CF 312841

City of Seattle
Notice of Appointment

Name: **Ruthann Martin**		**Executive Appointment (X) Reappointment** ☐ **Legislative Appointment** ☐ **Agency Appointment** ☐ **PDA Council** ☐ **PDA Constituency**
Residential Neighborhood: *Sandpoint*	**Zip Code:** *98115*	**Contact Phone No.:** *206-522-7280 Cell#*
Appointed to: *Burke-Gilman Public Development Authority (User Group Representative)*		**Date of Appointment:** *February 1, 2013*
Authority (Ord., Res.): *SMC 3.110*		**Term of Office:** *2-Year Term* **From:** ***Confirmation*** **To:** *December 31, 2014*

FILED CITY OF SEATTLE 2013 FEB -6 PM 3:42 CITY CLERK

Comments:

Ruthann Martin is a corporate attorney with nine years experience at both public and private companies, as well as over six years of large law firm experience. Ms. Martin as worked as Outside and/or Inside Counsel at Avanade, Inc and NetMotion Wireless, Inc. Prior to that Ms. Martin was Interim Vice-President of Legal Affairs for Data Dimensions, Inc.; two years as Vice President, Associate Counsel for Corporate Transaction at Washington Mutual Savings Bank and seven years as an Associate Attorney in K&L Gates' Corporate Law Group.

Ms. Martin's volunteer experiences includes being the Ronald McDonald House representative to Burke-Gilman PDA and working on various Board and Commissions that include Hedgebrook Women's Writer's Retreat, Holy Names Academy Parent Board and Our Lady of the Lake School Commission.

This is a mayoral reappointment and represents Ms. Martin's third term

Authorizing Signature:	**Name and Title of Officer Making Appointment:** *Michael McGinn* *Mayor of Seattle*

RUTHANN MARTIN

SUMMARY

Highly skilled corporate attorney with nine years experience in-house at both public and private companies, as well as over six years large law firm experience. Currently committed to serving non-profits on a pro-bono basis. Served as interim VP of Legal Affairs for mid-size public company and as sole legal counsel for small software manufacturer. Strong background in federal securities law compliance; superior exp ertise in the review and negotiation of highly complex technology consulting services agreements and software licensing agreements; and significant experience in advising nonprofits, specializing in the areas of corporate governance and data privacy. Effective manager of outside counsel and internal staff in connection with litigation, M&A transactions, data-privacy and intellectual property maintenance. Demonstrated history of strong writing, good judgment, practical business acumen, and strong interpersonal skills. Able to provide exceptional work product in deadline-driven environment. Cum laude graduate of Seattle University Law School.

PROFESSIONAL EXPERIENCE

Avanade Inc. (Outside Counsel) 2001-2005, 2009 - 2011
(Inside Counsel: "Assistant Counsel & Manager European Affairs") 2000 – 2001

Assisted start-up joint venture between Microsoft and Accenture in drafting its initial Consulting Services Terms and Conditions Agreement, its Recruiting and Employment Agreements and various other templates; worked with local counsel in five European jurisdictions to create localized versions of these agreements. Supported U.S. and European sales by reviewing and negotiating wide array of commercial agreements with customers and vendors, including Consulting Services Agreements, Teaming Agreements, Non-Disclosure Agreements, Lease Agreements, Procurement Agreements and Sales and Licensing Agreements. Also assisted drafting miscellaneous intra-company agreements governing the relationships between and among Accenture, Microsoft, Avanade and its global subsidiaries. Provided training to contract coordinators to enable them to manage contract review process. Managed corporate governance procedures; and oversaw outside counsel in providing U.S. and European domain name enforcement and data-privacy compliance. From October 2001 through April 2005 and from October 2009 on, provided services to Company as outside counsel.

NetMotion Wireless, Inc. (Outside Counsel) 2009 – 2010

Served as sole legal counsel to this small software manufacturer; provided general commercial advice to management; provided support for U.S. sales team in reviewing and negotiating complex license-in and license-out agreements; advised internal clients on a variety of commercial agreements, including NDA's, and real property lease agreements. Revised End User License Agreement template, with particular focus on third-party, open-source licensing compliance. Advised management on the revision of enterprise-wide, form agreements; assisted with European localization of Reseller and Distributor Agreements.

