

James G. Clessuras

PARTNER

Technology
Transactions
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FOCUS AREAS

Artificial Intelligence and
Machine Learning
Digital Health
Government Contracts
Life Sciences
Quantum Computing
Software
Technology Transactions

HIGHLIGHTS

- Veteran Technology Transactions Lawyer**
Jamie is a veteran technology transactions lawyer with over 20 years' experience representing clients in a range of complex commercial transactions.
- A Focus on Innovator Clients**
His clients are pioneers in numerous technical areas, including artificial intelligence (AI), cloud computing, automotive, regenerative medicine, and drug delivery technologies.
- Government Contracting Expertise**
Jamie also helps clients sell to federal customers and collaborate with government research institutions on technology development.

EXPERIENCE

Jamie Clessuras is a member and the previous, long-serving chair of the firm's technology transactions department. With over 20 years of experience, clients turn to Jamie to structure, negotiate, and close complex commercial arrangements where innovative products, or strategic intellectual property rights, are at the forefront. Jamie has negotiated hundreds of deals to further the development, to launch or to extend the reach of pioneering technologies and products, including in areas of artificial intelligence (AI), cloud computing, automotive technology, regenerative medicine, and drug delivery technologies. A Silicon Valley transplant resident in the firm's Washington, D.C., office, Jamie also understands how the federal government contracts with industry, and helps clients sell to federal customers and collaborate with government-owned research institutions on technology development.

CREDENTIALS

Education

- J.D., Northwestern Pritzker School of Law, 1997
- B.S., Mechanical Engineering, Northwestern University, 1992

Admissions

- Bar of the District of Columbia
- State Bar of California
- State Bar of Illinois
- U.S. Patent and Trademark Office

MATTERS

Select Transactions

AI and Machine Learning

- Represented **C3.ai** in commercial agreements with enterprise customers for deployment of C3's suite of AI applications
- Represented **Nuance Communications** in numerous strategic commercial agreements, including with major smartphone OEMs for Nuance's conversational AI software and solutions, and with IBM for advanced speech recognition solutions

Cloud Computing

- Advised **Salesforce** in connection with strategic partnership with Amazon Web Services (AWS) for Salesforce's use of AWS as its preferred public cloud infrastructure provider
- Represented **CloudSimple, Inc.** in strategic alliance with Microsoft for the integration of CloudSimple's managed service with Microsoft's Azure, allowing users to run VMware natively on Azure
- Advised **Weaveworks** in connection with strategic partnership with AWS for Kubernetes cloud management
- Represented numerous private companies in agreements to move infrastructure to public-cloud providers, including AWS, Microsoft Azure and Google Cloud

Semiconductors/Hardware

- Represented private developer of machine-learning application specific integrated circuit (ASIC) in supply agreement with public-cloud provider

Automotive/Autonomous Vehicles

- Represented **FREYR AS** in license and services agreement for the implementation and use of 24M Technologies' SemiSolid lithium-ion battery platform technology in FREYR's planned facilities in Mo i Rana, Norway
- Represented developer of autonomous vehicle technology in license and services agreement with LiDAR technology developer.

Fintech

- Represented numerous technology providers in sales of software, SaaS and data products to financial institution customers

IoT and Connected Devices

- Represented **Plume Design, Inc.** in strategic collaboration with Comcast for the development and integration of in-home adaptive WiFi products and services
- Represented **Netgear, Inc.** in numerous commercial agreements involving the development and commercialization of Netgear's home-networking products and services

Communications Technology

- Advised **Dolby Laboratories** in collaboration agreement with Blue Jeans Network integrating Dolby's in-person surround sound technology into Blue Jeans' video meetings platform

Digital Healthcare

- Represented **Vynca** in collaboration with Cerner Corporation for the integration of Vynca's advance-care planning solutions with Cerner's Millenium® EHR
- Represented **Nuance Communications** in numerous commercial agreements with healthcare organizations for Nuance's speech-recognition, transcription, clinical-documentation and diagnostic software and solutions

Strategic Life Sciences Collaborations and Licenses

- Represented a **public biotechnology company** in collaborations with various third parties for the development and commercialization of innovative drug-device combination products using the third parties' platform devices to deliver formulations of client's drug products

