

<p>Wednesday 23 September Collaborative R&D agreements - their role in building relationships with industry</p>	<p>Thursday 24 September The big issues - intellectual property and pricing - achieving fair return to the university and socio economic impact</p>	<p>Friday 25 September Dealing with conflict</p>
<p style="text-align: center;">09.00 - 09.15</p> <p>Course introduction Anette Poulsen Miltoft, Senior Legal Adviser, Aarhus University, Denmark</p> <p style="text-align: center;">09.15 - 09.45</p> <p>Getting started... Presentation of the different forms of collaboration and cooperation that we have with industry and the various forms of agreement that we use to define the relationship including Material Transfer Agreements, Consultancy Agreements, Research Collaboration Agreements, and selecting the right form of agreement to align expectations avoid conflict. Martin Raditsch, Managing Director Business, InnovationLab GmbH, Germany</p> <p style="text-align: center;">09.45 - 10.30</p> <p>Case study – Inchworm An academic wants to develop a relationship with a company; the Contracts Officer is brought in to advise on the terms of a collaboration. Is it possible to develop a win-win scenario? Anette Poulsen Miltoft & Martin Raditsch</p>	<p style="text-align: center;">09.00 - 10.15</p> <p>Case study - Piggy in the middle - maintaining the respect and co-operation of all stakeholders (including academics) We work in an intense environment where everyone is busy most of the time. We also live in a world where emails (with large 'cc lists' have become the most common form of communication - replacing face to face meetings and leading to all kinds of 'buck-passing' and other unfortunate behaviour. We have to operate - and perform - in the middle of all this poor communication, rising above it and focussing on the task (the deal). Often we act with very little real authority - sure we have the power to sign off but we'll always be reluctant to do so for as long as someone, somewhere, has expressed concerns. In this session we look at the negotiation of a sponsored studentship negotiation that went badly wrong and ask whether the contracts officer could have done anything at all about it. Anette Poulsen Miltoft & Martin Raditsch & Jeff Skinner, Executive Director, Deloitte Institute of Innovation and Entrepreneurship, London Business School, United Kingdom</p>	<p style="text-align: center;">09.00 - 10.30</p> <p>Different possibilities on how to draft clauses on conflict resolution In this session we will explore the different options regarding conflict resolution, arbitration, ordinary courts and also examine the pros and cons of the different venues and choices of law. What can you as a contracts manager do to avoid the project ending in conflict - if anything? Tanja Benedict, Head Legal Services, InnovationLab GmbH, Germany</p>
<p style="text-align: center;">10.30 - 11.00 COFFEE BREAK</p>	<p style="text-align: center;">10.15 - 10.45 COFFEE BREAK</p>	<p style="text-align: center;">10.30 - 11.00 COFFEE BREAK</p>

