CORPORATE SOCIAL RESPONSIBILITY (CSR) IN TRANSNATIONAL SPACES: AN INSTITUTIONALIST DECONSTRUCTION OF MNCS' CSR PRACTICES IN THE NIGERIAN OIL AND GAS SECTOR

Kenneth Amaeshi[*] and Olufemi O. Amao[+]

CSGR Working Paper 248/08

July 2008

**Warwick Business School, University of Warwick, United Kingdom*
+Faculty and Department of Law, University of College, Cork, Ireland

Corporate Social Responsibility (CSR) in Transnational Spaces: An Institutionalist Deconstruction of MNCs' CSR Practices in the Nigerian Oil and Gas Sector.

Kenneth Amaeshi and Olufemi O. Amao.

CSGR Working Paper 248/08

July 2008

Email: Kenneth.Amaeshi@Warwick.ac.uk

Abstract

Drawing from the varieties of capitalism theoretical framework, the study explores the home country influences of MNCs on their CSR practices when they operate outside their national/regional institutional contexts. The study focuses on a particular CSR practice (i.e. corporate code of conducts) of seven MNCs from Europe (4) and the USA (3) operating in the oil and gas sector of the Nigerian economy. The study concludes that the corporate codes of conduct of these MNCs operating in Nigeria, to a large extent, reflect the characteristics of their home countries model of capitalism, respectively. The home countries model of capitalism is also found to have implications for the degree of adaptability of these MNCs CSR practices to the Nigerian institutional context. It is anticipated that the study will contribute to the emerging literature on the institutional embeddedness of CSR practices in trans-national spaces and that of CSR in developing economies.

Key words: Comparative CSR, Varieties of Capitalism, MNCs, Oil and Gas, Nigeria

INTRODUCTION

Corporate social responsibility (CSR) discourse has, in the main, been dominated by managerialist thinking (Amaeshi, 2007). This managerialist approach to CSR tends to place managerial choice and rationality at the heart of organisational pursuit of CSR. Owen et al. (2000) succinctly describe this manager-centric approach to CSR as a 'managerial capture' of CSR. Whilst the managerialist approach could be a way of discussing and understanding the contemporary CSR movement, it tends to place excessive emphasis on managers, as *uber*-actors who appear to display unlimited powers in enacting their practices, irrespective of structural constraints inherent in their institutional contexts. On one hand, the attention paid to managers in this instance raises the societal expectations of managers to be held accountable for their practices, even where there are obvious institutional lapses (e.g. Enron case); and on the other hand appear to downplay the constraining and enabling characteristics of the institutional contexts in which these managerial practices are embedded and enacted. In other words, the managerialist approach to CSR tends to dominate and occlude other useful perspectives in the extant literature. One of these views that have been marginalised for a long time now is the institutionalist perspective – which emphasises the role of contexts in shaping and influencing managerial practices (Lounsbury, 2007; Whittington, 2006; Gray, 2002).

However, since the last decade or so, interest in the institutional dimension of CSR practices is beginning to emerge (e.g. Langlois and Schlegelmilch, 1990; Jones, 1999; Husted and Allen, 2006; Aguilera et al., 2006; Campbell, 2007; Matten and Moon, 2008). A common strand that runs through most of these studies, suggests that meaning and practice of CSR is institutionally bounded. Matten and Moon (2008), for instance, use their 'explicit' and 'implicit' model to explain the difference between Continental European and North American versions of CSR practices. They suggest that whilst the 'explicit' style characteristic of North American firms' CSR is vociferous about its contribution to the society – for example in provision of healthcare, education, employee welfare and other social amenities – the 'implicit' style characteristic of Continental Europe finds it less attractive to report such social provisions as contributions to the society, since these provisions are already taken care of by the national institutions in which they operate. The UK government's national healthcare service (the NHS) has been providing free healthcare service to its citizenry since the 1940s and the German system has ensured that employees' welfare gets top priority in organisations through its co-determination approach to corporate governance (Jackson, 2005; Aguilera et al., 2003).

This paper leverages this institutionalist trend and tradition to examine CSR practices of MNCs when they operate outside the shores of their home countries and regions[1]. To give the study a narrower focus, the study takes on a specific CSR practice – corporate code of conducts[2] – amongst multinational corporations (MNCs) in the

[1] Regions as used here will include both geo-political and geo-economic configurations (e.g. Europe, North America, et cetera)

[2] It is important to point out that the inclusion of corporate code of conducts as part and parcel of CSR gamut of practices has been recently challenged by Bondy et al. (2006). Bondy et al., rather see corporate code of conducts as artefacts of corporate governance, which could be extended to the practice of CSR.

Nigerian oil and gas sector. The interest in corporate code of conducts and the Nigerian oil and gas sector is not arbitrary. In the first instance, it has been argued that a major rationale for the adoption of corporate codes is that they allow corporations to demonstrate their willingness to take responsibilities and at the same time define the limits and extent of the responsibilities (Salahuddin and Tsoi, 2003). Although Langlois and Schlegemlmilch (1990) found in their study of European firms in Europe and American firms in the United States that corporate codes of ethics reflect national character, not much is known in relation to: if and how these national characters are sustained and maintained when MNCs operate outside their home countries or national/regional institutional contexts – especially when they operate within institutional contexts that do not bear resemblance to their home country or regional contexts. Given that the institutional contexts of most African economies have been described to be characterised by fragmented (Whitley, 1999) and segmented (Frynas et al., 2006) national business systems, the Nigerian oil and gas sector provides a fertile and novel empirical site to explore the main research problematique of this paper – which is to explore if and how corporate codes of conduct of MNCs operating outside their national institutional contexts reflect the characteristics of their home country contexts. In other words, to what extent does MNCs' corporate codes of conduct mirror their home country institutional characteristics when they operate in non-similar institutional contexts? A second reason for choosing this novel empirical site is that CSR practices are most prominent in the oil and gas sector in Nigeria and among Multinational Corporations (MNCs) (Amaeshi et al; 2006). The major tools of CSR employed by MNCs in Nigeria include corporate codes of conduct, voluntary social reporting and community development projects. In recent times multinational corporations in Nigeria have resorted to emphasizing and publicizing their codes of conduct to show their commitment to the social and environmental conditions of their operations.

The research problematises corporate codes of conduct as contemporary or emergent organisational practices that need to be understood from a different lens apart from those of managerial rationality, which have dominated the extant literature on corporate accountability, corporate governance, corporate social responsibility and stakeholder management as a strategic management practice. The lens chosen for this study is the comparative political economy perspective – particularly those of comparative business systems (e.g. Varieties of Capitalism). The paper is set out in the following order: first, it explores corporate codes of conduct as artefacts of CSR – in a broad sense of the construct; secondly, it extends the CSR practice to the comparative capitalism discourse. It further discusses MNCs in the Nigerian oil and gas sector; and explores how their corporate codes of conduct reflect (or do not reflect) the institutional contexts of their home countries or regions. The implication of the latter is the relevance of such code within the local context. The areas covered by codes initiatives of MNCs in this regard generally include human rights, labour issues, transparency: bribery and corruption, employees' welfare, environmental issues, disclosure of information and consumer protection (Shell, 2006; Amadi et al, 2006).

In this paper, we will use the CSR construct in its broadest sense to cover such practices as corporate governance, sustainability and accountability.

CORPORATE CODES OF CONDUCT IN PERSPECTIVE

Codes come in different types and shades. Typology of codes is usually based on the authorship of the codes. In a study of 258 codes carried out for the ILO by Urminsky (2002), he found that 67% of the codes were devised by corporations themselves, 11 % by trade associations; 7% by NGO's; 8% by framework agreements, 3.5% by workers organizations and 0.4% by government bodies. Jenkins (2001), while recognising the fact that codes come in a wide variety and the attendant confusion that follows such proliferation, has identified five main types of codes. These are:

- Corporate or company codes
- Trade association codes
- Multi stakeholder codes
- Model codes
- Intergovernmental codes

Corporate or company codes are voluntary rules that have been formulated by individual companies. These codes constitute the largest number of codes today. These codes have no uniform format. They differ both in scope and in content depending on the commitment of the firm adopting them. Trade association codes are also unilaterally and voluntarily adopted by a group of firms in a particular industry. Multi-stakeholder codes are negotiated among stakeholders, which usually include firms or their industry representatives, Non Governmental Organizations (NGOs), Trade unions and sometimes governments. Model codes are drawn up mostly by NGO's and trade union movements setting out what these organization think is the ideal and should be the benchmark in a particular sector. Intergovernmental codes are negotiated at international level between national governments. In this study we would be concerned with corporate codes.

In a survey carried out by the OECD (2001), eight major areas of coverage were identified in the corporate codes of conduct. These include environmental stewardship, labour relations, disclosure of information, competition, taxation, bribery and corruption, science and technology and consumer protection. A breakdown of the areas covered and their frequencies are presented in the table below:

Areas covered	Frequency (from 246 codes)	%
Labour Relations	148	60.2
Environmental Issues	145	58.9
Consumer protection	117	47.6
Competition	56	22.8
Information disclosure	45	18.3
Science and Technology	26	10.6
Taxation	1	0.4

This may be compared with a similar study carried out by Carasco and Singh (2003) which studied the content of the world's 50 largest multinational corporations. The study found that 'the items most often emphasized i.e. fully pay attention to are relations with customers/suppliers(34%), relations with employees(38%), relations with foreign governments(31%), environmental affairs(34%) and giving of bribes/kickbacks/entertainment(34%).

Corporate codes of conduct come in different forms which perhaps explain the different definitions that have been proffered for the concept. According to Langlois and Schlegelmich (1990) the concept is the statement of corporate principles, ethics, rules of conduct, codes of practice or philosophy concerning responsibility to employees, shareholders, consumers, the environment or any other aspect of society external to the company.[3] Implicit in this definition is the recognition by firms of duties to stakeholders beyond stock or shareholders. Schwartz (2001) bases his definition of the concept on morality. In his view codes of conduct represent the acceptance of moral imperative by companies to help guide employees or corporate behaviour. Brinkmann (2002) also defines them as maps of expected moral conflicts, the corporation's response to such conflicts and the predictable sanctions in case of non compliance by the responsible person. Similarly Frankel (1989) posited that a profession's code of ethics is it's most visible and explicit enunciation of its professional norms. It embodies the collective conscience of a profession and its testimony to the groups' recognition of its moral dimension. Corporate codes of conducts have also been defined as statements of business principles, which a company undertakes to abide within its business operations (Forcese, 1977). Bethoux, Didry and Mias (2007:78) posited that 'codes of conduct represent a heuristic tool through which companies enter into a discourse about themselves'. For the purpose of this study, however, codes of conduct will be used in a narrow sense as: *voluntarily written declarations of companies' commitment to address the social and environmental conditions of their activities*.

