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Decoding the Future

WELCOME!

BREAKAWAY ROOM 3



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Contracting in the Age of Collaborative Technology





OWNERSHIP OF INTELLECTUAL PROPERTY



WARRANTIES & INDEMNITIES



Background IP & Foreground IP

- ▶ **Background IP** is the intellectual property that each party brings with them into the collaboration.
- ▶ **Foreground IP** is the new intellectual property created during the collaboration and because of the collaboration. It is the collective output, produced through shared effort, resources and technology.





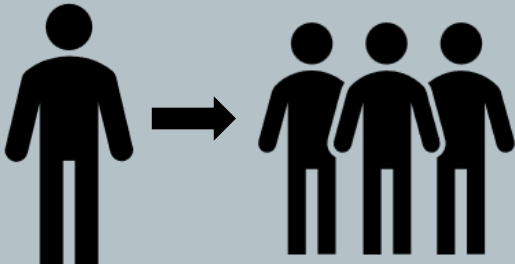
Co-Ownership

All contributing parties own the intellectual property together, in some agreed proportion or equally.



Assignment to Single Party

All the collaborators assign their rights in the intellectual property to one party.



Assignment with a Licence-Back

One party takes ownership of the intellectual property, but grants a licence back to the contributors, allowing them to continue using the IP in defined ways.



Warranties & Indemnities

- ▶ Title & Ownership
- ▶ Originality
- ▶ Compliance
- ▶ Authority

Practical Takeaways



- ▶ **Contract before you collaborate.** Address intellectual property ownership before any contributions are made.
- ▶ **Be specific about the technology.** Tailor your agreements to the actual technologies involved in shaping the collaboration.
- ▶ **Be mindful of the regulatory landscape.** Data protection laws, sector-specific regulations, exchange control, competition law all can limit how intellectual property may be created, owned licensed or exploited.
- ▶ **Document everything.** Clear, current and detailed records of who contributed to what and when.



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THANK YOU