Product Distribution and Marketing: Legal Issues in a Global Economy

Wednesday-Friday, June 26-28, 2013
Philadelphia | ALI CLE Conference Center

Attend the only national CLE course that provides comprehensive coverage of the myriad crucial issues faced by distribution counsel in today’s economy.

Topics include:

- Antitrust and competition
- Advertising
- E-commerce and internet distribution
- Business franchise and dealer protection law
- Unfair competition
- Consumer protection legislation
- Privacy and data protection
- International distribution, including a special focus on Europe
- FCPA and anti-corruption compliance
- Technology industry concerns

“Best substantive course I have ever attended.”
Mr. Jaglom regularly counsels clients in the distribution and marketing field, including the establishment and restructuring of distribution networks; negotiation and preparation of domestic and international distribution and supply contracts; establishment of e-commerce distribution agreements; counseling with respect to distributor and supplier relations; negotiating and structuring business transactions; and handling dealer termination litigation.

Faculty

**Michael F. Brockmeyer**
Frommer Lawrence & Haug LLP, Washington, D.C.; former Assistant Attorney General and Chief, Antitrust Division, Maryland Attorney General's Office; former Chair, National Association of Attorneys General Antitrust Task Force

**Terry Calvani**

**John F. Collins**
Dewey & LeBoeuf LLP, New York

**Michael Dean**
Maclay Murray & Spens LLP, London

**Lesley Fair**

**Katherine I. Funk**
Baker & McKenzie LLP, Washington, D.C.

**Beth E. Hansen**
Senior Counsel, UTC Aerospace Systems, Charlotte, North Carolina

**Robert L. Hubbard**
Assistant Attorney General, Antitrust Bureau, New York State Department of Law, New York; former Chair, National Association of Attorneys General Antitrust Task Force

**Rick Kurnit**
Frankfurt Kurnit Klein & Selz P.C., New York

**Kevin J. O’Connor**
Godfrey & Kahn, S.C., Madison, Wisconsin; former Assistant Attorney General, Wisconsin Department of Justice; former Chair, National Association of Attorneys General Antitrust Task Force

**Richard J. Wegener**
Fredrikson & Byron, P.A., Minneapolis; former Division Counsel, U.S. Foods Group, and Assistant to the General Counsel for Antitrust and Trade Regulation, The Pillsbury Company

**ALI CLE Program Attorney:**
**Amy S. Weinberg** (aweinberg@ali-cle.org)
Wednesday, June 26, 2013

8:00 a.m.  Registration and Continental Breakfast
8:55 a.m.  Administrative Remarks – ALI CLE Staff

Video Webcast Segment A | $329
9:00 a.m.  Introductory Remarks and Course Overview – Mr. Jaglom

Methods of distribution; direct distribution; dealers and distributors; franchising; licensing of manufacturing rights; trademarks, technology, and trade secrets

THE REGULATORY ENVIRONMENT: ANTITRUST LAWS

9:10 a.m.  Economic Analysis of Distribution and Termination – Mr. O’Connor
Economics of vertical restraints; market power and dominance; Toys “R” Us

9:55 a.m.  Networking and Refreshment Break

10:10 a.m.  Developments in the Law of Vertical Restraints – Ms. Funk
Price restraints; the aftermath of the U.S. Supreme Court Leegin decision; implementing resale pricing and minimum advertised price (MAP) programs; horizontal and vertical territorial and customer restrictions; dual distribution; exclusive dealing; effects of dominance; Blue Cross/Blue Shield and American Express

10:50 a.m.  Vertical Restraints in the Real World – A Counseling Toolkit
– Mr. Brockmeyer
A how-to-guide for Minimum Advertised Price (MAP) programs and Minimum Resale Price policies (a/k/a Colgate programs) and more

11:20 a.m.  Intellectual Property, Antitrust and Distribution in Technology Industries – Mr. O’Connor
How high-tech businesses can use price and non-price restraints in IP licenses to maximize value and lessen antitrust risk; the role of copyright and trademark law in distribution; antitrust risks in the distribution and use of dominant technologies

11:50 a.m.  Questions and Answers
12:00 noon  Lunch Break

Video Webcast Segment B | $329
1:00 p.m.  Developments in the Law of Price Discrimination, Predatory Pricing, and Related Issues – Mr. Collins

