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Grounded Corporate Agents with Emergent+ Capacities

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Abstract

This paper clarifies the metaphysical relation between corporate agents and their members under Kendy Hess's holist account of corporate agents. While Hess emphasizes that corporate agents depend for their existence on the structured participation of their members, the precise nature of this dependance relation remains insufficiently articulated. I argue that corporate agents are *non-reductively grounded* in their members: they exist in virtue of the structured participation of individuals within enduring social organizations. Grounding thus explains the ontological dependence of corporate agents on their members. However, on Hess's view, corporate agents possess capacities and properties that can only be attributed to the organized whole. The grounding relation leaves these distinctive capacities and properties insufficiently explained. To address this, I introduce a modified notion of *emergence* ("emergence+"), according to which corporate agents' capacities and properties depend upon, yet are not reducible to, their members. I further argue that grounding and emergence+ are complementary rather than competing relations. Taken together, grounding and emergence+ offer a more complete account of the corporate agent–member relation and clarify central but underdeveloped metaphysical commitments of Hess's holism.

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§ 0. Introduction

Moral responsibility is frequently ascribed not only to individuals but also to collectives. In particular, it is often attributed to a subclass of collectives: corporations. When, for example, a product malfunctions and causes harm, the locus of blame typically falls on the corporation itself (e.g., Apple) rather than on any individual employee. Here, we treat the corporation as the bearer of responsibility. Doing so is typically not merely for epistemic reasons. That is, it is not simply that people blame the corporation because they lack knowledge of which specific employee(s) contributed to the malfunction. Rather, there appears to be a genuine sense in which blame is directed at the corporation as such. This practice seems to presuppose the existence of corporate agents, for if we are to make sense of corporate responsibility, we must posit agents to whom such responsibility can be attributed. By "corporate agents," I refer, broadly, to businesses such as Apple or Ströck-Brot GmbH (a well-known Austrian bakery chain). While such agents may vary in size and complexity, my focus is specifically on corporate agents that exhibit structured decision-making capacities and are therefore more plausible candidates for moral responsibility.

When we posit corporate agents to attribute responsibility to them, we are immediately faced by a tension: while a corporate agent is composed of individual agents (i.e., its members), its status as a genuinely responsible entity seems to require a degree of ontological independence from those individuals. Intuitively, the relation between a corporate agent and its members is deeply entangled; yet any robust account of corporate agents must also secure a measure of autonomy for the corporate agent. It is somewhat surprising that the corporate agent–member relation has not yet been examined with the degree of explicitness that its significance would appear to warrant. As a result, the nature of this relation remains comparatively under-theorized and lacks conceptual clarity. The aim of this paper is to elucidate the corporate agent–member relation. I will do so by drawing on two concepts from analytic metaphysics: grounding and emergence.

More broadly, I seek to address the ontological challenges that confront the notion of a corporate agent, in line with the work of Kendy Hess.[2,3] These challenges are especially pressing because, as Hess rightly notes, the corporate agent's metaphysical underpinnings remain significantly underdeveloped, despite being one of the most common points of critique against collectivist approaches.[4] Many critics

[2] While questions concerning corporate agents frequently give rise to epistemic challenges, for example, regarding how we might identify, predict, or model their behavior, such issues lie beyond the scope of this paper.

[3] Hess, Kendy (2018a) 'Does the Machine Need a Ghost? Corporate Agents as Nonconscious Kantian Moral Agents', *Journal of the American Philosophical Association* **4**; Hess, Kendy (2018b) 'The Peculiar Unity of Corporate Agents', in Kendy Hess, Victoria Igneski, and Tracy Isaacs, eds., *Collectivity: Ontology, Ethics, and Social Justice*, Rowman and Littlefield; Hess, Kendy (2020) 'Assembling the Elephant: Attending to the Metaphysics of Corporate Agents', in Deborah Tollefsen and Saba Bazargan-Forward, eds., *The Routledge Handbook of Collective Responsibility*, Routledge; Hess, Kendy (2025) 'Re-bunking Corporate Agency', *Inquiry: An Interdisciplinary Journal of Philosophy* **68**: 979-99.

[4] Hess, 'Re-bunking Corporate Agency', 980.

of the collectivist position have objected to it on the grounds that it entails what they perceive as ontologically extravagant or metaphysically peculiar commitments. As Hess observes, these critics frequently invoke an "aura of weirdness" surrounding collectivist claims.[5] In particular, corporate agents are often portrayed as "ghostly," "incorporeal," "mysterious," "magical," "spooky," "hovering" entities.[6]

This paper shares Hess's aim of developing a "metaphysically robust" account of corporate agents, one capable of withstanding the common charge that collectivist theories lack an ontological foundation.[7] Following Hess, I do not discard the influential accounts of corporate agency advanced by Peter French and Christian List and Philip Pettit (hereafter collectively referred to as "FLiP").[8] Rather, the goal is to enhance their plausibility by addressing and moving beyond certain restrictive assumptions embedded within their frameworks.[9] There is a general tendency within FLiP's accounts of corporate agency to privilege corporate agents' officially recognized practices, those codified or institutionally sanctioned, while neglecting informal, unofficial, or unwritten practices that nonetheless play a significant role in shaping the corporate agent. I submit that the project initiated by Hess may be understood as an effort to de-idealize FLiP's accounts, thereby rendering them more applicable to a broader range of corporate phenomena.

