WILLIAM EUGENE JESSUP

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**SUMMARY STATEMENT**

The research, writing and delivery of the argument appeal to me. I negotiate productively for my clients and assert their positions persuasively at trial in American and international courts, in contract and employment disputes, and in governmental agency investigations and proceedings. My contracts, advisory letters and memoranda help my clients to avoid litigation and reduce their exposure to legal and business risks. I assist decision-makers who confront the complex demands that domestic and international statutes and treaties impose upon individuals and companies. I advise my clients’ executives, employees and suppliers on the complex contract, corporate governance and regulatory compliance issues, which confront their business lines. I solve domestic and international taxation and employment problems; interpret and utilize antitrust/fair competition and trade regulations; and protect trade secrets and intellectual property and privacy rights.

**EDUCATION**

**EMORY UNIVERSITY SCHOOL OF LAW**, Atlanta, Georgia ⬩ **Master of Laws in Taxation (LL.M.)**

**UNIVERSITY OF GEORGIA SCHOOL OF LAW**, Athens, Georgia ⬩ **Juris Doctor (J.D.)**

Major Field of Concentration: International Law; Treatise: *A Study of the Structure and Meaning of the Constitution of a People's Democracy (Democratic Centralism v. Federalism),* submitted to Georgia Journal of International and Comparative Law. Phi Delta Phi.

**EMORY UNIVERSITY**, Atlanta, Georgia ⬩ **Bachelor of Arts in English (B.A.)**

Dean's List Appointment in 8 of 12 quarters ⬩ Honors Study Program, English Department, University College of North Wales, Bangor, Caernarvonshire.

**PROFESSIONAL MEMBERSHIPS**

Admitted, by examination, to State Bars of Georgia, Tennessee and Louisiana; US Supreme Court, US Tax Court, US Courts of Appeal, District Courts and State Courts in and of Georgia, Tennessee, and Louisiana.

**EXPERIENCE**

**Law Offices of William Eugene Jessup**, Atlanta, Georgia and Duluth, Georgia 2014 - Current

Representing corporations, partnerships, and individuals in general practice, meeting civil and criminal law demands: handling matters of contract law and international trade, taxation, insurance, anticorruption & AML, antitrust, energy/ oil & gas, real property, admiralty, maritime and aviation law; banking and finance, licensing & IP protection, telecommunications, media and sports law, labor law, employee benefits, ERISA, health care regulatory law, and administrative law. Won US District Court decision for plaintiff-client against nation's largest union pension trust fund, meeting ERISA’s "arbitrary and capricious" standard of proof Re: trustees' culpability for denying client's claim for contributions misappropriated by employer; Defended judgment successfully before US Court of Appeals for the Sixth Circuit. At Commissioner’s request, drafted Players Agreement (employment contract) for Global Basketball Association and addressed enforcement and search and seizure issues in Common Law and Civil Code jurisdictions. (See ***Representative engagements***, infra.)

**Bin Shabib & Associates LLP**, Dubai International Financial Centre, Dubai (“DIFC”), UAE 2012-2014

Representing, advising corporations & individuals in Common Law & Civil Code jurisdictions: commercial and M&A matters; establishing and ending business entities (i.e., LLC, LLP, JSC, FZCO, et.al.); contract drafting, resolving disputes b/t shareholders, franchisors/franchisees; meeting all legal needs of UAE government’s system of 20+ colleges; drafting corporate governance documents, real property sales/leases (e.g. JV Agreements, MOUs, SPVs, NDAs, et.al.) and RFP bids for governmental and NGE construction (EPC, FIDIC); drafting banking & finance contracts to enable oil & gas projects in GCC & MENA; applying GCC treaties Re: judgments of courts of member states; drafting AML and FCPA-compliance documents (also UK Bribery Act), demand letters and pleadings; licensing & IP protection: meeting legal needs of State-owned telecommunication clients; meeting legal and media needs of worldwide racing boat organization; facilitated registration of German appliance manufacturer with Saudi Food & Drug Authority (SFDA) to sell medical devices in KSA; facilitating franchised luxury clubs’ expansion worldwide; applying/interpreting UAE and UAE/GCC countries’ statutes/regs for securities/commodities exchanges, State-private entity partnerships, and clients’ ventures Re: labor & employment law, antitrust/competition, insurance, securitization, food & drug, and aviation law. (See ***Representative Engagements***, infra.)

