

Topic	Module	Page	Comments
A			
A code of ethics for members	1	15	Linked to Mod 2, 1.integrity, 2. Objectivity, 3.Prof competence and due care, 4. Prof behaviour, 5. Confidentiality
A distinctive ethos or culture	1	16	Consists of values, norms and symbols of profession. Can also be called culture.
A high degree of autonomy and independence	1	14	Ability regulate itself
A systematic body of theory and knowledge	1	12	Body of knowledge- *Theory construction *Systematic research
AASB (Australian Accounting Standards Board) (2010)	4	214	Two-strikes rule-shareholders spill the whole board but KMP are not eligible to vote. KMP are- planning authority, controlling activities of entity directly or indirectly
AASB 124 Related Party Disclosures	4	214	Defined 'KMP' ('Two-strike' rule)
Abbott (2014)	1	6	Professions never had a public interest or service ideal
Abuse of market power	4	250	1.Predatory Pricing 2.Loss leading 3.ACCC competition and consumer Act S46
ACARA 2014	5	325	sustainability
ACCC	4	257	Apply for permission for anti-competitive behaviors. Approval on the basis of 'the public interest'.
ACCC (Australian Competition and Consumer Commission)	4	251	Undertakes a number of functions involving regulation, legislation development, competition law education, prosecution and administrative decision-making.
ACCC Immunity Policy for Cartel Conduct	4	253	Can grant immunity from prosecution in return for blowing the whistle on the cartel conduct.
ACCC v. Cabcharge Australia Ltd (2010) FCA 1261	4	251	Market power misuse
ACCC v. Metcash Trading Ltd (2011) FCAFC 151	4	252	M&A
ACCC v. Midland Brick Co Pty Ltd (2004) FCA 693 (31 May 2004)	4	254	Price-fixing
Accountability (Definition)	5	324	The duty to provide a report, or an account, of the actions and decisions made in regard to those areas of activity for which an organisation is deemed to be responsible.
Accountant (business)	2	74	
Accountant (public practice)	2	73	Independence
Accountant Roles in private business	1	27	Table 1.5 - Type of roles
Accountant roles performed is SME	1	28	End to end accounting and finance function
Accountant roles within public practice (Table 1.4)	1	26	-
Accountants (conformance vs. performance)	3	140	Accountant spend too much time on conformance and compliance based work.
Accountants and effective governance	3	140	-
Accountants as external advisers to SMEs	1	26	CPA Australia (2005)
Accountants as members of a profession	1	3	-
Accountants employed in the large business environment	1	27	-
Accounting for the levels of emissions	5	358	Scope 1, Scope 2, Scope 3
Accounting in small and medium enterprises (SMEs)	1	28	-
Accounting Professional and Ethical Standards Board (APESB)	1	18	Background
Accounting roles, activities and relationships	1	24	-
Accounting work environment	2	48	...typically shaped by factors such as new and evolving technologies, changing market conditions, legislative and regulatory developments, and the needs of a diverse range of parties engaged in making resource allocation decisions and accountability evaluations
Accounting work environments	1	25	Table 1.2 - Examples of accounting work environments
Ackman 2002	4	286	Whistleblower protection. Example 4.18
Act beyond their power but innocently (Directors)	3	121	Example 3.2 Advance bank
Act in the corporation's best interests	3	120	-
Acting with sufficient expertise (s. 230)	2	85	-
Adams 2013	5	341	Integrated reporting
Adaptation	5	355	adapting the effects of climate change
Adolf Berle	5	306	who embraced the shareholder primacy perspective.
Advance Bank Australia	3	121	Directors act beyond their power, however innocently
Advocacy threat	2	69	-
Agency costs	3	133	Three types - Monitoring costs, bonding costs, costs relating to residual loss
Agency costs (Examples)	3	134	Example 3.4 - Agency costs
Agency costs can arise as a result of:	3	133	information asymmetry, poor communication & understanding, self-interest, illegal
Agency theory	3	132	views CG through the relationship between agents and principals.
