



**54TH ANNUAL
IFA LEGAL
SYMPOSIUM**

MAY 15-17

2022

Grand Hyatt, Washington, DC



Len MacPhee
Shareholder
Polsinelli
Legal Symposium Task Force Chair

Dear colleagues,

On behalf of the 2022 IFA Legal Symposium Task Force, I invite you to join us in person in Washington, DC to hear from top legal and business minds regarding issues seminal to the franchise legal industry, as well as participate in discussions, round tables, and events designed to facilitate dialogue, debate and social time with franchise colleagues and friends from across the country and around the world.

As you will see from the agenda that follows, there is a lot to cover and something for everyone. We will tackle many key legal issues, developments, and trends from different perspectives and provide high-level insights and predictions in several general sessions and in multiple break-out sessions. The break-out sessions will allow for a deeper dive and greater interaction. Topics include operating franchised businesses and enforcing standards given the new and changing legal risks and requirements driven largely by COVID-19, employment issues, registration and disclosure issues, diversity and inclusion, social justice, supply chain, law department management, international development, and many other timely topics.

As always, whether you represent franchisees, franchisors, or both, and whether you are an attorney or a businessperson, or you practice in-house or as outside counsel, the Legal Symposium presents a forum for all of us to convene, learn from each other, and discuss and strategize about the most important franchise legal issues we currently face.

I look forward to seeing you there.

Sincerely,

Len MacPhee
Shareholder
Polsinelli
Legal Symposium Task Force Chair

2022 Legal Symposium Task Force

Len MacPhee
Shareholder
Polsinelli
(Chair)

Karen Satterlee, CFE
Senior VP, Assistant
General Counsel
Hilton
(Vice Chair)

Amy Andrews
Vice President and
Associate General Counsel
Focus Brands LLC

Melanie Bootes
Counsel
KFC Corporation

Kerry Bundy, CFE
Partner
Faegre Drinker Biddle &
Reath LLP

Harris Chernow
Partner
Reger Rizzo Darnall LLP

Mackenzie Dimitri
Partner
Einbinder & Dunn LLP

Jarnia Duffy
Senior Counsel
Kent Dempsey Franchise
Law at Saxton & Stump

Andraya Frith
Partner
Osler, Hoskin &
Harcourt LLP

Kaari Gagnon
Partner
Zarco, Einhorn, Salkowski &
Brito, P.A.

Bill Graefe
Partner
FisherZucker LLC

Nina Greene
Partner
Genovese Joblove & Battista

Allison Grow
Partner
Cheng Cohen LLC

Michael Laidhold
Partner
Plave Koch PLC

Peter Loh
Partner
Foley & Lardner

Maureen O'Brien
Of Counsel
DLA Piper LLP (US)

David Oppenheim
Shareholder
Greenberg Traurig, LLP

Kathleen Panick
General Counsel
PostNet/AlphaGraphics

David Ramsey
Partner
Kaufmann Gildin & Robbins
LLP

Frank Robinson
Partner
Cassels Brock & Blackwell
LLP

Allison Scaduto
Attorney
Marks & Klein

Gail Sharps Myers
EVP, Chief Legal Officer &
Chief People Officer
Denny's

Michael Sturm
Partner
Lathrop GPM LLP

Sarah Yatchak
Vice President, Legal &
General Counsel
Great Clips, Inc.

REGISTER ► franchise.org/events/2022-legal-symposium

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



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SCHEDULE-AT-A-GLANCE

SUNDAY, MAY 15

3:00 pm – 7:00 pm	Registration Open
3:30 pm – 5:00 pm	Legal Legislative Committee Meeting
5:30 pm – 6:30 pm	Welcome Reception
7:00 pm – 9:30 pm	Speakers' Networking Event (by invitation only)

