

# About the Editors

**Bethany L. Appleby** is Chief Legal Officer for Franchise World Headquarters (Subway®). She is a member of the Governing Committee of the ABA Forum on Franchising and past Editor-in-Chief of the ABA's *Franchise Law Journal*. Before going in-house, Bethany was co-chair of the Franchise and Distribution Practice Group at Wiggin and Dana LLP. She received her bachelor's degree from Yale University, *magna cum laude*, and graduated with highest honors from The University of Connecticut School of Law.

**W. Michael Garner** is a partner in Garner & Ginsburg, P.A. and limits his practice to assisting franchisees, dealers, and distributors in their relationships and disputes with franchisors and suppliers. Michael is the 2016 recipient of the ABA's Lew Rudnick Award for lifetime achievement in franchise law, as well as of the 2017 Lifetime Achievement Award of the American Association of Franchisees and Dealers. He has served on the Governing Committee of the ABA Forum on Franchising and as editor of the *Franchise Law Journal*. He is also the author of *Franchise & Distribution Law and Practice*, a three-volume treatise published by Thomson-Reuters/West. Michael conceived the *Franchise Deskbook* in the late 1990s and has served as its editor since then.

**Karen Boring Satterlee** is Senior Vice President & Assistant General Counsel, Development Americas for Hilton Worldwide Holdings LLC and is responsible for the Franchise, Management, and Contract Administration functions for Hilton in the Americas, including managing a team of forty attorneys and paraprofessionals. Her key responsibilities include providing strategic advice and overseeing legal services to the corporate development function, overseeing Hilton's global franchise regulatory releases, managing outside counsel, and partnering with senior business executives to meet annual development targets.

Karen is the Immediate Past Chair of the ABA Forum on Franchising's Governing Committee. She is a member of the International Franchise Association's Board of Directors and was designated a Certified Franchise Executive in 2009. She was recently appointed to the NASAA (North American Securities Administrators Association) Franchise Project Group. Karen also is a former member of the Board of Trustees for the International Franchise Association's Educational Foundation and the Board of Governors for the Institute of Certified Franchise Executives.

Karen is an Adjunct Professor of Law at American University's Washington College of Law, has authored numerous articles on franchise law and is a frequent speaker at legal and industry conferences. She received her JD and BA at the University of Tennessee and is admitted to practice in Washington, New York, New Jersey, Texas, and Kentucky.

# About the Contributors

**Richard Bayer** is a senior associate in Einbinder & Dunn LLP’s transactional department and has been practicing law since 2005. Mr. Bayer’s practice primarily focuses on franchisor representation, including franchise development, regulatory matters, franchise sales, and mergers and acquisitions. Mr. Bayer has also successfully represented franchisor clients in international franchising with respect to expanding U.S. franchise systems abroad as well as launching international franchise systems in the United States. Franchisor clients vary across industries including restaurant, retail, home improvement, hospitality, pet food, real estate, fashion, health care, recreation, business services, and senior care. Mr. Bayer has also represented franchisees with franchise acquisition, corporate structuring, real estate leasing, financing, multi-unit development, and acquisitions and sales.

Additionally, Mr. Bayer provides business law counsel to a wide variety of clients ranging from start-ups to publicly traded corporations in areas including corporate structuring, intellectual property registration and protection, mergers and acquisitions, and financing. Mr. Bayer also represents clients in connection with real estate development, leasing, sales and acquisitions, as well as financing.

Mr. Bayer has contributed to the following publications: “Material Changes and the FDD: Amending and Going Dark,” *Franchise Law Journal* (Spring 2015); *Covenants Against Competition in Franchise Agreements*, Third Edition, ABA Forum on Franchising (Fall 2012); “A Franchisee’s Guide to Franchisor Bankruptcy,” *Franchise Law Journal* (Fall 2011); and “The Franchisor’s Control over the Transfer of a Franchise,” *Franchise Law Journal* (Spring 2008).

Mr. Bayer is admitted to practice in New York and New Jersey and is a member of the American Bar Association (ABA), New York State Bar Association, the Association of the Bar of the City of New York, and the ABA’s Business Law Section and is an active participant in the ABA Forum on Franchising.

**John Bender** is a litigator with Corr Cronin, LLP, in Seattle. His practice focuses on high-stakes commercial and complex litigation. John was named a “Rising Star” in Business Litigation by Super Lawyers® magazine in 2017 and 2018. John also received the American Bar Association’s Forum on Franchising’s 2017 Edward Wood Dunham Rising Scholar Award.

Prior to joining Corr Cronin, John was an attorney at an AmLaw 100 law firm in Seattle, where he litigated cases involving breach of contract, UCC, fraud and misrepresentation, partnership disputes, product liability, catastrophic injury, and other torts.

**Laura A. Brenner** is a shareholder at Reinhart Boerner Van Deuren s.c. She is a member of the Litigation Department and is the founder and chair of the firm’s

Product Distribution and Franchise Law Team. Her practice focuses on all aspects of distribution and competition law, including antitrust, dealership law matters, franchise disputes, contracting, warranties, and commercial litigation.

Laura frequently speaks to members of the business community on topics related to: dealership and franchise laws (including the Wisconsin Fair Dealership Law and various equipment dealer laws), sales representative laws, federal and state antitrust and competition laws, pricing, advertising, trade regulation, warranties, and contract issues. Laura also frequently gives presentations and in-house training on Internet distribution-related topics such as Minimum Advertised Price (MAP) policies and supply chain issues. She has been a frequent speaker at judicial conferences on a variety of topics, including the establishment of a Business Court Pilot Program in Wisconsin.

Laura received her Bachelor of Science degree with honors at the University of Wisconsin-Madison and her law degree, *magna cum laude*, from the University of California Hastings College of Law. Her honors include Best Lawyers in America (Commercial Litigation, Franchise Law), Wisconsin Super Lawyers, and Benchmark Litigation (Wisconsin). She is a member of the Fellows of the American Bar Association and is the President Elect to the Thomas E. Fairchild Inn of Court. Laura is also on the board of the Eastern District of Wisconsin Bar Association. She is admitted to practice in the federal and state courts in Wisconsin and has been admitted pro hoc vice in various federal and state courts around the country.

**David J. Bright** is a partner with Pugh Hagan Prahm PLC in Coralville, Iowa, where he practices in the areas of franchising and distribution, real estate and land use, business transactions, nonprofit and tax-exempt organizations, estate planning and probate, and art and museum law. In his franchising and distribution practice, David assists franchisee clients with evaluating, reviewing, and negotiating franchise agreements; compliance with franchise system requirements; franchise terminations; and litigation and arbitration of franchise disputes. He also assists franchisees with the formation and operation of franchisee associations. On behalf of franchisor clients David drafts and negotiates franchise agreements; advises franchisors with registration and disclosure, including drafting Franchise Disclosure Documents; and assists with anti-trust matters. He is a member of the American Bar Association Forum on Franchising and serves as the Co-Chair of the American Bar Association's Art & Cultural Heritage Law Committee. David earned his B.S. from the University of Iowa in 1992 and his J.D. from the University of Iowa College of Law in 2001.

**Howard E. Bundy** is a Washington lawyer and founder of Bundy Law Firm PLLC, located near Seattle. He has been practicing franchise law for over thirty-seven years. In his practice, he works with franchisees to resolve disputes with franchisors, guides prospective franchisees in making the decision whether to invest in a franchise, and assists franchisees and other small businesspeople in all aspects of setting up their business and managing their personal liability. Howard also represents a good number

of small franchisors in structuring the relationship, preparing franchise agreements and disclosure documents, and handling all aspects of the franchise registration process. Howard has been an active member of the ABA Forum on Franchising since 1986. He has also been a member of the Solo and Small Firms organization and led that group for three years. He has presented at the Forum on several occasions and has contributed to the Franchise Lawyer. Since 1996, Howard has served on the Advisory Committee to the North American Securities Administrators Association Franchise Project Group. As a committee member, he meets regularly with state franchise regulators from around the country. He participated in the Federal Trade Commission rulemaking process that resulted in the Amended Franchise Rule and advocated for franchisees to the Washington legislature during multiple modifications of the Washington Franchise Investment Protection Act.

