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Entertainment Law Circular  
November 2017

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Pierce Law Group Clients New In

Let's Collaborate  
By David Albert Pierce, Esq.  
(reprint courtesy of Moviemaker Magazine)



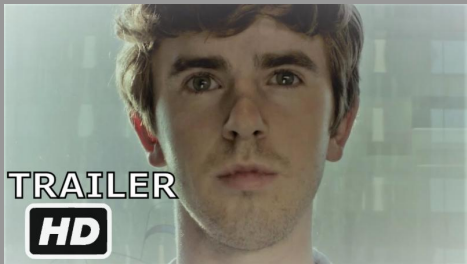
Let's do this ("Purpose of Our Collaboration"). Here's what you are going to do ("Your Responsibilities"). Here's what I'm going to do ("My Responsibilities"). Here's what happens if one of us changes our minds and doesn't want to go forward ("Termination Provisions"). Here's what happens when we disagree ("Dispute Resolution Provisions"). And, here's what happens if any of our other plans need to change ("Other Foreseeable Concerns").-- ***Avoiding disputes can be as simple as having this brief conversation with your fellow collaborator at the earliest stage of a project.*** By taking the time to strategize and articulate what your collaborative efforts will actually entail, problems can be avoided and friendships maintained.

Collaborations may arise between two



[Click To Watch Trailer](#)

PLG LLP is proud to have provided legal services for the new Lions Gate released film, entitled, "Wonder." This film with potential Oscar contending performances hits theaters on **November 17, 2017**. The film stars **Julia Roberts, Jacob Tremblay, and Owen Wilson**.



[View Trailer Here](#)

Also set to be released in theaters on November 17th is the touching film "Almost Friends," the latest production by Pierce Law Group LLP client **Alex Ginzberg** and will be released by the newly reorganized Orino Pictures. The film stars **Freddie Highmore, Haley Joel Osment, and Odeya Rush**.

Also be sure to check out in limited release **Milan Chakraborty's "My Friend Dahmer"**



[Milan Chakraborty](#) has produced

screenwriters, or a screenwriter and producer, or a creative producer and finance person, or two production companies, each bringing important contributions to the project. The entertainment industry is at its best when collaborations bring equally talented people together. But, when such collaborations fall apart, the projects can become shrouded with a cloud on the chain of title and nasty rights fights can follow.

Our law firm's litigation department hears a near identical story from prospective clients on a weekly basis. The story begins, "We were best friends, I came up with the story and she immediately wanted to help write it with me. . ." The story ends with "is there any way I can get this project back without it costing me a fortune?"

Since the parties were friends and passionate about the project, they felt it unnecessary to have a written agreement between them. Now, they hate each other's guts while neither wishes to part ways with their project.

### **Discuss the Parameters of the Collaboration.**

A lot of problems can be avoided by the parties simply speaking to each other at the start about what they are going to do and how they are going to do it. Some producing partnerships have one individual with money teaming up with an individual who has the rights to a great property or some other significant creative contribution. Some producing partnerships are made up of two "creatives" who want to bring their vision to the masses. Others are a producer and a writer. There are many possible combinations, and many more ways to define the relationship. One of the first questions that the parties should answer is what project does their collaboration include? Is it a single screenplay, or is it a slate of films?

### **--What is the relationship between the parties?**

Besides being best friends for life, what is your actual relationship as to this project? The parties should decide at the outset who is the intended copyright owner? Will it be co-owned? Will one party own it but the other will share in the credit and sales price? Should the rights be held in a partnership or would the creation of a corporation or limited liability company be better?

### **--What is each party supposed to do?**

At the start of the relationship, the parties should frankly discuss what they each expect to contribute and what they expect to receive for

the indie hit, "My Friend Dahmer," which is in theaters now. This film has received rave reviews, with Variety calling it "disturbingly compelling and original."

Milan is a former student of David Albert Pierce's UCLA course "Organizing, Financing & Running An Entertainment Production Company." Milan, now a credited producer on 10 films, states:

*"I took Pierce's course as I was making my first film. And as a result, I paid attention to a lot of things people usually overlook. Thanks to the issue spotting in his class, I learned all about entities, the subtleties that can be tied to clearance releases, the importance of paying employees properly, etc. A film is a business. You have to run it right. I learned not to overlook the important details early on because of Pierce's class."*

To read More about the film "My Friend Dahmer" Click [Here](#).

Please Consider Donating to this Worthy Cause



Pierce Law Group LLP is once again participating in the 2017 Light The Night fundraising campaign to support the Leukemia & Lymphoma Society and the "Executive Challenge" to raise \$10,000 by the end of December. The L.A. Chapter of LLS is already on pace to raise over \$1 Million from this year's campaign. To contribute to this campaign, please click [here](#).

