

Global Banking and Capital Markets – Course Syllabus



Course FINC-GB.3387.00

Spring—2014

Professor Frederick C. Militello, Jr.

Department of Finance

Course Description

This course is focused on the competitive dynamics and performance of the global banking industry and financial markets. The course emphasizes both case studies and interactive class discussions. With an emphasis on industry and financial market developments the course addresses organizational strategy, product and market developments—covering the US, Europe, and the emerging markets. It also looks at the risks and opportunities of doing business in today's financial markets and the challenges presented by both regulators and market participants. Throughout the course, relevant current events are examined and used to illustrate and reinforce discussion points.

Course Outline

Class One—February 15, 2014¹

The Financial Crisis, Regulatory Repercussions and the State of Global Banking and Capital Markets

Participants, Markets and Strategies

This opening session explores financial market evolution, the financial crisis of 2007-08, and the roles and responsibilities of financial institutions. Topics discussed include:

- How have global financial markets evolved and what factors have been key drivers in this evolutionary process?
- What are the roles and responsibilities of financial organizations?

¹ Note: The first two classes are designed to provide a common framework for discussion and reference. As we move forward and discuss strategies and market practices we shall relate back to this framework. Also, we use this framework—as the course progresses—to help formulate a vision of what the new financial order (and playing field) will look like and how it is likely to impact the future of capital markets and related practices.

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- What do we mean by commercial, investment and universal banking?
- What are the businesses of each?
- How have regulations shaped these businesses and their activities?
- What is systemic risk?
- How did it manifest itself in the financial crisis of 2007-2008?
- What is the “shadow” banking system?

Reading Assignment for Class One:

“GB” Chapter 12-14

Class Two—February 22, 2014

Risk and Regulation

This session further explores how sound banking practices—when ignored, abused or misinterpreted—lead to the breakdown of financial organizations and global financial markets; and, the regulation of industry businesses, behaviors and practices. Topics discussed include:

- What aspects of systemic risk are likely to continue to shape the thinking of regulators and regulatory reform?
- What have been some of the specific regulatory initiatives, e.g., the Dodd-Frank Act, Basel III; and, their impact on a new architecture of global finance?
- How have these regulatory considerations influenced the organizational structure, behavior and practices of financial organizations and markets?
- What is their current status and likely evolution?
- As a result, how are banks, and other financial organizations, positioning themselves?
- What do we mean by the “winning” strategies of global banking?
- Where is the focus of these strategies given the emergence of a new regulatory architecture?

Reading assignment for Class Two:

“GB” Chapter 15

Case Assignment:

“NYU Classes” *UBS AG 2008*

Session Three – March 1, 2014

The Global Capital Markets

Financial Market Integration/Indicators

The session is designed to further introduce participants to the global capital markets. The focus is on explaining the development of the components of these (and other) financial markets and their interrelationships.

In this session we learn how to “read” the markets for funding/investment opportunities. We view the world from the perspective of both issuers and investors; and, we explore some of the capital market indicators—for example, the term structure of interest rates, credit spreads, the level of interest rates (real and nominal), the implied level of volatility in the markets) and how they impact various opportunities for capital funding and investment activities. We apply these indicators to an in-class case study of market integration and discuss the future of such transactions in a world of increased regulation.

Case Assignment:²

“NYU Classes” CNP SA – Meeting Borrower/Investor Needs: Structuring a Capital-Market Transaction in Global Financial Markets

Reading Assignment:

“GB” Chapter 1

Class Four—March 8, 2014

This session is designed to expose participants to the practices of the loan markets and how they relate to the facilitation of derivative and capital market transactions. Topics discussed include:

- The risks of loan origination.
- Loan markets (1)—the key players and their strategies.
- Loan markets (2)—bilateral, multilateral and syndicated loan facilities.
- Loan markets (3)—their role in emerging and developed financial markets.
- Project finance—the role of bank, government and PE infrastructure financing.

² Note: This case is to be completed and discussed in class. It will be posted on “NYU Classes” prior to the session—please have a copy for your reference and please review the case before coming to class.

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Note: There will be a guest speaker for this session; Mr. Paul Tice, Managing Director at BlackRock will be leading the case study discussion. Please prepare the case noted below which will be posted to NYU Classes/Resources.

