

Corporate National Security Law: Law 659-001
George Mason University
Antonin Scalia Law School
Spring 2024
Tuesdays, 8:10 – 10:10 p.m.

Instructor: Cordell Hull
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Office Hours: By appointment

Course Description:

This course will provide students with exposure to key legal issues businesses face in and related to the national security area. The concept of national security is rapidly expanding beyond traditional areas, such as defense and intelligence, and now encompasses critical infrastructure, financial exchanges, big data, artificial intelligence, healthcare, and telecommunications. These areas touch almost every industry and are on the cutting edge of foundational changes. Emerging technology, software development, foreign direct investment, research and development, outbound investment, acquisitions, as well as the management of foreign involvement in supply chains impact everyone.

This course will explore several prominent legal areas where companies must be prepared to address national security concerns. We will examine federal statutes, regulations, executive orders and cases arising under or related to the Committee on Foreign Investment in the United States (CFIUS), U.S. export control regulations, select U.S. sanctions regimes, the Foreign Agents Registration Act (FARA), and the need for entities to mitigate foreign ownership, control and influence (FOCI) issues arising from foreign ownership of and involvement in U.S. companies. The course will provide students with the opportunity to explore the current landscape and understand the strategic issues that arise.

Upon completion of the course, you will be able to:

- Understand how to define national security issues in the corporate environment
- Identify the key statutes and regulations as well as the primary players
- Understand how administrative agencies interpret regulatory requirements
- Understand the basics of executive, legislative and judicial powers and how they intersect
- Develop basic analyses related to legal issues in the national security field – specifically, policies that underpin national security; objectives for administrative agencies involved in enforcing various national security laws; and how the private sector can challenge administrative actions
- Understand the basics of how CFIUS, FARA, sanctions, and export control laws work

Class Format:

Two (2) credit class to be held for one two-hour class per week. I will use a combination of cold calling and volunteers. Active participation in class discussions is required, and students are expected to be fully prepared for each class session.

This course follows the law school's attendance policies, including [Academic Regulation 4-1.1.](#)

Grading:

Grades will be based on class participation (10%), and a final research paper, including timely and complete submissions of paper topics and outlines (90%).

Exam:

There will be no examination.

Research Paper:

The majority of your grade will be based on a final research paper that discusses one or more of the topics covered in class. The structure and perspective of the paper is largely up to you, but I expect upper-level discussion of one or more of the topics covered in this class, as well as recommendations for the legislative branch, the executive branch, and/or industry.

As part of your research paper grade, you will be required to submit the following on the 5:00 p.m. dates listed (note these are Mondays):

- **February 5, 2024 (Week 4):** Submission of paper topic. The topic should be accompanied by 5-10 bullet points that lay out what you expect to argue.
- **February 26, 2024 (Week 7):** A detailed outline of your paper, including sources you are working with and a draft set of recommendations.
- **April 22, 2024:** The final draft of your paper.

You may submit an **optional** draft by 5:00 p.m. on March 18, 2024.

The paper must be between 20 and 30 pages, double-spaced, with one-inch margins, and in 12-point Century Schoolbook font. Footnotes may be in 10-point Century Schoolbook font.

Class Details:

Tuesdays: 8:10 pm to 10:10 pm

Tape Recording:

Tape recording of any class session is strictly prohibited.

Internet Use During Class:

Internet use during class may only be for class-related purposes.

Course Materials:

The bulk of the course materials are statutes, regulations, executive orders, cases and articles available on the internet, Westlaw, or Lexis-Nexis.

*** Given the developing nature of this area of law, it is likely that the syllabus and readings will be updated over the course of the semester. The changing nature of policies and laws in this area means it is essential that you please check your email and TWEN regularly for updates to the syllabus and/or readings. ***

Course Assignments:

Class 1 (January 16) – Principles of National Security and the Constitutional Framework

