

October 16-18, 2019 Hyatt Regency at the Colorado Convention Center; Denver, CO

# Dear Colleagues and Friends,

We are pleased to invite you to the 42nd Annual Forum on Franchising on October 16-18, 2019 at the Hyatt Regency Denver at the Colorado Convention Center in downtown Denver, Colorado. Attendees of the Forum will experience Franchising at its Peak, featuring the very best in franchise educational programs, CLE and networking opportunities. Social events include Thursday night's dinner event at Punch Bowl Social, a venue complete with an innovative offering of interactive entertainment, arcade games, and a variety of delicious fare; and Friday evening's progressive-type dinner at the Denver Milk Market, a 16-venue cornerstone of the historical Dairy Block featuring a variety of local dining offerings.

Visit our event website for the latest information and program details at <a href="https://www.xpressreg.net/eReg/?ShowCode">www.americanbar.org/groups/franchising</a> To register, visit <a href="https://www.xpressreg.net/eReg/?ShowCode">https://www.xpressreg.net/eReg/?ShowCode</a> = FOFR1019.

See you in Denver!

## **Your Program Co-Chairs**

- ▶ Bethany Appleby, Franchise World Headquarters, LLC (Subway), appleby\_b@subway.com
- ▶ William K Whitner, Paul Hastings LLP, kwhitner@paulhastings.com

## **Hotel Reservations**

- ► This year's Forum will be hosted at the Hyatt Regency Denver at the Colorado Convention Center in Denver, Colorado. The 2019 Forum on Franchising rate is \$269 per night plus 15.75% tax for single or double occupancy. The hotel is located at 650 15th Street, Denver, Colorado 80202.
- ▶ You may call the hotel directly at 888-421-1442 and mention the 2019 ABA Forum on Franchising to secure your reservation. You can also reserve a room online at https://www.hyatt.com/en-US/group-booking/DENCC/G-BAR9.
- ▶ The group rate is available through Monday, September 23 or until the room block is full, whichever occurs first.

## **Getting There**

Denver International Airport is approximately 45 minutes from the Hyatt Regency Denver at the Colorado Convention Center. Taxi service is available from the airport for a flat fee of \$56 for the first passenger and an additional \$1 for each subsequent rider. Uber & Lyft are also available.

## Intensives & Plenaries

## WEDNESDAY, OCTOBER 16 10:00am – 4:00pm

## **Intensive 1: Fundamentals of Franchising**

This program provides a comprehensive overview of franchise law for those who want a thorough introduction to this field, as well as those who want a refresher on one or more areas of franchise law practice. Join a panel of top franchise lawyers as they discuss the intellectual property aspects of franchising, structuring a franchise, disclosure and registration requirements, defining and protecting a franchise system's intellectual property, franchise relationship laws, international franchising, and the representation of franchisees. Each attendee will receive a copy of the most current edition of The Fundamentals of Franchising.

## **Speakers:**

Corby C. Anderson, Bradley Arant Boult Cummings LLP
Harris J. Chernow, Reger Rizzo Darnall LLP
Andraya Frith, Osler, Hoskin & Harcourt LLP
Rochelle Spandorf, Davis Wright Tremaine LLP

## 12:00pm - 5:00pm (concurrent)

## Intensive 2: A Comprehensive Legal Review of the Creation of a Start-up Franchise System

Franchise attorneys are often consulted by entrepreneurs interested in franchising their businesses. This practical intensive program will cover the legal nuts and bolts of creating a new franchise system. Topics will include: (1) educating the potential start-up franchisor about the risks, benefits, and burdens of franchising and operating a franchise system and the use of third party consultants and other providers; (2) performing due diligence about the prospective franchisor; (3) entity structures and ownership; (4) structuring real estate ownership and related legal issues; (5) protecting trademarks and other intellectual property; (6) financial statements and engaging CPA's; (7) using checklists, questionnaires, and interviews to obtain information for the FDD; (8) overview of techniques and considerations in drafting the franchise offering and operating documents; (9) preparing financial performance representations; (10) finalizing and cross-checking the franchising documents; (11) best practices for registration state filings; (12) docketing deadlines and milestones and tracking comment letters and approvals; (13) operating manuals and other ancillary operational documents; (14) developing and implementing sales compliance programs; (15) developing and implementing system advertising programs; (16) developing the supply chain and affiliate involvement in it; (17) monitoring the system for material changes; (18) required periodic filings; (19) reviewing and updating franchise disclosure documents for renewal; and (20) sending the client off to sell.

## **Speakers:**

Elizabeth S. Dillon, Gray Plant Mooty

Charles (Chuck) Modell, Larkin, Hoffman, Daly & Lindgren, Ltd.

Josh Piper, Miller Nash Graham & Dunn LLP

Phyllis Alden Truby, Phyllis Alden Truby, APC

## Intensives & Plenaries

## Intensive 3: Further Abroad: Beyond the Fundamentals of International Franchising

Assuming an understanding of the basics of international franchising, this program will examine:

- International franchise expansion structures, including their practical, legal and economic advantages and disadvantages;
- Considerations and options for identifying and working with local counsel;
- Identifying and addressing the impact of local laws on international expansion, including various "hot issues" from around the globe;
- Essential contract and drafting concepts, including insights into negotiation dynamics, for a variety of international franchise agreements;
- Mergers and acquisitions and other financing transactions involving international franchised businesses; and
- Termination and international market withdrawal, including dispute resolution options and considerations.

This intensive program will also offer a discussion on select provisions in international franchise agreements, including those that are more complex (e.g., how to structure a multi-jurisdiction deal; withholding and currency exchange provisions), often overlooked (e.g., how to draft those boilerplate provisions), and most often negotiated (e.g., indemnification and transfer). Finally, the program will also include an interactive group discussion concerning select problems and complex issues that arise in international transactions.

## **Speakers:**

Kristin Corcoran, Franchise World Headquarters, LLC (Subway)

Beata Krakus, Greensfelder, Hemker & Gale, P.C.

David W. Oppenheim, Greenberg Traurig, LLP

Frank Robinson, Cassels Brock & Blackwell LLP

## THURSDAY, OCTOBER 17 8:30am – 10:00am

## **Plenary 1: Annual Developments**

The Forum's signature event! Join your colleagues for a thoughtful, comprehensive and lively review of the year's key judicial and legislative developments affecting franchising and distribution.

### **Speakers:**

**Heather Carson Perkins**, Faegre Baker Daniels **Trish Treadwell**, Parker Hudson Rainer & Dobbs

## FRIDAY, OCTOBER 18 8:30am – 10:00am

## Plenary 2: Implicit Bias and Its Impact on the Legal Profession and Beyond

Although there is plentiful dialog on implicit and unconscious bias, unpacking this concept to understand the myriad "mental shortcuts" that we use and the impact they have on the way we interact with and value others is critical to the diversity and inclusion journey of any organization, especially customer-facing franchises. This interactive presentation will address how we can recognize our implicit biases and the ways in which they affect our behavior, especially in interactions with people who we (consciously or unconsciously) see as different from us. Dr. Arin Reeves will address these issues, and how we can work to overcome those biases, in the context of both internal and external relationships with colleagues and clients. In a rapidly changing global marketplace where our differences can be a source of conflict or of strength, understanding and negotiating our implicit cognitive biases can become an individual as well as an organizational advantage.

