

# DWT Franchise & Distribution Practice

DWT's nationally-recognized franchise and distribution law practice represents franchisors, manufacturers, licensors, suppliers, franchisees, and distributors in their domestic and international expansion and strategic development. Innovative, practical, and highly responsive client service is our priority.

We have vast experience representing clients in all stages of development and across all industry sectors that utilize franchising and non-franchising licensing as a means of distribution and expansion. We help brands identify optimal growth strategies and customize practical, competitive, cost-effective legal solutions. Many of the world's largest and most innovative brands rely on us to help them successfully establish franchise or related distribution programs and navigate into new markets around the globe.

With our deep knowledge of how U.S. laws define a franchise, we advise brand owners on whether licensing or distribution programs are franchises or can be restructured to reduce franchise status legal risks. Our clients benefiting from these services are among the most well-recognized retail, consumer, and technology brands in the United States.

## Our franchise team handles:

- Design and documentation of brand expansion programs that avoid regulation as a franchise.
- Design and documentation of franchise programs including preparation of franchise disclosure documents and domestic and international franchise agreements.
- U.S. and international franchise sales compliance responsibilities including the franchisor's registration with government franchise agencies.
- Guiding foreign franchisors on expanding their franchise network into the U.S. market.
- Advising U.S.-based franchisors on compliance with foreign franchise sales laws – we work with an informal network of knowledgeable local franchise local counsel in target countries.
- Design and documentation of exemption-based franchise expansion strategies including helping brands open units in nontraditional locations like airports, universities, stadiums, and health care facilities without needing to create franchise disclosure documents or register with U.S. franchise agencies.
- Representing franchisees in the acquisition of franchise rights including advising private equity firms on strategic franchise investments.
- Dispute resolution in all tribunals.
- For suppliers, manufacturers, and brand owner that are not franchisors, we prepare all types of non-franchise trademark license agreements, distribution agreements, dealer agreements, strategic marketing and networking agreements, and joint venture agreements.

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**DWT's multidisciplinary team seamlessly and collaboratively advises brands and master and multi-unit franchisees on a broad array of everyday matters including:**

- Relationship disputes, terminations, transfers, and contract enforcement.
- IP protection, technology, and confidentiality agreements.
- Antitrust and pricing matters including designing minimum advertised pricing policies.
- Mergers and acquisitions, corporate finance, and tax strategies.
- Real estate acquisitions and retail leasing.
- Supply chain matters.
- Advertising and marketing promotions including sweepstakes.
- Designing strategies for implementing system-wide changes and optimizing network performance.
- Public-facing and network-facing communication strategies and crisis management.
- Data protection, privacy, and security.
- Social media policies.
- Independent contractor classification, joint employment, and misclassification liability risks.



**Rochelle Spandorf**

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[View bio](#)

Rochelle Spandorf, the firm's national franchise practice group leader, is recognized as a global thought leader in franchise law and ranked Band 1 in Chambers USA's nationwide franchise practice category based on input from in-house counsel, industry experts, and distinguished private practice attorneys. She is the first woman to chair the American Bar Association's Forum on Franchising, the nation's preeminent association for the study and discussion of the legal aspects of franchising.

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