MONDAY, MAY 16

8:00 am – 6:00 pm	Registration Open
8:00 am – 9:00 am	Continental Breakfast
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. Diversity, Equity, and Inclusion – Strengthen the Inclusivity of their Franchise Units
2. New and Recurring Issues in Franchise Brand Acquisitions
3. Ensure Your Good Deed Goes Unpunished – Assisting Struggling Franchisees
4. Supply Arrangements and Rebates – Franchisors' Rights vs. Franchisee Revolts
5. Emerging Approaches in International Franchising
6. Ask Us Anything!: Updates, Insights, and an Extended Q&A with the Regulators
7. Basics Track: Registration & Disclosure

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

1. Trademark Modernization Act of 2020 and other trademark developments: Impacts on Franchising
2. Ethics of Joint Representation of the Franchisor, Franchisee, and Their Officers, Employees or Affiliates [Ethics Class]
3. Item 19 in a New World
4. Creative approaches to the nationwide labor shortage dilemma
5. May the Force Be With You: A close examination of the drafting and enforcement of force-majeure clauses.
6. Maximizing Recovery in a Franchise Case
7. Basics Track: Handling Defaults and Terminations

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

1. New and Recurring Issues in Franchise Brand Acquisitions
2. A Brave New World: Handling of Trademarks And Other IP In Virtual Offerings
3. Combining Different Concepts in One FDD: Disclosing Multiple Brands and Different Franchise Formats in the Same FDD
4. Best Practices in Law Department Administration
5. Enforcing System Standards after COVID
6. Basics Track: International

5:00 pm – 6:30 pm	Networking Reception
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TUESDAY, MAY 17

8:00 am – 3:30 pm	Registration Open
8:00 am – 9:00 am	Continental Breakfast
8:30 am – 10:00 am	General Session w/ Judicial Update
10:00 am – 10:15 am	Refreshment Break
10:15 am – 11:30 am	Round #4 - Concurrent Sessions

1. Best Practices in Law Department Administration
2. A Brave New World: Handling of Trademarks And Other IP In Virtual Offerings
3. Enforcing System Standards after COVID
4. Combining Different Concepts in One FDD: Disclosing Multiple Brands and Different Franchise Formats in the Same FDD
5. May the Force Be With You: A close examination of the drafting and enforcement of force-majeure clauses.
6. Basics Track: Trademarks & IP

11:45 am – 1:15 pm	Networking Luncheon w/IFA Gov't Relations Update
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1:30 pm – 2:45 pm	Round #5 - Concurrent Sessions
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1. In the Public Eye: Unique Issues Facing Franchisors
2. Emerging Approaches in International Franchising
3. Ensure Your Good Deed Goes Unpunished – Assisting Struggling Franchisees
4. Supply Arrangements and Rebates – Franchisors' Rights vs. Franchisee Revolts
5. Ask Us Anything!: Updates, Insights, and an Extended Q&A with the Regulators
6. Basics Track: Franchise Litigation

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

1. Item 19 in a New World
2. Trademark Modernization Act of 2020 and other trademark developments: Impacts on Franchising
3. Ethics of Joint Representation of the Franchisor, Franchisee, and Their Officers, Employees or Affiliates [Ethics Class]
4. Creative approaches to the nationwide labor shortage dilemma
5. Maximizing Recovery in a Franchise Case
6. Basics Track: Mergers & Acquisitions

4:15 pm	Legal Symposium Official Adjournment
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For full descriptions and speakers for the sessions above, see pages 4-10.

PROGRAM HIGHLIGHTS

WELCOME & GENERAL SESSION

Welcome: **Len MacPhee**, Shareholder, Polsinelli

General Session:

CEOs Address the State of Affairs in Franchising

A panel of CEOs from top franchise brands will discuss current key issues and challenges for successful franchise operations in 2022. These franchise experts will share best practices and creative approaches to addressing everything from new policies and standards coming out of the pandemic, labor shortages and the ever-changing employment-related laws, to supply chain disruptions and changing priorities, as well as franchise relationship issues, and much more.

