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The Fifth Annual Conference on Today's Complex

Licensing Transactions

New case law, trends and business models

If you cannot attend -Live Webcast Available- for this program

August 26 & 27, 2010

Seattle, Washington

Red Lion Hotel

Credits: WA CLE 12.25 (call about others)
Quick when/where: 8:30 a.m., 1415 Fifth Avenue

Licensing Transactions Conference August 26 & 27, 2010 | Seattle, Washington Red Lion Hotel



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- 8:00 Registration and Continental Breakfast**
- 8:30 Introduction and Overview**

Jeff C. Dodd, Esq., Program Co-Chair
Andrews Kurth LLP ~ Houston, TX

Raymond T. Nimmer, Esq., Program Co-Chair
Dean and Professor of Law
University of Houston Law Center ~ Houston, TX

Holly K. Towle, Esq., Program Co-Chair
K&L Gates LLP ~ Seattle, WA
- 8:45 Major Developments in Patent Law That Can Affect the Essential Terms of Your Agreement**

Patent law: Bilski in the Supreme Court and it's impact on licensing; related cases pending in the Federal Circuit and how they're likely to play out; tips for adjusting your licensing strategy

Heidi Keefe, Esq.
Cooley Godward Kronish LLP ~ Palo Alto, CA
- 9:30 Current Themes in Complex Licensing and What Recent Cases Tell Us**

Licensing concepts and transactions in response to changing licensing case law and trends; standards setting; business structures

Jeff C. Dodd, Esq., Program Co-Chair
- 10:15 Break**
- 10:30 Developments in Antitrust Law That Impact on Licensing Transactions**

Recent DOJ investigations, FTC regulatory initiatives, and court cases: Update on the new definitions for anti-competitive behavior and triggers for investigations of transactions involving standards setting, patent pools and patent tying

James D. Nelson, Esq.
Betts, Patterson & Mines, P.S. ~ Seattle, WA
- 11:15 Optimizing Royalty Terms: Alternative Structures and Effective Audit Provisions**

Current best thinking on designing running royalties and allocating market risk; avoiding problematic licensing provisions; tips for effective implementation to ensure full receipt of revenues; designing effective remedies clauses

Peter J. Kinsella, Esq.
Faegre & Benson LLP ~ Denver, CO
- 12:00 Lunch (on your own)**

- 1:15 Information Wars: The Interaction Between Copyright Law and Digital Technology Deals as They Relate to Content**

The conflict between pro-rights and anti-rights political and judicial positions; how the conflict affects licensing and intellectual property issues

Raymond T. Nimmer, Esq., Program Co-Chair
- 2:00 Special Considerations for Social Media and Online Marketing: Defining Who Is Responsible for What When Problems Arise**

Social media; new media, behavioral and peer-to-peer advertising; promotions; potential regulatory concerns

Jeffrey A. Greenbaum, Esq.
Frankfurt Kurnit Klein & Selz PC ~ New York, NY

User-generated content: DMCA and CDA Section 230 issues; assigning liability and responsibility for content liability; addressing ownership and compliance issues; Terms of Use and other site documents

Lisa T. Oratz, Esq.
Perkins Coie LLP ~ Seattle, WA
- 3:15 Break**
- 3:30 The Growing Cloud Computing Phenomenon: How the Licensing Issues Differ with the Business Model for Private Cloud Networks**

Cloud computing: What's the forecast? Insurance industry response to risks in cloud computing

Kevin P. Kalinich, Esq., National Managing Director, Financial
Aon Inc. ~ Chicago, IL

Cloud computing architectures and business models; determining who has possession, custody and control of data; intellectual property protection in the cloud; key terms in B2B cloud service contracts

David A. Bateman, Esq.
K&L Gates LLP ~ Seattle, WA
- 4:45 A Look Over the Horizon: Where New Technology and User Creativity is Taking Today's Business Models**

What's coming next from the vibrant dialectic of business and technology

Steve Tapia, Esq., Senior Attorney, Law and Corporate Affairs
Microsoft Corporation ~ Redmond, WA
- 5:30 End of Day One**



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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Licensing has been used by companies to obtain technology and content beyond their key areas or at reduced cost. In today's economic climate of tighter budgets this is more important than ever. The ability to craft, draft and negotiate complex license agreements is crucial to successful transactions in licensing patents, trade secrets, trademarks or copyrights.

This conference provides insight on complex issues arising in drafting and negotiating licenses and practical tips for addressing contested issues, along with updates on recent case law, new definitions, royalty terms and new technology and business models.

Our distinguished faculty will address licensing issues for private cloud networks, special provisions for social media, trends for gamer technology and more, from both outside counsel and in-house perspectives.

