

# CORPORATE GOVERNANCE CODES - EXAMPLES OF GOOD PRACTICE

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Starting from the expression that the financial performance of the company is incomplete if it does not consider the risk taken to achieve this performance<sup>1</sup> which appears in a different way of administration - *governance* that controls and evaluate the performance, meet stakeholders, contributing added value to maximize the value company. Consequently, only after studying corporate governance, risk management and internal control system we can approach the true value and role of internal audit in the organization.

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**JEL Classification:** G34, C39

## 1. Corporate Governance Code Objective

Corporate governance code is a set of principles, standards and best practices of governance issued by an institution whose application is not binding, but an optional one<sup>2</sup>.

The main objective of the Corporate Governance Code is to improve the overall quality of corporate governance practices. Development of codes emerged as a response to the many corporate failures and their number increased as a result of cultural differences, economic and social differences between countries, and the reason they exist is to reduce the likelihood of these failures.

The great financial scandals and bankruptcy led the European Union to develop a corporate governance code, which however is not mandatory. In the European space 35 codes were adopted, each country having at least one code. Most of the corporate governance regulations are held by Great Britain. There are also two international codes and two pan-European suited for EU companies. In Romania there is only one code issued by Bucharest Stock Exchange.

## 2. Corporate governance in the U.S. and UK

**The Anglo-Saxon corporate governance or shareholders models (shareholders)** are based on dominance of investors are the only interested parties to whom managers have an obligation to respond. Their role is money managers, because their mainly interest is enriching.

The management company is managed by a Board of Directors, unified law does not distinguish between executive and non-executive positions as board members are responsible for all legal actions of the company. These members have the obligation to protect the interests of shareholders. The model shows a negative side regarding excessive interest on profitability, not considering implementing long-term development strategies, but also a positive side in terms of making investments in inefficient areas in efficiency.

Among the proposals to improve this system is to increase the number of shares held by institutional investors at the expense of speculative investors, encouraging long-term relationship between the investors and the company.

**American corporate governance model** is based on the dominance of independent persons and individual shareholders who are not related by corporation with business relationships ("*outsiders*").

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<sup>1</sup>Buglea, A. (2005). Financial Analysis. Concepts and case studies. Timisoara. Pub.Mirton, p.282

<sup>2</sup>Robu, V. & Vasilescu, C. (2004). Improving corporate governance system - strategy to increase the overall performance of the company. Accounting and Management Magazine, No.10, p.185. Bucharest: Pub ASE

Share capital is scattered to a lot of shareholders who are mainly interested in dividends. Shareholders are "aggressive and revolutionary" in the sense of accelerating the implementation of effective policies, being susceptible to rapid reorganization of unprofitable divisions and funding new profitable activities.

The first corporate governance code is Cadbury Code (1992) which contains rules on how the organization and management of an organization to achieve maximize efficiency and transparency to shareholders, but penalties are not provided for them. Cadbury report has been developed in order to prevent similar financial scandals and regain public trust and investors in corporate governance practices. *The report series begun by Sir Adrian Cadbury in 1992 admitted **the need for the establishment of audit committees**, extensive use of **independent CEOs** (non-executive directors) who have not the management responsibility within the organization*<sup>3</sup>.

Paul Ruttman Report (1993) comes with something extra, which believes that any listed company must report on internal financial control.

Nolan Code (1994) works on the principle of corporate ethics based on selflessness, integrity, objectivity, accountability, fairness, honesty and conduct of persons which are working in the public system.

Richard Greenbury Report (1995) is distinguished by transparency regarding directors' remuneration based on performance. Also in 1995 he developed Hampel Report on the implementation of internal audit and annual verification by the directors of the organization.

Combined Code (1998) is basically a combination of the previous codes. This code works on the principle of transparency "comply or explain" in this sense forcing companies to justify any deviation from corporate governance codes.

