



February 28, 2017

- 8:30am Coffee service
- 9:15am Welcome remarks, Acting Chairman Michael S. Piwowar
- 9:30am Session 1: Economic rationale and legal framework for securities crowdfunding  
Moderator: Sebastian Gomez Abero, Division of Corporation Finance, SEC
- Douglas S. Ellenoff (Ellenoff Grossman & Schole LLP)
  - Ethan Mollick (Assistant Professor, Wharton School, University of Pennsylvania)
  - Michele J. Schimpp (Acting Associate Administrator, Office of Investment and Innovation, U.S. Small Business Administration)
  - Sebastian Gomez Abero (Chief, Office of Small Business Policy, Division of Corporation Finance, SEC)
- A discussion focused on the funding needs of small and emerging companies, legal requirements for crowdfunding issuers and funding portals, and the impact of securities crowdfunding for various market participants such as companies, investors, entrepreneurs, and regulators.
- 10:30am Break
- 10:45am Session 2: Investor protection and capital formation in securities crowdfunding  
Moderator: Julie Davis, Division of Corporation Finance, SEC
- Sara Hanks (CEO, CrowdCheck)
  - Paul LaPorte (CEO, MF Fire)
  - Marc Sharma (Office of the Investor Advocate, SEC)
- A discussion of the challenges and tradeoffs of protecting investors in crowdfunding transactions while facilitating fundraising among small firms and entrepreneurs with limited access to alternative sources of capital.
- 11:45am Break
- 12:00pm Session 3: Empirical evidence and data on securities crowdfunding  
Moderator: Jennifer Juergens, Division of Economic and Risk Analysis, SEC
- Douglas Cumming (Professor, Schulich School of Business, York University)
  - Sandy Yu (Postdoctoral Fellow, UC-Berkeley and CrowdBerkeley)
  - Vladimir Ivanov (Senior Financial Economist, Division of Economic and Risk Analysis, SEC)
- A presentation of empirical evidence on the current levels of securities crowdfunding, and a discussion of how future research can help shape the development of this new securities market segment.
- 1:00pm Concluding remarks, Commissioner Kara M. Stein

## Biographies for Speakers

### **Acting Chairman Michael S. Piowar**

Michael S. Piowar was designated Acting Chairman of the U.S. Securities and Exchange Commission (SEC) by President Donald Trump on January 23, 2017. Dr. Piowar was first appointed to the Commission by President Barack Obama and was sworn in on August 15, 2013.

Previously, Dr. Piowar was the Republican chief economist for the U.S. Senate Committee on Banking, Housing, and Urban Affairs under Senators Mike Crapo (R-ID) and Richard Shelby (R-AL). He was the lead Republican economist on the four SEC-related titles of the Dodd-Frank Act and the JOBS Act. Dr. Piowar also worked on a number of important SEC-related oversight issues under the jurisdiction of the Committee, such as securities, over-the-counter derivatives, investor protection, market structure, and capital formation.

During the financial crisis and its immediate aftermath, Dr. Piowar served in a one-year fixed-term position at the White House as a senior economist at the President's Council of Economic Advisers (CEA) in both the George W. Bush and Barack Obama Administrations. While at the CEA, Dr. Piowar also served as a staff economist for the Financial Regulatory Reform Working Group of the President's Economic Recovery Advisory Board.

Before joining the White House, Dr. Piowar worked as a Principal at the Securities Litigation and Consulting Group (SLCG). At SLCG, he provided economic consulting to law firms involved in complex securities litigation and technical assistance on market structure, regulatory policy, and risk management issues to domestic and international securities regulators and market participants.

Dr. Piowar's first tenure at the SEC was in the Office of Economic Analysis (now called the Division of Economic and Risk Analysis) as a visiting academic scholar on leave from Iowa State University and as a senior financial economist. In those roles, he provided economic analyses and other technical support to the Commission and other SEC Divisions and Offices on a wide range of rulemaking, compliance, and enforcement matters.

Dr. Piowar was an assistant professor of finance at Iowa State University where he focused his research on market microstructure and taught undergraduate and graduate courses in corporate finance and investments. He published a number of articles in leading academic publications and received several teaching and research awards.

