

# Franchise Times®

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## The Great Defender

**Franchisee attorney Ron Gardner isn't tilting at windmills, but he is living the impossible dream**



**Franchisee attorney**

Ron Gardner has cast himself in the role as the last man standing between his client and the poorhouse.



# THE GREAT DEFENDER

Franchisee attorneys are sometimes viewed as tilting at windmills, but not Ron Gardner of Dady & Garner. He's living the impossible dream.

Ask Ron Gardner, a partner with Dady & Garner in Minneapolis, why he's a franchisee attorney, and he has a litany of reasons. But the main one: "My dad was a union guy and my mom was a social worker. I wanted to be in a courtroom. I didn't want to make the world safe for shareholders. I wanted to help people like me and my parents—people on the wrong side of the deal."

By Nancy Weingartner

There's one Boy Scout meeting attorney Ron Gardner will never forget. It was the week before Christmas and his troop leaders organized a toy and food drive for a needy family in town. Gardner, like the rest of the boys, was fired up with the spirit of helping someone less fortunate.

And then he opened his front door on Christmas Eve and there stood his troop leaders with the box of toys and food he had helped gather.

It's not that Gardner didn't know he was poor. At 4, he knew Santa wouldn't be visiting his house. But he had never quite realized just how poor they were until that moment.

He remembers for a time living in the family car—his parents slept in the front, while he and his three brothers shared the backseat. He remembers a year without heat

or hot water because his mother could afford the gas bill or the rent, but not both. In the morning, she would turn on the electric oven and open the door for heat. Baths were two-inches of boiling water topped with several more inches of cold water to create a tepid mix. Even the family's dishes were odd—"small, kinda square plastic dishes with a rim," he describes them. He discovered why they were different from his friends' one night when he was washing dishes and turned them over to see an airline's logo stamped on the bottom of the plates. "One of my dad's jobs was cleaning planes and he would bring the leftover airplane meals home," Gardner says.

His father quit school after the eighth grade; and his mother became pregnant her last month of high school. Gardner's father was an alcoholic—"a mean drunk"—who didn't spare the rod, or

the belt, in this case. Sometimes Gardner's only sin was being in the room when his father became angry—or "for being alive," as he points out.

When his parents divorced, Gardner's dad stayed in his life and he was able to see his father change. Gardner Sr. went on to become the lead lobbyist for his AFL-CIO chapter and a delegate from Utah to the National Democratic Convention. "I love my dad; I miss him so much," Gardner says. "He turned into a wonderful person after he got a grip on his demons."

His mother worked two jobs—one at night and one during the day—and Gardner and his brothers were latchkey kids who more or less raised themselves. Growing up in Salt Lake City, Utah, there was no shortage of help from the church. Gardner wore clothes from the church collection box and ate meals made with ingredi-

ents from the local food shelf.

A less confident person may have given up, but Gardner says, "I was just waiting, I knew this wasn't permanent. I was going to (be the one to) give, not receive the charity."

He also had a belief that helped him through the tough times: "I always thought I was the smartest person in the room," he says.

From someone else that may sound like a conceit, especially since he graduated from high school in the top 75 percent of his class. When you're the smartest person in the room, homework is busy work, he says, smiling.

Gardner's self-confidence is what enabled him to focus on that light at the end of the tunnel.

He was one of those students teachers fruitlessly lectured about wasting their potential—starting in kindergarten. In fourth grade, his test scores tied with the richest kid in the



**Fly fishing** is one of Ron Gardner's hobbies. He says it's therapeutic.

school—higher than even the sixth graders. The principal called the two boys into his office to let them know they were the two smartest kids in the school.

Debate proved to be his ticket out. Gardner received a four-year, full-ride scholarship to the University of Utah,

where debaters were treated like elite athletes—in other words, he wasn't required to attend classes. He also didn't have to keep his grades up—all he had to do was to continue to win his debates, which he did.

All went according to plan until his four years were up and

the scholarship ran out. That's when Gardner discovered he only had enough credits to be a second semester sophomore. And even worse, to qualify for a grant to finish college, he needed a 2.0 grade-point average. His was 0.9—and that was if you rounded it up.

Obviously, this was a major stumbling block in his long-held belief that he would be a lawyer, a belief fueled by years of being parked in front of the TV by his mother to watch "Perry Mason" (the fictional, legendary trial lawyer) reruns.

His one saleable skill at the time was radio. He had made a reputation for himself in radio during his "senior"—or more accurately, his fourth—year of college. The key to radio, he says, is that you have to make a conversation you're having with yourself sound as if you're talking to someone else in the room.