Combined Code guide for managers, known as Nigel Turnbull Report (1999) focuses on risk assessment, an important step in making a good system of internal control based on internal control model - Integrated Framework (COSO) developed in 1992 by the Committee of Sponsoring Public Entities Treadway Commission and improved in 2004 integrated framework for enterprise risk management (COSO-ERM). The second COSO-ERM model adds to the five components of the COSO Report, 1992, other components, such as: internal environment, objective setting, event identification, risk assessment, risk response, control activities, information and communication monitoring.

COSO-ERM model is a direct relationship between objectives, which is what an organization seeks to achieve, and the elements of risk management at this level, respectively what is necessary to achieve them.<sup>4</sup>

During 2001-2002 was adopted a draft law in the U.S. Sarbanes-Oxley different than principles and rules adopted in the UK, on the principle of "comply or explain", which are provided for severe penalties in case of declaring false financial information. Currently, this law sets limits for new rules issued by the Financial Instruments and Transferable Securities - SEC<sup>5</sup> regarding information about governance, risk management and internal audit. Some U.S. companies have decided to use the UK Combined Code using the COSO ERM, the legislative framework based on the internal control.

In 2003, Great Britain prepares a *Revised Combined Code* by adopting a set of principles and clauses tougher to implement corporate governance.

In the U.S., for listed companies shares in most activity sectors reporting must include a **Statement of the annual internal audit**. On the basis of this statement is given assurance that the control system of professional organization is managed effectively implemented, the risks are controlled and are provided to the organization's growth, which implies an *Integrated Internal Control and Corporate Governance* is the target system.

The numerous reports and codes were issued in Great Britain, which has the largest contribution today to develop corporate governance.

### 3. Corporate governance in Europe

A starting point in the development of corporate governance in Europe is the Cadbury Code. A significant number of countries in Europe have been revised over time corporate governance codes in accordance with EC regulations have paid special attention to how corporate governance is ensured, especially in the context of the consequences of the current economic crisis, which has made strong impact on investor confidence in the way in which they have invested businesses are run efficiently and in

<sup>3</sup>Ghita, M., Menu, M., Vilaia, D., Popescu, M., & Croitoru, I. (2009). *Corporate governance and internal audit*. Chisinau: Pub. Tehnica-Info, p.23

<sup>4</sup>Ghiță, M. (2008). *Corporate Governance*. Bucharest: Pub. Economic, p.280

<sup>5</sup> Ibidem, p.41

the interests of shareholders and investors.<sup>6</sup>In France in 1995 is the *Vienot Report II* containing recommendations for the Board of Directors of listed companies from France followed in 1999 by *Vienot II Report* and the last review was conducted in 2011.

In 1999, OECD Principles of Corporate Governance published, 2004 revised edition, principles recognized by the Financial Stability Forum. OECD and the World Bank and International Monetary Fund develop a set of 12 basic standards which have been the reference point for the realization of a large number of national corporate governance codes.<sup>7</sup>

Countries such as Denmark, Germany, Ireland, Italy, Latvia, UK, Portugal, and Sweden were concerned themselves reviewing corporate governance codes required by the business environment.

Another important moment in the development of corporate governance codes is the year 2002 when the European Commission supports not need a code of European governance, but an application of the principles of Sarbanes-Oxley.

In 2011, the European Commission is drafting a *Green Paper* which aims to assess the effectiveness of the corporate governance framework of the European Union for European businesses, where corporate governance and corporate social responsibility are key issues for building confidence in the single market.<sup>8</sup>According to *the Green Paper*, the three central issues are to ensure good governance: Board of Directors, shareholders and the principle of "comply or explain".

In Europe, policies and legislation take into account not only the interests of shareholders, but also other categories of interest groups, namely: employees, creditors, local community and civic organizations.<sup>9</sup>

**The European continental model of corporate governance (German)** is a model oriented towards on banking market because corporate governance is concerned banks through which finances investments.

The German model is a model based on dual governance system led by the two councils. Unlike the Anglo-Saxon standard, the German model has a clear separation between executive and non-executive positions, so that the board of directors (executive board) is a decision maker enjoying the freedom to lead their company, but accountable to the supervisory board (board of directors) on how to use this authority.