Dr. Piowar received a B.A. in Foreign Service and International Politics from the Pennsylvania State University, an M.B.A. from Georgetown University, and a Ph.D. in Finance from the Pennsylvania State University.

### **Douglas S. Ellenoff**

Douglas S. Ellenoff, a member of Ellenoff Grossman & Schole, LLP since its founding in 1992, is a corporate and securities attorney with a specialty in business transactions and corporate financings. Mr. Ellenoff has represented public companies in connection with their initial public offerings, secondary public offerings, regulatory compliance, as well as strategic initiatives and general corporate governance matters. During his career, he has represented numerous broker-dealers, venture capital investor groups and many corporations involved in the capital formation process. Mr. Ellenoff is also Chairman and Co-Founder of iDisclose, a legal technology company that enables entrepreneurs to draft their securities disclosure.

Mr. Ellenoff and the rest of his Firm have taken a leadership role in the emerging crowdfunding industry, which was signed into law by President Obama on April 5, 2012. The Firm actively participates in many discussions with the SEC and FINRA with respect to the proposed rules which went into effect May 16, 2016. The Firm has sponsored conferences, webinars and has been invited to speak at numerous events on the topic. The Firm is already actively engaged with clients (funding portals, broker-dealers, technology solution providers, software developers, investors and entrepreneurs).

Mr. Ellenoff is admitted to practice law in the State of New York and before the United States District Court for the Southern District of New York. Mr. Ellenoff received a Juris Doctor degree from Fordham Law School and a Bachelor of Arts degree in Political Science from Vassar College.

### **Ethan Mollick**

Professor Ethan Mollick studies innovation and entrepreneurship, and the ways in which an individual's actions can affect firms and industries. His research includes early-stage entrepreneurship and crowdfunding; the way in which communities come together to innovate; and the factors that drive the performance of entrepreneurial companies. He has published papers in leading academic journals, and he has among the 50 most downloaded authors (out of over 300,000) on the Social Science Research Network for the past three years. He was named one of the "40 Most Outstanding Business School Professors Under 40" and was awarded the Academy of Management (TIM Division) Emerging Scholar Award.

Professor Mollick also co-authored a book on the intersection between video games and business that was named one of the American Library Association's top ten business books of the year, and has studied the way that games can be used to motivate performance and to educate. His entrepreneurship simulations and games have won several awards, and are used by tens of thousands of students around the world.

Prior to his academic career, he was co-founder of a company and a management consultant. Professor Mollick has worked with organizations ranging from DARPA to General Mills on innovation and entrepreneurship.

Professor Mollick received his PhD (2010) and MBA (2004) from MIT's Sloan School of Management and his bachelor's degree from Harvard University, magna cum laude, in 1997.

### **Michele J. Schimpp**

Michele Schimpp is the Office of Investment and Innovation's Deputy AA and has over 20 years of experience managing U.S. government organizations and start-up operations related to global job creation, competitiveness and economic growth. She has worked with the U.S. Agency for International Development (USAID), the U.S. State Department, and the U.S. House of Representatives, leading programs and partnerships with the private sector, foundations, universities, federal and state agencies, as well as foreign legislatures and governments.

Michele served on the senior leadership team that established the U.S. Global Development Lab, a new entity within USAID to apply science, technology, innovation and partnerships to help hundreds of millions of people lift themselves out of extreme poverty. As the Director for Mission Engagement and Operations, she was responsible for the Lab's engagement of more than 80 country missions overseas, as well as human resources and budget operations.

Prior to the Lab's establishment, Michele Schimpp served as Chief Operating Officer of USAID's Office of Science and Technology, a predecessor organization to the Lab. For several years before, Michele served on the senior leadership

team that established USAID's Office of Afghanistan and Pakistan Affairs, serving as Deputy Assistant to the Administrator during a period when USAID contributed to the civilian surge through increased staff and programs. She represented USAID's work in Afghanistan and Pakistan before government agencies, Congress, international donors, the U.N., interest groups, research and academia. Over the previous four years, Michele held senior management positions with USAID and the State Department, leading groups of experts on economic growth, infrastructure, energy, humanitarian assistance, agriculture, health, education, democracy and governance. She supported missions in Asia and the Middle East and developed public-private partnerships to respond to the Sichuan earthquake and to support women's leadership in Muslim countries.

