



The tools to do IT contracts better, faster, and with more confidence
www.TechContracts.com; Info@TechContracts.com

AGENDA

Presenter: Tech Contracts Academy® LLC – David W. Tollen
 Title: **Tech Contracts Master Classes™** [AKA TCCP 1-4¹], **6th Series**
 Date(s)/Time(s): October 26, 2022 (**Prime Clauses**)
 November 2, 2022 (**General Clauses**)
 November 9, 2022 (**Key Liability Terms**)
 November 16, 2022 (**End-Game and Special Clauses**)
 Location/Type: Webcast broadcast from California, with live Q&A

Tech Contracts Academy® LLC’s Tech Contracts Master Class™ consists of four courses, which may be taken individually or as a series, covering clauses typically found in information technology contracts. All classes include live Q&A based on questions submitted by attendees (often beyond the estimates listed below). The Master Class curriculum, with time estimates by topic:

<p>Prime Clauses, Tech Contracts Master Class™: License, Subscription, IP Transfer, Payment <i>[AKA TCCP-1]</i></p> <p>10/26/2022 (10 a.m.-12 p.m. Pacific Daylight Time) 2 hours</p>	<p><i>[Welcome/Announcements (appx. 3 mins)]</i></p> <p><i>Introduction</i></p> <ol style="list-style-type: none"> 1. General intro (appx. 7 mins.) 2. Contract drafter’s job (appx. 5 mins.) 3. IP in IT contracts (appx. 11 mins.) <p><i>Types of Deals and Prime Clauses</i></p> <ol style="list-style-type: none"> 4. Types of tech deals (appx. 3 mins.) 5. The prime clause (appx. 2 mins.) <p><i>Prime Clauses in Action</i></p> <ol style="list-style-type: none"> 6. On-premise software license (appx. 15 mins.) 7. Subscription for SaaS and other cloud services (appx. 10 mins.) 8. Promise of professional services (appx. 8 mins.) 9. Software ownership transfers (appx. 15 mins.) 10. Combination agreements (appx. 4 mins.) 11. Promise of payment (including go-live and other timing issues, and revenue recognition) (appx. 20 mins.) <p><i>Q&A (appx. 20 mins.)</i></p>
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¹ Tech Contracts Master Classes™ may also be identified (for CLE) as the Tech Contracts Comprehensive Program, and the Tech Contracts Public Core Program, “TCCPs” for short.

<p>General Clauses, Tech Contracts Master Class™: Data Management, SLAs, Confidentiality, and other General Clauses <i>[AKA TCCP-2]</i></p> <p>11/02/2022 (10 a.m.-12 p.m. Pacific Daylight Time) 2 hours</p>	<p><i>[Welcome/Announcements (appx. 3 mins)]</i></p> <p><i>Introduction</i> (appx. 4 mins.)</p> <p><i>General Clauses</i></p> <ol style="list-style-type: none"> 1. Technical specifications (appx. 3 mins.) 2. SLAs (appx. 9 mins.) 3. Business continuity and disaster recovery (appx. 6 mins.) 4. Services descriptions (appx. 10 mins.) 5. Delivery, acceptance, and rejection (appx. 8 mins.) 6. Nondisclosure (appx. 10 mins.) <p><i>Data Clauses</i></p> <ol style="list-style-type: none"> 7. Privacy and security law (appx. 9 mins.) 8. Defining, owning, and licensing data (appx. 5 mins.) 9. Use of data, including aggregate (appx. 5 mins.) 10. Compliance with privacy and security law (appx. 8 mins.) 11. Data location, access, deletion, and e-discovery (appx. 4 mins.) 12. Data security (appx. 5 mins.) 13. Audits and testing (appx. 4 mins.) 14. Data incidents (appx. 5 mins.) 15. Provider-friendly data terms (appx. 9 mins.) <p><i>Q&A</i> (appx. 16 mins.)</p>
<p>Key Liability Terms, Tech Contracts Master Class™: Including Indemnities, Warranties, and Limits of Liability <i>[AKA TCCP-3]</i></p> <p>11/09/2022 (10 a.m.- 12 p.m. Pacific Standard Time) 2 hours</p>	<p><i>[Welcome/Announcements (appx. 3 mins)]</i></p> <p><i>Introduction</i> (appx. 5 min.)</p> <ol style="list-style-type: none"> 1. Warranties (appx. 18 mins.) 2. Indemnities (appx. 47 mins.) 3. Provider liability for 3rd parties (appx. 12 mins.) 4. Limits of liability (appx. 16 mins.) 5. Liquidated damages (appx. 11 mins.) <p><i>Q&A</i> (appx. 11 mins.)</p>
<p>End-Game and Special Clauses, Tech Contracts Master Class™: Disputes, Termination, Special Terms, and OSS <i>[AKA TCCP-4]</i></p> <p>11/16/2022 (10 a.m. - 12 p.m. Pacific Standard Time) 2 hours</p>	<p><i>[Welcome/Announcements (appx. 3 mins)]</i></p> <p><i>Introduction</i> (appx. 5 mins.)</p> <ol style="list-style-type: none"> 1. Term & termination (appx. 13 mins.) 2. Transition and deconversion (appx. 5 mins.) 3. Non-solicit and noncompete (appx. 11 mins.) 4. Dispute management, mediation, arbitration, waiver of class actions, and jury trials (appx. 9 mins.) 5. Ancillary IP terms (appx. 9 mins.) 6. Assignment, change of control, and divestiture (appx. 10 mins.) 7. Choice of law and courts (appx. 8 mins.) 8. Order of precedence (appx. 7 mins.) 9. Amendment (appx. 10 mins.) 10. Open source software (appx. 25 mins.) <p><i>Q&A</i> (appx. 8 mins.)</p>