

SECURITIES REGULATION

LAW 752 / SECTION 1

FALL 2021

*(revised 8/1021)*

ADJUNCT PROFESSOR DAUNA WILLIAMS

## **THE PROFESSOR**

**NAME:** Dauna Williams  
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**EMAIL:** [dauna@daunawilliams.com](mailto:dauna@daunawilliams.com)  
**OFFICE HOURS:** By appointment  
**CLASS MEETING TIMES:** Tuesdays, 5:00-6:40PM

### **NOTE FROM THE PROFESSOR:**

Welcome! I look forward to working with you this semester.

The regulation of our financial markets is uniquely American, created to bring transparency and protection to our free markets and its participants. How we regulate the buying and selling of securities influences the way business is conducted around the world. In this course, we will explore the regulation of securities, through the lens of two startups that recently went public, namely Lyft and Uber.

We will approach securities regulation from analytical and practical perspectives. Students will be expected to collaborate in a manner that simulates the work of a practicing securities lawyer, which will include drafting legal memorandum and reviewing SEC reporting documents. Although securities regulation is not tested on the bar exam, it does overlap with other topics that are, such as business associations and contracts. Therefore, our analysis and writing will follow that of what is expected on the bar exam, as well as, and that of an associate in a law firm.

This is an intensive course, designed for you to engage actively with course material and put your learnings into action. The successful student will embrace this course as a journey into their professional development from student to sitting for the bar to practicing lawyer.

-- Adjunct Professor Dauna Williams

## COURSE BOOKS & MATERIALS

**Required Books.** These books are available at the Texas Southern University's Bookstore:

SODERQUIST & GABALDON, Securities Regulation (9th ed. Foundation Press/West Academic 2018) (Online purchase: <https://www.directtextbook.com/isbn/9781683287124>)

The required regulations will be assigned as needed and can be found on Westlaw or LexisNexis. In general, the regulations covered are:

- **Federal**
  - Securities Act of 1933
  - Securities Exchange Act of 1934
  - Sarbanes-Oxley Act of 2002
  - Dodd–Frank Wall Street Reform and Consumer Protection Act of 2010
  - Jumpstart Our Business Startups Act of 2012
- **State** - Texas Civil Statutes, Title 19, Blue Sky Law - Securities

Please bookmark the sites referenced in this syllabus so they can be found for easy access during class. I would advise looking through the textbook for the relevant statutes before printing these statutes, for they can be very long, and only certain sections will be relevant to our work. Consider saving the relevant statutes in .pdf format and using a .pdf notation tool (e.g., the free version of Adobe Acrobat Reader for PDF) to electronically annotate these statutes.

**Required SEC Filings.** In addition to the above, the following SEC filings are required and will be used throughout the semester as the course's hypothetical references. All students must download and actively reference these documents throughout the semester. Please download .pdf versions only. Printing these documents is not recommended given their length (some of these documents are thousands of pages long). You will need a .pdf notation tool, such as the free version of Adobe Acrobat Reader for PDF.

Lyft, Inc.	Form S-1, dated March 1, 2019	<a href="https://d18rn0p25nwr6d.cloudfront.net/CIK-0001759509/0045a481-349d-44e3-aaec-c8906f9d9ba9.pdf">https://d18rn0p25nwr6d.cloudfront.net/CIK-0001759509/0045a481-349d-44e3-aaec-c8906f9d9ba9.pdf</a>
Lyft, Inc.	Form 10- Q, for quarter ended June 30, 2021	<a href="https://d18rn0p25nwr6d.cloudfront.net/CIK-0001759509/431e7794-a6ff-4a7c-aceb-6cd44ce23bb6.pdf">https://d18rn0p25nwr6d.cloudfront.net/CIK-0001759509/431e7794-a6ff-4a7c-aceb-6cd44ce23bb6.pdf</a>
Uber Technologies, Inc.	Form S-1, dated April 11, 2019	<a href="https://d18rn0p25nwr6d.cloudfront.net/CIK-0001543151/8eace3a3-49f4-46cb-b36a-6fc5ba16c77a.pdf">https://d18rn0p25nwr6d.cloudfront.net/CIK-0001543151/8eace3a3-49f4-46cb-b36a-6fc5ba16c77a.pdf</a>

Uber Technologies, Inc.	Form 10- Q, for quarter ended June 30, 2021	<a href="https://d18rn0p25nwr6d.cloudfront.net/CIK-0001543151/bdaa01ec-4802-424c-87d6-17ab51d3fec9.pdf">https://d18rn0p25nwr6d.cloudfront.net/CIK-0001543151/bdaa01ec-4802-424c-87d6-17ab51d3fec9.pdf</a>
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**Required Dropbox and Slack Page Access.** Various, original source, corporate documents relating to Lyft and Uber, and other related course materials, will be posted to this course’s Dropbox and Slack pages throughout the semester.

## COURSE DESCRIPTION & OBJECTIVES

### Course Description

General. Whether they are start-ups or global conglomerates, companies need capital to operate. One way a company can raise capital is by offering shares to investors who then, in exchange, are given an ownership interest in the company as shareholders. Whenever a company seeks to raise capital in this manner, the laws of securities regulation are involved. This is an introductory course to securities regulation, teaching the basic structure of securities regulation and providing an overview of the Securities Act of 1933 ('33 Act) and the Securities Exchange Act of 1934 ('34 Act).

Lyft and Uber Deep-Dives. We will look through the lens of two 2019 initial public offerings (IPOs), namely those of Lyft, Inc. and Uber Technologies, Inc. We will look at every stage of these once startups’ maturation under US securities regulations, issue-spotting how securities’ caselaw and regulations molded these competitors’ behaviors and business strategies. Using multimedia and actual SEC filings, we will explore how the securities regulatory ecosystem surrounded Lyft and Uber, from the vantage points of the founders, investors, analysts, the press, day traders, stockholders, employees and the public. We will explore how securities regulations interestingly impact corporate behaviors during crisis, such as the ongoing COVID-19 pandemic, climate change and the 2020 Black Lives Matter social unrest. Lyft’s and Uber’s SEC filings will be the basis for the majority of our class discussions, hypotheticals, the midterm and the final exam.

This is an intensive course, designed for you to engage actively with course material and put your learnings into action. This course will introduce students to the:

- Evolution of the regulation of US securities markets and participants, including the need for transparency and understanding of materiality;
- Role of the Securities and Exchange Commission (SEC) as the primary government regulator of the securities market, and the roles of other securities market participants;
- Capital raising opportunities available to business organizations;
- Definition of a “security” and the regulatory implications which result when an ownership interest is deemed a “security”;

- Disclosure and registration requirements governing an IPO of securities, including deconstruction of the making of a registration statement;
- Regulatory schema governing start-ups before they go public, especially the concerns related to the exemptions under the '33 Act;
- '34 Act reporting requirements of publicly traded companies after an IPO;
- Applicability of Texas and other state blue sky laws;
- Risk management requirements against securities fraud and insider trading activities; and
- Both doctrinal theory and the practical skills needed to counsel clients in securities requirements, risk management and compliance.

