

Best Practices in IP Licensing:

Developing, Negotiating & Executing Transactions

May 2-3, 2018

Manchester Grand Hyatt | San Diego, CA



Join LES as nationally recognized top legal and corporate experts share insights on how to successfully identify, evaluate and execute licensing and acquisition opportunities aligned with your company's strategic vision.

Register BEFORE April 20, and SAVE!

<http://www.lesusacanada.org/page/lesi18education>



Licensing Executives Society
(U.S.A. and Canada), Inc.

Best Practices in IP Licensing: *Developing, Negotiating & Executing Transactions*

During this two-day interactive program, you'll hear first-hand tales from the trenches as industry experts shed light on best practices for structuring and negotiating transactions. Learn from their experiences and leave armed with the key components you need to successfully close transactions. The high teacher-student ratio optimizes one-on-one interactions with the content leaders and your peers so you gain the most from the program.

This course is designed for business development, legal, and technical professionals new to day-to-day management responsibilities of leveraging intellectual property assets as well as those with a few years of IP transactional experience seeking to enhance the breadth of their skills. There are no prerequisites to take this course however **IP & Licensing Basics** or **IP Business Basics 101** are recommended.

JOIN Us in Sunny Southern California and...

- › Master fundamentals of patents, copyrights, trademarks and trade secrets
- › Establish material terms of a license agreement
- › Structure critical financial terms and considerations
- › Leverage arbitration and alternative dispute resolution
- › Understand key legal issues and trends to be more effective in your transactions
- › Participate in a mock license negotiation

Featured Faculty:

Michael Baniak, CLP
General Counsel & Chief IP Counsel
Global EOS of North America

Michael J. Dansky, CLP
Senior Vice President
Nathan Associates, Inc.

Rubén D. Flores-Saab, Ph.D.
Director of Commercialization
University of California, San Diego

Robert F. Held, CLP
President
Held Intellectual Property

Mike Lasinski
Managing Director
284 Partners, LLC

Dr. Matthias Meyer
Partner
Bird & Bird

Tanya Moore
Principal
T.K. Moore Associates, LLC

John Paul, CLP
Partner
Finnegan, Henderson,
Farabow, Garrett & Dunner, LLP

Tom Pruitt
Senior IP Counsel
Tom F. Pruitt, PLLC

Tari Suprpto Ph.D., RTTP
*Senior Director, Strategic Alliances
& Business Development*
Salk Institute for Biological Studies

Who Should Attend

Best Practices in IP Licensing is Designed for:

**Business development, legal and technical professionals
whose day-to-day management responsibilities
include monetizing intellectual property assets.**

**Individuals with a few years of IP experience seeking
to enhance the breadth of their transaction skills.**

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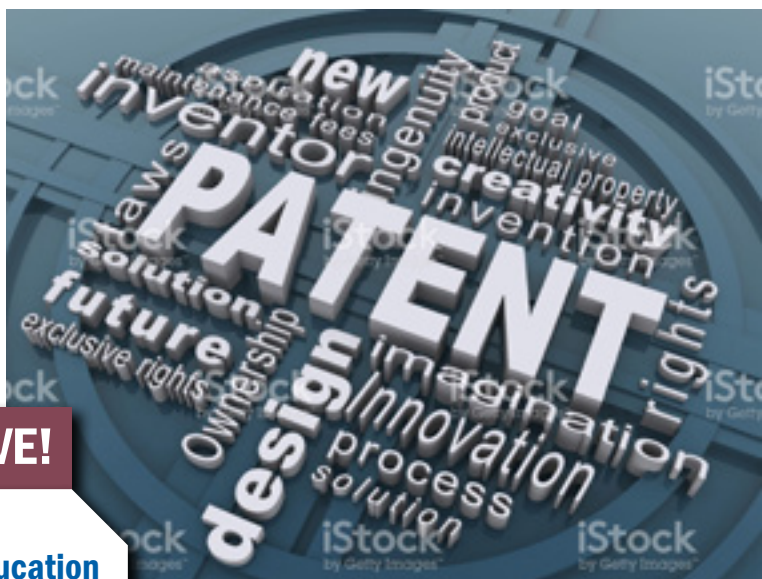
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Schedule at-a-Glance