**Law Offices of William Eugene Jessup**, Gainesville, Georgia and Atlanta, Georgia 2011-2012 (*See details, above, and* ***Representative Engagements***, infra).

**Al-Sarraf & Partners Law Firm**, International Division, Kuwait City, Kuwait 2010-2011

Negotiated and drafted contracts to facilitate the privatization of Kuwait’s state airline; Resolved Kuwait real estate company’s purchase dispute with UAE skyscraper developer (issues of attempted coercion of purchaser by deliberate contract misinterpretation & duress); Advised Kuwaiti distributor/agent of Japanese manufacturer of marine products on principal’s proposed replacement contract: delivered comprehensive financial, admiralty/maritime and antitrust/competition analysis; Advised electric power-generating and construction arm of (another) giant Japanese conglomerate on subcontractor’s EPC casualty/insurance liability; Advised American publisher/producer of on-line securities trading web site on Kuwait agency laws, licensing & IP protection; addressed clients’ admiralty, maritime and aviation law matters; Drafted firm’s Comment on the Kuwaiti Parliament’s 2007 amendment to Income Tax Decree No. 3 of 1955, as amended by Law No. 2 of 2008. (See ***Representative Engagements***, infra.)

**Law Offices of William Eugene Jessup**, Augusta, Georgia and Kuwait 2004-2010 (*See details, above, and* ***Representative Engagements***, infra).

**Assistant City Attorney,** Macon, Georgia 2002-2004

Handled legal responsibilities of City Airports and lessees, enforced the Federal Aviation Regulations (“FARs”) and filed City’s license and grants applications with FAA, FTA and GDOT (aviation law matters); represented Macon-Bibb County Centreplex and Coliseum, professional sports tenants, and City's Public Works Department. Advised separate Boards of Trustees of City’s

**WILLIAM EUGENE JESSUP, J.D., LL.M., [eugene.jessup@gmail.com](mailto:eugene.jessup@gmail.com)**, **Page 2 of 2 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

Retirement Systems (pension/taxation law matters); drafted municipal Professional Occupation Tax statutes and other City Code ordinances; Negotiated and drafted procurement contracts, RFP’s, and real property sales, leases, and construction and demolition contracts with suppliers, lessees/tenants, buyers, architects and contractors; Redrafted City’s construction and demolition contracts (several of which had been published by the American Institute of Architects for adoption by architects and contractors) and nullified bias that they facilitated, which could have saddled City with great liability. (See ***Representative Engagements***, infra.)

**REPRESENTATIVE ENGAGEMENTS**

**Telecommunications, Automobile Satellite Software Licensing & IP protection**: While practicing in Dubai, UAE, with **Bin Shabib & Associates LLP** (BSA), I drafted the firm’s Legal Opinion and answered an extensive set of questions that another American attorney, who represented **General Motors Corporation** (“GM”), had posed to BSA. His questions anticipated GM’s introduction to the UAE of its ***OnStar*** satellite software service, its SIM card mobile and voice and data services, and concerned telecommunications, data roaming, and machine-to-machine transmissions. My Legal Opinion interpreted the Regulations of the UAE’s Telecommunications Regulatory Authority (TRA), the UAE Telecommunications Law, its Executive Order and the UAE National Telecommunications Policy, its Regulatory Policy-National Numbering Plan, and other related statutes.

