

# Polsinelli's Global Franchise & Supply Network Practice

We share our clients' entrepreneurial focus and deliver responsive, practical, creative and focused legal counsel to companies ranging from startups to well-known, established brands in domestic and international franchise, license, distribution, supply chain and international trade and customs matters.

We represent franchisors, franchisees, manufacturers, and licensors in developing strategies, structuring transactions and negotiating agreements to get their products and services to market through all levels of the supply chain representing a multitude of industries, and handle arbitrations and litigation for all such matters.

- We structure and negotiate development, franchise, licensing and direct sales arrangements for hundreds of brands domestically and internationally, including development deals in over 60 countries. We prepare disclosure documents, register franchise offerings and resolve issues with government authorities across the globe. For example, we structured the franchise program for one of today's largest U.S. real estate franchisors.
- We conduct due diligence investigations in M&A deals, assess risk, advise on both the buy and sell sides, and negotiate terms, in deals ranging from \$10M to \$500M and more involving franchisors and multi-unit franchisees.
- We counsel, draft and negotiate commercial contracts, including domestic and international distribution, supply and service agreements, broker/carrier agreements, warehousing agreements, equipment and finance leases, and management and product development agreements. We are well known for structuring and managing purchasing groups and cooperatives. For example, we structured the first restaurant co-op in the casual dining space.
- We handle domestic and international litigation and arbitration regarding franchise, distribution, and supply chain issues from termination and protection of intellectual property and enforcement of non-compete covenants to defending against challenges to system practices and -enforcement actions. For example, we obtained one of the first TROs based in part on Force Majeure during COVID for a U.S. master licensee.



Franchise Times  
Legal Eagles

Scan for more on this group.



## Key Contacts

### Joyce Mazero

Shareholder |  
Practice Co-Chair  
214.661.5521  
[jmazero@polsinelli.com](mailto:jmazero@polsinelli.com)

### Leonard (Len) MacPhee

Shareholder |  
Practice Co-Chair  
303.583.8234  
[lmacphee@polsinelli.com](mailto:lmacphee@polsinelli.com)

### Jess A. Dance

Shareholder  
303.583.8270  
[jdance@polsinelli.com](mailto:jdance@polsinelli.com)

### Daniel J. Swayze

Associate  
646.289.6516  
[dswayze@polsinelli.com](mailto:dswayze@polsinelli.com)

### Colin Martell

Associate  
615.259.1525  
[cmartell@polsinelli.com](mailto:cmartell@polsinelli.com)

### Key Matters

- Filed an amicus brief on behalf of the International Franchise Association in the United States Circuit Court of Appeals for the Eleventh Circuit advocating for application of the rule of reason standard to apply to antitrust challenges to “no hire” or anti-poaching clauses in franchise agreements.
- Advised independent franchisee association in the formation of prospective buying group involving over 1,000 franchised units and over \$300 million in annual spend, including the structure of purchasing organization, forming corporate entities and preparing and negotiating agreements with franchisors, participation agreements with members, services agreements with procurement agent and supply, distribution and warehouse agreements with vendors and suppliers across multiple countries.
- Defended the franchisee of the exclusive rights in the United States and Canada of an international children’s amusement park concept in actions arising out of the Mexican-based franchisor’s attempt to terminate the franchise agreements. Obtained a preliminary injunction preventing the termination of the franchise agreement in the United States District Court for the Southern District of New York and thereafter handled the international arbitration before the International Chamber of Commerce.
- Structured, negotiated, facilitated regulatory compliance, and closed multiple deals in an abbreviated time period for global brand restaurant and foodservices franchisors throughout MENA, Europe and Latin America, as well as for US master licensees for in-coming international brands.
- Structured and negotiated new 3PL and transportation systems for national automobile after-market retailer as well as home delivery/ retail motor carrier, managed transportation, dedicated fleet, truck leasing and related fleet financing deals for Fortune 50 company.

### Key Selected Recognitions

- As a practice and as attorneys, we are recognized leaders in national and global rankings. Our practice group is highly recognized in Chambers USA, Best Lawyers in America, and U.S. News & World Report, among others. Our attorneys are ranked in Chambers USA (including a “Top Ranked” in Band 1 for franchising nationwide) and Chambers Global (including a “Top Ranked in Band 2), Best Lawyers in America, Franchise Times Legal Eagles, Super Lawyers, U.S. News & World Report and more.
- Consistently, we chair committees and lead projects for trade groups such as the International Franchise Association, The Liniger Center on Franchising at the University of Denver, and National Restaurant Association.
- In addition to Franchise Management for Dummies (co-authored by Joyce Mazero) we frequently write and speak on franchise, supply chain and distribution matters. Please read one of our recent publications for updates on recent developments in franchise, supply chain and distribution matters.