

A Civil Company in the light of European Rationality and Ethics: From Transaction Costs to Production Ethics

Mohammad Sadeghi¹

Mostafa Hassani²

Assistant Professor, Hormoz Research Center, University of
Hormozghan, Iran. Researcher in Private Law

msadeghi2207@gmail.com mrs4272@yahoo.com

Received: 18.08.2018 ----- Accepted: 20.09.2018

Abstract:

Companies can be viewed from a variety of perspectives. Some companies can be debated in two main ways from jurisprudence point of view: one of them is essence of propagation, which is to resolve the traditional needs, and the essence of unity, which is to resolve modern needs and each of these essences has its own special superstructures. The companies were framed they do the same thing in the market but in a different manner. Avoiding the costs of monetary and trading ethics and dispatching from the ethics of money production into the "production ethics" has an effective role in the adoption of legal decisions regarding civil companies in terms of structure and function. this research would consider the company's existence philosophy from

the perspective of economic law and its relationship to the cost of trading in Europe and Islamic to provide the appropriate proposal.

Keywords: Trading Cost, Ethics of Money Production, Economic Law, Civil Company, European and Islamic Rationality

Introduction:

The reason for the existence of a company and its relation to transaction costs has been manifested as effective subjects owing to in the field of economic law, the challenge of transaction costs has been considered as the determining element of ownership, choice and freedom. Furthermore, with the evolution of economic law, it has special significance to paying attention to the subject of "transaction costs" in the explaining of the applicable legal decision. To the extent that today, advocates of rights and development in the discussion of explaining the excess of development of a community pay attention to law services in reducing the cost of transactions and exchanges. Accordingly, companies are the product of fundamental developments of rationality and ethics in the field of law and economics, and the review of these developments (the foundations of the company's formation and its legal developments) is effective in explaining and interpreting the structure and functioning of the civil companies. Through this, it will help strengthen legal ideas to pay close attention to the fundamental role of the cost of transactions in law. Less attention has been paid to the philosophy of the existence of civil companies in the structure of transaction's costs and other fundamental changes in the scope of law. In the Iranian legal

literatures', the cause of the company's existence and its evolutionary process has been considered in the form of a purely social establishment, or ultimately in the form of a profit-centered or cooperative-centered society, and the lesser has been paid to the company as an establishment to reduce the costs of legal transactions (Ghaninejad, 1392: 195). In light of the above-mentioned necessity and the vacuum of the research literature, this research will answer a question; **whether current methodologies are in line with the basis of civil company?** A prat form that, through which appropriate method civil company could be an efficient company?

First will be considered as Identity and essence checking and the role of the ethics of renaissance in the direction of economic movement. In pursuit of it, the answer will emphasis for the development of the company on the basis of transaction costs and new ethics to explain the inauguration and evolution of the existential cause. Inspired by the above identity, it will point to the role and effect of philosophical schools in changing the foundations of civil companies (in Europe) along with the self-orientation and else-orientation of normative ethics in civil company. In the final section, the position of material, rationality and the European thinkers' foundation of thoughts in civil companies will be outlined. In the aforementioned note, it is necessary to first provide a definition of the transaction costs and what they are. Along with that, it examines the role of capitalist morality in the presence time of conservative ethics. In line with that, the debate would be beginning from identity of transaction costs.

1. Identity of Transaction Costs

Market transactions usually involve actions that themselves have cost and in order to realize a deal, it is usually necessary to negotiate, close contracts, inspections, arrangements for resolving disputes, and so on; "Ronald Coase" called the cost of these necessary steps to carry out a transaction cost which until the advent of the "money", which was actually trading in the form of exchange and supply of goods, was considered "exchanges costs"(Milgrom, Roberts, 1990, 57-89. Oliver E. Williamson). The idea of introducing this concept was, in fact, to achieve the missing link that related the conventional micro-economy to the social institutions. It is also the creation of concepts that facilitate the exchange of transactions and, of course, to be considered important supports for the expansion of production and investment (Oliver E. Williamson, Year, p195). These exchanges and transaction costs in the modern world include duties, taxes, licensing, various administrative procedures for dealing, offsetting, inflation and uncertainty due to lack of adequate information on the nature of the traded goods and the responsibilities associated with its registration process (Tebbiyan, Ghaninejad, Abbas, 1392: 216).

However, at the beginning, when exchanges took place in the form of a mutual exchange payment that would cost people heavily, money or value-measuring unit, for the first time, was introduced as a "tool" to reduce exchange costs (Goethe and Hulsein,1392: 53).

The money which in other words was originally called "natural money" but by the time this natural currency changed to forms of abnormal money by getting credit from mintage references; coins were strike and banknotes were created. But the money at this time was no more than an "instrument" that could be used to reduce the cost of exchanges. But with the change of "socio-religious ethics" to "economic-religious ethics", which firstly transformed the approach of individuals to the "work" (Forsite, Translator Tadayyon, Ahmadi, 1381: 191), as well as the subsequent transformation of the concept of wealth among societies, was something to meet the need for welfare happened overtime (Katouzian, Arom Smith and the Wealth of Nations, 1358: 16), what Aristotle feared because Aristotle was opposed to turning money into idols and desire for money for his own sake, and for this reason he focused solely on the "ethics of the use of money," and there was no discussion of his "ethics of production of money"(Guido Holsman, 1392: 53). But it was rooted in another matter. This moral transformation was such that it changed the future: However, in the middle ages, property was considered to be the consequences of the fall, and therefore was considered to be contaminated. But religious reformation from the path of liberalism led to the emergence of socialism, collecting wealth, descent and exploitation of the poor by the rich, and increased the status of money against human dignity (Guido Holsman, 1392: 192).

Thus, selected community of religious fell in a way that instead of escaping the world and benefiting from wealth solely for the purpose of expanding and meeting needs, was thinking for controlling the

world and earning wealth for more welfare (Guido Holsman, 1392: 202). At this stage, the role of the Renaissance ethics can be pointed out in guiding transformations towards economic development and providing a framework for paying attention to the cost of transactions in terms of movement.