- Objectives:
 - Class introductions
 - Course requirements, expectations, and grading
 - Gain a basic understanding of U.S. national security/foreign policy responsibilities between the branches, decision-making, and implementation.
- Reading
 - U.S. Const.:
 - art. I, § 8 cl. 1, 10-16;
 - art. I, § 10, cl. 4;
 - art. II, § 2, cl. 1
 - 50 U.S.C. § 402 (establishment of the National Security Council) (**skim**)
 - EO 12333 (1981) (U.S. intelligence activities) (**Read Sections 1.1 – 1.2, 1.4 – 1.11**): <https://www.archives.gov/federal-register/codification/executive-order/12333.html>
 - *Regan v. Wald*, 468 U.S. 222 (1984) (travel restrictions do not violate the constitution)
 - *Crosby v. Nat'l Foreign Trade Council*, 530 U.S. 363 (2000) (Supremacy Clause preempts state laws barring business with certain countries)
 - 2022 National Security Strategy (**Read pp. 10-13, 32-35**), <https://www.whitehouse.gov/wp-content/uploads/2022/10/Biden-Harris-Administrations-National-Security-Strategy-10.2022.pdf>

- 2022 National Defense Strategy (**Read pp. 1-4, 6-10, 19-20**), <https://media.defense.gov/2022/Oct/27/2003103845/-1/-1/1/2022-NATIONAL-DEFENSE-STRATEGY-NPR-MDR.PDF>

Week 2 (January 23) – National Security Power Under Articles I and II; Separation of Powers

- Objectives:
 - Gain a deeper understanding of the responsibilities of each branch of government in national security activities.
 - Understand Congress' and Executive Branch's interactions in declaration and conduct of war.
 - Undertake additional study of the President's broad powers to seize property, prosecute violations of the law, among other things.
- Reading
 - War Powers Resolution, 50 U.S.C. §§ 1541-1550 (**Skim all; read sections below**)
 - § 1541 (purpose and policy)
 - § 1542 (consultation with Congress)
 - § 1543 (reports to Congress)
 - § 1544 (actions by Congress)
 - *Department of the Navy v. Egan*, 484 U.S. 518 (1988) (Executive Branch controls classified information)
 - *Prize Cases*, 67 U.S. (2 Black) 635 (1862) (confiscation of enemy property during war) (**Skim**)
 - *Fokker Services B.V. v. United States*, 818 F.3d 733 (D.C. Cir. 2016) (Executive Branch authority to prosecute sanctions and export control violations)
 - *Youngstown Sheet & Tube Co. v. Sawyer*, 343 U.S. 579 (1952) (scope of Executive Branch authority vis-à-vis Congress) (**Read majority opinion and Jackson concurrence only**)
 - Public Law 107-40, 115 Stat. 224 (2001) (Authorization for Use of Military Force regarding Sept. 11, 2001), <https://www.congress.gov/107/plaws/publ40/PLAW-107publ40.pdf>
 - Russ Feingold, "It's Time to Tear Up the Executive Branch's Blank Check," Brennan Center (2021), <https://www.brennancenter.org/our-work/analysis-opinion/its-time-tear-executive-branches-blank-check>
 - Sen. Chris Murphy, "National Security is Stronger When Congress is Involved. Here's How We Can Get Back to the Table," War on the Rocks (2021), <https://warontherocks.com/2021/07/national-security-is-stronger-when-congress-is-involved-heres-how-we-get-back-to-the-table/>

- Letter to the Speaker of the House and President pro tempore of the Senate consistent with the War Powers Resolution (Public Law 93-148) (Nov. 10, 2023), <https://www.whitehouse.gov/briefing-room/statements-releases/2023/11/10/letter-to-the-speaker-of-the-house-and-president-pro-tempore-of-the-senate-consistent-with-the-war-powers-resolution-public-law-93-148-5/> (**Skim**)

Week 3 (January 30) – National Security Legislation Premised on National Emergencies and Exigencies

