Thursday 12 May 2011 (HEC - 14:00-16:00 – amphi 004)

"The Institutionalisation of Unaccountability: loading the dice of Corporate Social Responsibility discourse"

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The Institutionalisation of Unaccountability: loading the dice of Corporate Social Responsibility discourse

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Abstract

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1

1. INTRODUCTION

The activities of supranational organisations such as the United Nations and summits such as those held in Rio (1992) and Johannesburg (2002) have impressed firmly on the international policy agenda the notion that human development must be based, not only on conventional economic criteria, but also on wider social and environmental concerns. The prevalence of this wider public policy agenda is such that Sustainable Development (SD) and its attendant discourse of Corporate Social Responsibility (CSR) have become phenomena that confer valuable discursive resources upon firms (Levy & Egan, 2003). The World Business Council on Sustainable Development, for example, has committed itself to "the principles of sustainable development via economic growth, ecological balance and social progress" (World Business Council on Sustainable Development, 2007, p 2). This putative commitment has manifested itself at the corporate level via the creation of specific departments and managerial positions dedicated to CSR and sustainability issues, the introduction of innovative management models that incorporate social and environmental variables, the proliferation of codes for good governance or the spectacular increase in the number of sustainability and CSR reports over recent years (KPMG, 2008, 2010 a,b; 2010 a,b; Madden, Saxton & Vitaly, 2008; Fernández & Melé, 2005). Governments too are increasingly embracing the Sustainable Development discourse. The publication of the European Union (EU) Green Paper in 2001 obliges Member State governments to actively develop public policies that stimulate Corporate Social Responsibility (CSR) and corporate accountability. Governments across the EU have thus recently been exploring both voluntary and (to a lesser degree) mandatory initiatives vis-à-vis CSR (Habisch, Jonker, Wegner & Schmidpeter, 2005; Albareda, Lozano & Ysa, 2007; Albareda, Lozano, Tencati, Midttun, & Perrini, 2008).

However, in spite of evident business and government activity in this area, numerous commentators express concern over the ideological parameters of the CSR discourses that have emerged. A growing body of academic literature on CSR is showing how CSR practice and discourse is managerialist in nature and that its main functions are to simultaneously increase shareholder value whilst thwarting any attempts by civil society to redefine corporate power (Springett, 2003; Utting & Marques, 2009, Ngai-Ling Sum, 2009; Owen, Swift, Humphrey & Bowerman, 2000; Adams, 2004; Moneva, Archel &

Correa, 2006; Criado, Fernández, Husillos & Larrinaga, 2008; Gray, 2010; Doane, 2005; Spence, 2007; Gray, 2006a, b; Devinney, 2009; Prieto-Carron, Lund-Thomsen., Chan, Muro & Bhusan, 2006). In other words, the signifiers of CSR and SD have arguably been captured by management (O'Dwyer, 2003) such that the meanings attributed to them fail to fundamentally challenge current institutional arrangements (Shamir, 2004; Laine, 2005; Tregidga & Milne, 2006; Žižek, 2009a). As such, there is concern that, not only might CSR as currently articulated and practiced be insufficient, it might actually constitute a move in the very opposite direction of environmental stewardship and social justice (Hanlon, 2008; Corporate Watch, 2006; Bakan, 2004).

Nevertheless, in spite of this burgeoning critical literature deconstructing the dominant meanings attributed to CSR, little is known about the wider institutional basis of those dominant meanings. Individual corporate actions or reports do not exist in a vacuum, as is implied by the fact that they often come to resemble each other very closely (DiMaggio & Powell, 1991). Analysis of interactions between firms and interactions between firms and other actors interested in CSR might therefore offer some insight into how certain meanings and practices around CSR become crystallised and how those meanings favour the interests of certain social groups over others (Levy & Egan, 2003; Levy & Scully, 2007; Kahn, Kamal, Munir & Willmott 2007). Understanding the dynamics of these relationships, which take place in what we can call the "field" of CSR (see below), will perhaps allow us to ask the question of whether another conception of CSR could be possible?, a conception which would challenge those characteristics of contemporary society which are widely perceived to be the source of the ecological crisis and social injustice: unbridled competition, profit maximisation, economic growth etc. Or, is there something inherent to the institutional domain within which CSR is articulated that prevents the latter from reflexively challenging the very institutional arrangements from whence it came. In light of these concerns, this study reports on an in-depth empirical study of the processes by which CSR and sustainability discourse came to be institutionalised in a national context: Spain. We explore the way in which an initial regulatory government discourse on CSR was filtered through various stakeholder dialogue processes and re-emerged advocating voluntarism and business-as-usual.

The paper proceeds as follows. The following section introduces previous literature on institutional theory, highlighting the key concepts that we take from that literature in

order to frame the study. A subsequent section introduces the case and describes the three stakeholder dialogue processes that served to inform the government. The research methods are then discussed and descriptions are given of how the interviews and relevant documents were analysed and interpreted. The section after research methods introduces the results of the analysis, describing the different discourses which were identified during and subsequent to the stakeholder dialogue processes. A further section then describes the institutional outcomes and compares these with the nature of the discourses identified during the dialogue phase. Finally, the paper concludes and offers some suggestions for social movements and civil society actors interested in pushing the signifier of CSR in a different direction.

2. INSTITUTIONALISATION OF CSR DISCOURSE

The study adopts a critical-discursive approach to the institutionalisation of CSR. A critical approach to institutionalisation requires the denaturalisation of the present (Cooper, Ezzamel & Willmott, 2008). In other words, such an approach is driven by the "conviction that the principal import of knowledge resides in problematising conventional wisdoms and de-legitimising institutions so as to foster and facilitate emancipatory change" (Cooper, Ezzamel & Willmott, 2008, p.679). In the present context, this incites us to show how underneath institutionalised CSR are political struggles that call into question the CSR meanings which are taken for granted. As such, the paper is concerned to expose the way in which CSR is contested, or not, prior to becoming institutionalised; the presumption being that all institutions are socially constructed and that paying attention to the linguistic contestations over signifiers, such as CSR, offers a useful way of exposing this (Phillips & Malhotra, 2008). The importance of discourses in this context is that they are seen to play an important role in constituting material reality: they realise rules, identities, contexts, values and procedures, and these in turn shape social practices (Grant, Iedema & Oswick, 2009). Identities and signifiers come to take on an objectivity such that their history becomes lost, along with any controversies attached to their original meaning due to the naturalisation of certain aspects of their being (Grant, Iedema & Oswick, 2009). We thus suppose that there is value in exposing the contingent bases upon which dominant CSR meanings rest.

Institutionalisation can be contemplated as the way in which organisations come to resemble each other (Meyer & Rowan, 1977). That is, institutionalisation refers to a shared set of meanings, beliefs, practices and values which, combined, tend towards the relative homogenisation of organisations (DiMaggio & Powell, 1991). The process of institutionalisation in a specific field is complex and it is driven by the interactions of social actors with different interests but also with an unequal influence on the establishment of the rules, values, beliefs and norms that will govern the behaviour within the field (DiMaggio, 1988; Fligstein, 1997; Lawrence, 1999; Becker, 1999). In this sense, the structure of fields reflects the interests of some actors to the detriment of other, less influential constituencies (Levy & Egan, 2003; Kahn, Kamal, Munir & Willmott, 2007; Cooper, Ezzamel & Willmott, 2008).

More specifically, the notion of field which we employ here comes from the work of Pierre Bourdieu. A Bourdieusian field is a network of social relations, hierarchically stratified according to the different types and quantities of capital held (economic, cultural and social). Oakes, Townley & Cooper (1998, p.286) argue that the Bourdieusian notion of field permits an analysis of institutional change which considers political dimensions more fully. The Bourdieusian notion conceives fields as sites of struggle in which dominant groups emerge and, with that emergence, dominant meanings become embedded. However, relations within fields are not simple cases of certain meanings winning out over others. Often, the dominated come to talk the language of the dominants and thus become complicit in their own oppression. When this happens, controversial or heretic discourses can become lost from view, even from the view of those who initially articulated them. This situation of complicity in one's own exclusion or oppression is referred to throughout Bourdieu's oeuvre as "symbolic violence".

Within the context of Bourdieusian thought, CSR is conceived of here as a field within which collective values and norms are enacted (Hoffman, 1999; Larrinaga, 2007), but through processes of initial struggle and contestation. The institutional processes analysed here bear witness to actors with varying levels of economic, social and cultural capital. The existence of such differences makes the institutionalisation of CSR an ineluctably political struggle.

5

Bourdieu's conception of field is, in some ways, very similar to what Orton & Weick (1990) describe as a loosely coupled system (see also Oliver, 1988). The latter is characterised by an "emphasis on simultaneous coupling and decoupling" (Orton &Weick, 1990, p.218). In other words, the structure of a field is continually in flux due to the dialectical tension that exists between coupling and decoupling. Institutional norms and rituals continually need to adapt to outside pressures (such as the emergence of a SD discourse), which often engender decoupling processes. However, whilst decoupling does necessarily imply institutional change, that change may be of a secondary nature. Sherer & Lee (2002) note that "the very term 'institutional change' connotes the enduring qualities of an existing order and its ability to modify itself in ways that ultimately makes it more sustainable [sic]" (p.116). Institutional changes can thus be of a symbolic nature, giving the impression of something more substantive. Bourdieu talks about this phenomenon in the context of institutions being caught in a "double-bind" (1993, p.352) when they implausibly try to convince their relevant publics that competing demands can be, and have been, reconciled: "we can speak of bad institutional faith to name the constant propensity of institutions of the state to refuse to enact, by means of a double game and a double conscience which are collectively assumed, the measures and actions that are proper to the official vocation of the state" (Bourdieu, 1993, p.381). In other words, the state can claim to give everything to everybody "but only in the form of a simulacrum or an imitation" (Bourdieu, 1993, p.923). In this sense, loosely coupled systems are ideal for giving the impression of change which serves the public interest but which actually represents an embedding of dominant interests. In this regard, in order to ascertain whether stakeholder consultation processes are really just simulacra of genuine dialogues, the questions that must be asked of the CSR field are "what elements are loosely coupled? What domains are they coupled on? What domains are they decoupled on?" (Orton & Weick, 1990, p.219).

