



the global voice of
the legal profession

26th Annual Joint Conference



Organized by the International Franchising Committee of the International Bar Association's
Legal Practice Division and the International Franchise Association

MANAGING RISKS IN INTERNATIONAL FRANCHISING

May 18-19, 2010

JW Marriott
Washington, DC, USA

Conference Chair:
Penny Ward
Baker & McKenzie
Sydney, Australia

For more information on this program, visit www.franchise.org

PROGRAMME



Dear Colleagues:

On behalf of the International Committee of the International Bar Association's Legal Practice Division and the International Franchise Association, we invite you to join us for the 26th Annual IFA/IBA Joint Conference this May in Washington, DC.

Our program last year focused on dealing with troubled times. We look forward to 2010 and beyond, confident in the robust nature of the franchise model and its success internationally. Many franchise systems have continued to focus on international expansion when faced with a domestic downturn. Others are now waking from their GFC slumber.

This year our program theme is risk management: how franchisors can avoid hidden traps and mitigate risks when franchising internationally. We will discuss practical steps a franchise lawyer or international sales executive should take to minimize liability or litigation, both before and during the franchise relationship.

We will discuss current hot regulatory topics internationally and predict where regulators will strike next. This is an important educational and networking opportunity you should not miss.

I look forward to seeing you this May in Washington, DC!

Penny Ward
Baker & McKenzie, Sydney, Australia
Conference Chair

Tuesday, May 18

6:00 pm

Reception & Dinner*

The Occidental Grill, Willard Hotel
1475 Pennsylvania Avenue, NW
Washington, DC

**Cocktails and hors d'oeuvres will be served from 6:00 pm – 7:00 pm.
Dinner will be served at 7:00 pm.*

Wednesday, May 19

7:30 am

Registration and Continental Breakfast

8:00 am – 8:15 am

Welcome & Introduction

8:15 am – 9:30 am

Plenary I

Avoiding and Managing System-Wide Litigation in International Franchising

How can disputes with multiple franchisees across international boundaries be managed or avoided? Will class actions in litigation or arbitration become more prevalent, including internationally?

Session Chair:

John Baer, Greensfelder, Hemker & Gale, P.C., Chicago, Illinois, USA

Speakers:

Mike Lockerby, Foley & Lardner, Washington, DC, USA

Mike Daigle, Cheng Cohen LLC, Chicago, Illinois, USA

Mark Abell, Field Fisher Waterhouse, London, England

9:35 am – 10:35 am

Concurrent Interactive Workshops

Managing Franchise Sales Representations Internationally and the Risks from Them

Representations made in the franchise sales process do not always come to fruition. Do such representations commonly provide a franchisee with a right of action internationally? Does the contract supersede them? What is the franchisee's remedy if the representation is incorrect?

Discussion Leader:

Larry Weinberg, Cassels Brock, Toronto, Ontario, Canada

Speakers:

Silvia Bortolotti, Buffa, Bortolotti & Mathis, Torino, Italy

Erik Wulff, DLA Piper US LLP, Washington, DC, USA



PROGRAMME

(continued)

Rebranding Franchise Networks

Refreshing a franchise's brand can make good business sense, but it comes at a cost. Who typically bears these costs and at what price to franchise relationships? How are rebranding programs managed internationally? Does the integration of acquired franchise systems raise particular issues?

Discussion Leader:

Rocio Belda, Garrigues Abogados, Madrid, Spain

Speakers:

Ted Pearce, Driven Brands, Charlotte, North Carolina, USA
John Chambers, Chambers & Co, Norwich, England

IP Licenses, Dealer Agreements and Other Hidden Franchises

In some jurisdictions, franchising regulations are surprisingly broad. When can they catch a business by surprise? What are the consequences?

Discussion Leader:

Lou Jones, Tempur-Pedic, Lexington, Kentucky, USA

Speakers:

Ned Levitt, Gowling Lafleur Henderson, Toronto, Ontario, Canada
Albrecht Schulz, Tigges, Munich, Germany

10:35 am – 10:50 am Refreshment Break

10:50 am – 12:00 noon Plenary II

News From Around the World

This session is the traditional roundup of the very latest developments in franchising from jurisdictions around the world.

