
ABOUT THE EDITORS

Deborah S. Coldwell is a partner in the Dallas office of Haynes and Boone, LLP. Deb served as chair of the American Bar Association Forum on Franchising (2013–2015). She was editor in chief of the *Franchise Law Journal* (2006–2009) and the Forum’s publications officer (2009–2013). Deb also serves as the practice group co-chair for Haynes and Boone’s Franchise and Distribution Practice Group and as co-chair of the firm’s Sports Law Practice Group. Deb represents franchisors, distributors, joint ventures, limited liability companies, partnerships, and the individuals who run those companies in jury trials, bench trials, and arbitrations. She has litigated across several industries—from hotels and restaurants to health clubs and tax preparation services to product and service-based franchise and distribution networks. Deb is a chapter author of the *Franchise Litigation Handbook, First Edition*, ABA Forum on Franchising (2010) and *The Franchise and Distribution Termination Handbook*, ABA Section of Antitrust (2004 and 2011). Deb was plenary co-speaker and author of *Judicial Update—Encroachment*, 2019 International Franchise Association Legal Symposium, plenary co-speaker and author of *Judicial Update I—Compliance and Relationship Issues*, International Franchise Association 36th Annual Legal Symposium (2003), and plenary co-speaker and author of *Dealing With System Change in a High Tech World: Early Tremors, Early Warning*, ABA Forum on Franchising 2001 Annual Forum. Deb is a co-author of the annual *Franchise Update*, SMU L. Rev. (1999–2021). Deb is currently ranked nationally as a Band 1 franchise lawyer in *Chambers USA*. She has also been listed in the *International Who’s Who of Franchise Lawyers*, as an Acritas Star, and as one of the top franchise lawyers in the U.S. by *Franchise Times* (Legal Eagle). Deb has been recognized by her peers as a Texas Super Lawyer in *Texas Monthly* and as one of the top lawyers in franchise and distribution law in Dallas, Texas, in *D Magazine*. She received her JD from The University of Texas School of Law, her MAT from The Colorado College, and her BA from Colorado State University.

Robert M. Einhorn is a partner at Zarco Einhorn Salkowski & Brito, P.A. For almost thirty years, Robert has focused on representing franchisees throughout the United States and internationally. He and his firm have represented franchisees from almost every major franchise system in the hotel, restaurant, and service industries. Robert holds a Bachelor of Business Administration degree from the University of Wisconsin-Madison, where he dual-majored in accounting and risk & insurance. He holds a law degree from the

University of Miami. Robert regularly serves as an author and speaker on franchise related topics. Robert has been involved with the ABA Forum on Franchising for numerous years. He has been a frequent speaker at the ABA's Annual Franchise Forum, has contributed to the *Franchise Law Journal* as an author and editor, and was a contributing author to the Fourth Edition of the *Fundamentals of Franchising* book, published by the American Bar Association Forum on Franchising. Robert was recognized in the Best Lawyers of America in franchise law and was listed among the Very Best U.S. Attorneys in Franchising by the *Franchise Times*. He maintains the highest peer review rating for legal ability and ethical standards designated by Martindale-Hubbell.

ABOUT THE AUTHORS

Marcus A. Banks serves as Senior Vice President–Litigation, Employment Law, and Government Relations for Wyndham Hotels & Resorts, Inc., overseeing litigation employment law and government relations issues for the Company. Prior to his position at Wyndham Hotels, Marcus held various positions in the Legal Departments of Wyndham Worldwide Corporation and Cendant Corporation. Throughout his legal career, Marcus has focused on litigation matters and, as an in-house attorney for 20 years, has focused on matters involving the hospitality industry. Prior to his in-house positions, Marcus was a litigation associate at Greenbaum, Rowe, Smith & Davis in Woodbridge, New Jersey, from 1996 to 2001. Marcus has presented at various industry events, including the ABA Forum on Franchising and IFA Legal Symposium, on various topics, including franchise litigation management, vicarious liability, and direct liability issues. Marcus is a 1996 graduate of Columbia University School of Law and received his Bachelor’s Degree in Economics and Political Science from Stanford University in 1993.

Michael J. Boxerman is a founding partner of Marcus & Boxerman in Chicago, Illinois. He concentrates his practice in the representation of multiunit franchisees, franchisors, licensors, and distributors, in connection with franchise matters and general commercial transactions, including the purchase, sale, and financing of franchised businesses and commercial real estate. Michael also assists clients in resolving franchise, business, commercial real estate, and employment disputes in state and federal courts and through arbitration and mediation. Michael received his law degree from Washington University in St. Louis, where he was a member of the *Washington University Law Quarterly*. He received his undergraduate degree from Northwestern University. He is a speaker on business and franchise law issues and has an AV Preeminent® peer rating by Martindale-Hubbell.

