



## **RISKY BUSINESS: Financing and Distributing Independent Films**

**With Mark Litwak, Esq.**

**Saturday, March 31, 2012, 10am – 5pm  
West Los Angeles College**

This comprehensive seminar—for new attorneys, attorneys transitioning to entertainment law, and filmmakers—explores how independent films are financed and distributed. Topics include financing via pre-sales, debt and equity investors, negotiating tactics, typical contract terms, cross-collateralization, and creative accounting. Particular attention will be paid to how producers and filmmakers can protect themselves by: investigating distributors; watering down warranties; adding contract provisions covering performance, termination, and alternative dispute resolution; getting errors and omissions (E&O) insurance; and using lab access letters and schedules of minimums. Other topics will include: criteria for selecting a distributor; new media distribution; which contract terms are negotiable; compliance with state and federal laws regarding investors; retaining an attorney, producer reps and publicists; and confirming awards and enforcing judgments. **Extensive handouts (see below) will be made available exclusively online for download**, including a distribution contract, articles, and a self-defense checklist. Finally, the lunch hour will provide a great opportunity for networking.

**Mark Litwak** is a veteran entertainment attorney based in Beverly Hills. He has lectured at UCLA Extension for more than 20 years, and at Harvard and other top universities. He is the author of six books including: *Reel Power: The Struggle for Influence and Success in the New Hollywood*, *Dealmaking in the Film & Television Industry* (winner of the 1996 Krazna-Kranz award for best book in the world on the film business), *Contracts for the Film & Television Industry*, and *Risky Business: Financing and Distributing Independent Films*. He has executive produced 6 feature films and successfully arranged for the distribution of more than 50 features as well as serving as production counsel on several TV series. Mark also functions as a producer rep, assisting filmmakers in the financing, marketing, and distribution of their films. He is AV Peer Review Rated and has been named a Southern California Super Lawyer multiple times.

**VENUE:** Fine Arts Auditorium (*see directions and map below*)  
West Los Angeles College, 9000 Overland Ave., Culver City, CA 90230  
**Free parking** is available in the campus parking structure.

**ADMISSION:** **Online registration closes 11:59pm Friday, March 30, 2012**  
Participants requesting **lunch** must register by **5pm Thursday, March 29, 2012**  
**Walk-in** registration: **add \$20** to ticket price (lunch option not available)

MCLE credit ticket (6 hours):  
CLA Attorney Members: \$205  
Attorneys: \$295

Standard ticket (no MCLE credit):  
CLA Student Members and CLA Senior Members: \$65  
CLA Members: \$75  
General Admission: \$120

All registrants:  
Optional lunch (provided by California Pizza Kitchen: sandwich, salad, drink): \$10

**REGISTER:** Online: [http://calawyersforthearts.org/calendar/Special\\_Events](http://calawyersforthearts.org/calendar/Special_Events)  
Phone: (310) 998-5590

**QUESTIONS:** [jennie.park@calawyersforthearts.org](mailto:jennie.park@calawyersforthearts.org)

*These workshops were made possible, in part, by support provided by the California Arts Council, Los Angeles County Arts Commission, California Community Foundation, and National Endowment for the Arts.*

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***Seminar handouts*** (nearly 100 pages, available exclusively online for download) **cover:**

**SELF DEFENSE CHECKLIST**

**ORGANIZING YOUR COMPANY**

- Choice of Business Entity
  - Sole Proprietorship
  - General Partnership
  - Limited Partnership
  - Corporation
  - Company Formation Checklist
  - Limited Liability Company (LLC)
- Comparison of Entity Choices

**COLLABORATIONS AND CO-PRODUCTIONS**

- International Co-Productions
- Co-Production Checklist

**RAISING MONEY**

- Loans
- Pre-sale Agreements
  - Contract: IFTA International Schedule of Definitions
- Entertainment Finance Companies
- Equity Investments
- Finders

**TACTICS AND STRATEGY IN ARRANGING DISTRIBUTION**

- How Much is My Film Worth?
- How Distributors Evaluate a Film
- Sources of Revenue
- Increasing Your Leverage
- Film Festivals
- Working the Festival Circuit
- Balancing Risks and Rewards
- The Acquisition/Distribution Agreement
- Tactics and Strategy
- Markets and Festivals
- Investigate the Distributor

**PRINCIPAL TERMS OF THE DISTRIBUTION AGREEMENT**

- Territory
- Media
- Term
- Distribution Fee
- Distribution and Marketing Expenses
- Advances and Guarantees
- Consultation Rights
- Warranties and Representations
- Accounting
- Arbitration
- Insurance

- Termination
- Assignment
- Allocation of Package Revenue
- Security Interest
- Governing Law
- Territorial Minimums
- Retain Your Masters
- Return of Materials
- Delivery
  - Contract: Lab Access Letter
- Contract: IFTA Rider to International Distribution Agreement

#### WHEN A DISTRIBUTOR DEFAULTS

- Selecting a Distributor
- Creative Accounting
- Conducting an Audit
- How Revenue is divided
- Creative Accounting Pitfalls
- Accounting Terms
- Defensive Tactics

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**DIRECTIONS:**

From Overland Ave., enter campus through Freshman Dr. and stay in right lane.  
Turn right at first stop sign, onto Albert Vera Dr.  
Drive past Lot 7 on right, till you reach campus' only **parking structure** at top of hill.  
After parking, walk toward Albert Vera Dr.; signs will direct you to Fine Arts Auditorium ("FA" on map).