The very notion of different groups having different "interests" is something that needs to be approached with caution, however. One of the main limitation of previous literature on institutionalisation processes is its struggle to explain how some actors are able to manage collective values and norms in their own interest when, by definition, actors' needs and interests are conditioned by these very same social values and norms (DiMaggio, 1988; Oliver, 1991a; Scott, 1995). This phenomenon is called the paradox of embedded agency and has been the subject recently of attempts by a number of

authors who have tried more comprehensively to introduce notions of power, interest and change into institutional theory (see for example, Greenwood & Suddaby, 2006 or Seo & Creed, 2002). However, Cooper, Ezzamel & Willmott (2008) assert that

> "a recurrent shortcoming of such appeals to agency concerns their tendency to overlook how "agency" does not exist externally to, but is itself a powerful product of, process of institutionalization. […] Unless a basic premise of institutional theory is to be abandoned or at least severely compromised, then "interests" must be conceived as identified, whether by agents or their observers, through process that are institutionalized" (Cooper, Ezzamel & Willmott 2008, p. 679).

Thus, interests of groups such as NGOs who engage in institutional processes surrounding CSR might find that their "interests" are themselves conditioned by those very same institutional processes. In other words, social actors and social movements often come to be defined, not by their original raison d'être or putative political ideology, but by the institutional processes within which they engage. In some sense they are trapped within these processes and rely on them for the construction of their identity and legitimacy. This might explain why, if social movements manage to influence institutional processes in their favour at all, it is often in the form of second-order concessions (Levy & Egan, 2003).

Interests are thus not predetermined. Or, if they are, they are subject to transformation as a result of the decoupling processes which are inherent to loosely coupled systems. One very clear example of this is provided by Meyer & Höllerer (forthcoming). They identify two distinct discursive coalitions surrounding the emerging notion of shareholder value in Austria in the 1990s: one discursive cluster was largely supportive of the notion whilst the other cluster hung on to Austria's traditional stakeholder model of the corporation. However, what is of interest particularly for the present study is that this polarised debate over time came to be rearticulated such that those holding onto the stakeholder model of the corporation came to eventually adopt the linguistic frames of the pro-shareholder value camp. Thus, the "interests" of the former group became redefined as a result of the institutional processes surrounding shareholder value such that they were much more aligned with the "interests" of the latter group. In other words, the dominated and the dominants both came to speak the language of the latter. A further study by the same authors shows how discursive clusters which represent

7

competing logics (shareholder value versus corporate responsibility) "do not develop independently of each other, but move together, with the intruder actually reinforcing the incumbent" (Meyer & Höllerer, working paper p.37). Although discursive difference gives the impression of heterogeneity, the relationship between opposing discourses can produce overall homogeneity in such a way that decoupling reinforces the dominant discourse. "Thus, paradoxically, the two concepts are complementary because they are contradictory" (ibid., p.38). Most empirical studies juxtapose opposing discourses. Meyer & Höllerer (both) are two of the few to look at the way in which opposing discourses interact in order to produce specific institutional outcomes.

We thus suppose that competing discourses often have a lot more in common than would be suggested by their semantic content. Indeed, Laclau (2005) notes that even the most antagonistic political contests are characterised by a strong dose of conservatism in the sense that each party is defined by its opponent. They thus come to resemble each other in various ways. We might therefore expect organisations not to deny or directly counter any heretic discourse that emerges, but rather to attempt to absorb that discourse into its own such that the former ceases to be heretic and ceases to pose a challenge to dominant meanings. For example, Oliver (1991b) points out that organisations do not seek autonomy from institutional arrangements when those arrangements engender compromises that are mutual for both linkage partners, when autonomy can still be exercised via other means, when the new institutional arrangements provide predictability and stability or when any losses in autonomy engendered by the new institutional arrangements are offset by concomitant gains in legitimacy. Thus, although the emergence of new discourses continually calls for changes to institutional arrangements, organisations welcome the new discourses whilst simultaneously doing all they can to mould the new arrangements around their own interests (Oliver & Holzinger, 2008). Indeed, the very existence of new institutional arrangements which are brought about by a cross-section of different actors tends to successfully insulate organisations from future threats to their autonomy (Baum & Oliver, 1991). What is of particular interest for the present study is not necessarily the way in which organisations adopt defensive or proactive strategies (Oliver & Holzinger, 2008); based on prior literature we would expect organisations to embrace CSR and SD insofar as these signifiers can be restricted to the bestowing of second-order concessions. Rather, what to our knowledge has not been significantly studied in the past is the role played by

those who seek to challenge organisational and institutional norms. More precisely, does engaging with dominant institutional arrangements inevitably lead to the reinforcement of the status quo or do heretic social actors have scope to engage in 'wars of position' within - and against - those very same institutional arrangements (Levy & Egan, 2003; Levy & Scully, 2007)? David Levy's considerable corpus of work is dedicated to highlighting areas where heretic social actors have room (or not) to out-manoeuvre their dominant rivals (see also Levy, 1997, 2005 and Levy & Newell, 2005), pointing out where accommodation and conflict co-exist. The case study presented here attempts to highlight whether the co-existence of accommodation and conflict in the Spanish context offers any theoretical insights vis-a-vis this heretical room for manoeuvre.

3. THE SPANISH CASE

The wider institutional discourse that the paper focuses on refers to the recent institutionalisation of CSR in Spain. Up until the publication of the European Union Green Paper (EC, 2001) the Spanish government had taken very few initiatives to foster CSR, restricting its action mainly to the partial regulation of environmental information in annual financial reports. Government made compulsory the disclosure of information about environmental issues such us firms' environmental assets, contingencies or liabilities (Larrinaga, Carrasco, Correa, Llena & Moneva, 2002; Criado, Fernández, Husillos & Larrinaga, 2008). Up until then, the greater part of the initiatives relating to the promotion of CSR came from the private sector. Between 1995 and 2005 numerous business associations, foundations and consultants were formed whose apparent purpose was to disseminate CSR management models throughout firms (Lozano, Albareda & Ysa, 2008; Fernández & Melé, 2005).

With a view to making up for perceived government inaction in this area, the Socialist Party, at that time in the opposition, proposed a draft law on 10th May, 2002 on the social responsibility of firms[1]. Among other matters, the bill required the preparation of a social balance sheet – with the same disclosure requirements as the financial balance sheet – from firms that either raised capital on organised financial markets or were in receipt of public funds. It was a draft law motivated by "the excesses of globalisation"

[1] Proposal of Law "Responsabilidad Social de las Empresas" Boletin Oficial de las Cortes Generales, Congreso de los Diputados, VII Legislatura, Serie B, Num. 235-1, 10 de Mayo de 2002.

9

which tried to strike a balance between "competitiveness, cohesion, quality and sustainable development", granting "similar legal treatment for aspects of CSR as for economic and financial [aspects]". The draft law was defeated in parliament by the Conservative Party majority. However, following the election victory of the Socialist Party in 2004, a regulatory discourse re-emerged and a series of stakeholder consultation processes were set in motion (Albareda, Lozano & Ysa, 2007; Lozano, Albareda & Ysa, 2008). These processes brought together a broad range of groups with a view to debating and proposing measures to the Government that would stimulate responsible and sustainable business behaviour.

The spirit of the consultation processes, which began in 2005, was debate and the search for consensus over the measures to be undertaken[2]. Participants came from the fields of public administrations, publicly-listed firms, industry and business associations, trade unions, consumer associations, NGOs, academia, the media and ethical investment funds. The three multi-stakeholder fora were imbued each with a different composition and working method. The recommendations and the institutional outcomes of these fora can be contrasted starkly with the initial regulatory stance taken by the Socialist Party. What emerged from these fora was a CSR discourse overwhelmingly characterised by voluntarism and business-as-usual. Further, this discourse is now actively articulated by the government which has backtracked on its initial call for mandatory disclosure of social and environmental performance information. This change of position is evident from the new draft law on sustainable economy passed by the socialist government on 19th March, 2010 (see below).

The three fora from which this voluntarist discourse emerged were called: el Foro de Expertos, la Subcomisión Parlamentaria and la Mesa de Diálogo Social [the Forum of Experts (FE), the Parliamentary Sub-commission (PSC) and the Roundtable on Social Dialogue (RSE)]. Each of these will now be described in turn.

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[2] Lozano, Albareda, & Ysa (2008) coined the name "Ágora" to refer to the political model of dialogue for the application of CSR in Spain and in other countries in the Mediterranean area. The main feature of the Ágora model is its inclusion of processes in which a wide range of stakeholders participate, who, together with political representatives, debate and reach agreement, with a high degree of consensus, on the measures to be taken. The culture of consensus and collaboration between parties, instead of resorting to confrontation and conflict, has been a constant aspect of recent Spanish history, following the example of unions and business organisation which, over the last 25 years, have found that social dialogue offers a preferred framework for conflict resolution (see also Cantó-Milá & Lozano, 2009).