- Objectives:
 - Introduction and understanding of relevant statutes pertaining to national security practice.
 - Understanding Congress’ role in shaping national security powers, and the President’s role in implementing it.
- Reading:
 - International Emergency Economic Powers Act, 50 U.S.C. §§ 1701-1709
 - National Emergencies Act, 50 U.S.C. §§ 1601, 1621-1622 1631, 1641, and 1651
 - Trading With the Enemy Act, 50 U.S.C. §§ 4301-4341 (**Skim all; read sections below**)
 - § 4302 (definitions)
 - § 4203 (prohibitions)
 - § 4304 (licensing)
 - § 4311 (prohibited imports)
 - § 4315 (offenses and punishments)
 - Defense Production Act, 50 U.S.C. §§ 4501-4568 (**Skim all; read sections below**)
 - § 4502 (declaration of policy)
 - § 4511 (priority of contracts and orders)
 - § 4513 (penalties)
 - § 4552 (definitions)
 - *Dames & Moore v. Regan*, 453 U.S. 654 (1981) (power to freeze and dispose of assets during national emergency)
 - CRS Report, R45618, “The International Emergency Economic Powers Act: Origins, Evolution, and Use,” (Mar. 2022), <https://crsreports.congress.gov/product/pdf/R/R45618> (**Read pp. 1-56**)
 - CRS Report, R43767, “The Defense Production Act of 1950: History, Authorities, and Considerations for Congress,” (Mar. 2020), <https://crsreports.congress.gov/product/pdf/R/R43767/10> (**Skim**)

Week 4 (February 6) – The Rise of National Security Executive Orders

- Objectives:
 - Understand the Executive Branch’s historic and contemporary use of executive orders (EOs) to further national security policymaking, particularly as they apply to corporations.
 - Learn about the continued use of EOs to restrict financial dealings and the increasing use of EOs regulating personally identifiable information.
- Reading:
 - EO 13873 (2019) (ICTS supply chain), <https://trumpwhitehouse.archives.gov/presidential-actions/executive-order-securing-information-communications-technology-services-supply-chain/>
 - EO 13942 (2020) (TikTok EO), <https://trumpwhitehouse.archives.gov/presidential-actions/executive-order-addressing-threat-posed-tiktok/>
 - EO 13943 (2020) (WeChat EO), <https://trumpwhitehouse.archives.gov/presidential-actions/executive-order-addressing-threat-posed-wechat/>
 - *TikTok v. Trump*, 507 F. Supp. 3d 92 (D.D.C. 2020)
 - *WeChat Users Alliance v. Trump*, 488 F. Supp. 3d 912 (N.D. Cal. 2020)
 - John D. McKinnon, TikTok Ban Faces Obscure Hurdle: The Berman Amendments, WALL ST. J., Jan. 29, 2023, <https://www.wsj.com/articles/tiktok-ban-faces-obscure-hurdle-the-berman-amendments-11674964611>
 - Ashley Belanger, Decades-old law forms biggest obstacle to nationwide TikTok ban lawmaker says, ARS TECHNICA, Jan. 30, 2023, <https://arstechnica.com/tech-policy/2023/01/us-tiktok-ban-could-be-thwarted-by-import-law-enacted-in-the-1980s/>
 - EO 14034 (2021) (protecting sensitive data), <https://www.whitehouse.gov/briefing-room/presidential-actions/2021/06/09/executive-order-on-protecting-americans-sensitive-data-from-foreign-adversaries/> (**Skim**)
 - EO 14065 (2022) (Russia property blocking), <https://www.federalregister.gov/documents/2022/02/23/2022-04020/blocking-property-of-certain-persons-and-prohibiting-certain-transactions-with-respect-to-continued> (**Skim**)
 - EO 14066 (2022) (Russia import ban), <https://www.federalregister.gov/documents/2022/03/10/2022-05232/prohibiting-certain-imports-and-new-investments-with-respect-to-continued-russian-federation-efforts> (**Skim**)

Week 5 (February 13) – U.S. Export Controls: Legal Basis and Historical Perspectives