The above definitions embrace the major characteristics of corporate codes found in the literature. They are: that codes demonstrate a corporation's willingness to take responsibility; that they are designed by corporations; that they are voluntary and not legally binding; that they are concerned with the management of externalities of business; that they introduce ethics and morality into the business management and that they are part of a business organizations strategic planning. It must be noted that the above definitions and characteristics are not exclusive to corporate codes of conduct as other types of codes share these attributes. However, one thing they share in common is their emphasis on managerialist orientation to corporate codes of conduct.

CORPORATE CODES OF CONDUCT, MANAGERIAL CHOICE AND NEW INSTITUTIONALIST PERSPECTIVES

Contrary to the under socialized view of managerial discretional rationality that has dominated the broad management and business literature, new waves of interpreting corporate governance and CSR, which have been on the increase, have drawn insights from neo institutionalism (DiMaggio and Powell, 1983;

Meyer and Rowan, 1977) and comparative business systems (e.g. Varieties of Capitalism [Hall and Soskice, 2001] and National Business Systems [Whitley, 1998], in particular) perspectives. Despite their subtle differences (Tempel and Walgenbach, 2007; Geppert et al., 2006) proponents of neo institutionalism and comparative business systems argue that managerial thoughts and actions are not only outcomes of managerial rationality, but are both enabled and constrained by the contextual attributes of the institutional environments in which they are crafted and executed. These contextual attributes could be in form of social norms, beliefs, practices, routines, networks, regulations and other institutional characteristics and influences. In other words, managerial actions and decisions are socially embedded (Granovetter, 1985). Following this understanding, corporate codes (as organisational artefacts and practices) can be interpreted as corporate governance and CSR mechanisms, which are negotiated outcomes of interactions between managerial discretion and institutional contexts; albeit the institutional dimension appears to be under emphasised in the extant social accounting and corporate social responsibility literatures.

Institutions have been 'objects' of academic debates since the late 1960s primarily as a re-visitation to the understanding of the contextual embeddedness of social activities (Granovetter, 1985). Broadly speaking, Douglass North describes institutions as 'the rules of the game' (North, 1990, 1991). In a much more detailed fashion, Scott (1995:48/49) defines institutions as "…multifaceted, durable social structures, made up of symbolic elements, social activities, and material resources… [which are] … composed of cultured-cognitive, normative, and regulative elements that, together with associated activities and resources, provide stability and meaning to social life…. transmitted by various types of carriers, including symbolic systems, relational systems, routines, and artifacts … [and]…. operating at multiple levels of jurisdiction, from the world system to localised interpersonal relationships". In other words, institutions can be conceived of as coordinating and or governance mechanisms (Grandori, 1997; 1996) with the capacity to constrain and or enable actions at multiple levels (Grandori and Soda, 1995; Crouch, 2005; Crouch et al., forthcoming; Djelic and Quack, 2008; Deeg and Jackson, 2006, 2007). Whilst both views of institutions could be said to be very broad in their descriptions, an interesting point raised by Scott (1995) is the manifestations and operations of institutions at multiple levels of jurisdiction. It is this layering of institutions and their interactions that have continued to polarise the academic community of practice on the study of institutions.

At the organisational field level, studies of institutionalization, de-institutionalization and re-institutionalization (Ahmadjian & Robinson, 2001; Oliver, 1991, 1992) are regularly featured in contemporary management studies and organisational theory. The last couple of decades, for instance, have witnessed the blossoming of neo-institutionalism and structurationism, in particular. Neo-institutionalism, places emphasis on the study of organisational isomorphism, persistence and stability (Hirsch and Lounsbury, 1997; Powell and DiMaggio, 1991) and seeks to demonstrate these across contexts and time, while structurationism attempts to restore the equivalence in significance attributed to both structure and agency in influencing either the stasis or dynamics of an organisational field (Giddens, 1984; Lounsbury, 2002; Kaplan and Henderson, 2005). Major examples of this research orientation, in which firms and industry variables, are primary objects of study are mainly North American tradition and include such works as; DiMaggio and Powell, (1983); Granovetter, (1985); Scott (1987); Powell and DiMaggio (1991); etc. At this level, the interest is mainly to account for institutional isomorphism and recently on institutional change. It also focuses attention on intra-organisational inertia and dynamics (Feldman and Pentland, 2003) as well as changes in practices both at the firm and sectoral levels (Holm, 1995; Hoffman and Ventresca, 1999; Hoffman, 2001; Suddaby, Cooper and Greenwood, 2007; Munir and Phillips, 2005).

Deriving mainly from the influence of European political economy and economic sociology is another stream of literature that goes beyond the organisational field level to account for national differences and embeddedness of economic actors. This stream of literature pays more attention to variations in national governance of economic activities and the level of integration of national systems to foster effectiveness at both the organisational field and firm levels. Such researches include those on varieties of capitalism (Hall and Soskice, 2001); national business systems (Whitley, 1998) and national systems of innovation (Lundvall, 1988; Nelson, 1993). However, this stream of research emphasises the role of private actors over and above the State, which is a marked departure from the traditional view that the State is a major actor in the distribution and re-distribution of economic gains and welfare in the national contexts (Schmidt, 2002, 2003). Herein, the level of State participation in management of the economy could be placed on a continuum running from high involvement (co-ordinated markets) to passive involvement (liberal economies). It is assumed that where the State is passive, the market system is strong and therefore has higher potentials of yielding prosperous outcomes. However, there have been calls for the come back of the State in economic coordination. The argument being that the State should not continue to play a passive role but should be active in setting the rules of the game. With the growth in strength of multi-national corporations (MNCs) and the tendency towards misuse of such powers and resources, the thinking nowadays is that market governance through self-governance of MNCs may not be completely adequate to address negative externalities arising from over dependence on the market system (Crouch, 2006). The State, it is argued plays a major role in internalisation of social costs (in form of externalities) arising from market transactions.

This line of argument de-emphasises the traditional divide between the roles of the State and the market in economic governance, and suggests a form of complementarity between the two, in stead. With the ever expanding governance space spurred by globalisation, it is becoming obvious that nation States are unable to unilaterally ensure appropriate governance of economic activities, especially those driven by trans-national actors (Aguilera et al., 2007). Therefore, different nation states are continuously forging alliances and collaborations to ensure effective governance and sustained economic growth. A clear example of such trans-national governance entities include the World Trade Organisation (WTO), NAFTA, United Nations, the World Bank, the European Union and other multinational institutions. Some of these governance infrastructures are championed by the nation States while others are driven by private interests (e.g. Extractive Industries Transparency Initiatives[4]).

This section highlights some of the multiple dimensions and meanings brought to the concept of institution by the new institutionalism movement. However, the interactions between the different layers of institutions, on one hand, and the influences of globalisation on national institutions, on the other, are still major issues of debate in both academic and professional literatures. And opinions tend to converge and or diverge on these issues depending on schools of thought and background narratives supporting these opinions (Phillips et al., 2004) – which lie beyond the scope of this study. The next section will discuss the varieties of capitalism, as an aspect of new institutionalism. This discussion is necessary as it constitutes building blocks to the research problematique of this study.

HIGHLIGHTS OF VARIETIES OF CAPITALISM

As an offshoot of institutional theory, the Varieties of Capitalism (VoC) model (Hall and Soskice, 2001) of comparative business systems, for instance, offers an analytical framework towards understanding the political economy of firm behaviour and performance. It explains variations and change within capitalist systems through its broad dichotomization of institutional contexts into Coordinated Market Economies (CMEs) and Liberal Market Economies (LMEs). This line of thinking is championed by such scholars as Hall and Soskice (2001), Vitols (2001), Hancke et al. (2007), Amable (2003), Whitley (1998), Hollingsworth and Boyer (1997) and others. The central theme common to these scholars' works is their emphasis on the distinctiveness of national institutional contexts in which firms operate, based on such indices as legal and governance system, sources of finance and skills, training systems and the influences of other social agents like unions and regulatory authorities.

However, it is not uncommon in comparative capitalism literature to stylise coordinated market economies as stakeholder oriented and liberal market economies as shareholder oriented (Dore, 2000). The CME is theorised to be society oriented and firms within it thus focus on meeting broad range of stakeholders' needs (e.g. employees, suppliers, shareholders, etc), whereas the LME is market oriented and focuses more on meeting shareholders needs than those of any other stakeholder groups (Dore, 2000; Amable, 2003; Hall and Soskice, 2001; Hancke et al., 2007; Vitols, 2001). Japan and Germany are usually typified as examples of CME whereas UK and the USA are examples of LME (Whitley, 1998). In this regard, it is argued that different national and institutional contexts provide some sort of comparative advantages to firms within them. And "[T]he architecture of 'comparative advantage' is portrayed in terms of key institutional complementarities – between labour relations and corporate

[4] The Extractive Industries Transparency Initiative (EITI) supports improved governance in resource-rich countries through the verification and full publication of company payments and government revenues from oil, gas, and mining. The Initiative works to build multi-stakeholder partnerships in developing countries in order to increase the accountability of governments (http://www.eitransparency.org/section/abouteiti)

governance, labour relations and the national training system, and corporate governance and inter-firm relations. These relationships determine the degree to which a political economy is, or is not, 'coordinated'" (Hancke et al., 2007:5). For example, the power, legitimacy and urgency of a unionised work group to impact on the activities of a firm would, for instance, depend on the complementarity between the legal institutions and societal expectations in which such unions are embedded in. Following this line of thinking, for example, corporate governance systems could be therefore considered as complementary 'coalitions between investors, employees and management' (Jackson, 2005). Furthering their distinction of CMEs from LMEs, Hancke et al. (2007:5) state that: "The 'coordinated market economy' (CME) is characterized by non-market relations, collaboration, credible commitments, and the 'deliberative calculation' of firms. The essence of its 'liberal market economy' (LME) antithesis is one of arm's length, competitive relations, formal contracting, and supply-and-demand price signalling".

From a different, but albeit related, perspective, Fannon argues that a social model of the corporation has existed in Europe for more than 30 years and is a pragmatic expression of the Communitarian model of corporate law and its foundation. The ideas of this model are reflected in many EU policy documents.[5] While the EU is like the US in having many regulations protecting shareholders, the major difference between the US and the EU approach is that the EU went further by facilitating the protection of non-shareholding stakeholders in significant ways. Subsequent parts of this article examine how these two different models and varieties of capitalism have reflected in corporate codes of conduct of MNCs from these two regions (i.e. Europe and North America) in the Nigerian oil and gas sector.