Agency theory (two key assumptions)	3	132	self-interest / in a position of power
Agent	3	138	Those who assumes responsibilities to look after = agents
Agent of the board	3	129	managers are the agent of the board
Agreements between competitors—cartel conduct	4	253	Horizontal agreement/ Collusive behaviour/ Cartel conduct/ Cartel provision

Topic	Module	Page	Comments
AICD (Australian Institute of Company Directors) (2010)	4	217	Adopting diversity
AICD Report (2010)	4	218	Refer to page for key points of NAB's diversity approach
Alan Fels (Prof. Fels 1999)	4	241	relevant competition and consumer law and page 318 "compliance programs"
Allan, G. (2006)	1	11	Professions - question the independence of Anderson
Allocating customers, suppliers or territories (Cartel conduct)	4	253	Also known as 'market sharing', consumers are not offered choice
Alternative board structures and relationships	3	131	North Europe: top tier-supervisory board + second tier-mangement board (strong employee representation) // In Japan have banks on board to get stable financing
Alternative international approaches to governance	3	161	Market-based systems vs. Relationship-based systems
Altman and Hotchkiss (2006)	4	208	Management inadequacies lead to corporate failure
Altruism	1	3	Describes action that brings no benefit to oneself, and may even at one's own expense. This view then aligns with the concept that professional accountants act in the public interest
American Accounting Association model	2	108	7 steps
America's most overpaid CEOs (Example 4.3)	4	223	Cisco. John Chambers, CEO, highest paid
An asset by any other name	2	109	Example 2.21
Anglo-American legal approach	3	174	companies are run for shareholders, being the owners of the companies, with the duty to stakeholders being a derivative of this primary duty
Anglo-American model	3	174	The underlying rule: The key duty of directors is to act for proper purposes and to act in good faith in the interests of the company as a whole.
Anglo-American system (Legal) (community wide laws)	4	238	rights of individuals, contracts, negligence, property; and ownership rights,'common law jurisdictions' refer page for countries
Anti-competitive Behaviour (automatically illegal)	4	253	dealt with civil basis.
APES 110	2	60	CPA Australia to investigate complaints against member under its investigation, discipline and appeals procedure.
APES 320 Quality control of firm	1	19	Quality assurance process. 1. Leadership responsibilities for quality within the firm. 2. Ethical requirements. 3. Acceptance and continuance of client relationships and specific engagements. 4. Human resources. 5. Engagement Performance. 6. Monitoring.
APES GN 40 Ethical Conflicts in the Workplace	2	106	APES GN 40 Ethical Conflicts in the Workplace
APESB	2	60	Accounting Professional Ethical Standards Board
APESB (Accounting Professional and Ethical Standards Board)	1	18	was the result of an initiative of CPA Australia and the Institute of Chartered Accountants in Australia (ICAA) - 4 Nov 2005
APESB (Fulfills its role by)	1	18	See page for list
APESB (Technical board)	1	18	Include two members of CPA Australia
APESB Code of ethics	2	60	-
Application of professional judgment	1	16	Single most important attribute of a profession. Diagnose and solve complex, unstructured value based problem. Becker-1982
Applying ethics	2	51	-
Appointment	4	211	Board appointment and cessation (ending, termination)
Approaches to consumer protection (misleading conduct)	4	259	Hong Kong, Malaysia, Japan and Australia
Approvals procedures	4	257	exception of anti competitive conduct. E.g. TAXI fare
APRA (Australian Prudential Regulation Authority)	4	212	Financial institutions will be informed of the reason behind a director's resignation by APRA.
APRA (Australian Prudential Regulation Authority) (2015, p.1)	4	229	instituted a rigorous policy of RM in major financial institutions.
ARA Australian Reporting Award	5	353	Example of best practice and innovative reporting
Arbitrator (law as arbitrator)	4	249	clear rules that establish competition policies within the corporation.