- Objectives:
 - Understand the evolution of export controls from the Cold War era through today’s strategic competition with China, Russia, Iran, and North Korea.
 - Appreciate the difference between export controls on military items and dual-use items and the legal challenges that distinction presents.
 - Learn about the different list-based restrictions, including the Entity List, the Military End-User List, and the Denied Persons List.
- Reading:
 - Export Control Reform Act (ECRA), 50 U.S.C. §§ 4801-4852 (**Skim structure of statute**):
 - § 4801 (definitions) (**Skim**)
 - § 4811 (statement of policy) (**Skim**)
 - § 4812 (authority of President) (**Skim**)
 - § 4813 (additional authorities) (**Skim**)
 - § 4814 (administration of export controls) (**Skim**)
 - § 4815 (licensing) (**Skim**)
 - § 4817 (requirements to identify and control emerging and foundational technologies) (**Skim**)
 - § 4819 (penalties) (**Skim**)
 - Arms Export Control Act (AECA), 22 U.S.C. §§ 2751-2799aa-2 (**Skim structure of statute**):
 - § 2751 (need for international cooperation) (**Skim**)
 - § 2753 (eligibility for defense services or articles) (**Skim**)
 - § 2778 (control of arms exports and imports, including “defense articles” and “defense services”) (**Skim**)
 - § 2794 (definitions) (**Skim**)
 - 22 C.F.R. Parts 120-130 (International Traffic in Arms Regulations (ITAR)) (**Skim structure of the regs**):
 - § 120.1 (general authorities) (**Skim**)
 - § 120.2 (designation of defense articles and services) (**Skim**)
 - Part 121 (U.S. Munitions List) (**Skim**)
 - § 123.1(a) (license requirements) (**Skim**)
 - § 123.9 (see through rule) (**Skim**)
 - § 127.1 (violations) (**Skim**)

- 15 C.F.R. Parts 730-774 (Export Administration Regulations (EAR)) (**Skim structure of the regs**):
 - § 730.1 (coverage of the regs) (**Skim**)
 - § 730.3 (dual use and items subject to the EAR) (**Skim**)
 - § 744.2 (“is informed” process) (**Skim**)
 - § 744.6 (restriction on U.S. person activities) (**Skim**)
 - § 744.11 & 744.16 (Entity List) (**Skim**)
 - § 744.21 (military end use/end users) (**Skim**)
 - § 764.3(a)(2) (denied persons list) (**Skim**)
 - Part 774 (Commerce Control List) (**Skim**)
- Commodity Jurisdiction: ITAR vs. EAR, <https://www.bis.doc.gov/index.php/licensing/commerce-control-list-classification/commodity-jurisdiction>
- CRS Report, R46814, “The U.S. Export Control System and the Export Control Reform Act of 2018,” (June 2021), <https://crsreports.congress.gov/product/pdf/R/R46814>
- Christopher Stagg, “Commercial, Professional Perspective - ITAR Jurisdiction & Classification of USML Items,” BLOOMBERG LAW (July 2023), <https://www.bloomberglaw.com/external/document/X719R39G000000/commercial-professional-perspective-itar-jurisdiction-classifica>
- *FedEx v. United States*, (D.C. Cir.) [https://www.cadc.uscourts.gov/internet/opinions.nsf/D120DC56392651728525887900595C97/\\$file/20-5337-1954068.pdf](https://www.cadc.uscourts.gov/internet/opinions.nsf/D120DC56392651728525887900595C97/$file/20-5337-1954068.pdf) (BIS powers under ECRA)
- *Changji Esquel Textile Co. v. Raimondo*, (D.C. Cir.), [https://www.cadc.uscourts.gov/internet/opinions.nsf/DA149CE3B378FB2A85258884004FC659/\\$file/21-5219GGK.pdf](https://www.cadc.uscourts.gov/internet/opinions.nsf/DA149CE3B378FB2A85258884004FC659/$file/21-5219GGK.pdf) (ECRA and human rights)
- Jane Lee & Stephen Nellis, “Explainer: What is ‘FDPR’ and why is the U.S. using it to cripple China’s tech sector?,” REUTERS, <https://www.reuters.com/technology/what-is-fdpr-why-is-us-using-it-cripple-chinas-tech-sector-2022-10-07/#:~:text=The%20provision%20called%20the%20foreign,made%20in%20a%20foreign%20country.>

Week 6 (February 20) – U.S. Export Controls, Corporate Compliance and Enforcement

- Objectives:
 - Learn the various export control-related enforcement mechanisms within the U.S. government.
 - Understand administrative and criminal enforcement remedies for export-control sanctions violations.