Gardner progressed through college working one semester,



## Hobbies:

- Fishing
- Making beer
- "A rabid, avid" Minnesota Twins baseball fan
- Season ticket holder for the Minnesota Timberwolves basketball team and the Guthrie Theater
- Reading—"I have five or six books going at a time, a book in every room

of the house. I'll read three to 10 pages at a time."

## What's on your iPod?

Sample of his most played artists:

- Green Day
- Bowling for Soup
- Bee Gees
- Dixie Chicks
- The Kinks
- LMNT (a boy band)

## Stress-relievers:

• Fishing, especially fly-fishing, which he's just learning. "Fly fishing is therapeutic. It takes skill and patience. You have to hunt the fish—you fish a hole for five minutes and move on." In addition, the scenery keeps changing as you move up or downstream, and you have the sense of a hunt "without

the brutality of shooting and gutting a large animal."

• Mowing the lawn. "I cross cut the lawn and the lines have to be straight," which requires pushing a mower, not riding.

## Housing problems:

It's not exactly a problem, but an oddity. Photographers have been known to stop and photograph brides in the Gardners' front yard. Around Northfield, Minnesota, they're known as the "flower house." Gardner gives himself no credit for the glorious flower beds. "Becky does the gardening," he says. But the backyard with the perfectly straight lines are all Gardner's doing.

attending school one semester, then repeating the process over and over, slowly raising his grade point average—which isn't easy, even with straight "A's," when you have a slew of "F's" and incompletes to overcome.

During his radio tenure, he started a traffic reporting business with some friends and became a celebrity in the market. One thing that became evident to this poor kid, however, was that celebrity didn't always translate into money.

### Turn off the radio

Gardner decided that even though radio was fun, it wasn't his future. He moved to Minnesota in 1988 to be closer to a woman he wanted to marry someday. By now he was midway through his junior year.

One of the many jobs he held during this time was at a furniture factory. He broke more glass than he installed on the counter tops, and was relegated to broom duty. The only saving grace was that he had joined the union, so they couldn't fire him. He had gone from a big fish in a small pond to swimming upstream.

"The one thing I knew I didn't want was to be the smartest guy on the (assembly) line, like my father," he says.

In June 1989, he married Becky Fineran and adopted her son. Two years later, he graduated from Minnesota State at Mankato—*magna cum laude*. He finished in the top 4 percent of the Law School Admission Test (LSAT).

Both he and Becky worked while he attended law school. And the couple was almost as hard-strapped for cash as his parents were. Gardner tells of having to rummage through couch cushions for change to



**Gardner has** never moved from "the flower house," because he loves his neighbors.

buy milk, or borrowing the dollar their young son had just received from his grandmother.

"We drove the worst cars," he says. The main car had no heat, and the three of them had to bundle up in quilts when they rode in it. A scraper was mandatory equipment—to scrape off the ice forming on the *inside* of the windows. The second car didn't have floorboards, so they had to line the floor with cardboard or "your pants would get muddy," Gardner says.

Weekends they had to choose the more economical option: Buying gas to drive to Becky's parents a couple of hours away so they could eat for the weekend, or staying home to scrape together meals.

"We kinda look back on it now fondly, because it was so bizarre," Becky says about their pre-lawyer days. "In a way, you're proud of yourself for getting by."

Gardner's first position out of law school was as a clerk for a law firm. "My desk was in the copy room by the sink," he says. Unfortunately, the firm wasn't hiring at the time, but they did recommend him to

a lawyer who was leaving a bigger firm to start his own.

Michael Dady was looking for a three- to five-year attorney, but Gardner still sent him his resume and cover letter.

Dady told him during the interview that he wasn't thinking of hiring Gardner, but the firm had spoken so highly of him, he agreed to interview him.

"The interview was a disaster," Gardner says. "Mike is one of the few men who can multi-task, and during the interview he was calling out to his secretary looking for papers for a briefing, paying no attention to me. The only thing I talked about was a JFK picture (on his desk)."

Dady laughs when he hears Gardner's take on the interview.

"He came highly recommended," Dady says. A close, professional friend of Dady's "sung Ron's praises," saying he was the best law clerk he'd ever had.

The Saturday after that ill-fated interview, Gardner's daughter was born. "I spent Sunday watching the Vikings play football, holding my newborn," he says. "I said to

my wife, 'I gotta get serious about getting a job.'"

When he returned home from the hospital, there was message on his answering machine from Dady. He wanted to offer him a job—at 6:30 a.m. the next day at a restaurant 50 miles away from Gardner's house.

The job with Dady's firm was like hitting the jackpot, Gardner says. It not only quadrupled his and Becky's income overnight, it was a chance to do complex, high-profile litigation. The firm, now Dady and Garner (Michael Garner joined the firm later), works only with franchisees. Gardner says the fit is perfect, because he didn't want to work to "make the world safe for shareholders." "I couldn't reconcile that with the poor kid who wanted to make the world better for poor kids like me. The place that matched my values found me," he says.

