

MBA 698 • Spring 2006

## Art of the Deal: Negotiating Technology Ventures

### Course Description

Perhaps the single most important skill set required for new and existing technology ventures is the ability to effectively negotiate a myriad of contracts and issues. Among the most critical are intellectual property contracts, patent and trade secret strategies, and short-and long-term relationships with university and corporate partners and competitors. This course examines both the particular areas of negotiation in the life sciences and the general strategies for finding, making, and closing the best deal.

**Instructor:** David Anthony, MBA  
 Entrepreneur-in-Residence, Initiative for Life Sciences Entrepreneurship  
 Managing Partner, 21Ventures, LLC

**Availability:** Enrollment limited to 50

**Time:** **9 week session**  
 Monday and Tuesday, Class begins Monday June 5. BEC 18, 7:50PM to 9:50 p.m.

**Text:** Getting to Yes: Negotiating Agreement Without Giving In by Roger Fisher, William, Bruce Patton (Editor)

### Course Design

This course is designed to address both the specific types of negotiations facing entrepreneurs in technology ventures and the more general strategies employed by successful negotiators. To address the former, the course will feature a number of mock negotiations and role playing exercises. Students will get much needed experience negotiating real contracts. These exercises will be supplemented by case studies and expert guest lecturers. Extensive class participation is mandatory. Students may be asked to prepare additional material or presentations as part of the case studies.

### Grading

Requirement	Percentage
Mid-term presentation	25%
Final Presentation	25%
Class Participation	50%

### Course Modules

#### Module 1: Intellectual Property

Without doubt, intellectual property is the lynchpin of all technology ventures-it can make you and it can break you. These classes will focus on the consequences and implications of various strategies for negotiating IP issues.

- 1 "It works!" What next?: How to protect intellectual property
- 2 Who Owns What: When and where the money comes from
- 3 Tech Transfer: Understanding the UAB Research Foundation
- 4 IP Licenses: Buyouts
- 5 IP Licenses: Joint Ventures
- 6 IP Licenses: Corporate Partnerships
- 7 IP Co-development Agreements

## **Module 2: Employment Agreements**

Technology ventures, particularly those that are spawned by university research, are almost always initially staffed by research scientists, many of whom have no experience in negotiating employment contracts. These classes focus on the importance of employee incentives.

- 8 Rights and Obligations: Understanding employment law
- 9 No class
- 10 Executive Employment Agreements
- 11 Non-competes: Myths and Realities
- 12 Strategies for growing the company

## **Module 3: Technology Marketing**

One of the challenges in technology ventures is balancing the constant pull to partner or compete. These classes will concentrate on negotiating strategies that can help a company both grow and stay nimble.

- 13 Negotiating with a Partner
- 14 Keeping Your Enemies Closer

## **Module 4: Enterprise Exit**

The day you start a business is the day you should consider your exit. These classes will consider how can you negotiate what is best for both you and the business.

- 15 Target Your Options: VCs, M&As, IPOs, PE
- 16 Golden Parachutes: Plan for the future
- 17 Final Presentations
- 18 Final Presentations

**MBA 698** is one of five courses that meets the requirements to obtain a **Certificate in Technology Entrepreneurship**.

**Initiative for Life Sciences Entrepreneurship (ILSE)**, established in 2003, is an ambitious attempt to create a feedback loop among researchers, students, the university, and the community. At each stage of the program, the goal is to increase the collective and individual profit of effective knowledge sharing. The outputs include: better educated workforce as students migrate into careers in the life sciences; faculty who can choose to embrace or ignore the potential gains of commercial development; platform that encourages multidisciplinary collaboration; better model for technology transfer; and, most important, means for integrating these outputs into the larger goals of the surrounding community.