- Understand increasing coordination between civil and criminal enforcement export controls and financial sanctions enforcement agencies.
- Reading:
 - 50 U.S.C. § 4820 (enforcement provision of ECRA)
 - 50 U.S.C. § 4821 (administrative procedures for ECRA)
 - 15 C.F.R. Parts 764, 766, and 766 Supp. 1 (EAR enforcement provisions) (**Skim**)
 - 22 C.F.R. Parts 127 & 128 (ITAR enforcement provisions) (**Skim**)
 - Departments of Justice, Commerce and Treasury Issue Joint Compliance Note on Russia-Related Sanctions Evasion and Export Controls (2023), <https://www.bis.doc.gov/index.php/documents/about-bis/newsroom/press-releases/3241-tri-seal-final-clean/file>
 - Departments of Commerce, Treasury, and Justice Tri-Seal Compliance Note: Voluntary Self-Disclosure of Potential Violations (2023), <https://ofac.treasury.gov/media/932036/download?inline>
 - *In re Seagate Technology*, Order Relating to Seagate Technology (Dep't of Comm., Bureau of Industry and Security 2023), <https://efoia.bis.doc.gov/index.php/documents/export-violations/export-violations-2023/1497-e2836/file> (**Read pp. 1-15**)
 - *In re Nordic Maritime*, Final Decision and Order (Dep't of Comm., Bureau of Industry and Security Aug. 2020), <https://efoia.bis.doc.gov/index.php/documents/export-violations/export-violations-2020/1273-e2629/file> (**Start on page 17, read to the end, then read pp. 1-16**)
 - *United States v. Airbus SE*, Deferred Prosecution Agreement, No. 1:20-cr-00021-TFH (D.D.C. Jan. 31, 2020), https://www.justice.gov/d9/press-releases/attachments/2020/01/31/airbus_se_dpa_0.pdf (**Read pp. 1-2, 6-7, 18-19, A-1 to A-2, A-23 to A-51; skim the rest, particularly the fines, restrictions on company statements, and U.S. Sentencing Guidelines**)
 - Cheng Ting-Feng, “How China’s tech ambitions slip through the U.S. export control net,” ASIA NIKKEI, Oct. 20, 2023, <https://asia.nikkei.com/Business/Business-Spotlight/How-China-s-tech-ambitions-slip-through-the-U.S.-export-control-net>

Week 7 (February 27) – U.S. Economic Sanctions: Legal Basis and Historical Perspectives

- Objectives:
 - Understand the historical bases for finance-based sanctions as they relate to national security and foreign policy interests.
 - Learn the various country-based financial sanctions authorities.

- Reading:
 - Trade Sanctions Reform and Export Enhancement Act of 2000, 22 U.S.C. §§ 7201-7211 (**Skim**)
 - Uyghur Forced Labor Prevention Act, 22 U.S.C. § 6901 note (**Skim**)
 - Iran Transactions and Sanctions Regulations (ITSR), 31 C.F.R. Part 560 (**Skim**)
 - Lebanon Sanctions Regulations, 31 C.F.R. Part 549 (**Skim structure of the regs**):
 - § 549.201 (prohibited transactions)
 - § 549.205 (evasions)
 - § 549.206 (exemptions)
 - § 549.304 (definition of blocked property)
 - § 549.408 (charitable contributions)
 - § 549.411 (entities owned by more than one person)
 - § 549.507 (provision of legal services)
 - § 549.701 (penalties)
 - Chinese Military-Industrial Complex Sanctions Regulations 31 C.F.R. Part 586 (**Skim**)
 - CRS Report, RS20871, “Iran Sanctions,” (Feb. 2022), <https://crsreports.congress.gov/product/pdf/RS/RS20871/318> (**Read pp. 1-3, 7-11, 25-29, and 50-56**)
 - E.O. 13599 (2012) (Blocking Property of the Government of Iran and Iranian Financial Institutions), <https://www.govinfo.gov/content/pkg/DCPD-201200083/pdf/DCPD-201200083.pdf>
 - EO 14032 (2021) (Chinese military industrial companies), <https://www.federalregister.gov/documents/2021/06/07/2021-12019/addressing-the-threat-from-securities-investments-that-finance-certain-companies-of-the-peoples>

Spring Break (March 4)

Week 8 (March 12) – U.S. Economic Sanctions, Corporate Compliance and Enforcement

- Objectives:
 - Learn the various financial-related sanctions enforcement mechanisms within the U.S. government.
 - Understand administrative and criminal enforcement remedies for financial sanctions violations.
 - Understand increasing coordination between civil and criminal enforcement export controls and financial sanctions enforcement agencies.

