



RAISING THE BAR

IFA LEGAL SYMPOSIUM

MAY 5-7, 2019 | WASHINGTON, DC



Stuart Hershman
Partner
DLA Piper LLP (US)
Legal Symposium Task Force Chair

Dear colleagues,

On behalf of the Task Force for the 2019 IFA Legal Symposium, I would like to encourage you to join us once again in Washington, DC for three days of invigorating and engaging discussion with your franchise colleagues and friends from both the United States and abroad about numerous legal and business topics in the franchise arena. We have tried to get ahead of the curve by adding cutting-edge sessions, such as the relevance of block-chain technology to franchise systems and the challenges of franchising in the ever-growing cannabis industry, as well as sessions that will help both practitioners and business people maneuver through some of the thorniest practical franchise relationship issues and settings. As always, we also present the traditional basics programs for those new to franchising or simply wanting a refresher as well as our traditional “judicial update” session, where an august group of franchise attorneys will alert you to the most seminal legal developments in specific franchise-related areas in recent months. And of course, no IFA Legal Symposium would be complete without our ever-popular roundtables, which give attendees the chance to get tips, insight, best practices, and general information from each other in an almost-unlimited number of areas.

I have attended three decades’ worth of IFA Legal Symposia, and I always am excited to attend this annual event for the opportunity to see old friends, to make new friends, to hear about the latest legal and legislative developments, and just to learn from some of the smartest people in franchising. I could not imagine missing the opportunity to share stories and experiences with old and new colleagues in the informal, inviting setting that the IFA has nurtured over the years. As Uncle Sam said 100 years ago in one of the most iconic posters in the history of the world, “I WANT YOU”! In this case, we want and need you to attend the 2019 IFA Legal Symposium to help us make it the best one ever with your valuable input. I look forward to seeing you there.

Sincerely,

Stuart Hershman

2019 Legal Symposium Task Force

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Diana Vilmenay
Attorney
Gray Plant Mooty

Tanya Morrison
Director and General
Counsel
Home Instead Senior Care

David Worthen
Partner
Quarles & Brady



WHO SHOULD ATTEND:

- All attorneys interested in franchise law
- In-house counsel
- Franchise CEOs
- Franchise development and sales executives
- Franchise legal and compliance officers
- Paralegals
- Franchise administrators
- Franchisees interested in learning more about the legal and business aspects of franchising
- All others concerned with franchising's legal, regulatory and business issues

REGISTER: franchise.org/legal-symposium

Thank You to Our Event Sponsors:



Interested in sponsoring? Contact Lynette James at ljames@franchise.org.

SCHEDULE-AT-A-GLANCE

SUNDAY, MAY 5

3:00 pm – 7:00 pm	Registration Desk Open
5:30 pm – 7:00 pm	Welcome Reception
7:30 pm – 9:30 pm	Speakers' Networking Event (by invitation only)

MONDAY, MAY 6

8:00 am – 8:30 am	Continental Breakfast
8:00 am – 6:00 pm	Registration Desk Open
8:30 am – 10:15 am	Welcome & General Session
10:15 am – 10:30 am	Refreshment Break
10:30 am – 11:45 am	Round #1 - Concurrent Sessions

1. Food Delivery Service Issues
2. Digital Transformation in a Franchise System: Keeping Up with The Technology Race Within the Bounds of Existing Agreements
3. Service Brands - You're Not Selling Burgers
4. What is Blockchain and Why is it Critical to the Future of Your Domestic and International Business?
5. Just How Far Can a Franchisor Go? Ensuring System-Wide Compliance with Price Promotions
6. Navigating the Changing Privacy and Data Security Landscape
7. Basics Track: Registration and Disclosure

12:00 pm – 1:30 pm	Boxed Luncheon & Roundtables
1:45 pm – 3:00 pm	Round #2 - Concurrent Sessions

