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## CONTRACT MANAGEMENT AND LEGAL EXPERIENCE

**PENCOM SYSTEMS INCORPORATED**, New York, N.Y. (1998 – Present)  
DIRECTOR OF CONTRACTS, LICENSING AND IN-HOUSE COUNSEL

Enjoy 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 with annual revenues up to \$40,000,000.

Serve as companywide cost containment center to maximize company's return on investment rather than traditional cost center saving the company several millions of dollars.

Proactive and reactive guidance to parent and affiliates as well as each respective board, management and staff to prevent, or at least minimize, liability while maximizing profit and efficiency concerning all intellectual property and software license issues, contracts, legal predicaments, employee and HR relations, commercial and residential leases and responses to RFI/RFP's.

Draft, review, negotiate and enforce all contract issues focusing on protection of trade secrets, copyright and trademark rights, UCC, warranty, indemnity, liability, insurance and FAR, DFAR and ITAR provisions.

Negotiate and settle 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 maintain streamlined electronic contract tracking system which integrates all parties involved in the contract process, including accounting, sales, legal, marketing and management. This promotes efficient time and expense management by not only standardizing transactions but also providing key issues and requirements on an immediate and as needed basis to all departments.

Counsel 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. Advise corporate executives on litigation matters and management of outside counsel.

## ADMISSIONS

New York State; United States Supreme Court; 2<sup>nd</sup> Circuit Court of Appeals; and the US District Court for the Southern and Eastern Districts of New York

## SPEAKING ENGAGEMENTS

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

Speaker, National Business Institute Continuing Legal Education (CLE) Course – “Advanced Internet Strategies for the Legal Professional” (August 19<sup>th</sup>, 2005 and August 18<sup>th</sup>, 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 10<sup>th</sup>, 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. 17<sup>th</sup>, 1997) 1997 WL 74392.

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

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

*"The Specter of Pervasiveness: Pacifica, New Media, and Freedom of Speech,"* Cato Institute Briefing Paper No. 35 (February 12<sup>th</sup>, 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 31<sup>st</sup>, 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.

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

Student representative to New York State Senate Higher Education Committee and SUNY Board of Trustees.

Four semesters of credits towards a B.S. in Computer Engineering transferred from Rochester Institute of Technology.

## MISCELLANEOUS

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