It should be emphasized that the present paper does not undertake a systematic defense of Hess's holist account of corporate agents. Rather, its aim is interpretive and constructive: to develop conceptual resources that clarify and further articulate the metaphysical commitments implicit in Hess's framework. Although such clarification may bear on the ultimate plausibility of the view, a systematic defense of holism would require a separate argument and lies beyond the scope of this paper. Accordingly, Hess's conception of the corporate agent is taken as a working assumption throughout.

Ultimately, I argue that the relation between corporate agents and their members is best understood as having two irreducible metaphysical dimensions: corporate agents are grounded in their members insofar as they depend on them for their existence, yet corporate agents' capacities are emergent from their members insofar as those capacities can only be attributed to the organized whole.

I proceed as follows: Section 1 articulates the theoretical framework within which the argument is developed, outlines Hess's holism, and introduces grounding and emergence; Section 2 argues that corporate agents are grounded in their members; Section 3 argues that corporate agents' capacities and properties are emergent from

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[5] Hess, 'Re-bunking Corporate Agency', 994.
[6] For a catalogue of these critiques: Hess, 'Re-bunking Corporate Agency', 980 fn. 2.
[7] Hess, 'Does the Machine Need a Ghost?', 68; Hess, 'The Peculiar Unity of Corporate Agents', 36; Hess, 'Assembling the Elephant', 119; Hess, 'Re-bunking Corporate Agency', 984.
[8] The most important works on corporate agency by FLiP include: French, Peter (1984) *Collective and Corporate Responsibility*, Columbia University Press; List, Christian and Philip Pettit (2011) *Group Agency: The Possibility, Design, and Status of Corporate Agents*, Oxford University Press.
[9] Hess, 'Re-bunking Corporate Agency', 985–87; Hess, 'Assembling the Elephant', 122.

their members; Section 4 reconciles the grounding and emergence relations developed in the preceding sections; Section 5 concludes.

§ 1. Theoretical Framework

This section establishes the theoretical framework of the argument, by outlining Hess's holist account of corporate agents and introducing the concepts of grounding and emergence independently of Hess's work.

1.1 Hess's Holist Account of Corporate Agents

The holist is committed, on Hess's account, to two central theses: first, that properly organized collectives of persons can instantiate a metaphysically distinct entity; second, that such entities possess irreducible properties and capacities, notably including "the capacity for a highly sophisticated form of rational agency".[10] On this account, a corporate agent is not to be reductively identified with the intentional states, decision procedures, or the agency of its individual members alone. Rather, it is unified by the underlying *social structure* that merges its members into a coherent whole, which enables it to exhibit certain complex capacities (e.g., the capacity to deliberate and act). In what follows, I adopt Hess's demarcation of membership, according to which all individuals embedded in the workforce of the social structure qualify as members. This demarcation is intended to delineate membership boundaries in a principled way: "support staff who are embedded in the social structure are members, e.g., while outside consultants are not, however essential and effective their influence may be."[11] For Hess, this demarcation follows from her claim that participation in the relevant social structures is immersive rather than merely episodic.[12] It is this immersive mode of participation that underwrites the robust ontological status she attributes to corporate agents and, in turn, allows them to be understood as material entities. On Hess's view, this materiality provides "an outer limit to the subvenient base," leading to the above demarcation.[13]

A further pivotal element of Hess's account is what she terms "[r]e-membering the corporate agent".[14] Hess aims to foreground the role of corporate members within the corporate agent, countering interpretations, such as those she attributes to FLiP, that risk "dis-membering" the corporate agent and thus undermine its plausibility.[15] In particular, FLiP detach the corporate agent from its members in a way that makes it implausible to think that a corporate agent could ever materialize from its members. Contrastingly, Hess's re-membering suggests a metaphysically

[10] Hess, 'Re-bunking Corporate Agency', 979.
[11] Hess, 'Assembling the Elephant', 122.
[12] Hess, 'Assembling the Elephant', 122.
[13] Hess, 'Assembling the Elephant', 122.
[14] Hess, 'Re-bunking Corporate Agency', 984.
[15] Hess, 'Re-bunking Corporate Agency', 982–84; 987–88.

significant relation between the corporate agent and its members: the members constitute an integral part of the corporate agent.[16] The present inquiry aims to specify this relation.

Turning to the social structure mentioned above, Hess emphasizes that it is this structure which unifies the disparate members into a single ontological whole.[17] Such unity is possible because the structure is understood as "a network of social relationships internal to the corporate agent which constrain the actions of the members."[18] Through these relationships, the structure organizes the members' thought, communication, and actions. In more concrete terms, the members are provided with "templates that favour certain forms of action, coordination, justification, and axiology among other things."[19] While this type of social structure is necessary for the existence of the corporate agent, Hess denies that it is sufficient: the "active participation of the members" is also required for its formation.[20] Accordingly, she insists that the corporate agent is not identical to the social structure itself. Hess further characterizes this structure as broad and deeply embedded, affording a more comprehensive and resilient integration of individuals than alternative accounts, such as those offered by FLiP, can provide.[21] Participation within this structure entails more than discrete actions such as voting or role fulfillment; it requires an "immersive" kind of engagement.[22] Here, "immersive" denotes a mode of participation in which members are substantively and holistically integrated into the social structure, such that their agency is embedded within and constituted by the ongoing practices and relations that sustain the corporate agent.

