

Deborah Mannia

San Francisco Bay Area | d.a.mannia@gmail.com | 510-364-8990

EXPERTISE: Successful outside General Counsel to wide range of small, medium and start-up technology companies, with deep experience counseling leadership teams in business-friendly terms, collaborating to achieve sales goals, and engaging with Advisory Boards/Directors on strategy and risk management.

Commercial counsel experienced across wide range of revenue-generating and operational agreements, informed by litigation background. Intellectually curious with broad legal knowledge base and emphasis on compliance, intellectual property, technology development and implementation. Maintain good humor under deadline and volume pressures.

EXPERIENCE

Fractional General Counsel, Fremont, California

2005 – Present

Principal

Provide transactional, compliance, governance, IP protection, privacy and dispute litigation support and strategic advice to wide range of entrepreneurs, start-ups, small- and medium-sized domestic and international growth companies in technology, internet, manufacturing, software, cloud/XaaS, subscription, and social networking industries.

Commercial and transactional: Structure and negotiate sales and vendor contracts to maximize return, minimize risk, resolve impasses and achieve business goals –

- ♦ Craft templates to permit sales personnel and contract managers to handle most client-facing contracts in a risk-managed way, reducing the need for escalations to Legal for review and negotiation
- ♦ Negotiate and draft complex deals, including related to artificial intelligence, international data privacy issues and general commercial terms – able to work productively with even contentious opposing counsel to reach agreement
- ♦ Establish compliant U.S. Terms of Service/website documents for Taiwanese company entering the US market
- ♦ Saved SaaS/AI deal with Fortune 20 company through collaborative negotiation and structuring to open lucrative new market sector
- ♦ Adept at efficient contract closure to enable revenue recognition

Compliance: Craft innovative solutions and legal opinions to achieve broad compliance goals –

- ♦ Conducted training to ensure shared understanding across sales and business development team related to protecting IP in sales cycle
- ♦ Enabled launch of novel social networking site through quick compliance framework delivery
- ♦ Handled last-minute website, marketing and legal review for contest associated with product launch to ensure contest could happen at launch in a compliant manner, avoiding potential regulatory and reputational harms

Employment

- ♦ Undertook wide-ranging audit of employment practices at non-profit company, evaluating hiring, pay (wage & hour), break, vacation, complaint, and termination practices and procedures, permitting client quickly to ensure compliance, and increase likelihood of prevailing in any employment complaint scenario
- ♦ Provided related to increasing diversity of team at multi-family real property management company, expanding underrepresented groups in various roles

Intellectual property & privacy

- ♦ Counseled XaaS client concerned with loss of control over IP in license situation to instead develop software development kit (SDK) and permit interface through standard API to minimize risk of appropriation
- ♦ Adept at crafting customer-acceptable IP provisions to support company need for control, but provide sufficient use rights to customers to minimize lengthy negotiations and conflicts
- ♦ Counseled international AI startup in privacy-by-design to comply with multiple regulatory schemes and cross-border data flows

Dispute resolution

- ♦ Successfully compelled breaching employee to return company intellectual property (trade secrets, work product), permitting client to finalize product design to meet deadlines

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- ◆ Counseled partners in new endeavor to address company goals using suitable agreement formats to ensure aligned mission and goals

Journal Communications, Inc. (subsidiary), Michigan & California

1997 – 2005

General Counsel (previously Corporate Counsel)

Directed legal activities of medium-sized multinational subsidiary of media conglomerate that provided supply chain management, print and media, outsourcing services to SMEs and Fortune 100 customers in technology, non-profit, and entertainment sectors.

Adviser to subsidiary and parent C-Suite and Directors: Trusted partner in strategy for domestic and international business direction and risk management. Formulated policies and streamlined processes to achieve business and compliance goals in fast-paced, growth-oriented, dynamic environment.

Transactional and commercial matters: Provided broad range of legal services in areas including intellectual property, in-bound and out-bound technology contracts, compliance, licensing, data content, privacy, security, governance, and general commercial matters. Saved \$100,000+ evergreen contract re-negotiation to include favorable terms and pricing.

Administration and department management

- ◆ Collaborated to implement crisis plans, compliance program, obtain ISO certification.
- ◆ Directed outside counsel and litigation
- ◆ Increased real estate revenue by \$1,000,000+ through favorable lease, sublease, and property settlement
- ◆ Created and delivered training programs
- ◆ Built Legal Department and cross-functional team to proactively implement risk management system
- ◆ Created policies, procedures, contract templates, playbooks, and training programs
- ◆ Hired, fired, managed outside attorneys
- ◆ Achieved immediate \$100,000+ cost savings and created new profit center by implementing contract policy, training, and management system

Dispute resolution and pre-litigation: Directed litigation and mediation

- ◆ Saved \$100,000+ by settling long-standing commercial dispute
- ◆ Reduced strategic alliance costs by \$100,000+ and protected reputation by settling partner dispute
- ◆ Slashed costs by \$1,000,000+ through litigation management and co-location settlement negotiation

Professional Association of Exporters & Importers, Inc.

1986 - 1997

Co-founder, Inaugural President and Chairman of the Board

Co-founded 501(c)(3) corporation to serve international trade professionals across industries and provide networking and training, information, and events. Developed operational structure, policies, procedures, created executive training program, led strategic planning initiatives, spoke at and moderated panels at seminars attended by startups and Fortune 100 companies.

Additional experience as Civil Litigator, Criminal Litigator - San Francisco Bay Area, California

EDUCATION, CERTIFICATES AND MEMBERSHIP

J.D., Santa Clara University, School of Law, Santa Clara, California

Merit Scholar, Law Review, Phi Delta Phi Ethics Fraternity

B.S. Business Administration - Finance, San Jose State University, School of Business, San Jose, California

Summa Cum Laude (formerly Great Distinction), Phi Kappa Phi, Beta Gamma Sigma

CIPP/US, CIPM - in progress (expected 2021)

Member, International Association of Privacy Professionals, San Francisco, California (National Membership)