



Chris Sloan

Shareholder

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Mr. Sloan is chair of the Firm's Emerging Companies Group and focuses his practice on start-ups and other emerging businesses and also handles complex software and other IT transactions for both small and large companies alike.

Mr. Sloan helps many early-stage, high-growth businesses with business planning and formation, venture capital funding, drafting and negotiating vendor and customer agreements, strategic contract negotiations, mergers and acquisitions, intellectual property protection and other general business law and intellectual property law issues. He often serves as outside general counsel for these types of companies.

Mr. Sloan regularly represents both technology and brick-and-mortar clients in connection with software, IT and other vendor contract negotiations, including software, information technology transactions valued as high as \$100 million. He regularly counsels hospitals and other health care companies on health IT, digital health, and intellectual property issues, including issues related to telehealth, telemedicine, wearables, mobile health applications, artificial intelligence, and virtual and augmented reality. As the leader of the firm's Blockchain & Cryptocurrency team, he also counsels clients on matters related to blockchain, cryptocurrency, DeFi, and similar distributed ledger technologies.

Mr. Sloan takes pride in providing his clients with practical, cost-effective advice tailored for each client's unique business objectives. He is actively involved in the technology and entrepreneur communities, and he is a frequent author, speaker, board member and leader in that community.

He is a master mentor and board member of the Nashville Entrepreneur Center, and he was a member of the Nashville Chamber's Partnership 2010 Entrepreneurship Task Force that led to its formation. He is a former board chair of the Nashville Technology Council and still serves as its general counsel.

Mr. Sloan is a frequent speaker and contributor to CLE seminars, Nashville Area Chamber of Commerce, Nashville Technology Council and Nashville Entrepreneur Center events, and other similar events. Follow him on Twitter [@casloan](https://twitter.com/casloan) and LinkedIn [@chrisloanesq](https://www.linkedin.com/in/chrisloanesq).

Representative Matters

- Represented United Regional Healthcare System in Texas in connection with negotiation of a multi-million dollar software license and hosting agreement with Epic Systems.
- Represented Greenlight Medical in connection with its \$450,000 Series AA Preferred Stock offer and sale to certain accredited investors.
- Represented a provider of SaaS donor management software for non-profits in connection with a \$3.5 million Series A Preferred Stock financing transaction.
- Represented a direct-to-consumer products and services company in connection with a \$47 million equity investment, a \$15 million secured line of credit and an exclusive supplier agreement with a strategic partner.
- Represented a health and wellness SaaS provider in connection with a \$1.2 million Series A-3 Preferred financing transaction.
- Represented an academic medical center in negotiating a \$400 million electronic medical record software license and implementation services agreement with Epic Systems.

- Represented an early stage Internet-of-Things (IoT) data analytics company in connection with raising \$2 million in convertible equity seed financing.
- Represented a medical gas manufacturing and distribution company in connection with the sale of all of its assets for \$8 million to a multi-national competitor.
- Represented a music tech company in connection with a convertible note fundraising from a large Silicon Valley venture capital firm in connection with a successful appearance on a reality TV show.
- Represented a health care IT analytics and services provider in connection with the sale of all of its assets to a large private health IT company in exchange for shares of stock valued at \$7 million, plus an earn-out.
- Represented a Nashville, Tennessee, management consulting firm in its acquisition by a Washington, D.C., business advisory and expert services firm focused on governance, risk, and compliance services, and strategy and operational improvement services.
- Advised a large hospital staffing firm in connection with the simultaneous negotiation of two competing post-acute HER agreements, including advice on final vendor selection, source code escrow, and issue tracking and management.
- Served as lead counsel on behalf of a medical staffing company in the acquisition of assets of a technology company servicing emergency departments through provision of analytics.
- Represented a startup health analytics company in acquiring the assets of an existing company including a recapitalization of the existing company.
- Represented an Atlanta online fitness startup in connection with its \$1.1 million Series Seed Preferred Stock financing transaction to grow its team and expand its customer base.



Professional Honors & Activities

- Listed in *The Best Lawyers in America*® for Intellectual Property Law (2005 – 2006, 2009 – 2010); Information Technology Law (2007 – 2024); Copyright Law and Trademark Law (2011 – 2024); Corporate Law (2013 – 2024); Business Organizations (including LLCs and Partnerships) (2018 – 2024); Venture Capital Law (2023, 2024)
- Named the Best Lawyers® 2016 Information Technology Law "Lawyer of the Year" in Nashville
- Listed as a Rising Star in *Mid-South Super Lawyers* (2011 – 2013)
- Former Chairman of the Board, Member of Board of Directors and Executive Committee – Nashville Technology Council
- Board of Directors – Life Science Tennessee
- Board of Directors – Nashville Entrepreneur Center
- Honorary Member – Entrepreneurship Honor Society Sigma Nu Tau, Belmont University's Center for Entrepreneurship
- Named "Top 40 Professional in Tennessee Under 40," *Nashville Business Journal* (2013)
- Listed – *Nashville Post* "In Charge" list - Technology (2011 – 2012)
- Named "Power Leaders in Technology" by the *Nashville Business Journal* (2011, 2012)
- Selected as the "WorkIT Nashville Advocate of the Month" by the Nashville Area Chamber of Commerce (March 2013)
- Executive Committee and Intellectual Property Committee – Tennessee Bar Association
- Founding Board of Directors – Nashville Preparatory Charter School
- Member – Nashville, Tennessee and American Bar Associations
- Member – Partnership 2010 Entrepreneurship Task Force
- Member – American Health Law Association
- Mentor – JumpStart Foundry
- Member – Startup Tennessee Advisory Board
- Judge – Startup of the Year Summit (Memphis, 2019)
- Member – Steering Committee, Nashville Internet Exchange
- Former Member – International Association of Privacy Professionals (CIPP/E)