Building on these considerations, Hess advances a metaphysically substantive view of corporate agents as *material entities*.[23] She asserts that, analogous to individual human agents, the intentionality of corporate agents is rooted in their "material aspect".[24] However, unlike individual agents, the material aspect of corporate agents is distributed across members and unified through consent.[25] This consent-based unity should not be understood as a merely contractual relation. Rather, Hess argues that the distributed material aspect of a corporate agent is held together by members' ongoing willingness to occupy and enact organizational roles within the corporate structure. The corporate agent is therefore unified not by physical contiguity, as in the case of an individual organism, but by the sustained participation of individuals who submit themselves to the constraints and

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16 Interestingly, Hess appears to take an initial step toward capturing this relation in her 2020: "it reveals corporate intentionality and agency as [...] more deeply *rooted in* the full membership and more *independent of* any individual member than the current accounts allow." Hess, 'Assembling the Elephant', 124, my emphasis.
17 Hess, 'Re-bunking Corporate Agency', 987.
18 Hess, 'Re-bunking Corporate Agency', 985.
19 Hess, 'Re-bunking Corporate Agency', 985.
20 Hess, 'Re-bunking Corporate Agency', 989.
21 Hess, 'Assembling the Elephant', 122.
22 Hess, 'Assembling the Elephant', 122.
23 Hess, 'Re-bunking Corporate Agency', 988–994.
24 Hess, 'Re-bunking Corporate Agency', 988–990.
25 Hess, 'Re-bunking Corporate Agency', 988.

expectations embodied in the structure. Consent functions as the mechanism through which a dispersed collection of persons is formed into a single organized entity.

Hess defends this claim by drawing an analogy with other scattered yet uncontroversially material entities.[26] The fact that a corporate agent's members are spatially distributed and connected through voluntary participation does not render the entity immaterial or mysterious. What matters is that the members are integrated by a stable structure that coordinates their activities and preserves the unity of the whole over time. The corporate agent therefore possesses a material aspect rooted in its members, even though the bonds unifying those members are social rather than physical. Importantly, on Hess's view, dependence on consent bears only on *how* the corporate agent comes into being, not on whether there is a corporate agent in the first place.

More broadly, Hess's account reveals corporate agents to be "richer, more complex, and far more autonomous vis-à-vis corporate members than the other theories can account for."[27] In this way, Hess's holism enables us to accommodate the overwhelming complexity of corporate agents into a broadly unified but still multi-component framework. Consider Apple. It comprises thousands of employees across departments, technologies, and geographical locations. Yet what unifies these individuals into a single agent (i.e., "Apple") capable of forming intentions and being held responsible for wrongful and praiseworthy actions is not their mere aggregation, but their participation in a shared corporate structure. This structure includes formal and informal hierarchies of decision-making, legally recognized norms, internal feedback mechanisms, and a coherent public-facing brand. On Hess's account, Apple, as an agent, is unified not simply by these individuals, but by their patterned participation in a complex, enduring structure that "embodies a rational point of view".[28] In other words, the corporate structure constitutes a unified standpoint—a logically integrated set of "commitments about fact and value"—from which the corporate agent can deliberate and act.[29] The structure thereby provides a coherent perspective for evaluating reasons, forming intentions, and guiding action at the collective level, even when no individual member fully shares or represents that perspective. Taken together, these considerations yield corporate agents as unified, materially anchored, and socially structured entities.

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[26] Hess, 'Re-bunking Corporate Agency', 990–91.

[27] Hess, 'Re-bunking Corporate Agency', 988. The use of the term "autonomous" here might be seen as suggestive of emergence. To appreciate how far Hess develops this notion of autonomy: Björnsson, Gunnar, and Kendy Hess (2017) 'Corporate Crocodile Tears? On the Reactive Attitudes of Corporate Agents', *Philosophy and Phenomenological Research* **94**: 273-98. Interestingly, in that paper, Björnsson and Hess acknowledge disagreement on precisely the issue at stake in the present paper: "We disagree among ourselves about how best to think about the relation between a corporate agent and its "members". Björnsson and Hess, 'Corporate Crocodile Tears?', 276 fn. 13.

[28] Hess, 'Re-bunking Corporate Agency', 984; Rovane, Carol (1998) *The Bounds of Agency: An Essay in Revisionary Metaphysics*, Princeton University Press.

[29] Hess, 'Re-bunking Corporate Agency', 985.

This paper aims to clarify an apparent tension in this story. On the one hand, Hess maintains that a corporate agent is nothing over and above its members; that is, the corporate agent *is* the members, and more.[30] On the other hand, she argues that the holist can maintain that corporate agency is "far more autonomous vis-à-vis corporate members than the other theories can account for".[31] It is not immediately clear how these two commitments sit together. Hence, how they are to be reconciled calls for further clarification. With Hess's holism in place, I now turn to the two metaphysical relations that will later be used to further explicate the relation between corporate agents and their members: grounding and emergence. The central contribution of this paper lies in articulating the nexus between Hess's holism and these metaphysical relations, which have not previously been integrated into her account.