Kerry L. Bundy is a litigation partner in the Minneapolis office of Faegre Drinker Biddle & Reath LLP. She concentrates her practice on franchise and distribution, trade secret and restrictive covenants, international arbitration, and complex commercial litigation. She is nationally ranked by Chambers USA in franchising, and has been named a Minnesota Super Lawyer, one of the Best Lawyers in America, one of America’s Leading Lawyers for Business, and a Franchise Legal Eagle for her franchise law practice. Kerry was honored as an Attorney of the Year by *Minnesota Lawyer* magazine in 2014 and a 40 under 40 honoree by *Minneapolis-St Paul Business Journal* in 2010. She

is a past member of the Governing Committee of the ABA Forum on Franchising and co-chaired its annual program in 2009. Kerry is a frequent author and speaker on franchise, trade secret, and commercial litigation issues. She is also a member of the Firm's management board. Kerry received her BA, magna cum laude, from Colorado State University and her JD from Northwestern University Pritzker School of Law.

Erica Calderas is a partner with Hahn Loeser & Parks LLP in Cleveland, Ohio. Erica is a complex commercial litigator with over 26 years' experience representing entities of varying size in state and federal trial and appellate courts and in arbitration. In the franchising context, Erica represents franchisors, licensors, and distributors in litigation matters. Erica also has substantial first chair experience in defending against high-stakes, statewide, and nationwide class actions all over the country, including victories in two multiweek class action bench trials. Erica received her law degree from Northwestern University and her undergraduate degree from Cornell University. Erica has been a member of Hahn Loeser's Board of Directors since 2006. She is also AV Preeminent® rated by Martindale-Hubbell, its highest available rating for legal ability and professional ethics.

Mark Clouatre is managing partner of the Denver office of Nelson Mullins Riley & Scarborough LLP. He has litigation experience both in and out of the courtroom and focuses his practice on complex commercial litigation, including franchise litigation. He also handles product liability, toxic tort, employment, malpractice defense, and general tort cases. Mr. Clouatre's clients include nationally recognized automotive manufacturers, airlines, shipping providers, and professional service firms. He has litigated more than 30 complex cases before judges and juries in trial and appellate courts and before administrative agencies in 11 states, from Alaska to Florida. Mr. Clouatre's work has been recognized by the Legal 500 United States, Benchmark Litigation, Super Lawyers, and Best Lawyers. He has been Martindale-Hubbell AV® Peer Review Rated in Benchmark Litigation, Commercial Litigation—Colorado (2014–2016; 2018–2021), and Product Liability—Colorado (2014–2016; 2018–2021). Mr. Clouatre received his JD from Southern Methodist University Dedman School of Law, cum laude, in 1995.

Jane Cohen is a business lawyer in St. Louis, Missouri, whose primary focus is on transactional and litigation matters in the areas of general business, franchise/dealer, and real estate law. She has successfully represented all sides of the franchise and dealer relationship in a wide range of industries throughout her 35 years of practice. For more than a decade, Jane has also served as arbitrator across the country for multiple service providers, including, but not limited to, the American Arbitration Association (AAA), where she serves on the Commercial, Construction, Consumer, Employment, and Large Complex Case panels. She is well versed in phone and video hearings. Jane has had an AV peer review rating in Martindale-Hubbell since inclusion, has been listed in *The Best Lawyers in America* since 1995 for franchise

law (Franchise Lawyer of the Year in 2015), was recognized in Missouri & Kansas *Super Lawyers Magazine* for ten years, and was recognized in the *St. Louis Business Journal* 40 under 40 list in 1998. She received her J.D. from St. Louis University School of Law and her BBA in Finance from The University of Iowa. She is licensed in Missouri and Illinois. During her 35 years as a member of the Forum on Franchising, Jane has written for the *Franchise Law Journal* and *The Franchise Lawyer* and has served on the following: Solo Small Firm Task Force Steering Committee, Women's Caucus Steering Committee (including Community Service Event Co-Chair), Diversity Caucus Task Force Steering Committee, and Nominating Committee. For more information, go to www.janecohen.com.