### **Course Objectives and Student Outcomes**

The objective of and student outcomes that are expected from this course are to offer students the opportunity to gain the following abilities to:

- Understand the legal evolution of federal and state securities regulation and caselaw;
- Understand basic securities regulation caselaw, statutes, regulations and rules;
- Identify and properly apply applicable legal analysis to various fact patterns, seeing multiple sides of the issues;
- Understand and interpret the circular flow of the legal ecosystem from caselaw to regulation to real life application, and then back to caselaw again;
- Develop and utilize critical thinking in a rigorous environment;
- Appreciate the importance of precise language and strong drafting;
- Convey one's understanding of the above both orally and in writing;
- Collaborate efficiently with others for better outcomes; and
- Give meaningful and ethical counsel to clients once admitted to the bar.

### **GRADING**

**General Requirements.** A successful student shall timely:

- (1) Prepare for and participate in weekly class discussions and simulations;
- (2) Read, analyze and respond to complex problems sets;
- (3) Read, analyze, draft and submit three (3) written assignments, namely legal

memoranda and SEC reporting documents; and

- (4) Complete the midterm and final exams.

**Final Grade.** Grading will conform to Law School policy for electives and a class enrollment of this size. Your final grade will be based on the following:

• Midterm (open book, MPT-format)	20%
• PPA	45%
• Final Examination (open book, MPT-format)	35%
	<hr/>
	100%

**PPA.** Please see the section below on “Participation, Professionalism, and Attentiveness.”

**Midterm and Final Examinations.** The format for your midterm and final examinations will be take-home, timed, open-book MPT. You should prepare for these exams by reviewing the material we cover in class, including the Lyft and Uber materials, and your PRAMSO Matrix.

Please refer to the most recent copy of the Student Rules and Regulations for additional information regarding the grade guidelines.

#### ACCOMMODATIONS

If you require special accommodations, please fill out the necessary forms with the Dean’s office. Your application and documentation will remain confidential. Your prompt attention will allow the law school to accommodate you as soon as it has been made aware of your situation.

Also, please contact Dean Mi Amy Ratra, Associate Dean for Student Services and Instructional Support, if you require any special accommodations regarding any of the assignments, including, but not limited to, extensions, note-takers, etc. You must contact Dean Ratra before the related assignment is due.

Associate Dean Ratra, Student Services and Instructional Support

**Phone:** (713) 313-7909

**Email:** [MiAmy.Ratra@tsu.edu](mailto:MiAmy.Ratra@tsu.edu)

#### PARTICIPATION, PROFESSIONALISM, & ATTENDANCE

##### **PARTICIPATION:**

Class participation will be considered in determining your final course grade. You must be prepared for all classes. If you do not actively participate in class discussion and exercises, you may lose “Participation, Professionalism and Attentiveness” points (“PPA points”). You must prepare all assignments to the very best of your ability even if they are not submitted for a grade

or feedback. In addition, if you fail to bring all relevant materials with you to class or do not have these materials open and ready for use in class, you will lose PPA points. You will need to have the required texts in class (or access to them) to fully participate in the discussion. Lastly, as you know, you must be on time for class.

Your time commitment, weekly performance and professionalism are essential to your success, and for the success of the other students in this course. Unfortunately, students who repeatedly fail to meet the time and performance expectations of this course at any given point in the semester may be reported to the Dean's Office for further assessment regarding potential academic warnings and financial aid qualification.

## **PROFESSIONALISM:**

### **A. Electronic Devices:**

- (1) *Appropriate Use.* Laptop computers, tablets, or mobile devices may be used during class for accessing your e-textbook, statutes, regulations, and rules, and for class-related note taking and reference.
- (2) *Inappropriate Use.* It is inappropriate to use these devices during class for any other purpose (e.g., to download music, play games, watch DVDs, access inappropriate web sites, or to instant message others). Any use of electronic devices that compromise the integrity of TSU or TMSL IT environment or security is obviously forbidden.
- (3) *No Disruptions.* Students are asked to monitor their electronic behavior so that it is not disruptive to or disrespectful of other students (i.e., please be conscious of loud typing, sound reverberations, and notification signals). Cell phones, smart watches, laptops, and all other personal devices must be silenced, with all ringers and notification bells turned off during class.
- (4) *Emergency Use.* If a student expects to be contacted for a legitimate emergency while in class, please let advise me prior to or during class to make appropriate arrangements. Also, if a student must take or make an emergency call during class, please leave the room/camera discreetly to do so.
- (5) *Consequences of Abuse.* Use of a laptop, tablet, or mobile device in class is a privilege. In addition to any other sanction, students may lose the right to use electronic devices, individually or collectively, if it is abused.

**B. Recording Classes:** I will be recording and posting a copy of each class in course's Dropbox. A student is authorized to record classes for personal use only. Recordings may also be made on behalf of fellow students who are excused from class. Please notify me before making such recordings. Unauthorized recording for other students or for posting online or any other form of publication is not permitted.

**C. Classroom Conduct:** At all times, students must respect fellow colleagues. Please refrain from excessive side conversations or other distracting conduct during class. Also, *please refrain*

*from arriving late or leaving the classroom during instruction.* Once class begins, students should remain seated and fully engaged in the discussion, with their cameras on. If a student has a medical condition that requires leaving regularly after class has begun, please see Dean Ratra for approval. Otherwise, such disruption of class will result in a loss of PPA points. Unexcused and/or repetitive late arrivals or early departures may be viewed as an absence. Further, any other conduct that displays a lack of professionalism will result in a loss of PPA points. Students must adhere to TSU's COVID requirements and standards.

#### **ATTENDANCE:**

- A. We understand that we are working through a pandemic. If you are ill, or otherwise need an accommodation due to pandemic personal reasons (e.g., caretaking for someone else who may be ill), please let both Dean Ratra and myself know. That said, please know, that without such accommodation, class attendance is mandatory. Attendance will be taken at the beginning of each class. Per Article III, Section 9 of the Student Rules and Regulations, for this two-hour course, you will be permitted to be absent up to 150 minutes before it begins to impact your grade or results in academic dismissal from this course. Tardiness will not be permitted and will be considered an absence, as will dismissal from class for misconduct or lack of proper preparation. Please see the Student Rules and Regulations for information on grade reduction and further details on absences. Subject to accommodation from Dean Ratra, this class attendance rule is strictly enforced.
- B. Post-Mid-Term One-On-Ones. Each student shall meet with Prof. Williams to discuss the student's progress and to discuss the course topics in a collegiate fashion. It is each student's responsibility to schedule their post mid-term meeting with Prof. Williams, for at least 15 minutes.

