

SANDRA HELLER

Bar: QC 1989 | ON 2023

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At Delegatus since 2023



As a business partner and lawyer, my clients appreciate my ability to find practical and affordable solutions that support their business goals.

Biography

Sandra has more than 30 years' business and legal experience, gained first in private practice with a law firm, and then as in-house counsel with a global provider of access solutions.

Sandra's versatility enables her to collaborate with clients in the manufacturing and technology sectors, as well as in sales and marketing of products and services. With her business acumen and in-depth legal knowledge, Sandra quickly assesses risks, identifies opportunities, and implements solutions tailored to her clients' needs.

Areas of practice

- Commercial law
- Technology, privacy and cybersecurity
- Mergers and acquisitions
- Intellectual property
- Corporate law
- Litigation management

In-house experience

Sandra joined Unican Security Systems, a worldwide manufacturer of key fobs and key machines, as Director, Legal Affairs in 1999. The company was acquired in 2001 by the Swiss-based Kaba Group, which merged with the Dorma Group, and became the Dormakaba Group in 2016, specialized in providing global access solutions.

While at the Kaba Group, Sandra held the position of General Counsel, Americas for over 12 years and was then promoted to Vice President, Associate General Counsel in 2013.

From 2019 to 2022, Sandra held the position of Vice-President, General Counsel, Digital Technologies, and then as General Counsel, Innovations and Solutions, where, in addition to her day-to-day responsibilities which included the preparation, drafting and negotiation of commercial contracts of all types, she built and mentored a legal team specialized in digital technologies.

Over the years, Sandra has also held the position of corporate secretary for several company affiliates within the Dormakaba Group in North America.

Experience in private practice

Before 1999, Sandra practised as a general commercial practitioner and litigator in private practice for the firm Heller, Normand. She was responsible for a variety of matters related to commercial, corporate, bankruptcy and insolvency, and intellectual property law.

Significant mandates

- Drafted and negotiated complex commercial agreements, particularly in the technology field, including master agreements, sales, marketing and distribution agreements, construction agreements, development agreements, independent contractor and consulting agreements, and technology and licensing agreements such as cloud services agreements, data protection addendums, SaaS, PaaS, ENS agreements, EULAs, and API agreements.
- Served as the lead attorney overseeing mergers, acquisitions, and divestments of companies in the Americas. In this capacity, Sandra managed the due diligence process, and drafted, reviewed, and negotiated purchase and sale agreements. She has successfully handled numerous multi-million dollar cross-border transactions.
- As a member of the board of directors and corporate secretary of several North American affiliated companies, she provided advice to internal management on corporate governance issues, prepared and drafted corporate resolutions, filed annual reports, collaborated with finance and tax groups on financial reports and tax returns.
- Managed the internal reorganisation of several groups of companies across the Americas, and drafted, reviewed, and provided strategic advice in relation to the legal documentation, as well as reviewed financial, banking and security documents.
- Designed, drafted, and implemented risk management policies, general guidelines and processes relating to global contracts, code of conduct, data protection, trademarks and patents. Sandra also provided training on these policies and guidelines.
- Managed disputes in commercial, intellectual property and employment law, while also providing counsel on international product liability matters. Notably, she provided strategic guidance for a significant multi-jurisdictional class action in Canada and the USA, which led to a successful outcome of the dispute.

Education

- Graduate Certificate in North American Common Law, *Université de Montréal* | 2007
- Trademark Agent | 2005
- LL. B., Bachelor of Law, *Université de Sherbrooke* | 1988

Professional affiliations and community involvement

- Member of the Executive Committee and Corporate Secretary of several Dormakaba Group companies in North America | 2001-2022

- SAFe AGILIST certification | 2021
- Member of the Institute of Corporate Directors | 2018
- Treasurer and founding member, Executive Committee of *the Association of Corporate Counsel*, Quebec Chapter | 2008-2012
- Member of the Pension Committee, Employees of Dormakaba Canada Inc (formerly Kaba Ilco Inc) | 2001-2022

Awards and distinction

- *Chénier-Picard* award for a book entitled “Trademarks and the Law,” *Université de Sherbrooke*.