

# Carley Daye Andrews

## Partner

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## OVERVIEW

Carley Andrews is a partner and co-practice group coordinator of the firm's Technology Transactions and Sourcing practice. She focuses on procurement, product development, supply and manufacturing, and supporting business operations and infrastructure transactions. Carley has extensive experience with artificial intelligence such as data analytics and machine learning technologies, wireless telecommunications, network operators, mobile devices, hardware supply and software development, infrastructure, technology licensing, procurement of enterprise systems, software and technology, and retail. She works closely with business clients and in-house counsel in a broad range of companies to identify goals and risks, develop solutions and advise on the development, acquisition, protection, use and exploitation of technology and intellectual property. Her experience includes the following:

- Software, content and technology licenses, services, and development agreements, product supply and distribution agreements, application preload agreements, hosting agreements, service subscription agreements, email and network security and IT systems agreements, and other transactions for major technology clients.
- Artificial intelligence, including machine learning, data analytics, predictive analytics, biometrics technology, and working through the privacy and security issues these technologies may raise. For example, Carley has negotiated license agreements for software that performs predictive analysis with respect to consumer transactions, software robots that analyze, identify and correct errors in financial information and systems, biometrics technology, algorithms used in retail websites, logistics and transportation technologies (e.g., license plate and image recognition, carrier and shipping data), and voice technologies (e.g., voice to text, speech recognition, customer service applications).
- Cloud and software as a service contracts, including strategic enterprise agreements for providers and users of cloud services.
- Infrastructure, operational, and telecommunications agreements, such as agreements for dark fiber service and collocation services.
- Wireless services, roaming, and wholesale supply in the wireless telecommunications field.

- Hardware manufacturing agreements, such as for systems and components used in consumer devices and data centers.
- Supply and procurement agreements, including for strategic components (such as GPUs, chipsets, laser diodes, etc.) for devices and data centers.
- Advertising networks, including mobile and Internet terms with publishers and advertisers.
- Brand licensing, manufacturing, and distribution agreements.
- Creating programmatic negotiation guides and “fallbacks” for software license, hosted services, and component purchase agreements to streamline client negotiation processes.

In addition to transactional work, Carley advises clients with the rollout of new services and products, including advice regarding service operation, drafting terms of service and privacy statements, and coordinating local counsel review of those documents on an international level.

Carley negotiates intellectual property terms in connection with mergers and acquisitions and other commercial transactions and investments on the national and international level.

In addition to her commercial practice, Ms. Andrews' pro bono work includes representing petitioners for asylum and other relief in immigration court, assisting charitable clients to make 501(c)(3) applications, and volunteering at legal clinics.

Carley is a member of the firm's LGBTQ Sub-Committee.

## PROFESSIONAL BACKGROUND

Prior to joining the firm, Carley worked in law offices in Winnipeg (Canada). In 2002, Carley worked on property reclamation with the International Rescue Committee at legal aid centers in eastern Bosnia–Herzegovina on a Chayes International Public Service Fellowship.

## ACHIEVEMENTS

- Recognized by *The Best Lawyers in America*® in Seattle, WA, 2024-2026
  - Technology Law
  - Privacy and Data Security Law

## SPEAKING ENGAGEMENTS

- “Acquiring an AI Company: Legal Considerations,” presented to various clients, February to June 2025
- “AI Due Diligence in Vendor Partnerships,” presented to health care industry client, May 2025
- “Artificial Intelligence (AI): Technical Overview of What it Is, How it Works, and Business Model Trends,” *Artificial Intelligence and Privacy*, Law Seminars International, Seattle, 22 and 23 August 2019

- "Artificial Intelligence: Lawyering into the Technology Revolution," *Corporate Counsel Women of Color conference*, New York, 10 October 2018
- "Cloudy with a Chance of Meatballs? Practical Advice for Providers, Subscribers and Acquirers of Cloud Services," *5th Annual Technology Summit*, *Washington State Chapter of Association of Corporate Counsel, Seattle*, 7 June 2018
- "Commercial Contracts: Issues in Litigation and Drafting Tips," *CLE presented at client's headquarters*, 23 April 2018
- "Biometric Data Risks: Developments in Litigation, Compliance Issues and Insurance Coverage," *K&L Gates CLE Presentation*, Chicago (webinar), 7 December 2017

## EDUCATION

- J.D., Harvard Law School, 2004 *cum laude; Senior Editor, Harvard International Law Journal; Chayes International Public Service Fellow, Project on Justice in Times of Transition; Research Assistant, Prof. Detlev Vagts; Director, HLS Advocates for Human rights, 2003-2*
- B.A., University of British Columbia, 2000 *with honors*

## ADMISSIONS

- Bar of Washington
- United States District Court for the Western District of Washington

## THOUGHT LEADERSHIP *POWERED BY HUB*

- 30 August 2023, Federal Court Rules Work Generated by Artificial Intelligence Alone Is Not Eligible for Copyright Protection
- 16 June 2023, Biden Administration Seeks Input on AI Risks and Opportunities
- 23 August 2022, Conversations About Race: Justice Mary I. Yu
- 7 November 2017, Litigation Under Illinois Biometric Information Privacy Act Highlights Biometric Data Risks

## OTHER PUBLICATIONS

- "The Americans with Disabilities Act and the Internet," H*ot Topics in Cyberspace: 2007 Edition, American Bar Association, by Holly K. Towle and Carley D. Andrews.*

## NEWS & EVENTS

- 6 May 2024, K&L Gates Again Ranked Among World's Best Data Law Firms by *Global Data Review*

- 17 May 2023, Artificial Intelligence, The Future Is Here: Panel and Mixer
- 1 March 2023, K&L Gates Advises Microsoft on Continued Investment in ChatGPT Creator OpenAI
- 22 June 2020, K&L Gates Selected as Finalist in Microsoft's Legal Business Design Challenge
- 24 July 2019, K&L Gates Advises Microsoft on US$1 Billion Equity Investment in OpenAI
- 6 December 2017, K&L Gates Launches Multidisciplinary Biometric Data Compliance and Defense Practice

## AREAS OF FOCUS

- Biometric Data Compliance and Defense
- Technology Transactions and Sourcing
- Fintech Lending
- IP Litigation

## INDUSTRIES

- Manufacturing
- Technology
- Transportation and Logistics

## EMERGING ISSUES

- Artificial Intelligence (AI)