Module Specification

The Board and its Role

Cohort

2019-2020

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Module Overview

Module Code	tbc
Module Title	The Board and its Role
Credits	7
Academic year	2019-2020
Tutor	Name of tutor
E-mail address	
Skype/phone	
Programme Manager	Ms. Isabelle Francois-Gopal - MIoD Mr Mrinal Sohoraye – Open University
Dates	Tbc
Assessment period	Tbc

Module Summary

Aims of the Module:
The board plays an essential part in any businesses in terms of decision making and any other matter arising which can affect the whole organisation. The board is composed of the chairman and other members and they are the ones who tackle strategic issues of the organisation in order to achieve success. The aim of this module is to provide an understanding of the role and authority of a board and the relationship between board performance and its structure and membership. The roles of each members and the workings of the board will enable participants to acquire knowledge on how to manage challenges of the boardroom and how to bring effective results.

Intended Learning outcomes:

By the end of the module students should be able to:
LO1: Explain the board's governance roles and responsibilities in shaping the strategy of the company and protect the interest of shareholders; LO2: Discuss the roles separation and responsibilities of the chairman and the other members including their legal duties and leadership attributes; LO3: Identify the characteristics and benefits of a balanced board; LO4: Describe good practices in managing board directors' roles, responsibilities, committees and remuneration.

Learning and Teaching Strategies

Teaching and Learning methods:

Participants will be given an opportunity to engage with the learning material firstly through guided online learning and secondly through face-to-face sessions.

Online learning will encourage participants to engage with the content through activities such as discussion forums, quizzes, and self and peer-assessed activities. All online activities will be guided by an experienced online tutor.

The independent learning period will be complemented by an immersive and intensive face-to-face session. The purpose of this session is for participants to put in application their learning by engaging in problem-solving activities.

Details of the weekly activities can be found in the Study Plan on page 7 of this document.

Study time:

As an indication, participants are expected to provide **175 hours** of study time **16 hours** of which will be face to face, the remaining to be devoted to online e-learning activities, independent study, assessment preparation and work-based learning.

These study times are indicative of the number of hours a typical participant will be required to study in order to acquire and demonstrate the knowledge and skills listed in the learning outcomes of the module.

Work-based learning consists of learning through and at work. For this module, it is estimated that between 80 to 85 hours of your learning time will take place at work.

On a typical study week a participants will be involved in **8 to 10 hour**s of study time consisting for example of engagement on the online discussion forum, the completion of online activities and independent study time to review readings, textbooks and relevant sections of the module content.

Participants are guided by experienced tutors throughout their engagement with learning activities on the e-learning platform.

On weeks 1, 3 and 5 of this module, participants will get a chance to immerse themselves in active face-to-face learning with their tutors.

Feedback

Participants will receive verbal and written feedback on their progress both via the activities on the e-learning platform and during the face-to-face sessions.

Throughout the module you will be receiving **feedback** on your performance through the discussion forums and in class interactions. Feedback should help you self-assess your work as you progress through the module and help you develop a better understanding of your subject.

Reading List

Chapter 4-6 in Coyle B. (2015) *Corporate Governance* (5th edition)

Cadbury, A. (2002) Corporate Governance and Chairmanship. Oxford University Press: Oxford

Carver, J. and C. Oliver (2002) Corporate Boards that Create Value. Jossey-Bass: San Francisco

Carver, L. (2006) Boards that make a Differences. Jossey-Bass: San Francisco

Coulson-Thomas, C. (2007) Creating Excellence in the Boardroom. Kogan Page: London

Kiel, G., G. Nicholson and M. Barclay (2005) Board, Director and CEO Evaluation. McGraw Hill: Sydney

Study Plan

| Week / date | Online | Class | Student centred learning guidance

(provide clear detail of what students are expected to do in their own time for that week) | Assessment Criteria |
|---|---|---|---|---|
| 1

Insert dates | √ | | 1. The Board's Governance roles and responsibilities
2. Managing versus directing and identifying dilemmas

Online: Participants should complete the weekly readings and test their acquired knowledge through the online quiz posted on the e-learning platform. Participants will also engage in the discussion forum related to the topics. Participants are encouraged to engage in reflective learning as well. | 1. Participant can describe the board, its roles and its responsibilities.
2. Participant can differentiate between the concepts of managing and directing and identify and solve dilemmas which can arise. |
| 2

Insert date + face to face date | √ | √ | 1. The role separation of chairman and CEO
2. Directors' legal duties and liabilities

Online: Participants should complete the weekly readings and test their acquired knowledge through the online quiz posted on the e-learning platform. Participants will also engage in the discussion forum related to the topics. Participants are encouraged to engage in reflective learning as well.

Face to Face session:

Review of key concepts.