## Speaker:

**Dr. Arin N. Reeves**, President and Managing Director, Nextions LLC Bias Credit Offered

### W-1: Non-Compete Enforcement Today: Slam Dunk or Red Zone Problem?

Although franchisors often successfully enforce non-competes in most jurisdictions, there have been rumblings from courts suggesting that this may not continue to be the case. Irreparable harm may be getting more difficult to prove and overly broad non-competes may not simply be blue penciled or rewritten in the future. This workshop will help counsel on both the franchisor and franchisee sides learn what they need to know to craft winning arguments for their side given current trends. This workshop addresses those topics and will also tackle issues such as demonstrating a protectable interest, binding third parties, and whether there are alternatives to enforcing non-compete restrictions, including enforcing other contractual provisions (e.g., confidentiality, lease assignment, non-solicitation, ownership of customer data, etc.) to effect similar results.

Michael Gray, Gray Plant Mooty

Erin Conway Johnsen, Garner & Ginsburg, P.A.

## W-2: Artificial Intelligence, E-Discovery, and the Next Frontiers of Discovery in Franchise Litigation

Scholars and commentators have theorized that with the right training, predictive coding – the machine learning process that reduces the time human reviewers must spend reading non-relevant information – achieves better and more cost-effective results than traditional discovery efforts. Some courts now even prefer algorithm-reviewed productions over human-reviewed productions. And that is just the beginning. Current trends point toward more intelligent Al driven by systemic transformation from primarily structured data retention to much larger, predominantly unstructured data ("big data"). This workshop will focus on current trends and risks in Al, E-Discovery (including inadvertent disclosure/clawbacks), cost considerations, and any franchise-specific considerations.

**Theo Arnold,** Money Mailer **John Doroghazi**, Wiggin and Dana LLP

#### W-3: The Road to Purgatory or Paradise? The Devil is in the Details!

With apologies to Dante, let's be honest. Anyone who has been in the litigation game for even just a short while knows that whether any specific case will settle before trial is almost impossible to answer with any degree of certainty. Preparing for, but not going to, trial is a litigator's particular ring of hell. Successful litigation, however, is premised on preparing as if the dispute will go to trial. And taking short cuts at the last minute will almost always lead you (and your client) into unnecessary peril. So, what items cannot be overlooked even if a case does not ultimately go to trial? This workshop will explore the nooks and crannies of successful trial preparation, including oft overlooked items like: ensuring the pleadings (and requested remedies) match the case; identifying themes and how to use them; preparing witnesses for depositions; identifying and using the right experts; supplementing discovery; paring down evidence; case mapping; ensuring the right people are available when the time comes; and other topics, such as planning and preparing demonstrative exhibits. Join two of the Forum's most experienced franchise litigators for this lively and fun discussion of the litigation journey to explore some of the many details that cannot be forgotten on the way to trial.

**Deborah S. Coldwell**, Haynes and Boone, LLP **Ronald K. Gardner**, Dady & Gardner, P.A.

## W-4: The Keys to Successful Negotiation and Early Dispute Resolution

Given that the overwhelming percentage of cases settle before trial, negotiation skills and strategies are arguably more important than trial skills. This workshop will help hone those skills for clients' benefit in negotiations with or without mediator involvement. It will help participants, among other things: (1) take all steps necessary to discover the other side's top-line or bottom-line number; (2) identify the needs and wants of the other side; (3) search for potential resolutions that deliver to the other side what it needs, while still meeting the needs of your side; and (4) protect the dynamics of any continuing relationships after settlement. This program is appropriate for experienced practitioners as well as more junior lawyers. **Scott Korzenowski**, Dady & Gardner, P.A.

Benjamin B. Reed, Plave Koch PLC Les Wharton, Coverall North America, Inc.

## W-5: Words Matter: A Litigator's Perspective on Key Provisions in the Franchise Agreement

Many of us have heard of the recent "Oxford comma" case, where interpretation of an agreement focused on the lack of a comma. Like that decision, franchise cases can rise or fall on the interpretation—or absence—or a single word or phrase in the franchise agreement. This workshop will examine commonly litigated franchise agreement provisions and highlight significant court decisions focused on interpreting words or phrasing that practitioners may consider when drafting a franchise agreement or rely upon when litigating one. This program will focus on the more substantive provisions of the franchise agreement—e.g., exclusivity and territories, renewal, transfer, termination, supply, remodels, and marketing funds—with an emphasis on how court decisions and interpretations could affect drafting choices and the arguments to be made with the contract language the parties are already committed to, once a dispute arises.

Michael J. Boxerman, Marcus & Boxerman Eric D. Stolze, Paul Hastings LLP Elizabeth M. Weldon, Snell & Wilmer L.L.P.

### W-6: Effective Witness Preparation and Presentation in a Franchise Case

Preparation and presentation of a party's story through key witnesses is crucial to the successful resolution of franchise disputes. In this workshop, experienced franchisor and franchisee trial lawyers will discuss strategies for effective witness preparation and presentation at the most important stages of a case – deposition, mediation, and trial. Topics will include preparing key deposition witnesses, including whether to advise the witness to keep all responses short and answer just the question asked, or give longer answers that articulate key case themes; how party witness presentations can influence a mediator; and ways to explain to a jury, judge, or arbitrator important issues underlying claims or defenses by a franchisor or franchisee. This workshop also will cover deposition defense tactics, including how active lawyers can or should be, what they can and cannot do during breaks, objections, and how to resolve disputes arising during depositions.

Alejandro Brito, Zarco Einhorn Salkowski & Brito PA

Ronald T. Coleman, Jr., Parker Hudson Rainer & Dobbs LLP

## W-7: Mobile Apps, Remote Ordering, and Loyalty Programs; Risks and Opportunities

Mobile apps, including app-based loyalty programs and remote ordering, have moved from cutting-edge to standard in some industries. This workshop will cover key legal considerations and strategies to help franchisors and franchisees maximize their opportunities and reduce their risk in utilizing mobile apps. Topics will include data privacy, terms and conditions of use, risk shifting to vendors, ADA compliance, software licensing and development agreements, trademark and other intellectual property issues, insurance, rollout and franchisee communication about benefits, franchisee compliance with program requirements, allergens and labeling, and indemnification considerations.

**Gary R. Batenhorst**, Cline Williams Wright Johnson & Oldfather, L.L.P. **Lindsey Cooper**, Franchise World Headquarters, LLC (Subway) **Daniel Graham**, Perkins Coie LLP

## W-8: Metal Detectors, Video Cameras and Bomb-Sniffing Dogs: Balancing Hospitality With Privacy and Security

After multiple tragic shootings and other incidents at businesses, companies must think differently about security measures. Industry experts are suggesting metal detectors, video cameras, geofencing and tracking, facial recognition technology, bomb-sniffing dogs, window shatter sensors and other measures that theoretically could prevent security incidents. These measures will be discussed with illumination from current case law regarding liability theories and the franchisor-franchisee relationship, as well as customers' rights to "opt out," if any. Moreover, many of these measures directly challenge companies' long-standing commitments to guest privacy. This workshop will delve into how much privacy guests would and should be willing to give up in order to increase security measures, what might be deemed "reasonable" security in the 20/20 hindsight of a jury when another shooting happens in an area of public accommodation, and whether this trend toward privacy-encroaching security measures will creep into workplaces and other semi-public spaces.

