

Applicable toward CPD Requirement



Course Leader
Richard F.D. Corley,
Goodmans LLP



Course Leader
Sean Caragata,
Cisco Systems Inc.

2nd

June 5 & 6, 2014, Toronto

IT Contracting & Purchasing

Effective contracting, purchasing and managing of IT products and services



Eric Boehm,
Borden Ladner
Gervais LLP



Leo Gottlieb,
Western
Management
Consultants

Workshop Included: Cloud Contracts

Two-Day Event!



Jeff Griffith,
OfficeMax
Grand & Toy



Elaine R. Holt,
City of Toronto



Mark Johnson,
Infusion



Donald B. Johnston,
Aird & Berlis
LLP



F. Daniel H. Logan,
McCarthy
Tétrault LLP



J. Fraser Mann,
Mann Symons
LLP



Rohan Morris,
Intact Financial
Corporation



Elena V. Reshetnikova,
Accenture Inc.



Parna Sabet-Stephenson,
Blake Cassels &
Graydon LLP

participating organizations

Accenture Inc.
Aird & Berlis LLP
Blake Cassels & Graydon LLP
Borden Ladner Gervais LLP
Cisco Systems Inc.
City of Toronto
Goodmans LLP

Infusion
Intact Financial Corporation
Mann Symons LLP
McCarthy Tétrault LLP
OfficeMax Grand & Toy
Western Management Consultants

who should attend

Private & Public Sector In-house counsel, Executives, Directors & Managers involved in procurement, asset management, contract management, IM/IT, outsourcing, lawyers, consultants

course highlights

- Discover how to implement IT procurement governance best practices
- Hear how Accenture successfully negotiates IT deals with its suppliers
- Learn to navigate the challenges in software procurement and licensing
- Key into the emerging issues in IT public sector procurement
- Discover how the City of Toronto uses RFPs to create enforceable contractual commitments
- Benefit from best practices in negotiating IT outsourcing agreements
- Achieve your service level objectives through clear and well-structured service level agreements
- Find out how to develop win-win contact models with your customers
- Explore the opportunities and challenges in emerging technologies
- Minimize your risks of potential disputes in IT contracts

COURSE LEADERS

RICHARD F.D. CORLEY

Richard F.D. Corley is a Partner at **Goodmans LLP**. He has over 25 years of experience in complex outsourcing transactions, technology M&A, joint ventures, cleantech and technology competition law matters.

SEAN CARAGATA

Sean Caragata is Director, Legal Services at **Cisco Systems Inc.** He is a seasoned commercial and IT legal executive who provides business advice, develops strategy, and negotiates high value sales, service, technology, and M&A contracts in countries around the world.

CO-LECTURERS

ERIC BOEHM

Eric Boehm is a Partner at **Borden Ladner Gervais LLP**. He focuses on technology law, including complex commercial transactions, technology and business process outsourcings.

LEO GOTLIEB

Leo Gotlieb, a Director with **Western Management Consultants**, is an advocate of procurement project management.

JEFF GRIFFITH

Jeff Griffith is Director Strategic Sourcing at **OfficeMax Grand & Toy**. He is the senior indirect procurement leader in Canada.

ELAINE R. HOLT

Elaine R. Holt is a Solicitor with the **City of Toronto**. She practices exclusively in the field of information technology and its procurement.

MARK JOHNSON

Mark Johnson is General Counsel at **Infusion**, a global software consulting firm with offices in six countries.

DONALD B. JOHNSTON

Donald B. Johnston is the leader of the Technology Industry Group at **Aird & Berlis LLP**.

F. DANIEL H. LOGAN

F. Daniel H. Logan is a Partner at **McCathy Tétrault LLP**. His practice includes payment systems, technology and outsourcing matters.

J. FRASER MANN

J. Fraser Mann is a founding Partner of **Mann Symons LLP**. He practises primarily in the areas of technology, procurement, e-health and intellectual property law.

