JULIAN MERCER

CORPORATE LAWYER

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PROFESSIONAL SUMMARY

Corporate Lawyer with 10 years across a leading New York law firm and a public technology company, advising on M&A, financings, and governance. Drafts and negotiates deal documents, runs diligence teams, and gives business leaders clear risk calls. Now Senior Corporate Counsel supporting acquisitions and board matters.

PROFESSIONAL EXPERIENCE

Senior Corporate Counsel Jan 2023 - Present
Salesforce, San Francisco, CA

- Lead the legal workstream on small and mid-size technology acquisitions, closing eight deals between $15M and $180M in three years.
- Cut average diligence-to-signing time by about three weeks by standardizing diligence request lists and disclosure schedules with finance and security teams.
- Draft and negotiate strategic investment and commercial partnership agreements, escalating only the terms outside pre-approved ranges.
- Prepare board and committee materials and minutes for subsidiary boards and advise on delegation of authority.
- Advise on securities filings and insider trading policy questions with the securities group.
- Manage outside counsel on cross-border matters and review invoices, holding annual spend on the acquisitions portfolio to budget.

Senior Associate Sep 2020 - Dec 2022
Davis Polk & Wardwell LLP, New York, NY

- Managed a team of four junior associates on public company M&A, preparing merger agreements, disclosure schedules, and closing sets.
- Led negotiations on purchase agreement risk allocation for a $600M sale of a private company, resolving indemnity and escrow terms in two rounds.
- Ran diligence for acquirers in software and healthcare deals, summarizing findings in issues lists for partners within a week.
- Advised public company clients on proxy disclosure and Delaware governance questions during annual meeting season.
- Reviewed and negotiated purchase price adjustment and earn-out terms with financial advisers to reduce post-closing disputes.

Associate Sep 2016 - Aug 2020

- Drafted ancillary agreements and closing deliverables for more than 20 transactions across M&A and capital markets.
- Coordinated signature pages and funds flow for deals with up to 30 parties, closing on schedule each time.
- Researched Delaware corporate law questions and drafted memoranda that partners used in client advice.
- Completed a three-month secondment with a client's legal department to support a joint venture negotiation.
- Reviewed and organized data rooms of 3,000 documents for sell-side clients, and built issues summaries partners used with bidders.

CORE SKILLS

Mergers and acquisitions | Corporate governance | Securities law | Venture and strategic investments | Commercial agreements | Due diligence | Contract negotiation | Delaware corporate law | Board materials | Disclosure schedules | Joint ventures | Stakeholder advice | Legal project management

EDUCATION

Juris Doctor, Columbia Law School, New York, NY

CERTIFICATIONS

Admitted, New York State Bar | Registered In-House Counsel, State Bar of California