**Jeffrey L. Karlin**, Dunkin' Brands, Inc. **Natalma (Tami) McKnew**, Fox Rothschild LLP

#### W-9: How Should the FTC Rule be Restructured, If at All?

This past February, the long-awaited review of the FTC Franchise Rule kicked off with a Request for Comment published in the Federal Register. The franchise community was given until May 13, 2019 to respond to the series of questions posed by the FTC, but commenters were not limited by those topics. The first question posed is whether there is a continuing need for the rule at all. Some have suggested that the continued use of the FDD itself has been called into question. Among those weighing in were lawyers and law firms representing the interests of both franchisees and franchisors. Issues addressed included whether the FTC Rule continues to serve its stated purposes, how it could be improved to meet the needs of prospective investors, and whether it serves to protect franchisors as much as it does prospective franchisees. What is the optimal strategy in the current regulatory climate? Are there issues or proposals on which all stakeholders can agree? Our presenters will provide an overview of the current state of the rule review process and a summary of comments in the public record, and will lead a discussion focused on general considerations, that will include whether a safe harbor can be provided for franchisors, whether some requirements of the current rule may be irrelevant, are ambiguous or could be improved; digital and technological considerations that would make disclosures more useful to potential investors; whether an expanded cover page or a summary disclosure document would be helpful to investors; whether the sheer volume of documents overwhelms prospective investors and discourages their review of the FDD and its attachments; and other ideas for reimagining franchise disclosure.

Peter C. Lagarias, Lagarias, Napell & Dillon, LLP
Jon Solish, Bryan Cave Leighton Paisner
Christine M. Todaro, General Attorney, Federal Trade Commission

## W-10: Avoiding and Litigating Claims in Advertising Franchised Products and Services

From FTC regulation and enforcement actions to false advertising claims and class actions, advertising a franchise's products and services has never been riskier or more complicated. This workshop will provide an overview of advertising laws, risks, and best practices to avoid risks. Topics will include common bases for false and deceptive advertising claims (e.g., nutritional or health claims, "all natural", environmental claims, comparative advertising), sweepstakes and contests, and issues involved in digital marketing, social media, sponsored search engine advertising, and endorsements. This workshop will also cover procedures that franchisors and franchisees should have in place to ensure that product and service advertising complies with the law and does not pose an unreasonable risk of consumer deception, frustration, or claims.

Antonia Scholz, Cheng Cohen LLC

Mark S. VanderBroek, Nelson Mullins Riley & Scarborough LLP

### W-11: Structuring the New Franchisee Evaluation and Approval Process

Franchisors want qualified franchisees in their franchise systems. How far can or should franchisors go when vetting their prospective franchisees, and what type of information provides sufficient grounds to deny a franchise sale, consent to transfer, or request for expansion or renewal? What obligations, if any, do franchisors have to deny a prospective franchisee's application, and what claims might a rejected prospective franchisee bring? This workshop will address (1) the process of background and credit checks and the information they reveal, publicly-known information, and financial considerations of the franchisee stakeholders, (2) privacy concerns relating to the gathering and application of the information during the qualification process, (3) and the application of the process to the stakeholders' family members. The panel will also discuss the possibility of discrimination claims based on the qualification process and the application of state relationship laws; and whether employment laws provide a guide to follow when making determinations to reject a prospective franchisee.

Van T. Lam, Regal Nails, Salon & Spa, LLC Nicole Liguori Micklich, Urso, Liguori & Micklich, P.C. Stephanie Russ, Baker & McKenzie LLP

## W-12: Trademark Clearance and Investigation Considerations Before Acquisition of a New Concept

Franchisors are often on the lookout to expand their holdings by adding complementary concepts that can easily use or adapt to existing systems and procedures. However, companies often pay surprisingly little attention to perhaps the most significant aspects of the transaction, the target's trademarks. This program will explore the pitfalls of failing to conduct adequate due diligence in the brand aspect of new concept acquisitions and provide suggestions for getting the most out of the process or, at the least, getting better educated about any lingering problems with a proposed acquisition. Among the issues that will be covered are common considerations in analyzing the trademark information provided by the target, consideration of other information that relates to the strength and protectability of the target's trademarks and assessing the availability of the target's trademarks for nationwide use, including examination of the current status of the "ripeness" (a/k/a Dawn Donut) doctrine.

Jason Adler, Cellairis Franchise, Inc.

Christopher P. Bussert, Kilpatrick Townsend & Stockton LLP

## W-13: Best Practices for Franchisors Providing Franchise Support Services in a Post-Joint Employer World

The change in the joint employer standard announced by the National Labor Relations Board in the Browning-Ferris decision, reviewed by the DC Circuit late last year, coupled with the NLRB's pursuit of McDonald's corporation as a joint employer, rocked the franchise community. The immediate reaction of those in the franchise industry was that the new "joint-employer doctrine" would affect the way franchisors deal with their franchisees, including rethinking providing a full menu of franchise support services to avoid the specter of joint employer liability. Is this reaction a measured response to an existential risk to the franchisor's business model or is it an overreaction to an issue that can be mitigated through implementing best practices in franchise system management? This workshop will explore the potential joint employer risk to the franchise industry and franchisors' ability to continue offering certain services to franchises to optimize value proposition. It will also examine tools franchisors may use to avoid claims of joint employer liability, including enhanced contract provisions, disclaimers and

language in brand standards and franchisee communications, and franchisor employee training.

**Eric H. Karp**, Witmer, Karp, Warner & Ryan LLP **Joyce Mazero**, Polsinelli PC

Karen Boring Satterlee, Hilton Worldwide Holdings, LLC

#### W-14: Stepping on Toes: Territorial Rights and Encroachment

Some franchise agreements protect franchisees from intrabrand competition, while other franchise agreements provide no such protection or reserve specific development rights to the franchisor. In assessing expansion of a franchise system, franchisors must determine the scope of any territorial rights already granted to franchisees, including to what extent those territories are exclusive, and what development rights are expressly reserved to the franchisor. In addition to State laws that afford protection to franchisee territories, after the trial court decision in Bryman v. El Pollo Loco, franchisors now must also give renewed focus to potential franchisee claims that another franchised or corporate operation infringes on that franchisee's business in violation of the implied covenant of good faith and fair dealing, and whether the franchise agreement expressly grants any territorial exclusivity or reserves rights to the franchisor. In considering where and how to expand, some franchisors conduct competitive impact analyses to assess the potential effect of new intrabrand competition on an existing franchisee's business footprint. This session will discuss the effectiveness and optimal usage of such analyses, and the potential contract and statutory claims that can arise when a franchisor decides to expand the system with new franchises or corporate operations.

Charles S. Marion, Blank Rome LLP
Daniel J. Oates, Miller Nash Graham & Dunn, LLP
Ari N. Stern, O'Hagan Meyer, PLLC

### W-15: How to Develop a Comprehensive and Balanced Social Media Policy

Marketing and promotion through social media play an increasingly critical role in the success of franchise brands. This ever-evolving medium is forcing franchisors' marketing and sales efforts to rapidly adapt. To take advantage of these emerging marketing opportunities, many franchisors are granting franchisees the right to use their trademarks and names in franchisee-generated social media content on platforms such as Facebook, Instagram, Twitter, SnapChat and others. However, the use of social media by various stakeholders in the franchise system raises numerous legal questions: How do more traditional marketing content restrictions apply to social media? Is the "Internet advertising exemption" for franchise sales alive and well, and do "tweets" fall under the exemptions? How should a franchisor's social media policies differ for its employees versus its franchisees? Should a franchisor's social media policies extend to the on-line activities of the franchisees' employees? This workshop will examine effective social media policies that balance the competing interests of engaging with customers, employees, and prospective franchisees in real-time on multiple platforms, with legal compliance and protecting the franchisor's trademarks and brand.

