



**Morgan T. McDonald**

**Counsel**

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Morgan McDonald is a business lawyer, practising corporate and commercial law with startup and growth companies. Morgan's practice is focused on assisting founders, startup and growth companies in the technology sector, including software, gaming, ecommerce and related technology facing businesses and emerging markets including artificial intelligence, cloud computing and privacy.

Morgan has also been heavily involved in assisting clients in the emerging cannabis sector since inception and has helped companies navigate new regulation and rapid growth in the space. Regardless of the industry, Morgan provides value to new and repeat entrepreneurs using a business centric and practical approach to solving business and legal needs from incorporation through exit.

Morgan assists clients at early stages with long and short term planning in company formation and shareholder and founder agreements. As they grow, she assists clients with IP creation, commercialization, and management, go-to-market contract drafting and negotiation including development, licencing and subscription agreements, employment and contractor agreements and compensation plans, and ongoing contract review. As needs arise, Morgan assists companies and investors with debt and equity financing from friends and family and seed through series rounds and private equity and venture capital opportunities by negotiating and managing transactions from term sheet through close.

Morgan is active in the startup community, partnering as a mentor with a number of accelerators and incubators and speaking regularly to entrepreneurs and providing office hours.

Prior to earning her LL.M. from the University of British Columbia, Morgan externed at the United States District Court for the Central District of California and was called to the California State Bar.

**LANGUAGES SPOKEN**

- English

- Intellectual Property and Technology
- Corporate
- Emerging Growth and Venture Capital
- Private Equity
- Mergers and Acquisitions
- Commercial Contracts
- Data Protection, Privacy and Security
- Technology Transactions and Strategic Sourcing
- Video Games and Interactive Entertainment Law
  
- Technology
- Consumer Goods, Food and Retail

English

## EXPERIENCE

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Morgan's recent experience includes advising:

- Seequent in its acquisition by Bentley Systems, Incorporated for US\$1.05 billion.
- Seaspine in its acquisition by plan of arrangement of 7D Surgical for a purchase price of US\$110 million.
- Eight Capital in its underwriting of Bright Minds Biosciences Inc. marketed offering of an aggregate of 3,303,000 units of the company at a price of \$7.57 per unit for gross proceeds of approximately \$25,000,000.
- Psilo Scientific Ltd. in its sale to Filament Ventures Corp.
- Delic Holdings Inc. in its acquisition of Complex Biotech Discovery Ventures Ltd.

## CREDENTIALS

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### Admissions

- British Columbia, 2013
- California, 2011

### Recognitions

- *The Legal 500 Canada (Technology)*, 2022

### Education

- LL.M., University of British Columbia, 2012
- Certificate of Qualification, Federation of Law Societies Canada, 2012
- Juris Doctor (Cum Laude, Dean's List), Southwestern Law School, 2011
- BA (Magna Cum Laude), California State University, 2007

### Memberships

- Law Society of British Columbia
- State Bar of California
- American Bar Association

## INSIGHTS

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### Publications

#### Monetizing intellectual property rights for food startups

6 July 2021

Once you've familiarized yourself with the four traditional areas of intellectual property rights and how to protect them, you'll want to turn your mind to monetizing your intellectual property. When creating a monetization strategy consider what is likely to be the most valuable aspect of your intellectual property. Is it your brand recognition, customer loyalty, patented process, recipes, or something else? Part 2 of Recipe for Success sets out various ways intellectual property rights can be monetized in the food industry.

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## Intellectual property rights in food startups

22 June 2021

From alternative meats and proteins to diet specific snacks, startups focussing on consumer packaged goods in the food industry have been making their mark in recent years and taking on long standing industrial food conglomerates. While the barrier to entry creating products in the food industry is generally low, the recipe for success is more complicated.

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## Rolling with it: Health Canada proposes inclusion of psychedelics in Special Access Program

18 December 2020

On December 11, 2020, Health Canada announced that it intends to repeal amendments to the Food and Drug Regulations (Parts C and J) and the Narcotic Control Regulations made in 2013 that, among other things, prohibit access to controlled drugs through the Special Access Program.

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## BC Government announces new sales programs for the cannabis industry in 2021 and 2022

22 September 2020

On September 20, 2020, the Government of British Columbia announced three new sales programs to benefit the B.C. cannabis industry. The programs are aimed at providing small-scale producers, rural communities, and Indigenous businesses with greater access to non-medical cannabis retailers and consumers.