**Mark J. Burzych** is a founding member of Fahey Schultz Burzych Rhodes, PLC in Okemos, Michigan, and leads the firm's business practice. His practice focuses on business expansion and development with an emphasis on legal issues related to franchising, trademark registration and enforcement, licensing and regulation (with a focus on liquor licensing), corporate issues, business and finance transactions, real estate, and other business-related matters. Mark's business practice is one of a very limited full-service franchise practices in the state of Michigan. It is specially tailored to the franchise industry, but his experience allows him to assist virtually any business industry or segment.

In his twenty-five years of franchise law experience, Mark has represented clients in the food service, restaurant, furniture, hotel, home service, automotive service, child care, child services, and dry cleaning industries as counsel to the franchisors. His niche is representing emerging brands to assist them with designing and implementing their growth strategies, which many times includes franchising. In addition, Mark often represents national brands as local counsel in Michigan, colleagues in the Forum as local counsel in Michigan litigation, or as Michigan counsel in Michigan regulatory matters, such as liquor licensing.

In addition, Mark is listed in the *Best Lawyers in America* (2009 – present) (franchising), *Super Lawyers* (2009 – present) (franchising), and *Franchise Times Legal Eagles* (2017 – present). In 2003, Mark co-authored "Vive la Difference? Selective Enforcement of Franchise Agreement Terms and System Standards" in the *Franchise Law Journal* (Fall 2003). In 2004, Mark participated on a panel that presented a paper on the issue of selective enforcement of franchise agreement terms and system standards at the American Bar Association Forum on Franchising Annual meeting. In 2012, Mark served as a facilitator at the International Franchise Association's Annual Convention in Orlando, Florida, where he facilitated a discussion called "Disclosure Issues Related to Promotional Franchise Sales Incentive Programs." In 2016, Mark co-authored "Franchisor Successor Tax Liability Risk in Terminations" in the *Franchise Law Journal* (Winter 2016). Since 2009, Mark has written a monthly column for the Michigan Restaurant Association's monthly

magazine, *Michigan Restaurateur*, called “Ask the Experts,” usually on a franchise topic.

Mark is a graduate of James Madison College at Michigan State University and the University of Michigan Law School (*cum laude*). Mark is an active member of the American Bar Association Forum on Franchising, and the International Franchise Association.

**Ricardo F. Casellas** is a founder of the litigation boutique Casellas Alcover & Burgos, P.S.C. in San Juan, Puerto Rico. For over thirty years, Ricardo has specialized in franchise and distribution law disputes in Puerto Rico, successfully trying federal jury trials and arbitrations to verdict. He is a frequent contributor to the *Franchise Law Journal* with articles on “Puerto Rico Law 75.” He authors a blog on Puerto Rico distribution law. Ricardo has been recognized by Chamber’s Latin America, Chambers Global, and Best Lawyer’s as a leading attorney in dispute resolution, franchising, and appellate practice in Puerto Rico. Ricardo has three federal clerkships at the U.S. District Court, P.R. and the U.S. Court of Appeals for the First Circuit. He graduated *cum laude* from Washington & Lee University and Boston University School of Law.

**Harris J. Chernow** is the Chair of Reger Rizzo & Darnall’s Franchise & Distribution Practice Group. He has developed a national reputation through his franchise, transactional, and dispute resolution practices where he represents franchisors, franchisees, and distributors, in conjunction with his hospitality, corporate and business, M&A, retail development, and leasing practices. His franchise clients include franchisors, multi-unit franchise owners, area developers, master franchisees, distributors, and businesses desiring to expand through franchising, as well as distribution systems in all franchise industry groups. In addition, Harris represents businesses and individuals in a wide range of matters, including mergers and acquisitions, structuring transactions, real estate, employment, day-to-day counseling, and dispute resolution. By virtue of a broad base of legal experience, he serves as “general counsel” to a number of his clients. Harris also serves as a neutral mediator and arbitrator.

Harris is a frequent speaker and author on franchise and business topics. He is a member of the ABA’s Forum on Franchising, currently serving on its Marketing Committee and was a long-term member of the Governing Committee, served as its Finance Officer for five years, served on the Forum’s Publications Committee, was Chair of its Litigation and Alternative Dispute Resolution (LADR) Division, served on the Forum’s Nominating Committee for the Board of Governors, served as liaison to its solo and small firm practitioners group, and served as liaison to its paralegal group. Harris is also a member of the International Franchise Association (IFA) and had served on the IFA’s Legal Symposium Task Force. He is the Co-Chair of the Montgomery County Franchise Law Committee, Chair of the Philadelphia Franchise Law Committee, and member of the New Jersey Bar Association’s Franchise Law Committee.

Harris is currently the President of the Temple University Athletic Department Owl Club Board and an Officer of the Temple University Alumni Association (TUAA). Most of all, he enjoys spending time with his wife and children.

**Brian H. Cole** has been practicing law for over thirty-five years. He is currently a sole practitioner as well as *Of Counsel* to the Chase Law Group in Manhattan Beach, California. Mr. Cole first learned about franchise law while an in-house attorney with Pizza Hut, Inc. (a subsidiary first of PepsiCo and then of the company now known as Yum Brands).

Mr. Cole attended law school at the University of Texas at Austin, and completed his undergraduate education at Rice University in Houston, Texas. He is admitted to the Bars in California, Colorado (inactive), and Hawaii (inactive), and has been certified by the California Board of Legal Specialization as a Certified Specialist in Franchise and Distribution Law.

Mr. Cole represents both franchisors and franchisees in transactional and regulatory matters, and has also testified as an expert witness on franchise law. He has spoken over a dozen times to the Forum on Franchising or other bar-related groups, and has authored or co-authored articles and papers on a wide variety of franchise-related topics. Mr. Cole has served on the Franchise Law Committee of the State Bar of California (now known as the California Lawyers Association), including three terms as Chair of that Committee, and has also served (including as Chair) on the Franchise and Distribution Law Advisory Committee to the California Board of Legal Specialization.

**Jennifer Stallings Dewey** is an associate in Dickinson Wright PLLC's Detroit office. Her practice includes a wide range of transactional work including corporate, banking, and real estate, with a focus on franchise and distribution. In the past, she worked as in-house counsel with Little Caesar Enterprises, Inc., where she handled a variety of areas of law including franchise, contracts, employment, commercial disputes, distribution, and food safety. Jennifer has experience in representing both franchisors and franchisees relating to a large variety of issues including disclosure and registration requirements under the Federal Trade Commission and various state laws, system compliance, contract enforcement, trademark issues, and post-termination remedies.

Jennifer is a graduate of Michigan State University College of Law. Outside of work, she is an active member of a number of organizations including the Women Lawyers Association of Michigan. Jennifer was named as a "Rising Star" by Michigan Super Lawyers in 2014 and 2015. In 2017, she was recognized by the Women Lawyers Association of Michigan and presented with a Regional Leadership Award.

**Mackenzie L. Dimitri** is a business attorney with both litigation and transactional experience. As a litigator, Mrs. Dimitri has represented business and franchise

clients in the transportation, child care, entertainment, restaurant, hospitality, convenience store, and real estate industries, in trials and other dispute resolution forums throughout the country. Mrs. Dimitri has also successfully mediated and otherwise negotiated favorable settlements at all stages of litigation, and has a nuanced understanding of her clients' business objectives. In addition to her courtroom experience, Mrs. Dimitri also drafts and negotiates commercial contracts, including franchise disclosure documents, and coordinates corporate organizational matters.

Mrs. Dimitri is a committee member of the Young Lawyers' Division of the American Bar Association (ABA) Forum on Franchising, and a frequent speaker on franchise law and litigation topics. In October 2017, Mrs. Dimitri spoke at the 40th Annual Forum on Franchising in Palm Desert, California, on the topic of efficient breach and equitable remedies in litigation. In March 2017, Mrs. Dimitri spoke with a panel of franchise attorneys for an ABA webinar about regulatory issues for franchisors. Mrs. Dimitri is a regularly published author on litigation, franchise law, and business law topics. Her notable publications include: "Enforcing the Bargain or Buying Your Way Out? The Right to Specific Performance in Franchise Agreements versus the Concept of Efficient Breach," American Bar Association (October 2017); "Defense for Nondisclosure of Liability for Lost Profits," *The Franchise Lawyer* (July 2016); "What You Need to Know Before Buying a Franchise," *Franchising USA Magazine* (July 2014); "How Much Money Will I Make From My Franchise?" *Franchising USA Magazine* (March 2014); "Pending Franchise Litigation—What Franchisors and Franchisees Need to Know," *Franchising USA Magazine* (February 2014); and "Franchising Your Business," *Franchising USA Magazine* (December 2013).

