In strategic management, strategic leadership and governance is a central domain of research. Strategic leaders are the top management teams that formulate and implement strategy to create firm value. Governance refers to the monitoring and incentive mechanisms that align the interests of top managers with shareholders and stakeholders. All modern organizations, private and public, for profit and nonprofit, small and large, need strategic leaders that shape strategy, and governance mechanisms that monitor and incentivize strategic leaders. Strategic leadership and governance shapes and is shaped by firm strategy and performance in various institutional and national contexts. This doctoral seminar introduces a variety of theoretical frameworks in strategic leadership and governance and extensively discusses key questions in this domain, with an emphasis on international contexts. These questions include:

- How do CEOs, top managers, board of directors shape strategy and influence firm performance?
- How does strategic leadership and governance shape ethical and socially responsible behavior?
• How do national contexts and regulatory regimes change the effects of strategic leadership and governance?
• How do global corporations manage to align their governance with different expectations and standards across countries?
• What are the differences between the various governance mechanisms such as ownership structure, debt structure, boards of directors composition and leadership, incentive pay, executive succession, the market for corporate control, private equity, and institutional context?
• What are the influences of various top management team and individual characteristics such as cognition, personality, social interaction, etc.?

COURSE REQUIREMENTS

1. Attendance and Participation. Class attendance is mandatory. Students must attend all sessions of the class and actively participate in class activities. Students are expected to finish the required readings prior to attending each session. Further, in order to facilitate learning, students need to come to the class prepared, contribute to the class discussion by sharing/highlighting ideas/issues pertinent to the course matter.

2. Critical Summaries of Readings. Each student will also be required to write a 1-2 page summary/analysis of 1 or 2 articles each week (articles to be determined the week before). Each write-up will be distributed to all class participants and will also include two discussion questions the student wants to ask to the class about the article. These summaries will have the following format:

   a) Title of reading (complete citation)
   b) Summarized by: student’s name
   c) Purpose of Reading: this section should describe how this reading fits in a broader stream of research, why it was written, what its fundamental objective is, etc.
   d) Theoretical Argument: this section should summarize the theoretical argument of the reading, its basic assumptions, propositions, etc.
   e) Results, Conclusions, and Integration: this section should summarize any empirical results, any theoretical conclusions, implications of the reading, how it fits with others this week or other weeks, etc.
   f) Two questions for discussion in class
Summaries will be gathered at the beginning of the class during which a reading is discussed. Each summary should be 2 pages maximum, single-spaced, in Times New Roman font size 12, and with 1-inch margins. Please bring copies for all fellow students and the instructor.

You will lead the discussion on the specific paper that you summarize. You are required to present your assigned summary in class for about 10 to 15 minutes. This will followed by discussion with the other students and myself.

3. Integrating and Leading Class Discussion. You will each take turn in leading class discussions throughout the semester. The discussion leaders are responsible for being the most knowledgeable students in the session. The job of the discussion leader is to provide a general overview of the readings, lead discussions on the readings, and provide integration and synthesis of key themes emerging on the topics. The integration should include the following:
   a) An illustration of how the assigned readings are linked to each other.
   b) The main research question(s) answered by the papers.
   c) The answers the papers provide to the questions.
   d) Future research pointed out by the papers and the gaps you identify.
   e) Links to other sessions.

Each integration should be 3 pages maximum, single-spaced, in Times New Roman font size 12, and with 1-inch margins. Please bring copies for all fellow students and the instructor.

4. Research Paper. A major paper is due at the end of the semester. This paper should be a high quality manuscript that could be submitted to a major academic conference after further revision. This paper must be original work and must be relevant to a topic covered in the course. It should lay out, at least, a research question based on a gap you have identified in the literature, have a sound theoretical development leading to prediction(s), and describe the methodology for testing (identify clearly what type of data would be needed and explain how it would be collected). To help you structure this major project the following schedule of assignments must be adhered to:

   1. A detailed outline of your idea (2-3 pages) is due February 28. The purpose of this outline is to help you set up your research question and decide how to approach the issues. This allows us to help you determine how to proceed. In this paper you
should outline your intentions for the project, present the primary variables of interest, and explain their relationships. You should also include a preliminary set of references to show a start at a literature review.

2. The first draft of the paper is due **March 28**. The purpose of the draft is: 1) to keep you on track to complete the paper, and 2) to allow me to review the paper and provide feedback before the final draft.

