



# Global Partnerships

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## Introduction

- Introduction
- Panel introductions
- Questions and discussion



## Global Partnerships

- Rwanda Education Commons
- Jordan Education Initiative
- Qatar Education City



## Examples of ePals Global Partnerships



- ePals – access to world class content
- NatGeo – access to Global Community & Platform
- Shared education missions (non-profit & for-profit)
- Complementing brand attributes
- Value exchange (investment, Board seats)



## Examples of ePals Global Partnerships



- ePals – Spanish language community growth & regional ICT professional development partner
- Eduteka – content distribution and teacher collaborative tools for Spanish-language educators
- Shared education missions
- Value exchange



## Examples of ePals Global Partnerships

**Microsoft**

- ePals – enterprise grade tools for collaborators
- Microsoft – community access
- Shared commitment to education
- Value exchange



## Examples of ePals Global Partnerships



- ePals – Community expansion & collaborative development
- IB – cost effective mission critical platform deployment
- Shared education missions
- Value exchange



# Are You Committed or Involved?



By Clark & Vizdos

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## “Business” Legal Issues

- **Form of JV** – license; distributor agreement; manufacturing/R&D agreement; investment transaction; newly formed entity
- **Purpose** – know-how; technology; products; markets
- **Scope** – geography; market segment; exclusivity
- **Economics** – capital investment, ongoing support, liquidity/exit
- **Liability** – risks; indemnification; insurance
- **Term** – duration, termination



## Other Legal Issues

- **Currency issues**
- **Export controls**
- **Tax issues** – local; multi-jurisdictional; treaties
- **Control; deadlock provisions**
- **Dispute resolution** – governing law; jurisdiction; method



## Legal Questions by Partnership Type

- **Content Partnerships** (like Nat'l Geographic)
  - Does content flow one-way or two-ways?
  - Will any content be jointly created?
  - Does it apply to new content?
  - Is there exclusivity in either direction?
  - How does the content get monetized?
- **General** – investment, monetization, ownership, control, liability, sunset provisions



## Legal Questions in ePal Partnerships

- **Localization Partnerships** (like Eduteka)
  - Mix of content, technology, language and culture
  - Is it a “green field” market?
  - Who owns localized IP?
    - Can localized IP be exploited in other localities?
  - Who controls/owns the channel and brand?
  - Consider local law/practice with respect to IP rights
- **General** – investment, monetization, ownership, control, liability, sunset provisions



## Legal Questions in ePal Partnerships

- **Technology Partnerships** (like Microsoft)
  - Core, bolt-on or ancillary technologies
    - “milk in coffee” or “whip cream on ice cream”
  - Degree of customization required
  - Implementation, service and training responsibilities
  - Privacy and data protection issues
  - Who hosts?
  - Who “owns” the customer?
- **General** – investment, monetization, ownership, control, liability, sunset provisions



## Legal Questions in ePal Partnerships

- **Community Partnerships** (like Int'l Bacc.)
  - Does it create a channel? If so, how wide?
  - How does it build your brand?
  - Can you acquire rights to the customer?
  - Who funds/owns custom development?
  - What is the residual value if the partnership ends?
- **General** – investment, monetization, ownership, control, liability, sunset provisions



## “Sunset” Questions

- **What causes Strategic Partnerships to go bad?**
  - Insufficient upfront alignment
  - Adverse market response or changes in market
  - Lack of flexibility over time
- **How to plan ahead to minimize the risk:**
  - ... that a Strategic Partnership goes bad?
  - ... that it hurts your business if it goes bad?
- **What to do if a Strategic Partnership goes bad?**
  - Protect your IP
  - Protect your product
  - Protect your market



# Global Partnerships

Questions and Discussion