



# Douglas C. Berry

 Partner

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For more than twenty five years, Doug Berry has served as a trial lawyer representing franchisors and suppliers in connection with disputes with their franchisees and distributors. In recent years, Doug has also devoted considerable time to providing antitrust and distribution counseling and has assisted several clients with the evaluation and acquisition of other franchising companies.

## Professional Activities

- International Franchise Association
  - Council of Franchise Suppliers
  - Franchise Business Network, Pacific Northwest Region, cohost
- King County Bar Association, member
- Washington State Bar Association, member
- Oregon State Bar, member
- American Bar Association
  - Forum on Franchising, member
  - Antitrust Section, member
- Federal Bar Association, Western District of Washington, Local Rules Committee, past cochair

## Representative Experience

### Acquisitions

- Assisted oil company in the acquisition of refinery and marketing assets in Southern California.
- Counseled investor group in acquisition of majority interest in fast food franchise company.
- Assisted company in acquisition of coffee franchise system.
- Assisted company in the acquisition of quick service franchise chain.
- Assisted private equity fund in negotiations for acquisition of chain of gasoline service stations.

### Business Litigation

- Defended oil company from claims by former Alaska jobber and dealer alleging it was forced out of business by company's price discrimination and violations of duty of good faith.

## Education

J.D., University of Toledo,  
1978

- Editor-in-chief,  
*University of Toledo  
Law Review*

B.S., Bowling Green State  
University, 1974

## Bar Admissions

Oregon, 2004  
Washington, 1982  
Ohio, 1978

- Defended various franchisors from claims in Oregon and Washington by franchisees' claims that sale of franchise was induced by misrepresentations or violations of applicable disclosure obligations.
- Defended beer supplier and franchisors from claims for wrongful termination.
- Defended oil company from claims by dealer that company's prices were discriminatory, and successfully prosecuted claims for damages for amounts owed on dealer loans in default.
- Defended soft drink supplier against claims from former bottler and distributor claiming that distribution agreement was a "franchise" under applicable state franchise statute.
- Prosecuted claims by manufacturers of cosmetics and candles against competitors, based on competitors' use of product packaging deceptively similar to those of clients'.
- Prosecuted claims against former franchisees for breach of post-term and in-term covenants against competition.
- Prosecuted claims on behalf of hotel franchisor for liquidated damages following termination based on franchisee's failure to make required improvements to its hotel and defended at trial cross claims for wrongful termination.
- Defended franchising company from class action by consumers in connection with fees charged for debit card transactions.

## Publications

- "Substantial Association with a Trademark: A Trap for the Unwary," 32 Franchise L. J. 130, coauthor (Winter 2013)
- "Hotel Owners, Lenders and Stakeholders Square Off: Equitable Subordination," Graham & Dunn (May 2009)
- "State Regulation of Franchising: The Washington Experience Revisited," *Seattle University Law Review* (2009)
- *Franchise Desk Book: Selected State Laws, Commentary, and Annotations, Second Edition*, ABA, chapters author (2008)
- "Open Price Agreements: Posted Prices and the Appropriate Standard for Good Faith Pricing," *Franchise Law Journal* (2007)
- "Closing the Door on Efforts to Create a Franchisor Duty of Competence," *Franchise Law Journal* (2003)

## Presentations

- "Remedies Available under the Washington Franchise Investment Protection Act," Lorman Education Services (Aug. 2007)
- "The Top Ten Problems Faced by Franchisees in Their Adolescence," Franchise Business Network Regional Meeting, moderator (May 2007)
- "Franchise Law Update," The Seminar Group (Apr. 2007)
- "Protecting Your Trademark," International Franchise Association, Convention, moderator (Mar. 2007)
- "Due Diligence in Buying and Selling Franchise Companies," International Franchise Association, Legal Symposium (May 2006)
- "The Legal Aspects of Franchising. What You Should Know Before Signing on the Dotted Line," International Franchise Association (Aug. 2010)

## Recognition & Honors

- Selected for inclusion as a Washington Super Lawyer, 2014-present
- Selected to the international edition of *Who's Who of Franchise Lawyers*, 2017-present
- Selected for inclusion in *The Best Lawyers in America*® (Seattle, WA)
  - Franchise Law, 2020-present
- Rated AV® Preeminent™ by Martindale-Hubbell®