

# Summary of Contents

## Volume 1

Chapter 1.	Confidentiality and Non-Disclosure Agreements
Appendix 1A.	Annotated Non-Disclosure Party Agreement (Biased in Favour of Disclosing Party)
Appendix 1B.	Annotated Non-Disclosure Agreement (Biased in Favour of Recipient)
Appendix 1C.	Annotated Mutual Nondisclosure Agreement
Appendix 1D.	Annotated Agreement Disclaiming Confidentiality
Appendix 1E.	Remedies Table — Misuse of Confidential Information
Chapter 2.	International Protection of Trade Secrets
Appendix 2A.	Defend Trade Secrets Act Of 2016
Chapter 3.	Employee and Independent Contractor Agreements
Appendix 3A.	Annotated Independent Contractor Agreement
Chapter 4.	Venture Capital Finance
Appendix 4A.	Annotated Term Sheet
Chapter 5.	Patent Licensing
<b>Appendix 5A. Checklists</b>	
Appendix 5A1.	Patent Licensing Due Diligence Checklist
Appendix 5A2.	Patent License Agreement Checklist
<b>Appendix 5B. Agreements</b>	
Appendix 5B1.	Annotated Patent License Agreement
Appendix 5C.	Judgment of the United States Supreme Court in <i>Bilski v. Kappos</i>
<b>Appendix 5D. United States Patent and Trademark Office</b>	
Appendix 5D1.	Interim Guidance for Determining Subject Matter Eligibility for Process Claims in View of <i>Bilski v.</i> <i>Kappos</i> United States Patent and Trademark Office
Appendix 5D2.	Interim Examination Instructions for Evaluating Subject Matter Eligibility Under 35 U.S.C. § 101
Appendix 5D3.	A USPTO White Paper Automated Financial of Management Data Processing Methods (Business Methods)

- Appendix 5D4. Excerpts From Manual of Patent Examining Procedure (MPEP) of UPSTO
- Appendix 5D5. Preliminary Examination Instructions for Determining Subject Matter Eligibility in view of Alice Corp. v. CLS Bank
- Appendix 5D6. July 2015 Update on Subject Matter Eligibility
- Appendix 5D7. 2019 Revised Patent Subject Matter Eligibility Guidance
- Appendix 5D8. Examining Computer-Implemented Functional Claim Limitations for Compliance with 35 U.S.C. 112
- Appendix 5D9. New Form Paragraphs for Subject Matter Eligibility Rejections under the 2019 Revised Patent Subject Matter Eligibility Guidance
- Appendix 5D10. Frequently Asked Questions (FAQs) on the 2019 Revised Patent Subject Matter Eligibility Guidance (“2019 PEG”)
- Appendix 5E. Decision of the Federal Court in Amazon.com
- Appendix 5F. Practice Guidance**
- Appendix 5F1. CIPO Post-Amazon Practice Guidance
- Appendix 5F2. Practice Subsequent to the Amazon.com Decision (PN2011-04)
- Appendix 5F3. Office Practice Respecting Inventive Concept (PN2012-01)
- Appendix 5F4. Statutory Subject Matter under the Patent Act
- Appendix 5F5. Practice Guidance Following the Amazon FCA Decision
- Appendix 5F6. Examination Practice Respecting Purposive Construction (PN2013-02)
- Appendix 5F7. Examination Practice Respecting Computer-Implemented Inventions (PN2013-03)
- Appendix 5F8. Patent Notice: Revised Examination Practice Respecting Medical Uses (PN 2015-01)
- Appendix 5F9. Patent Notice: Examination Practice Respecting Medical Diagnostic Methods (PN 2015-02)
- Appendix 5G. Computer-Implemented Inventions
- Appendix 5H. Decision of the Federal Court of Appeal in Amazon.com Inc., Re
- Appendix 5I. Intellectual Property Enforcement Guidelines

## Volume 2

- Chapter 6. Intellectual Property, Computer Systems and Privacy

## SUMMARY OF CONTENTS

	in Financing Transactions, Mergers and Acquisitions
Appendix 6A.	Annotated Representations and Warranties Relating to Intellectual Property, Computer Systems and Privacy
Appendix 6B.	Annotated Intellectual Property Transfer Agreement
Appendix 6C.	Annotated Precedent General Security Agreement
Appendix 6D.	Short Form of Assignment of Rights
Appendix 6E.	Patent License Agreement (Biased in Favour of Licensor)
Appendix 6F.	Patent Cross License Agreement
Appendix 6G.	Patent License Agreement (Biased in Favour of Licensee)
Appendix 6H.	<i>Summary of Procedure for the resolution of disputes under the CIRA Domain Name Dispute Resolution Policy</i>
Chapter 7.	Cross-Border Licensing and Technology Contracts
Appendix 7A.	Comprehensive International Licensing Due Diligence Checklist
Appendix 7B.	Doing business abroad: Protecting your IP in the United States
Chapter 8.	Co-Development and Co-Marketing Agreements
Chapter 9.	Software / Systems Development Agreements
Appendix 9A.	Annotated Development Agreement
Chapter 10.	Software License, Maintenance and Escrow Agreements
Appendix 10A.	Software License Agreement
Appendix 10B.	Maintenance and Support Agreement
Appendix 10C.	Escrow Provision
Appendix 10D.	France Animation, s.a. c. Robinson
Chapter 11.	IT Outsourcing
Appendix 11A.	Annotated Outsourcing and Service Level Agreement
Appendix 11B.	10:01.1B Outsourcing Agreement (U.S. Form)
Appendix 11C.	Processing Personal Data Across Borders Guidelines
Appendix 11D.	Fact Sheet Privacy and Outsourcing (Private Sector)
Appendix 11E.	Fact Sheet Privacy and Outsourcing (Public Sector)