1.2 Grounding

The notion of grounding has gained prominence in contemporary analytic metaphysics since the early 2000s. For the purposes of the present paper, grounding is understood as an asymmetric relation of non-causal metaphysical dependence between entities.[32] To say that one entity is grounded in another is to say that the former exists *in virtue of* the latter. Grounding thus serves two closely related functions. First, it structures reality in terms of relative fundamentality.[33] Second, it provides metaphysical explanation. Grounding tells us not merely that two entities are connected but why one depends upon the other. Another important feature of grounding, particularly for Hess's account of corporate agents, is that grounds are sufficient for the entities they ground (their "groundees"). If an entity genuinely grounds another, then the existence of the grounds is sufficient for the existence of the groundee. The existence of a statue, for example, is grounded in a particular arrangement of clay. Once the relevant arrangement obtains, the clay is sufficient for the existence of the statue. A further consequence of this non-causal character is that grounding is synchronic: unlike causal relations, it does not involve temporal succession between grounds and groundees but rather concerns the metaphysical dependence that holds between entities at a given time.

These considerations allow us to characterize non-reductive grounding in terms of four interrelated conditions. An entity x is non-reductively grounded in entities y_1, y_2, …, y_n iff:

[30] Hess, 'The Peculiar Unity of Corporate Agents'; Hess, 'Assembling the Elephant'; Hess, 'Re-bunking Corporate Agency'.

[31] Hess, 'Re-bunking Corporate Agency', 988.

[32] Unless otherwise indicated, "entities" in this paper refers to material entities.

[33] Fundamentality, as used here, tracks metaphysical priority. An entity is more fundamental than another when the latter exists in virtue of the former. More fundamental entities thus serve as ontological grounds, while less fundamental entities are grounded in them. Grounding may therefore be understood as a relation that structures reality according to relative levels of metaphysical dependence.

(i) x exists in virtue of $y_1, y_2, \ldots, y_n$, such that the latter provide the metaphysical basis for x;

(ii) $y_1, y_2, \ldots, y_n$ are metaphysically prior to x and explain why x exists;

(iii) x is not identical with $y_1, y_2, \ldots, y_n$; and

(iv) although dependent upon $y_1, y_2, \ldots, y_n$, x possesses a distinct ontological status and is not reducible to them.

I shall refer to these conditions as (i) "in-virtue-of dependence," (ii) "metaphysical priority," (iii) "non-identity," and (iv) "irreducibility".

My use of grounding in the present paper departs in two respects from many standard formulations. First, I employ entity-grounding rather than fact-grounding. Much of the grounding literature characterizes grounding as a relation between facts or truths.[34] By contrast, my concern is with the relation between entities themselves. The relevant question is not primarily whether facts about corporate agents are grounded in facts about members, but whether corporate agents as entities are grounded in their members. This reflects a commitment to a metaphysical framework in which explanatory priority is understood in terms of entities themselves, rather than in terms of facts about them. Accordingly, the relata of the grounding relation in this paper are entities.[35] Second, the grounding relation at issue is non-reductive. Non-reductive grounding is a relation of ontological dependence that does not entail that the groundee can be reductively explained in terms of its grounds. A non-reductively grounded entity may depend upon more fundamental entities for its existence while nevertheless possessing a nature that is not exhaustively captured by those entities alone.[36]

[34] Rosen, Gideon (2010) 'Metaphysical Dependence: Grounding and Reduction', in Hale, Bob and Aviv Hoffmann, eds., *Modality*, Oxford University Press; Fine, Kit (2012) 'Guide to Ground', in Fabrice Correia and Benjamin Schnieder, eds., *Metaphysical Grounding*, Cambridge University Press.

[35] For what it is for the existence of certain entities to depend on the existence of others (within a fact-only account of grounding): Schnieder, Benjamin (2020) "Grounding and Dependence," *Synthese* **197**: 95-124.

[36] Jonathan Schaffer and others often keep grounding flexible enough to allow non-reductive versions: Schaffer, Jonathan (2009) 'On What Grounds What', in Ryan Wasserman, David Manley, and David Chalmers, eds., *Metametaphysics: New Essays on the Foundations of Ontology*, Oxford University Press. For some remarks concerning non-reductive grounding: Rosen, Gideon (2010) 'Metaphysical Dependence: Grounding and Reduction', in Bob Hale and Aviv Hoffmann, eds., *Modality*, Oxford University Press. It should be noted, however, that whereas Rosen defends a fact-only account of grounding, my framework permits grounding relations in which entities, and not facts, may serve as grounds and groundees. This indicates that entity-grounding is not without controversy. For a further fact-only account of grounding: Fine, Kit (2012) 'Guide to Ground', in Fabrice Correia and Benjamin Schnieder, eds., *Metaphysical Grounding*, Cambridge University Press. Nevertheless, I take it that no extended defense of entity-grounding is required here, since the aim of this paper is not to resolve the fact-versus-entity-grounding debate, but to develop the consequences of an entity-grounding framework for the corporate agent–member relation. For a sustained argument in favor of entity-grounding over fact-only-grounding: Wilhelm, Isaac (2020) 'An Argument for Entity Grounding', *Analysis* **80**: 500-7.

Grounding should be distinguished from supervenience. The latter has been widely used across many areas of philosophy to analyze non-reductive dependence relations between different kinds of properties, most notably between mental and physical properties. Supervenience captures a pattern of covariation: any difference at the supervenient level requires a corresponding difference in the underlying base. Yet supervenience alone remains silent as to why such covariation obtains. It establishes dependence only in a modal sense, without explaining the metaphysical basis of that dependence. This limitation has motivated increasing interest in grounding. Unlike supervenience, grounding is typically understood as an asymmetric, explanatory relation that reveals what metaphysically accounts for what. If corporate agent-level facts were captured only by supervenience on member-level facts, we would know that no change in the corporate agent could occur without some corresponding change among members. We would not yet know what explains the corporate agent's existence. Since the present inquiry concerns metaphysical dependence rather than mere covariance, grounding provides the more appropriate framework. Section 2 develops this point further.

