Michael R. Gray

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MINNEAPOLIS
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PRACTICE AREAS

Franchise & Distribution

General Business & Complex Commercial Litigation

Franchise Litigation & Dispute Resolution

Neutral Alternative Dispute Resolution Services

Intellectual Property Litigation

Franchise & Dealership Terminations

Non-Compete, Non-Solicit, Trade Secrets & Other Restrictive Covenants

Vicarious Liability/Risk Management

Product Liability & Tort Litigation

Appellate Practice

COURT MEMBERSHIPS

- Minnesota

Mike Gray represents companies and individuals in trial, arbitration, mediation, and other civil proceedings throughout the United States. As a member of the firm's Franchise and Distribution Practice Group, Mike is lead litigation counsel for several national franchise companies and has litigated, arbitrated, and mediated complex commercial cases in over 38 states involving all types of business disputes with a particular emphasis on franchise litigation and noncompete enforcement.

According to his clients, Mike is a "very solutions-oriented, insightful strategist." He is experienced in successfully guiding clients through the dispute resolution process, whether through trial, appeal, arbitration, mediation, or negotiation. For individuals and business clients, Mike provides counsel on a wide range of issues, including contract disputes, protection and exploitation of intellectual property, trademark and copyright protection, trade secret protection, licensing and distributorship disputes and relations. As a certified Neutral by the Early Dispute Resolution Institute, Mike brings his 35 plus years of complex commercial litigation experience to the table to help others resolve disputes before they become prolonged and expensive battles.

He has written and presented materials on franchise, litigation, and intellectual property topics for the American Bar Association, the International Franchise Association, St. Thomas University, the Minnesota Institute of Legal Education, the Business Law Institute, the Practicing Law Institute, and the American Intellectual Property Law Association. In recognition of his industry-leading insight in franchise law, Mike was elected to the Governing Committee of the American Bar Association's Forum on Franchising, where he also served as Finance

- Wisconsin
- U.S. District Court District of Colorado
- U.S. District Court Northern District of Illinois
- U.S. District Court Eastern District of Michigan
- U.S. District Court Western District of Michigan
- U.S. District Court District of Minnesota
- U.S. District Court Western District of Tennessee
- U.S. District Court Eastern District of Wisconsin
- U.S. District Court Western District of Wisconsin
- U.S. Court of Appeals Fourth Circuit
- U.S. Court of Appeals Sixth Circuit
- U.S. Court of Appeals Eighth Circuit
- U.S. Court of Appeals Ninth Circuit

EDUCATION

Hamline University School of Law, J.D.

University of Wisconsin - Madison, B.B.A.

Officer and Co-Chair of the October 2018 ABA Forum Annual Meeting in Nashville, Tennessee. When not practicing law, you will find Mike at his cabin in Wisconsin, in his garage tinkering with one of his old cars or engaged in some type of home renovation.

Representative Experience

- *American Arbitration Association (May 2022) Obtained defense decision on behalf of franchisor on breach of contract, fraud and misuse of advertising fund claims brought by franchisee.*
- *First Light Home Care v. Caresmartz, Inc (W.D.N.Y 2021) Obtained a Temporary restraining order against software supplier preventing it from terminating access to enterprise software.*
- *AmeriSpec, L.L.C. v. Sutko Real Estate Servs., Inc*., No. 2:20-CV-02365-TLP, 2020 WL 3913584 (W.D. Tenn. July 10, 2020) (Obtained TRO and Preliminary Injunction enforcing post termination noncompete agreement against former franchisee and his non-signatory son and new corporate entity)
- *AmeriSpec, L.L.C. v. Omni Enterprises, Inc.,* No. 2:18-cv-02247-TLP-dkv, WL 2248459 (W.D. Tenn. 2018) (Obtained an injunction enforcing post-expiration noncompete agreement against former franchisees two years after expiration of the franchise agreement)
- *ServiceMaster of Fairfax, Inc. v. ServiceMaster Residential/ Commercial Servs., L.P.*, No. CV PX 16-02589, 2017 WL 3023342 (D. Md. July 17, 2017) (Enforced franchisor's forum selection and choice of law provisions enforced notwithstanding Maryland franchise statute; case transferred to franchisor's home state)
- *Outdoor Lighting Perspectives Franchising, Inc. v. Perlmutter, et al*, 2012 U.S. Dist. LEXIS 53583 (W.D.N.C. 2012) (Obtained an injunction enforcing post-expiration noncompete agreement against former franchisees)
- *Outdoor Lighting Perspectives Franchising, Inc. v. Home Amenities, Inc., et al*, 2012 U.S. Dist. LEXIS 5406 (W.D.N.C. 2012) (Obtained an injunction enforcing post-expiration noncompete agreement against former franchisees)
- *Holtan Holdings, Inc. v. American Pie Pizza and Salads, Inc.*, 2010 U.S. Dist. Lexis 112353 (D. Minn. 2010) (franchisor's motion to dismiss complaint granted)
- *Cleveland v. AmeriSpec*, Bus. Franchise Guide (CCH) 14,267 (Fla. Cir. Ct. 2009) (Obtained summary judgment dismissing franchisee claims)