1.1 The Role of the Renaissance Ethics in Economic Movement Approach

The advent of the Protestant religion and the new reading of Christianity and the advent of the Calvinism were so influenced by the European economic attitude that the "work", which when considered to be a man's distancing from the Lord, turned into a virtue and austerity in Calvin's religion. This came to the conclusion that capitalism was promoted, and eventually the spirit of austerity of work was transformed into the spirit of capitalist morality (Guido Holsman, 1392: 208). Previously, some of collecting wealth of the riches in the way of saving and making money through usury and interest loans have caused the morale of possession and acquisition of maintenance wealth. From this, the group wrongly considered the spirit of ownership equal to this spirit of new capitalism. However, this ownership spirit, which, before the advent of the capitalist spirit, led to the accumulation of wealth in well-being in collecting wealth and plunder, itself over time with the coming of the capitalist spirit turned into working capital, in other words, in this situation, the accumulated asset was considered as a work (Piketty, Fudjani translation, 1392: 201-226). In the work the new spirit was blown up, and the capital, which was considered as a shipment of goods, quickly flowed into

exploitation, and this was the morning of spirit capitalism (Weber, translated by Saghebfar, 1388: 18).

Economic development, which previously meant the accumulation of wealth by the church, was removed from the church clergy. In the language of sociologists, the abstract concept of the universal divine will, which once had the scene, replaced itself with the abstract efficiency, the world market and unlimited production. Economic freedom, which was further disrupted and was going ahead with the spiritual backing of capitalist morality; It passed the freedom of morality and before that moral character. Since then, pursuing work meant pursuing benefits and became rational. In society, violence with ethics in the first place helped to create practical security as well as psychologically and the next element that was essential for the accumulation of wealth and risk in economic activities which would require these two cases later in the future to concentrate the legal force in the hands of the national government in such a way as to push human self-control energies into productive activities And in a time when all forms of "personal violence" became increasingly dangerous, they were forced to become the only legitimate means of earning wealth, industry, savings, and economic activity (Forsite, 1381: 275-276).

At the same time, the church's attitude was slightly adjusted. Where the church opposed lending with interest on guaranteed profits, it accepted investment in profitable risky activities for those who owned the capital. (Weber, 1388: 18). While Catholic thought sought to restrict "production" and Protestant thought, it sought to increase it. In

the language of economists, the ethics of "consumption" were neglected and encouraged "production" (Forsite, 1381: 214). Perhaps capital did not do this, but the spirit of capitalism did it. Profit was a product, demanded or unintended, but production was demanded; the church did not retreat; the insistence of the Catholic clerics on the professorship of the merchants caused the economic game to be done according to the rules and more precisely. The truth is, the search for profit, the ever-increasing profitability, and the continuous, rational and capitalist action, are capital. Thus, it must be said that an economic act based on the hope of gaining is called "capitalism" through the exploitation of exchange facilities, which is based on the (officially) peaceful debates of earning profit (Weber, 1388: 216).

The transformation of the austerity ethics into the ownership of morality and, subsequently, the transformation of the truth into the topic of the morality and spirit of capitalism; the transformation of social morality in relation to money, which was also considered a measure of capital appreciation, from "use" to "production" led to create societal groups due to the economic conditions of society and a deep divide. This proved that money was an "imperfect" solution to the problem of exchange transactions and transaction costs, and was itself a part of the cost of trading. However, it has played a major role in accelerating the passage from the austerity ethics to capitalist ethics.

In the passage of these two periods, the lack of proper ethics for producing money led to advent of two different ways of treating among people who worked out to "produce" more money and in this regard, political-economic systems also had two distinct approaches. The first encounter and the first reaction of the morality of the production of money, due to the existence of ownership morality, led to the formation of a debt in the form of gavel in various societies especially in this way, at the time of the economic prosperity adopted by the governments, but about this the creation of the way of to be lawful legal gavel - in Islamic societies - is a reminder of these times (Kashani, 1354: 86-87). However, with the economic prosperity's declining, this way of to be lawful was banning and treating in accordance with the market situation with these contracts (Weber, 1388: 277). This was in common with both Islamic and European societies.

Many lords, as well as most of the French kings, especially those who received personal taxes or seizures of Jewish property that sometimes paid for them, encouraged the Jews to lend money with interest. In this regards, Historians talked about doing a kind of "sponge system" by the kings and masters, so that they were freeing Jews to accumulate a lot of gains from the ravens, and then seizing them when they were enough to be harvested (1381, p 277). Previously, this situation was experienced in ancient Rome. Rome's laws on interest-bearing loans have periodically advanced and improved the hard times and periods of liberalism. In fact, this

diversity reflects the economic situation and the goals that it intends to make by creating a loan. In fact, modern economists distinguish between two main types of loans: loans for consumption and loans for production. The first is to secure income and pay taxes, and in return for a production loan, the borrower will allow the company to develop and invest more promising profits (Jafari Langroudi, 1380: 160). From this stage, the civil companies clearly claimed to be fertility, and the new ethics and transaction costs that were born in the form of civilization enabled the creation of a civil companies based on the intervention of economic law (transaction costs).

1.2 The Formation of a Company Based on the Transaction Costs and New Ethics

In the recent loan, this interest only plays the role of Partnership in the expected benefit, which is sometimes negligible, and this is the basis of the sleeping partnership, and then the civil participation that the Catholic Church accepted on condition that it was not guaranteed to be profitable (Jafari Langroudi, 1380: 160). In fact, here we can point to the turning point of the transition from the spirit of ownership to the spirit of capitalism, which leads to the creation of the ethics of the production of new money. This is exactly the role civil companies played through competitive activities.

At this time, Catholic rights and even Protestants accepted company contract with all their branches, although there was no doubt

that the company was pursuing interests and the possibility of waste of property and interests in it (Phil Levy, Custodlo, Rezaie, 1386: 90) And this was the second encounter and second reaction of the morality of the production of money, which followed the spirit of capitalist morality. Thus and at this time considered in the definition of the company: "The company is sharing profits and risks" (Phil Levy, Custodlo, Rezaie, 1386: 90). Hence, in the second way, it is formed by the intermediation of companies. It is through investing and circulating the placement of money in the economic community and, in fact, the risk in trading for gaining and profit; this is the way in Islamic jurisprudence and Islamic law, with the tightening of the "rule of Qarar", and on the other hand with widespread of contracts, the risk in these societies was accepted, such as the European societies, made it possible for them to work in order to generate money.

