

TECHNOLOGY

The Hodgson Russ team servicing clients in the technology industry is made up of a group of dedicated attorneys who understand the dynamic needs of the tech world. We combine experience, technical knowledge, and keen legal skills to provide practical advice to clients on a daily basis. Our depth and breadth enables us to assist our clients in their basic corporate and business needs and to explore and exploit growth opportunities.

We service clients in many sectors of the technology industry, including automotive technology, biotechnology, clean technology, computer and software technology, defense technology, energy technology (including renewable energy), instrumentation technology, nanotechnology, semiconductor technology, and telecommunications and wireless technologies.

Our intellectual property attorneys, many of whom have advanced technical degrees or industry experience, work closely with clients to devise practical, meaningful strategies for global protection of intellectual property.

Our corporate and business attorneys assist clients in the ordinary course of business and transactional work, including mergers and acquisitions, private equity, and other financial transactions, and in drafting and negotiating agreements to help commercialize our clients' products and services.

Our litigation team represents clients before the local courts and in the federal courts to ensure that our clients can defend themselves or pursue claims against others. We pride ourselves on keeping pace with the ever-changing face of technology and working as a team across various practice areas to provide our clients seamless, efficient service.

Our multidisciplinary services to technology clients include:

- Corporate and other formations
- Organization
- Financing, including IPOs, private equity, and alternative funding sources
- Drafting and review of licensing and other technology agreements
- Intellectual property protection and portfolio building
- Regulatory compliance
- Labor and employment issues
- Temporary and permanent employment of foreign workers

Contact

Gary Schober
716.848.1289
gschober@hodgsonruss.com

Professionals

Attorneys

Brad Birmingham
Glen Doherty
Gary Schober

TECHNOLOGY

- Taxation
- Litigation and arbitration

Experience

In 2019, Hodgson Russ attorneys represented a manufacturer of highly engineered products with international operations in connection with the amendment and restatement of its syndicated secured revolving credit facility. The revolving credit facility is in the initial amount of \$1.1 billion and includes letters of credit and foreign currency advances.

Hodgson Russ helped a global precision motion control products manufacturer raise capital by taking advantage of changes to Rule 144 under the Securities Act of 1933. We represented this client in the private placement of \$200 million of corporate high-yield senior subordinated notes to qualified institutional buyers. Due to tight credit markets and revisions to Rule 144 in 2008, this transaction provided a quick means for our client to raise capital and included registration rights that are more limited in scope than those offered prior to the rule change.

Hodgson Russ assisted in-house counsel at N. Harris Computer Corporation, a wholly owned subsidiary of Constellation Software Inc., with its \$80 million acquisition of QuadraMed Corporation, a portfolio company of Francisco Partners and provider of mission critical information technology selections for the health care market.

Hodgson Russ served as tax counsel in a New York litigation involving a software and information services provider. The scope of litigation included questions about New York's ability to tax cloud-computing transactions as well as bundling of taxable and non-taxable information services. We reached a settlement for cents on the dollar shortly before the scheduled administrative law judge hearing.

The New York State Supreme Court, Albany County, upheld the award of an eight-year contract to produce state-of-the-art driver's licenses and identification cards for the New York State Department of Motor Vehicles to Canadian Bank Note Ltd. subsidiary and Hodgson Russ client, CBN Secure Technologies, Inc. CBN STI was awarded the contract to produce the driver's licenses and identification cards on a laser-engraved polycarbonate card. Under its proposal, photos will be laser-engraved onto the document in grayscale, with a second grayscale photo engraved into a ghost window embedded in the card. The DMV found that CBN STI's bid was the most secure solution and warranted the extra cost necessary to produce the highly secure documents. The DMV's determination prompted the two unsuccessful bidders, De La Rue North America and Morpho Trust USA, to challenge the award before the Office of the State Comptroller (OSC). The OSC confirmed the award, finding no indication of an unfair advantage. Following the decision of the OSC, De La Rue and Morpho Trust filed an Article 78 proceeding, which Hodgson Russ attorneys opposed on CBN STI's behalf. Hodgson Russ represented CBN STI at oral argument. In a written decision, the court denied petitioners' requests and dismissed their petitions. The court's decision vindicates the DMV's procurement process and represents a significant victory for CBN STI, which expects to begin producing New York State's driver's licenses within the next few months.

Hodgson Russ is representing a local development corporation in the financing of a \$200 million building related to the College of Nanoscale Science and Engineering. The project presents a number of issues, including the determination of portions of the building that qualify for financing with the proceeds of tax-exempt bonds.

TECHNOLOGY

Hodgson Russ represented an industrial development agency relating to the issuance of more than \$7 million worth of payment in lieu of taxes (PILOT) revenue bonds to finance the development of a technology park for the siting of high-tech industries. The proceeds of the revenue bonds were used to finance roads, water and sewer lines, drainage improvements, and lighting infrastructure. This financing is an example of a private-public partnership in the development of a technology park.

A Hodgson Russ mergers and acquisitions team led by John J. Zak represented a venture capital-backed technology client in its sale to a Fortune 100 company through merger. The transaction involved the negotiation of a merger agreement and the preparation of a proxy statement to private company shareholders.

In the News

Gary Schober Gives Insight to Wegmans' Discontinuation of SCAN App
WGRZ, September 15, 2022

Company Archive, or Black Hole?
IndustryWeek, June 25, 2019

Buffalo Business First - Thought Leaders: Cyber Risks
Buffalo Business First, March 23, 2018

Ownership and control of websites vary
Buffalo Law Journal, March 7, 2016

Why Tesla Is Taking a Big Risk by Opening Up Its Patents
LXBN TV, July 23, 2014

Publications

Lessons From The Equifax Data Breach
Cybersecurity & Privacy Alert, December 17, 2018

FCC Action on Deployment of Wireless Infrastructure for 5G Connectivity Imposes New Limits on Municipal Authority
Telecommunications Alert, October 5, 2018

E-Signatures
The Bulletin, January 1, 2016

Senate Bill Provides Path for Universities to Claim Micro-Entity Status
Intellectual Property & Technology Alert, March 13, 2015

Presentations & Events

Urban Mobility & the Industrial Internet of Things (IIoT) Forum: New Models for Deployment in Smart Cities

TECHNOLOGY

Wells Fargo Learning Center, 150 E 42nd Street, New York, New York 10017, December 1, 2017