A mini case study on the topic. | 1. Participants can discuss the role of the chairman and the CEO.
2. Participant can analyse the legal duties and liabilities of the directors. |

3			1. Characteristics and benefits of a balanced board 2. Types of directors and their leadership attributes *Online*: *Participants should complete the weekly readings and test their acquired knowledge through the online quiz posted on the e-learning platform. Participants will also engage in the discussion forum related to the topics. Participants are encouraged to engage in reflective learning as well.*	1. Participant can identify the characteristics of a balanced board, its importance and benefits towards the organisation 2. Participant can discuss on the types of directors and their leadership attributes.
4			1. Good practices in managing board directors' roles, responsibilities, committees and remuneration 2. The roles of each member of the board *Online*: *Participants should complete the weekly readings and test their acquired knowledge through the online quiz posted on the e-learning platform. Participants will also engage in the discussion forum related to the topics. Participants are encouraged to engage in reflective learning as well.*	1. Participant can describe the good practices which need to be present for the smooth running of the organisation 2. Participant can explore the roles of each board member
5			1. Activities taking place before, during and after board meetings *Online*: *Participants should complete the weekly readings and test their acquired knowledge through the online quiz posted on the e-learning platform. Participants will also engage in the discussion forum related to the topics.* *Face to Face session*: *Review of key concepts.* *Peer evaluation on self-directed activities.* *A mini case study on the topic.*	1. Participant can discuss the activities which take place before, during and after board meetings.

Late submission, Extension and Re-sit Policy

Late-submission

Deadlines for assessments are taken very seriously by the University; they are considered part of the learning process. It is the student's responsibility to manage their time responsibly and ensure that they can submit work on time.

The penalty for late submission is a **2 percentage point deduction** from the final mark for every day late, including weekends.

If the student has special circumstances he/she should follow the procedure as detailed in Special Circumstances section on page 10 of this document.

Extension request

Students must apply for an extension if, for unavoidable reasons, they are unable to submit their assessment on time. Students should complete the Deadline Extension Request Form available on the e-platform. TMA extensions can only be granted on clear medical/personal grounds (supported by independent documentary evidence) that have affected a student's ability to submit coursework on time. For more information on valid reasons for an extension request please refer to the Special Circumstances section on page 10 of this document.

Students should submit their Extension Request to their Programme Manager **no later than 3 working days before** the deadline.

In the event that there is clear evidence that the medical/personal circumstances have arisen within this three day period, student's extension request will be considered. Retrospective requests for extensions will not be considered.

Resit

To pass the module, students need to have a weighted average of 40% combining continuous assessment and examination/final project. If a student fails the course, he or she only needs to resit the failed component at the next available opportunity. The student will be required to re-register for the module at the next available opportunity.

Special Circumstances

To ensure students are treated equally and fairly, the university has provisions in place to support students with special circumstances. The application of these provisions requires that **students inform the university** of special circumstances that may affect their performance.

The list of special circumstances recognised by the University is as follow:
   a. chronic physical impairment/disability (e.g. visual impairment, wheelchair users);
   b. diagnosed chronic neurological impairment or learning difficulties (e.g. dyslexia, dysgraphia, epilepsy);
   c. diagnosed mental illness (e.g. depression, anxiety disorder/panic attacks);
   d. long term illness;
   e. short-term illness at the time, or around the time of assessment;
   f. child delivery at the time, or around the time of assessment;
   g. bereavement of a direct relative at the time, or around the time of assessment;
   h. exceptional hardship (e.g. loss of accommodation as a result of flooding) at the time, or around the time of assessment.

Students who wish to inform the university of special circumstances should submit the evidence (in person or by mail) to the registrar EXCEPT in the following circumstances:

   a. TMA extension deadlines;
   b. Temporary disability request where the examination-duration extension request is less than 25% of the total duration of the examination, as advised by the Medical Officer/medical Board.

In situations a. and b. Special Circumstances requests should be directed to the Director of Academic Affairs via the Programme Manager.

Special Circumstances requests should be submitted with all supporting evidence in original copy. The student should indicate on the how his/her special circumstance will/has impact(ed) their performance on the assessment or any special provision they require as a result of the special circumstances.

If relevant, the student should also submit a separate form if his/her special circumstances require special arrangements for other teaching and learning activities such as face-to-face class sessions.

The university policy on special circumstance can be found in University Rules and Regulations.

Academic Misconduct

Academic Misconduct refers to any activity where a student, through unpermitted means, seeks to gain an advantage in the completion of an assessment. Any unpermitted action will be considered as academic misconduct when occurring during a formal examination, a TMA, or any other form of assessment considered by Board of Examiners and undertaken in pursuit of a University qualification or award.

The attention of learners is drawn to the following non-exhaustive list of academic misconducts:

a. **Plagiarism**: Plagiarism is a situation where a student uses, intentionally or unintentionally, another person's work and presenting it as its own. Examples:
   i. paraphrasing content without acknowledging the source (including translations);
   ii. quotation without quotation marks;
   iii. copying another person's work (including translations);
   iv. purchase of assessment material via essay banks or equivalent web or non-web services.
b. **Fabrication of data:** a situation where evidence or data has been artificially created/fabricated or falsified, rather than collected through fieldwork or lab experiments.
c. **Collusion:** a situation when a piece of work is the result of group work but is submitted as a sole author assessment.
d. **Sharing:** writing/sharing a piece of assessment with another person with the knowledge that it will be used to deceive the examiner.
e. **Examination irregularities:** Academic misconduct during examination/class test are detailed in section 24.4.

Note on Plagiarism: Open University uses a text-matching detection software (Turnitin) that supports the detection of plagiarism. Turnitin will be systematically applied to all student work submission.

Any suspected cases of academic misconduct will be reported and investigated. Academic misconduct offences, may lead to suspension or expulsion from the University.

Please take the time to familiarise yourself with the academic guidelines on Academic conduct. For more information, see section 30 of the university regulations on Academic Misconduct and associated penalties.