**Telecommunications, Licensing & IP protection, Antitrust**: Shortly after having joined BSA, I drafted the firm’s Legal Opinion for the Abu Dhabi office of the **White & Case** law firm. Its “Client” was a provider of fiber and connectivity technology and one of the contracting partners of the **Emirates Integrated Telecommunications Company PJSC** (the **EITC, whose brand name is “du”**). My Legal Opinion interpreted the pertinent provisions of the UAE Telecommunications Law [Public Telecommunication License No. 2/2006 (EITC)], which prohibits du, as Licensee, from accepting changes to its approved/standard contractual language if, by so doing, du would extend to the Client terms that du had not provided to other contracting partners or suppliers (which allowance would amount to an act of “undue discrimination” against such other third parties). I found that du, for services similar to those that the Client would provide, would not be offering any preferential financial or commercial treatment, which du would not extend to any other such party, under normal circumstances. Accordingly, I concluded that the UAE law would not prohibit du from adopting the Client’s proposed changes. (***Please request the name of the White & Case Partner to contact in regard to this engagement.)***

**Marine Products’ Distribution, Admiralty, Licensing & IP protection, Supply Chain Logistics**: While practicing with the **Al-Sarraf & Partners** law firm in Kuwait, I also advised the Kuwaiti distributor of **Yamaha Motor Company Ltd**, the Japanese marine products’ manufacturer, on that principal’s proposed replacement of its comprehensive distribution and operations contract.

**Education: Telecommunications, Licensing & IP protection, Publishing & Software, Labor/Employment, Real Property, Vendors, et. al**: Also while practicing with BSA, I met all of the extra-court (and pre-litigation) legal needs of the **Higher Colleges of Technology** (HCT), the UAE government’s network of more than twenty college institutions. I negotiated and redrafted HCT’s contract with **Etisalat** (Emirates Telecommunications Corporation) for the installation and monitoring of Etisalat’s ***Emirates Energy Star System***, its managed energy, machine-to-machine system, designed to reduce service costs across HCT’s several campuses.I also negotiated and redrafted HCT’s employment agreements, contracts with publishers of textbooks and educational software (such as **John Wiley & Sons**), real property purchase and lease agreements, insurance contracts, and contracts with on-campus food and service vendors and manufacturers of fire extinguishing systems. ***(Please request the name of the HCT officer to contact.)***

**Online Computer Sales of Securities, Licensing & IP protection, Financial Services, et. al**: In a piece of work that exposed some of Kuwait’s obstacles to the conducting of cross-border business, I advised an in-house attorney in the UK for **Bloomberg Finance L.P.** **(“Bloomberg”)**. It wanted to provide potential customers in Kuwait with an interactive, financial advisory and stock-purchasing service. It needed to know if its online contract for electronic trading services would violate any Kuwaiti securities-regulation or contract laws. After interpreting Law No. 68 of 1980 (the Kuwait Commercial Law), and Law No. 36 of 1964 ("Regulating the Commercial Agencies”), and Law No. 31 of 1990 ("Regulating the Circulation of Securities and the Establishment of Investment Funds"), I concluded that the Kuwait regulatory authorities would likely characterize the client’s offering and sale of its advisory services in Kuwait as the marketing and sale of foreign investment products by private placement. Accordingly, I advised Bloomberg either (i) to establish a Kuwaiti company (whose capital would be owned, not less than 51%, by "those who hold Kuwait Nationality as a person or a legal entity"); or (ii) to appoint a Kuwaiti agent (the equivalent of Bloomberg’s named operating agent).

**Ship Building & Operation (Oil Tanker), Admiralty, International Taxation, Islamic Finance**: While practicing in Kuwait, I also studied and summarized Islamic banking tools, such as the***Ijarah*** lease facility, which our client, **a Kuwaiti investment banking company**, used to purchase and operate a giant oil tanker, which was built in India, registered in the Marshall Islands, and based in the UAE. In drafting the special purpose vehicle, I compared the several jurisdictions’ taxation laws, in order to increase the client’s profits by optimizing its supply chain’s tax efficiency and to enable the chosen financial instruments to achieve their security objectives.