EMPIRICAL SITE

Nigeria has abundant natural and human resources, with a population of about 140 million[6]. The Nigerian economy is largely dependent on its oil sector which supplies 95% of its foreign exchange earnings. The primary sources of growth of the Nigerian economy prior to the 1960s have traditionally been agriculture, industry and services. During that era, cash crops were introduced, infrastructure was developed, and a market for consumer goods began to emerge. At independence in 1960, agriculture was the dominant sector, accounting for well over 50 percent of Gross Domestic Product (GDP) and was the main source of export earnings and public revenue, with the agricultural marketing boards playing a leading role. By the early 1970s, oil emerged as the leading variable in the national economic scene. Since then, its dominance and overwhelming importance has left Nigeria operating an almost mono-culture economy

[5] For examples the 'EU Green Paper Promoting a European Framework for Corporate Social Responsibility' (2001) available at http://ec.europa.eu/employment_social/soc-dial/csr/greenpaper.htm last visited 07/12/06; The EU Working Time Directive (93/104/EC) as amended by Directive 2000/34/EC and Council Directive 96/34/EC (1996) 0J L145/4 on the Framework Agreement on Parental Leave, The Collective Redundancies Directive, The European Works Councils Directive, The Acquired Rights Directive, Information and Consultation Directive, The Takeover Directive and the European Company Statute

[6] This is only an approximation. There is an ongoing population census at the time of writing this paper.

with oil accounting for 78 percent of federal government revenue, more than 95 percent of export earnings and about 11 percent of GDP in 2000.

Despite her rich natural resources, Nigeria has a per capita income of around $390 and life expectancy of 45 years (World Bank, 2006). A more graphic comparative data on the socio-economic condition of Nigeria is presented in the table below:

Indices (2006)	**Nigeria**	**Malaysia**	**UK**	**USA**
Population (millions)	139.8	25.2	59.4	293.5
GNI per capita (atlas method, US$)	390	4,650	33,940	41,400
HDI[7]	158	61	15	10
Poverty (Head Count Ratio)[8]	92.4	9.3	…	…
Literacy (% of population age 15+)	67	89	>95	>95
GDP (US$ billions)	72.1	118.3	2,140.9	11,667.5

World Bank (2006)

The militarization of the Nigerian polity for over 30 years post-independence plunged the country back in all indices of development. Nevertheless, the prospect for economic growth and development looks bright despite the current problems facing the country. It is anticipated that continued democracy will boost the confidence of the international community in Nigeria's future development efforts, and attract investment, not only in the traditional sectors, but also in small and medium industries where vast potentials exist. The Federal Government, in collaboration with multilateral institutions and non-governmental organisations, is committed to re-establishing the Nigerian State as an instrument for development rather than one of exploitation and suppression. The challenge is to de-fragment the economy such that individuals are able to raise productive investment to a level necessary to provide for a growth of national income substantially in excess of the growth in population. To achieve this requires an active and vibrant organised private sector.

Multinational corporations (MNCs) dominate major sectors of the Nigerian economy including manufacturing, construction, petrochemicals and telecommunication. However their impacts are most felt in the oil production and extraction industry. Nigeria is currently the largest producer of crude petroleum in Africa, the 5th largest producer within OPEC and the eighth largest exporter of crude oil in the world. Today Nigeria earns over 95% of its export revenue from the oil and gas sector, which accounts for over 40% of Gross Domestic Product. The major MNCs in Nigeria are from Europe and the United States. According to the Nigerian Investment Promotion Commission's website there are eighteen MNCs operating in the country.[9] However some of the MNCs are new entrants who have interests in the deep offshore blocks in partnership with other operators. The website listed the MNCs as follows:

Firms	***Year of entry into Nigeria***

[7] UNDP, Human Development Index 2005.
[8] World Development Report, 2006. Population living below $2 a day.
[9] http://www.nipc-nigeria.org/opportunities.html last visited 25 November 2007

Shell Petroleum Development Company Limited	1937
Mobil Producing Nigeria Unlimited	1955
Chevron Nigeria Limited	1961
Texaco Overseas Nigeria Petroleum Company Unlimited	1961
Elf Petroleum Nigeria Limited	1962
Philip	1964
Pan Ocean Oil Corporation	1972 Bought over Ashland Oil Nigeria Limited (1973)
Agip Energy & Natural Resources	1979
Abacan	1992
Amoco Corporation	1992
Chevron Exploration & Production Company	1992
Conoco	1992
Esso Exploration & Production Nigeria Limited	1992
Shell Nigeria Exploration & Production Company	1992
Statoil/BP Alliance	1992
Texaco Outer Shelf Nigeria Limited	1992
Total (Nigeria) Exploration & Production Company Ltd.	1992

Nigerian Investment Promotion Commission (2007)

It must be noted that some of these MNCs have merged there operations in recent years. For example, Chevron has merged with Texaco to form ChevronTexaco. Conoco merged with Phillips to form ConocoPhillips, while Total has also merged its operations with Elf. All the foreign MNCs in the oil and gas sector operate in joint venture partnerships and/or production sharing agreements with the Nigerian National Petroleum Corporation (NNPC) – a statutorily established, government owned corporation. Typically, MNCs operate in Nigeria through locally incorporated subsidiaries. The subsidiaries engage in joint venture partnerships with the Federal Government of Nigeria through the NNPC. Shareholding interests in the venture are typically in the ratio of 55-60% to the government and 40-45% to the corporation. The shareholders of the parent company are usually in the countries of the North, mostly in the United States and Europe. The MNCs maintain managerial control of the enterprise. The Government contributes proportionately to the cost of carrying out the oil operations and receive a share of the production in the same proportion.

Major MNCs operations in Nigeria

MNCs operation in Nigeria	NNPC/Government Interest	MNCs Interest
Exxon Mobil	60%	Exxon Mobil 40%
Shell Petroleum Development Company	55%	Shell International 30%, Elf Petroleum 10%, Agip Oil 5%
Chevron Nigeria Ltd	60%	Chevron Texaco 40%
Nigeria Agip Oil	60%	Agip Oil 20%, ConocoPhillips Petroleum 20%
Elf Nigeria Ltd (Total)	60%	TotalElfFina 40%

Texaco Overseas (Nigeria) Petroleum Company	60%	Chevron 20%, Texaco 20%

Within the Nigerian context, criticism of the impact of the operations of corporations on the people and the environment has played a significant role in the emphasis placed on the adoption of codes. In an in-depth study of the origin of the commitment of Shell Nigeria to stakeholder engagement, Boele, Fabig and Wheeler (2001) traced this to the pressure placed on Shell Nigeria by the local communities on the environmental impacts of its activities. Another reason is to gain competitive advantage over other corporations with less social engagement (Frynas, 2005). In Nigeria for example, companies endeared themselves to the government in order to be favoured in the award of contracts by touting their social responsibility records. Corporations also adopt codes as a way of demonstrating to their workforce that the company is a positive force for change. As Frynas (2005) noted, local employees' morale can be dampened by the bad publicity a corporation generates. A strategic importance of the adoption of codes is to forestall further regulation of corporate activities by law. In Nigeria, this may not be a major factor as the government seem reluctant to impose further regulations in order not to discourage foreign investments. Codes are also adopted as a Trade Union avoidance strategy.

In the Nigerian scenario some major issues stand out as relevant within the local context. These are environmental stewardship, bribery and corruption, labour standards and human rights. The reasons for the prominence of these issues are traceable to the challenges face by Multinational Corporation within the social-political context within which they do business in Nigeria. As Boele, Fabig and Wheeler (2001) pointed out in the case of Shell Nigeria, the need to address the agitations of the local community and NGOs in respect of the impact of the corporation's operations on the environment play a major role in the shaping of its global corporate codes. But the question remains to what extent these are more of reflections of MNCs' home country/regional influence than internalisation of international influences? Again the rampant incidence of bribery and corruption in the business environment and the complicity of MNCs in the practice make it expedient for corporations to distance themselves from the practice by reflecting their stance against it in their codes.[10] The

[10] In several reports in the past few years MNCs have been implicated in corrupt practices of immense magnitude in Nigeria. A few examples would illustrate this point. In 2003 Halliburton, a U.S based MNCs admitted to the Security Exchange Commission in the US that 'low-level employees' paid bribes to officials of Nigeria's Federal Inland Revenue Service in 2001 and 2002 to obtain favourable tax treatments. Similarly an international consortium comprising Brown & Root (KBR) the British subsidiary of Halliburton, Technips of France, Spamprogetti of Italy and JGC corporation of Japan are being investigated for an allegation of offering USD 180 Million bribe to Nigerian officials to secure the contract to build the Bonny Island Liquefied Natural Gas (LNG) Plant. Also in 2007 Vetco Gray Controls Inc, Vetco Gray Controls Limited and Vetco Gray UK Limited wholly-owned subsidiary of Vetco International Limited, all pleaded guilty to offering USD 2.1 million bribes to employees of the Nigeria Custom Service. Similarly, a former manager of a U.S based

emphasis on labour standards is as a result of both the development on the international scene especially the influence of the ILO and also the constant dispute between MNCs, their local employees and their trade unions. All these constitute a dense configuration of corporate practices and motivations that require further unpacking and deconstruction.

METHODOLOGY

The central question this paper sets out to address is whether CSR practices (proxied through codes of conducts) amongst multinational firms in the Nigerian oil and gas sector, are influenced by their home country model of capitalism and corporate governance. In order to explore the central question of this paper, we examine the codes of conduct of corporations from the two distinctive exemplars of varieties of capitalism: the US and European Union/Western Europe. For ease of analysis, we have clustered European countries together. However, this does not suggest a homogenisation of these European countries but suggests that, following Matten and Moon (2008) postulations, they would share more in common amongst themselves than with the US – with the exception of the UK, which is often classified along side the US as exemplars of liberal market economies. Even at that, the UK also still retains some elements of welfarism (Amaeshi, 2007).Firms were selected with particular nexus to Nigeria. The firms that were selected for the analysis are large multinational corporations who have engaged with CSR practices in their operations in Nigeria and have codes of conduct. The MNCs are in partnership with the NNPC and appeared in the 2007 edition of *Fortune Global 500* – to show their global reach and magnitude. The companies chosen have turnover of over $17000 million. The researchers ensured that these firms are all from the oil and gas sector for effective comparison and to minimise industry biases (Griffin and Weber, 2006). The selection criteria gave rise to the following MNCs: Exxon Mobil (US), ConocoPhilips (US), Royal Dutch Shell (UK and Netherlands), ChevronTexaco (US), Total (France), Eni (Agip International)(Italy), Statoil (Norway), ConocoPhilips (US).