**John M. Doroghazi** is a litigation partner in the New Haven, Connecticut office of Wiggin and Dana LLP and is a member of the firm's Franchise and Distribution, Class Action, and Consumer Protection Practice Groups. Aside from defending franchisors in all types of franchise-related litigation and arbitration, he routinely represents franchisors and others, including hospitals, banks, insurance companies, and online travel retailers, in various types of consumer class actions in courts across the country.

John is a Topic and Article Editor for the *Franchise Law Journal*, has authored numerous articles for that publication, and has been an invited speaker at the Forum on Franchising. Chambers USA ranks John as an "Up and Coming Practitioner" for Franchise Law-Nationwide, he is on Benchmark Litigation's "40 and Under Hotlist," and he has been recognized as a "Legal Eagle" by the *Franchise Times*. John graduated *magna cum laude* from Boston College and received his J.D., Order of the Coif, from Washington University in St. Louis School of Law. After law school, he was a law clerk to the Honorable Jean C. Hamilton, United States District Judge for the Eastern District of Missouri.

**Christopher T. Feldmeir** is a partner with Lathrop Gage LLP and the leader of the firm's Franchise and Distribution Industry Group. As a transactional franchise

attorney, Chris counsels start-up and mature franchise systems from a variety of industries, including automobile and heavy machinery dealers, brewers and distillers, clothing manufacturers, and franchises serving the restaurant, fitness, health-care, home repair, personal care, business to business, and insurance markets.

Chris provides strategy, guidance, and creative solutions to help clients achieve their business goals. He works with franchise and distribution clients on structuring franchise systems and distribution networks, preparing franchise disclosure documents, franchise agreements, licensing agreements, distribution and supply agreements, and sales representative agreements. Chris advises franchisors on franchise relationship issues, supply chain issues, and mergers and acquisitions. He has also represented private equity clients acquiring franchise systems.

Chris received his J.D. from Washington University School of Law in 2004, and his LL.M., Taxation in 2005. He earned his B.A. in 2001 from Denison University.

**Caroline B. Fichter** is a partner at the Bundy Law Firm, PLLC, in Seattle, Washington. She focuses her practice on representing franchisees, franchisors, and other small business owners. Caroline helps clients in all stages of the franchise relationship, including reviewing the franchise agreement, negotiating changes to the franchise agreement, helping franchisees sell or close their franchise, and fighting for wronged franchisees in litigation.

Her published works include “Don’t Tread on Me: A Defense of State Franchise Regulation” (*Franchise Law Journal*, Summer 2018) and “Surviving the Tempest: Franchisees in the Brave New World of Joint Employers and \$15 Now” (*Franchise Law Journal*, Spring 2016), as well as multiple articles in the *Franchise Lawyer*. She received the 2016 Chair’s Award for Substantial Written Work or Presentation. She regularly presents at American Bar Association Events on issues in franchising. She is the chair of the American Bar Association Forum on Franchising Small and Solo Firm Committee and a member of the Litigation and Dispute Resolution Committee. Caroline is licensed in Oregon and Washington. She graduated *cum laude* from Seattle University School of Law and from Washington State University with a Bachelor of Arts in Political Science.

**Brian J. Forgas** is senior counsel for Hilton Worldwide, Inc., where he manages global franchise regulatory compliance for the company’s fifteen brands, and supports new hotel development and franchise enforcement throughout the Americas. Before joining Hilton, Brian was senior counsel for McDonald’s Corporation where he oversaw all franchise legal matters for four regions (about 3,000 restaurants). His tenure at McDonald’s also included responsibility for commercial real estate transactions, energy, and environmental sustainability matters. Before that time he was an associate in the franchise law practice of Lewis & Kolton, PLLC in Washington, DC. Brian has been an author and speaker for the ABA Forum on Franchising, the International Bar Association, and the American University Hospitality & Tourism Law Program. He also serves on the steering committee for the ABA Forum on Franchising’s



Corporate Counsel Division and the advisory board of the Georgetown Law Hotel and Lodging Legal Summit. Brian received his J.D., *cum laude*, from The Catholic University of America, where he was on the editorial board of the law review. He has been admitted to practice in Maryland, Virginia, and Illinois.

**Paul R. Fransway** is a member of Dickinson Wright PLLC in its Ann Arbor, Michigan office and chair of its Franchise and Distribution Practice Group in the United States. Mr. Fransway concentrates his practice in franchise, distribution, trademark, and unfair competition law. He serves as primary franchise counsel for a number of national franchisors, and he helps them comply with disclosure and registration requirements under the Federal Trade Commission and various state laws. He is also an expert in all aspects of franchise contract enforcement, including covenants not to compete, trademark infringement, and post-termination remedies, both in court and in arbitration. He is a frequent speaker at franchise legal symposia and contributor to franchise publications including the *Franchise Law Journal* and *International Franchise Handbook*.

**Christina Fugate** is a franchise and litigation partner in the Indianapolis, Indiana office of the law firm Ice Miller LLP. Christina leads the firm's franchise team, providing franchise and entrepreneurial clients with counseling and litigation services, from the initial creation of a franchise system and negotiation of the franchise relationship through dispute resolution. In addition to her franchise practice, Christina provides risk management and litigation services for a wide-range of commercial matters and clients.

Christina is an active member of the ABA Forum on Franchise and International Franchise Association. She has written several articles for the *ABA Franchise Journal* and was a speaker at the ABA Forum on Franchise's annual meeting in October 2015. Christina has been recognized as an Indiana Super Lawyers "Rising Star" from 2012–2018 and was selected as the award recipient of Junior Achievement of Central Indiana's "Indy's Best and Brightest in Law" in 2016.

**Eleanor Vaida Gerhards** is a partner at the national law firm of Fox Rothschild LLP. As co-chair of the firm's Franchising and Distribution Practice Group, she concentrates her practice on commercial transactions and compliance matters representing primarily franchisors, area developers, and master franchisees. She also represents start-up franchisors in the establishment of franchise systems and, as a member of her firm's insurance group and privacy/data security group, she often counsels franchise systems on insurance coverage matters and cyber security issues. Eleanor serves as Chair of the IFA Philadelphia Women's Franchise Network and former member of the ABA Forum on Franchising Program Committee. Eleanor frequently writes and speaks on legal issues in the franchise industry and is a previous presenter at the ABA Forum on Franchising Annual Meeting and IFA Legal Symposium. She authored a chapter in the ABA book *Exemptions and Exclusions under Federal and*

*State Franchise Registration and Disclosure Laws* and her articles have appeared in the ABA Forum's Franchise Lawyer, the *Franchise Law Journal*, Law360 and Property Casualty 360. Eleanor has been named a "Legal Eagle" by *Franchise Times* for the last three years, a "Rising Star" by *Super Lawyers*, a Pennsylvania "Lawyer on the Fast Track" by the *Legal Intelligencer* as well as recognized by *Who's Who Legal Franchising* and named among *Philadelphia's Business Journal's* 40 under 40.

**Mary Beth Gettins** is the sole managing attorney of Gettins' Law, LLC, a Cincinnati, Ohio law firm founded in 2010. Gettins' Law offers legal services in the areas of franchising, trademarks, litigation, and general business matters. Prior to founding Gettins' Law, Mary Beth Gettins served as in-house counsel attorney for House Doctors, Ameristop, and Pearl Vision.

Mary Beth earned a bachelor's degree of science in psychology from the University of Cincinnati in 1999 and a law degree from Northern Kentucky University, Chase College of Law in 2003. She is the author of "Compliance Audits Rule!," ABA *Franchise Law Journal*, Volume 37, No. 2, Fall 2017; a contributor to the ABA Section of Labor and Employment Law book, *The Fair Labor Standards Act* 2nd Edition 2014 Cumulative Supplement and author of "HIPAA Compliance Obligations Not Confined to Franchisees," *The Franchise Lawyer*, Vol. 17, No. 4, Fall 2014. She speaks widely on the topics of franchising, privacy and security, and intellectual property including engagement and continuing learning education presentations for the National Association of Independent Medical Practices (NAIMP), Cincinnati Paralegal Association, Ohio Northeast Lawyer's Association, and Southwestern Ohio Career Series.

