REGISTRATION & BREAKFAST 7:00 AM – 8:30 AM

WELCOME AND INTRODUCTION 8:30 AM – 8:45 AM
Patricia Sinatra, Head of Business Development and Strategy, Attenua, Inc. and Course Director

MODULE 1: STRATEGIC ALLIANCES AND NEGOTIATION 8:45 AM – 12:00 PM

Faculty:
• Veronique Riethuisen, SVP Business Development, IPSEN Pharmaceuticals
• Patricia Sinatra, Head of Business Development and Strategy, Attenua, Inc.

- Role of BD professional
- Resources for the licensing professional
- Definitions/types of alliances
- Perspectives from the buy and sell side
- The process of sourcing and outreach
- Development of support materials/market research
- Deal process/due diligence
- Term sheets/key provisions
- What is a negotiation?
- Preparing for negotiations
  o What is the goal?
  o What is your target? Best Alternative to a Negotiated Agreement (BATNA)?
  o What is your first offer?
- Common points of negotiation contention/do’s and don’ts
- Distribution of Case Study

LUNCH 12:00 PM – 1:00 PM

MODULE 2: THE ROLE OF INTELLECTUAL PROPERTY IN BIOTECHNOLOGY INNOVATION 1:00 PM – 5:00 PM

Faculty:
• Ken Weber, Partner, Kilpatrick Townsend
• Robert Silverman, SVP of Legal Affairs, Concert Pharmaceuticals

- Categories of IP: patents, copyrights, trademarks, trade secrets
- Overview of patenting (i.e., what a patent is and is not; and what is and is not patentable, requirements for patentability, and patent term)
- Patent prosecution process
- Anatomy of a patent
- Overview of claims (i.e., what a claim is, types of claims, infringement, validity/enforceability)
- What are “Opinions of Counsel” and how are they used?
- Differences between U.S. and other countries related to IP (i.e., research exclusion, and first to invent)
- What to look for in "due diligence"
- Landmark Cases in Biotechnology & Pharmaceuticals

**NETWORKING RECEPTION**
5:00 PM – 6:00 PM

**SATURDAY JUNE 1, 2019**

**BREAKFAST**
7:30 AM – 8:30 AM

**MODULE 3: FINANCIAL CONCEPTS IN LICENSING**
8:30 AM – 12:00 PM

*Faculty:*
- Wyatt A. Gotbetter, Partner, Health Advances LLC
- John Selig, Managing Partner, WaveEdge Capital

- What is the role of Financial Modeling in Deal Valuation?
- Types of Valuation Methodologies
  - Cost-based
  - Comparables
  - Net Present Value (NPV) based
  - Advanced methodologies (e.g., Monte Carlo analysis, real options)
  - Limitations of modeling
- Details on how to calculate probability-adjusted NPV
  - Estimating inputs
    - Sales forecasting (i.e., incidence/prevalence, penetration/market share, and pricing)
    - Commercialization expenses (i.e., sales force, marketing expenses, and pre-launch ramp-up)
    - Development costs (i.e., pre/clinical development, cost of clinical supplies)
  - Estimating risk
    - Cost of capital
    - Probability of technical success
  - Sensitivity analyses
- Case Study

**LUNCH**
12:00 PM – 1:00 PM

**MODULE 4: CONTRACTS**
1:00 PM – 5:00 PM

*Faculty:*
- Mark Cooper, Principal, Faber Law Group
- Pauline Jen Ryan, Partner, Red Sky Partners, LLC

- Intro to Contracts
- Types of Contracts
- Getting Started: the Preliminary Agreements
- Networking Break
- Licenses
- Scope of License & Exclusivity
• License Fees & Payment Terms
• Diligence, Termination & Other Key Provisions
• Additional Final Definitive Agreements & Wrap-Up
• Collaborative Research, Co-Development and Co-Promotion Agreements
• Mergers and Acquisitions
• Options and Hybrids

SUNDAY, JUNE 2 2019

BREAKFAST

MODULE 5: TECHNOLOGY TRANSFER AND THE ROLE OF THE UNIVERSITY IN IP CREATION

Faculty:
• Kathleen Denis, PhD, Consultant, University Relations (Formerly Founding Director, Office of Technology Transfer, Rockefeller University)

- The technology transfer landscape
- Why, what and how?
  - Why would you have a relationship with a university?
  - What are the legal requirements that make it different?
  - How has the relationship between industry and universities evolved?
- Goals and needs of the parties
- IP basics
- The players
- Types of Agreements used
- Terms and their negotiation
- Common pitfalls and suggested workarounds
- Striking the balance
- Role of gap funds and incubators at Universities
- The special needs of a university spin-off

MODULE 6: MAKING THE DEAL SUCCEED: THE ROLE OF ALLIANCE MANAGEMENT

Faculty:
• Katie Skrabale, Director of Alliance Management, Genentech

- Role of Alliance Management
- Trends in Strategic Alliances
- Relationship Management
- Governance structures
- How to resolve conflicts?
- Termination considerations

LUNCH
MODULE 7: THE SOFTER SIDE OF NEGOTIATION 1:00 – 2:00 PM

Faculty:
- Anjan Aralihalli, CBO, GlyPharma Therapeutics

- Negotiation strategies & techniques
- Agreement building, team organization, risk taking
- Differences across countries
- Managing internally (team members, expectations)

MODULE 8: CASE STUDY 2:00 – 5:00 PM (includes working break)

- Mark Cooper, Christine Fischette, Robert Silverman and Patricia Sinatra