Tasks are defined by the Board of Directors. There is the possibility that the board of directors to be elected representatives of the employees.

Not all European countries there are the two councils, for example Sweden adopts single system, dual system operates the Netherlands and in Italy due to the fact that most large companies are family businesses adopts single board model.

And this model has advantages and disadvantages. The advantage of this model is targeting the shareholders long-term strategies that strengthen business stability and rigidity disadvantage is about the stagnation of inefficient sectors of the business.

#### 4. Corporate governance in Japan

Japanese corporate governance model is characterized by the active role of the state in corporate strategic planning.

The model type includes stakeholders and interested parties. Human capital has great importance in this model, employees are very important, because after graduation are employed in such a company, and discontinuation of collaboration is the time of retirement. Even if Japanese law claims that shareholders are owners of businesses, employees are those holding companies because they operate in the interests of employees and not shareholders. Among the advantages of this model are flexible financing of companies and banks and effective communication between them.

Analyzing the three models are found similarities and differences due to complex circumstances regarding cultural differences that influence the policy of a country largely models of financial reporting and accounting and legal harmonization. In Romania, at the moment enterprises apply a general model of corporate governance based on internal control and management of employees.

<sup>6</sup>Boța-Avram, C. & Mătiș, D. (2011). Analysis of corporate governance codes in the European Union in terms of the contribution of the external audit. Financial Audit Review, Year IX, No.8/2011, p.19

<sup>7</sup>\*\*\* (2003) White paper on Corporate Governance in South East Europe, taken from: <http://www.oecd.org>

<sup>8</sup>\*\*\* (2011) Green Paper - The EU corporate governance framework, taken from : [http://ec.europa.eu/internal\\_market/company/docs/modern/com2011-164\\_ro.pdf](http://ec.europa.eu/internal_market/company/docs/modern/com2011-164_ro.pdf)

<sup>9</sup>Ghiță, M., Menu, M., Vilaia, D., Popescu, M., & Croitoru, I. (2009), Op. Cit., p. 14

## 5. Corporate governance in Romania

In the general framework of a modern market economy, is in competition with alternative character to "corporate governance" is considered the most advanced model able to support economic and social progress.<sup>10</sup> At international level OECD (33 members) is an organization that in May 1999 adopted *five principles of corporate governance* that were imposed as a reference worldwide and have been inspired to develop codes for the Member States, but also for other countries. These are:<sup>11</sup>

- The right of shareholders and their key functions;
- Equitable treatment of shareholders;
- The role of stakeholders in corporate governance;
- Transparency and dissemination of information;
- The Board of Directors responsibility.

Thus details of the governance of companies in Romania have been inspired by the principles of the OECD, especially those related to the *modeling of management structure (Board of Directors and management) needs dualist system* (characterized by a clear separation of the Executive Board of Directors / Supervisory Board. Sarbanes-Oxley Principle was adopted in response to a number of accounting scandals which involved important corporations and companies in the U.S... These scandals have led to loss of public confidence in accounting practices and in cases reported. In these circumstances, it sets new standards for all structures and higher directorship of a public company and management. It contains 11 titles, or sections, which range from additional responsibilities management structures to penalties arising from failure to comply with them. The implementation of these rules and requirements of the new law is the responsibility of the Securities Commission (Security Exchange Commission). Is not observed however any influence of this act in Romanian legislation.

Instead, the Order no. 3055/2009 for approving the Accounting Regulations compliant with European Directives specifies the obligation to report information on corporate governance in the directors' report on the annual financial statements, particularly for entities whose securities are admitted to trading on a regulated market.<sup>12</sup> This information, taken from CEE/46/2006 Directive should include:

- a reference to: corporate governance code that applies to the entity and / or corporate governance code which the form has decided to apply voluntarily. The entity shall indicate provisions which are publicly available, and / or relevant information on corporate governance practices applied in addition to the requirements of national legislation. In this case, the entity shall make publicly available its corporate governance practices;
- to the extent that, under national law, the entity moves away from the corporate governance code that applies or has chosen to apply must give an explanation of it on parts of code that do not apply and the reasons were not applied;
- a description of the main features of the internal control and risk management systems in relation to the financial reporting process;
- the conduct of Annual General Meeting and its key powers, and a description of shareholders' rights and how they can be exercised;
- structure and operation of the administrative, management and supervisory bodies and their committees.