Marlén Cortez Morris, Barnes & Thornburg LLP Jim Goniea, Self Esteem Brands, LLC Gerald C. Wells, Rita's Franchise Company

### W-16: Regulatory Update

This program will cover the latest in franchise regulation and provide practical guidance for franchise practitioners. The panel of state regulators will discuss compliance issues, including financial assurance conditions, risk factors (when required, whether negotiable, and the dilemma of states imposing different language requirements), common filing issues, and new initiatives such as revisions to the State Cover Page. The panel will also address frequent Item 19 issues, including circumstances under which financial performance representations are mandatory; when the use of franchisor-owned units only is permissible in a financial performance representation; permissible subset inclusion in a financial performance representation (e.g., presenting revenues for express units when the franchisor offers both express and full-service units); and supplemental disclosures that constitute impermissible disclaimers. Additional

topics include social media posts that constitute advertising, samples of recent franchise law enforcement actions, and how to prevent violations that trigger enforcement actions.

**Dale E. Cantone**, Assistant Attorney General, Deputy Securities Commissioner, Office of the Attorney General, Securities Division

Susan Grueneberg, Cozen O'Connor

**Patty Hagner**, Franchise Examiner, Office of the Illinois Attorney General **Theresa Leets**, Assistant Chief Counsel Legal Division, California Department of Business Oversight

# W-17: Collect if You Dare: Practical Strategies to Help Franchise Parties Cope with GDPR and Other International Privacy Laws and the Evolving U.S. Privacy and Data Security Landscape

Legislators are focusing on consumer privacy and data security with a vengeance, yet many businesses are not sure where to start. At the same time, consumers are demanding more data-driven convenience and innovation. The issues are compounded in the franchising world because of the multiple relationships between franchisors, franchisees, customers and vendors. More than a year after its effective date, franchise parties continue to struggle with GDPR's requirements. To further complicate this struggle, U.S. states are attempting to impose their own comprehensive privacy regimes on businesses.

The new California Consumer Privacy Act (CCPA), which takes effect on January 1, 2020, imposes costly and novel requirements on a broad range of large and small businesses across industries. Franchise chains with any California presence must consider whether and how, by virtue of structure or information practices, CCPA may impact their ability to collect and use consumer information. A number of other states are poised to take similar action. These new privacy laws define "personal information" so broadly that they potentially cover any business that captures ordinary customer data like email addresses, phone numbers, and payment history. This workshop will help prepare businesses or franchise clients for the "new normal" in international and US privacy and data security law.

Helen Goff Foster, Davis Wright Termaine LLP John Pratt, Hamilton Pratt Dawn Newton, Donahue Fitzgerald LLP

#### W-18: Anti-Poaching Issues in Franchising

Anti-poaching restrictions have been receiving increased scrutiny from regulators, private litigants, and the press. This workshop will examine what these provisions are, the different types of anti-poaching provisions, their history, and the antitrust concerns they raise. What are the legal issues and risks of having them in your franchise agreement? Can these provisions survive and, if so, in what form? While language can be taken out of future franchise agreements, what about existing contracts? What other provisions might be scrutinized next? Get the answers to these questions and more at this innovative and timely workshop.

Brian Forgas, Hilton Worldwide Holdings, LLC

Rahul Rao, Assistant Attorney General, Antitrust Division, Washington State Office of the Attorney General

Sandy Wall, DLA Piper LLP (US)

### W-19: Franchising Under the Radar in the USA and Canada: How to Ensure Your Client's Franchise Dreams Don't Go "Up in Smoke"

Canada and an increasing number of U.S. states have legalized the retail sale of marijuana under a patchwork of varying regulations, without corresponding legalization at the federal level in the United States. With the "mainstreaming" of marijuana, can marijuana dispensary and other related businesses successfully and legally follow the franchise model for growth and expansion? What elements of the franchise model will have to adapt? This workshop will provide an overview of the U.S. and Canadian marijuana laws; address issues regarding drafting franchise documents, managing the franchise relationship and handling disputes; and discuss the challenges (and opportunities) for prospective franchises and franchisors and their attorneys in this new industry.

Cassandra Da Re, Dale and Lessmann, LLP Mike Drumm, Drumm Law, LLC

Caroline Bundy Fichter, Bundy Law Firm, PLLC

Ashley Rea Kilroy, Executive Director, Excise and Licenses, City and County of Denver

#### W-20: So You Want to Terminate for System Standards Violations

Advising franchisors on whether (and how) to enforce standards and address quality assurance problems, including exercising default and termination rights, can be tricky, particularly in circumstances where there is a limited or unclear factual background. The type of standards at issue and degree of failure, language of the franchise agreement, applicable state franchise relationship laws and, as importantly, history and background, are all critical to the analysis and risk assessment before electing to terminate. This workshop will explore substantive and procedural issues that franchisors and their counsel should consider, as well as best practices in exercising franchisors' compliance standards enforcement rights.

Scott McIntosh, Quarles & Brady LLP

Len MacPhee, Polsinelli PC

Janaki Parmar, Marriott International, Inc.

### W-21: Buying and Selling a Franchised Business, Guiding a Franchisee through the Process

Representing a client buying or selling an existing franchised business is a complicated process, involving myriad legal issues and business considerations. In addition to the traditional corporate, conveyancing, financing, real estate, and other issues associated with the transfer of a business, the sale of a franchise raises certain unique issues. Franchisors typically have a right of first refusal to purchase the franchised business as well as certain conditions precedent to providing consent to a transfer including the requirement that the seller sign a release. This program will consider the legal aspects of the sale of a franchised business from the perspective of all three parties: the seller, the buyer and the franchisor, and will provide attendees with a practical and comprehensive examination of the various aspects of buying and selling an existing franchised business.

Roland W. Baggott III, Baggott Law, PLLC Katherine M. Kotel, Kotel Law, PLLC Julie Lusthaus, Lusthaus Law P.C.

### W-22: International Expansion: The Toe in the Water Approach

For many franchisors, international expansion is a dream wrapped in an enigma. They are intrigued by it, but they do not want to "bet the farm." While pundits advocate for robust, proactive international expansion plans, many franchisors are interested in how to tiptoe safely into the international arena, while building expertise, infrastructure and brand protection on the go. This program will explore a cautious approach to international expansion and will include: (1) an overview of threshold international-specific issues that cannot be avoided, including IP protection, supply chain, corporate and tax structure, franchise structure, franchise documents, franchise law compliance and finding prospects; (2) practical tips for choosing the countries that may be best suited for the underlying business and/or have the fewest barriers to entry; and (3) a discussion of key structuring differences between a robust, proactive international approach and a more measured or reactive approach, including discussion of corporate or franchised test units, carving up countries or regions, and innovative deals with progressive earn-in rights to larger territories with development or even master rights.

Mo Alturk, Baker & McKenzie LLP Robert A. Lauer, Haynes and Boone, LLP Larry Weinberg, Cassels Brock & Blackwell LLP

### W-23: A Guided Tour of Franchising in the Asia-Pacific

The Asia-Pacific region continues to play a vital role in shaping the global economy, both in terms of GDP and population. As a result, the appeal for brands to expand their international franchise offerings to the Asia-Pacific has increased tremendously. Expansion can be complex, as the franchise disclosure, relationship and other laws affecting franchising may vary significantly from country to country. These local requirements can be unusual compared to, and more restrictive than, the requirements in a franchisor's home country. An experienced panel of international franchise practitioners will survey the franchise regimes in a sampling of Asia-Pacific countries (including Australia, China, Hong Kong, Japan, New Zealand, India, Indonesia, Malaysia, Pakistan, South Korea, Taiwan, Thailand, and Vietnam), highlighting franchise disclosure and relationship regimes; and the applicability of notable local laws, including such as those related to currency exchange controls, privacy, competition, and labor; and other special

considerations, such as taxes, sourcing, franchise codes of conduct employment, taxes, "unfair standard form" contract provisions, and dispute resolution.