On November 4th, David Albert Pierce, kicked off the initiative by attending LLS's Light the Night Walk at LA Live.

the contributions. By spelling it all out in the beginning, people will be less apt to say they didn't understand the other party's intentions. The collaborators should prepare a list of delegated duties for each party. A separate list of rights of each party should likewise be prepared. The parties should review everything together and discuss it to ensure that there is a full "meeting of the minds."

Separate creative functions from business functions, and determine who has the final word on each. Often, the person bringing in the money is the one who rightfully should control the business decisions concerning the film, such as, whether a completion bond will be used, how additional money may be raised, what sales agent to employ, etc. The other collaborator would be primarily responsible for the story development, casting, and other creative aspects of the production. When creative issues cross into financial issues, the person with creative responsibility and control tends to be the ultimate decisionmaker, provided the budget contemplates and permits such expenditures. But, if the creative decision will cause the project to go beyond the intended budget, then the person with financial control would be the one to determine whether an overage should occur.

Each party should also understand what the law requires of them. Each party's actions are governed by the contract. The contract may be called a Collaboration Agreement, or Co-Production Agreement, or an Attachment Agreement, or it may be referred to by countless other names. Regardless of what the contract is called, it should articulate the exact rights and obligations of each party. Each party must also comply with statutes and common law that further dictate obligations owed to those whom you do business with.

#### --What if money is needed?

At the start of your collaboration you should discuss how much money you will need in order to complete the project, how you anticipate raising that money and what happens if you need more money to complete your collaboration. Major problems can be avoided by arranging a contingency plan for dealing with the need for more money before more money is needed. Who has the authority to go out and raise more money? Will one or more collaborators put in additional funding? Is contributing additional funding an optional right for the parties or a mandatory obligation? What if one contributes more money but the other does not, how does that change the profit distribution or other terms in





David Albert Pierce with NBA Hall of Famer and Leukemia Survivor, Kareem Abdul Jabbar.



David Albert Pierce with LLS LA Chapter Representative Shannon Sullivan and fellow LLS Board Member & Chapter President Jeff Hare.

## Upcoming Seminars & Presentations

On Monday, November 20, 2017 from 6:30 pm until 9:00 pm, the Beverly Hills Bar Association's Entertainment Law Section presents "An Evening With Judge Kozinski."

David Albert Pierce and Alexander Rufus- Isaacs will co-chair this evening dinner event wherein the esteemed and always

place between the parties? Again, these are all questions that are so much easier to tackle when discussed before the actual need arises.

--What if one of us wants to voluntarily leave the project?

Film projects can often spend many years in development. During that time, your collaborator may fall in love and decide to move to a remote destination. If that happens, does the collaborator get to stay involved in the project? What about his/her obligations to the project? Will changes to the contract automatically occur, such as a reduction in the compensation originally promised to the collaborator that now seeks to walk away?

--What if neither of us want to leave the project but we can't get along.

"We were best friends, and then we got involved in this project!" Collaborations test relationships. By trying to foresee where problems may arise projects can stay on the right course. The parties should anticipate not agreeing on all possible topics and thus should have an agreed upon method for handling disagreements. For example, having one partner have the final say on business decisions while the other partner has the final say on creative decisions.

--Document everything.

After each informal meeting between collaborators, it is recommended that one of the collaborators write an email providing a memorial of what was discussed between them. The other collaborator can then reply back on the same e-chain to call out any discussions that were not properly memorialized to make sure both sides are on the same page and in agreement as to what was verbally discussed between them. That email can become a chain that goes on and on for the life of the project, with the ability to see the ongoing discussions about the project, and to document what was originally determined as the manner to solve such a problem, or at least who is primarily in charge of fixing it.

Preferably, all of your notes and discussions between you and your fellow collaborator can be brought to an attorney who can draft a comprehensive contract which is concise and unambiguous. At the very least employing an attorney to read your self-drafted agreement can be worthwhile to make sure that the document reflects your intentions from a legal perspective. And in a pinch if you need to go it alone (and we don't recommend that you go it alone), you can simply go through the steps listed above, (i.e.; List "Purpose of Our Collaboration;" "Your

entertaining federal judge **Alex Kozinski** will give his thoughts on cutting edge issues concerning 1st Amendment, Anti-SLAPP, Defamation in Cyberspace, and other evolving topics touching upon the practice of entertainment law.

**Judge Kozinski** sits on the **United States Court of Appeals for the Ninth Circuit**, where he has served since 1985 and is a prolific writer and speaker on 1st Amendment issues. Attorney **Ted Boutros** who regularly handles high-profile and novel First Amendment litigation on behalf of clients in the technology and media sectors will serve as the interviewer for the evening.

