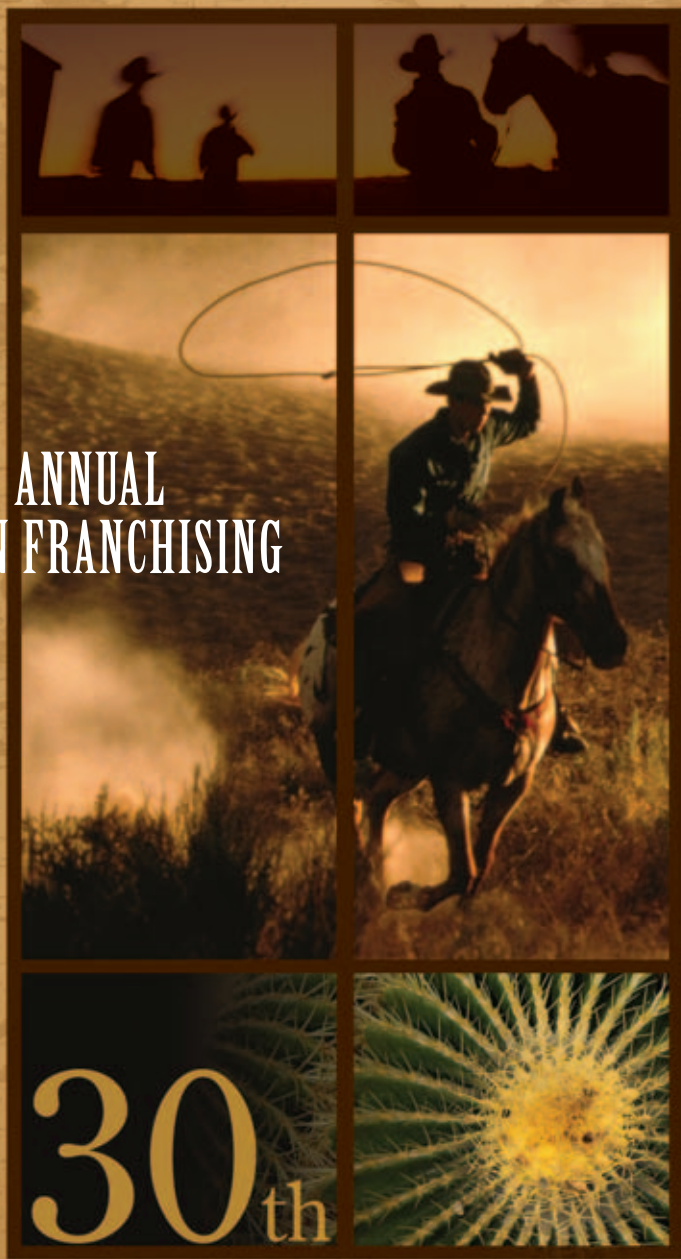




The American Bar Association * FORUM ON FRANCHISING

FRANCHISING'S
NEXT FRONTIER:

THE 30TH ANNUAL
FORUM ON FRANCHISING



OCTOBER 10 - 12, 2007

The JW Marriott Desert Ridge Resort
Phoenix, Arizona

WELCOME

Twenty-nine years ago, a small, visionary group of professionals convened in Chicago to exchange ideas and information, and to get better acquainted with franchise law. This group's efforts pioneered the frontiers of franchising, and have allowed us to gather once again for the 30th Annual Forum, the preeminent event in the field of franchise law. And, what better place to launch the Forum's next thirty years than in enchanting Phoenix at the spectacular JW Marriott Desert Ridge Resort surrounded by the beauty of the Sonoran Desert and the McDowell Mountains, each day brings a new celebration of franchising, friends and festivities. Whether this will be your first time attending or your thirtieth, you will find that the varied offerings of educational programs, networking events and social outings combine to make the Thirtieth Forum a destination must this year.

The Forum kicks off with our highly-regarded and popular intensive seminars. This year, we've put together an all-star "how to" workshop to address the implementation of the new FTC revisions, including panelists from the FTC, the states and in-house counsel. They will share practical advice that you can put to immediate use.

Also, for those new to the field (or looking for a refresher), the Fundamentals of Franchising® session is a must-attend. Learn the nuts and bolts of franchise law before heading into the Forum's Main Program.

After Wednesday's intensives, we start with the Forum's high impact plenary sessions covering both the innovative and traditional. Highlights include:

- The nationally recognized and dynamic communications expert Brian Johnson who will teach you the techniques to enhance your speaking skills in all settings.
- The 2007 Annual Developments session will take you through the most intriguing and important legal developments of the past year.

We're still at the edge of the Annual Forum's frontier. This year's workshops will provide something for everyone. Whether your practice is primarily transactional or litigation, franchisor or franchisee, you will find an array of educational programs designed to appeal to all levels of experience and expertise. This year we are also proud to feature the largest number of programs featuring FTC and state representatives. Among this year's topics are:

- the proposed new Business Opportunities Law
- the use of brokers in franchise transactions
- the new federal E-Discovery Rules
- the impact of the Ninth Circuit's Nagraampa decision
- new twists and tactics for franchisee representation
- litigation strategy and a heated debate on whether franchise agreements have become too complex
- structuring international master franchise relationships and avoiding nasty international legal traps
- a Forum first, we're pleased to partner with the Petroleum Marketing Committee for a workshop on the Fundamentals of Petroleum Marketing Law

There is no such thing as all work and no play at the Annual Forum! Starting Wednesday, join us at the Welcome Reception to mingle with old and new friends while overlooking and enjoying the hotel's desert botanical garden and a spectacular sunset. For those attending the Forum for the first or second time and our Young Leadership Division members, the always popular Newcomers' Event is your chance to make friends among those new to the Forum. Don't go it alone – meet others just like you.

After a tantalizing day of exceptional programs on Thursday, start unwinding at LADR's annual reception before you head off to the much anticipated hoedown. The Annual Dinner on Thursday is a celebration, cowboy style, at the Desert Foothills Ranch. You won't want to miss the fun as we star gaze in the open dessert, dine and line dance the night away.

We're not forgetting our spouses, families and guests - we'll whisk them off on an excursion to Pueblo Grande Museum, site of the ancient Hohokam Village, for a fascinating look at Southwestern tribal life, followed by a relaxing lunch at one of Scottsdale's finest restaurants.

On Friday, our guests will have another opportunity to mingle with a culinary excursion to one of the area's renowned cooking schools. As our workshops come to a close, join us for the International Division's afternoon reception. Afterwards, come for an elegant, yet casual evening at the Silverleaf Country Club. Feast your eyes on its magnificent architecture and beautiful surroundings while we recap yet another successful Annual Forum with our old and new friends.

There's no need to rush home as we have two unique events planned for Saturday. The Annual Community Service Event will benefit the Free Arts of Arizona which provides art programming to area children in need. Not only will you be supporting a worthy cause, but you will have fun doing it.

