

## **Załącznik 7 (Appendix 7)**

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### **Summary of Academic Attainments and Achievements**

#### **1. Introduction**

This summary presents my academic achievements, as well as other information that facilitates assessing thereof. The next section describes my education and academic, as well as professional career. Section three, where I present the results of my research that I would like to indicate as a postdoctoral series of works that is a basis for habilitation assessment. Section four presents my other research that I consider important for this process. In section five I summarize my academic achievements. The sixth section discusses my other academic activities.

#### **2. Outline of professional and academic career**

I have been developing my research interests during Master's studies at the Warsaw School of Economics (WSE) since 1998 first as a Teaching Assistant, and next as a Professor Assistant at Chair of Management Theory at the Warsaw School of Economics. During my studies I was a member of the Students Association of Economic Analysis and was involved in the preparation of large-scale international exchange Tempus programs under the umbrella European Union Programs. In 2000 I graduated from the Master's Studies with Finance and Banking degree with distinction. Additionally, I was a laureate of the Procter & Gamble Competition for the best graduates of higher education, especially distinguished by very good academic results during my studies.

In 2001, as the only Junior Polish economist, I received a Fulbright scholarship for the academic year 2001/2002 at the University of Berkeley, USA, at the Haas Business School, where my work was supervised by Professor Olivier Williamson, Nobel Prize laureate for economics. While researching at the University of California at Berkeley, which is considered to be the leading center for institutional economics, I explored this discipline. I actively participated in the research seminars, conferences and research projects of Professor Williamson's doctoral studies. Based on my own experiences and own research, I have prepared several publications focusing on the main problems of institutional economics. After returning to home university in 2002, I began working as an Professor Assistant in the Chair of International Comparative Studies at the College of Economic Analysis at the Warsaw School of Economics. During the preparation of the doctoral dissertation, based on the results of the research carried out within the framework of the KBN grant, I continued cooperation with Professor Williamson and other distinguished scholars from the field of institutional economics. In 2002 and 2004, I received the Earhart Scholarship and the World Bank scholarships for attending *Institutional Economics Seminar* organized by the Ronald Coase Institute. I had a great privilege to participate in a small group seminar conducted by, among others, the Nobel Prize winners: Ronald Coase and Douglas North at the Massachusetts Institute of Technology - MIT in Cambridge and at the University of Arizona in Tucson. In 2003 I received the Award for Young Outstanding Scientists from *Polityka*. The years 2003-2004 I spent at the University of Muenster where I conducted research the institutional settings of the German model of corporate governance within scholarship from the Alexander von Humboldt Foundation (Roman Herzog Research Fellowship). The results of the research that I

conducted at various academic centres, as well as their continuation within the framework of the KBN grant project based at the Warsaw School of Economics, I concluded in the dissertation *Corporate governance exercised by banks: theoretical foundations and empirical research* prepared under the supervision of Professor Leszek Balcerowicz in 2005. My dissertation was awarded by the BISE 2nd Prize honored Professor Witold Kula for the best doctoral thesis in the field of economics and social science. In 2006, I was nominated at the position of an Assistant Professor at the Chair of International Comparative Studies at the Warsaw School of Economics.

From the very beginning of my academic career, my research interests have focused on the interdisciplinary field of corporate governance, combining fields such as economics, management science, law, finance, sociology, and political science. My first experience regarding research on corporate governance I gathered at the Copenhagen Business School, where I completed a full curriculum of Master Degree studies *International Business* with a specialization in *Corporate Governance*. My earliest research concentrated on the role and functioning of corporate boards as a corporate governance mechanism. In the subsequent years, I dealt with the analysis of a particular mechanism of corporate governance exercised by banks as creditors of the firms. In my research I used the methodology of institutional economics, which has developed very rapidly in recent years and has become part of the mainstream of economics.

During my postdoctoral degree, my research interests developed further in the field of corporate governance. I have conducted numerous studies on the evolution of the corporate governance system in Poland and its various mechanisms. The most attention I devoted to the problem of executive remuneration policy in the banking sector. In 2012, I won the National Science Centre research grant the *Opus 2* for the project *Executive remuneration policy in the Polish banking sector in the context of financial crisis*. I served as a Principal Investigator and head of the team of three responsible for conducting the research. I have been using my research results in students' courses: *Institutional Economics* and *Economic Analysis of Company Law* conducted both in Polish and English. In the years 2008-2016 I was a visiting scholar at universities in Birmingham (BBS), Berlin (HSoG), Genoa (UoG - Law School) and Florence (UniFI) under the Erasmus programs. They provided me with an excellent opportunity to present my initial research results and teach graduate students. I was also involved in conducting lectures for the Executive MBA program for Stern University of New York. They were highly recognized and thus in 2015 I was invited to present my research, which was later published in one of the journals from the MNiSW's A list.

### **3. Academic achievements under assessment**

The results of my research after the PhD dissertation are presented as series of related works pursuant to Art.16, Paragraph 2, point 1 of the Act entitle "Policy of executive remuneration as a mechanism of corporate governance on the example of the banking sector: institutional perspective", which comprises of the following publications<sup>1</sup>:

#### **Book:**

1. *Executive remuneration policy in banks. Regulations and practices*, Wolters Kluwer, 2016, 255 pages, (MNiSW points: 25), (Agnieszka Słomka-Gołębiowska, 2016a).

#### **Articles:**

2. *Corporate boards, large blockholders and executive compensation in banks: Evidence from Poland*, *Emerging Markets Review* 23, 2016, pp. 203-220 (MNiSW points: 30; Impact Factor 2015: 1.549; Impact Factor 5-year: 1.566), (Słomka-Gołębiowska, Urbanek, 2016).

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<sup>1</sup> In chronological order

3. *The Effect of Remuneration Committee Independence on the Pay–Performance Relationship: Evidence from the Banking Industry in Poland*, *Eastern European Economics*, 54, 2016b, pp. 71-89; (MNiSW points: 15; Impact Factor 2015: 0.404; Impact Factor 5-year: 0.343), (Słomka-Gołębiowska, 2016b).
4. *The Impact of regulation of corporate governance on the executive compensation at banks in Poland*, *Bank i Kredyt*, 4, 2015; pp. 327-356; (MNiSW points: 14), (Słomka-Gołębiowska, Urbanek, 2015a).
5. *The Impact of Corporate Governance on the Transparency of Executive Remuneration Policy in Public Banks in Poland*, *Gospodarka Narodowa*, 4, 2015, pp. 137-157, (MNiSW points: 14), (Słomka-Gołębiowska, Urbanek, 2015b).
6. *The quality of executive's remuneration policy in banks in Poland*, *Zarządzanie i Finanse*, 2015, pp. 241-263, (MNiSW points: 10), (Słomka-Gołębiowska, Urbanek 2015c).
7. *The Impact of Regulations on Executive Compensation in the US Financial Institutions*, *Ekonomia i Prawo. Economics and Law Vol 13 (1)*, 2014, pp.175-194, (MNiSW points: 12), (Słomka-Gołębiowska, 2014).
8. *Executive Remuneration Policy at Banks in Poland After the Financial Crisis-Evolution or Revolution?*, *Comparative Economic Research*, 7, 2014, pp. 25-44, (MNiSW points: 15), (Słomka-Gołębiowska, Urbanek, 2014).
9. *Uniform regulation of executive pay at banks: will it make a difference? The case study of Poland*, *International Journal of Disclosure and Governance*, 10, 2013, Palgrave Macmillan UK, pp. 135-154. (Słomka-Gołębiowska, 2013a).
10. *The quality of executive's remuneration policy in banks in Poland*, *Prace Naukowe Uniwersytetu Ekonomicznego we Wrocławiu*, 307, 2013, str. 569-580, (MNiSW oints: 10), (Słomka-Gołębiowska, 2013b).