A Foreign Service Officer for ten years, Michele served in Haiti from 1995-1999. She has a M.A. in Latin American Studies from the University of California at Berkeley and a B.A. in International Affairs from George Washington University.

### **Sebastian Gomez Abero**

Sebastian Gomez Abero is the Chief of the Office of Small Business Policy in the Division of Corporation Finance of the Securities and Exchange Commission. The office assists companies seeking to raise capital through exempt or smaller registered offerings, and participates in and reviews SEC rulemaking and other actions that may affect small businesses. Previously, Mr. Gomez was a Special Counsel in the Office of Chief Counsel in the Division of Corporation Finance. Before joining the SEC, Mr. Gomez practiced securities law in the Washington DC office of Hogan Lovells. He received his law degree from Northwestern University School of Law and his B.S. in computer science from Bridgewater College.

### **Sara Hanks**

Sara Hanks, co-founder and CEO of CrowdCheck, is an attorney with over 30 years of experience in the corporate and securities field. CrowdCheck provides due diligence, disclosure and compliance services for online capital formation. Its services help entrepreneurs and project sponsors through the disclosure and due diligence process, give investors the information they need to make an informed investment decision and avoid fraud and help intermediaries avoid liability.

Sara's prior position was General Counsel of the bipartisan Congressional Oversight Panel, the overseer of the Troubled Asset Relief Program (TARP). Prior to that, Sara spent many years as a partner of Clifford Chance, one of the world's largest law firms. While at Clifford Chance, she advised on capital markets transactions and corporate matters for companies throughout the world. Sara began her career with the London law firm Norton Rose. She later joined the Securities and Exchange Commission and as Chief of the Office of International Corporate Finance led the team drafting regulations that put into place a new generation of rules governing the capital-raising process.

Sara received her law degree from Oxford University and is a member of the New York and DC bars and a Solicitor of the Supreme Court of England and Wales. She serves as co-Chair of the SEC's Advisory Council on Small and Emerging Companies. She holds a Series 65 securities license as a registered investment advisor. Sara is an aunt, Army wife, skier, cyclist, gardener and animal lover.

### **Paul LaPorte**

Paul LaPorte is Chief Executive Officer and brings 28 years of high growth technology leadership to MF Fire. Paul excels at establishing new firms as thought and market leaders. Paul founded and led several venture and angel backed startups, including Fusion Smartband, LoyaltyWorks, and RegistrationSite. Previously, he was COO at ClearPath

Immigration, VP of Marketing at Evergreen Assurance and Global Manager for SaaS Solutions at Proofpoint. Paul received a B.S. in Engineering from MIT and a MBA from Georgetown.

### **Marc Sharma**

Marc Oorloff Sharma is Chief Counsel of the Office of the Investor Advocate. Prior to joining the Office of the Investor Advocate, Mr. Sharma served in several other SEC Offices or Divisions, including the Division of Investment Management and the Office of the General Counsel. Among other professional honors, Mr. Sharma currently is an Excellence in Government Fellow.

Mr. Sharma received his law degree from Northwestern University, his M.B.A. from the University of Southern California (Marshall School of Business), and his undergraduate degree, with honors, from the University of California, Irvine, where he was elected to *Phi Beta Kappa*. Before joining the SEC, Mr. Sharma was an attorney in private practice, where he worked on securities, mergers and acquisitions, and general corporate transactions, among other matters.

### **Douglas Cumming**

Douglas Cumming is the Ontario Research Chair in Economics and Public Policy, and a Professor of Finance and Entrepreneurship in the Schulich School of Business at York University. His areas of research span topics including law and finance, public policy, entrepreneurial finance, venture capital, private equity, IPOs, hedge funds, and exchange regulation and surveillance. His work often involves assessment of regulatory and other policy initiatives towards stimulating market activity. He holds a B. Com from McGill University, an M.A. from Queen's University, a J.D. and a Ph.D. from the University of Toronto, and is also a Chartered Financial Analyst.

