
OCT 03 – PRESENT GEORGE J. ATIS, OUTSOURCING & TECH COUNSEL PRACTICE**Leadership Experience**

- Started solo, boutique law practice focusing on outsourcing and tech deals
- Developed two major vendors as initial “anchor” clients: **ACS, Inc.** and **Accenture LLP** for my practice - and then added **CGI, Inc.** in 2008 and received repeated matters from them (see below)
- Founded consulting company **Outsourcing-Canada Inc.** as an adjunct to my law practice
- Co-founded the **CIO Canada Outsourcing Summit**, an annual conference attracting senior IT executives from across Canada
- Published over 20 articles in this area and developed a concise and plain-English tech services MSA and contracting methodology for the Client-side that limits a Vendor’s negotiation scope

Representative Transactions

- As a solo-practitioner, I have lead and “second-chaired” over 150 outsourcing/tech transactions of all shapes and sizes, mostly on the vendor-side of the table but, since 2015, on the client-side
- The majority of my work is “repeat work” from the same clients based on the quality, consistency and efficiency of my work
- The following is a list of some of my representative transactions as a solo-practitioner arranged in 5 major categories and starting with the most recent:
 - **Technology Infrastructure Procurement Initiative for New Company**
 - Lead outside counsel, working directly with the Chief Procurement Officer for a new HR Services Provider (acquired by a hedge fund) to procure all technology services and products necessary to “stand-up” its technology infrastructure in a short (16-month time-frame)
 - I created a **Contracting with X – Quick Assessment Questionnaire** which included 10 key questions to vet potential technology service providers for a reasonable fit with this company’s desired risk profile for the services in issue. This simple questionnaire saved thousands of dollars in legal fees by eliminating vendors that we would likely not settle on acceptable Ts and Cs.
 - **Outsourcing Transactions**
 - Lead outside counsel (vendor-side) for a **\$15M BPO** deal (F&A) for a major outsourcing services provider opposite a large insurance company.
 - Lead outside counsel (client-side) for a **\$10M BPO** deal (Desk-side Support) and a **\$20M ITO** deal (8 service towers) for an Ottawa-based renewable energy company opposite a major southern-US based vendor.
 - Lead outside counsel (client-side) for **\$500M ITO** (Multiple Service Towers) deal for a Montreal-based, world-class engineering firm opposite a Montreal-based vendor.
 - Second-chair outside counsel (vendor-side) for a **\$50M BPO** (F&A and Back-Office) deal involving a major US-based global healthcare products company

- Lead outside counsel (vendor-side) for a **\$20M BPO** (Receivables Management) deal involving a fully integrated energy company (i.e. supply and trading, residential, business, and services)
- Lead outside counsel (vendor-side) for a **\$20M BPO** (Receivables Management) deal involving a fully integrated energy company (i.e. supply and trading, residential, business, and services)
- Lead outside counsel (client-side) for a **\$25M BPO** (DMS & Print) deal involving a Canadian-based life insurance company with US and UK operations
- Lead outside counsel (vendor-side) for a **\$50M BPO** (Applications Maintenance and Development) extension involving Canada's largest natural gas distribution company
- Lead outside counsel (vendor-side) for a **\$30M BPO** (Customer Care and Support) deal involving a company known for its world-class search engine (among its various other businesses)
- Lead outside counsel (vendor-side) for a **\$125M ITO** (Multiple Service Towers) deal involving a Canadian provincial lottery and gaming crown corporation
- Lead outside counsel (vendor-side) for a **\$40M BPO** (Applications Maintenance and Development) deal involving a Canadian federal crown corporation
- Lead outside counsel (vendor-side) for a **\$30M BPO** (Applications Maintenance and Development) deal involving a US-based Fortune 200 company that generates and distributes electrical power
- Lead outside counsel (vendor-side) for a **\$90M ITO and BPO** (Multiple Service Towers) deal involving a US multinational financial services corporation headquartered in California
- Lead outside counsel (vendor-side) for a **\$180M ITO and BPO** (Multiple Service Towers) deal involving a Canadian-based life insurance company with US and UK operations
- Lead outside counsel (vendor-side) for a **\$50M BPO** (Applications Maintenance and Development) deal involving a US-based oil-field services company
- Lead outside counsel (vendor-side) for a **\$75M IT and BPO** (Multiple Service Towers) deal involving a Canadian-based global oil and gas exploration and production company
- Lead outside counsel (vendor-side) for a **\$50M IT and BPO** (Multiple Service Towers) deal involving a Chicago-based major US insurance company
- Lead outside counsel (vendor-side) for a **\$23M BPO** (Applications Maintenance and Development) deal with a Western-Canada-based company that produces, transports and markets oil and natural gas
- **Systems Integration / Implementation**
 - Lead outside counsel (vendor-side) for a **\$60M systems development** and implementation deal of a diagnostic imaging repository involving an Ontario "LHIN"
 - Lead outside counsel (vendor-side) for a **\$25M SAP implementation** (several modules) deal involving a southwest US-based power company