1.3 Emergence

This brings us to emergence. The term "emergence" has been used across philosophy and the sciences in many distinct ways. At its most general, emergence is invoked whenever a phenomenon appears to depend upon a more basic domain while nevertheless exhibiting a degree of autonomy from it. The challenge is to specify the nature of this autonomy.

A useful starting point is Chalmers's distinction between weak and strong emergence.[37] Weak emergence characterizes phenomena that arise from a lower-level domain and are in principle derivable from it, even if such derivation requires extensive computation or simulation. The autonomy involved is therefore epistemic rather than ontological: the phenomenon may be surprising or difficult to predict, but it remains wholly determined by and derivable from its base.[38] For instance, the intricate patterns formed by a flock of birds can, in principle, be derived from the interaction of simple behavioral rules governing individual birds, even if doing so requires extensive simulation. Strong emergence, by contrast, characterizes phenomena whose truths are not deducible even in principle from a complete specification of the lower-level domain.[39] Strong emergence is often characterized as involving metaphysical rather than merely epistemic autonomy. The paradigmatic example of strong emergence, and the primary focus of Chalmers's discussion, is consciousness: if conscious experience cannot, even in principle, be deduced from a

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[37] Chalmers (2006) 'Strong and Weak Emergence', in Philip Clayton and Paul Davies, eds., *The Re-emergence of Emergence: The Emergentist Hypothesis from Science to Religion*, Oxford University Press.
[38] Chalmers, 'Strong and Weak Emergence', 244.
[39] Chalmers, 'Strong and Weak Emergence', 244.

complete specification of all physical facts, then consciousness would be strongly emergent.[40]

While these notions have proven useful in debates concerning phenomena such as consciousness, neither fully captures the relation between the corporate agent's features and its members that is implicit in Hess's holism. Weak emergence is too weak because the autonomy of corporate agents' capacities and properties is not merely epistemic. The claim is not simply that these capacities and properties are difficult to predict or model. Rather, the corporate agent possesses capacities and properties that belong to it as a unified material entity. These features are not merely invoked as convenient descriptions of member-level activity. A merely weakly emergent corporate agent would remain exhaustively explicable through the behavior of its members. This would leave out the ontological claim Hess seeks to defend. Strong emergence, however, is too strong for Hess's purposes. Defending the claim that the corporate agent's capacities and properties are, in principle, not derivable from a complete specification of the corporate agent's members and their capacities and properties would require a substantially stronger metaphysical commitment than Hess's account appears to require. Hess instead emphasizes that corporate-level capacities arise from the internal mechanisms of the corporate agent, enacted through the participation of members occupying organizational roles. Moreover, she maintains that many capacities exist at both the individual and corporate levels, differing not in kind but in their mode of realization and scope.[41] Such a view does not require positing a fundamentally autonomous ontological domain beyond the members and their social relations. Put differently, commitment to strong emergence would sit uneasily with Hess's aim of re-membering the corporate agent, insofar as it would risk obscuring the dependence of corporate-level capacities on the members and social structure from which they emerge.[42]

For these reasons, I introduce a modified notion of emergence, which I shall call "emergence+". The "+" in emergence+ signals that the notion retains what is philosophically valuable in emergence—the idea that higher-level features represent a genuine addition to the metaphysical picture—while rejecting the stronger implication that such novelty requires a break in dependence relations. Emergence+ therefore concerns novelty within dependence rather than novelty through independence. A set of features F of an entity x is emergent+ from entities $y_1, y_2, \ldots, y_n$, relative to the set of features P instantiated by those entities iff:

(i) F belongs to an entity x that depends upon an underlying basis consisting of $y_1, y_2, \ldots, y_n$;

(ii) F depends upon the organization or arrangement of $y_1, y_2, \ldots, y_n$;

(iii) F belongs to x as a whole rather than to $y_1, y_2, \ldots, y_n$ considered individually or as an aggregate; and

[40] Chalmers, 'Strong and Weak Emergence', 246–50.
[41] Hess, 'Re-bunking Corporate Agency', 994.
[42] Hess, 'Re-bunking Corporate Agency', 984.

(iv) F cannot be fully explained in terms of P.

Let us call these four conditions (i) "dependence," (ii) "organizational dependence," (iii) "whole-level possession," and (iv) "non-exhaustive explanation."

The distinctive feature of emergence+ lies in the combination of (i) dependence and (ii) organizational dependence: the relevant novelty does not arise from the entity's independence from its underlying basis, but from the way in which that basis is *organized*. Emergence+ therefore locates the source of emergent features neither in the isolated elements themselves nor in an autonomous higher-level domain, but in the structured relations among those elements. At the same time, the condition of non-exhaustive explanation preserves the anti-reductionist insight that such features cannot be fully captured by an account of the underlying basis alone. Emergence+ thus occupies an intermediate position between reductive explanation and stronger forms of emergence that posit a more radical discontinuity between levels.

