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- Caesar, Rivise, Bernstein, Cohen & Pokotilow, Ltd
- Craig H. Evans, Esq. LLC
- Day Pitney LLP
- Drinker Biddle & Reath LLP
- Elman Technology Law, P.C.
- Invotex Group
- Jones Day
- Morgan, Lewis & Bockius LLP
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The Fourth Annual Conference on

Current Issues in Complex IP Licensing

New legal, business and regulatory developments

September 11 & 12, 2008

Philadelphia, Pennsylvania
The Union League of Philadelphia

Credits: PA CLE 13 (call about others)

Quick when/where: 8:30 a.m., 140 S. Broad Street

Current Issues in Complex IP Licensing Conference

September 11 & 12, 2008 | Philadelphia, Pennsylvania
The Union League of Philadelphia

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- 8:00 Registration and Continental Breakfast
- 8:30 Introduction and Overview
 - George A. Frank, Ph.D., Esq., Program Co-Chair**
Drinker Biddle & Reath LLP ~ Philadelphia, PA
 - Frederic M. Wilf, Esq., Program Co-Chair**
Morgan, Lewis & Bockius LLP ~ Philadelphia, PA
- 8:45 **Current Best Practices for Covering the Fundamentals: Making Sure There Will Be a Match Between What You Want To Get Out of the Deal and What You Actually Get**

A structured approach to verifying the licensor’s IP rights and litigation status; third-party technology and rights in the subject matter; verifying the other party’s financial stability; tips for resolving issues that are discovered

Craig H. Evans, Esq.
Craig H. Evans, Esq. LLC ~ Westmont, NJ
- 9:30 **Legal Update of Major Recent and Pending Cases**

Patent exhaustion or post-sale license restrictions; Quanta Computer v. LG Electronics (cert accepted 9/25/07); implied licenses; Licensee Waiver of Sovereign Immunity (Baum Research v. University of MA, CAFC, decided 10/10/07)

George A. Frank, Ph.D., Esq., Program Co-Chair
- 10:15 Break
- 10:30 **Update on the Fallout from the GlaxoSmithKline v. PTO Decision**

What is happening now and what does it portend for the future?

Manny D. Pokotilow, Esq.
Caesar, Rivise, Bernstein, Cohen & Pokotilow, Ltd
Philadelphia, PA
- 11:15 **The Lumbering Movement Towards Patent Law Reform: What are the Current Proposals and Their Prospects? How Are the Elections Likely to Change the Outcome?**

Details of the bill passed by the House; what is likely to happen in the Senate; likely impact of the change in administration and political control of the Congress

Robert O. Lindelfeld, Esq.
Jones Day ~ Pittsburgh, PA

- 12:00 Lunch (on your own)
- 1:15 **The Impact of Business Structures on Your Licensing Strategy**

How your selection of a business entity affects taxes, liability, standing and potential damages from infringement; additional business structure considerations for joint ventures; impacts on a licensee’s ability to enforce the patent; remedies

Martin G. Belisario, Esq.
Panitch Schwarze Belisario & Nadell LLP ~ Philadelphia, PA
- 2:00 **Maximizing the Bottom Line and Receiving Full Value**

Effective auditing procedures: How to define royalty base; royalty triggering events; parent subsidiary relationships

Debora R. Stewart, CPA, Managing Director
Invotex Group ~ Baltimore, MD

Sub-licensing: Implications of the shift towards partnering as a primary driver; most commonly negotiated rights; provisions relating to licensor rights and licensee responsibilities, and to ensure sub-licensee compliance; typical financial arrangements

Kathleen M. Kedrowski, CPA, Managing Director
Navigant Consulting, Inc. ~ Chicago, IL
- 3:30 Break
- 3:45 **New Developments at the Intersection of Antitrust Law and Intellectual Property Protection**

What the IP lawyer needs to know about antitrust in the U.S. and around the world; update on patent tying, standard setting and patent pools; strategies for structuring transactions to avoid antitrust problems

M. Howard Morse, Esq.
Drinker Biddle & Reath LLP ~ Washington, DC

John Clayton Everett, Jr., Esq.
Morgan, Lewis & Bockius LLP ~ Washington, DC
- 5:00 End of Day



About the Conference

LAW SEMINARS INTERNATIONAL

We dedicate all of our efforts to producing high-quality professional education programs.