As the saying goes, "If you haven't seen Sedona, you haven't seen Arizona." Join us for a very special trip to the most beautiful and inspiring corner of Arizona. Our Sedona excursion will take you to one of the great wonders of nature—the red rock canyons. There you will enjoy a day of scenic hiking, thrilling jeep rides or just strolling through the town's treasured art galleries. A trip not to miss!

Our 30th Annual Forum celebrates what the Forum does best—educates, entertains, enlightens and enriches. Join us in celebrating the Forum's milestone achievement. And here's to the Forum on Franchising—thirty years and thriving!

Sincerely,

HARRIS J. CHERNOW

Chernow Katz, LLC

and

LESLIE SMITH-PORTER

Buchanan Ingersoll & Rooney PC

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INTENSIVE PROGRAMS

I-1 FUNDAMENTALS OF FRANCHISING®

This program provides a comprehensive overview of franchise law for those who want a thorough introduction to this field, as well as those who want a refresher on one or more areas of franchise law practice. Some of the nation's top franchise lawyers will give presentations on structuring the franchise relationship, disclosure and registration requirements, defining and protecting a franchise system's intellectual property, franchise relationship laws, antitrust and representation of franchisees.

Speakers: Carol Anne Been Kerry L. Bundy Edward Wood Dunham
Ronald K. Gardner Steven M. Goldman Karen B. Satterlee

I-2 THE AMENDED FTC RULE: DISCLOSURE ISSUES UNDER THE NEW FTC RULE AND STATE LAWS

Are you involved with the drafting, registration and review of UFOCs and counseling franchisors or franchisees? If so, this practical in-depth workshop on the newly adopted revisions to the FTC Rule is a must. This workshop will provide a comprehensive course on the revisions and their implications for franchise lawyers and their clients. The workshop will focus on drafting issues, changes in disclosure procedures and timing, and exemptions. The program will address not only what should be disclosed, but how the revisions to the FTC Rule could affect a franchisor's business model and the structuring of its UFOC, its franchise agreement, and its relationship with its franchisees. The program will also address state compliance issues.

Speakers: Martin Cordell Shelley H. Horn Warren L. Lewis
Kerry J. Olsen Steve Toporoff Dennis E. Wiczorek

PLENARY SESSIONS

P-1 STRENGTHENING YOUR IMPACT: THE ALWAYS ARTICULATE ATTORNEY


Every time you communicate, your listeners evaluate both what you say and how you say it. Whether speaking to directors in a boardroom, a franchisor's executive team in a conference room, franchisees in a ballroom, adversaries at a negotiation session, or a judge in a courtroom, your goal is to be "the always articulate attorney". Your personal style can combine the polish and precision expected of a public speaker with the naturalness and ease of private conversation. From one of the country's most dynamic communication experts, learn immediately useful, practical suggestions to become a more articulate and effective negotiator, litigator or public speaker. You will get practical suggestions for improving how you put across your message. When the pressure is on, be the fluent, confident communicator you've always wanted to be-the always articulate attorney.

Speaker: Brian K. Johnson

P-2 ANNUAL DEVELOPMENTS

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

Speakers: David S. Sager Jonathan Solish



WORKSHOPS



W-1 NAVIGATING NAGRAMP: DRAFTING AND CONTESTING THE ARBITRATION CLAUSE

The Ninth Circuit's en banc Nagrama decision has intensified the debate on the enforceability of arbitration provisions. What affect does this have beyond the Ninth Circuit? How can franchisors overcome unconscionability challenges to their arbitration provisions? Learn possible drafting solutions for the franchise agreement that may avoid the claims of unfairness and adhesion. This workshop will also guide you through the dispute resolution options and their potential pitfalls and help you anticipate the arguments and defenses when enforcing or resisting these provisions.

Speakers: Patrick J. Carter Barry M. Heller

W-2 THE STRUCTURAL ELEMENTS OF A FRANCHISE SYSTEM AND THEIR ECONOMIC AND LEGAL IMPLICATIONS FOR START-UP AND EXISTING SYSTEMS

This program will explore the business and economic elements that underlie franchising and the creation and growth of a franchise system, and their legal implications. What are the business, economic, and legal factors that should be considered in selecting and creating the business model reflected in the franchise agreement? What are the tradeoffs between franchising and other means of creating a vertically integrated system of distributing a product or service? Learn how business and economic considerations and their legal implications can drive the choice and formulation of the franchise structure.

Speakers: Kenneth F. Darrow Mark Siebert Phyllis A. Truby

W-3 THE PROPOSED NEW BUSINESS OPPORTUNITY RULE AND STATE BUSINESS OPPORTUNITY LAWS

The proposed new federal Biz Op Rule greatly expands the types and number of companies that will be required to make disclosures but substantially reduces what they will have to disclose. This may have a considerable impact on many companies that will now be required to provide a form of disclosure to businesses and individuals down the chain of distribution. The types of companies that will be subject to the Biz Op Rule may include multi-level marketing companies, business format licenses, direct selling companies, network marketing companies, work-at-home plans, independent distributors that were previously exempt, as well as the traditional sellers of business opportunities. The program will also provide an overview of the state laws governing business opportunities and the impact of dual compliance along with the basics of how to structure the relationship to avoid applicability of business opportunity laws. In addition, the program will cover the basic disclosure requirements, state registration requirements and potential consequences of non-compliance.

Speakers: Keith J. Kanouse Christina M. Noyes

W-4 PREPARING FOR WINNING AND DEFENDING AGAINST PRELIMINARY INJUNCTIONS

Preliminary injunctions are frequently sought in franchise disputes and the results often determine the conclusion of the case. This workshop will explore best practices for both franchisors and franchisees for preparing and litigating claims for injunctions. The program will address how to effectively collect the evidence and identify the best witnesses, and how to make a compelling case on the issues of irreparable harm or the adequacy of damages – or to defend such. It will also address how to work with in-house counsel to ensure your injunction claim or defenses prevail. The workshop will also discuss the use and defense of mandatory injunctions as to in-term operational compliance and offer advice on structuring or defeating an injunction bond.

Speakers: Mario L. Herman Joseph Schumacher Nicole S. Zellweger

W-5 FUNDAMENTALS OF PETROLEUM MARKETING LAW (Thursday Only)

This workshop will address the legal framework of petroleum marketing franchise law, including an examination of the Petroleum Marketing Practices Act and other federal and state laws affecting franchise relationships and the marketing of motor fuel. The panel will also discuss litigation involving refiner-franchisors and distributors and dealers as franchisees. The program will examine termination, nonrenewal, and franchise transfer issues and explore recently enacted and proposed federal and state legislation that may have a significant effect on wholesale and retail petroleum marketing.