#### **PROCEDURES & POLICIES**

##### **A. General Concerns.**

If you have any questions regarding these guidelines or the guidelines on any individual assignments, please ask me. Any format guidelines provided for formal writing assignments are designed to further prepare you for the level of professionalism required in law practice.

##### **B. Anonymity/Online Submission.**

Students will be assigned an "alias" number to use when submitting their midterm and final exams. Students must not put their name on any midterm or final exam, as preservation of anonymity during grading is mandatory. Unfortunately, in order to protect the integrity of this courses collaborative process, if a student puts their name on an exam, that student's work will not be graded, and will receive a zero for such exam. If a student uses the wrong alias number, that student will lose PPA points.

##### **C. Syllabus and Reading Assignments.**

This is a syllabus, not a contract, and may be amended or supplemented at any time in my sole

discretion. Set forth on the following pages is a tentative schedule for our class meetings, but additional required reading materials may be posted on Dropbox and Slack and reading assignments may change as we make our way through the course. The class will generally follow the order of the textbook. Time permitting, we will aim to cover one assignment per session. In addition, time permitting, we may take some time to explore related material. **Please skip all hypotheticals found in the course book**, for we will be using our materials related to Lyft and Uber for all our hypothetical work. If you encounter an unfamiliar term, please refer to the definition section found in the relevant statute and/or *Black's Law Dictionary*. If you are absent from class, please see a classmate about any missed material and required preparation for the next class.

The reading assignments and discussion exercises are listed in the course syllabus under the day of the class for which they should be prepared in advance. *It is a student's responsibility to follow the syllabus, be prepared for class and submit all assignments on time.* Modifications, including additions or deletions to the syllabus, will be announced in class, via e-mail, and/or posted on the course page on Dropbox and Slack. Please note that all additional reading found below or on Dropbox and Slack, unless specifically marked "recommended," will be treated the same as text reading for exam and assessment purposes.

#### **D. Plagiarism.**

Plagiarism in *any* form is strictly prohibited. Students may not plagiarize any other written work, including, but not limited to, any sample answer, article or news report. Should an instance of plagiarism exist, the matter will be forwarded to the Dean for appropriate action.

#### **D. Questions Sent by Email.**

I welcome your questions by email, provided you adhere to the following requirements. If you send me a question by email, you must (1) identify the steps you have taken to solve the problem or answer your specific question or issue and (2) include what you believe the solution or answer to be. In particular, you should identify the materials you have read or sources you have researched. Many times, the answer to a question (especially technical requirements for assignments) may be found in the Course Guidelines and Syllabus. Be sure to check this document first.

#### **E. Campus Carry.**

The State of Texas has recently passed legislation permitting students to carry a *concealed* firearm on campus if such student has a concealed license permit recognized by the State of Texas, subject to the rules and regulations of Texas Southern University's ("TSU's) Campus Carry Policy. For a complete list of the gun-free zones on this campus and the rules governing campus carry at our institution, please visit Texas Southern University's website at <http://www.tsu.edu/>, see also, [TSU Campus Carry Policy](#) and [TSU Campus Carry](#) webpage. Please note that entering a gun-free zone on campus with a firearm, could not only lead to criminal prosecution but suspension or expulsion from school.

#### **F. COVID-19**



## THURGOOD MARSHALL SCHOOL OF LAW

### COVID-19 INFORMATION SHEET

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#### HEALTH AND SAFETY ON CAMPUS

1. The University does not require COVID-19 vaccination as a condition for attending school. As a protective measure, students are encouraged to get vaccinated. The St. Luke's vaccination clinic, located on campus in the Nabrit Science Building, is open and accessible to the entire University community, Monday-Friday, 9 a.m. – 7 p.m. There is no cost for the vaccination.
2. Students are expected to continuously self-screen for the symptoms of COVID-19. If you have symptoms and are not fully vaccinated, you should call the Student Health Center at (713) 313-7173. Please remember to exercise caution and be courteous of your fellow students.
3. Students who experience a medical emergency on campus should call (713) 313-7000. If off campus, call 911. Please inform the dispatch operator if you are experiencing shortness of breath, difficulty breathing, coughing, or have a fever.
4. Students who are unable to attend classes for health reasons, including those relating to COVID-19, should immediately contact the Associate Dean of Student Services, Amy Ratra (miami.ratra@tsu.edu), for further guidance.
5. Students who contract the COVID-19 virus must report the information to the Associate Dean of Student Services, Amy Ratra, and the Student Accessibility Services Office (SASO), by phone at 713-313-4210 or by email at disabilityservices@tsu.edu.
6. Students who contract the COVID-19 virus will be required to quarantine under the advice of Student Accessibility Services Office (SASO). Such students are required to submit Release of Care documentation from a licensed health care professional to SASO and notify the Associate Dean of Student Services, Amy Ratra, before they return to the law school.
7. While on campus and in classrooms, students are encouraged to conduct themselves in a manner conducive to the health and safety of the entire TSU community.
  - a. Students should practice hand hygiene, cough etiquette, and general cleanliness.
  - b. Face coverings (over the nose and mouth) are not required as per the guidelines from the State of Texas. However, students are strongly encouraged to wear face coverings (over the nose and mouth) while in the law school building.

- c. Students should wash or disinfect their hands before each class and after physical interaction with other persons in the classroom.
- d. Students should maintain classroom cleanliness. Students should create a clean classroom environment by putting away unnecessary personal items and cleaning their seating area intermittently.
- e. Students who do not conduct themselves on campus in a manner conducive to the health and safety of those with whom they come in contact may be subject to discipline up to expulsion from law school.

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## ATTENDANCE POLICY

- 8. Law school classes will be fully in-person this fall. The law school attendance policy will be strictly enforced.
- 9. Students who contract the COVID-19 virus will be barred from attending in-person classes until submitting Release of Care documentation from a licensed health care professional to Student Accessibility Services Office (SASO). Such students will be required to study and keep up with the prescribed readings.
- 10. Students that are excused from in-person class attendance because they contracted the COVID-19 virus should designate a student in each of their classes to make audio recordings of the lectures. Professors are required to allow such recordings to be made. Furthermore, professors are required to meet with such students to answer questions about the materials covered during their COVID-19-related absence.

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## UNIVERSITY RESOURCES

### 11. COVID-19 TESTING

Location: H&PE 109

Hours of Operation: No appointments are necessary. Tuesday – Thursday 8 a.m. – 11:30 p.m.