Here, with the consistency of finding the two moral-economic methods (the morality and morale of ownership-morality and the spirit of capitalism), each with its own special purpose-one increasing money, and another increasing production and competing in the market-was supposed to be the day of trading costs. They themselves became economically disadvantaged and reached a point of reliance on gaining more profit and staying out of the initial goal; But this was a subscription that was rapidly evolving and evolving with the advent of a social phenomenon called the company to cooperate with these two modes of behavior. In the meantime, it is necessary to say that if there were no other reasons for the joint cooperation of these two

ethical spheres, then more productive work would bring them together and thus become sources of the law of general cooperation (Ghaninejad, 1392: 198). At the same time, in the case of the actors of the morality of the production of money, the deprived class of society, formed from the two speaker of the proprietors and the proletariat, was struggling to make an income for living away from the talks and the second wave was made (industrialized) by the owners of capital and capitalists, along with the owners of the money-producing ethics in the same way as using ethics of money away from the theoretical discussion, to find their way out only in the course of social law formed by the capitalist group, the "public co-operation law" and thus a new form of socialism arose (Thomas, Translated by Deyhimi, Aligholian, 1393: 473- 474).

Cooperation among these people is the moral indicators of money users instead of the competition, which was a major feature of holders of the morality of the production of money (Ghaninejad, 1392: 198). And even the transition from this morality to money-generation morality has formed and has encouraged them to create an institution with the name of the company. At this time, it can be briefly summed up that in encounter with the "money" that was supposed one-day to be reduction in trading costs and now it was a goal itself. Two moral ways were formed: first, the "morality of the use of money," the second, the "morality of production of money." The ethics of the use of money were proportional with the spirit of cooperation, and morality of generated money with the spirit of competition. But in

both cases one law was true, and that was the capitalist form of an economic company involves a cooperative or competing that gives it life usually has a proportional relationship rather than a reciprocal relationship (Weir, translation of Saghebfar, 1388: 54). On the other hand, in terms of the structure of the two groups of companies formed in another, were taking the same steps and there was the same law in this regard.

It is impossible to form a company without two important factors: one is the separation of households from companies that have embraced all the new economic life, and the other, accounting and rational bureaucracy, which has a very close connection with the first factor (ibid, 1388: 21). These two factors within companies are the starting point for the emergence of a legal personality for companies, thus raising the issue of the appearance of the development of capitalism based on companies and firms, rather than solving the cost of trading costs (Weir, 1388: 21). And this could be considered a historical deviation in economics. But the truth was something else. Both the moral attitudes had the same goal toward money for creating competitive and cooperative company, which seemed to generate more earning and money, were actually aimed at "generating more" and reducing or eliminating the cost of trading in its general sense which even included the cost of money. This showed well that to avoid these costs the companies were formed, and companies actually do the same thing in the market at the time and why they make money at the time of creation, but in a way different (Ghaninejad, 1392: 199).

When transaction costs and even monetary costs on the market increase, resource allocation by firms is done as a successor to the market in the way of administrative and imperative, and coordination and allocation of benefits to companies also include costs. Therefore, a resource coordination approach replaces another way that has the less costs (Taliban, Ghannejad, Abbas Ali Kumar, 1392: 216). Therefore, the existence of companies is necessary in order to avoid the costs of monetary and trading ethics and to dispel the ethics of production of money into the "production ethics".

Where, in a competitive system and ethics of money-generation ethics, companies of this type utilize the optimum level of planning for coordinating and allocating resources to maximize profits and maximize accumulation; in a morally co-operative structure and ethics With the use of money, companies of this type continue to survive as long as they can carry out the task of coordinating and allocating resources at a lower cost than trading system costs, and at lower costs than competitive ones (ibid, 1392: 217). Accordingly, in a general category, civic companies can be divided into pure cooperative companies, competitive companies, and competitive-cooperative companies based on the ethics of money use, money production ethics and production ethics, and thus, the companies mentioned can be identified. Article 20 of the Trade Law was considered to be the survival of this evolution.

2. The Effect of Philosophical Schools on Changing the Foundations of Civil Companies (in Europe)

The events mentioned in the preceding discussion were at a time when democratic systems were denied from political philosophers. (Stuart Mill, 1389: 10). In response to the historical events, what happened and, with the advent of capitalist morality and the production ethics of money and production ethics, which led to the advent of three types of civil companies after the commercialization in competitive and cooperative and competitive-cooperative, their turning point could be considered advent of industrial revolution and even before that. It is a premise that among scholars, political philosophers more than others think in terms of what has been said to reflect on the solution or prediction of the historical future events, taking into account what is being done. What is their status as a place that some Islamic law scholars hold to understand the jurisprudents (Jafari Langroudi, 1388)?

As it was mentioned, the reaction to moral-economic transformations and the transformation of "work" from a "vice" into a "moral virtue" (Forsite, 1381: 208) during the period of royal regimes that took place in a dictatorial and absolute way were formed. The emphasis on this position is very important as it will come. At the same time, with the expansion of competitive markets and the

emergence of factories, manufacturing enterprises, and in particular civil enterprises, which quickly induced their commercial value to society, those people who had already competed with the ethics of money production and so called capitalists They said that in front of many of the people working for the livelihood of the underprivileged capitalists working on a new worker, they were aligned in every sense(Marx, Eskandari, Capital, 1386). However, the theory of hiring and renting human beings in Islam can be compared to the subject of the worker and the proletariat in the west, (Jafari Langroudi, Alfareq, vol. 3: 137) and one of the reasons for separating the foundations of companies in each one is thus observed. Before describing the type of this alignment, it is necessary to first consider the competitive conditions of the society at issue in the context of competitive markets and their implications. The "competition issue" and the "market problem", on the one hand, led the capitalists and companies to try to maximize profits and sometimes avoid losses, and consequently bankruptcy by raising their competitive ability, as much as possible On the other hand, the price of goods while reducing the quality of their products and, on the other hand, as far as possible, by increasing the working hours of the workers while reducing the salary of the proletariat, will continue to maintain the value of their shares by maintaining and increasing the capital market which, of course, resulted in dissatisfaction, capitalism, and the fall of the working class(Thomson, Translated by Deyhimi, Aligholian, 1393: 243- 255).

2.1 Self-Orientation of Normative Ethics of Contractor in Civil Companies

In the meantime, the capitalists lent to governments; governments were indebted to both the capitalists and the newly-born companies, which in turn caused two inevitable paths from governments and companies throughout history. The first was that the governments that were owed to companies and investors were working to overcome these borrowings to the colonization of smaller nations, (ibild,vol. 2: 661- 757) which of course this route is not discussed here. But the second one is precisely the subject of debate; how these dictatorships are supported of the capitalists and competitive companies. What is certain is that the sovereign who sees his tax source from the two main taxpayers from the capitalists and the competitive companies is also bound to keep the path to their income rationally.