J. Michael Dady is a partner in the Minneapolis, Minnesota-based law firm of Dady & Gardner, P.A. His nationwide practice, and that of his firm, is limited to helping franchisees and dealers resolve their business-threatening disputes with their franchisors and suppliers. He and his partners have successfully represented franchisees and dealers in more than 350 different franchise and supplier organizations, and he and his firm currently represent more than 20 different national franchisee and dealer associations. Mr. Dady obtained his JD from the University of Minnesota Law School, where he was an editor of the *Law Review*. He is a former member of the ABA Forum on Franchising's Governing Committee. Mr. Dady is a frequent national speaker and writer on franchise law topics and was an adjunct professor at the University of St. Thomas Institute for Franchise Management. He is listed in the Best Lawyers in America, is a member of the Million Dollar Advocates Forum (having obtained several results in excess of one million dollars for franchisee victims of unfair treatment), was selected by the *Minnesota Lawyer* as one of its ten "Attorneys of the Year" in 2000, has been consistently recognized by *Franchise Times* as one of the top 100 franchise lawyers in America, and has been consistently recognized by his peers and the *Minnesota Journal of Law and Politics* as one of Minnesota's Top 100 Super Lawyers.

Michael Einbinder is a founding member of Einbinder & Dunn. Michael has an enormous amount of experience in a broad range of areas in the franchise field. Michael represents start-up, emerging, and established franchisors and single-unit and multiunit franchisees, as well as private equity investors in franchise transactions. Having represented franchisors, franchisees, and investors, Michael brings that unique experience to bear for the benefit of his franchise clients. His franchise clients operate in a wide variety of industries, including restaurant, retail, hospitality, real estate, manufacturing, optical, recreation, business services, household and home improvement services, health care, education, child-care, children's sports, and pet care. Michael represents franchisor clients in all aspects of their businesses, including assisting with the development of the franchise system; creating and updating the FDD and related agreements in response to legal and business trends; closing single-unit, multiunit, and master franchise sales (domestically and internationally); providing franchise sales compliance training; and advising

franchisors on regulatory issues. Michael also assists franchisor clients with corporate structuring, governing documents, trademark registrations, and mergers and acquisitions of independent and/or franchised systems. For single-unit and multiunit franchisee clients, Michael reviews and analyzes FDDs as well as negotiates franchise agreements and related agreements. Michael also provides counsel to franchisees on corporate structuring and ownership agreements; he assists franchisee clients with growing their organizations through mergers and acquisitions of independent businesses as well as units within the same system or a different system. For both franchisor and franchisee clients, Michael reviews and negotiates commercial leases (including, most prominently, retail leases). Michael also handles litigation, arbitration, and mediation throughout the country for both franchisors and franchisees. He is a frequent speaker on franchise issues and has authored numerous publications, including a chapter in the *Franchise Litigation Handbook*, published by the ABA Forum on Franchising; "A Franchisee's Guide to Franchisor Bankruptcy" published by the *Franchise Law Journal*; a chapter in *Covenants Against Competition in Franchise Agreements*, Third Edition, published by the ABA Forum on Franchising; and a chapter in the *Franchisee Handbook*, published by the ABA Forum on Franchising. Chambers and Partners has ranked Michael as one of the top franchise attorneys in the United States for over a decade. Michael has also been listed among the top franchise lawyers by the *Franchise Times* since 2004 and has been recognized by Who's Who Legal as being "among the world's leading Franchise lawyers."

Jessica L. Farley is an attorney at Laffey, Leitner & Goode in Milwaukee, Wisconsin. Ms. Farley specializes in complex commercial litigation and is an experienced trial attorney. She regularly provides litigation and counseling services to both franchisees and franchisors alike. Ms. Farley possesses deep experience in E-discovery and has spoken on the topic to the Wisconsin Chapter of the Association of Corporate Counsel. She has been recognized as a *Super Lawyers* Rising Star every year from 2015 to 2020. Ms. Farley has been published in the *Franchise Law Journal* and the *Marquette Law Review*. She received her BA, summa cum laude, Phi Beta Kappa, in political science and French from Marquette University and her JD, cum laude, from Marquette University Law School, where she served as an associate editor of the *Marquette Law Review* and a board member of the Moot Court program. Ms. Farley's practice also includes animal law, and she has worked with the Animal Legal Defense Fund on several cases involving open records and constitutional issues.