Results will be available within 24 hours if the test is taken by 11:30 a.m.

- 12. The St. Luke's vaccination clinic is open and accessible to all University personnel and community, Monday – Friday, 9 am – 7 pm in the Nabrit Science Building.

### 13. STUDENT HEALTH SERVICES

- a. Student Health Services is open 8:00 a.m. – 5:00 p.m. Monday – Friday by appointment only.

- b. A nurse is available at (713) 313-7173, Monday – Friday, from 8:00 a.m. – 5:00 p.m. to schedule appointments.
- c. Appointments will be scheduled virtually and in-person, as needed.
- d. If you are currently enrolled and need a copy of your immunization record go to <https://tsu.medicatconnect.com>.
- e. If you are off campus but in the local area and need assistance contact the Harris County Health Department COVID-19 hotline: [www.ReadyHarris.org](http://www.ReadyHarris.org). If you don't have the internet, call (832) 927-7575 or Houston Health Department COVID-19 Call Center: (832) -393-4220.

#### 14. UNIVERSITY COUNSELING CENTER

- a. The University Counseling Center (UCC) is providing convenient Telemental Health Services to all students.
- b. Students may call 713-313-7800 to request an appointment. If someone does not answer, please leave your T-Number, name, and a contact number. Students may also complete this [form](#) to request an appointment, and someone will contact them during business hours:  
[https://forms.office.com/Pages/ResponsePage.aspx?id=ViJL72KUK0Su4urH7Z-1ZFNJ2YNoWsVPstLk4r8W\\_X1UOUk2SUxMRVoyVEdQTVkzV09YRVBLNU5OTy4u](https://forms.office.com/Pages/ResponsePage.aspx?id=ViJL72KUK0Su4urH7Z-1ZFNJ2YNoWsVPstLk4r8W_X1UOUk2SUxMRVoyVEdQTVkzV09YRVBLNU5OTy4u).
- c. Students may receive a call from a blocked or private number, please answer, as it may be your counselor trying to contact you.
- d. If a student experiences a crisis outside of regular business hours, the student can call 833-848-1765.
- e. Other resources for support outside of the UCC include:
  - i. Crisis text line – Text Steve to 741-741.
  - ii. National Suicide Hotline - 800-273-TALK (8255).

## ACADEMIC CALENDAR



### THURGOOD MARSHALL SCHOOL OF LAW

TEXAS SOUTHERN UNIVERSITY  
ACADEMIC CALENDAR 2021 – 2022

#### FALL SEMESTER 2021

##### FALL SEMESTER 2021 (SEVENTY DAYS OF CLASSES)

Orientation	Monday-Friday	August 9-13, 2021
<b>First Day of Class</b>	<b>Monday</b>	<b>August 16, 2021</b>
Last Day to ADD/DROP	Wednesday	August 18, 2021
<b>Labor Day (NO CLASSES)</b>	<b>Monday</b>	<b>September 6, 2021</b>
<i>Purge of all unpaid course selections</i>	Wednesday	September 15, 2021
<b>Mid Term Examinations</b>	<b>Mon – Fri</b>	<b>October 11-15, 2021</b>
Last Day to Drop a Class	Friday	November 5, 2021
<b>Last Day of Classes</b>	<b>Tuesday</b>	<b>November 23, 2021</b>
First Year Professors' Grades due	Tuesday	November 23, 2021
Reading Period	Wed	November 24, 2021
Thanksgiving Holiday	Thurs – Fri	November 25-26, 2021
Reading Period	Sat- Sun	November 27-28, 2021
<b>Final Examinations</b>	<b>Monday - Friday</b>	<b>November 29-Dec. 10, 2021</b>
Commencement Exercises	Saturday	December 11, 2021

Please note that the calendar events and /or dates are subject to change.

