



Fall 2013  
Selected Topic

***The Business of Technology Transfer and Commercialization***

LAW 9540 Section 2  
3 credits

<u>Type</u>	<u>Begin Date</u>	<u>End Date</u>	<u>Days</u>	<u>Begin Time</u>	<u>End Time</u>	<u>Building</u>	<u>Room</u>
Class	22-AUG-2013	26-NOV-2013	Thu	6:00pm	8:10p	School of Law	240A

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Office Hours: Scheduled by appointment

I. Course Description: This course provides a survey of the transfer and commercialization of technology. It conveys a practical understanding of the underlying intellectual property (IP) and licensing concepts from both the business and legal perspectives. The course includes practicums, open interaction between instructors, fellow students, and industry guest speakers. Topics include: forms of technology protection, IP management, funding, scouting, evaluation, marketing, and negotiating and drafting license agreements.

II. Course Goals and Outcomes:

- a. Course Goals: Students will finish the course having a broad understanding of the role technology has in everyday business. This will occur through an open forum of discussion with instructors, guest lecturers, and most importantly, with fellow students inside and out of class. Subject areas will include “Corporate”, “Developing nations”, “Individual/Entrepreneur”, and “Academic” for which research, analysis, evaluation, and reporting will be required.
- b. Learning Outcomes: It is expected students will have learned much of the basic business terminology and processes for analyzing a particular market, its participants, and their needs/limitations. They will assess how “technology” both in the form of established Intellectual Property (IP) and needed or contemplated IP can be used to address the fundamental goals and objectives of the market and its participants.

III. Format and Procedures:

- a. There will be 13 class meetings with all classes planned to be held on campus. There may be opportunity to hold a class meeting off campus but this will only

occur if there is agreement by students and instructors to do so and it has been communicated to all students at least one class in advance.

- b. The course may require working in groups of 2 to 3 students per group. This will require students to make arrangements independently to address assignments outside of class.
- c. The class is designed to be highly interactive and students are expected to participate during class discussions and respectfully share their opinions and knowledge with the class.
- d. Use of technology (laptops, tablets, smartphones, etc.) can be used in class so long as: 1) the technology is not a distraction to the class and/or fellow students and 2) It is being used as part of the class discussion or subject being covered.

**IV.** Our Assumptions: It is not expected that students have business or IP education. It is expected, however, that students will incorporate the learnings of the class in the assignments that are delivered and in the class discussions. Further, unlike many legal or business classes, students will need to focus less on terminology and process and more on the ideas, concepts, and principles to what they will deliver for their assignments. Work will need to be well researched and structured to enable defensible positions for any assessments and/or recommendations that will be put forth in assignments and presentations.

**V.** Attendance:

The program of instruction at the School of Law is based on an active and informed exchange between instructor and student and between student and student. Regular, prepared class attendance helps develop skills essential to the competent practice of law. A student who violates the attendance policy, including that stipulated herein, may lose his or her right to receive course credit or may receive other penalties described below and in Academic Rule 108.

In general, students are allowed to miss one (1) class without penalty. Additional class absences will result in a 1/3 letter grade overall course reduction per class missed (e.g. "A" to "A-"). Persistent or frequent lateness or unpreparedness may also be the basis for reduction of the grade awarded in a course. See Academic Rule 108 for further details.

**VI.** Grading Breakdown:

a. Attendance & Participation	20%
b. Individual Entrepreneur Project Report	20%
c. Academic Project Report	20%
d. Corporate Project Report	20%
e. Developing Nations Project Report	<u>20%</u>
Total: <b>100%</b>	

A rubric for grading expectations will be provided in class.

**VII.** Readings and Preparation:

The document, *Promoting Access to Medical Technologies and Innovation*, from the World Health Organization (WHO) will serve as a core resource for the course. It can be found at the following link:

[http://www.wto.org/english/res\\_e/booksp\\_e/pantiwhowipowtweb13\\_e.pdf](http://www.wto.org/english/res_e/booksp_e/pantiwhowipowtweb13_e.pdf)

In addition to the WHO document, additional readings will be assigned and copies and/or links to these will be provided in class prior to the following week's class session.

