

SOAK UP THE *Franchising*



ABA *Forum on*
FRANCHISING

39TH ANNUAL FORUM ON FRANCHISING

NOVEMBER 2-4, 2016
Fontainebleau Miami Beach

Dear Colleagues and Friends:

Don't miss the 39th Annual Forum on Franchising in Miami Beach on November 2 - 4, 2016. The Forum's annual three-day conference, this year in Miami Beach, offers the best in franchise educational programs and collegial social events. CLE and networking opportunities are unparalleled.

You can find all the details about this year's program in one of the world's most iconic cities at the online meeting website or on the Forum's mobile app, both now available.

We look forward to "Soaking up the Franchising" in Miami Beach!

PROGRAM CO-CHAIRS

Christopher P. Bussert – *Kilpatrick Townsend & Stockton LLP*

David W. Oppenheim – *Greenberg Traurig, LLP*



HOTEL RESERVATIONS

The Forum on Franchising has negotiated a special room rate of \$269 per single/double room at the Fontainebleau Hotel. A 14% sales tax and \$19.95 resort fee will also apply per night.

You may call the hotel directly at 305-535-3283. Be sure to mention the ABA 2016 Forum on Franchising Meeting or register online at <https://resweb.passkey.com/go/ABAF0916>.

We have reserved a limited block of rooms through October 10, 2016. After this date, the hotel will assign rooms on a space available basis. All changes and cancellations to hotel reservations must be made within 72 hours of the scheduled day of arrival to avoid a one night's cancellation charge.

For more information and online registration, go to the meeting website: ambar.org/soakupthefranchising.

INTENSIVES & PLENARIES

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 our top-notch experts who will present on structuring a franchise, disclosure and registration requirements, defining and protecting a franchise system's intellectual property, franchise relationship laws, antitrust considerations, international franchising, and representation of franchisees. Each attendee will receive a copy of the most current edition of *The Fundamentals of Franchising*.

Corby Anderson, Bradley Arant Boult Cummings LLP

Harris Chernow, Reger Rizzo & Darnall LLP

Ron Coleman, Parker, Hudson, Rainer & Dobbs LLP

Allan Hillman, Kern & Hillman, LLC

Andrew Loewinger, Nixon Peabody LLP

Dawn Newton, Donahue Fitzgerald LLP

Will Woods, Baker & McKenzie LLP

Intensive #2: Franchising in Latin America and the Caribbean

Franchising into Latin America and the Caribbean is a focus of many franchisors looking to expand internationally. This intensive program will provide an interactive forum for the discussion of the most salient issues faced by franchisors in expansion to this important region, with focus on some new and important markets such as Cuba. The panel will cover the fundamentals on "doing it right" in the region, such as finding and conducting due diligence on prospects, common structures for the transaction; securing intellectual property protection; identifying and addressing local laws in the many countries that make up the region, including tax considerations and competition, franchise sales laws, privacy and currency laws; and, working with local counsel. The program will also provide an opportunity for in-depth discussion of selected topics through interactive roundtables on regional and country specific issues of interest to the attendees.

In addition, all international program registrants from the U.S. and around the world are invited to a wonderful restaurant for Tuesday night dinner and networking, in a relaxed setting. This complimentary dinner is for Franchising in Latin America and the Caribbean intensive registrants only.

Jane W. LaFranchi, Hershey Entertainment & Resorts Company

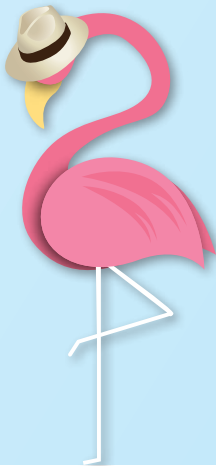
Jorge Mondragon, Gonzalez Calvillo, S.C.

Luiz Henrique do Amaral, Dannemann Siemsen Advogados

Peter V. Snell, Gowling WLG International Limited

Mo Alturk, Baker & McKenzie LLP

Lucie Guyot, Faegre Baker Daniels LLP



Intensive #3: Structuring and Managing a Franchise Legal Compliance Program – Beyond Franchise Disclosure Issues

This intensive workshop, conducted by a panel with substantial in-house experience, will address what counsel within a franchise company must know and/or be prepared to address to ensure the company is in compliance with applicable laws and engaging in best practices. Each attendee will receive a complimentary copy of the most current edition of *The Franchise Law Compliance Manual*.

This intensive program will address important legal issues that franchise companies must consider when structuring a franchise compliance program and the role of counsel in assisting a franchise company to achieve legal compliance. The presenters will address best practices for ensuring compliance with laws that impact a franchise business, as well as tips for making legal compliance programs "business friendly." The program will address relationship risks, such as joint employment/vicarious liability and franchisees-as-employees; , marketing and advertising, social media, and contests and sweepstakes; best practices in domestic and international franchise development, support and oversight; accounting and tax issues; supply chain management (including vendor approvals and agreements); customer service issues; evolution, implementation and enforcement of system standards; the legal compliance issues in the contents and use of the Company's operation's manual; franchise relationship management, including termination, transfer and non-renewal;; and records management and document retention.

Jim Goniea, Einbinder, Dunn & Goniea, LLP

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

Michael R. Daigle, Cheng Cohen LLC

Vanessa Szajnoga, Liberty Tax, Inc.

Shelley Weatherbie, Hilton Worldwide, Inc.

Donald Wray, Little Caesar's Enterprises, Inc.

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.

Earsa Jackson, Strasburger & Price LLP

David Gurnick, Lewitt, Hackman, Shapiro, Marshall & Harlan

Plenary #2: Untangling Difficult Ethical Issues Facing Franchise Practitioners (ETHICS)

Discussion of legal ethics issues has never been more entertaining. Join Sean Carter, Humorist at Law, Harvard Law grad, practicing attorney and frequent commentator on legal ethics for a fun filled 90 minute ethics session, like you've never experienced before. Mr. Carter, the author of the first-ever comedic legal treatise -- *If It Does Not Fit, Must You Acquit?: Your Humorous Guide to the Law* -- will discuss a panoply of timely ethical issues related to franchising like you have never seen them presented before. Mr. Carter will make sure that you laugh and learn more than a little something about ethics along the way.

