



## Brendan Gutierrez McDonnell

### Partner

Portland

+1.503.226.5710

Los Angeles

+1.310.552.5510

[brendan.mcdonnell@klgates.com](mailto:brendan.mcdonnell@klgates.com)

### OVERVIEW

Brendan Gutierrez McDonnell is a forward, visionary thinker, solving legal and business issues affecting public and private growth companies. Brendan is on the leading edge of ushering disruption into the traditional practice of law by leveraging technology, including artificial intelligence, to more efficiently serve his clients.

Brendan regularly counsels corporate clients on mergers and acquisitions and public and private financings, including private equity and venture capital transactions. He also advises companies on a variety of everyday business issues, including advice on securities laws, corporate laws (including director and officer duties), executive compensation plans and general corporate contracts. He has worked with clients at every stage of development, from initial formation to Fortune 100 status. Brendan works with clients across a range of industries, including technology, manufacturing, specialty chemicals, transportation and logistics, creative services, and footwear and apparel.

Brendan's accounting background affords him an advantage in understanding his clients' business and financial objectives. He works directly with his clients to implement tailored solutions to their complex business problems. He provides strategic advice to multinational clients with respect to their global business issues, including market entry and international M&A and commercial transactions. Brendan also regularly represents some of the region's most active private equity firms in portfolio company acquisitions and operations.

Brendan serves as the Portland office recruiting partner and is a current member of the firm's IDEA Group, an internal committee that assists in advancing the firm's strategic priority of embracing innovation to drive value. He served as the Portland office managing partner for eight years, and also served on the firm's Management Committee for seven years.

### ACHIEVEMENTS

- 2020 League of Minority Voters' Diversity and Inclusion Award for K&L Gates Portland (played an instrumental role)
- Brendan McDonnell was named a Minority Corporate Counsel Association 2020 Rainmaker. The awards honor 11 exceptional diverse attorneys whose business acumen, passion and dedication to proactive client development has set them apart as leaders in the legal profession.

- Brendan McDonnell was named an inaugural recipient of the *Portland Business Journal* Rainmaker Award (2019).
- Brendan McDonnell was nominated for the inaugural 2018 Changing Lawyer Award at the *International Legal Technology Association Annual Conference*, recognizing and celebrating his unwavering commitment to client service and visionary approach to the disruption of the traditional legal practice.
- Brendan McDonnell has been listed since 2008 as a leading corporate/M&A lawyer in *Chambers USA*.
- Brendan McDonnell has been listed since 2012 in *The Best Lawyers in America* guide for Corporate Law.

## PROFESSIONAL / CIVIC ACTIVITIES

- Former Board Member, Hollis Eden Pharmaceuticals, Inc. (Nasdaq: HEPH) (Member of the Compensation, Audit and Nominating Committees)
- Former Board Member, Oregon Food Bank (Member of the Strategic Plan Committee, Nominating and Board Development Committee and the Fund Development Committee)
- Former Adjunct Professor of Law, Northwestern School of Law at Lewis & Clark College
- Past Chair of the Executive Committee, Oregon State Bar Business Section
- Certified Ambassador, Greater Portland Inc. (2018 - present)
  - Co-Chair, 2019 and 2020 Certified Ambassador Programs
- Society of Corporate Secretaries and Governance Professionals
- California Bar Association
- Washington Bar Association
- Hispanic National Bar Association
- Chair, Oregon State Bar International Trade in Legal Services Task Force

## SPEAKING ENGAGEMENTS

- Presenter, “How Machine Learning Can Solve Global and Business Problems,” Financial Executives International “Finance Elevated” Conference (2020)
- Panelist, “Coming out of the Shark Tank Alive: Negotiating your First VC Term Sheet,” TechfestNW (2019)
- Presenter, “Different Shades of Green: Finding (the Right) Money for your Startup,” TechfestNW (2018)