May 2

8:30–9:00 am	Continental Breakfast/Networking
9:00–10:30 am	Building Up and On Your IP Foundation
10:30–11:00 am	Networking Coffee Break
11:00–12:30 pm	Anatomy of a License Agreement
12:30–1:30 pm	Luncheon
1:30–2:30 pm	Exploring Recent Court Cases and their Impact on Agreements
2:30–3:00 pm	Networking Coffee Break
3:00–4:30 pm	Everything You Need to Know About IP Valuation Theory and Practice
4:30–5:30 pm	Pharma-University Relationships, Regulatory and Governmental Issues in Licensing
5:30–7:00 pm	Networking Reception

May 3

8:30–9:00 am	Continental Breakfast/Networking
9:00–10:15 am	Exploring Key Issues and Clauses in Multi-National IP Licensing and Acquisition: Avoiding Pitfalls in International Licensing
10:15–10:30 am	Networking Coffee Break
10:30–11:30 am	Technology and Know-how Licenses— The European Perspective
11:30–12:30 pm	A Strategic Approach to Identifying, Evaluating and Executing IP Licensing and Acquisition Deals, Alliances and Joint Venture Agreements
12:30–1:30 pm	Luncheon
1:30–3:00 pm	Gaining the Skills and Knowledge You Need to Productively Negotiate and Close Deals
3:00–3:30 pm	Networking Coffee Break
3:30–4:30 pm	Continuing the Skills and Knowledge You Need to Productively Negotiate and Close Deals
4:30–5:30 pm	Ethics for the Negotiator

9:00–10:30 am

Building Up and On Your IP Foundation

The program will begin with a discussion of the legal underpinnings of Patent, Copyright, Trade Secret law and protection. Trademark law is surveyed in overview from procurement to enforcement. Contemporary examples, commentary and discourse on everyday issues in licensing and technology transfer are covered in an interactive presentation. We will “dive deep” into IP law for subject matter and insight at a more intermediate level and understanding for those with several years of experience in IP transactions.

Speaker: **Michael Baniak, CLP**

General Counsel and Chief IP Counsel Global
EOS of North America

11:00–12:30 pm

Anatomy of a License Agreement

This session will explore the “anatomy” of a general and research license agreements. We'll walk through a real-life license agreement, covering the terms that are typically encountered. Pitfalls and best practices will be reviewed, with examples in the context of real life transactions.

Speaker: **Robert F. Held, CLP**

President
Held Intellectual Property, LLC

1:30–2:30 pm

Exploring Recent Court Cases and their Impact on Agreements

This session reviews recent US court cases and the impact they have on negotiating and enforcing various terms of license agreements, such as termination, warranties, disclaimers, indemnification, limitation of liability, and dispute resolution. Keeping up with these developments and the current state of the law as it evolves will improve your ability to negotiate effective agreement terms as well as your credibility and strength in negotiations. Understanding what issues are in flux and underlying policies and trends will improve your ability to better anticipate how the law will likely evolve, so you can strategically draft terms more likely to be enforced in the future with the intended result.

Speaker: **John Paul, CLP**

Partner
Finnegan, Henderson, Farabow,
Garrett & Dunner, LLP

3:00–4:30 pm

Everything You Need to Know about IP Valuation Theory and Practice

“What is my IP worth?” is one of the most common but misunderstood issues in effective licensing. In this session, IP valuation theory (cost, market, income and more) will be thoroughly analyzed, giving participants insight into “what it is we are buying/selling.” Pre-evaluation due diligence, an example using the income approach to valuation, along with unique considerations of transaction structure will be discussed and shared.

Speaker: **Michael Lasinski, CLP**

Managing Director
284 Partners, LLC

4:30–5:30 pm

Pharma-University Relationships, Regulatory and Government Issues in Licensing

With increasing pressure to innovate and shrinking corporate R&D budgets, industry-university collaborations continue to be a top issue. Learn about the cultural and legal basis for the apparent disconnect between academia, government and industry; the most common types of relationships; and practical strategies for negotiating and drafting the agreements covering these interactions. Differing drivers and motivations for each side of the deal will be discussed.

