

## David C. Franceski Jr.

### Senior Counsel

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For 38 years Dave Franceski has concentrated his litigation and enforcement practice on complex commercial and securities matters, primarily defending and counseling the firm's top investment banking, broker/dealer and investment advisory clients. During his career, Dave has been privileged to represent the country's leading national, regional and local investment banks, broker dealers, investment companies and other financial firms, including many of Wall Street's major banks and broker/dealers. Dave has tried to verdict, decision or award well over 100 cases. His litigation experience – before judges, juries, arbitrators and agency enforcement panels – extends from complex class actions, multimillion dollar securities investor claims and federal insider trading investigations to state licensing and registration proceedings, broker raiding claims and other industry-related commercial disputes. Dave is also a FINRA-approved arbitrator.

### RESULTS

- **Advanced Courtroom Trial Technology:** tried to verdict a “paperless” six-week federal court jury trial over misappropriation of confidential and proprietary system software
- **Auction Rate Securities and Other Complex Investments:** served as co-defense counsel in a multimillion dollar auction-rate securities fraud action by the New Jersey Higher Education Assistance Agency against UBS Securities
- **Clearing Broker Liability:** successfully defended a nationally known clearing broker in a two-week federal jury trial of the clearing firm and its introducing firm
- **Complex Securities Arbitration:** successfully arbitrated and resolved numerous six, seven and eight-figure securities customer claims on behalf of clients such as Morgan Stanley, Vanguard Group of Investment Companies, UBS Financial Services Inc., UBS Securities, Smith Barney, Merrill Lynch, Lehman Brothers, Raymond James Financial Services and LPL Financial, among others
- **ERISA:** successfully defended a national broker-dealer in a federal action charging ERISA fiduciary and co-fiduciary violations in a defined benefit pension plan
- **Insider Trading:** investigated, negotiated and successfully resolved a three-year SEC insider trading and Section 15(f) material non-public information policy and procedure investigation of a major regional

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### FOCUS

Securities Litigation & Enforcement  
Complex Commercial & Class Action  
Litigation

Financial Services Litigation

Health Care Litigation

Litigation

### BAR ADMISSIONS

Pennsylvania

### COURTS

U.S. Supreme Court

U.S. Court of Appeals for the Third  
Circuit

U.S. Court of Appeals for the Eleventh  
Circuit

U.S. District Court for the Eastern District  
of Pennsylvania

U.S. District Court for the Middle District  
of Pennsylvania

U.S. District Court for the District of  
Colorado

U.S. District Court for the Eastern District  
of Michigan

### EDUCATION

J.D., University of Pennsylvania Law  
School

B.A./ M.A., *Phi Beta Kappa*, University of  
Pennsylvania

### MEMBERSHIPS

Philadelphia Bar Association

American Bar Association, Litigation  
Section, Securities Litigation Committee

Board of Editors, Senior Editor,  
Securities Litigation Commentator

Treasurer, Berwyn-Paoli Little League

Former Member of Board of Directors  
and Executive Board, Committee of  
Seventy

Former Member, Financial Services  
Institute

Securities Industry and Financial Markets  
Association

Former Board Member, Saybrook  
Homeowners Association



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broker/dealer

- **Raiding and Employment:** prosecuted a six-month preliminary injunction proceeding to curb, and seek compensation for, a national campaign to raid the firm's brokers
- **Securities Class Actions:** served as co-defense counsel in a securities class action against a development-stage biopharma issuer and its officers
- **Securities Fraud:** tried to jury verdict an issuer's claims for multimillion dollar losses arising from a complex short-selling, defamation and market manipulation scheme
- **Selling Away:** successfully defended a Wall Street investment bank/brokerage firm in a multimillion dollar Financial Industry Regulatory Authority (FINRA) arbitration for alleged trading away losses
- **SRO Disciplinary Proceedings:** investigated, negotiated and resolved a two-year National Association of Securities Dealers (NASDR) disciplinary proceeding against a regional broker-dealer and several of its registered representatives for sales practice and supervision-related violations

## INVESTMENT PRODUCT EXPERIENCE

Dave has a thorough understanding of virtually all investment products, including stocks, bonds, commodities, mutual funds, unit investment trusts, auction rate and mortgage-backed securities, non-traded REITS, structured notes and other alternative investments. Dave's many years of securities litigation have included claims arising under the Securities Act of 1933, the Securities Exchange Act of 1934, the Commodity Exchange Act, the Investment Advisors Act of 1940, the Investment Company Act of 1940, ERISA, RICO, Dodd-Frank, the Pennsylvania Securities Act, the PA Unfair Trade Practices and Consumer Protection Law, and similar state securities and consumer fraud statutes. A member of SIFMA's Legal and Compliance Division, the Financial Services Institute and the National Society of Compliance Professionals, Dave writes and speaks frequently on issues of vital importance to the financial services and securities industries.

## SPEAKING ENGAGEMENTS

- Presenter, "Advising Seniors: Providing Financial Guidance in the Face of Diminished Capacity and Other Senior-Related Issues," Financial Services Institute
- Presenter, "Ethics in Dealing with Public Officials and Public Clients," SIFMA Legal and Compliance Division
- Presenter, "Soft Dollars and Commission Sharing Arrangements for Broker Dealers and Investment Advisors," National Society of Compliance Professionals
- Presenter, "Investment Adviser Pay-to-Play Rule 206(4)-5," SIFMA legal and Compliance Division
- Presenter, "DOL/ERISA Issues: An Investment Advisory Perspective," Financial Service's Institute's OneVoice Broker Dealer Conference
- Presenter, "Investment Adviser Pay-to-Play Rule 206(4)- 5," Securities Industry and Financial Markets Association Compliance and Legal Society Annual Meeting



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- Presenter, “GI Best Practices: Current Hot Products,” National Society of Compliance Professionals East Coast Regional Meeting
- Presenter, “Political Contributions, Procurement, Placement Agents & Lobbying: State & Federal Rulemaking Updates: Pay to Play Rules,” National Society of Compliance Professionals National Membership Meeting
- Presenter, “Primer on Complex Financial Instruments,” National Society of Compliance Professionals National Membership Meeting
- Presenter, “Clearing Arrangements for Introducing Firms,” National Society of Compliance Professionals National Membership Meeting
- Presenter, “Arbitration from the Perspective of the Arbitrators,” Securities Industry and Financial Markets Association Compliance and Legal Division Annual Meeting
- Presenter, “Who Wants to be an NASD Target?,” presented by Stradley Ronon Stevens & Young, LLP
- Presenter, “An Overview of Securities Litigation,” presented by Stradley Ronon Stevens & Young, LLP
- Presenter, “Employment Agreements and Portability,” National Society of Compliance Professionals National Membership Meeting
- Presenter, “Dead Man’s Statute in Pennsylvania,” Pennsylvania Bar Institute
- Presenter, “D&O Litigation Issues for Nonprofit Institutions,” presented by Stradley Ronon Stevens & Young, LLP
- Presenter, “Federal Discovery Rules,” Philadelphia Institute for Paralegal Training

## RECOGNITIONS

- *Pennsylvania Super Lawyers*
- Martindale-Hubbell, AV Preeminent