### **3.1. Research purpose, main research problems and research methods.**

#### *Research purpose*

The policy of executive remuneration is an institutional framework that sets out the procedures for determining the executive pay packages. These include assumptions about the executive compensation function in the company's incentive system, the principles and procedures for determining its size and structure of the compensation remuneration as well as their and the entities involved in the process. The executive compensation package consists of the following elements:

- basic salary,
- annual bonus
- long-term reward,
- additional compensation.

Executive remuneration policy design, including setting executive pay, is one of the duties of a remuneration committee. It shall monitor and issue opinions on the variable components of executive remuneration policy that should stay in line with prudential and stable risk management as

well as capital and liquidity management, and careful attention should be paid to the long-term interests of banks and its shareholders along with regulations and Corporate Governance Code.

A large bulk of corporate governance research has been devoted to study executive compensation. The debate on the topic of considerable controversy not only in the academic, but also business and policy-makers' communities became even more fervent in the aftermath of the recent financial crisis as it showed that the topic is of higher significance for a financial firm than nonfinancial firm as it impacts bank's performance, and hence determines a country's financial stability (Bebchuk et al., 2010; Fahlenbrach and Stulz, 2011; Beltratti and Stulz, 2012; Adams, 2012; Erkens et al. 2012; DeYoung et al., 2013; Cheng et al. 2015). The practices of executive compensation remuneration at banks before the financial crisis of 2007-2009 were rather flawed and in need of considerable improvements, particularly with regard to better aligning the interests of not only shareholders, but also depositors, thereby contributing to financial stability. Deposit Guarantee Funds deepen the undesirable moral hazard phenomenon, by encouraging excessive risk to increase short-term bank's performance.

As a consequence of the existence of significant differences in corporate governance between banks and non-financial companies, a number of regulations have been introduced with regard to executive remuneration policy for financial institutions. Initially they were recommended as the best standards and guided by good corporate governance practices. The European Commission raised the bar and imposed on banks operating in the area of European Union uniform corporate governance standards suggested by conventional wisdom such as increased board independence and establishing an independent remuneration committee within a board as a minimum criteria at banks operating in the Member States. These solutions are based to a great extent on the guidelines of international organizations, which are not adjusted to the institutional settings of an individual country. Hence, my research aims to explore the ramifications arising from the implementation of the uniform board governance standards in banks controlled by a blockholder, where the conflict lies between the blockholder on one hand and minority shareholders and depositors on the other.

The above issues have become motivation for my own research, which results are reflected in the above listed publications. The main purpose of the research was to analyze and evaluate the executive remuneration policy at banks in Poland - one of the most important corporate governance mechanisms affecting the bank's performance. In particular, the focus of the research was on the level and structure of executive compensation, the transparency and quality of processes related to granting and paying out executive packages and the functioning of the board remuneration committee. This allowed me to examine how banks in Poland comply with legislation, mostly stemming from EU regulation and the European Commission's recommendations on executive remuneration policies, and to identify the most challenges areas of compliance. Based on the analysis the assessment of the bank's executive remuneration policy, which is part of the assessment of the corporate governance standards of banks has been formulated.

### **Main research problems and research methods.**

The above publications are related to each other and concentrate on three main research issues that are derived from the main research purpose:

- I. Institutional settings, including regulations, for executive compensation at banks based on the example of developed countries.
- II. Policy of executive remuneration and other mechanisms of corporate governance of banks in Poland: the relation of complementarity or substitutability.
- III. Policy of executive remuneration of banks in Poland: regulation and practice.

I started my research from analyzing the institutional settings of executive remuneration policy at banks that define the framework for its design, implementation and enforcement. To this end, I used

the research methodology of analyzing the path of institutional change (D. North, 1990) in the bank's executive remuneration policy of the US and the European Union that are often the benchmark for reformers or financial market participants in other countries such as Poland. Institutional analysis is - as emphasized by R. Coase (1992) - a useful research method of economic phenomena. As noted by D. North (1990), the present shape of the institution is determined by the initial characteristics as well as small chance circumstances that can determine solutions that, once they prevail, lead one to a particular path. Such dependence is defined as the path depending on past events - *path dependency* (North, 1990, pp. 94).

The identification of important institutional factors determining the shape of executive remuneration policy at banks has been used further for empirical research. Addressing the main research problems (II and III) formulated above, I conducted a series of quantitative analyzes on a sample of 17 largest banks operating in Poland, which together accounted for over 75% of total banking sector assets at the end of 2013. The analysis is based on an unique hand-collected an unbalanced micro-panel, which is characterized by a large number of observations of the (16) bank's individual executive compensation 251 (n) by a several points in time 1-9 years (T) for the period 2005-2013, which gives 806 ( $N=n \times T$ ) observations in unbalanced micro-panel (Greene, 2003: 283 ). The panel data construction gives an unique opportunity to not restrict the research to only an analysis of CEO pay and its determinants, which prevails in the literature (Henderson and Fredrickson 2001). Based on the panel data, a number of research hypotheses relating to the bank's executive remuneration policy in Poland were tested by constructing and estimating different econometric models.

Empirical analysis were run based on data on bank's financial structure, operational performance, and corporate governance from annual financial statements. In addition, we manually gathered the data capturing executive's characteristics and backgrounds from their curricula published as a company current reports and we cross-validated the personal backgrounds (through a labor-intensive process) by means of the annual reports, in particular in reports on corporate governance, supervisory board assessment reports on its activities, and minutes from the bank's general meetings.

### **3.2. Description of academic achievements under assessment**

In this section, I present my work consists of the monothematic series of publications that are grouped according to the research problems outlined above. The publications are grouped by the questions they relate to and discussed below, in the following order: research purpose and hypotheses, methodology used, results obtained and conclusions.