Moderator: **Matt Haller**, President & CEO, IFA

Speakers: **Charlie Chase**, IFA Chair; President & CEO FirstService Brands, Inc. and California Closets, Inc.;

Clarissa Bradstock, CFE, CEO, Any Lab Test Now Franchising, Inc.; **Jim Houthouser**, CEO, Focus Brands, LLC; **David Humphrey**, CEO, ECP-PF Holdings Group

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.

NETWORKING LUNCHEON WITH IFA GOVERNMENT RELATIONS UPDATE

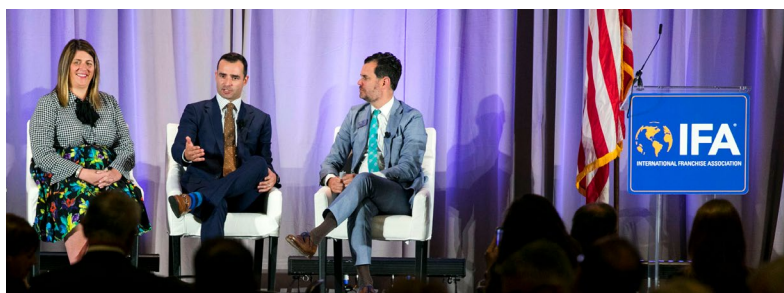
IFA's Government Relations will be joined by special guests from the Federal Trade Commission and Capitol Hill to provide an up-to-the-minute account of legislative and regulatory issues affecting franchising on both the federal and state levels.

Speakers: **Lisa Kountoupes**, President and Founder of KDCR; **Jonny Slemrod**, Partner of Harbinger Strategies; **Michael Layman**, Senior V.P., Government Relations & Public Affairs, IFA; **Jeff Hansom**, V.P., State & Local Government Relations & Counsel, IFA; **Erica Farage**, V.P., State & Local Government Relations & Counsel, IFA

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 trend and cases in the following areas:

- 1. Misclassification & Joint Employer:** An update on the cases and state and federal regulatory actions.
Speaker: **Norman Leon**, Partner, DLA Piper LLP
- 2. Fraud and Disclosure claims, Termination and Encroachment:** Discussion of important cases addressing key relationship issues and claims, including cases arising out of terminations, non-compete, trademark and trade secrets, lost future royalties/ liquidated damages, and encroachment.
Speaker: **Allison Grow**, Partner, Cheng Cohen
- 3. Force Majeure, Insurance, & Disclosure Issues:** Discussion of important and new cases arising out of Covid-19 impacts, including force majeure, insurance, and compliance with federal, state, local mandates and safety requirements.
Speaker: **Eleanor Gerhards**, CFE, Partner, Fox Rothschild LLP
- 4. Pricing and Rebates/Mark-up Cases Update:** An overview of the background and recent cases and decisions involving claims against franchisors related to non-royalty revenue, including mark-ups, rebates and fees.
Speaker: **Michael Joblove**, Shareholder, Genovese Joblove & Battista, P.A.
- 5. New Developments in International Law:** an update on cases involving Canada, Europe and Australia.
Speaker: **Chad Finkelstein**, Partner, Dale & Lessmann LLP



BREAKOUT SESSIONS

A Brave New World: Handling of Trademarks And Other IP In Virtual Offerings

A commonsense approach to policing, protecting, and maintaining your intellectual property in a new social media age and using celebrities.

Moderator: **Judith A. Jarvis**, Senior Counsel, Franchise Services at Wyndham Hotels & Resorts

Speakers: **Kerry Endert**, Marketing & Technology Counsel, Taco Bell; **Susan L. Crane**, Vice President, Legal, Intellectual Property, Brands & Marketing, Wyndham Hotels & Resorts, Inc.

Ask Us Anything!: Updates, Insights, and an Extended Q&A with the Regulators

Thought leaders from within state franchise regulatory agencies will discuss recent developments, including NASAA's new proposed policy statement on franchise questionnaires and acknowledgements, risk factors, and the new online filing system. The regulators will also answer an array of questions submitted by stakeholders.

