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Chapter 2

Corporate Governance and Audit

Review Questions:

2-1. Corporate governance is defined as:

“a process by which the owners and creditors of an organization exert control and require accountability for the resources entrusted to the organization. The owners (stockholders) elect a board of directors to provide oversight of the organization’s activities and accountability back to its stakeholders.”

The key players in corporate governance are the stockholders (owners), board of directors, audit committees, management, regulatory bodies, and both internal and external auditors.

2-2. In the past decade, all parties failed to a certain extent. For detailed analysis, see exhibit

2.2 in the chapter and repeated here:

Corporate Governance Responsibilities and Failures

<u>Party</u>	<u>Overview of Responsibilities</u>	<u>Overview of Corporate Governance Failures</u>
Stockholders	Broad Role: Provide effective oversight through election of Board process, approve major initiatives, buy or sell stock.	Focused on short-term prices; failed to perform long-term growth analysis; abdicated all responsibilities to management as long as stock price increased.

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