Sean Carter, Legal Humorist

WORKSHOPS

W-1: Cutting Edge or Bleeding Edge – Identifying, Avoiding and Allocating Intellectual Property Risks in Adopting New Technology

Franchise systems have demonstrated an inexhaustible appetite for new technology in an effort to obtain a strategic advantage over the competition. New electronic billing, mobile pay and order processing systems, mobile apps, software-based loyalty programs and the rise of technology based on the “internet of things” developed by companies and their vendors have greatly improved the efficiency and performance of franchise systems, enhanced the customer experience and added significant revenue to the bottom line. But these technological advances potentially pose significant intellectual property risks for the unwary including exorbitant license demands from patent trolls or being sued for patent and/or copyright infringement. When those issues arise, which party or parties bear the risk for any infringements? And what role do indemnification provisions play in that risk analysis? This workshop will explore what steps franchisors and franchisees should follow prior to adoption, use and modification of technology for use by a franchise system to minimize the possibility of an unanticipated infringement claim.

Craig Madson, Madson IP, P.C.

Laura M. Burson, Sheppard, Mullin, Richter & Hampton LLP

W-2: Griffin and Weil One Year Later – Has a Clearer Picture of the Joint Employer Conundrum Come into Focus?

One of the plenary sessions at last year's Forum featured a discussion with Richard F. Griffin, Jr., the General Counsel of the National Labor Relations Board and Dr. David Weil, Administrator of the U.S. Department of Labor Wage and Hour Division. During that session, Mr. Griffin and Dr. Weil provided their views on the circumstances under which franchisors might be considered to be joint employers of their franchisees' employees and on issues involving compliance by franchisors with wage and hour laws. This workshop will review developments over the last year involving joint employer and wage and hour issues including recent case law, NLRB decisions involving franchise systems, evidence of further manifestations of Dr. Weil's strategic enforcement approach, the issuance of any administrative guidelines including the NLRB's social media guidelines restrictions, and legislative efforts at the state and federal level to limit joint employment liability for franchisors. Lastly, this workshop will identify lessons for franchisors and franchisees and steps franchisors and franchisees can take together to minimize potential co-employment liability.

Joe Fittante, Larkin Hoffman Daly & Lindgren Ltd.

Justin Klein, Marks & Klein, LLP

Karen Marchiano, DLA Piper LLP (US)

W-3: Show Me the Money! – Maximizing Monetary Recovery in Franchise Cases

Once a decision is made to litigate through trial, franchisors and franchisees often devote enormous resources in proving liability but often do not employ the same diligence in proving damages for monetary relief. Consequently in many cases franchisors and franchisees have had difficulty establishing their entitlement to, and the amount of, monetary relief including traditional and liquidated damages, lost future profits and attorneys' fees. This workshop will examine the issues that arise in proving monetary relief in franchise cases, including establishing entitlement to monetary damages and reasonableness thereof, lost future profits and attorneys' fees; and whether and to what extent the party seeking monetary recovery has a duty to mitigate loss. It will also review strategies franchisors and franchisees should consider in opposing or seeking to minimize the other party's monetary claims. The panel will also discuss the damages discount factor and the various methods for arriving at that discount factor.

Bethany Appleby, Wiggin and Dana LLP

Jim Meaney, Zaino Law Group

W-4: Mine is Better Than Yours! – The Risks and Rewards in Conducting Comparative Advertising

Comparative advertising has long been permitted under U.S. law. But what are the limits to this type of advertising? To what extent can a company's advertising poke fun at its competitors? When does “puffing” become actionable as false or misleading advertising? How far can a company go in contrasting what's good about its products or services with what's not-so-good about its competitors' products or services? When a franchisor advertises for new franchisees, may it compare and contrast a competitor's performance data? How can test and survey results be used to compare specific features of a company's products or services with those of its competitors? And what remedies are available when a competitor's comparative advertising goes too far? And what remedies are available to a party when a competitor's comparative advertising goes too far? The panelists will discuss these and other issues, examine key legal authorities and review the do's and don'ts of conducting comparative advertising.

Mike Lockerby, Foley & Lardner LLP

Marc Lieberstein, Kilpatrick Townsend & Stockton LLP



WORKSHOPS

W-5: Plowing New Ground – Litigating Selected Disclosure Issues Beyond Item 19

Franchisor disclosures in the FDD have proven to be a fertile ground for litigation, in particular, disclosures involving Item 19. However, other disclosures by franchisors in the FDD may result in litigation, including those made in connection with Items 1, 3, 7, 8, 11 and 12. This workshop will discuss how franchisors can minimize their exposure in drafting these Items and theories used by franchisees to attack these disclosures in litigation. The presenters will also review cases in which these disclosures have been litigated.

Michael Gray, Gray Plant Mooty

Julie Lusthaus, Einbinder, Dunn & Goniec, LLP

W-6: Litigation 201: The Use and Misuse of Experts in Franchise Litigation

Expert witnesses often serve a critical role in franchise disputes. This workshop will provide an overview of the various areas in which expert witnesses may provide useful evidence in franchise cases, including expert witnesses who can (1) calculate damages and business value (or loss); (2) perform forensic accounting of franchisor and franchisee books and records; (3) conduct consumer surveys and evaluate results of survey evidence; and (4) opine on various substantive aspects of the development and operation of franchise businesses. The workshop will also examine areas in which courts have rejected purported expert testimony in franchise cases as not sufficiently scientific, technical, or involving specialized knowledge to help the trier of fact evaluate the issues in dispute. The panelists will further provide insight on the process of retaining and managing testifying and non testifying expert witnesses as well as analyze the factors courts have considered in qualifying and striking proposed testifying expert witnesses in franchise disputes under the Supreme Court's Daubert and Kumho Tire decisions.

Lee N. Abrams, Mayer Brown LLP

Barbara A. Bagdon, Dady & Gardner, P.A.