One important point to note from the onset is that from the MNCs studied, their codes of practice are usually not contained in one single document. For example in the case of Shell, it has a Shell General Business Principle which governs how each of the companies in the Shell Group conducts their affairs. It has a 'Shell Code of Conduct'. It then has a page dedicated to its approach to human rights which contains among other things, its management primers and human rights compliance tools. Furthermore Shell is a signatory to voluntary principles on security and human rights. The US companies tend to have a more compact code. The Code of ethics and Business Conduct of Exxon-Mobil is a four page document which covers its ethic policy, conflicts of interest policy, the corporate assets and what it called 'procedure and open door communication'. However, we shall focus on primary code documents of each

---

Multinational, Wilbros Group Inc was indicted for giving USD 6 million bribe to secure a USD 387 million contract to build gas pipelines in Nigeria. Most recently a German Court ruled that Siemens paid bribe totalling 10 million Euros Nigeria selected corporation and where necessary, refer to secondary documents for clarifications. For the purpose of this research we selected the following documents from each company, which embody their codes of conduct for our analysis:

Firms	**Home Country**	**Documents used**	**Length of Document**	**Scope of Relevance**
Eni/Agip	Europe (Italy)	• Code of Practice(2004)	• 59 pages	• Global
Royal Dutch Shell	Europe (UK/Netherlands)	• Shell General Business Principle (1998) • Shell Code of Conducts (2006)	• 10 pages • 75 pages	• Global
Total/Elf	Europe (France)	• Code of Conduct (2005)	• 26 pages	• Global
ConocoPhillips	US	• Code of Business Ethics and Conduct (undated) • Codes of Business Ethics and Conduct for Directors and Employees (2007)	• 22 pages • 8 pages	• Global
Exxon Mobil	US	• Codes of Ethics and Business Conduct (undated)	• 4 Pages	• Global
Statoil	US	• Code of Conduct: We in Statoil (2005) • Ethics in Statoil (2007) • Code of Ethics for Senior Officials (2004)	• 8 pages • 36 pages • 3 pages	• Global
Chevron/Texaco	US	• The Chevron Way (undated) • Business Conduct and Ethics Code (undated)	• 2 pages • 20 pages	• Global

Like most studies in this area (e.g. Jose and Lee, 2007; Cormier et al., 2005; Belal, 2002; Ball et al., 2000; Unerman, 2000; Gray et al., 1995a,b; OECD, 2001), we adopted a content analysis research methodology – albeit an interpretative approach of the technique (Hardy et al., 2004). The codes of conducts were content analysed, with particular attention paid by the researchers to the themes, headings and emphases of these codes. One of the researchers has legal expertise in both Nigerian and European legal systems, which was useful in interpreting the code of conducts drawing from legal insights. The two main guiding questions in the content analysis process were:

- What are the issues addressed by the Codes of Conducts of MNCs operating in Nigeria

- Are these codes reflective of the institutional framework of home countries and do home countries institutional framework have impact on MNCs approach to CSR abroad?

The content analysis yielded the following themes relevant to the Nigerian domestic contexts, which are further discussed below: recognised stakeholders, extent of application of codes, treatment of labour standards, reference to international standards, enforcement and implementation.

FINDINGS AND DISCUSSIONS

RECOGNISED STAKEHOLDERS

Shell Nigeria, in its Shell General Business Principle gives a clear indication of its recognition of other stakeholders apart from its stockholders.[11] The code identifies five areas of responsibility to shareholders, customers, employees, business partners and the society. Eni/Agip in its Code of Practice also stated that it carries out its operations with the awareness of the social responsibility that the group has towards all of its stakeholders: employees, shareholders, customers, suppliers, communities, commercial and financial partners, institutions, industry associations and trade unions. Total also explicitly recognise responsibilties towards shareholders, Customers, Employees, Suppliers, Service Providers and Business Partners and Host Countries. Similarly Total in what it titled the Ethics Charter annexed to its code identifies the stakeholder to which it is accountable as: shareholders, customers, employees, suppliers and partners and the civil society.

The above company codes can be contrasted with the codes of Chevron Texaco, Exxon Mobil, Conoco Phillips and Statoil. The Chevron Texaco code does not identify specifically the stakeholders recognised by the corporation. The corporation rather identified these vaguely in its vision statement where it stated as one of its aims the desire to earn the admiration of all its stakeholders which are stated to be investors, customers, host government, local community and employees. Exxon Mobil's 'Code of Ethics and Business Conduct'[12] makes reference only to the corporation, directors and officers and place more emphasis on its expectations of its employees than any attention to other stakeholder issues. The position of Exxon-Mobil and ChevronTexaco are highly consistent with US institutional framework. ConocoPhillips however differs from the other US companies because it explicitly stated in p.2 of its code that the company have responsibility towards shareholders, customers, families, vendors and suppliers and host communities.

The Statoil code is similar to the US MNCs here. Statoil's code which is contained in its document titled 'We in Statoil' only states in the opening statement by the corporation's president and CEO that 'we will build an even stronger Statoil for the

[11]The Shell General Business Principle is incorporated in the Shell Code of Conduct, 2006 (p6) The Code of Conduct is complimentary to the Shell General Business Principle, which the Code elaborated upon.

[12] See Appendix E

benefit of our people and our stakeholders'. In its recently published 'Ethics in Statoil' the company did not clarify the issue of stakeholders but went on to say that its ability to create value 'is dependent on applying high ethical standards as the basis of a trust – based relationship with the community, owners, employees, partners, customers and suppliers. The approach taken by Statoil may be explained by the fact that Norway is not within the EU and does not share the same corporate governance model. Already there appears to be significant differences between the EU companies and the US companies approach. While the EU companies easily concede to responsibility consistent with the prevailing model of corporate governance and capitalism in Europe to other stakeholders in their Codes, there appears to be reluctance on the part of US to make explicit commitments.

EXTENT OF APPLICATION

The codes also differ in the extent to which they are to be applied. The Shell Code is to be applied by all the companies in the group. It is also applicable to contractors, consultants and partners. According to the Company:

> 'Every employee, director or officer in every wholly-owned Shell company and in every joint venture company under Shell control must follow the Code of Conduct. Contract staff must also follow the Code. Contractors or consultants who are our agents or working on our behalf or in our name, through outsourcing of services, processes or any business activity, will be required to act consistently with the Code when acting on our behalf. Independent contractors or consultants will be made aware of the Code as it applies to our staff in their dealings with them. We apply the Code in all joint operations where Shell is the lead operator. When participating in a joint venture company not under Shell control we encourage the company to adopt similar principles and standards.'

Similarly, Total Oil's Code of Conduct is designed to govern the company and its subsidiaries in more than 130 countries where it does business. The company expects its suppliers, service providers and business partners to adhere to principles equivalent to those in its Codes. The scope of applicability of the Eni/Agip Code is very wide. According to the Code, '...the rules of the Code are applicable to each and every Eni employee without exception and to all those who work for the achievement of Eni's objectives' (p.3). The code explicitly addresses the scope of the applicability of the Code to third parties. Furthermore the code went on to say that 'External collaborators (including consultants, representatives, agents, brokers etc.) are required to comply with the Code's Principles' (p.27).

The US MNCs again are different in this respect. The ChevronTexaco code is vague on the scope of its applicability. Also the ConocoPhillips Code focused on responsibility and accountability of employees without stating directly the scope of the applicability of its code. This approach is followed by ConocoPhillips 'Code of Business Ethics and Conduct for Directors and Employees' of 2007. The ExxonMobil codes are silent on the scope of its applicability. In the case of Statoil, the company extends the applicability of its ethical standards to suppliers and partners in an indirect way. It provides in paragraph 3.3 of its Ethics in Statoil that it expects its suppliers and partners to adhere to ethical standards which are consistent Statoil's ethical standards. The company further has a supplementary code: 'Statoil ASA Code of Ethics for Senior Financial Officers', which as the title suggests is designed for Senior Financial Officers. In this regard the Statoil Code has some similarity with other European MNCs. Again it is apparent that there is a divergence as to the provision on the applicability.

TREATMENT OF LABOUR STANDARDS

There is no consistency in the treatment of labour issues in the codes. However, the European MNCs seem to deal with such issues more elaborately than US companies. Significantly, in Nigeria, the Shell code is further adapted to fit local situation through supplementary documents which address in details issues such as bribery and corruption, environmental standards and human rights.[13] However, this adaptation was significantly not extended to some labour issues relevant in the local context. Issues concerning casualization and contract staffing and job security are for instance not covered by the code. Furthermore, the code does not clarify whether the corporation's responsibility to its workers is limited to its direct employees or whether the provisions on labour standards should be extended to persons employed by suppliers or subcontractors. Again, while the Statement of General Business Principle generally states that the corporation pledges to respect the human rights of its employees, it fails to commit the corporation directly to important issues such as freedom of association or right to unionize, collective bargaining, wages, hours of work and training.[14]

Other EU based MNCs followed similar pattern. The Total Code pledges the corporation's commitment to pay particular attention to employees' working conditions, respect individuals, avoid discrimination and protect their health and safety. It further states that it fosters equal opportunity by recruiting personnel solely on the basis of its requirement and the qualities of individual candidates. The Eni Code commits the company to developing the abilities and skills of each employee, equal opportunity, the policy of non-discrimination and good working condition. The code further states that there should be no discrimination and harassment in the work place.

U.S based MNCs have less detailed commitment in this area when compared with the EU based MNCs. The ChevronTexaco code addresses generally the issues of wage policy and tenure, non-discrimination, equal opportunity, harassment and work place violence. The corporation categorically states that it does not guarantee employment for any particular period of time for any of its employees thereby taking job security out of its purview. As noted earlier, the Exxon Mobil's code is a rather brief document. The code places more emphasis on its expectations of its employees rather than any attention to workers' right or labour standards. The nearest the code came to addressing employees concern is the opportunity given to employees to ask questions,

[13] See http://www.shell.com/home/Framework?siteId=envirosoc-en&FC2=&FC3=/envirosoc-en/html/iwgen/society/human_rights/dir_human_rights_16042007.html last visited 25 November 2007

[14] However the corporation in a section of its website claimed that it has developed a people strategy under which it has subscribed to the ILO declaration on fundamental principles and rights at work.

voice concerns and make appropriate suggestions concerning the business practices of the corporation.[15] The Statoil Code Code is also very brief in respect of issues relating to employees. In its Ethics Charter, the company pledges to show respect for all individuals, ensure a good working environment characterised by equality and diversity and rejects all form of discrimination. ConocoPhillips treatment of labour issues is slightly broader than other US companies. It commits the company explicitly to equal opportunities, harassment-free workplace, and safe and healthy environment.