Moderator: **Eli Bensignor**, Attorney, Lathrop GPM

Speakers: **Faith L. Anderson, Esq.**, Washington, Chief of Registration & Regulatory Affairs, Dept. of Financial Institutions, Securities Division; **Theresa Leets**, Assistant Chief Counsel, California Department of Financial Protection, and Innovation

Best Practices in Law Department Administration

Best document management/matter management systems, e-disclosure, franchise administration, compliance program and monitoring/training, and working with outside counsel.

Moderator: **Kathleen Panek**, General Counsel, AlphaGraphics, Inc.

Speakers: **Bethany Appleby**, Partner, Appleby and Corcoran LLC; **Brian Balconi**, CLO, Authority Brands

Combining Different Concepts in One FDD: Disclosing Multiple Brands and Different Franchise Formats in the Same FDD

Franchisors may offer franchises for multiple formats (i.e. kiosk, food truck, pop-up, traditional venue and/or virtual/ghost kitchen add-ons) or for more than one brand in the same FDD. This session will discuss the reasons why franchisors may want to have a multiple format offering and/or multiple brand offering in the same FDD and the disclosure issues and limitations that must be considered when doing so. This session will also examine the best practices for multiple brand and/or multiple format FDDs, including insights from a state regulator.

Speakers: **Lulu Gomez**, Senior Counsel, California Department of Financial Protection & Innovation; **Michelle Murray-Bertrand**, Associate, Kaufmann Gildin & Robbins, LLP; **Sarah Powell**, Executive Vice President, General Counsel and Secretary, Focus Brands

BREAKOUT SESSIONS (continued)

Creative Approaches to the Nationwide Labor Shortage Dilemma

With a continued nationwide labor shortage, creative approaches to recruiting and maintaining staff is pivotal to a successful franchise model. A discussion around legally compliant creative approaches to tackling this constant problem, while reducing risks of joint employment and vicarious/agency liability.

Moderator: **Jim Paretti**, Shareholder, Littler Mendelson

Speakers: **Cheryl Stanton**, Chief Legal and Government Affairs Officer, Bright Star Care; **David Humphrey**, CEO, ECP-PF Holdings Group

Diversity, Equity, and Inclusion – Strengthen the Inclusivity of their Franchise Units

Exploring best and unsuccessful practices in a franchise system to leverage diversity initiatives including, but not limited to, funding opportunities, exposure to successful franchisees in the DE&I community, and robust diversity and unconscious bias training programs. A discussion around what franchisors and franchisees can accomplish together to strengthen the inclusivity of their franchise units while yielding financial success.

Moderator: **Delia Barcelo, Sr.** Corporate Counsel, Denny's

Speakers: **Philip G. Hampton, II**, Senior Partner, Chief Diversity & Inclusion Officer, Polsinelli; **Clyde Rucker**, CEO of Rucker Restaurant Holdings, LLC

Emerging Approaches in International Franchising

Traditionally, master franchising has been the preferred international expansion model for many brands. However, in recent times, other options, including multi-unit, joint ventures, and other hybrid or non-traditional arrangements are becoming more prevalent. In this session, which assumes a basic understanding of the various expansion models, a panel with deep international expansion experience will explore this new trend, consider the business interests motivating the shift, assess the legal advantages and risks associated, and identify and define best practices in choosing and implementing the most appropriate expansion model.

Moderator: **Peter Snell**, Partner, Cassels Brock & Blackwell LLP

Speakers: **Melissa Murray**, Partner, Bird and Bird, Middle East; **Stuart Youngs**, General Counsel, Wyndham Hotel Group

Enforcing System Standards after COVID

Franchisors may have allowed for relaxed or different system requirements and standards during the past year plus while face-to-face inspections and meetings were difficult to have. As businesses continue to move back to normal in a post-COVID world, how do systems enforce their new standards and what happens if/when there are issues/concerns from franchisees.