- Unique Issues in Arbitrating International Cases
- Franchisee Litigation Perspective
- How to Best Avoid or Defend an ADA Drive-By Lawsuit
- Legal Ethics in Counseling Franchise Systems in Crisis
- Why Is the State Examiner Making Me Change That Disclosure? Dealing with the Unusual, Uncommon or Atypical Comments That State Examiners Raise
- Supply and Demand: How to Negotiate Supplier and Distributor Agreements and Work with Franchisees Regarding their Implementation
- Basics Track: Handling Defaults and Terminations

3:00 pm – 3:30 pm	Refreshment Break
3:30 pm – 4:45 pm	Round #3 - Concurrent Sessions

- In the Limelight: Non-solicitation Clauses and Franchise Agreements
- The Distribution of Legal Cannabis – Impact and Opportunities for Franchising
- Franchise Agreement Provisions You Should Expect to Negotiate When Entering into Non-Traditional Locations and in Other Unique Situations
- Food Delivery Service Issues
- What is Blockchain and Why is it Critical to the Future of Your Domestic and International Business?
- Enforcement and Risks of Post-termination Buy-backs and in Term Step-in Rights
- Basics Track: Mergers & Acquisitions

5:00 pm – 6:30 pm	Networking Reception
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TUESDAY, MAY 7

8:00 am – 3:30 pm	Registration Desk Open
8:00 am – 8:30 am	Continental Breakfast
8:30 am – 10:00 am	General Session: Judicial Update
10:00 am – 10:15 am	Refreshment Break
10:15 am – 11:30 am	Round #4 - Concurrent Sessions

- Unique Issues in Arbitrating International Cases
- Digital Transformation in a Franchise System: Keeping Up with The Technology Race Within the Bounds of Existing Agreements
- How to Best Avoid or Defend an ADA Drive-By Lawsuit
- Legal Ethics in Counseling Franchise Systems in Crisis
- In the Limelight: Non-solicitation Clauses and Franchise Agreements
- Basics Track: Franchisor's Intellectual Property and How to Protect It

11:45 am – 1:15 pm	Networking Luncheon with IFA Government Relations Update
1:30 pm – 2:45 pm	Round #5 - Concurrent Sessions

- Why Is the State Examiner Making Me Change That Disclosure? Dealing with the Unusual, Uncommon or Atypical Comments That State Examiners Raise
- The Distribution of Legal Cannabis – Impact and Opportunities for Franchising
- Franchise Agreement Provisions You Should Expect to Negotiate When Entering into Non-Traditional Locations and in Other Unique Situations
- Enforcement and Risks of Post-termination Buy-backs and in Term Step-in Rights
- Supply and Demand: How to Negotiate Supplier and Distributor Agreements and Work with Franchisees Regarding their Implementation
- Basics Track: Franchise Litigation

2:45 pm – 3:00 pm	Refreshment Break
3:00 pm – 4:15 pm	Round #6 - Concurrent Sessions

- Navigating the Changing Privacy and Data Security Landscape
- Franchisee Litigation Perspective
- Service Brands - You're Not Selling Burgers
- Just How Far Can a Franchisor Go? Ensuring System-Wide Compliance with Price Promotions
- Basics Track: Expanding Internationally

4:15 pm	Legal Symposium Officially Adjourns
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4:30 pm – 6:00 pm	Joint Legal Legislative Committee and Legislative Action Group Meeting
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For full descriptions and speakers for the sessions above, see pages 4-14.

PROGRAM HIGHLIGHTS

Welcome & General Session

Welcome: **Stuart Hershman**, Partner, DLA Piper LLP (US), Chair, Legal Symposium Task Force

IFA Headlines the Franchise News that Matters Most to You

As a fast moving and provocative alternative to your normal legal news, this opening session will give you a 360 degree overview of the latest topics, developments and trends in franchise and distribution law, setting the stage for the remainder of the Symposium which follows. Inside franchising, our well-sourced beat reporters will provide you highlights and updates on the legal news drivers and legislative development/initiatives of the day, as well as preview several of the breakout sessions to follow that will allow you to dive deeper into those topics. From privacy and data security/GDPR to anti-poaching developments; from blockchain technology (including smart contracting) to delivery service and aggregators; and from new revenue recognition guidance in FASB ASC Topic 606 to the distribution of legal marijuana – we'll cover the franchise legal issues that matter most to you.