In this connection, the wisest trick is to support those views of political philosophers who can oppose the lips of a group of scholars. Hence, in this period, we see the advent of a branch in the political philosophy of these governments and pursue it by competing companies called the normative ethics of Self-orientation, based on the Rousseau social convention, this group which is the first political philosophical view to justify What was considered was a subset of a profitable contractualism that began with Leviathan Hobbes (Peykherfeh, First edition, 1394: 16).

In explaining this school of thought, which was designed to support competitive companies, it should be noted: competitive civil companies that, as it came, quickly turned into competing business companies, with the tendency towards the self-orientation branch of normative ethics, "contractual", on their own profits, and They insisted on the rights and freedoms that they considered fundamental. This theory was first introduced by Glaucon in the Republic of Plato (ibid ,16). A very important point in this theory is that, in this branch of normative ethical theories, the support of orders, demands, frameworks and ethical clauses, not as the consequentialists say, is the greatest benefit for most people, and not, as Task-seekers say that action is in accordance with duty, absolute, good will or something of its kind; it is an agreement made between wise people (ibid, 1394: 18). Contractualist theories of profitability are also deliverable, and by eliminating any reference to ethical concepts and showing integrity and rationality based on the desires and principles of rational choice, such as the use of effective means to achieve the goal, the pursuit of goals, and ... it delivers ethics to other concepts such as faithfulness and adherence to the contract (Peykherfeh, Third edition, 1394: 118).

In this form of contractualism it is important to point out that ethical rules can be regarded as an instrument for achieving goals and satisfaction of lack of morality (and not immoral) pleasures and delivered justice and morals to personal satisfaction of desires outside of ethics, and founded ethics on the basis of rational choice principles. Therefore, based on profitable contractualism, firstly moral demands,

will in some way enhance the personal interests of the companies and maximize the satisfaction of those individuals, and secondly each and every person and competitive company has a convincing reason to accept ethical constraints and moral obligations (Peykherfeh, First edition, 1394: 118).

Therefore, the legal principle derived from this moral-philosophical school, the school of moral philosophy of profitable constructivism, is the principle of the rule of will, and on the basis of which competitive companies based on the ethics of the production of money have the right to full freedom from profit-oriented contractualism, hiring workers, determining their wages, and also taking the pulse of the market to compete with others as far as they can behave freely. It is important to point out that on this basis, the culture of humanist-centered political manifestation has emerged, because of the strengthening of the sovereignty of the will from within, to eliminate the sovereignty of the dictatorship that, by this principle, intends to gain more wealth by competitive companies and capitalists, Unaware that this political humanism and the principle of the rule of will create the culture of liberalism among even the workers and the masses of people along with the capitalists and companies, and from there we should meet and see how one day was supposed to be the basis for the wealth of most states Has resulted in the slogan of minor (Coleman, Rabiee Translation: 143-152) and constitutional governments.

However, on the one hand, the workers' movements, on the one hand, and the growth of liberal culture on the other hand, went up in the same way that the civil society gradually digested both. Competitive civil enterprises, however, faced a coalition of workers in some areas, which led to a shift in attitudes toward the relationship between these companies and their workers. This was more of a kind of implicit agreement in which the self-imposed ethical normality with the contractual manifestation, which was also the basis of the liberal tradition, could also be considered, but not in the form of pure rationalism, which considered only "profit", but with one The series of ethical presumptions that led to call it the right-oriented contractualism (Peykherfeh, First edition, 1394: 22).

In this situation, some competitive companies base this on the belief that justice is composed of rules in which the parties to the treaty are moral agents and must be in an ideal condition in which all enjoy equal rights. In this case, morality, self-governing, and independent, of tools, for the purpose of attaining moral goals, and even if empirical evidence demonstrates that outside of ethics and ethics constraints will lead to the maximum satisfaction of personal demands and it is not possible to recommend the ethic in this path. And this is only blessed Quran that can increase certain motivation.

In this type of contractualism, which has been followed up by a profitable contractual approach to dealing with workers, the human being, who was the same class and working class, has the status of

specific moral victims, is introduced against competitive companies. This particular ethical position is at the center of attention of this kind of contractualism, and the important point is that this position has three distinct and relevant aspects, namely: 1. persons deserving attention, 2. by themselves, are the goal not the means -3-possessing Some rights are irrevocable, and it should be noted that human beings themselves are the most important aspect of their moral standing. At this time, this contractualism had a more formal political smell than morality.

Recognizing an independent moral motive means that contract-centered right axis theories are not delivery axis, and do not try to interpret justice and ethics solely on the basis of the lack of morality interests and profits and rational choice principles. Such as the use of effective reasons for achieving the goal, reducing the cost of achieving the goal, achieving goals, etc. (ibid,22) Thus, the mere rationality of utilitarian contractualism valued value for value ethics with a slight shift. And this itself led to the rule of the will, despite its originality, that it was not absolute, but at this time still, he was ruling. In the meantime, what was in the making was the theory of the school of total origin versus the theory of individual originality. But based on the school of political philosophy of humanism, its recent branch (collectivism), which was absolutely intended to smooth the path of competitive companies to the freer being of the state, we suddenly see that it became reviver of the natural law school.

In any case, the right-oriented conventionalism school is like an intermediary link between the individualism or the self-realization of the contractualism school with the else oriented-collectivist schools, but here we must point out the distinction between the two above-mentioned schools which are self-governing norms of normative ethics to identify the basics of competitive companies and their attitudes based on each of these schools.

The main difference between competing right-oriented contractors with competitive companies based on profitable contractualism is that competing right-oriented contractors' companies have, from the beginning, had certain moral presumptions about human rights and duties, and these assumptions, like constraints on laboring contracts and any other contract that is the result of the agreement and the contract (ibid:22). However, in competitive companies based on profitable contractualism, they only seek to satisfy their maximum desires, and initially do not accept any moral constraints that precede the contract. Contracts of this type of companies are intellectual rationales between the conflicting interests of individuals in which the parties of contract agree to adhere to those constraints, subject to certain reasonable constraints by the other parties to the contract. But competing companies based on right-oriented contracting is trying to "replace a moral equilibrium with physical inequality". Thus, it can be argued that human rights are a condition of competing companies

based on right-oriented contractualism, while they are the result of competing firms based on profitable contractualism.