## SYLLABUS

**Remember:** Please read cases, descriptive materials and notes only. Skip hypotheticals and questions.

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
August 17	Overview (Part 1 of 3) Course Structure Trending What is PRAMSO? Evolution of Securities Regulation, Part 1 External societal impacts on securities regulation Stock Market vs. Economy	Introduction	<p><i>General</i></p> <p><i>Pework and Course Explanations Videos (Parts 1 &amp; 2)</i> (approx. 55 min). Please watch both. Please forgive microphone issues and have a chuckle regarding my misstatements in the PRAMSO Matrix explanation (don't pull an all-nighter and then record).</p> <ul style="list-style-type: none"> <li>• <u>Pework Video:</u>  <a href="https://www.dropbox.com/s/j1jdyzpou0vc5rh/SecReg%20%28752%29%20Pre-Work%20Part%20II.mp4?dl=0">https://www.dropbox.com/s/j1jdyzpou0vc5rh/SecReg%20%28752%29%20Pre-Work%20Part%20II.mp4?dl=0</a></li> <li>• <u>PRAMSO Matrix:</u>  <a href="https://www.dropbox.com/s/auwu8oc4umo4yaw/pramso%20matrix%20copy.xlsx?dl=0">https://www.dropbox.com/s/auwu8oc4umo4yaw/pramso%20matrix%20copy.xlsx?dl=0</a> or <a href="#">PRAMSO Matrix.xlsx</a></li> </ul> <p><i>Add the following assignments to your PRAMSO Matrix:</i></p> <ul style="list-style-type: none"> <li>• <i>1929 Stock Market Crash and the Great Depression</i>, BBC (58 min) <a href="https://www.youtube.com/watch?v=q1SxPouPCIM">https://www.youtube.com/watch?v=q1SxPouPCIM</a></li> <li>• <i>Stock Market vs. Economy: The Impact of Covid-19</i>, The Economist, 7/24/2020 (9 min) <a href="https://www.youtube.com/watch?v=0TImic4N1ko">https://www.youtube.com/watch?v=0TImic4N1ko</a></li> <li>• <i>Deadliest Plague of the 20th Century: Flu of 1918</i> (2018) (40 min) <a href="https://www.youtube.com/watch?v=UDY5COg2P2c">https://www.youtube.com/watch?v=UDY5COg2P2c</a></li> </ul>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
August 24	<p>Overview (Part 2 of 3)</p> <p>Self-Requirements Feedback</p> <p>Evolution of Securities Regulation, Part 2</p> <p><b>#wokewashing? Part 1</b> Stock markets vs. corporations during social unrest; Stock markets reactions</p>	Introduction, cont.	<p><i>General</i></p> <p>Take Self-Requirements poll (check your email for link)</p> <p><i>Add the following assignments to your PRAMSO Matrix:</i></p> <p><i>Meltdown, The Men Who Crashed the World, Part 1</i>, Al Jazeera, <a href="https://www.youtube.com/watch?v=0yZ5mjbB11I">https://www.youtube.com/watch?v=0yZ5mjbB11I</a> (42 min)</p> <p><i>2020 crisis will be worse than 2008</i>, Ray Dalio Interview, Financial Knowledge, July 23, 2020 (5 min) <a href="https://www.youtube.com/watch?v=rR0X0leF1EM">https://www.youtube.com/watch?v=rR0X0leF1EM</a></p> <p><i>We Will Soon Face a Global Depression Like 1929</i>, Ray Dalio Interview, Financial Knowledge, July 24, 2020 (5 min) <a href="https://www.youtube.com/watch?v=aZYi2XvLLzY">https://www.youtube.com/watch?v=aZYi2XvLLzY</a></p> <p>“As protests continue, the stock market soars: Why unrest hasn’t affected Wall Street,” Anna-Louise Jackson, June 3, 2020, <a href="https://grow.acorns.com/why-protests-have-little-effect-on-stock-markets/">https://grow.acorns.com/why-protests-have-little-effect-on-stock- markets/</a></p> <p>“The Stock Market Doesn’t Care About Violence. Here’s How It’s Performed During Major U.S. Protests,” Sarah Hansen, Forbes, June 4, 2020, <a href="https://www.forbes.com/sites/sarahhansen/2020/06/04/the-stock-market-doesnt-care-about-violence-heres-how-its-performed-during-major-us-protests-and-tragedies/#3b6299ea19f2">https://www.forbes.com/sites/sarahhansen/2020/06/04/the-stock- market-doesnt-care-about-violence-heres-how-its-performed- during-major-us-protests-and-tragedies/#3b6299ea19f2</a></p> <p>“Black Lives Matter is about both race and class,” Rana Foroohar, Financial Times, June 14, 2020, <a href="https://www.ft.com/content/28dc48f8-b36b-4848-8e73-774999a8e502">https://www.ft.com/content/28dc48f8-b36b-4848-8e73- 774999a8e502</a></p>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
			<p>“What Is the Future for Uber And Lyft After the Pandemic?” Michael Goldstein, July 27, 2020 <i>(See Dropbox for pdf.)</i></p>
August 31	<p>Overview (Part 3 of 3)</p> <p>Protecting the shareholder (private vs. public); Lawyers as control points</p> <p>Regulatory landscape overview; Structure of the SEC</p> <p>'34 Act Reporting Overview; Investor Relations pages and EDGAR</p> <p><b>#wokewashing? Part 2</b> Corporate Brand Activism, Shareholder Reporting during crisis and social unrest,</p>	Introduction, cont.	<p><i>General</i></p> <p>After watching the Curtis Carroll TedTalk (see below), populate the Curtis Carroll chart using Yahoo Finance. <u>Note</u>: The Yahoo Finance page has changed since the Curtis Carroll chart was made. Make the necessary adjustments as you complete the Curtis Carroll chart.</p> <p><i>Add the following assignments to your PRAMSO Matrix:</i></p> <p><i>What It Means to Buy A Company's Stock</i>, Sal Khan, <u>Khan Academy</u>, circa 2011. (14 min) <a href="https://www.khanacademy.org/economics-finance-domain/ap-macroeconomics/ap-financial-sector/financial-assets-ap/v/what-it-means-to-buy-a-company-s-stock">https://www.khanacademy.org/economics-finance-domain/ap-macroeconomics/ap-financial-sector/financial-assets-ap/v/what-it-means-to-buy-a-company-s-stock</a></p> <p><i>How I learned to read -- and trade stocks -- in prison</i>, Curtis “Wall Street, Carroll, <u>TEDx San Quentin</u>, 2016 (12 min) <a href="https://www.ted.com/talks/curtis_wall_street_carroll_how_i_learned_to_read_and_trade_stocks_in_prison/up-next?language=en">https://www.ted.com/talks/curtis_wall_street_carroll_how_i_learned_to_read_and_trade_stocks_in_prison/up-next?language=en</a></p> <p>What Should Be the Purpose of Corporations?   Robert Reich (16 min) <a href="https://www.youtube.com/watch?v=sGhJyAYZj9o">https://www.youtube.com/watch?v=sGhJyAYZj9o</a></p> <p>Soderquist, Chapter 1 <i>(see .pdf in Dropbox if you do not have your book yet, also optional: <u>Federal Securities Overview, Westlaw Practical Law</u> (2020) (use to supplement or clarify Soderquist, Chapter 1 <i>(see Dropbox)</i>)</i></p> <p><u>Periodic Reporting and Disclosure Obligations: Overview</u>, Westlaw Practical Law, pp 1-7 (2020) <i>(see .pdf in Dropbox)</i></p>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
			<p>“How tech leaders can do more for racial justice than just tweet,” Rachel Kraus, Mashable, June 2, 2020, <a href="https://mashable.com/article/black-lives-matter-tweets-tech-leaders/?utm_cid=a-seealso">https://mashable.com/article/black-lives-matter-tweets-tech-leaders/?utm_cid=a-seealso</a></p> <p>“Open Letter to Gig Companies regarding Black Lives Matter,” Gig Workers Rising, Medium, June 18, 2020, <a href="https://medium.com/@catalina.brennan.gatica/sign-on-open-letter-to-gig-companies-regarding-black-lives-matter-4b48420e238d">https://medium.com/@catalina.brennan.gatica/sign-on-open-letter-to-gig-companies-regarding-black-lives-matter-4b48420e238d</a></p> <p>“Black Lives Matter: Do companies really support the cause?” Fernando Durante, BBC World Service, June 12, 2020, <a href="https://www.bbc.com/worklife/article/20200612-black-lives-matter-do-companies-really-support-the-cause">https://www.bbc.com/worklife/article/20200612-black-lives-matter-do-companies-really-support-the-cause</a></p> <p>“Woke-washing: how brands are cashing in on the culture wars,” The Guardian, Owen Jones, May 23, 2019, <a href="https://www.theguardian.com/media/2019/may/23/woke-washing-brands-cashing-in-on-culture-wars-owen-jones">https://www.theguardian.com/media/2019/may/23/woke-washing-brands-cashing-in-on-culture-wars-owen-jones</a></p> <p>“As big corporations say ‘black lives matter,’ their track records raise skepticism,” Washington Post, June 13, 2020, Tracy Jan, et al. <a href="https://www.washingtonpost.com/business/2020/06/13/after-years-marginalizing-black-employees-customers-corporate-america-says-black-lives-matter/">https://www.washingtonpost.com/business/2020/06/13/after-years-marginalizing-black-employees-customers-corporate-america-says-black-lives-matter/</a> also, optional, “An Analysis of Corporate Responses to the Black Lives Matter Movement,” MaryClaire Schulz, Strategic Communications, Elon University, Spring 2017, <a href="https://www.elon.edu/docs/e-web/academics/communications/research/vol8no1/06_MaryClaire_Schulz.pdf">https://www.elon.edu/docs/e-web/academics/communications/research/vol8no1/06_MaryClaire_Schulz.pdf</a></p>
September 7	<b>Stage 1 - From Idea to</b>	<b>Stage 1</b>	<i>Sept 7 Prework</i>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
	<p><b>Bootstrap Company</b></p> <p>Corporate Structure &amp; BA Refresher Feedback</p> <p>The 3 stages of going from an idea to a public company</p> <p>Startup incorporation basics.</p> <p>Shareholder Equity Overview</p>	<p><b>Stage 1 PRAMSO Problem</b></p> <p><b>Rules</b> (see Incorporation Documents and Soderquist readings)</p> <p><b>Analysis</b></p> <p><b>Most Suitable Outcome(s)</b></p>	<p><i>General</i></p> <ul style="list-style-type: none"> <li>• Take and submit <b>BA poll</b> (to be sent via email). It is open book and may be worked on with a partner or in a group of three, provided that each student submits an individual poll. Submission is mandatory but note that these are <u>not</u> graded.</li> <li>• <b>Start-up Foundational Documents Exercise</b> <ul style="list-style-type: none"> <li>• <u>Part 1</u> - Start here: <a href="https://www.cooleygo.com/documents/incorporation-package/">https://www.cooleygo.com/documents/incorporation-package/</a> <ul style="list-style-type: none"> <li>○ Use generic names.</li> <li>○ Use the generic address given by CooleyGo in the example. For city, use <i>Los Angeles</i>, for state, use <i>California</i>, and for zip code, use <i>90001</i>.</li> <li>○ Take your time or speed through. Download all the documents to your hard drive. Save the link for future, post-graduation use. <a href="https://www.cooleygo.com/">https://www.cooleygo.com/</a></li> </ul> </li> <li>• <u>Part 2</u>: Then do a cross analysis, comparing your CooleyGo documents to the Lexis+ and Westlaw Startup Kits (see Dropbox). Look for similarities and differences.</li> </ul> </li> </ul> <p><i>Add the following assignments to your PRAMSO Matrix:</i></p> <p>Items added to the P-Matrix this week are going to be more “stage-,” and not “date-driven.” List the types of incorporation concerns and steps that need to be done to take something from idea to full</p>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