Boxed Luncheon & Roundtables

Our roundtables provide a unique opportunity for you to sit down with your peers and share tips, challenges, solutions and best practices on a wide-range of franchise law and business topics.

General Session: Judicial Update

Join us for the always popular Judicial Update where our speakers will identify key franchise legal trends that are impacting the franchise community and examine what the most important cases mean for the future of franchising's legal and business operations. Expert speakers will cover trends and cases in the following areas:

1. Plaintiff antitrust class actions over franchise agreement no-poaching provisions, state investigations of no-poaching provisions, and related matters.
2. Joint employer and misclassification cases.
3. Deficient FDD disclosure cases.
4. Unapproved franchise transfer cases.
5. Franchise termination and bankruptcy cases.
6. Encroachment cases.
7. State law issues not covered by the above.

Networking Luncheon with IFA Government Relations Update

IFA's Government Relations & Public Policy team will join us to provide an up-to-the-minute account of legislative and regulatory issues affecting franchising on both the federal and state levels.



BREAKOUT SESSIONS

Digital Transformation in a Franchise System: Keeping Up with The Technology Race Within the Bounds of Existing Agreements

This session will cover the need to adopt a change mindset system wide and strategies to achieve that change mindset, challenges encountered with evaluating alternative technologies and how to overcome those challenges; negotiating and administering complex technology vendor transactions, including remedies for failure to satisfy service level requirements and strategies for allocating risk for implications of data breach and other privacy issues; and implementing technology system changes with as little disruption to the business as possible.

Speakers: **Tanya Morrison**, Director and General Counsel, Home Instead Senior Care; **Charlene Wilson**, Assistant General Counsel, H&R Block, Inc.; **Ashley Williams, CFE**, General Counsel, The MAIDS International, Inc.

Enforcement and Risks of Post-termination Buy-backs and in Term Step-in Rights

How should the franchise agreement provide for a valuation method for buy backs?
Under what circumstances can and should franchisor take over the franchisee's location?
What are the risks associated with taking over a franchisee location during the term?
Where and how to enforce buy back clauses and assumption provisions.

Speakers: **James Goniea**, General Counsel, Anytime Fitness LLC; **Patrick Maslyn**, Of Counsel, Kaufman & Canoles; **Morgan Ben-David**, Franchise Attorney and Partner, AXS Law

Franchise Agreement Provisions You Should Expect to Negotiate When Entering into Non-Traditional Locations and in Other Unique Situations

“We don’t negotiate Franchise Agreements...or do we?” Sometimes our time tested provisions will not best serve the franchise system we support. When is it appropriate to modify franchise agreements and how do you go about doing it? This session will answer these questions and provide practical guidance from people to manage these issues every day.

1. Negotiated Provisions – Non Traditional Spaces
 - Food
 - Service
 - Hospitality
 - (Others)
2. Negotiated Provisions – Unique Situations
3. Tactics
 - Franchisee Lawyer Negotiation Tactics
 - Franchisor Lawyer Negotiation Tactics
4. Managing Disparate Franchise Agreements
5. Registration Considerations of Negotiated Changes (Registrations States)

Speakers: **Maral Kilejian, CFE**, Counsel, Haynes and Boone, LLP; **Chelsea Severson**, Corporate Counsel, HMS Host; **Jonathan Koudelka, CFE**, General Counsel, FranWorth

Franchisee Litigation Perspective

What works, what doesn't for franchisees, and how do smart franchisors avoid liability or even better avoid being sued. In this session, you will hear from experienced franchisee counsel addressing the myriad of issues, claims and defenses commonly raised by franchisees and franchisors, the perspective of franchisee counsel in analyzing the strengths of these claims and any issues that commonly arise or should be a concern, and the manner in which franchisors and their counsel could (or should) take proactive measures to both avoid liability and from being sued.

