

Inaugural

# Managing Strategic Alliances

Opening the door to successful alliances to expand business opportunities

April 21 & 22, 2015, Toronto

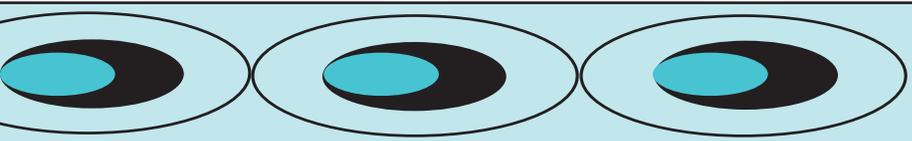
**Workshop Included:**  
**Exit Strategies and Dissolution: Termination Mechanisms**

## who should attend

VPs, Directors and Senior Professionals in forming or implementing strategic alliances in strategic planning, business development, operations, finance, audit and other key areas; In-House Counsel

## course highlights

- Learn about the key considerations in evaluating the advantages and risks of entering into a strategic alliance
- Get tips about negotiating and establishing internal alliance capability and competence
- Examine strategies assessing and selecting alliance partners of choice
- Explore the planning and framework needed for defining the alliance scope and overcoming cultural integration issues
- Learn how to avoid problems and traps when structuring pre-contract agreements
- Hear how to protect your interests and manage risks through sound due diligence
- Find out how your communications can make all the difference in forming successful alliances
- Get the latest on monitoring and measuring alliance success



Speakers & Participating Organizations  
Two-Day Event!



Course Leader  
Donna G. Bergles,  
Crown Group



Course Leader  
Candice Chow,  
Purolator Courier Ltd



Joel Alleyne,  
Alleyne Inc.



Patricia Barbato,  
Revera Inc.



Jeff Barnes,  
Borden Ladner Gervais LLP



Steve Billinger,  
Access Copyright



John Buckingham,  
Buckingham Alliance Partners



Richard Corley,  
Goodmans LLP



Rajeev Fotedar,  
Alstom Grid



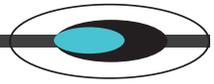
Phil Hogg,  
Pivotal Payments



Edward Perry,  
Worldhotels



David Shaw,  
Blake, Cassels & Graydon LLP



## COURSE LEADERS

### **DONNA G. BERGLES**

Donna G. Bergles is Director at North America Alliances, **Crown World Mobility**. She is responsible for attaining and growing all alliance partnerships for both the Moving and the Global Mobility Services business lines.

### **CANDICE CHOW**

Candice Chow is Senior Director, Corporate and Market Strategy at **Purolator Courier Ltd.** She is responsible for leading the development of the strategic vision and annual long-range plan for the company, including alliance partnerships.

### **JOEL ALLEYNE**

Joel Alleyne is President at **Alleyne Inc.**, an information technology and knowledge management firm. He is responsible for overall strategy and for establishing strategic alliances with other IT/IM organizations.

### **PATRICIA BARBATO**

Patricia (Trish) Barbato is Senior Vice President Home Health & Business Development at **Revera Inc.** She has overall responsibility for initiating and developing business development opportunities, including strategic alliances.

## CO-LECTURERS

### **JEFF BARNES**

Jeff Barnes is a Partner at **Borden Ladner Gervais LLP**. His practice focuses on mergers and acquisitions, joint ventures, partnerships, corporate finance, mining, project finance, corporate governance and securities law.

### **STEVE BILLINGER**

Steve Billinger is Director, New Ventures & Strategic Partnerships at **Access Copyright**. He has a record of successful strategic leadership; launching new products, joint-ventures & services, & growing revenues; with market leading companies in the world's fastest growing & most changing markets.

### **JOHN BUCKINGHAM**

John Buckingham is Founder of **Buckingham Alliance Partners, Inc.** His practice focuses on establishing and maintaining productive alliances and other types of collaborations in the pharmaceutical, healthcare development and manufacturing fields.

### **RICHARD CORLEY**

Richard Corley is a Partner at **Goodmans LLP**. He has over 25 years of experience in complex outsourcing transactions, technology M&A, and joint ventures and strategic alliances.