Speakers: **Fredric Cohen**, Partner, Cheng Cohen; **Michael Braunstein**, Zarco, Einhorn, Salkowski & Brito, P.A

BREAKOUT SESSIONS (continued)

Ensure Your Good Deed Goes Unpunished – Assisting Struggling Franchisees

A franchisor's desire to gratuitously assist struggling franchisees could come back to haunt them. This workshop would cover issues that franchisors should consider when assisting franchisees, whether on a system-wide, regional or individual level. Topics would include waiver and estoppel, equal treatment of franchisees, and good faith and fair dealing. The workshop would also present practical tips to help franchisors avoid being victims of their own generosity, including ad-hoc versus formal assistance programs, examples of assistance programs, including non-financial assistance, and setting and monitoring eligibility criteria for franchisee participation in the programs.

Speakers: **Dominic Mochrie**, Partner, Osler, Hoslin & Harcourt LLP; **James Susag**, Attorney, Larkin Hoffman

Ethics of Joint Representation of the Franchisor, Franchisee, and Their Officers, Employees or Affiliates

Joint representation in any context requires careful attention to legal and ethical rules that shape what a lawyer can do for clients whose interests are not always aligned. Joint representation of the franchisor, franchisees, and their respective officers, employees, or affiliates in litigation or arbitration involves distinct advantages, risks, and restrictions. In some cases, joint representation of these parties may be forbidden. When joint representation is permitted, a lawyer must consider whether the potential clients' needs accommodate a successful strategy. A lawyer engaging in a joint representation must also comply with rules related to conflicts, privilege, and fees. This session will examine the lawyer's ethical obligations in this context and discuss best practices in joint representation of franchise parties.

Speakers: **Andrew Blieman**, Partner, Marks and Klein, LLP; **Sally Dahlstrom**, Attorney, Haynes and Boone, LLP; **Michael Sturm**, Partner, Lathrop GPM LLP

In the Public Eye: Unique Issues Facing Franchisors

As franchisors continue to attract interest from private and public markets, they are increasingly finding themselves subject to expectations and obligations of a greater set of stakeholders. For public company franchisors, what does this include? What unique issues will a private company franchisor face while preparing for and launching an IPO, and what strategies are franchisors using to overcome these issues? How does a public company franchisor reconcile disclosure obligations to the Securities and Exchange Commission and those owing under franchise laws, which differ in required coverage, timing, and frequency? How can a public company franchisor maintain confidentiality in the face of having to make public disclosures? What other unique disclosure challenges do public franchisors face?

Moderator: **Lucie Guyot**, Faegre Drinker Biddle & Reath LLP

Speakers: **Jonathan Farrokhnia**, Senior Corporate Associate, Baker McKenzie; **Jim Smith**, Vice President, Senior Counsel, Hilton

BREAKOUT SESSIONS (continued)

Item 19 in a New World

This session is for experienced practitioners who want to better understand, among other things, how states are dissecting Item 19 data and corresponding presentations in light of COVID's continuing impact on business. During this session, we'll also review key themes, other hot topics and best practices aimed at making and utilizing a meaningful FPR as pandemic impacts linger.

Moderator: **Brian Schnell**, CFE, Partner, Faegre Drinker Biddle & Reath LLP

Speakers: **Danell Caron**, Attorney, Great Clips, Inc.; **Max Schott**, Attorney, Larkin Hoffman

Maximizing Recovery in a Franchise Case

The session will examine the types and basis for recovering monetary damages in franchise cases.

Moderator: **MacKenzie Dimitri**, Associate Attorney, Einbinder & Dunn LLP

Speakers: **Joe Lesovitz**, CFE, Partner, Forensic, Litigation & Valuation Services, Citrin Cooperman; **Marisa Rauchway Sverdlov**, Raunchway Law

May the Force Be With You: A Close Examination of the Drafting and Enforcement of Force-Majeure Clauses

The humble force majeure clause has experienced a stratospheric rise to stardom during COVID-19. These clauses, often thought of boilerplate and worthy of only a cursory review during drafting, are now on the center stage in many domestic and international commercial agreements across all industries. Franchising is no exception. This session will provide a detailed overview of force majeure provisions, including drafting suggestions and enforcement.

