CONTENTS:

PROGRAM SCHEDULE ........................................................................... 9

FACULTY BIOS ...................................................................................... 29

1. The Outsourcing Process ............................................................... 63
   Brad L. Peterson
   "Mayer Brown LLP"

2. Anatomy of a Master Services Agreement ................................. 95
   John F. Delaney
   "Morrison & Foerster LLP"

3. Addendum of *Morrison & Foerster LLP* Articles: ......................... 123
   d. “Alternative Offshore Outsourcing Structures,” (February 3, 2015) .............................................................. 137
   e. “Negotiating Cloud Contracts,” (December 18, 2014) ........... 143
   f. “Knowledge Is Power,” (November 12, 2014) ................. 147
   g. “Technology Outsourcing and UK Financial Services Regulation,” (August 12, 2014) ........................................... 153

   Submitted by:
   John F. Delaney
   "Morrison & Foerster LLP"
4. IP in Outsourcing Contracts: Strike a Balance, But Secure What You Need.......................................................... 159
   Nancy B. Merrill
   Seif Ammus
   *TeleTech Holdings, Inc.*

5. Privacy and Data Security—A Collection of Recent Articles .......... 191
   a. A How-To: Protecting Privacy Interests in Outsourcing .......... 193
   b. Stay a Step Ahead of State Data Breach Laws...................... 197
   c. Privacy Updates.................................................................. 201
   d. Mobile Application Privacy: An Overview of the Recommendations From the FTC and the California Attorney General ................................................................. 207
   e. Long-Expected Omnibus HIPAA Rule Implements Significant Privacy and Security Regulations for Entities and Business Associates................................................. 217

      Submitted by:
      Rebecca Eisner
      *Mayer Brown*

6. Pricing and Financial Structures .................................................. 227
   Vivian Hanson
   *Morrison & Foerster LLP*
   Richard Maroney
   *ThinkSolutions, Inc.*

7. Contracting for ‘Worst Cases’—Liability Limits and Indemnities.............................. 249
   George Kimball
   *Hewlett-Packard Company*
   Marcelo Halpern
   *Perkins Coie LLP*
8. Negotiating Cloud Deals ............................................................... 273
   Michael S. Mensik
   Baker & McKenzie LLP
   Linda Barrios
   McDonald’s Corporation
   Gregg Goldman
   UBS
   Elizabeth Kelley
   Hewlett-Packard Company
   Lynn Lugo
   IMS Health

9. Case Study: Platform as a Service Rollout
   for an Extended Enterprise ........................................................... 297
   Peter R. George
   Baker & McKenzie LLP
   Gabriela Cleveland
   Jones Lang LaSalle
   David M. Ross
   MetLife

10. Next Generation Outsourcing: Front-Office Outsourcing
    for Revenue Generation Net Cost Savings ................................... 313
    William A. Tanenbaum
    Kaye Scholer LLP

11. Supply Chain Management Deals ............................................ 319
    David P. Chameli
    Heritage-Crystal Clean, LLC

12. Supplier Perspectives on Risk: The Other Side of the Hill .......... 325
    George Kimball
    Hewlett-Packard Company

13. Ethical Issues in Outsourcing Negotiation ............................... 355
    Timothy J. Miller
    Novack and Macey LLP
14. Basic Ethics for the Negotiating Lawyer ...........................................379
   David Rabinowitz
   *Moses & Singer LLP*

INDEX .....................................................................................................427

Program Attorney: Kenneth Min