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Understanding the **Intellectual Property License 2011**

New York City, October 20-21, 2011

Chicago, November 3-4, 2011

San Francisco, December 12-13, 2011

Live Webcast, December 12-13, 2011 — www.pli.edu

- Comprehensive Coverage and Best Practices for All Aspects of IP Licensing: Copyright, Trademark, Patent and Technology, Entertainment and Rights of Publicity, Open Source
- Learn Effective Drafting Techniques and Review Key Provisions
- Understand the Rationale for Licensing
- Navigate Practical Considerations, Including International, Antitrust, Litigation and Bankruptcy Issues

Special Feature:

Mock Negotiation of a License Agreement

**This is an approved transitional program*

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Understanding the Intellectual Property License 2011

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Why You Should Attend

Licensing offers valuable economic and strategic opportunities. Companies are increasingly turning to licensing to gain access to intellectual property at a lower cost than developing or purchasing intellectual property assets, and as a way of generating new sources of revenue out of existing intellectual property assets. Virtually every business today must confront licensing issues. A solid base of knowledge about licensing of intellectual property has never been more important for companies and their counsel. This introductory course will give you an overview of how to negotiate and draft effective license agreements, whether you are the licensor or licensee. Experts in licensing will discuss different kinds of licensing agreements, and the business and legal issues related to them.

What You Will Learn

- Negotiating tips and effective drafting techniques
- How licensing can generate new revenue
- Important differences between patent and other technology licenses
- Fundamentals of trademark and copyright licensing
- Key open source licensing concepts and terms
- Rights of publicity and entertainment related licensing
- International considerations, including enforcement and protection of rights
- Identifying and avoiding antitrust problems
- Managing bankruptcy and insolvency risks in IP licenses
- What happens when the agreement has to be enforced – drafting for litigation

Who Should Attend

General practitioners, intellectual property specialists, corporate counsel and others who need to know the basics of how to license and protect their intellectual property.

What Past Attendees Have Said:

“Coming from a litigator who only occasionally dabbles in licensing, I found this to be an excellent program.”

– Peter Shen, Wilmer Cutler Pickering Hale & Dorr LLP

“I am a transactional lawyer who deals with IP but this is not my specialty and I often involve IP specialists. I found this course very informative even for my purposes.”

– Jonathan Levi, Dickstein Shapiro LLP

“This was an exceptional program. Highly practical.”

– 2010 Attendee

“Great content and education for issue spotting.”

– 2010 Attendee

“Good presenters, knowledgeable & skilled communicators. Informative.”

– 2010 Attendee

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Joseph Yang

PatentEsque Law Group, LLP
Menlo Park, California

Program Attorney: Tamara C. Kiwi

Program Schedule

Day One: 9:00 a.m. – 5:00 p.m.

Morning Session: 9:00 a.m. – 12:30 p.m.

9:00

Introduction

NYC: Susan Proff

CHI: Marcelo Halpern

SF & WEB: Ian N. Feinberg

9:15

Trademark Licensing

- Rationale for licensing
- Fundamentals of a trademark license
- Key provisions and practical considerations

NYC: Susan Proff

CHI: Janet A. Marvel

SF & WEB: Sally M. Abel

10:15

Copyright Licensing

- Rationale for licensing
- Fundamentals of a copyright license
- Key provisions and practical considerations
- Creative Commons licenses

NYC: Mavis K. Fowler-Williams

CHI: John L. Hines, Jr.

SF & WEB: Cydney A. Tune

11:15 *Networking Break*

11:30

Rights of Publicity and Entertainment Licensing

- Rights of publicity
- Celebrity licensing
- Television and movie licensing
- Special issues for user-generated content and the Internet

NYC: Edward H. Rosenthal

CHI: E. Leonard Rubin

SF & WEB: William Sloan Coats

12:30 *Lunch*

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Afternoon Session 1:45 p.m. – 5:00 p.m.

1:45

Open Source Licenses

- Understanding Free and Open Source Software (FOSS)
- Open Source and the Enterprise – business models and strategies
- Key Open Source licensing concepts and terms
- Survey of litigation and enforcement actions
- Compliance strategies
- Trends in Open Source

NYC: David G. Rickerby*

CHI: Steve Gold

SF & WEB: A. Clifford Allen; Alan Stern

**Please note that in NEW YORK CITY this segment will be presented on Day Two at 11:15 a.m.*

2:45

Patent and Technology Licensing

- Standard clauses and variations
- Important differences between patent and other technology licenses
- Defining the license scope (including fields of use and territorial limits)
- Negotiating compensation (royalties, milestone payments, license fees, etc.)
- Representations, warranties, and indemnities
- Sub-licensing rights
- Handling patent licensing issues in the context of joint development and software integration projects, including rights to improvements
- Rights and responsibilities for filing, prosecution, maintenance, defense and enforcement of patent rights

NYC: Kristin H. Neuman

CHI: Margaret M. Duncan

SF & WEB: Joseph Yang

3:45 *Networking Break*

4:00

Ethical Issues in Licensing

- Competence to handle negotiation
- Out-of-state practice and the unauthorized practice of law
- Fee arrangements
- Conflicts – multiple clients
- Conflicts – former clients
- Issues concerning prospective clients
- Candor and deceit
- Communicating with adverse party
- The lawyer as witness

NYC: David Rabinowitz

CHI: Champ W. Davis, Jr.

SF & WEB: John Steele

5:00 *Adjourn*

Please plan to arrive with enough time to register before the conference begins. A networking breakfast will be available upon your arrival.