			<p>fledge bootstrapped start-up.</p> <p>Angel Financing</p> <ul style="list-style-type: none"> <li>E22 ANGEL: Charles Hudson, Precursor VC: pre-seed risk/reward, early deals w/o data, SV diversity, This Week in Startups, <a href="https://www.youtube.com/watch?v=Bk-TC6FSd98">https://www.youtube.com/watch?v=Bk-TC6FSd98</a> (1 hr, 15 min)(2019)</li> </ul> <p>Valuation:</p> <ul style="list-style-type: none"> <li>“The Dance of the Disrupted,” Musings on Markets, Aswarth Damodaran, January 28, 2015 (see Dropbox)</li> </ul>
September 14	<p><b>Stage 1 - From Idea to Bootstrap Company</b></p> <p>What is a security?</p> <p>Howey Test</p> <p>Angel Financing</p>	<p><b>Stage 1</b></p> <p><b>Stage 1 PRAMSO Problem</b></p> <p><b>Rules</b> (see Incorporation Documents and Soderquist readings)</p> <p><b>Analysis</b></p> <p><b>Most Suitable Outcome(s)</b></p>	<p><i>September 14 Pework</i></p> <p><i>Add the following assignments to your PRAMSO Matrix:</i></p> <p>What is a security? Part 1</p> <ul style="list-style-type: none"> <li>Soderquist pp 137-167</li> </ul> <p>John Zimmer (CEO, Co-Founder of Lyft)</p> <ul style="list-style-type: none"> <li>John Zimmer's (Co-Founder of Lyft ) AutoBiography   Lyft President, John Zimmer, DraperTV, <a href="https://www.youtube.com/watch?v=e61TE3faRqQ">https://www.youtube.com/watch?v=e61TE3faRqQ</a> (5 min) (2015)</li> <li>From Colleges to Cease and Desist Letters, the Origin of Lyft   Lyft President, John Zimmer, DraperTV, <a href="https://www.youtube.com/watch?v=S7yubQCGb2k">https://www.youtube.com/watch?v=S7yubQCGb2k</a> (12 min) (2015)</li> <li>"Be Fearless," Startups tips from the Co-Founder of Lyft  </li> </ul>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
			<p>Lyft President, John Zimmer, DraperTV, <a href="https://www.youtube.com/watch?v=T2ErVFgXazg">https://www.youtube.com/watch?v=T2ErVFgXazg</a> (9 min) (2015)</p> <ul style="list-style-type: none"> <li>Assorted Q&amp;A About the the Future of Lyft   Lyft President, John Zimmer, DraperTV <a href="https://www.youtube.com/watch?v=Z-_0PSfLEeE&amp;t=331s">https://www.youtube.com/watch?v=Z-_0PSfLEeE&amp;t=331s</a> (15 min) (2015)</li> </ul> <p>Valuation.</p> <ul style="list-style-type: none"> <li>“Dream Big or Stay Focused Lyft's Counter to Uber!,” Musings on Markets, Aswarth Damodaran, October 19, 2015 (see Dropbox)</li> </ul>
September 21	<p><b>Stage 1 - From Idea to Bootstrap Company</b></p> <p>What is a security?</p> <p>Howey Test</p> <p>Angel Financing</p> <p>Getting ready for venture capital financing: Valuation of a Startup</p>	<p><b>Stage 1</b></p> <p><b>Stage 1 PRAMSO Problem</b></p> <p><b>Rules</b> (see <i>Incorporation Documents and Soderquist readings</i>)</p> <p><b>Analysis</b></p> <p><b>Most Suitable Outcome(s)</b></p>	<p><i>September 21 Prework</i></p> <p><i>Add the following assignments to your PRAMSO Matrix:</i></p> <p>What is a security? Part 2</p> <ul style="list-style-type: none"> <li>Soderquist pp 168-187</li> </ul> <p>Uber’s ex-CEO, Co-Founder Travis Kalanick</p> <ul style="list-style-type: none"> <li>FailCon 2011 - Uber Case Study, <a href="http://BAMM.TV">BAMM.TV</a>, 11/3/11 (27 min), <a href="https://www.youtube.com/watch?time_continue=73&amp;v=2QrX5jsiico">https://www.youtube.com/watch?time_continue=73&amp;v=2QrX5jsiico</a></li> <li>Travis Kalanick of Uber - TWiST #180, This Week in Startups, <a href="https://www.youtube.com/watch?v=550X5OZVkJ7Y">https://www.youtube.com/watch?v=550X5OZVkJ7Y</a> (1 hr,</li> </ul>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
			<p>22 min) (2011)</p> <ul style="list-style-type: none"> <li>Team Uber vs. Team Hailo - LeWeb London 2012, LeWeb, (2012), (32 min)  <a href="https://www.youtube.com/watch?v=Og1zTA2feoM">https://www.youtube.com/watch?v=Og1zTA2feoM</a></li> </ul> <p>Valuation &amp; Other Flavor</p> <ul style="list-style-type: none"> <li>“On the Uber Rollercoaster: Narrative Tweaks, Twists and Turns!” Musings on Markets, Aswarth Damodaran, October 12, 2015 (see Dropbox)</li> <li>“Why Uber Fights,” Stratechery, November 24, 2014 (see Dropbox)</li> </ul>
September 28	<p><b>Stage 2 – Accepting Venture Capital</b></p> <p>Summation of Stage 1 PRAMSO exercise</p> <p>How to read an S-1</p> <p>What is an exemption from registration and a private placement?</p>	<p><b>Stage 2</b></p> <p><b>Stage 2 PRAMSO Problem</b></p> <p><b>Rules</b> (see S-1s, Soderquist readings and Texas Blue Sky laws)</p> <p><b>Analysis</b></p> <p><b>Most Suitable Outcome(s)</b></p>	<p><i>September 28 Pework</i></p> <p><i>Add the following assignments to your PRAMSO Matrix:</i></p> <p>Lyft S-1 pp i-19 (General Discussion)</p> <p>Uber S-1 pp i-24 (General Discussion)</p> <p>Soderquist pp 197-213 (Statutory Scheme; Private Placements)</p>
October 5	<b>Stage 2 – Accepting</b>	<b>Stage 2</b>	<i>October 5 Pework</i>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
	<b>Venture Capital</b> Mid-Term Prep  Intrastate exemptions; Texas Blue Sky laws	<b>Stage 2 PRAMSO Problem</b>  <b>Rules</b> ( <i>see S-1s, Soderquist readings and Texas Blue Sky laws</i> )  <b>Analysis</b>  <b>Most Suitable Outcome(s)</b>	<i>Add the following assignments to your PRAMSO Matrix:</i>  Lyft S-1 pp 20-61 (Risk Factors)  Uber S-1 pp 25-72 (Risk Factors)  Soderquist pp 214-225 (top) (Intrastate Offerings)  Texas Civil Statutes, Title 19, Blue Sky Law – Securities (Look-up on Westlaw/Lexis Nexis)
October 12	<b>Stage 2 – Accepting Venture Capital</b>  <b>Mid-Term and Post Mid-Term review</b>  <b>Limited Offerings (Reg D &amp; JOBS Act Crowdfunding)</b>	<b>Stage 2 PRAMSO Problem</b>  <b>Rules</b> ( <i>see S-1s, Soderquist readings and Texas Blue Sky laws</i> )  <b>Analysis</b>  <b>Most Suitable Outcome(s)</b>	<i>October 12 Prework</i>  <i>Add the following assignments to your PRAMSO Matrix:</i>  Soderquist pp 225 (bottom)-243 (Limited Offerings under Commissioner’s Exemptive Authority)  Review Lyft and Uber’s latest 10-Qs, 10-Ks and 8-Ks and find similarities to S-1.
October 19	<b>Stage 3 – From Private Equity to Public</b>	<b>Stage 3</b>	<i>October 19 Prework</i>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
	<p><b>Company</b></p> <p>Summation of Stage 2 PRAMSO exercise</p> <p>Similarities between S-1 and IPO, post-IPO disclosure requirements.</p> <p>Mandatory</p> <ul style="list-style-type: none"> <li>• What is a public company?</li> <li>• What must it disclose?</li> <li>• Accuracy and materiality requirements</li> </ul> <p>Selective disclosure as it relates to the “MSO” of PRAMSO</p> <p>Gun Jumping Rules Overview</p> <ul style="list-style-type: none"> <li>• Pre-Filing Period</li> <li>• Waiting Period</li> <li>• Post-Effective Period</li> </ul>	<p><b>Stage 3 PRAMSO Problem</b></p> <p><b>Rules</b> (<i>see Soderquist and Q/Ks</i>)</p> <p><b>Analysis</b></p> <p><b>Most Suitable Outcome(s)</b></p>	<p><i>Add the following assignments to your PRAMSO Matrix:</i></p> <p>Continue review of Lyft and Uber’s latest 10-Qs, 10-Ks and 8-Ks Soderquist pp 44-64 (Overview; Pre-Filing Period)</p> <p>“Uber CEO Fights with Uber Driver,” <u>The Young Turks</u>, 3/2/17 (VIDEO) <a href="https://www.youtube.com/watch?v=w1rq4S7Akdo">https://www.youtube.com/watch?v=w1rq4S7Akdo</a></p> <p><u>Uber CEO Kalanick Argues with Driver Over Falling Fares, Bloomberg</u>, 2/28/27 (VIDEO) <a href="https://www.youtube.com/watch?v=gTEDYckNqns">https://www.youtube.com/watch?v=gTEDYckNqns</a></p> <p>“Uber CEO Travis Kalanick Resigns,” <u>CNBC</u>, 6/21/17 (VIDEO) <a href="https://www.youtube.com/watch?v=njA31i7fRF0">https://www.youtube.com/watch?v=njA31i7fRF0</a></p> <p>“How ride-share Uber outwitted regulators and crushed competition”, <u>Four Corners, ABC News In Depth</u>, 2019 (44 min) <a href="https://www.youtube.com/watch?v=NiWZjN0B0h0&amp;t=2092s">https://www.youtube.com/watch?v=NiWZjN0B0h0&amp;t=2092s</a></p>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
October 26	<b>Stage 3 – From Private Equity to Public Company</b>  Gun Jumping Rules - Capsulation	<b>Stage 3</b>  <b>Stage 3 PRAMSO Problem</b>  <b>Rules</b> (see Soderquist and Q/Ks)  <b>Analysis</b>  <b>Most Suitable Outcome(s)</b>	<i>October 26 Pework</i>  <i>Add the following assignments to your PRAMSO Matrix:</i>  Soderquist pp 64-89 (Waiting Period; Post-Effective Period)  “Lyft just went public - Here’s what eight experts say,” 4/1/19 (VIDEO) <a href="https://www.cnbc.com/2019/04/01/lyft-stock-is-tumbling-after-a-lukewarm-market-debut.html">https://www.cnbc.com/2019/04/01/lyft-stock-is-tumbling-after-a-lukewarm-market-debut.html</a>  “Uber stumbles in most-watched IPO since Facebook -- Here’s what nine experts say to expect,” CNBC, 5/10/19 (VIDEO) <a href="https://www.cnbc.com/2019/05/10/uber-ipo-stock-starts-trading-on-the-new-york-stock-exchange.html">https://www.cnbc.com/2019/05/10/uber-ipo-stock-starts-trading-on-the-new-york-stock-exchange.html</a>  “Why Lyft is Losing Money,” CNBC, 3/29/19 (VIDEO) <a href="https://www.youtube.com/watch?v=l6V9_azp1W4">https://www.youtube.com/watch?v=l6V9_azp1W4</a>  “Why Uber Is Losing Money,” CNBC, 5/10/19 (VIDEO) <a href="https://www.youtube.com/watch?v=GDO_J8vJ_Nc">https://www.youtube.com/watch?v=GDO_J8vJ_Nc</a>
November 2	<b>Stage 3 – From Private Equity to Public Company</b>  Staying the course and business as usual post-IPO  <ul style="list-style-type: none"> <li>Compare Lyft &amp; Uber coronavirus pages. How do they compare to each company’s</li> </ul>	<b>Stage 3</b>  <b>Stage 3 PRAMSO Problem</b>  <b>Rules</b> (see Soderquist and Q/Ks)  <b>Analysis</b>  <b>Most Suitable</b>	<i>November 2 Pework</i>  <i>Add the following assignments to your PRAMSO Matrix:</i>  Continue review of Lyft and Uber’s latest 10-Qs, 10-Ks and 8-Ks  Lyft & Uber & Coronavirus Reactions <ul style="list-style-type: none"> <li><a href="https://www.uber.com/us/en/coronavirus/">https://www.uber.com/us/en/coronavirus/</a></li> <li><a href="https://investor.uber.com/financials/default.aspx">https://investor.uber.com/financials/default.aspx</a></li> <li><a href="https://www.lyft.com/safety/coronavirus">https://www.lyft.com/safety/coronavirus</a></li> <li><a href="https://investor.lyft.com/">https://investor.lyft.com/</a></li> </ul> Lyft Q2 & Uber Q Investor Calls & Materials