Interests

Mr. Sloan is actively involved in many conservation organizations locally, nationally and internationally. He is one of the more widely recognized regional experts on bird identification and distribution, and he co-authors a quarterly column on birds of Tennessee & Kentucky for *North American Birds*. Several of his papers on birds have been accepted and published in scientific journals. Mr. Sloan is also an avid nature photographer and has sold photos to publications in North America and Europe. Some of his pictures can be found at www.chrissloanphotography.com. He is the co-author of "Birds of Tennessee: A New Annotated Checklist", published in July 2015.



Publications

- "Practical Perseverance Prognostication During Crypto Winter," Law.com/Legaltech News (December 2022)
- "NFTs: Securities Law and Fraud Concerns," *CrowdFund Insider* (July 2022)
- "Tennessee's DAO Statute: A Trendsetter For Blockchain-Based Corporate Governance," republished September 9, 2022, in the *Nashville Business Journal* (May 2022)
- "Risks and Advantages of Using Offshore Vendors," *Today's General Counsel* (June 2021)
- "SEC v. Ripple: Implications of Ripple's Fair Notice Defense," *CrowdFund Insider* (June 2021)
- "Proposed SEC Rules Provide Exemption for Finder's Fees," *Bloomberg Law* (February 2021)
- "Raising Capital During the Pandemic," *Nashville Post* (September 2020)
- "Guest Column: Baker Donelson Shareholder on Entrepreneurship Amid the Pandemic," *Memphis Business Journal* (July 2020)
- "Life Insurance Agencies and the Key Person Problem," *ThinkAdvisor* (February 2020)
- "Disruptive Healthcare and the Law," *Healthcare Business Today* (August 2019)
- "Six Tips for Startups Outside of Traditional VC Hubs," Young Upstarts (December 2018)
- "Best Practices for Startup Founder Equity," *VC-List* (May 2017)
- "Attention, Startups: Don't Say This to Investors," *Nashville Business Journal* (March 2016)
- "How to Create Barriers to Entry That Protect Your Business," *American City Business Journals* (December 2015)
- "What NOT to Say to a Potential Investor," *VC-List* (November 2015)
- "When Should a Startup Raise Capital," *VC-List* (October 2015)
- "Equity Crowdfunding: What Happens After the Deal is Done?," *VC-List* (September 2015)
- "Why Claiming 'No Competition' Can Lead To No Funding," *The American City Business Journals* (June 2015)
- "Bill Could Grease the Skids for M&A Deals," *Nashville Business Journal* (May 2014)
- "Intellectual Property Boosts Value of Business," *Nashville Business Journal* (May 2014)
- "Four Common and Avoidable Mistakes Small Businesses Make," *Small Business Today*, Houston (May 2014)
- "Avoid These Common Startup Legal Mistakes," *Nashville Business Journal* (May 2013)
- Co-author – "Chapter 5: Licensing Intellectual Property," *Intellectual Property Deskbook*, American Bar Association Business Law Section (2013)



Speaking Engagements

- Judge – "iBucs Competition," East Tennessee State University, Entrepreneurship Program (March 2023)
- Judge – "Startup Showdown," Launch Tennessee's 36|86 Conference (September 2022)
- Judge – "iBucs Competition," East Tennessee State University, Entrepreneurship Program (March 2022)
- "COVID-19 Town Hall for Business Leaders," Petra Coach (August 2020)
- "How Good Legal Contracts Impact Your Business," podcast (May 2018)

- Panelist – "How Tech Tools & Other Innovative Solutions Contribute to Economic Development in the 21st Century," DIG SOUTH Tech Conference, Charleston, South Carolina (April 2018)
- Moderator – "Ask Me Anything with Senator Bill Frist, M.D.," Launch Tennessee's 36|86 Conference (June 2017)
- Moderator – "Partnering with Large Corporations," Health:Further 2016 Conference, Nashville, Tennessee (August 2016)
- Guest – "Boston Style Bluegrass: Phones, drones, privacy for royals and more," *This Week in Law* (September 2012)
- Panelist – "Venture Capital 101," Tennessee Governor's Conference (September 2011)
- "Law of Technology: What You Need to Know," Tennessee Bar Association (September 2011)
- Judge – TechVenture Challenge, Nashville, Tennessee (April 2011)
- Judge – Belmont Business Plan Competition, Nashville, Tennessee (April 2011)
- Moderator – "Negotiating a Term Sheet," Nashville Technology Council's Entrepreneurial Series, Nashville, Tennessee (February 2011)



Webinars

- Navigating the New U.S. International Entrepreneur Parole Program: The U.S. Immigration Program for Foreign Startup Founders (July 2021)
- How to Leverage Your Advisory Board, Investors and Investment Lawyer During COVID-19 (April 2020)



Education

- Vanderbilt University School of Law, JD, 1999
- University of Virginia, BA, 1996



Admissions

- Tennessee