2.2 Else-Orientation of Normative Ethics in civil Companies

In this period, with the prosperity of the economic cycle and the withdrawal of this industry from the hands of governments, the idea of minimizing governments and their intervention in the economy flourished. Scottish economists and politician philosophers took office. The bitter experiences of self-orientation in the field of normative ethics were worked out, although self-orientation was still an important branch of action.

However, an emphasis is needed on one point, and that the idea of economic liberalism was initially pursued because the economy of competitive companies was supported by the sovereignty, backed by the political philosophy and the high role of governments, but with the boom of the economy as a whole, And the craving for the entry of private competitive companies in all economic sectors, economic liberalism, at least in terms of its views, sought to separate itself from political liberalism and, consequently, the states.

But the final blow came from the book by Adam Smith, an economists and philosopher of the Scottish ethics, in the name of the

nature and causes of the wealth of nations and the mention of the metaphor for "the market's invisible hand"(Awon, translator Rashidian, 1394: 35). It is important to note this that this issue in the field of normative ethics has given rise to the power of else-orientation branch of ethics. This branch, based on the intellectual backing of Scottish intellectuals, including Shaftesbury, Hutcheson, Smith and Hume, was based on stoic ethics(ibid,35). And this is the beginning of a desire to formulate and reception of a democratic political system.

With the acceptance of the democratic political system and the ceremonial rule of the monarchy on the Green Island, a gradual turning-back in the foundations of the legal system of the West from political philosophy to the succession of the philosophy of morality was formed. At the same time, the attention of individualist ethics to the normative ethics of else-orientation or collectivism was strengthened. This article is very important to understand the foundations of civil companies, both competitive and non-competitive. One of the most important issues that led to the tendency towards individualist transformation into an outsider in the philosophy of morality as the philosophical basis of civil society was the popular role of people along with labor protests from the point of view of psychology (Kelly, translator Rasekh, 1382: 462). This topic, the participation of people in government affairs with this democratic system, was one of the main reasons for the acceptance of moral

collectivism (else-orientation), which, of course, was taken into consideration by the Scottish philosopher as it passed (ibid,1394: 23).

In the philosophical theory of Scottish philosophers, the coordination of personal interests led to the interest of others. And this was the beginning of a collectivist ethical school of utilitarianism, with James Mill and Jeremy Bentham's quantitative point of view, (Li Anderson, Translator, Deihimi, 1393: 107) and, of course, a new basis for competitive companies, which could be called Zain's social cooperation. It's a new foundation in competing companies that somehow competitively approaching cooperative companies was due to this classical utilitarian view, which, in their view, was considered to be a practical exercise that would lead to the greatest benefit to most people. But this rule has some points, including the fact that if we consider the average benefit and good of human beings as a positive quantity, it is obviously more obvious that utilitarianism requires us to increase average satisfaction of the number of people who have it as much as we can if we do not reduce the average satisfaction.

But if we can predict that increasing the number will lead to a decrease in the average benefit, or on the contrary, a problem that is only not referred to officially, but is largely ignored by many utilitarianists. And if we want to make use of utilization as the ultimate goal of our actions for the good and for the benefit of all, and

not merely the good and the benefit of a particular person, then the result will be that if the population is added -in general- more beneficial and beneficial, Then we should consider the goodness of the people added more valuable than the good and the benefit of the rest of the people (Dabbagh, 1392: 49).

Here, in order to clarify the concept of else-orientation as one of the best components of the foundations of civil companies in two areas of competition, we need to analyze the concept of "another" from the perspective of one of the most important continental philosophers, in order to clarify the basis of the average of good meanings. In this connection, Levinas sees the concept of "another" analytically and conceptually in the development of morality. In this sense, with the advent of the "other" philosophy of morality begins instead of political philosophy. Therefore, it can be well understood that the Anglo-Saxon collectivism, which in fact with its attitude changing, that actually with attitude changing about nature of societies from "against co-existence" to "coherence," is the beginning of the formation of the cooperation as the most important basis of civil society.

Now, with regard to what has been transmitted, the two concepts of "collectivism- else-orientation" and "utilitarianism" have become somewhat clear, it can be well understood that from now on, the principle of the will, taken from the discussion of the primacy of the

individual, with the application of the normative ethics of the prioritization, utilitarianism will not have its former position. It can be seen, however, that the principle will with coming of the concept of "else-orientation" in the utilitarian school with a significant retreat has turned into the concept of "freedom of contract"(Dabbagh, 1392: 49). And in fact, the discussion of individual voluntary limits has been strengthened.

Thus, we can see well the change of the provisions and principles regarding the competition of competitive companies and cooperative companies and competitive-cooperative based on new foundations, both in their structure and in the employment of workers and the free market system.

Hence, by the end of the nineteenth century, and the acceptance of the democratic system which led to the fundamental formation of the foundations of civil companies, it should have been said that in European systems, especially Anglo-Saxon, the foundation of civil and commercial companies as either competitive or cooperative or cooperative-competitive were not so much compeer with political-moral system. It seems, however, that in order to clarify the socialist collectivist nature of the competitive companies and cooperation of the Anglo-Saxon system, and its distinction from the Socialist-Marxist system, the important point should be noted that the basic principle of the legal distinction of each of these two schools is apparently similar. And it is referring to the subject of the attitude of each of these

schools and philosophies to the question of the existence or absence of a conscious element (industrialism and transformation) (Von Hayek, Translator Ghaninezhad, Moayeri, vol.1: 13) which itself determines the extent of the impact of participation and non-participation in the outcome section.