Moderator: David Kaufmann, Senior Partner, Kaufmann Gildin & Robbins LLP

Speakers: Robert Zarco, Zarco, Einhorn, Salkowski & Brito, P.A.; Carmen Caruso, Principal, Carmen D. Caruso Law Firm

Food Delivery Service Issues

Consumers have embraced the convenience and on-demand nature of third-party delivery apps or “aggregators” such as UberEats, DoorDash, SkipTheDishes and GrubHub. This Amazon-like shift in how consumers interact with the QSR and Fast-Casual food industry creates business opportunities and legal challenges for franchisors and franchisees.

- How do you select the right aggregator(s) for your system?
- What should the Franchisor be negotiating with the aggregator for in the master services agreement and franchisee participation agreements?
- What changes need to be made to standard franchise agreements?
- Who should pay the aggregator's commission fees (upwards to 30% of the order fee)?
- How does it impact fundamental contract terms such as territorial rights, gross sales and royalty payments?
- Should franchisee participation be voluntary or mandatory?
- Is there still a place for in-house delivery programs?
- Potential long-term impact on real estate needs of franchised and company units.

Speakers: Andraya Frith, Partner, Franchise & Distribution, Osler, Hoskin & Harcourt; Don Fox, CEO, Firehouse Subs; Lindsay Morgan, Associate, Greenberg Traurig, LLP

How to Best Avoid or Defend an ADA Drive-By Lawsuit

- Proper drafting and inclusion of an ADA lawsuit and indemnification provisions in your franchise agreement.
- The importance of advance analysis and determination of ADA issues in franchised locations.
- Strategies for defending a franchisor or franchisee named as a party in an ADA lawsuit.
- Best practices for settling an ADA lawsuit and preventing future lawsuits.

Speakers: Jonathan Perlman, Shareholder, Genovese Joblove & Battista, P.A.; R. Henry Pfitzenreuter, Attorney, Larkin Hoffman Daly & Lindgren; Eunice Nakaruma, Managing Counsel, G6 Hospitality LLC

BREAKOUT SESSIONS (continued)

In the Limelight: Non-solicitation Clauses and Franchise Agreements

Non-solicitation agreements in FDDs and other franchise documents are coming under scrutiny at the federal and state level. What is the potential impact of proposed legislation at the federal and state levels or other attorney general actions? Are states reacting differently? Should all franchise systems be concerned?

Speakers: **Richard Duncan**, Partner, Faegre Baker Daniels LLP; **Jan Gilbert**, Principal, Gray Plant Mooty; **Todd Leff**, President & CEO, Hand & Stone Massage and Facial Spa

Just How Far Can a Franchisor Go? Ensuring System-Wide Compliance with Price Promotions

- Now that vertical resale price maintenance is no longer per se unlawful, can franchisors agree to fix prices with franchisees? Should they?
- Are there less risky alternatives—such as merely suggesting resale prices, restricting price advertising by franchisees, and using non-price vertical restraints to discourage discounting?
- How should franchisors handle compliance with special price promotions and restrictions on maximum resale prices?
- What can franchisors do to minimize their exposure to litigation related to franchise system pricing programs?

Moderator: **Quentin Wittrock**, Principal, Gray Plant Mooty

Speakers: **Elizabeth Haas**, Partner, Foley & Lardner LLP; **Joseph Lewis**, President & CEO, Painting with a Twist, LLC



Legal Ethics in Counseling Franchise Systems in Crisis

Franchise systems may face a variety of crisis situations, which may unfold in the public eye or as private internal matters. Attorneys counseling the participants, including franchisors, company executives, franchisees and associations, will need to be alert to and navigate the legal ethical concerns. Ethical considerations to be discussed include:

- Identifying the client and scope of the representation.
- Spotting potential conflicts.
- Protecting the attorney client privilege.

Speakers: **James Rubinger**, Partner, Plave Koch PLC.; **Daniel Waddell**, Senior Counsel, Papa John's International, Inc.

