

45th Annual Forum on Franchising



FRANCHISING

Anchors Aweigh

ABA FORUM ON FRANCHISING
NOVEMBER 2-4, 2022 • SAN DIEGO, CA



AMERICAN **BAR** ASSOCIATION

Forum on Franchising

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Dear Colleagues and Friends,

It is our honor to serve as Co-Chairs for the 45th Forum on Franchising Annual Meeting, where we will be Anchors Aweigh! (yes, it's "aweigh"; trust us) in San Diego, California on November 2-4, 2022, at the Marriott Marquis San Diego Marina.

We have put together a schedule that is full of the varied and high-quality programming that has been the hallmark of this illustrious group, including three intensive programs, 25 workshops (one more than usual), and the Forum's signature Annual Developments plenary. We've also planned a number of breakfasts, lunches, and other networking events where you can connect and reconnect with your Forum colleagues.

In addition to the program itself, on Thursday night we will hold our Annual Reception and Dinner onboard a mega yacht in the San Diego Harbor, which will include a short harbor cruise after everyone has had time to socialize, eat, and drink. And our Friday night event will be at the San Diego Wine and Culinary Center, where you will be able to enjoy great food and taste a variety of wines in a tranquil and relaxed space.

Program Co-Chairs

Jason Adler, Cellairis Franchise, Inc., jasonadler@cellairis.com

Ben Reed, Plave Koch PLC, breed@plavekoch.com

To find out more, visit:

<http://www.americanbar.org/groups/franchising>.

You can register for the event by scanning the QR code:



Hotel Reservations

This year's Forum will be hosted at the Marriott Marquis San Diego Marina in San Diego, California.

The 2022 Forum on Franchising rate is \$299 per night. Rates are subject to applicable state and local taxes: occupancy tax (currently 10.5%), San Diego Tourism Marketing District assessment (currently 2%), and CA Tourism Fee (\$0.77) in effect at the time of check out for single or double occupancy.

You may call the hotel directly at 619-234-1500 and mention the 2022 ABA Forum on Franchising to secure your reservation.

You can also book a reservation at

<https://book.passkey.com/go/AmericanBarAssociation22>. The deadline for booking your room is October 10, 2022 at 5:00pm CST or once the room block is full, whichever occurs first. We strongly recommend you book your hotel room early.

Getting There

San Diego International Airport is approx. 10 minutes from the Marriott Marquis. Taxi service is available from the airport for an estimated fee of \$30. Uber & Lyft are also available.

Intensives & Plenaries

The Intensive Programs are offered as one course. You must attend all parts to receive MCLE credit.

Wednesday, November 2

Intensive 1: Fundamentals of Franchising

Part 1 (10:00am – 11:45am) Introduction, What is a Franchise and Structuring the Franchise, and Intellectual Property

11:45am - 12:45pm - Lunch Break

Part 2 (12:45pm - 2:15pm) Disclosure, Registration, and Franchise Relationship Laws

2:15 pm - 2:35 pm - Break

Part 3 (2:35pm - 4:00pm) International Franchising and Representation of Franchisees

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 some of the nation's top franchise lawyers as they discuss structuring a franchise, disclosure and registration requirements, franchise relationship laws, defining and protecting a franchise system's intellectual property, the representation of franchisees, and international franchising. Each attendee will receive a copy of the most current edition of *The Fundamentals of Franchising*.

Speakers:

Structuring the Franchise: Steve Goldman, Friedlander Misler PLLC
Disclosure and Registration: Rochelle Spandorf, Davis Wright Tremaine LLP

Franchise Relationship Laws: Heather Perkins, Faegre Drinker Biddle & Reath LLP

Intellectual Property: Ron Coleman, Parker, Hudson, Rainer & Dobbs LLP

Representation of Franchisees: Nicole Micklich, Urso, Liguori & Micklich, P.C.

International Franchising: Bret Lowell, DLA Piper LLP

Intensive 2: Expanding Internationally: An Overview of Key Issues and Considerations

Part 1 (11:00am – 12:45pm) Introduction, International Franchise Program Development, Trademark and IP Issues

12:45pm - 1:30pm - Lunch Break

Part 2 (1:30pm – 3:15pm) Commercial and Legal Agreement Terms, the Impact of Local Laws, and Franchise Regulatory Matters

3:15pm - 3:35pm - Break

Part 3 (3:35pm - 4:30pm) Hiring and Working with Local Counsel

If a franchisor either has just started to expand or is thinking about expanding into international markets, there are hosts of issues to be considered at various times throughout the expansion process. In this intensive, learn what issues should be considered and how to practically navigate these challenges. Topics will include: whether going international is the right move; costs of entering new markets; trademark and other intellectual property considerations; entity formation and transaction structure; selecting local counsel; due diligence on potential franchisees (i.e., background checks, Office of Foreign Assets Control checks, etc.); addressing franchise regulatory compliance and other local law issues (i.e., use of FDD, translation considerations, terminations, non-compete, antitrust, anti-corruption, industry specific laws); financial considerations, including currency issues, payments, and related tax issues; supply chain considerations; data privacy considerations; and cultural and geopolitical considerations. Each attendee will receive copies of their choice of two of the most current editions of *Fundamentals of International Franchising*, *Fundamentals of Franchising – Canada*, or *Fundamentals of Franchising – Europe*. In addition, each attendee will receive a complimentary ticket to attend the International Dinner hosted at the event hotel on Wednesday night.

Speakers:

Martine de Koning, Kennedy Van der Laan

Melissa Murray, Bird & Bird LLP

Kendal H. Tyre, Jr., Nixon Peabody LLP

Susan Grueneberg, Cozen O'Connor

Intensives & Plenaries

Intensive 3: Operational and Brand Standards Compliance Programs: The Practical Aspects of Franchise Relationship Management

Part 1 (11:00am – 12:45pm) Introduction, Franchise System Brand Standards and Operational Uniformity, and Records Management and Administration
12:45pm - 1:30pm - Lunch Break

Part 2 (1:30pm – 3:15pm) Defaults, Terminations, Transfers, and Renewals
3:15pm - 3:35pm - Break

Part 3 (3:35pm - 4:30pm) Other Policies Crucial to Managing the System and Relationships With Franchisees (Social Media, Health and Safety, Privacy, etc.)