Srijoy Das, Archer & Angel, India Abhishek Dubé, DLA Piper LLP (US) Andrew P. Loewinger, Nixon Peabody LLP

## W-24: Ethics: Keeping Up With Ever Evolving Technology, They Didn't Teach That in Law School

In 2012, the American Bar Association approved a change to Model Rule of Professional Conduct 1.1 to make clear that a lawyer's duty of competence now requires keeping up to date with relevant technology in the practice of law, including the risks and benefits associated with the relevant technology. Since then, a number of states have adopted a duty of technology competence. Effective January 1, 2017, Florida became one of the first states to mandate legal technology CLE. But what does that require? Do lawyers have an ethical obligation to encrypt their email? To use Al to manage large document productions? Maintain a crisis backup plan? What about document edits or electronic redactions that can be "reverse engineered"? What should lawyers look for in contracts with technology vendors? This workshop will discuss these issues as well as state ethical rules and standards mandating knowledge of available legal technology.

Regina Amolsch, Plave Koch PLC Leslie Smith, Foley & Lardner LLP Phil Weiser, Colorado Attorney General Ethics Credit Offered

## Program Schedule

## **Wednesday, October 16**

**7:00am - 5:00pm** Forum Registration

10:00am - 4:00pm

Intensive 1: Fundamentals of Franchising

12:00pm - 5:00pm (concurrent)

Intensive 2: A Comprehensive Legal Review of the Creation of a Start-up Franchise System

Intensive 3: Further Abroad: Beyond the Fundamentals of International Franchising

5:00pm - 6:30pm

Welcome Reception - Centennial Ballroom Foyer Hyatt Regency Denver at the Colorado Convention Center

7:00pm - 9:30pm

Newcomers/YLD Networking Event - Rhein Haus-Denver

7:00pm - 10:00pm

Restaurant Rounds - Dutch Treat at Local Restaurants

## **Thursday, October 17**

**7:00am - 5:00pm** Forum Registration

7:00am - 8:15am (concurrent)

Networking Continental Breakfast LADR Breakfast

Corporate Counsel Breakfast

8:30am - 10:00am

Plenary 1: Annual Developments

10:00am - 1:00pm

Spouse/Guest Event - Denver Art Museum Tour with Luncheon

10:30am - 11:45am

**Concurrent Workshops** 

**W-2:** Artificial Intelligence, E-Discovery, and the Next Frontiers of Discovery in Franchise Litigation

**W-7:** Mobile Apps, Remote Ordering, and Loyalty Programs; Risks and Opportunities

**W-12:** Trademark Clearance and Investigation Considerations Before Acquisition of a New Concept

**W-19:** Franchising Under the Radar in the USA and Canada: How to Ensure Your Client's Franchise Dreams Don't Go "Up in Smoke"

**W-21**: Buying and Selling a Franchised Business, Guiding a Franchisee through the Process

**W-23:** A Guided Tour of Franchising in the Asia-Pacific

**W-24:** Ethics: Keeping Up With Ever Evolving Technology, They Didn't Teach That in Law School

11:45am - 1:00pm (concurrent)

Networking Lunch Women's Caucus Lunch

1:15pm - 2:30pm Concurrent Workshops

**W-3:** The Road to Purgatory or Paradise? The Devil is in the Details!

**W-4:** The Keys to Successful Negotiation and Early Dispute Resolution

W-9: How Should the FTC Rule be Restructured, If at All?

**W-14:** Stepping on Toes: Territorial Rights and Encroachment

**W-15:** How to Develop a Comprehensive and Balanced Social Media Policy

W-18: Anti-Poaching Issues in Franchising

2:45pm - 4:00pm

**Concurrent Workshops** 

**W-1:** Non-Compete Enforcement Today: Slam Dunk or Red Zone Problem?

**W-5:** Words Matter: A Litigator's Perspective on Key Provisions in the Franchise Agreement

**W-6:** Effective Witness Preparation and Presentation in a Franchise Case

**W-10:** Avoiding and Litigating Claims in Advertising Franchised Products and Services

W-16: Regulatory Update

**W-17:** Collect if You Dare: Practical Strategies to Help Franchise Parties Cope with GDPR and Other International Privacy Laws and the Evolving U.S. Privacy and Data Security Landscape

4:15pm - 5:30pm

Concurrent Workshops

**W-8:** Metal Detectors, Video Cameras and Bomb-Sniffing Dogs: Balancing Hospitality With Privacy and Security

**W-11:** Structuring the New Franchisee Evaluation and Approval Process

**W-13:** Best Practices for Franchisors Providing Franchise Support Services in a Post-Joint Employer World

## Program Schedule

**W-19:** Franchising Under the Radar in the USA and Canada: How to Ensure Your Client's Franchise Dreams Don't Go "Up in Smoke"

**W-20:** So You Want to Terminate for System Standards Violations

**W-22:** International Expansion: The Toe in the Water Approach

**W-24:** Ethics: Keeping Up With Ever Evolving Technology, They Didn't Teach That in Law School

6:15pm - 10:00pm

Forum's 42nd Annual Reception and Dinner - Punch Bowl Social

## Friday, October 18

**7:00am - 5:00pm** Forum Registration

7:00am - 8:15am (concurrent)

Networking Continental Breakfast International Division Breakfast Solo/Small Firm Breakfast Paralegal/Franchise Administrators Breakfast Law Professors Open House

8:30am - 10:00am

Plenary 2: Implicit Bias and Its Impact on the Legal Profession and Beyond

10:30am – 11:45am Concurrent Workshops

**W-3:** The Road to Purgatory or Paradise? The Devil is in the Details!

**W-8:** Metal Detectors, Video Cameras and Bomb-Sniffing Dogs: Balancing Hospitality With Privacy and Security

**W-9:** How Should the FTC Rule be Restructured, If at All?

**W-10:** Avoiding and Litigating Claims in Advertising Franchised Products and Services

**W-11:** Structuring the New Franchisee Evaluation and Approval Process

**W-17:** Collect if You Dare: Practical Strategies to Help Franchise Parties Cope with GDPR and Other International Privacy Laws and the Evolving U.S. Privacy and Data Security Landscape

W-18: Anti-Poaching Issues in Franchising

W-23: A Guided Tour of Franchising in the Asia-Pacific

11:45am – 1:00pm (concurrent) Networking Lunch Diversity Caucus Lunch

1:15pm – 2:30pm Concurrent Workshops

**W-4:** The Keys to Successful Negotiation and Early Dispute Resolution

**W-6:** Effective Witness Preparation and Presentation in a Franchise Case

**W-7:** Mobile Apps, Remote Ordering, and Loyalty Programs; Risks and Opportunities

**W-12**: Trademark Clearance and Investigation Considerations Before Acquisition of a New Concept

**W-13:** Best Practices for Franchisors Providing Franchise Support Services in a Post-Joint Employer World

**W-15:** How to Develop a Comprehensive and Balanced Social Media Policy

**W-20:** So You Want to Terminate for System Standards Violations

2:45pm – 4:00pm Concurrent Workshops

**W-1:** Non-Compete Enforcement Today: Slam Dunk or Red Zone Problem?

**W-2:** Artificial Intelligence, E-Discovery, and the Next Frontiers of Discovery in Franchise Litigation

**W-5:** Words Matter: A Litigator's Perspective on Key Provisions in the Franchise Agreement

**W-14**: Stepping on Toes: Territorial Rights and Encroachment

W-16: Regulatory Update

**W-21:** Buying and Selling a Franchised Business, Guiding a Franchisee through the Process

**W-22:** International Expansion: The Toe in the Water Approach

7:00pm - 10:00pm Reception & Dinner - Denver Milk Market

## Saturday, October 19

8:30am - 12:30pm Denver Driving Group Tour/Optional Lunch

8:45am - 12:00pm

Community Service Event - Food Bank of the Rockies

## **Speaker List**

Jason Adler

Cellairis Franchise, Inc.