- Represented **ATP**, a leading life sciences venture capital firm, in matters relating to the formation and financing of Aulos out of Biologic Design, including Aulos' collaboration and license agreement with Biologic Design for the development of highly differentiated interleukin-2 (IL-2)-binding monoclonal antibodies as therapeutics against solid tumors
- Represented **United Therapeutics Corporation** in \$1.2 billion global license agreement with Arena Pharmaceuticals for Arena's Phase 3 investigational drug candidate, ralinepag, a next-generation, oral, selective, and potent prostacyclin receptor agonist in development for the treatment of pulmonary arterial hypertension (PAH)
- Represented **United Therapeutics Corporation** in worldwide exclusive licensing and collaboration agreement with Mannkind Corporation for the development and commercialization of a dry powder formulation of treprostinil for the treatment of PAH
- Represented **United Therapeutics Corporation** in its exclusive license agreement with Samumed for North American rights to Samumed's SM04646, a Wnt pathway inhibitor developed for the treatment of idiopathic pulmonary fibrosis (IPF)

Collaborations with Government-Owned Research Institutions

- Represented **Type One Energy Group** on terms of its award from the U.S. Department of Energy to advance Type One's stellarator-based nuclear fusion energy-generation system
- Represented numerous clients in cooperative research and development agreements (CRADAs) with government-owned research institutions, including the National Cancer Institute (NCI) of the National Institutes of Health (NIH) (to develop, evaluate, or conduct studies with respect to therapeutic and diagnostic products),

Complex Technology Carve -Out Transactions

- Represented **Dolby Laboratories, Inc.** in connection with its acquisition of GE Licensing in a \$429 million all-cash transaction involving over 5,000 patents, including key patents in video compression technology
- Represented **Seagate** in sale of intellectual property and equipment assets to a subsidiary of Broadcom
- Represented the management team of **Careem Technologies** in connection with spin out and \$400 million sale of majority stake in Careem's "Super App" business to Emirates Telecommunications Group Company
- Represented **Galvanize Therapeutics, Inc.** in sale and license of assets, including a broad portfolio of intellectual property assets, to CardioFocus, Inc.
- Represented **NucleusHealth** as seller's counsel in sale of cloud-native imaging and workflow technology platform, Nucleus.io, to Change Healthcare
- Represented **LinkedIn** as seller's counsel in sale of Slideshare presentation-sharing service to Scribd
- Represented **Technicolor** as buyer's counsel in \$600 million acquisition of assets associated with Cisco's connected devices business, including the purchase of patents and the negotiation of complex cross licenses
- Represented **Netgear** as buyer's counsel in \$138 million acquisition of assets associated with Sierra Wireless's Aircard business, including the purchase of patents and the negotiation of complex cross licenses

Patent Portfolio Acquisitions and Sales

- Represented **InterDigital** as seller's counsel in the sale of approximately 1,700 patents and patent applications to Intel Corporation for \$375 million
- Represented **Nuance Communications** in numerous patent transactions, including the acquisition of 1,027 patents from AT&T, and in the acquisition of speech-related patents from IBM
- Advised **Daqri, LLC** on sale of patent portfolio and related assets
- Represented private-company developer of computer hardware components as seller's counsel in divestiture of patent portfolio

INSIGHTS

Select Publications

- Co-author, "DoD Small Business Innovation Research (SBIR) Contractors' Data Rights Protections Extended to 20 Years, Government Rights Limited Thereafter," Wilson Sonsini Alert, June 16, 2020
- Co-author, "Delaware Chancery Court in *Meso Scale v. Roche*: Reverse Triangular Merger Does Not Trigger Consent Requirements in Assignment Provisions," Wilson Sonsini Goodrich & Rosati

Alert, March 1, 2013

- Co-author, "Understanding Technology Licensing Opportunities at DOE Labs," Wilson Sonsini Goodrich & Rosati Clean Tech Resource Center, April 7, 2010
- Co-author, "Understanding Government Award Options," Wilson Sonsini Goodrich & Rosati Clean Tech Resource Center, October 28, 2009

Select Speaking Engagements

- Guest Lecturer, Technology Transactions, Cornell Law School's Technology and Entrepreneurship LLM Program at CornellTech, 2016-2021
- "Licensing & Insolvency, an International Perspective," Co-Presented with Taylor Wessing, July 8, 2020
- Panelist, "Legal Practicum on Technology: Software Patent Debate," Cornell University Graduate School (Tech Campus), New York, New York, February 2013
- "Legal Issues in Cloud Computing," Kloud Camp Mexico, Mexico City, Mexico, Fall 2011-2012
- "What Is Cloud Computing?," AIPLA Mid-Winter Institute, Orlando, Florida, January 2011
- "Improvement Provisions in License Agreements," ACI - Technology Licensing Agreements Conference, Washington, D.C., March 2010