§ 2. Grounding Corporate Agents

This section argues that corporate agents are grounded in their members. As outlined in the previous section, grounding, for the purposes of the present paper, is understood as an asymmetric relation of non-causal metaphysical dependence between entities that explains why one entity exists in virtue of another. My argument goes as follows:

P1. If an entity x satisfies conditions (i)–(iv) with respect to entities $y_1, y_2, \ldots, y_n$, then x is non-reductively grounded in $y_1, y_2, \ldots, y_n$.

P2. [(i) *in-virtue-of dependence*] The corporate agent exists in virtue of its members, whose structured participation provides the metaphysical basis for its existence.

P3. [(ii) *metaphysical priority*] The members of the corporate agent are metaphysically prior to the corporate agent and explain why it exists.

P4. [(iii) *non-identity*] The corporate agent is not identical with its members.

P5. [(iv) *irreducibility*] Although dependent upon its members, the corporate agent possesses irreducible properties and capacities that cannot be fully explained in terms of the properties and capacities of its members considered individually or as a mere aggregate.

C. Therefore, the corporate agent is non-reductively grounded in its members.

The argument above can be understood as an attempt to make explicit the metaphysical relation between corporate agents and their members that is implicit in

Hess's holist account.[43] Each premise corresponds to a central commitment of the account. First, Hess emphasizes that corporate agents do not exist independently of the individuals who participate in them. Rather, members are an integral part of the corporate agent's existence and function.[44] This justifies (P2): the corporate agent exists in virtue of its members, whose structured participation provides the metaphysical basis for its existence. Second, because the existence of the corporate agent depends upon the existence and participation of its members, Hess's account provides the basis for treating the members as metaphysically prior to the corporate agent, thereby establishing (P3).[45] Third, Hess's account supports the claim that the corporate agent is not identical with its members. Although the existence of a corporate agent depends upon the individuals who participate in it, Hess rejects the view that the corporate agent is simply the collection of those individuals. A corporate agent is a unified entity that embodies a rational point of view belonging to the corporate whole, rather than to any particular member or to the members considered merely as a plurality. [46] The members therefore ground the existence and function of the corporate agent without being identical with it. This justifies (P4). Finally, Hess claims that the corporate agent is irreducible to its members. She argues that the corporate agent possesses properties and capacities (e.g., the capacity to deliberate and act) that cannot be fully explained in terms of the properties and capacities of its members considered individually or as a mere collective.[47] This establishes (P5): although dependent upon its members, the corporate agent retains a distinct ontological status. Taken together, these premises show that Hess's account satisfies the conditions for non-reductive grounding.

The central intuition behind this argument is that corporate agents are neither independent entities detached from their members nor merely aggregates of those members. Non-reductive grounding captures this intermediate position: it explains the corporate agent's dependence on its members while preserving the claim that the corporate agent is not identical with, or reducible to, them. Hess's notion of "re-membering" the corporate agent is particularly important in this regard. Against views that risk separating corporate agents from the individuals who participate in them, Hess argues that members are essential to what corporate agents are. At the same time, she rejects the reductionist conclusion that the corporate agent is merely

[43] The grounding relation defended here should be distinguished from other metaphysical relations discussed in connection with corporate agents, such as composition and constitution. These relations address a different metaphysical question. Composition concerns the relation between parts and wholes, while constitution concerns a synchronic relation of necessity between two entities in which one entity constitutes another under certain conditions. The present proposal does not take a position on whether corporate agents should be understood in compositional or constitutional terms, since these debates concern the ontological status of corporate agents as objects rather than the dependence relation between corporate agents and their members that is the focus of this paper. More specifically, Hess's discussion of composition and constitution is primarily concerned with whether "the corporate agent qualifies as a material object in its own right". Hess, 'The Peculiar Unity of Corporate Agents', 36.

[44] Hess, 'Re-bunking Corporate Agency', 989.

[45] Hess, 'Re-bunking Corporate Agency', 988–9.

[46] Hess, "Re-bunking Corporate Agency', 988–9; 994–6.

[47] Hess, 'Re-bunking Corporate Agency', 983–5; 994–6.

its members taken collectively. The internal mechanisms of the corporate agent enable a kind of agency that is distinct from that of its members. This agency will be the focus of Section 3. The grounding relation articulated here captures Hess's dual commitment: corporate agents depend upon their members for their existence without being identical to or exhaustively explainable in terms of those members.

Consider, for example, Ströck-Brot GmbH (hereafter Ströck), a well-known Austrian bakery chain. Ströck exists as a corporate agent capable of entering contracts, employing workers, making strategic decisions, and pursuing long-term objectives. Yet none of these capacities could exist independently of the individuals who participate in the organization. Managers negotiate with suppliers, employees produce and distribute goods, and administrative staff maintain the practices and systems necessary for the organization's continued operation. In this sense, Ströck exists in virtue of its members: without those individuals participating in the relevant organizational roles and relations, there would be no corporate agent. However, this dependence does not entail that Ströck is identical with its members. Ströck is not simply the aggregate of the individuals who work for it at a given time. The organization persists despite changes in personnel, and the entity that enters contracts, owns property, and pursues organizational objectives is Ströck itself rather than any individual member or collection of members. The relevant dependence is therefore not one of identity but of grounding: the members provide the metaphysical basis for Ströck's existence as a corporate agent, while Ströck remains a distinct entity.

