

Syllabus, Cases and Teaching Notes for a Course in Corporate Governance/SOX

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The course described in this paper is intended to provide students, in the final year of their undergraduate business program, a perspective and an appreciation of topics in areas of corporate governance, The Sarbanes Oxley Act (SOX) and board of directors and audit committee protocol. There is also heavy emphasis on the business communication process, written and verbal, necessary to effectively and efficiently describe business issues relating to corporate governance and recommend appropriate actions. This paper also provides a roadmap for other instructors who are interested in teaching such a course and offers suggestions on exercises and case studies that will assist in effectively teaching the course.

External auditors conduct their audits in a much different manner since the passage of SOX. The external auditors, hired by the audit committee, must conform to rules established by the Public Company Accounting Oversight Board and comply with a myriad of new requirements imposed by SOX. In addition, SOX fundamentally changed the relationship between management and the auditors regarding the non-audit services that were typically provided by the auditors which are no longer allowed under the new rules.

This paper outlines a course that meets the increased need to provide instruction in this new and critical area.