Caroline Fichter is a partner at the Bundy Law Firm, PLLC, in Seattle, Washington, and focuses on representing franchisees and small franchisors. She is a graduate of Seattle University School of Law and is admitted to practice in Washington and Oregon. She is the Chair of the ABA Forum on Franchising Litigation and Alternative Dispute Resolution Committee and the former Chair of the Small and Solo Committee. She has been recognized by *Franchise Times* as a "Legal Eagle." She is a frequent author and speaker on franchising topics. Ms. Fichter's publications include "Don't Tread on Me: A Defense of

State Franchise Regulation" (*Franchise Law Journal*), "Surviving the Tempest: Franchisee in the Brave New World of Joint Employers and \$15 Now" (*Franchise Law Journal*), "#You Got Served—Serving a Party Through Social Media" (*Franchise Lawyer*), and "The Unique Practice of Franchise Law" (*Washington Business Law*).

Michael D. Joblove is a founding shareholder of Genovese Joblove & Battista, P.A., and leads the firm's commercial litigation practice, focusing on franchise, real estate, employment, and securities litigation. With other members of the firm, Michael provides national franchise counsel to Restaurant Brands International, handling franchise litigation for its Burger King®, Pop-eyes®, and Tim Hortons® brands throughout the United States. He has also represented numerous other franchisors, including Benihana National Corp., Churromania®, Church's Chicken®, Subway®, T.G.I. Friday's®, Smoothie King, Pearle Vision, Inc., and Gap, Inc., among others. Michael's real estate litigation practice covers a wide range of matters, including major construction defect cases, land use and zoning matters, development concurrency issues, claims involving construction financing of condominium developments, and foreclosures of commercial properties. He has successfully defended class action suits alleging construction defects and ADA. Michael is AV® rated by Martindale-Hubbell and is a fellow in the Trial Lawyer Honorary Society of the Litigation Counsel of America. He is also listed in Best Lawyers in America and has twice been named the Best Lawyers' "Miami Franchise Lawyer of the Year." He has been ranked as one of the country's leading franchise attorneys by Chambers & Partners USA, named one of Florida's top attorneys by *Florida Trend* and *South Florida Legal Guide*, recognized by *Franchise Times* as one of the nation's leading franchise attorneys, and included as a "Super Lawyer" in Florida Super Lawyers. In addition, Michael has been selected by Who's Who Legal, which describes him as a "stellar practitioner," to appear in the "International Who's Who of Franchise Lawyers" and the "International Who's Who of Business Lawyers." Michael was appointed by the Florida House of Representatives as a commissioner on the Florida Commission on Ethics. The independent nine-member commission interprets and applies Florida's ethics laws by taking action on the disposition of complaints, the recommendation of penalties, and the issuance of legal opinion. Michael has lectured at numerous conferences of the American Bar Association and the International Franchise Association on franchise law topics. He has served on the Board of Governors of the ABA's Forum of Franchising and on the Executive Committee and Board of the IFA. He has co-written *Annual Franchise and Distribution Law Developments*, a book published by the ABA; co-authored other ABA franchise law books; and has published articles on franchise law for the *National Law Journal*, *New York Law Journal*, *Franchise Times*, and the ABA. Michael is a former executive editor of the *University of Florida Law Review* and editor of the ABA's *Business Torts Newsletter*. He is the former chair of the Florida Bar Subcommittee on appellate judge evaluations. He has held leadership roles in numerous community groups, including the United Way and the Miami Music Association.

Kevin Kennedy is a litigation partner in Wiggin and Dana's New Haven office and a member of the firm's franchise practice group. For nearly three decades, Mr. Kennedy has played an integral role in the firm's successful efforts to enforce agreements to arbitrate on behalf of the firm's franchise clients, which have produced federal and state appellate decisions on franchise arbitration. He has tried numerous franchise arbitrations and lawsuits to a conclusion and has argued appeals before the United States Court of Appeals for the Second and Seventh Circuits, the Connecticut Appellate Court, and the Connecticut Supreme Court. Mr. Kennedy has also served as Wiggin and Dana's General Counsel since 2007; in that role, he regularly advises firm lawyers, management, and clients on legal ethics and other professional responsibility issues. Mr. Kennedy graduated summa cum laude from Connecticut College and obtained his J.D. with honors from the University of Connecticut School of Law.