Forum of Experts

Consistent with the 2004 electoral programme of the Socialist Party, the Forum of Experts in CSR was created. The Forum was presided over by the Minister of Labour and Social Affairs [Ministro de Trabajo y Asuntos Sociales] and it was formally constituted in March 2005 with the purpose of producing proposals and initiatives in the field of CSR that the Government would then consider. A total of 40 organisations from civil society or representatives from various government ministries were invited to join the Forum. NGOs, associations and high profile foundations with a widespread presence in the sector, a number of university researchers and representatives from the government met to debate CSR and how its development might best be promoted (see table 1). Despite being invited, employers' associations and trade unions decided not to participate in the forum, calling instead for their own discursive space (see the RSE below). After six dialogue sessions, the FE published a report outlining the parameters of the discussions. The debates covered aspects of CSR such as its definition and scope (sessions I, II and III), the role of public policy in developing CSR reporting (session IV) and the extent to which CSR practices are currently implemented in Spain (session V). In session VI, in July 2007, a total of 29 recommendations were approved and these were also outlined in the report. In addition, the participants proposed the creation of a State Council on CSR with a view to this becoming a permanent advisory and consultative body for Government, recommending therein the participation of employers' associations, trade unions, civil servants, NGOs, consumer associations and representatives of the social economy.

Parliamentary Sub-Commission

In addition to the Spanish Government's creation of the FE, the Spanish Parliament separately created a Parliamentary Sub-Commission on CSR. The ostensible purpose of this sub-commission was to study social responsibility trends in firms in order to develop appropriate measures through which CSR could be stimulated in the Spanish context. A diverse array of 'experts' from the public sector and business world (consultants, large firms, CSR think tanks, employers' organisations, investment funds) as well as trade unions, academics, civil society organisations (NGOs, associations) and the media, all appeared before the Parliamentary Sub-Commission (see table 1). 57 organisations were represented in the sub-commission. The business of the Sub-

Commission concluded in mid-2006 with the presentation of a report proffering a detailed description of the different inputs from the array of stakeholder groups involved in relation to: the definition, scope, principles and stakeholders involved in the field of CSR; how CSR should be implemented by firms; the appropriate public policies that would stimulate socially responsible behaviour, etc. In addition to this representation of the dialogue process and the different perspectives voiced therein, the report concluded with 5 general principles and 57 specific recommendations vis-à-vis CSR in Spain. As with the FE, the PSC recommends a permanent council to facilitate dialogue between the different stakeholder groups. However, the sub-commission makes explicit that "it is crucial that the business groups more proactive in the field of CSR have a privileged position" (PSC Report, 2007, p 259).

The Roundtable on Social Dialogue

The last institutional mechanism through which CSR initiatives were discussed brought together, for the first time in March 2007, government representatives, the country's most influential employers' association and the two trade unions with the largest memberships in Spain (see table 1). The creation of this meeting space was the result of the decision by the trade unions and the employers' association concerned not to participate in the FE. The work of this tripartite forum culminated on the 19th December, 2007 with the publication of a report. In the first place, the report set out the objectives and general principles of CSR and, in the second, the report offered a series of proposals aiming to widen the degree to which firms were involved in CSR. The last proposal contained a commitment on the part of the Spanish Ministry of Labour and Social Affairs [Ministerio de Trabajo y Asuntos Sociales] to create a State Council [Consejo Estatal] on CSR in the form of a collegiate, advisory, and consultative Government body with the mission of promoting and stimulating policies on CSR. The text of the proposal detailed the objectives of the State Council at the same time as it recommended a quadripartite membership made up of representatives of public administrations, employers' associations, the major trade unions and "other organisations"[3] in the field of CSR, whose decisions were to be adopted "under the principle of consensus" (RSD Report, 2008, p. 230).

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[3] The report defined "other organisations and institutions in the field of CSR" as NGOs, academic institutions, consultants and foundations or associations in the field of CSR (RSD Report, 2008, p. 229)

12

Finally, it is worth noting that, following recommendations made by the three fora, the State Council of CSR was created on 29th February, 2008 as a permanent institutional mechanism through which to formulate policy on CSR (see figure 1 for a timeline of events described in this section).

4. RESEARCH METHODS

As outlined above, the present study is concerned with analysing the institutionalisation of CSR discourse in Spain. More specifically the paper is concerned with analysing the way in which the shaping of the collective norms and values regarding CSR in the Spanish context might be dominated by specific social groups to the detriment of other actors. These issues were explored through the analysis of two distinct, but overlapping, sources of information: the reports arising from a series of stakeholder dialogue processes and interviews with key actors participating in those stakeholder dialogue processes.

The intertwined analysis of both the interviews and the documents allows us to understand the approaches adopted by the social actors involved in the processes, the dynamics of the stakeholder dialogue processes themselves and offers an explanation for institutional outcomes. Both the documents and the interviews offer inferences regarding the processes of institutionalisation and, as such, their simultaneous analysis can be considered as a kind of reliability test. As Ferguson (2007) notes, many studies suffer from the "fallacy of internalism" by focusing simply on how a certain discourse is produced; ignoring how that discourse is received and interpreted by key political actors. This paper attempts to avoid this fallacy by exploring how the discourse of social actors coheres or conflicts with both the discourse of other social actors and with institutional outcomes.

4.1 Documents

As mentioned above, the documents do more than merely list the final recommendations of each dialogue process. Although not offering a full transcript of the

13

dialogues, each document does summarise the major themes discussed and from two of the documents the different views which were expressed during the dialogue processes vis-à-vis those themes can be deduced. The documents produced by each forum thus offer material from which can be inferred: i) the different understandings of CSR advanced by different actors; ii) the conflicts and alliances which took place during the processes, as well as; iii) the asymmetries of power which existed between different groups. In combination with the recommendations, each document thus, in and of itself, permitted a comparison to be made between process and output. Beyond the initial analysis of these documents in order to inform the interview guide, an exhaustive interrogation of them was undertaken in conjunction with, and in the same manner as, the interview transcripts (see below).

4.2 Interviews

The interviews were carried out in two stages: the first stage in 2008 and the second in 2010 (see figure 1). Initially, twenty-one interviews were undertaken with a cross-section of trade-unions, employers associations, corporations, NGOs, academics, consultants and CSR think-tanks in the autumn of 2008. We identified and contacted the main social groups involved in the dialogue processes in the aim of collecting a "purposive sample" (Berg, 2009). This strategy is based on informational rather than statistical considerations with the purpose being to maximise information as opposed to facilitate statistical generalisation. These interviews were undertaken subsequent to an initial analysis of the documents produced by each forum and also subsequent to undertaking two initial pilot interviews. One of these pilot interviews was with a politician with extensive experience in various multi-stakeholder processes promoted by the Spanish government and the other interview was with a Spanish trade union leader who had extensive experience of stakeholder consultations on SD and CSR at European and world level. Although these two actors did not personally participate in the Spanish stakeholder dialogue processes, they followed the processes very closely and were keenly interested in the institutional outcomes. In autumn of 2010, after analysing the first round of twenty-one interviews, a further five interviews were undertaken in order to both interrogate the reliability of the authors' interpretations thus far and to go into more depth on specific themes identified. Specifically, we wanted to interrogate in more detail the schizophrenia or decoupling which we had identified in the discourse of many

14

interviewees. We thus presented our findings to interviewees and asked them to comment. Three of the new interviews were re-interviews, and two were with actors who had not yet been interviewed (see table 1). Four members of the State Council on CSR were interviewed at this stage. Additionally, four out of the five new interviewees were expected to evoke a largely heretic discourse. The purpose of speaking to these individuals was to further interrogate themes which emerged during the initial round of twenty-one interviews. The fifth interview was conducted with an eminent member of the Socialist Party who had an active role in the creation and development of the State Council.

TABLE 1 ABOUT HERE

Thus, in total, twenty-six interviews were conducted (twenty-eight including the pilot interviews; see table 1). These each took place at the premises of the organisation concerned (the majority of which were based in Madrid) and lasted between 20 minutes and 1 hour 30 minutes. The interviews were guided by a concern to explore the meanings attributed to CSR by actors, the dynamics of the above processes and actor perceptions as regards to the institutional outcomes. The interviews conducted were semi-structured in order to "allow the interviewers both to ask a series of regularly structured questions, permitting corporations across interviews, and to pursue areas spontaneously initiated by the interviewee" (Berg, 2009, p.109). To achieve this aim an interview guide was developed (see annex I) and followed during each interview so that "the same basic lines of inquiry [were] pursued with each person interviewed" (Patton, 2002, p.343). The guide was developed in conjunction with previous literature analysing these specific stakeholder dialogue processes (Cantó Milá & Lozano, 2009), the two pilot interviews, the initial analysis of the documents and the authors' general concern to understand how the Socialist Party's ideological reversal was brought about, or perhaps legitimised by, a seemingly democratic, multi-stakeholder institutional process. In conducting the research, we conceived of ourselves as researchers concerned with an apparent hollowing out of a potentially challenging CSR discourse. Although 'interested' in the study, and recognising the impossibility of standing outside of our

collective habitus [4], we nevertheless attempted to exercise "epistemic reflexivity" (Oakes, Townley & Cooper, p.266), exhibiting awareness of our own impact on the formation of the study and our influence on the results.