Aronson 2002	2	95	Arthur Andersen
Aronson, B. 2002, 'The Enron collapse and auditor independence:...	2	95	Case Study 2.2: Arthur Andersen
Arthur Andersen (Billing Enron)	4	227	Billed Enron 52 million for audit (25 mil audit & 27 non audit services)
Arthur Anderson	2	95	Case study 2.2
ASA	3	142	Australian Shareholders' Association: prevent smaller shareholders
ASC v. Gallagher (1993) ASCR 43	3	122	Directors' duty of care and diligence
ASIC (Australian Securities & Investments Commission)	3	150	List of traits of a sound regulatory system (as 'regulators' in CG)
ASIC (Australian Securities and Investments Commission) (2005) Pecuniary penalty	4	240	Steve Vizard banned for 10 years and fined \$390,000. Civil case
Assertiveness	1	38	self-confidence (a transferable skill)
Asset (Definition, from Conceptual Framework)	5	294	Limitations of traditional financial reporting
Assumption of agency theory	3	132	
ASX CGC - Development	3	160	Development of CG in Australia
ASX CGC (2010) - Diversity	4	216	Promote Board diversity: particularly gender diversity
ASX CGC (2014)	4	220	Payments for past and future performance
ASX CGC (2014) - Summary	3	178	8 principles + 29 recommendations
ASX Continuous Disclosure Guide (ASX 2014)	3	123	Examples of information that can be market sensitive
ASX Listing rule (ASX CGC 2019)	3	178	for admission to S&P/ASX 300 Index, must have a remuneration committee comprised solely of NEDs

Topic	Module	Page	Comments
ASX Listing rule 14.4	4	212	Australia election exception for managing director
ASX Principle 2 - Structure the board to add value	3	180	-
ASX Principle 2.3	3	181	A listed entity should disclose the names of directors considered by the board to be independent; also a checklist of factors to consider when assessing a director's independence
ASX Principle 4 - Audit committee	3	183	Audit committee for listed co = 3 members + all NEDs + Majority INEDs + chaired by INEDs
ASX Principle 7 - Risk management	3	178	Establish a sound RM framework, periodically review the effectiveness
ASX Principle 8.1 - Remuneration committee	3	185	Remuneration committee for listed co = 3 members + majority INEDs + chaired by INEDs
Attributes of the accounting profession	1	12	8 traditional attributes of a profession. 1.Body of knowledge.2.Education process.3.Ideal of service. 4.Autonomy and independence. 5.code of ethics. 6.Ethos and culture. 7.Professional judgement. 8. Governing body.
AUASB (Auditing and Assurance Standards Board)	3	161	became a Commonwealth statutory body (rather than remaining controlled by the major accounting bodies in Australia)
Audit and related regulation	4	227	-
Audit committee (ASX Principle 4)	3	183	Sarbanes-Oxley and FRC require at least one financial person on the board. But ASX does not include this requirement.
Audit committee	3	147	Most important of the committees
Audit committee (Benefits)	3	148	List of benefits
Audit committee (Independence)	3	147	To ensure independence, committee should comprise only non-executive members, with majority being independent.
Audit committee (Limitations)	3	148	List of limitations
Audit committee (Mandatory)	3	183	Top 500 companies on ASX must have audit committee. Top 300 must conform to the recommendations in the ASX principles. Under US Sarbanes-Oxley Act (US Congress 2002) all US listed companies must have an audit committee. (only independent director)
Audit committee (Responsibilities)	3	148	reviewing half year and full year financial statements prior to board approval (Percy 1995)
Audit committee (Sarbanes Oxley)	3	148	All members must be independent.
Audit committees	4	284	Sarbanes-Oxley Act requires audit committees to establish procedures for hearing complaints.
Audit failure-definition	3	150	is the term used when an audit is deficient due to negligence, incompetence or lack of independence by the auditor.