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
	<p>10Q and other public statements?</p> <ul style="list-style-type: none"> <li>• How to find and use the investor page.</li> <li>• Compare Uber call with Q2 10-Q and earning's call supplemental materials, Lyft call and media's assessments</li> <li>• Compare how each company has leveraged the pandemic, BLM and the environment into its investor call. Present theories as to the benefits to each company as to why they mentioned them.</li> <li>• Compare the analyst questions asked of Uber and then of Lyft</li> </ul> <p>Summation of Stage 3 PRAMSO exercise</p>	<p><b>Outcome(s)</b></p>	<ol style="list-style-type: none"> <li>1. Go to Lyft's and Uber's respective investor pages on their websites.</li> <li>2. For each company, find the link to their respective Q2 2020 earnings conference call.</li> <li>3. For each company, download and review <u>four</u> documents, their respective Q2 2020s, press releases, supplemental information (earnings) and any additional investors presentation materials (if any). Review these materials in tandem with each Lyft and Uber's respective investor calls.</li> </ol> <p>Lyft &amp; Uber New Competition</p> <ul style="list-style-type: none"> <li>• "2020 Rideshare vs, Delivery Driving - Which Pays More - Uber &amp; Lyft vs Postmates, Doordash, Grubhub," Tanner Markley, <a href="https://www.youtube.com/watch?v=nc-np57bqeg">https://www.youtube.com/watch?v=nc-np57bqeg</a> (6 min)(2020)</li> <li>• "Watch Elon Musk Unveil Plans For A Tesla Ride-Hailing App," Tech Insider, <a href="https://www.youtube.com/watch?v=YiWbdZ8ItRs">https://www.youtube.com/watch?v=YiWbdZ8ItRs</a> (3 min) (2019)</li> <li>• "AmazonZoox: Is Driverless home delivery the fastest route to Affordable Mobility." SmartCarDriving <a href="https://www.youtube.com/watch?v=hAxIbmmnJ08">https://www.youtube.com/watch?v=hAxIbmmnJ08</a> (1 hour)(2020)</li> </ul>