Our seminars provide an opportunity for lawyers to learn about their clients’ businesses and for the clients to learn about the legal issues impacting their business.

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Recent changes to intellectual property law make it essential for licensing professionals to be aware of the interplay between licensing transactions and the developing law governing them. Those changes include the U.S. Supreme Court and lower courts taking an ever more active role in intellectual property matters and other issues intimately related to licensing.

Today’s complex licensing transactions raise a large number of developing legal issues. The parties must create a carefully-crafted document to meet their business objectives. The licensing professionals advising on transaction structure and license terms need to understand the challenges of the underlying technologies, the nature of the parties’ business activities, and the laws governing them, while the business and technical people should have at least a basic understanding of the legal issues.

This conference will provide licensing executives and attorneys with an opportunity to develop and enhance a solid working knowledge of the business and legal factors that must be addressed to achieve a mutually beneficial licensing arrangement.

We have assembled this distinguished faculty of leading licensing professionals to discuss the latest developments in the law, licensing strategies, due diligence and effective rights transfer mechanisms, pricing and special issues for technology transfers, transactions involving open source software and international transactions.

Program Co-Chairs: George A. Frank, Ph.D., Esq. and Frederic M. Wilf, Esq.

**8:00 Registration and Continental Breakfast****8:30 Special Issues for Outsourcing Transactions**

Checklist for necessary clauses; terms for ensuring compliance with privacy, information security, and other regulatory requirements; norms for indemnifications, liabilities and warranties

Michael L. Pillion, Esq.
Morgan, Lewis & Bockius LLP ~ Philadelphia, PA

9:15 Social Networking and User Generated Content

Licensing issues arising from user generated content on sites like Facebook, Sweetheart, Scrabulous, and LinkedIn; liability and immunity under Section 230 of Communications Decency Act

Kristen J. Mathews, Esq.
Proskauer Rose LLP ~ New York, NY

10:00 Break**10:15 Current Issues and Best Approaches for Trademark and Copyright Licensing Transactions**

Litigation update: Areas where the cases suggest you may want to update your licensing and protection strategies

Joseph J. Serritella, Esq.
Pepper Hamilton LLP ~ Philadelphia, PA

Current issues arising from the use of trademarks and copyrighted materials on the Internet: Fair use in advertising; web publishing; data sharing arrangements and consumer privacy; regulatory compliance strategies

Barry M. Benjamin, Esq.
Day Pitney LLP ~ New York, NY

11:30 University Technology Transfer and Licensing

The necessary and unique approach for licenses of life sciences technologies from universities and research institutions; the differences from traditional licenses between commercial entities; the impact on the terms of the deal

Robert F. Firestone, Esq., Associate General Counsel
University of Pennsylvania ~ Philadelphia, PA

12:15 Lunch (on your own)**1:30 Special Issues in Information Technology Transactions: Licensing and Distributing Open Source with Closed Source Software**

Open source software licenses: Viral aspects of open source; licensing and distributing open source software and closed source software together; open source software in hardware; license conflicts; review of recent litigation.