Compliance with brand standards and the enforcement of uniformity are critical to the successful operation of a franchise system. Based on the recently published Franchise Law Compliance Manual, Third Edition, and complementing the 2021 Intensive on compliance with statutes and regulations covering registration, disclosure, and sales, this intensive will focus on issues that should be addressed in developing a practical operational compliance program, including: (1) franchise system brand standards and operational uniformity; (2) records management and administration; (3) defaults and terminations; (4) transfers and renewals; and (5) other policies crucial to managing the system and relationships with franchisees (social media, health and safety, privacy, etc.). This intensive is recommended for all experience levels – from franchise paralegals, to in-house counsel, to outside counsel. Each attendee will receive a copy of the Franchise Law Compliance Manual.

Speakers:

Thomas Ayres, Witmer Karp Warner & Ryan, LLP

Robert A. Lauer, Haynes and Boone, LLP

Sherin Sakr, WellBiz Brands, Inc.

Susan Sheely, Self Esteem Brands, LLC

Thursday, November 3

8:30am – 10:15 m

Awards Presentation & Plenary 1: Annual Developments

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

Speakers:

Daniel J. Oates, Miller Nash LLP

Susan Tegt, Larkin Hoffman Daly & Lindgren Ltd.

Friday, November 4

8:30am – 10:15am

Plenary 2: Practical and Ethical Considerations in Identifying and Addressing Attorney Wellness and Substance Abuse & Annual Business Meeting

Lawyers excel at performing at a high level under pressure to achieve results: closing the deal, winning the case, or signing the new client. Unfortunately, professional success may come at the cost of personal well-being and can result in casual habits that relieve stress, anxiety, or other mental or physical ailments turning into dangerous addictions. These issues can ultimately impact an attorney's performance and health, and if unchecked can spiral out of control with potentially disastrous consequences for the clients, law firms, and companies for which they work; in fact, the ABA adopted a formal resolution on attorney mental health and substance abuse in 2018. This plenary will discuss the specific aspects of the legal profession that may contribute to attorney wellness and substance abuse issues; how to self-identify and identify potential issues with colleagues in your firm or company; and support services that are available to lawyers suffering from depression, anxiety, substance abuse and addiction. The plenary will also focus on the ethical issues attorneys and law firms should consider in addressing issues of substance abuse, and the potential risks of failing to address those issues – both from a professional responsibility (implicating Model Rules 1.1, 5.1, and 5.2) and a liability perspective. Ethics credit will be available for this session.

Speakers:

Lita Abella, Senior Program Analyst, Lawyer Assistance Program, State Bar of California

Hon. Cynthia Valenzuela

Heather L. Rosing, President and CEO, Klinedinst PC

Moderator: Eric H. Karp, Of Counsel, Witmer Karp Warner & Ryan, LLP

Workshops

W-1: Recent Topics in Arbitration: What Litigators and Drafters Should Know

Based on recent precedent from the Supreme Court and federal appellate courts involving agreements to arbitrate, there are important issues that franchise lawyers should consider when drafting, negotiating, or litigating issues relating to arbitration agreements. This workshop will cover decisions from the Supreme Court this term on whether states can prohibit arbitration of private attorney general act claims, can parties seek discovery in federal court pursuant to 28 U.S.C. § 1782 for use in foreign arbitrations, in what circumstances an award can be confirmed by a federal court, and the standard for determining when waiver has occurred. These decisions could have far-reaching practical implications in the years to come. In addition, this workshop will cover recent developments in the areas of the delegation doctrine; enforceability of agreements to arbitrate; waiver; and the ability of non-signatories to enforce, or avoid, agreements to arbitrate. The panelists will address how this recent authority impacts litigating arbitration issues as well as how recent decisions impact best drafting practices for agreements to arbitrate.

John M. Doroghazi, Wiggin and Dana LLP
Caroline B. Fichter, Bundy & Fichter PLLC
Aaron-Michael Sapp, Cheng Cohen LLC

W-2: I Want It My Way: Brand Standards Disputes in Franchise Systems

Franchisors and franchisees have a shared interest in ensuring uniform quality across the system, and franchisors establish and enforce quality standards to accomplish that goal. But when franchisees fail to comply with standards or the franchisor fails to enforce its standards uniformly, litigation can ensue. This workshop will explore the duties in typical franchise relationships that give rise to disputes regarding brand standards and will focus on issues commonly litigated in franchise standards enforcement cases, including how system standards are measured (subjectively, objectively, or through customer experience); claims of bias or ulterior motive; changes or expansion of brand standards through revisions to operating manuals; and the validity of terminations based on an alleged failure to meet quality metrics.

Bethany L. Appleby, DLA Piper LLP (US)
Andrew P. Bleiman, Marks & Klein, LLP

W-3: Not So Fast My Friend: Key Issues that Arise under State Relationship Laws

Franchisors and franchisees inevitably look to the franchise agreement when trying to determine their respective rights and obligations in the relationship. Almost half of the states in the United States (plus Puerto Rico and the US Virgin Islands) have laws in place that override one or more of the aspects of franchise relationships, regardless of what the contract provides. This workshop will review certain key issues that arise under state franchise relationship laws: what constitutes good cause; restrictions on franchisors' refusal to allow transfers and renewals; specialized remedies for violations of state relationship laws; and procedural rules that impact the applicable law and possible venues for resolving disputes. The panelists will address the law on these issues and best practices for counseling clients (as a transactional or litigation attorney).

Elliot Ginsburg, Garner, Ginsburg & Johnsen, P.A.
Teri Koller, Cline Williams Wright Johnson & Oldfather, L.L.P.