### **RAJEEV FOTEDAR**

Rajeev Fotedar is Sales & Business Development Director, RPC (US & Canada) at **Alstom Grid**. With 25 years of experience, he is responsible for sales, business and alliance development for high voltage capacitors and air core series reactor product lines.

### **PHIL HOGG**

Phil Hogg is Vice-President Partner Channels at **Pivotal Payments**, a leading provider of global payment processing solutions. He is responsible for managing partnerships and alliances for the organization. He is also President of the Association of Strategic Alliance Professionals (Toronto Chapter).

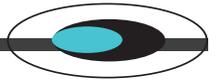
### **EDWARD PERRY**

Edward Perry is Global Senior Director of Social Media, OTA Partnerships and Innovation Projects at **Worldhotels**. He works with hotel brands throughout the Americas to maximize their market potential to leisure and corporate travel clients worldwide.

### **DAVID SHAW**

David Shaw is a Partner at **Blake, Cassels & Graydon LLP**. His practice focuses on international and domestic joint ventures and partnerships, mergers and acquisitions, reorganizations, and franchising and distribution arrangements.

# COURSE PROGRAM



## **RATIONALE FOR ALLIANCES: KEY BUSINESS FACTORS, CHARACTERISTICS & TYPE**

Businesses often turn to strategic alliances as an effective means to grow and to capitalize on value opportunities that they would not by operating independently. This presentation will provide a practical examination of the key business factors that go into the decision to enter into an alliance, as well as explore the main types and characteristics of strategic alliances being entered into.

- When to consider entering into a strategic alliance: key considerations
- Different legal forms of strategic alliances: key characteristics
- Factors in determining which type of business structure best suit your needs
- Advantages and potential risks associated with partnership; limited partnership; and the joint venture
- Tax considerations in choosing structure
- Systematic crafting of the alliance portfolio
- Structures best suited for international ventures

## **STRATEGIES FOR PARTNER SELECTION**

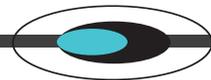
One of the main strengths of strategic alliances lies in the combining of resources and skills that each party brings to the arrangement, making the whole greater than the sum of its parts. In choosing the right partners, the most suitable candidates will complement existing partners and fit the objective of the intended alliance. In this way, identifying strategic and cultural similarities is as important as evaluating financial fitness, information technology capabilities, and R&D track record. This session will explore strategies for finding the partners of choice.

- Determining if the party has the capabilities and the technology that can make the venture work
- Assessing the party's management skills that are required for a successful collaboration
- Evaluating whether the party has the financial resources as well as the physical assets that are needed
- Steps in performing partner due diligence
- Identifying potential partner's strategic behaviors and objectives
- Determining if there is an organizational fit: do the parties see eye to eye from a management perspective?
- Red flags when assessing potential partners



While nothing compares to the experience of attending the live event, with its enhanced networking opportunities and direct contact with leading experts, for those unable to attend in person FP provides a convenient option to still benefit from this unsurpassed learning experience:

FP's live interactive Webcasts allow you to actively participate in events, from downloading all material distributed by lecturers to asking speakers questions.



## NEGOTIATION STRATEGIES & OVERCOMING CULTURAL DIFFERENCES

This session will explore practical issues in the negotiations for entering into and managing strategic alliances from a cultural standpoint.

- Defining the legal framework of the alliance
- Financial and managerial structure of an alliance
- Accessing and bridging cross-cultural challenges
- Evaluating working, management and leadership styles
- Identifying the key components of an alliance team charter
- Designing scope, building trust and developing expectations

## AGREEMENT DRAFTING & TRAPS TO AVOID

In order to fully realize the benefits of a strategic alliance, extreme care must be put into the structuring and drafting of the agreements creating the business arrangement. This session will provide an overview of the structuring considerations and contractual issues associated with these types of arrangements.

- Initial documentation requirements
- Incorporating substantive issues into contractual language
- Setting out the role of partners: resources each partner will contribute to alliance
- Critical legal, accounting and financial issues
- Pre-contractual agreements
- Developing terms and conditions that anticipate change
- Exclusivity & exit provisions
- Key problem clauses

## PROTECTING YOUR COMPANY'S INTERESTS

Sound due diligence and effective risk management processes will enable your organization to protect its interests when creating a strategic alliance. This session will address key risk management issues related to legal and financial matters associated with the alliance.