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
November 9	<b>Stage 4 – Bad Actors</b>	<b>Stage 4</b> <b>Stage 4 PRAMSO Problem</b> <b>Rules</b> ( <i>see Soderquist</i> ) <b>Analysis</b> <b>Most Suitable Outcome(s)</b>	<i>November 9 Pework</i> <i>Add the following assignments to your PRAMSO Matrix:</i> Soderquist pp 447-478 and pp 525-555 Bad Actor videos <ul style="list-style-type: none"> <li>• <i>Revisit</i> - “How ride-share Uber outwitted regulators and crushed competition”, Four Corners, ABC News In Depth, 2019 (44 min)  <a href="https://www.youtube.com/watch?v=NiWZjN0B0h0&amp;t=2092s">https://www.youtube.com/watch?v=NiWZjN0B0h0&amp;t=2092s</a></li> <li>• “Enron-The Biggest Fraud in History,” Cold Fusion, 2019 (19 min)  <a href="https://www.youtube.com/watch?v=e5qC1YGRMKI">https://www.youtube.com/watch?v=e5qC1YGRMKI</a></li> <li>• “The Man Who Knew,” CBS News (VIDEO 14 min)  <a href="https://www.youtube.com/watch?v=s68FR1MXT8Q&amp;t=6s">https://www.youtube.com/watch?v=s68FR1MXT8Q&amp;t=6s</a></li> <li>• “Theranos - Silicon Valley’s Greatest Disaster,” ColdFusion, 3/1/19 (VIDEO 28 min)  <a href="https://www.youtube.com/watch?v=3CccfnRpPtM">https://www.youtube.com/watch?v=3CccfnRpPtM</a></li> </ul>
November 16	<b>Stage 4 – Bad Actors</b> <b>Catch-up</b> <b>In-Class PRAMSO exercise</b>	<b>Stage 4 PRAMSO Problem</b> <b>Rules</b> ( <i>see Soderquist</i> ) <b>Analysis</b>	

Date	Stage/Topic	PRAMSO	Pre-Work to be Completed Prior to Class
		<b>Most Suitable Outcome(s)</b>	
November 23	<b>Course Summation &amp; Exam Prep</b>		
November 30, 2PM	<b>Final Exam</b>		In-Class, MPT-style, Timed, Open Book