CONCEPT

Intellectual Property Agreements: IP Licensing, Technology Transfer and Ownership

1 – 5 February 2027
Amsterdam - Zuidas business district hotel



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Introduction:

Organisations often discover that they do not own the software, designs or inventions they paid for, that a licence granted years ago blocks entry to a new market, or that confidential know-how left with a former partner. This Core Concept course builds practitioner skill in intellectual property agreements and IP licensing: identifying and recording IP assets, securing ownership from employees and contractors, and drafting licence, technology transfer, collaboration, confidentiality and assignment terms. Participants review sample agreements and produce an IP Agreement Playbook with an IP register extract and a licence term sheet for an asset their organisation holds.

Course Objectives:

- Classify the organisation's intellectual property assets by type and record ownership, status and encumbrances in an IP register
- Secure title to IP created by employees, contractors and consultants through ownership mapping and assignment terms
- Run an IP audit that verifies chain of title, screens third-party rights and supports a valuation for a transfer deal
- Draft licence grants that set licensed rights, field of use, territory, exclusivity, royalties, sublicensing and improvements
- Structure technology transfer, R&D collaboration and confidentiality agreements that allocate background and foreground IP
- Select an enforcement or dispute route when an IP agreement is breached or a third party infringes

Target Audience:

- In-house legal staff who draft, review and negotiate licences, NDAs and IP clauses
- R&D and innovation managers responsible for inventions, know-how and collaboration partners
- Technology transfer and commercialisation leads who license or spin out research results
- Commercial and business development managers who license brands, content or technology to customers and distributors
- Procurement and IT sourcing managers who buy software, development work and outsourced services with IP deliverables

Course Outline:

Day 1: IP Assets, Ownership and the IP Register

- TRIPS Agreement Categories: Patents, Trade Marks, Copyright, Industrial Designs and Undisclosed Information
- Patentability Checklist: Novelty, Inventive Step and Industrial Application
- Employee Invention and Commissioned Work Ownership Mapping
- Contractor and Consultant IP Ownership Gap Review
- IP Register Design: Asset, Owner, Status, Renewal and Encumbrance Fields

Day 2: IP Audit, Valuation and Licensing Frameworks

- IP Audit Procedure: Scoping, Asset Discovery and Chain-of-Title Verification
- Freedom-to-Operate and Third-Party Rights Screening Method
- Cost, Market and Income Approaches to IP Valuation for Transfer Deals
- WIPO Successful Technology Licensing Manual: Key Licence Terms and Negotiation Stages
- Licensing Models Compared: Exclusive, Sole, Non-Exclusive and Cross-Licences

Day 3: Drafting Licence, Assignment and Confidentiality Terms

- Licence Grant Drafting: Licensed Rights, Field of Use, Territory and Term
- Royalty Structures: Upfront Fees, Running Royalties, Milestones and Minimum Payments
- Sublicensing, Improvements and Grant-Back Clause Drafting
- IP Assignment Deed Elements and Recordal Steps
- Mutual and One-Way NDA Drafting: Confidential Information Definition and Carve-Outs

Day 4: Technology Transfer, Collaboration and IP Disputes

- R&D Collaboration Agreement: Background IP, Foreground IP and Access Rights
- Technology Transfer Routes: Licensing, Joint Ventures and Spin-Off Companies
- IP Terms in Software and Outsourcing Contracts: Source Code Escrow and Open-Source Components
- IP Warranties, Infringement Indemnities and Licence Termination Triggers
- Enforcement and Dispute Options Map: Cease-and-Desist Letters, Mediation, Arbitration and Litigation

Day 5: IP Agreement Case Work and the IP Agreement Playbook

- University-Industry Licensing Case: Term Sheet Negotiation Exercise
- Software Development Contract Case: IP Ownership and Licence-Back Mark-Up
- Joint Development Dispute Case: Background IP Claim and Settlement Options
- IP Register Extract and Licence Term Sheet Build for an Own Asset
- IP Agreement Playbook Presentation and Peer Review Panel

Skills You Will Gain:

- IP Asset Classification
- IP Ownership Due Diligence
- IP Audit and Chain of Title
- Licence Grant Drafting
- Royalty Structuring
- Collaboration Agreement Structuring
- Confidentiality Agreement Drafting
- Infringement Response Planning

Why Attend This Course:

- Return with an IP Agreement Playbook, an IP register extract and a licence term sheet for an asset your organisation holds
- Close ownership gaps in work produced by staff, contractors and partners before they surface in a deal or dispute
- Negotiate licence and collaboration terms knowing which clauses protect future revenue and freedom to operate
- Test your IP practice against peers from research, technology, industrial and service organisations

Conclusion:

Intellectual property creates value only when the organisation can prove it owns the asset and has granted rights on terms it understands. The course moves from IP types, ownership and the IP register, through audits, valuation and licensing models, to drafting licences, assignments and NDAs, and then to technology transfer, collaboration and dispute options. The final day applies that material to licensing, software and joint development cases and produces an IP Agreement Playbook ready for use on the next IP deal. The course covers general principles and is not legal advice.