W-4: The Terms of Our Endearment or Separation: Settling Disputes Before and During Litigation

Disputes between franchisors and franchisees are inevitable, but, in most cases, the disputes are resolved without ever proceeding to a trial on the merits of the parties' claims. The approach to resolution – and the terms the parties are willing to propose – may vary significantly depending on whether it involves maintaining the relationship or ending it. And whether the parties are willing to continue the relationship or end it can be impacted by whether the dispute is resolved before litigation ensues (whether through mandatory or voluntary mediation) or after an action is filed triggering an Item 3 franchise disclosure obligation. This workshop will examine how the strategies that franchise lawyers employ in working out disputes between their franchisor and franchisee clients vary depending on the ultimate goals and how those goals can change depending on the stage at which they seek to resolve the dispute and the needs of the parties at that time – including whether there is any benefit to pre-suit mediation and the systemwide considerations raised by settlement. In addition to these strategic considerations, the panelists will address common terms that are particular to franchise relationships regardless of when the settlement is achieved; the impact of disclosure obligations; the use of ancillary agreements as part of a settlement

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considerations, the panelists will address common terms that are particular to franchise relationships regardless of when the settlement is achieved; the impact of disclosure obligations; the use of ancillary agreements as part of a settlement (e.g., sale agreements, forbearance agreements, promissory notes, tolling and standstill agreements, and confessions of judgment); and the scope of releases and confidentiality and non-disparagement provisions.

John Holland, Dady & Gardner, P.A.

Karen Marchiano, Massage Envy Franchising, LLC

W-5: The Long Arm of the Law: The Extraterritorial Scope of State Franchise Registration and Disclosure and Relationship Laws in Litigation

Most (if not all) franchise agreements include choice of law provisions that designate one state's law – usually the home state of the franchisor – to govern the parties' contractual relationship. However, a number of state registration and disclosure and relationship laws provide that the parties' contractual choice takes a back seat to those laws, and state regulators routinely impose their state-specific requirements in reviewing franchisors' FDDs. But are those laws actually applicable to franchise relationships or parties outside of the state? This workshop will explore the geographic reach of state franchise laws and whether those laws apply to parties and relationships notwithstanding the contractual choice of law; whether a franchisor's home-state franchise law applies when the franchisee or franchised location is outside the state; how franchise laws apply in cases involving parties or franchised locations in multiple states; and how franchise lawyers can navigate those issues in litigation, including choosing where to bring an action.

Bryan Dillon, Lagarias, Napell & Dillon, LLP

Ann H. MacDonald, ArentFox Schiff LLP

W-6: Intended and Unintended Consequences: An Inside Look at the Regulators' Perspectives on Enforcement of State Franchise Laws and Regulations

How does a state franchise regulator determine when to issue a notice of investigation? What activities lead regulators to demand remedial action or

initiate an enforcement action? What steps should a brand take after it realizes independently that it may have violated a franchise sales law? This workshop will pull back the curtain to answer those and other questions from the perspective of franchise regulators. Topics will include factors a state regulator considers in determining whether to start an investigation; whether to self-report potential violations as opposed to waiting to see if anything comes of innocent (or perhaps intentional) non-compliance; best practices for working with state regulators to resolve alleged and admitted violations, including communicating about the cost and impact of compliance; the types of changes that may need to be made to the FDD during and after an investigation; and the potential outcomes from findings of noncompliance arising out of self-reported and state-initiated investigations.

Martin Cordell, State of Washington Department of Financial Institutions

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

Marisa I. Urteaga-Watkins, State of California Department of Financial Protection and Innovation

W-7: Bringing a Knife to a Gun Fight? Preventing or Limiting Post-Termination Competition Without a Non-Compete

When the franchise relationship ends – acrimoniously or peacefully – franchisors often seek to enforce a post-termination covenant not to compete. But what happens when there is no covenant, the covenant is unenforceable, or a state statute limits enforceability? This workshop will focus on other applicable legal principles on which franchisor lawyers can rely to protect the franchisor's rights and legitimate interests in protecting the brand and other franchisees from what the franchisor deems to be unfair competition (e.g., confidentiality and trade secret restrictions, rights to assume leases and telephone numbers, rights to purchase the business assets, and rights to customer information) and the arguments that franchisee lawyers can make to prevent franchisor overreach in the absence of an enforceable covenant.

Mackenzie Dimitri, Einbinder & Dunn LLP

John R. Gotaskie, Fox Rothschild LLP

Lauren Linderman, Faegre Drinker Biddle & Reath LLP

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W-8: Because I Said So: Experiential-Based Expert Opinions in Franchise Cases

In a trial or arbitration setting, explaining the nuances of how the franchise sales process works, how franchise systems operate, and the applicable federal or state regulations, through lay witnesses or even counsel for the parties can be challenging. One option is to retain a franchise expert to offer testimony on these issues. When can an experienced franchise attorney or consultant be qualified under evidentiary rules to provide expert testimony on franchising, the franchising regulatory structure, or custom and practice in the franchise industry in litigation involving franchisors and franchisees? This workshop will explore the legal hurdles to offering expert testimony from franchise lawyers, retired regulators, or consultants, including whether experience in franchising is sufficient to qualify a witness as an expert, whether testimony from such a witness meets the Daubert standard or is inadmissible ipse dixit testimony, whether such testimony crosses the line from providing expert opinion versus legal opinion or testimony as to an ultimate issue for resolution by the trier of fact, and whether the ultimate result might vary depending on whether the case is in arbitration or litigation.

Michael Sturm, Lathrop GPM LLP
Jeffrey Wolf, Quarles & Brady LLP

W-9: Using the FDD as a Sword and Shield in Litigation

Franchisors often include specific language and provisions throughout an FDD that some people may call “self-serving” to try to shield themselves from franchisee claims that information in the FDD is misleading or omits crucial information. In contrast, franchisees often point to the FDD – or a specific state addendum required by a state regulator – to parry franchisor demands that might be inconsistent with the pre-sale disclosure. The FDD therefore becomes a tool both parties can use in litigation – both to attack and defend. This workshop will analyze a franchisor’s disclosure requirements and the ample body of case law in which parties have relied upon the FDD to either advance their litigation case or defend against affirmative claims.

Earsa R. Jackson, Clark Hill PLC
Andrew Malzahn, Dady & Gardner, P.A.

