



## John E. Howell

### Partner

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### OVERVIEW

John Howell has extensive experience in structuring, negotiating and documenting a wide variety of outsourcing and other service agreements, as well as other complex business arrangements, both in the United States and in other parts of the world. He regularly represents clients in technology-based businesses and is keenly aware of their specialized legal needs.

### AREAS OF EMPHASIS

- Outsourcing agreements
- Technology service agreements

### ACHIEVEMENTS

- *Chambers Global Client's Guide*, Leading Outsourcing Lawyers, 2007 - Current
- *Chambers USA Client's Guide*, Leading Outsourcing Lawyers, 2005 - Current
- *Chambers USA Client's Guide*, Leading Texas Technology Outsourcing Lawyers, 2004 - Current
- *The Legal 500*, Leading Outsourcing Lawyer, 2016 - Current
- *Best Lawyers in America*, Information Technology Law; IT Outsourcing Law, 2004 - Current
- *Best Lawyers in America* -- Dallas Information Technology Lawyer of the Year, 2015, 2018
- *Lawdragon*, 500 Leading Lawyers in America, 2007 - 2015

### PROFESSIONAL / CIVIC ACTIVITIES

- State Bar of Texas, Computer & Technology Section
- Dallas Bar Association, Computer Law Section
- Board of Trustees, Dallas Theater Center (former Chair)

- Board of Directors, AT&T Performing Arts Center

## EDUCATION

- J.D., The University of Texas School of Law, 1974 (*honors*)
- B.A., Rice University, 1968

## ADMISSIONS

- Bar of Texas

## NEWS & EVENTS

- 19 August 2021, Nearly 300 K&L Gates Lawyers Named Among 2022 Best Lawyers in America, Ones to Watch (*Rankings & Recognitions*)
- 24 June 2021, K&L Gates Corporate Practice Again Among Top Ranked in the United States by 2021 Legal 500 Guide (*Rankings & Recognitions*)
- 24 May 2021, Chambers USA 2021 Guide Recognizes K&L Gates Corporate Practice, Lawyers Among Leaders (*Rankings & Recognitions*)
- 24 February 2021, K&L Gates Recognized in 2021 Chambers Global Guide (*Rankings & Recognitions*)
- 6 July 2020, K&L Gates Corporate M&A Practice Again Among Top Rated in the United States by The Legal 500 with Rankings in Seven Categories and 34 Lawyers Recommended (*Rankings & Recognitions*)
- 25 June 2020, K&L Gates Practices and Lawyers Recognized in 2020 Legal 500 United States Guide (*Rankings & Recognitions*)
- 23 April 2020, K&L Gates, Lawyers Recognized in 2020 Chambers USA Guide (*Rankings & Recognitions*)
- 6 June 2019, K&L Gates Earns Practice and Lawyer Recognitions in 2019 *Legal 500 United States* Guide (*Press Release*)
- 26 April 2019, Chambers USA 2019 Guide Ranks K&L Gates, Lawyers Among Leaders (*Press Release*)
- 19 June 2017, K&L Gates Earns Tier 1 M&A, Six New Practice Rankings in 2017 The Legal 500 U.S. Guide (*Press Release*)
- 23 June 2016, K&L Gates, Lawyers Recognized as Leaders in Chambers USA 2016 Guide (*Press Release*)
- 22 June 2016, Legal 500 Recognizes K&L Gates Among Leading Law Firms (*Press Release*)
- 26 May 2016, K&L Gates, Lawyers Earn Honors in Chambers Global, Regional Guides (*Press Release*)
- 20 May 2015, Chambers USA 2015 Guide Recognizes K&L Gates, Lawyers as Industry Leaders (*Press Release*)

- 6 May 2015, K&L Gates, Lawyers Recognized as Leaders in Chambers Global Guides (*Press Release*)