W-7: What You Don't Know Can Hurt You: Right of Publicity Claims in the Digital Age

In the age of cell phone cameras, social media and constant selfie-ing, it may seem like no big deal to use a publicly posted photo or someone's name who posts a glowing review on your website in a formal advertisement or promotion. But using someone's identity without their permission is prohibited in most states and, if the franchisor or the franchisee picks the wrong person, such as a celebrity, it will be a very expensive mistake. Twenty states have statutes prohibiting, in one way or another, the unauthorized use of someone's likeness and many other states recognize a common law claim for violation of the right of publicity. This workshop will survey state right of publicity laws, including a discussion of when aspects of someone's identity are being used, how to get permission if it is needed, what the risks are of not getting permission, and how to defend a claim of violation of someone's right of publicity. The panelists will also discuss the issues and challenges presented in drafting and negotiating agreements memorializing permission to use one's right of publicity and in dealing with problem celebrities.

Mark VanderBroek, Nelson Mullins Riley & Scarborough LLP

Jason Adler, Cellairis Franchise, Inc.

W-8: Changes to the Federal Rules on Discovery: Old Wine in New Skins?

On December 1, 2015, the discovery provisions of the Federal Rules of Civil Procedure underwent an extensive overhaul, with the intent of making discovery more manageable and cost-effective, particularly in light of the explosion of electronically-stored information. One key amendment seeks to reign in discovery time, burden and expense by expressly narrowing the scope of permissible discovery to "any non-privileged matter that is relevant to any party's claim or defense and proportional to the needs of the case as determined under six enumerated factors. However, the language of many of the rule changes is open-ended and leaves the court with considerable discretion. This workshop will provide an overview of the changes, discuss how courts have applied the rules in practice, address potential pitfalls to avoid, and offer suggestions on how to maximize the rule changes to your client's advantage. The panel will also address the practical impact of these amendments on franchise litigation.

Honorable Jeffrey J. Keyes, Magistrate Judge, District of Minnesota

Nina Greene, Genovese Joblove & Battista, P.A.

Michael Garner, Garner & Ginsburg, P.A.



WORKSHOPS

W-9: Vicarious Liability in Developing Areas: Damned If You Do and Damned If You Don't!

This workshop will focus on the ever-evolving law of vicarious liability in the context of recently developing areas. Rather than focusing on the traditional areas in which vicarious liability arises (e.g., premises injuries, personal injury, etc.), the workshop would deal with the new areas in which the concept of vicarious liability has been applied. Among other things, the panelists will discuss recent case law and policies relating to vicarious liability with respect to: (1) developments in the cybersecurity area (is the franchisor liable for security breaches caused by its franchisees?); (2) the employment area (are the employees of the franchisee also employees of the franchisor?); and (3) violations of statutory obligations by the franchisee (e.g., menu labeling, consumer credit laws, etc.). The panelists will also address the age-old dilemma for franchisors as it arises in these developing areas: Whether to control/monitor what their franchisees do in these areas (which may increase the risk of vicarious liability but which may decrease the risk that any problem will arise) or take a hands-off approach (which may decrease the risk of vicarious liability but increase the risk that a problem will arise)?

Barry Heller, DLA Piper LLP (US)

Jennifer E. Constantinou, Wyndham Hotel Group, LLC

Alejandro Brito, Zarco Einhorn Salkowski & Brito, P.A.

W-10: Pawn to d4: Opening Moves in Franchise Litigation

Although the particular facts may vary, initial pleadings filed by franchisors against franchisees, or by franchisees against franchisors, tend to have familiar claims, structural similarities and vulnerabilities. This workshop examines the role of the Rule 12(b) motion (and state law equivalents) in franchise litigation from the perspective of both the franchisor and the franchisee as defendant. Can the case quickly be disposed of by challenging subject matter jurisdiction, personal jurisdiction (including personal jurisdiction over officers, area developers, master franchisees and employees if named as defendants), failure to join indispensable parties, venue or service of process? Which claims filed by franchise parties are most vulnerable to defeat on a Rule 12(b)(6) motion to dismiss? Are motions to dismiss in franchise cases worth the time and effort? And what is the risk of bringing such a motion and losing? How do plaintiffs best respond to defendants' opening moves? This workshop will focus on both strategic considerations and practical nuts and bolts associated with initial motions attacking the pleadings and/or fending off such an attack.

Tami McKnew, Smith Moore Leatherwood LLP

Ellen Lokker, Lokker Law PLC

John Jeff, Kilpatrick Townsend & Stockton LLP

W-11: Is there Peril in Seeking Private Justice through Arbitration - And for Whom?

The "private justice" of arbitration increasingly provides the framework for resolving major disputes between franchisors and franchisees, as well as between companies and consumers. The Supreme Court is scheduled to hear multiple cases this year involving the effect of arbitration clauses and related waivers. Given the limited rights of review from most arbitration awards, it is important for franchisors and franchisees to understand how the system works before they set procedures in stone in their franchise agreements, and before they begin the process of trying a case in an arbitration setting. This workshop will examine a number of issues important to arbitration including: (1) what features should franchisors and franchisees try to include in arbitration clauses for an effective arbitration proceeding?; (2) what is the current status of the law on class or consolidated arbitration, franchisee association standing and on the viability of challenges to arbitration provisions, whether on the grounds of unconscionability or otherwise?; (3) how can the parties maximize the opportunity to obtain a good arbitrator and how can they deal with nonprofessional and/or biased arbitrators; (4) when, where and how can one appeal an arbitrator's decision?; and (5) what types of supplemental agreements might franchisor and franchisee counsel negotiate to enhance, and make more efficient, the arbitration process, for the benefit of both sides?

J. Michael Dady, Dady & Gardner, P.A.

Paula Morency, Schiff Hardin LLP

W-12: Good Faith and Fair Dealing - Alive and Well or is it a Matter of Business Judgment?

Franchise cases in which violation of the implied covenant of good faith and fair dealing is claimed are plentiful. Although these claims initially had some traction, in recent times franchisors and franchisees have experienced significant difficulty in prevailing on such claims. And the current viability of the implied covenant has been clouded further in disputes involving a franchisor's exercise of discretion under circumstances where the franchise agreement incorporates the business judgment rule. This workshop will survey the laws of the 50 states on the prerequisites for establishing claims based on the implied covenant of good faith and fair dealing, will review recent case law developments including the U.S. Supreme Court's decision in *Northwest, Inc. v. Ginsberg* and a federal court in Hawaii's decision in *Cycle City, Ltd. v. Harley Davidson Motor Corp.* and will assess whether or under what circumstances such claims may be "dead" or viable. The panelists will also discuss the increased reliance by franchisors on the business judgment rule and how doing so affects the application of the implied covenant.