W-10: The Truth Is Somewhere In Between: The Art of Taking and Defending Depositions in Franchise Disputes

With the proliferation of emails and text messages essentially documenting communications, discovery more often than not now focuses on production and review of documents. As a result, while still an essential discovery tool for learning factual details, the use of depositions has evolved into more than a fact gathering exercise. This is particularly true in franchise disputes, where counsel often use depositions for more strategic purposes – to set up or defeat a summary judgment motion, to close out witnesses with eye towards trial, or to facilitate settlement discussions. Similarly, counsel defending depositions must account for these strategies in preparing a witness for a deposition. This workshop will explore the “art” of taking and defending depositions in franchise cases, based on who is being deposed (the principals of the franchisor or franchisee, lower-level employees, former employees or franchisees, corporate designees, or third parties) and the goals of counsel taking and defending the deposition. Topics will include selecting an approach for questioning (friendly, combative, etc.); ordering topics of questioning based on strengths and weaknesses in the case; strategic use of documents both in preparing a witness and in questioning; focusing on key words and themes to shape a witness’s testimony; educating the witness, both in preparation and as a strategy for obtaining helpful testimony; preparing and taking depositions of corporate designees; and strategies for objecting.

Robert M. Einhorn, Zarco Einhorn Salkowski & Brito, P.A.
William K Whitner, Paul Hastings LLP

W-11: Get ‘Em Out of There: The Effective Use of Early Dispositive Motions

Nothing makes a client happier than getting out of litigation early in the process – well, nothing other than not being named as a defendant in the first place! Lawyers routinely use dispositive motions after discovery to either have the case dismissed or at least limit the asserted causes of action and streamline the case for trial. But pre-discovery dispositive motions can be utilized to attempt to extricate a client from a lawsuit even sooner. The workshop will survey recent cases that exemplify the types of arguments that do and do not work in early dispositive motions and address the pros and cons of filing such motions,

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whether different strategies should be utilized in making such motions, and whether there are benefits to be gained from such motions even if unsuccessful.

Matt DeAntonio, Bradley Arant Boult Cummings LLP
Erin Conway Johnsen, Garner, Ginsburg & Johnsen, P.A.

W-12: Significant Developments in Trademark Law and Their Impact on Franchising

2020 and 2021 were big years for trademark law. First, the US Supreme Court issued three decisions that directly affected trademark protection and enforcement – Romag Fasteners, Inc. v. Fossil, Inc., United States Patent & Trademark Office v. Booking.com B.V., and Lucky Brand Dungarees, Inc. v. Marcel Fashions Group, Inc. Then, in December 2020, the President signed the Trademark Modernization Act into law, with many of its changes becoming effective in December of 2021. This workshop will provide a summary of the key provisions of the Trademark Modernization Act and also will discuss the implications of the three decisions, including in the case of Booking.com, how the USPTO has pivoted to a new argument challenging the registrability of marks, and more broadly how both the new law and the decisions impact franchising.

Christopher Bussert, Kilpatrick Townsend & Stockton LLP
Marisa Faunce, Plave Koch PLC

W-13: The 2022 NASAA Statement of Policy and Other Regulatory Developments

NASAA has issued its proposed Statement of Policy Regarding the Use of Questionnaires and Acknowledgements. This workshop will cover the proposed new policy statement from NASAA, including current status and application of that policy, and other significant regulatory developments, such as the continuing move towards fully electronic registration and the Franchise Electronic Filing Depository system (“FRED”). The panel of state regulators will also discuss trends in other registration and disclosure matters, such as concerns over financial statements, the use of disclaimers, warnings, admonitions, and caveats throughout the FDD, state comments on substantive fairness and reasonableness of franchise agreements, and other practical guidance for franchise practitioners.

Dale Cantone, State of Maryland
Mark Kirsch, Lathrop GPM LLP
Theresa Leets, State of California Department of Financial Protection and Innovation
Will Woods, Baker McKenzie

W-14: Drafting FPRs: Lessons Learned from Two Years of Upheaval

With all of the recent economic uncertainty, downturn, and revival, a brand’s Item 19 has likely gone through a number of revisions, changes, and updates – to the extent it has not been removed altogether. This workshop will explore how the past two years have impacted whether franchisors should make a financial performance representation, what should be disclosed in Item 19 to meet the “reasonable basis” standard and comply with the NASAA FPR Commentary and Guidance, how franchisors have shifted their approach to Item 19, how franchisees should critique a franchisor’s financial performance representation (or lack of one), and best practices to protect a brand from possible litigation while complying with the rules and regulations governing such representations.

Breton H. Permesly, Greenberg Traurig, LLP
Antonia Scholz, Cheng Cohen LLP

W-15: Recent Developments in Cannabis and CBD Franchising

With the sale of cannabis now fully legalized in eighteen US states (and having been legal throughout Canada for several years), and saleable in some form or fashion in all but four US states (and with CBD legalized nationwide), cannabis-related businesses are popping up more and more regularly. Naturally, cannabis-related businesses are exploring the franchising model as a viable means of expanding their operations. But given federal restrictions on the manufacture, sale, and possession of cannabis and the registration of trademarks related to cannabis businesses, and the fact that the laws vary so widely from state to state and, in Canada, are rapidly changing, there is a veritable minefield of legal considerations for businesses seeking to franchise in the cannabis space. This workshop will provide an update on the current state of regulations of the sale of cannabis in the United States and Canada and how unique barriers impact the ability of cannabis-based businesses to pursue franchising as a means of expansion. The panelists will also share their views on potential creative solutions to manage and bridge those barriers – with lessons learned from successful franchising operations in Canada and an exploration of current franchise models seen in the United States.

Danielle Hunt, Miller Nash LLP
Frank Robinson, Cassells Brock & Blackwell LLP
Joshua Schneiderman, Snell & Wilmer L.L.P.

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W-16: Fundamentals 201: Use of Franchise Law Exemptions

The requirement to register a franchise offering in the states with franchise registration laws is time consuming, expensive, and – worst of all – often results in delays while responding to comment letters and awaiting approval from state administrators. However, each state franchise registration law (and the FTC Rule) contemplates exemptions from the registration (and, in many cases, the disclosure) obligations. If a franchise offering qualifies for an exemption, it can potentially save the franchisor and franchisee time, while significantly reducing the cost to the franchisor, as well as avoiding changes being made to the FDD and included agreements. This workshop provides a basic introduction to the use of exemptions under both the FTC Rule and state franchise registration laws and addresses issues, including state law filing and renewal requirements for exemptions and the type of disclosure required under certain exemptions. This workshop will also address common challenges for franchisors in relying on exemption-based franchising.