- *ServiceMaster v. Hooker*, et al, Bus. Franchise Guide (CCH) 13,457 (W.D. Tenn. 2006) (Obtained an injunction enforcing post-termination noncompete agreement against former franchisee and other nonsignatories after two-day court trial)
- *Merry Maids v. WWJD Enterprises, Inc.*, Bus. Franchise Guide (CCH) 13, 383 (D. Neb. 2006) (Obtained an injunction enforcing post-expiration noncompete agreement against former franchisee and other nonsignatories after two-day court trial)
- *Ross v. Culver Franchising System, Inc.*, 2004 WL 1898235 (N.D. Ill., Aug. 16, 2004) (Obtained summary judgment dismissing franchisee claims)
- *BTX Enterprises, Inc. v. The Terminix International Co., L.P.* Case No. 2:02-CV-860 (S.D. Ohio 2004) (Obtained unanimous verdict in favor of franchisor after two week jury trial).

Events

- Minimizing Joint Employer Risk Using the “Deliverables” Methodology Webinar
  November 8, 2023

Presentations

- "Ethics of Joint Representation: Representing Franchisors, Franchisees, and their Officers, Employees, and Affiliates in Litigation," American Bar Association 43rd annual Forum on Franchising, October, 2021
- "Franchising in the Time of COVID-19: Managing Coronavirus-driven Distruption in Contracts, Supply Chains and More" American Bar Association Forum on Franchising, March 22, 2020
- "Impact of California's Assembly Bill 5 on Franchisors" Gray Plant Mooty Webinar, October 3, 2019
- "Noncomplete Enforcement Today: Slam Dunk or Red Zone Problem?" American Bar Association 42nd Annual Forum on Franchising, Denver, Colorado, October 2019
- "Plowing New Ground - Litigating Selected Disclosure Issues Beyond Item 19," American Bar Association 39th Annual Forum on Franchising, Miami, Florida, November 1, 2016
- "Who Owns the Goodwill in a Franchise," American Bar Association 38th Annual Forum on Franchising, New Orleans, Louisiana, October 14, 2015

- "Franchise Joint Employer and Vicarious Liability Threats: Practical Steps to Minimize Risk," co-panelist, GPM Franchise & Distribution Practice Group Webinar, March 18, 2015
- "Annual Franchise and Distribution Law Developments 2013", American Bar Association 36th Annual Forum on Franchising, Orlando, Florida, October 1, 2013
- "Extraterritorial Reach of the Lanham Act," American Intellectual Property Law Association Annual Meeting, Washington DC, October 26, 2012
- "Distressing Transfers in Troubled Times: Thorny Issues in Transferring Financially Troubled Franchisees," IFA'S 51st Annual Convention, Las Vegas, Nevada, February 15, 2011
- "Frequent Arising Issues in Litigation," 43rd Annual IFA Legal Symposium, Washington, DC, May 10, 2010
- "Non-Competes: Should We Use One?," International Franchise Association 41st Annual Legal Symposium, Washington, DC, May 1, 2008

Publications

- "Covenants Against Competition in Franchise Agreements," American Bar Association Forum on Franchising (4th ed. 2022), Michael R Gray, Natalma M. McKnew and William W. Sentell, editors.
- Author, "Revisiting Franchise Agreements In Light of COVID-19", Law 360, April 2, 2020
- "Intellectual Property Issues in Franchising," Chapter 20, Intellectual Property Deskbook for the Business Lawyer: A Transactions-Based Guide to Intellectual Property, Fourth Edition, March 2019
- "Why Franchisors Should be Concerned With Massachusetts HB4045," Franchising World, May 19, 2014
- "Annual Franchise and Distribution Law Developments 2013," American Bar Association Forum on Franchising, January 2013
- "Intellectual Property Issues in Franchising," Intellectual Property Deskbook for the Business Lawyer, American Bar Association Business Law Section (3rd ed. 2013)
- "Advanced Trademark Annual Review 2012," Practising Law Institute, January 2012
- "Covenants Against Competition in Franchise Agreements," American Bar Association Forum on Franchising, Michael R. Gray

and Natalma M. McKnew, editors (3rd ed. 2012).