In this regard, it is necessary at the outset to clarify the foundations which begins with the famous statement of Hegel: "All that is real is reasonable, and all that is reasonable is real", The interpretation of this is that the true explanation of any phenomenon is synonymous with the proof of the logical necessity of the phenomenon -which was logically the same as historical or metaphysical, and the necessity of being rational was also synonymous with its rational acceptability; nothing could be evil or necessary-, because what is actually necessary is necessarily true, and the necessity of everything its justification (Berlin, Rezaie, Carl, 1392). Conservatives, who said that it was only true, rational, proclaimed that the criterion of rationality, existence in the present or the survival talent; The stage that social institutions or individuals have achieved and as they exist in a given moment, is their adequate criterion for their superiority. And the last necessary stage is the best stage, and the most complete framework until that time; and trying to change it is futile because it is contrary to the verdict issued by history, this is a form of argument that is compatible with its purposes, and Marxism got acquainted the world with it (ibid, third edition, 1392: 97). Thus, what we are seeing is that in competitive and cooperative companies, from the point of view of

Marxism there is a close proximity to the normative ethics of a self-orientation contract-oriented, and thus it is the role of shareholder of ceremonial shares and is mainly determined by the calendar (Comet Golbarat, Translator Farhadi, 1388, 59). And this is exactly what has happened in the companies. On the other hand, this process, based on Marxist socialism in competitive companies and even cooperatives, has a major role for managers, and shareholders and partners have the least moral significance and consequently are legal rights (ibid, Firt edition, 1388, 41). The achievement of management in these companies is based on this system of thought, both in the legal system and in the economic system, is on the strength of the theory of calculation socialization, or the economic calculation (O Kapoorasso, P Levine, translator, Abdullah Zadeh, 1392: 41). That is, economic calculation is a way of using what is available. It is actually a way of understanding social action as the result of private computing and the possible effect of action to meet private need.

Thus, the least importance in such a system is calculated within the companies for the individual and is of the greatest importance to managers as well as companies. On the other hand, priority is given to production and not to the division of shareholder's dividend. Here, the main role is played by managers and is considered to be the least important for the shareholders. The rules are adopted in such a way that a partner alone cannot confront the company and, in spite of the powers of the executives, extends to the point that any decision even enrichment itself is allowed (Comet Golbarat, Translator Farhadi, 41).

In fact, this economic system is based on industrialism, or structuralism, and the economic situation of the company and even the market must be regarded as predictable. Everything is already defined; and even the concept of social justice within the company is judged in this way. Private ownership is diminished and collective ownership gets highlighted, giving the supervisor the right to supervise the highest person, the manager at the company. In such a system, the concept of "the principle of the freedom of contract is less visible, and consequently the private property sector is second or third" (Kelly, translator Rasekh, 464 – 465)

In contrast to this insight, we see the emergence of a Social-Democratic state based on the utilitarianism of Mill and Bentham. The definition here is different from socialism and is based precisely on the opposite of Socialism-Marxism. Whatever the branch is based on historicity and industrialism, this branch is based on freedom of contracts and transformation, the theory of spontaneous order completely derived from this school and civil companies in this regard, based on this branch, taking stock holders into account (Berri, Dehimi Translation, 1387: 66 – 69).

3. The Place of Interests and Rationality in the Foundations of Civil Companies

Here, as an expression of the source of the basic issues of civil society, while recalling the role of expediency in the Islamic and European insights, we explain the extent of influence and position of reason-centered and non-rational.

3.1 The Basics of Islamic Thinkers in Civil Companies

Among some Islamic philosophers, as well as jurists, there is a controversy about the issue of expediency and jurisprudence provisions, for example, about the goodness and the evil of provisions among Sunni scholars, among the Mu'tazilite and Ash'arites, that this dispute between the provisions related to the issue of civil company has also taken, In the beginning, the sum of the votes of each Sunni jurisprudent, whether Shafi'i, Hanafi, Maliki and Hanbali, and even within each of these religions, is not possible due to the presence of forms of denial of the other's position, provided that the jurisprudent present in any of these religions, which is one of the positions of Mu'tazilites or Ash'arites And sometimes even this has made a hardness in their provisions into the issues such as civil companies. This is in such a way that the proponents of the divine provisions of Mu'tazilite regarding civil company are considered to be beneficial and corrupt, and therefore believe in the inherent goodness and the evils of provisions about it (Ebrahimi Dinani, 1392: 94).

However, the Ash'arist jurists consider the goodness and the evils of civil companies to be in accordance with the divine provisions and the rules derived from the hadiths and quoted, and therefore, believing in the predominant goodness and the evils of the provisions concerning it, such as the rule of forbidding the non-presumable of the hadith and quoted of prophet hood (ibid, 1392: 94). And as it was expressed in its history, they adhered to such an attitude that they did not permit to ostentation to the family of risk contracts for contemporary years. This difference between the two groups, which is rooted in the attitude of each of them to the issue of the position of reason among the sources of Islamic jurisprudence, returns to the point that if the wisdom in the subject of the jurisprudence provisions may be prior to Shari'a or not?

In response to this, each of these two groups, which is influenced by most Sunni religions and each has a base, is a function of the viewpoint. The Ash'arist jurists have considered Shari'a as the preferred reason, in other words quoted on the rationales. And they have expressed the absolute validity of the quoted statements as having preferred the Shari'a to reason, and therefore they explicitly state that: The reason for the precedence of religious law is that all the provisions of the Shari'a have been approved by the provisions of reason, but all that is accepted by the provisions of reason is not a confirmation of the law of the Sharia in other words, it can be said that

in Ash'arī's view, the validity of the provisions of reason is conditional on the signing of religious provisions, but the validity of the religious judgments is never conditional on the signing of the provisions of reason (ibid, 1392: 94). They consider the wisdom and the judgments of it as widespread, and even degrade the wisdom to the extent of instinct, claiming that in general, the holy religion does not need to intellect, but intellect will always be in need of Shariah.

Thus, they deny the rule of reasoning the wisdom, but at the opposite point, the Mu'tazilites provisions the priority of the provisions of reason on the provisions of the law and consider reason as one of the main sources in the extraction of judgments and It is based on this that, contrary to the Ash'arist jurisprudence, adherence to the rule of reasoning is based on rationale and based on it, they have reminded the judgments and derive the fiat evils and profits of the provisions according to the rational goodness and evil. But on the other hand, this same issue of reason among jurists and philosophers of the Shi'ism also led to discussion between the two groups. First, the principles and the other declaratives. Declarative jurists have strictly banned the extracting of the jurisprudential provisions from something applied through the wisdom. And in the way of the jurists of the Sunni Ash'arism, rules out to negation of the principle of a rational decree however, the principled jurists of the Imamiyah, such as the Mu'tazilites, while accepting the rule of reasoning are ruling to accept the wisdom. Thus, as it has become clear, following the acceptance of reason as an independent source in

each of the above-mentioned distinctions in determining the status of judgments from the area of the Sunni jurists or the jurists of the principled Imamiyya is not subject to the provisions of the Shari'a but due to the lack of acceptance of reason. The title of an independent source in each Sunni Ash'ari jurisprudent and Imams' jurists are regarded as beneficial and corrupt according to the provisions of the Shari'a.