#### *3.2.1. Institutional settings, including regulations, for executive compensation at banks based on the example of developed countries.*

Institutional settings in an individual country determines whether the relationship between the executive remuneration policy and other corporate governance mechanisms is substitutive or complementary. Institutional changes are the result of the interactions of legal and economic factors that generate new institutions, forcing the adaptation of existing institutions to new conditions. In the executive remuneration policy, formal institutions - regulations, played and still play the most important role. As a consequence, special emphasis in the paper (Słomka-Golebiowska, 2014) was put on the path dependence of regulation as an important engine of evolution of executive compensation in the US financial institutions. In particular, the impact of regulations, including tax laws, accounting principles and disclosure requirements of public companies on the practice of rewarding executives of the US banks is examined. The analysis shows that the regulations most often reflect some political agenda driven more or less by market conditions. The United States is the reference point for various aspects of corporate governance for reformers or financial market participants in other countries,

including Poland. Based on the example of the United States, I show that institutional settings are country-specific, and introducing international standards for executive remuneration policies without adapting them to the specifics of a country institutional system brings unintended results. Some of them are costly from the lenses of transaction costs as they raise uncertainty.

My analysis demonstrates that the compensation scheme at banks in the United States has changed over the past hundred years, adapting to regulatory requirements such as tax regulations, accounting policies, or public information obligations. The directions of change depended on the US government's regulations, which were initiated by politicians in response to actual or alleged abuse of executive pay (e.g. Enron case or financial crisis 2007-2008). Hence, there is the important role of the political climate and general condition of the economy in determining the level and structure of executive compensation.

The regulations, developed in good faith, caused a number of unintended and costly side effects. The example of state intervention in the form of regulation, whose purpose is economically justified but have side effects, are tax laws restricting the executive fixed salary up to \$ 1 million, dramatically increasing the share options and thereby provoking a very fast growth rate of total executive compensation. Likewise, the regulations introduced in the aftermath of the 2007-2008 financial crisis which deferred the payment of the variable component and contributed to an increase in the fixed component of executive compensation. The nature of regulation introduced in the United States was more disciplinary than constructive due to the fact that they were initiated by politicians who are guided by a political agenda rather than the value for bank's shareholders and other stakeholders.

As I show using the example of the United States, the executive remuneration policy is determined, on the one hand, by the current legislation and the path of historical change and, on the other, by evolving non-regulatory setting - market forces. The latter category includes: the origin of corporate governance, the transformation of the banking sector, the condition of the capital market and the market for executive talents as well as politics.

The identification of relevant institutional factors that determine the shape of executive remuneration policy lies in the interest not only of the researchers themselves, but also of the banks whose supervisory authorities are responsible for designing and approval of executive compensation packages and the regulator is in charge of the enforcement of the regulation. In this context, the results of my research also have a cognitive value, allow a better understanding of the importance of the bank's executive remuneration policy for its corporate governance, and consequently to develop a method of empirical analysis over executive remuneration policy of banks in Poland.

### *3.2.2. Policy of executive remuneration and other mechanisms of corporate governance of banks in Poland: the relation of complementarity or substitutability.*

Protection of minority shareholders and depositors against potential expropriation by controlling shareholders constitutes the core corporate governance problem in banks with concentrated ownership structure. In the concentrated ownership structure the board independence should serve as the corporate governance mechanisms aiming at limiting the divergence of interests between the blockholder and minority shareholders. In my research I made an effort to examine whether the board independence and its structure can be a corporate governance mechanism tailored to the specifics of banks with concentrated ownership structure. The conclusions of my research, published in the publications described below, are important for regulatory initiatives regarding executive remuneration policy.

The policy of executive remuneration that aims at maximizing shareholder value in high leverage companies, such as banks, simultaneously encourages an increase in excessive risk. The higher the risk, the higher the income the shareholders are receiving, but not the bank's other stakeholders, especially depositors, for whom return on investment is fixed in the form of deposit

rates. As a result, many countries, including the European Union, have taken a number of legislative initiatives to design the executive remuneration policy at banks that would more effectively curb the unreasonable or excessive risks as well as better account for the interests of depositors and hence contribute to the country's financial stability. These regulations strengthened the two pillars of corporate governance: the functioning and composition of boards and the transparency of executive remuneration policy.

The relationship between executive compensation and other corporate governance mechanism at banks are discussed in (Slomka-Golebiowska, Urbanek, 2016). My research aimed to explore the ramifications arising from the implementation of the uniform board governance standards - not adjusted to the institutional settings of an individual country - in banks controlled by a blockholder using a unique dataset for all 16 banks listed in Poland during 2005-2013. The primary purpose of this paper was to examine whether the uniform board governance matters in setting the level of executive compensation in banks with highly concentrated ownership structure where the conflict lies between the blockholder on one hand and minority shareholders and depositors on the other. We shed light on the potential effect of board structure and its functioning on curbing the excessive level of executive pay at banks with a blockholder.

The relationship is the focus of a large body of literature that concentrates on US firms. Our study gives a perspective on the effect of conventionally accepted board governance measures on executive compensation in firms with more concentrated ownership structure than in US or UK, where generally firms are more widely-held than in the Continental Europe (Holderness, 2009). The effect of board's best governance practices on the level of compensation in banks with a blockholder should be more pronounced in Poland than in other European Member States as the level of ownership concentration is higher, while at the same time the level of banking competition and financial deepening are similar to those found in countries of a similar size (Hasan et al., 2014). I am not aware of any empirical paper that examines the link between corporate governance and bank's executive compensation in countries where most banks have concentrated ownership structure.

The analysis was based on an unique hand-collected panel data on total cash compensation and annual pay (sum of the base salary and annual bonus) of all executives of all banks listed on Warsaw Stock Exchange from 2005-2013. As a result there was unbalanced micro-panel, which is characterized by a large number of observations of the (16) bank's individual executive compensation 251 (n) by a several points in time 1-9 years (T) for the period 2005-2013, which gives 806 ( $N=n \times T$ ) observations in unbalanced micro-panel (Greene, 2003: 283 ). In the study, we analyzed the relationship between total cash executive compensation as well as annual pay and the internal corporate governance mechanisms of the bank.

I find that board independence and board size as uniform board governance measures are related to the level of executive compensation in banks with a controlling shareholder. When the ratio of independent board members increases by 10% then the total cash compensation is lower by 5%. The results confirm that in banks with concentrated ownership structure board independence brings value through effective monitoring. In contrast to widely-held banks it restrains the tendency to overcompensate bank executives as suggested by the managerial power hypothesis. Hence, the findings show that managerial power hypothesis prevails in explaining the level of executive compensation in banks with a controlling shareholder over agency theory.

The study demonstrates that foreign-owned banks pay a significant premium at the executive level. A Polish subsidiary of both Southern and Northern European banks compensate their executives 48% and 42% more than other public banks operating in Poland. Banks that are owned by US corporations pay lower premium than European financial conglomerates - the total cash compensation is higher by 28% than in other public banks. We also observe that Polish executives are paid less than foreign ones. This evidence may indicate that controlling shareholder use executive compensation to

expropriate wealth from minority shareholders, hence, the presence of independent board members might be more pronounced.