ROHAN MORRIS

Rohan Morris is National Procurement IT and Software Specialist at **Intact Financial Corporation**. He has expertise in procurement best practices.

ELENA V. RESHETNIKOVA

Elena V. Reshetnikova is Manager and Legal Counsel at **Accenture Inc.** She supports legal operations and contracting.

PARNA SABET-STEPHENSON

Parna Sabet-Stephenson is a Partner at **Blake, Cassels & Graydon LLP**. Her practice focuses on all aspects of outsourcing and technology law.

COURSE PROGRAM

IT PROCUREMENT GOVERNANCE

Proper handling of IT procurement and tendering processes are crucial to effective operation of IT infrastructure as well as management of public and corporate finances. This session will highlight the need for IT procurement governance, explaining what it is, why it is critical and how to implement IT procurement governance best practices.

- Key legal issues in IT procurement
- Regulatory aspects that play a role in procurement of IT services
- Best practices for managing risk
- Managing inherent legal risks in contract management
- Rules that frame the procurement process
- Symptoms of poor governance and how to address them through policy updates
- Identifying procurement compliance gaps
- Privacy legislation issues
- Civil liability concerns

NEGOTIATING IT CONTRACTS THE ACCENTURE WAY – ADVANCED STRATEGIES TOOLKIT

In order to take advantage of what the marketplace has to offer and achieve success in your IT contracting, you will want to remain on the cutting edge of best practices in negotiating and drafting agreements. This session will explore advanced negotiating principles and how to apply them so that your personal strengths and weaknesses can be used most effectively in future negotiations.

- Characteristics of a successful negotiator
- Assessing your negotiating philosophy and adapting it to create successful conclusions
- Planning and preparing for negotiations: how to set your targets prior to the negotiation
- Evaluating negotiating practices and improving skills
- Working with emotions and avoiding traps

SUPPLEMENTARY COURSE MATERIAL

Federated Press is now providing delegates with access to an innovative new database containing at least 25 interactive multimedia presentations by leading experts including approximately 20 hours of lectures on the topics covered by this course, including all slides and speakers' papers. See the list of presentations on page 4.



AV Proceedings

Audio/video segments clickable slide by slide
Papers and overheads also included
Print any of the material for your own use

- *This program can be applied towards 9 of the 12 hours of annual Continuing Professional Development (CPD) required by the Law Society of Upper Canada. Please note that these CPD hours are not accredited for the New Member Requirement.*
- *For Alberta lawyers, consider including this course as a CPD learning activity in your mandatory annual Continuing Professional Development Plan as required by the Law Society of Alberta.*
- *Attendance at this course can be reported as 11 hours of Continuing Professional Development (CPD) to the Law Society of B.C.*
- *The Barreau du Québec automatically accredits training activities held outside the Province of Quebec and accredited by another Law Society which has adopted MCLE for its members*



SOFTWARE CONTRACTS

Software is a complex product that can provide additional challenges to organizations involved in its procurement. This session will explore how to overcome these challenges in software contracts addressing the main issues in software procurement and licensing.

- Using software asset management tools and processes
- Planning, negotiating and managing software agreements
- Preplanning and disaster recovery issues
- Areas of risk in a software license agreement
- Trends that could increase software costs

MAJOR ISSUES IN IT PUBLIC SECTOR PROCUREMENT

Public sector procurement professionals must now operate in a world of increased scrutiny and oversight, rapidly evolving IT and fear of runaway costs. This session will highlight the key and emerging issues in IT public sector procurement.

- Why IT projects often fails to deliver expected results
- Constraints on getting the best deal or the right product or service
- Options for IT procurement
- Moving to the cloud
- Implications of shared services for procurement

DRAFTING EFFECTIVE RFPs

This session will provide best practices for drafting and negotiating RFPs.

