

# THE ASSOCIATION OF COMMERCIAL FINANCE ATTORNEYS, INC.

## Secured Lending in a Small, Small World – Conventions and Other Activities Abroad That May Affect Secured Transactions in the United States

**Panelists:** Professor Neil B. Cohen, Brooklyn Law School  
Edwin E. Smith, Bingham & McCutchen, LLP  
Harry C. Sigman, Harry C. Sigman, P.C.

**Moderator:** Thomas J. Welsh, Brown & Welsh, P.C.

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### TABLE OF CONTENTS

#### TAB

1. STATUS REPORT TO THE ASSOCIATION OF COMMERCIAL FINANCE ATTORNEYS AND AMERICAN COLLEGE OF COMMERCIAL FINANCE LAWYERS ON THE UNITED NATIONS CONVENTION ON THE ASSIGNMENT OF RECEIVABLES IN INTERNATIONAL TRADE AND THE UNCITRAL LEGISLATIVE GUIDE ON SECURED TRANSACTIONS by Professor Neil B. Cohen, Edwin E. Smith and Harry C. Sigman – September, 2007
2. THE UNITED NATIONS CONVENTION ON THE ASSIGNMENT OF RECEIVABLES IN INTERNATIONAL TRADE – BRIEF SUMMARY by Edwin E. Smith, Bingham & McCutchen, LLP and Steven O. Weise, Esq., Heller Ehrman, LLP – March 17, 2007
3. THE UNITED NATIONS CONVENTION ON THE ASSIGNMENT OF RECEIVABLES IN INTERNATIONAL TRADE (2004)
4. PROPOSED UNITED STATES DECLARATIONS TO THE UNITED NATIONS CONVENTION ON THE ASSIGNMENT OF RECEIVABLES IN INTERNATIONAL TRADE – Draft of June 11, 2007
5. DISCUSSION DRAFT – TERMINOLOGY AND RECOMMENDATIONS OF THE UNCITRAL DRAFT LEGISLATIVE GUIDE ON SECURED TRANSACTIONS – Fortieth Session, Second Part, Vienna December 10 – 14, 2007

## BIOGRAPHIES OF PANELISTS:

**NEIL B. COHEN** is the Jeffrey D. Forchelli Professor of Law, Brooklyn Law School, where he teaches courses in domestic and international commercial law, contracts, and constitutional law. Professor Cohen has been a member of the faculty at Brooklyn Law School since 1985; prior to that, he was a Professor of Law at Seton Hall University School of Law. He was a Visiting Professor at Columbia Law School in 1994-1995.

For over 15 years, Professor Cohen has been a participant in major domestic and international law reform projects with respect to commercial transactions. Professor Cohen currently serves as the Director of Research of the Permanent Editorial Board for the Uniform Commercial Code. He was the Reporter for the American Law Institute's *Restatement of the Law of Suretyship and Guaranty*, which was published in 1996; in honor of his accomplishments as Reporter, he was named the American Law Institute's R. Ammi Cutter Reporter in 1994. Professor Cohen was the Reporter for Revised Article 1 of the Uniform Commercial Code and was a member of the Drafting Committees that prepared revised Article 9 and revised Articles 2 and 2A of the Uniform Commercial Code. In the international arena, Professor Cohen has served as a member of the United States delegation to the United Nations Commission on International Trade Law (UNCITRAL) in conjunction with its preparation of the United Nations Convention on the Assignment of Receivables in International Trade, and now serves as a member of the United States delegation to the UNCITRAL Working Group for its broader work regarding secured credit reform. He has served as Consultant to the Center for Economic Analysis of Law (regarding law reform in Bolivia and Thailand) and as Participating Scholar for the Commercial Law Project for Ukraine.

Professor Cohen is a Fellow of the American College of Commercial Finance Lawyers and a member of the American Law Institute. He is a well-known lecturer on commercial law issues and author or co-author of books and articles concerning domestic and international commercial law, including the *Hawkland UCC Series* (volumes analyzing Revised Article 9 of the Uniform Commercial Code) and over a dozen articles in major law reviews.

