



ABA Forum on Franchising
Toronto, October 14-16, 2026

49TH ANNUAL FORUM ON FRANCHISING

OCTOBER 14-16, 2026
SHERATON CENTRE TORONTO HOTEL
TORONTO, ONTARIO

Dear Colleagues and Friends,

We are honored to serve as your meeting co-chairs for the 49th Forum on Franchising Annual Meeting. This year's meeting will be held October 14–16, 2026, at the Sheraton Centre Toronto Hotel in Toronto, Canada, your official port of entry for the 49th Forum. Stamp your passport and join us as we venture North of the Border—Ahead of the Curve!

Your entry stamp comes with a packed itinerary. As is the tradition of this group, the annual meeting will be filled with high-quality and diverse programming for attendees. This year's Forum will include three intensive programs, twenty-four workshops, two plenary programs—including the signature Annual Developments plenary—and a Friday morning plenary featuring a conversation with executives from leading franchise brands about the trends shaping their franchising strategies and their expectations over the next five years. Our Divisions and Caucuses have also planned breakfasts, lunches, and other networking events where you can learn and connect with other attendees.

The Forum would not be complete without ample opportunities to socialize—and once you've cleared the border, Toronto delivers in style. On Thursday night, we will head to the Hockey Hall of Fame—one of Canada's most celebrated cultural landmarks. Whether you're a lifelong hockey fan or have never watched a single period, you'll find plenty to enjoy: stunning architecture, interactive exhibits, a vault of iconic memorabilia, and the kind of storied atmosphere that makes any visitor feel like a VIP. After the workshops wrap up on Friday evening, join us for food, drinks, and entertainment in Toronto's historic Distillery District, a beautifully restored Victorian-industrial village brimming with cobblestone charm, local flavors, and just the right atmosphere to unwind after several full days of programming. Before you head back across the border on Saturday morning, join us for one final stamp in your Forum passport—a visit to the Royal Ontario Museum (ROM). Home to immersive installations that span natural history, world cultures, and cutting-edge science, the ROM offers something to captivate every curiosity. Don't miss the museum's Bee Exhibit, a buzzing

exploration of the tiny architects behind so much of our natural world—proof that even the smallest operators can build a remarkable network.

We look forward to welcoming you to Toronto in October—grab your passport and prepare to cross into three days of outstanding programming, networking, and Canadian hospitality.

Your Program Co-Chairs

Robert Einhorn, Zarco Einhorn Salkowski, P.A.
REinhorn@zarcolaw.com

Kendal Tyre, Nixon Peabody LLP
KTyre@nixonpeabody.com

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



Hotel Reservations

The Forum on Franchising has negotiated a special room rate of \$369 CAD per night plus applicable taxes: 13% Harmonized Sales Tax + 6% Municipal Accommodation Tax in effect at the time of check out for single or double occupancy.

The deadline for booking your room is Sunday, September 20, 2026 at 5:00pm (CT) or once the room block is full, whichever occurs first. We strongly recommend you book your hotel room early.

To find out more, register and secure your hotel reservation online visit: <http://www.americanbar.org/groups/franchising>. Reservations can be made online at <https://book.passkey.com/e/51268557> or by calling +1 416-361-1000 and referencing the ABA Forum on Franchising.

Getting There

The Sheraton Centre Toronto Hotel is approx. 15 minutes from Billy Bishop Toronto City Airport, and 35 minutes from Toronto Pearson International Airport. Taxi service, Uber & Lyft are available from both airports.

Intensives & Plenaries

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

Wednesday, October 14

10:00am – 4:00pm

Intensive 1: Fundamentals of Franchising

This intensive provides a comprehensive overview of franchise law for those who want a thorough introduction to this field, as well as those who want a refresher on one or more areas of franchise law practice. Join top franchise lawyers as they discuss structuring a franchise, disclosure and registration requirements, franchise relationship laws, defining and protecting a franchise system's intellectual property, the representation of franchisees, and international franchising. Each attendee will receive a complimentary copy of *The Fundamentals of Franchising* (Fourth Edition).

Speakers:

Kerry Bundy, Great Clips, Inc.

Joseph Fittante, Larkin Hoffman Daly & Lindgren Ltd.

Ronald K. Gardner, Jr., Dady & Gardner, P.A.

Susan Grueneberg, Cozen O'Connor P.C.

Karen Satterlee, Hilton Worldwide Holdings Inc.

Wednesday, October 14

11:00am – 4:30pm

Intensive 2: Intensive: Half-Day MBA for Franchise Lawyers: Understanding and Using Financial Information

Effective franchise counsel, whether engaged in transactions or litigation, should understand the business mechanics of franchising and the financial factors that shape decision-making of franchisors and franchisees. This intensive will explore fundamental accounting principles, including how to interpret and analyze financial statements and how to apply key performance metrics such as return on investment, return on assets, unit economics, time value of money, and net present value. The speakers will demystify company valuation methodologies, including discounted cash flow, market multiples, and comparable transactions, and will also cover essential business considerations such as managing liquidity and working capital, understanding cash conversion cycles, and evaluating capital structure and debt versus equity funding. The intensive will explore these issues in franchising, including how regulators evaluate financial conditions of franchisors, the issues that arise in transactions of all sizes in franchising, and the various ways that financial condition and statements arise in both the merits and damages phase in litigation. Each attendee will receive a complimentary copy of *Financial Statement Analysis and Business Valuation for Practical Lawyer* (Third Edition).

