



## Life as a Franchise Clerk

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**Franchise  
Law**

**Franchise  
Transactions**

**Private  
Practice vs  
In-House**

**Achievement**

**Intro**

**Pros/  
Cons**

**Timeline**

**Q&A**



# Franchise Law

# Franchise Law

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- Provincially regulated in six provinces: Ontario, Prince Edward Island, New Brunswick, Manitoba, Alberta, British Columbia
- Self-regulated sector
- Reliance on the provincial court system to enforce and develop the law

# Franchise Law

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- What is a franchise?
- What does franchise law protect?
- Pre-sale disclosure (s5 AWA)
- Duty of good faith and fair dealing (s3 AWA)
- Right to associate (s4 AWA)
- Right to rescind (s6 AWA)

# Franchise Law

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## Franchise Disclosure Document (s5(4))

- a) All material facts;
- b) Financial Statements:
- c) Copies of all proposed franchise agreements and other agreements
- d) Prescribed statements and certificates;
- e) Other information as prescribed





# Franchise Agreements

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- Grant of the licence (IP and system)
- Exclusivity vs rights reserved
- Term
- Premises
- Fees and reporting (banking and audit)
- Training
- Obligations (authorized staff, full time, joint employer protection, cybersecurity, Manual)



# Franchise Agreements

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- Advertising (promotions and programs)
- Manual and system changes
- Restrictive covenants
- Transfers
- Intellectual property
- Default (specific remedies) and termination



**Private  
Practice**

**In-House**

# What to expect in private practice

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- Franchisee
  - Meetings (franchise business model, incorporations)
  - Critical review memorandum
  - All franchise documents (ancillary, purchase)
  - Ongoing requirements (manual, changes, notices)
  - Franchisee associations / Franchisor advisory councils
  - Defaults and disputes
  - Rescission claims
  - Court actions

# What to expect in private practice

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- Franchisor
  - Meetings (strategy, structure, IP, incorporations)
  - Drafting franchise documentation (ancillary, purchase)
  - Communication to finalize documentation
  - Ongoing requirements (disclosure, manual, notices, renewal, PPSA registrations, updates in law )
  - Disputes and defaults
  - Franchisee associations / Franchisor advisory councils
  - Review rescission claims
  - Court actions

# What to expect in-house

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- Meetings and strategy
- Minute books and incorporations
- Review application materials (initial contact with candidates)
- Prepare initial drafts of franchise documents (ancillary)
- Manage outside counsel and service providers
- Record keeping (minute books, charts, PPSA registrations)
- Manual, monitoring (fees), notices, renewal
- Manage franchisee interactions
- Franchisee associations / Franchisor advisory councils
- Disputes and defaults