Karen Satterlee, Hilton Worldwide
Stephanie Zosak, DLA Piper LLP

W-17: Hitting Refresh: Updating Your Franchise Agreement to Reflect the Times

Changes in technology and society have impacted the nature of goods and services businesses provide and customers consume, as well as how those goods and services are developed and delivered. This workshop will explore areas of a typical franchise agreement that are ripe for updating in the form agreement or deal specific addenda based on the world in which we currently live, both for franchisor counsel to consider in revising existing agreements or drafting agreements for a new franchise program and for franchisee counsel to consider in interpreting or negotiating the rights of their clients under franchise agreements that may be anachronistic. Topics will include defining territories and customers in a world in which goods and services are delivered by third parties; refining provisions addressing alternate distribution channels for franchisors and franchisees; delineating franchisees' online presence in social media and online apps; updating royalty and approved supplier provisions to account for the use of third-parties that provide customers to franchised

systems (e.g., GrubHub, Expedia, etc.); revising transfer provisions to reflect the increasing organizational complexity of franchisees; and revising force majeure provisions, among others.

Julie Lusthaus, Lusthaus Law P.C.
Michelle Murray-Bertrand, Kaufmann Gildin & Robbins LLP

W-18: Coming to America: So You Think Your Franchise is Ready for the US Market?

Non-US businesses often view the United States as one of the top targets for expansion and growth. But just as US-based franchise systems can't just waltz into a non-US market and expect immediate success, so too international brands must pursue entry into US markets strategically and with due consideration for the bevy of legal issues that arise from compliance with overlapping or conflicting US federal, state, and local laws. The US market can be both more challenging – and yet less burdensome – than some international markets. This workshop will address the legal, business, and marketplace considerations for in-bound franchise systems entering the United States and the numerous issues US lawyers should be prepared to address. The panelists will focus on advising on establishing trademark rights in the United States for the brand and the brand's products; addressing antitrust and competition considerations, explaining the regulatory process for selling franchises in the United States; identifying legal issues that might impact the foreign franchisor's preferred structure and method of doing business; providing estimates of legal costs associated with establishing a US franchise presence; and discuss other potential legal and financial hurdles to entering the US market.

Marc A. Lieberstein, Kilpatrick Townsend LLP
Lee Plave, Plave Koch PLC

W-19: Franchise Expansion in Mexico and Central and South America

Mexico, Central and South America are growing markets for expansion. At the same time, as consumers from those regions travel to other parts of the world, they are increasingly exposed to brands and offerings that are not available in their home countries. As a result, the appeal for brands to expand their franchise offerings to these markets has increased tremendously in recent years. A panel

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of international franchise practitioners will present best practices to build your system in Mexico, Central and South America, including discussion of supply chain and sustainability issues, labor and tax issues, privacy laws, and other developing issues in this part of the world. This workshop will also address unique issues related to franchising in these markets.

Luiz Henrique Amaral, Dannemann Siemsen

Ximena Couret, Baker McKenzie

Pablo Hooper, Gonzalez Calvillo, S.C.

W-20: Advertising Issues for Franchise Systems: From “A” Customer to Prospective “Zees”

Advertising is integral to the growth of a brand – in developing new customers, goodwill, and, for franchisors, prospective franchisees. This workshop will outline general principles of advertising applicable to common marketing efforts that franchisors and franchisees undertake and the legal standards that govern those marketing efforts. Key topics will include substantiation of claims and what might be deemed deceptive; laws governing sweepstakes and contests; and marketing through social media and email blasts. The panel will also explore how these principles applicable to advertising to consumers apply to franchisors marketing franchise opportunities to prospective franchisees, including what types of claims might be deemed misleading and the potential risks of advertising franchise opportunities via social media and email blasts, as well as other state law restrictions on (and exemptions from) advertising franchise opportunities.

Annie Caiola, Caiola & Rose, LLC

Christine M. Todaro, Federal Trade Commission

Paul Woody, Greensfelder, Hemker & Gale, P.C.

W-21: Growing Pains: Counseling the Emerging Franchisor

Counseling entrepreneurs in franchising their businesses raises a host of business and legal issues. But the issues don't just evaporate once the first franchise is sold or the first franchised location opens for business. And the challenges that emerging franchisors face are often very different than the issues more

established franchise systems confront. This workshop will explore some of the key issues that emerging franchisors face as they attempt to manage their business, provide support and guidance to those franchisees, and attempt to continue to grow the brand and sell additional franchises, while at the same time determining what changes to the business model may be necessary to accommodate a franchised – as opposed to corporate – operation based on real-world issues. Topics will include counseling emerging franchisors in preparing annual FDD updates and renewals of state registrations; monitoring and ensuring compliance with agreement terms and operating standards; maintaining records; and addressing the issue of dissatisfied franchisees, some of which may have more financial resources than the franchisor.

Jess Dance, Polsinelli PC

Andraya Frith, Osler, Hoskin & Harcourt LLP

Sawan Patel, Larkin Hoffman Daly & Lindgren Ltd.

W-22: The Latest on Working with Franchise Sales Organizations, Agents, and Brokers

A franchisor is often able to sell franchised units itself for a period of time, through family members at first, then friends, then perhaps through customers who love the brand and want to open their own location, and of course through the franchisor's own marketing efforts. But what happens next? Rather than hire an internal sales team, many brands turn to franchise sales brokers or even franchise sales organizations that are able to spread the word to their own network of contacts. This workshop will dive into the rules and regulations surrounding brokers; contractual provisions commonly found in broker contracts; best practices for using brokers; registration obligations that arise when using brokers; common issues that occur when working with brokers between prospects and the franchisor; and potential liability to the franchisor for broker sales activities.