Erica Calderas, Hahn Loeser & Parks LLP

Jason Murray, Murray Law, P.A.



WORKSHOPS

W-13: Advanced Drafting of Financial Performance Representations

Item 19 of the FDD and financial performance representations are by far the most controversial and frequently litigated disclosure issues. This panel will examine the federal and state laws governing FPRs, and review the recent North American Securities Administrators Association FPR Commentary and the issues it addresses. The panel will engage in a high level discussion of various types of FPRs that have been utilized by franchisors; will address what types of financial information is most helpful to a prospective franchisee, as well, as the use and misuse of disclaimers, and will offer best practices and compliance tips when preparing FPRs, taking into account the NASAA FPR Commentary.

Max Schott, Gray Plant Mooty

Dale Cantone, Maryland Attorney General's Office

Eric Karp, Witmer, Karp, Warner & Ryan LLP

W-14: Menu Labeling – “Cheese fries for 700 calories, please”

This program will address domestic menu labeling laws, with a primary focus on the new FDA menu labeling laws scheduled to take effect in December 2016. This timely program will examine the requirements of the new federal regulations; highlight the key issues identified by the FDA in its recent “compliance guide” designed to assist restaurants in compliance; review penalty provisions for non-compliance and analyze state specific menu labeling laws not pre-empted by the FDA Rule. The panelists will also discuss a franchisor's potential liability for menu violations at franchised locations and will also provide practical advice for complying with menu labeling laws and educating franchisees to ensure system-wide compliance with menu labeling laws.

Suzanne Trigg, Haynes and Boone, LLP

Bretton Permesly, Kaufmann Gildin & Robbins LLP

W-15: Where's the Line - Is Your Franchise Agreement an Unenforceable, Illusory Contract?

Franchise agreements have evolved over time to become more complex and lengthy documents drafted to account for almost every conceivable scenario that could arise over the course of the franchise relationship. But they cannot anticipate everything that may happen in a long-term relationship. As a result, it has become common practice for franchise agreements to contain a broad reservation of rights for a franchisor to implement changes to the franchise relationship through a separate operations manual or through periodic changes to system standards, as well as to provide that, as a condition of renewal, the franchisee must sign the “then- current form of agreement,” which may have materially different terms than the original agreement. Is there a limit on the types of changes that franchisors can require? The panelists will examine rights typically reserved by franchisors in franchise agreements, changes implemented by franchisors through the operations manuals, a modification of a system standard, or on renewal; review case law and arbitral decisions where such changes have been challenged, and discuss whether these types of contracts may be fairly deemed to be unconscionable or illusory, whether franchisees may effectively use them, together with, or instead of other contract principles in challenging franchisor conduct, and how franchisors may respond to such challenges.

John Dienelt, Quarles & Brady LLP

Robert Zarco, Zarco Einhorn Salkowski & Brito, P.A.

W-16: Structuring Shared Services and Affiliation Programs such as Uber and CrossFit to Avoid the Application of Federal and State Franchise Laws

Shared services and affiliation programs such as Uber and Cross Fit are gaining popularity. The panelists will examine these types of programs and discuss how they may be structured to eliminate or reduce the risk that the model will be deemed to be a franchise under federal and state laws. The panelists will also look beyond the four corners of the shared services or affiliation agreements to examine the relationship between participants in these types of programs and assess whether they could be deemed to be franchises, accidental or otherwise, and whether those who participate in these programs are entitled to protections under franchise relationship and/or dealership laws.

Brian Cole, Law Offices of Brian H. Cole

Jennifer Brackett, Davis Wright Tremaine LLP



WORKSHOPS

W-17: Advanced Issues in Franchisor Acquisitions of Franchisees – Is Vertical Integration in Your Future?

For every high profile merger of major franchise systems, there are scores of acquisitions by franchisors of some of their franchisees. Sometimes the franchisor “warehouses” the outlet and refranchises the location. But increasingly, franchisors are considering vertical integration for a variety of reasons. It can act as a means of addressing issues presented by market performance challenges, protection of brand goodwill with consumers, inconsistent franchisee performance, franchisee independence and associational challenges, concerns with the murkiness of “franchisees as employees” and “joint employment of the franchisees’ employees”, the regulatory environment, and in general, the protection of, and increase in, the financial success of the System. Vertical integration also gives the franchisees a consistent exit strategy option for those who are looking to sell their business.

Two experts in this subject will address the process of vertical integration or “defranchising” —the structure of the transaction, pricing models, the franchisor’s right of right refusal where a franchisee seeks to sell its franchise to a third party, letters of intent, key provisions in the operative purchase and sale agreement, representation and warranty insurance, due diligence, and resulting franchise relationship issues.

Emily Decker, Buffalo Wild Wings, Inc.

Joel Buckberg, Baker, Donelson, Bearman, Caldwell & Berkowitz P.C.

W-18: “My Addenda Say What?” A Review of State Mandated FDD and Agreement Addenda

The FDDs of many Franchisors offering and selling of franchises nationally contain state specific addenda, not only to the FDD, but to the franchise and area development agreement as well. FDD and agreement addenda are rarely uniform, oftentimes evolving over several years as a result of changes requested by state examiners during the registration process. Too often, franchisors will make changes requested by an examiner in order to complete the registration process but in doing so, the franchisor will agree to modify provisions of its agreement such as governing law, venue or forum selection where such changes are not necessarily required by state laws, and which can result in unexpected consequences. The presenters will survey state franchise registration and disclosure laws and franchise relationship laws, and discuss changes frequently required by these laws and/or requested by state examiners. The presenters will also address whether franchisors that are exempt under state franchise laws must include such state specific addenda in their FDDs, and which addenda to use when multiple state franchise laws apply to a transaction.

