

Attorneys**Partner**

- Stephen M. Goodman

Partner Stephen Goodman Gives Master Class on Pharma/Biotech Collaborative Agreements

On Friday, November 14, 2008, Pryor Cashman partner Stephen M. Goodman co-taught a Master Class on “The ‘Win-Win’ Collaborative Agreement: Practical and Ethical Negotiating and Drafting Strategies.”

The workshop was given as part of the American Conference Institute’s 11th Advanced Forum on “Structuring, Negotiating and Managing Pharma/Biotech Collaborative Agreements – Allocating Rights, Responsibilities & Rewards in Licensing, Strategic Alliances and Partnering Deals.”

Over the course of three hours, Goodman, together with patent attorney Edward Lentz, led a group of industry professionals through various business and legal concerns that, if properly addressed, can significantly increase the likelihood that the partners will achieve a flexible and productive business relationship.

Participants received a model agreement between a biotech company with a platform delivery technology and a large pharma with a proprietary molecule, and the session proceeded to address such topics as:

- Understanding your prospective partner
- Managing your own and your partner’s expectations
- Ethical concerns relating to due diligence and confidential information
- Valuation challenges in a volatile market
- How to avoid ethical compromises
- Assessing and allocating risks and costs
- Ownership rights and enforcement and defense of intellectual property
- Governance of the collaboration from early-stage development through commercialization
- “Diligent efforts” – developing meaningful performance standards
- Consequences of breach
- Pros and cons of dispute resolution choices
- Anticipating changes due to new facts regarding the product, the market and your partner
- Avoiding patent abuse in crafting royalty clauses

To view the slides used by Goodman in his presentation, please [click here](#).