3. The final revised draft is due **May 4**.

Both drafts of your paper should follow the style of the *Academy of Management Journal* and not exceed 25 double-spaced pages of text (exclusive of references, exhibits, tables, etc.). No late papers will be accepted and no incomplete grades will be given for this course.

**COURSE EVALUATION**

<table>
<thead>
<tr>
<th>Grading Components</th>
<th>Weight</th>
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<tbody>
<tr>
<td>Class Participation</td>
<td>25%</td>
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<tr>
<td>Critical Summaries</td>
<td>25%</td>
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<tr>
<td>Discussion Leader</td>
<td>20%</td>
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<tr>
<td>Research Paper</td>
<td>30%</td>
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<table>
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<tr>
<th>Grading Scale</th>
<th>Percentage</th>
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<tr>
<td>Letter Grade</td>
<td>Percentage</td>
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<tr>
<td>A</td>
<td>90% - 100%</td>
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<tr>
<td>B</td>
<td>80% - 89%</td>
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<tr>
<td>C</td>
<td>70% - 79%</td>
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<tr>
<td>D</td>
<td>60% - 69%</td>
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<tr>
<td>F</td>
<td>Below 60%</td>
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**COURSE POLICIES**

**Academic Honesty**

"The University of Texas at El Paso prides itself on its standards of academic excellence. In all matters of intellectual pursuit, UTEP faculty and students must strive to achieve excellence
based on the quality of work produced by the individual. In the classroom and in all other academic activities, students are expected to uphold the highest standards of academic integrity. Any form of academic dishonesty is an affront to the pursuit of knowledge and jeopardizes the quality of the degree awarded to all graduates of UTEP. It is imperative, therefore, that the members of this academic community understand the regulations pertaining to academic integrity and that all faculty insist on adherence to these standards. Any student who commits an act of academic dishonesty is subject to discipline. Academic dishonesty includes, but is not limited to, cheating, plagiarism, collusion, the submission for credit of any work or materials that are attributable in whole or in part to another person, taking an examination for another person, and any act designed to give unfair advantage to a student or the attempt to commit such acts. Proven violations of the detailed regulations, as printed in the Handbook of Operating Procedures (HOP), and available in the Office of the Dean of Students and on the homepage of the Dean of Students at: http://www.utep.edu/dos may result in sanctions ranging from disciplinary probation, to a failing grade on the work in question, to a failing grade in the course, to suspension or dismissal, among others." (UTEP’s Handbook of Operating Procedures)

Please note the following regarding plagiarism:

- When you use others’ ideas be sure to cite them.
- For guidance on what constitutes plagiarism go to: http://www.plagiarism.org/
- Let me know if you have any questions regarding plagiarism.
- If plagiarism is suspected, the case will be forwarded to the Office of the Dean of Students.

IMPORTANT NOTICE: THE CONTENT IN THIS SYLLABUS MAY BE SUBJECT TO CHANGE.
Session 1 (Jan 17): Course Introduction and Review of Syllabus

Bring a paper copy of the syllabus.

Session 2 (Jan 24): Upper-Echelons Perspective

Assigned Readings:


Additional Readings:


Session 3 (Jan 31): Agency Theory and Behavioral Agency Model

Assigned Readings:


Additional Readings:


Session 4 (Feb 7): Resource Dependence Theory

Assigned Readings:


Additional Readings:


Session 5 (Feb 14): Cognitive Perspective/Managerial Cognitions

Assigned Readings:


Additional Readings:


Session 6 (Feb 21): Managerial Discretion in the US and other countries

Assigned Readings:


Additional Readings:


Assigned Readings:


Additional Readings:


Session 8 (Mar 7): Top Management Teams and Organizational Outcomes

Assigned Readings:


Additional Readings:


Session 9 (Mar 21): Board Structure and Composition

**Assigned Readings:**


**Additional Readings:**


Session 10 (Mar 28): The Consequences of Board Involvement and Vigilance

Assigned Readings:


Additional Readings:


Session 11 (Apr 4): Dynamics between Boards and CEOs

Assigned Readings:


Additional Readings:


Session 12 (Apr 11): Executive Turnover and Succession

Assigned Readings:


Additional Readings:


Session 13 (Apr 18): International Corporate Governance

**Assigned Readings:**


**Additional Readings:**


Session 14 (Apr 25): CEO/TMT and International Business

Assigned Readings:


Additional Readings:


Session 15 (May 2): Presentation of Research Proposal

Each student will have 30 minutes to present the research proposal.