Eleanor Gerhards, Fox Rothschild LLP

Allan P. Hillman, Garcia and Milas LP

Gerald Wells, Rita's Franchise Company, LLC

Workshops

W-23: Financing Issues and SBA Loans

There are many ways to finance the opening of a franchised unit – getting a commercial loan, borrowing from family and friends (hoping for a return on their investment), or self-financing. But another source of funds is from the SBA, which provides funding to purchase either a new location or an existing location. This workshop will discuss the common methods by which both franchisees and franchisors can obtain funding from the SBA, an overview of the loan process, common issues that occur in the application and funding process, and what changes a franchise brand is required to make to its franchise agreement in order for the franchisee to be able to take advantage of this monetary source through the form SBA addendum, or the SBA negotiated addendum. The panelists will also address what happens when franchisees default under the loan and are not able to pay back the loan and what those defaults can mean for the franchise brand.

Dale A. Cohen, Akerman LLP

Alan R. Greenfield, Greenberg Traurig, LLP

Steve Olear, U.S. Small Business Administration

W-24: Preparing for and Dealing with Third-Party Claims

When a franchisor and franchisee are sued by a third party for an alleged incident at the franchised unit, the standard process would be for the franchisor to tender the claim to the franchisee under the franchise agreement's indemnification provision and then for the franchisee to tender the defense to its insurer, who would appoint counsel to have the franchisor removed from the case and to defend the franchisee's interests. But how do you get to that point and what

happens when some or all of that process is not actually in place? This workshop will provide a roadmap for franchisors to implement a process for preparing for and addressing third party claims, including model indemnification provisions and insurance requirements; procedures for assisting franchisees in obtaining adequate insurance for and working with insurers to handle third party claims; strategies for working with insurers and insurance counsel; and implementation of internal processes for both the franchisor and its franchisees.

Sally Dahlstrom, Haynes and Boone, LLP

Brittany Johnson, Starbucks Corporation

Anthony Marks, Bryan Cave Leighton Paisner LLP

W-25: Corporate Counsel Panel

Building upon the well-attended program from 2014, this workshop will be a lively and interactive session with a panel of corporate counsel for franchisors from various industries and of different sizes. Open exclusively to in-house lawyers and presented only one time, the panelists will lead this discussion of issues that are top-of-mind for most in-house lawyers, including emerging labor and employment law issues, increasing state restrictions, and franchise enforcement matters.

Jim Goniea, Self Esteem Brands, LLC

Claudia Levitas, Roark Capital

Tanya M. Taylor, Radisson Hotel Group Americas

Brenda Trickey, Zaxby's Franchising, LLC



Program Schedule

Wednesday, November 2

7:00am – 6:30pm

Forum Registration

10:00am – 4:00pm

Intensive 1: Fundamentals of Franchising*

11:00pm – 4:30pm (concurrent)

Intensive 2: Expanding Internationally: An Overview of Key Issues and Considerations*

Intensive 3: Operational and Brand Standards Compliance Programs: The Practical Aspects of Franchise Relationship Management*

5:00pm – 6:30pm

Welcome Reception

7:00pm – 9:00pm

International Dinner*

7:00pm – 10:00pm

Newcomers/YLD Networking Event – The Deck at Moonshine Flats*

Thursday, November 3

7:00am – 5:45pm

Forum Registration

7:00am – 8:15am (concurrent)

Networking Breakfast

LADR Breakfast*

Law Professors Breakfast

Paralegal/Franchise Administrators Breakfast

8:30am – 10:15am

Awards Presentation & Plenary 1: Annual Developments

10:30am – 11:45am

Concurrent Workshops

W-2: I Want It My Way: Brand Standards Disputes in Franchise Systems

W-7: Bringing a Knife to a Gun Fight? Preventing or Limiting Post-Termination Competition Without a Non-Compete

W-10: The Truth Is Somewhere in Between: The Art of Taking and Defending Depositions in Franchise Disputes

W-13: The 2022 NASAA Statement of Policy and Other Regulatory Developments

W-15: Recent Developments in Cannabis and CBD Franchising

W-18: Coming to America: So You Think Your Franchise Is Ready for the US Market?

W-24: Preparing for and Dealing with Third-Party Claims

12:00pm – 1:15pm (concurrent)

Networking Lunch

Diversity Caucus Lunch

12:00pm – 3:00pm

Spouse/Guest Event - The Institute of Contemporary Art San Diego Central and Lunch

1:30pm – 2:45pm

Concurrent Workshops

W-1: Recent Topics in Arbitration: What Litigators and Drafters Should Know

W-4: The Terms of Our Endearment or Separation: Settling Disputes Before and During Litigation

W-6: Intended and Unintended Consequences: An Inside Look at the Regulators' Perspectives on Enforcement of State Franchise Laws and Regulations

W-12: Significant Developments in Trademark Law and Their Impact on Franchising

W-16: Fundamentals 201: Use of Franchise Law Exemptions

W-21: Growing Pains: Counseling the Emerging Franchisor

W-22: The Latest on Working With Franchise Sales Organizations, Agents, and Brokers

Program Schedule

3:00pm – 4:15pm

Concurrent Workshops

- W-5:** The Long Arm of the Law: The Extraterritorial Scope of State Franchise Registration and Disclosure and Relationship Laws in Litigation
- W-8:** Because I Said So: Experiential-Based Expert Opinions in Franchise Cases
- W-9:** Using the FDD as a Sword and Shield in Litigation
- W-17:** Hitting Refresh: Updating Your Franchise Agreement to Reflect the Times
- W-19:** Franchise Expansion in Mexico and Central and South America
- W-23:** Financing Issues and SBA Loans
- W-25:** Corporate Counsel Panel (Open Exclusively to In-House Counsel)

4:30pm – 5:45pm

Concurrent Workshops

- W-2:** I Want It My Way: Brand Standards Disputes in Franchise Systems
- W-3:** Not So Fast My Friend: Key Issues that Arise under State Relationship Laws
- W-11:** Get 'Em Out of There: The Effective Use of Early Dispositive Motions
- W-14:** Drafting FPRs: Lessons Learned from Two Years of Upheaval
- W-15:** Recent Developments in Cannabis and CBD Franchising
- W-20:** Advertising Issues for Franchise Systems: From "A" Customer to Prospective "Zees"
- W-24:** Preparing for and Dealing with Third-Party Claims

7:00pm – 10:00pm

Forum's 45th Annual Reception and Dinner - Inspiration Hornblower

Friday, November 4

7:00am – 4:15pm

Forum Registration

7:00am – 8:15am (concurrent)