- Credit derivatives—the fundamentals.
- Asset securitization—including ABS, CMOs and SCDOs.
- Loan market developments and market trends.

The above three topics will be extended into the next session.

Reading Assignment for Class Four:

“GB” Chapter 2 & 3

Case Assignment:

“NYU Classes” *BlackRock’s Infrastructure Debt Initiative: Addressing the Market Opportunity*

Class Five – March 15, 2014

Raising Capital in the Global Capital Markets (1)

The Debt Capital Markets

The session focuses on raising capital through the utilization of the global debt capital markets and the syndicated loan markets. The first part of the session focuses on some of the specifics of the debt capital markets and possible debt capital-raising structures. It also discusses the role of syndicated lending as a bridge to the capital markets; and, the use of derivatives (interest and currency) to facilitate the borrowing in markets of comparative advantage—while managing risk exposure. In this session, we discuss:

- The meaning and determinants of comparative advantage.
- Types of securities issuance, e.g., public versus private placements, domestic, foreign and international bonds.
- Bond markets in emerging and developed markets.
- The role and use of derivatives in the realization of comparative advantage financing.
- The mechanics of structuring synthetic debt.

Reading Assignment for Class Five:

“GB” Chapter 4 & 6

No Class—March 22, 2014

Class Six—March 29, 2014

Raising Capital in the Global Capital Markets (2)

The Workings of Debt and Derivative Instruments

Through a case study discussion, this session demonstrates some of the more specific workings of various capital market instruments. It also looks at various market practices related to raising capital and their impact on the role of financial intermediaries, investors and borrowers. Topics discussed include:

- The importance of market timing—windows of opportunity.
- The role of bank credit in capital market transactions.
- The role of shelf registrations.
- Factors leading to negotiated transactions.
- Factors leading to “bought” deals.
- Various debt instruments – with an emphasis on how their structures are designed to influence investor appetites.

Reading Assignment for Class Six:

“GB” Chapter 4 & 6 (review)

Case Assignment:

HB Cases: Phillip Morris Companies, Inc. (A) (B) (C)

Class Seven—April 5, 2014

&

Class Eight—April 12, 2014

Raising Capital in the Global Capital Markets (3 & 4)

The Global Equities Markets

This session focuses on the raising of capital through the global equities markets. Included in this discussion, is the use of certain hybrid structures designed to provide borrowers/investors with both the benefits of equity and debt. This session also looks at the use of equity derivatives as part of the increased management of equity issuance programs including those related to privatizations and related goals of increased employee stock-ownership participation. Topics discussed include:

- The equity markets (domestic, foreign and global).

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- The equity markets (primary and secondary markets).
- Initial Public Offerings (IPOs) and follow-on Issues.
- Trends in developed and emerging markets.
- Types of equity issuance/distribution.
- Equity issuance and privatizations.
- The use and role of equity derivatives.

Reading Assignment for Class Seven:

“GB” Chapter 5 & 8

Case Study Assignment for Class Eight:

“NYU Classes” *Deutsche Telecom 1 & 2*

“NYU Classes” *Privatization of Aluminium Bahrain*

Class Nine – April 19, 2014 & Ten—April 26, 2014

Putting Capital to Work (1 & 2)

Mergers and Acquisitions

Perhaps no other area has gone through such dramatic changes in thinking and practice than that of mergers and acquisitions (M&A). No-doubt M&A has been a huge driver of capital market activities—especially those involving business portfolio management and organizational restructuring. Also, the business of M&A has gone through dramatic changes in terms of participants and the sources of capital that fund such transactions. Accordingly, topics discussed include:

- Trends in M&A activity.
- The business drivers of M&A.
- Getting the business—buy and sell side opportunities.
- Getting deals done—financial sponsors and strategic buyers.
- Financing and structuring M&A deals.
- Evidence on the effectiveness of M&A activities.
- Recent landmark deals.

Reading Assignment for Class Nine:

“GB” Chapter 7 & 10

Case Assignment:

For discussion on November 30, 2013

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"NYU Classes" *The Steel War: Mittal versus Arcelor*

Class Eleven—May 3, 2014

Financial Industry Restructuring and Competitive Challenges

This session is designed to take us back to our first reflections together. We take a new look at the global banking and capital market arenas and make a final assessment of their future. Specifically, we explore—using the tools of competitive strategy analysis—the following areas:

- A concluding look at the competitive dynamics of the industry—utilizing various strategy models, e.g., the five forces (porter), C-A-P (Walter).
- The strategic positioning of financial organizations in the new global order.
- Getting one's strategy right—back to the "winning" strategies.
- The future of risk-taking activities.
- The future of capital-raising activities.
- The future of bank-funding/lending activities.
- The future of what it means to be a "banker."

