



William H. Smith

Associate

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OVERVIEW

Will Smith is a corporate associate in the firm's Seattle office, where his practice focuses on emerging growth and venture capital engagements. His clients include early stage companies operating in the digital media, marketing, and technology space. He also represents private and public companies in a variety of transactions, including mergers and acquisitions, venture capital financings, and securities matters.

Will also maintains an active pro bono practice assisting local community organizations with nonprofit formation, governance, and 501(c)(3) compliance.

PROFESSIONAL BACKGROUND

Will was a summer associate at K&L Gates in 2014. During law school, he was a research assistant for Dean Robert Post and Professor Amy Kapczynski on issues concerning the First Amendment and public health regulation. He was also a research assistant for Professor John Fabian Witt on topics in tort law. In 2013, he was a summer legal intern at the Ludwig Center for Community and Economic Development, providing legal services to local non-profit and for-profit community development organizations in New Haven, Connecticut. Prior to law school, Will was a lecturer in the Department of Philosophy at Seattle University for five years.

EDUCATION

- J.D., Yale Law School, 2015 (*Editor, Yale Law and Policy Review; Staff Editor, Yale Journal of Health Policy, Law, and Ethics*)
- Ph.D., Rice University, 2009 (*John W. Gardner Award*)
- M.A., Rice University, 2008
- B.A., Seattle University, 2002 (*magna cum laude; Reichmann Award*)
- B.A.E. (Bachelor of Arts in Economics), Seattle University, 2002 (*magna cum laude; Paul A. Volpe Award*)

ADMISSIONS

- Bar of Washington
- United States District Court for the Western District of Washington

THOUGHT LEADERSHIP POWERED BY HUB

- 4 April 2020, COVID-19: UPDATED Nonprofit FAQ for CARES Act Paycheck Protection Program (*Alerts/Updates*)
- 6 February 2020, Washington's Workforce Mobility Law Goes Live: A Seven-Question Assessment for Startups and Growth Companies (*Alerts/Updates*)
- 23 October 2019, Chancery Court Dismisses Uber Derivative Suit for Failure to Make Demand or Plead Demand Futility (*Research Surveys*)
- 29 March 2019, Chancery Court Rules Inequitable Conduct May Be Considered Within the Scope of a Section 225 Review (*Research Surveys*)
- 27 December 2018, No Rummaging Required: Chancery Court Rules Form 10-K Adequate to Discharge Duty of Disclosure When Provided Conspicuously and Concurrently with Stockholder Proxy (*Research Surveys*)
- 6 November 2018, Chancery Court Denies Appraisal Rights Where a Stockholders' Agreement Requires that Stockholders Refrain from Appraisal Petition (*Research Surveys*)
- 16 July 2018, Chancery Court Awards Fees in Corporate Benefit Doctrine Case (*Research Surveys*)
- 27 March 2018, Chancery Court Grants Summary Judgment for Dissolution of Corporation owned 50% by Two Stockholders Where Judicial Admissions Establish Prerequisites for Intervention (*Research Surveys*)
- 22 November 2017, Class Action Dismissed as Demand was Not Excused as Futile; Plaintiff Failed to Allege Facts Sufficient to Establish that a Majority of the Board Faced Substantial Likelihood of Liability for Non-Exculpated Claims (*Research Surveys*)
- 16 October 2017, Chancery Court Defines De Novo Standard of Review for Appeals of Receiver's Decisions Disallowing Claims (*Research Surveys*)
- 4 August 2017, Even Languorous Litigation Must Abide Rule 12(b)(6), Chancery Court Holds (*Research Surveys*)
- 27 June 2017, Chancery Court Holds More than Red Flags Required to Allege Demand Futility in a Derivative Suit (*Research Surveys*)
- 15 March 2017, Chancery Court Confirms that Broad Arbitration Clauses Cover Questions of Substantive Arbitrability (*Research Surveys*)
- 3 February 2017, Chancery Court Clarifies the Cleansing Power of an Uncoerced and Fully Informed Disinterested Majority Stockholder Vote (*Research Surveys*)

- 30 December 2015, FTC Signals More Rigorous Enforcement on “Made in USA” Labelling (*Alerts/Updates*)

NEWS & EVENTS

- 22 April 2020, K&L Gates Advises on Creation and Earth Day Launch of Sustainable Agriculture Organization Leading Harvest (*Press Release, Noteworthy Work*)

AREAS OF FOCUS

- Emerging Growth and Venture Capital
- Mergers and Acquisitions