Data Dimensions, Inc. (Interim Vice-President of Legal Affairs) (NASDAQ symbol: DDIM) 1998 – 1999

Interfaced with Board of Directors, outside counsel, executives and division heads; managed five-member legal department and oversaw contract review process. Reviewed and negotiated commercial contracts, including software licensing and distribution agreements, marketing agreements, "terms and conditions" agreements, procurement, equipment leasing, real estate leases, subcontracting agreements, and confidentiality agreements.

Monitored legislation relating to Y2K and prepared budget forecasts. Provided due diligence and review of all agreements in connection with mergers and acquisitions; managed corporate governance and litigation. Prepared filings relating to stock transfers by Company's officers and directors under federal securities laws.

Washington Mutual Savings Bank (VP, Associate Counsel for Corporate Transactions) 1993- 1994

Participated in the Bank's public offering of Series E Preferred Stock; prepared the Bank's Annual Proxy Statement; supervised the Bank's insider trading program and executive stock option exercises; advised the Bank's Human Resource Director concerning the design and implementation of a new Stock Option Plan for Executives and Directors; revised the Bank's Stock Option Plan record-keeping procedures; and prepared documents relating to the Bank's affiliate transactions.

K&L Gates (Associate Attorney, Corporate Law Group) 1987 - 1993

Prepared and filed the federal securities filings for firm's public clients, including proxy solicitation materials, securities registrations in connection with employee benefit and executive compensation plans, executive's insider-trading forms and portions of clients' annual and quarterly reports. Assisted in corporate finance work, including Starbucks' IPO and oversaw Starbucks' first annual shareholder meeting. Clients included Microsoft, Starbucks, Univar, Penwest, Van Waters & Rogers, Flow International, and Momentum Distribution. Reviewed and negotiated contracts of all types, including distribution and non-compete agreements, confidentiality and employment agreements, real property leases, stock option agreements, employment agreements, and buy-sell agreements; supervised domestic and foreign trademark registration, maintenance and defense; assisted in mergers and acquisitions.

ACADEMIC QUALIFICATIONS

Juris Doctor, *Cum Laude* Seattle University - 1986	Honors:	University Award for Academic Excellence American Jurisprudence Award in Ethics
Bachelor of Arts: University of Dayton - 1970	Major:	Psychology & Philosophy

VOLUNTEER EXPERIENCE

Hedgebrook Women's Writer's Retreat	Member, Board of Directors
Holy Names Academy Parent Board:	Committee Chair and Volunteer (2 years)
Girls AAU High School Basketball:	Travel Coordinator, Fundraiser and Volunteer (1 year)
Bishop Blanchet High School:	Parent Representative (4 years)
Our Lady of the Lake School Commission:	Commissioner (3 years)
Ronald McDonald House:	Representative to Burke-Gilman Public Development Authority (6 years) Volunteer: supervise volunteers doing food preparation

Burke Gilman Place Public Development Authority

January 2013

9 members: Per RCW 35.21.730 and Seattle Municipal Code (SMC) 3.110.010; all appointed by the Mayor, subject to City Council confirmation, 2-year terms

- 5 (one each year) At-large community representatives
- 4 (one each year) PDA user group representatives*

*** Provail, Children's Hospital, Ronald McDonald House, and The Children's Center.**

D	G	Name	First Appointed	Current Term Ends	Current Term #	Represents / Position	Appointed by
6	M	Mike Hatzenbeler	04/03/07	09/30/14	2nd	User Group/Chair	Mayor
6	M	Peter Rowan	05/01/12	05/01/14	1st	Member-at-large	Mayor
6	M	Dan Bernard	06/01/12	06/01/14	1st	Member-at-large	Mayor
6	F	Jennifer Kelty	06/01/10	06/01/14	2nd	User Group	Mayor
6	F	Suzanne Petersen	08/11/05	09/30/10		User Group	Mayor
6	F	Elsie Crossman	08/11/05	12/31/11		Member-at-large	Mayor
6	F	Ruthann Martin	04/28/06	12/31/14	2nd	User Group	Mayor
		VACANT				Member-at-large	Mayor
		VACANT				Member-at-large	Mayor

Diversity:

Appt. Authority	Men	Women	Vacant	Minority	(1) Asian-American	(2) African-American	(3) Hispanic	(4) Native-American	(5) Other	(6) Caucasian
Mayor	3	4	0							7
Total	3	4	0							7

* Other includes diversity in any of the following: race, gender and/or ability