Speakers:

Christopher Mair, Greenberg Traurig, LLP

Lee Plave, Plave Koch PLC

Lisa Plonka, Plante & Moran, PLLC

Will K. Woods, Baker McKenzie International

Tamika Tremaglio, Secretariat Advisors, LLC

Intensives & Plenaries

Wednesday, October 14

11:00am – 4:30pm

Intensive 3: Safeguarding the System – Cybersecurity Challenges and Opportunities for Franchise Networks

Franchise networks face outsized cybersecurity risk: a single weak link with a franchisee, franchisor, or vendor can ripple systemwide, triggering regulatory scrutiny, statutory breach-notice obligations, class actions, contract claims, and brand damage. This intensive gives franchise counsel practical tools to prevent incidents, manage them in real time, and position the system for effective resolution and recovery. The intensive will translate evolving cybersecurity obligations into action. Using hypotheticals, attendees will explore allocation of responsibility, flow-down standards, and vendor oversight. The intensive will also consider incident escalation, statutory breach-notice mapping, vicarious liability, joint-defense, and privilege considerations. Attendees will review model contractual provisions and incident-response checklists, and map insurance (cyber, tech E&O, crime, D&O) to contractual risk allocation and exclusions. The intensive focuses on both short-term crisis response, including immediate post-incident steps, coordination with internal teams and third-party experts, and insurer engagement, as well as longer-term strategies for managing claims and regulatory investigations (including AGs and the FTC). These longer-term considerations include evidence preservation, litigation holds, and the role arbitration and forum-selection clauses may play in shaping post-incident outcomes. Finally, the intensive concludes with practical guidance on operationalizing cybersecurity standards through training, third-party risk management, and measurable system-wide controls. Attendees will receive a complimentary copy of the *ABA Cybersecurity Handbook: A Resource for Attorneys, Law Firms, and Business Professionals* (Fourth Edition).

Speakers:

Jeffrey Allen, Graves Allen

Charlie Britt, Wyndham Hotels & Resorts

Eleanor Gerhards, Fox Rothschild LLP

Beth LaBreche, LaBreche, Inc.

Thursday, October 15

8:30am – 10:15am

Awards Presentation & Plenary 1: Annual Developments

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

Speakers:

Matthew DeAntonio, Bradley Arant Boult Cummings LLP

Theresa Koller, Cline Williams Wright Johnson & Oldfather, LLP

Friday, October 16

8:30am – 10:15am

Plenary 2: News from Franchising Leaders – Trends Top Franchise Brands Are Exploring

A Forum member will moderate a conversation with executives from leading franchise brands about the trends shaping their strategies and where they expect franchising to go over the next five years. Panelists will discuss how legal and regulatory developments, operational innovations, and changing consumer and market dynamics are influencing decisions on growth, technology, supply chain, and franchisee support. The session will explore concrete examples of initiatives brands are piloting or planning, how they measure success, and the practical implications for franchise systems and their advisors.

Speakers:

Caroline Krass, Hilton Worldwide Holdings Inc.

John Richardson, Culver's Restaurants

Susie Winders, RE/MAX Holdings, Inc.

Moderated by: **Elizabeth Weldon**, Haynes and Boone, LLP

Workshops

W-1: Mastering the Use of Expert Witnesses in Franchise Litigation

Expert testimony often determines the outcome of franchise disputes, influencing findings on lost royalties, brand valuation, operational performance, and consumer perception. This session will explore how to identify, prepare, and present expert witnesses. Panelists will discuss the types of expert testimony in franchise cases, how to align expert theories with central trial themes, build sound and defensible methodologies, and select the right evidence to support opinions. The program will also examine strategies for making complex financial and technical evidence understandable through clear presentation and effective demonstratives.

Bethany Appleby, DLA Piper LLP (US)

Lane Conrad, Miller Nash LLP

Mark Leitner, Laffey, Leitner & Goode LLC

W-2: Franchise Agreement Drafting Through a Litigator's Lens

Contract language is pivotal in franchising disputes. This workshop examines how drafting choices affect litigation outcomes. The panelists will offer their perspective on enforcing and defending against claims arising out of common franchise agreement provisions. Beyond dispute resolution provisions, the discussion will focus on more substantive clauses. The workshop will review cases that turned on specific language, highlight recurring drafting pitfalls, and explore emerging issues raising concerns among litigators.

Benjamin Kuhlmann, Laffey, Leitner & Goode LLC

Aaron-Michael Sapp, Cheng Cohen LLC

W-3: Fundamentals 201: Enforcement of Covenants Against Competition in Franchising

Non-competition claims remain a staple of franchise litigation. Often, a key issue is whether the franchisor can obtain preliminary or permanent injunctive relief. This workshop considers common issues that arise when seeking to enforce non-competes, including TRO and preliminary injunction practice; how courts weigh the familiar multi-factor test for injunctive relief; what evidence the

franchisor needs to obtain such relief; strategy questions about choice of forum and applicable law; the effect of terms in the franchise agreement, including how liquidated damages clauses affect injunctive relief claim; differences when seeking to enforce non-competes when there is and is not misuse of the franchisor's brand; and what strategies franchisees can use to defend such claims. In covering these topics, this workshop will explore recent developments in the case law, including potential changes to how non-competes are viewed in light of the California Supreme Court's decision in *Ixchel Pharma, LLC v. Biogen, Inc.*, and its progeny *BrightStar Franchising, LLC v. Foreside Mgmt. Co.*

John Doroghazi, Wiggin and Dana LLP

Sandra Gibbs, Mortenson Taggart Adams LLP

W-4: Strategic Termination Decisions: Protecting Franchisor Rights While Managing Underperforming Franchisees

Franchisors frequently face difficult decisions when dealing with breaching or struggling franchisees. This workshop explores when termination may not be the wisest course of action—even when legally justified—and examines strategic alternatives that better serve the parties' long-term interests. Panelists will discuss situations where maintaining the franchise agreement while pursuing legal remedies, such as non-compete enforcement, may be advantageous. The session will also address how to motivate underperforming franchisees without creating adverse evidence that could undermine a future "good cause" termination, particularly in jurisdictions with franchise protection laws. Attendees will learn strategies for crafting communications, building the record for use in litigation, and defining cure opportunities—all while preserving contractual rights and avoiding any implication of waiver or satisfaction with inadequate performance.

Elliot Ginsburg, Garner, Ginsburg & Johnsen, P.A.