- "Franchise Desk Book," American Bar Association Forum on Franchising, W. Michael Garner ed, 2nd ed 2008
- Co-author, "Covenants Not To Compete And Nonsignatories: Enjoining Unfair Conspiracies," Franchise Law Journal, December 31, 2006

Client Alerts And Blog Posts

- After Bench Trial, Texas Federal Court Finds No Breach of Noncompete for Selling Competing Product
  April 11, 2024
- Federal Court Vacates 2023 NLRB Joint Employment Rule and Reinstates 2020 Rule
  March 14, 2024
- Federal Court Vacates 2023 NLRB Joint Employment Rule And Reinstates 2020 Rule
  March 13, 2024
- Eleventh Circuit Affirms in Part, Reverses in Part, District Court Determination to Blue Pencil and Enforce Noncompete Agreement
  January 18, 2024
- Tennessee Federal Court Enforces Delegation Provision and Compels Dozens of Franchisees to Arbitration
  November 1, 2023
- Tenth Circuit Holds that Good Faith and Fair Dealing Claim Requires Expectation Created by Express Contract Terms
  September 7, 2023
- Oregon Federal Court Holds Nonsignatory Owners Are Not Subject to Arbitration Provision
  March 9, 2023
- Louisiana Appeals Court Affirms Dismissal of Vicarious Liability Claim
  January 11, 2023
- Michigan Federal Court Grants Partial Summary Judgment to Supplier Defending Claims Under Oral Contract
  December 8, 2022
- New York Federal Court Denies in Part Motion to Dismiss Fraud and Negligent Misrepresentation Claims Against Kickboxing Studio Franchisor
  July 14, 2022

- Illinois Federal Court Dismisses Franchisee Employee's Hostile Work Environment Claims Against Franchisor
  May 5, 2022
- The Supreme Court's Unanimous Decision Narrows TCPA's Reach
  April 9, 2021
- Franchise Alert: Franchisor's Response to the Coronavirus Threat
  March 6, 2020
- Labor Board's Browning-Ferris Ruling has Franchises on Alert
  August 28, 2015

In The News

- Corporate Counsel Quotes Michael Gray on Avoiding Liability for Franchisees' Conduct
  October 25, 2021
- Law 360 Features Article by Michael Gray on Revisiting Franchise Agreements In Light Of COVID-19.
  April 2, 2020
- "As Noncompete Agreements Proliferate, So Do Lawsuits," The Joplin Globe
  March 17, 2018
- "Labor Board Ruling on Joint Employers Leaves Some Companies Scratching Their Heads," New York Times
  August 29, 2015
- "The Legal Issues That Could Change Franchising Forever," Entrepreneur
  January 2015
- "Legal shift could alter franchise model" StarTribune
  November 15, 2014
- "Competitive Clauses—'Don't Be Too Greedy' Is On Top When Drafting Non-Competes," Franchise Times
  February 1, 2013
- "What Have You Done For Me Lately? Why There's No Certainty For Non-Compete Decisions By Courts," Franchise Times
  February 2012

News Releases

- Ten Lathrop GPM Attorneys Recognized as Franchise Legal Eagles
  April 1, 2024
- 11 Lathrop GPM Attorneys Recognized in the International Who's Who Legal Franchise 2023 List