**VIII. Weekly Schedule:**

Week	Weekly Topic & Learning Goals	Learning Outcomes
1. Aug-22	Overview of the transfer and commercialization of technology  Project: Individual Entrepreneur part 1/3	The four 'spheres' of technology transfer ("TT") – Individual/Entrepreneur Academic, Corporate, Developing Nations  Project: assign and discuss outline
2. Sep-5	IP basics, forms of technology protection  Project: Individual Entrepreneur part 2/3	Patent, TM,©, trade secrets basics, and their roles in TT  Project: check in, discuss
3. Sep-12	Business basics – timeline, funding R&D, administrative and operational costs, technology valuation  Project: Individual Entrepreneur part 3/3	Understanding the cost, development, and valuation of intellectual property, correlating that with the generation of revenues.  Project: discuss and hand in reports
4. Sep-19	IP management – laying the basis for the effective acquisition and transfer of technology  Project: Academic part 1/1	IP development pipeline (SBIR guidelines)  Project: assign and discuss outline
5. Sep 26	Finding and approaching a licensee – marketing, presentations, terms sheet, due diligence  Project: Academic part 2/3	Comparative approaches: – Corporate – Academic – Individual/Entrepreneur – Developing Nations  Project: check in, discuss
6. Oct-3	Negotiating and drafting license agreements (part I)  Project: Academic part 3/3	Developing the terms sheet: – key financial terms (royalties, payments) – key practical terms (field, exclusive/non, milestones, etc.)  Project: discuss and hand in reports
7. Oct-10	Negotiating and drafting license agreements (part II)  Project: Corporate part 1/3	Fleshing out the agreement: – reps and warranties – indemnification – patent prosecution  Project: assign and discuss outline

8. Oct-24	Issues unique to the independent inventor  Project: Corporate part 2/3	Leveling the playing field: – access, NDA's, negotiating  Project: check in, discuss
9. Oct-31	Issues unique to academic TT  Project: Corporate part 3/3	Academic – Bayh Dole Act, implications – sponsored research – key concerns unique to academia (publish or perish, conflict of interest policies) – licensing v/v startups  Project: discuss, collect reports
10. Nov-7	Issues unique to corporate TT  Project: Developing Nation 1/3	Corporate TT – out-licensing – in-licensing – trolls – open innovation – open source – illegal/unintended TT  Project: assign and discuss template
11. Nov-14	Issues unique to developing nations  Project: Developing Nation 2/3	Developing nations – indigenous rights – access to needed technologies  Project: check in, discuss
12. Nov-21	Developing nations (part II)  Project Developing Nation 3/3	Preparation and discussion for open session  Project: discuss, collect reports
13. Nov-26 (Tues)	Forum	State of technology transfer for individuals and entrepreneurs in Minnesota

NOTES: No classes are held on August 29<sup>th</sup>

This schedule is subject to change at the discretion of the Instructors.

**IX.** Academic Integrity:

- a. Each student in this course is expected to abide by Hamline University's Academic Honesty Policy. Any work submitted by a student in this course for academic credit will be the student's own work.
  - b. You are encouraged to work together and to discuss information and concepts covered in lecture with other students. You can give "consulting" help to or receive "consulting" help from such students. However, this permissible cooperation should never involve one student having possession of a copy of all or part of work done by someone else, in the form of an e mail, an e mail attachment file, portable media, or a hard copy. Should copying occur, both the student who copied work from another student and the student who gave material to be copied will both automatically receive a zero for the assignment. Penalty for violation of this Policy can also be extended to include failure of the course and University disciplinary action.
- X.** Accommodations for Students with Disabilities: Hamline University is committed to ensuring equal academic opportunities and inclusion for students with disabilities based on the principles of independent living, accessible universal design and diversity. I am available to discuss appropriate academic accommodations that may be required for student with disabilities. Requests for academic accommodations are to be made during the first three weeks of the semester, except for unusual circumstances. Students are encouraged to register with Disability Services Center to verify their eligibility for appropriate accommodations.