

“LAW OF LIFE” SEMINAR SERIES

A series of seminars targeted to assist Life Sciences businesses and scientists.

Monthly Luncheon Seminars

(Lunch is provided free of charge – Seating is limited)

RSVP: cratliff@bab.com

SEMINAR SCHEDULE

1. **Date:** Monday, August 31, 2009
Time: 12:00 Noon
Location: HudsonAlpha Auditorium
Moderator: Scott Ludwig
Presenters : Greg Revera; Frank Caprio; Stephen Hall

TOPIC: Intellectual Property Questions

- a. Trade Secret v. Patent – How do you decide?
- b. Employee/Employer Relations re: IP – What are the parameters of your assignment of IP to company? What is the scope of your non-disclosure?
- c. What to discuss internally when evaluating competing patents, etc.?
- d. How to keep appropriate notebooks – first to invent v. first to file.
- e. What to publish and when.
- f. Trademarks.

2. **Date:** Thursday, September 17, 2009
Time: 12:00 Noon
Location: HudsonAlpha Auditorium
Moderator: Hall Bryant
Presenters : Greg Peterson; Jeremy Smith; Stephen Hall; Greg Revera

TOPIC: Biotech Patents

- a. Enablement
- b. Obviousness – KSR decision and effect
- c. Gene Sequences

d. PCT process for foreign filing

3. **Date:** Thursday, October 22, 2009
Time: 12:00 Noon
Location: HudsonAlpha Auditorium
Moderator: Kim Martin
Presenters : Greg Peterson; Jeremy Smith; Greg Revera; Revelle Gwyn

TOPIC: Biotech Specific Issues:

- a. Regulatory Issues for Biotech—what agencies are required to be involved in any given step.
- b. How do you get certain things approved? Ie. Diagnostic test.
- c. Stem cell issues.

4. **Date:** Thursday, November 19, 2009
Time: 12:00 Noon
Location: HudsonAlpha Auditorium
Moderator: Stephen Hall
Presenters : Greg Revera; Jeremy Smith; Tripp Haston; Kim Martin

TOPIC: Laws Affecting Biotech

- a. Wyeth v. Levine
- b. Personal genetic information—what is protected and what is not.

5. **Date:** Thursday December, 17, 2009
Time: 12:00 Noon
Location: HudsonAlpha Auditorium
Moderator: Scott Ludwig
Presenters : Stephen Hall; Hall Bryant; Jeremy Smith

TOPIC: Licensing/Joint Development Agreements

- a. Parameters and Considerations
- b. Pitfalls to Avoid

6. **Date:** Thursday, January 21, 2010

Time: 12:00 Noon
Location: HudsonAlpha Auditorium
Moderator: Hall Bryant
Presenters : Stephen Hall; Kim Martin; Warne Heath

TOPIC: Document Retention Policies and E-mail Policies:

- a. The Danger and Benefits of Emails
- b. Document/Email Retention Policies
 - i. Normal Operations
 - ii. In the face of potential litigation

7. **Date:** Thursday February 18, 2010
Time: 12:00 Noon
Location: HudsonAlpha Auditorium
Moderator: Hall Bryant
Presenters : Kim Martin, Greg Revera, Stephen Hall; Tripp Haston

TOPIC: Risk Management:

- a. Things to do on the front end to keep you from getting sued; e.g. how to be in the best position when the deep pockets try to put you out of business.
- b. How to select a legal team.
- c. What to do if someone threatens to sue you.
- d. How to keep your company out of litigation.
- e. What happens if your Company is failing?
- f. What happens if one of your customers is failing?

8. **Date:** Thursday March 18, 2010
Time: 12:00 Noon
Location: HudsonAlpha Auditorium
Moderator: Kim Martin
Presenters : Scott Ludwig; Hall Bryant; Revelle Gwyn

TOPIC: Finance

- a. How do you get your idea off the ground?
- b. Types of Financing
 - i. Bank Financing
 - ii. Angel Financing
 - iii. Venture capital
 - iv. CAPCO
- c. Capitalization issues.
 - i. Common Stock
 - ii. Preferred Stock
 - iii. Convertible Securities (debentures, warrants, options)

9. **Date:** **Thursday, April 15, 2010**
 Time: **12:00 Noon**
 Location: **HudsonAlpha Auditorium**
 Moderator: **Stephen Hall**
 Presenters : **Scott Ludwig; Hall Bryant; Revelle Gwyn**

TOPIC: Formation of Entity and Corporate Governance

- a. State law choices and basic tax implication for entities
- b. Role of Shareholders and Duties
- c. Role of Directors and Duties – Codes of Conduct, fiduciary duties, board committees, outside review – accounting, etc.
- d. Role of Officers

10. **Date:** **Thursday, May 20, 2010**
 Time: **12:00 Noon**
 Location: **HudsonAlpha Auditorium**
 Moderator: **Stephen Hall**
 Presenters : **Kim Martin, Warne Heath; Hall Bryant**

TOPIC: Employees

- a. Personnel manuals and employment policies

b. Offer letters and employment contracts

11. **Date:** Thursday, June 17, 2010
Time: 12:00 Noon
Location: HudsonAlpha Auditorium
Moderator: Kim Martin
Presenters : Kevin Henderson; Hall Bryant; Scott Ludwig; Revelle Gwyn
- TOPIC:** Employee Benefits – 401K plans, bonus plans, stock options and other incentive plans

12. **Date:** Thursday, July 15, 2010
Time: 12:00 Noon
Location: HudsonAlpha Auditorium
Moderator: Kim Martin
Presenters : Scott Ludwig; Hall Bryant; Revelle Gwyn
- TOPIC:** How to Sell your Company
- a. Pre-sale Preparation
 - b. Use of Brokers
 - c. Letter of Intent
 - d. Confidentiality Agreements and Exclusivity Agreements
 - e. Structure (stock sale, asset, sale, cash, merger, earnouts, etc.)
 - f. Due diligence