Navigating the Changing Privacy and Data Security Landscape

Franchisors and their franchisees collect tons of data. While data creates new opportunities, the news of data breaches and privacy violations have made clear the dangers of holding so much data. As a result, nations and states have sought to codify new rules and standards. The European Union General Data Protection Regulation (GDPR) has recently come into effect, which caused many franchisors to revisit their own data and privacy policies and standards. U.S federal rules apply to specific sectors or types of data, while state laws may apply more broadly to businesses generally. This session will explore the emerging rules and best practices regarding data protection and privacy including:

- What are the key principles and rights underlying data protection and privacy laws and regulations?
- What is the GDPR and how it can affect franchise systems, even in the U.S.?
- Exploring the myriad of federal and state laws and regulations affecting data protection and privacy?
- What are a franchisor's social responsibilities – i.e. maintaining your goodwill with customers and the public?
- What a franchisor can do to limit or mitigate its potential exposure?

Moderator: **David Allsman**, Partner, FisherZucker LLC

Speakers: **Elizabeth Simpson**, Regulatory Counsel, Home Instead Senior Care; **Shawn Clark**, Chief Information Officer, Paul Davis Restoration; **Linda Emery**, National Chair, Data Privacy Security Practice Group, Quarles & Brady

Service Brands - You're Not Selling Burgers

This session will discuss best practices for tackling the unique challenges faced by service brand franchisors. Areas of discussion include:

- Protecting and maintaining customer relationships;
- Nationwide and multi-territory customers;
- Territory transfers and resales; and
- Service in unsold territories.

Speakers: **Grayson Brown**, Executive VP and General Counsel, Neighborly; **Kerry Bundy, CFE**, Partner, Faegre Baker Daniels LLP; **Ken Hutcheson, CFE**, President, U.S. Lawns; **Robert Rose**, In-House Counsel, Dale Carnegie & Associates, Inc.

BREAKOUT SESSIONS (continued)

Supply and Demand: How to Negotiate Supplier and Distributor Agreements and Work with Franchisees Regarding their Implementation

Few things are as pivotal to a successful franchise brand as the uniformity of products offered and sold. In order to achieve such uniformity, franchisors often benefit from negotiating systemwide supply contracts. However, a number of hurdles can stand in the way of achieving this goal, such as establishing a supply chain capable of supporting an entire system, securing the best possible competitive pricing for such supply chain, requiring franchisee compliance with such sources of supply and standard contract terms, and avoiding competition issues. This session will explore the ins and outs of securing, negotiating and implementing system supply chains.

Speakers: **David B. Ramsey**, Partner, Kaufmann Gildin & Robbins LLP; **Robert Huelin**, Vice President, Legal and Compliance, Wireless Zone; **Curtis S. Gimson**, Consultant, Arby's Restaurant Group, Inc.

The Distribution of Legal Cannabis – Impact and Opportunities for Franchising

In several U.S. states and in all of Canada the sale and distribution of medical and/or recreational cannabis has been legalized. This workshop will address:

- What type of Cannabis use and distribution is legal and where in the US and Canada?
- What is the current state of the business climate and market...a new “Gold Rush”?
- What is the role for franchising in the distribution of Cannabis?
- What unique issues arise in a Cannabis business, including production, licensing, distribution, banking, tax, packaging and labelling, advertising and marketing and trademark protection, branding and licensing.
- What is the near and long term future hold in regard to legalization? What pitfalls await?

Moderator: **Frank Robinson**, Partner, Cassels Brock & Blackwell LLP

Speakers: **Dave Koch**, Managing Partner, Plave Koch PLC; **Dawn Newton**, Partner, Donahue Fitzgerald LLP

Unique Issues in Arbitrating International Cases

This session will examine:

- Venue considerations
- Evidentiary issues
- Discovery issues
- Enforcement of awards
- Drafting arbitration clauses

Speakers: **Jeffrey Karlin**, Director & Legal Counsel, Dunkin' Brands, Inc.; **Jiri Jaeger**, Lawyer, Bird & Bird LLP



What is Blockchain and Why is it Critical to the Future of Your Domestic and International Business?

Blockchain technology has had a significant impact on commercial contracting, especially in supply networks where trust and verification are essential components of the relationship. It has improved the ability of supply chains to facilitate payment as well as trace and track goods throughout a supply network. Its use is evolving and expanding in a variety of industries.