Auditing and Assurance Standards Board (AUASB)	1	18	AUASB+AASB report to FRC
Auditors (Internal and external)	3	150	-
Auditors key judgement	1	17	-
Auditors' report	4	226	addressed to the "intended users"
Australian Accounting Standards Board (AASB)	1	18	AUASB+AASB report to FRC
Australian Bureau of Statistics	3	195	2,200 ASX-listed vs. 2 M small business
Australian cartel provision	4	241	criminal and civil. fines or jail sentence, in Aus, penalties for up to 10 years' jail for individuals or 10 Million or 10% group turnover
Australian Charities and Not-for-profit Commission (ACNC)	4	232	4000 charities failed to lodge financial reports.
Australian Competition and Consumer Act	4	243	Creates the Australian version of this new type of 'employee' protection
Australian Competition and Consumer Act 2010 (Cwlth)	4	249	Misuser of market power
Australian Corporations Act - Test for disclosure	3	123	Test of whether disclosure is required for market sensitive information
Australian Corporations Act - Whistleblowers' protection	4	284	who can be whistleblowers and when "blow the whistle"
Australian Corporations Act 2001 (Cwlth) - Two-strikes rule	4	214	in 2011 Cwlth amended to provide for two strikes and re-election of all board members. this rule was recommended in 2009 by Executive remuneration in Australia by the productivity commission
Australian Corporations Act s.299(1)(f)	5	331	Directors must give details of the entity's performance in relation to environmental regulations.
Australian Corporations Act s.299A(a)	5	331	Directors' report must include info about operations & business strategies for future
Australian Shareholders' Association (ASA)	3	142	represent interests of smaller shareholders
Australian Stock Exchange Corporate Governance Council	5	332	A new best practice requirement to disclose any material exposures to sustainability risks
Automatic disqualification	4	215	Dishonest = automatic disqualification. E.g
Automatically illegal (per se illegal) (anti-competitive behave)	4	253	-
Autonomous entity	3	136	consider the corporate to act as an autonomous entity (limited liability)
Autonomy	1	9	means, less detailed government regulation, setting your own rules, holding your own member accountable. This reduce over time, and now we have co-regulation
AWA Ltd v. Daniels (1992) 10 ACLC933	3	130	describes the roles of 'the board', but 'the board is not in place to actually run the business itself' (need to rely on management). Also "Rogers C J".
AWB Ltd (Australian Wheat Board)	4	211	Lack of good CG
B			
Bargaining process fails	4	247	Industrial action may occur.- go slows, work to rule, strikes
Barings bank	4	275	Example of Rogue Trading
Barraket et al. 2010	5	324	Social enterprises

Topic	Module	Page	Comments
Baumhart cited in Mitchell 2003	2	44	Survey: what does ethics mean to you
BBC (British Broadcasting Commission) (2009)	4	251	Example 4.17: Intel fined Eur1.06 billion
BCA 2013	4	218	Diversity: increase the number of women in senior executive positions to 50% within 10 years
B-Corporations	5	324	In 2014, Natura from Brazil become the first publicly listed B-Corp.
Becker (1982)	1	16	argues that professional judgement is the single most important attribute that differentiates professional from non-professionals
Benefit of applying ethical framework	2	44	
Berle, Adolf (Professor)	5	306	Shareholder primacy perspective
Best practice corporate governance for addressing climate change	5	353	
Bhamornsiri & Guinn (2005)	1	38	Junior accountants require higher levels of technical skills such as taxation and financial reporting.
Bhopal, India, 1984	5	319	Environmental disasters
BHP Billiton	3	156	tension between the board and management - call for protocols
BHP Billiton	4	223	Example 4.4: BHP Billiton. Good CG. Severance payments
Bid-rigging (Cartel conduct)	4	253	Bid price should be confidential
Big Four accounting firms - Second-tier accounting firms - Small practices and sole practitioners	1	25	Table 1.3 - PWC, Deloitte, Ernst & Young and KPMG. 150 000 employees, Annual rev 20bil
Biodiversity reporting (challenging)	5	327	Flora + fauna (meaning geological period), and ecosystems, is very challenging, particularly as there is no generally accepted unit of measurement and reporting systems are often exploited.
