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the legal profession



Franchising™
Building local businesses,
one opportunity at a time.

25th Annual Joint Conference

Organized by the International Franchising Committee of the
International Bar Association's Legal Practice Division and
the International Franchise Association

Navigating Rough Financial Seas in International Franchising



Conference Chair:
Penny Ward
Baker & McKenzie
Sydney, Australia

For more information on this program,
find it at www.franchise.org

May 19-20, 2009

JW Marriott
Washington, DC, USA



Programme

Tuesday, May 19

6:00 pm

Reception & Dinner*

The Occidental Grill, Willard Hotel
1475 Pennsylvania Avenue, NW
Washington, DC

*Cocktails and hors d'oeuvres will be served from 6:00 pm – 7:00 pm.
Dinner will be served at 7:00 pm.

Wednesday, May 20

7:30 am

Registration and Continental Breakfast

8:00 am – 8:15 am

Welcome & Introduction

8:15 am – 9:30 am

Plenary I

World-Wide Economic Distress

This plenary will address how franchisors have dealt with system-wide economic distress when either they or their master franchisees and franchisees have developed financial difficulties. It will review the range of options available to franchisors (e.g., transfer, termination, buyback, loans, royalty reductions or holidays, etc.).

Moderator:

John Baer, Sonnenschein Nath & Rosenthal LLP, Chicago, Illinois, USA

Speakers:

Andrew Loewinger, Nixon Peabody LLC, Washington, DC, USA

Remi Delforge, Manasse & Delforge, Nice, France

Andrew Wiseman, Allens Arthur Robinson, Sydney, Australia

9:35 am – 10:35 am

Concurrent Interactive Roundtable Discussions

Choice of Law, Dispute Resolution Mechanisms and Forum Selection

What considerations are involved in choosing applicable law, dispute resolution mechanisms and forum, and when can they be traps for the unwary?

Discussion Leaders:

Michael Brennan, DLA Piper LLP, Chicago, Illinois, USA

Christoph Wildhaber, Streichenberg und Partner, Zurich, Switzerland

Financial Disclosure and Financial Performance Representations

When are they required and in what form may they be made? When is it a good idea to disclose and when is it not?

Discussion Leaders:

Shelley Spandorf, Davis Wright Tremaine LLP, Los Angeles, California, USA

Lee Plave, Plave Koch PLC, Reston, Virginia, USA

Managing the Use of the Internet in Sales and Advertising in an International Franchise System

When a franchise system expands internationally, a franchisor must adapt to multiple cultures and languages. This round table will address issues related to control of advertising for the goods and services of the system.

Discussion Leaders:

Michael Lindsey, Paul Hastings Janofsky & Walker, Los Angeles, California, USA

Marco Hero, Tigges Rechtsanwälte, Dusseldorf, Germany

10:35 am – 10:50 am

Refreshment Break

10:50 am – 12:15 pm

News From Around the World

This session is the traditional roundup of developments in franchising from jurisdictions around the world.

Moderator:

Penny Ward, Baker & McKenzie, Sydney, Australia

Speakers:

Canada ~ Bruno Floriani, Lapointe Rosenstein, LLP, Montreal, Quebec, Canada

United Kingdom ~ John Pratt, Hamilton Pratt, Birmingham, England, United Kingdom

European Union ~ Karsten Metzloff, Noerr Stiefenhofer Lutz, Berlin, Germany

Brazil ~ Luiz Henrique do Amaral, Dannemann Siemsen, Rio de Janeiro, Brazil

United States ~ David French, International Franchise Association, Washington, DC, USA

Japan ~ Dr. Souichirou Kozuka, Sophia University, Tokyo, Japan

12:15 pm – 1:30 pm

Buffet Lunch and Hotel Check-out

1:30 pm – 2:30 pm

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GENERAL INFORMATION

Date

May 19-20, 2009

Venue

JW Marriott
1331 Pennsylvania Avenue, NW
Washington, DC, 20036 USA
Tel: +1 (202) 393-2000
Fax: +1 (202) 626-6991

To make your hotel reservations, please call 1-800-266-9432 or 506-474-2009 (int'l) and indicate you are attending the International Franchise Association program. You may also register online at <https://resweb.passkey.com/go/ifalegal2009>. Our room rate for a standard room is \$280 (single) or \$300 (double) per night. **The deadline for making reservations is April 22 (or when the IFA room block is filled.)** Once the room block is sold out, reservations will be accepted on a space and rate availability basis. For more information about the Marriott, visit www.marriott.com/wasjw.