The study confirms the conventional wisdom that smaller boards are more effective in monitoring and hence, restrain executive compensation. This finding supports the argument that larger boards have problems with monitoring and are easier captured by executives, which leads to higher executive compensation. The size of the board offsets the effect of independent board on the level of executive compensation.

New regulation initiated as a response to the financial crisis as of 2008-2009 with regard to the executive remuneration policy obliged banks to establish within the board a remuneration committee. It is important for the stable development of the bank, as long as committee members can reconcile achieving two goals that may be contradictory. Firstly, attract and retain the most talented executives. Second, make sure that the interests of their shareholders and others stakeholders are not compromised by excessive executive compensation, encouraging them to take excessive short-term risk.

The analyzes on the role of the board remuneration committee as the corporate governance mechanism are presented in two publications, described below. Regulation put a distinct focus on the independence of remuneration committee's which should be comprised of board members at least the majority of whom qualify as independent and competent in setting executive remuneration policy. The view that the independence of the remuneration committee is important to protect shareholders' interests had been reflected in some national corporate governance codes or regulations. The increased disclosure requirements with regard to the executive remuneration policy has encouraged companies to appoint more independent members to the committee, signalling an improvement in its quality. The main task of independent members of the remuneration committee is to protect the interests of minority shareholders and depositors against potential expropriation by a majority shareholder.

The identification of the determinants of the remuneration committee independence at banks in Poland were conducted in the following publication (Slomka-Golebiowska, 2013b). The empirical results show that independence of remuneration committee depends on the shareholder structure. The larger block of shares is concentrated in the hands of the majority shareholder, the smaller the proportion of independent board members in the banks' remuneration committee. The share of independent board members in the committee increases with the increasing stake possessed by the private pension funds and with the size of the committee.

Using panel models, I examined the impact of the composition of the remuneration committee and the bank's ownership structure on the remuneration committee independence. In the study, I used data on banks listed on the Warsaw Stock Exchange in 2005-2011. The study period allowed for the analysis of the determinants of the remuneration committee independence both during the 2005-2007 economic growth period and during the 2008-2009 financial crisis.

The empirical results show the share of independent board members in the committee increases with the increasing stake possessed by the private pension funds and with the size of the committee. In general, minority shareholders are not involved in the selection of independent board members. It seems that only private pension funds in Poland are interested in the presence of independent members on the remuneration committee probably due to their longer investment horizon and the difficulty of liquidating the bank's shares without loss in conditions of their fairly significant capital involvement and relatively low liquid capital market in Poland. The variable that also has a significant impact on the remuneration committee independence is its size. The study reveals that the remuneration committee in banks is relatively new institution and that its development, by increasing its size, gives it a better chance of finding an independent members. Additionally, the independence of remuneration committee depends on the shareholder structure. The larger block of shares is concentrated in the hands of the majority shareholder, the smaller the proportion of independent board members in the banks' remuneration committee. The finding could prove to be a violation of the rights

of minority shareholders, whose interests are largely secured by the presence of independent members on the supervisory board and its committees.

These findings inspired me for further research on the importance of the remuneration committee's independence. In another publication (Słomka-Golebiowska, 2016b), I examined whether, in banks with a concentrated ownership structure, greater independence of the remuneration committee protects the interests of minority shareholders by not allowing to pay out excessive executive compensation that are not related to the bank's performance. Specifically, I ascertained the effect of independence of the remuneration committee on the relationship between executive pay and bank performance in a context of large blockholder's presence using unique hand-collected panel data from Poland over the period 2005-2013. I used a regression model to test the hypothesis where the dependent variable is the total executive cash compensation measured as the sum of basic salary, bonus and other cash perquisites of all bank executives paid out annually divided by the number of executive directors that serve in the management board.

The regression results indicate that the larger the proportion of independent board members in the remuneration committee, the higher the level of the total executive cash compensation. This may mean that in banks with a controlling shareholder independent board members are captured by executive directors. The excessive executive compensation may be evidence of violation of minority shareholders' and depositors' rights. Interestingly, these findings contradict the prior research conclusions that country-level and firm-level governance are substitutes (Aggarwal et al. 2008).

The positive correlation between the share of independent board members on the remuneration committee and the level of executive compensation might be driven by the fact that the presence of independent board members on the remuneration committee was not binding by law in EU Member States, including Poland until 2011. Moreover, EU Directive CRD III came into force in Poland with the amendment of the Banking Act and the introduction of a resolution of the Polish Financial Supervisory Commission in 2012 without a passage on remuneration committee independence. This lack of regulatory pressure may contribute to a flawed selection process of independent board members. Hence, the presence of independent board members in the remuneration committee is rather symbolic, aimed at simply aligning governance practice with the approved group corporate policies of banks. An alternative view can be that independent remuneration committee members are selected with care, however they do not have professional experience or a clear understanding of their role in a bank's corporate governance.

Since the regression analysis could not confirm whether greater independence of the remuneration committee results in a stronger association between executive compensation and bank performance I additionally used another research method - the principal component analysis. The method allows for grouping independent variables that are strongly correlated. The principal component analysis reduces data through summarizing the important information into a smaller set of observed variables. The percentage of independent board members on the remuneration committee predicts an excessive executive pay for a bank. The greater the number of independent board members in the remuneration committee, the more likely it is that executive pay will be above the market rate. This may suggest that independent board members are captured by executive directors in those banks which have concentrated ownership structures and whose executive directors are controlled by the blockholder.

In the above described publications I analyzed the relationship between the executive remuneration policy and the internal corporate governance mechanisms, board and remuneration committee functioning. The second pillar of corporate governance of banks that the post-crisis regulation referred to was the disclosure of the executive remuneration policy. Little work has been done to examine the relationship between executive remuneration policy disclosure and corporate governance. In my two publications described below I dealt with disclosure and quality of executive

remuneration policy at banks. The purpose of the first one (Slomka-Golebiowska, Urbanek 2015b) is to assess the transparency of executive remuneration policy in Poland based on the sample of 16 banks listed on the Warsaw Stock Exchange for the period 2005-2013. The study is an attempt to identify the factors that determine the level of transparency of the executive remuneration policy. The latter is measured by an index based on the information related to the level and structure of the bank's executive compensation, policy on variable components of executive pay, functioning of the board compensation committee, and long-term incentive programs based on bank's shares.

The statistical analysis reveals that there is a positive relationship between the disclosure level of executive remuneration policy and some corporate governance standards such as board size, the frequency of the remuneration committee meetings as well as the stake of the private pension funds in bank's ownership structure. The degree of ownership concentration may affect the level of executive remuneration policy transparency in an indirect way, through the corporate governance standards that banks operating in Poland implement from the markets where their parent company is listed. The most transparent executive remuneration policy exists in banks controlled by investors from Anglo-Saxon countries. A higher than average level of disclosure of remuneration policy has been observed in larger banks and those banks, where CEO receives a relatively higher pay.