- Lead outside counsel (vendor-side) for a **\$30M SAP implementation** (finance and accounting modules) deal involving an investor-owned public utility supplying electric power to the city of Washington, D.C., and to surrounding communities in Maryland
- Lead outside counsel (vendor-side) for an **\$80M “smart meter initiative” implementation** and operation/maintenance deal involving a Western-Canada based hydro-electric utility company
- Lead outside counsel (vendor-side) for a **\$25M SAP implementation** (several modules) deal involving a Canadian-based IP networking, ultra-broadband access, and cloud technology company
- **Technology Consulting**
 - Lead outside counsel for (vendor-side) the negotiation of **over 50 consulting services agreements (and associated SOWs)** for various types of technology consulting projects in the private sector and at various levels of US and Canadian governments
- **“General Counsel” Roles**
 - Acted as outside general counsel (vendor-side) for my main vendor client’s large BPO deal with a major oil company (over \$90M annually). (Since 2009, after leading and closing original deal; I stayed on the account at the request of the Managing Director for the account.)
 - Acted outside general counsel (client-side) for a Canadian-based life insurance company with US and UK operations. (Since 2009, after acting for a vendor on a large-scale ITO renewal; I was approached by the CIO to do work for the company and I accepted the retainer.)
 - Acted as outside general counsel (vendor-side) for my main vendor client’s large travel services contract with the federal government of Canada (over \$50M annually) during the maternity leave of the lead inside counsel.
 - Acted as outside general counsel (vendor-side) for my main vendor client’s large IT and BPO deal with a major Canadian bank (over \$50M annually).
- **Software Procurement, Licensing and Distribution**
 - Lead outside counsel (vendor-side) for the negotiation and closure of various types of software procurement, licensing and distribution of proprietary and third-party software – as part of the technology deals noted-above and on a stand-alone basis

SEPT 01 – SEPT 03**MCMILLAN BINCH (TORONTO) – CORPORATE-COMMERCIAL JUNIOR PARTNER****Leadership Experience**

- Chaired the **Outsourcing & Technology Practice Group** (called **The KNOWlaw™ Group**)
- Led drafting and execution against Business Plans for building the premiere outsourcing practice in Canada, and growing the firm’s technology practice revenues
- Established and administered financial budgets for the Outsourcing Practice Group and The KNOWlaw™ Group
- Reported to the Management Committee regarding progress against Business Plans

- Published and spoke to various target audiences about technology and outsourcing topics