Hotel Rates

US \$ 280 Single
US \$ 300 Double

Language

The working language of the Conference will be English.

Conference Registration Fees

IBA or IFA members @ US \$ 525 per person
Non Member @ US \$ 675 per person

Conference Registration fees include:

- Attendance at all educational sessions
- Conference working materials
- Reception and Dinner on Tuesday, May 19
- Breakfast on Wednesday, May 20
- Refreshment Breaks on Wednesday, May 20
- Lunch on Wednesday, May 20

Pre-Registration and Payment of Fees

Pre-registration for the IBA/IFA Joint Conference closes on May 6. If you are not able to meet this deadline, please register at our onsite Registration Desk beginning Monday afternoon (there will be a \$50 onsite processing fee). To register for all events described in this brochure, please complete one registration form per person and send with payment to the IFA Office in Washington, DC. Payment of fees should be in US dollars, by check or bank draft drawn on a US bank and made payable to the International Franchise Association (Federal Tax ID # 36-6108621) or by Visa, MasterCard, American Express or Discover Card. If you would like to pay by wire transfer, please contact the IFA Office at 202/628-8000 for account information.

Cancellations

Full refunds (minus a \$50 administration fee) will be granted for registrations cancelled at least 14 days in advance of the conference. A 50% refund (minus a \$50 administration fee) will be provided for registrations cancelled 7-14 days in advance. No refunds will be permitted for cancellations less than 7 days in advance or for "no-shows." All requests for refunds must be made in writing to the IFA. Substitutions are permitted at any time.

Social Programme

A special networking reception and dinner will be held on the evening of May 19 at the Occidental Grill in downtown Washington, DC across the street from the JW Marriott. The cost of the reception and dinner is included in the registration fee.

Conference attendees wishing to purchase an additional dinner ticket for Tuesday evening can do so @ US \$150 per ticket.

Persons who are not able to attend the entire conference but wish to purchase a dinner ticket for Tuesday evening can do so @ US \$200 per ticket.

Earn Credits

This conference has been accredited for CPD by the Law Society of England and Wales. Delegates should ask staff at the registration desk for information on how to obtain the hours. US CLE Accreditation has been approved by the State Bar of New York and the State Bar of California. IBA certificates of attendance will be available for lawyers from self-reporting US states. Contact Kelly Savage (Kelly.savage@intbar.org) at the IBA for more information.

In addition, you may also earn Continuing Legal Education Credits (CLE's) in most US states by attending this conference. Details on how to obtain credits will be available onsite at the IFA Registration Desk.



You will earn 300 Education credits toward the completion of the Certified Franchise Executive (CFE) accreditation by attending the IBA/IFA Joint Conference.

Financial Disclosure and Financial Performance Representations

When are they required and in what form may they be made? When is it a good idea to disclose and when is it not?

Discussion Leaders:

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2:30 pm – 2:45 pm Refreshment Break

2:45 pm – 4:00 pm Plenary II

When Insolvency Strikes

What are the implications for an international franchise system when several master franchisees and unit franchisees in different jurisdictions become insolvent? How may a franchisor protect its interests across borders in different jurisdictions before and after bankruptcy filings? This program will address these issues in the context of a global financial crisis.