**Mo Alturk** 

Baker & McKenzie LLP

**Regina Amolsch** 

Plave Koch PLC

**Corby C. Anderson** 

**Bradley Arant Boult Cummings LLP** 

**Theo Arnold** 

Money Mailer

Roland W. Baggott, III

Baggott Law, PLLC

**Gary R. Batenhorst** 

Cline Williams Wright Johnson & Oldfather, L.L.P.

Michael J. Boxerman

Marcus & Boxerman

**Alejandro Brito** 

Zarco Einhorn Salkowski & Brito PA

**Christopher P. Bussert** 

Kilpatrick Townsend & Stockton LLP

**Dale E. Cantone** 

Office of the Attorney General, Securities Division

**Harris J. Chernow** 

Reger Rizzo Darnall LLP

**Deborah S. Coldwell** 

Haynes and Boone, LLP

Ronald T. Coleman, Jr.

Parker Hudson Rainer & Dobbs LLP

**Lindsey Cooper** 

Franchise World Headquarters, LLC (Subway)

**Kristin Corcoran** 

Franchise World Headquarters, LLC (Subway)

Cassandra Da Re

Dale & Lessmann, LLP

**Srijoy Das** 

Archer & Angel, India

Elizabeth S. Dillon

**Gray Plant Mooty** 

John Doroghazi

Wiggin and Dana LLP

**Mike Drumm** 

Drumm Law, LLP

**Abhishek Dubé** 

DLA Piper LLP (US)

**Caroline Bundy Fichter** 

Bundy Law Firm, PLLC

**Brian Forgas** 

Hilton Worldwide Holdings, LLC

**Helen Goff Foster** 

Davis, Wright & Tremaine LLP

**Andraya Frith** 

Osler, Hoskin & Harcourt LLP

**Ronald K. Gardner** 

Dady & Gardner, P.A.

Jim Goniea

Self Esteem Brands, LLC

**Daniel Graham** 

Perkins Coie LLP

**Michael Gray** 

**Gray Plant Mooty** 

**Susan Grueneberg** 

Cozen O'Connor

**Patty Hagner** 

Office of the Illinois Attorney General

**Erin Conway Johnsen** 

Garner & Ginsburg, P.A.

Jeffrey L. Karlin

Dunkin' Brands, Inc.

Eric H. Karp

Witmer, Karp, Warner & Ryan LLP

**Ashley Rea Kilroy** 

Excise and Licenses, City and County of Denver

**Scott Korzenowski** 

Dady & Gardner, P.A.

**Katherine M. Kotel** 

Kotel Law, PLLC

**Beata Krakus** 

Greensfelder, Hemker & Gale, P.C.

**Peter C. Lagarias** 

Lagarias, Napell & Dillon, LLP

Van T. Lam

Regal Nails, Salon & Spa, LLC

**Robert A. Lauer** 

Haynes & Boone, LLP

**Theresa Leets** 

California Department of Business Oversight

**Andrew P. Loewinger** 

Nixon Peabody LLP

## **Speaker List**

**Julie Lusthaus** 

Lusthaus Law P.C.

**Charles S. Marion** 

Blank Rome LLP

**Joyce Mazero** 

Polsinelli PC

**Scott McIntosh** 

Quarles & Brady LLP

Natalma (Tami) McKnew

Fox Rothschild LLP

Len McPhee

Polsinelli PC

Nicole Liguori Micklich

Urso, Liguori & Micklich, P.C.

**Charles (Chuck) Modell** 

Larkin, Hoffman, Daly & Lindgren, Ltd

**Marlén Cortez Morris** 

Barnes & Thornburg LLP

**Dawn Newton** 

Donahue Fitzgerald LLP

**Daniel J. Oates** 

Miller Nash Graham & Dunn, LLP

David W. Oppenheim

Greenberg Traurig, LLP

Janaki Parmar

Marriott International, Inc.

**Heather Carson Perkins** 

Faegre Baker Daniels

**Josh Piper** 

Miller Nash Graham & Dunn LLP

**John Pratt** 

**Hamilton Pratt** 

**Rahul Rao** 

Washington State Office of the Attorney General

Benjamin B. Reed

Plave Koch PLC

**Dr. Arin N. Reeves** 

Nextions LLC

**Frank Robinson** 

Cassels Brock & Blackwell LLP

**Stephanie Russ** 

Baker & McKenzie LLP

**Karen Boring Satterlee** 

Hilton Worldwide Holdings, LLC

**Antonia Scholz** 

Cheng Cohen LLC

**Leslie Smith** 

Foley & Lardner LLP

**Jon Solish** 

Bryan Cave Leighton Paisner

**Rochelle Spandorf** 

Davis Wright Tremaine LLP

Ari N. Stern

O'Hagan Meyer, PLLC

Eric D. Stolze

Paul Hastings LLP

**Christine M. Todaro** 

Federal Trade Commission

**Trish Treadwell** 

Parker Hudson Rainer & Dobbs

**Phyllis Alden Truby** 

Phyllis Alden Truby, APC

Mark S. VanderBroek

Nelson Mullins Riley & Scarborough LLP

**Sandy Wall** 

DLA Piper LLP (US)

**Larry Weinberg** 

Cassels Brock & Blackwell LLP

**Phil Weiser** 

Colorado Attorney General

Elizabeth M. Weldon

Snell & Wilmer L.L.P.

**Gerald C. Wells** 

Rita's Franchise Company

**Les Wharton** 

Coverall North America, Inc.

## Social and Special Events

### **WEDNESDAY, OCTOBER 16**

5:00pm - 6:30pm

Welcome Reception Centennial Ballroom Foyer Hyatt Regency Denver at the Colorado Convention Center

7:00pm - 9:30pm

Newcomers/YLD Networking Event Rhein Haus-Denver

7:00pm – 10:00pm

Restaurant Rounds
Dutch Treat at Local Restaurants





#### **THURSDAY, OCTOBER 17**

7:00am – 8:15am (concurrent)

Networking Continental Breakfast LADR Breakfast

Corporate Counsel Breakfast

10:00am - 1:00pm

Spouse/Guest Event
Denver Art Museum Tour and Lunch

11:45am – 1:00pm (concurrent)

Networking Lunch
Women's Caucus Lunch

6:00pm – 10:00pm

Forum's 42nd Annual Reception and Dinner Punch Bowl Social





#### FRIDAY, OCTOBER 18

7:15am - 8:30am (concurrent)

Networking Continental Breakfast International Division Breakfast Solo/Small Firm Breakfast Paralegal/Franchise Admin. Breakfast Law Professors Open House

12:15pm – 1:30pm (concurrent)

Networking Lunch Diversity Caucus Lunch

7:00pm – 10:00pm

Reception and Dinner Denver Milk Market



8:30am – 12:30pm Denver Driving Group Tour

8:45am – 12:00pm Community Service Event Food Bank of the Rockies



## Conference Information

#### 1. Hotel Information

The conference will be held at the Hyatt Regency Denver at the Colorado Convention Center, 650 15th Street, Denver, Colorado 80202.

