



## Brian J. Pass

Partner

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### PRACTICE AREAS

- Entertainment, Media and Technology
- Intellectual Property

### INDUSTRIES

- Advertising
- Digital Business
- Entertainment, Media and Technology
- Outsourcing
- Video Game

## OVERVIEW

Brian Pass is a partner in the Entertainment, Media and Technology and Intellectual Property Practice Groups in the firm's Century City Office.

### Areas of Practice

Mr. Pass advises clients in all aspects of technology and media transactions, including the licensing, development and distribution of computer software and hardware; internet and new media licensing, development and marketing; online advertising; video gaming; IT and business process outsourcing; intellectual property and trade secret protection; broadband communications; interactive television and e-commerce. Mr. Pass also advises companies on internet privacy and other regulatory issues affecting the Internet and e-commerce.

Before joining Sheppard Mullin, Mr. Pass was a partner at Brown Raysman. Prior to that he co-founded Passport New Media and served as its President and CEO. He led the development of Passport's critically acclaimed children's Internet service, Your Own World. At Passport, Mr. Pass raised \$7.5 million in venture capital, while concluding numerous third-party content partnerships and negotiating key technology and distribution relationships.

Prior to forming Passport, Mr. Pass served as Vice President & General Counsel at americast, a joint venture of The Walt Disney Corporation and several of the Baby Bell telephone companies to develop interactive digital television services. In addition to advising the americast partnership and its board on all general corporate matters, Mr. Pass negotiated and administered numerous technology purchasing and licensing agreements including a \$1 billion set-top box purchase agreement; an \$80 million dollar hardware purchase agreement; a multimillion dollar intellectual property licensing agreement and numerous software development and licensing agreements.

## EDUCATION

- J.D., University of California, Los Angeles, School of Law, 1991
- B.A., College of Social Studies, Wesleyan University, 1986, *high honors*

**EXPERIENCE**

Mr. Pass has closed over \$38 billion in technology transactions.

**Representative work includes:**

Lead outside counsel to Yahoo! in agreement with Microsoft;

Represented Yahoo! in agreement with Google and numerous other strategic affiliation agreements;

Negotiation of all forms of online advertising agreements including ad network agreements, ad servicing agreements, ad sales representation agreements and ad exchange agreements;

Represented leading online game publisher in licensing agreement re virtual goods exchange technology;

Outside counsel to leading manufacturer of third-party video game accessories;

Outside counsel to joint venture formed to develop and deliver video on demand and interactive services;

Negotiation of multi-million dollar white label e-commerce co-marketing agreements;

Outside counsel to leading Internet-based music discovery service; and

Negotiation of numerous multi-million dollar enterprise license and Web services transactions in the entertainment, healthcare and fashion industries.

**HONORS**

- "Top 100 Lawyers in California," *Daily Journal*, 2010
- "Dealmaker of the Week," *American Lawyer Magazine*, July 31, 2009
- Leading Lawyers for Business in the IT and IT Outsourcing field in California, *Chambers USA*, 2006 - 2011
- Southern California Super Lawyer, 2007, 2009, 2010
- Legal 500, 2008, 2010, 2011
- Which Lawyer?, Outsourcing & IT, *Practical Law Company*, 2009, 2011
- Best Lawyers In America, *Information Technology Law*, 2010, 2011, 2012

**ARTICLES**

- Dealmaker of the Week: Brian Pass of Sheppard Mullin, *The AmLaw Daily*, July 31, 2009

**SPEECHES**

- Mr. Pass is a frequent speaker and lecturer on technology issues and intellectual property law. Recent topics include digital distribution of content to the home, development of mobile applications, the law of ecommerce, recent developments in internet law, outsourcing, basic intellectual property law, domain name dispute resolution, children's online privacy and venture capital in the education market. Mr. Pass served as a panelist before the Computer Science and Telecommunications Board of the National Academy of Sciences in connection with its study "Youth, Pornography, and the Internet" and has lectured and spoken at the Anderson School at U.C.L.A. and the Marshall School of Business.

**EVENTS**

- Developing Applications for Mobile Devices
- The Forecast is Cloudy
- 2010 New York International Film & TV Finance Summit
- Legal Issues Surrounding Using The Internet -- Advertising, e-Commerce, & Social Networking