Speakers: Francis J. Devlin Steven M. Greenspan Joan Z. Zwit

W-6 SETTLEMENTS AND RELEASES IN FRANCHISE DISPUTES: HOW TO MAKE SURE IT'S OVER WHEN IT'S OVER

The case is settled, you can go on to the next one, right? Not so fast. As franchise agreements anticipate a wide range of potential problems, so should agreements that purport to end them. This workshop will explore these often overlooked issues. This program will discuss the negotiation and drafting of provisions to include when documenting the settlement, including confidentiality and non-disparagement clauses, non-competes, protection of intellectual property, using limited releases and covenants not to sue, the advisability of consent judgments, and settlement liquidated damages clauses. The program will also discuss the impact of settlements on disclosure obligations and the effect of state franchise statutes on the enforceability of releases.

Speakers: Martin G. Gilbert Allan P. Hillman

W-7 FRANCHISE AGREEMENTS: HOW COMPLICATED DO THEY NEED TO BE?

Have we let the litigators take over the written document? Is there such a thing as a streamlined franchise agreement? What are the risks and/or benefits of adopting one? This workshop will present the pros and cons of a "simple" franchise agreement and examine which provisions in the agreement are more capable of being simplified and will withstand the test of time (and judicial scrutiny). Hear the perspectives of in-house counsel, a franchisor advocate and a franchisee advocate on the merits of, and reasons for resisting, a simple franchise agreement.

Speakers: J. Michael Dady David J. Kaufmann Sandra J. Wall

W-8 PRACTICAL DISCLOSURE ISSUES UNDER THE AMENDED FTC FRANCHISE RULE

This advanced workshop will address practical disclosure issues that franchise practitioners may face when preparing disclosure documents under the amended FTC Franchise Rule, and how to comply with related state policies and implementation procedures. The workshop will also discuss how the new disclosures may affect structuring of the business model, the UFOC and the franchise agreement and related documents.

Speakers: John R.F. Baer Shelly H. Horn Steve Toporoff

W-9 CONTRACTUAL AND BUSINESS ASPECTS OF STRUCTURING SUPPLIER AGREEMENTS

The program will explore the legal issues involved in selecting a supplier, negotiating a master agreement, private labeling, mandatory versus optional franchisee participation, terms of participation, pricing policies, ordering/delivery mechanisms, termination of a franchisee as a customer by the supplier and dealing with the supply relationship upon termination of the franchise agreement.

Speakers: Patrick J. Maslyn W. Andrew Scott

W-10 E-DISCOVERY AND DOCUMENT MANAGEMENT — THE NEW RULES

The new federal procedural rules applicable to discovery of electronic data places a host of new burdens and obligations on in-house and outside counsel, including both litigators and transactional lawyers. How will franchisors, franchisees and their counsel be affected? This workshop will educate franchise lawyers on the rules' new requirements and discuss best practices for document management and using e-discovery and evolving technologies to better prepare for and direct litigation, for obtaining critical discovery and for avoiding technology traps.

Speakers: Erika L. Amarante Bernard A. Joseph Jonathan Swierzewski

W-11 THE FINANCIALLY DISTRESSED FRANCHISEE — ADVANCED STRATEGIES FOR FRANCHISORS AND FRANCHISEES

What should the franchisee and franchisor do in times of the franchisee's financial distress? A financially distressed or, worse yet, a bankrupt franchisee or dealer may face appointment of a court receiver by creditors or the voluntary or involuntary filing of a bankruptcy. Each poses myriad issues for the franchisor/manufacturer/distributor. This program will discuss how to deal with the franchisee in each of these scenarios and the potential negative publicity, dissatisfied customers, limited or discontinued operations, and loss of market share, sale or assignment of the business. The panel will offer practical advice and discuss preferred strategies and tactics to assist both franchisees and franchisors in navigating these troubled waters.

Speakers: Daniel M. Eliadas Van Elmore



W-12 REDISCOVERING SUBJECTIVITY: DOES THE U.C.C.'S OPEN-PRICE DOCTRINE OFFER NEW THEORIES FOR REINING IN DISCRETION AND FILLING IN GAPS IN FRANCHISE CONTRACT DISPUTES?

U.C.C. doctrines play an important role in many franchise and distribution contracts. Receiving considerable attention in recent years is the U.C.C.'s "open-price" doctrine, which applies to contracts where the price of goods is left open, to be fixed by one party. The U.C.C. "open-price" doctrine defines "good faith" as consisting of two discrete elements, objective reasonableness and subjective honesty. By contrast, the classic judicial doctrine of good faith, which is implied in all contracts, judges "good faith" according to the objective test of commercial reasonableness, with proof of a party's honesty or subjective intent being irrelevant. Is it just a matter of time until the U.C.C.'s broader definition of "good faith" begins to influence how courts interpret "good faith" in the context of contracts that leave non-price terms open to be fixed by one party's discretion? Does the U.C.C. offer new theories for evaluating "good faith" and fair dealing in franchise business relationships, which classically vest franchisors with discretion over operating standards and the future course of the franchise system?

Speakers: Alejandro Brito Rochelle B. Spandorf William K. Whitner

W-13 OWNERSHIP, PROTECTION AND USE OF CUSTOMER DATA — YOURS, MINE OR OURS?

Does the brand attract the customer or does the franchisee create the relationship? Does this matter if the franchise agreement or standards specify who owns customer data or the nature of the relationship? Is customer data part of the basic intellectual property being licensed to a franchisee in a typical, modern franchise agreement? This workshop will explore the concept of who "owns" the customer data in a franchise system, disputes over ownership "rights", the consequences of franchisee use of information that is not defined or controlled by the franchise agreement or standards and drafting concerns. It will also address what liabilities are associated with ownership of customer data, examine whether the franchisor and franchisee have privacy obligations with respect to ownership of customer information gathered by the franchisor or its franchisees and detail the various means of protecting customer data.

Speakers: Howard E. Bundy Robert Ebe

W-14 A BASIC GUIDE TO HANDLING DISCLOSURE AND REGISTRATION VIOLATIONS

Learn from a regulator's perspective what you need to be most concerned about in preparing your disclosures, and how to respond if you do receive a notice from the FTC and/or a state regulator alleging violations of franchise or business opportunity laws. This basics program will explore how to handle disclosure and registration violations by guiding you through the response process. It will also address the practical considerations in deciding how to proceed when a franchisor changes its legal representation and new counsel finds potential past violations. The panel will also discuss whether or not franchise competitors should report alleged violations to the state regulators and the potential ramifications. This program, along with "Restoring the Status Quo Ante: Rescission and Restitution in Franchising" will provide you with a comprehensive understanding of the relationship between these violations and rescission.