- Fundamentals of government proposal writing
- Codifying all requirements in a single document
- Aligning objectives and evaluation criteria
- Trends in RFP design
- Obligations of the owner and bidders in RFPs
- Binding vs. non-binding RFPs
- Proposal handling process: screening for compliance
- Establishing and prioritizing selection criteria
- Avoiding missteps in the process

IT OUTSOURCING CONTRACTS

Organizations are increasingly turning to IT outsourcing. With the well-being of your organization often resting on these arrangements, it is critical that you have a sound understanding of these agreements. This session will examine key considerations in IT outsourcing agreements.

- Best practices in negotiating IT outsourcing agreements
- Asset ownership issues in outsourcing arrangements
- Adding flexibility and scalability to your outsourcing contracts
- Framework for measuring service provider performance
- Protecting security and confidentiality in the agreement
- Risk allocation

SERVICE LEVEL AGREEMENTS

To maximize the effectiveness of your service level agreements, you need to structure your service level objectives into a well-constructed and clearly defined agreement. This session will examine the process of designing and drafting a service level agreement to ensure its long-term success.

- Defining your service-level objectives and drafting them into your agreement
- Internal governance of contract: monitoring and reporting
- Defining consequences of breach
- Negotiating improvements
- Performing a cost-benefit analysis of your SLA

DEVELOPING WIN-WIN CONTRACT MODELS

With organizations becoming more dependent on external vendors, they are recognizing the need to transition from buyers to relationship managers. This presentation will address how to develop win-win contract models.

- How to establish and maintain an effective working relationship with your key vendors
- Making the transition from a traditional “customer-vendor” relationship to a “strategic partner” relationship
- Customer-vendor relationship management management from an alternative perspective

EMERGING TECHNOLOGIES: NEW CHALLENGES AND OPPORTUNITIES

This session will look at emerging technologies, the challenges and opportunities that they provide and their impact on IT agreements.

- Key new trends that will impact how you buy and manage technology
- Impact on procurement and asset management
- Refining procurement processes to analyze cost effectiveness
- Virtualization of IT
- Cloud-based solutions
- Social media tools and issues
- Green computing
- Data protection issues

BEST PRACTICES FOR MANAGING AND RESOLVING IT CONTRACT DISPUTES

Almost all large, complex IT procurement contracts run into disputes at some stage. This session will explore how to minimize the risk of future disputes in business contracts and provide cost-effective strategies to deal with disputes and litigation risks should they arise.

- Drafting dispute resolution clauses for IT contracts
- Creating a dispute resolution mechanism
- Negotiating arbitration clauses for IT contracts
- Inclusion of constructive performance obligations
- Drafting key provisions to minimize the risk of disputes
- Increased risk factors for IT contract disputes

WORKSHOP

CLOUD CONTRACTS

While cloud computing gives organizations low-cost access to powerful computer resources, the process is not without its risks and legal pitfalls. This session will explore what cloud computing is, various cloud computing service models and the related legal and compliance issues.

- Trends in cloud pricing models and contracting
- Managing cloud risks: security, identity protection
- Due diligence on the service provider
- Anticipated savings: hidden costs in cloud contracts
- Cloud pricing models compared
- Data protection: securing confidential information
- Emergency recovery and continuity planning

MULTIMEDIA

Your registration includes an interactive multimedia CD-ROM comprising the following presentations from recent Federated Press courses and conferences. They are presented in their entirety with complete audio and accompanying slides.

For an additional \$175 to the registration fee, you can receive the multimedia proceedings of this course on CD-ROM, containing all presentations given at this event. If not registered for the event, the cost of this CD, is \$599.

To receive the presentations described below as well as the presentations given at the event, the cost is \$799.