- What is blockchain technology and how has it functioned and/or impacted businesses?
- What are its applications in different industries and in franchising in particular?
- How has blockchain impacted traditional principles of contract law as well as privacy, intellectual property, confidentiality and governing law or even due diligence in transactions?
- What is the future of blockchain?

Speakers: **Joyce Mazero**, Shareholder, Polsinelli; **Richard Smith**, Partner, Wiley Rein LLP; **Daniel McAvoy**, Partner, Nixon Peabody

Why Is the State Examiner Making Me Change That Disclosure? Dealing with the Unusual, Uncommon or Atypical Comments That State Examiners Raise

- Overview of the NASAA Guidelines and their intersection with the FTC Franchise Rule
- Address the state securities agencies that actively comment on FDDs (and have authority to do so based on state law)
- Provide suggested tips for assessing the comments and responding to them
- Discuss whether NASAA's new State Cover Sheet proposal may help to clarify some areas of ambiguity

Speakers: **Mike Drumm**, CFE, Attorney, Drumm Law, LLC; **Matthew Kreutzer**, Attorney, Howard Attorneys PLLC

BASICS TRACKS

Our Basics Tracks are designed to provide those who are new to franchising, or those simply in need of a refresher course, a solid foundation in the principles of franchise law. A different topic will be offered during each breakout session time slot.



Basics Track: Handling Defaults and Terminations

This program will discuss how to handle franchise defaults in order to secure compliance with the franchise agreement, while minimizing potential franchisor liability. Topics to be discussed include:

- Identifying potential problems before they arise.
- Considerations in deciding to default/terminate.
- Navigating the labyrinth of state relationship laws.
- Steps in the default/termination process.
- Dealing with other franchisees.
- Enforcing termination and post-term obligations.

Moderator: Aaron-Michael Sapp, Attorney, Cheng Cohen LLC

Speakers: Sarah Osborn Hill, Counsel, KFC Corporation; **Nicole Micklich**, Principal, Garcia & Miles, P.C.

Basics Track: Mergers & Acquisitions

This session will provide the basics for acquiring and selling a franchise system.

- Transaction structure and key considerations (for example, asset purchase vs. equity purchase)
- Valuation metrics
- Due Diligence Considerations
- Key Deal Negotiation points (confidentiality agreements, exclusivity, breakup/reverse breakup fees, holdback, etc.)
- Disclosure Considerations (FTC, SEC, Franchisees, Employees, etc.)
- System Transition Post-Closing

Speakers: Richard Morey, CFE, Partner, DLA Piper LLP (US); **Michael B. Weinberg**, Partner, Leichtman Capital Partners

Basics Track: Franchisor's Intellectual Property and How to Protect It

- Basic Types of Intellectual Property
 - Trademarks
 - Copyrights
 - Trade Secrets
 - Patents
- Franchising and IP
 - Ownership of the IP
 - Franchise Agreement provisions
 - FDD disclosures
- Trademark and other IP registrations
 - State, federal and international registrations
 - Enforcing/protecting the franchisor's IP rights
 - Against franchisees
 - Against third parties
 - IP protection in the Internet age

Speakers: **Christopher Kelly**, Partner, Wiley Rein; **Vincent Frantz**, Attorney, Cheng Cohen LLC

Basics Track: Franchise Litigation

Given the unique relationship between parties who enter into franchise and distribution agreements, it is no surprise that litigation is a common outcome when one party—or both—feels wronged by the relationship. This program will identify and explore key issues that a party to a franchise agreement or legal practitioner should consider when in the throes of a franchise dispute. The session will cover, among other things:

- litigation vs. alternative dispute resolution;
- pre-trial procedural matters and motion practice;
- common claims and defenses by franchisors and franchisees;
- discovery issues;
- and many other fundamentals of franchise litigation.

