

# David N. Kornhauser, Corporate Counsel

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## [+ Education](#)

David N. Kornhauser, LL.B., 1985 (Dalhousie University), M.B.A. 1982 (Schulich School of Business, York University), B.A., 1980 University of Toronto, was called to the Ontario Bar in 1987, after articling at Blake Cassels & Graydon.

## [+ Areas of Practice](#)

- Corporate/Commercial Law
- Franchise Law
- Securities Law
- Financial services
- Intellectual Property
- Group/Class Actions
- David has been nominated as one of Lexpert's Leading Lawyers in Franchise Law.

## [+ Professional & Community Activities](#)

- Executive Committee Member of the Franchise Law Section, Ontario Bar Association
- Member, Canadian Franchise Association
- Member, Ontario Bar Association
- Member, American Bar Association
- David is also involved in the community at large. He is presently a Trustee, Beth Torah Synagogue and is a volunteer mentor for both the Law Society of Upper Canada and the Ontario Bar Association mentoring programs.
- David was previously a Director and Corporate Secretary for B'nai B'rith Youth Organization and a Volunteer Lawyer, Canadian Bar Association.

## Profile

David's practice involves representing private and public, small and medium sized (annual sales up to \$250M) companies, in all aspects of business law. David provides legal advice and representation in connection with the structure and negotiation of, and draft agreements for: the purchase/sale of businesses; shareholder, partnership, joint venture and co-tenancy agreements; corporate amalgamations, restructuring and reorganizations; royalty based agreements, including the licensing and/or distribution of software, patents, products and franchises; information technology agreements, including licensing, outsourcing, support and service agreements; corporate financing, including, private placements of securities; the securitisation and realization of assets; commercial leasing; documentation for shareholder meetings; documentation with respect to securities regulatory agencies in both Canada and the United States; corporate governance. David served as a director and corporate secretary for a public company, and as an assistant secretary for a second public company.

David represents franchisors, franchise associations and franchisees in the areas of franchising, licensing and distribution and provides legal advice with respect to the structure and preparation of franchise agreements and ancillary documentation; the preparation of disclosure documents; the determination of the obligations imposed on a franchisor by franchise legislation; terminations and transfers; addressing relationship problems and advising on ways to enhance franchise and distribution relationships; the sale or acquisition of franchise systems; the establishment of a new franchise system in Canada. For smaller franchisors, David also provides all of the back-office administrative functions that would normally be performed by a franchisor or a franchisor's in house counsel.

Additionally, David has considerable experience in the structure and organization of franchise associations, providing ongoing advice to franchisee associations and advocating the position of franchise associations and franchisees with franchisors.

**Clients & Cases** Clients include manufacturers, licensors, distributors and retailers, in a variety of industries, as well as not for profit/charitable organizations. David also represents a number of franchisors and franchisee associations in all aspects of franchise law.

[+ Publications & Speaking](#)

- Co-author of “FRANCHISEE ASSOCIATIONS IN CANADA”, Carswell, 2011
- Franchise Law Editor, Toronto Law Journal, Toronto Law Association
- Co-editor of the “Franchising 101 Q & A”, a web-site developed by the members of the OBA Committee on Franchising to provide basic information on franchise law for members of the Ontario Bar
- David served as Co-Chair for the 2007 Canadian Franchise Association Legal Symposium, and has been a speaker at various franchising seminars and/or authored or co-authored a number of papers including most recently “Recent Judicial And Legislative Developments In Franchise Law In Canada” for the CFA Legal Day, March, 2011; Legislated Uncertainty: What Of Substantial Association, Significant Control And Significant Assistance?”, Ontario Bar Association Focus on Franchising, Volume 2, No. 2, May/Mai 2011”; “An Update on Franchise and Franchise Related Legislative Developments in Canada” for the OBA 10th Annual Franchise Law Conference, November, 2010; “Understanding the Duty of Fair Dealing” for the CFA Legal Day, March, 2010; as a panellist for the OBA February 24, 2010, dinner meeting titled “The Midas Decision Puts the Brakes on Releases and Mufflers on Governing Law”; “Alternatives To Termination” for the CFA Legal Day, March, 2009; “Franchising 101 - Understanding the Fundamental Aspects of the Franchise Relationship”, for the OBA 8th Annual Franchise Law Conference, November, 2008; as well as numerous other papers and seminar presentations.