1:45 p.m.  State and Federal Enforcement of Vertical Issues – Mr. Hubbard

2:20 p.m.  International Enforcement of Vertical Issues – Mr. Calvani

2:50 p.m.  Networking and Refreshment Break

ALI CLE Curriculum  Business Organizations / Corporate Law and Taxation

Renowned for their sophistication and relevancy, ALI CLE’s business organizations, corporate law, and taxation courses provide the information practitioners need to know in order to excel in these ever-evolving areas of law. Learn from high-caliber ALI CLE faculty, comprised of top law firm and corporate counsel, regulators, federal bench members, and experts from tax, audit, consulting, and other service industries. Popular courses offer comprehensive coverage of a wide variety of matters, including corporate taxation, cyber security risks for financial institutions, mergers and acquisitions, partnerships, buy-sell agreements, and charitable planning.
3:05 p.m.  **Vertical Issues: Panel Discussion**  
–Ms. Funk; Messrs. Brockmeyer, Calvani, Collins, Dean, Hubbard, Jaglom, O’Connor, and Wegener

4:05 p.m.  **Business Franchise Laws**  
– Mr. Jaglom

4:45 p.m.  **International Distribution Issues: Focus on Europe**  – Mr. Dean

5:30 p.m.  **Questions and Answers**

5:45 p.m.  **Adjournment for the Day; Networking Reception for Registrants and Faculty**

**Thursday, June 27, 2013**

8:30 a.m.  Continental Breakfast and Networking Session

**Video Webcast Segment C | $329**

**THE REGULATORY ENVIRONMENT: OTHER LAWS**

9:00 a.m.  **Advertising and Unfair Competition Issues**  – Mr. Kurnit

Substantiation; deceptive practices; comparative advertising; competitor challenges and litigation

10:45 a.m.  Networking and Refreshment Break

11:00 a.m.  **Advertising and Unfair Competition: Federal and State Enforcement**  – Ms. Fair

11:30 a.m.  **Distribution and Marketing on the Internet**  – Mr. Jaglom

Overview of intellectual property, privacy, and e-commerce issues in online distribution and marketing

12:30 p.m.  **Questions and Answers**

12:45 p.m.  **Lunch Break**

**Video Webcast Segment D | $329**

1:45 p.m.  **Intellectual Property Protection in Marketing Communications**  – Mr. Kurnit

Copyright, trademark, and publicity rights; contracting and protecting your marketing materials, obtaining indemnification, and avoiding claims

3:00 p.m.  **Networking and Refreshment Break**

3:15 p.m.  **The Federal Corrupt Practices Act and Overseas Distribution**  – Ms. Hansen

FCPA risks of dealing with third party distributors and agents in foreign countries; best practices for compliance and prevention

Here’s what registrants said about last year’s presentation of this course:

“**The faculty was top notch – knowledgeable and approachable. I sincerely enjoyed the presentations.**”

“**The substantive expertise of the panel was impressive and hearing their expert perspectives and experience was of unbelievable value for my practice going forward.**” — Travis Sheets, Muscatine, Iowa
Visit Philadelphia!

Attend this unique program in person and spend some time exploring all that our city has to offer. www.visitphilly.com

- **Gastronaut?** Philly food isn’t just about cheesesteaks anymore (although our cheesesteaks are still abundant, if that’s what you’re craving).
- **Art critic?** Choose amongst the recently reopened Rodin and Barnes Museums, or the many special exhibits at the Philadelphia Museum of Art (and be sure to make an iconic run up the East Entrance steps a la Rocky Balboa).
- **History buff?** Take a step back through time at Independence Hall, the Liberty Bell, Carpenters’ Hall, Christ Church, and the other sites in Philadelphia’s historic district.
- **Like musicals?** Enjoy your “Summer Nights” in Philadelphia with a performance of the original high school musical, Grease, at the Walnut Street Theatre — the oldest theater in the country.
Product Distribution and Marketing: Legal Issues in a Global Economy

In addition to examining the federal and state law aftermath of the U.S. Supreme Court's acquisition of distribution businesses, this advanced program will advise you on the key issues that counsel involved in the planning and management of distribution relationships, and the unprecedented e-commerce, consolidations at all levels of distribution chains, and novel forms of relationships between suppliers and distributors.

Get practical guidance to help you and your clients flourish in an environment of technology and business concerns such as current and former representatives of the Federal Trade Commission, National Advertising Division, FTC, and National Association of Attorneys General. You will participate in the examination of significant recent distributions cases and be advised on the key issues that counsel involved in the planning and management of distribution relationships, and the acquisition of distribution businesses.

Level of Instruction: Advanced.

COURSE SITE

The ALI CLE Conference Center is located at 4025 Chestnut Street in Philadelphia’s University City neighborhood. Just west of downtown Philadelphia, the area is the center of education, science, medicine, and research, and is home to students, artists, and families coexisting amid world-class universities, dining, nightlife, and cultural offerings. Go to http://www.universitycity.org/ for more information on University City.