The interviews themselves were undertaken by two of the three authors. The analysis of the interviews (and documents) was undertaken by all three authors. The analysis phase itself was split up, following Huberman & Miles (1994 but see also O'Dwyer, 2004 and Berg, 2009), into three intertwined and iterative phases: data reduction, data display and data conclusion and verification. Each author read each transcript and then discussions were had periodically around a number of transcripts at a time in an attempt to identify the main themes emerging and the major ideological parameters of each discourse. These discussions were continued iteratively until general agreement was reached between the authors.

FIGURE 1 ABOUT HERE

5. HETEROGENEOUS DISCOURSES: THE DOMINANT AND THE HERETIC

> "The heretic discourse must not merely contribute to breaking adhesion to the world of common sense by professing publicly a rupture with the ordinary, but must also produce a new common sense within which the practices and experiences hitherto tacit or suppressed of an entire group can enter, bolstered by a legitimacy conferred by public expression and collective recognition" (Bourdieu 1982, p.151, our translation).

In analysing the interviews and the documented inputs to each stakeholder consultation process, two broad sub-discourses were identified: the dominant and the heretic. Although elements of these sub-discourses cut across each of the interviewees and documents there was a marked tendency for interviewees to express one more forcefully than the other. Such discursive polarisation tends to occur when the discursive field is

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[4] Habitus is a Bourdieusian term referring to an actor's socio-historical conditioning. More specifically, an actor's habitus can be thought of as their dispositions, including their prejudices, ideologies and, importantly for field analysis, their sense of where they in the social space and what actions are possible as a result.

bound by one master signifier (Laclau, 2005; Meyer & Höllerer, forthcoming), CSR in this case. A discourse can be characterised as dominant, not necessarily because it is bound to win the discursive struggle, but by virtue of the fact that it "tends to impose the established order as natural" (Bourdieu, 2001, p.209). In contrast, a heretic discourse directly challenges the taken-for-granted understandings which support the established order. However, as the quote at the beginning of this section suggests, the heretic discourse also does much more than this in that it attempts to create a new common sense around which institutional arrangements can be built. Heretic discourses represent challenges to the established order and thus tend to be articulated by those who are deprived of the various types of capital. Indeed, in line with previous literature, we observed a close link between the way that actors interpret a social issue and their position in the field (Meyer & Höllerer, forthcoming). In other words, the views expressed by actors were closely related to the main aims of the organisation they represented who in turn are bestowed with differing levels of cultural, social and (particularly) economic capital. The discursive differences were particularly evident when discussing measures to be proposed to the government, the necessity or otherwise of making CSR mandatory and the future composition of members within what emerged as the main institutional output of the stakeholder dialogue processes: the State Council on CSR.

5.1 Discursive dominance

The dominant sub-discourse on CSR was readily identifiable among interviewees from large multinationals, trade unions, consultancies, accreditation firms, business organisations, foundations dedicated to CSR issues and one academic (based in a prestigious, private business school). In particular, we see in this discursive cluster groups associated with higher levels of economic capital. This sub-discourse is, we infer, tightly coupled with four conceptual pillars: i) the voluntary nature of CSR; ii) the identification of competitive advantage as a criterion for responsible management; iii) the maximisation of shareholder wealth as the basic objective of economic reproduction; iv) and, sustainability as an opportunity rather than a threat.

These concepts, which clearly overlap, were often articulated in concert. For example, the director of a business association which provides CSR assurance to firms stated that:

> "The key for me is that directors who see a competitive advantage in the integration of corporate responsibility must do it, and those who don't, don't. That is the law of the market [...] the generation of competitive advantage is brought about when business processes are not regulated. I can differentiate myself from you [other managers] with an activity that is of a responsible nature by making a commitment in this field."

This merging of voluntarism, value creation and responsibility was similarly articulated by the CSR manager of a large bank:

> "[...] fortunately, there are even more companies that understand that corporate responsibility is a generator of value and generates sales. Some will see it as business, I see it as corporate responsibility and, in the end, you don't know if it is one thing or the other, which is where the fun is in a way."

For those who articulate the dominant sub-discourse, environmental and social problems associated with the present model of economic growth (if they exist at all) are generally deemed to be of a technical nature and are attributable to a minor imbalance in the motor driving the capitalist system. The dominant sub-discourse implies that this imbalance will be automatically adjusted (and the problems will therefore be resolved) when appropriate market-based mechanisms for the stimulation and promotion of CSR are introduced (principally economic incentives, training courses in firms and heightened consumer awareness). Any measure adopted by firms to solve environmental and social problems will have to be adopted on a voluntary basis and only if that measure can pass through the filters of efficiency, profitability and value creation for the shareholder. Any interference in the voluntary nature of business decision-making is perceived as a serious conceptual error as it interrupts the aforementioned natural sequence of events. The great challenge, as the representative of the largest employers' association in the country tautologically and circularly put it, is "to incentivise" firms, because

> "if from the outset we are telling them what they have to do, how they have to do it and what the requirements are [...] we will no longer be incentivising the movement towards social responsibility".

18

In short, the dominant sub-discourse is constructed on the foundation of neoclassical economic theory; pristine liberal economic democratic conceptions of the social structure; and efficiency. In other words, this discourse resonated with the utterances previously observed in CSR reporting which tend to take current institutional arrangements and dominant ideologies for granted (see the literature review above).

5.2 Discursive heresy

A more heretic sub-discourse was readily identifiable among interviewees belonging to organisations in civil society, human rights advocates, environmental pressure groups and representatives of the social economy. In particular, these groups tended to be those bestowed with lower levels of economic capital. This sub-discourse centres on the identification of the environmental and social problems that are engendered by the current socio-economic model.

For the interviewees articulating this sub-discourse, the political, economic and social context is perceived as being characterised broadly by: i) unequal wealth distribution; ii) the alliance of political power with dominant economic interests; iii) the breaking down of the traditional labour/capital dichotomy, giving rise to a more diffuse set of antagonisms that are engendered by business behaviour; iv) and, a new culture of stakeholder dialogue in which greater agency is given to "civil dialogue as a complement to the dialogue between firms and unions" (social economy representative). Under these premises, if attention is not paid to the multifarious claims and interests of civil society, the present model of development – based on growth and profit maximisation - will continue to engender the systematic violation of human rights across broad swathes of the world population and will inexorably lead to the destruction of the environment. For example,

> "[…] the perspective that places profit at the core […] puts an end to any environmentalist discourse. That is the principal stumbling block, the unsustainability of the project; we have a planet with finite resources and a model based on continual growth. So, either we try to sort that out, otherwise it's very difficult." (NGO Representative)

19

According to the heretic discourse, structural measures should be implemented that will oblige firms and citizens to radically modify their behaviour such that social justice and environmental sustainability become realistic objectives. The principal proposals emanating from the heretic sub-discourse revolve around the creation of a regulatory framework that limits the power, at both a national as well as a supranational level, of dominant economic interests. The heretic discourse thus articulates itself in direct contradistinction to the dominant discourse. Organisations with a heretic discourse distrust voluntary arrangements "because voluntary action has not been able to resolve the fundamental problems identified" (NGO Representative). Regulation, on the other hand, should be extended even beyond the limits of the country in which a firm is based "which obliges it [the firm] to meet certain behavioural standards in any setting." (NGO Representative).

Even though the heretic discourse might appear to be more of a reaction to the social and environmental problems interviewees identify rather than the proposition of a well articulated alternative, it nevertheless constitutes a coherently structured discourse in its own right. The heretic discourse is constructed on the assumption of an antagonistic politico-economic context and evokes intrinsic values such as the wellbeing of humanity and the conservation of the natural world. Any type of action should be evaluated, first of all, in terms of its capacity to solve environmental and social problems and, having been filtered in this way, only then in terms of its economic efficiency.

5.3 Discursive Decoupling
Although both the dominant and the heretic clearly permeated the discourse of the interviewees and documents, and although one always appeared to outweigh the other, it nevertheless did not seem feasible to deduce from the analysis a bifurcated characterisation of CSR. In other words, a simple pigeon-holing into the heretic and the dominant would gloss over the complexity of each interviewee's and document's utterances. Our analysis found significant incoherence and contradiction within the discourse of each interviewee and each document's presentation of the stakeholder dialogue process. In some senses, there is a degree of schizophrenia or cognitive dissonance present in most of the interviewees and the three documents. We also perceived that certain discursive shifts had taken place over time among participants.

20

The explanation for this appears to lie in the dynamics of stakeholder dialogues and points towards a phenomenon that we have termed discursive decoupling.

Discursive decoupling is especially evident in the points of view expressed by those experts who support the heretic discourse. For example, the decoupling is evident when we compare, on the one hand, the description some experts make of the excesses inherent to the socio-politico-economic system and, on the other hand, some of the measures that they propose to curb those excesses. When doing so, a structural critique more consistent with a heretic sub-discourse is combined with a proposal appearing to emanate from the dominant sub-discourse. For instance, an expert belonging to a well-known association of civil organisations asserted that "right now, from the structural standpoint [...] the objective of minimising operating costs and that of being socially responsible are incompatible". He even goes so far as to assert that the structural problems of the economic system are such that, on occasion, markets "cannot work without corruption". However, a few minutes later, this same interviewee points out the need to improve "efficiency of markets" and increase investor confidence.