Diana Vilmenay, Gray Plant Mooty

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

Halima Madjid, Plave Koch PLC

W-19: Coming to America: EB-5 Programs

Since its establishment in 1990, the EB-5 Immigrant Investor Program (the “EB-5 Program”) has gained immense popularity among foreign investors and U.S. companies, alike. The franchise model is very attractive to EB-5 investors and their representatives but there are significant perils that could befall a franchisor and its franchisees, depending on the structure of the program. In some cases, the organization promoting an EB-5 investment may wear multiple hats, acting as the party soliciting the foreign national to invest in a U.S. franchise, managing the U.S. business for the investor, and serving as a conventional “franchise broker” representing the franchisor in that same transaction. There are inherent conflicts in this structure that need to be properly disclosed (if they are to be waived) and the entire agreement must be addressed through meticulous planning and documentation. This program will examine how a franchisor could properly structure the arrangements, the relationship between investors, franchisees, and their representatives. The panel will also address common disputes and recent cases involving EB-5 investments in franchised businesses.

Lee Plave, Plave Koch PLC

Kate Kalmykov, Greenberg Traurig, LLP

W-20: Insurance Dilemma – Challenges in Identifying Adequate Coverage for the Franchisor and Franchisee

Obtaining and maintaining insurance coverage is an important part of protecting a business owner’s investment from the risks inherent in operating a business. But is insurance available to cover all of the conceivable risks in operating a franchised business? What insurance coverage should franchised businesses consider obtaining? In addition to general liability insurance, should a franchisor require a franchisee to insure against cyber risks and employment claims? Whose responsibility is it between the franchisor and the franchisee to obtain and maintain any such insurance or should it be a shared responsibility? What is the right amount of insurance coverage for such policies and who should the policies insure? Can a franchisee even obtain insurance to cover all or most of the risks for which it is typically required to indemnify the franchisor and its affiliates? And in light of the inexact language and sometimes conflicting exclusions often contained in insurance policies, are franchisors and franchisees in fact obtaining adequate coverage for the risks against which they believe they are insuring or are they likely to end up in coverage disputes and litigation with their insurers? This panel will help navigate these and other important issues to franchisors and franchisees in securing and maintaining adequate insurance coverage.

Elizabeth Weldon, Snell & Wilmer L.L.P.

Eleanor Vaida Gerhards, Fox Rothschild LLP

Doug Imholte, Marsh & McLennan Agency



WORKSHOPS

W-21: International: When Signing on the Dotted Line is Not Enough: Executing Binding and Enforceable Franchise Agreements in International Transactions

When parties engage in an international franchise transaction, oftentimes signing on the dotted line is not sufficient to create a binding agreement between the parties, nor is it sufficient to protect the franchisor's rights expressly reserved under the franchise agreement. This workshop will survey laws and practices in various countries that require extra-contractual execution formalities to be able to enforce franchise agreements in international transactions. These formalities include, for example, (i) sufficient corporate purpose, (ii) actual authority versus apparent authority, (iii) notarization and legalization, (iv) originals, counterparts, and witnesses, (v) stamp taxes; (vi) translation; and (vii) local registration.

Jeff Brimer, Alexius, LLC

Frank Robinson, Cassels Brock & Blackwell LLP

W-22: How to Navigate Landscape of Global Privacy and Data Protection

Privacy and data protection are a concern for any business, but the complexity grows when operating in an ever changing international landscape, especially in the franchise context. Franchisors must consider the risk of approving privacy policies to protect their reputation, and risking vicarious liability claims. The recent invalidation of the U.S.-EU Safe Harbor framework by the European Court of Justice has thrown companies for a loop, analyzing how to continue data flow from Europe to the U.S. Canada's anti-spam legislation (CASL) imposes significant obligations on any organization that uses electronic communications in the course of promoting commercial activity. These are just two of the challenges faced by franchisors, particularly when the legal complications are at odds with the brand's marketing initiatives. The workshop will focus on these laws, as well as discuss practical solutions for developing compliance planning for international marketing programs, with particular emphasis on where franchisees and franchisors are jointly involved in developing and/or implementing marketing initiatives, loyalty programs and the like.

Leita Walker, Faegre Baker Daniels LLP

Paul Jones, Jones & Co.

W-23: In the Trenches – What Every Franchise Lawyer Needs to Know About Labor Unions and Union Organizing Activities

It is no secret that the campaign to hold franchisors joint employers of their franchisees' employees is driven, in substantial part, by labor unions eager to organize employees more easily and, in turn, increase membership. Efforts by labor unions to unionize employees of franchised businesses have increased over the past year. Prominent franchisors and their franchisees have been alleged to have engaged in unfair labor practices in response to union organizing campaigns. How should a franchisee respond when confronted with a union organizing campaign? What guidance, if any, can or should the franchisor provide to the franchisee or its employees concerning union organizing activities? The response of the franchisee and franchisor when confronted with union organizing activities within a franchised outlet is critical and each party must understand their rights, responsibilities and legal restrictions when facing a union organizing campaign. The panel will provide an overview of laws applicable to union organizing campaigns.

Ruthie L. Goodboe, Ogletree, Deakins, Nash, Smoak & Stewart, P.C.

Paul Ades, Hilton Worldwide, Inc.

W-24: Regulatory Update

Our panel, including experienced regulators, will address the most common deficiencies in the registration and disclosure process, and offer practical and specific suggestions to assist franchisors in expediting the franchise registration and renewal process. The panel will also examine recent "hot topics" in franchise regulation including the North American Securities Administrators Association's recent FPR Commentary and the 2014 Multi Unit Commentary.

Phyllis Alden Truby, Phyllis Alden Truby APC

Theresa Leets, California Department of Business Oversight

Peggy Shanks, Maryland Attorney General's Office

Sawan Patel, Larkin Hoffman Daly & Lindgren Ltd.