**Anti-Corruption Compliance (AML), Banking, IP protection:** At BSA, I also drafted the firm’s Legal Opinion of the **Dresdner Bank AG** Account Opening Documents (**DIFC + Switzerland**). Our client was a **Kuwaiti investment banking company**. I examined and critiqued that bank’s “Client Profile and Anti-Money Laundering Questionnaires.” I detailed the insufficiency of the Bank’s references to UAE “Federal Law No. 4 of 2012” (criminalization of money laundering) and the requirements of “the Regulatory Law and the AML module of the DFSA’s Rulebook”. The **“DFSA”** is the Dubai Financial Services Authority, the independent regulator of all financial services conducted through the Dubai International Financial Centre (the **“DIFC”**), a UAE federal Financial Free Zone (“FFZ”). (The DIFC possesses its own laws and **English court system**.)

**Franchising, Licensing & International Agency Laws, IP protection**: Among other franchising work, which I handled while practicing with BSA, I drafted the corporate documents that opened up Shanghai and the China “territory” for **Cavalli Clubs International.**

**State-Private Drilling Project: Cross-Border Financial Instruments, Energy (Oil & Gas), EPC, Vendors, Logistics**: Also at BSA, I drafted several loan agreements to work in tandem with several other contracts and enable our client, the borrower (**DAO Al Jomaih Inc. FZE**, and its Iraqi branch/subsidiary), to pursue and conclude contractual commitments with the **Basra Governorate** and the **Government of Iraq** and a chain of suppliers and vendors of transformers, turbines, and other machinery, which our client needed to facilitate two separate billion-dollar oil drilling operations.

**Commodities Exchange Dispute**: At BSA, I also represented **Financial Technologies India Ltd** (FTIL)and **Multi Commodity Exchange of India Ltd** (MCX). As minority (44%) shareholder, collectively, in the **Dubai Gold and Commodities Exchange** (DGCX), those companies (**the FT Group**) have a dispute with the Dubai Multi Commodities Centre Company (DMCC), a UAE governmental entity and the majority (56%) shareholder in the DGCX, and the DGCX Authority itself. The argument that I drafted for the FT Group (our Client) stated that the DMCC intended to dilute the value of the FT Group’s shareholding and to quash any dissenting opinion that our Client might express. I advised our Client to permit us to petition the UAE court of competent jurisdiction, pursuant to Regulation 83 of the DMCC Regulations, for a remedial Order that would address the fact that the DMCC principals were conducting the affairs of the DGCX in a manner oppressive to our Client.

**Kuwait Income Tax Amendment (Law No. 2 of 2008):** In another Kuwaiti engagement, I drafted the **Al-Sarraf & Partners** law firm’s Comment on the Kuwaiti Parliament’s 2007 amendment to Income Tax Decree No. 3 of 1955, as amended by Law No. 2 of 2008.

**Media, Publishing, Software, Licensing & IP protection**: Also at BSA, I drafted contracts and corporate governance documents for such media entities as **Zawya Ltd.** (the Middle East business news source, which Thomson Reuters Corp. acquired in 2012) and **Brownbook Publishing** (hard-copy and on-line magazines).

**PUBLICATIONS** (*Partial Listing*)

**Employee Benefits Journal,** Vol. 9, No. 2. *Constitutional Challenges to Procedures of Withdrawal from Multiemployer Plans*.

**Cumberland Law Review,** Vol. 14, No. 2.*TEFRA, Deferred Compensation and the Choice of the Business Status*. Republished by **Westlaw** (Computer law library of Thomson-West Publishing Company).

**ADJUNCT TEACHING POSITIONS**

**University of Tennessee at Chattanooga (University of Tennessee System):** Adjunct Professor of *Legal Environment of Business* (Summer Quarters 1995 and 1996).

**Clayton College and State University School of Business (University System of Georgia):** Adjunct Professor of *(Taxation and Deferred) Compensation* (Fall Quarter 1993) and *Labor Law and Employee Relations* (Winter Quarter 1993).