In a similar way, one academic characterised the Spanish political system as captured by dominant economic interests when she described how the Ministry of Economy systematically placed the competitiveness of Spanish firms operating in China above respect for human rights there. However, in the same interview, she contended that the "business case" paradigm could contribute towards sustainability because shareholders and investors demand information on human rights from firms on the understanding that "in the short/medium term it can impact" on their investment. In short, each discursive decoupling identified among civil society organisations revolved around a curious paradox: i) the description of a government allied with powerful economic interests (which is perceived as the origin of social and environmental problems) and, simultaneously, ii) trust in that same government-industry alliance to implement the necessary socio-economic changes.

Even though the discourse of interviewees adhering largely to the dominant approach is more consistent than the discourse developed by civil society organisations, the discursive decoupling phenomenon is also present there. For instance, when asked about

21

the obstacles to successful CSR implementation, some interviewees began to question the basic foundational pillars of the dominant discourse:

> "The fundamental barrier that exists is that we have not been able to establish a cause/effect relation between policies on responsibility and the two big factors that are important to companies. The client satisfaction index being the first and share price, the second". (Multinational Company Representative)

> "There are some systems of business models at present, […] business leaders don't answer for the accounts every year, they answer each quarter. Each quarter you have to make more profit as a director, more profits than last year's quarter and the last quarter just passed, so these decisions to go in search of sustainability or for profitability are difficult for directors". (Association of Firms and Practitioners Representative)

This decoupling was also evident in the documents released by the three fora, which summarise the main issues discussed therein before proceeding to provide specific recommendations. For instance, the PSCR posits that CSR demands "a new model of management" (PSCR, p.238) to integrate social and environmental factors into the strategic decision-making of firms. The FER goes further and highlights the necessity of structural changes in the economy:

> "It is a view of development as a whole and requires a redefinition of the very aims of the economic activity and the approach to the management of firms, in order to direct the responsibility of managers towards the three aims of wealth creation, social cohesion and the protection of the natural environment" (FER, p.49)

The toing and froing between the dominant and the heretic discourses might initially appear indicative of a stakeholder dialogue process in which groups from apparently antagonistic positions compromise for the sake of reaching agreement.[5] Such compromises would be essential for any resultant institutional outcomes which would 'balance' different stakeholder interests. However, it would appear as though institutional inputs are one thing and institutional outcomes are another. Analysis of the final recommendations made to government by each of the different fora is suggestive of the dominant discourse having exerted overwhelming influence over the final results

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[5] It is worthwhile re-emphasising that the more radically neoliberal the approach to CSR, the closer is the discourse to the neoclassical economic theory and more coherent is its content. Thus, the complexity rests largely with the heretic discourse.

of each process, even though the discussions in each of those fora were wide-ranging at times. Thus, although discursive decoupling is indicative of a polyphonous and heterogeneous stakeholder dialogue process whose ideological parameters were not very consistent, this did not prevent the institutionalisation of a homogenous CSR discourse whose ideological parameters were both consistent and coherent. Any heresy or ideological compromise that was present in the above stakeholder dialogue processes gave way as a dominant CSR discourse began to unfold. It is to this discursive homogenisation that we now turn.

6. HOMOGENEOUS DISCOURSE: DOMINANT OUTPUTS

Evidence of the institutionalization of a voluntarist, business-as-usual CSR discourse is offered via analysis of the different positions adopted by the Socialist Party between 2002 and 2010. If we compare the draft law on CSR proposed by the Socialist Party when it was in the opposition in 2002 and the recently drafted law on sustainable economy in 2010, we see a rather stark discursive shift. In 2002, the Socialist Party proposed a mandatory "social balance sheet" to evaluate the level of social responsibility of any firm that either raised capital on financial markets or was in receipt of public funds. This "social balance sheet" was to have the same status in terms of transparency and diffusion as financial accounting reports. Eight years after the draft law was rejected by the conservative party in 2002, the Socialist Party was articulating a less heretic discourse in which "patterns of growth could be reconciled with economic, social and environmental development". This was taken from the preface to the new draft law on sustainable economy. Out of 116 articles the draft law dedicated only 1 (article 37), three paragraphs, to "the promotion of social responsibility in firms". The socialist party pointed out that "government will give firms an array of indicators and reporting standards in order to facilitate their self-evaluation in the area of CSR...[and] if firms achieve a minimum score in the indicators they can voluntarily apply for official government recognition as socially responsible firms"[6]. Significant for the present work is that the recognition of whether a firm is socially responsible or not is

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[6] See the official webpage of the Spanish Ministry of Labour and Immigration :
http://www.economiasostenible.gob.es/wp-
content/uploads/2010/03/01_proyecto_ley_economia_sostenible.pdf

23

ultimately determined by the State Council on CSR, the main institutional output of the stakeholder dialogue processes.

Therefore, we see the emergence of a voluntary credentialing scheme supervised by a problematic institutional mechanism (see below). The voluntary nature of this can be contrasted with the constraints which the new law would place upon public sector organisations who now are legally obliged to produce sustainability reports. Thus, in this sense Corporate Responsibility appears to have been re-interpreted as Government Responsibility, a discursive shift that is indicative of the coup enacted by the dominant discourse.

6.1. Voluntarism and the triumph of the dominant discourse

Having analysed the recommendations made public by the three fora (see table 2), one can infer an extremely tight coupling between CSR and the ideological pillars of the dominant discourse. The needs of stakeholders and the needs of companies are perceived to be largely compatible, although it is perceived that organisations might need some encouragement in recognising this. The three fora, in their recommendations, remain silent on issues raised via the heretic sub-discourse such as: (i) the perceived incompatibility between economic growth and a planet with finite resources; (ii) conflicting interests between different groups of stakeholders; (iii) and, the power differentials that exist between stakeholders - differentials which are often central to the resolution of those conflicting interests. In total, more than115 measures to incentivise and promote CSR were proposed by the three fora, none of which made any reference to changes of a structural nature, limiting themselves to: offering principally economic incentives; recommending an increase in CSR management and reporting; and, raising the ethical awareness of market participants (see table 2).

TABLE 2 ABOUT HERE

An illuminating example of the triumph of dominance over heresy can be found in the posture maintained by the FE throughout the process in relation to the regulation of

24

CSR reporting. At the beginning of the process, in the first three sessions, experts established the definition and scope of CSR. They pointed out that "key aspects which give firms credibility and rigour have to be regulated: reporting to stakeholders and the society in general, as well as the verification of this information" (FER, p.13). In the final dialogue session participants maintained the same posture when they asserted, adopting a heretic sub-discourse, that CSR "demands a redefinition of the aims of economic activity and business management" (FER, p.40). Further, the FE called for regulation in order to "enhance responsible behaviour by economic actors" (FER, p.41). Nevertheless, when the FE developed the proposals to the government, what had to be regulated several months before (sustainability reporting and verification) was now to be promoted through a public policy which would provide "a) technical support; b) reporting tools; c) and, good information practices […]" (FER, p.47). None of the final recommendations in the FE included any regulatory measures.

Discussions with interviewees on the dialogue process itself offered some explanation of the institutionalisation of the dominant sub-discourse. For example, the director of one of the main CSR think-tanks in Spain explained how civil society organisations, in Spain as well as elsewhere in Europe, changed their mind and rejected detailed legislation on CSR, an about-turn which was perceived as a sign of the "maturity" of these organisations:

> "[…] NGOs, trade unions, and consumer organisations have an increasingly greater degree of maturity towards social responsibility. At first, at the early meetings which we attended in Spain and in Europe, the only path towards progress in these matters for them was through legislation […] We were paralysed in that debate for four years until we accepted that laws are one thing and social responsibility is another […]" (Association of Firms and Practitioners Representative)

Heretic discourses thus, over time, came to evoke more and more the dominant ideologies that they were initially articulated in contradistinction to. Previous stances in favour of regulation were replaced by the notion that regulation is one thing, whereas CSR is another. There was a widespread recognition that responsibility itself could only exist in a voluntary context; that forcing companies to be 'responsible' would actually stifle responsibility. As an NGO representative pointed out: "I can comply with all the laws, but that is not being responsible, that is being legalistic. If I want to be responsible, I need to go beyond what is mandated". The paradox of this particular

definition of responsibility is that organisations can actually be more responsible if the legal bar is placed lower. In other words, the less that organisations are forced to do, the more responsible they can be. In this sense, those who previously advocated regulation appear to have changed direction. When pressed on the reasons for this discursive shift in second-round interviews, a civil society actor showed himself to have recognised the limits of heretic strategies:

> "Do we have the necessary capacity to influence organisational behaviour? No, we can only influence some of their practices…we are not capable of constructing a united front, there are too many companies and civil society does not have real influence on these issues." (Consumer advocates group).

Similarly, the 'rules of the game' were recognised and internalised by another civil society actor:

> "What is logical is that the arguments that we employ cohere with the positions of our interlocutors. If our interlocutors are financial regulators, for example, it is logical that we use arguments that are compatible with their interests. In other words, if we propose changes to international accounting standards we need to produce a discourse that is realistic" (NGO representative).

What we see here is the implicit recognition that heretic pronouncements would "fall outside the accepted categories and [would thus be] ignored" (Oakes, Townley & Cooper, 1998, p.273). The heretics exercise self-subjugation such that the ideological horizons of the dominants become their own ideological horizons and, as a result, the heretics become less heretic and more dominant, all in the name of having a sense of realpolitik. This self-discipline represents symbolic violence at its purest. The result is an increasing acceptance of voluntarism and market-based mechanisms to stimulate CSR, as is expressed in the following quote:

> "OK, CSR is voluntary but that doesn't mean that organisations can do whatever they like. Now, whoever produces a CSR report knows that to have credibility they need to comply with certain guidelines, include indicators and have it verified". (Consumer advocates group).