Anne Jasorkowski, Subway

Heather Carson Perkins, Faegre Drinker Biddle & Reath LLP

Workshops

W-5: Navigating Regulatory Disputes: Administrative Challenges and Judicial Review

When issues arise with franchise or other government regulators, parties often face a critical choice: concede or challenge a regulator's decision. This workshop will equip attendees with practical strategies to contest regulatory actions under applicable administrative review statutes, including satisfying exhaustion requirements, building a proper evidentiary record, and preserving issues for appeal. Panelists will discuss when and how to seek judicial review—both pre- and post-hearing—and what standards of review are likely to apply. The workshop will also cover procedural and strategic hurdles unique to administrative litigation, such as limits on asserting constitutional claims, discovery of information held by government actors, motion practice, stays, and available remedies.

Dan Oates, Miller Nash LLP
Kyle Thomas Orne, DLA Piper LLP (US)

W-6: The Consequences of Silence: Prosecuting and Defending Franchise Omission Claims

Most franchise anti-fraud laws prohibit omissions of material facts—claims that demand a distinct approach. Omitted material facts can also form the basis for common law misrepresentation claims. This workshop will dissect the unique elements of a misrepresentation-by-omission claim, including establishing a duty-to-disclose, pleading materiality, and navigating causation theories that often hinge on “proving a negative.” Panelists will examine burden-shifting frameworks, evidentiary hurdles, leveraging agency guidance and enforcement trends, and strategies for both advancing omissions claims and defeating them at the motion to dismiss or summary judgment stage. The discussion will address key legal standards, the role of risk factors and Item 19 financial performance representations, and how context affects liability. This workshop will cover statutory omission claims under both U.S. and Canadian law.

Caroline Fichter, West Coast Franchise Law
Jennifer Brevorka, Hodgson Russ LLP

W-7: Obtaining Injunctive Relief in International Jurisdictions

Securing injunctive relief in international jurisdictions is a complex yet vital aspect of protecting franchise brands from intellectual property abuses and unfair competition. This workshop will delve into the strategic and procedural considerations for obtaining injunctive relief across different legal systems. The workshop will cover key aspects such as the types of injunctive relief available, jurisdictional challenges, and the criteria courts and arbitration organizations use to grant such relief. Panelists will discuss the procedural steps for seeking injunctions, including the preparation of necessary documentation and evidence, and the role of local counsel.

Victoria Hobbs, Bird & Bird LLP
Geoff Hunnisett, Osler, Hoskin & Harcourt LLP
Craig Tractenberg, Fox Rothschild LLP

W-8: No Questionnaire, No Problem – Reliance in Franchise Misrepresentation Cases

Regulatory guidance has curtailed franchisors' use of presale questionnaires and similar certifications to defeat reliance in misrepresentation cases. But the reliance battle is far from over. This practical workshop explores how franchisors and franchisees prove or undermine reliance without questionnaires, from crafting complaint allegations that survive heightened pleading requirements, to building or attacking reliance through documents, emails, sales process timelines, risk disclosures, Item 19 usage, and training materials. Panelists will offer best practices for discovery, including tailoring written discovery, sequencing corporate designee deposition testimony, and eliciting admissions on what prospects learned, when they discovered it, and why it mattered. The program will also address other defenses and issues in litigating reliance in misrepresentation cases, including integration clause and defenses and the role of disclaimers.

Anne Baroody, Bradley Arant Boult Cummings LLP
Himanshu Patel, Zarco Einhorn Salkowski, P.A.

Workshops

W-9: Fundamentals 201: Expanding the Discovery Toolbox – Overlooked Discovery Methods and Non-Party Evidence in Franchise Litigation

Is the smoking gun out there? How do you find it? This workshop examines underutilized discovery tools and other strategies litigators can use to develop evidence in franchise disputes. Panelists will discuss topics including pre-suit and expedited discovery, public records requests, on-site inspections of franchised locations, requests for admission, depositions of senior executives, investigations, audits, and discovery from non-parties - including other franchisees. Attendees will learn how to use and defend against these discovery methods, develop a comprehensive discovery strategy, and navigate privacy and competitive sensitivity concerns. The workshop will cover evidentiary issues and arguments to move discovery strategy into trial reality.

Wilson Miller, Haynes and Boone, LLP

Nicole Micklich, Dady & Gardner, P.A.

W-10: Beyond Trademarks: Navigating Other IP Claims

Franchise systems confront more than traditional trademark disputes. Learn how to tackle less-frequently litigated intellectual property disputes that can involve significant claims. The panel will address false advertising claims, domain name disputes, and strategies for protecting online brand identity. Attendees will learn about right of publicity claims, and influencers, particularly as they relate to the use of individuals' names, images, or likenesses in franchise advertising and promotions. Finally, the workshop will examine fair use and copyright issues, with an emphasis on emerging challenges posed by generative AI and digital content.

William Bryner, Kilpatrick Townsend & Stockton LLP

Benjamin Clements, TroyGould PC

Susan Meyer, UB Greensfelder LLP

W-11: Fundamentals 201: State Relationship Laws

Building on the Fundamentals of Franchising program, this workshop offers a detailed look at state franchise relationship laws, and recent developments in the application of relationship provisions. The workshop will highlight the most litigated provisions—termination and nonrenewal standards, transfer rights, alleged changes in competitive circumstances, good faith and fair dealing duties, market encroachment, discrimination, and post-term covenants—while mapping key similarities and divergences across jurisdictions. Attendees will also learn how choice-of-law provisions, forum-selection clauses, and anti-waiver provisions affect litigation strategy and decision-making.

Michael Braunstein, Zarco Einhorn Salkowski, P.A.

Larry LaTarte, Faegre Drinker Biddle & Reath LLP

Scott McIntosh, Quarles & Brady LLP

W-12: Protecting the Privilege: Ethical and Practical Considerations

This workshop is essential for anyone navigating the complexities of attorney-client privilege and attorney work product protection, including in-house counsel. It will highlight common scenarios in franchising where privilege is at risk—such as during sales and acquisitions, advising franchisee associations, counseling boards and senior management on the parameters of the privilege, communicating with shareholders or officers, addressing former employee communications, and working with investigators or consultants in litigation. Attendees will learn how privilege can be inadvertently waived through routine communications, document sharing, or the involvement of third parties. The workshop will also discuss the application of the Model Rules of Professional Conduct, including Rule 1.6(c), Rule 502 of the Federal Rules of Evidence and state law equivalents, and the effect of claw-back agreements on privilege determinations.