- Overview and background of force majeure provisions
- Purpose of force majeure provisions and interplay with common law doctrines
- Recent caselaw and impact of COVID-19
- Practice tips
- Force majeure provisions in franchising

Moderator: **Amy Andrews**, Focus Brands LLC

Speakers: **Jess Dance**, Shareholder, Polsinelli; **Erik Wulff**, Partner, DLA Piper LLP; **Bennett T. Richardson**, Kilpatrick Townsend & Stockton LLP

BREAKOUT SESSIONS (continued)

New and Recurring Issues in Franchise Brand Acquisitions

2021 witnessed a substantial and increasingly seller-friendly pace of transactions involving the buying and selling of franchise systems due to strategic opportunities caused by changing markets, available capital from private equity, and other forces. At the same time, franchise brand acquisition deals now require an additional layer of consideration to deal with new and emergent issues, such as COVID-19, quickly changing economics, and others. This session will discuss these current issues as well as recurring issues, such as the logistics and considerations that buyers confront when they acquire and own multiple (often competing) franchise brands, post-closing integration issues for multi-brand systems, territorial issues, contractual alignment, relationship management, and resource allocation.

Moderator: **Justin DiBlassio**, Legal Counsel, Authority Brands, LLC

Speakers: **Dave Mortensen**, President & Co-Founder, Self Esteem Brands; **David B. Ramsey**, Partner, Corporate & Franchise Law, Kaufmann Gildin & Robbins LLP

Supply Arrangements and Rebates – Franchisors’ Rights vs. Franchisee Revolts

Franchisors have differing levels of supply chain involvement, and tensions arise when franchisees perceive that the franchisor is profiting from purchases. Program will cover avoiding pitfalls that heighten legal risk.

Moderator: **Peter Loh**, Partner, Foley & Lardner LLP

Speakers: **Ron Coleman**, Parker, Hudson, Rainer & Dobbs, LLP; **Joe Goode**, Founding Partner, Laffey, Leitner & Goode, LLC; **Tim Comer**, General Counsel, Sun Holdings, LLC

Trademark Modernization Act of 2020 and Other Trademark Developments: Impacts on Franchising

This panel will examine the impact of the Trademark Modernization of 2020 (“TMA”) which became law on December 27, 2020, takes effect in December 2021, and amends the Lanham Act, as well as other recent developments in trademark law.

Moderator: **Jarina Duffy**, Senior Counsel, Saxton & Stump

Speaker: **Branden Ritchie**, Senior-Level Trademark Attorney, USPTO; **Dan Drennon**, Senior Vice President of Brand Administration, Living Assistance Services, Inc.



BASICS TRACKS

Our Basics Track is 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.

Basic Track: Franchise Litigation

If a franchise relationship is like a marriage, then divorce is also part of the analogy. Litigation arises when the parties are unable resolve their disagreements by themselves. This session will cover the lifecycle of a franchise action from start to finish. The panel will discuss important procedural considerations, typical claims and defenses, and practical strategies for optimizing your likelihood of success whether in settlement or trial. The topics will include:

- Forum selection and choice of law
- ADR: arbitration and mediation
- Discovery issues
- Motion practice
- Common claims, defenses, and remedies
- Trial themes and strategies
- Settlement considerations
- Legal and practical impact of COVID-19

Moderator: **Anne Jasorkowski**, Lead Counsel-North America Franchising, Subway

Speakers: **Dennis Leone**, Shankman Leone; **Elizabeth McIntosh**, Associate, Genovese Joblove & Battista

Basic Track: Handling Defaults and Terminations

Often considered an administrative process, the management of handling defaults and terminations is anything but. Strategy, relationships and process management are core components of these critical workflows. This session will cover the fundamentals of these workflows and provide practical guidance to reduce risk in a franchise system and to protect the brand.

Speakers: **Sean McCloskey**, Assistant General Counsel, Neighborly®; **Jessica Rosen**, Esq. Associate Attorney, Lewitt Hackman

Basic Track: International

The International Franchising Basics Track explores the fundamentals of International franchising. We invite you to learn the fundamentals from our panel as they explore the following topics:

- 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.