What Dady saw in Gardner was a match for three of his threshold issues: Someone motivated to "use of the gifts God gave you" to the max; someone with good verbal skills and with superior "mental fire-power."

Gardner is now managing partner of the firm and helps franchisees, dealers and distributors in disputes with their franchisors. "My clients are individuals, small business clients, who chased the American dream so hard they had nothing left. If I can't help, their next stop is bankruptcy and divorce courts."

### The payoff

Gardner isn't a pit bull for his clients. He believes in being respectfully effective.

"Ron's style is straightforward and open. He's well-organized, intelligent and well-prepared," says

Jon Christiansen of Foley & Lardner in Milwaukee, who is a frequent opposing counsel. "There's no easy victories because he forgot something."

Christiansen remembers a case against Dady when Gardner was a relatively new attorney assisting him on the case. "Mike Dady kept standing up and referring to a chart his 'office' had prepared," Christiansen says. At the end of the day, Christiansen slipped Gardner a note, asking if he was "the office." He nodded. "I now refer to him as Ron 'the office' Gardner," he says.

Being civil, even liking each other, doesn't mean they'll be easy on each other's cases.

"Within the bounds of rules, you know he's going to fight like hell for his clients and you'll do the same for yours," he says.

And while Gardner can be blunt with the other side, he's equally blunt with his clients. "I have zero tolerance for whining," he says.

## Bar tending

A few years ago, Gardner became active in the American Bar Association Forum on Franchising's governing committees. He's risen up the ranks and this year will serve as the forum's first franchisee attorney to be elected chairman. No small feat, considering that just a few years ago the forum's programming was heavily balanced toward franchisor attorneys.

The franchisee attorneys who stepped up to the plate—Dady, Harris Chernow, Eric Karp, among others—brought another viewpoint to the scholarly discussions—"these were not people tilting at windmills," he says.

Edward "Jack" Dunham of Wiggin and Dana and last year's ABA Forum on Franchising chair, often finds himself disagreeing with Gardner.

"We disagree about virtually everything," the franchisor

advocate says, "sports teams, politics, issues of franchise law...but I don't hold it against him."

Actually, the two have become close friends—even though Gardner can be zealous about his clients. The reason: Both are zealous about the Forum. "From the quality of the program to the level of scholarship, there's nothing comparable," Gardner says.

In his article for "The Franchise Lawyer" prior to the ABA Forum last October, Dunham wrote: "We bring together lawyers with wildly divergent, deeply felt views, secure in the knowledge that those views will receive a respectful hearing and interested feedback from program audiences...eager to explore the major, substantive legal issues that affect their clients' businesses."

"I'm proud of the forum," Dunham says. "It does reinforce traditional, good behavior between lawyers (on opposing

sides)."

Being a lawyer isn't about the money, or the prestige, for Gardner. He still lives in the same house he and his wife bought a year after he joined Dady's firm. Although the car he drives is substantially better than the ones from his early days—"It has heat," his wife says, laughing—it's still a means to get to work in comfort. His law offices on the top floor of the IDS building in downtown Minneapolis is a three-hour, round-trip commute from his home in Northfield.

"I like nice things, but they don't define me," he says.

What does define him is his work—"helping people like me and my parents who were on the wrong side of the deal."

"I love who I am," he says. "I wouldn't trade my experiences for anything." [FT](#)

## *Services offered by Dady & Garner, P.A.*

Our wide range of franchise services brings clients to us for a variety of reasons. Some own dealerships or franchises that the supplier or franchisor is attempting to terminate or refuse to renew. Others are threatened by the franchisor's or supplier's change in policy, a merger or acquisition, cannibalization of existing units, refusal to

permit expansion or other unfair practices.

Some clients tell us they have been defrauded, or not told the complete truth about their franchise purchase. Others feel that the franchisor is not fulfilling its contractual duties. Some of our clients are just thinking about buying a franchise.

Oftentimes, franchi-

sees come to us in groups because they feel that they have all been wronged; we regularly help groups of franchisees, and we also help them form franchisee associations.

We have helped franchisees, dealers and distributors in almost 400 systems resolve their disputes, and we can probably help you. We have experience with

all of these types of issues. Furthermore, the range of potential problems is as unlimited as the imagination, so if your problem with your franchisor or supplier is something else, be sure to contact us. We probably have seen your situation before, too. We love a challenge!