REFERENCE TO INTERNATIONAL STANDARDS

A similarity in all of the codes from the Europe is their reference to international instruments as the source of inspiration for the codes. According to Eni's code (p.3), the company reaffirms its commitment to operate within the framework of the United Nations Universal Declaration of Human Rights, the Fundamental Conventions of the ILO – International Labour Organization – and the OECD guidelines on Multinational Enterprises. Total made similar commitment in its business principles. Though the Shell Code had no direct reference to these standards in its codes, it is mentioned in other supplementary documents on its webpage. The US companies do not generally follow this trend, which could be due to the fear that such explicit commitment may be used against them in the highly litigious American society as was the case in *Kasky v Nike* (02 C.D.O.S 3790) where Nike's advertisement, reports and other public statements led to costly litigations.

ENVIRONMENTAL ISSUES/BRIBERY AND CORRUPTION

Two areas where all the codes examined have similar commitments are in their commitments to Environmental issues and the prohibition of bribery and corruption. The only exception in relation to environmental standards is Exxon-Mobil.[16] All the other codes made explicit commitment to environmental stewardship. This may be explained by the international focus on global warming in recent times (Amaeshi, 2007). MNCs in both the US and the EU have been taken steps to portray themselves as being environmentally responsible. Similarly all the codes have express provisions prohibiting bribery. This again can be explained by the global focus on the area and the different national and international initiatives targeted at making MNCs more transparent.

ENFORCEMENT AND IMPLEMENTATION

---

[15] In 2005, the shareholders of Exxon Mobil Corporation urged the Board of Directors of the corporation to adopt and implement a company wide workplace human rights policy based on the ILO's Declaration of Fundamental Principles and Rights at Work. Till date the corporation has not has not incorporated the ILO declaration into its code. http://www.iccr.org/shareholder/proxy_book05/PROMOTING%20HUMAN%20RIGHTS/ILO_EXXON.HTM last visited 24 November 2007

[16] It has been argued that Exxon-Mobil is resisting proactive policies on climate change. See I.H Rowlands 'Beauty and the beast? BP'S and Exxon's positions on global climate change' (2000) 18 (3) Environment and Planning C: Government and Policy 339-354

In demonstrating enforcement and implementation of their corporate codes, both European and US MNCs generally rely on internal compliance processes which, in some instances, are combined with monitoring procedure by appointed private corporate third–party labour monitors. The trend however in the codes of MNCs examined is a general reliance on internal procedures. The Statement of General Business Principle of Shell International provides for a good faith commitment which is at the discretion of the corporation and its subsidiaries to implement and enforce. Shell Nigeria implementation process as stated on its website are as follows:

> 'We monitor compliance through an annual assurance letter process. It requires the relevant senior manager to report to the Chief Executive on the performance of his or her business or function in following our Business Principles and Group Standards. Results are reported to the Audit Committee of the Board.'17

The hallmark of the above is that the corporation largely relies on internal monitoring system. However this only makes the corporation the law maker and the judge of itself on the basis of the rule it made without subjecting it to any independent and objective external evaluation. It thus seems that these initiatives by Shell Nigeria may lack transparency. For example, Christian Aid (2004) carried out a research in which it focused on the compliance of Shell with its environmental commitment as it stipulated in its code. Its finding was that despite the companies' claim to be observing CSR standard the reality in practice was different. The study found that despite Shell's claims that it has turned over a new leaf in Nigeria and strives to be a 'good neighbour', it still fails to quickly clean up oil spills that ruin villages and runs 'community development' projects that are frequently ineffective and which sometimes divide communities living around oilfields.

The Eni Codes start from the point that compliance with code form part of the duty of a worker under Article 2104 of the Italian Civil Code. Any violation of the Code rules may therefore be considered as a violation of primary obligations under labour relations or rules of discipline. Violations could thus have legal consequences including termination of the work contract and reimbursement of damages (p21). To ensure implementation and compliance with the codes Eni established the office of the 'Guarantor of the Code of Practice' and a 'Committee for the Code of Practice'. The Guarantor is to, among other things, establish criteria for compliance, promote the publication of guidelines and operational procedures, organize information and training programmes on the Code's objectives, investigate reports of any violation, make proposals as to the dissemination and updating of the codes, et cetera. The Committee for the Code of Practice is to evaluate the Guarantor's proposals for the dissemination and updating of the Code, analyze yearly report on the Code implementation and suggest ways to prevent any recurrence of violations, to review the actions of the Guarantor where it is alleged that no proper action has been taken or

[17] http://www.shell.com/home/content/envirosoc-en/making_it_happen/controls_incentives/controls_incentives_13042007.html last visited 13 November 2007

where there is a retaliation against an employee for reporting a breach. This structure is expected to be created in all Eni companies (p21).

Similarly compliance with the Total code is to be monitored by an Ethics Committee made up of a chairman and four members. The job of the committee is largely advisory. The ChevronTexaco code also provides for internal enforcement procedure. It states that the corporation has appointed a Corporate Compliance Policy Committee to monitor compliance. Similarly, the ConocoPhillips Code views the implementation of Codes from an employment contract perspective. According to its code '[A]s a condition of employment, every employee's personal responsibilities include:

- Complying with all applicable laws and regulations
- Complying with all applicable Company policies
- Maintaining appropriate ethical behaviour
- Reporting any suspected misconduct, illegal activity, fraud, abuse of Company assets or other violation of ethical standards
- Annually submitting an ethics compliance certification

Employees of the company are required to complete an Ethics Compliance Certification annually.

The Exxon Mobil Code leaves enforcement matters within the responsibility of management. Statoil established Ethics Committees and compliance officers to monitor compliance. The corporate executive committee constitute the groups ethics committee. These committees are replicated in the company's subsidiaries. The head of corporate audit is named as the group's corporate compliance officer. Each business area of Statoil is expected to appoint a compliance coordinator for follow up activities.

In a nutshell, therefore, enforcement and implementation is an area where all the codes examined are similar. They all favour internal mechanism for control and do not make provisions for external monitoring. This reinforces the question of managerial capture of CSR (Owen et al., 2000) and also raises the need for institutional governance of CSR practices.

SUMMARRY OF FINDINGS

MNC	Home Country	Recognition of other Stakeholders	Extent of Application of Code	Treatment of Labour Standards	Commitment on Environmental Issues	Enforcement and implementation	Reference to International Human Rights Standards	Prohibition Of Bribery And Corruption	Degree of alignment with home country model of capitalism
Exxon-Mobil	U.S	Vague	Vague	Vague	Yes	Internal procedure: less detailed	No	Yes	High
ConocoPhillips	U.S	Yes	Vague	Less detailed	Yes	Internal procedure: less detailed	No	Yes	High
Royal Dutch Shell	U.K & Netherlands	Yes	The parent company, all subsidiaries, contractors, consultants and partners	Detailed	Yes	Internal procedure: less detailed	Indirect	Yes	Mixed
Chevron/Texaco	U.S	Vague	vague	Less detailed	Yes	Internal procedure: less detailed	No	Yes	High
Total	France	Yes	Parent Company, subsidiaries	Less detailed	Yes	Internal procedure: less detailed	Yes	Yes	High
Eni/Agip International	Italy	Yes	Parent company, subsidiaries, third parties including constituents, representatives and brokers	Less detailed	Yes	Internal procedure: detailed	Yes	Yes	High
Statoil	Norway	Vague		Less detailed	Yes	Internal procedure: less detailed	No	Yes	Mixed

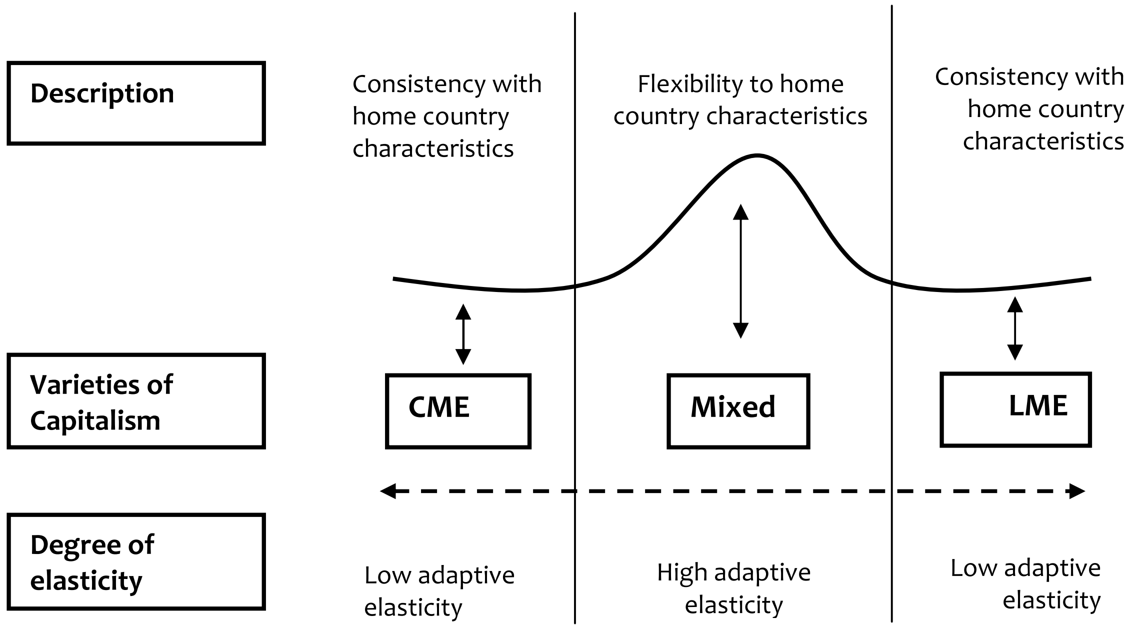
Although the varieties of capitalism model is not a 'unified theory of everything' (Hancke et al., 2007:8) it has been used as a theoretical lens to study such themes as innovation (Crouch et al., forthcoming), corporate governance (Aguilera and Jackson, 2003; Aguilera, 2005; Goyer, 2007; Borsch, 2007), flows of financial investments (Goyer, 2006), macroeconomics (Soskice, 2007), corporate strategy (Lehrer, 2001), social protection and the formation of skills (Estevez-Abe et al., 2001), patterns of labour market (Wood, 2001) and standardization (Tate, 2001), globalisation (Crouch and Farrell, 2004; Martin, 2005; Panitch and Gindin, 2005; Pontusson, 2005) and recently on corporate social responsibility (Matten and Moon, forthcoming). There is also an ongoing attempt to apply the framework to understanding corporate stakeholder salience (Chapple and Gond, 2006), to mention but a few. This paper has sought to apply the VoC framework to understanding the 'stickiness' of corporate home country influences across trans-national spaces. The findings of the study are corroborated by outcomes of similar studies.