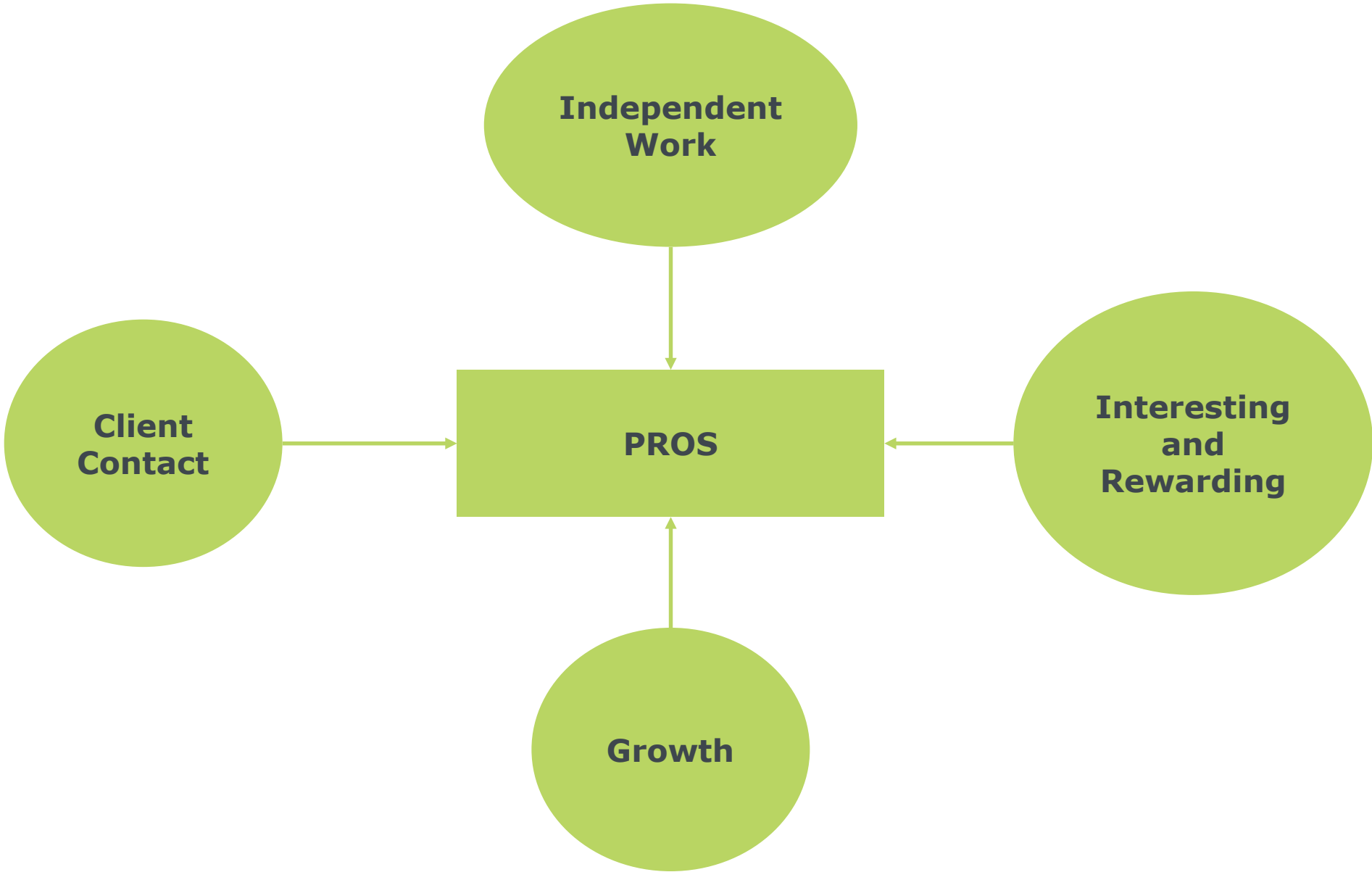
## **Achievements**

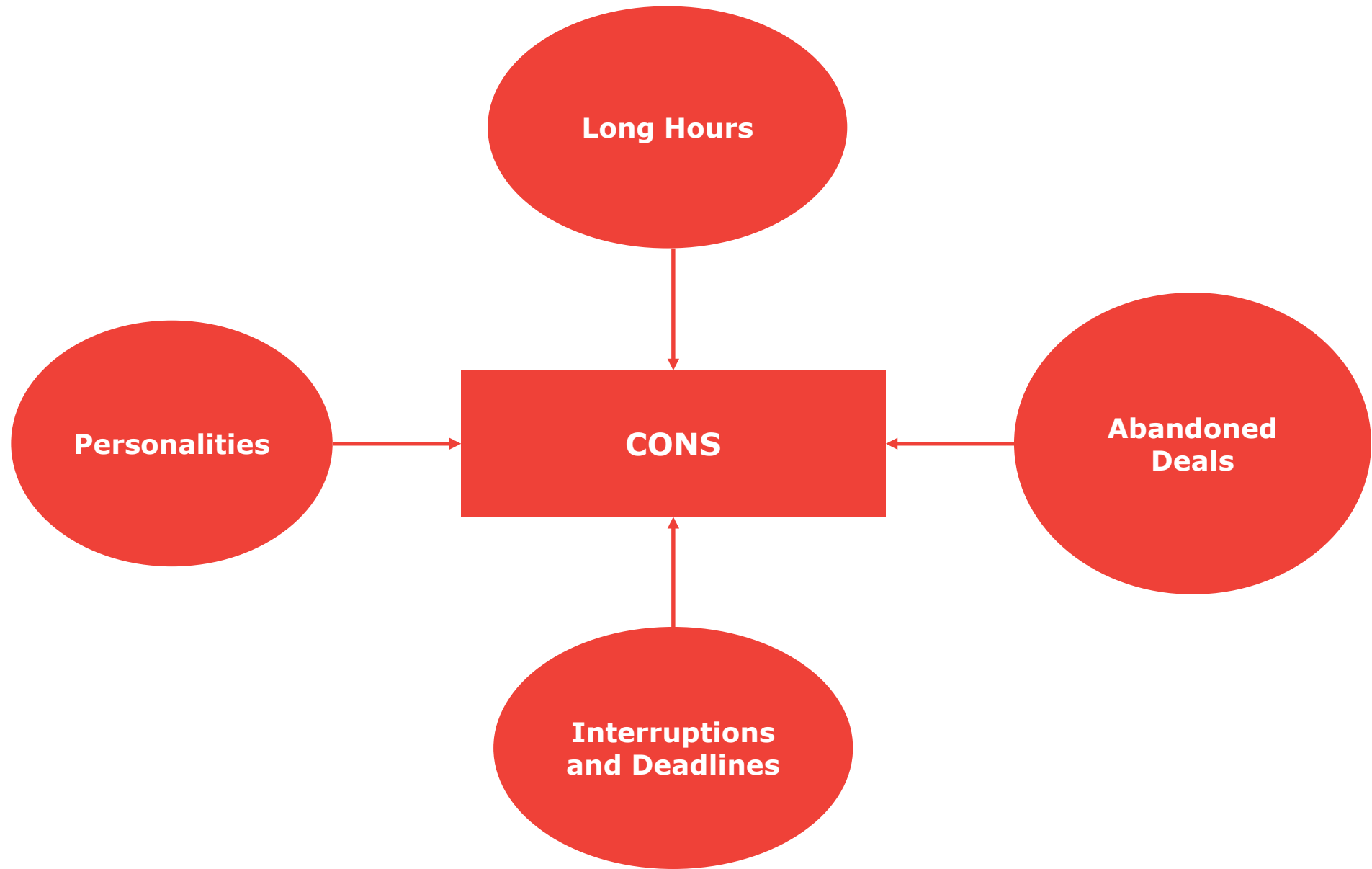
- Business growth
- Drafting skills
- Transaction experience
- Corporate knowledge
- Resolving issues
- Building client relationships