Website of the European Corporate Governance Institute hosts corporate governance codes of all countries that have published such a code, including Romania. For our country, is shown the Corporate Governance Code of the Bucharest Stock Exchange (first issued in 2000 and updated in 2008), which includes 19 principles<sup>13</sup>:

1. Issuers will adopt clear and transparent structures of corporate governance, which will adequately disclose the general public;
2. Issuers have the obligation to respect the rights of holders of financial instruments issued by them and ensure their fair treatment;
3. Issuers shall endeavor to achieve effective communication and active holders of financial instruments issued by them;

<sup>10</sup>Popescu-Bogdănești, C. (2005). Economic calculation methods included in official economic regulations, Bucharest: Pub. Tribuna Economică, p. 320

<sup>11</sup>Grosu, M. (2011). Codes and practices of implementation of corporate governance in Romania and results reporting. European integration - New Challenges, 7<sup>th</sup> Edition, 27-28 May. University of Oradea Publishing House, 699 - 704

<sup>12</sup>OMPF no.3055/2009 for approval of accounting regulations compliant with European Directives, published in Official Bulletin no. 766 bis/2009, art. 307, pct. 1 și 2

<sup>13</sup>BSE Code of Corporate Governance, updated January 22, 2009.

4. Issuers are governed by a Board of Directors which meets at regular intervals and take decisions that allow it to fulfill the duties of an effective and efficient manner;
5. Board of Directors of an issuer shall be held responsible for the management of the issuer. It will act in the interest of the company and will safeguard the interests of financial instruments issued by it by ensuring sustainable development of the issuer. The Board of Directors will operate as a collective body, based on accurate and complete information;
6. Structure of the Board of Directors of an issuer will ensure a balance between executive and non-executive directors (and in particular independent non-executive directors) such that no individual or small group of individuals may not dominate in general decisional process of Board of Directors;
7. A sufficient number of members of the Board of Administration will be independent directors, in that they do not have or have had a recent, directly or indirectly, any business relationship with the issuer or persons involved, of such importance as influencing objectivity opinions. Giving the mandate by the independent directors will be accompanied by a detailed statement of reasons any request for waiver;
8. Administrative Board has a membership that ensures efficiency of its ability to supervise, analyze and evaluate the work of directors and equitable treatment of shareholders;
9. Election of the Administration Board members shall constitute a official procedure, rigorous and transparent. This procedure will establish objective criteria and ensure regular adequate information on the personal and professional qualifications of the candidates. Cumulative voting will be an appropriate method of electing members of the Board;
10. The Board of Directors will evaluate whether it is possible formation of a Nomination Committee consisting of the its members and composed mainly of independent directors;
11. Issuers will provide the services of managers and executives with a good professional and ethical profile flawlessly through a remuneration policy, consistent with strategy and long-term interests of those companies;
12. Corporate governance structures established under issuers must ensure that an appropriate ongoing periodic reports on all significant events relating to the issuer, including the financial situation, performance, ownership and management;
13. The Board of Directors will adopt strict rules to protect the company's interests in the areas of financial reporting, internal control and risk management;
14. Board of Directors will adopt appropriate operational solutions to facilitate proper identification and resolution of situations where a director has a material interest in the name or on behalf of third parties;
15. Board of Directors members will make decisions in the interests of the issuer and will not take part in any deliberation or decision which creates a conflict between their personal interests and those of the company or of subsidiaries controlled by the company;
16. The Board of Directors shall determine, after consultation with the internal control structures, approval and implementation procedures for transactions entered into by the issuer or its subsidiaries, with the parties involved;
17. Board members and directors shall maintain the confidentiality of documents and information received during their mandate and shall comply with the procedure adopted by the issuer regarding the internal flow and disclosure to third parties of those documents and information;
18. Corporate governance structures must know the legal rights of any third party - stakeholders - and to encourage cooperation between the issuer and this in order to create prosperity, jobs and ensure the sustainability of strong businesses in financial terms ;
19. In case if it adopts a dual management system, code items applies adequately adapting the provisions unitary two-tier system, fully consistent with the objectives of good corporate governance, transparency of information and protection of investors and the market followed by the Code.