Day Two: 9:00 a.m. – 4:45 p.m

Morning Session: 9:00 a.m. – 12:15 p.m.

9:00

International Considerations in Licensing

- How to approach the licensing of IP on a worldwide scale
- Dealing with issues that specifically impact licenses with foreign entities
- Drafting considerations related to protection and enforcement of rights

NYC: David A. Latham

CHI: Anne S. Jordan

SF & WEB: Maureen S. Dorney

10:00

Antitrust Issues in Licensing

- Applicable antitrust standard: Per se violations versus rule of reason
- Distinguishing between horizontal and vertical licenses
- Particular restrictions in IP licenses
- Differences between the application of U.S. and EU antitrust law to IP licenses

NYC: Yee Wah Chin

CHI: Amanda P. Reeves

SF & WEB: Ian N. Feinberg

11:00 *Networking Break*

11:15

Bankruptcy Issues in Licensing

- Treatment of IP and IP licenses under bankruptcy law
- Consequences of your licensor, or licensee, going bankrupt
- Structuring IP transactions to take into account bankruptcy risk
- Negotiating tips to address the bankruptcy contingency
- Preserving IP rights in the face of bankruptcy

NYC: Kathryn A. Coleman*

CHI: Marcelo Halpern

SF & WEB: Lillian Stenfeldt

12:15 *Lunch*

**Please note that in NEW YORK CITY this segment will be presented on Day One at 1:45 p.m.*

PLI's Nationally Acclaimed Course Handbooks

All program attendees will receive a copy of the Course Handbook *Understanding the Intellectual Property License 2011*, either in one bound volume or on a flash drive. The Course Handbook is prepared specifically for this program and also stands alone as a permanent reference. PLI's Course Handbooks represent the definitive thinking of the nation's finest legal minds, and are considered the standard reference in the field. The Course Handbook will be available on the first day of the program. *Please note: Webcast attendees will have access to a downloadable version of the Handbook one business day prior to the program.*

Afternoon Session: 1:30 p.m. – 4:45 p.m.

1:30

Drafting for Litigation

- Hear from a litigator what happens when the agreement has to be enforced
- How to draft boilerplate for the litigators
- A litigator's perspective on negotiating several common license provisions

NYC: James E. Hopenfeld

CHI: Stephen J. Rosenfeld

SF & WEB: Ian N. Feinberg

2:30 **(New York City Only)**

Software Licensing

- Rationale for licensing
- Fundamentals of a software license
- Key provisions and practical considerations
- Licensing versus sales of copies

NYC: Charan J. Sandhu

2:30 **(Chicago, San Francisco & WEB)**

Regulatory and Government Issues in IP Licensing

Export control: ITAR, EAR, anti-boycott statutes, and regulated industries

- Licensing IP from the government: Required clauses, enforcement, march-in rights, and traps for the unwary
- Licensing IP to the government: Marking, monitoring, minimum rights, open source issues and remedies for infringement
- Impact of government preferences on licensing: Domestic manufacture, offshore R&D, and open-source requirements at the state and federal levels

CHI, SF & WEB: David S. Bloch; James G. McEwen

3:30 *Networking Break*

3:45

Mock Negotiation of a License Agreement

- Putting it all together; a simulated negotiation of a license agreement
- Drafting techniques and suggestions for specific clauses
- Explanation of the "real world" relevance of license provisions
- Pointers on negotiation techniques to develop compromises
- Identification of typical business terms

NYC: Joel Karni Schmidt; Lisa Marroni

CHI: Marcelo Halpern; E. Leonard Rubin

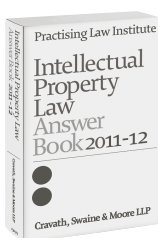
SF & WEB: Ian N. Feinberg; Richard C. Hsu

4:45 *Adjourn*

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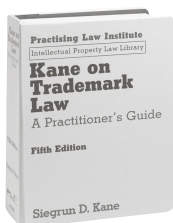
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Intellectual Property Law Answer Book 2011-12

Cravath, Swaine & Moore LLP
Edited by Katherine B. Forrest

1 softcover volume, 513 pages, ~~\$235~~ \$152.75

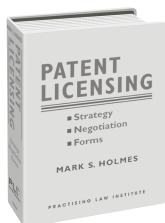


Kane on Trademark Law: A Practitioner's Guide

Fifth Edition

Siegrun D. Kane (Locke Lord Bissell & Liddell LLP, New York City)

1 looseleaf volume with CD-ROM, 990 pages, ~~\$325~~ \$211.25 (Updated annually or as needed:
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Patent Licensing • Strategy • Negotiation • Forms

Mark S. Holmes (CEO, PatentBridge LLC, Menlo Park, CA)

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New York City Hotel Accommodations:
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Chicago Seminar Location: University of Chicago Gleacher Center, 450 N. Cityfront Plaza Drive, Chicago, Illinois 60611. (312) 464-8787.

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San Francisco Seminar Location: PLI California Center, 685 Market Street, San Francisco, California 94105. (415) 498-2800.

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The Palace Hotel, 2 New Montgomery Street, San Francisco, California 94105. Call (800) 917-7456 seven days a week from 6:00 a.m. to 12:00 a.m. (PT) and mention you are booking a room under the Practising Law Institute Corporate Rate. For online reservations, go to www.sfpalace.com and enter SET No. 287179 to receive the preferred rate.

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