Speakers: **Stacy Howard**, Senior Counsel, Commercial Litigation, McDonald's Corporation; **Christopher Mair**, Associate, Greenberg Traurig, LLP

Basics Track: Registration and Disclosure

To sell franchises in the United States, franchisors must comply with applicable federal and state franchise registration and disclosure requirements. This session will introduce you to the basics of registration and disclosure regulation and best practices for compliance. The following topics will be covered:

- What are the federal and state laws that regulate the offer and sale of franchises?
- What information must be included in the Franchise Disclosure Document (FDD)?
- What are the timing and delivery requirements for the FDD?
- Which states require registration of the FDD? What is the registration process?
- What exemptions exist for registration and disclosure under federal and state law?
- What are the requirements for amending and renewing the FDD?
- What are some best practices for making disclosure and obtaining state registrations?

Moderator: **Yasmin Mehrain**, Vice President & Senior Counsel, Marriott International

Speakers: **Stephanie Russ**, Of Counsel, Baker & McKenzie; **Karli Hussey**, Associate, Gray Plant Mooty

BASICS TRACKS (continued)

Basics Track: Expanding Internationally

A co-production of the IFA Legal Symposium and IFA/IBA Joint Conference, this program is intended to bridge the annual IFA Legal Symposium and annual IFA/IBA Joint Conference on International Franchising that immediately follows. To better leverage the vast international franchising resources that will be in attendance, we are inviting you to learn the fundamentals from an incredibly knowledgeable group of lawyers and other advisors from the U.S. and around the world, and then register to stay on for the IFA/IBA Joint Conference that follow. Use this as an opportunity to learn more, and meet franchise lawyers from the U.S. and around the world.

International expansion is not without pitfalls and challenges for franchisors. This program aims to address some of these challenges and provide insight into those issues of primary concern. These include:

- Assessing a franchisor's readiness for international expansion.
- Selecting the countries for development.
- Deciding on the deal structure
- Choosing the right franchise partner.
- Key business terms to address.
- Understanding local law and franchise registration/disclosure obligations and trademark requirements.
- Understanding the applicability of domestic law and its impact on an international franchise agreement.

Moderator: Francesca Turitto, Lawyer, Studio Roma Legal Partners

Speakers: Larry Weinberg, CFE, Partner, Cassels Brock & Blackwell LLP; **Tao Xu**, Partner, DLA Piper LLP (US);

Donald Wray, Senior Managing Counsel, Global Contracts, Subway Restaurants





BONUS FEATURES

Each year our task force strives to enhance the Legal Symposium experience to deliver real-world solutions and top-of-the-line value to all who attend. Take a look below at some of the highlights we think you'll enjoy at our 52nd Annual Legal Symposium.

ETHICS COURSE

We are offering one class on Monday afternoon and Tuesday morning that will be eligible for ethics credits: Legal Ethics in Counseling Franchise Systems in Crisis. See listing on previous pages for full details.

IBA/IFA JOINT CONFERENCE

Do you want to learn more about the current issues facing the international franchise law community? Extend your stay in Washington to participate in the 35th Annual IBA/IFA Joint Conference, May 7-8. Partnering with the International Bar Association's Franchising Committee each year ensures we offer a comprehensive program focused on the latest international franchise law issues. Interactive sessions include a "News from Around the World" update during which expert international franchise law professionals provide a roundup of developments in franchising from some of the world's hottest

jurisdictions. Don't miss the annual IBA/IFA Conference Reception and Dinner which many regard as one of the premier networking events offered all year. By attending the IBA/IFA Joint Conference you will also earn additional CLE and CFE credits. There is a separate fee to participate in this program. For more information and to register please visit www.franchise.org.

SOCIAL & NETWORKING EVENTS

In addition to premier educational content, one of the most important benefits of participating in the IFA Annual Legal Symposium is the opportunity to build relationships with franchise attorneys and business executives. Several networking events are offered during the program. Take advantage of your time away from the office by joining your colleagues at the following social events where the only thing on the agenda is building your portfolio of contacts in the franchise industry.