Amy Andrews, GoTo Foods, LLC

Nina Greene, Venable LLP

Workshops

W-13: Franchise Regulatory Update: Disclosure, Registration, and Relationship Hot Topics

This workshop delivers a concise, practice-focused update on federal and state franchise regulation, featuring insights from state regulatory authorities and highlighting trends in disclosure, registration, and relationship enforcement, plus ancillary initiatives impacting franchising. The workshop will explore persistent FDD ambiguities and divergent interpretations of the FTC Franchise Rule, informed by state examiner perspectives, with concrete guidance on Items 6, 7, 8, 11, and 20. Topics include treatment of remodeling and variable fees, area development Item 7 modeling, advertising fund disclosures, and Item 20 challenges such as non-operational locations, partial transfers, consolidations, and territory expansions.

Johanna Interian, Maryland Office Attorney General Securities Division

Earsa Jackson, Clark Hill PLC

Holly Mack-Kretzler, Washington Securities Division Department of Financial Institutions

Anthony Marks, Bryan Cave Leighton Paisner LLP

Stephen Olear, United States Small Business Administration

W-14: Cross-Border, Crossed Wires: The Drivers of Canadian Franchise Success Hiding in Plain Sight

Despite Canada's consistent status as the top international target for U.S. franchisors, success should not be taken for granted because too few brands adapt to the legal and business realities north of the border. This workshop examines why some U.S. brands thrive—and others stumble—when expanding into Canada. Panelists will shift the focus from how to enter Canada to what is different about the business and law of franchising in Canada, and why outcomes diverge, exploring the practical differences that matter—proactive vs reactive expansion strategy, the method of franchising chosen, IP protection, provincial disclosure regimes, corporate structure (including tax issues), operations, enforcement culture, supply chain and pricing dynamics, labor considerations, franchise recruitment and financing, bilingual and cultural expectations, territory and leasing nuances, franchise development,

finding the right advisors and the impact of differences in litigation and dispute resolution. The workshop will examine how these factors should impact a franchisor's strategy for entering the Canadian market.

Abhishek Dubé, Baker McKenzie International

Tanya Walker, Walker Law Professional Corporation

Larry Weinberg, Cassels Brock & Blackwell LLP

W-15: Navigating Legal and Business Risk in International Franchising

This workshop will provide an in-depth exploration of key components and best practices for performing pre-transaction business and legal assessments in the context of international franchising. Participants will learn how to assess the legal and regulatory environment in target markets, including local franchise laws, intellectual property protections, and compliance requirements. The workshop will cover essential activities such as structuring the arrangement, conforming franchise agreements to local law, evaluating the financial health and operational capabilities of potential franchisees, and identifying potential risks and liabilities.

Gustavo Alcocer, Olivares y Compañía, S.C.

Sam Sokoloff, Cassels Brock & Blackwell LLP

Workshops

W-16: Not a Franchise (We Promise): Structuring and Defending Alternative Business Models

Franchise attorneys are regularly tasked with structuring business arrangements to fall outside federal and state franchise and business opportunity laws, and assessing whether existing arrangements may have crossed the line and implicated these laws. This workshop will focus on key definitional elements of franchise and business opportunity laws, potential exemptions and exclusions, and administrative and case law interpreting the application of these laws to various distribution and licensing arrangements. The workshop will also describe popular alternatives to franchise and business opportunity arrangements, and practical tips for structuring them to avoid the initial and ongoing application of franchise and business opportunity laws.

Marc Lieberstein, Akerman LLP

Max J. Schott II, Larkin Hoffman Daly & Lindgren Ltd.

W-17: Mandating Service Providers and Suppliers in the Supply Chain

This workshop explores the mandated use of suppliers and service providers without overstepping legal boundaries or infringing on franchisee autonomy. Key topics include best practices for drafting supply chain provisions, communicating the value proposition to franchisees, the implications of mandating suppliers of generic products and services on franchise relationships, the impact of such requirements on franchisee operations and profitability, and potential joint employer and antitrust issues. The workshop will also address potential liability that franchisors can face for the acts and omissions of suppliers that franchisees are required to use.

Mackenzie Dimitri, Einbinder, Dunn, Dimitri & Bayer LLP

Len MacPhee, Polsinelli PC

W-18: Going Viral: Franchise Sales Advertising in the Digital World

This workshop covers the essentials of compliant franchise sales in the United States, including franchise advertising practices and registration obligations. Topics include working with agencies and brokers to ensure permissible communications, as well as monitoring and recordkeeping. The session addresses common pitfalls, such as mixing consumer-directed brand marketing with franchise offer communications, and using testimonials across multiple contexts without adapting them to ensure accuracy. It also identifies risks in financial performance claims, lead capture, and ad targeting. Participants will gain an understanding of the legal frameworks shaping these requirements and practices, including the FTC Franchise Rule; state registration and disclosure laws; modern state privacy laws such as the California Consumer Privacy Act; wiretapping statutes such as the California Invasion of Privacy Act; and phone and text regulations under the Telephone Consumer Protection Act and state variations. Panelists will provide practical guidance on streamlined compliance tools, including checklists, sample reviews, content controls, and escalation protocols tailored to webforms, email, SMS communications, and social platforms—helping franchise sales teams advertise credibly, respond efficiently to inquiries, and reduce enforcement or rescission risk.

Regina Amolsch, Plave Koch PLC

Jackie Romano, Purpose Brands, LLC

Workshops

W-19: Strategic Franchise Transfers

The right transfer can preserve brand value, maintain brand stability, and prevent costly disputes. This workshop offers guidance for structuring and closing franchise transfers under a variety of scenarios. Panelists will address navigating consent standards, rights of first refusal, and landlord assignments. The workshop will also walk through sequencing default notices and cure periods with lender and franchise agreement requirements to reduce challenge risk. Panelists will highlight negotiation strategies to align franchisor, franchisee, buyer, and creditor interests while protecting unit economics. Attendees will leave with practical content to move transfers to close, minimizing successor liability exposure and streamlining the process without over-engineering the deal.