BIS (Department for Business, Innovation & Skills) (2013)	4	222	Disclosure, transparency and remuneration
Blanthorne, Bhamornsiri & Guinn 2005	1	38	TSKE and SSKE - Career perspectives
Board chair	3	144	UK: independent board chair // US: both CEO and board chair
Board diversity	4	216	ASX CGC (ASX Corporate Governance Council) (2010), CAMAC (Corporations and Markets Committee) (2009)
Board of directors	3	130	Is the body that oversees the activities of an organisation- monitoring CEO, formulating strategies, ensuring effective communication of the strategic plan.
Board's duties and functions - Summary	3	145	Tricker model & Henry Bosch
Board's primary functions	3	130	Figure 3.3
Board's responsibility for sustainability	5	323	
Board's role	3	130	The role of the board in modern companies
Board's role (vs. management)	3	130	to monitor the results of the business
Body Shop	5	348	Social audit, asked company employees
Bonding costs - borne by agent	3	133	Voluntary restrictions, restrictions on freedoms etc.
Bosch 1995	4	213	When directors resign, CG can be greatly enhanced if they follow Boash committee recommendation - to make their concern known to shareholders or relevant regulator.
Bosch 1995, p9	3	145	Board's responsibilities and functions
Bowen C.J., Fisher J. and Fitzgerald J.	4	248	-
Brand and reputation	5	300	-
Breaches of directors duty	3	120	1.making anti-competitive agreements.(price fixing). 2.Hostile takeovers (focus on protecting current management team rather than getting the best deal for shareholders.) 3. Actions to destroy majority voting power (where small minority gains control of a corp)
Brewster (2003)	1	34	Documents the loss of trust in the accounting profession during 2001 and 2002, in his book, How the Accounting Profession Forfeited a Public Trust
Bribery	4	273	-
Bridges Ventures (2012)	5	303	A spectrum of capital options
Brown, K. & Dugan, K. N. (2002)	2	95	Arthur Andersen's fall from grace is a sad tale of greed and miscues'
Brundtland Report (WCED 1987)	5	293	The needs of today vs. compromise future generations (also: Brundtland Report)
Buckley (1978)	1	13	Society grants professions monopoly power as long as they use it in the public interest.
Business consumer protection	4	258	-
Business judgement rule	3	124	also: Safe harbour rule
Business judgments (Negligent)	3	183	directors without appropriate skills takes place in audit committee
Business leadership capabilities	1	37	-
Business Roundtable	3	159	Other international CG approach
By-Laws of CPA Australia	1	20	Professional discipline
C			
Cadbury (2000)	3	187	family-owned firms, their distinctive, CG issues and recommendations
Cadbury Committee, Cadbury Report	3	159	Development of CG in UK
CalPERS (California Public Employees Retirement Scheme) (2011)	3	163	describe its philosophy on CG. It's an extremely large Institutional shareholders (pension funds).
CalPERS (Shareholder activism)	3	158	Institutional investor (pension fund), one of the key drivers for better CG

Topic	Module	Page	Comments
CAMAC Report (2009)	4	216	Board diversity. (Corporations and Markets Committee)
Capability considerations	1	37	-
Cap-and-trade system	5	356	Climate change accounting techniques
Capital cost lowering	5	302	Through at least three channels
Carbon Disclosure Project (CDP)	5	342	Question 5.11: CDP for HSBC
Carbon pricing mechanism	5	334	was abolished effective 1 July 2014
Carbon taxes	5	309	basis of the amount of carbon dioxide released into the atmosphere
Career guidance system (CPA Australia)	1	37	four skill- *Technical skills, *business skills, *personal effectiveness skills. *Leadership skills.
Carnegie and Napier (2010)	1	6	Identified the ideals of accounting professionalism...