Reading Assignment:

"GB" Chapters 16 & 17

Case Assignment:

"NYU Classes" Citigroup 1998-2009

Class Twelve—May 10, 2014

Final Examination

Course Information

Course Prerequisites

Students registering for this course should have had previous courses in basic economics, accounting and financial analysis at the undergraduate or graduate level. Prerequisites can be waived by consent of the instructor.

Pedagogy

The course is conducted over twelve classes—including the final examination. Classes begin on February 15, 2014 and end on May 10, 2014—the final examination. There is no class on March 22, 2014 (school holiday).

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The course is discussion and case-oriented, and accordingly emphasizes classroom participation; requiring students to apply principles developed in class to actual global commercial and investment banking situations. All assigned readings and case preparations should be completed prior to the class for which they are assigned. Cases and reading assignments are noted in the outline. Others will be assigned and noted in class.

Required Text Book/Course Packet

Roy C. Smith, Ingo Walter and Gayle DeLong, *Global Banking*, Third Edition (New York: Oxford University Press, 2012)—Denoted in outline as “GB.”

There is a course packet covering Phillip Morris Companies, Inc. (A) (B) (C).

Besides assigned readings in the required texts, there will be other readings, case study discussion questions and other up-dates posted to “NYU Classes.”

Final Examination

There will be an in-class final examination on December 21, 2013 which will cover the entire course. The open-book exam will focus on the assigned readings, cases, and classroom discussions. Students will have up to three hours to complete the examination. The exam can be completed on lap-tops and printed and/or emailed for immediate submission.

Grading

Grades are comprised of class participation, group project work and final examination.

Professor

Frederick C. Militello, Jr. is an adjunct professor of finance. For more than twenty-years, he has taught many courses for Stern including international financial management; global banking and capital markets; and, investment banking.

One-on-one meeting appointments (as well as group discussions) are always possible and are best arranged by email:

fmilitel@stern.nyu.edu

Frederick C. Militello, Jr., is CEO/Senior Thought Leader of Future Change Management, LLC. He works with top banking leaders and strategists in a wide-range of organizational and change initiatives. These cover both organizational and global market strategies.

He is also an adjunct GBS professor of finance – at New York University’s Leonard N. Stern School of Business.

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For three decades, he has been a leading practitioner and thought leader to financial executives around the world. Specifically:

- He has held numerous senior executive positions such as vice president, division executive and managing director for the Chase Manhattan Bank responsible for their global corporate consulting and merchant banking activities.
- Frederick has also held financial positions for Business International Corporation, US Steel Corporation, Mobil Oil Corporation, the Bank of Boston International and the American Stock Exchange.
- He has also been founder and co-owner of two Wall Street-based financial/educational advisory practices.

Frederick has written many books in the fields of finance and banking including:

. *Leverage Competencies: What Financial Executives Need to Lead;*

. *The Empowered Organization: Redefining the Roles and Practices of Finance;*

. *Integrity-Based Financial Leadership and Ethical Behavior;*

. *Reassessing Corporate Banking Relationships: Issues, Practices and New Directions;*

. *Foreign Exchange Risk Management: A Survey of Corporate Practices.*

Over the years, his corporate clients have included some of the world's largest corporations including Apple Computer, McDonald's, Monsanto, Sandoz, Gillette, etc., and well-known financial organizations around the world—both in developed and emerging markets.

He has been a speaker and Chair Person for educational organizations including the Belgian-American Chamber of Commerce, Management Centre Europe, the American Management Association, the Rotterdam School of Management, the Vlerick Gent Leuven School of Management and the Financial Executives International.

As a scholar he was awarded the Wall Street Journal Student Achievement Award in Economics and is a professional member of the World Future Society and Strategic Planning Society.

Educated in New York, Frederick studied at Pace and Columbia Universities earning advanced degrees in economics and international economics.

He has sat on boards for numerous not-for-profit organizations such as the Children's Media Project and the Durham Historic Preservation Commission (Chair).