Second publication (Slomka-Golebiowska, Urbanek, 2015c) tackles the quality of executive remuneration policy in Poland based on the sample of 16 banks listed on the Warsaw Stock Exchange for the period 2005-2013. The study is an attempt to identify the factors that determine the quality of the executive remuneration policy. The latter is measured by an index based on the information related to the level and structure of the bank's executive compensation, policy on variable components of executive pay, functioning of the board remuneration committee, and long-term incentive programs based on bank's shares. The findings show that there is a positive relationship between the quality of executive remuneration policy and some corporate governance standards such as the frequency of the remuneration committee meetings as well as the stake of the institutional investors in bank's ownership structure. The highest quality of executive remuneration policy exists in banks controlled by investors from Anglo-Saxon countries. A higher than average quality of remuneration policy has been observed in larger banks and those banks where CEO receives a relatively higher pay.

### *3.2.3. Executive remuneration policy at banks: regulations and practice.*

Since the onset of the crisis, European Commission introduced a number of good practices and later legal reforms recommended by the Financial Stability Board. Executive remuneration practices have, therefore, been under review since the financial crisis of 2008. It was worthwhile to examine how much the practices of bank executive compensation in Poland differed from the recommendations issued by international organisations (Slomka-Golebiowska, 2013a). The analyses based on the data on listed banks show that new regulation effective as of 1 January 2012 is to force changes in the approach to executive remuneration in the banking sector. Firstly, banks will be obliged to adapt to the more rigorous requirements regarding disclosure of executive remuneration policy and its structure. Secondly, the long-term incentive programmes will become more important because of the need to defer a large part of the variable compensation and to use instruments other than cash. However, they may pursue a more conservative compensation policy. This could mean a further increase in basic salary, and it may limit sensitivity between pay and corporate performance and also increase fixed costs for banks. Ultimately, the new Polish regulation that refers almost exclusively to the variable component of executive compensation will have negligible impact.

In the next publication (Slomka-Golebiowska, Urbanek, 2014) the evolution of regulation as well as the best practices related to the executive remuneration policy at banks is shown. The analysis was run using the sample of all the banks listed on the Warsaw Stock Exchange during 2008-2012. It is a period that was characterized by a high volatility of macroeconomic conditions and stock market

as well as a numerous legal changes. It was therefore important to investigate the extent to which banks operating in such turbulent economic and regulatory environment had adapted their practices to the new recommended standards. In this research I used law and economics analysis. The analysis showed that the specific regulatory gap that existed between the regulations binding in Poland and those legal rules applicable to foreign financial institutions, has been removed in 2011 due to implementation of the CRD III and CRD IV Directives. Although national legislation in Poland since 2012 is largely in line with CRD III and CRD IV standards, their implementation of compensation structures was more costly in Poland than in developed countries due to the use of less aggressive executive pay practices, meaning limited use of long-term share-based incentives in this process. Banks in Poland had less problems with implementing recommendations on the composition and functioning of the remuneration committee. Additionally, the research results indicate that the new legal rules have not been completely enforced. Public banks not fulfil the reporting obligations imposed by law and the international principles. Hence, it was hardly possible to assess whether they comply with the KNF recommendations on the structure of the variable component of bank's executive pay. Given the crucial importance of executive remuneration policy in the financial sector for the stability of banking sector the inability to evaluate the progress in adjusting executive remuneration practices to the new regulation may be perceived as one of the important risk factors that has not been effectively eliminated or reduced in Poland yet.

In the consequence, in the next publication (Słomka-Golebiowska, Urbanek, 2015a) I made an attempt to examine the impact of new standards of corporate governance introduced in Poland within the legal framework in force since the beginning of 2012 on the level of banks' executive pay using data on 16 public banks on the basis of unique hand-collected data from 2005–2013. In particular, we investigate the relationship between corporate governance and executive compensation, pre- and post-regulation as of 2012 when the European law were implemented in Poland using a unique a hand-collected panel data on compensation of all executives of listed banks. We employed the internal corporate governance standards that have become stricter under the new law such as board structure, its responsibilities and disclosure requirements relate do designing and monitoring the bank's executive remuneration policy. To document the direct impact of the regulation on executive remuneration policy, we specified and estimated the regression model for executive compensation with a dummy variable *Post* that takes the value of 0 to indicate pre-regulation period, and 1 to indicate post-regulation period. Also, interactions between internal corporate governance variables and a dummy variable *Post* were included.

The findings indicate that the regulation strengthens the position of the remuneration committee within governance structure, hence results in better monitoring executive pay practices not to let for paying out excessive compensation. After implementing CRD III in 2012 banks with more frequent meetings of remuneration committee tend to grant lower level of total cash to their executive. This can be interpreted as an indication that the new regulation has improved the remuneration committee's diligence and its significance through strengthening its position within the board as well as against the management board. On the other hand, the CRD regulation has restored the ability of board independence to serve as a equity governance that is not efficient for banks due to increasing the costs of conflict between equityholders and debtholders.

The above issues became the basis for further research on the regulation and practice of banks in Poland in the area of executive compensation, and their results were published in the book that is entitled "Policy of executive remuneration of banks. Regulation and practice" (Słomka-Golebiowska, 2016a). It is based on extensive literature review that was a starting point for own empirical analyzes. The purpose of the book was to analyze and evaluate the regulations and practices of banks operating in Poland in the following areas: the level and structure of executive compensation, the transparency and quality of remuneration policy's processes and the functioning of the remuneration committee.

With this respect, it is a unique attempt to diagnose the role, function, nature and importance of bank's executive remuneration policy and its determinants as one of the mechanisms of corporate governance. In addition I explored how banks in Poland comply with the laws and good practices of corporate governance related to executive remuneration, and as a result, identify areas to be improved. On this basis, I had formulated an assessment of the executive remuneration policy, which is part of the assessment of the corporate governance standards of banks, that impact banks' performance and the stability of the entire financial system.

The discussion on the executive remuneration policy at banks in Poland starts with the discussion on the level and structure of executive pay and its determinants. Based on data disclosed by the 16 largest banks quoted on the Warsaw Stock Exchange in 2013, it can be said that they have little aggressive remuneration policy, as almost all of their salary is paid in cash. Quite significant contributions to the total cash compensation compared to other countries have additional benefits. The importance of long-term incentive programs based on bank shares or their equivalents is marginal. Although the latest regulations encourage higher sensitivity between long-term goals achievements and executive pay long-term incentive programs reveal their low popularity among banks. Hence, their motivational function might not be in place.

The key determinants of executive compensation are the size of the bank, its financial performance and certain corporate governance standards such as supervisory board independence. The supervisory board independence restrains the level of executive pay provided that at least half of its members are independent. This indicates that only when at least half of the supervisory board members are independent - in accordance with the recommendations in force in the European Union, the executive remuneration policy does not allow the excessive compensation.