Representative Transactions

- **Large U.S.-Based IT & BPO Vendor**
 - Advised service provider on Canadian regulatory and other requirements in respect of Canadian roll-up of U.S. based outsourcing deal (Cdn \$800m / 10 years) in the financial services sector
 - Acted as project manager for re-negotiation of U.S. Master Outsourcing Agreement (that will also assume Canada and several Latin American and Caribbean countries)
- **Ontario Government Proposed Privatization & Outsourcing**
 - Acted as lead outsourcing counsel to advise joint venture partners (2 major companies in outsourcing industry and a quasi-government entity) on Cdn \$700M / 10 years) on bid and financing of deal
- **Large Worldwide Technology and Management Consulting Firm**
 - Acted as co-counsel Advising on Ontario law aspects of major outsourcing agreement (Cdn \$600M / 5 years) with respect to internal reorganization
- **Key Corp (Canada)**
 - Acted as lead outsourcing counsel for outsourcing of service operations
 - Deal value was non-public
- **Honda Canada**
 - Acted as lead outsourcing counsel for outsourcing of lease administration operations

FEB. 00 – JULY 01**SHAW PITTMAN (LOS ANGELES) – OF COUNSEL AND FOUNDING MEMBER – TECHNOLOGY & OUTSOURCING GROUP****Leadership Experience**

- Was recruited from Andersen Consulting (now Accenture LLP) to help establish LA office of Shaw Pittman (D.C. based firm)
- Established legal office with Bill Peters and trained and supervised junior attorneys in the “art of doing outsourcing deals”
- Published various tech articles and spoke about technology and outsourcing topics

Representative Transactions

- **American General Corporation**
 - Data Centre Outsourcing
 - (US) \$200M / 5 years
 - 2nd chair counsel
- **PricewaterhouseCoopers – e.economy**
 - PwC’s Purchasing Consortium (Online and Traditional Distribution)
 - (US) \$50M (total deals)
 - Lead counsel and Customer Relationship Manager for PwC Partner responsible for e.economy

- **XM Satellite Radio Inc.**
 - Call Center Outsourcing
 - (US) \$100M / 5 years
 - Lead Counsel

NOV 98 – FEB 00**ACCENTURE (TORONTO) – LEAD COUNSEL – MANAGEMENT AND TECHNOLOGY CONSULTING****Leadership Experience**

- Re-established Canadian legal department
- Hired and supervised junior lawyers for Canadian office
- Reported to U.S. head legal office in Chicago
- Established and administered legal budget for Canadian legal department

Representative Transactions

- **Nortel Networks**
 - Worldwide SAP Implementation
 - (Cdn) \$50M
 - Lead Counsel
- **CN Railway Company**
 - SAP Implementation
 - (Cdn) \$40M
 - Lead Counsel
- **Ford Motor Company**
 - Transition of North American Customer Service Call Center (Outsourcing)
 - (Cdn) \$20M
 - Lead Counsel
- **Bell Canada**
 - Termination and Transition of Call Center (Outsourcing)
 - (Cdn) \$20M
 - Lead Counsel

JAN. 96 – NOV. 98**SHL SYSTEMHOUSE, INC. (TORONTO) – TECHNOLOGY COUNSEL – SYSTEMS INTEGRATION AND OUTSOURCING**

- **Unisys Corporation**
 - Outsourcing of North American Service Operations
 - (Cdn) \$50M / 3 years
 - Lead Counsel
- **Department of National Defense (Canada)**
 - Desktop and Applications Management Outsourcing
 - (Cdn) \$80M / 5 years
 - Lead Counsel
- **Numerous VAR and Software Licensing Deals**

JUNE 90 - DEC. 95 FASKEN CAMPBELL GODFREY (TORONTO) – SUMMER STUDENT, ARTICLES & ASSOCIATE – CORPORATE & SECURITIES

- **Toronto Maple Leafs Hockey Club**
 - Takeover Bid by Steve Stavro
 - (Cdn) \$75M
 - Junior Counsel
- **Goldcorp**
 - Private Placement
 - (Cdn) \$50M
 - Junior Counsel
- **Hillsborough Resources Ltd.**
 - CCAA Restructuring
 - (Cdn) \$35M
 - Intermediate Counsel