Frederic M. Wilf, Esq., Program Co-Chair

2:15 Dealing with Risky Partners

Avoiding problems arising from licensing with troubled companies: Update on issues related to the interface between intellectual property law and insolvency law; provisions for licensing agreements to minimize and better control bankruptcy risks

Gerry J. Elman, Esq.
Elman Technology Law, P.C. ~ Swarthmore, PA

3:00 Break**3:15 Special Terms for International Transactions Involving the Export or Import of Technology**

Update on export control and the Freedom of Information Act; technology transfer licensing competition rules in the EU and Pacific Rim

Robert P. Seitter, Esq.
RatnerPrestia P.C. ~ Valley Forge, PA

4:00 Evolving Business, Intellectual Property and Standards Strategies for the Information Technology Industry

Framework and overview on how to think about the impact of public-policy positions, academic thinking and case law decisions in the U.S. and EU on evolving business models, IP strategies and standards licensing issues for IT and other sectors

Scott A. Edwards, Esq.
Woodcock Washburn LLP ~ Seattle, WA

4:45 Evaluations and Adjourn

Registration & Other Conference Information

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Tuition: Regular tuition for this program is \$995 with a group rate of \$895 each for two or more registrants from the same firm. For government employees, we offer a special rate of \$795. For students and people in their job for less than a year, our rate is \$497.50. All rates include admission to all seminar sessions, food and beverages at breaks, and all course materials. Make checks payable to Law Seminars International.

Substitution & Cancellation: You may substitute another person at any time. We will refund tuition, less a \$50 cancellation fee, if we receive your cancellation by 5:00 p.m. on Friday, September 5, 2008. After

that time, we will credit your tuition toward attendance at another program or the purchase of a Homestudy. There is a \$25 cancellation fee for Course Materials orders and \$50 for Homestudy orders.

Seminar Location: The conference will be held at the The Union League of Philadelphia at 140 S. Broad Street in Philadelphia, PA 19102. Call the hotel directly at (215) 563-6500 for reservations at the special negotiated rate of \$195 and mention that you are attending a Law Seminars International conference. Rooms are on a first come, first served basis.

Continuing Education Credits:

This program qualifies for 13 PA CLE credits. Upon request, we will apply for CLE credits in other states and other types of credits.

If You Cannot Attend: Our complete Homestudy Course, consisting of a DVD recording and the written course materials, is available for \$1005. The written course materials alone are available for \$100. We will ship your Homestudy order via UPS ground within two weeks after the seminar or the date we receive payment (whichever is later).

Faculty: Current Issues in Complex IP Licensing Conference

George A. Frank, Ph.D., *Program Co-Chair*, of counsel and chair of the Licensing and Technology Transfer Practice Team at Drinker Biddle & Reath LLP, focuses his transactional and litigation practice on corporate partnering, licensing and joint ventures involving patent law, chemical technologies and biotechnology. Previously he was Corporate Counsel and IP Group Leader for E. I. du Pont de Nemours and Company.

Frederic M. Wilf, Program Co-Chair, of counsel in the Business and Finance Practice at Morgan, Lewis & Bockius LLP, practices business, technology and intellectual property law, with a focus on information technology and the Internet. His practice encompasses electronic commerce and other online issues, computer software and hardware, developers, vendors, consultants, and licensees and users of technology.

Martin G. Belisario, partner at Panitch Schwarze Belisario & Nadell LLP, practices intellectual property and technology law, including representation before the U.S. Patent and Trademark Office and foreign patent offices, technology licensing, counseling and litigation. He is listed in *Chambers USA*, *The Best Lawyers in America* and has been named a Pennsylvania Super Lawyer.

Barry M. Benjamin, partner at Day Pitney LLP, focuses on IP and financial services, handling complex commercial cases, trademark and false advertising claims under the Lanham Act, trade dress violations, copyright and fraud claims. He also drafts and negotiates contracts on licensing deals, website content and development and affiliate agreements.

Scott A. Edwards, of counsel at Woodcock Washburn LLP, focuses on providing advice to clients about how to integrate their approaches to IP, industry standards and open source into their broader business strategies. Previously he was a Senior Standards Strategist in Microsoft's Intellectual Property and Licensing Group.

Gerry J. Elman, patent attorney at Elman Technology Law, P.C.,

was a pioneer in developing a legal practice relating to biotechnology, as well as one of the first attorneys to work with computers and online information technology. He represents clients in trademarks and proprietary names, licensing, IP rights, the resolution of disputes, the conduct of IP audits and technology law.

