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The unknown micro-foundations of corporate boards: Going inside the black box and beyond

Research into the micro-foundations of corporate boards is arguably the last relatively unexplored area of corporate board research. Micro-foundational research takes as its point of departure the individual, but is not simply concerned with an appreciation of the role of the individual, but rather how individuals collectively co-create an emergent reality, which in turn shapes firms' performance (Barney and Felin, 2013). Scholarship concerned with micro-foundations in areas such as strategy (Felin, Foss and Ployhart, 2015) and entrepreneurship (Minniti and Bygrave, 1999) is well established, yet micro-foundations have remained a largely ignored area of corporate governance research (Lewellyn and Muller-Kahle, 2012).

Business and society research has spent much time, many pages and numerous conference submissions dedicated to understanding corporate boards of directors. Scholars have done much to improve our understanding of how e.g. corporate board composition relates to firms' engagement with corporate social responsibility (E.g. Post, Rahman and Rubow, 2011; Shaukat, Qiu, and Trojanowski, 2016), exploring the business case for women on the board, board diversity and CSR (E.g. Bear, Rahman and Post, 2010; Seierstad, 2016), and the role of quotas in engendering more diverse boards (Wang and Kelan, 2013; Terjesen, Aguilera and Lorenz, 2015; Terjesen & Sealy, 2016). To date, what is *known* in our field stems broadly from two types of empirical approaches, one relying on secondary statistics and some form of regression analysis, with the board as the dependent variable (See e.g. Grosvold, Rayton and Brammer, 2016), or studies based on data collected through interviews (See e.g. Konrad, Kramer and Erkut, 2008). These studies have theoretically been mostly framed in conceptualisations drawn from the broader business and corporate governance literature. Theoretically dominant have been studies framed in agency theory, resource dependence theory, institutional theory, or stakeholder theory. Collectively, this research has brought us an extensive *proximate* understanding of the board, but few studies have been able to directly delve into the "black box" that is the board, thus much remains *unknown*.

The corporate board of directors has been likened to a "black box" (Huse, 2005), drawing a parallel to the black box installed in airplanes, which captures what happens in the airplane's cockpit. This is arguably a very apt comparison, since after airplane accidents and crashes; investigators seek to recover the black box, in order to understand what caused the accident. Yet, following numerous corporate crashes widely attributed to corporate board

failures, we as scholars have, in the main, not opened the proverbial black box of the board. There are a number of reasons for our comparatively limited knowledge of what goes on inside the board. Firstly, the commercially sensitive nature of what corporate boards do means they are reluctant to invite outsiders in (Goldman and Swayze, 2012). Secondly, corporate board directors represent the upper most echelon of corporate elites, and the challenges of accessing them are well documented, including time pressure, making contacts and overcoming power imbalances (Kadushin, 1995), thus accessing corporate boards takes time, ingenuity and diligence. Despite these challenges, there is a germinating body of research, which has begun to lift the lid on the black box of the corporate board, and to unpick the micro-foundations of corporate boards through methods such as observational studies (E.g. Currall, Hammer, Baggett, Doniger, 1999), visual methods research (Bezemer, Nicholson, and Pugliese, 2018), and survey-based studies that assess group dynamics (Brown, Buchholtz, Butts, Ward, 2019). In order to push the boundaries of corporate board research in the business and society field, we propose to explore the research question, *what are the micro foundations of corporate board research and how do they shape (business and society) performance?* This is a deliberately broad question, to encourage a deep conversation about the *unknown* of corporate board research. We seek to present studies that draw on a wide range of methods, theories and approaches, and which seem to bring a new perspective to what we already know. We currently have four papers for inclusion, as follows (author names have been removed to respect the blind peer review process:

1. *Classified boards and stakeholder management*
2. *Corporate board and executive diversity, a qualitative comparative perspective*
3. *Director information aggregation during board making and the (possibly) flawed micro-assumptions that underpin traditional governance research.*
4. *Gender and board dynamics*

Given the salience of the topic and the emergent interest in notions of micro-foundations, we feel confident the symposium will encourage a stimulating and important discussion that help push the boundaries between the *known* and *unknown*

Bibliography

- Barney, J.A.Y. & Felin, T. (2013). What are microfoundations? *Academy of Management Perspectives*, 27(2):138-155.
- Bear, S., Rahman, N., & Post, C. (2010). The impact of board diversity and gender composition on corporate social responsibility and firm reputation. *Journal of Business Ethics*, 97(2):207-221.
- Brown, J. A., Buchholtz, A., Butts, M. M., & Ward, A. J. (2019). Board socio-cognitive decision-making and task performance under heightened expectations of accountability. *Business & Society*, 58(3):574-611.
- Currall, S.C., Hammer, T.H., Baggett, L.S., & Doniger, G.M. (1999). Combining qualitative and quantitative methodologies to Study Group processes: An Illustrative study of a corporate board of directors. *Organizational Research Methods*, 2(1):5-36.
- Felin, T., Foss, N.J., & Ployhart, R.E. (2015). The microfoundations movement in strategy and organization theory. *Academy of Management Annals*, 9(1):575-632.
- Grosvold, J., Rayton, B., & Brammer, S. (2016). Women on corporate boards: A comparative institutional analysis. *Business & Society*, 55(8):1157-1196.
- Huse, Morten. (2005) Accountability and creating accountability: A framework for exploring behavioural perspectives of corporate governance. *British journal of management* 16: S65-S79.
- Kadushin, C. (1995). Friendship among the French financial elite. *American Sociological Review* 60(2): 202-221.
- Konrad, A.M., Kramer, V., & Erkut, S. (2008). The impact of three or more women on corporate boards. *Organizational dynamics*, 37(2):145-164.
- Lewellyn, K.B. & Muller-Kahle, M.I. (2012). CEO power and risk taking: Evidence from the subprime lending industry. *Corporate Governance: An International Review*, 20(3):289-307.
- Minniti, M. & Bygrave, W. (1999). The microfoundations of entrepreneurship. *Entrepreneurship Theory and Practice*, 23(4):41-52.
- Post, C., Rahman, N., & Rubow, E. (2011). Green governance: Boards of directors' composition and environmental corporate social responsibility. *Business & Society*, 50(1):189-223.
- Seierstad, C., (2016). Beyond the business case: The need for both utility and justice rationales for increasing the share of women on boards. *Corporate Governance: An International Review*, 24(4):390-405.
- Shaukat, A., Qiu, Y., & Trojanowski, G. (2016). Board attributes, corporate social responsibility strategy, and corporate environmental and social performance. *Journal of Business Ethics*, 135(3):569-585.
- Terjesen, S., Aguilera, R.V., & Lorenz, R. (2015). Legislating a woman's seat on the board: Institutional factors driving gender quotas for boards of directors. *Journal of Business Ethics*, 128(2):233-251.

Symposium submission

- Terjesen, S. & Sealy, R. (2016). Board gender quotas: Exploring ethical tensions from a multi-theoretical perspective. *Business Ethics Quarterly*, 26(1):23-65.
- Wang, M. & Kelan, E. (2013). The gender quota and female leadership: Effects of the Norwegian gender quota on board chairs and CEOs. *Journal of business ethics*, 117(3): 449-466