Aaronson and Reeves (2002) conducted a comparative research of CSR practices in Europe and US. The research underscores the trend in Europe policy making of promoting CSR initiatives and the absence of similar development in the US. Furthermore, the research shows that European Companies are more receptive to these policy initiatives than the US companies. The differences the researchers argued are due to the differences in the business culture of the regions. While the EU companies recognise the need for government to ask more of them, the US companies do not and would prefer government's role to be kept to the minimum. Also in describing the differences between European model of CSR and the US Model, Matten and Moon (2008) subscribed to the view that there is an 'explicit CSR' model in the US as opposed to an 'implicit model' in EU. The difference being that while the explicit model rely on voluntary actions by corporations, the implicit model came about as a result of formal and informal institutional framework of the society which define the role of business and allocate responsibilities.[18] Explicit CSR would include voluntary, self-interest driven policies, programmes and strategies by corporations. Implicit CSR includes of values, norms and rules which result in requirements for corporations to address other stakeholder issues.

In summary, the findings of the study suggest that most firms in both CME and LME tend to retain their home country influences on their CSR practices even when they operate outside their national boundaries. On one hand, the continental European firms – such as Total/Elf, and Eni/Agip – reflected those fundamental attributes of the CME model – e.g. recognition of broader stakeholder groups, emphasis on labour conditions and human rights. The LME firms, on the other hand, showed less or vague interests in these in line with the espoused characteristics of LME in the extant VoC literature. Although they varied from their home country characteristics in certain areas (e.g. ConocoPhillips showed stakeholder orientation contrary to the typical shareholder orientation of LME), these changes could be argued to be insignificant. The UK firm –

[18] Note however that the authors further argued that the explicit model is fast gaining ground in Europe. See Matten and Moon 'A Conceptual Framework for Understanding CSR'

Royal Dutch Shell – (as well as the Norwegian Statoil) showed mixed characteristics of both CME and LME and tends to reflect their characteristics at different point in time to adapt to local conditions in Nigeria. This adaptive capability could be as a result of the company's long period of time in the Nigerian oil and gas sector, and nonetheless could be associated to the strategic political connection of the firm to the Nigerian government (Frynas et al., 2006). Even at that, one could argue that the firm to an extent also reflects the institutional characteristic of the UK capitalist system that tends to mimic both the welfarist orientations of CMEs and the free market orientation of LMEs. This has led us to theorise the UK capitalist economy as a mixed one. In other words, it could be argued that despite the wave of changes initiated since the Thatcher days, the UK still has come to find a 'third-way' (a middle ground) (Giddens, 2000) that stands it out as a unique capitalist system. The mixed nature of this capitalist system allows it high degree of elasticity to adjust to the demands and challenges of local and trans-national socio-economic spaces. A good example of this high degree of elasticity is manifested in the case of the Royal Dutch Shell that is able to cherry-pick items of its code of conduct in order to maximise its investments in Nigeria (e.g. Shell de-emphasises casualisation of labour, which is contrary to the dominant European model of corporate governance). We have sort to reflect this degree of elasticity across the spectrum of VoC in the schematic below.



The findings of this study reinforce the notion that corporate governance and CSR in EU member states differ in some respect from each other. The UK system has more in common with the US when compared with other European models hence the common nomenclature 'Anglo American Model'. The UK model is however shifting towards the stakeholder model of the corporation. In other European countries, the dominant corporate governance models are the Communitarian model and the stakeholder models of the corporation. The link between the two models is the extension of the responsibilities of the corporation to other constituent groups (Broberg, 1996, Donnelly et al, 2000, Gamble and Kelly, 2000). A general trend, therefore, in the communitarian and stakeholder model is the link between a public interest agenda and increased responsiveness to other stakeholders' issues. The implication of this distinction was explained by Lynch-Fannon (2003) when she analysed the different outcomes regarding the treatment of employees' interests within the US and the EU corporate structure. She posited that the question goes back to whether the corporation should be regarded as a private or public actor. According to her,

> 'It is accepted in the policy documents of the EU that corporations play a public role… The Corporation is not considered to be simply a private actor in the market place and this is accepted. The acceptance of the corporation as a public actor of course immediately assumes legitimacy for the efforts of the legislatures (both national and supra-national) to regulate corporate activity as it effects many aspects of life, not least the welfare of EU workers'19

The US corporate governance system is founded on the Contractarian model. The Contractarian school is based on the law and economics contract theory, which sees the corporation as a microcosm of the larger market place (Lynch-Fannon 2003). The model has its foundation in the liberal-utilitarian model of Hobbes, Locke, Smith, Bentham and Mill. The liberal-utilitarian model emphasizes the primacy of the law in protecting rights and enforcing contracts. The theory conceives the company as a vehicle for contracting where each constituency is placed within a contractual paradigm that only recognises bargained rights (Lynch-Fannon, 2003). According to the theory the sole purpose of the corporation is to maximise shareholder's profit. All other constituencies within the corporation are protected to the extent of the provisions of their contracts. To the Contractarian model, the role of the state in corporate governance is 'primarily to provide efficient default rules from which shareholders can choose to depart, and the few mandatory legal rules that do exist to restrain corporate behaviour are subject to evasion by choice of form' (Winkler, 2004). Markets thus, to a large extent, set the terms of corporate activity, not the law. The role of the law is therefore nothing more than to provide a set of loose contractual rules to assist a collection of individuals pursue their self-interests in a free market (Mitchell, 2001).

This theory forms the basis of the neo-liberal view of writers such as Friedman (1962) who propose that the pre-eminent purpose of the corporation is to make profit for stockholders. This is the classical foundation on which the corporation is based in the United States (Williams and Conley, 2002). The approach is exemplified in the US where regulations generally favour protection of shareholders and it explains the many regulations about disclosure and other governance matters relating to shareholder-management relationships such as the Sarbanes-Oxley Act of 2002. This school of thought has been the obstacle for decades against realisation of other stakeholder protection within the corporate governance structure by discouraging the inclusion of other stakeholders' issues in its scope. The school has focused corporate governance on the relationship between shareholders and managers (directors and officers). It has been suggested in the U.S that the history of corporate law is at an end and that 'the shareholder-oriented model has emerged as the normative consensus (Hansmann and Kraakman, 2001).

CONCLUSION

Multinational Corporations (MNCs) stand out as major economic actors in the global economy, being amongst the top10 richest entities in the world and far richer than most developing countries. This economic position gives MNCs significant power and influence in the current world order. It has been argued and demonstrated through this study that MNCs carry with them attributes of their national business systems as they forage into markets outside their nation states; and since most MNCs are from the developed countries, this global reach of MNCs offers them the opportunity to drive the free market varieties of capitalism to a likely global convergence. In other words, it can be argued that while MNCs are profit driven, they also have an incentive to synchronise the business systems of their external markets to the business systems of their nation states to enable the development of complementary institutions in the external market to further drive the profitability of MNCs. This non complementarity and weakness of institutions in developing countries have been singled out as one of the major risk factors that discourage inflow of investments to third world countries. They have been identified also as a major challenge inhibiting developing countries from effectively integrating their economies into the global economy. This inability to competitively compete in the global economy has left the third world countries, particularly Africa, in a state of poverty and impoverishment.

Despite the restricted generalizability of the findings of this study due to limitations arising from the number of cases used, the study has provided some insights into the interaction between corporate home country and or regional influences on CSR practices of MNCs. It is anticipated that some of the findings and theorisation of this study will open new vistas for the study of MNCs' CSR practices, and offer some testable propositions amenable to varieties of research methods and institutional contexts.

References

Aaranson, S. and Reeves J. (2002). The European Response to Public Demands for Global Corporate Responsibility (National Policy Association, Washington, DC).

Aguilera, R. (2005). Corporate Governance and Director Accountability: an Institutional Comparative Perspective, *British Journal of Management* 16 (1), 39–53

Aguilera, R. and Jackson, G. (2003) The Cross-National Diversity of Corporate Governance: Dimensions and Determinants, *Academy of Management Review*, 28 (3), pp. 447– 465.

Aguilera, R. V., Rupp, D. E., Williams, C. A., and Ganapathi, J. (2007). Putting the S Back in Corporate Social Responsibility: A Multilevel Theory of Social Change in Organizations. *The Academy of Management Review*, 32(3): 836 - 863

Aguilera, R. V., Williams, C.A., Conley, J. M. and Rupp, D. E. (2006). Corporate Governance and Social Responsibility: a comparative analysis of the UK and the US, *Corporate Governance: An International Review* 14 (3), 147–158

Ahmadjian, C. L., & Robinson, P. 2001. Safety in numbers: Downsizing and the deinstitutionalization of permanent employment in Japan. *Administrative Science Quarterly*, 46: 622-654.

Amable, B. (2003). *The diversity of modern capitalism*. Oxford: Oxford University Press

Amadi, S., Germiso, M and Henriksen, A. (2006). Statoil in Nigeria: Transparency and Local Content. Report Number 1/2006 (Framtiden, I vare hender, Oslo)

Amaeshi, K., Adi, B. C., Ogechie, C. and Amao, O. O. (2006). Corporate Social Responsibility in Nigeria: Indigenous practices or Western influences?, *Journal of Corporate Citizenship* (winter edition) 24: 83-99

Ball, A., Owen, D. L. and Gray, R. (2000). External transparency or internal capture? The role of third-party statements in adding value to corporate environmental reports. *Business Strategy and the Environment*, 9:1-23

Belal, A. R. (2002). Stakeholder accountability or stakeholder management: a review of UK firms' social and ethical accounting, auditing and reporting (SEAAR) practices. *Corporate Social Responsibility and Environmental Management* 9:8-25

Bethoux, E., Didry, C., and Mias, A. (2007). What Codes of Conduct Tell Us: corporate social responsibility and the nature of Multinational Corporation. Volume 15 No 1, January 2007, Corporate Governance: An International Review, 15 (1): 77-90

Boele, R., Fabig, H., and Wheeler, D. (2001). Shell, Nigeria and Ogoni, A Study in Unsustainable Development: The Story of Shell, Nigeria and the Ogoni People – Environment, Economy, Relationships: Conflict and Prospects for Resolution. Sustainable Development, 9: 74 – 98.