Justin M. Klein is a partner in the New Jersey-based law firm of Marks & Klein, LLP, one of the leading franchise law firms in the US. Justin has represented thousands of franchisees as well as franchisors, investors, and suppliers to the industry in various aspects of the franchise relationship. He has counseled on some of the most prominent franchise matters, including serving as lead counsel in two of the largest class action cases in franchising history. As a franchise industry leader, Justin has presented at various industry events, including the *International Franchise Association's* Legal Symposium, the *American Bar Association's* Forum on Franchising, the *New Jersey Economic Development Authority Entrepreneurial Training Institute*, and for the *Federal Trade Commission*. He completed his undergraduate studies at the University of Wisconsin-Madison and obtained his law degree from the New York Law School. He is admitted to practice law in NJ and NY as well as numerous federal courts throughout the US. Justin currently serves as legal counsel to the *IFA's Franchisee Forum*, he is the Co-Chair of the *NJ State Bar Association's Franchise Law Committee*, and the past chair of the *NY State Bar Association Franchise Law Section*. He has been recognized as being among the world's leading franchise lawyers by *International Who's Who Legal*, ranked as a top-tier franchise lawyer by *Chambers USA*, ranked as one of the top 40 lawyers under 40 years of age by the *NJ Law Journal*, placed in the *Franchise Times* Legal Eagle Hall of Fame, considered a *Super Lawyer*, and received numerous other franchise industry accolades.

Peter Silverman is a partner in Shumaker, Loop & Kendrick, and has been practicing law since 1981. He specializes in franchise law and alternative dispute resolution. As a neutral, Peter has been an arbitrator since 1986 and a mediator since 1990. He is a member of the American Arbitration Association Large, Complex Case Arbitration Panel, the Conflict Prevention & Resolution Panel of Distinguished Neutrals, and the Ohio Chapter of the National Academy of Distinguished Neutrals. He is also the sole United States arbitrator on the Chair/Sole Arbitrator Panel of the European Union-based International

Distribution Institute, which offers expedited arbitration for international distribution and franchising disputes. He founded and is a trustee of the Early Dispute Resolution Institute. He teaches seminars nationwide and writes widely on alternative dispute resolution.

Jonathan Solish, a partner at Bryan Cave Leighton Paisner, LLP, in Santa Monica, California, is a certified franchise law specialist whose practice is focused on franchise disputes, especially class actions, sports franchises, alcoholic beverage distribution, mergers and acquisitions, the operation of competing franchise systems, and misclassification claims. He has handled franchise disputes throughout the United States and in several other countries and has extensive experience in jury trials, court trials, arbitrations, and appeals. In 2020, the United States Supreme Court denied certiorari, affirming a favorable ruling in *City Beverage v. Monster Beverage*, recognized by *The Daily Journal* as one of the top appellate victories of the year. He was a Law 360 Verdict Lion in 2019. He is ranked in Band 1 in Chambers Franchising Nationwide, Tier 1 in Best Lawyers in America, one of the Top Ten Most Highly Regarded Franchise Lawyers in North America, and one of the Global Elite Thought Leaders in Franchising Worldwide. He is recognized in the *Franchise Times* Franchise Lawyers Hall of Fame (2015) for being named as a top franchise lawyer in the US every year the survey has been conducted. He served as the Editor-in-Chief of the ABA *Franchise Law Journal* and is the author of scores of articles, chapters, and publications on franchise issues, including publications in the *National Law Review* and *Forbes* magazine online. With his partner, Ken Costello, he wrote *Franchising*, published by Bloomberg BNA. He was Vice Chair of the IFA Legal Legislative Committee from 2016 to 2018. Among his many IFA and ABA Legal Symposium presentations were a plenary session with David Weil, then Administrator of the Wage and Hour Division of the U.S. Department of Labor, and Richard Griffin, then General Counsel of the NLRB on franchisor misclassification issues; a program with Christine Todaro of the FTC on revising the FTC Franchise Rule; and a program on Storytelling in Trials with Dale Launer, author and producer of *My Cousin Vinny*.

C. Griffith Towle is a principal in the law firm of Bartko, Zankel, Bunzel & Miller. Mr. Towle is an experienced trial lawyer and specializes in complex business litigation, with an emphasis on franchise and related regulatory actions, intellectual property cases, unfair competition and contract disputes, real estate matters, and partnership/corporate dissolutions. He has successfully tried and arbitrated cases involving unfair competition, intellectual property, contract, franchise, RICO, and tort claims. He is a 1989 graduate of the University of California, Hastings College of the Law, is a certified Franchise and Distribution Law specialist, the former cochairman of the Franchise Law Committee of the California State Bar, and has served on the Steering Committee of the Litigation and Dispute Resolution Division of the ABA Forum on Franchising. He is a former Associate Editor of

the *Franchise Law Journal*, CoEditor of the first edition of the *Franchise Litigation Handbook*, published by the ABA, and the coauthor of *Case Law Highlights, California Franchise Law Practice*, published by the CEB. He has also authored many articles and spoken on a variety of topics related to litigation and issues involving franchising at the ABA Forum on Franchising and IFA Annual Legal Symposium.