

Cambridge Elements =

#### Elements in Corporate Governance edited by Thomas Clarke

UTS Business School, University of Technology Sydney

# CORPORATE GOVERNANCE AND LEADERSHIP

The Board as the Nexus of Leadership-in-Governance

Monique Cikaliuk
University of Auckland
Ljiljana Eraković
University of Auckland
Brad Jackson
University of Waikato
Chris Noonan
University of Auckland
Susan Watson
University of Auckland





## **CAMBRIDGE**UNIVERSITY PRESS

University Printing House, Cambridge CB2 8BS, United Kingdom One Liberty Plaza, 20th Floor, New York, NY 10006, USA 477 Williamstown Road, Port Melbourne, VIC 3207, Australia 314–321, 3rd Floor, Plot 3, Splendor Forum, Jasola District Centre, New Delhi – 110025, India

79 Anson Road, #06–04/06, Singapore 079906

Cambridge University Press is part of the University of Cambridge.

It furthers the University's mission by disseminating knowledge in the pursuit of education, learning, and research at the highest international levels of excellence.

www.cambridge.org Information on this title: www.cambridge.org/9781108815499 DOI: 10.1017/9781108895385

© Monique Cikaliuk, Ljiljana Eraković, Brad Jackson, Chris Noonan and Susan Watson 2020

This publication is in copyright. Subject to statutory exception and to the provisions of relevant collective licensing agreements, no reproduction of any part may take place without the written permission of Cambridge University Press.

First published 2020

A catalogue record for this publication is available from the British Library.

ISBN 978-1-108-81549-9 Paperback ISSN 2515-7175 (online) ISSN 2515-7167 (print)

Cambridge University Press has no responsibility for the persistence or accuracy of URLs for external or third-party internet websites referred to in this publication and does not guarantee that any content on such websites is, or will remain, accurate or appropriate.



#### **Corporate Governance and Leadership**

#### The Board as the Nexus of Leadership-in-Governance

Elements in Corporate Governance

DOI: 10.1017/9781108895385 First published online: June 2020

Monique Cikaliuk
University of Auckland
Ljiljana Eraković
University of Auckland
Brad Jackson
University of Waikato
Chris Noonan
University of Auckland
Susan Watson
University of Auckland

The authors are listed in alphabetical order. **Author for correspondence**: Ljiljana Eraković, l.erakovic@auckland.ac.nz

Abstract: This Element deals with leadership and governance of corporations from the point of view of the board. We expand our understanding of board leadership by focusing on the modern company as a legal person comprised of a capital fund and the relationships among directors, shareholders, management and stakeholders. We propose a model which integrates insights from the fields of leadership and corporate governance and establishes a theoretical link illustrated by empirical findings in three intersections: team leadership on the board, the chair's leadership of the board and strategic leadership by the board. We maintain that this integrative model provides a powerful means to further an understanding of the board as the nexus of leadership and governance. We close this Element by identifying the new research directions that our integrative model opens up. We also identify the implications for practice for those who either serve on boards or provide support to them.

**Keywords:** board of directors; corporate governance; leadership; jurisprudence; corporate regulation

© Monique Cikaliuk, Ljiljana Eraković, Brad Jackson, Chris Noonan and Susan Watson 2020

ISBNs: 9781108815499 (PB), 9781108895385 (OC) ISSNs: 2515-7175 (online), 2515-7167 (print)



### **Contents**

1	Introduction	1
2	Our Work of Integrating Knowledge in Researching Boards	3
3	What Is a Company? A View through a Legal Lens	6
4	The Role of People in the Legal Person	13
5	The Board as a Nexus of Relationships	25
6	How Boards Exercise Leadership	42
7	Leadership in Governance	52
8	Conclusion	62
	References	65