PROGRAM SCHEDULE

TUESDAY, NOVEMBER 1

7:00 pm – 10:00 pm

Dinner for participants of Franchising in Latin America and Caribbean Intensive Only

WEDNESDAY, NOVEMBER 2

7:00 am – 5:00 pm

Forum Registration

10:00 am – 5:00 pm

Forum Intensive Programs
I-1 Fundamentals of Franchising

12:00 pm – 5:00 pm

Forum Intensive Programs

I-2 Franchising in Latin America and the Caribbean

I-3 Structuring and Managing a Franchise
Legal Compliance Program – Beyond
Franchise Disclosure Issues

5:00 pm – 6:15 pm

Welcome Reception

7:00 pm – 10:00 pm

Newcomer's Event

7:00 pm – 10:00 pm

Restaurant Rounds

THURSDAY, NOVEMBER 3

7:00 am – 5:00 pm

Forum Registration

7:00 am – 8:30 am

Continental Breakfast

7:00 am – 8:15 am

Women's Caucus Breakfast

8:30 am – 10:00 am

Plenary Session 1 – Annual Developments

10:15 am – 11:30 am

Concurrent Workshops

W1 Cutting Edge or Bleeding Edge –
Identifying, Avoiding and Allocating
Intellectual Property Risks in Adopting
New Technology

W4 Mine is Better Than Yours! – The
Risks and Rewards in Conducting
Comparative Advertising

W8 Changes to the Federal Rules on
Discovery: Old Wine in New Skins?

W13 Advanced Drafting of Financial
Performance Representations

W14 Menu Labeling – “Cheese fries for 700
calories, please”

W15 Where's the Line – Is Your Franchise
Agreement an Unenforceable, Illusory
Contract?

W23 In the Trenches – What Every Franchise
Lawyer Needs to Know About Labor
Unions and Union Organizing Activities

10:00 am – 2:00 pm

Guest/Spouse Event

Patisserie Class and lunch at the
Fontainebleau

11:30 am – 12:45 pm

Networking Lunch

11:30 am – 12:45 pm

Diversity Lunch

12:45 pm – 2:00 pm

Concurrent Workshops

W5 Plowing New Ground – Litigating
Selected Disclosure Issues Beyond
Item 19

W6 Litigation 201: The Use and Misuse of
Experts in Franchise Litigation

W7 What You Don't Know Can Hurt You:
Right of Publicity Claims in the Digital Age

W16 Structuring Shared Services and
Affiliation Programs Such as Uber and
CrossFit to Avoid the Application of
Federal and State Franchise Laws

W17 Advanced Issues in Franchisor
Acquisitions of Franchisees – Is Vertical
Integration in Your Future?

W18 “My Addenda Say What?” A Review
of State Mandated FDD and Franchise
Agreement Addenda

PROGRAM SCHEDULE

2:15 pm – 3:30 pm

Concurrent Workshops

- W2 Griffin and Weil One Year Later – Has a Clearer Picture of the Joint Employer Conundrum Come into Focus?
- W3 Show Me the Money! – Maximizing Monetary Recovery in Franchise Cases
- W9 Vicarious Liability in Developing Areas: Damned If You Do and Damned If You Don't!
- W10 Pawn to d4: Opening Moves in Franchise Litigation
- W19 Coming to America: EB-5 Programs
- W22 How to Navigate Landscape of Global Privacy and Data Protection
- W24 Regulatory Update

3:45 pm – 5:00 pm

Concurrent Workshops

- W6 Litigation 201: The Use and Misuse of Experts in Franchise Litigation
- W8 Changes to the Federal Rules on Discovery: Old Wine in New Skins?
- W11 Is there Peril in Seeking Private Justice through Arbitration - And for Whom?
- W12 Good Faith and Fair Dealing – Alive and Well or is it a Matter of Business Judgment?
- W20 Insurance Dilemma – Challenges in Identifying Adequate Coverage for the Franchisor and Franchisee

- W21 International: When Signing on the Dotted Line is Not Enough: Executing Binding and Enforceable Franchise Agreements in International Transactions

- W23 In the Trenches – What Every Franchise Lawyer Needs to Know About Labor Unions and Union Organizing Activities

5:00 pm – 5:45 pm

Franchisee Attorney Reception

5:00 pm – 6:15 pm

Corporate Counsel Reception
Limited to In-House Attorneys and Paralegals

5:00 pm – 6:15 pm

LADR Reception

7:00 pm – 10:00 pm

Annual Reception/Dinner at Nikki Beach
Thursday night will feature a casual beach party at Nikki Beach, a quintessential South Beach landmark, that will feature a wide variety of Florida-themed food items, live music, and night lit games. Beachwear or other casual wear are strongly encouraged. For more information on Nikki Beach see www.nikkibeach.com.

FRIDAY, NOVEMBER 4

7:00 am – 5:00 pm

Forum Registration

7:00 am – 8:00 am

Spouse Breakfast

7:45 am – 9:00 am

Continental Breakfast

7:45 am – 9:00 am

International Division Breakfast

7:45 am – 9:00 am

Paralegal/Franchise Administrator
Open House

7:45 am – 9:00 am

Solo/Small Firm Breakfast

7:45 am – 9:00 am

Franchise Professors' Open House

9:15 am – 10:30 am

Concurrent Workshops

- W10 Pawn to d4: Opening Moves in Franchise Litigation
- W11 Is there Peril in Seeking Private Justice through Arbitration - And for Whom?
- W12 Good Faith and Fair Dealing – Alive and Well or is it a Matter of Business Judgment?
- W16 Structuring Shared Services and Affiliation Programs such as Uber and CrossFit to Avoid the Application of Federal and State Franchise Laws
- W20 Insurance Dilemma – Challenges in Identifying Adequate Coverage for the Franchisor and Franchisee

PROGRAM SCHEDULE

FRIDAY, NOVEMBER 4 , continued

9:15 am – 10:30 am

Concurrent Workshops

W21 International: When Signing on the Dotted Line is Not Enough: Executing Binding and Enforceable Franchise Agreements in International Transactions

W24 Regulatory Update

10:45 am – 12:00 pm

Concurrent Workshops

W2 Griffin and Weil One Year Later – Has a Clearer Picture of the Joint Employer Conundrum Come into Focus?

W5 Plowing New Ground – Litigating Selected Disclosure Issues Beyond Item 19

W7 What You Don't Know Can Hurt You: Right of Publicity Claims in the Digital Age

W13 Advanced Drafting of Financial Performance Representations

W17 Advanced Issues in Franchisor Acquisitions of Franchisees – Is Vertical Integration in Your Future?

