PETER B. KELMAN, Esq.

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| 230 Second Avenue, Suite 110 | (781) 684 - 8448 |
| Waltham, MA 02451 | pkelman@kelmanlaw.com |
|  | www.kelmanlaw.com |

###### Executive Summary

 **A corporate lawyer with extensive experience in the software, mobile and high-technology markets, providing a full range of services to clients. Areas of expertise include advocacy for contract negotiation, intellectual property licensing, intellectual property portfolio maintenance, e-commerce activities, finance issues, merger/acquisition transactions, litigation, and other forms of dispute resolution.**

Employment

 **LAW OFFICES OF PETER KELMAN, ESQ.**,Waltham, MA 2001 - Present

 Start and sustain law practice for over 10 years, representing approximately 100 clients, principally in software, mobile-device, consulting and other technology-based ventures. Negotiate client contracts with Fortune 100 companies such as Microsoft, Oracle, CBS and other media conglomerates. Create numerous master contracts, consulting agreements, statements of work, confidentiality agreements, e-commerce agreements, hardware and software contracts. Develop SaaS contracts. Prosecute client trademark applications. Provide corporate advice regarding entity formation, creation of equity plans, licensing, financings, employment issues, and protection of intellectual property. Handle commercial real estate matters such as lease negotiations and evictions. Litigate client contract and employment matters when appropriate. Publish articles on technology and business law topics, such as technology venture agreements, electronic signatures, employment law and information privacy in the Boston Business Journal, National Law Journal, Mass HighTech and Boston Law Tribune.

 **NORTHEASTERN UNIVERSITY**,Boston, MA 2002 - Present

 **BENTLEY UNIVERSITY**,Waltham, MA 2009 - 2019

 Adjunct professor teaching courses in business law, international law, employment law, intellectual property law and computer law in graduate and undergraduate programs.

 **POSTERNAK, BLANKSTEIN & LUND, Of Counsel**, Boston, MA 2000 – 2001

 **PERKINS, SMITH & COHEN, Of Counsel**, Boston, MA 1998 – 2000

 Advise closely-held technology businesses regarding equity distributions, employment issues, real estate transactions and intellectual property issues. Lead firm task force on legal aspects of Y2K. Advise Free Software Foundation on technology licensing contracts.

 **SYMMETRIX, INC.**, Lexington, MA 1989 - 1998

 **General Counsel, Chief Administrative Officer and Technology Consultant**

For this technology consulting firm (100+ professionals, $20MM annual revenues), negotiate client contracts, manage intellectual property assets, advise on equity and debt financings, corporate governance, employment law, employee benefits and immigration issues.

 **GREEN, FRIEDMAN & PACKER**, **Associate**, Boston, MA 1987 - 1989

 Civil litigation, both plaintiff and defense, including trials in state district court. Active civil practice including depositions, summary judgment hearings, trials and arbitration hearings.

**INDEX SYSTEMS, INC., Technology Consultant**,Cambridge, MA 1983 - 1986

 Provide expert assistance to clients relative to the deployment of computer based solutions to business problems.

**Education**

 **BOSTON UNIVERSITY SCHOOL of LAW,** J.D. 1983

 **YALE UNIVERSITY**, B.A. 1975

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**Representative Transactions**

* Draft master services agreement for software company to use for licensing software to customers and for providing services on time/material basis. Continually update agreement as business diversifies.
* Create SaaS (software as a service) contracts for clients that develop software used in mobile device industry.
* Draft license agreement between client and Microsoft to enable Microsoft to distribute client software on Microsoft Xbox gaming console with attribution provided to client.
* Create standard set of documents for technology company to use when dealing with potential partners, including Confidentiality Agreements, Letters of Intent and Joint Venture Agreements.
* Negotiate contracts with project teams of software client.
* Prepare contracting guide for sales executives of technology consulting firm to implement uniform sales policies throughout organization.
* Create e-commerce agreements for an Internet exchange involving business-to-business transfer of goods and services. Create Membership Agreement, Privacy Policy and Terms of Use.
* Obtain over 50 trademarks registrations for clients.
* Represent client participating in million dollar venture capital financing.
* Represent client in $20 million sale of business to buyers.
* Represent author in a dispute with publisher pertaining to royalties owed author. Obtain favorable recovery of approximately quarter million dollars for author.
* Represent investor in litigation against companies that committed investor fraud.
* Represent software developer in litigation against customer that failed to pay $400,000 for services rendered
* Represent consumer in litigation against automobile dealer and manufacturer for failure to properly service automobile and failure to pay for repairs per warranty coverage

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**Publications**

· Mass HighTech, “If you Pursue a Partnership, Get the Deal in Writing,” November 18, 2002.

· Mass HighTech, “Recycling Intellectual Property,” May 6, 2002.

· The Boston Law Tribune, “The Shape of Things to Come,” November 12, 2001.

· Boston Business Journal, “New Dots: Playing the Internet Name Game,” August 24, 2001.

· The Boston Law Tribune, “Playing the Name Game,” July 30, 2001.

· The Boston Law Tribune, “Controlling Exposure for Inadvertent Disclosure,” April 30, 2001.

· Mass High Tech, “What to do When your Data Leaks,” April 23, 2001.

· Mass High Tech, “Read the Fine Print of the New E-SIGN,” February 5, 2001

· The National Law Journal, “Cyberlaw: E-Sign on What Line?”

 December 4, 2000.

· Boston Business Journal, “Employer’s Guide to Offer Letters,”

 August 25, 2000.

· Mass HighTech, “Microsoft in the People’s Court,” July 10, 2000.

· Boston Software News, Monthly Columnist on Legal Issues in Computer Industry, 2000.

· Mass High Tech, “Windows Source Code: Chicken Soup in the Microsoft Case,” May 10, 2000.

· Aspen Y2K Advisor, “Y2K: Heal Thyself - Did the Bug Make Its Own Vaccine?”, December, 1999.

· Mass HighTech, “Would the Y2K bug have Torpedoed your Computers?”, November 21, 1999.

· Boston Business Journal, “Companies Use an Old Maritime Clause to Sue Insurers,” November 12, 1999.

· Mass HighTech, “How to Control Employee Gossip in Web Chat Rooms,” October 25, 1999.

· Mass HighTech, “Prune Cyber-Grapevine to Stop Chatty Employees,” October 11, 1999.

· MetroWest Daily News, Monthly columnist on Y2K issues for business, 1999.