Significant importance for the level of bank's executive compensation lies in the individual characteristics of the management board member such as board position, background, gender and tenure. CEOs earn much more than other board members. The rising trend of their compensation level was throughout the study period, unlike the other board members. As expected, professional experience in the industry measured by working years determines the amount of pay. Men and foreign executives receive a higher average salary than women or executives of Polish origin. The total bank's executive compensating has stabilized in recent years, slightly above pre-2008-2009 level.

The above quantitative analyzes were supplemented by qualitative analyzes on the transparency and quality of the remuneration policy of banks in Poland. Based on them, I drew several conclusions. First, there is a tendency to increase the scope of disclosures on the bank's executive remuneration. The biggest changes took place in 2012, which was related to coming into force of the legislation imposed on banks by the amendment of the Banking Law Act and the resolutions of the Polish Financial Supervision Authority in the framework of harmonization with EU regulations. Thus, the good practices introduced in response to the 2008-2009 financial crisis did not significantly change the disclosure and quality of the executive remuneration policy at banks. It was only as a result of the direct interference of financial market regulators into reporting standards.

Second, banks are disclosing more and more information about the executive remuneration policy which may be used as a base for assessing the quality of the executive remuneration policy. In particular, the years 2012-2013 have brought a major breakthrough in shaping the policy on variable element of executive compensation. Despite significant improvements in the disclosure of variable remuneration policy since 2012, this area is characterized by the lowest level of disclosure throughout the study period. The level and structure of executive pay constitute as the most transparent piece of executive remuneration policy. However, due to the fact that some banks failed to comply with applicable law in disclosing all executive pay components separately for individual members of the management board, it was not possible to carry out a detailed analysis of the compensation structure. The level of disclosure has improved considerably in recent years, but analysis of this information

does not allow to say the same about the quality of the bank's executive remuneration policy. In 2012 and 2013, the quality of variable remuneration policy was significantly higher. On the other hand, the quality of procedures for determining the compensation structure has not changed substantially. This is a surprise in the context of extensive public discussions, which resulted in the introduction of new legislation and good corporate governance practices relating to the executive remuneration policy.

Thirdly, the greatest dynamics of change is observed in the remuneration committee's functioning both in terms of the level of disclosure and the quality of its functioning. Remuneration committee become widely used institutions at banks responsible for designing and monitoring of executive remuneration policy. Most of the disclosures concerning its functioning are not mandatory, and result from the best practices of corporate governance and European Commission regulations, which are not explicitly included in the Polish legal system. It seems that the remuneration committee procedures and processes are considered to be of little controversy, so banks are willing to make those information easily available. The analysis of functioning of remuneration committees suggests that they are still in poor position against the management board due to a small share of independent members, lack of chairmanship independence, and small number of meetings per year.

The findings presented in my book demonstrate the character, determinants and importance of the executive remuneration policy at banks in Poland. National rules governing its conduct are largely in line with European Commission regulations. Their implementation should bring a greater sensitivity between executive pay and bank's performance. The evolution of the bank's executive remuneration policy in Poland should be in line with EU guidelines but also reflect the specificity of corporate governance. It therefore seems reasonable to limit the share of cash replacing it with compensation based on bank's shares, which may change it to more aggressive principles of structuring executive compensation, while contributing to promoting long-term value creation of the bank.

### **3.3. Summary of main research findings**

My research contributes to the scant literature on bank's corporate governance. The Additionally, my publications give a perspective on the effect of conventionally accepted board governance measures on executive compensation in banks with a blockholder. Empirical analyzes have made a significant contribution to determining which theory serves to clarify the importance of executive remuneration policy as a corporate governance mechanism for banks with a blockholder. My findings show that managerial power hypothesis prevails in explaining the level of executive compensation in banks with a controlling shareholder over agency theory. According to the agency theory concentrated ownership provides monitoring as it justifies the blockholders' effort and the cost they incur while monitoring. It implies that blockholders would be less likely to engage in the opportunistic behaviour of offering excessive pay to their executive. Given the high value corporations place on control they - acting as controlling shareholders of other corporation - may be reluctant to grant their professional executives incentive based compensation that aims to align their interests. The alternative theory of managerial power shows that management is strongly associated with a majority shareholder and consequently has a great deal of freedom in designing the level and structure of his remuneration. Managers may receive higher pay if they aim to maximize return on investment for the majority shareholder, allowing him to gain private control. As a result, the executive remuneration policy is rather viewed as a source of managerial power rather than a solution to the agency problem.

My empirical research builds on the added value of prior research by pointing to the complementary nature of the relationship between internal corporate governance mechanisms such as the supervisory board and its remuneration committee, and the executive remuneration policy. Among them, the supervisory board independence and its remuneration committee as well as its diligence are of highest importance. The latter mechanism is also correlated with the level of transparency and quality of the executive remuneration policy in Poland. This is motivation for the regulator to

formulate good practice of corporate governance or regulation with regard to the functioning of the remuneration committee in banks and to monitor compliance with them.

The results of my research presented above provide a clear basis for the claim to introduce and enforce regulations of the European Commission and the European Parliament on corporate governance in Poland, which aim at improving the executive remuneration policy. The strengthening of the corporate governance rules regarding the supervisory board independence as well as the structure and functioning of the remuneration committee restrains excessive executive compensation. This means that corporate governance standards are of particularly importance for banks controlled by a blockholder where appropriate protection of the interests of minority shareholders and depositors safeguards the stability of the country's financial system. The example of Poland shows that the introduction of international standards for the executive remuneration policy should be tailored to the specificity of the country's institutional system to bring about the expected results.

#### **4. Other research**

The publications presented in the previous section are only a part of the research I authored or co-authored after receiving my PhD. Other publications, which I consider most important in my academic portfolio, are discussed below.

Most of my publications are devoted to corporate governance in the broad sense. In the first publication (Słomka-Golebiowska, 2008), I try to systematize corporate governance mechanisms by treating them as an institution to reduce information asymmetries by solving adverse selection and moral hazard as well as give managers incentives to act in shareholders' interests. They embrace competition on product and factor markets, including capital markets and the market for corporate control, labour market for executive talents and the executive remuneration policy, and the direct oversight of the company by the supervisory board.

In the number of my articles I focus on particular mechanisms of corporate governance. A lot of attention has been paid to the role of institutional investors in corporate governance. Institutional investors have become a significant player in the financial market and, as a result in corporate governance in the wake of reform of pension systems and the intensification of privatization processes in many countries. Their shareholder activism in exerting corporate governance creates a significant added value as I discuss it in one of the publications (Słomka-Golebiowska, 2010). The analysis shows that the codes of corporate governance introduced by pension and investment funds are not very different from solutions implemented in those countries, where institutional investors engage in corporate governance such as US and UK. However, few rules should be supplemented. In particular, the codes should promote wider range of possible means of institutional investors' activism and a clear standpoint on an independent board member's nomination. It will be immensely beneficial to introduce an obligation about reporting on investor's activism.