Kerry Green, Sr. Counsel, Franchise
Susan Tegt, Scooters Coffee, LLC

W-20: Beyond Private Equity: The Rise of Royalty Buyers in Franchising

This workshop spotlights the Canadian-originated “royalty buyer” income trust model, alongside the related Whole Business Securitization, or WBS, structure, which has been used in U.S. franchising since the early-to-mid 2000s and has grown significantly over the past decade. In a royalty buyer transaction, an investor purchases all or a portion of a franchisor’s ongoing royalty stream rather than acquiring the entire operating business. The franchisor continues to run day-to-day operations, including training, marketing, brand management, and franchise development, while a defined portion of recurring royalty income flows to the royalty buyer. Unlike traditional private equity, royalty structures decouple operating control from the revenue stream, reallocate risk, and prioritize cash flows differently. Private equity, platform companies, strategic acquirers, emerging royalty buyers, and WBS structures offer franchisors distinct paths to liquidity, growth, financing, and control. This workshop will explore transaction structure, diligence, documentation, and ongoing compliance, while situating these alternatives within the broader landscape of private equity and strategic transactions. It will compare deal mechanics, governance, valuation, incentive alignment, and post-closing dynamics.

Andraya Frith, Osler, Hoskin & Harcourt LLP

Mark Kirsch, Lathrop GPM LLP
Peter Viitre, Sotos LLP

W-21: The Power and Peril of Release Clauses in Franchise Transactions

Releases are a cornerstone of all settlement agreements, but they also appear in renewal agreements, mid-term amendments, royalty waivers and remodel incentive addenda, and other franchise documents. Miscalibration of release language can result in the unintended forfeiting of some claims, a failure to bar certain claims, or even invalidation of the entire release. Panelists will explore legal considerations in drafting and deploying effective release provisions. They will cover general enforceability of releases; whether and when releases should be mutual; circumstances in which fraud or duress can invalidate a release; the impact of franchise relationship law anti-waiver provisions; and the use of releases in ongoing franchise relationships and associated risks. Panelists will provide practical guidance on defining the scope of released claims, addressing known and unknown claims, negotiating mutuality and consideration, and avoiding common traps in serial amendments or conflicting documents.

Michael Boxerman, Marcus Boxerman & Chatman, LLP
Justin Sallis, Lathrop GPM LLP

Workshops

W-22: National Accounts Done Right: Structure, Key Provisions, and Friction Points

National accounts can drive growth but also can create tension in franchise systems. This workshop highlights practical ways franchisors and franchisees can structure and manage large customer programs while protecting brand standards and healthy unit economics. Panelists will discuss core contract building blocks to help establish clear roles and responsibilities, simple and clear rebate and marketing terms, and sensible data and confidentiality expectations. The workshop will also examine issues such as pricing, service expectations, territory coordination, and performance tracking. Panelists will identify common friction points and explore best practices for addressing them early.

Erin Johnsen, Garner Ginsburg & Johnsen P.A.

Beata Krakus, UB Greensfelder LLP

Ruth Mendez, Jiffy Lube International, Inc.

W-23: Ethical Considerations in the Use of AI in Franchise Practice

AI is transforming the world and franchise law is not immune from that transformation. This workshop examines core ethical issues when using AI, including competence (Model Rule 1.1), confidentiality (Model Rule 1.6), supervision (Model Rule 5.1), billing transparency (Model Rule 1.5), and communications (Model Rule 1.4 & 7.1), from both outside and in-house counsel perspectives. Attendees will learn best practices for engagement letters that disclose and govern AI use, client consent and data handling, vendor due diligence, human review and quality controls, and allocation of responsibility for AI-assisted work. The workshop will also cover risks such as model limitations and hallucinations, truthfulness in filings, and evidentiary integrity.

Chad Finkelstein, Dale & Lessmann LLP

Sam Mallick, Haynes and Boone, LLP

Antonia Scholz, Cheng Cohen LLP

W-24: Audit Rights: Perspectives from Both Sides of the Aisle

Audit clauses drive revenue compliance and often spark franchisor-franchisee disputes. Panelists will address triggering events, scope, and methodology; access to POS and third-party platform data; confidentiality and data privacy limits; and calculating underreporting. The workshop will also cover defending audit scope as proportional, challenging sampling and extrapolation, and preserving privilege when counsel guides the audit. Attendees will learn best practices for audit protocols, hold notices and preservation, expert use at summary judgment and trial, and using audits as a settlement tool.

Mohammad Alturk, Greenberg Traurig, LLP

Michael Einbinder, Einbinder, Dunn, Dimitri & Bayer LLP

Carriann Sillman, Anywhere Real Estate, Inc.

Program Schedule

Wednesday, October 14

7:30am – 6:30pm

Forum Registration

10:00am – 4:00pm

Intensive 1: Fundamentals of Franchising

11:00am – 4:30pm (concurrent)

Intensive 2: Half-Day MBA for Franchise Lawyers: Understanding and Using Financial Information

Intensive 3: Safeguarding the System – Cybersecurity Challenges and Opportunities for Franchise Networks

5:00pm – 6:30pm

Welcome Reception

Sherton Centre Toronto Hotel

7:00pm – 11:00pm

Newcomers/YLD Networking Event*

El Mocambo

Thursday, October 15

7:00am – 5:45pm

Forum Registration

7:00am – 8:15am (concurrent)

Networking Continental Breakfast

Law Professors' Breakfast

LADR Breakfast*

Paralegal/Franchise Administrators Breakfast

8:30am – 10:15am

Awards Presentation & Plenary 1: Annual Developments

10:00am – 12:00pm

Spouse/Guest Event*

Bata Shoe Museum

10:30am – 11:45am

Concurrent Workshops

W-4: Strategic Termination Decisions: Protecting Franchisor Rights While Managing Underperforming Franchisees