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## Demystifying SAFEs: The good, the bad, and the ugly

30 JUL 2020

If you have spent any amount of time within the startup ecosystem in the past half decade, you're likely familiar with the concept of the Simple Agreement for Future Equity, or SAFE. First introduced by YCombinator in 2013, the SAFE has caught on as a quick and efficient way of raising early capital. However, despite being labelled as "simple" (it's right there in the name!), SAFEs can quite often be confusing to the uninitiated.

This article seeks to lay bare the good, the bad, and the ugly of the SAFE by providing the context necessary to better understand its purpose and underlying mechanisms.

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## Altered reality? An update on psychedelics in Canada

30 JUN 2020

Those with an eye to investment trends and new industry growth may have noticed the surge in news related to psychedelic drugs in recent months. Although some may be quick to suggest this is the next frontier from the cannabis boom of 2017-2019, we would caution that this emerging industry is much more than an offshoot for past cannabis investors. In the past decade or so, there has been a resurgence in the interest in psychedelics as the scientific, pharmaceutical, and mental health communities revisit their therapeutic potential. With a number of psychedelics companies having had their IPOs over the last couple of months, it is the perfect time to consider the legal landscape in Canada.

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## BDC launches matching investment program to support Canadian venture capital-backed companies affected by COVID-19

15 APR 2020

On April 9, 2020, BDC Capital, the investment arm of the Business Development Bank of Canada, announced that it had launched the

BDC Capital Bridge Financing Program to support Canadian venture-backed companies impacted by COVID-19.

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- Author, Recap from Innovations in Mobility and Transportation Quarterly Series, November 2019
- Author, The Next Phase of Canadian Cannabis, October 2019
- Author, Regulation of CBD in the United States – Balancing Public Safety and Social Considerations with Industry Expectations and Consumer Demand, June 2019
- Author, The Next Phase of Canadian Cannabis: What to Expect in 2019 and Beyond, June 2019
- Author, Crowdfunding in BC? Your Pool of Potential Investors has Grown, September 2018
- Author, [Insert Name Here]: Tips to Consider in Naming Your Business, April 2017
- Author, Tips for Startups – So You Want to Crowdfund?, August 2016
- Author, Tips for Startups – The Scope and Limitations of Non-Disclosure Agreements, August 2016
- Author, Tips for Startups – Intellectual Property and its Value to Your Company, August 2016
- Author, B.C.'s New Societies Act: A primer on transition & what your pre-existing society needs to know, May 2016
- Author, Top Ten (Legal) Tips for Startups, February 2016

## Events

### SPEAKING ENGAGEMENTS

- Speaker, “Effectively Handling AI Legal and Ethical Issues,” 2019 CAN-TECH LAW Annual Conference, October 28, 2019
- Speaker, “CLE-TV: Cannabis and Intellectual Property Issues,” Continuing Legal Education Society of BC, May 2019

## NEWS

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### **DLA Piper Canada recommended by *Legal 500 Canada 2022***

12 November 2021

DLA Piper (Canada) LLP and its lawyers have been recommended in the latest edition of the *Legal 500 Canada*.

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### **DLA Piper Canada advising emerging growth companies across multiple sectors in continued business expansion**

3 August 2021

DLA Piper Canada's Startups, Emerging Companies and Technology group has advised a number of up-and-coming companies on transactions intended to assist with their continued growth.

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### **DLA Piper Canada advising on seed financings for emerging companies in the technology and biotech sectors**

8 February 2021

DLA Piper (Canada) LLP has advised a number of up-and-coming companies in the technology and biotech sectors on corporate finance transactions intended to help them reach their strategic goals.

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### **DLA Piper (Canada) LLP launches Black and Indigenous Business Law Clinic**

28 AUG 2020

DLA Piper Canada is pleased to announce the launch of a pro bono business law clinic dedicated to providing Black and Indigenous businesses with corporate and commercial legal advice.

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### **DLA Piper Canada significantly expands Startups, Emerging Companies and Technology practice**

16 MAR 2020

With the addition of six new lawyers to our Vancouver office since the beginning of 2020, DLA Piper Canada has significantly expanded upon its capabilities in the Startups, Emerging Companies and Technology practice.

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### **DLA Piper (Canada) LLP welcomes Morgan McDonald to the Vancouver office**

8 JAN 2020

DLA Piper (Canada) LLP is pleased to announce that Morgan T. McDonald has joined the firm as Counsel in the Vancouver office. Morgan's practice is focussed on assisting founders, startup and growth companies in the technology sector, including software, gaming, ecommerce and related technology facing businesses and emerging markets including artificial intelligence, cloud computing and privacy.

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