#### 2. Hotel Reservations

The Forum on Franchising has negotiated a special room rate of \$269/night plus 14.75% tax. Reservations can be secured by calling the hotel at 888-421-1442 and mentioning the 2019 ABA Forum on Franchising or online. You may also reserve online at https://www.hyatt.com/en-US/group-booking/DENCC/G-BAR9. The group rate is available through Monday, September 23, 2019 or until the room block is full, whichever occurs first. Please register for the conference prior to making your hotel reservation. All changes and cancellations to guaranteed hotel reservations must be made within 72 hours of the scheduled day of arrival to avoid a one-night cancellation charge.

#### 3. Air Travel

ABA Airfare discounts are available at American Airlines available at Egencia. Car rental discounts and more information is available at www.americanbar.org/membership/aba\_advantage\_discounts/egencia.html.

#### 4. Ground Travel

Denver International Airport is approx. 45 minutes from the Hyatt Regency Denver at the Colorado Convention Center. Taxi service is available from the airport for a flat fee of \$56 for the first passenger and an additional \$1 for each subsequent rider. Uber & Lyft are also available.

### 5. Program Registration

To register for all programs and events described in this brochure, we encourage you to register online at https://www.xpressreg.net/eReg/?ShowCode=FOFR1019. Confirmations will be e-mailed to you. In order to be included in the list of program attendees, you must register by October 1, 2019. Guest tickets for special events are available for an additional fee. Please see the registration form for price details.

#### 6. On-site Check In

Beginning Wednesday, October 16 at 7:00 am, attendees may check in at the Forum registration desk to pick up registration packets that contain name badges and course materials. Registration will open again on October 17 and 18 at 7:00 am and will close each day at 5:00 pm.

#### 7. On-site Registration

On-site registration is available for those persons who missed the registration deadline. If you plan to register at the door, please contact mhenderson@dci-kansascity.com on or before October 1, 2019 to confirm that space is still available. Failure to call in advance may preclude admission to a sold-out conference. Onsite registrants must pay the registration fees by check, money order, Discover, Visa, MasterCard, or American Express. No cash will be accepted. No registrations will be accepted without payment.

#### 8. Tuition Information

Tuition for the intensive programs is separate and in addition to the main program registration fee. Intensive program tuition includes course materials, lunch, and welcome reception. Tuition for the main program includes admission to the two-day program, welcome reception, continental breakfasts, beverage breaks, lunches, course materials and the Annual Reception/Dinner. The Forum will be providing this year's program materials on a flash drive, on the "ABA Franchising 2019" app, and via a web link only in effort to help "green" the environment. A limited number of scholarships may be available. For more information contact Yolanda. Muhammad@americanbar org.

#### 9. Cancellation Policy

Registrants who are unable to attend the conference will receive a refund less a \$50 administrative fee if written cancellation is received by September 3, 2019. Cancellations may be e-mailed to mhenderson@dci-kansascity.com. No refunds will be granted after September 3, 2019. Substitutions are acceptable, or conference materials will be sent in lieu of a refund after the program. The Forum reserves the right to cancel any programs and assumes no responsibility for personal expenses.

## **Conference Information**

#### 10. CLE Credit

The ABA directly applies for and ordinarily receives CLE credit for ABA programs in AK, AL, AR, AZ, CA, CO, CT, DE, GA, GU, HI, IA, IL, IN, KS, KY, LA, ME, MN, MS, MO, MP, MT, NH, NJ, NM, NV, NY, NC, ND, OH, OK, OR, PA, SC, TN, TX, UT, VT, VA, VI, WA, WI, and WV. These states sometimes do not approve a program for credit before the program occurs. This course is expected to qualify for 6.0 CLE credit hours (including 1.0 ethics hours) in 60-minute states, and 7.2 credit hours (including 1.2 ethics hours) in 50-minute states. This transitional program is approved for both newly admitted and experienced attorneys in NY. Attorneys may be eligible to receive CLE credit through reciprocity or attorney self-submission in other states. For more information about CLE accreditation in your state, please contact Yolanda Muhammad at yolanda.muhammad@americanbar.org or 312.988.5794.

#### 11. Membership

To encourage registrants to join the ABA Forum on Franchising, the reduced member's tuition rate will be extended to registrants who join the Forum when they register for the conference. Forum membership dues are \$50 for attorneys/associates and free for law students. Please include a separate check (payable to the American Bar Association) for membership dues.

#### 12. Additional Course Materials

Materials for all programs may be available for purchase after the conference by calling the ABA Service Center at 800-285-2221.

#### 13. Forum Policy Regarding Self Promotion and Conflicts

In order to ensure a spirit of collegiality at the Annual Forum, please respect the Forum on Franchising's policy which provides that no individual, group or entity (other than the ABA) may engage in any type of self-promotion or conflicting activities (such as giving gifts; hosting group functions i.e., more than six guests including meals, parties, sporting events, meetings or seminars; or displaying or distributing advertising, marketing materials, books, articles, case reports or anything of value or scheduling non-Forum sponsored group meetings) at or in connection with the Annual Forum or any Forum sponsored events (i.e., from the time the first event or program starts to the time the last event or program ends), in or near the city where the Forum event is taking place. The 2019 Annual Forum

starts at 10:00 am, Wednesday, October 16, 2019 and concludes at the end of the Tour on Saturday, October 19, 2019 at 12:30 pm.

#### 14. Tax Deduction for Educational Expenses

In the United States an income tax deduction may be allowed for educational expenses undertaken to maintain or improve professional skills. This includes registration fees, travel, meals and lodging expenses (see Treas. Reg. Sec. 1.162-2) Coughlin v. Commissioner, 203 F.2d 307 [2nd Cir. 1953.])

#### 15. Americans with Disabilities Act

If special arrangements are required for disabled individuals to attend this program, please contact mhenderson@dci-kansascity.com by September 3, 2019.

#### 16. Dress

In keeping with Forum tradition, participants are encouraged to wear business casual attire during the programs and to the special events.

#### 17. For the Latest Program Information

Please visit the Forum on Franchising Annual Meeting site at www.americanbar.org/groups/franchising.html

#### 18. Questions

If you have questions or require additional conference information contact mhenderson@dci-kansascity.com or 913-387-5627.

#### 19. Scholarship

A limited number of scholarships to defray tuition expenses are available for this program. To request an application or receive additional information, please contact Yolanda. Muhammad@americanbar.org. Qualifying attorneys may receive a 50% reduction in tuition fees.