## Five of Dady & Garner's Partners Among Franchising's Legal Eagles

A law firm founded in 1994, Dady & Garner's mission is to help franchisees, dealers and distributors effectively and efficiently resolve their disputes, and to preserve and enhance the value of their businesses in the process. The firm *only* represents franchisees, dealers and distributors. With that focused concentration, the firm's 11 attorneys have been able to build a power-house of knowledge, skill and proficiency that they use to obtain practical results for their clients through negotiation, mediation, arbitration and litigation.

Dady & Garner is committed to protecting its clients all over the world, whether they are single owner-operators or large multi-unit franchisees, from wrongful termination, unfair competition and encroachment, as well as harmful changes that often accompany mergers, sales, acquisitions and consolidations. The firm has successfully resolved disputes against almost 400 different franchise and supply groups, and has secured settlements and won judgments totaling tens of millions of dollars.

Once again, five of Dady & Garner's partners have been named to *Franchise Times'* prestigious list of Legal Eagles, and all of them are available to put their experience, and the experience of the entire firm, to work for you.

**RONALD K. GARDNER, JR.**, has represented businesses in virtually all fifty states, including both single-owner and multi-unit franchisees. He has handled issues of unlawful termination, encroachment, and the franchisor's failure to comply with requirements of the FTC and state governments. Ron is a nationally-known speaker on franchise law, a member of the Governing Committee of the ABA's Forum on Franchising, and according to *Minnesota Law & Politics*, one of Minnesota's "Super Lawyers." Email: [rkgardner@dadygarner.com](mailto:rkgardner@dadygarner.com)

**W. MICHAEL GARNER** wrote the book on franchise law. His three-volume work *Franchise and Distribution Law and Practice* "eclipses the literature previously available . . . in the realm of franchising," according to the American Bar Association's *Business Lawyer*. He has tried cases throughout the United States and his writings have been cited by the United States Supreme Court. He has testified before Congressional and state legislative committees in support of franchisee rights. Email: [wmgarner@dadygarner.com](mailto:wmgarner@dadygarner.com)

**J. MICHAEL DADY** is the founding member of Dady & Garner. While still in law school, his parents' distributorship received a notice of termination from its supplier. He hit the law books and went on to obtain injunctive relief and money damages for his parents and 33 other distributors. Since then, he has won multi-million dollar settlements and judgments, while obtaining precedent-setting rulings that are the foundation for this developing area of law. Email: [jmdady@dadygarner.com](mailto:jmdady@dadygarner.com)

**JOHN D. HOLLAND** has successfully resolved disputes, both nationally and internationally, involving unlawful termination, encroachment, wrongful failure to approve the sale of ongoing distribution rights, and violation of state franchise and dealership laws. He has been recognized as a "Rising Star" by *Minnesota Law & Politics*. Email: [jholland@dadygarner.com](mailto:jholland@dadygarner.com)

**SCOTT E. KORZENOWSKI** learned about franchise law first-hand, when his father ran a franchised business in the '80s. Since then, Scott has devoted his efforts to helping the "little guys" enforce their rights against the "big guys." He has helped franchisee associations negotiate more reasonable franchise agreements system-wide (including a negotiation that was publicized in the *Wall Street Journal*), and has stopped several unlawful terminations. A former radio talk-show host, Scott is a regular speaker on franchise law.

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**DADY & GARNER, P.A.**  
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*Lawyers for franchisees...*

Recently, *Franchise Times*, the leading publication aimed at the franchise industry (including franchisors, single and multi-unit franchisees, and the suppliers, vendors and service professionals who work with these franchisors and franchisees), made an editorial decision it has rarely made before—putting a lawyer on the cover.\* The reason for this decision: the inspiring story of Dady & Garner’s Managing Partner, Ron Gardner.

Please enjoy this complimentary copy of Ron’s journey from poverty to being the first “franchisee lawyer” ever elected to be the Chairman of the American Bar Association’s Forum on Franchising. We think you will not only understand more about Ron, but also about our entire Firm’s commitment to protecting the rights of our franchisee, dealer and distributor clients throughout the United States.

To learn more about us, how to reach us, or how we can help you or someone you know, please visit our web site at [www.dadygarner.com](http://www.dadygarner.com). Whether it’s Ron, or any of the other talented and dedicated attorneys at Dady & Garner, give us an opportunity to listen to your story and provide you with a confidential analysis of your situation. In most instances, the initial consultation is free, and, under the right circumstances, Dady & Garner will work with you on a creative financial arrangement, including the possibility of a contingency, to make top-level representation possible.

After all, like Ron, all of us here at Dady & Garner are committed to helping those folks who ended-up “on the wrong side of the deal.”

We look forward to hearing from you.

\* In one of the very few other times a lawyer has been on the cover, the article featured the founding partner of Dady & Garner, J. Michael Dady. (*Franchise Times*, 1999, “The Franchise Stand-off”.)