The discursive evolution among actors can also be explained by the example set by initiatives agreed at the European level, such as the Multi-stakeholder Forum, the Green Paper and the subsequent communications from the European Commission. It would

appear that these voluntary, market-based guidelines were used to model the Spanish initiative:

> "What happened is that we faced the difficulty that originally, the first drafts that had been drawn up by the European Union were along the lines of voluntary measures, and even in the definition voluntary, voluntary, voluntary crops up all the time." (Trade Union Representative).

This points towards the importance of previous institutional changes in shaping the norms within which new institutional changes are developed. The 'rules of the game' are thus established before the game proper begins.

6.2 Consensus

Other significant factors explaining the triumph of the dominant discourse related to the fact that, in each forum, decisions had to be taken by consensus.

> "[…] what we were progressively experiencing [in the FE] was like a decaffeinated coffee, because to arrive at a consensus, [involved drawing up] documents that were so "empty" that they did not really contribute very much to the debate" (NGO Representative).

In the opinion of some actors, the formula for consensus to draw up the content of the documents was favourable to business interests. It emptied the measures proposed of any critical content whilst simultaneously giving the appearance of convergence between the interests of the different social groups involved. However, this process was not free from conflict. The tensions between business interests and those of other social groups around issues such as regulation incited some of the members of the Forum of Experts to abandon it. Organisation such as Intermon-Oxfam and Amnesty International finally abandoned the FE as a result of what they saw as the shallowness of the debates that took place and of the recommendations that were approved. Greenpeace, for example, refused to participate in the FE, stating that "it is risky for social organisations who have limited resources to throw themselves into the quagmire for a process that doesn't lead anywhere". In addition, eight other representatives of civil society organisations, although approving the document officially, did so with a great deal of reluctance and signed a text published as an annex to the principal report. Those eight civil organisations, in line with the heretic discourse, demanded from the Government,

among other things, greater commitment to the establishment of legal and normative frameworks. One of the other demands articulated by the 'group of eight' was a "balanced" composition of the State Council on CSR, reflecting an awareness of the importance that the distribution of power on the Council would have on the future development of CSR in Spain. The passing by those civil organisations of the document they criticise is another indication of the discursive decoupling phenomenon described above. However, in this case the heresy was not completely overshadowed by dominance as the discontent was expressed, albeit only in an appendix to the main report[7].

6.3 The State Council on CSR: power dynamics

The recommendations are one notable output of the fora, the analysis of which helps to identify which of the discourses identified from the interviews appears to have dominated the political process even when alternative meanings of CSR were available. Additionally, the unanimous proposal to create a State Council on CSR and the subsequent decisions over its composition confirms the power differentials aforementioned that seem to exist between the different stakeholders groups involved. The State Council on CSR was launched with the objective of being a permanent forum for debate on CSR in Spain. The fora broadly recommended that the council adopt a quadripartite structure composed of firms, trade unions, public administrations and other organisations. However, while for the FE "other organisations" means "representatives of NGOs (in the field of the defence of the natural environment, human rights, social action and marginalised groups, among others)" (FER, p.57), for the RSD "other organisations" means "other institutions and organisations with significant representation in the CSR field" (RSD, p.229, see below). In February 2008, hardly eight months after the finalisation of the dialogue processes, the Spanish Government created the Council on CSR under the presidency of the Ministry of Work. The Council was made up of 56 members, coming from employers' associations (14), trade unions (14), public administrations (14) and actors from 'other' areas as well as representatives of organisations and institutions in the field of CSR (14) (see table 3).

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[7] The appendix was subscribed to by organisations including Actionaid and The Red Cross.

TABLE 3 ABOUT HERE

From among the 14 'other' members belonging to the sector of experts and representative institutions in the field of CSR, six were representatives with a business background [8]. The representative of an umbrella association of civil society organisations predicted several months before that 5 out of the 6 business organisations designated by the government would be in the Council (in the sub-group reserved for "other organisations"). This individual also ruminated on the consequences of their inclusion:

> "... we feel pretty sure that they will put organisations that represent business interests into the third group […]. And they'll be put en masse, so the checks and balances that have to be set up in an organised way will be totally upset. […] organisations such [as]: Fundación Empresa y Sociedad, Forética, Foro de reputación corporativa, the Club de Excelencia,[de la sostenibilidad] and if you push me, the Pacto Mundial (Global Compact), because here ASEPAM [Spanish Global Compact Association] is a group of firms that is centralised through a business school. I think that there's got to be organisations in that group that don't have any kind of conflicting interests and… that have no kind of economic link with the business sector."

The overrepresentation of the business sector in the State Council on CSR could be related to the tacit alliance between trade unions and industry associations (see below). In fact, the aforementioned overrepresentation coincides with one recommendation made by trade unions and employers' associations in the RSD report. While the PSC considered that business groups working in the CSR area should have a "privileged" role in the State Council (PSC, p.259), the RSD was more specific and made explicit the necessity of introducing into the fourth group, together with NGOs and academics, "foundations or associations dedicated specifically to CSR issues" (RSD report, p.229). This sentence was transcribed word by word to the Royal Decree to incorporate the aforementioned foundations and associations into the fourth pillar of the State Council of CSR (Royal Decree 221/2008, BOE nº 52, p.12374).

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[8] Associations such as Corporate Reputation Forum (Foro de Reputación Corporativa) was launched in 2002 for four big Spanish corporations (Telefonica, BBVA, Repsol and Agbar). The same year, a group of important Spanish companies (Iberdrola, Renfe, Telefonica Moviles, Siemens, between others) established the Club of Excellence in Sustainability (Club de Excelencia en Sostenibilidad) (See Fernández & Melé (2005) for more details)

Interviews subsequent to the creation of the council confirmed the underrepresentation of civil society and pointed out what the consequences of this were:

> "I am convinced that there is a real imbalance. It's not true that there are 14 civil society representatives. Inside our group there are at least 3 business representatives. Moreover, whilst the other groups are homogenous, in our group everybody is out for themselves" (Consumer advocates group).

Thus, in the state council on CSR, there are very few heretic members and, in so far as these members still articulate a heretic discourse, they are very divided. This clears the way for the dominants to increase their social capital vis-à-vis the government. Further, this social capital is greatly enhanced by the tacit alliance that has been struck between capital and labour.

6.4 Changing industrial relations

The RSD was the last forum to be set up, once employers' associations as well as trade unions had refused to participate in the FE, expressing a wish for their own space "instead of being diluted in a forum that is now called the fourth leg [NGOs and other civil society organisations]" (Trade union representative). Both employers' associations as well as trade unions demanded from government the creation of their own forum within which to discuss CSR and the role and the composition of the State Council on CSR.

> "When the constitution of a FE was first talked about we were informed by the Ministry of Work. CCOO, UGT [the principle Spanish trade unions], CEOE and CEPYME [the main Spanish employers' associations] all jointly decided that we were not going to participate because we wanted our role to be limited to social dialogue[9]." (Trade Union Representative)

This move by employers' associations and trade unions is a clear indication of the way in which social capital interpenetrates other forms of capital. The objective of creating networks such as the RSD is to exert concerted influence on policy makers, overcoming the resource constraints of individual organisations (Oliver & Holzinger, 2008). However, whereas expanding these networks can often be beneficial in terms of legitimacy, expansion is not always possible due to the distinctions which exist between

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[9] Social dialogue (dialogo social) in Spain is a term which specifically denotes discussions between only the three parties of employers, trade unions and government. The term thus explicitly excludes civil society organisations. See also footnote 11.

different social actors. As Bourdieu notes, "(c)apital keeps undesirable things at a distance" (1993, p.257). The "undesirable things" being in this case those social actors whose economic capital is much lower and whose cultural capital is of a very different nature. In fact, "there is nothing more intolerable than the physical proximity of people who come from different social milieu" (Bourdieu, 1993, p.259). The separate fora were thus reflective of the different positions that actors held in the social space.

The speed with which industry associations and trade union leaders agreed on the key points for the RSD appears to be the fruit of a long tradition of dialogue and pacts signed in Spain over the last 30 years. Throughout that time a particular model of collective negotiation has been consolidated (Alonso, 2005; Fuentes Quintana, 2005).

> "The fact that we have a tradition of dialogue with trade union organisation has helped us a great deal in reaching an agreement within one month in this area". (Employers' association representative)"

The harmony between the corporate sector and labour unions was cited as a factor which effectively eclipsed other important voices:

> "I think that we are in a mechanism in which the public authorities are to a degree kidnapped so that they always make pacts with business and trade union leaders to regulate economic and social issues. Talk with parliamentarians and they will tell you that when they all come in here holding hands nobody dares to question them." (Social Economy Representative)

The ability for these two groups to work in concert appears to have been successful in terms of generating the requisite social capital with which to influence the eventual government pronouncements.

> "And from that point we have been waiting to see what the RSD would have to say. In the end, what the RSD has done has practically been copied into the Royal Decree. So, for me, it is really unjust, some who work a lot less intensely…and in the end it's a topic on which it seems that the social agents[10]… as they have more understanding here, have the final say." (Association of civil society organisations representative)

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[10] The language used here is quite revealing. "Social agents" (Agentes Sociales) is a widely used term in Spain to refer jointly to both trade unions and employers' associations. The term is generally used when talking about the joint efforts of these actors and thus reveals something of the extent to which their interests have become aligned and more corporatist in recent years.

