

MICHAEL B. GREEN, ESQ.
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ADMISSIONS

All New York State Courts; United States Supreme Court; 2nd Circuit Court of Appeals; and the US District Court for the Southern and Eastern Districts of New York

CONTRACT MANAGEMENT AND LEGAL EXPERIENCE

MAXIMUS, INC., New York, N.Y. (3/2009 – Present)
DIRECTOR OF CONTRACTS & IN-HOUSE ATTORNEY

Recruited from Pencom to direct and manage all contract and legal matters for its \$55 million, 5-year contract with one of the largest New York City Departments to create a customized information and compliance tracking system. This company is a leading provider of consulting services and software customization to governments, educational institutions, municipalities and commercial enterprises with over 6000 employees in the United States, Canada, the United Kingdom and Australia and annual revenues of more than \$700 million.

This system converts a multitude of existing legacy systems using non-conforming data formats into a single new and more adaptable, streamlined, manageable and upgradeable system with substantially more functionality, enhancements and compliance reporting. This newly developed system databases, tracks, audits and reports on an annual average of over 200,000 individuals for up to a 15-20 year span each maintaining complex and extensive health, medical, education and financial records that are unique for each individual and must be in compliance with evolving state, federal and court mandated requirements.

The system includes a subsystem to cost-effectively place each individual at one of thousands of facilities applicable to such individual's customized program across all five boroughs and map out transportation patterns based on maximum efficiency and cost mitigation. System also allows for scanning and OCR processing of more than 300,000 documents per month initially and thereafter increasing over time.

Authority includes managing agreements between the company and client as well as between the company and its subcontractors, staffing agencies, hardware and software vendors and other suppliers. Autonomous signing authority on agreements up to \$100,000.

Tasked with pro-actively ensuring no liquidated damages are assessed by the client, eliminating risks and cost over-runs associated with out of scope requests and monitor subvendor's adherence to its contract obligations.

Key adviser in project management processes including scope management, deliverables acceptance, requirements capturing and change control. Serve as Requirements Manager acting as a centralized hub interfacing with all project teams, the client and third party independent verification and validation (IV&V).

Interface with client, vendors and subcontractors regarding contract management with focus on contract compliance for each entity, change order negotiation and management and remaining diligent to ensure contract terms & conditions support maximizing company business and profit goals while minimizing risks and costs and in the case of subcontractors, further ensuring compliance with prime contract flow-down requirements.

Prepare contract correspondence for formal submission. Maintain complete and legally compliant contract and subcontract records including change management negotiation history and final acceptance documentation.

Work closely with company financial directors to maintain budget boundaries, ensure compliant invoice preparation and receipt of payments. Function as cost-containment filter to mitigate costs, expenses and losses.

Cradle-to-grave contracts development, negotiation, management and enforcement for other company projects, including monitoring all contract requirements and deliverables to ensure both company and each clients' contractual requirements are accomplished on time and on budget. Prepare, review, negotiate and participate in awarding subcontract and vendor RFP's.

Ensure appropriate use and negotiation of Nondisclosure Agreements, Teaming Agreements, Subcontracts, Licensing Agreements, Memorandum of Understanding and all other agreements as required. Ensure proposals are prepared and revised in accordance with corporate policy.

PENCOM SYSTEMS INCORPORATED, New York, N.Y. (1998 – 3/2009)
DIRECTOR OF CONTRACTS AND GENERAL COUNSEL

Enjoyed progressively increasing responsibility and oversight for the contract, procurement, business and legal affairs of a 35 year old conglomerate of privately held and public enterprises including computer consulting, contract programming, network and systems administration and full time technical placement services as well as software, web and Internet development, primarily in the U.S. and Canada.

Served as companywide cost containment center rather than traditional cost center to maximize company's return on investment.

Guidance to parent and affiliates as well as each respective board, management and staff concerning all contract, commercial and residential lease, RFI/RFP, intellectual property and software license issues.

Drafted, reviewed, negotiated and enforced all contract issues focusing on protection of trade secrets, copyright and trademark rights. Address UCC, warranty, indemnity, liability, insurance and FAR, DFAR and ITAR provisions.