This dinner event will take place at **DOMA restaurant on Canon Dr.** in Beverly Hills.

For more information or to Register, click [here](#).

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On Monday, Dec. 4th, Pierce Law Group LLP attorney **Tony Hanna** will give a lecture on " **Union Issues In The Entertainment Industry** " at David Pierce's UCLA-Extension course on " **Organizing, Financing & Running An Entertainment Production Company** " from 7 - 10 pm. This is a closed seminar for students enrolled in the class.

## Black Klansman Assembles A-List Cast



**Adam Driver** (*Star Wars: The Force Awakens*) and **Topher Grace** (*That 70's Show*) have joined **Spike Lee's**

upcoming film entitled "**Black Klansman**," written by our clients, **Charlie Wachtel** and **David Rabinowitz**.

Responsibilities;" "My Responsibilities;" "Termination Provisions;" "Dispute Resolution Provisions;" and "Other Foreseeable Concerns") and then have you and your collaborator set forth what basic terms you desire for each of those sections.

## --Is what was documented comprehensible?

Finally, whether it is an informal memorialization made via emails or a contract drafted by a lawyer, make sure the document is lucid, comprehensible and makes sense to each party with a full understanding of what each party intends the document to mean. If you don't understand the terms of a contract you are about to sign, don't sign it.

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For a complimentary read of all the articles from the **2018 Edition of "MovieMaker Guide To Making Movies"** click [here](#).

## Welcome John Baldivia

Pierce Law Group LLP welcomes a talented new addition to our **Litigation Department**.



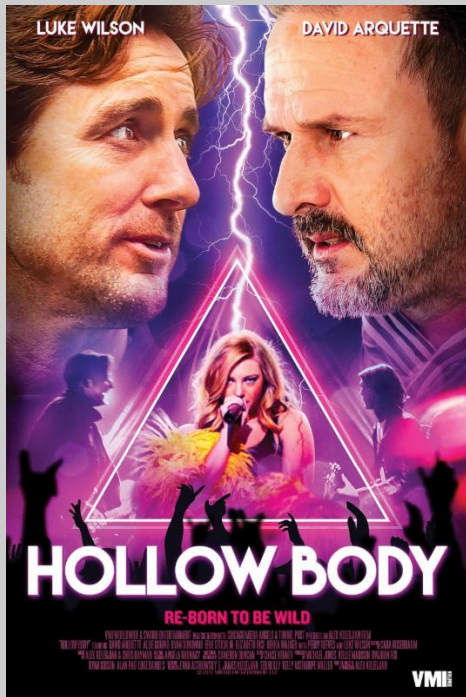
**John R. Baldivia, Esq.** is a litigation attorney working on litigation matters. Prior to joining Pierce Law Group LLP, John was a litigator specializing in Copyright Matters at the firm **Jeong & Likens**. He brings to the Pierce Law Group team a wealth of knowledge in copyright litigation, intellectual

property, as well as music industry custom and practice.

Prior to his legal career, John was a music industry professional, and worked for 10 years for both major and independent record labels, including **Universal Music Group**, **BFM Digital**, and **Clear Channel** (now **iHeartMedia**).

John completed his Juris Doctorate degree at **Southwestern Law School's** evening program while working full time for **Universal Music Group**. While at Southwestern, he served on the editorial board for the **Southwestern Journal of International Law**, where he published an article on the music industry in China. John also served as a judicial extern for **Federal District Court Magistrate Judge Michael R. Wilner**, where he researched and reviewed extensive case

Congratulations To the Producers of the recently completed film "Hollow Body"



On November 9th, David Albert Pierce and Josh Edwards attended the Cast & Crew screening of our clients Evan Astrowsky and Alex Keledjian's new film, "Hollow Body"(Starring Luke Wilson and David Arquette) for which our firm performed financing legal and production counsel services.

The film has been acquired by VMI Worldwide.

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materials in state habeas actions.

John received his undergraduate degree in Arts, Entertainment & Media Management at Columbia College Chicago with a 3.9 GPA.

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### About Pierce Law Group LLP

Pierce Law Group LLP is a full service, boutique entertainment law firm that provides both transactional and litigation legal services. Our practice areas include entertainment law, intellectual property (copyright, trademarks, right of publicity), film finance, securities law, production counsel, and labor & employment issues affecting the entertainment industry, with an emphasis on film, television, and new media. We represent production companies and other creative businesses as well as artists including producers, actors, writers, directors, comedians, and other entrepreneurs. Our client list includes both Academy Award and Emmy Award winners.

We utilize an academic and analytic legal approach to accomplish creative solutions to our clients' goals.

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