- Appendix 11F. B-10 Guidelines: Outsourcing of Business Activities, Functions and Processes
- Appendix 11G. Guideline
- Appendix 11H. Memorandum Cyber Security Self-assessment

## Volume 3

- Chapter 12. Dispute Avoidance and Resolution
  - Appendix 12A. Dispute Resolution Provision
  - Appendix 12B. Federal Courts Act
  - Appendix 12C. New 2014 Draft Intellectual Property Enforcement Guidelines
  - Appendix 12D. Quantum Table — Copyright Infringement
  - Appendix 12E. Quantum Table — Remedies for Patent Infringement
  - Appendix 12F. Quantum Table — Trade-Mark Infringement and Passing Off
- Chapter 13. E-Commerce and Internet Agreements
  - Appendix 13A. Agreements**
    - Appendix 13A1. Sample E-Commerce Agreements
    - Appendix 13A2. E-Commerce Marketing Agreement
    - Appendix 13A3. E-Commerce Content Agreement
    - Appendix 13A4. E-Commerce Carrier Agreement
  - Appendix 13B. Anti-Spam Legislation
  - Appendix 13C. Memorandum of Understanding between the CRTC and the Privacy Commissioner of Canada
  - Appendix 13D. Compliance and Enforcement Information Bulletins**
    - Appendix 13D1. Compliance and Enforcement Information Bulletin CRTC 2012-548
    - Appendix 13D2. Compliance and Enforcement Information Bulletin CRTC 2012-549
    - Appendix 13D3. Compliance and Enforcement Information Bulletin CRTC 2014-326
    - Appendix 13D4. Compliance and Enforcement Information Bulletin CRTC 2018-415
  - Appendix 13E. Electronic Commerce — Telecom Regulatory Policy CRTC 2012-183
  - Appendix 13F. Electronic Commerce Protection Regulations, SOR/2013-221

## SUMMARY OF CONTENTS

- Appendix 13G. Electronic Commerce Protection Regulations, SOR/2012-36
- Appendix 13H. Dot Com Disclosures How to Make Effective Disclosures in Digital Advertising
- Appendix 13I. Table of Concordance — Electronic Commerce Statutes
- Appendix 13J. Office of the Privacy Commissioner of Canada**
  - Appendix 13J1. Guidelines on Privacy and Online Behavioural Advertising
  - Appendix 13J2. Policy Position on Online Behavioural Advertising
  - Appendix 13J3. Canada's Law on Spam and Other Electronic Threats
  - Appendix 13J4. The Internet of Things: An introduction to privacy issues with a focus on the retail and home environments
  - Appendix 13J5. Anti-spam law's changes to Canadian federal privacy law: A guide for businesses doing e-marketing
  - Appendix 13J6. Privacy Guidance for Manufacturers of Internet of Things Devices
  - Appendix 13K. Electronic Commerce
  - Appendix 13L. Intellectual Property
  - Appendix 13M. Frequently Asked Questions about Canada's Anti-Spam Legislation
  - Appendix 13N. Canada's Anti-Spam Legislation Requirements for Installing Computer Programs
- Appendix 13O. The Deceptive Marketing Practices Digest**
  - Appendix 13O1. Bulletin The Deceptive Marketing Practices Digest Volume 1
  - Appendix 13O2. Bulletin The Deceptive Marketing Practices Digest Volume 2
  - Appendix 13O3. Bulletin The Deceptive Marketing Practices Digest Volume 3
  - Appendix 13O4. The Deceptive Marketing Practices Digest Volume 4
  - Appendix 13O5. The Deceptive Marketing Practices Digest — Volume 5
  - Appendix 13O6. The Deceptive Marketing Practices Digest — Volume 6
  - Appendix 13P. Administrative Monetary Penalties and Monetary Penalties Pursuant to Undertaking under *Act to Promote the Efficiency and Adaptability of the Canadian Economy by Regulating Certain Activities that Discourage Reliance on Electronic Means of Carrying Out Commercial Activities (CASL)*

Appendix 13Q.	Remedies Table - Compliance Agreements with The Privacy Commissioner of Canada
Appendix 13R.	General Data Protection Regulation of the European Parliament and of the Council of the European Union
Appendix 13S.	General Data Protection Regulation of the European Parliament and of the Council of the European Union
Appendix 13T.	Sentencing and Resolutions Table — Offences under the <i>Competition Act</i>

## Volume 4

### Appendix

#### Appendix A. Related Legislation and Regulations

Appendix A1.	Patent Act
Appendix A2.	Copyright Act
Appendix A3.	Personal Information Protection and Electronic Documents Act
Appendix A4.	Can. Reg. 2018-64 — Breach of Security Safeguards Regulations
Appendix A5.	Bankruptcy and Insolvency Act
Appendix A6.	Companies' Creditors Arrangement Act
Appendix A7.	Electronic Commerce Act, 2000
Appendix B.	Decisions

#### Table of Added Cases

#### Table of Cases

#### Index