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| Saturday, June 13th **2015 BIO BUSINESS DEVELOPMENT FUNDAMENTALS COURSE****CURRICULUM OUTLINE**Hilton HotelChicago, IL. |
| WELCOME AND INTRODUCTION*Patricia Sinatra, SVP Business Development, Serina Therapeutics**Faculty Chair and Instructor* |  **8:15 AM – 8:30 AM** |
| MODULE 1: INTELLECTUAL PROPERTY*Faculty:* *A. Ken Weber, Partner, Kirkpatrick TownsendRobert Silverman, SVP Business Development, Concert Pharmaceuticals** Categories of IP: patents, copyrights, trademarks, trade secrets
* Overview of patenting (i.e., what a patent is/isn’t, what is/isn’t patentable, requirements for patentability, patent term)
* 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 the used?
* Differences between US and other countries (i.e., research exclusion, first to invent)
* What to look for in due diligence
* Landmark Cases in Biotechnology & Pharmaceuticals
 |  **8:30 AM – 12:00 PM***Break 10:00 – 10:30 AM*  |
| NETWORKING LUNCH | **12:00 PM – 1:00 PM** |
| MODULE 2: FINANCE CONCEPTS IN LICENSING*Faculty:* *Philippe Nore, CEO and C0-Founder, MiNDERA Corp.**Jeff Karan, Managing Director, Mavericks Capital** What is the role of Financial Modeling in Deal Valuation?
* Financial statement basics
	+ Content & purpose of balance sheet, income statement, cash flow statement
	+ Focus on issues common for biotech companies (e.g., R&D reimbursement, clinical batches, patents, goodwill)
	+ Interpretation – important metrics and ratios
* Types of Valuation Methodologies
	+ Cost-based
	+ Comparables
	+ NPV based
	+ Advanced methodologies (e.g., Monte Carlo analysis, real options)
	+ Limitations of modeling
* Details on how to calculate probability-adjusted NPV

*FINANCE CONCEPTS, CONTINUED** + Estimating inputs
		- Sales forecasting (i.e., incidence/prevalence, penetration/market share, pricing)
		- Commercialization expenses (i.e., sales force, marketing expenses, 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
 |  **1:00 PM – 5:00 PM***Break 3:00 -3:30 PM* |
| NETWORKING RECEPTION |  **5:30 PM** |
| Sunday, June 14th  |
| MODULE 3: PROCESS AND MANAGEMENT OF STRATEGIC  ALLIANCES*Faculty:* *Shruti Abbato, Principal, PERSPICERE**Michael Young, Vice President, PAREXEL International* * The role of business development in strategic alliance
* Process
* Representative deal approaches
* Why partner? When to partner? The build, buy, or ally hierarchy
* Pharma, biotech, and CRO trends in strategic alliances
* The functional need for Alliance Management
* Transaction requirements and alliance mgmt.
* Expectations of Alliance Management
* Governance structures
* Escalation pathways
* Key metrics used (KPIs, spider charts, etc.)
 |  **8:30 AM – 12:00 PM***Break 10:00 – 10:30 AM* |
| NETWORKING LUNCH | **12:00 PM – 1:00 PM** |
| MODULE 4: CONTRACT BASICS*Faculty:* *Richard Hoffman, Partner, WilmerHale** What is a contract?
* Licensing structures
	+ Technology licensing deals
	+ Out and In-Licensing
	+ Collaborative (co-dev/co-promotion)
	+ Joint Ventures
	+ Manufacturing and Supply
* Typical contracts
	+ Confidentiality Agreements
	+ MTAs
	+ Definitive Agreement
* Contract Anatomy
	+ Common contract definitions
		- License Grants
		- Non-Compete/Exclusivity concepts
		- Financials
		- IP Issues (e.g., prosecution/maintenance, infringement, improvement grant backs)
		- Governance
		- Dispute Resolution
		- Insurance and Indemnification
		- Reps and Warranties
		- Term and Termination

 MODULE 5: SOURCING AND MARKETING TECHNOLOGY *Faculty:**Patricia Sinatra, SVP Business Development, Serina Therapeutics** The Perpetual Licensing Student
	+ Secondary and database resources for the industry professional
* Sourcing or “Buy-Side” Licensing
	+ What Buyers seek
	+ Sourcing technology and due diligence
* Marketing or “Sell-Side” Licensing
	+ Strategic considerations
	+ Sourcing contacts, presentation strategies, use of non-confidential and confidential presentations
* The Value of Market Research
	+ Rationale, methods, timing and cost
* Handling Returned Technology
 | **1:00 PM – 4:00 PM***Break 3:00 – 3:30 PM***4:00 PM – 5:00 PM** |
| Monday, June 15th  |
| MODULE 6: NEGOTIATION STRATEGY*Faculty:* *Anjan Aralihalli, CBO ActoGenix, an Intrexon Company**Christine Fischette Ph.D., CEO, BioLinkUp, LLC** BDF Negotiation
* The Science and the Art of Negotiation
* Searching Your Soul
* Getting Out of Yourself
* How to Approach Big Biopharma
* Big BioPharma vs. Investor Priorities
* The Negotiation Process
* Building Relationships
* Building Consensus
* Troublesome Behaviors
* The Happy Ending … or Not
* The Psychology of Negotiation
* Cultural Highlights
 | **8:30 AM – 12:00 PM** |
| BREAK | **10:00 AM – 10:30 AM** |
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| NETWORKING LUNCH | **12:00 PM – 1:00 PM** |
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| MODULE 7: THE ROLE OF THE UNIVERSITY IN CREATING  PORTFOLIO VALUE*Faculty:* *Mark Cochran, Managing Director, Johns Hopkins Healthcare* The Technology Transfer Landscape* Why, What, How
	+ JHU Example
	+ How tech transfer has evolved over the years
	+ How has the relationship between industry and universities evolved?
		- The Innovation Ecosystem
* The new deal
* Intellectual Property Basics
* The Players
* Options to Product Development
* Deal examples
* Terms and their negotiation
* Common pitfalls to commercialization
* Striking the balance
* Role of incubators at Universities
* BD experience and career options

Break MODULE 8: COMMUNICATION SKILLS FOR THE LICENSING  PROFESSIONAL*Faculty:* *Frank Carillo, Founder and Chairman. ECG, Inc.** Effective presentations
	+ Managing content (e.g., what goes in a presentation,
	+ make sure it tells a story)
	+ Managing format and style (e.g., consistency across multiple presenters)
	+ Basics of delivering a presentation
	+ Other practical tips (e.g., clear your desktop, bring presentation in at least two formats)
* Meeting planning & preparation
* Cross-cultural negotiation
	+ Differences across companies (e.g., goals, attitudes, personal styles, communication styles, time sensitivity, emotionalism, agreement form,

agreement building, team organization, risk taking)* + Differences across countries
	+ Managing internally (team members, expectations)

WRAP-UP | **1:00 PM – 3:00 PM****3:00 – 3:30 PM** **3:00 – 5:00 PM**  |