Session Chair:

Penny Ward, Partner, Baker & McKenzie, Sydney, Australia

12:00 noon – 1:30 pm Luncheon with Panel Discussion

New Challenges and Changes in Managing an International Legal Practice: Confessions of an In-House Counsel

Session Chair:

Penny Ward, Partner, Baker & McKenzie, Sydney, Australia

1:30 pm – 2:30 pm

Concurrent Interactive Workshops

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2:30 pm – 2:45 pm

Refreshment Break

2:45 pm – 4:00 pm

Plenary III

Using Letters of Intent, Term Sheets and Other Interim Deal Documents in International Franchising

Are interim deal documents commonly used in international franchise transactions? What are their benefits and disadvantages? Are there regulatory traps in using them? At what stage in the process should local advice be sought?

Session Chair:

Andrew Loewinger, Nixon Peabody, Washington, DC, USA

Speakers:

Gaylen Knack, Gray Plant Mooty, Minneapolis, Minnesota, USA
Jorge Mondragon, Gonzalez Calvillo, Mexico City, Mexico
Steve Goldman, Marriott, Washington, DC, USA

4:00 pm

Conference Adjourns



Date

May 18-19, 2010

Venue

JW Marriott
1331 Pennsylvania Avenue, NW
Washington, DC, 20036 USA
Tel: +1 (202) 393-2000
Fax: +1 (202) 626-6991

You may reserve your hotel room at the JW Marriott online at <https://resweb.passkey.com/go/ifalegal2010>. Or you may call 1-800-266-9432 or 506-474-2009 (int'l) and indicate you are attending the IFA Conference to receive our discounted rates. Our room rate for a standard room is \$288 (single or double). **The deadline for making reservations is April 23 (or when the IFA room block is filled.)** Once the room block is sold out, reservations will be accepted on a space and rate availability basis. The JW Marriott is located in downtown Washington at 1331 Pennsylvania Avenue. For more information about the JW Marriott Hotel, visit www.jwmarriottdc.com.

Hotel Rates

US \$ 288 Single
US \$ 288 Double

Language

The working language of the Conference will be English.

Conference Registration Fees

IBA or IFA members @ US \$ 525 per person
Non Member @ US \$ 675 per person

Conference Registration fees include:

- Attendance at all educational sessions
- Conference working materials
- Reception and Dinner on Tuesday, May 18
- Continental Breakfast on Wednesday, May 19
- Refreshment Breaks on Wednesday, May 19
- Lunch on Wednesday, May 19

Pre-Registration and Payment of Fees

Pre-registration for the IBA/IFA Joint Conference closes on May 5. If you are not able to meet this deadline, please register at our onsite Registration Desk beginning Monday afternoon (there will be a \$50 onsite processing fee). To register for all events described in this brochure, please complete one registration form per person and send

with payment to the IFA Offices in Washington, DC. Payment of fees should be in US dollars, by check or bank draft drawn on a US bank and made payable to the International Franchise Association (Federal Tax ID # 36-6108621) or by Visa, MasterCard, American Express or Discover Card. If you would like to pay by wire transfer, please contact the IFA Offices at 202/628-8000 for account information.

Cancellations

Full refunds (minus a \$50 administration fee) will be granted for registrations cancelled at least 14 days in advance of the conference. A 50% refund (minus a \$50 administration fee) will be provided for registrations cancelled 7-14 days in advance. No refunds will be permitted for cancellations less than 7 days in advance or for "no-shows." All requests for refunds must be made in writing to the IFA. Substitutions are permitted at any time.

Social Programme

A special networking reception and dinner will be held on the evening of May 18 at the Occidental Grill in downtown Washington, DC, across the street from the JW Marriott. The cost of the reception and dinner is included in the registration fee.

Conference attendees wishing to purchase an additional dinner ticket for Tuesday evening can do so for US \$160 per ticket.

Persons who are not able to attend the entire conference but wish to purchase a dinner ticket for Tuesday evening can do so for US \$210 per ticket.

Earn Credits

Your attendance at the IBA/IFA Conference qualifies you for Continuing Professional Development (CPD) credits. The Conference has been accredited by the Solicitors Regulation Authority of England and Wales. The number of CPD points/hours available may vary for other bar associations and law societies depending on their criteria. If CPD accreditation is required by delegates from other countries, the IBA will be pleased to supply a certificate of attendance. Contact Angela Chapman (angela.chapman@int-bar.org or +44 (0)20 7691 6868) at the IBA for more information.