In consequence, it can be said that the ijihad of the decree has ultimately led to the emergence of seemingly conflicting opinions among the religions on the basis of acceptance or non-acceptance of reason in issues such as algebra, arbitrariness and expediency and the necessity of a subject such as civil companies, from Imami or Sunnis, having had any of the basic issues, the principles, the prophets, and the Ash'arites, they were subject to ijihad and did not stop, the contradiction in the opinions as it was evident in the wind was not between them. Of course, it should be noted that through the implementation of the subject's ijihad and its distinction with ijihad, the first sentence was devised from the field of Islamic philosophy. In this way, by discussing the object with regard to the possibility or absence of it in a rational and possible way, of course, in terms of the necessity or the unnecessary need to discuss this connection, it should be noted that according to their way of reasoning is that their view of "object" means a phenomenon or phenomenon. And they were in their argument about this.

The existence of an object, like the phenomenon of civil companies, is a subset of their potential. And as long as the object like civil companies is actually possible, it will never be in the scene and the universe will not come. In this way, everything in the universe exists before it can be existing it is possible, and this is also the case in the evolution of civil companies, which was formerly discussed among the Islamic jurists, such as the emergence of covenantal civil companies along with ownership civil companies.

This means that civil companies has been implicated as a possible thing in the mind of Islamic philosophers and has not paid attention to the issue of civil companies without proposed provisions which is expressed by some of the jurists, regardless of Islamic wisdom, and without consideration about these matters, they have ruled to quash without any inquiries into its philosophical foundations. Of course, it is necessary to note that the wisdom-oriented jurists regardless of the religion they have chosen, considering that they have accepted the originality of the will they move more easily into accepting the types of civil enterprises than the jurists who have considered the intellect to be a subordinate to the Shari'a and based on it.

However, the jurists who are subordinate to the priority of the religious, on the other hand, because they are usually psychologically paying attention to unlawful more than the permissible; Their rational viewpoint has not paid attention to the possibility of civil companies

to amount that it paid attention to refuse the evolution. However, the refusal is also rationally from the point of view of Islamic philosophers as "possibility" of a second philosophical reasonable and second philosophical reasonable is not the nature that has multiple components on the outside. But philosophical secrets, although they play an important role in the formation of qualities for external organisms, but do not have directly outside example and as well as does not have objective components like natures. In other words, it can be said that philosophical meanings do not have the essence and, therefore, the outside universe is not their existential capacity, so that they are to be subject to being forbidden or lawful. Because the issue of being lawful and permissible and forbiddens is related to the form of the matter, and not things that are not two as "possible" and "refusals". The discussion of the "possibility of the existence of civil companies" is not debatable from the point of view of being permissible or forbidden in terms of verdict, but merely is checking its possible existence.

But maybe a question arises, and that is, where is the opportunity and the right place to investigate the subject from the jurisprudential point of view? In this regard it can be said that the jurists who are involved in the subject matter of their *ijtihad*, and not merely in the verdict, and their attention to the verdict is related to the issue in cases such as civil companies they must look at the necessity of their existence from the perfect benefits pointview and the entrance of the Shari'ah is not a question of the possibility or impossibility of them, because this discussion is completely rational, and the place of entry

of Shari'a is a framework of public interest and social necessity, because the discussion is about the possibilities of a component of secondary philosophical considerations that are outside the circle of topics of verdict and the place where the issue of admission is restricted to the motivation and stimulus of these possibilities for being, which can be summed up for reasons or public interests, and these matters are subject to Shari'a. Thus, what is briefly stated here is a way in which the philosophical foundations of the subject matter and the domain of ijihad rule are specifically spoken about the foundations of civil companies.

3.2 The Foundations of European Thinkers in Civil companies

This is close and common aspect of Anglo-Saxon's else-oriented ethical philosophy because one can clearly see the broad role of the community, the necessities and the public interests in the rules governing the civil companies and its foundations and their evolution in both intellectual orientations (Islamic-Anglosaxonian) in other words, it can be seen that both the role of custom and interests as a stimulus to the creation of civil companies and pluralism and moral else-orientation that builds the rights of civil companies is far more colorful than the role of moral individualism or the Sharia.

In this regard, it is necessary to give evidence to prove that what has passed:

When John Plamenaths, in the division and compilation of his enormous book "Man and Society", in each of the volumes of that book, paid for the separation of political and moral philosophers. The first volume was dedicated to individualist philosophers, or "human beings," and the second volume was devoted to the else-oriented philosophers, or the "society." In the second volume, which can be seen from the section of the mujtahids in the subject of Islamic and Western civil companies, the name of four else-oriented philosophers was mentioned (Plumannas, translation of Firusmand, 1387: 687).

First, Jeremy Bentham, John Stuart Mill, the founder of the moral utilitarian school as well as Marx and Engels, the inventors of socialism-communism. The main disagreements of the two first with two others is about the function of reason and its capacity in the discussion of economic computing, which forms the cornerstone of the foundations of civil society, whether we can value collective wisdom, or that an informed agent is able to everyone like the managing director of a company decides: How different is the circle of public interests in each one with another. The motivator for the possibility of the existence of a variety of companies is summarized in a single wisdom, or is the collective wisdom to explore the interests?

What was proven was that the two issues of transformation and structuralism are the main outlets of each of the two above-mentioned schools (Von Hayek, translated Ghaninejad, Moayeri, 1392: 13). In the study of the issue of reason between Islamic philosophers and how jurists use the public interest, what seemed to be acceptable, and more than anything else, seems to be the profitability school that was founded by Mill.

Although it may seem that many basics of the foundations of Islamic civil companies are closer to the basics of this issue with Socialism-Marxism, it is difficult to accept this view in the ways mentioned above. And it should be considered closer to the foundations of the Islamic civil company foundation, based on the foundations of utilitarian civil companies. Because in both of the two perspectives the principle of accepting the virtues of reason is evolutionary and evolving, on the other hand, it is a respect for the public interest in each of these two schools and, ultimately, the acceptance of the will in the wisdom of these two more than the other schools is seen. Therefore, the foundations of civil society in Iranian law can be examined philosophically with the foundations of the utilitarian school and from the jurisprudential point of view by accepting the subject's ijtihad.