Mary Beth has served as the pro bono attorney and a monthly shelter staff member for the Harlequin Haven Great Dane Rescue since 2003 and serves as Pro Bono Attorney with the Pro Bono Partnership of Ohio.

**Evan M. Goldman** is a partner in the Roseland, NJ and New York, NY offices of A.Y. Strauss LLC, where he leads the firm's Franchise and Hospitality Law practice group, and is a member of the firm's Litigation and Intellectual Property practice groups.

Mr. Goldman has represented both franchisees and franchisors throughout the United States. In his practice, Mr. Goldman has litigated extensively in state and federal courts, as well as before the American Arbitration Association (AAA). Mr. Goldman has a breadth of experience representing franchisor and franchisee clients in all categories of disputes, including termination issues, trademark infringement disputes, enforcement of non-competition agreements, breach of contract, employment matters, and fraud claims.

Mr. Goldman advises his franchisee clients in connection with the negotiation of franchise and license agreements, and related documents, and reviews voluminous disclosure documents provided to prospective franchisees. Mr. Goldman assists franchisor clients in drafting and registering disclosure documents, franchise agreements

and related documents, and provides negotiating assistance on behalf of franchisor clients when entering into franchise relationships.

**Michael R. Gray** is a partner in the Minneapolis office of Gray Plant Mooty. He brings thirty-two years of experience representing franchisors, companies, and individuals in trial, arbitration, and other civil proceedings throughout the United States. He is lead litigation counsel for several national franchise companies and has litigated, arbitrated, and mediated all manner of franchise and intellectual property disputes in state and federal courts in over thirty-eight states.

Mike has written many articles and presented materials on franchise and intellectual property topics for the ABA Forum on Franchising, the International Franchise Association, the *Franchise Law Journal*, the Practising Law Institute, the University of St. Thomas, and the Business Law Institute. Mike is a contributing author to the *Franchise Deskbook* (W. Michael Garner, Editor), co-author of “Covenants Not to Compete and Nonsignatories: Enjoining Unfair Conspiracies,” 25-*WTR Franchise L.J.*107, Winter 2006, co-editor of *Covenants against Competition in Franchise Agreements*, ABA Forum on Franchising (3d ed. 2012), co-author of a chapter on “Intellectual Property Issues in Franchising” for *Intellectual Property Deskbook for the Business Lawyer* (3rd ed. 2013), and co-author of the *Annual Franchise and Distribution Law Developments* (2013) published by the ABA Forum on Franchising.

Mike is currently on the Governing Committee of the ABA Forum on Franchising where he serves as its Finance Chair. He has been recognized by Chambers USA for Franchising, named as one of the “Best Lawyers in America” by Woodward/White, a “Super Lawyer” by *Minnesota Law & Politics*, a “Legal Eagle” by *Franchise Times*, is listed in The International Who’s Who of Franchise Lawyers, and is a “Certified Franchise Executive” by the International Franchise Association. Mike is admitted to practice in Minnesota and Wisconsin as well as numerous Federal District and Appellate Courts throughout the United States.

**Peter N. Greenfeld** is a shareholder in the Law Offices of Peter N. Greenfeld, P.C. Mr. Greenfeld is licensed in Arizona and California. Mr. Greenfeld has been practicing law for over twenty-seven years. He first began practicing franchise law in 1996 representing franchisors as an associate at a large, multi-national firm. Since starting his own firm in 2000, Mr. Greenfeld has concentrated his practice representing franchisees and franchisee associations in litigation.

Mr. Greenfeld received his J.D. from Loyola Law School of Los Angeles in 1991, where he was a Member of the St. Thomas More Law Honor Society (requiring top ranking). Mr. Greenfeld received a Masters in Government Administration from the Fels Institute of Government at the University of Pennsylvania in 1987. Mr. Greenfeld received his B.A. from Vassar College in 1985.

**Elizabeth F. Griffin** is an associate at Clark Hill Strasburger in Dallas, Texas, and she assists clients with both litigation and transactional franchise matters.

She practices in commercial litigation and appeals with a focus on procedural and complex liability issues. In addition to her work in dispute resolution, Ms. Griffin also assists franchisors with regulatory compliance issues, such as structuring, registering, and maintaining national franchise systems.

Ms. Griffin has been a speaker and writer for organizations such as the Dallas Bar Association, and she served as the 2018 vice-chair for the Dallas Bar Association's Franchise Law Section. Ms. Griffin participated in the 2018 Leadership Council on Legal Diversity's Pathfinder program and served as a panelist during the 2017 SMU Law Annual Diversity Week.

She received her B.A. from the University of North Texas and her J.D. from Southern Methodist University, Dedman School of Law, where she served on the SMU Law Review.

**Scott A. Gronek** is the General Counsel for Assist-2-Sell, Inc., a franchisor of real estate brokerage offices in the United States and Canada. Scott's practice involves advising senior management on all aspects of franchise operations, including franchise registrations and renewals, franchise sales procedures and compliance, and enforcement of compliance with franchise agreements and system standards. Scott's practice also includes maintaining the franchisor's trademark portfolio through registration of new marks, amendment and renewal of existing registrations, and enforcement of trademark rights.

Scott earned a Bachelor of Arts degree in History and Political Science, as well as a Master of Arts degree in International Relations, from the University of San Diego. Scott earned his Juris Doctor degree from the University of Notre Dame.

**David G. Gunther** is an associate with Hyland Levin LLP. He represents a wide variety of franchisors, from start-ups to established regional and national franchise systems. In addition to drafting franchise agreements, area development agreements, and franchise disclosure documents, he regularly provides advice on franchise structuring, operational concerns, and compliance with franchise disclosure and relationship laws. He also represents franchisors in disputes with franchisees, including state and federal court litigation. Mr. Gunther's franchisee-side experience includes transactional representation of a national multi-unit, multi-brand franchisee which specializes in food concepts.

Mr. Gunther graduated from the University of Pennsylvania Law School in 2009 and is admitted to practice in New Jersey and Pennsylvania.

**Nicole J. Harrell**, CIPP/US is an attorney with Kaufman & Canoles. She is a member of the Franchise and Intellectual Property Practice Groups, as well as Chair of the Data Privacy and Security Practice Group, and Chair of the Commercial Section. Nicole represents franchisors in regulatory matters, including preparation of franchise disclosure documents, franchise agreements and related ancillary documents, registration and compliance. In addition, she represents franchisees in

review of franchise disclosure documents, negotiation of franchise agreements, and termination of franchise agreements and relationships. Nicole also regularly assists clients with cyber preparedness and breach response. Her data privacy and security practice includes preparation of incident response plans and counseling clients on preparing for a cyber incident. Nicole helps clients understand their risks and plan accordingly. Once a cyber incident occurs, Nicole coordinates forensic analysis, media announcements, response plans, and notifications. In addition, she works with clients on cyber insurance coverage and claims. Nicole regularly reviews and negotiates third-party vendor contracts for data security and privacy concerns.

**Irene Bruce Hathaway** is a senior principal with Miller, Canfield, Paddock and Stone in Detroit. She is a graduate of the University of Michigan and earned a JD from Michigan State University, where she was a law review editor. She has extensive jury trial experience in high-stakes commercial and personal injury litigation and, for the past twenty years, has concentrated her practice in franchise law, with particular emphasis on franchise-related fraud identification and recovery.

She is the head of Miller Canfield's Franchise Law Practice Team, and former Resident Director of the firm's flagship office in Detroit. She is an active member of the American Bar Association and its Forum on Franchising and the State Bar of Michigan's Antitrust, Franchising and Trade Regulation Section. She has been an active member of the International Franchise Association and was the founder of the Women's Franchise Network of Michigan.

She is listed in the *Best Lawyers in America* and was named by Michigan Lawyer of the Year in 2018 Mass Tort Litigation & Class Actions – Defendants. She is a charter member of the Litigation Counsel of America and has long been named as a Leading Lawyer by Super Lawyers. She is rated AV by Martindale-Hubble.