Negotiated and settled disputes involving client, employment, vendor and lease agreements, invoicing and collections, intellectual property rights and insurance claims to maximize the company's net profits.

Developed and maintained streamlined electronic contract tracking system which integrated all parties involved in the contract process, including accounting, sales, legal, marketing and management. This promoted efficient time and expense management by not only standardizing transactions but also providing key issues and requirements in an immediate and as needed basis to all departments in clear and concise language.

Counseled management on human resources materials including drafting, revising and implementing employee manuals and corporate policies, interview and termination of employment procedures, FLSA, employee stock plans, workplace conduct and misconduct, releases, settlements, non-compete and non-solicitation issues, independent contractor/employee tax status issues and reductions in force issues. Advised corporate executives on litigation matters and tight management of outside counsel saving the company more than one million dollars in demanding settlement negotiations and thorough oversight of outside counsel fees.

SPEAKING ENGAGEMENTS

Speaker, Shareware Industry Conference, Rochester, NY – “Effective Contract Negotiations” and “Selling and Licensing Source Code” (July 15th, 2004).

Speaker, National Business Institute Continuing Legal Education (CLE) Course – “Advanced Internet Research Strategies for the Legal Professional” (August 19th, 2005 and August 18th, 2006).

REPORTED WORKS AND PUBLICATIONS

Amicus Curiae Brief submitted to the U.S. Supreme Court in U.S. v. American Library Association (the Children's Internet Protection Act “CIPA” case) (February 10th, 2003) 2003 WL 328799.

Amici Curiae Brief submitted to the U.S. Supreme Court in ACLU v. Reno (the Internet Communications Decency Act “CDA” case) (Feb. 17th, 1997) 1997 WL 74392.

“*Bridging the Analogy Gap: The Internet, The Printing Press & Freedom of Speech*,” Green, M. and Wallace, J., 20 SEAILR 711 (1997)

“*Nameless in Cyberspace: Anonymity on the Internet*,” Cato Institute Briefing Paper No. 54 (December 8th, 1999), Green, M. and Wallace, J.

“The Specter of Pervasiveness: Pacifica, New Media, and Freedom of Speech,” Cato Institute Briefing Paper No. 35 (February 12th, 1998), Green, M. and Wallace, J.

EDUCATION

HOFSTRA UNIVERSITY SCHOOL OF LAW, Uniondale, N.Y., J.D., 1997

Publications:

“Fair Use Doctrine of Copyright Law as Applied to the Internet,” The Ethical Spectacle (March, 1996).

Research Assistant, Jonathan Wallace, Esq., Provided legal research and editing for:
Nationally published book, Sex, Laws & Cyberspace (Henry Holt: 1996); and

“Extinguishing the CDA Fire: The Supreme Court’s Masterful Reno v. ACLU Opinion,” Journal of Information, Law & Technology (October 31st, 1997).

Research Assistant, Prof. Donna Hill, Esq., Provided research and assisted in the development of computerized legal research tutorial program funded by Computer Aided Legal Institute (CALI).

LONG ISLAND UNIVERSITY, C.W. POST, Brookville, N.Y.

Coursework towards a Masters in Educational Technology. Transferred to law school.

STATE UNIVERSITY OF NEW YORK, Albany, N.Y., B.A. in Psychology/Criminal Justice

Student representative to New York State Senate Higher Education Committee

Student Representative to SUNY Board of Trustees.

Chairman of the Board of Directors for University Auxiliary Services (the on-campus facilities, food and vendor management services corporation).

ROCHESTER INSTITUTE OF TECHNOLOGY, Rochester, N.Y.

Four semesters of credits towards a B.S. in Computer Engineering. Transferred to SUNY Albany.

MISCELLANEOUS

Public Computer Bulletin Board System (BBS) – Owner/System Operator (Sysop)

Boy Scouts of America – Eagle Scout with Gold and Silver Palms; Vigil Honor distinction – Order of the Arrow; Merit badge counselor for two merit badges: law & computers.