Conclusion

It is also necessary to mention that because social hopefulness category have not been developed in the framework of the creation of companies in the Anglosaxon systems. It has not been clear at least in the last 50 years that there is no discussion of it in the economic analysis of civil society, but at the present time that the rational and rational approach to the ethical perspective allows for simultaneous development of individual and social ethics, the discussion of social hopefulness in civil companies is undeniable as a phenomenon of credit. The civil society as one of the most important social phenomena are still neglected in lack of attention. Hence, it is necessary to provide the foreseeable future as much as possible by avoiding legal ideals such as justice, and this will not be possible unless we examine the foundations of social-economic phenomena like civil companies. The foundations of civil companies- is that with care in this research, one can see the role of civil companies in social and economic developments, which is not only advised the insolvent of this issue, but also it is surprising.

Recommendation: The study of legal works shows that this issue and its review have not been well reviewed so far, which has caused the courts to be confused in solving its problems and progressing the indigenous economic phenomenon's.

It is suggested that executive institutions, in the light of the capacity and potential of civil society, even in the field of business discussions, publish broad rules and from this historic societal

capacity, which is itself a historical phenomenon, it makes more community involvement possible in order to utilize its capital to further economic prosperity and economic innovation.

References:

Ebrahimi Dinani, Gholam Hossein, 1392, **The adventure of the Philosophical Thought in the Islamic World, Publishing: Tarh Novin**, Vol 1, Sixth Edition.

Stuart Mill, John, 2010, Elected Government, Translator Ramin - Ali, **Ney publishing, Second Edition**

E Kapurasso, James P. Levine, David 1392, **Theories of Political Economy, Translator** Abdullah Zadeh, Mahmoud Sales publishing, Second Edition

Berlin-Isaiah, Rezaie-Reza, Karl Marx, 1392, **Mahi publishing, Third edition**

Berry-Norman, 2008, Theory of the Order of the Promise, Translator Dahimi, Khashayar Ney publishing, First Edition

Plamenatz, John 2008, **Human and Society**, Translator Firousmand, Kazem, Publishing: Rosane, Vol. 1 & 2, First Edition

Peykherfeh - Shirzad, 1394, **Utilization, Publishing: Negah Moaser**, First Edition

Peykherfeh - Shirzad, 1394, **The boundaries of morality**, Publishing: Ney, third Edition

Piketti-Thomas, 1392, **Capital in the 21st Century**, Translator Fudjani-Aslan, Publishing: Naghde Farhang, First Edition

Thomson-David, 2014, **Europe from the Napoleonic era**, Translator Deihimi-Khashayar, Aligholian-Ahmad, Publishing: Ney, Vol. 1, Third edition

Jafari Langroudi - Mohammad Jafar, 2009, **Alfareq Encyclopedia of Public Law Publishing**: Ganj Danesh, Second Edition, Vol. 3

Jafari Langroudi - Mohammad Jafar, 2001, **Civil Rights Philosophy**, Publishing: Ganj Danesh, Vol. 1

Dabbagh Soroush, 1392, **Lesson of Philosophy of Ethics**, **Publication**: Serat Cultural Institute, Second Edition

Tebbiyan-Mohammad, Ghaninejad-Moussa, Abbas Ali Kumar-Hussein, 2013. **Andishee Azadi**, Publishing: Donyaye Eghtesad, Second Edition

Ghaninejad-Moussa, 1392, **Economics in Other Story**, Publishing: Donyaye Eghtesad, First Edition

Forsite - Site, Fakhredin-Ahmad, Ahmadi-Shahin, 1381, **The Ethical Conditions of Economic Growth**, Calvin and Capitalism Religion 1 and 2 (Moral Conditions of Economic Growth), Hermes Publishing, First Edition

Forsite - BT, translator Tadayyon-Ahmad, Ahmadi-Shahin, 2002, **Calvin and Capitalism Religion 1 and 2 (Moral Conditions of Economic Growth)**, Hermes Publishing, First Edition

Von Hayek-Friedrich, 1392, **Legislation and Freedom Law**, **Ghaninejad-Moussa, Moayeri-Mahshid**, Donyaye Eghtesad Publishing, Vol. 1, First Edition

Philip Levy-Jean, Custodlo-André, 2007, **Date of payment of obligations**, Translator: Rezaie-Rasul, Publishing: Mehr and Moon, First edition

Katouzian - Mohammad Ali, 1358, **Adam Smith and Wealth of Nations**, Publishing: Pocket Books Co., First Edition

Katouzian-Amir Nasser, 2005, **Legal Acts**, **Publication:** Publication Co., 10th Edition

Kashani-Mahmoud, 1354, **Fraud against the Hail Law**, Publication: National University of Iran, Second Edition

Kelly John, 2003, **A Brief History of Legal Theory in the West**, Translator Rasekh - Mohammad, Publishing: Tarhe No, First Edition

Kent Golbaryt-Jan, 2009, **Economics, Innocently Fraud**, Translator: Farhadi-Kazem, Publishing: Ney, First Edition

Kuhn-Lawrence, 1394, **From Modernism to Postmodernism**, Translator Ishidian - AbdulKarim, Publishing: Ney, First Edition

Guido Hulsein-Jorg, 1392, **Money Making Ethics**, Translator Mir Atoulbey- Seyyed Amir Hossein, Publishing: Donyaye Eghtesad, First Edition

Lee Anderson-Susan, 2014, **The Philosophy of John Stuart Mill**, Translator Deyhimi-Khashayar, Publishing: Tarhe No, Second Edition

Marx-Karl, Eskandari-Iraj, 2007, **Capital, Publishing:** Ferdows

Coleman-Chams, Rabiee-Milad Translation, Individual and Governmental Rights, Policies Journal

Weber-Max, 1388, **Protestant Ethics and the Spirit of Capital**, Translator Saghebfar -Morteza, Publishing: Jami, First Edition

Guido Calabresi , "**Transaction Costs, Resource Allocation and Liability Rules--A Comment**," The Journal of Law and Economics 11, no. 1 (Apr., 1968): 67-73.

<https://doi.org/10.1086/466644>

CoaseR.H. 'The Nature of the Firm', **Economica**, Vol. 4, 1937, pp. 400-405

Jeffrey H. Dyer,**Strategic Management Journal** .Vol. 18, No. 7 (Aug., 1997), pp. 538

CoaseR.H. 'The Nature of the Firm', **Economica**, Vol. 4, 1937, pp. 400-405

Jeffrey H. Dyer,**Strategic Management Journal** .Vol. 18, No. 7 (Aug., 1997), pp. 538