W-9: Fundamentals 201: Expanding the Discovery Toolbox – Overlooked Discovery Methods and Non-Party Evidence in Franchise Litigation

W-13: Franchise Regulatory Update: Disclosure, Registration, and Relationship Hot Topics

W-15: Navigating Legal and Business Risk in International Franchising

W-17: Mandating Service Providers and Suppliers in the Supply Chain

W-21: The Power and Peril of Release Clauses in Franchise Transactions

W-23: Ethical Considerations in the Use of AI in Franchise Practice

12:00pm – 1:15pm (concurrent)

Networking Lunch

Diversity Caucus Lunch

1:30pm – 2:45pm

Concurrent Workshops

W-1: Mastering the Use of Expert Witnesses in Franchise Litigation

W-2: Franchise Agreement Drafting Through a Litigator's Lens

W-7: Obtaining Injunctive Relief in International Jurisdictions

W-8: No Questionnaire, No Problem – Reliance in Franchise Misrepresentation Cases

W-18: Going Viral: Franchise Sales Advertising in the Digital World

W-20: Beyond Private Equity: The Rise of Royalty Buyers in Franchising

W-24: Audit Rights: Perspectives from Both Sides of the Aisle

Program Schedule

3:00pm – 4:15pm

Concurrent Workshops

W-3: Fundamentals 201: Enforcement of Covenants Against Competition in Franchising

W-5: Navigating Regulatory Disputes: Administrative Challenges and Judicial Review

W-6: The Consequences of Silence: Prosecuting and Defending Franchise Omission Claims

W-11: Fundamentals 201: State Relationship Laws

W-14: Cross-Border, Crossed Wires: The Drivers of Canadian Franchise Success Hiding in Plain Sight

W-16: Not a Franchise (We Promise): Structuring and Defending Alternative Business Models

W-19: Strategic Franchise Transfers

4:30pm – 5:45pm

Concurrent Workshops

W-10: Beyond Trademarks: Navigating Other IP Claims

W-12: Protecting the Privilege: Ethical and Practical Considerations

W-20: Beyond Private Equity: The Rise of Royalty Buyers in Franchising

W-21: The Power and Peril of Release Clauses in Franchise Transactions

W-22: National Accounts Done Right: Structure, Key Provisions, and Friction Points

W-23: Ethical Considerations in the Use of AI in Franchise Practice

6:00pm - 6:45pm

International Reception*

Sheraton Centre Toronto Hotel

7:00pm – 10:00pm

Forum's 49th Annual Reception and Dinner

Hockey Hall of Fame

Friday, October 16

7:00am – 4:00pm

Forum Registration

7:00am – 8:15am (concurrent)

Networking Continental Breakfast

Corporate Counsel Breakfast*

Solo/Small Firm Breakfast*

8:30am – 10:15am

Annual Business Meeting & Plenary 2: News from Franchising Leaders – Trends Top Franchise Brands Are Exploring

10:30am – 11:45am

Concurrent Workshops

W-2: Franchise Agreement Drafting Through a Litigator's Lens

W-11: Fundamentals 201: State Relationship Laws

W-12: Protecting the Privilege: Ethical and Practical Consideration

W-13: Franchise Regulatory Update: Disclosure, Registration, and Relationship Hot Topics

W-15: Navigating Legal and Business Risk in International Franchising

W-22: National Accounts Done Right: Structure, Key Provisions, and Friction Points

W-24: Audit Rights: Perspectives from Both Sides of the Aisle

12:00pm – 1:15pm (concurrent)

Networking Lunch

Women's Caucus Lunch*

1:30pm – 2:45pm

Concurrent Workshops

W-3: Fundamentals 201: Enforcement of Covenants Against Competition in Franchising

Program Schedule

W-4: Strategic Termination Decisions: Protecting Franchisor Rights While Managing Underperforming Franchisees

W-6: The Consequences of Silence: Prosecuting and Defending Franchise Omission Claims

W-8: No Questionnaire, No Problem – Reliance in Franchise Misrepresentation Case

W-10: Beyond Trademarks: Navigating Other IP Claims

W-17: Mandating Service Providers and Suppliers in the Supply Chain

W-19: Strategic Franchise Transfers

3:00pm – 4:15pm

Concurrent Workshops

W-1: Mastering the Use of Expert Witnesses in Franchise Litigation

W-5: Navigating Regulatory Disputes: Administrative Challenges and Judicial Review

W-7: Obtaining Injunctive Relief in International Jurisdictions

W-9: Fundamentals 201: Expanding the Discovery Toolbox – Overlooked Discovery Methods and Non-Party Evidence in Franchise Litigation

W-14: Cross-Border, Crossed Wires: The Drivers of Canadian Franchise Success Hiding in Plain Sight

W-16: Not a Franchise (We Promise): Structuring and Defending Alternative Business Models

W-18: Going Viral: Franchise Sales Advertising in the Digital World

6:30pm – 9:00pm

Reception and Dinner*

Mill Street Brewery

Saturday, October 17

10:00am - 12:00pm

Group Tour*

Royal Ontario Museum

*Events indicated have an additional fee.