- Determining leading risk areas and steps to take to mitigate risks
- Form of strategic alliance
- Reducing risk through effective due diligence
- Limitation of liability issues
- Governing law and legal frameworks; international alliances
- Establishment of a comprehensive governance framework
- Protecting IP
- Terminating the strategic alliance

## CREATING EFFECTIVE INTER- AND INTRA-COMPANY COMMUNICATION PROCESSES

Strategic alliance success lies in the effectiveness of communications. Not only do senior management have to communicate the alliance's shared goals throughout the aligned partners to develop a win-win relationship, but clear communication must be maintained over the life of the alliance so that uncertainties and complexities of day-to-day activities can be addressed for smooth management of the alliance.

- Specific characteristics required for effective communication
- Developing and implementing an effective communications strategy
- Defining and opening multiple channels
- Employee engagement throughout the aligned partners
- Employing formal and informal channels of communication
- Key issues that need to be communicated
- Guidelines for effective inter- and intra-company alliance communication systems
- Creating a culture of alliance knowledge sharing

## MANAGING MULTIPLE ALLIANCES & CONTROL OF THE ALLIANCE

In order to benefit from emerging opportunities in today's business world, businesses need to have many options, opportunities, and avenues for creating value at their disposal. This often requires them

entering into multiple alliances in multiple markets, which will need to be managed using an alliance portfolio management system. This session will explore the process for managing multiple alliances.

- How to use network of multiple alliances to create competitive advantage
- Developing a consistent alliance portfolio to fit business goals
- Development and use of business and product development "road maps"
- How road maps factor into managing multiple partnerships around "go to market" timing

## MEASUREMENT OF SUCCESS OF ALLIANCES

To be effective, performance measures need to be addressed before, not during or after entering into an alliance, as properly executed metrics will consist of a series of "vital signs" designed to quantify the value obtained from the alliance, measure the overall performance on both sides of the partnership and identify key areas of improvement before it is too late. This session will explore how to create a measurement process for the strategic alliance.

- Establishing effective governance structures to provide consistent metrics to measure and monitor alliance
- Identifying the areas that must and should be measured
- Setting specific, measurable long and short-term goals
- Resources and capabilities needed to measure performance
- Measures that help to guide the alliance team
- Establishing a set of incentives and penalties tied to alliance activities

## BUILDING AN ORGANIZATIONAL ALLIANCE MANAGEMENT COMPETENCE

Companies consistently successful with their alliances often have created a formal alliance management process that incorporates negotiation of rights and responsibilities, effective governance structures, launching and integrating the alliance, training of people directly engaged in the alliance and ongoing communication, measurement and management. This session will explore the key issues associated with building an alliance management competence across your organization.

- Achieving clarity on its long-term and short-term goals
- Adjusting the alliance over time
- Establishing internal alliance capability to sustain success: promoting internal change
- Developing management philosophy, management decision-making processes and shared goals
- Monitoring the alliance and measuring performance
- Developing control systems
- Setting up mechanisms for managing conflicts and differences

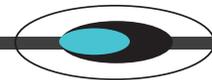
## WORKSHOP

### EXIT STRATEGIES AND DISSOLUTION: TERMINATION MECHANISMS

Strategic alliance agreements should set out how disputes between parties are to be resolved, as well as detailed provisions covering exit strategies, in the event that during the life of the venture the parties are unable to reconcile their differences. This session will examine the factors to consider in negotiating such provisions.

- Mediation, arbitration and litigation strategies as they relate to strategic alliances
- Use of arbitration models and arbitration institutions
- Dealing with breach, deadlock and default
- Strategies in dealing with the termination of the strategic alliance
- Exit strategy options: importance of designing suitable exit mechanisms
- Key factors in establishing the exit mechanism
- Establishing trigger events and how assets will be divided up
- Establishing termination rights: automatic or discretionary
- Legal and practical aspects of exit mechanisms

# PROCEEDINGS



The "Proceedings" is your Web repository of learning resources for this event. It includes:

- the recording of the lectures at the forthcoming event itself, including documentation, slides and audio-visual;
- 25 or more carefully selected additional lectures (below), which are intended as a recommended enrichment of the course content, with many additional topics covered.