~ Program Co-Chairs: Jeff C. Dodd, Esq., Raymond T. Nimmer, Esq. and Holly K. Towle, Esq.



8:00 Continental Breakfast

8:30 Introduction and Overview

Jeff C. Dodd, Esq., Program Co-Chair

Raymond T. Nimmer, Esq., Program Co-Chair

Holly K. Towle, Esq., Program Co-Chair

8:45 Industry Roundtable: Lessons from Cutting Edge Business Models and Licensing Deals

Gamer technology: Adapting transactions to changing platforms, demographics; distribution models, and the trend toward independent developers

Seth J. Steinberg, Esq.

Digital Arts Law ~ Mill Valley, CA

Life sciences: Licensing trends; typical deal structures and terms; liquidity opportunities

Joe Piper, Esq., Founder, Managing Director

Integra Ventures ~ Seattle, WA

Health care technology: Terms on data security; update on standards setting efforts for health information technology

Anthony R. Miles, Esq.

Stoel Rives LLP ~ Seattle, WA

10:15 Break

10:30 Negotiating and/or Renegotiating, Bankruptcy Provisions

Midway through a spate of bankruptcy filings with more to come: Which clauses have worked and not? How do you determine what power you have, and then what powers you should use and in what way? How should you modify your approach to your next transaction?

Andrew M. Kaufman, P.C., Esq.

Kirkland & Ellis LLP ~ Chicago, IL

11:15 Up to Date Boilerplate: Tried-and-True Historic Language Needs Updating for the Information Age

It is past time to update contract boilerplate: What boilerplate needs an overhaul? What risks are you incurring for failing to do so?

Holly K. Towle, Esq., Program Co-Chair

12:00 Lunch (on your own)

1:15 Enforcement: What the Evolving First Sale Cases Have to Tell Us About Licensing Copyrights and Maintaining Copyright Protection

Implications of the Vernor and UMG cases: The need to maintain and supervise your relationship with licensees; how neglect can trigger copyright protection loss under First Sale Doctrine; similarities and differences with policing use of trademarks

Kate Spelman, Esq.

Cobalt LLP ~ Berkeley, CA

2:00 Interact with the Experts: Issue Spotting and Negotiating Strategies in a Complex License

Favorite problematic clauses from the faculty and an opportunity for attendees to submit clauses of greatest concern to them for discussion and evaluation

Raymond T. Nimmer, Esq., Program Co-Chair, Moderator

Jeff C. Dodd, Esq., Program Co-Chair

Holly K. Towle, Esq., Program Co-Chair

Andrew M. Kaufman, P.C., Esq.

Kate Spelman, Esq.

Steven B. Winters, Esq.

Lane Powell PC ~ Seattle, WA

3:30 Evaluations and Adjourn

Upcoming Seminars:

Legal Issues in Software Development	June 16, 2010	Seattle, WA
Antitrust Enforcement in Global Technology Markets	June 17 & 18, 2010	Seattle, WA
Sports Law	June 25, 2010	Seattle, WA
Winery & Wine Distribution Law	August 2 & 3, 2010	Quincy, WA
Social Media Law	September 9 & 10, 2010	Seattle, WA

See more at www.lawseminars.com



Registration & Other Conference Information

To Register:

Call us at: 800-854-8009 or 206-567-4490

Fax the registration form to us at: 206-567-5058

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Walk-ins are welcome, subject to space availability.

Registration is complete when we receive payment or agree to later payment.

Tuition: Regular tuition for in person or webcast attendance for this program is \$1245 with a group rate of \$1095 each for two or more registrants from the same firm. For government employees, we offer a special rate of \$945. For students and people in their job for less than a year, our rate is \$622.50. All rates include admission to all seminar sessions, food and beverages at breaks, and all course materials. Make checks payable to Law Seminars International.

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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, August 20, 2010. 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 Red Lion Hotel at 1415 Fifth Avenue in Seattle, WA 98101. Call the hotel directly at (206) 971-8000 for reservations. Rooms are on a first come, first served basis.

Continuing Education Credits:

This program qualifies for 12.25 WA 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 course materials (either a binder or searchable CD), is available for \$1255. The course materials alone are available for \$100. We will ship your Homestudy order via UPS ground within two weeks after the seminar or from the date we receive payment.

Faculty: Licensing Transactions Conference

Jeff C. Dodd, *Program Co-Chair*, partner at Andrews Kurth LLP, focuses on international intellectual property and information transactions, intellectual property commercialization strategies and registering, enforcing and licensing intellectual property rights. He co-wrote *Modern Licensing Law*, had been listed in *Chambers* as a Leading Lawyer in *Technology: Corporate & Commercial*, and in *Texas Monthly* as a “Texas Super Lawyer”.