In addition to his expertise in domestic and international commercial law, Professor Cohen has written numerous law review articles in areas as diverse as bankruptcy, medical malpractice, probability and statistics, and baseball and the law. He is a co-author of *What If the American Political System Were Different?* (1992), and co-editor of *Baseball and the American Legal Mind* (Garland 1995). Professor Cohen received an S.B. from the Massachusetts Institute of Technology and a J.D. from New York University School of Law, where he was a Root-Tilden Scholar.

**EDWIN E. SMITH** is a Partner in the Boston and New York City offices of Bingham McCutchen LLP where he co-chairs the firm's Financial Institutions Area. He concentrates his practice in general commercial law, debt financings, structured financings, workouts, bankruptcies and international transactions. He is a member of the teaching faculty at the Morin Center for Banking Law Studies at Boston University Law School where he has taught secured transactions and teaches transnational lending and trade finance, and serves as a lecturer on secured transactions at Northeastern University

Law School. He has also served as a lecturer in secured transactions at Harvard Law School and Suffolk Law School. As a Uniform Law Commissioner for the Commonwealth of Massachusetts, he has served as a member of the drafting committees for the 1995 revisions of Article 5 (letters of credit) and the 1999 revisions of Article 9 (secured transactions) of the Uniform Commercial Code and as the chair of the drafting committee that formulated the 2002 amendments to Articles 3 (negotiable instruments) and 4 (bank deposits and collections) of the Uniform Commercial Code. He recently served on the drafting committees for the Uniform Certificate of Title Act (2005) and the Uniform Assignment of Rents Act (2005) and is currently serving as a Uniform Law Conference representative to the Permanent Editorial Board of the Uniform Commercial Code. Mr. Smith is a past Chair of the Uniform Commercial Code Committee of the Business Law Section of the American Bar Association and a past member of the Council for the Business Law Section. He also served as a U.S. delegate on the United Nations Convention on the Assignment of Receivables in International Trade and currently serves as a U.S. delegate to the United Nations Commission on International Trade Law (UNCITRAL) working group on creating a secured transactions guide for legislation in United Nations member countries. He is a member of the American Law Institute, the National Bankruptcy Conference, the American College of Bankruptcy and the International Insolvency Institute and is a past President of the American College of Commercial Finance Lawyers. He is a graduate of Yale University and Harvard Law School.

**HARRY C. SIGMAN**, an experienced practitioner specializing in commercial law, practices on a consulting basis to lawyers and their clients worldwide, from offices in Los Angeles. He has taught at USC and UCLA Law Schools, as well as at law faculties in Belgium, the Netherlands, Switzerland and Israel, and has presented seminars and guest lectures throughout Europe, Asia, Latin America and Australia. He was a member of the Drafting Committee to Revise Uniform Commercial Code Article 9 and was the American Bar Association Advisor to the Drafting Committee to Revise UCC Article 1. A member of the American Law Institute, he is a Founding Fellow of the American College of Commercial Finance Lawyers, past President of the Financial Lawyers Conference, past Chair of the California State Bar UCC Committee, and past Chair of the Article 9 Subcommittee of the UCC Committee of the ABA's Business Law Section. He has given in-house seminars at law firms and financial institutions throughout the U.S. on Article 9 and on the Revisions to Article 9. On the international level, he was a U. S. Delegate with respect to the United Nations Convention on assignment of receivables, the Hague Conference on Private International Law Convention on choice of law re indirectly held securities and the Cape Town (Unidroit) Convention on international interests in mobile equipment, and he is currently a U. S. Delegate with respect to the Uncitral Legislative Guide on secured transactions. He also consults with governments and non-governmental organizations on commercial law reform projects around the world. He received his J.D. degree from Harvard Law School in 1963 and is a member of the California Bar.