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DUTCH INFORMATION TECHNOLOGY LAW

LEGAL PLANNING

CHECKLIST

CORPORATE FINANCE

- Shareholder agreements
- Government-backed loans
- Government grants
- Debt structuring
- Stock for services

Growth

- Venture capital
- Unsecured financing
- Supplier-provided financing
- Private placements
- Strategic alliances

Exit

- Sale of assets or (shares of) company
- Management buy-out
- Initial public offering

Tax

- Sales and licensing
- Employment taxes

- Foreign taxes
- Income taxes
- Tax treaties

Risk Management Strategies

- Insurance, including directors and other officers liability
- Indemnification, including infringement, liability to third parties
- General terms and conditions
- Business continuity/disaster recovery planning

RESEARCH AND DEVELOPMENT

Personnel

- Recruitment, compensation, termination of employment
- Confidentiality and non-competition
- Outsourcing of labor-intensive or non-core business activities
- International considerations: offshore development

Compensation

- Incentive compensation, including stock options, bonuses, premiums and contingencies
- Regulatory compliance

Development and Upgrades

- Cash flow management
- Management of installation, training and support

Intellectual Property Management

- Legal protections; secrets, software, interfaces, data bases, compilations, multimedia and domain names
- Copyrights, trade secrets, utility patents, EU directives, WTO, TRIPs, Internic
- Web authoring: unfair competition, trade dress misappropriation, dilution, misrepresentation and design patents

- "Work for hire" issues
- Joint ownership issues
- Artist's and author's rights under Berne Convention and Dutch laws
- Auditing intellectual property ownership for financing, mergers, divestitures

MARKETING AND DISTRIBUTION

Distribution

- Agents, distributors, value-added resellers, and other relationships
- Pricing strategies
- Marketing law, including direct sales, telemarketing, mail order
- Licensing strategies and agreements
- "Shrink wrap" and "click wrap" licenses
- Source code escrows
- Dispute resolution techniques, both domestic and international

Networking and Telecommunications

- Internet hosting, publishing, portals
- Electronic Data Interchange ("EDI")
- Network integration
- Electronic commerce, digital signatures

Exporting

- Foreign agents and distributors
- European (EU) regulation of licensing and distribution of software and databases

Foreign Operations

- International strategies
- Foreign laws, including regulation of Web content
- advertising and business presence, privacy