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(Original Signature of Member)

116TH CONGRESS
1ST SESSION

H. R. _____

To amend the Securities Exchange Act of 1934 to prohibit mandatory
predispute arbitration agreements, and for other purposes.

IN THE HOUSE OF REPRESENTATIVES

Mr. FOSTER introduced the following bill; which was referred to the
Committee on _____

A BILL

To amend the Securities Exchange Act of 1934 to prohibit
mandatory predispute arbitration agreements, and for
other purposes.

1 *Be it enacted by the Senate and House of Representa-*
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. SHORT TITLE.**

4 This Act may be cited as the “Investor Choice Act
5 of 2019”.

6 **SEC. 2. FINDINGS.**

7 Congress makes the following findings:

1 (1) Investor confidence in fair and equitable re-
2 course is essential to the health and stability of the
3 securities markets and to the participation of retail
4 investors in such markets.

5 (2) Brokers, dealers, and investment advisers
6 hold powerful advantages over investors, and manda-
7 tory arbitration clauses, including contracts that
8 force investors to submit claims to arbitration or to
9 waive their right to participate in a class action, le-
10 verage these advantages to severely restrict the abil-
11 ity of defrauded investors to seek redress.

12 (3) Investors should be free to choose arbitra-
13 tion to resolve disputes if they judge that arbitration
14 truly offers them the best opportunity to efficiently
15 and fairly settle disputes, and investors should also
16 be free to pursue remedies in court should they view
17 that option as superior to arbitration.

18 **SEC. 3. ARBITRATION AGREEMENTS IN THE SECURITIES**
19 **EXCHANGE ACT OF 1934.**

20 (a) IN GENERAL.—The Securities Exchange Act of
21 1934 is amended—

22 (1) by amending section 15(o) (15 U.S.C.
23 78o(o)) to read as follows:

24 “(o) LIMITATIONS ON PRE-DISPUTE AGREEMENTS.—
25 Notwithstanding any other provision of law, it shall be un-

1 lawful for any broker, dealer, funding portal, or municipal
2 securities dealer to enter into, modify, or extend an agree-
3 ment with customers or clients of such entity with respect
4 to a future dispute between the parties that—

5 “(1) mandates arbitration for such dispute;

6 “(2) restricts, limits, or conditions the ability of
7 a customer or client of such entity to select or des-
8 ignate a forum for resolution of such dispute; or

9 “(3) restricts, limits, or conditions the ability of
10 a customer or client to pursue a claim relating to
11 such dispute in an individual or representative ca-
12 pacity or on a class action or consolidated basis.”;
13 and

14 (2) in section 6(b) (15 U.S.C. 78f(b)), by add-
15 ing at the end the following:

16 “(11) MANDATORY ARBITRATION.—The rules of
17 the exchange prohibit the listing of any security if
18 such issuer, in its bylaws, other governing docu-
19 ments, or any contract with a shareholder related to
20 the parties as issuer and shareholder mandates arbi-
21 tration for any disputes between the issuer and the
22 shareholders of the issuer.”.

23 (b) APPLICATION TO EXISTING AGREEMENTS.—

24 (1) IN GENERAL.—With respect to an agree-
25 ment described in section 15(o) of the Securities Ex-

1 change Act of 1934 that was entered before the date
2 of the enactment of this Act, any provision prohib-
3 ited by section 15(o) of the Securities Exchange Act
4 of 1934 is void.

5 (2) ONGOING ARBITRATION.—A provision pro-
6 hibited by section 15(o) of the Securities Exchange
7 Act of 1934 shall not be void under paragraph (1)
8 if arbitration required by such provision was initi-
9 ated by any party on or before the date of the enact-
10 ment of this subsection.

11 **SEC. 4. ARBITRATION AGREEMENTS IN THE SECURITIES**

12 **ACT OF 1933.**

13 Section 6 of the Securities Act of 1933 (15 U.S.C.
14 77f) is amended by adding at the end the following:

15 “(f) LIMITATION ON ARBITRATION REQUIRE-
16 MENTS.—A security may not be registered with the Com-
17 mission if the issuer of such security, in its bylaws, or
18 other governing documents, or any contract with a share-
19 holder related to the parties as issuer and shareholder
20 mandates arbitration for any disputes between the issuer
21 and the shareholders of the issuer.”.

1 **SEC. 5. ARBITRATION AGREEMENTS IN THE INVESTMENT**
2 **ADVISERS ACT OF 1940.**

3 (a) IN GENERAL.—Section 205(f) of the Investment
4 Advisers Act of 1940 (15 U.S.C. 80b–5(f)) is amended
5 to read as follows:

6 “(f) Notwithstanding any other provision of law, it
7 shall be unlawful for any investment adviser to enter into,
8 modify, or extend an agreement with customers or clients
9 of such entity with respect to a future dispute between
10 the parties to such agreement that—

11 “(1) mandates arbitration for such dispute;

12 “(2) restricts, limits, or conditions the ability of
13 a customer or client of such entity to select or des-
14 ignate a forum for resolution of such dispute; or

15 “(3) restricts, limits, or conditions the ability of
16 a customer or client to pursue a claim relating to
17 such dispute in an individual or representative ca-
18 pacity or on a class action or consolidated basis.”.

19 (b) APPLICATION TO EXISTING AGREEMENTS.—

20 (1) IN GENERAL.—With respect to an agree-
21 ment described in section 205(f) of the Investment
22 Advisers Act of 1940 that was entered before the
23 date of the enactment of this Act, any provision pro-
24 hibited by section 205(f) of the Investment Advisers
25 Act of 1940 is void.

1 (2) ONGOING ARBITRATION.—A provision pro-
2 hibited by section 205(f) of the Investment Advisers
3 Act of 1940 shall not be void under paragraph (1)
4 if arbitration required by such provision was initi-
5 ated by any party on or before the date of the enact-
6 ment of this subsection.

7 **SEC. 6. APPLICATION.**

8 Except as otherwise stated, the amendments made by
9 this Act shall apply with respect to any agreement entered
10 into, modified, or extended after the date of the enactment
11 of this Act.