



agenda

8:30 – 8:55 am	Registration and Continental Breakfast
8:55 – 9:00 am	Welcome and CLE Announcement <i>Don Culp, Husch Blackwell Sanders</i>
9:00 – 9:40 am	Preventing Loss and Collecting Money in Bad (and Good) Times <i>John Cruciani, Husch Blackwell Sanders</i>
9:40 – 10:20 am	Financial Performance Representation <i>John Moore, Husch Blackwell Sanders, with Farrellynn Wolf, Mr. Goodcents Franchise Systems, Inc.</i>
10:20 – 10:30 am	Break
10:30 – 11:10 am	Renewal Issues and Procedures <i>Don Culp, Husch Blackwell Sanders, with Jisella Veath Dolan and Shani Smith, Home Instead, Inc.</i>
11:10 – 11:50 am	Operations Support and Enforcement in Franchise Systems <i>Ken Treat, Brian Schmidt and Cheryl Bisbee, H&R Block, Inc.</i>
11:50 am – Noon	Break
Noon – 12:15 pm	Lunch Served
12:15 – 1:00 pm	Survival in Today's Franchise Marketplace <i>Andy Gunkler, Al Copeland Investments</i>

REGISTRATION DEADLINE:

Kindly RSVP to Meredith Freedman by Tuesday, April 28, 2009, at rsvp-kc@huschblackwell.com or 816.983.8780, option 3.

CLE CREDIT:

This seminar is approved for 3.1 hours of general Missouri CLE credit. 3.0 hours of general Kansas CLE credit is pending.

speakers

CHERYL BISBEE

Cheryl serves as Corporate Counsel for H&R Block, Inc., and has been with the company since 2006. She is primarily responsible for providing legal support to franchise operations in both the H&R Block® and Express Tax® franchise systems. Before coming to H&R Block, Cheryl was in-house counsel for Universal Underwriters Group, a commercial insurance group and subsidiary of Zurich Financial Services. Prior to working for Universal Underwriters, Cheryl was in private practice as a sole practitioner representing clients in civil and criminal matters and providing legal research and writing services to attorneys and law firms.

JOHN J. CRUCIANI

John is a partner in Husch Blackwell Sanders' Insolvency & Commercial Bankruptcy practice group. John practices solely in the areas of bankruptcy, insolvency and creditors' rights. He is board certified in business and consumer bankruptcy law by the American Board of Certification and is a licensed CPA in Missouri. He was lead bankruptcy counsel for the largest agricultural cooperative Chapter 11 ever filed in Kansas, a case which fully paid its \$25 million in creditor claims in less than 18 months after filing.

DONALD A. CULP

A partner at Husch Blackwell Sanders, Don is recognized as a leading franchising and distribution attorney, representing large and start-up franchisors in the restaurant and service industries. He has guided franchise owners and managers in structuring, implementing and maintaining franchise systems. Don started his career in franchising in 1979 and was general counsel for two international franchisors for 10 years. Don assists clients in the preparation of franchise disclosure documents, franchise agreements, area development agreements, operations compliance, franchise renewals, transfers, terminations, mediation and litigation. Don is a frequent speaker at legal symposiums and seminars on franchise compliance, development and operations.

JISELLA VEATH DOLAN

Jisella is with Home Instead, Inc., the franchisor for the Home Instead Senior Care® franchise network. The Home Instead Senior Care® system comprises more than 850 franchises located in 16 countries. Home Instead Senior Care businesses provide non-medical care and companionship to seniors worldwide.

Jisella serves as General Counsel for Home Instead, Inc., and leads the company's Legal Department and Standards Department. Managing the renewal process is a key responsibility for Jisella and her team. She oversees all legal aspects of Home Instead's operations, including franchise law issues, employment matters, intellectual property rights, contract negotiations, litigation, insurance matters and owner transfers. As director for the Standards Department, she and her team ensure that the integrity of the Home Instead Senior Care brand is preserved worldwide. Prior to joining Home Instead, Jisella was a partner with Husch Blackwell Sanders, where she focused on corporate law, mergers and acquisitions, structured finance and securities law.