The price of the Proceedings (one user licence) is \$299 if you are attending in person or by Webcast; or \$799 otherwise.

## Joint Venture & Strategic Alliance Agreements

Susan Tomaine  
Blake, Cassels & Graydon LLP

## Deal Synergies and Integration Skills

Steve Spooner  
Mitel Networks

## Confidentiality Agreements and Letters of Intent

Janet Grove  
Bull, Housser & Tupper LLP

## Organizational Culture and Leadership Required for Effective Integration

Kelly Isfan  
Campbellford Memorial Hospital

## Integration Planning as Part of the Due Diligence Process

Craig A. Bell  
TOM Capital Associates Inc.

## Joint Venture & Strategic Alliance Agreements

Ruby E. Barber  
Bell Canada

## Practical Strategies for Successful Strategic Alliances

Dr. Ingo Koenig, MBA, Ph.D.  
Koenig & Consultants Inc. - The Value Factory

## Negotiating International Joint Ventures & Strategic Alliance Agreements

Mark A. Trachuk  
Osler, Hoskin & Harcourt, LLP

## Tax for Joint Ventures/Strategic Alliances

Ken Snider  
Cassels Brock & Blackwell LLP

## Building Effective Alliances

John Capobianco  
Fleishman-Hillard Canada

## Joint Venture & Strategic Alliance Agreements

Fred R. Pletcher  
Borden Ladner Gervais LLP

## Due Diligence Essentials to Reduce Risks of International Joint Ventures

Clark L. E. Harrop  
Tim Hortons Inc.

## International Due Diligence

Lesley S. Bissett-Baldwin  
IBIS International Business Intelligence Services Corporation

## Enterprise-Wide Internal Controls Integration

Navaz Lalani  
Alberta Electric System Operator

## Designing an Integration Strategy

Rose Oushalkas  
Carego

## Communication Strategies for Integrations

Catherine Fels-Smith  
Toronto Board of Trade

## Optimizing HR's Role and Readiness for Integration

Bart Hermans  
Mercer

## Role of Leadership in Post-Merger Integration

Sophia L. Levy-Presner  
Granite Global Solutions

## International & Cross Border Agreements

Jonathan C. Lotz  
Heenan Blaikie LLP

## Marketing Communications Integration: In with the New & in with the Old

Leslie Hetherington, APR  
LASH Communications

## Using Joint Ventures & Strategic Alliance Strategies to Further Mining Projects

Carmen Diges  
Miller Thomson LLP

## Integration of the Culture of Risk Assessment in the Public Sector

Steven Guiton  
CBC/Radio-Canada

## Workshop: Practical Negotiating Techniques for Contracts & Agreements

Doug R. Sanders  
Borden Ladner Gervais LLP

## Successful Techniques in Conducting Due Diligence for M&A Transactions

Gordon Krofchick  
Krofchick Valuation Partners

## Panel: Deal Synergies and Integration Skills

Chris Harrs  
Spin Master Ltd.

**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.

**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 less 15% administration fee will be provided upon cancellation in writing received prior to April 7, 2015. 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 April 14, 2015

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## TO REGISTER FOR MANAGING STRATEGIC ALLIANCES

Name \_\_\_\_\_  
 Title \_\_\_\_\_ Department \_\_\_\_\_  
 Approving Manager Name \_\_\_\_\_  
 Approving Manager Title \_\_\_\_\_  
 Organization \_\_\_\_\_  
 Address \_\_\_\_\_  
 City \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_  
 Telephone \_\_\_\_\_ Fax \_\_\_\_\_ e-mail \_\_\_\_\_  
 Please bill my credit card:  AMEX  VISA  Mastercard  
 # \_\_\_\_\_ Expiration date: \_\_\_\_ / \_\_\_\_  
 Signature : \_\_\_\_\_  
 Payment enclosed:  Please invoice. PO Number: \_\_\_\_\_

## REGISTRATION COSTS

NUMBER OF PARTICIPANTS:   
 COURSE: \$1975  
 WEBCAST: \$1575\*  
 \* One user licence  
 COURSE + PROCEEDINGS:  
 \$1975 + \$299 = \$2274  
 WEBCAST + PROCEEDINGS: \$1874  
 PROCEEDINGS: \$799\*  
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