31

7. CONCLUSIONS

This paper has sought to explore discursively the institutionalisation processes surrounding CSR and CSR reporting. To do so, the final outputs of a multi-stakeholder process undertaken in Spain were analysed in the light of the discourse generated by actors from NGOs, unions, business organisation, academia etc, who had participated in that process. Particular attention was paid to the role played by the discourse of heretic social actors. A number of themes emerged from the analysis. These relate principally to discursive decoupling, the discursive orientation of the institutionalisation process and the power dynamics which influenced that process. Each of these will now be reflected upon in more detail with a view to considering the possibilities for agency that are afforded to social movements who decide to engage in such institutionalisation processes.

Firstly, although the identification of a dominant and a heretic discourse was perhaps to have been expected from a multi-stakeholder forum where different interests were present, what was more surprising was the degree of discursive decoupling which characterised the discourse of each interviewee. Those who broadly adhered to a dominant discourse integrated elements of heresy into their articulations and vice versa. Some reflection on why this decoupling takes place may be worthwhile. The experts associated with one discourse or another are in continual interaction at various roundtables where they participate in debate and discussion. In fact, when Cantó-Milá & Lozano (2009) analysed the report produced by the Parliamentary Sub-Commission they asserted that the key actors in the construction, negotiation and reproduction of the Spanish discourse on CSR "know each other well and are thoroughly familiar with each others´ positions and proposals" (p. 160). This implies that a sort of interactive construction takes place among the actors involving a pooling of concepts, ideas and meanings around the issue of CSR such that, on occasion, actors perhaps do not know where the dominant discourse starts and where the heretic discourse ends. In addition, obtaining access (legitimacy) and having a voice (power) in the fora with the capacity to influence the development of this issue may entice the actors to temper the controversies within their own discourse in order to generate greater compromise. This

might explain the introduction of arguments linked to market mechanisms, especially ethical investment, the preparation of sustainability reports and the rejection of more pressing demands for the regulation of CSR by NGOs and other civil society organisation. The habitus of these actors changes such that the basic ideological parameters of the dominant discourse became, to some extent, taken-for-granted. Similarly, business associations, multinational directors and accreditation agencies introduced concepts into their discourse that were until recently far removed from the business world, such as sustainable development or dialogue with interest groups.

Irrespective of why this may take place, the toing and froing of the experts from one discourse to another throughout the interviews is nevertheless suggestive of there being some discursive openings in the institutionalisation of CSR discourse. The multi-stakeholder process was polyphonic and the vast majority of stakeholders appeared to concede some ground to competing discourses. In this sense, if we had analysed merely the stakeholder dialogue process itself we might have come to the conclusion that such processes are full of discursive vitality and have the potential to institutionalise discourses that contain a strong degree of heresy. However, analysing the main output of the various fora, that is, the measures proposed and stakeholder reactions to these measures, together with the discursive shifts undertaken by the now ruling Socialist Party, brings us to a somewhat different conclusion.

The discourse emanating from the measures proposed by the three fora is an overwhelmingly dominant one. The three fora produced recommendations that institutionalise CSR as a voluntary activity which the market is presumed capable of implementing with only the most placid stimulation from the State. Ideologically, SD and CSR are tightly coupled to profit maximisation. The institutionalisation of the dominant discourse conflicts with the polyphonic nature of the consultation processes. Such a contradiction raises, in our minds, two interrelated questions: how is it that such a passage from polyphony to dominance took place?; and, what is the function of heretic discourses in stakeholder consultation processes?.

33

An answer to each of these questions cannot be provided without reference to the answer of the other. It would appear from this case that stakeholder consultation processes are not designed to solicit views from stakeholders, at least not for the purposes of institutionalising discourse. The business-led means of finalising the outputs from each fora meant that only the recommendations which cohered with the dominant ideology were likely to be accepted and concretised in the final reports. Furthermore, the central articulating role played by previous EU initiatives such as the 2001 Green Paper shaped the ideological parameters of the process along the same market-based, voluntary lines that were established at the European level. We might thus conclude that managerial capture takes place long before CSR is put in the hands of managers who need to write a CSR report and is the result of institutionalisation processes which have themselves been shaped by previous, supra-national institutionalisation processes. In the case presented here, the dice were loaded from the outset, rendering the stakeholder dialogue process one which served perhaps only a symbolic, legitimating function, even though it was itself characterised by dissonance and conflict. In fact, perhaps it is precisely because the stakeholder dialogue process was characterised by dissonance and polyphony that it was useful in giving the final texts an illusion of popular support. As Meyer & Höllerer (working paper) note, opposing concepts are "complementary because they are contradictory" (p.38, emphasis added). The refusals by some NGOs to sign the final text generated no media interest and the discontent expressed by eight other civil society organisations was confined to an appendix, thus confining heresy to the margins. Just as management consultants are routinely brought into organisations, not to invigorate management decisions or to generate new ideas, but to legitimise existing management decisions through symbolic consultation processes (Sturdy, Clark, Fincham & Handley, 2008), the NGOs in this study appear to have unwittingly served the same function in the context of CSR.

The various institutionalisation processes were themselves characterised by power differentials between the various participating groups. In addition, the overrepresentation of business in the State Council of CSR will place dominant ideological parameters on the development of CSR in Spain in the future. This is importantly bolstered by trade unions who, by acting in concert with the corporate sector, effectively silenced voices from civil society. Such a situation appears to be

indicative of a wider phenomenon in advanced capitalism in which traditional political actors such as trade unions and socialist political parties have come to serve quite different functions from their historical roles of combating and challenging the status quo. The former have become largely conservative in their orientation, their demands having been transformed from a wider political impetus to a more corporatist concern for wages and jobs in the short term. As socialist parties have moved towards the centre, or even to the right of the political spectrum, trade unions have gone with them, leaving civil society and vast swathes of grassroots social movements without any countervailing power around which to obviously rally (see, for example, Laclau & Mouffe, 1985; Hardt & Negri, 2005; Cleaver, 2000 or Day, 2004).

For the current study, this means that trade unions have played a role in institutionalising a CSR discourse which is arguably contra to the interests of civil society and, in the long term, contra to the interests of their own membership. To extend this argument further, the case presented here provides further evidence that progressive social change will likely come from a more diverse array of movements that cannot be reduced to orthodox conceptions of the working class. The major political antagonisms, both in the global north and the global south, are today coming from an amalgam of social movements whose specific identity is built contingently around indigenous, sexual, gender, ethnic and cultural parameters rather than pre-determined and essentialist class notions (see Laclau, 2005 and Hardt & Negri, 2005). Of course, the flip-side to this is that heretic social actors remain largely divided, lacking an essentialist nodal point. Out of well-founded concerns to avoid the twentieth century pitfalls of being too ideologically homogenous (Badiou, 2008), social movements often articulate isolated heretic discourses which are all too easily absorbed into the dominant discourse, conferring on the latter the appearance of broad social endorsement. This is certainly what happened in the processes studied here and, consequently, heresy served to bolster the dominant ideology by virtue of being heretic.

What we witness above is the actualisation of the Habermasian concept of civil society: an institutionalised sphere populated by "experts" that is designed to jettison discourse that is critical of the ideological parameters of the sphere itself (Negt, 2009). It appears

that, at least in the Spanish context, representation of civil society concerns is only partially represented by civil society organisations such as Greenpeace and Amnesty International. The participation of these NGOs (and others) in the institutionalisation processes above and the tacit compliance given to such processes by doing so, seriously calls into question the representative nature of these organisations as well as who qualifies as an "expert" to be included in the consultation process. As mentioned above, the discursive decoupling phenomenon was largely evident in the discourse of these civil society actors. Slavoj Žižek (2009b) sums this behaviour up well when he outlines the modern functioning of ideology, evoking the French expression *je sais bien, mais quand même* (I know very well that it can happen, but all the same I cannot really accept that it will happen). NGOs know that the democratic processes within which they are involved are corrupted yet they participate in them anyway because they hold out some hope that the institutional outcomes will still be progressive. Although social actors became resigned to the realpolitik as represented by the ideological parameters of the dominant discourse, they still remained very critical vis-à-vis the processes that they were engaged in. One of the interviewees who subscribed to the appendix in the FE report voicing their concerns now states that the process was "good" and is "very proud" of what went on there. Although interviewees were pressed on these seeming changes in position in subsequent interviews, we nevertheless found it very difficult to reconcile what they were saying. The persistence of this cognitive dissonance among social actors tends to confirm Meyer and Höllerer's (working paper) notion that battles between opposing discourses never really witness the one devouring the other. Rather, if one comes to dominate then it is in the form of a temporary truce; the heretic discourse could re-emerge at any moment. In the meantime, the truce serves to stabilise institutional arrangements via intermingled discourses that keep the system loosely coupled.

To conclude and summarise, the case study reported on here suggests that the heresy which Bourdieu (1982) presumes to be requisite for challenging the current composition of society tends to be stifled via the above institutionalisation processes and serve a symbolic, even regressive function. However, to be clear about our theoretical position, we are not necessarily suggesting that regulation be offered as a solution. The logic of regulation itself involves the same institutional actors portrayed here and often

represents "a complete severance of expert authority from the popular will" (Watkins, 2010, p.14). Rather, what might be needed are both new, non-institutionalised political actors and an entirely new discursive terrain. CSR as a floating signifier has shown little potential to float towards civil society's conception of what the term might mean. In the case presented here, it appears as though social movements were not even capable of securing second order concessions in exchange for their legitimating the existing institutional arrangements (Hardy & Maguire, 2008; Levy & Scully, 2007). It appears as though CSR is firmly anchored on business's side of the antagonistic frontier (Laclau, 2005). What may be needed is another signifier, one that is not amenable to floating over to the dominant side of the frontier, something that constitutes a demand which challenges the system per se, rather than a demand which can be absorbed by the system and neutered. What that sign might be cannot be predetermined, but there has been little thus far to suggest that stakeholder dialogue and CSR provide fruitful arenas within which to conduct that political struggle. As such, those who express deeper concerns for social justice and environmental sustainability probably need to abandon the discursive terrain of CSR or, at the very least, question the extent to which civil society experts can effectively represent the interests of civil society.