## AREAS OF FOCUS

- Technology Transactions and Sourcing

## REPRESENTATIVE EXPERIENCE

- Representation of Cash Processing Solutions (CPS) in a multi-faceted transaction providing for the U.S. Federal Reserve System to outsource to CPS the development, deployment, and ongoing maintenance of new “next generation” cash processing equipment.
- Representation of GBT d/b/a American Express Global Business Travel (GBT) in the negotiation of a Master Services Agreement and associated Services Agreements pursuant to which GBT outsourced to Cisco Systems the provision and operation of the technology infrastructure for voice management functions, such as call centre operations, messaging, mobility services, and web and telephone conferencing.
- Representation of Travelport in the original structuring and negotiation, and periodic renegotiations, of an enterprise-wide Outsourcing Infrastructure Offering (OIO) arrangement with IBM, including an overall Asset Management Offering (AMO) Agreement and several associated agreements, by which Travelport outsources to IBM the provision of a wide range of hardware, software, and ongoing services.
- Representation of Travelport in connection with the drafting and negotiation of a Master Services Agreement and associated Statement of Work with Wipro Limited providing for Travelport to outsource to Wipro the operation of contact centres and related help desk functions located in several American, European, Asian, and other locations.
- Representation of a major pharmaceutical company in a competitive procurement and negotiation of an agreement for the outsourcing of IT infrastructure services, including hosting and network services, end user computing services, network management services, public cloud hosting services, service desk services, security services, project services, and business continuity planning services.
- Representation of a major pharmaceutical company in the negotiation of an agreement for the outsourcing of managed global payroll services.
- Representation of GBT d/b/a American Express Global Business Travel in the negotiation of a complex amendment to a Services Agreement between GBT and NTT Data Services.
- Representaton of GBT d/b/a American Express Global Business Travel in the negotiation of a multi-faceted agreement among American Express, Delta Air Lines, and GBT that provides, among other things, for American Express and Delta to extend their co-branded credit card arrangement and for Delta to outsource to GBT various travel management functions.
- Representation of GBT d/b/a American Express Global Business Travel (“GBT”) in the negotiation of a Subscription Services Agreement and accompanying Statement of Work with NetSuite, Inc. pursuant to which GBT outsourced to NetSuite (i) the operation of GBT’s global financial processes, including financial

consolidation across dozens of countries and currencies around the world, so that processes could be run on NetSuite's cloud-based management suite, and (ii) the provision of associated technical and professional services.

- Representation of Travelport in the negotiation of a long-term Airline Services Agreement pursuant to which (i) Delta Air Lines outsourced to Travelport the performance of a broad range of hosting and related services for Delta's worldwide operations, and (ii) Travelport transitioned to Delta application and development functions relating to Delta's internal reservations and operations software.
- Representation of Travelport in an extensive selection process and the drafting and negotiation of a major outsourcing transaction with Tata Consultancy Services (TCS), including a Master Services Agreement and three complex Statements of Work addressing (i) application development services, including the introduction of agile development methodology, (ii) quality assurance services, and (iii) maintenance and production support services.
- Representation of Travelport in the negotiation of a long-term multi-faceted transaction with United Airlines that included, among other things, (i) a global airline distribution agreement providing for United to participate in Travelport's global distribution system and outsource to Travelport a range of services relating to the worldwide distribution of United's products and services, (ii) a reservation sales solution agreement providing for Travelport to provide services relating to joint reservations on United and other airlines, and (iii) an agreement relating to their respective ownership of a national distribution company.
- Representation of Travelport in the negotiation of a long-term Subscriber Services Agreement with online travel agency Orbitz Worldwide that provides for Travelport to provide global distribution services for Orbitz on a worldwide basis and to work with Orbitz to develop technology enabling the efficient distribution of information about the ancillary services, such as checked bags and seat assignments, being marketed by airlines.
- Representation of Travelport in the drafting and negotiation of a long-term agreement with Japan Airlines and its subsidiary Axess International Network, that provides for Axess to outsource to Travelport the hosting, enhancement, and ongoing operation and maintenance of the Axess global distribution system, which is the leading GDS in Japan.
- Representation of Travelport, including its predecessor Worldspan, in the structuring and negotiation of content agreements with many air carriers, including American Airlines, Delta Air Lines, United Airlines, Northwest Airlines, Continental Airlines, British Airways, Lufthansa Airlines, Frontier Airlines, US Airways, Alaska Airlines, Midwest Airlines, Spirit Airlines, and Virgin America.
- Representation of MoneyGram in the drafting and negotiation of an Agreement for Global Contact Center Services pursuant to which MoneyGram outsourced to Results the operation of contact centers in Egypt, India, Mexico, the Philippines, the United States, and potentially other locations.
- Representation of MoneyGram in the structuring, drafting, and negotiation of a long-term agreement with West Interactive pursuant to which West Interactive will provide global contact center infrastructure services to unify and allow MoneyGram to centrally manage the numerous contact centers utilized by MoneyGram at various locations around the world.