Craig H. Evans, founder of Craig H. Evans, Esq. LLC, focuses on structuring and negotiating agreements associated with transfer of technologies. Previously he was Corporate IP Counsel at E.I. du Pont de Nemours and Company, advising on licensing transactions and intellectual property issues

John Clayton Everett, Jr., partner in Morgan, Lewis & Bockius LLP's Antitrust Practice, focuses on antitrust matters, from civil and criminal antitrust litigation, to representing clients in merge and non-merge investigations before the FTC and DOJ, to counseling clients in diverse industries.

Robert F. Firestone is Associate General Counsel at the University of Pennsylvania, concentrating his practice on IP, research, technology contracting, and general contract and commercial law matters. He works closely with the Center for Technology Transfer and the Office of Research Services.

Kathleen M. Kedrowski, Managing Director in the Disputes and Investigations Practice at Navigant Consulting, Inc., leads the national IP Practice. She performs economic, business and financial analyses in IP, licensing and other disputes, and advises clients on the strategic use of intellectual assets.

Robert O. Lindefeld, partner at Jones Day, practices patent, copyright, trademark, trade secrets, and unfair competition law and has also drafted confidentiality, technology transfer and license agreements. He is listed in *Best Lawyers in America* and *Chambers USA*.

Kristen J. Mathews, partner at Proskauer Rose LLP, specializes in technology, e-commerce and media-related transactions and advice, with concentrations in

data privacy, data security, direct marketing and online advertising.

M. Howard Morse, partner at Drinker Biddle & Reath LLP, co-chairs the Antitrust Group. He represents businesses before the FTC, DOJ and State Attorneys General in antitrust investigations and litigation, with a focus on high-tech industries and antitrust issues involving IP. Previously he was Assistant Director of the FTC's Bureau of Competition.

Michael L. Pillion, partner in Morgan, Lewis & Bockius LLP's Global Outsourcing Group, counsels clients on outsourcing and technology transactions, including information technology and business process outsourcing, mergers, acquisitions, divestitures, joint ventures, strategic alliances, and distribution and supply agreements.

Manny D. Pokotilow, managing partner of Caesar, Rivise, Bernstein, Cohen & Pokotilow, Ltd., focuses on intellectual property law, particularly litigation, involving the enforcement of patents, trademarks, copyrights and trade secrets. He is listed in *Chambers USA*, *Who's Who Legal* and the *Top 100 PA SuperLawyers*.

Robert P. Seitter, shareholder and chair of RatnerPrestia P.C.'s IP Transactions Group, focuses on structuring and negotiating IP transactions and IP issues in every type of business transaction around the world. Previously he was the General Patent Counsel for ITT Automotive and later for ITT Corporation.

Joseph J. Serritella, partner in the litigation department of Pepper Hamilton LLP, focuses on IP-intensive businesses including copyright, trademark, patent, trade secret, unfair competition, the law of defamation and free speech matters. He is listed in *Best Lawyers in America*.

Debora R. Stewart is Managing Director of Invotex Group's IP Management & Finance practice, which assists clients in managing their intellectual assets. She provides strategic assistance to help clients optimize the value of their IP, primarily in the areas of license management and royalty compliance.

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Philadelphia, Pennsylvania

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Who Should Attend:

Attorneys, CIOs, CFOs, CPAs and licensing professionals

You Will Learn About:

- How to get what you want out of the deal
- Legal update on major recent and pending cases
- The fallout from the GlaxoSmithKline v. PTO decision
- Business structures and receiving full value
- The intersection of antitrust law and IP protection
- Social networking and user generated content
- Trademark and copyright transactions and patent law reform
- University technology transfer
- Special issues in information technology, outsourcing and international transactions
- Dealing with risky partners
- Evolving business, IP and standards strategies

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