W18 "My Addenda Say What?" A Review of State Mandated FDD and Franchise Agreement Addenda

W19 Coming to America: EB-5 Programs

12:00 pm – 12:30 pm

Buffet Lunch

12:30 pm – 2:30 pm

Plenary Session 2: Untangling Difficult Ethical Issues Facing Franchise Practitioners (ETHICS)

2:45 pm – 4:00 pm

Concurrent Workshops

W1 Cutting Edge or Bleeding Edge – Identifying, Avoiding and Allocating Intellectual Property Risks in Adopting New Technology

W3 Show Me the Money! – Maximizing Monetary Recovery in Franchise Cases

W4 Mine is Better Than Yours! – The Risks and Rewards in Conducting Comparative Advertising

W9 Vicarious Liability in Developing Areas: Damned If You Do and Damned If You Don't!

W14 Menu Labeling – "Cheese fries for 700 calories, please"

W15 Where's the Line – Is Your Franchise Agreement an Unenforceable, Illusory Contract?

W22 How to Navigate Landscape of Global Privacy and Data Protection

7:00 pm – 10:00 pm

Friday Reception & Dinner at the Bath Club

Friday's event will take place at the Bath Club, a highly sought after venue frequented by celebrities and several presidents, and will feature a Cuban and casino-themed night. The recommended dress is business casual. For more information on the Bath Club see www.thebathclub.com.

SATURDAY, NOVEMBER 5

8:00 am – 11:00 am

Community Service Event
Art Studio, Inc.

10:00 am – 12:00 pm

Art Deco Tour

8:00 am – 1:00 pm

Golf



SPEAKERS LIST

Lee Abrams

Mayer Brown, LLP

Paul Ades

Hilton Worldwide, Inc.

Jason Adler

Cellairis Franchise, Inc.

Mo Alturk

Baker & McKenzie LLP

Luiz Henrique do Amaral

Dannemann Siemsen
Advogados

Corby Anderson

Bradley Arant Boult
Cummings, LLP

Bethany Appleby

Wiggin and Dana, LLP

Barbara Bagdon

Dady & Gardner, P.A.

Gary Batenhorst

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

Jeffrey A. Brimer

Alexius LLC

Alejandro Brito

Zarco Einhorn Salkowski
& Brito, P.A.

Jennifer Brockett

Davis Wright Tremaine LLP

Joel Buckberg

Baker, Donelson, Bearman,
Caldwell & Berkowitz P.C.

Laura Burson

Sheppard, Mullin, Richter &
Hampton LLP

Erica Calderas

Hahn Loeser & Parks LLP

Dale Cantone

Maryland Attorney
General's Office

Sean Carter

Legal Humorist

Harris Chernow

Reger Rizzo & Darnall LLP

Brian Cole

Law Offices of Brian H. Cole

Ron Coleman

Parker, Hudson, Rainer
& Dobbs LLP

Jennifer Constantinou

Wyndham Hotel Group, LLC

J. Michael Dady

Dady & Gardner, P.A.

Michael Daigle

Cheng Cohen LLC

Emily Decker

Buffalo Wild Wings, Inc.

John Dienelt

Quarles & Brady LLP

Joe Fittante

Larkin Hoffman Daly &
Lindgren Ltd.

W. Michael Garner

Garner & Ginsburg, P.A.

James Goniea

Einbinder, Dunn & Goniea LLP

Ruth Goodboe

Ogletree, Deakins, Nash, Smoak
& Stewart, P.C.

Michael Gray

Gray Plant Mooty

Nina Greene

Genovese Joblove
& Battista, P.A.

David Gurnick

Lewitt, Hackman, Shapiro,
Marshall & Harlan

Lucie Guyot

Faegre Baker Daniels LLP

Barry Heller

DLA Piper LLP (US)

Allan Hillman

Kern & Hillman, LLC

Doug Imholte

Marsh & McLennan Agency

Earsa Jackson

Strasburger & Price LLP

John Jett

Kilpatrick Townsend &
Stockton LLP

Paul Jones

Jones & Co.

Kate Kalmykov

Greenberg Traurig LLP

Eric Karp

Witmer, Karp, Warner & Ryan LLP

Honorable Jeffrey J. Keyes

Magistrate Judge, District of
Minnesota

Justin Klein

Marks & Klein, LLP

Beata Krakus

Greensfelder, Hemker &
Gale, P.C.

SPEAKERS LIST

Jane W. LaFranchi

Hershey Entertainment &
Resorts Company

Theresa Leets

California Department of
Business Oversight

Marc Lieberstein

Kilpatrick Townsend &
Stockton LLP

Mike Lockerby

Foley & Lardner LLP

Andrew Loewinger

Nixon Peabody LLP

Ellen Lokker

Lokker Law PLC

Julie Lusthaus

Einbinder, Dunn & Goniea LLP

Halima Madjid

Plave Koch, PLC

Craig Madson

Madson IP, P.C.

Karen Marchiano

DLA Piper LLP (US)

Tami McKnew

Smith Moore Leatherwood LLP

Jim Meaney

Zaino Law Group

Jorge Mondragon

Gonzalez Calvillo, S.C.

Paula Morency

Schiff Hardin, LLP

Jason A. Murray

Murray Law, P.A.

Dawn Newton

Donahue Fitzgerald LLP

Sawan Patel

Larkin Hoffman Daly
& Lindgren Ltd.

Breton H. Permesly

Kaufmann Gildin & Robbins LLP

Lee Plave

Plave Koch, PLC

Frank Robinson

Cassels Brock & Blackwell LLP

Max Schott

Gray Plant Mooty

Peggy Shanks

Maryland Attorney
General's Office

Peter V. Snell

Gowling WLG International
Limited Lafleur Henderson LLP

Vanessa Szajnoga

Liberty Tax, Inc.

Suzie Trigg

Haynes & Boone, LLP

Phyllis Alden Truby

Phyllis Alden Truby APC

Eleanor Vaida Gerhards

Fox Rothschild LLP

Mark Vanderbroek

Nelson Mullins Riley &
Scarborough LLP

Diana Vilmenay

Gray Plant Mooty

Leita Walker

Faegre Baker Daniels LLP

Shelley Weatherbie

Hilton Worldwide, Inc

Elizabeth Weldon

Snell & Wilmer LLP

Will Woods

Baker & McKenzie LLP

Donald Wray

Little Caesar's Enterprises, Inc.