Speakers: Martin H. Cordell Joseph Punturo Mary Beth Trice

W-15 LEASE ISSUES PECULIAR TO FRANCHISE SYSTEMS

Almost every franchise system deals with real estate lease agreements. This program will analyze the provisions added to a lease for a franchised location and the competing interests among the franchisee, franchisor, and landlord. The program will discuss the pitfalls of too much franchisor control, including the risk of premises or vicarious liability, guarantees of financial obligations, claims for faulty site selection and the perils of increased involvement in operating and/or transitioning units of troubled operators and offer guidance on minimizing the risks. It will also analyze the benefits and drawbacks of franchise-related lease provisions where the franchisor is the tenant/sublandlord and the franchisee is a subtenant.

Speakers: Mark D. Shapiro Susan E. Wells

W-16

PROTECTING YOUR FAMOUS MARKS AND THE TRADEMARK DILUTION REVISION ACT OF 2006

The TDRA substantially revised the law on trademark dilution, following the Supreme Court's recent decision in the Victoria's Secret case. Is your client's "famous" mark safe from dilution? Will your client be able to maintain the cornerstone of its franchise – the trademark? This program will survey the history and development of dilution claims, the Victoria's Secret opinion and Congress's response through the TDRA, early case law under the TDRA and state law dilution statutes. The workshop will provide practical tips on investigating, drafting and defending dilution claims under the new standards in the TDRA.

Speakers: Ronald T. Coleman Corby C. Anderson

W-17

FINANCING, LIQUIDITY AND GROWTH CAPITAL TOOLS - FROM TRADITIONAL LENDING TO PRIVATE EQUITY AND VENTURE CAPITAL

The workshop will provide an overview of the increasingly important role private equity, venture capital, and conventional financing are playing in providing liquidity and growth capital for franchisors and franchisees. The program will discuss what franchisees, franchisors and their counsel can expect throughout the capital raising process including valuation, due diligence, disclosure, and documentation. It will also cover the advantages and disadvantages of using private equity and venture capital for the franchisor and possibly the franchisee. The program will also discuss lender requests such as the franchisee's collateral assignment and grant of a security interest in the franchise agreement and the grant of a security interest in the franchisee's ownership interest, as well as the franchisor's view of such requests and alternatives to them. The panel will also survey franchisor assisted lending programs and SBA lending and examine the potential disclosure issues.

Speakers: Kenneth R. Costello H. Scott Pressley

W-18

THE RESPECTIVE ROLES OF THE FRANCHISE CONSULTANT AND THE FRANCHISE LAWYER IN STRUCTURING THE FRANCHISE SYSTEM *(Ethics Credit Applied For)*

This program will explore the differing roles of the franchise lawyer and the franchise consultant and the ethical considerations affecting where the line needs to be drawn between legal advice and financial business advice in structuring the franchise system. Find out when you should recommend a franchise consultant and what areas should be left to the consultants. When does a consultant's activity approach the unauthorized practice of law, and when does a lawyer's giving of business advice create risks for the attorney-client privilege or lead to malpractice? Learn what ethical issues lurk in the lawyer/consultant working relationship and the possible ramifications if the line is crossed.

Speakers: Michael H. Seid Leonard D. Vines

W-19

MAXIMIZING INSURANCE BENEFITS FOR FRANCHISE CLIENTS

Whether your client is a franchisor or franchisee and whether you are a litigator, transactional lawyer or in-house counsel, managing, reviewing or fighting over liability insurance can be important in your practice. This program will review typical and unique insurance issues in franchising and assist you in learning what your client needs to see in its insurance policies, how to tender insurance claims and respond to reservations of rights, how to assess and evaluate insurer responses, deal with multiple carriers, request appointment of separate counsel and understand conflicts of interest that can arise with panel-appointed counsel. The program will also address how to interact with the insurer's claims adjuster, how to cooperate, when to get tough, and strategies for negotiating and structuring favorable insurance settlements.

Speakers: Janice Dwyer David C. Gurnick Arthur L. Pressman

W-20

A SURVEY OF INTERNATIONAL LEGAL TRAPS AND HOW TO AVOID THEM — BEYOND THE FRANCHISE LAWS

An exploration of the unexpected legal complications encountered in franchising beyond the U.S. This program will review non-franchise legislation and case law that often traps unaware franchisors and their legal advisors when planning and executing an international expansion. Topics include the particular ways various countries afford protection for trademark infringement, language laws, competition law issues such as the block exemption in Europe, and technology transfer laws. The panel will also discuss currency restrictions, import restrictions, and examine unusual or unexpected court decisions and barriers to obtaining injunctions and the use of self-help remedies.

Speakers: Edward Levitt Jorge Mondragon

W-21 COPING WITH INTERNAL AND GOVERNMENT INVESTIGATIONS

With the rise of white collar enforcement efforts at the state and federal levels and increased shareholder activism, there may be very little warning before a company, its executives and its inside and/or outside counsel are faced with the prospect of law enforcement visits, subpoenas, search warrants and other investigative demands. Even before receiving governmental inquiries, a chief executive or board of directors may require that counsel conduct an internal investigation of transactions and behavior. Lawyers now have to navigate a particularly difficult minefield in light of newly revised DOJ policies for charging corporations with criminal conduct and the recent revisions to the federal sentencing guidelines that reward compliance and ethics programs and the exercise of due diligence to detect and deter criminal conduct and also deter the corporate assertion of the attorney-client privilege and payment of employees' attorneys fees.

Topics will include how in-house and outside counsel should respond to these demands and issues for the company presented by the changing landscape of federal enforcement policies and sentencing guidelines. This program will provide a basic survival guide to assist you in providing prompt, practical advice to protect the rights and defend the innocence of your franchise clients, your company and your system.

Speakers: Patricia Brown Holmes William A. DeStefano Haydee Olinger

W-22 STRUCTURING INTERNATIONAL MASTER FRANCHISE RELATIONSHIPS FOR SUCCESS AND RESPONDING WHEN THINGS GO AWRY

A 2005 Cornell University study of international restaurant master franchises revealed that 136 of 142 master franchisees in the study defaulted on their development obligations. Despite this, only 5 defaults resulted in litigation. Why did so many master franchisees default and why so little litigation when entire countries were often granted as exclusive development territories and projected revenues were in the millions? The answer may be that the choice of remedies reflects the real expectations of the parties: a franchisor overly opportunistic about its entry into the country and a franchisee lacking the capacity to develop an entire country on the agreed schedule. Armed with this knowledge, how should counsel advise the client on structuring a master franchise for success, and what are the litigation implications when the relationship stumbles under an existing agreement? What methods can the parties utilize to resolve the disputes?