The grounding notion presented here should be distinguished from supervenience. One might be tempted to claim that the corporate agent merely supervenes on its members. Certainly, on Hess's account, there is a sense in which no change in a corporate agent can occur without some corresponding change among its members. If Ströck were to adopt a new pricing policy, modify its organizational hierarchy, or cease operations altogether, some change in the actions, intentions, or relations of its members would necessarily accompany that alteration. Supervenience successfully captures this pattern of covariance. Yet covariance alone does not provide metaphysical explanation. Supervenience tells us that there can be no difference at the corporate level without a difference at the member level, but it remains silent concerning why this dependence obtains. The supervenience thesis leaves open the explanatory question of what accounts for the corporate agent's existence as a unified entity in the first place. Grounding addresses precisely this question. To say that the corporate agent is grounded in its members is not merely to assert that member-level changes track corporate-level changes. It is to claim that the corporate agent exists in virtue of the structured participation of its members. Grounding therefore provides an explanatory framework that supervenience cannot provide.

Although non-reductive grounding captures the metaphysical profile of the corporate agent as Hess intends to characterize it, one might argue that my argument leaves unspecified how exactly the corporate agent comes to possess capacities and properties that are not exhausted by its members. While (P5) establishes the irreducibility of these features, the nature of this irreducibility requires further clarification. The notion of emergence+, to which I now turn, provides a framework for clarifying this.

§ 3. Emergent+ Capacities

This section argues that the corporate agent's capacities and properties are emergent+ from its members. Put differently, this section aims at clarifying (P5). My argument goes as follows:

> P1. If a set of features F satisfies conditions (i)–(iv) with respect to an entity x, an underlying basis consisting of entities $y_1, y_2, \ldots, y_n$, and the set of features P instantiated by those entities, then F is emergent+ from $y_1, y_2, \ldots, y_n$.
>
> P2. [(i) *dependence*] The corporate agent's capacities and properties belong to a corporate agent that is non-reductively grounded in its members.
>
> P3. [(ii) *organizational dependence*] The corporate agent's capacities and properties depend upon the organization of its members.
>
> P4. [(iii) *whole-level possession*] The corporate agent's capacities and properties belong to the corporate agent as a whole rather than to individual members or their aggregate.
>
> P5. [(iv) *non-exhaustive explanation*] The corporate agent's capacities and properties cannot be fully explained in terms of the capacities and properties of its members.
>
> C. Therefore, the corporate agent's capacities and properties are emergent+ from its members, relative to the capacities and properties instantiated by those members.

The argument above aims to show that the capacities and properties of corporate agents satisfy the four conditions for emergence+ introduced in Section 1.3. The first condition is secured by the grounding relation established in Section 2: because corporate agents are non-reductively grounded in their members, the capacities and properties they possess belong to an entity whose existence depends upon an underlying basis consisting of those members. This establishes (P2).

The second condition concerns the source of corporate-level capacities. Hess argues that corporate agency does not arise from the mere aggregation of individual agents, but from the organization of members within an enduring social structure that coordinates their activities and embodies a unified rational standpoint.[48] This organizational structure explains why corporate capacities depend upon the

[48] Hess, 'Re-bunking Corporate Agency', 985–9.

arrangement of members rather than upon the members considered independently, thereby establishing (P3).

The third condition follows from Hess's claim that the corporate agent embodies a unified rational point of view.[49] This standpoint enables the corporate agent to deliberate, evaluate reasons, form intentions, and act over time as a single entity. Importantly, this is entirely consistent with Hess's insistence that the unity of the corporate agent is realized through the organized participation of its members. The members collectively enable the standpoint, but they do not individually possess it. Once such a unified rational standpoint exists, capacities such as rational agency, deliberation, and intention-formation are attributable only to the corporate agent itself rather than to any individual member or to the members considered merely as an aggregate.[50] This establishes (P4).

Finally, and most importantly, Hess rejects the reductionist claim that corporate intentionality is simply identical with the intentionality of members. According to Hess, corporate intentionality differs from member intentionality in its "source, its duration, its inputs, and above all in its content and implications, among other things."[51] Consequently, Hess denies that the intentionality of a corporate agent is simply "numerically identical to the intentionality of the members, summed or otherwise".[52] This does not amount to claiming that the capacities of corporate agents cannot be *qualitatively* identical or similar to those of their members. The claim is only that they remain *quantitatively* distinct, existing on both levels. This establishes (P5): the corporate agent's capacities and properties cannot be fully explained in terms of the capacities and properties of its members. Taken together, these premises show that the corporate agent's capacities and properties satisfy the conditions for emergence+.

The central intuition behind this argument is that although corporate capacities depend entirely upon members, they do not belong to members. They arise only once individuals are organized into the kind of enduring social structure described by Hess. Emergence+ therefore captures both sides of Hess's position: dependence upon members and genuine whole-level agency. The point is not that corporate agents possess mysterious or independent powers, but that organization itself makes possible capacities that are attributable only to the corporate whole.

