



SpencerFane®

## Debra B. Vernon

Partner

### Contact

San Jose (Silicon Valley)

**P** 408.877.6217 | **F** 408.286.5722 | **M** 650.285.9503

[dvernon@spencerfane.com](mailto:dvernon@spencerfane.com)

## Overview

**Debra Vernon is a leading corporate, securities, and M&A lawyer based in Silicon Valley with over two decades of experience advising technology companies and investors. She helps clients navigate corporate and commercial transactions across the company lifecycle, from formation through exit, with a focus on domestic and cross border mergers and acquisitions, venture capital and corporate venture financings, private equity deals, SPAC and de SPAC transactions, and strategic commercial transactions. Debra also serves as outside general counsel to emerging growth and established companies, guiding leadership teams on day to day operational matters, governance, new entity formation, ownership structure, and stock and option programs so they can grow, transact, and scale with confidence.**

Over the course of her career, Debra has represented startups, emerging growth companies, public companies, venture capital funds, corporate venture arms, private equity firms, financial advisors, and investment banks in a wide range of complex transactions. Her M&A practice spans buy-side and sell-side, domestic and cross-border, spin-outs, asset purchases, de-SPACs, and high-value commercial contracts across software, hardware, internet, FinTech, digital health, and broader technology sectors. In select matters, she also advises high-net-worth individuals and families where business ownership, securities, and complex capitalization structures intersect with family law and the division of assets. This experience led to her founding Joynup Inc. in 2019, a SaaS platform that blends technology with relationship management to help couples make better informed life decisions.

Debra has been widely recognized for her contributions in the law. She was named *New World Report's* Securities & Capital Markets Attorney of the Year for Northern California in 2023, and was honored as one of the Top 50 Women Leaders of San Francisco. She was awarded *Lawyer Monthly's* Women in Law Award for Investments and Private Equity and the *Silicon Valley Business Journal's* Women of Influence Award, and she was named in *Bizwomen's* Women to Watch. These recognitions reflect her high-value deal work and the trusted, long-term relationships she builds with clients, boards, and investors.

Debra focuses pro bono and volunteer efforts on expanding opportunities for women in law, business, and technology. She chaired the Women Lawyers' Section of the San Mateo County Bar Association and co-chaired its Legal Clinics

Committee, which helps organize pro bono services for underserved communities. She helped launch The Athena Alliance, which connects senior women executives with corporate board opportunities, and served as the nonprofit organization's pro bono counsel. She is also a contributing author to the essay collection, *Changing Tides: Powerful Strategies for Female Founders*, where she shares practical strategies drawn from her experience counseling high-growth companies and their investors.

## Education

- Stanford University Law School (J.D.)
- Yale University (B.A.), *summa cum laude*

## Bar Admissions

- California

## Community Involvement

- University of California Merced, Visiting Specialist, Entrepreneurship Lab
- Athena Alliance, Board of Directors, Founding Member; Pro Bono Counsel, 2016–2019
- Trinity School, Annual Fund Campaign, Co-Chair, 2013–2014

## Distinctions

- *New World Report*, Securities & Capital Markets Attorney of the Year, Northern California, 2023
- *Women We Admire*, Top 50 Women Leaders of San Francisco, 2022
- *Lawyer Monthly*, Women in Law Award for Investments and Private Equity, 2021
- *The Business Journals – Bizwomen*, Women to Watch in Silicon Valley, 2016
- *Silicon Valley Business Journal*, Women of Influence of Silicon Valley, 2016

## Memberships

- San Mateo County Bar Association
  - Legal Clinics Committee, Co-Chair, 2021, 2022
  - Women Lawyers' Section, Chair of the Board, 2020

## Presentations and Publications

- "Top 10 Tips for Founders," Draper Hero University
- "Women and Entrepreneurship: Follow-up to Nora Poggi's Documentary on Female Founders," Santa Clara University
- "Female Founders and Funders," Panel, San Francisco
- "Top Ten Tips," Women's Leadership Conference, San Francisco, 2020
- *Changing Tides: Powerful Strategies for Female Founders*, Contributor, October 2018
- "Form D: Short But Not Simple," JS Supra Business Advisor, August 2014
- "The European Union's Proposed Directive for the Legal Protection of Databases," *10 Boalt Hall High Tech Law Journal* 105, 1995

## Related Experience

- Represented a Delaware-based health care software corporation in its acquisition by a special purchase acquisition company (SPAC).
- Represented a Cayman Islands-based SPAC in its acquisition of a technology company specializing in the sustainable production of high-purity artificial graphite and graphene from agricultural waste.
- Represented a U.K.-based construction technology company in its acquisition by a SPAC.
- Represented an Australian company that processes, manufactures, and sells chemical-free, non-GMO oilseeds and consumable oils in its acquisition by a SPAC.
- Represented an educational company in its acquisition of an online education company.
- Represented a technology company that develops and manufactures advanced, conductive metal inks in its acquisition of a conductive metal ink development and manufacturing company.
- Represented a 3D animation company in its acquisition by a leading American multinational computer software company.
- Represented a California-based employment website in its acquisition by a leading global human resources technology and business solutions company.
- Represented a global content management system (CMS) and professional services software company in its merger with another CMS and professional services software company.
- Represented a cloud-based benefits process software company in its acquisition of an outsourced human resources provider.
- Represented a software engineering school in its acquisition by an online education company.
- Represented a mobile advertising company in its acquisition by a leading Japanese e-commerce and technology company through its U.S. marketing division.
- Represented a cloud-based benefits software company in the spin-out and sale to a private equity firm in its roll up of employment management solutions companies.
- Represented four major global investment banks and other underwriters in public offerings.
- Represented emerging growth companies in hundreds of financings from early rounds on convertible notes and SAFEs through multiple priced rounds of series preferred stock.
- Represented the corporate venture arms of numerous companies in their investments in technology companies.