



Mike Moore

Partner

Buffalo

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Education

- University at Buffalo School of Law, *Cum Laude* (Top 10 Percent); *Buffalo Law Review*, JD
- University at Buffalo, *With Highest Distinction*, MBA
- University at Buffalo, BS

Practices & Industries

- Corporate
- Manufacturing

Admitted to Practice

- New York

Biography

A former software business CFO, Mike is a venture capital attorney who primarily works with entrepreneurs and start-ups. He routinely advises eSports ventures, medical-technology companies, software-as-a-service (SaaS) providers, ASPs, MSPs, and CRM software providers. Mike serves as Barclay Damon's Corporate Practice Area co-chair and co-team leader of the manufacturing team as well as being a member of the firm's IT Committee. Prior to Barclay Damon, Mike was most recently an executive of a leading, award-winning SaaS legal-practice-management platform provider.

Mike's entrepreneurial background complements his legal skills in representing businesses and business owners in all stages of growth. He assists with operational scaling issues; team building; executive compensation; and incentive compensation, including incentive stock option (ISO) and non-qualified option (NSO) equity incentive plans (EIPs). Mike often works with the National Venture Capital Association (NVCA) document package in connection with seed, angel, and later-stage financings and serves on several advisory boards.

Mike has helped companies close several merger and acquisition (M&A) transactions and raise millions in investment capital. His clients—including a 43North start-up contest winner—span industries and are involved with application software development, cryptocurrency mining, portable electric power, advanced weapon technology, and entertainment.

Mike's hands-on experience—including his own personal experience as an entrepreneur—provides his clients with unique advantages and industry contacts. He uses his business-focused perspective and knowledge of accounting, financial reporting, complex forecasting, KPIs, and other business analytics to provide practical, value-additive solutions to both legal and business challenges.

Bar Associations

- Bar Association of Erie County
- New York State Bar Association

Selected Memberships & Affiliations

- Beta Gamma Sigma

Representative Experience

- Represents several closely held, established area businesses, advising them in connection with day-to-day business matters, transition planning, and strategic and M&A transactions.
- Represented an early-stage med-tech venture in connection with its seed, Series A, and Series B private placements, raising funding for its design and development of patent-protected technology that minimizes implant-related infections.
- Counseled a provider of portable electric-car-charging technology—the grand prize winner of the 43North start-up competition—in connection with obtaining its Series A financing led by a Boston-based venture capital firm, working with NVCA model terms while drafting and implementing founder contracts, employee confidentiality and invention assignments (EIAAs), and an equity incentive plan (EIP).
- Advised a leading legal-practice-management software-as-a-service (SaaS) provider in connection with general corporate matters, the refinement of licensing terms, and financing issues.
- Worked closely with a longstanding provider of building control systems and a business analytics provider in connection with the development, protection, and subsequent monetization of their Internet of Things (IoT) initiatives.
- Advised a rapidly growing eSports enterprise throughout its entire life cycle from inception through exit, including work on its initial angel funding using Simple Agreement for Future Equity (SAFE) terms; closing its first convertible debt round and later equity round; assisting with transactional scaling issues, including strategic acquisitions; and negotiating terms of a successful exit with a private equity firm.
- Completed the succession planning of a highly successful, veteran-owned professional services company to provide for a partial sale and a partial business transition to a new ownership group.
- Worked with a licensed medical professional to restructure and successfully sell his multi-million practice to a nationwide

aggregator of managed service providers and professional caregivers.

- Counseled multiple practicing neurological-surgeon entrepreneurs and advised them in connection with their respective ventures, including the commercialization, protection, and subsequent monetization and licensing of their medical-tech intellectual property.
- Advised an acquiring group in connection with the acquisition and subsequent business integration of several HVAC sales representative and service organizations into the client's existing platform.
- Served as outside general counsel to a Buffalo eDiscovery and litigation support company in its \$350,000 acquisition of an Ohio-based eDiscovery business.
- Served as counsel to a selling shareholder in a \$2.7 million buyout of equity in a heating and cooling equipment company and affiliated entities and negotiated the related consulting agreement.
- Represents an airline software operations start-up in connection with its entity formation, corporate structuring, and \$1.25 million series seed raise.
- Serves as counsel for a medical device start-up in connection with its \$3 million Series B Regulation D, Rule 506 accredited investors equity round. Also served as counsel in its \$3.6 million Series A round. The Series B round involves the preparation of various documents, including pre-emptive rights notices, an amended and restated operating agreement, subscription agreements, authorizing resolutions, and the creation of a post-funding equity incentive plan.
- Represents a liquor distillery in connection with its entity formation, corporate structuring, and \$300,000 series seed raise.
- Served as outside general counsel to a purchaser in the acquisition of firearm magazine-loading technology and intellectual property rights and served as issuer counsel in the related \$600,000 Regulation D private placement fundraising round.
- Represented multiple practicing neurological-surgeon entrepreneurs and advised them in connection with their respective ventures, including the commercialization, protection, and subsequent monetization and licensing of their medical-tech intellectual property.
- Served as counsel to a custom antenna manufacturer involved in positive train control and covert surveillance in its corporate restructuring, ownership change, negotiation of employment agreements, and tax planning.
- Served as counsel to veteran-owned, regional construction cost estimators in the \$2 million acquisition of a nationally known cost consulting firm. Also handled formalized business succession planning and employment matters.