She is a member of the Board of Directors of the Michigan State University Alumni Association and is Vice President of the Michigan Defense Trial Counsel and is active in the Defense Research Institute, serving as an executive member and as Michigan State Representative. She served as a board member of the Michigan Woman Lawyers' Association. She serves on the Transportation Club of Detroit's Scholarship Fund, which awards scholarships to deserving local college students.

She previously taught legal research and writing at Oakland University. She is licensed to practice in Michigan and Ohio.

**Earsa R. Jackson** is a partner at Clark Hill Strasburger in Dallas, Texas and the practice leader for the firm's Franchise & Distribution group. She is also the chair of the firm's Diversity Committee. She handles both litigation and transactional franchise matters for franchise systems ranging in size from emerging to international.

Ms. Jackson is a former director of the ABA Forum on Franchising's Litigation and Alternative Dispute Resolution Division. She is also an associate editor of the *Franchise Law Journal*. Additionally, she has been a featured speaker, writer, panelist,

and/or facilitator for seminars hosted by such organizations as the ABA Forum on Franchising, International Franchise Association, Federal Trade Commission, National Association of Women Business Owners, Association of Small Business Development Centers, and the Dallas Bar Association, among others. She serves as chair of the Diversity Institute for the International Franchise Association's Education Foundation.

She has been named among the "Best Lawyers in America" in Franchise Law, "Legal Eagle" by *Franchise Times*, "Best Business Lawyers in Dallas in Franchise and Development" by *D Magazine*, and a "Texas Super Lawyer." She co-authored the 2016 *Annual Franchise and Distribution Law Developments*.

She received her B.A. from the University of Arkansas at Little Rock (*magna cum laude*) and her J.D. from the University of Virginia School of Law.

**Erin Conway Johnsen** is a partner at Garner & Ginsburg, P.A. in Minneapolis, Minnesota, and focuses her practice on assisting franchisees and dealers with their businesses and to resolve their disputes with franchisors. Erin has published articles in the *Franchise Law Journal*, serves as an associate editor for *The Franchise Lawyer*, and has spoken on franchising and distribution for the American Bar Association's Forum on Franchising and the American Association of Franchisees and Dealers. In 2013 and 2016, respectively, Erin received the Rising Scholar Writing Competition Award and the Chair's Award for Substantial Written Work or Presentation from the American Bar Association's Forum on Franchising.

Erin is a 2012 *cum laude* graduate of the University of Minnesota Law School, where she served as an editor of the *Minnesota Law Review*. She did her undergraduate work at Duke University.

**Keith J. Kanouse's** practice focuses on corporate, securities, and real estate law with a primary focus on franchise, business opportunity, and distribution law. Mr. Kanouse represents start-up franchisors and business opportunity sellers as well as franchisees. Mr. Kanouse received his Bachelor of Science Degree in Business Management from Bradley University, *magna cum laude* and his Juris Doctor Degree from the University of Notre Dame Law School, also *magna cum laude*. Mr. Kanouse was a member of the Board of Directors of the American Association of Franchisees and Dealers and was also founding Chair of the AAFD's Fair Franchising Standards Committee. He was a founding member and a Past Chair of the Franchise Law Committee of the Florida Bar. He was a member of the Council of Franchise Suppliers of the International Franchise Association. Mr. Kanouse is the author of three books: (1) *Understanding a Franchise Offering Circular and Negotiating a Franchise Agreement*; (2) *Negotiating a Business Lease*; and (3) *Selecting the Best Entity to Own and Operate Your Business*. He is also a co-author of three other books: (4) *Franchise Law and Practice*; (5) *Franchising 101*; and (6) *Franchise Deskbook* (Florida Chapter). For six seasons during the 1990s, Mr. Kanouse was Executive Producer and Co-Host of "Start Your Own Business" which was aired in sixty-six markets on public television.

**William L. Killion** is a former partner of Faegre Baker Daniels LLP. Bill fashions himself a franchise historian. He is the author of “The History of Franchising” in an ABA publication, *Franchising: Cases, Materials, and Problems*.

**Matthew J. Kreutzer** is a member in the Las Vegas office of Howard & Howard PLLC. He is certified by the California State Bar’s Board of Legal Specialization (the “CBLs”) as a Specialist in Franchise and Distribution Law. Experienced in all facets of franchise law, Mr. Kreutzer assists both start-up and mature franchisors with developing, protecting, and licensing their franchise and distribution systems. As part of this practice, he counsels companies regarding the laws and regulations pertaining to franchising nationwide and assists them in creating their contracts, franchise disclosure documents, and other critical operational documents. He also responds to state administrative inquiries and investigations, and obtains exemptions and interpretive opinions from regulatory agencies. Mr. Kreutzer serves as Chair of the CBLs’s Franchise and Distribution Law Advisory Commission. He was named a *Franchise Times* “Legal Eagle” from 2013 – 2018; a “Super Lawyer” by *Mountain States Super Lawyers*® from 2013 – 2018; and one of the *Best Lawyers in America*® from 2016 – 2018.

Mr. Kreutzer writes the “Forward Franchising” blog that can be found at <http://www.forwardfranchising.com>. He has written for *The Franchise Lawyer*, *Franchising Business & Law Alert*, the *California Bar Reporter*, the *Practical Law Company*, *Law Journal Newsletters*, *The Licensing Journal*, *Nevada Business* magazine, the Clark County Bar Association’s *Communique*, and was a contributing writer for *Mergers and Acquisitions of Franchise Companies* (2nd ed.). Mr. Kreutzer has spoken on franchising issues at national and regional programs for the International Franchise Association, California State Bar, and FranServe. Mr. Kreutzer received his J.D. from George Washington University Law School and B.S. from American University. He is admitted to practice in Nevada, California, and Maryland.

**Kelly A. Krug** is an attorney with the law firm of Connell Foley LLP. She focuses her practice primarily on franchise and distribution litigation, complex commercial disputes, business torts, and casualty claims. She has substantial experience handling contractual disputes and trademark litigation in the New Jersey and New York state and federal courts, as well as other jurisdictions throughout the country. Ms. Krug is actively involved in the ABA Forum on Franchising and the International Franchise Association. She currently serves as the Co-Chair for the NY/NJ Women’s Franchise Network.

Ms. Krug received her B.A. in International Business and Contemporary Arts from Ramapo College of New Jersey in 2004 and her M.A. concentrated in the History and Science of Human Rights from Ramapo College of New Jersey in 2007. She received her J.D. from Seton Hall University School of law in 2011. While in law school, Ms. Krug also worked as the manager for domestic and international contracts administration for a Fortune 500 hotel franchising company.

**Benjamin A. Levin** is the managing partner of Hyland Levin LLP, based in Marlton, New Jersey. He represents global food manufacturers and national franchise companies, and serves as outside general counsel to several companies based in the Mid-Atlantic region.

Ben's business practice includes transactional work (buying and selling of businesses), preparation of business and commercial forms and agreements, and compliance advice on business-related laws and regulations. He represents clients in all facets of the food industry, including manufacturing, distributing, supply chain logistics, e-commerce, and retailing. Ben has extensive experience addressing and documenting product supply, development and manufacturing relationships, intellectual property and confidentiality issues, food guarantees, warranties and risk apportionment, vendor and supplier programs, and supply chain transparency issues.

Ben's franchise and distribution practice includes structuring and drafting agreements for franchise and other distribution relationships and franchise distributor dealer terminations, licensing, compliance with franchise laws and regulations, preparation of franchise disclosure documents, exit strategies, and the buying and selling of franchise systems.

Certified as a neutral arbitrator on the American Arbitration Association's National Registry of Commercial Arbitrators, Ben has arbitrated several national and regional distributor, dealer, and franchise termination matters. Ben also mediates disputes among business owners, suppliers and distributors/dealers, and franchisors and franchisees.

Ben was co-chair of the American Bar Association's 26th Annual Forum on Franchising; served a three-year term on the Governing Committee of the ABA's Forum on Franchising, and was founding Chair of the Franchise Law Committee of the New Jersey Bar Association.