Controlling IT Contract Costs

Phillip Bidinoff
Business IT Auditors

IT Procurement Governance

Hartley Borst
eHealth Ontario

Panel: Major Issues in IT Public Sector Procurement

Kevin McGuinness
Ministry of Attorney General

Emerging Technologies – New Challenges and Opportunities

Scott Wu
Compass Group Canada

Best Practices for Managing and Resolving IT Contract Disputes

Shawn Jacka
Bereskin & Parr LLP

IT Financial Management and Budgeting

Brian McKenna
Deloitte

Master Class on Preparing for the Negotiation Process: Pre-Negotiations Planning

Jason Bullen
Cassels Brock & Blackwell LLP

Software Licensing Transactions

Andrew Jones
Sim & McBurney / Sim, Lowman, Ashton & McKay LLP

Negotiating Cross-Border IP & IT Transactions

Mark D. Penner
Fasken Martineau DuMoulin LLP

Managing IT & IP Disputes

P. Bradley Limpert
Rideout & Maybee LLP

Drafting Complex Licensing Agreements

Ebad Rahman
Torys LLP

Outsourcing Transactions

Carol Hitchman
Gardiner Roberts LLP

Due Diligence for Complex IP and Technology Transactions

Colleen Spring Zimmerman
Fogler, Rubinoff LLP

Anatomy of a Digital Content License

Michelle Marsellus
BCE Inc.

Software Development Contracts

J. Fraser Mann
Miller Thomson LLP

Negotiating and Drafting Cloud Computing Contracts

Leigh Walters
Sim & McBurney / Sim, Lowman, Ashton & McKay LLP

Outsourcing Transactions

Duncan Card
Bennett Jones LLP

Privacy and Data Security Laws Impacting IP

J. Fraser Mann
Miller Thomson LLP

IT Contracts

Elisabeth Symons
Mann Symons LLP

Key Issues for IT Agreements

J. Fraser Mann
J.F. Mann Law

IT Law and Outsourcing Agreements

Matthew Peters
McCarthy Tetrault LLP

Managing Vendor Relationships & Performance

Zella K. Phillips
The Regional Municipality of York

Drafting and Negotiating a Successful Service Level Agreements

David Spratley
Davis LLP

Confidentiality Agreements and Letters of Intent

Janet Grove
Bull, Housser & Tupper LLP

Practical Drafting Techniques for Contracts & Agreements

Karen G. Corraini
Xenon Pharmaceuticals Inc.

Registration: To reserve your place, call Federated Press toll-free at 1-800-363-0722. In Toronto, call (416) 665-6868 or fax to (416) 665-7733. Then mail your payment along with the registration form. Places are limited. Your reservation will be confirmed before the course.

Location: Courtyard by Marriott Downtown Toronto, 475 Yonge Street, Toronto, ON, M4Y 1X7

Conditions: Registration covers attendance for one person, the supplementary course material as described in this document, lunch on both days, morning coffee on both days and refreshments during all breaks. The proceedings of the course will be captured on audio or video. Multimedia proceedings with all slides and handouts can be purchased separately on a CD-ROM which will also include the course material.

Time: This course is a two-day event. Registration begins at 8:00 a.m. The morning sessions start promptly at 9:00. The second day ends at 5:00 p.m.

Cancellation: Please note that non-attendance at the course does not entitle the registrant to a refund. In the event that a registrant becomes unable to attend following the deadline for cancellation, a substitute attendee may be delegated. Please notify Federated Press of any changes as soon as possible. Federated Press assumes no liability for changes in program content or speakers. A full refund of the attendance fee will be provided upon cancellation in writing received prior to May 22, 2014. No refunds will be issued after this date.

Discounts: Federated Press has special team discounts. Groups of 3 or more from the same organization receive 15%. For larger groups please call.

Payment must be received prior to May 29, 2014

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TO REGISTER FOR 2ND IT CONTRACTING & PURCHASING

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 Approving Manager Title _____
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 # _____ Expiration date: ____ / ____
 Signature : _____
 Payment enclosed: Please invoice. PO Number: _____

REGISTRATION COSTS

NUMBER OF PARTICIPANTS:
 COURSE: \$1975
 COURSE + PROCEEDINGS CD-ROM:
 \$1975 + \$175 = \$2150
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 \$799
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