- Welcome Reception – Sunday evening
- Networking Luncheon – Tuesday afternoon
- Annual Networking Reception – Monday evening
- Refreshment Breaks

SYMPOSIUM PRE-REGISTRATION

Pre-registration for the Legal Symposium closes April 19, 2019. After this date please register at our on-site Registration Desk during official Registration hours. On-site registrations will be subject to an additional \$50 fee. Advanced registration for individual concurrent sessions is not required. Rooms will be set to maximum capacity and seats are available on a first-come, first-served basis. To register for all programs and events described in this brochure, please visit www.franchise.org/legal-symposium.

WHAT DOES YOUR REGISTRATION FEE INCLUDE?

- Entry into all educational sessions;
- Extensive course materials;
- Welcome Reception Sunday, May 5;
- Continental Breakfast Monday, May 6 and Tuesday, May 7;
- Refreshment Breaks Monday, May 6 and Tuesday, May 7;
- Lunch Monday, May 6 and Tuesday, May 7;
- Networking Reception Monday, May 6.

CLE CREDITS

Your attendance at IFA's Legal Symposium qualifies you for Continuing Legal Education Credits (CLEs) in many states. Details on how to earn credits will be available on-site at the Registration Desk.

ICFE CREDITS

You will earn 300 Education Credits and 100 Participation Credits toward the completion of the Certified Franchise Executive (CFE) accreditation by attending the IFA's 2019 Annual Legal Symposium.



HOTEL INFORMATION

You may reserve your hotel room at the JW Marriott, Washington, DC by visiting franchise.org/legal-symposium or calling 800-393-2503 and indicating you are attending the IFA 2019 Legal Symposium. Our room rate for a standard room is \$375 (single or double). The deadline for making reservations is April 15, 2019 (or when the IFA room block is filled, whichever is first.) Once the room block is sold out, reservations will be accepted based on availability.

REGISTER TODAY

For the best value, register before April 19, 2019 at franchise.org/legal-symposium.



IFA LEGAL SYMPOSIUM RAISING THE BAR

REGISTRATION FORM

MAY 5-7, 2019 | WASHINGTON, DC

Registration fee includes course instruction and materials, two continental breakfasts, two luncheons, two cocktail receptions and refreshment breaks. Advance sign-up for individual concurrent sessions is not required.

Please complete one form per person. Pre-registration closes **April 19, 2019**. On-site registrations are subject to an additional \$50 fee after this date.

Full Name _____ Nickname for Badge _____

Title _____

Company _____

Address _____

City _____ State _____ Zip Code _____ Country _____

Telephone _____ Mobile _____ Email _____

Check here if you would like to receive emails on Symposium events and issues of interest.

Is this your first Legal Symposium?

Do you require special accommodations to participate in this event? Please email events@franchise.org.

Hotel Information:

You may reserve your hotel room at the JW Marriott online at franchise.org/2019legal or calling 1-800-393-2503 and indicating you are attending the IFA 2019 Legal Symposium. Our room rate for a standard room is \$375 (single or double). The deadline for making reservations is April 15 (or when the IFA room block is filled, whichever is first.) Once the room block is sold out, reservations will be accepted based on availability.

Cancellation Policy:

Full refunds (minus a \$50 administration fee) will be granted for registrations cancelled at least 14 days in advance of the Symposium. A 50% refund (minus a \$50 administration fee) will be granted 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 cancellations must be made in writing. Substitutions are permitted at any time at an additional fee of \$50.

REGISTRATION FEES

Please mark the appropriate box to indicate your participation and fees. Registration fees are per person.



IFA Member

1-3 registrants when registering together from the same company..... \$950

4 or more registrants when registering together from the same company \$900

Non-Member

Individual registrant \$1,550

Grand Total \$ _____

PAYMENT METHOD

Check Enclosed Payable to "IFA" (Federal Tax ID #36-6108621)

Credit Card: (circle one)



Account # _____ Expiration _____ Security Code _____

Card Member Name _____

Signature _____

Complete and return by **April 19** with payment to:
IFA's 52nd Annual Legal Symposium
1900 K Street, NW, Suite 700, Washington, DC 20006 USA
Fax: 202-628-0812, events@franchise.org

QUESTIONS?

Call 202-662-0763, email events@franchise.org
or visit franchise.org/2019legal

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