ANDREW GUNKLER

Andy is the Chief Franchise and Development Officer for the Al Copeland Investments' Restaurant Division. Andy has more than 25 years of experience in franchise and finance. Andy's experience comes from companies including East Side Mario's, Inc., in Toronto, Canada; Houllihan's Restaurant Group, Inc.; Kelsey's International; Elephant Bar; and Quaker Steak and Lube Franchising Corporation. Andy has been successful in structuring programs, identifying opportunities, introducing strategic marketing plans and concepts that support market expansion and changing corporate needs. He is skilled in the development of cooperative relationships throughout all organizational levels. He is a versatile and proactive business development and financial professional with a consistent record of success in venues that range from managing \$100 million portfolios of Fortune 500 clients to marketing franchise agreements for leaders in the food service industry.

JOHN D. MOORE

John advises clients on all types of franchising and distribution issues including the structure of franchise and distribution systems, disclosure requirements, and regulatory compliance as part of Husch Blackwell Sanders' Franchise and Distribution practice group. John also negotiates and manages various types of acquisitions and dispositions as a partner in the corporate department. John managed and negotiated several acquisitions and related financings as a member of Aquila's in-house legal team. He also was a tax manager for Arthur Andersen prior to joining the firm and is a certified public accountant.

BRIAN SCHMIDT

Brian has been with H&R Block, Inc., since 1994 and currently serves as Vice President and Associate General Counsel. Brian leads the legal group for H&R Block's retail, digital, banking and international operations, including franchise operations. Brian has worked in many of the company's business lines and legal groups, including Retail Tax, RSM McGladrey (the 5th largest accounting firm in the United States), corporate, M&A and compliance. Brian has served on the Senior Leadership Team for U.S. Tax Services since 2004. Before joining H&R Block, Brian was in private practice in Kansas City providing primarily corporate and transactional services.

SHANI SMITH

Shani is with Home Instead, Inc., the franchisor for the Home Instead Senior Care® franchise network. The Home Instead Senior Care® system comprises more than 850 franchises in 16 countries. Home Instead Senior Care businesses provide non-medical care and companionship to seniors worldwide.

Shani has been with Home Instead, Inc., for six years serving in a variety of roles, including Franchise Development Coordinator, Franchise Standards Coordinator and Executive Assistant to the Chief Development Officer. She currently serves as Executive Assistant to the Chief Administrative Officer and helps coordinate the renewal process. Prior to joining Home Instead Senior Care, Shani was a Sales Coordinator for StarMark and Fieldstone Cabinetry in Sioux Falls, SD, where she assisted in the management of 22 external Sales Reps and was the primary contact for a key account.

KEN TREAT

Ken is the Senior Vice President of H&R Block, Inc., and is responsible for the company's 4,700-plus U.S. franchise locations, over 30 company districts in Texas, Oklahoma and Puerto Rico, multicultural initiatives and several major strategic initiatives as well as competitor acquisitions and franchise conversions. In addition, he serves as Chairman of the Board for Express Tax, a recently acquired affiliate and H&R Block's second franchise system offering tax preparation services.

Ken started with H&R Block in 1969. After serving in the Marine Corps, he attended University of Illinois, during which time he again worked for H&R Block while earning his bachelor's degree. After graduation in 1985, Ken worked as an Assistant District Manager in Southern California, was promoted to District Manager and continued in this role in several cities in California. After managing various company-owned operations, Ken accepted the role of Executive Vice President for the company's largest major franchise territory in Texas, Oklahoma and Arkansas. In this role, he spent 10 years as general manager overseeing all operational aspects of 300 major franchise locations and 225 sub-franchise locations. In 1998, Ken moved to Kansas City and was named Vice President, Financial Centers and in 1999 was named Vice President of Franchise Operations. He was named to the Senior Leadership Team for U.S. Tax Services in May 2002.

FARRELLYNN WOLF

Farrellynn has served as Mr. Goodcents Franchise Systems, Inc.'s CFO since October 2001. She is responsible for their finance, IT, and legal and compliance departments. Prior to working at Mr. Goodcents, Farrellynn provided independent business consulting services to various companies from 1998 through 2000. From 1985 to 1998, Farrellynn was employed by Thorn Americas, Inc. providing support for their rent-to-own, used car, and new business development business segments.