The next research results (Słomka-Golebiowska, 2014) was published as a chapter in the book entitled *Corporate Governance and Corporate Social Responsibility Emerging Markets Focus*. Its findings are based on responses of Investment Directors of all private pension funds to questionnaire on preferences for shareholder activism in Poland. They show that the major institutional investors engage in a limited spectrum of shareholder activities. Most often, they seek to contact the company's management board members as well as supervisory board members if they are dissatisfied with a portfolio company. None of the funds even considers public criticism or litigation. The form of shareholder activism selected by different funds and the sequence do not vary substantially due to the fact that all funds follow the investment strategy of the two largest funds. The reasons lie in internal benchmarking. The private pension funds choose low-cost and low-risk forms of activism.

The above reasoning is extended in (Słomka-Golebiowska, Krystianczuk, 2015) where I examined whether pension funds in Poland, as a significant shareholder of listed companies, usually

a minority, engage in corporate governance using the right to vote at general meetings. In particular, it explored whether pension funds refrain from voting or voted against the resolutions on matters which violate their rights of minority shareholders. The analysis was based on data from the reports on general meetings of portfolio companies published by Aviva OFE for 2007 and for 2012, when the fund took the vote on the 980 and the 1822 resolutions respectively. The research results show that Aviva OFE was involved in corporate governance through voting at the general meeting being against resolutions, which clearly violated the interests of the shareholder, such as related to the executive remuneration and property issues. It is interesting that in most cases the fund voted with management on personnel matters or financial matters.

In my further research I also analyzed exerting corporate governance by bank (Slomka-Golebiowska, 2012). I investigated whether corporate governance exercised by banks measured by having a bank board member on the firm's supervisory board reduces information asymmetries, and hence lessens firm's financial constraints. In the sample of all non-financial companies listed on the Polish stock exchange in the period 1999-2002 firms with a banker on the board rely more heavily on bank loans than on internal capital in their investment activities. In contrast, firms with no banker on the board finance to a larger extent their investment with internal capital than with credit. However, firms with a close relationship with bank-creditor are almost as much financially constrained as firms without a bank representative on the board. Hence, the research outcome is not stable and may indicate that banks in Poland might not yet manage to decrease information asymmetries between themselves and borrowers by delegating their representatives to debtor's supervisory board.

In other two publications I looked at the role of board committees. The aim of the first study was to investigate the role of audit committee in the financial communication based on the data gathered from all banks listed on Warsaw Stock Exchange. The results show that audit committees in banks are not yet engaged in the process of financial communication. However, they oversee the process of preparation of financial statements, accounting methods, and management board's assumptions provided that the majority of their members is independent and at least one has financial expertise. On the contrary to audit committee, remuneration committee at is relatively new institution of corporate governance of banks. Based on the hand-collected data from the bank's financial accounts for the period 2005–2011 I show that the chairperson can restrain the discretionary activities of the blockholder, who holds a great deal of sway in designing the executive compensation.

In my publications I concentrated on the corporate governance of banks itself as well. I started from analyzing institutional determinants of corporate governance in the CEE region (Slomka-Golebiowska, 2010a). In the subsequent article (Slomka-Golebiowska, 2010b) I evaluated corporate governance practices in the banking sector in Poland during 2007-2009 and analyzed what standards should be modified or more efficiently implemented. The analysis was on the questionnaire sent to all 52 banks registered in Poland at the end of the third quarter of 2009. It covered 30 open questions related to the key challenges and problems of corporate governance and the anti-crisis measures taken in this area in 2007-2009 as well specific issues of internal corporate governance such as composition and structure of the supervisory board, audit and internal control, transparency and access to information. The results show that banks in Poland complied with experts' recommendations, in particular with regard to supervisory board practices. Independent board members were appointed and they were actively involved in board committees that enhance the board position and proceedings. There are few aspects of corporate governance of banks in Poland still to be improved such as: executive remuneration policy and some processes of risk management.

In my research I rely on New Institutional Economics contribution to economic literature. This resulted in a number of review articles, which also had educational qualities. One of my work (Slomka-Golebiowska, 2007) offered a review of recent empirical evidence that reveals that missing or perverse institutions are the roots of underdevelopment. It also demonstrated that effective

institutions are robustly associated with economic growth. The NEI literature focuses specifically on the importance of protection of property rights and their enforcement, civil liberties, political rights and democracy, as well as institutions supporting cooperation, including trust and religion. Additionally, through the lenses of the New Institutional Economics I identified features of the financial markets that were ignored in the period of their liberalization and deregulation that have been a contributing cause of the recent financial crisis (Słomka-Gołębiowska, 2010). The findings relate the recent financial crisis to unappreciation of the assumptions about positive transaction costs, incomplete foresight and bounded rationality. Neoclassical view of financial markets functioning along with enormous progress in information technology contributed to an overoptimistic recognition of possibilities of financial deregulation. It is necessary to pursue institutional changes in a way that would change the incentives of financial markets' players. Lastly, more regulations do not have to contribute to maximalization of social welfare. In the third publication (Słomka-Golebiowska, 2012) on the New Institutional Economic I analyzed the path dependency in the role of pension funds in corporate governance in the United States. A number of legal solutions introduced in the United States since the 80s reduced the transaction costs associated with the corporate governance exercised by pension funds. In addition, their significant position in the capital market capitalization as well as in ownership structure of public companies is an important incentive to engage in corporate governance. Despite this, according to the existing empirical studies, the influence of pension funds' activism has remained modest. A significant obstacle to engage in corporate governance are prudential regulations that make pension funds choose liquidity over control. A further institutional explanations for limited pension funds' engagement is linked to: strong competition between institutional investors, and hence a pressure on monitoring expenditures, and the lack of sufficient incentives for pension fund managers. In my last publication (Słomka-Golebiowska, Beldowski 2015) I documented some institutional change related to the process of integration of banking sector in the euro zone countries within the framework of the Banking Union. It focused on the potential weaknesses of the process due to the adjustment of new framework to the existing institutional conditions. In the long-term the accession to the Banking Union of non-euro area countries such as Poland brings more benefits than risks. The security and stability of the banking system in Poland will increase. They will reduce the costs of acquiring and overseeing the banking sector. Being part of Banking Union let influence decisions of capital groups whose presence in Poland is very significant, which may adversely affect the condition of the financial services industry.

## 5. Summary of academic achievements

Appendix 4 presents the full list of publications which I have authored or co-authored. In the case of A- or B-listed by MNiSW, I also added number of points for each position, as well as information on Impact Factor (from publication year and 5-year figures) for A-listed items. Since completing my PhD, I have published:

- 2 books (MNiSW points: 25),
- 12 chapters in books, incl. 3 in English (total MNiSW points: 39),
- 2 publications in A-listed MNiSW periodicals, incl. 1 co-authored (total MNiSW points: 45; total Impact Factor: 1.953),
- 17 publications, incl. 11 in B-listed periodicals MNiSW and incl. 7 co-authored (total MNiSW points: 125),
- 5 working papers, incl. 3 co-authored,

14 of the above publications were written in English, 2 were published in A-listed MNiSW periodicals namely *Emerging Market Review* (30 MNiSW points) and the *Eastern European*

*Economics* (15 MNiSW points). 10 publications in the MNiSW B-listed periodicals such as: *Bank i Kredyt*, *Gospodarka Narodowa*, *Studia Prawno-Ekonomiczne*, *Zarządzanie i Finanse*, Working Paper of Wrocław University of Economics and Comparative Economic Research. 7 further publications appeared in blind peer-reviewed in Polish and international journals. My work also consists of 12 chapters published in conference proceedings as well as 5 working papers.

