final Group Report and Presentation (25 points): Students will be put in teams of four to prepare a group paper and presentation. Teams are to choose a multinational organization to analyze from the lens of Governance, Risk Management, and Compliance. This project requires students to demonstrate course knowledge by identifying the best practices as well as gaps the selected organization exhibits.

Final Group Reflection (5 points): In addition to the group report, each group member is to submit a one-page single spaced reflection explaining how your final group project connects to at least two student learning outcomes.

Course Schedule
Note: Readings are posted in Cougar Courses (CC)

Week	Topics in Class	Assignments Due
1	Syllabus, Course Overview, Introduction to Governance, Risk Management, and Compliance (Ch. 1)	
2	Ethics and the Levels of Responsibility: Individual, CSR, Corporate Governance, Environmental, and Cultural (Ch. 2 and 3)	
3	Corporate Social Responsibility and the Triple Bottom Line (Nike Case and REI Case)	Individual Case Analysis
4	Corporate Governance 2.0 (HBR Article) and Alien Tort Claims Act (Bowoto v. Chevron Corp and Doe v. Unocal)	
5	Human Rights Through a Corporate Governance Lens: Human Trafficking (California Transparency in Supply Chain Act of 2010) and Conflict Minerals (Dodd-Frank Act) (Readings on CC)	Forum Discussion Question(s)
6	The Risk Management Process (Ch. 4 and 5) and Enterprise Risk Management (PWC White Paper)	
7	Mitigating Risk through Contracts: Intellectual Property Indemnification (Readings on CC) + Midterm Review	
8	**Midterm**	Midterm
9	IT Governance, Risk Mgmt, and Compliance: Understanding Software Licensing Agreements (Readings on CC)	
10	Instilling a Culture of Compliance: Culture, Education and Training (Ch. 6 and 7)	
11	Regulatory Compliance: Recognizing Wrong Doing, Investigation and Enforcement, Program Evaluation (Ch. 8, 9, 10)	Company Survey
12	Product Regulatory Compliance and Trade Regulatory Compliance (Supplemental Readings on CC)	
13	International Compliance Management: Strategies and Challenges (Ch. 11)	
14	Compliance to Various Laws: International Compliance, Labor, Environmental, Antitrust, etc. (Ch. 14, 15, 16)	
15	Special Topics: Future Trends in the U.S. and other major global economies + Wrap-Up	Group Report
Final	**Group Presentations**	**Presentation**

*****The instructor reserves the right to change or modify the syllabus at any time*****