- Reading:
 - OFAC Enforcement Guidelines, 31 C.F.R. Part 501, App'x A (**Focus on Parts II, III and IV, skip the preamble**)
 - A Framework for OFAC Compliance Commitments (2019), <https://ofac.treasury.gov/media/16331/download?inline> (**Skim**)
 - British American Tobacco-OFC Settlement (2023) (North Korean sanctions violations), <https://ofac.treasury.gov/media/931666/download?inline>
 - SAP-OFAC Settlement (2021) (Iranian sanctions violations), <https://ofac.treasury.gov/media/97351/download?inline>
 - HSBC-OFAC Settlement (2012) (Burmese, Sudanese, Cuban, and Libyan sanctions violations, among others), <https://ofac.treasury.gov/media/13736/download?inline> & <https://home.treasury.gov/news/press-releases/tg1799>
 - Kollmorgen-OFAC Settlement (2019) (ITSR sanctions violations), <https://ofac.treasury.gov/media/7036/download?inline>
 - AppliChem-OFAC Settlement (2019) (Cuban sanctions violations), <https://ofac.treasury.gov/media/7556/download?inline>

Week 9 (March 19) – Illegal Foreign Agents: Legal Basis and Historical Perspectives

- Objective:
 - Understand the basis for requiring certain persons acting for a foreign government to register with the United States government.
- Reading:
 - 18 U.S.C. § 951 (notification requirement to USG for agents of foreign governments)
 - Foreign Agents Registration Act, 22 U.S.C. §§ 611-621 (**Skim**)
 - CRS, In Focus, “Foreign Agents Registration Act (FARA): A Legal Overview,” (Mar. 2023), <https://crsreports.congress.gov/product/pdf/IF/IF11439>
 - Covington & Burling, “The Foreign Agents Registration Act (‘FARA’): A Guide for the Perplexed,” (Jan. 31, 2023), <https://www.cov.com/-/media/files/corporate/publications/2023/02/the-foreign-agents-registration-act-fara-a-guide-for-the-perplexed.pdf>
 - Covington & Burling, “FARA Reform Legislative Action Heats Up,” (Dec. 21, 2022), <https://www.cov.com/en/news-and-insights/insights/2022/12/fara-reform-legislative-activity-heats-up>
 - DOJ FARA Filing for “China,” https://efile.fara.gov/ords/fara/f?p=1381:130:11392669210788::NO::P130_CNTRY:CH (**note the different entities listed**)

- DOJ FARA Supplemental Statement for Brownstein Hyatt Farber Schreck LLP (Mar. 30, 2023), <https://efile.fara.gov/docs/5870-Supplemental-Statement-20230330-32.pdf> (**Skim**)
- Federal Bureau of Investigation, “Operation Ghost Stories: Inside the Russian Spy Case,” (Oct. 31, 2011), <https://www.fbi.gov/news/stories/operation-ghost-stories-inside-the-russian-spy-case>

Week 10 (March 26) – FARA, Corporate Compliance and Enforcement

- Objective:
 - Understand the basis for requiring certain persons acting for a foreign principal (person or government) to register with the United States government.
- Reading:
 - *RM Broad., LLC v. U.S. Dep’t of Justice*, 379 F. Supp. 3d 1256 (S.D. Fla. 2019) (registration requirement for foreign radio operator)
 - *United States v. Gregory Craig*, Indictment, No. 1:19-cr-00125-ABJ (D.D.C. Apr. 11, 2019), <https://www.justice.gov/opa/press-release/file/1153651/download>
 - Lawfare, “Greg Craig: The Government’s Latest Swing at FARA Enforcement & What Comes Next,” Oct. 2, 2019, <https://www.justsecurity.org/66341/greg-craig-the-governments-latest-swing-at-fara-enforcement-what-comes-next/>
 - *United States v. Rafiekian*, 991 F.3d 529 (4th Cir. 2021) (FARA requirement for public relations for a foreign principal)
 - DOJ FARA Unit Advisory Opinion (Dec. 3, 2012) (scope of law firm FARA registration requirement), <https://www.justice.gov/nsd-fara/page/file/1038226/download>
 - DOJ FARA Unit Advisory Opinion (June 29, 2017) (cannot file FARA material under seal), <https://www.justice.gov/media/1011871/dl?inline=>