Results of my research have been presented in numerous conferences, both in Poland (18) among other organized by National Bank of Poland, the Polish Economic Association (PTE), Wrocław University of Economics, as well as Gdansk University and University of Łódź, where annual conferences on corporate governance are held since 1999. Research papers in the form of articles were accepted for presentation at prestigious foreign conferences (9) organized by among others the World Finance and Banking Symposium, the European Corporate Governance Institute, the International Finance and Banking Society (co-organized by the Journal of Banking and Finance), the Journal of Financial Stability, Society for Institutional & Organizational Economics. The full list of conferences can be found in Appendix 5.

Citation figures for my research depend on data base used:

- Publish or Perish: 54 citations, Hirsch index: 4
- Google Scholar: 74 citations, Hirsch index: 5
- Scopus: 3 citations, Hirsch index: 1
- Research Gate: 13 citations, RG Score 7,99, Hirsch index: 2

For my active publication efforts, I have been awarded, on several occasions, by the Dean of the WSE.

An achievement that I consider significant is the 2013 National Science Centre research grant won in the Opus 2 research competition for the project: "*Top executive remuneration policy in the banking sector in Poland during the financial crisis*". I serve as the Principal Investigator and head of the team of three responsible for conducting the research. So far, the results of the research financed by the grant have been presented in 6 conferences abroad and 7 conferences in Poland.

I am particularly proud of having been invited by the journal of the Eastern European Economics from list A MNiSW to review working paper. Furthermore, I have reviewed publications for the following international periodicals: the Journal of Management and Governance (Springer) and *Naše Gospodarstvo - Our Economy* (Slovenia). I am sitting at the Scientific Committee of the international periodical the International Journal of Governance and Financial Intermediation (Inderscience Publisher).

## **6. Other academic activities**

### *6.1. Teaching*

I first engaged in teaching in 1998 while still pursuing my Master's degree studies as a Teaching Assistant, and later after graduation on the position of Professor Assistant at the Management Theory Chair at the Warsaw School of Economics. I taught class on *Foundation of Management and Organizations*. Since 2002 I have been employed at the Warsaw School of Economics, Chair of International Comparative Studies, where I became an Assistant Professor in 2006. During 2002-2005 I conducted classes in *International Economic Relations* and *Corporate Governance*. During my research stay at the University of Münster in Germany I taught class *International Corporate Governance*. Also, I organized and conducted a seminar for students in *Transition Economics* as well as I supervised Master's theses.

Since defending my PhD dissertation, I run classes with students at the Masters degree studies in English: *Institutional Economics* and *International Corporate Governance* as well as in the Polish: *Institutional Economics*. Additionally, since 2013 I have been a lecturer in the field of *Law and Economics*. My lecture is called *Economic Analysis of Company Law*. A significant part of my teaching is in English. I am a lecturer on a prestigious international masters program in the European

Community of European Management School - CEMS, rated by the *Financial Times* as one of the best Masters programs, where I teach *Transition in Central and Eastern Europe*. Also, since 2012, I am a lecturer in another prestigious program that is a cooperation with the best European universities in the framework of EMLE Program. Under this program I have promoted 7 master's thesis from around the world that are submitted and defended at the University of Hamburg. At the Warsaw School of Economics I have promoted 22 master's theses (including 7 in English) and 3 bachelor's theses. One of my graduate student (Mrs. K. Krystianczuk) have started a doctoral studies and I am serving as her tutor for PhD dissertation. Our cooperation has resulted in a joint article.

During 2008-2016 I was a visiting scholar in the framework of Erasmus Program at the following universities: Birmingham (BBS), Berlin (HSoG), Genoa (UoG - Law School) and Florence (FiUn). I conducted lectures for graduate students. I also gave a series of lecture for Executive MBA from Stern University of New York have scored highly among students and I was invited to present there my research at the Faculty Seminar.

I highly appreciate working with students as it gives an excellent opportunity to improve interpersonal as well as analytical skills.

### 6.2. *Collaboration with businesses*

Since graduation, I have been focused on combining academic career with working for public institutions, as well as private businesses. Such an approach allows me, on the one hand, to confront theory with implementation and, on the other hand, to use my knowledge and scientific tools to solving real life problems. In 2000-2002 I was a consultant in Arthur Andersen, where I worked in the area of privatization, restructurization and developing strategy for firms privately owned as well as controlled by the state. In the 2006-2009 I was a director in the Industrial Development Agency responsible for corporate governance, restructuring and privatization. Since 2006, I have been sitting on the supervisory boards of public and private companies, among others mBank (Commerzbank Group), BPH Bank, and Bumar. In addition, I try to share my expert knowledge providing expertise on corporate governance to among others PwC, Russell Reynolds and the Women Leadership in Business Foundation. A list of the most important projects in which I participated and the results of the expertise that I prepared is presented in Appendix 5.

### 6.3. *Activities related to raising awareness of social sciences and collaborating with academic societies.*

In 2006-2007 I was a member of the *Actio Pro Socio* working group on the reform of Polish company law, which was formed at the Sobieski Institute. Since 2005 I am a co-worker of the Polish Institute of Directors. As part of this cooperation, I have conducted numerous seminars for the members of the supervisory boards of public companies and I have appeared in the numerous panels on corporate governance issues at the Warsaw Stock Exchange.

Since 2009 I have been a member of the Forum of Supervisory Board Members jointly organized by three organizations: stock exchange, SEG and PwC. The aim of the Forum is to provide comprehensive support to board members in their strategic role in the company. It is also the center of research and analysis devoted to key market challenges and professionalization of supervisory boards. I am also a member of a Board of Experts, which consists of several experienced members of supervisory boards, business practitioners and advisers.

I cooperate with Women Leadership in Business Foundation that promote entrepreneurship, talent development and supporting women's aspirations and professional independence. In this framework I deigned and conducted research on the role of women at the top of organizations in Poland. The results of the research was presented in the form of Report that shows economic benefits from diversity on boards. I support the Foundation in promoting good practices recommended by other

countries, markets and companies in order to bring diverse business experiences for the sake of the common idea.

I often serve as a speaker at a variety of business conferences related to corporate governance issued organized among others by the stock exchange, National Bank of Poland, Deloitte, the PWC and the Institute of International Research. I am the author of tens of articles on corporate governance published in the most popular Polish daily and weekly press in *Rzeczpospolita* or *Gazeta Bankowa*. I also gave interviews on TV and on the internet.

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