

THE UNIVERSITY OF HONG KONG
ASIAN INSTITUTE OF INTERNATIONAL FINANCIAL LAW

and

RGC Theme-based Research Scheme Project:
“Enhancing Hong Kong’s Future as a Leading International Financial Centre”

Seminar

Boards Make-up: A New Corporate Paradigm, for which Governance?

Professor Véronique Magnier

Paris-Saclay University

Tuesday, 22 August 2017

12:30 - 1:30 pm

Academic Conference Room, 11/F Cheng Yu Tung Tower
The University of Hong Kong

Boards of directors are at the center of corporate governance. In the aftermath of the global financial crisis, there has been a growing concern about conflict of interests and directors’ expertise. Shareholder pressure and regulatory reforms have provided some specifications as to who must act as members of boards and the composition of boardrooms have seen a dramatic change in a few years. In European countries like France, requirements to have a certain number of non-executive directors or independent directors as members of one-tier boards and other significant debates have taken place regarding diversity or employees representation. Over the last few decades, boardrooms in Europe that were historically controlled by company executives have been replaced with boardrooms that tend to be dominated by independent directors and be more stakeholder-oriented. Today, there are significant debates whether what has been prescribed needs re-thinking. As the composition of the board and their proceedings have become critical issues for corporate governance, this Seminar will strive to evaluate this new corporate paradigm and address its effectiveness on corporate governance in response to the evolution of firm needs.

PhD in Law and Sciences Po Paris, **Véronique MAGNIER** is Professor of Law at the Law School of Paris-Sud/Paris-Saclay University. She is responsible for the Master’s degree in Business, Tax & Financial Market Law and for the Grande Ecole du Droit and founded the legal clinic of Paris-Saclay. She joined Georgetown University as an Adjunct Professor, where she teaches “Comparative Corporate Governance” to LL.M. and JD students every year since 2010. Véronique Magnier is the Director of the Institute “Law, Ethics & Patrimony” at Paris-Sud/Paris-Saclay University. She is the author or co-author of seminal books and articles in the areas of Corporate Law and Corporate Governance, Business and Ethics, European and Comparative Law, and Constitutional Civil Procedure. She is the co-author, with Professor Michel Germain, of the treaty “Sociétés Commerciales, Traité de Droit commercial par Ripert et Roblot” published by LGDJ. Her most recent publications include a monography entitled *Comparative Corporate Governance: A Legal Perspective*, edited by Edward Elgar publishing in 2017 (<http://www.e-elgar.com/shop/comparative-corporate-governance>). She is the Scientific Director of The Dalloz Encyclopaedia for Corporate Law since 2003. Véronique Magnier is on the board of Transparency International France and an active member of various national, European or international associations or institutes (Trans Europe Experts, Société de Legislation comparée, European Corporate Governance Institute etc).

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