*As far as is observed regardless of how the principles of exposure, they are based on three elements set out in Cadbury Protocol: transparency, integrity and accountability from management, both for society and to its stakeholders.*

A study on 15 Romanian companies listed on BSE in Class I reveals how these companies have adopted and complied with the principles in accordance with the Code of Corporate Governance of the Exchange. In this study the following indicators were used: board size, structure, frequency of meetings, independence, remuneration CA members and directors and the existence of a code of ethics, making a comparison with European companies. Thus results revealed that a large part of Romanian companies do not meet the principles of the Code of Governance.

Regarding the number of members of Administrative Board is noticeably lower than the European average, which requires a minimum of three and maximum of 11 members. In the structure of



the Administrative Board the foreign capital share is very low or missing, the average age of members is 51 years old and in the diversity of its members, in Romania, the number of women is becoming more (16%), compared to Europe (7%).

The analysis on the independent indicator of the balance between the executive and non-executive in the decision making revealed that only 27% of Romanian companies ensure the independence of the Board, compared to European companies where the percentage is over 80%. Also in this indicator was analyzed and the independence of the audit committee and the percentage is 20% for Romanian companies which provides independence of this committee.

According to the Code principles of corporate governance, the two functions, the President and the Executive are held by different individuals. In Romania, according to the survey shows that about 67% of the company as CEO and chairman are held by the same person. Transparency of information regarding the remuneration CA members and directors is 84% in European societies, while Romanian companies this information is not public.

The last indicator in the sample, the Code of Ethics requires the adoption of best practice in terms of accountability, integrity, professionalism and fairness, and implementation in businesses is imperative. The study shows that 73% of European companies use this code, compared to the Romanian companies which have a share of only 47%.

Good governance is still difficult to measure; companies carrying out such assessments require more representative and measurable criteria so that companies should communicate their governance processes, in an efficient manner.

In Romania, *the need to implement corporate governance principles* was determined by the privatization process which required companies to improve management practices on the one hand, and the transfer of control and surveillance of political organizations by CA specialized, on the other hand. With the emergence the first law of privatization (in 1991) empowered the State Council was replaced by GAS and was established and Administrative Board.

Implementing the principles of governance is a way of harmonizing the internal business requirements of a functioning market economy. Corporate governance, as it was presented, it has its theoretical sources in a number of theories that have defined how to do leadership and management of a company. There are four sources underlying theoretical corporate governance:

- Agency Theory (agency theory - supported by shareholders remuneration to control managers);
- Stewardship Theory (theory of management or supervision);
- Stakeholder Theory (stakeholders theory);
- Company policy.

Of these, agency theory (Agency Theory) and the theory of surveillance (Stewardship Theory) have a special importance because it affects not only the government process but also the way of maximizing an investment management entrusted.

In the case of listed companies in financial markets appears a natural division of responsibilities so that shareholders invest their capital and gives managers a warrant by which they manage the best organization, trying to maximize the company's performance. This separation of responsibilities can lead to conflicts that generate costs. These agency costs are expenses that shareholders are carried to control managers, the latter giving an account if the results are underperforming.

## Conclusions

In conclusion, for the proper corporate governance must be implemented higher standards of management of enterprises through the efficient use of resources, building business transparent relationships by informing shareholders and the general public, enhancing competitiveness, increasing investor confidence, reducing corruption, improving risk reduction. The system of corporate governance is a relevant criterion for assessing the financial performance of the company as not just the financial accounting results, efficiency and effectiveness, financial balance, ability to generate cash flow, but also covers all aspects of non-financial and financial it's because investors are not only interested in the company's past, but also future development prospects generated by the material, financial, human, information and organizational thereof.

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