Networking Breakfast
International & Corporate Counsel Breakfast*
Solo/Small Firm Breakfast*

8:30am – 10:15am

Plenary 2: Practical and Ethical Considerations in Identifying and Addressing Attorney Wellness and Substance Abuse & Annual Business Meeting

10:30am – 11:45am

Concurrent Workshops

- W-3:** Not So Fast My Friend: Key Issues that Arise under State Relationship Laws
- W-4:** The Terms of Our Endearment or Separation: Settling Disputes Before and During Litigation
- W-5:** The Long Arm of the Law: The Extraterritorial Scope of State Franchise Registration and Disclosure and Relationship Laws in Litigation
- W-11:** Get 'Em Out of There: The Effective Use of Early Dispositive Motions
- W-13:** The 2022 NASAA Statement of Policy and Other Regulatory Developments
- W-18:** Coming to America: So You Think Your Franchise Is Ready for the US Market?
- W-23:** Financing Issues and SBA Loans

12:00pm – 1:15pm (concurrent)

Networking Lunch
Women's Caucus Lunch

1:30pm – 2:45pm

Concurrent Workshops

- W-6:** Intended and Unintended Consequences: An Inside Look at the Regulators' Perspectives on Enforcement of State Franchise Laws and Regulations
- W-8:** Because I Said So: Experiential-Based Expert Opinions in Franchise Cases
- W-10:** The Truth Is Somewhere in Between: The Art of Taking and Defending Depositions in Franchise Disputes
- W-14:** Drafting FPRs: Lessons Learned from Two Years of Upheaval
- W-20:** Advertising Issues for Franchise Systems: From "A" Customer to Prospective "Zees"
- W-21:** Growing Pains: Counseling the Emerging Franchisor
- W-22:** The Latest on Working with Franchise Sales Organizations, Agents, and Brokers

Program Schedule

3:00pm – 4:15pm

Concurrent Workshops

W-1: Recent Topics in Arbitration: What Litigators and Drafters Should Know

W-7: Bringing a Knife to a Gun Fight? Preventing or Limiting Post-Termination Competition Without a Non-Compete

W-9: Using the FDD as a Sword and Shield in Litigation

W-12: Significant Developments in Trademark Law and Their Impact on Franchising

W-16: Fundamentals 201: Use of Franchise Law Exemptions

W-17: Hitting Refresh: Updating Your Franchise Agreement to Reflect the Times

W-19: Franchise Expansion in Mexico and Central and South America

6:30pm – 9:30pm

Reception and Dinner - San Diego Wine & Culinary Center*

Saturday, November 5

9:00am – 10:00am

Docent Led Group Tour - USS Midway Museum*



* This event is a ticketed event for which there is an additional charge.

Speaker List

Lita Abella, State Bar of California, Lawyer Assistance Program
Luiz Henrique Amaral, Danneman Siemsen
Bethany L. Appleby, DLA Piper LLP (US)
Thomas Ayres, Witmer Karp Warner & Ryan, LLP
Andrew P. Bleiman, Marks & Klein, LLP
Christopher Bussett, Kilpatrick Townsend & Stockton LLP
Annie Caiola, Caiola & Rose, LLC
Dale Cantone, State of Maryland
Dale A. Cohen, Akerman LLP
Ron Coleman, Parker, Hudson, Rainer & Dobbs LLP
Martin Cordell, Washington Department of Financial Institutions
Ximena Couret, Baker McKenzie
Sally Dahlstrom, Haynes and Boone, LLP
Jess Dance, Polsinelli PC
Martine de Koning, Kennedy Van der Laan
Matt DeAntonio, Bradley Arant Boult Cummings LLP
Bryan Dillon, Lagarias, Napell & Dillon, LLP
Mackenzie Dimitri, Einbinder & Dunn LLP
John M. Doroghazi, Wiggin and Dana LLP
Robert M. Einhorn, Zarco Einhorn Salkowski & Brito, P.A.
Marisa Faunce, Plave Koch PLC
Caroline B. Fichter, Bundy & Fichter, PLLC
Brian Forgas, Hilton Worldwide
Andraya Frith, Osler, Hoskin & Harcourt LLP
Eleanor Gerhards, Fox Rothschild LLP
Elliot Ginsburg, Garner, Ginsburg & Johnsen, P.A.
Steve Goldman, Friedlander Misler PLLC

Jim Goniea, Self Esteem Brands, LLC
John R. Gotaskie, Jr., Fox Rothschild LLP
Alan R. Greenfield, Greenberg Traurig, LLP
Allan P. Hillman, Garcia and Milas LP
John Holland, Dady & Gardner, P.A.
Pablo Hooper, Gonzalez Calvillo, S.C.
Danielle Hunt, Miller Nash LLP
Earsa R. Jackson, Clark Hill PLC
Erin Conway Johnsen, Garner, Ginsburg & Johnsen, P.A.
Brittany Johnson, Starbucks Corporation
Erin Joyce, Erin Joyce Law, PC
Eric H. Karp, Witmer Karp Warner & Ryan, LLP
Mark Kirsch, Lathrop GPM LLP
Teri Koller, Cline Williams Wright Johnson & Oldfather, L.L.P.
Beata Krakus, Greensfelder, Hemker & Gale, P.C.
Robert A. Lauer, Haynes and Boone, LLP
Theresa Leets, California Department of Financial Protection and Innovation
Claudia Levitas, Roark Capital
Marc A. Lieberstein, Kilpatrick Townsend & Stockton LLP
Lauren Linderman, Faegre Drinker Biddle & Reath LLP
Bret Lowell, DLA Piper LLP
Julie Lusthaus, Lusthaus Law P.C.
Ann H. MacDonald, ArentFox Schiff LLP
Andrew Malzahn, Dady & Gardner, P.A.
Karen Marchiano, Massage Envy Franchising, LLC
Tony Marks, Bryan Cave Leighton Paisner LLP
Nicole Micklich, Urso, Liguori & Micklich, P.C.