Raymond T. Nimmer, *Program Co-Chair*, Dean and the Leonard H. Childs Professor of Law at the University of Houston Law Center, is also Co-Director of the Houston Intellectual Property and Information Law Institute. He co-wrote *Modern Licensing Law* and is listed in *Who's Who in Law*, the *International Who's Who of Internet Lawyers* and the *International Who's Who of Business Lawyers*.

Holly K. Towle, *Program Co-Chair*, partner at K&L Gates LLP, focuses on technology, licensing, electronics in commerce and data privacy and security. She wrote *The Law of Electronic Commercial Transactions* and is listed among the top 25 Information Technology lawyers in the *Best of the Best USA 2008* and *Guide to the World's Leading Technology, Media & Telecommunications Lawyers*.

David A. Bateman, partner at K&L Gates LLP, focuses on Internet and technology law, and intellectual property litigation. He has designed programs for protection of trade secrets and technology.

Jeffrey A. Greenbaum, managing partner at Frankfurt Kurnit Klein & Selz PC, and partner in the Advertising Group, counsels on advertising issues. He is Director of the Promotion Marketing Association and

member and former chair of the New York City Bar's Committee on Consumer Affairs.

Kevin P. Kalinich, National Managing Director of Financial, at Aon Inc., leads the national practice to identify exposures and develop insurance solutions related to technology errors and omissions, professional liability, media liability, network risk and intellectual property.

Andrew M. Kaufman, P.C., senior transactional partner at Kirkland & Ellis LLP, focuses on financing and secured transactions, leasing, structured financing, workouts and reorganizations. He is Adjunct Professor of Law at Vanderbilt University Law School and is listed in *Who's Who in American Law*.

Heidi Keefe, partner in the Cooley Godward Kronish LLP Litigation Department and member of the Intellectual Property Practice Group, represents clients in high-stakes patent trials. She is listed as one of the “Top 20 Lawyers in California Under the Age of 40” by the *San Francisco Daily Journal* and the *Los Angeles Daily Journal*.

Peter J. Kinsella, partner at Faegre & Benson LLP and the firm's first chair of its Intellectual Property Transaction Practice, is a registered patent attorney who advises on intellectual property and technology related commercial transaction matters. He is listed in *The Best Lawyers in America*.

Anthony R. Miles, partner at Stoel Rives LLP, focuses his health law practice at the intersection of health care regulation and technology. He counsels in licensing and service transactions involving health information technology, data privacy and security issues.

James D. Nelson, shareholder at Betts, Patterson & Mines P.S., focuses on business liti-

gation, including antitrust and intellectual property litigation. He was named a “Top Attorney” by *Washington CEO* and voted a *Washington Law & Politics* “Super Lawyer”.

Lisa T. Oratz, of counsel at Perkins Coie LLP, focuses on technology, intellectual property and entertainment law. She counsels on Internet and new media issues, including content liability, privacy, intellectual property rights, advertising law, site documents and social media policies.

Joe Piper is Founder and Managing Director of Integra Ventures, a firm that seeks investments in seed to later-stage life science companies. His focus is deal flow, portfolio management, capital raising and investor relations.

Kate Spelman, member of Cobalt LLP, is experienced in copyright, media, licensing and trademark issues. She advises on the development, production, sale and defense of non-patent IP and is listed in *The Best Lawyers in America*.

Seth J. Steinberg, Founder of Digital Arts Law, advises on online and new media business, content creation and distribution, and e-commerce. Previously, he was General Counsel and Director of Business Affairs for LucasArts. He is a “Northern California Super Lawyer.”

Steve Tapia, Senior Attorney in Microsoft Corporation's Law and Corporate Affairs Department, focuses on open source, copyright, entertainment, media and intellectual property law. Previously, he was an entertainment lawyer in Hollywood and business executive for MSN.

Steven B. Winters, shareholder at Lane Powell PC, leads the intellectual property transactional and licensing practice and focuses on media, technology and science.

August 26 & 27, 2010

Seattle, Washington

Red Lion Hotel

1415 Fifth Avenue
(206) 971-8000

Who Should Attend:

In-house counsel, IP lawyers, CIOs, CFOs, CPAs and all licensing professionals

You Will Learn About:

- *Impacts of recent case law*
- *New definitions for anti-competitive behavior*
- *Optimizing royalty terms*
- *Interaction between copyright law and digital technology as they relate to content*
- *Special provisions for social media and other interactive services*
- *Licensing issues for private cloud networks*
- *New technology and business models*
- *Licensing trends for gamer technology, life sciences and healthcare*
- *Negotiating bankruptcy provisions*
- *Updating the boiler plate*
- *Issue spotting and negotiating strategies*

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