**Karen C. Marchiano** is a franchise litigator based in DLA Piper LLP (US)'s Silicon Valley office. Karen represents franchisors in their full range of litigation and arbitration needs throughout the United States. In addition to her litigation practice, Karen counsels franchisors on franchise regulatory and compliance issues, conducts franchise regulatory due diligence for mergers and acquisitions of franchise systems, and represents companies who are alleged to have accidentally created franchise relationships. Karen currently serves as an Associate Editor for the Franchise Lawyer, is a frequently invited and published speaker and author on franchise law topics, and has been repeatedly selected as a Legal Eagle by Franchise Times.

**Shannon L. McCarthy** is Associate General Counsel for Chihuly Studio in Seattle, Washington. Until April 2018, Shannon was a partner at Miller Nash Graham & Dunn LLP where she served as the team leader of the Franchise and Distribution practice. Shannon represented franchisors at all stages of the franchise lifecycle, with a focus on start-ups and international systems entering the U.S. market. Shannon is a member of the American Bar Association Forum on Franchising Women's Caucus



Steering Committee. She has co-authored articles for the *Franchise Law Journal*, presented at the International Franchise Association's Legal Symposium, and is co-presenting at the ABA's 41st Annual Forum on Franchising.

**Scott McIntosh** is a partner in the Washington, DC office of Quarles & Brady LLP and serves as the office chair of its Litigation & Dispute Resolution Group. He is a franchise law attorney possessing significant experience dealing with the most complex cases among the business, litigation, and regulatory issues that confront franchising companies. He certainly and routinely helps to resolve common, discrete disputes between franchisors and franchisees, but when issues rise to the level of class actions, multiparty disputes, and matters spanning litigation and binding arbitration at the same time, Scott is an invaluable resource. He manages all the logistics, maintains consistency across all the actions pertaining to the matter, and retains control of the costs while pursuing the best possible outcomes for his clients.

Scott's franchise dispute resolution practice is national in scope, and he has handled franchise litigation matters in more than twenty states, in both state and federal courts and at both the trial court and appellate levels. He has also arbitrated cases before the American Arbitration Association (AAA), the International Centre for Dispute Resolution (ICDR), JAMS, and United States Arbitration & Mediation. Scott has represented clients in the mediation of disputes that involved as few as two and as many as 155 parties. Scott also has extensive experience with judicial proceedings that frequently arise collateral to alternative means of dispute resolution, including motions for injunctions, motions to compel arbitration, and motions to enforce arbitration awards.

Scott counsels clients on franchise relations, terminations, transfers, and regulatory compliance. He advises clients on changes and updates to their systems, transitioning to new forms of franchise agreements, and enforcement of system standards. Scott has assisted clients with the preparation of transactional documents to evolve and strengthen their systems.

Scott frequently writes and speaks on franchising and related issues. His articles have been published in the *Franchise Law Journal*, *The Franchise Lawyer*, and *Franchising World Magazine*, among other publications. Scott is a frequent speaker at the ABA Forum on Franchising annual meetings. He is also a member of the ABA Forum on Franchising's Publications Committee.

Scott obtained his Juris Doctor degree, with honors, from the Georgetown University Law Center, as well as a Masters Degree in Foreign Service from the Edmund A. Walsh School of Foreign Service at Georgetown University, in 1998. He graduated in 1993, with honors, from the University of California, Los Angeles, with a Bachelor's Degree in Political Science. He also received a Certificate of Executive Management from the University of Notre Dame, Mendoza College of Business, in 2013 and became a Certified Franchise Executive by the Institute of Certified Franchise Executives in 2012.

**Natalma M. McKnew** is a shareholder in the law firm of Smith Moore Leatherwood LLP, and served as Managing Director of its predecessor, Leatherwood Walker Todd & Mann, P.C. from January 1995 through December 2000. She received her B.A. degree in 1971 from the University of California at Santa Barbara, her M.A. degree in 1973 from the University of California at Los Angeles, and her J.D. degree in 1978 from Northeastern University. Effective November 1, 2018, Smith Moore Leatherwood LLP merged with Fox Rothschild.

Tami joined Leatherwood in 1978 and concentrates her practice in the areas of franchising, intellectual property, antitrust, and complex litigation. She has been a member of the ABA Section on Antitrust since 1979 and a member of the ABA Forum on Franchising since 1980. With Andrew Loewinger, she co-chaired the 38th Annual Forum on Franchising in New Orleans in 2015. She is the co-editor of *Covenants Against Competition in Franchise Agreements* (3rd ed.) and co-author of *Annual Franchise and Distribution Law Developments, 2008*, in addition to numerous other articles in Forum publications and presentations at the Forum.

Her current Board memberships include the South Carolina Chapter of the Nature Conservancy; the Greenville County Museum of Art; The Priester Foundation; and the Institute for Child Success of which she is a founder. She has one daughter, Bronwyn Kelson, who prosecutes bad guys in Sumter, South Carolina, a lawyer son-in-law who strives to do good as a South Carolina Senator, an impish granddaughter Adelaide, and a perpetually delighted grandson Joe.

**Keri McWilliams** is a co-leader of the Franchise & Distribution team of Nixon Peabody LLP. She represents franchise systems ranging from three units to more than 1,000 units across numerous industries, including restaurants, retailers, fitness centers, health concepts, and luxury brands. She works with clients to prepare and update franchise agreements and disclosure documents. She obtains and manages franchise registrations in the United States and advises clients regarding compliance with state, federal, and international franchise laws. She counsels clients on expansion strategy and system issues such as franchisee relationships, system evolution, franchisee defaults, and international development. Keri is an active member of the American Bar Association's Forum on Franchising and the International Franchise Association. She currently serves as an associate editor of *The Franchise Lawyer*, and is a regular presenter on franchise topics. Keri received her J.D. from the Georgetown University Law Center and her B.F.A. from Washington University in St. Louis. She is based in Washington, DC.

**Kimberly S. Myers** is General Counsel of Imo's Franchising, Inc., where she handles all legal matters for the company including corporate structuring and governance, franchise regulatory and transactional matters, franchise enforcement issues, real estate, intellectual property protection and related matters, supply chain management, and general contract and commercial matters. Prior to joining Imo's Franchising, Inc., Ms. Myers practiced in the franchise and distribution group of the

St. Louis law firm of Greensfelder, Hemker & Gale, P.C. Ms. Myers also previously served for nearly ten years as in-house counsel for Medicine Shoppe International, Inc., a franchisor of retail pharmacies, including as its Vice President & General Counsel. She received her law degree from Washington University School of Law in St. Louis, Missouri and her undergraduate degree in Finance from the University of Illinois at Urbana-Champaign.

**Christina Noyes** is a partner with Gust Rosenfeld, P.L.C., a full-service law firm in Phoenix, Arizona. She is a member of its Executive Committee and Chair of its Franchise Department. She has been in private practice since 1996 and was a certified public accountant for three years with Deloitte and Touche, LP before starting her legal career. Ms. Noyes focuses her transactional practice on franchise and corporate law, as well as handling intellectual property registrations and infringement matters. She represents franchisors in all aspects of developing and maintaining a local, regional, or national franchise system. She also represents franchisees in evaluating the franchise contracts and other corporate and real estate matters. For her corporate practice, Christina regularly serves as general corporate counsel, handling matters from start-up to exit, including mergers and acquisitions, as well as issuing loan opinions and non-consolidation opinions. Ms. Noyes has written on franchising, business opportunity issues, and intellectual property issues for the American Bar Association Forum on Franchising, the International Franchise Association, and various Arizona business groups. Most recently, Ms. Noyes was a co-editor with Leonard D. Vines on *Mergers and Acquisitions of Franchise Companies* (2nd ed. ABA 2014), was the co-author of *Annual Developments*, an analysis of the franchise and distribution cases for the 2013–2014 year, a co-author of Chapter 3, Agreements and Issues Relating to the Franchise Sales Process, *Collateral Issues in Franchising* (K. Costello, Editor), and the author of the Arizona Chapter of *Covenants Against Competition in Franchise Agreements* (M. Grey and N. McNew, co-editors). Ms. Noyes is a graduate of Miami University (B.A., *cum laude*, Accounting, 1990) and Arizona State University College of Law (J.D., *cum laude*, 1996, managing editor, *Arizona State University Law Journal*).