Moderator:

Rocio Belda, Garrigues, Madrid, Spain

Speakers:

Dean Waldt, Ballard Spahr Andrews & Ingersoll, Voorhees, New Jersey, USA
Mark Abell, Field Fisher Waterhouse, London, England, United Kingdom
André Lombart, CMS De Backer, Brussels, Belgium

4:00 pm Conference Adjourns

25th Annual IBA/IFA Joint Conference Registration Form

May 19-20, 2009 ~ JW Marriott ~ Washington, DC, USA

Please read the "General Information" section before completing this form and return it with your payment to the address below. Please complete one form per person. Pre-registration for the IBA/IFA Joint Conference closes on May 6. To register after this date, please visit our onsite Registration Desk beginning the afternoon of May 19.

Full Name _____

Badge Name _____ Title _____

Company _____

Address _____

City, State, Zip, Country _____

Telephone _____ Fax _____

Email _____

Check here if you have special needs to fully participate. Please specify: _____

Please Mark the Appropriate Boxes:

Registration Fees are Per Person.

- | | | |
|---|---|----------|
| <input type="checkbox"/> IBA or IFA Member | US \$ 525 per person | \$ _____ |
| <input type="checkbox"/> Non-Member | US \$ 675 per person | \$ _____ |
| <input type="checkbox"/> Additional Dinner Tickets for Conference Attendees | US \$ 150 per person X _____ = \$ _____ | |
| Guest Name (for Dinner) _____ | | |
| <input type="checkbox"/> Dinner Tickets for Non-Conference Attendees | US \$200 per person X _____ = \$ _____ | |

Total US \$ _____

Payment Method

- Check Enclosed Payable to "IFA" (Federal Tax ID #36-6108621)
- Credit Card: American Express, Discover Card, MasterCard, VISA (circle one)
- Account # _____ Expiration _____
- Card Member Name _____
- Billing Address _____
- Signature _____

Complete and return with payments to:

International Franchise Association
c/o 25th Annual IBA/IFA Joint Conference
1501 K Street, NW, Suite 350
Washington, DC 20005 USA
Telephone + 1 (202) 628-8000 Fax + 1 (202) 628-0812

For Hotel Reservations:

To make your hotel reservations, please call 1-800-266-9432 or 506-474-2009 (int'l) and indicate you are attending the IFA Conference to receive our negotiated rate. You may also register online at <https://resweb.passkey.com/go/ifalegal2009>. The deadline for making reservations is April 22 (or when the IFA room block is filled.)

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International Bar Association (IBA) – the global voice of the legal profession

The International Bar Association (IBA), established in 1947, is the world's leading organisation of international legal practitioners, bar associations and law societies. The IBA influences the development of international law reform and shapes the future of the legal profession throughout the world.

With a membership of more than 35,000 individual lawyers, 73 Group Member Law Firms and 197 bar associations and law societies spanning all continents the IBA has considerable scope and expertise in providing assistance to the global legal community.

Divisions and committees

Grouped into two divisions – the Legal Practice Division and the Public and Professional Interest Division – the IBA covers all practice areas and professional interests, providing members with access to leading experts and up-to-date information. Through the various committees of the divisions, the IBA enables an interchange of information and views among its members as to laws, practices and professional responsibilities relating to the practice of business law around the globe.

International Bar Association

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Franchising™
Building local businesses,
one opportunity at a time.

International Franchise Association (IFA) – the Voice of Franchising

The International Franchise Association, founded in 1960, is the oldest and largest association in the world representing franchisors, franchisees and suppliers to the franchise community. The IFA represents more than 1,300 franchisors, thousands of franchisees and more than 600 franchise community suppliers. IFA's members have franchise operations in virtually every corner of the globe, and IFA serves as a

resource center for both current and prospective franchisors and franchisees, public policy makers, legislators, regulators, the media and the general public.

IFA's membership services include educational seminars and conferences, publications, trade shows, marketing and promotional assistance, government and public relations activities and international and minority outreach programs. The IFA actively promotes educational awareness programs for franchise investors and educational programs for franchisors to ensure compliance with franchise disclosure laws and regulations. The IFA is instrumental in creating and implementing programs designed to safeguard franchising from abuse by fraudulent operators.

International Franchise Association

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