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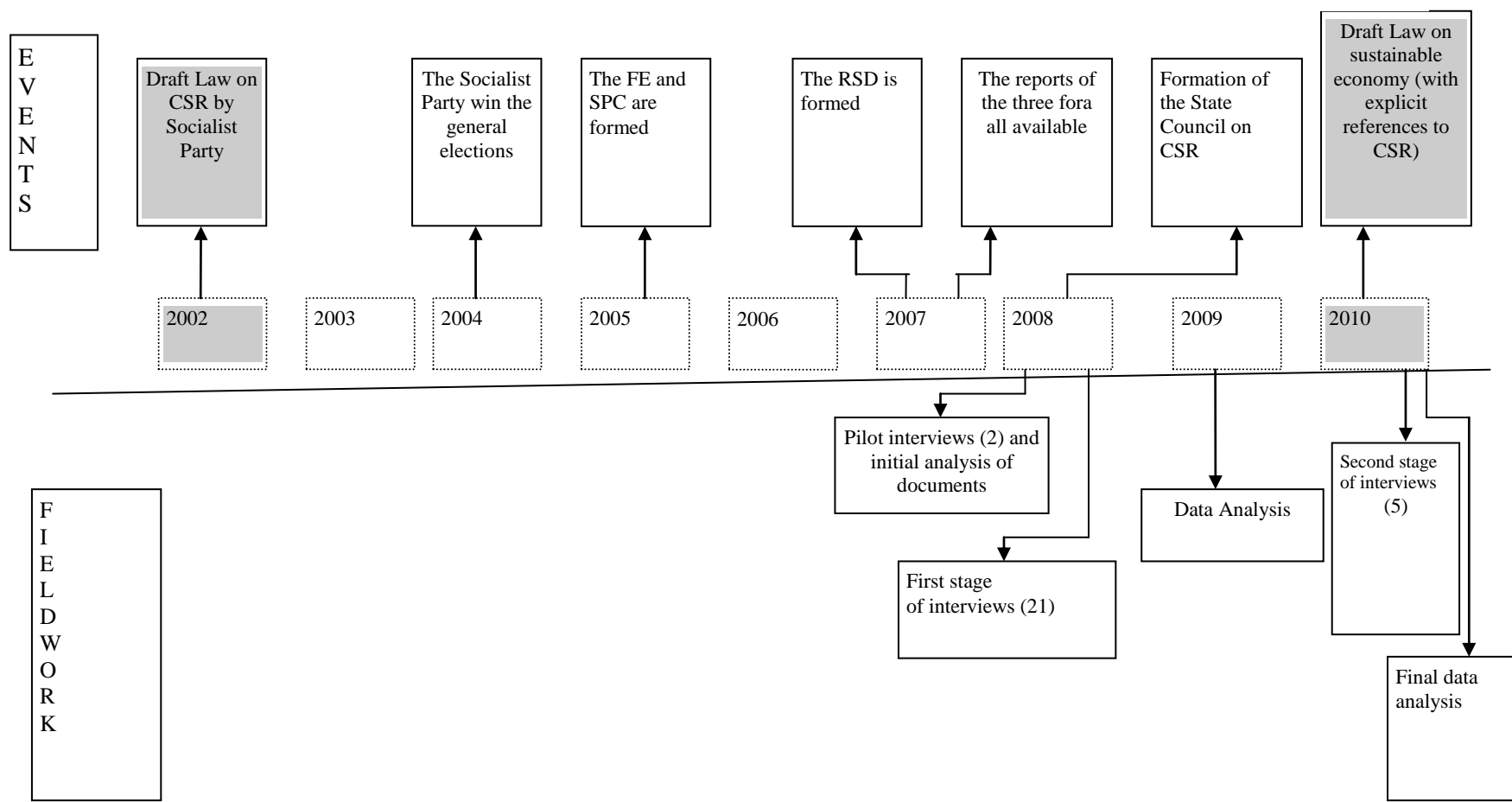
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EVENTS

Draft Law on CSR by Socialist Party

The Socialist Party win the general elections

The FE and SPC are formed

The RSD is formed

The reports of the three fora all available

Formation of the State Council on CSR

Draft Law on sustainable economy (with explicit references to CSR)

2002 2003 2004 2005 2006 2007 2008 2009 2010

FIELDWORK

Pilot interviews (2) and initial analysis of documents

Data Analysis

Second stage of interviews (5)

First stage of interviews (21)

Final data analysis

1

Annex I. Interview guideline.

- · What are the origins of your organisation?
- · What are the main activities developed by the organisation you represent?
- · How does the organisation you represent define CSR?
- · What kind of activities do you carry out in the field of CSR?
- · What is the degree of implementation of CSR practices in Spain?
- · Why do firms pursue, or not, theses practices?
- · What is your opinion about the role of the market, regulation and social awareness as mechanisms to enhance CSR in organisations?
- · What is your opinion about the role that CSR reports play and should play in CSR?
- · What do you think about the public consultation process initiated by the Spanish government?
- · What is your evaluation of the final recommendations of the Parliamentary Sub-commission, the Forum of Experts and the Round Table of Social Dialogue?
- · What do you think about the State Council on CSR?

Table 1- Composition of the fora and members interviewed

	Forum of Experts		Parlamentary Sub-Commission		Roundtable on Social Dialogue		State Council on CSR**	
	Total organisations in forum	Number of organisations interviewed	Total organisations in forum	Number of organisations interviewed	Total organisations in forum	Number of organisations interviewed	Total organisations in forum	Number of organisations interviewed
Academics	5	2	3	1	-	-	2	1
CSR Think-Tanks	11	3	11	3	-		6	3
Corporations	1	-	8	2	-		-	-
Trade Unions	-	-	2	2	2	2	4	2
Employers' Associations	-	-	1	1	2	1	2	1
NGOs and Civil society organisations	12	4	14	7	-	-	6	3
CSR consultants	2	2	4	2	-	-	-	-
Media	1	-	1	-	-	-	-	-
Ethical Investment funds	-	-	2	-	-	-	-	-
Government officials	7	1	7	1	1	1	4	1
Others	1	-	4	-	-	-	-	-
Total	40	12	57	19	5	4	24	11

*Total interviews conducted in two stages 26 (21 + 5). This differs from the total number of *organisations* interviewed by virtue of the fact that certain organisations participated in more than one forum.

** See table 3 for accurate information about the composition of the State Council and its members interviewed.

TABLE 2
Recommendations arising from the multi-stakeholder fora

Measurements	Forums		
	PSCR	FER	RSDR
Promote self-regulation	1	-	-
Promote the link between CSR, R&D, competitiveness, productivity and job creation	3	2	2
Promote tax reductions for firms	3	-	-
Promote diffusion, training, education and academic research into CSR	8	8	11
Promote integrated management systems	1	-	-
Promote Socially Responsible Investment	2	1	
Promote transparency of firms*	6	1	2
CSR and employees	4	-	2
CSR and suppliers	2	-	-
CSR and consumers	2	4	1
CSR and The Media	2		-
Promote CSR practice in the Administration	5	2	-
Promote CSR in Small and Medium Enterprises and NGOs	1	5	4
Promote capabilities of Unions, Employers', government and civil organisation in the CSR field	2	2	3
Creation of a State Council on CSR	1	1	1
Promote social action and development cooperation	5	-	1
Promote the link among CSR, social cohesion and/or Sustainability	-	2	2
Others	9	1	-
Total	57	29	29**

*Two out of the nine measures refer to making sustainability reports compulsory for listed firms.
** It was not possible to classify nine of the measures due to their vagueness.

3

TABLE 3
Members of the state council on CSR

Employers' Associations (14)	Trade Unions (14)	Public Administrations (14)	Organisations and institutions in the field of CSR (14)
10 from CEOE¶ 4 from CEPYME	6 from CCOO¶ 6 from UGT¶ 1 from ELA 1 from CIG	1 Senior Member from the President's Office of the Government¶ 9 Ministers 3 Representatives from regional government 1 Representative from town councils	From the business sector Red Pacto Mundial¶ FORETICA¶ Foro de Reputación Corporativa Club de la Excelencia en Sostenibilidad¶ Fundación Empresa y Sociedad Fundación Carolina From advisory bodies and social organisations Consejo de Consumidores¶ Consejo de Medioambiente Consejo de discapacidad Consejo de ONGs de acción social Observatorio de la RSC¶ Confederación Empresarial de la Economía Social¶ Scholars 2 with an academic background¶

CEOE = Confederacion Espanola de Organizaciones Empresariales; CEPYME = Confederación Española de la Pequeña y Mediana Empresa; CCOO = Comisiones obreras; UGT= Unión General de Trabajadores; ELA = Euskal Langileen Alkartasuna;
CIG = Confederación Intersindical Gallega
¶ At least one representative of these organisations was interviewed.

4