Speakers: Jennifer Dolman Robert A. Lauer Lawrence M. Weinberg

W-23 RESTORING THE STATUS QUO ANTE: RESCISSION AND RESTITUTION IN FRANCHISING

Rescission of the franchise agreement is one of the remedies available when a franchisor violates franchise disclosure laws or commits fraud in the sale of the franchise. But what exactly is rescission and how does the franchisee exercise this right when there is a dispute over whether or not the franchisor has engaged in any wrongdoing? The program will assist both litigation and transactional counsel in prosecuting and preventing rescission claims. It will survey the law with particular emphasis on the practical problems inherent in attempting to put the parties back into their previous positions, especially under circumstances where the franchisee has assumed financial obligations apart from those to the franchisor and has built its business using the trademarks and systems of the franchisor. This program along with "A Basic Guide to Handling Disclosure and Registration Violations" will provide you with a comprehensive understanding of the relationship between these violations and rescission.

Speakers: Eric H. Karp Natalma M. McKnew

W-24 FRANCHISEE REPRESENTATION AND RECOURSE - BEYOND THE FRANCHISE AGREEMENT

Despite required presale disclosure, some franchisees still remain unaware of many of the risks of entering into a franchise venture, unprepared for the burdens of operating a franchised business over the long term, and unable to extricate themselves from an unsuccessful franchised business or franchise relationship. In advising their clients, franchisee counsel has developed techniques to deal with the inherent risks in any franchise. This workshop will examine the ways in which counsel attempts to aid franchisee clients and work with the franchisor and their counsel, demonstrate why those techniques don't always work, and suggest innovative approaches that can be taken -- before, during and at the end of the franchise relationship.

Speakers: Michael S. Levitz Kenneth P. Milner Robert L. Purvin

W-25 PROS AND CONS OF USING BROKERS, DEVELOPMENT AGENTS AND REFERRAL SOURCES

This program will explore the use of brokers, development agents or other third parties to sell new and existing franchises. Starting with an analysis of what constitutes a "broker", this program will discuss the pros and cons of selling a new franchise through outside sources, what disclosure, registration and licensing requirements are mandated and potential liability in connection with the use of brokers and development agents. The panel will also address potential conflicts of interest and non-competes with brokers and development agents and how much control a franchisor can and should exercise over them. This workshop will also review the legal and business challenges presented when an existing franchisee retains their franchisor (or the franchisor's development agreement responsible for ongoing operational support) as a broker or "finder" in a franchise sale.

Speakers: Nick Bibby Leslie D. Curran Richard L. Kolman

SPECIAL EVENTS

WEDNESDAY, OCTOBER 10

WELCOME RECEPTION

JW Marriott – Ballroom Lawn
5:00 P.M. – 6:30 P.M.

The Welcome Reception is our first nightly gathering for hors d'oeuvres, cocktails and enjoyable conversation in a relaxed atmosphere. Amid the swirl of excitement and anticipation of the 2007 Annual Forum, we invite you to take a moment and connect with old friends and make new acquaintances. The Ballroom Lawn is bordered by a desert botanical garden and breathtaking views of the McDowell Mountains which change color with every sunset. *Complimentary for all registrants and their guests.*

NEWCOMERS' NETWORKING NIGHT

JW Marriott Desert Kivas
6:45 P.M. – 10:00 P.M.

Enjoy a taste of the Southwest with cocktails, entertainment and dinner under the stars on the Sonoran Desert - a Forum tradition that newcomers should not miss! This event is open to young lawyers (that is, those lawyers under the age of 36 or who have been admitted to practice for less than 5 years) and first and second time attendees of the Forum. *Additional fee for all registrants and guests.*

THURSDAY, OCTOBER 11

WOMEN'S CAUCUS BREAKFAST

7:00 A.M. – 8:30 A.M.

How do you define success? Success may mean something different to each of us. In roundtable discussions, the Women's Caucus Breakfast will explore how to measure and achieve success, as well as how to define it within the parameters of work and personal life. Tips will be provided on how to measure both professional and personal success by creating a "business plan" that includes both elements. Participants will be encouraged to share ideas on how each has, is and hopes to continue achieving her own version of success. Please join us for what promises to be a stimulating, rewarding and enjoyable discussion. *Additional fee for all registrants and guests.*

SPOUSE/GUEST TOUR

Pueblo Grande Museum -
The Ultimate Journey Back in Time
9:30 A.M. – 2:00 P.M.

Transportation provided.

Just minutes from the modern metropolis of downtown Phoenix sits the ancient archaeological site known as Pueblo Grande. Home to the Hohokam Village of more than 1,500 years ago, this site has been carefully preserved and the museum maintains a wealth of information and artifacts related to the people of the Southwest. Step inside replicas of Hohokam homes and learn how they lived and what items that they may have used in their households. You will also see the ball court where competitions were held. Also explore examples of Hohokam gardens and cooking pits. The museum contains a permanent exhibition, a changing exhibit gallery and "Dig It!", a hands-on area to help you understand the science of archaeology and excavation up close and personal. After your amazing tour back in time, sit and reflect on what you've experienced while you enjoy a beautiful Phoenix afternoon and a delicious lunch at a favorite local restaurant. *Additional fee for guests.*

LITIGATION AND ALTERNATIVE DISPUTE RESOLUTION DIVISION RECEPTION

4:45 P.M. – 6:00 P.M.

LADR, the Forum's committee for issues concerning litigation and ADR, is pleased to invite all members of the Forum to its annual reception on Thursday afternoon. Come enjoy cocktails and appetizers while mingling with your colleagues. What a great way to unwind from the day's seminars before heading out to the Annual Dinner. *Complimentary to all attendees.*

ANNUAL RECEPTION/DINNER — DESERT FOOTHILLS

6:45 P.M. – 10:00 P.M.

(Buses will leave at 6:30 p.m.)

Pack your favorite jeans, boots and hat for an evening of adventure and music set against a backdrop of breathtaking Sonoran landscape. Enjoy a true cowboy feast under a canopy of twinkling stars next to a crackling campfire. Here, in the middle of the pristine North Scottsdale desert, try your luck at golf chipping; tomahawk tossing, fast-draw shooting and calf-roping (or your favorite franchise lawyer). It will be an event to remember! *Additional fee for guests only.*

FRIDAY, OCTOBER 12

SOLO AND SMALL FIRM BREAKFAST

7:45 A.M. – 9:15 A.M.

The Solo and Small Firm Network provides a collegial setting in which Forum participants who are partners, associates, or of counsel in a firm of ten or fewer attorneys can gather to exchange ideas, learn from one another and network. If you are a sole practitioner or practice with a firm of this size, we encourage you to attend the Breakfast for a rewarding experience at the Forum. Attendees can participate in discussion tables regarding the following topics: Client Development; Litigation; The New FTC Rule; and Technology. *Additional fee for all registrants.*

CORPORATE COUNSEL BREAKFAST

7:45 A.M. – 9:15 A.M.