If traveling by car, there is plenty of metered parking right outside the building as well as a garage about a block away at the corner of 40th and Walnut Streets, above the Fresh Grocer. If traveling by train/subway (SEPTA), take the Market-Frankford line to the 40th Street stop, walk south to Chestnut Street, turn right, and walk half a block. If taking Amtrak, the Conference Center is about 11 blocks from 30th Street Station.

HOTEL ACCOMMODATIONS

Hotels conveniently located within walking distance of the ALI CLE Conference Center include:

- Homewood Suites by Hilton University City, 4109 Walnut Street, Philadelphia, PA 19104; 215-382-1111
- The Hilton Inn at Penn, 3600 Sansom Street, Philadelphia, PA 19104; 215-222-0200
- Sheraton Philadelphia University City Hotel, 3549 Chestnut Street, Philadelphia, PA 19104; 215-387-8000

A limited block of rooms has been reserved at the Hotel Sofitel Philadelphia. Room rate: $195/night, single or double occupancy. These rooms will be held as a block, unless exhausted, until May 26, at which point they will be released to the general public. Registrants must make their own hotel reservations and indicate that they are attending the ALI CLE program to qualify for rooms in the block. Reservations may be made by contacting the Hotel Sofitel Philadelphia, 120 South 17th Street, Philadelphia, PA 19103; phone: 215-569-8300; www.sofitel.com/gb/hotel-2741-sofitel-philadelphia/index.shtml. Confirmations will be sent by the hotel. Please read the cancellation policy carefully.

Go to www.ali-cle.org/CU051 for more info about: registration/cancellation/requirements for persons with disabilities/scholarships
This unique, multidisciplinary program is a must for those involved in distribution activities.

Get practical guidance to help you and your clients flourish in an environment of unprecedented e-commerce, consolidations at all levels of distribution chains, and novel forms of relationships between suppliers and distributors.

Led by seasoned practitioners, including corporate and in-house counsel as well as current and former representatives of the Federal Trade Commission, National Association of Attorneys General Antitrust Task Force, and state antitrust agencies, this advanced program will advise you on the key issues that counsel involved in product distribution matters are likely to encounter.

In addition to examining the federal and state law aftermath of the U.S. Supreme Court’s Leegin decision and other case law developments in a variety of distribution-related areas, the course will cover the effect of the law in the contexts of client counseling, planning and management of distribution relationships, and the acquisition of distribution businesses.

The expert faculty will also offer practical advice, such as how to:

- Achieve business objectives and solve client problems without violating the antitrust laws
- Understand and apply the antitrust and competition laws of different countries to structuring Minimum Advertised Price (MAP) programs, Colgate Minimum Resale Price policies, and other resale price arrangements
- Avoid problems under the Foreign Corrupt Practices Act and other anti-corruption laws when dealing with overseas distributors and agents
- Comply with U.S. and foreign privacy and data protection laws when dealing with customer information
- Establish distribution networks without inadvertently becoming a franchisor
- Train sales and marketing departments to avoid unnecessary risks
- Plan for, and avoid, supplier-distributor discord
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Philadelphia, June 26-28, 2013 | $1,199

- Please enter ______ registration(s) CU051
  - Please provide my course materials as a (choose only one):
    - Printed course book
    - USB drive

Video Webcast | $999/$299

- The entire program. Tuition: $999 WAU051
- Video Webcast Segment A: $299 WAU051A
- Video Webcast Segment B: $299 WAU051B
- Video Webcast Segment C: $299 WAU051C
- Video Webcast Segment D: $299 WAU051D
- Video Webcast Segment E: $299 WAU051E

Can’t attend? You don’t have to miss anything! Order the:

- DVD (video), including a complimentary MP3 CD-ROM and PDFs of the course materials | $849 AU051V
- Audio MP3 CD-ROM (including PDFs of the course materials) | $649 AU051
- Printed course materials only | $249 SU051

Tuition discounts

Discounts valid for on-site course, live webcast, and webcast segments only. Cannot be combined with other offers.

- I am a full-time employee of the federal, a state, or a local government or governmental agency: 30% tuition discount
- I am a recent law school graduate (<5 years): 30% tuition discount
- I am a retired senior lawyer (65 or older): 50% tuition discount

$ ___________ Total

- Check enclosed (payable to ALI CLE)

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E-MAIL ADDRESS (REQUIRED FOR WEBCASTS AND ONLINE SUBSCRIPTIONS)