### **Sandy Yu**

Sandy Yu is a Postdoctoral Fellow in Entrepreneurship and Innovation at the University of California at Berkeley. Her research lies at the intersection of entrepreneurship, innovation, and strategy. She is particularly interested in crucial strategic concerns of entrepreneurs: fundraising and growth. Her dissertation studies how participation in accelerators affects performance outcomes of new ventures. Prior to academia, Sandy worked at Microsoft, Toshiba Research & Development, and venture capital-backed VoIP startup, Ooma, Inc. She holds a B.S. and M.S. in Electrical Engineering from Stanford University, and a Ph.D. in Economics from New York University, where she was a recipient of the Kauffman Dissertation Fellowship.

### **Vladimir Ivanov**

Vladimir Ivanov is a senior economist with the Division of Economic and Risk Analysis (DERA) at the U.S. Securities and Exchange Commission. He has been with the SEC since 2009. His areas of expertise include small business financing, public and private securities offerings, venture capital and private equity. At the SEC, Vladimir has worked on numerous Dodd-Frank rulemakings primarily related to corporate disclosure and executive compensation. He has also been the lead economist on two key JOBS Act rulemakings – Title III: Crowdfunding and Title II: General Solicitation – and has participated in the JOBS Act Title IV: Regulation A rulemaking. Vladimir is DERA's expert on securities offerings and small business financing. His research has been published in the *Journal of Finance*, the *Journal of Financial Economics*, the *Journal of Financial and Quantitative Analysis*, and other prestigious academic journals. Vladimir is a recipient of the SEC's Economic Research Award.

Before coming to the SEC, Vladimir was an assistant professor in Finance at the University Of Kansas' School Of Business, where he taught classes in corporate finance, entrepreneurial finance, and investments. He received his B.S. in Finance from the University of National and World Economy (Bulgaria), MBA in Finance from the University of Memphis, and PhD in Finance from Vanderbilt University.

### **Commissioner Kara M. Stein**

Kara M. Stein was appointed by President Barack Obama to the U.S. Securities and Exchange Commission (SEC) and was sworn in on August 9, 2013.

While at the Commission, Commissioner Stein has advocated for strong investor protections and for initiatives to further increase competition and facilitate capital formation. Commissioner Stein has focused on identifying ways to enhance our securities market structure to promote efficiency and resiliency. She also has advocated for updating the Commission's rules and practices for the Digital Age, including calling for the formation of a Digital Disclosure Task Force to aid in the Commission's assessment of the nature, timing, and delivery of information to a variety of investors and other market participants. In addition, Commissioner Stein has advocated for the formation of an Office of Data Strategy and a Chief Data Officer to concentrate on the governance and utilization of information in a data-driven environment. She is also a strong advocate for the timely completion of the consolidated audit trail (CAT); the shortening of the settlement cycle for equities and fixed income; enhanced clearing agency standards; and the further development of tools that facilitate the use of machine readable disclosures.

Commissioner Stein serves as the Commission's liaison to the North American Securities Administrators Association (NASAA), represents the Commission at meetings of the International Organization of Securities Commissions (IOSCO), and is an ardent supporter of furthering diversity and inclusion initiatives at the SEC. Currently, Commissioner Stein sponsors the SEC's LGBT and the Disability Interests Advisory Committees, and she serves as the Chair of the SEC's Diversity Council.

Commissioner Stein joined the Commission after serving as Senior Policy Advisor for securities and banking matters to U.S. Sen. Jack Reed. From 2009 to 2013, she was Staff Director of the Securities, Insurance, and Investment Subcommittee of the U.S. Senate Committee on Banking, Housing, and Urban Affairs. During that time, Commissioner Stein played an integral role in drafting and negotiating significant provisions of the Dodd-Frank Wall Street Reform and Consumer Protection Act.

During her tenure in the U.S. Senate, Commissioner Stein also served as Staff Director of the Banking Committee's Subcommittee on Housing and Transportation, as Legal Counsel to Sen. Jack Reed, and a Legislative Assistant to Sen. Chris Dodd.

Before working in the U.S. Senate, Commissioner Stein was an associate at the law firm of Wilmer, Cutler & Pickering, an assistant professor with the University of Dayton School of Law, an Advocacy Fellow with the Georgetown University Law Center, and a Skadden Public Interest Fellow.

Commissioner Stein received her B.A. from Yale College and J.D. from Yale Law School.