# WORKSHOP SELECTIONS (Please select one workshop per time slot.)

Thursday, 10:30 am	Friday, 10:30 am
W-2: Artificial Intelligence, E-Discovery, and the Next	W-3: The Road to Purgatory or Paradise? The Devil
Frontiers of Discovery in Franchise Litigation  W-7: Mobile Apps, Remote Ordering and Loyalty	is in the Details!  W-8: Metal Detectors, Video Cameras and Bomb-
Programs; Risks and Opportunities	Sniffing Dogs: Balancing Hospitality With Privacy
W-12: Trademark Clearance and Investigation	and Security
Considerations Before Acquisition of a New Concept  W-19: Franchising Under the Radar in the USA and	W-9: How Should the FTC Rule be Restructured, If at All?
Canada: How to Ensure Your Client's Franchise	W-10: Avoiding and Litigating Claims in Advertising
Dreams Don't Go "Up in Smoke"	Franchised Products and Services
W-21: Buying and Selling a Franchised Business, Guiding a Franchisee through the Process	■ W-11: Structuring the New Franchisee Evaluation and Approval Process
W-23: A Guided Tour of Franchising in the Asia-Pacific	W-17: Collect if You Dare: Practical Strategies to
W-24: Ethics: Keeping Up With Ever Evolving	Help Franchise Parties Cope with GDPR and Other
Technology, They Didn't Teach That in Law School	International Privacy Laws and the Evolving U.S.
Thursday, 1:15 pm	Privacy and Data Security Landscape  W-18: Anti-Poaching Issues in Franchising
<b>W-3:</b> The Road to Purgatory or Paradise? The Devil is	W-23: A Guided Tour of Franchising in the
in the Details!	Asia-Pacific
W-4: The Keys to Successful Negotiation and Early Dispute Resolution	Friday, 1:15 pm
W-9: How Should the FTC Rule be Restructured, If at	■ <b>W-4:</b> The Keys to Successful Negotiation and Early
→ VIIS	Dispute Resolution
W-14: Stepping on Toes: Territorial Rights and Encroachment	W-6: Effective Witness Preparation and Presentation in a Franchise Case
W-15: How to Develop a Comprehensive and	<b>W-7:</b> Mobile Apps, Remote Ordering and Loyalty
Balanced Social Media Policy	Programs; Risks and Opportunities
W-18: Anti-Poaching Issues in Franchising	W-12: Trademark Clearance and Investigation
Thursday, 2:45 pm	Considerations Before Acquisition of a New Concept
W-1: Non-Compete Enforcement Today: Slam Dunk	■ W-13: Best Practices for Franchisors Providing
or Red Zone Problem?	Franchise Support Services in a Post-Joint Employer
W-5: Words Matter: A Litigator's Perspective on Key	World  W-15: How to Develop a Comprehensive and
Provisions in the Franchise Agreement  W-6: Effective Witness Preparation and Presentation in	Balanced Social Media Policy
a Franchise Case	<b>W-20:</b> So You Want to Terminate for System
W-10: Avoiding and Litigating Claims in Advertising	Standards Violations
Franchised Products and Services  W-16: Regulatory Update	Friday, 2:45 pm
W-17: Collect if You Dare: Practical Strategies to Help	■ W-1: Non-Compete Enforcement Today: Slam
Franchise Parties Cope with GDPR and Other	Dunk or Red Zone Problem?
International Privacy Laws and the Evolving U.S. Privacy and Data Security Landscape	W-2: Artificial Intelligence, E-Discovery, and the Next Frontiers of Discovery in Franchise Litigation
	■ <b>W-5</b> : Words Matter: A Litigator's Perspective on Key
Thursday, 4:15 pm	Provisions in the Franchise Agreement
W-8: Metal Detectors, Video Cameras and Bomb-Sniffing Dogs: Balancing Hospitality With	■ <b>W-14:</b> Stepping on Toes: Territorial Rights and Encroachment
Privacy and Security	W-16: Regulatory Update
■ W-11: Structuring the New Franchisee Evaluation	W-21: Buying and Selling a Franchised Business,
and Approval Process  W-13: Best Practices for Franchisors Providing Franchise	Guiding a Franchisee through the Process  W-22: International Expansion: The Toe in the
Support Services in a Post-Joint Employer World	Water Approach
■ W-20: So You Want to Terminate for System	EDIENDS OF THE FORMA DROCDAM
Standards Violations  W-22: International Expansion: The Toe in the Water	FRIENDS OF THE FORUM PROGRAM  This informal program is designed to help our newer
Approach	attendees become acquainted with the Forum and its
■ W-19: Franchising Under the Radar in the USA and	members. An active member of the Forum will be paired
Canada: How to Ensure Your Client's Franchise	with a newcomer. The Forum Friend will 1) contact the newcomer prior to the Forum and answer any questions, 2)
Dreams Don't Go "Up in Smoke"  W-24: Ethics: Keeping Up With Ever Evolving	meet with the newcomer at the Welcome Reception, and 3)
Technology, They Didn't Teach That in Law School	make the newcomer feel welcome by introducing him/her
	to other forum members and to the leadership of the Forum.
	I would like to volunteer to serve as a Friend to welcome a newcomer to the meeting
	☐ I would like to be paired with a Friend of the Forum

## 42nd ANNUAL FORUM ON FRANCHISING - October 16-18, 2019

Three Ways To Register



Online https://www.xpressreg. net/eReg/?ShowCode=FOFR1019





Mail completed form and payment to the American Bar Association Attn: Service Center - Meeting/Event Registration 321 N. Clark St. 19 Fl, Chicago, IL 60654

## **REGISTRANT INFORMATION**

(Please Print)

Last Name	First Name	M.I.
(Name as you wish it to appear on attendee list and name bad	dge)	ABA Member ID#
Firm/Company/Agency		
Address		
City	State	Zip
(Area Code) Business Phone Number	(/	Area Code) Business Fax Number
INTENSIVE PROGRAMS  Event (Please check your selection.)  Num  WEDNESDAY, 10:00 am-4:00 pm Intensive 1: Fundamentals of Franchising	nber/Fee \$445	Email Address  Are you licensed to practice in New York? Yes No  Are you licensed to practice in Illinois? Yes No
WEDNESDAY, 12:00 pm-5:00 pm Intensive 2: A Comprehensive Legal Review of the Creation of a Start-up Franchise System  WEDNESDAY, 12:00 pm-5:00 pm Intensive 3: Further Abroad: Revend the	\$445	FORUM REGISTRATION  THURSDAY, OCTOBER 17 - FRIDAY, OCTOBER 18  On/Before As of July 31 Aug. 1
Intensive 3: Further Abroad: Beyond the Fundamentals of International Franchising  SOCIAL & SPECIAL EVENTS	\$445	☐ Non ABA Member       \$1350       \$1450         ☐ ABA Member       \$1150       \$1250         ☐ Forum on Franchising Member       \$1050       \$1150
WEDNESDAY, October 16  Welcome Reception  Newcomers'/YLD Networking Event, Rhein Haus Denver  Restaurant Rounds  (Pay on Yo	Incl. \$110 our Own)	☐ Government/Academic       \$ 700       \$ 800         ☐ Paralegal, Legal Assistant, etc.       \$ 700       \$ 800         ☐ ABA Young Lawyer (35 Years or Younger)       \$ 550       \$ 620         ☐ 1st/2nd Time Attendee of the Forum       \$ 550       \$ 620
THURSDAY, OCTOBER 17  LADR Breakfast Corporate Counsel Breakfast Women's Caucus Lunch Spouse/Guest Event, Art Museum Tour & Lunch 42nd Annual Reception & Dinner Registrant, Punch Bowl Social 42nd Annual Reception & Dinner Adult Guest, Punch Bowl Social	\$45 \$45 Incl. \$40 Incl. \$125	Law Student \$ 350 \$ 420  Speakers, Forum Governing Committee \$ 0 \$ 0 or Past Chair/Non-speaker, and Press*  *Press must gain approval from ABA Media Relations Department.  Join the Forum on Franchising and save!  Forum on Franchising Membership: Associate, Lawyer\$50
Paralegal/Franchise Administrators Breakfast	\$45 Incl. Incl. Incl.	Forum on Franchising: Law Student
Diversity Lunch	Incl. \$125	Total Due  Check enclosed: Make payable to the ABA Forum on Franchising  Card Number
Denver Driving Tour  Denver Driving Tour with Lunch  Community Service Event, Food Bank of the Rockies	\$25 \$70 Incl.	Expiration Date
Please let us know of any dietary restrictions for you or your registe	ered guest:	Cardholder's Name (print)  Signature