# PROS / CONS

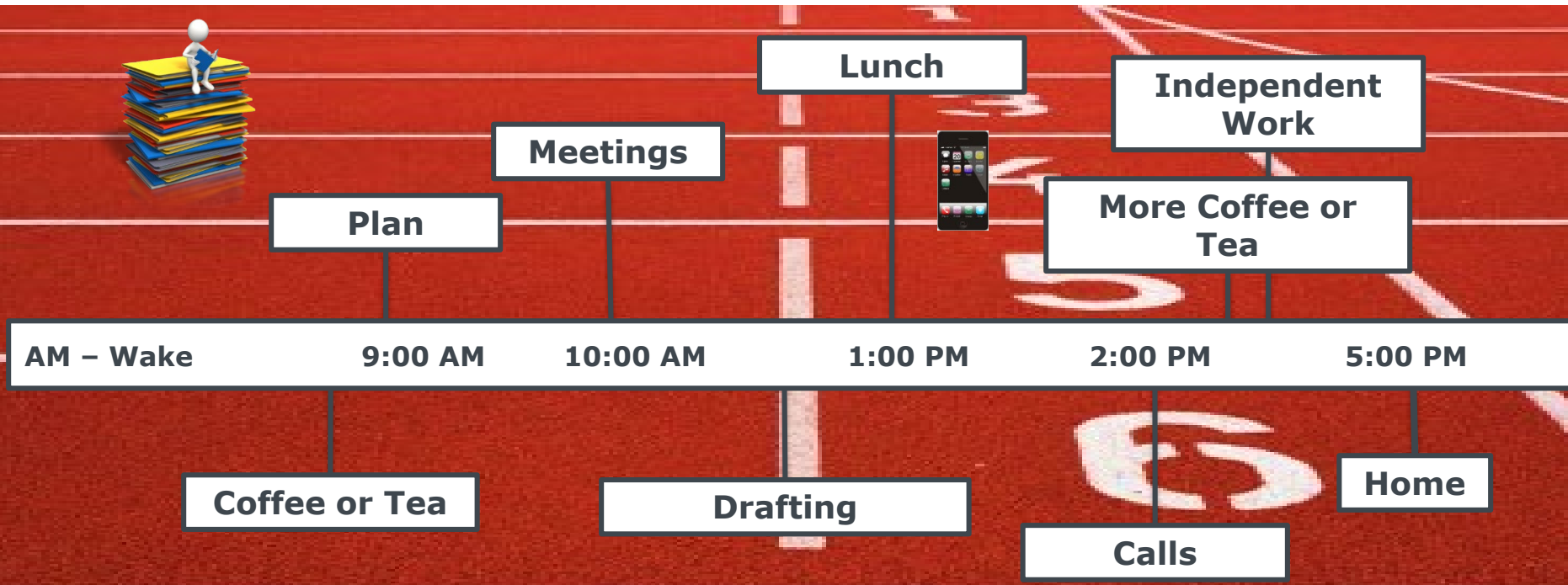








# Franchise Clerk Work Day





# Q&A