What Your CEO Really Wants - Please join the Corporate Counsel division for breakfast with a panel of Chief Executive Officers in three leading restaurant companies: Doug Ducey, Chairman and CEO of Cold Stone Creamery; Kevin Blackwell, CEO of Kahala (Blimpies, Taco Time, Great Steak & Potato, Samurai Sams); and Rick Fredrico, CEO of PF Changs. The panelists will engage in frank discussion about what they really need and want from their legal advisers, mistakes counsel make, and what makes legal counsel valuable. The panel will be moderated by Melanie Hansen, General Counsel for Cold Stone Creamery. Open to Corporate Counsel ONLY. *Additional fee for all registrants.*

INTERNATIONAL FRANCHISE AND DISTRIBUTION DIVISION RECEPTION

4:00 P.M. – 5:00 P.M.

The Forum's International Division provides a forum for education, networking, and the exchange of ideas on international franchise issues. Meet with franchise lawyers from around the world, while enjoying a selection of wine and beer at this annual reception. Join the fun as we add in a little international franchise related education and entertainment, and wind down another successful Annual Forum. *Complimentary to all attendees.*

FRIDAY, OCTOBER 12 (CONT.)

COOKING CLASS FOR SPOUSE/GUESTS

Sweet Basil Cooking School

9:00 A.M. - 1:00 P.M.

Transportation Provided

Participants will be taken to Sweet Basil Cooking School for a hands-on cooking class lead by one of Scottsdale's finest chefs. The Chef will guide you through the preparation of a complete gourmet meal, providing information on specific techniques and ingredients. Then you'll sit down with your fellow cooking students and enjoy the meal and each other, leaving the clean-up behind! *Class size is limited to the first 16 who sign up. Additional fee for registrants.*

RECEPTION/DINNER — SILVERLEAF COUNTRY CLUB

7:00 P.M. – 10:00 P.M.

(Buses will leave at 6:30 p.m.)

The Silverleaf Country Club is terraced into the sloping hillside; this striking resort mirrors the understated elegance of the rural Mediterranean as we dine and listen to cool jazz under the dessert sky. Dramatic exterior stone finishes, with rough-hewn authentic timber accents, are beautifully juxtaposed against the refined features within. Tucked into the canyons of the McDowell Mountains and surrounded by the McDowell Sonoran Preserve. At night, Silverleaf shines. Native plants, wildlife, stars and moonlight will lend an air of mystery, enchantment and desert ambiance to this Forum event. *Additional fee for all registrants and guests.*

SATURDAY, OCTOBER 13

RED ROCK SPLENDOR — SEDONA DAY TRIP

8:30 A.M. – 7:00 P.M.

Transportation provided.

A can't miss trip - north of the JW Marriott, lies the beautiful red-rock country of Sedona. Named one of "The 10 Most Beautiful Places in America" by USA Weekend Magazine, Sedona is known world-wide for its breathtaking natural setting. Your guided tour makes its first stop in the Verde Valley at the 1000 year old Anasazi ruins at Montezuma Castle National Monument. Following a visit to the monument, we will arrive in Sedona for a photo opportunity at Bell Rock Vortex and the scenic overlooks of Oak Creek Canyon, Airport Mesa and Chapel of The Holy Cross before our picnic lunch along the river at Red Rock State Park. After lunch you will then venture out to a guided hike near Bell Rock, a famous jeep tour, or a guide-assisted shopping tour in Uptown Sedona. *Additional fee for all registrants and guests.*

COMMUNITY SERVICE EVENT

8:00 A.M. – 12:00 P.M.

Transportation provided.

This year's Community Service Event partners with Free Arts of Arizona ("FreeArts"), a local non-governmental, non-profit organization that works to heal abused, homeless and at-risk children by utilizing creative arts in a therapeutic manner. We encourage you to participate in one or more of the following ways: (1) join us to stuff buckets of art supplies and create an art project for the children (we will leave the Resort for the FreeArts headquarters by shuttle bus at 8 AM and finish at the Resort with an informal lunch); (2) purchase art supplies in advance to donate at the Forum (a list will be circulated prior to the Forum); or (3) make a monetary donation so we can purchase art supplies for FreeArts. Please check to see if your employer will match your donation. **NO ARTISTIC TALENT NECESSARY; JUST A GENEROUS SPIRIT!**

WELCOME TO THE SCOTTSDALE/PHOENIX AREA AND TO THE 30TH ANNUAL FORUM ON FRANCHISING!

RECREATION AND LEISURE AT THE JW MARRIOTT:

- Eight Lighted Tennis Courts
- Arnold Palmer Signature Course & Nick Faldo Championship Course
- Driving Range
- Revive Spa
- Fitness Center
- 4 acres of swimming pools, including a lazy river with slide
- Kokopelli Kids Club for guests ages 4 – 12
- 10 distinctive dining experiences featuring southwestern specialties to Roy's Hawaiian Fusion cuisine. *(We encourage you to make reservations in advance of the meeting at the JW restaurants for your Wednesday night dining).*

The JW Marriott Concierge will be happy to assist you in arranging any of these activities and more. Visit www.jwdesertridgeresort.com or call 480/293-5000 for more information.

SOME OF THE AREA'S TOP ATTRACTIONS BY THEME INCLUDE:

NATIVE AMERICAN HISTORY AND CULTURE

- Heard Museum
- Pueblo Grande Museum and Archaeological Park
- Hoo-Hooganm Ki Museum

ARTS & CULTURE

- Cosanti Foundation – Paolo Soleri Windbells
- Downtown Scottsdale Arts, Shopping and Entertainment Districts
- Frank Lloyd Wright's Taliesin West
- Phoenix Art Museum
- Scottsdale Museum of Contemporary Arts
- Desert Botanical Garden
- Scottsdale Historical Museum
- McDowell Sonoran Conservancy

PLANES, TRAINS AND AUTOMOBILES

- Bob Bondurant School of High Performance Driving
- Grand Canyon Railway
- Sonoran Desert Jeep or Hummer Tour
- F1 Race Factory

FAMILY FUN

- Rawhide at Wild Horse Pass
- Arizona's Salt River Tubing & Recreation
- Arizona Cowboy College
- The Phoenix Zoo
- Fiddlesticks Family Fun Park
- MacDonald's Ranch

And of course, golf or tennis – there are nearly 200 golf courses to choose from and plenty of courts!

For more detailed information on all that Scottsdale and Phoenix have to offer, visit: www.scottsdalecvb.com and www.phoenixcvb.com

ABA FORUM ON FRANCHISING • 2007 PROGRAM SCHEDULE

WEDNESDAY, OCTOBER 10, 2007

8:00 A.M. - 5:30 P.M.

Forum and PMPA Registration

8:15 A.M. - 4:15 P.M.

PMPA Program

11:30 A.M. - 12:30 P.M.

Box Lunch Pick-Up

(Intensive Program and PMPA Attendees Only)

12:30 P.M. - 5:00 P.M.

Forum Intensive Programs *(additional fee)*

I-1 Fundamentals of Franchising®

I-2 Disclosure Issues Under the New
FTC Rule and State Laws

5:00 P.M. - 6:30 P.M.