## EDUCATION

- J.D., University of California, Davis School of Law, 1987

- B.S., Loyola Marymount University, 1984 (*Accounting*)

## ADMISSIONS

- Bar of California
- Bar of Oregon
- Bar of Washington

## THOUGHT LEADERSHIP POWERED BY HUB

- 25 March 2020, COVID-19: Businesses Face Supply Chain Challenges as Pandemic Triggers State 'Stay at Home' and Business Curtailment Orders (*Alerts/Updates*)

## NEWS & EVENTS

- 19 August 2021, Nearly 300 K&L Gates Lawyers Named Among 2022 Best Lawyers in America, Ones to Watch (*Rankings & Recognitions*)
- 13 July 2021, K&L Gates Launches Expanded Guidebook on Doing Business in the United States (*Practice & Regional News*)
- 24 May 2021, Chambers USA 2021 Guide Recognizes K&L Gates Corporate Practice, Lawyers Among Leaders (*Rankings & Recognitions*)
- 2 November 2020, Numerous K&L Gates Diverse and Women Lawyers Recognized for Leadership and Legal Accomplishments (*Press Release, Rankings & Recognitions*)
- August 2020, K&L Gates Lawyers Provide Insights on Impact of COVID-19 Across Various Industries (*Media Mention*)
- 9 June 2020, K&L Gates Advises Charlotte Phoenix Emerging Esports Organization on Capital Raise, Other Legal Matters (*Press Release, Noteworthy Work*)
- 23 April 2020, K&L Gates, Lawyers Recognized in 2020 Chambers USA Guide (*Rankings & Recognitions*)
- 26 April 2019, Chambers USA 2019 Guide Ranks K&L Gates, Lawyers Among Leaders (*Press Release*)
- 23 June 2016, K&L Gates, Lawyers Recognized as Leaders in Chambers USA 2016 Guide (*Press Release*)
- 20 May 2015, Chambers USA 2015 Guide Recognizes K&L Gates, Lawyers as Industry Leaders (*Press Release*)

## MEDIA MENTIONS

- Q&A, “Head of Portland M&A Law Office Foresees Favorable Environment for Deals,” *Portland Business Journal*, April 2018

## AREAS OF FOCUS

- Mergers and Acquisitions
- Capital Markets
- Corporate Governance
- Emerging Growth and Venture Capital
- Maritime
- Private Equity Transactions
- Public Companies
- U.S. National Security Law and Policy

## INDUSTRIES

- General Manufacturing
- Manufacturing
- Manufacturing Technologies
- Specialty Chemicals
- Transportation (Manufacturing)

## REPRESENTATIVE EXPERIENCE

- Advised International Test Solutions, Inc. (“ITS”), a Nevada-based company and global supplier of highly engineered cleaning materials supporting the semiconductor industry, in its sale to CMC Materials, Inc., a Delaware corporation (the “Buyer”), a leading global supplier of consumable materials primarily to semiconductor manufacturers. ITS has facilities in Nevada, and sales representative offices throughout the US, as well as Korea, China, Taiwan, the UK, France, Germany, Italy, Singapore, Malaysia, Philippines, Thailand, Vietnam, Indonesia, and Japan. The transaction involved a (i) pre-closing reorganization, resulting in the formation of a new holding company (“HoldCo”), and the conversion of ITS into a limited liability company that was wholly owned by HoldCo, and (ii) the sale of 100% of the outstanding membership interests of ITS, held by HoldCo, which in turn was owned by six separate sellers (the “Sellers”). We facilitated lengthy and complex negotiations with the Buyer and Buyer’s counsel, Wachtell, Lipton, Rosen &

Katz, and assisted with the incorporation of a representations and warranties insurance policy that offered protection for both the Sellers and the Buyer. The transaction involved several key issues that added to the complexity of the negotiations, including issues relating to HSR (anti-trust) and foreign subsidiaries. We also advised ITS with respect to post-closing transition matters and an employment agreement for ITS's former president.