

Course Syllabus
Course Title: FINTECH SEMINAR
Course & Section Number: Law 407-001
Day/Time: MON / 4:00P-6:00P
2 credit hours
Matthew Reed

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This course will focus on the structure and purposes of our financial system in the context of technology. Students will be asked to consider the purposes of the law to support innovation and protect against harms, evaluate the regulatory structure and its appropriateness and application to new technologies, and should exit the class with critical thinking tools to apply to yet-unseen financial technology innovations. Finance is among the most heavily regulated industries in this country; as a result, this course will largely focus on the application of banking, markets and insurance law and regulation to FinTechs that either seek to comply with, or avoid, these regulations.

Sessions will include lectures/class discussions, in-class exercises, and guest lectures. No textbook is required and readings, which will be discussed in classes, will be provided in advance of each class and those listed here are subject to change as the class will follow fast-moving legal developments. A link or citation to reading assignments will be provided. Students are expected to find materials on the web, through their Westlaw/Lexis accounts, or on SSRN ([Home :: SSRN](#)).

Classes may not be recorded in any respect. Grading is as follows: 40% in-class participation/exercises, 60% final paper. Students will be expected to have read all class assignments and be prepared to discuss cases, laws, and other materials assigned for each session. Students will also be expected to participate in group activities during class including reading materials assigned for these activities and applying critical thinking to explore legal and policy issues and identify solutions and, at times, present their findings to the class. We will discuss the final paper expectations during the first class.

Student learning outcomes will include 1) a broad, basic understanding of the regulatory framework laying over our financial sector, 2) the demonstrated ability to identify potential laws and regulations that may apply to a FinTechs and advise the business principals; and 3) the ability to craft viable advocacy strategies related thereto to influence public policy or regulatory actions, develop for client's business model modifications or strategies to come into compliance.

Class	Topic	Assigned Reading
Week 1 8/22	Course overview and expectations; historical look at financial technology; defining FinTech, TechFin and Reg Tech.	The Evolution of FinTech: A new Post-Crisi Paradigm? Douglas Arnor; Janos Barberis; Ross Buckley (2015) University of Hong Kong Faculty of Law; SSRN-id2676553.pdf
Week 2 8/29	Principles of regulation and law: purposes of law for fostering innovation and protecting against harms; why we	Ch. 6-7, Global FinTech: Financial Innovation in the Connected World; Goodenough, Flood, Reed, Petland, Shrier. Pdf of materials will be emailed to students.

	regulate, how we regulate, who regulates and who is regulated.	
Week 3 9/12	Money – Guest Speaker	Prior to class, find the legal definition of money in the U.S. Code. Read: https://www.bis.org/publ/arpdf/ar2022e.pdf (pages 75-102)
Week 4 9/19	Technology and Banking Part 1: principles and participants in bank regulation – bank chartering issues.	https://www.fdic.gov/news/board-matters/2020/2020-12-15-notice-dis-b-fr.pdf (read parts II(a) - (c) beginning on 10704). Exploring Special Purpose National Bank Charters for Fintech Companies (occ.gov) https://www.occ.gov/publications-and-resources/publications/comptrollers-licensing-manual/files/pub-considering-charter-apps-from-fin-tech-co.pdf ; <u>Vullo v. Office of the Comptroller of the Currency</u> , 378 F.Supp.3d 271 (SDNY May 3, 2019)
Week 5 9/26	Technology and Banking Part 2: payments and other banking concerns.	https://papers.ssrn.com/sol3/papers.cfm?abstract_id=4048081 (pages 1-42). Custodia Bank, Inc. v. Federal Reserve Board of Governors, Compl. Filed June 7, 2022 (find on Westlaw). See Custodia Bank Inc v. Federal Reserve Board of Governors et al 1:2022cv00125 US District Court for the District of Wyoming Justia Brooks Testimony 4-28-21.pdf (senate.gov)
Week 6 10/3	General Principles of Market Regulation; View from a Regulator: Guest Speaker	Reading TBD
Week 7 10/11	Deeper look at digital assets; what they are or are not and what that means for law and regulation. Possible Guest Speaker	hrg-117-ba00-wstate-brooksb-20211208.pdf (house.gov) Report of Investigation Pursuant to Section 21(a) of the Securities Exchange Act of 1934: The DAO
Week 8 10/17	Formation, Funding and Finance – an overview of the FinTech competitive landscape; Guest speaker.	Open Banking 8 Challenges for Regulators - Open Bank Project This class subject to move depending on speaker’s schedule.

Week 9 10/24	A closer look at artificial intelligence and machine learning; possible <i>guest speaker</i> from industry.	Robo-Advisers (sec.gov) Listen to FinTech Beat: https://rollcall.com/podcasts/fintech-beat/roboadvising-101-with-wealthfronts-andy-rachleff/
Week 10 10/31	Insurance, other financial applications	Securities Regulation in Virtual Space by Eric C. Chaffee :: SSRN Securities Regulation in a Virtual World, Shannon Thompson (2009) -- Securities Regulation in a Virtual World (escholarship.org)
Week 11 11/7	Other legal issues: Financial Stability, Digital Identity, Open Banking, Privacy and Information Security	Privacy Rule Handbook (fdic.gov) file:///C:/Users/matth/Downloads/ch3.pdf Students must identify and prepare to discuss one FinTech proposal from an existing or proposed firm. See e.g. https://www.fintechfutures.com/us/type/white-papers/ for ideas.
Week 12 11/14	Transactional Law for FinTechs: Guest Speaker	No reading assignments for balance of class. Paper topics assigned during week 11 (11/7); students should focus on class presentations and final paper.
Week 13 11/21	Class Presentations/Open Discussion	