Welcome Reception *(Ballroom Lawn)*

6:45 P.M. - 10:00 P.M.

Newcomers Event— JW Desert Kivas *(additional fee)*

For New Members, First and Second-Timers and Young Lawyers

THURSDAY, OCTOBER 11, 2007

7:00 A.M. - 5:30 P.M.

Forum Registration

7:00 A.M. - 8:45 A.M.

Continental Breakfast

7:00 A.M. - 8:30 A.M.

Women's Caucus Breakfast *(additional fee)*

8:50 A.M. - 10:15 A.M.

Plenary

P1 Strengthening Your Impact: The Always Articulate Attorney

9:30 A.M. - 2:00 P.M.

Spouse/Guest Excursion *(additional fee)*

10:15 A.M. - 10:30 A.M.

Break

10:30 A.M. - 11:45 A.M.

Concurrent Workshops

W1 Navigating Nagrapma: Drafting and

Contesting the Arbitration Clause

W2 The Structural Elements of a Franchise System and
Their Economic and Legal Implications for Start-Up
and Existing Systems

W3 The Proposed New Business Opportunity Rule
and State Business Opportunity Laws

W4 Preparing for Winning and Defending Against
Preliminary Injunctions

W5 Fundamentals of Petroleum Marketing Law

W6 Settlements and Releases in Franchise Disputes:

How to Make Sure it's Over When It's Over

W7 Franchise Agreements: How Complicated Do
They Need To Be?

11:45 A.M. - 12:30 P.M.

Box Lunch Pick-Up

12:30 P.M. - 1:45 P.M.

Concurrent Workshops

W8 Practical Disclosure Issues Under the Amended
FTC Franchise Rule

W9 Contractual and Business Aspects of Structuring
Supplier Agreements

W10 E-Discovery and Document Management – The New Rules

W11 The Financially Distressed Franchisee – Advanced
Strategies for Franchisors and Franchisees

W12 Rediscovering Subjectivity: Does the U.C.C.'s Open-Price
Doctrine Offer New Theories for Reining in Discretion and
Filling In Gaps in Franchise Contract Disputes?

W13 Ownership, Protection and Use of Customer Data –
Yours, Mine or Ours?

1:45 P.M. - 2:00 P.M.

Break

2:00 P.M. - 3:15 P.M.

Concurrent Workshops

W14 A Basic Guide to Handling Disclosure and
Registration Violations

W15 Lease Issues Peculiar to Franchise Systems

W16 Protecting Your Famous Marks and the Trademark
Dilution Revision Act of 2006

W17 Financing, Liquidity and Growth Capital Tools - From
Traditional Lending to Private Equity and Venture Capital

W18 The Respective Roles of the Franchise Consultant and
the Franchise Lawyer in Structuring the Franchise System

W19 Maximizing Insurance Benefits for Franchise Clients

W20 A Survey of International Legal Traps and How to
Avoid Them – Beyond the Franchise Laws

3:15 P.M. - 3:30 P.M.

Break

3:30 P.M. - 4:45 P.M.

Concurrent Workshops

W21 Coping with Internal and Government Investigations

W22 Structuring International Master Franchise Relationships for
Success and Responding When Things Go Awry

W23 Restoring the Status Quo Ante: Rescission and Restitution
in Franchising

W24 Franchisee Representation and Recourse – Beyond the
Franchise Agreement

W25 Pros and Cons of Using Brokers, Development Agents
and Referral Sources

W13 Ownership, Protection and Use of Customer Data –
Yours, Mine and Ours?

4:45 P.M. - 6:00 P.M.

Networking Reception Sponsored by LADR
(open to all)

6:45 P.M. - 10:00 P.M.

Annual Reception/Dinner - Desert Foothills®
(additional fee for guests – Buses Depart at 6:30 P.M.)

FRIDAY, OCTOBER 12, 2007

7:00 A.M. - 4:30 P.M.

Forum Registration

7:30 A.M. - 9:15 A.M.

Continental Breakfast

7:45 A.M. - 9:15 A.M.

Corporate Counsel Breakfast *(additional fee)*

Solo/Small Firm Breakfast *(additional fee)*

Franchise Professors' Open House

Paralegals/Franchise Administrator Open House

9:00 A.M. - 1:00 P.M.

Cooking Class for Guests *(additional fee)*

9:30 A.M. - 10:45 A.M.

Concurrent Workshops

W8 Practical Disclosure Issues Under the Amended
FTC Franchise Rule

W9 Contractual and Business Aspects of
Structuring Supplier Agreements

W10 E-Discovery and Document Management – The New Rules

W11 The Financially Distressed Franchisee – Advanced
Strategies for Franchisors and Franchisees

W12 Rediscovering Subjectivity: Does the U.C.C.'s Open-Price
Doctrine Offer New Theories for Reining in Discretion and
Filling In Gaps in Franchise Contract Disputes?

W15 Lease Issues Peculiar to Franchise Systems

W16 Protecting Your Famous Marks and the
Trademark Dilution Revision Act of 2006

W23 Restoring the Status Quo Ante: Rescission
and Restitution in Franchising

10:45 A.M. - 11:00 A.M.

Break

11:00 A.M. - 12:30 P.M.

Plenary

P2 Annual Developments and Forum Business Meeting

12:30 P.M. - 1:15 P.M.

Box Lunch Pick-Up

1:15 P.M. - 2:30 P.M.

Concurrent Workshops

W2 The Structural Elements of a Franchise System and
Their Economic and Legal Implications for Start-Up
and Existing Systems

W4 Preparing for Winning and Defending Against
Preliminary Injunctions

W6 Settlements and Releases in Franchise Disputes:
How to Make Sure it's Over When It's Over

W18 The Respective Roles of the Franchise Consultant and the
Franchise Lawyer in Structuring the Franchise System

W21 Coping with Internal and Government Investigations

W22 Structuring International Master Franchise Relationships for
Success and Responding When Things Go Awry

W24 Franchisee Representation and Recourse – Beyond the
Franchise Agreement

W25 Pros and Cons of Using Brokers, Development Agents
and Referral Sources

2:30 P.M. - 2:45 P.M.

Break

2:45 P.M. - 4:00 P.M.

Concurrent Workshops

W1 Navigating Nagrapma: Drafting and Contesting the
Arbitration Clause

W3 The Proposed New Business Opportunity Rule
and State Business Opportunity Laws

W7 Franchise Agreements: How Complicated Do They Need To Be?

W14 A Basic Guide to Handling Disclosure and
Registration Violations

W17 Financing, Liquidity and Growth Capital Tools - From
Traditional Lending to Private Equity and Venture Capital

W19 Maximizing Insurance Benefits for Franchise Clients

W20 A Survey of International Legal Traps and How to Avoid
Them – Beyond the Franchise Laws

4:00 P.M. - 5:00 P.M.

