



Education technology (EdTech) is a rapidly growing and developing, highly specialized and regulated sector at the intersection of the education and technology industries. The COVID-19 pandemic galvanized the sector, with more EdTech providers shifting from supporting content to delivering content, widening the regulatory touchpoints, and more capital providers and strategic buyers seeking to invest in EdTech. Understanding and navigating the legal issues in EdTech is more critical now than ever before.

WHAT WE DO

Duane Morris offers the resources of a full service, 900 attorney firm, with a niche practice focus on EdTech, to maximize opportunities and mitigate risk for EdTech providers and investors and institutions that utilize EdTech products. The Duane Morris EdTech team's multidisciplinary approach harnesses our capabilities and experiences through an industry-focused lens. Our firm's deep commitment to client service and our innovative culture make Duane Morris a premier choice to address your most important matters. Our EdTech lawyers practice in Education, Corporate, Intellectual Property, Litigation and other areas to provide these services, among others:

Transactional

- ▶ Guiding companies through the full life cycle of formation, growth, accessing capital markets and M&A.
- ▶ Advising venture capital funds in equity and mezzanine investments.
- ▶ Representing private equity funds, sponsor-backed companies, public and private strategic acquirers and other investors in connection with complex equity and debt investments, M&A, tax matters, business operations, strategy and corporate governance needs.

Regulation and Compliance

- ▶ Advising EdTech providers and institutions in compliance with written arrangement, incentive compensation, third-party services, data security and other regulations, and in negotiation of service, income share, funding and other agreements, using our extensive understanding of the requirements of the U.S. Department of Education, accreditors and state licensing agencies, with regulatory experience spanning the entire learning continuum, from early childhood education and pre-K-12 to higher education and lifelong learning and corporate training.

Intellectual Property and Privacy/Data Security

- ▶ Representing EdTech providers in patent, trademark, copyright,

trade secret and other technology disputes and litigation, enforcement and defense, alternative dispute resolution, and patent and trademark prosecution.

- ▶ Advising EdTech providers and users in privacy and data security compliance, including investigations, cybersecurity preparedness, data breach responses, privacy policies, website disclosures, FAQs and terms of use.
- ▶ Counseling EdTech providers and users on emerging trends in artificial intelligence (consumer and regulatory) to help craft services agreements and anticipate and manage risk.

Litigation

- ▶ Defending EdTech providers and institutions against governmental and private actions; dispensing strategic advice to reach favorable settlements where necessary.

EXAMPLES OF OUR WORK

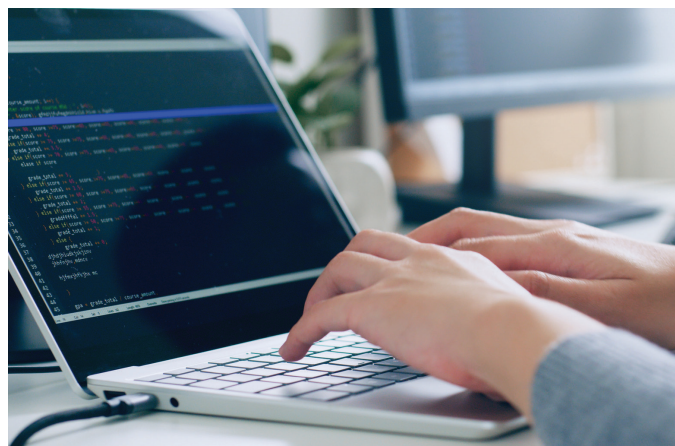
Transactions and Investments

- ▶ Represented a **private equity firm** focused on investing in impactful education and skill development businesses through its Edtech Buyout Fund in the acquisition of a mastery-based college readiness company preparing students for the SAT®, ACT® and similar tests.
- ▶ Served as education regulatory counsel for **Chegg Inc.**'s (NYSE: CHGG) \$80 million acquisition of online coding boot camp **Thinkful**.
- ▶ Represented an **education and workforce private equity fund** in its acquisition of a Canada-based financial systems platform organization.
- ▶ Served as education regulatory counsel for a **U.S. growth equity firm** in its early-stage investments in two EdTech unicorns.
- ▶ Represented **YouVisit LLC**, which has created virtual tours of campuses for more than 600 educational institutions, in its sale to EAB, a portfolio company of Vista Equity Partners that provides research, enterprise technology and data-enabled services for education institutions.
- ▶ Represented **Founders Equity Inc.**, a New York-based private equity firm, in the sale of its controlling stake in **Convergence Technologies Inc.**, which provides IT data integration services and resells hardware and software to educational organizations, to **Tailwind Capital**, another New York-based private equity firm.

- ▶ Represented an **analytics-based performance marketing company** focused on the education industry in its sale to a global private equity-backed digital marketing and lead generation company.
- ▶ Represented an **automated personalized learning technology company** that uses AI to provide actionable e-learning data to companies in connection with several rounds of fundraising.
- ▶ Represented **Constructive Media/CoolMath**, a leading platform in casual gaming and digital education, in its sale to a national private equity fund.
- ▶ Represented a **multistrategy private equity firm** in connection with its investment in a provider of product-driven custom software development as the lead investor in a Series B round.
- ▶ Represented a **major state university** in its negotiations with a higher education software provider for an enterprise platform, including communications, curriculum, systems and strategic enrollment management.
- ▶ Represented a **Japanese EdTech company** in its distribution agreement with a Vietnamese partner and foreign contractor tax.
- ▶ Represented a **developer and publisher of consumer and educational software** in the acquisition of several nationally known consumer software titles from an educational and trade publisher.
- ▶ Advised a **client active in AI education** seeking to expand its brand and protect its innovation, particularly globally, in terms of terminology, coverage and genericness.
- ▶ Represented an **EdTech services company** in establishing reseller agreements, addressing issues related to online terms for school customers and assisting with licensing of new product offerings.

Regulatory

- ▶ Counseling K-12 **online tutoring companies** on all aspects of procurement and public contracts, including contract negotiation, regulatory compliance, bidding procedures and bid protests, fingerprinting and background check requirements for remote personnel, privacy and student records and subcontracting.
- ▶ Advising K-12 **virtual academic enrichment providers and online schools** on regulatory compliance and applicable accreditation standards; assisted providers and schools in structuring and negotiating contract terms and conditions, data sharing and service agreements and obtaining regulatory approvals.
- ▶ Represented **online boot camps** in connection with determining state licensing requirements in the U.S. for their online coding programs and in defending against citations issued by state licensing agencies.
- ▶ Represented **Ellucian**, a leading provider of higher education software and services, regarding international, federal, state and industry data protection and privacy standards as they may apply to the software and services that it provides to institutions.
- ▶ Represented both **institutions of higher education** and **OPMs** and other service providers in structuring and negotiating EdTech service agreements in compliance with various international, federal and state laws and regulations, and accreditation standards.
- ▶ Represented **education service providers** in drafting income share agreements and in negotiating associated service and funding agreements.
- ▶ Represented an **education service provider** in compliance with state law requirements applicable to its partnerships with universities to offer noncredit, nondegree continuing education programs in web development, data analytics, UX/UI design and cybersecurity.



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