Week 11 (April 2) – The Committee on Foreign Investment in the United States (CFIUS) History and Foundations for National Security Reviews of Foreign Direct Investment

- Objective:
 - Learn the history and modern application for foreign investment review of national security purposes.
- Reading:
 - CFIUS, 50 U.S.C. § 4565
 - 31 C.F.R. Parts 800 – 802 (**Skim**)
 - CFIUS Reform: The Foreign Investment & National Security Act of 2007, <https://home.treasury.gov/system/files/206/Summary-FINSA.pdf>

- Summary of the Foreign Investment Risk Review Modernization Act of 2018, <https://home.treasury.gov/system/files/206/Summary-of-FIRRMA.pdf>
- CRS Report, RL33388, “The Committee on Foreign Investment in the United States (CFIUS)” (Oct. 23, 2019), <https://crsreports.congress.gov/product/pdf/RL/RL33388/82>
- “Key Questions About the Dubai Port Deal,” CNN, Mar. 6, 2006, <https://www.cnn.com/2006/POLITICS/03/06/dubai.ports.qa/>
- Fact Sheet: The CFIUS Process And The DP World Transaction, The George W. Bush White House, Feb. 21, 2006, <https://georgewbush-whitehouse.archives.gov/news/releases/2006/02/20060222-11.html>
- Emily Baker-White, “A Draft Of TikTok’s Plan To Avoid A Ban Gives The U.S. Government Unprecedented Oversight Power,” FORBES, Aug. 21, 2023, <https://www.forbes.com/sites/emilybaker-white/2023/08/21/draft-tiktok-cfius-agreement/?sh=5aa378ba112a>
- TikTok Is Running out of Time: Understanding the CFIUS Decision and Its Implications, CENTER FOR STRATEGIC AND INTERNATIONAL STUDIES, Sept. 2, 2020, <https://www.csis.org/analysis/tiktok-running-out-time-understanding-cfius-decision-and-its-implications>
- John D. McKinnon, “U.S. Threatens Ban if TikTok’s Chinese Owners Don’t Sell Stakes,” WALL ST. J., Mar. 15, 2023, <https://www.wsj.com/articles/u-s-threatens-to-ban-tiktok-if-chinese-founder-doesnt-sell-ownership-stake-36d7295c>

Week 12 (April 9) – Inbound/Outbound Investment Screening Mechanisms, and Foreign Ownership, Control, and Influence

- Objective:
 - Gain a better understanding of the interplay between established mechanisms of investment screening and nascent ideas.
- Reading:
 - EO 14083 (2022) (CFIUS reforms): <https://www.whitehouse.gov/briefing-room/presidential-actions/2022/09/15/executive-order-on-ensuring-robust-consideration-of-evolving-national-security-risks-by-the-committee-on-foreign-investment-in-the-united-states>
 - EO 14105 (2023) (Outbound investment), <https://www.whitehouse.gov/briefing-room/presidential-actions/2023/08/09/executive-order-on-addressing-united-states-investments-in-certain-national-security-technologies-and-products-in-countries-of-concern/>
 - Advanced Notice of Proposed Rulemaking, “Provisions Pertaining to U.S. Investments in Certain National Security Technologies and Products in Countries of Concern,” 88 Fed. Reg. 54,961 (2023), <https://www.federalregister.gov/documents/2023/08/14/2023-17164/provisions->

- [pertaining-to-us-investments-in-certain-national-security-technologies-and-products-in](#) (**Skim**)
- Gibson, Dunn & Crutcher, “With Biden Executive Order, a U.S. Outbound Investment Control Regime Takes an Important Step Forward – Focused on China, but Significant Steps Remain Before Implementation,” Aug. 14, 2023, <https://www.gibsondunn.com/with-biden-executive-order-us-outbound-investment-control-regime-takes-important-step-forward-focused-on-china/>
 - Defense Counterintelligence Security Agency, “Student Guide Foreign Ownership, Control, or Influence (FOCI) Short,” <https://www.cdse.edu/Portals/124/Documents/student-guides/shorts/IS170-guide.pdf> (**Skim**)

Week 13 (April 16) – Paper Review

- Objectives:
 - Catch-up on any remaining topics.
 - Review and discussion about papers.