Speaker List

Gustavo Alcocer, Olivares y Compañía, S.C.
Jeffrey Allen, Graves Allen
Mohammad Alturk, Greenberg Traurig, LLP
Regina Amolsch, Plave Koch PLC
Amy Andrews, GoTo Foods, LLC
Bethany Appleby, DLA Piper LLP (US)
Anne Baroody, Bradley Arant Boult Cummings LLP
Michael Boxerman, Marcus Boxerman & Chatman, LLP
Michael Braunstein, Zarco Einhorn Salkowski, P.A.
Jennifer Brevorka, Hodgson Russ LLP
Charlie Britt, Wyndham Hotels & Resorts
William Bryner, Kilpatrick Townsend & Stockton LLP
Kerry Bundy, Great Clips, Inc.
Benjamin Clements, TroyGould PC
Lane Conrad, Miller Nash LLP
Matthew DeAntonio, Bradley Arant Boult Cummings LLP
Mackenzie Dimitri, Einbinder, Dunn, Dimitri & Bayer LLP
John Doroghazi, Wiggin and Dana LLP
Abhishek Dubé, Baker McKenzie International
Michael Einbinder, Einbinder, Dunn, Dimitri & Bayer LLP
Caroline Fichter, West Coast Franchise Law
Chad Finkelstein, Dale & Lessmann LLP
Joseph Fittante, Larkin Hoffman Daly & Lindgren Ltd.
Andraya Frith, Osler, Hoskin & Harcourt LLP
Ronald K. Gardner, Jr., Dady & Gardner, P.A.
Eleanor Gerhards, Fox Rothschild LLP
Sandra Gibbs, Mortenson Taggart Adams LLP
Elliot Ginsburg, Garner, Ginsburg & Johnsen, P.A.
Kerry Green, Sr. Counsel, Franchise
Nina Greene, Venable LLP
Susan Grueneberg, Cozen O'Connor P.C.
Victoria Hobbs, Bird & Bird LLP
Geoff Hunnisett, Osler, Hoskin & Harcourt LLP
Johanna Interian, Maryland Office Attorney General Securities Division

Earsa Jackson, Clark Hill PLC
Anne Jasorkowski, Subway
Erin Johnsen, Garner Ginsburg & Johnsen, P.A.
Mark Kirsch, Lathrop GPM LLP
Theresa Koller, Cline Williams Wright Johnson & Oldfather, LLP
Beata Krakus, UB Greensfelder LLP
Caroline Krass, Hilton Worldwide Holdings Inc.
Benjamin Kuhlmann, Laffey, Leitner & Goode LLC
Beth LaBreche, LaBreche, Inc.
Larry LaTarte, Faegre Drinker Biddle & Reath LLP
Mark Leitner, Laffey, Leitner & Goode LLC
Marc Lieberstein, Akerman LLP
Holly Mack-Kretzler, Washington Securities Division Department of Financial Institutions
Len MacPhee, Polsinelli PC
Christopher Mair, Greenberg Traurig, LLP
Sam Mallick, Haynes and Boone, LLP
Anthony Marks, Bryan Cave Leighton Paisner LLP
Scott McIntosh, Quarles & Brady LLP
Ruth Mendez, Jiffy Lube International, Inc.
Susan Meyer, UB Greensfelder LLP
Nicole Micklich, Dady & Gardner, P.A.
Wilson Miller, Haynes and Boone, LLP
Dan Oates, Miller Nash LLP
Stephen Olear, United States Small Business Administration
Kyle Thomas Orne, DLA Piper LLP (US)
Himanshu Patel, Zarco Einhorn Salkowski, P.A.
Heather Carson Perkins, Faegre Drinker Biddle & Reath LLP
Lee Plave, Plave Koch PLC
Lisa Plonka, Plante & Moran, PLLC
John Richardson, Culver's Restaurants
Jackie Romano, Purpose Brands, LLC
Justin Sallis, Lathrop GPM LLP
Aaron-Michael Sapp, Cheng Cohen LLC

Speaker List

Karen Satterlee, Hilton Worldwide Holdings Inc.
Antonia Scholz, Cheng Cohen LLP
Max J. Schott II, Larkin Hoffman Daly & Lindgren Ltd.
Carriann Sillman, Anywhere Real Estate, Inc.
Sam Sokoloff, Cassels Brock & Blackwell LLP
Susan Tegt, Scooters Coffee, LLC
Craig Tractenberg, Fox Rothschild LLP
Tamika Tremaglio, Secretariat Advisors, LLC
Peter Viitre, Sotos LLP
Tanya Walker, Walker Law Professional Corporation
Larry Weinberg, Cassels Brock & Blackwell LLP
Susie Winders, RE/MAX Holdings, Inc.
Will K. Woods, Baker McKenzie International



Social & Special Events

WEDNESDAY, OCTOBER 14

5:00pm – 6:30pm

Welcome Reception

Sheraton Centre Toronto Hotel

7:00pm – 11:00pm

Newcomers/YLD Networking Event*

El Mocambo



THURSDAY, OCTOBER 15

7:00am – 8:15am (concurrent)

Networking Continental Breakfast

Law Professors' Committee Breakfast

Paralegal/Franchise Administrators

Breakfast

LADR Breakfast*

10:00am – 12:00pm

Spouse/Guest Event*

Bata Shoe Museum

12:00pm – 1:15pm (concurrent)

Networking Lunch

Diversity Caucus Lunch

6:00pm – 6:45pm

International Reception*

Sheraton Centre Toronto Hotel

7:00pm – 10:00pm

Forum's 49th Annual Reception
and Dinner

Hockey Hall of Fame

FRIDAY, OCTOBER 16

7:00am – 8:15am (concurrent)

Networking Continental Breakfast

Corporate Counsel Breakfast*

Solo/Small Firm Breakfast*

12:00pm – 1:15pm (concurrent)

Networking Lunch

Women's Caucus Lunch*

6:30pm – 9:00pm

Reception and Dinner*

Mill Street Brewery

SATURDAY, OCTOBER 17

10:00am – 12:00pm

Group Tour*

Royal Ontario Museum



**Events indicated have an additional fee.*

Conference Information

1. Hotel Information

The conference will be held at the Sheraton Centre Toronto Hotel, 123 Queen St W, Toronto, ON M5H 2M9, Canada.

2. Hotel Reservations

The Forum on Franchising has negotiated a special room rate of \$369 CAD per night plus applicable taxes: 13% Harmonized Sales Tax + 6% Municipal Accommodation Tax in effect at the time of check out for single or double occupancy.

Reservations can be made online at <https://book.passkey.com/e/51268557>.

The deadline for booking your room is Sunday, September 20, 2026 at 5:00pm (CT) or once the room block is full, whichever occurs first. We strongly recommend you book your hotel room early.