To appreciate Hess's point here, consider Apple. Apple formulates long-term strategic objectives and responds to regulatory challenges. On Hess's account, these actions are guided by a corporate point of view. Yet no individual employee fully occupies that point of view. Individual members each occupy only a partial perspective on the corporate agent's activities. Even the chief executive officer does not exhaustively represent Apple's rational standpoint. Nevertheless, Apple acts as though guided by a unified perspective that persists despite turnover among

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[49] Hess, 'Re-bunking Corporate Agency', 984–5.
[50] Hess, 'Re-bunking Corporate Agency', 984–5.
[51] Hess, 'Re-bunking Corporate Agency', 996.
[52] Hess, 'Re-bunking Corporate Agency', 996.

personnel and disagreement among members. The existence of such a standpoint cannot be fully explained in terms of individual agency. Certainly, the standpoint depends upon the activities of individuals. Without members there would be no corporate point of view. Yet the standpoint itself cannot be identified with the perspective of any particular member or collection of members. It belongs to the organized whole and is thus only attributable to the corporate entity itself. This conclusion becomes even clearer when one considers the distinctive capacities exercised by corporate agents. Corporate agents can enter contracts, incur debts, establish organizational policies, acquire property, initiate litigation, and distribute dividends. Although these capacities are exercised through the actions of members, they are not capacities of those members themselves. Apple's decision to prioritize privacy over particular forms of data monetization, for example, is attributable to Apple as a corporate agent rather than to any individual employee or collection of employees. Numerous individuals contribute to the policy, yet no single member determines it or occupies the corporate standpoint from which it is adopted. The capacity therefore belongs to the organized whole, even though it depends entirely upon the coordinated participation of its members.

The argument developed in this section helps to clarify an important aspect of Hess's holism. Emergence+ provides a metaphysical framework for understanding how capacities can remain dependent upon members while nevertheless belonging only to the corporate agent. The members, organized through the corporate structure, make these capacities possible, but they do not thereby exhaustively explain them. This naturally raises the question of how emergence+ relates to the grounding relation defended in the previous section. The final task of this paper is therefore to show that grounding and emergence+ are complementary components of a unified metaphysical framework.

§ 4. Reconciling Grounding and Emergence+

At first glance, grounding and emergence+ appear to be in tension. Grounding emphasizes metaphysical dependence: corporate agents exist in virtue of their members. Emergence+, by contrast, emphasizes the novelty and irreducibility of certain corporate-level capacities. One might therefore suspect that the two notions compete to explain the same phenomenon or that emergence+ becomes explanatorily redundant once grounding has been established. I argue that neither concern is well founded. Grounding and emergence+ answer different metaphysical questions and therefore occupy complementary explanatory roles.

The key to reconciling the two notions lies in distinguishing the corporate agent from the capacities it possesses. Grounding concerns the existence of the corporate agent itself. It explains why there is such an entity at all and identifies the members, organized through an enduring social structure, as its metaphysical basis. Emergence+, by contrast, concerns the capacities and properties of that already grounded entity. It explains why the corporate agent possesses forms of intentionality, agency, and causal efficacy that cannot be exhaustively explained by reference to the capacities possessed by its members.

This distinction parallels one emphasized by Hess herself: the distinction between the corporate *agent* and corporate *agency*. As Hess notes, the corporate agent is "the single metaphysically robust entity that bears the capacity of agency," whereas corporate agency concerns the nature and exercise of that capacity.[53] She further observes that how we understand the corporate agent has significant implications for how we understand its agency.[54] The present proposal makes this relationship more precise. The corporate agent is non-reductively grounded in its members, whereas its capacities—including the capacity for agency—are emergent+ from those members.

Once this distinction is recognized, the charge of explanatory redundancy loses its force. Grounding and emergence+ do not explain the same aspect of corporate ontology. Grounding answers the existential question: what explains the existence of the corporate agent? Emergence+, by contrast, answers the characterization question: what explains the distinctive capacities possessed by that grounded entity? Because these are different explanatory projects, neither relation renders the other superfluous. Rather than introducing an additional explanatory layer alongside grounding, emergence+ makes explicit the anti-reductionist commitment that constitutes the grounding argument's fifth premise. Its role is therefore not to supplement grounding but to clarify the metaphysical status of certain higher-level features of an already grounded entity. The resulting picture captures both dimensions of Hess's holism. Corporate agents are thoroughly dependent upon their members for their existence, yet the organization of those members gives rise to capacities properly attributable only to the corporate whole. Grounding therefore secures dependence without reduction, while emergence+ secures irreducibility without independence. Together they provide a unified metaphysical framework that explains both what corporate agents are and how they are capable of acting.

§ 5. Conclusion

This paper has sought to clarify the metaphysical relation between corporate agents and their members under Hess's holist account of corporate agents. On Hess's view, corporate agents depend for their existence on the structured participation of their members, yet they also exhibit capacities and properties that are not reducible to those members, summed or otherwise. To articulate this dual character, I defended a two-part account. First, I argued that corporate agents are non-reductively grounded in their members. Grounding explains why corporate agents exist and identifies the ontological basis upon which they depend. Second, I argued that the corporate agent's capacities and properties are emergent+ from its members, thereby explaining the irreducibility expressed by (P5) in the grounding argument. Crucially,

[53] Hess, 'Assembling the Elephant', 113–4.
[54] Hess, 'Re-bunking Corporate Agency', 980–981 fn. 5

emergence+ captures the irreducibility of those capacities without severing the dependence of the corporate agent on its members. Finally, I argued that the apparent tension between grounding and emergence+ dissolves once it is recognized that the two relations answer different metaphysical questions. Grounding concerns existence; emergence+ concerns the nature of the already grounded entity. Rather than competing explanations, they are complementary dimensions of a single metaphysical picture. By integrating grounding and emergence+, the paper provides a more precise account of the corporate agent–member relation implicit in Hess's holism and thereby advances the broader project of developing a metaphysically robust account of corporate agents.[55]

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