Bondy,K., Matten, D. and Moon, J. (2006). MNC Codes of Conduct: CSR or Corporate Governance? No. 40-2006 ICCSR Research Paper Series - ISSN 1479-5124 http://www.nottingham.ac.uk/business/ICCSR/pdf/ResearchPdfs/40-2006.pdf

Borsch, A. (2007). Institutional variation and coordination patterns in CMEs: Swiss and German corporate governance in comparison. In: B. Hancke, M. Rhodes and M. Thatcher (Eds.), *Beyond Varieties of Capitalism: conflict, contradictions, and complementarities in the European economy*. Oxford: Oxford University Press, pp. 173-194

Brinkmann, J. (2002). Marketing Ethics as Professional Ethics. Concepts, Approaches and Typologies. Journal of Business Ethics 41: 159-177.

Broberg, M.P.(1996). Corporate Social Responsibility in the European Communities – The Scandinavian Viewpoint. Journal of Business Ethics 15 (6): 615-622

Campbell, J. L. (2007). Why Would Corporations Behave in Socially Responsible Ways? An Institutional Theory of Corporate Social Responsibility. The Academy of Management Review, 32(3):946-967

Carasco, E.F. and Singh, J.B. (2003).The Content and Focus of Codes of Ethics of the World's Largest Transnational Corporations' Business and Society Review, 108 : 71-94.

Chapple, W. and J-P. Gond. (2006). "Varieties of Corporate Social Responsibility and Varieties of Capitalism," a paper prepared for the International Centre for Corporate Social Responsibility (ICCSR) Annual Symposium, Nottingham, September.

Cormier, D., Magnan, M., and van Velthoven, B. (2005). Environmental disclosure quality in large German companies: Economic incentives, public pressures or institutional conditions? *European Accounting Review*, 14(1):3-49

Crouch, C, (2005). *Capitalist Diversity and Change: Recombinant Governance and Institutional Entrepreneurs*, Oxford University Press

Crouch, C. (2006) Modelling the Firm in its Market and Organizational Environment: Methodologies for Studying Corporate Social Responsibility. *Organization Studies*, **27**:1533-51

Crouch, C. and Farrell, H. (2004). Breaking the Path of Institutional Development? Alternatives to the New Determinism. *Rationality and Society*, 16(1):5-43

Crouch, C., Schröder, M., and Voelzkow, H. (forthcoming). Regional and sectoral varieties of capitalism**.** *Economy and Society* (special issue on Capitalist Diversity and Diversity within Capitalism)

Deeg, R. and Jackson, G. (2006). Towards a more dynamic theory of capitalist variety. King's College London, Department of Management Research Papers, 40:1-49

Deeg, R., Jackson, G. (2007): The State of the Art: Towards a More Dynamic Theory of Capitalist Variety, *Socio-Economic Review*, 5, 149-179.

DiMaggio, P. J. and Powell, W. W. (1983). The Iron Cage Revisited: Institutional Isomorphism and Collective Rationality in Organizational Fields. *American Sociological Review*, 48(2):147-160

Djelic, M. L. and Quack, S. (2008). Institutions and transnationalization. In: R. Greenwood, R. Suddaby, C. Oliver, and K. Sahlin-Andersson (Eds.), *The Handbook on Institutional Theory*, London: Sage

Donnelly, S et al. (2000) The Public Interest and the Company in Britain and Germany (Anglo-German Foundation, London);

Dore, R. (2000). *Stock Market Capitalism: Welfare Capitalism, Japan and Germany versus the Anglo-Saxons.* Oxford: Oxford University Press.

Estevez-Abe, M., Iversen, T., and Soskice, D. (2001). Social protection and the formation of skills: a reinterpretation of the welfare state. In: P. Hall and D. Soskice (Eds), *Varieties of Capitalism. The Institutional Foundations of comparative institutional advantage*. Oxford: Oxford University Press, pp. 145-183

Feldman, M. S. and Pentland, B. T. (2003) Reconceptualizing Organizational Routines as a Source of Flexibility and Change. *Administrative Science Quarterly,* 48(1), 94-118.

Forcese, C. (1997). Commerce with Conscience? Human Rights and Business Codes of Conduct. Montreal: International Centre for Human Rights and Democratic Development, Montreal.

Frankel, M.S. (1989). Professional Codes: Why, How, and with what Impact?. Journal of Business Ethics, 8: 109-115.

Friedman, M. The Social Responsibility of Business is to Increase it Profits, in Hoffman, W.M and Frederick, R.E., (eds), (1995). Business Ethics, Readings and Cases in Corporate Morality McGraw Hill, New York

Friedman, M. (1962). *Capitalism and Freedom*. Chicago IL, University of Chicago Press.

Frynas, J. G., Mellahi, K., and Pigman, G. A. (2006). First mover advantages in international business and firm-specific political resources, Strategic Management Journal, 27:321 – 345

Frynas, J.G. (2005). The False Developmental Promise of Corporate Social Responsibility: Evidence from Multinational Oil Companies' International Affairs, 81: 581-598.

Gamble, A and Kelly, G. (2000). The Politics of the Company in Parkinson, J., Gamble, A. and Kelly, G., (2000) The Political Economy of the Company Hart Publishing, Oxford-Portland

Geppert, M., Matten, D., and Walgenbach, P. (2006). Transnational institution building and the multinational corporation: An emerging field ofresearch *Human Relations*, 59: 1451-1465.

Giddens, A. (1984).*The Constitution of Society: Outline of the Theory of Structuration.* Polity Press, Cambridge, UK.

Giddens, A., (2000). The third way and its critics. Malden, Mass: Polity Press

Goyer, M. (2006). Varieties of Institutional Investors and National Models of Capitalism: The Transformation of Corporate Governance in France and Germany. *Politics & Society*, 34(3): 399-430

Goyer, M. (2007). Capital mobility, varieties of institutional investors, and the transforming stability of corporate governance in France and Germany. In: B. Hancke, M. Rhodes and M. Thatcher (Eds.), *Beyond Varieties of Capitalism: conflict, contradictions, and complementarities in the European economy*. Oxford: Oxford University Press, pp.195-222

Grandori, A. & Soda, G. (1995). Inter-Firm Networks: Antecedents, Mechanisms and Forms. *Organization Studies* **16**(2): 183–214.

Grandori, A. (1996). Market, Hierarchy and Agency. In M. Warner (ed.), *International Encyclopedia of Business and Management*. London: Routledge.

Grandori, A. (1997). Governance Structures, Coordination Mechanisms and Cognitive Models. Journal of Management and Governance, 1(1):29-47

Granovetter, M. (1985). Economic action and social structure: A theory of embeddedness. *American Journal of Sociology*, 91(3):481-510

Gray, R. (2002). The social accounting project and *Accounting, Organizations and Society*: privileging engagement, imaginings, new accountings and pragmatism over critique? *Accounting, Organizations and Society,* **27**:687-708

Gray, R., Kouchy, R., and Lavers, S. (1995b). Methodological themes: constructing a research database of social and environmental reporting by UK companies. *Accounting, Auditing & Accountability Journal*, **2**:78-101

Gray, R., Kouhy, R., and Lavers, S. (1995a). Corporate social and environmental reporting: a review of the literature and a longitudinal study of UK disclosure, *Accounting, Auditing & Accountability Journal*, **2**:47-77

Gray, R., Owen, D., and Maunders, K. (1988). Corporate Social Reporting: Emerging Trends in Accountability and the Social Contract. *Accounting, Auditing & Accountability Journal*, 1(1):6-20

Hall, P. A. and Soskice, D.(Eds) (2001). *Varieties of Capitalism – The Institutional Foundations of Comparative Advantage*. Oxford: Oxford University Press.

Hancke, B., Rhodes, M., and Thatcher, M. (2007). Introduction: beyond varieties of capitalism. IN: B. Hancke, M. Rhodes and M. Thatcher (Eds.), *Beyond Varieties of Capitalism: conflict, contradictions, and complementarities in the European economy*. Oxford: Oxford University Press

Hansmann, H. and. Kraakman, R., (2001) The End of History for Corporate Law Georgetown Law Journal, 89: 439- 468

Hardy, C., Harley, B., and Phillips, N. (2004). Discourse Analysis and Content Analysis: Two Solitudes? *Qualitative Methods*, 2(1):19-22

Hirsch, P. M. & Lounsbury, M. (1997). Ending the family of quarrel: toward a reconciliation of "old" and "new" institutionalism. *American Behavioral Scientist*, **40**(4):406-418

Hoffman, A. J. (2001). Linking Organizational and Field-Level Analyses: The Diffusion of Corporate Environmental Practice**.** *Organization Environment*, 14(2): 133 - 156.

Hoffman, A. J. and Ventresca, M. J. (1999). The Institutional Framing of Policy Debates: Economics Versus the Environment. *American Behavioral Scientist*, 42(8):1368-1392

Holm, P. (1995). The dynamics of institutionalization: transformation process in Norwegian fisheries. *Administrative Science Quarterly*, 40:398-422

Human Rights Watch, (1999). The Price of Oil: Corporate Responsibility and Human Rights Violations in Nigeria Oil Producing Communities. (Human Rights Watch, New York, 1999)

Husted, B. W. and Allen, D. B. (2006). Corporate social responsibility in the multinational enterprise: strategic and institutional approaches. Journal of International Business, 37: 838-849

Jackson, G. (2005). Stakeholders under Pressure: corporate governance and labour management in Germany and Japan, *Corporate Governance: An International Review* 13 (3), 419–428

Jenkins, R. (2001). Corporate Codes of Conduct: Self Regulation in a Global Economy. United Nations Research Institute for Social Development; Technology, Business and Society Programme Paper No. 2, Geneva.

Jones, M. T. (1999). The institutional determinants of social responsibility. *Journal of Business Ethics*, 20:163-179

Jose, A. and Lee, S. (2007). Environmental Reporting of Global Corporations: A Content Analysis based on Website Disclosures. *Journal of Business Ethics*, **72**(4):307-321

Kaplan, S. and Henderson, R. (2005). Inertia and Incentives: Bridging Organizational Economics and Organizational Theory, *ORGANIZATION SCIENCE*, 16(5):509-521

Kapstein, M., (2004) 'Business Codes of Multinational Firms: What Do They Say', Journal of Business Ethics, 50 (1):13-31

Langlois, C.C. and Schlegelmich, B.B (1990). Do Corporate Codes of Ethics Reflect National Character? Evidence from Europe and the United State. Journal of International Business Studies, 4th Quarter: 519-536.