3. Air Travel

ABA Airfare discounts are available at American Airlines available at Egencia. Car rental discounts and more information is available at www.americanbar.org/membership/aba_advantage_discounts/egencia.html.

4. Ground Travel

The Sheraton Centre Toronto Hotel is approx. 15 minutes from Billy Bishop Toronto City Airport, and 35 minutes from Toronto Pearson International Airport. Taxi service, Uber & Lyft are available from both airports.

5. Program Registration

To register for all programs and events described in this brochure, we encourage you to register online at <http://www.americanbar.org/groups/franchising>. Confirmations will be e-mailed to you following the electronic registration receipt. In order to be included in the list of program attendees, you must register by September 30, 2026. Guest tickets for special events are available for an additional fee. Please see the registration form for price details.

6. On-site Check In

Beginning Wednesday, October 14 at 7:30am, attendees may check in at the Forum registration desk to pick up registration packets that contain name badges and course materials. Registration will open again October 15 from 7:00am to 5:45pm and October 16 from 7:00am to 4:00pm.

7. On-site Registration

On-site registration is available for those persons who missed the registration deadline. If you plan to register at the door, please contact Tiffany Goldston, Tiffany.Goldston@americanbar.org on or before September 30, 2026 to confirm that space is still available. Failure to call in advance may preclude admission to a sold-out conference. Onsite registrants must pay the registration fees by check, money order, Visa, MasterCard, or American Express. No cash will be accepted. No registrations will be accepted without payment.

8. Tuition Information

Tuition for the intensive programs is separate and in addition to the main program registration fee. Intensive program tuition includes course materials, lunch, and welcome reception. Tuition for the main program includes admission to the two-day program, welcome reception, continental breakfasts, beverage breaks, lunches, course materials and the 49th Annual Reception & Dinner. The Forum will be providing this year's program materials electronically on the ABA Franchising 2026 app and via a web link only. A limited number of scholarships may be available. For more information contact Tiffany Goldston, Tiffany.Goldston@americanbar.org.

9. Cancellation Policy

Registrants who are unable to attend the conference will receive a refund less a \$65 administrative fee if written cancellation is received by September 14, 2026. Cancellations may be e-mailed to Tiffany Goldston, Tiffany.Goldston@americanbar.org. No refunds will be granted after September 14, 2026. Substitutions are acceptable, or conference materials will be sent

Conference Information

in lieu of a refund after the program. The Forum reserves the right to cancel any programs and assumes no responsibility for personal expenses.

10. CLE Credit

The ABA will seek 17.25 hours of CLE credit in 60-minute states, and 20.79 hours of CLE credit for this program in 50-minute states including 3.75 hours of CLE ethics credit in 60-minute states and 4.5 hours of CLE ethics credit in 50-minute states. Credit hours are estimated and are subject to each state's approval and credit rounding rules. Please visit the program website for program CLE details or visit www.americanbar.org/mcle for general information on CLE at the ABA.

11. Membership

To encourage registrants to join the ABA Forum on Franchising, the reduced member's tuition rate will be extended to registrants who join the Forum when they register for the conference. Forum membership dues are \$75 for attorneys/associates and free for law students. Please include a separate check (payable to the American Bar Association) for membership dues.

12. Additional Course Materials

Materials for all programs may be available for purchase after the conference by calling the ABA Service Center at 800-285-2221.

13. Forum Policy Regarding Self Promotion and Conflicts

In order to ensure a spirit of collegiality at the Annual Forum, please respect the Forum on Franchising's policy which provides that no individual, group or entity (other than the ABA) may engage in any type of self-promotion or conflicting activities (such as giving gifts; hosting group functions i.e., more than six guests including meals, parties, sporting events, meetings or seminars; or displaying or distributing advertising, marketing materials, books, articles, case reports or anything of value or scheduling non-Forum sponsored group meetings) at or in connection

with the Annual Forum or any Forum sponsored events (i.e., from the time the first event or program starts to the time the last event or program ends), in or near the city where the Forum event is taking place. The 2026 Annual Forum starts at 10:00am, Wednesday, October 14 and concludes at the end of dinner on Friday, October 16 at 9:00pm.

14. Tax Deduction for Educational Expenses

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

15. Communication Notice:

Your email address will only be used by the ABA and its entities. We do not sell or rent email addresses to anyone outside the ABA. The ABA will also not share email addresses to unrelated third parties, affiliates or ABA members. Please understand, however, that your email address may be visible to other attorneys, others who have interest in the legal profession and ABA events, as well as the general public through Directory Lists. The ABA may also share your email address with third parties to enable the ABA to take security measures to help protect against unauthorized access to or unauthorized alteration, disclosure or destruction of data. Finally, the ABA may share email addresses with third parties as necessary for the ABA to perform certain services on your behalf, such as packaging, mailing and delivering products and processing event registrations and to respond to your service requests.

16. Privacy Notice:

Registration for, attendance at, or participation in the Forum conferences and other associated activities constitutes an agreement by the registrant or participant to permit the American Bar Association to use and distribute (both now and in the future) the registrant's or participant's image or voice in photographs, videotapes, electronic reproductions, and audio-tapes of such event and activities.

Conference Information

17. Copyright Notice:

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18. Americans with Disabilities Act

If special arrangements are required for disabled individuals to attend this program, please contact Tiffany Goldston, Tiffany.Goldston@americanbar.org by September 30, 2024.

19. Dress

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

20. For the Latest Program Information

Please visit the Forum on Franchising Annual meeting site at www.americanbar.org/groups/franchising.html

21. Questions

If you have questions or require additional conference information contact Tiffany Goldston, Tiffany.Goldston@americanbar.org.

22. Scholarship

In accordance with MCLE requirements, the American Bar Association offers financial hardship scholarships for live, in-person, and multi-session virtual event CLE programs.

If you would like to apply, please review our Scholarship Policy and Application at <http://ambar.org/cle-scholarship>.



ABA
AMERICANBARASSOCIATION
Forum on Franchising

ABA Forum on Franchising
Toronto, October 14-16, 2026