Speaker List

Melissa Murray, Bird & Bird LLP

Michelle Murray-Bertrand, Kaufmann Gildin & Robbins LLP

Daniel J. Oates, Miller Nash LLP

Steve Olear, U.S. Small Business Administration

Sawan Patel, Larkin Hoffman Daly & Lindgren Ltd.

Heather Perkins, Faegre Drinker Biddle & Reath LLP

Breton H. Permesly, Greenberg Traurig, LLP

Lee Plave, Plave Koch PLC

Frank Robinson, Cassells Brock & Blackwell LLP

Heather L. Rosing, Klinedinst PC

Sherin Sakr, WellBiz Brands, Inc.

Aaron-Michael Sapp, Cheng Cohen LLC

Karen Satterlee, Hilton Worldwide

Joshua Schneiderman, Snell & Wilmer L.L.P.

Antonia Scholz, Cheng Cohen LLP

Susan Sheely, Self-Esteem Brands, LLC

Michael Sturm, Lathrop GPM LLP

Tanya M. Taylor, Radisson Hotel Group Americas

Susan Tegt, Larkin Hoffman Daly & Lindgren Ltd.

Christine M. Todaro, Federal Trade Commission

Brenda Trickey, Zaxby's Franchising, LLC

Kendal H. Tyre, Jr., Nixon Peabody LLP

Marisa I. Urteaga-Watkins, California Department of Financial Protection and Innovation

Gerald Wells, Rita's Franchising Company, LLC

William K Whitner, Paul Hastings LLP

Jeffrey Wolf, Quarles & Brady LLP

Will K. Woods, Baker McKenzie

Paul Woody, Greensfelder, Hemker & Gale, P.C.

Stephanie Zosak, DLA Piper LLP

Social and Special Events

Wednesday, November 2

5:00pm – 6:30pm

Welcome Reception

Marriott Marquis San Diego Marina

7:00pm – 9:00pm

International Dinner*

Marriott Marquis San Diego Marina

7:00pm – 10:00pm

Newcomers/YLD Networking Event*

The Deck at Moonshine Flats

Thursday, November 3

7:00am – 8:15am (concurrent)

Networking Breakfast

LADR Breakfast*

Law Professors Breakfast

Paralegal/Franchise Administrators Breakfast

12:00pm – 3:00pm

Spouse/Guest Event

The Institute of Contemporary Art San Diego Central and Lunch

12:00pm – 1:15pm (concurrent)

Networking Lunch

Diversity Caucus Lunch

7:00pm – 10:00pm

Forum's 45th Annual Reception and Dinner

Inspiration Hornblower

Friday, November 4

7:00am – 8:15am (concurrent)

Networking Breakfast

International & Corporate Counsel Breakfast*

Solo/Small Firm Breakfast*

12:00pm – 1:15pm (concurrent)

Networking Lunch

Women's Caucus Lunch

6:30pm – 9:30pm

Reception and Dinner*

San Diego Wine & Culinary Center

Saturday, November 5

9:00am – 10:00am

Docent Led Group Tour *

USS Midway Museum

* This event is a ticketed event for which there is an additional charge.

Conference Information

1. Hotel Information

The conference will be held at the Marriott Marquis San Diego Marina, 333 W Harbor Dr., San Diego, CA 92101.

2. Hotel Reservations

The Forum on Franchising has negotiated a special room rate of \$299 per night plus applicable state and local taxes: occupancy tax (currently 10.5%), San Diego Tourism Marketing District assessment (currently 2%), and CA Tourism Fee (\$0.77) in effect at the time of check out for single or double occupancy. Reservations can be secured by calling the hotel at 619-234-1500 and mentioning the 2022 ABA Forum on Franchising or online. You may also reserve online at <https://book.passkey.com/go/AmericanBarAssociation22>. The deadline for booking your room is October 10, 2022 at 5:00pm CST or once the room block is full, whichever occurs first. 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

San Diego International Airport is approx. 10 minutes from the Marriott Marquis. Taxi service is available from the airport for an estimated fee of \$30. 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 ambar.org/45AnnualForum. Confirmations will be e-mailed to you following the electronic registration receipt. In order to be included in the list of program attendees, you must register by October 28, 2022. 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, November 2 at 7:00am, 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 November 3 from 7:00am to 5:45pm and November 4 from 7am to 4:15pm.

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 Yolanda.Muhammad@americanbar.org on or before October 28, 2022 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, Visa, MasterCard, or American Express. No cash will be accepted. No registrations will be accepted without payment.

Conference Information

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 (and for Intensive 2, admission for the International Dinner on Wednesday night). Tuition for the main program includes admission to the two-day program, welcome reception, continental breakfasts, beverage breaks, lunches, course materials and the 45th Annual Reception & Dinner. The Forum will be providing this year's program materials electronically on the ABA Franchising 2022 app and via a web link only. 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 October 3, 2022. Cancellations may be e-mailed to Yolanda.Muhammad@americanbar.org. No refunds will be granted after October 3, 2022. 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.

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, MN, MS, MO, MP, MT, NH, 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. The ABA will seek 18.5 hours of CLE credit

in 60-minute states, and 22.4 hours of CLE credit for this program in 50-minute states including 1.5 hours of CLE specialty credit in 60-minute states and 1.8 hours of CLE specialty credit in 50-minute states for ethics and/or substance abuse credit. Credit hours are estimated and are subject to each state's approval and credit rounding rules. Please visit the program website at ambar.org/45AnnualForum for program CLE details or visit www.americanbar.org/mcle for general information on CLE at the ABA.

* On April 5, 2022, the ABA Board of Governors updated the ABA's Diversity and Inclusion CLE Policy. The Florida Bar has confirmed that the updated policy complies with the Florida Supreme Court's ruling and credit will again be available for ABA programs for attorneys licensed in Florida. The updated ABA Diversity and Inclusion CLE policy is available online ([linked here](#))

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, visit In-Person Events (americanbar.org) or contact Yolanda.Muhammad@americanbar.org.

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.

Conference Information

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 2022 Annual Forum starts at 10:00am, Wednesday, November 2 and concludes at the end of the tour on Saturday, November 5 at 10:00am.

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 Yolanda.Muhammad@americanbar.org by October 3, 2022.

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 Yolanda.Muhammad@americanbar.org.

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.