- Served as company and shareholder counsel in a tuxedo rental company's \$1 million sale of assets to a Pennsylvania acquirer.
- Served as counsel to a majority purchaser group in the \$7.2 million acquisition of a Rochester-based manufacturer's sales representative for industrial heating, cooling, and generators and affiliated entities.
- Served as counsel to a perishable foods broker and marketing company in a \$3 million-plus earn-out asset sale and real property lease to a nationwide firm.
- Served as outside general counsel to an insurance agency in its \$2 million acquisition of a Rochester-area insurance agency and the related property lease.
- Served as outside general counsel to an insurance agency in its \$2.7 million acquisition of two affiliated Rochester-area insurance agencies and the related property lease.
- Represents a NYC cannabidiol (CBD) products start-up in connection with its entity formation, corporate structuring, and \$750,000 series seed raise.
- Served as outside general counsel to a US online test proctoring company in a \$5.1 million Canadian cross-border asset sale.
- Represented a US exports company in its Regulation D, Rule 506 private placement fundraising rounds and subsequent \$25 million cross-border stock sale to a Canadian purchaser.
- Co-invented US Patent #2009/0106368 A1 "Injection Advertising Technology."
- Served as outside counsel to a Buffalo-based private equity firm in its \$5.2 million purchase of a commercial and home power generator business.
- Represented a WNY-based private equity company in its acquisition of the business assets and real property of a popular, historic Buffalo commercial bakery (operating since 1888) that markets and sells premium frozen dough products and fresh baked goods.
- Represented a high-volume, family-owned restaurant and pizzeria, designing and executing on a deal structure that resulted in a profitable and succession-friendly sale to a trusted, long-time employee.
- Served as transaction counsel to the purchase of the business assets of a closely held industrial abrasives manufacturer and distributor by a WNY-based private equity company.
- Represented a purchaser in its acquisition of the business assets of a local sodas, ice cream, and confections shop and in the related commercial lease negotiation.

- Represented a long-standing Orchard Park specialty technical manufacturer in the successful sale of its equity and real property to a private equity platform.

Prior Experience

- Co-Founder, Executive, and CFO of Several Venture-Funded Software and Consulting Companies
- Damon Morey LLP, Associate

Selected Community Activities

- University at Buffalo, Former Accounting, Finance and Business Law Adjunct
- Share-A-Pet, Pet-Assisted Therapy Program, Volunteer

Selected Honors

- *The Best Lawyers in America*®: Corporate Law, 2024
- Barclay Damon LLP, Taylor “Skip” Obold Training Award, 2015
- University at Buffalo, Excellence in Teaching Award Honorable Mention, Multiple Years
- University at Buffalo, School of Management Achievement Award
- University at Buffalo, Undergraduate Student of the Year Nominee

Selected Speaking Engagements

- VirtualLegalTech, “Legal Project Management”
- 20 Minutes Can Change Your Life” Webinar

Selected Media

- *Ridiculously Remarkable Legal Billing: How Better Billing Practices Improve Your Law Firm and Your Life*, Co-Author
- *The Law Firm of Tomorrow*, Co-Author
- *Rochester Business Journal*, Legal Experts Note Pandemic Presence in Every Business Deal
- *The Pharmacy Insider*, “Considering Selling? Three Practical Tips to Help Find the Right Advisors (and Avoid the Wrong Ones)”
- *USLAW Magazine*, “Five Increasingly Valuable Skills for Outside Corporate Counsel”

Selected Alerts & Blog Posts

- Beneficial Ownership Reporting Requirements Under the CTA: Quarterly Reminder
- NYS Governor Hochul Signs Amendment to Open Meetings Law