**Daniel J. Oates** is a partner with the Seattle office of Miller Nash Graham & Dunn, LLP. Dan's practice is focused on franchising and distribution litigation. Dan is a team leader for the firm's litigation department, and has been with the firm since 2006, with the exception of a clerkship from 2010–2011 with the Honorable Thomas S. Zilly, United States District Court Judge for the Western District of Washington. Prior to joining the firm, Dan externed for the Honorable Marsha J. Pechman, United States District Court Judge for the Western District of Washington.

Dan is a regular speaker on franchise topics both locally and nationally, and is an author or co-author of more than ten law review articles and white papers on various franchising topics published in a variety of journals. Dan has extensive experience with franchising issues in Washington State, and has co-authored an expansive law review

article on Washington's Franchise Investment Protection Act. *See, e.g.*, Douglas C. Berry, David M. Byers & Daniel J. Oates, *State Regulation of Franchising: The Washington Experience Revisited*, 32 SEATTLE U. LAW REV. 811 (2009).

Dan has served on the editorial board of the ABA's *Franchise Law Journal* since 2013, and currently serves as the Editor-in-Chief. He earned his Juris Doctorate (*summa cum laude*) from Seattle University School of Law, and has a bachelor of arts degree in political science from the University of Washington. Dan is admitted to practice in Washington and Oregon, all of the federal district courts in those states, and in the United States Court of Appeals for the Ninth Circuit.

**Ted P. Pearce** is counsel with the law firm of Bradley Arant Boult Cummings where he is the co-leader in the franchise practice group. His practice includes representing both franchisors and franchisees in transactional and relationship issues. He focuses his practice in assisting entrepreneurs to bring their franchised concepts to market. He also assists mature franchisors and franchisees to navigate the franchise relationship. Ted also works with private equity groups to assist them in their due diligence efforts in evaluating proposed purchases of franchise systems. Prior to returning to private practice Ted spent thirty years as General Counsel for Meineke Car Care Centers, Inc.

Ted received his Bachelor's Degree, with honors, from the University of Virginia in 1973 and his J.D. from Syracuse University in 1977. He is a member of the Texas Bar Association, Wisconsin Bar Association, and North Carolina Bar Association. In addition, Ted is past Chairman of the Corporate Counsel Section of the North Carolina Bar Association and was a past member of the Governing Committee for the ABA Forum on Franchising.

Ted is the author of *The Enforcement of Post Termination Remedies in the Franchise Contract*, 24 OKLA CITY U. L. REV. 81 (1999); *Building Consensus: Problems of System-wide Interdependence*, ABA FORUM ON FRANCHISING, October 16–18, 1996, Phoenix, Arizona (Ted Pearce and Joyce Kornbluh); *Reading the Horizons: Franchise Disclosure and Registration in the 1990's*, ABA FORUM ON FRANCHISING, October 28–30, 1992, Hilton Head Island, South Carolina; (Ted Pearce and Richard Glass); *How Much Control Is Enough?*, LEADER'S FRANCHISING BUSINESS & LAW ALERT, Volume 6, Number 11, August 2000; *Getting Royalties When Franchisee Repudiates*, LEADER'S FRANCHISING BUSINESS & LAW ALERT, Volume 1, Number 5, February 1995; North Carolina Chapter, *Covenants Against Competition in Franchise Agreements*, ABA FORUM ON FRANCHISING 2nd ed., 2003.

**James L. Petersen** retired from Ice Miller at the end of 2017 after more than forty years. His primary practice concentration was litigation. He handled a diverse case load including insurance coverage cases, securities litigation, franchise disputes, creditors' rights claims, contract disputes of various types, and product liability suits. Mr. Petersen handled a variety of matters before state and federal courts in several

states, and represented clients in numerous appeals, including matters before the United States Supreme Court and the Indiana Supreme Court. Several of his cases have set legal precedent. Mr. Petersen was a speaker and author on various topics related to litigation, including tort reform, insurance coverage, franchising, and product liability.

In recognition of his skills as a trial lawyer, Jim was elected to the American College of Trial Lawyers. He also received many other honors including Best Lawyers in America, Commercial Litigation; Indiana Super Lawyer; Indiana Super Lawyers, Corporate Counsel Edition; Chambers USA America's Leading Lawyers for Business; International Who's Who in Franchise Lawyers; International Who's Who in Business Lawyers; Who's Who in America; Who's Who in the World; and an AV Preeminent Martindale-Hubble Peer Review Rating.

**Manuel A. Pietrantonio** is a trial lawyer specializing in complex commercial and civil litigation. He has successfully tried multiple cases in federal and state courts, as well as arbitration proceedings, and has successfully argued multiple cases before the First Circuit Court of Appeals, the Puerto Rico Supreme Court, and the Puerto Rico Court of Appeals. He regularly lectures on the Federal Rules of Evidence and has written multiple articles on evidence and on the Puerto Rico dealer and franchise statute that have been published by the American Bar Association and other institutions. He has also served as a faculty member for the Puerto Rico "Building Trial Skills" program of the National Institute for Trial Advocacy (NITA).

Manuel is a former President and board member of the Federal Bar Association, Puerto Rico Chapter. He is a Fellow of the Federal Bar Association, and a Fellow of the American Bar Association. He is recognized by Best Lawyers® and is ranked in Chambers & Partners. Its 2019 Latin America Client's Guide states that Manuel "has a unique commercial insight that takes the business into consideration. He understands what we have to go through when dealing with complex litigation matters." Chambers has also noted that Manuel "bolsters the litigation practice," "receives strong praise from sources for his 'excellent strategic thinking and professional ethics,'" and is "an excellent professional" and "very recognized" "litigating at the federal level." It also describes him as "a dedicated, hard-working lawyer with great talent," adding that "the legal strategies he defines are great, but most of all, he can adapt during the progress of a trial."

In 2017, Manuel was appointed by the U.S. District court for the District of Puerto Rico to serve on the Merit Selection Panel to recommend candidates to the court for nomination to serve as U.S. Magistrate Judge, and was appointed by the Hon. Aida Delgado, Chief Judge of the U.S. District court for the District of Puerto Rico to serve as a member of the Criminal Justice Act (CJA) Committee. In 2016, he was appointed to the Intellectual Property Commission of the Puerto Rico Bar Association.

Manuel holds a Bachelor of Arts and a Juris Doctor from Boston College.

**Lorinda Church Ritts** has practiced franchise law for fifteen years, beginning her legal career in the International Division of Doctor's Associates Inc., the franchisor of Subway. She then transitioned to the DAI Dispute Resolution Group where she conducted complex commercial litigation and arbitration and headed up the DAI franchise audit program. Lorinda spent a short time in private practice as an associate in New Haven, Connecticut. Realizing that she preferred in-house practice, Lorinda reentered the corporate counsel realm at the multi-brand Franchise Source Brands International as its General Counsel, managing all legal matters for its five brands; The Entrepreneurs Source, AdvCoach, Business Partners, Expense Reduction Consultants, and Décor & You. Lorinda also served as the General Counsel and Chief Operating Officer for Monster Franchising, LLC, the franchisor of Monster Tree Service. She is currently the Corporate Counsel for Management Recruiters International, Inc. Lorinda is a member of the ABA Forum on Franchising and co-author of *Franchising and Technology: Staying Current and Managing Change* presented at the 2011 IFA Legal Symposium.

**Carlos A. Rodriguez-Vidal** is the Managing Member at Goldman Antonetti & Cordova, LLC, in San Juan, Puerto Rico, and has practiced as a trial attorney and litigator in civil and commercial cases, concentrating in franchise, distribution, and sales representation contracts disputes, in the Litigation and Trial Practice Department of the firm since 1983. The law firm represents primarily corporate clients in civil and commercial matters. He has chaired the department since 2000. In 2009 he was elected as President of the firm. When the law firm converted to a limited liability company, he became the Managing Member.

Carlos was the Jose Padin Scholar of the Class of 1979 at Haverford College in Haverford, Pennsylvania. Carlos has served as an Admission Volunteer at Haverford since 1985, and was President of the Alumni Association in 1994–1996. After graduating from Haverford, he obtained his Juris Doctor degree at Columbia Law School in New York City.