Robert Zarco

Zarco Einhorn Salkowski &
Brito, P.A.

FOR THE LATEST INFORMATION
CHECK OUT THE APP!



Download the Forum app with additional information about the programs, social and special events. The meeting schedule is available on your iPhone or Android device by searching "ABA Franchising 2016" in the App Store or Google Play.



Social & Special Events

TUESDAY, NOVEMBER 1

International Dinner

7:00 pm – 10:00 pm – Hakkasan Restaurant
(Franchising in Latin America and the Caribbean Intensive attendees only)

WEDNESDAY, NOVEMBER 2

Welcome Reception

5:00 pm – 6:15 pm
Fontainebleau Hotel

Newcomer's Event

7:00 pm – 10:00 pm – YUCA

Restaurant Rounds

7:00 pm – 10:00 pm
Enjoy a Dutch treat dinner at various restaurants.
For more information contact Mari Brymer at
(404) 815-6363 or mbrymer@ktslaw.com

THURSDAY, NOVEMBER 3

Continental Breakfast

7:00 am – 8:30 am

Women's Caucus Breakfast

7:00 am – 8:15 am

Spouse/Guest Event Luncheon

10:00 am – 2:00 pm
Patisserie Class and lunch at
Fontainebleau Hotel

Diversity Lunch

11:30 am – 12:45 pm

Corporate Counsel Reception

5:00 pm – 6:15 pm

LADR Reception

5:00 pm – 6:15 pm

Franchisee Attorney Reception

5:00 pm – 5:45 pm

Annual Reception/Dinner

6:30 pm – 10:00 pm
Nikki Beach – Beach Club

FRIDAY, NOVEMBER 4

Continental Breakfast

7:45 am – 9:00 am

International Division Breakfast

7:45 am – 9:00 am

Solo/Small Firm Breakfast

7:45 am – 9:00 am

Paralegal/Franchise Administrator

Open House Breakfast

7:45 am – 9:00 am

Franchise Professors' Open House

7:45 am – 9:00 am

Friday Reception/Dinner

7:00 pm – 10:00 pm
The Bath Club

SATURDAY, NOVEMBER 5

Community Service Event

8:00 am – 11:00 am
Art Studio, Inc.

Art Deco Tour

10:00 am – 1:00 pm

Golf

8:00 am – 1:00 pm
Miami Beach Golf Club
Lunch included



CONFERENCE INFORMATION

1. Hotel Information

The conference will be held at the Fontainebleau Hotel, 4441 Collins Avenue, Miami Beach, FL 33140. You can find more information at their website: www.fontainebleau.com

2. Hotel Reservations

The Forum on Franchising has negotiated a special room rate of \$269 per single/ double room at the Fontainebleau Hotel Miami. A 14% sales tax and \$19.95 resort fee will also apply per night. You may call the hotel directly at 305-535-3283 and mention the ABA Forum on Franchising 2016 meeting. We have reserved a limited block of rooms through October 10, 2016 at 5:00 PM CST. You must register for the conference prior to making your hotel reservation. After this date, the Hotel Reservation Office will assign rooms on a space available basis. 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

Airfare discounts to ABA meetings are available through ABA Online Travel. To access ABA Online Travel, go to http://www.americanbar.org/membership/travel_services.html. At ABA Online Travel you will have automatic access to meeting airfare discounts, web fares and web book only airlines. The ABA's toll-free number for Orbitz for Business (OFB) is 877-222-4185.

4. Ground Travel

The Fontainebleau Hotel is approximately 30 minutes away from the Miami International Airport. Taxis are available at a rate of \$30 one-way.

5. Program Registration

To register for all programs and events described in this brochure, we encourage you to register online at <http://ambar.org/soakupthefranchising>. Confirmations will be e-mailed to you within 72 hours of registration receipt. In order to be included in the list of program attendees, you must register by October 26, 2016. 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 7:00 a.m., attendees may check in at the ABA registration desk to pick up registration packets that contain name badges and course materials. Registration will open again on Thursday, November 3rd at 7:00 a.m. and will close each day at 5:00 p.m.

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 Lisha.Morris@americanbar.org on or before Friday, October 21st, to confirm that space is still available. Failure to call in advance may preclude admission to a sold out conference. On-site registrants must pay the registration fees by check, money order, Visa, MasterCard, Discover Card 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, the "ABA Franchising 2016" 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 Lisha.Morris@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 14, 2016. Cancellations may be e-mailed to Lisha.Morris@americanbar.org. No refunds will be granted after October 14, 2016. Substitutions are acceptable, or conference materials will be sent in lieu of a refund after the program. The ABA 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, DE, GA, GU, HI, IA, IL, IN, KS, KY, LA, MN, MS, MO, MT, NH, NM, NV, NY, NC, ND, OH, OK, OR, PA, PR, 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 17.75 CLE credit hours (including 2.0 ethics hours) in 60-minute states, and 21.3 credit hours (including 2.4 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, visit <http://ambar.org/soakupthefranchising> or contact Lisha.Morris@americanbar.org or 312.988.6319.

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 \$10 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 2016 Annual Forum starts at noon, Wednesday, November 2, 2016 and concludes at the end of the Community Service Event on Saturday, November 5, 2016 at Noon.

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 Lisha Morris, Lisha.Morris@americanbar.org in writing or via email by October 14, 2016 at the American Bar Association, 321 N. Clark Street, Chicago, Illinois, 60654.

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 ambar.org/soakupthefranchising

18. Questions

If you have questions or require additional conference information contact Lisha.Morris@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 attorney may receive a 50% reduction in tuition fees.



321 N. Clark St, MS 18.2, Chicago, IL 60654
ambar.org/franchising

SOAK UP THE *Franchising*

39TH ANNUAL FORUM ON FRANCHISING NOVEMBER 2-4, 2016

FONTAINEBLEAU HOTEL, MIAMI BEACH, FL

Visit our website for the latest information

ambar.org/soakupthefranchising and download the
Forum app by searching **ABA Franchising 2016**.