

Technology & Outsourcing Transactions

Related Practices

Biotechnology and Life Science

Business Services

HIPAA—Health Information Privacy & Security

Related Industries

Automotive, OEM & Supplier Business Services

Mobility and Advanced Transportation Team

Overview

Business success increasingly depends on new technologies and intellectual property. Dykema's up-to-date understanding of technology transactions and the technology marketplace leads us to creative, market-driven solutions that meet individual client needs. Our core areas of specialization include:

Representing Customers in Technology Acquisition and Outsourced Services Transactions

We represent a broad range of clients—including middle-market and larger manufacturers, financial institutions and other multinational companies; nonprofit health providers and universities; and government entities—in structuring and negotiating transactions involving the acquisition of technology-based products and outsourced services. Our team provides exceptional leadership and guidance in transactions that include everything from information technology outsourcing (ITO) and business process outsourcing (BPO), to software licensing and development agreements, to cloud computing services agreements.

Since large technology and outsourcing transactions can be a relatively rare event for the customer, our industry knowledge and transaction experience provide significant value and can "level the playing field" with experienced vendor business negotiators and legal counsel. Our capabilities are particularly valuable because many large technology and outsourcing transactions are mission critical and highly visible. We also provide leadership and guidance in dealing with the sometimes conflicting needs and wants of the customer's internal and external stakeholders.

For outsourcing transactions, we assist with strategy and preparation, the RFQ/RFP process, vendor evaluation and selection, contract negotiations, and management and dispute resolution after execution. Our attorneys have experience with some of the largest "bet-the-company" transactions, as well as more tactical BPO transactions, in a variety of industries including automotive, health care and financial institutions.

Negotiating Technology Licenses and IP-Oriented Joint Ventures

Often, technologies and intellectual property rights are developed or exploited in collaborative relationships, and having agreements clearly stating each party's rights is absolutely critical. Our attorneys have handled thousands of IP-oriented agreements and transactions, and our knowledge of the marketplace is extremely valuable to our clients. We assist with patent and technology licensing, joint ventures, telecommunications transactions and the full-range of Internet/e-commerce agreements, such as cloud computing, ASP, EDI and network agreements. We also provide in-depth guidance on privacy, data security and related compliance issues through our Privacy, Data Security and E-Commerce practice area.

Representing Technology-Based Businesses

We have many years of experience serving as trusted advisors to technology-based businesses, representing them in customer negotiations, as negotiators of significant industry transactions, in financing/acquisition transactions and as outside general counsel.

Customer Negotiations

We bring business savvy and negotiation skill to benefit our technology clients when negotiating (or renegotiating) customer engagements. It is our experience that rigorous and comprehensive negotiation of customer transaction agreements is a significant value for our technology provider clients. Furthermore, our efforts increase (rather than diminish) the goodwill necessary for a successful long-term relationship.

We also have extensive experience preparing standard customer agreements for technology vendors that are comprehensive without being an impediment to closing new customers.

Industry Transactions

Technology industries are highly collaborative, and most technology-based businesses have many key partners and relationships. The success of these relationships depends on the identification and documentation of critical business and legal requirements—and experienced counsel is essential to this process. Our industry experience and knowledge enable us to negotiate and efficiently document well-structured contracts that establish clear and precise guidelines for performance and responsibility, that protect and properly allocate intellectual property rights, and that ensure compliance with legislative and administrative requirements. Specific examples include structuring distributor relationships, value-added reseller agreements, OEM agreements, strategic alliances and joint ventures, patent and technology licensing, Internet and e-commerce agreements, and university technology transfer.

Finance and Acquisition Transactions

Corporate and finance attorneys join our team to deliver effective solutions to technology clients undertaking financing, acquisition or exit transactions. For technology business and emerging growth clients we offer a portfolio of transactional services that range from debt and equity financings to mergers and acquisitions, from joint ventures to initial public offerings.

Outside General Counsel Services

We provide comprehensive general counsel services to many of our technology provider clients by leveraging the experience of colleagues from across the firm in such practice areas as intellectual property, health care, tax, estate planning, government policy, compliance and governance, international law, trade regulation, employment, real estate, litigation, privacy, data security and e-commerce.

Publications

"Accepting Credit Card Payments," Co-Author

June 2015

State Bar of Texas Circuits Newsletter, Computer and Technology Section

Technology Transactions: A Practical Guide to Drafting and Negotiating Commercial Agreements

2015-2018

Practising Law Institute

"Technology Licensing: Licensee Transferability Rights Are Unique Under the Law—Avoiding M & A Surprises"

March 2, 2012

InsideCounsel.com

"Defining Licensor and Licensee Rights to Pursue Infringers"

February 17, 2012

Technology & Outsourcing Transactions (Cont.)

InsideCounsel.com

"Technology Licensing: Defining Licensor and Licensee Rights to Pursue Infringers"

February 17, 2012

InsideCounsel.com

"Technology Licensing: Understanding the Intersection of Bankruptcy Law and Technology Licensing"

February 3, 2012

InsideCounsel.com

Technology Licensing: Six Keys to Drafting the Royalty and Financial Terms"

January 20, 2012

InsideCounsel.com

"Technology Licensing: Five Keys to Drafting Technology Licenses"

January 6, 2012

InsideCounsel.com

"Technology Licensing: Understanding the Basics"

December 23, 2011

InsideCounsel.com

"Beware of Joint Ownership of IP Between Alliance Partners"

January 28, 2011

InsideCounsel.com

"Outsourcing Transactions—Strategies, Tactics and Gotchas—Part 4"

January 14, 2011

InsideCounsel.com

"Outsourcing Transactions—Strategies, Tactics and Gotchas—Part 3"

December 31, 2010

InsideCounsel.com

"Outsourcing Transactions—Strategies, Tactics and Gotchas—Part 2"

December 17, 2010

InsideCounsel.com

"Outsourcing Transactions—Strategies, Tactics and Gotchas—Part 1"

December 3, 2010

InsideCounsel.com

Speaking Engagements

State Bar of Michigan IT Law Section Annual Meeting & IT Seminar, Moderator, Plymouth, Michigan

September 8, 2016

State Bar of Michigan IT Law Section Annual Meeting & IT Seminar, Moderator, Plymouth, Michigan

September 10, 2015

Keys to Technology Licensing, Ann Arbor Spark, Business Law & Order Series

January 2013