Carlos has served on several boards of directors in the not-for-profit sector: in the United States at the American Bar Association (2010-2013) and Haverford College (1998–2010), and in Puerto Rico, at the Oficina Legal de la Comunidad, Inc., a Legal Services Corporation grantee (1996-present), and the Centro de Periodismo Investigativo (Center for Investigative Journalism) (2010-present). He currently chairs the boards of the Oficina Legal de la Comunidad and the Centro de Periodismo Investigativo. The Puerto Rico Supreme Court has also appointed him twice to its Access to Justice Commission, where he currently serves as Vice-Chair.

When he served on the Board of Governors of the ABA, he chaired its Operations and Communications Committee and was a member of its Executive Committee. Carlos recently concluded a three-year term as Chair of the ABA Center for Racial and Ethnic Diversity, the umbrella entity that housed diversity and inclusion entities regarding diversity in the profession, diversity in the educational pipeline, racial and ethnic justice, and Hispanic rights and responsibilities. He also served on the

decennial ABA Commission on Governance that conducted a review of the ABA Constitution and Bylaws that resulted in more diversity and inclusion in its governing bodies. He is currently Chair of the ABA's Standing Committee on Constitution and Bylaws, and of the House of Delegate's Minority Caucus.

**Kathryn A. Rookes** is an experienced franchise attorney and is one of very few franchise attorneys in the United States with experience in a government regulatory agency, private practice, and as in-house counsel (to fifteen different brands). Her experience includes responsibility for all franchise regulatory matters, compliance with disclosure and registration laws, preparation of disclosure documents, franchise agreements and related documents, and preparation of earnings claims. She has extensive experience in franchisor/franchisee/developer relationships, compliance with franchise agreements and operating standards, compliance with state franchise relationship laws, and drafting impact and other policies. Her international experience includes complying with international disclosure laws, preparing disclosure documents, development agreements, franchise agreements and related documents, and negotiating development agreements in more than thirty-five countries. She also has prepared, reviewed, and negotiated a multitude of general corporate contracts that are necessary for the day-to-day operations of a franchise company, including product distribution, approved vendor relationships, marketing, licensing, confidentiality of intellectual property, convention, consulting, franchise broker, and many other areas. Ms. Rookes also has extensive experience in the franchise administration area.

Ms. Rookes is admitted to practice law in Maryland (1991), Florida (1994 – inactive status) and Georgia (2009). Ms. Rookes also holds a Certified Public Accountant designation in Maryland (1987 – inactive status). She is a member of the American Bar Association (Forum on Franchising), the International Franchise Association (Legal/Legislative and Corporate Counsel Committees), and is a Board Member of the Southeast Franchise Forum. She also is a Certified Franchise Executive, a designation from the International Franchise Association.

**Nick Rotchadl** is an attorney at Faegre Baker Daniels LLP in Minneapolis. He specializes in franchise and distribution law. Mr. Rotchadl focuses on representing franchisors in litigation and advising franchisors on compliance matters. His law firm has worked with more than 100 franchise brands and represented franchisors in disputes in thirty-one states in the last five years alone. He routinely represents and advises franchisors on matters involving post-termination issues, state franchise laws, the Lanham Act, breach of the franchise agreement, system-wide disputes, fraud, vicarious liability, joint employment, and disclosure and registration issues. Mr. Rotchadl is the co-author of the franchise law chapter in *Minnesota Business Disputes: Claims and Remedies* (2nd ed.) and an author on franchise legal issues for publications from the International Franchise Association, the International Bar Association, and the ABA Forum on Franchising.

**William W. Sentell, III**, is a member of the Global Franchise and Supply Network practice group of Polsinelli. William focuses his practice on franchise and distribution litigation, alternative dispute resolution, and related corporate, regulatory, and compliance matters. He routinely draws on his national litigation experience to provide advice related to state, federal, and international franchise laws. William's knowledge encompasses a diverse range of industry-specific legal developments, including food and beverage marketing and regulation. He has represented a vast array of clients, from emerging local concepts to established international brands.

As a commercial trial lawyer, William has defended and prosecuted numerous claims involving restrictive covenants, trade secrets, intellectual property rights, breach of contract, fraud/negligent representation, breach of the covenant of good faith and fair dealing, inadequate disclosure, and improper/early termination.

His frequent writings about legal issues affecting the franchise community, on topics such as blockchain, menu labeling requirements, due diligence, and various arbitration and litigation matters, have appeared in several leading academic and industry publications including the *International Comparative Legal Guide to: Franchise 2019*, *Franchising.com*, *The Franchise Lawyer*, the ABA's *Franchise Law Journal*, *Franchising World*, *Modern Restaurant Management*, and *Law Week Colorado*.

In addition to being a member of the Colorado, Louisiana, and Texas Bar Associations, and the American Bar Association Forum on Franchising, William received the distinct honor of being recognized by *Super Lawyers* as a Rising Star for Franchise/Dealership Law from 2012–2017.

**Karen T. Staib** is a partner at Shipman & Goodwin LLP, where she chairs the firm's Franchise & Distribution client team. She practices in the areas of complex business and commercial litigation, particularly in franchise matters, providing counseling and litigation services to national and regional franchisors, manufacturers, and distributors. Her practice has particular focus on petroleum marketing matters, including representing major refiners and wholesalers in all aspects of petroleum marketing-related counseling and litigation, particularly dealer terminations under the Petroleum Marketing Practices Act and complex multi-dealer litigation involving claims related to pricing, rent, assignment, and other franchise-related issues. Karen regularly represents clients in state and federal courts with particular focus in the northeast region, both at the trial and appellate levels.

She is a past co-chair of the ABA Petroleum Marketing Committee of the Section of Environment, Energy, and Resources (SEER), a current member of the ABA Forum on Franchising Women's Caucus Steering Committee, and a current member of the Rocky Mountain Mineral Law Foundation's planning committee for the Petroleum Marketing Attorneys' Meeting. Prior to joining Shipman & Goodwin, Karen was a law clerk to the Honorable Flemming L. Norcott, Jr., of the Connecticut Supreme Court. She earned her J.D. from the University of Connecticut School of Law, with honors, in 1998 and her B.A. from Dartmouth College in 1994.



**Leonard D. Vines** is an officer and shareholder in the St. Louis office of Greensfelder, Hemker & Gale, P.C. Mr. Vines is a former member of the Governing Committee of the American Bar Association Forum on Franchising, and a long-time member of the franchise advisory board of the North American Securities Administrators Association (NASAA). He has been selected by *Chambers USA* as one of the Leading Franchise Lawyers nationwide, the *International Who's Who of Franchise Lawyers*, *Franchise Times* "Legal Eagles," *U.S. News and World Report*—Best Franchise Lawyers (Tier 1), and *Best Lawyers in America* for franchise law and franchise lawyer of the year for his region. He is also a frequent lecturer on franchise topics for various organizations and has spoken at legal programs sponsored by several organizations, including the IFA and the ABA Forum Committee on Franchising. Mr. Vines has written for various legal publications such as the *Franchise Law Journal* and *The FTC Franchise Rule: Analysis and Commentary*. He is also the co-editor of the second edition of *Mergers and Acquisitions of Franchise Companies*, published by the ABA Forum on Franchising.

**Paul Woody** is General Counsel for American Poolplayers Association, Inc. (APA), a forty-year-old family-owned Missouri company that franchises amateur pool leagues throughout the United States, Canada, and Japan. APA is the largest amateur pool league in the world, and has been named as "Best in Category" for Sports & Recreation Franchises by *Franchise Business Review*, and one of the "10 Great Franchises for Less than \$20,000" by *Entrepreneur Magazine*.

Prior to joining APA's executive team, Mr. Woody was a civil litigator with the St. Louis law firm of Blitz, Bardgett & Deutsch, L.C. Before he began practicing law, Mr. Woody was the Director of Communications for the Minority Caucus in the Missouri House of Representatives, and was a Special Assistant to former Missouri Governor Bob Holden. Mr. Woody is currently an appointed Commissioner on the St. Charles County Convention & Sports Facilities Authority.

Mr. Woody is a graduate of the Saint Louis University School of Law, and has been designated as a Certified Franchise Executive by the Institute of Certified Franchise Executives. He lives in St. Charles County Missouri with his wife and two sons. He enjoys, but does not excel at, pool. He is also a fan of baseball, photography, guitar-driven blues music, and good, strong coffee.