



FRANCHISING & DISTRIBUTION

Arizona franchise attorneys at Gallagher & Kennedy help clients meet their growth, development and management objectives by implementing creative strategies, customized plans and programs, strong agreements and unique solutions, accomplishing all challenges efficiently and effectively. Our attorneys have experience representing franchise systems of all sizes, from local start-ups to regional and national brands with hundreds of locations across the country. Whether guiding emerging businesses through the launch of a new franchise system or helping existing companies maintain, expand or protect their valuable systems and other intellectual property, our multidisciplinary team sustains a results-oriented focus to produce cost-effective solutions.

Because our attorneys have significant experience throughout the life cycle of a franchise system, we are able to provide effective advice and counsel with respect to diverse, often complex franchise-related issues. With every relationship, we are committed to delivering the solutions required to help clients plan for today and lay the foundation for tomorrow.

ACHIEVING YOUR GOALS

- **Develop, Structure, and Launch Franchise Programs.** We determine the types of agreements our clients need and the information that should be included. We help our clients set up their franchise systems in simple, efficient ways to protect their valuable assets. While we draw from our previous work to promote efficiency, we also customize your documents to your unique culture and business goals.
- **Comply with state and federal disclosure and registration requirements.** We prepare Franchise Disclosure Documents to meet Federal Trade Commission and state requirements. We help clients craft financial performance representations to assist potential franchisees in evaluating the franchise opportunity. Our team efficiently files and prosecutes state franchise registrations and exemptions. We advise on the rules and risks of marketing the franchise opportunity, online and off, directly and through brokers.
- **Present the Franchise Business Effectively.** We help our clients present their franchise business in a simple, straightforward manner. Franchise documents and agreements can be long and overwhelming, so we write simple, concise and straightforward contracts to be user-friendly without sacrificing the legal protection our clients expect and require.
- **Manage franchise relationships.** Franchise systems are evolutionary. Franchisors learn through practice and routinely make changes to improve their systems, relationships, and operations based upon their experience with current franchisees. We have the experience to blend our legal advice and industry experience with your business judgment and expertise to efficiently manage the evolution of your franchise system. We help clients comply with their legal obligations in renewing or not renewing franchise agreements. We navigate both simple and complex ownership changes. We structure franchise advisory councils and advertising cooperatives. We negotiate and prepare workout arrangements and protect franchisor interests in bankruptcy and receivership situations.
- **Execute large and small transactions.** We help franchisors and prospective franchisors seize opportunities to acquire or sell franchise systems and brands. Our multidisciplinary team allows us to manage all aspects of a franchise transaction efficiently and effectively. We've also been involved in a variety of other business and financial transactions, including franchise buybacks, sale of company-owned units, lending arrangements, management agreements and joint ventures.
- **Enforce brand standards and system integrity.** We help design compliance programs and processes to assure uniformity of image and communication as well as consistency of operation among franchises. We help clients assess and respond to franchisee defaults as well as confidentiality, solicitation and competition issues. We develop technology and data policies for franchisees' use of Web sites and social media.
- **Protect and enforce rights and interests.** Many of the ways we assist clients are aimed at preventing disputes and avoiding litigation, but when required, we're prepared to fiercely protect our clients. We represent clients in disputes in state and federal trial and appellate courts and in arbitration and mediation. We also represent clients in complex commercial litigation matters, such as class action, intellectual property disputes, consolidated and multi-party lawsuits. As well, we represent clients who are subject to federal and state regulatory agency investigations and enforcement actions.

Because we are a full-service business law firm, we are also able to provide advice and counsel clients with respect to other business matters that franchise businesses, as well as and many other businesses, are likely to encounter. These include:

- Debt and equity financing
- Labor and employment
- Bankruptcy matters

- Supply chain management
- Tax matters
- Real estate transactions

REPRESENTING FRANCHISEES

Our ability to effectively assist franchisee clients is based on our broad understanding of franchise relationships and their operations. We bring a 360-degree perspective to effectively assist franchisees or area representatives with the review, evaluation and negotiation of area development and franchise agreements, the negotiation and sale of the franchise, and area representative rights. We believe our extensive work with franchisors brings tremendous value to advise and counsel the franchisees we represent.

We look forward to working with you as your strategic partner in accomplishing your business goals. Please contact our franchise and distribution experts to learn more about the ways we can assist you in overcoming challenges and making the most of your unique opportunities.

PRACTICE AREAS