Lehrer, M. (2001). Macro-varieties of capitalism and micro-varieties of strategic management in European airlines. In: P. Hall and D. Soskice (Eds), *Varieties of Capitalism. The Institutional Foundations of comparative institutional advantage*. Oxford: Oxford University Press, pp.361-386

Lounsbury, M. (2002). Institutional Transformation and Status Mobility: The Professionalization of the Field of Finance, *ACADEMY OF MANAGEMENT JOURNAL*, 45(1): 255-266

Lounsbury, M. (2007). Institutional rationality and practice variation: New directions in the institutional analysis of practice. *Accounting, Organizations and Society*

Lundvall, B. A., (1988). Innovation as an Inter-active Process; From User-Producer Interaction to the National System of Innovation. In: G. Dosi *et al. Technical Change and Economic Theory*, Pinter, London

Lynch Fannon, I. (2003). Working within Two Kind of Capitalism: Corporate Governance and Employee Stakeholding: U.S and E.U Perspectives. Hart Publishing, Oxford-Portland, Oregon.

Martin, C. J. (2005). Beyond bone structure: historical institutionalism and the style of economic growth. In: D. Coates (Ed.), *Varieties of Capitalism, Varities of Approaches*. Houndmills, Basingstoke and New York: Palgrave Macmillan, pp. 63-82

Matten, D. and Moon, J. (2008). 'Implicit' and 'Explicit' CSR: A conceptual framework for a comparative understanding of corporate social responsibility. *Academy of Management Review*

Meyer, J. W., and Rowan, B. (1977). Institutionalized organizations: formal structure as myth and ceremony. *American Journal of Sociology* 83: 340-363.

Mitchell, L. (2001) Corporate Irresponsibility: America's Newest Export Yale University Press, New Haven & London

Munir, K. A, and Phillips, N. (2005).The Birth of the "Kodak Moment": institutional entrepreneurship and the adoption of new technologies. *Organization Studies*, 26/11: 1665-1687

Nelson, R.R. (ed.) (1993), *National Innovation Systems: A Comparative Analysis*, Oxford University Press, Oxford and New York.

North, D. C. (1990). *Institutions, Institutional Change and Economic Performance*. Cambridge University Press, Cambridge.

North, D. C. (1991). Institutions. *The Journal of Economic Perspectives*, 5(1):97-112.

OECD (2001). Codes of Corporate Conduct: Expanded Review of their Contents. in OECD, (2001) Corporate Responsibility: Private Initiatives and Public Goals, Organisation for Economic Co-operation and Development, 47- 71.

Oliver, C. (1991). Strategic responses to institutional processes. *Academy of Management Review* **16**: 145-179.

Oliver, C. (1992). The antecedents of deinstitutionalization. *Organization Studies*, 13: 563-588.

Owen, D. L., Swift, T. A., Humphrey, C. and Bowerman, M. C. (2000). The new social audits: accountability, managerial capture or the agenda of social champions? *European Accounting Review*, **9**(1):81-98

Panitch, L. and Gindin, S. (2005). Euro-capitalism and American Empire. In: D. Coates (ed.), *Varieties of Capitalism, Varieties of Approaches*. Houndmills Basingstoke, UK and New York: Palgrave Macmillan, pp.139-59

Phillips, N., Lawrence, T. B., and Hardy, C. (2004). Discourse and institutions. *Academy of Management Review*, **29**:635-652

Pontusson, J. (2005). Varieties and commonalities of capitalism. In: D. Coates (Ed.), *Varieties of Capitalism, Varities of Approaches*. Houndmills, Basingstoke and New York: Palgrave Macmillan, pp. 163-88

Powell, W. W., and DiMaggio, P. J. (1991). *The New Institutionalism of Organizational Analysis*. Chicago: University of Chicago Press

Rowlands, I.H. (2000). Beauty and the beast? BP'S and Exxon's positions on global climate change. Environment and Planning C: Government and Policy 18 (3): 339-354

Salahuddin, S. and Tsoi, J. (2003). Ethical Practices and Codes of Conduct amongst Retailers in Hong Kong. The Centre of Urban Planning and Environmental Management, The University of Hong Kong, Corporate Environmental Governance Programme, Project Report 9.

Schmidt, V. (2002). *The Futures of European Capitalism*. Oxford: Oxford University Press

Schmidt, V. A. (2003). French capitalism transformed, yet still a third variety of capitalism. *Economy and Society*, 32(4): 526-554

Schwartz, M.S. (2001). A Code of Ethics for Corporate Code of Ethics. Journal of Business Ethics, 41: 27-43

Scott, W. R. (1995). *Institutions and Organizations*. Sage Publications, Thousand Oaks, CA

Soskice, D. (2007). Macroeconomics and varieties of capitalism. In: B. Hancke, M. Rhodes and M. Thatcher (Eds.), *Beyond Varieties of Capitalism: conflict, contradictions, and complementarities in the European economy*. Oxford: Oxford University Press, pp. 89-121

Suddaby, R., Cooper, D. J. and Greenwood, R. (2007). Transnational regulation of professional services: Governance dynamics of field level organizational change. *Accounting, Organizations and Society*, 32(4/5):333-362

Tate, J. (2001). National varieties of standardization. In: P. Hall and D. Soskice (Eds), *Varieties of Capitalism. The Institutional Foundations of comparative institutional advantage.* Oxford: Oxford University Press, pp. 442-473

Tempel, A., and Walgenbach, P. (2007). Global standardization of organizational forms and management practices? What new institutionalism and the business-systems approach can learn from each other. *Journal of Management Studies*, 44:1-24

The World Bank Group, (2003). Company Codes of Conduct and International Standards: An Analytical Comparison, Part I &II. October 2003

Unerman, J. (2000). Reflections on Quantification in Corporate Social Reporting Content Analysis *Accounting, Auditing & Accountability Journal*, **13** (**5**): 667– 680

Urminsky, M (ed.) (2002). Self-regulation in the Workplace: Codes of Conduct, Social Labelling and Socially Responsible Investment' – Series on Management Systems and Corporate Citizenship. MCC Working Paper No.1, ILO, Geneva.

Vitols, S. (2001). Varieties of corporate governance: comparing Germany and the UK. In: P. A. Hall and D. Soskice (Eds.). *Varieties of Capitalism: the institutional foundations of comparative advantage*, Oxford: Oxford University Press pp. 337-360

Whitley, R. (1998). Internationalization and varieties of capitalism: the limited effects of cross-national coordination of economic activities on the nature of business systems. *Review of International Political Economy*, **5**(3):445-481

Whitley, R. (1999a). *Divergent Capitalisms. The Social Structuring and Change of Business Systems*. Oxford: Oxford University Press.

Whittington, R. (2006). Completing the practice turn in strategy research. *Organization Studies*, 27(5):613-634

Williams, C.A. and Conley, J.M. (2002) An Emerging Third Way? The Erosion of the Anglo-American Shareholder Value Construct Cornell Int'l L.J. 38: 493-

Winkler, A. (2004) 'Case studies in conservative and progressive legal orders: corporate law or the law of business? Stakeholders and corporate governance at the end of history' Law & Contemp. Prob. 67: 109-

Wood, G., and Frynas, J. G. (2006). The institutional basis of economic failure: anatomy of the segmented business system. Socio-Economic Review, 4(2):239-277

Wood, S. (2001). Business, government, and patterns of labor market policy in Britain and the Federal Republic of Germany. In: P. Hall and D. Soskice (Eds), *Varieties of Capitalism. The Institutional Foundations of comparative institutional advantage*. Oxford: Oxford University Press, pp.247-274

<u>CSGR Working Paper Series</u>

216/06 December	Marcus Miller and Lei Zhang Fear and Market Failure: Global Imbalances and “Self-insurance”
217/07 February	Catherine Hoskyns Linking Gender and International Trade Policy: Is Interaction Possible?
218/07 February	Dilip K. Das South Asian Free Trade Agreement: Prospects of Shallow Regional Integration
219/07 February	Vanesa Weyrauch Weaving Global Networks: Handbook for Policy Influence
220/07 February	Yuji Tamura Preferences for Immigration Restriction and Opinions about Immigrant’s Economic Impacts
221/07 March	Dania Thomas and Javier García-Fronti Good Faith in Sovereign Debt Restructuring: The Evolution of an Open Norm in ‘Localised’ Contexts?
222/07 March	Michela Redoano Fiscal Interactions Among European Countries: Does the EU Matter?
223/07 March	Jan Aart Scholte Civil Society and the Legitimation of Global Governance
224/07 March	Dwijen Rangnekar Context and Ambiguity: A Comment on Amending India’s Patent Act
225/07 May	Marcelo I. Saguier Global Governance and the HIV/AIDS Response: Limitations of Current Approaches and Policies
226/07 May	Dan Bulley Exteriorising Terror: Inside/Outside the Failing State on 7 July 2005
227/07 May	Kenneth Amaeshi Who Matters to UK and German Firms? Modelling Stakeholder Salience Through Corporate Social Reports
228/07 May	Olufemi O. Amao and Kenneth M. Amaeshi Galvanising Shareholder Activism: A Prerequisite for Effective Corporate Governance and Accountability in Nigeria
229/07 June	Stephen J. Redding, Daniel M. Sturm and Nikolaus Wolf History and Industry Location: Evidence from German Airports
230/07 June	Dilip K. Das Shifting Paradigm of Regional Integration in Asia
231/07 June	Max-Stephan Schulze and Nikolaus Wolf On the Origins of Border Effects: Insights from the Habsburg Customs Union
232/07 July	Elena Meschi and Marco Vivarelli Trade Openness and Income Inequality in Developing Countries

233/07 July	Julie Gilson Structuring Accountability: Non-Governmental Participation in the Asia-Europe Meeting (ASEM)
234/07 September	Christian Thimann, Christian Just and Raymond Ritter The Governance of the IMF: How a Dual Board Structure Could Raise the Effectiveness and Legitimacy of a Key Global Institution
235/07 October	Peter I. Hajnal Can Civil Society Influence G8 Accountability?
236/07 November	Ton Bührs Towards a Global Political-Economic Architecture of Environmental Space
237/08 March	Kerstin Martens Civil Society, Accountability And The UN System.
238/08 March	Diane Stone Transnational Philanthropy, Policy Transfer Networks and the Open Society Institute.
239/08 March	Dilip K. Das The Chinese Economy: Making A Global Niche
241/08 March	Dwijen Rangnekar Geneva rhetoric, national reality: Implementing TRIPS obligations in Kenya.
242/08 January	Priscillia E. Hunt Heterogeneity in the Wage Impacts of Immigrants.
243/08 April	Ginaluca Grimalda, Elena Meschi Accounting For Inequality in Transition Economies: An Empirical Assessment of Gloabisation, Institutional Reforms, and Regionalisation.
244/08 May	Jan Aart Scholte Civil Society and IMF Accountability

Centre for the Study of Globalisation and Regionalisation
University of Warwick
Coventry CV4 7AL, UK

Tel: +44 (0)24 7657 2533
Fax: +44 (0)24 7657 2548
Email: csgr@warwick.ac.uk
Web address: http://www.csgr.org