Networking Reception *(open to all)*

7:00 P.M. - 10:00 P.M.

Reception/Dinner at Silverleaf Country Club
(additional fee -Buses Depart at 6:30 P.M.)

SATURDAY, OCTOBER 13, 2007

8:00 A.M. - 12:00 P.M.

Community Service Project

(Sponsored by the Women's Caucus and Corporate Counsel Division)

8:30 A.M. - 7:00 P.M.

Sedona Excursion *(additional fee)*

SPEAKERS

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BP Legal
Palos Heights, IL

CONFERENCE INFORMATION

1. HOTEL INFORMATION:

The conference will be held at the JW Marriott Desert Ridge Resort, 5350 E. Marriott Drive, Phoenix, AZ 85054. Phone 480/293-5000 - Guest Fax 480/293-3600. Arrangements for childcare can be made by contacting the hotel's concierge. Visit the hotel's website at www.jwdesertridgeresort.com for further information.

2. HOTEL RESERVATIONS:

The Forum on Franchising has negotiated a special room rate beginning at \$259 per single/double room at the JW Marriott. A 12.07% sales tax will also apply per night. To make your hotel reservations, please follow the instructions on the registration form. **We have reserved a limited block of rooms through September 17, 2007.** You must register for the conference prior to making your hotel reservation. After this date, the Hotel Reservation Office will assign rooms on a space available basis. All changes and cancellations to hotel reservations must be received in writing no later than September 28th to avoid a one night's cancellation fee.

3. AIR TRAVEL:

Airfare discounts to ABA meetings are available through ABA Online Travel, the ABA travel agency, Travelocity Business or directly from the airlines. To access ABA Online Travel, go to www.abanet.org, "Member Tools". At ABA Online Travel you will have automatic access to meeting airfare discounts, web fares and web book only airlines. The ABA's toll-free number for Travelocity Business is 1-866-321-8403.

Ground Travel: The JW Marriott is 20 minutes north of Phoenix Sky Harbor Airport. Taxis are available at a rate of \$50 each way. Shuttle services and rental car companies are located on the airport premises. On-site parking at the JW Marriott is \$23.00 per night for valet and self-parking is complimentary.

4. PROGRAM REGISTRATION:

To register for all programs and events described in this brochure, please submit your completed registration form and payment to: Technical Registration Experts, 312 South Third Street, Geneva, IL 60134; or fax your form with credit card payment only to 630/262-1520. Confirmations will be faxed to you within 72 hours of registration receipt. In order to be included in the list of program attendees, you must register by September 21, 2007. Guest tickets for special events are available for an additional fee. Please see the registration form for price details.

5. ON SITE CHECK IN:

Beginning Wednesday, October 10, 2007 at 8:00 a.m. – 5:30 p.m., attendees may check in at the ABA registration desk to pick up registration packets that contain name badges, conference bags with information kits and course materials.

6. ON SITE REGISTRATION:

On-site registration is available for those persons who missed the registration deadline. If you plan to register at the door, please call Kim Turner at 312/988-5666 on or before Friday, October 5, to confirm that space is still available. Failure to call in advance may preclude admission to a sold out conference. On site registrants must pay the registration fees by check, money order, Visa, MasterCard, or American Express. NO registrations will be accepted without payment.

7. TUITION INFORMATION:

Tuition for the intensive programs is separate and in addition to the main program registration fee. Intensive program tuition includes course materials, box lunch, and beverage break. Tuition for the main program includes admission to the two day program, welcome reception, continental breakfasts, beverage breaks, box lunches, course materials and the Annual Reception/Dinner.

8. CANCELLATION POLICY:

Registrants who are unable to attend the conference will receive a refund less a \$75 administrative fee if written cancellation is received by September 17, 2007. Cancellations may be faxed to 630/262-1520, Attn: Technical Registration Experts. No refunds will be granted after September 17, 2007. Substitutions are acceptable, or conference materials will be sent in lieu of a refund after the program. The ABA reserves the right to cancel any programs and assumes no responsibility for personal expenses.

9. CLE CREDIT:

CLE accreditation has been requested for this conference from every state with mandatory continuing legal education requirements for lawyers. Please be aware that each state has its own rules and regulations, including its definition of CLE. Check with your state agency for confirmation of this program's approval. Attorneys seeking to obtain MCLE credit in Louisiana and/or Pennsylvania will be required to pay state accreditation fees directly to these states. Certificates of attendance will be available the last day of the conference at the registration desk. You may contact your respective state(s) for confirmation of the number of CLE credit hours requested by the ABA or credit approved by any particular state.

10. MEMBERSHIP:

To encourage registrants to join the ABA Forum on Franchising, the reduced member's tuition rate will be extended to registrants who join the Forum when they register for the conference. Forum membership dues are \$50 for attorneys/associates and \$10 for law students. Membership in the ABA and one Section is a prerequisite to Forum membership. Please include a separate check (payable to the American Bar Association) for membership dues.

11. ADDITIONAL COURSE MATERIALS:

Materials for all programs may be available for purchase after the conference by calling Kim Turner at 312/988-5666.

12. FORUM POLICY REGARDING SELF PROMOTION AND CONFLICTS:

In order to insure a spirit of collegiality at the Annual Forum, please respect the Forum on Franchising's policy which provides that no individual, group or entity (other than the ABA) may engage in any type of self promotion or conflicting activities (such as giving gifts; hosting group functions (i.e., more than six guests including meals, parties, sporting events, meetings or seminars; or displaying or distributing advertising, marketing materials, books, articles, case reports or anything of value or scheduling non-Forum sponsored group meetings) at or in connection with the Annual Forum or any Forum sponsored events (i.e., from the time the first event or program starts to the time the last event or program ends), in or near the city where the Forum event is taking place. The 2007 Annual Forum starts at noon, Wednesday, October 10, 2007 and concludes at the end of the day on Saturday, October 13, 2007.

13. TAX DEDUCTION FOR EDUCATIONAL EXPENSES:

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

14. AMERICANS WITH DISABILITIES ACT:

If special arrangements are required for disabled individuals to attend this program, please contact Kelly Rodenberg in writing by September 17, 2007 at the American Bar Association, 321 N. Clark Street, Chicago, Illinois, 60610. Fax: 312/988 5677.

15. DRESS:

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

16. FOR THE LATEST PROGRAM INFORMATION:

Please visit the Forum on Franchising website: www.abanet.org/forums/franchising/annual_meeting. For further information on the city, travel, activities and entertainment options, visit www.phoenixcvb.com or www.scottsdalecvb.com.

17. QUESTIONS:

If you have questions or require additional conference information, please call 312/988-5666 or 5794. Fax: 312/988-5677; e-mail: turnerk@staff.abanet.org.





American Bar Association
Forum on Franchising
321 North Clark Street
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