In addition, you may also earn Continuing Legal Education Credits (CLEs) in most U.S. states by attending this conference. Details on how to obtain credits will be available onsite at the IFA Registration Desk.



You will earn 300 Education credits toward the completion of the Certified Franchise Executive (CFE) accreditation by attending the IBA/IFA Joint Conference.



May 18-19, 2010 ● JW Marriott ● Washington, DC, USA

Please read the "General Information" section before completing this form. Return the completed form with your payment to the address below. Please complete one form per person. **Pre-registration for the IBA/IFA Joint Conference closes on May 5.** To register after this date, please visit our onsite Registration Desk beginning the afternoon of May 17. Onsite registrations will be subject to an additional US \$50 processing fee.

Full Name _____
 Badge Name _____ Job Title _____
 Company _____
 Address _____
 City _____ State _____ Postal Code _____
 Country _____
 Telephone _____ Fax _____
 Email _____

Please mark the appropriate boxes. Registration fees are per person:

- IBA or IFA Member US \$525 per person..... US\$ _____
- Non-Member US \$675 per person..... US\$ _____
- Additional Dinner Tickets for Conference Attendees US \$160 per person x _____ US\$ _____
 Guest Name (if applicable) _____
- Dinner Tickets for Non-Conference Attendees US \$210 per person x _____ US\$ _____

Total: US\$ _____

Check here if you require special assistance to participate. Please specify: _____

Payment Method

Check Enclosed Payable to "IFA" (Federal Tax ID #36-6108621)
 Credit Card: American Express Discover Card MasterCard Visa (circle one)
 Account Number _____ Expiration _____
 Card Member Name _____
 Billing Address _____
 Signature _____

Complete and return with payments to:
 International Franchise Association, c/o 26th Annual IBA/IFA Joint Conference
 1501 K Street, NW, Suite 350, Washington, DC 20005
 Telephone +1 (202) 628-8000 ● Fax +1 (202) 628-0812
 www.franchise.org

For Hotel Reservations: You may reserve for your hotel room at the JW Marriott online at <https://resweb.passkey.com/go/ifalegal2010>. Or you may call 1-800-266-9432 or 506-474-2009 (int'l) and indicate you are attending the IFA Conference. Our room rate for a standard room is \$288 (single or double). The deadline for making reservations is April 23 (or when the IFA room block is filled.) Once the room block is sold out, reservations will be accepted on a space and rate availability basis.

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International Bar Association (IBA) – the global voice of the legal profession

The International Bar Association (IBA), established in 1947, is the world's leading organisation of international legal practitioners, bar associations and law societies. The IBA influences the development of international law reform and shapes the future of the legal profession throughout the world. With a membership of more than 35,000 individual lawyers, 73 Group Member Law Firms and 197 bar associations and law societies spanning all continents the IBA has considerable scope and expertise in providing assistance to the global legal community.

Divisions and committees

Grouped into two divisions – the Legal Practice Division and the Public and Professional Interest Division – the IBA covers all practice areas and professional interests, providing members with access to leading experts and up-to-date information. Through the various committees of the divisions, the IBA enables an interchange of information and views among its members as to laws, practices and professional responsibilities relating to the practice of business law around the globe.

International Bar Association

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International Franchise Association (IFA)

The International Franchise Association, founded in 1960, is the oldest and largest association in the world representing franchisors, franchisees and suppliers to the franchise community. The IFA represents more than 1,300 franchisors, thousands of franchisees and more than 600 franchise community suppliers. IFA's members have franchise operations in virtually every corner of the globe, and IFA serves as a resource center for both current and prospective franchisors and franchisees, public policy makers, legislators, regulators, the media and the general public.

IFA's membership services include educational seminars and conferences, publications, trade shows, marketing and promotional assistance, government and public relations activities and international and minority outreach programs. The IFA actively promotes educational awareness programs for franchise investors and educational programs for franchisors to ensure compliance with franchise disclosure laws and regulations. The IFA is instrumental in creating and implementing programs designed to safeguard franchising from abuse by fraudulent operators.

International Franchise Association

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