SECURITIES (SCGL)

SCGL 0299. Securitization. (2 Credits)
This course examines the legal aspects of the multi-trillion dollar securitization industry. Securitization is a method of finance which seeks to minimize the bankruptcy risks that are faced by commercial lenders, but it provides other benefits to lenders and borrowers alike. The course will focus on the bankruptcy law, uniform commercial code, banking law, tax and international law issues that arise in structuring securitization transactions and how such issues are addressed by securitization attorneys in today’s legal and business environment.
Attributes: CORC, CRCP, LAWB, LLM.

SCGL 0402. Broker Dealer. (2 Credits)
Broker-dealer regulation explores the federal and state securities laws and the self-regulatory system and rules under which brokerage firms and their associated persons operate. We also contrast other regulatory schemes, including for investment advisers, fund managers and swap entities. We take a pragmatic look at the regulatory challenges faced by financial services firms and the lawyers who advise industry participants. Topics include broker-dealer registration and exemptions from registration, sales and trading, research, investment banking, cross-border securities activities, supervision, managing conflicts of interest and controlling inside information, enforcement defense, arbitration and litigation. The course is conducted in an informal seminar style and requires a paper.
Attributes: CORC, CRCP, LAWB.

SCGL 0417. Securities Regulation. (3 or 4 Credits)
Emphasizes the Securities Act of 1933, the registration process, statutory and administrative exemptions from registration, and civil liabilities. Surveys the reporting requirements of the Securities Exchange Act of 1934 and the state Blue Sky laws. Examines the role of the Securities and Exchange Commission and the ethical obligations of securities lawyers. Open to students who have completed at least one semester of Corporations and Partnerships.
Attributes: BFF, CORC, CRCP, LAWB, PIE.
Prerequisite: BUGL 0201 (may be taken concurrently).

SCGL 0423. Sec Regulations Refashioned. (2 Credits)
Securities Regulation Refashioned provides students with an insider’s perspective of the U.S. system of securities regulation and recent fundamental reforms. We will discuss the effects and effectiveness of topical regulation, such as the implementation of the Dodd-Frank and JOBS Acts. We will examine current issues in regulatory enforcement, including the prominent securities scandals and frauds of recent years. Students will also learn about the substantive and procedural law governing broker-dealers and investment banking firms. The course focuses on the real-world application of securities regulation and, where possible, seeks to provide students with practical experience in preparation for legal practice. In prior years, we have invited leading members of the securities industry to guest lecture during the course of the semester. Our syllabus is tentative, and we attempt to modify it during the semester to meet the students’ interests and respond to developments in the securities industry.
Attributes: CORC, CRCP, LAWB.