<p style="text-align: center;">11.00 - 12.00</p> <p>Case study feedback - Inchworm Report back and discuss the issues raised - which were trivial and which were problematic? Anette Poulsen Miltoft & Martin Raditsch</p> <p style="text-align: center;">12.00 - 13.00</p> <p>Collaborative agreements as the bedrock of research relationships Successful collaborations build on mutual trust, a common understanding of the mission and a sound balance of interests of all partners. The session will highlight the motivation for and topics of industrial collaborations with science partners as well as the different types. Examples are bilateral collaborations, scientific networks with and without public funding, as well as more recent cases such as joint labs on campus or on industrial sites. These collaborations require well balanced agreements. Possible hurdles comprise the EU state aid regulations which distinguish between contract work and cooperations, subcontracting in publicly funded projects, and IP regulations. Klaus Griesar, Business Development Manager, Merck KGaA, Germany</p>	<p style="text-align: center;">10.45 - 13.15</p> <p>IP clauses - the different possibilities We will introduce the different 'parameters' of IP clauses - and then break into small groups to discuss a number of small cases that exemplify different types of intellectual property scenarios.</p> <p>Group-work will feed into a wider discussion of the different ways in which IP rights can be managed and the most appropriate solutions for a given scenario. We will also discuss how to manage the extreme opening positions that we are often presented with – and the importance of negotiating 'rights' rather than 'ownership', differentiating 'background' from 'foreground' and the imperative of maintaining academic freedom to research and collaborate. Once we have determined how to manage the IP rights and the solutions that best match a given scenario we face the challenge of drafting clauses that are clear, unambiguous and workable for a long term relationship. Again group work will be used to share experiences and discuss and suggest wording.</p> <p>The end point is a better understanding of the IP clauses we can use and the confidence to negotiate them. Anette Poulsen Miltoft & Martin Raditsch</p>	<p style="text-align: center;">11.00 - 13.00</p> <p>When things go wrong Sometimes the collaboration does not have a happy end - something goes wrong somewhere. It can be a violation of the terms of the contract or a difference in interpretation of the meaning of the wording of the contract. Whatever the problem is it will almost certainly create a number of unpleasant conversation and difficult negotiations to reach an agreement on how to resolve the problem. In the session you will be presented with a number of real life scenarios and will be given a role to play in trying to solve them. Rasmus Vad Andersen, Attorney at law, Kromann Reumert, Denmark</p> <p style="text-align: center;">13.00 - 13.15</p> <p>Wrap up Course team</p>
13.00 - 14.00 LUNCH	13.15 - 14.15 LUNCH	13.15 - 14.15 SANDWICH LUNCH
<p style="text-align: center;">14.00 - 15.30</p> <p>Discussion between academic & business How should we 'manage' the interface between the academic and the business? It is our role to 'define' the relationship on paper but in so doing we can often be seen to hinder, rather than help. How can we frame our input as 'helpful' so that we are valued by both parties? How do we combine the role as facilitator and 'policeman'? This session is based around a case. You will hear both sides of the story from the people who were involved and discuss with them how they might have managed the situation to achieve a win-win. Mette Andrup, Senior Legal Advisor, University of Copenhagen, Denmark & Henrik Blou, Consultant, H Blou ApS, Denmark</p>	<p style="text-align: center;">14.15 - 15.30</p> <p>Deriving fair value from foreground IP Finding the right IP structure is only half the battle. We are still left with the issue of valuing the IP - and most of us have very little knowledge of the IP's true value. What should we do? Should we take the academic's opinion, consult with the Technology transfer Office, trust the company? Or should we insist on a 'wait and see' strategy in which the discussion is deferred until we know what has been 'invented' and its commercial value. How can we avoid meaningless 'agree to agree' clauses in which one or other party is left exposed? Which tools can we use and which structure do we choose for the payments? Jeff Skinner</p>	COURSE ENDS

15.30 - 16.15

Managing the IP when projects overlap

Most researchers are involved in multiple collaborations - both simultaneously and sequentially. So are businesses. Part of our role is to ensure that there are no conflicts and to ensure that academic freedom (to work with others) is preserved. In this session we will look at two real life cases to explore the problems can occur as we try to manage the many different sources of funding and contractual obligations that bind the researchers.

Janet Knowles, Partner, HGF Law LLP, United Kingdom, & **Anette Poulsen Miltoft & Martin Raditsch**

15.30 - 16.00 COFFEE BREAK

16.15 - 16.45 COFFEE BREAK

16.00 - 17.15

Building and bulldozing corporate alliances

The pinnacle of any collaboration is the 'strategic alliance'. These emerge over time as the relationship (built on mutual trust and knowledge) develops. That relationship is built slowly by honest dialogue, mutual need and generous exchange - and can be destroyed quickly by opportunism, bureaucracy and misunderstanding. In this session we examine the role of the Contract manager in both nurturing and destroying such alliances.

Lars Frølund, Development Manager, Research Support and External Relations, Aarhus University, Denmark

17.15 - 17.30

Round up of day 1:

What have we learned - how can we be perceived as facilitators rather than blockers of research relationships.

Course team

16.45 - 17.30

Keeping track of IP - open innovation?

What happens once the collaboration agreement has been signed? Is it put into a drawer in a filing cabinet never to be seen again or is it monitored and controlled? Who does what at your university and does the Contract Manager have any responsibility to track old agreements? How do we manage the obligation to grant access rights in EU projects and how do we follow up on the options we have granted in the contracts?

Janet Knowles

17.30 - 17.45

Round up of day 2:

Learning points from day 2.

Course team

19.00 NETWORKING DINNER

We will gather in front of the Faculty Club at 18.30 and walk to the restaurant at 18.45. It will be a 15-minute walk so be sure to wear comfortable shoes. If you are not able to walk this long please inform the ASTP-Proton staff beforehand.