Speakers: **Liz Dillon**, Partner, Lathrop GPM LLP; **Andraya Frith**, Osler, Hoskin & Harcourt LLP, Canada; **Larry Oberly**, President and CEO, SpeedPro

BASIC TRACKS (continued)

Basics Track: Mergers & Acquisitions

This session will cover the basics associated with a merger or acquisition transaction of a franchise system or franchisee business. Topics addressed will include:

- Overview of the deal process.
- Preparing to sell to optimize purchase price.
- Valuation metrics.
- Buyer's due diligence considerations.
- Identifying red flags – Joint Employer/vicarious liabilities, sales violations, supplier issues, data privacy, expansion concerns.
- Negotiating key terms of the purchase agreement.
- Disclosure considerations – FTC, SEC, franchisees, employees, etc.
- Post-closing integration.
- Deal considerations in the COVID era

Moderator: **Allison Scaduto**, Attorney, Marks & Klein

Speakers: **Bret Permesly**, Shareholder, Greenberg Traurig; **Lizzy Westrope**, Associate, DLA Piper LLP

Basic Track: Registration & Disclosure

This session provides an introduction to the federal and state franchise registration and disclosure laws that franchisors must comply with in offering and selling franchises in the United States. 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 and 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?

Moderator: **Colin Krull**, Greenberg Traurig, LLP

Speaker: **Abhishek Dube**, Counsel, Baker & McKenzie LLP

Basics Track: Trademarks & IP

Trademarks, copyrights, trade secrets and other IP are the keystone of franchising. This session will discuss the various types of intellectual property; the role they play in franchising; the treatment they receive in the FDD and Franchise Agreement; how they are registered and protected, and how they are enforced against trademark infringers and franchisees who default.

Speakers: **Bill Graefe**, Partner, Fisher Zucker; **Ed Kelly**, CDO, Paisano's

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 54th Annual Legal Symposium.

BASIC TRACK

Our Basic Track is 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.

ETHICS COURSE

We are offering one class on Monday and Tuesday afternoon that will be eligible for ethics credits: *Ethics of Joint Representation of the Franchisor, Franchisee, and Their Officers, Employees or Affiliates*. See listing on previous pages for full details.

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 you can build your portfolio of contacts in the franchise industry.

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

IBA/IFA JOINT CONFERENCE
May 17-18

2022

International Franchising
in Uncertain Times

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 37th Annual IBA/IFA Joint Conference, May 17-18. 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 franchise.org/events/2022-ibaifa-joint-conference.



REGISTRATION

REGISTER TODAY

For the best value, register before **MAY 13, 2022** at <https://cvent.me/RRnQnW>

SYMPOSIUM PRE-REGISTRATION

Pre-registration for the Legal Symposium closes May 13, 2022. After this date please register at our On-site Registration Desk during official Registration hours. On-site registrations will be subject to an additional \$100 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/events/2022-legal-symposium.

WHAT DOES YOUR REGISTRATION FEE INCLUDE?

- Entry into all educational sessions;
- Extensive course materials;
- Welcome Reception Sunday, May 15;
- Continental Breakfast Monday, May 16 and Tuesday, May 17;
- Refreshment Breaks Monday, May 16 and Tuesday, May 17;
- Lunch Monday, May 16 and Tuesday, May 17 and
- Networking Reception Monday, May 16. Symposium opt-in registration lists that will be distributed to all attendees and sponsors, and include their names, companies, titles, phone numbers and email addresses.*

**If you do not want your information included on the registration lists, please select opt-out on your on-line registration form.*

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 2022 Annual Legal Symposium.



HOTEL INFORMATION

You may reserve your hotel room at the Grand Hyatt Washington, Washington, DC by visiting www.franchise.org/events/2022-legal-symposium. Our room rate for a standard room is \$359 (single or double). The deadline for making reservations is April 15, 2022 (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.



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