Speakers: **Rubén D. Flores-Saib PhD**

Director of Commercialization
University of California, San Diego

Tari Suprpto PhD

Senior Director, Strategic Alliances
& Business Development
Salk Institute for Biological Studies

9:00–10:15 am

Exploring Key Issues and Clauses in Multinational IP Licensing & Acquisition: Avoiding Pitfalls in International Licensing

This portion of the seminar expands beyond North America to address key issues and clauses that confront the practitioner in multinational licensing and acquisition of IP. Typical European Community and the Pacific Rim considerations are addressed, along with other regional-specific issues that should be taken into consideration.

Speaker: **Tom Pruitt**
Senior IP Attorney
Tom F Pruitt PLLC

10:30–11:30 am

Technology and Know-how Licenses - The European Perspective

Irrespective of the law which is agreed by the parties as the law governing a license contract, European laws and in particular EU antitrust law may have a significant impact on the effectiveness of the license contract if it refers also to the European market. Further, the laws of European countries may provide a solid basis to be used as governing law. Thus, the rejection of U.S. law as governing law by a potential contractual partner should not necessarily be viewed as a "deal-breaker".

Speaker: **Dr. Matthias Meyer**
Partner
Bird & Bird

11:30 am–12:30 pm

A Strategic Approach to Identifying, Evaluating and Executing IP Licensing and Acquisition Deals, Alliances and Joint Venture Agreements

Join us as we discuss the elements of how to identify, assess and execute on an opportunity for licensing or other acquisition of rights. Learn how to evaluate the significance of a deal and prioritize goals and questions that should be addressed when considering a deal.

Speaker: **Tanya Moore**
Principal
T.K. Moore Associates, LLC

1:30–3:00 pm

Gaining the Skills & Knowledge You Need to Productively Negotiate & Close Deals

This is an interactive, hands-on session on how to negotiate transactions. This session is case study based, focusing on providing attendees with knowledge and skills for establishing and maintaining positive and productive negotiations. A strategic approach and practical considerations to preparation, presentation, negotiation and closing the deal will be addressed.

Speaker: **Michael J. Dansky, CLP**
Senior Vice President
Nathan Associates, Inc.

3:30–4:30

Continuing the Skills and Knowledge You Need to Productively Negotiate and Close Deals

This is the continuation of the previous session.

Speaker: **Michael J. Dansky, CLP**
Senior Vice President
Nathan Associates, Inc.

4:30–5:30 pm

Ethics for the Negotiator

This closing seminar is a deep-dive discussion into the standards that apply to all involved in licensing negotiation —whether lawyer or lay-person. Various legal, business and societal standards are reviewed and scenarios are presented as examples. Pragmatic approaches to often difficult situations are evaluated with the attendees, bringing real-life experiences to highlight the “do’s and don’ts” in conducting oneself in an honorable and ethical manner.

Speaker: **Michael Baniak, CLP**
General Counsel and Chief IP Counsel Global
EOS of North America

For Additional information: Call: 703.234.4058 — OR — Email: education@les.org

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Registration Information



FEE*	RECEIVED BEFORE APRIL 20	RECEIVED APRIL 20 OR LATER
LES Member	\$ 995.00	\$ 1,195.00
Non-Member	\$ 1,295.00	\$ 1,495.00

***FEE Includes:** Course Materials, Breakfast, Lunch and Networking Reception on Wednesday Evening

Cancellation Policy

Cancellations with refund, **less \$100** administrative fee are accepted prior to **April 20**.

Cancellations received April 20 and later will **not** be refunded. *Substitutions are permitted.*

Anticipated Continuing Education Credits

LES is pleased to offer continuing education for attorneys, financial professionals, and licensing professionals.

NJ, NY, PA, VA | **CLE** 13.5 credits (*1 ethics credit*)

CLP 13.5 credits | **CPE** 16.5 credits

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