- Representation of MoneyGram in the drafting and negotiation of an Agreement for Global Contact Center Services pursuant to which MoneyGram outsourced to Sitel the operation of global contact centers in at least four international locations.
- Representation of American Express in the structuring and negotiation of a multi-year outsourcing arrangement with Sprint pursuant to which Sprint outsourced to American Express the issuance and fulfillment of prepaid cards for the Sprint rebate program.
- Representation of Parkland Health & Hospital System in a multi-faceted outsourcing initiative that resulted in the sole sourcing of its desktop, help desk, and voice communication services to three different local service providers and the competitive outsourcing of its data center and data communication operations to Affiliated Computer Services.
- Representation of Parkland Health & Hospital System in a multi-tower competitive procurement resulting in the outsourcing of desktop support services to IBM and the outsourcing of help desk services to a local service provider.
- Representation of a major pharmaceutical company in a competitive procurement and negotiation of an agreement for the outsourcing of finance and accounting services, including purchase-to-pay, travel & expense, order-to-cash, and accounting-to-reporting services.
- Representation of GBT d/b/a American Express Global Business Travel (“GBT”) in the negotiation of a transaction that included (i) an agreement between GBT and a consortium of air carriers, including Delta Air Lines, KLM, Air France, and Alitalia, pursuant to which the carriers outsourced to GBT various promotional functions, and (ii) an amendment to an existing agreement pursuant to which the carriers outsourced to GBT certain business development, consulting and marketing administrative services.
- Representation of Electronic Data Systems Corporation (EDS) in connection with the structuring and documentation of the initial worldwide data processing and telecommunications services outsourcing relationship between EDS and General Motors Corporation (GM) following GM's acquisition of EDS and the renegotiation of that relationship in connection with the subsequent split-off of EDS from GM. This represents the largest and most complex outsourcing relationship in the history of the outsourcing industry.
- Acting as regional general counsel for Electronic Data Systems Corporation (EDS) in establishing and managing a full service legal department for EDS in Detroit, Michigan following the acquisition of EDS by General Motors Corporation.
- Representation of EDS in connection with the structuring and negotiation of the ground-breaking information management and telecommunications outsourcing agreements with Continental Airlines and its sister company System One Corporation.
- Representation of Worldspan in the structuring and original negotiation, and subsequent renegotiation, of Airline Services Agreements with each of Worldspan's owner airlines, including Delta Air Lines, Northwest Airlines, and TWA/American Airlines.
- Representation of Hewitt Associates in connection with a major Human Resource Outsourcing agreement with Duke Energy Corporation, including a subsequent renegotiation of and expansion of that agreement.

- Representation of Pacific Investment Management Company (PIMCO) in connection with the outsourcing of its back office operations to State Street Bank and Trust Company, including the implementation of the global arrangement in several foreign jurisdictions with unique regulatory requirements.
- Representation of Bell Atlantic Network Integration in the structuring and negotiation of a major telecommunications network management agreement with US Airways, as well as the subsequent restructuring of this relationship as a subcontract to Sabre.
- Representation of Kerr-McGee Corporation in connection with the outsourcing of its production and revenue accounting functions, including related information technology services, to Pricewaterhouse Coopers.
- Providing full legal representation of the Fibreboard Asbestos Compensation Trust while it was being established as an ongoing organization to process, resolve, and liquidate future asbestos-related claims against Fibreboard Corporation.