Carnegie 2013	4	220	Re excessive remuneration - Bypassing this legislative approach, French corporations have recently agreed to a new code which includes a vote on executive remuneration for shareholders at annual general meetings, similar to current practice in the UK
Cartel behaviour	4	253	Four different types, 1.output restrictions 2. allocating customers, suppliers or territories 3. bid-rigging 4. price fixing
Cartel conduct	4	253	Horizontal agreement/ Collusive behaviour/ Cartel conduct/ Cartel provision
Cartel conduct (Criminal penalties) (price fixing agreement)	4	253	finer or jail sentence, in Aus, penalties for up to 10 years' jail for individuals or 10 Million or 10% group turnover
Cartel conduct test	4	253	Test or questions to ask - 1. Is there an arrangement. 2.Has it occur between companies? 3. Is the desired outcome prohibited or will have a significant impact on competition.
Casual vacancy	4	211	it is common for board to use its powers to appoint a director immediately.
Categories of threats	2	69	Table 2.3
Caveat emptor to consumer protection	4	259	is a Latin term that means 'let the buyer beware'
CCG (Committee on Corporate Governance) (1998) Final Report ('Hampel Report')	3	159	known as 'supercode', was refined and improved over time to become Combined Code (FRC 2003)
CDP Carbon Disclosure Project	5	342	Seeks information on the business risks and opportunities presented by climate change and GHG
CDSB (Climate Disclosure Standards Board) (2014)	5	343	A special project of CDP, develops a climate change reporting framework
CEC (Commission of European Communities) (2001)	5	324	defined 'CSR'
Centro case	3	125	Example 3.3 Duty of care, reliance on others, delegation, information flow, financial competence
Centro case	4	227	
Centro case (Key lessons)	3	125	Duty of care, reliance on others, delegation, information flow, financial competence. Example 3.3
CEO's dual roles	3	145	Board member and CEO and potentially two identifiable agency relationships arise
CEO's role and responsibilities	3	131	-
CER - aim	5	333	is to reduce emissions while ageing business competitiveness (CER 2019a)
CER (Clean Energy Regulator) (2013a) (2013b)	5	333	National Greenhouse and Energy Reporting Act
Certificate of Public Practice	1	12	public trust
CFACG (1992)	3	133	See "Sir Adrian Cadbury (CFACG 1992))"
CFACG (1992, para. 2.5)	3	138	Defined a framework of 'corporate governance'
'Chain of greed' report	5	300	Report into Walmarts worker exploitation in the US ('Chain of Greed' report)
Chambers 1973	1	34	Creative accounting
Characteristics needed for success	2	49	the accounting work environment
Charities and not-for-profit sector (fraud)	4	232	ACNC
Chemical Formulators Pty Ltd (2012)	4	256	Reseal price maintenance
Chernobyl, Ukraine, 1986	5	319	Environmental disasters
Child labour (Social sustainability issues)	5	321	estimated 215 Mil child labours
Chinese walls	4	269	Large firms who may have staff working for both the target and the acquirer will need to establish special internal information restriction protocols to stop information flows that breach confidences
Cho, E. H. et. al. (2012)	5	300	report into Walmarts worker exploitation in the US ('Chain of Greed' report)
Churning (Market manipulation)	4	271	Involves the placing of buy and/or sell order for shares with the object of artificially increasing the market turnover. This increased activity will stimulate market interest and often will be successful in creating an activity-driven price surges.
CIMA (Chartered Institute of M Accountants) (2014)	5	341	Natural capital accounting
Circular relationship	3	165	France - companies own one another's shares in a circular relationship
Cisco Systems	4	223	"The most overpaid US CEOs" John Chambers, CEO, highest paid
Civil penalty (Civil case, pecuniary penalty)	4	239	proof based on the balance of probabilities, Pecuniary, payable to the state. Results from a civil penalty. Focus on redress (compensation)
Clarke (2016)	3	139	Strategy without accountability = recklessness; accountability without strategy = paralysis
Clause 39	1	21	General Manager Professional Conduct (MPC)