November 27, 2023

- Eight Lathrop GPM Attorneys Named Lawyer of the Year, 89 Ranked as The Best Lawyers in America©
  August 17, 2023
- Lathrop GPM Attorneys Named 2023 Minnesota Super Lawyers and Rising Stars
  July 18, 2023
- 14 Lathrop GPM LLP Practice Groups and 35 Attorneys Ranked in Chambers USA 2023
  June 1, 2023
- Franchise Group at Lathrop GPM LLP Submits Comments to FTC on Proposed Noncompete Rule
  April 21, 2023
- Nine Lathrop GPM Attorneys Recognized as Franchise Legal Eagles
  April 3, 2023
- 10 Lathrop GPM Attorneys Recognized in the International Who's Who Legal Franchise 2022 List
  September 28, 2022
- Six Lathrop GPM Attorneys Named Lawyer of the Year, 95 Ranked as The Best Lawyers in America©
  August 18, 2022
- Lathrop GPM Attorneys Named 2022 Minnesota Super Lawyers and Rising Stars
  July 18, 2022
- Chambers USA 2022 Names Lathrop GPM a Top Law Firm, Franchise Group Ranked Nationwide
  June 1, 2022
- Eight Lathrop GPM Attorneys Recognized as Franchise Legal Eagles
  April 1, 2022
- 11 Lathrop GPM Attorneys Recognized in the International Who's Who Legal Franchise 2021 List
  October 12, 2021
- Seven Lathrop GPM Attorneys Named Lawyer of the Year, 100 Ranked as The Best Lawyers in America©
  August 19, 2021
- Lathrop GPM Attorneys Named 2021 Minnesota Super Lawyers and Rising Stars
  July 22, 2021

- Chambers USA 2021 Names Lathrop GPM a Top Law Firm, Franchise Group Ranked Nationwide
  May 20, 2021
- 8 Lathrop GPM Attorneys Recognized as Franchise Legal Eagles
  April 1, 2021
- Lathrop GPM Attorneys Recognized in Who's Who Legal Franchise 2020 List
  September 30, 2020
- Lathrop GPM Attorneys Named to The Best Lawyers in America©, Lawyer of the Year, and Ones to Watch for 2021
  August 20, 2020
- Lathrop GPM Attorneys Named 2020 Minnesota Super Lawyers and Rising Stars
  July 21, 2020
- Chambers USA 2020 Names Lathrop GPM a Top Law Firm, Insurance Recovery Team Earns New Recognition, Franchise Group Ranked Nationwide
  April 23, 2020
- 16 Lathrop GPM Attorneys Recognized as Franchise "Legal Eagles"
  April 1, 2020
- Lathrop GPM Develops COVID-19 Client Response Team
  March 18, 2020
- Gray Plant Mooty Attorneys Recognized in the International Who's Who Legal: Franchise for 2019
  December 10, 2019
- Gray Plant Mooty Attorneys Named The Best Lawyers in America© 2020
  August 15, 2019
- Gray Plant Mooty Attorneys Named 2019 Minnesota Super Lawyers and Rising Stars
  July 5, 2019
- Gray Plant Mooty Recognized as Leader in Chambers USA 2019
  April 26, 2019
- 17 Gray Plant Mooty Attorneys Recognized as 2019 "Legal Eagles"
  April 1, 2019
- 15 Gray Plant Mooty Attorneys Recognized in the International Who's Who Legal: Franchise for 2018
  October 29, 2018

- Gray Plant Mooty Attorneys Recognized in The Best Lawyers in America© 2019
  August 15, 2018
- Gray Plant Mooty Attorneys Named 2018 Minnesota Super Lawyers and Rising Stars
  July 5, 2018
- Gray Plant Mooty Recognized as Leader in Chambers USA 2018
  May 3, 2018
- 15 Gray Plant Mooty Attorneys Recognized as 2018 “Legal Eagles”
  April 3, 2018
- 17 Gray Plant Mooty Attorneys Recognized in the International Who’s Who Legal: Franchise for 2017
  October 2, 2017
- Mike Gray Recognized as 2017 BTI Client Service All-Star
  August 23, 2017
- 37 Gray Plant Mooty Attorneys Recognized in The Best Lawyers in America 2018
  August 15, 2017
- 43 Gray Plant Mooty Lawyers Named 2017 Minnesota Super Lawyers and Rising Stars
  July 5, 2017
- 4 Gray Plant Mooty Practices, 12 Attorneys Recognized in Chambers USA 2017
  May 26, 2017
- 15 Gray Plant Mooty Franchise Attorneys Recognized As 2017 “Legal Eagles”
  April 3, 2017
- 35 Gray Plant Mooty Attorneys Recognized in The Best Lawyers in America 2017
  August 15, 2016
- 40 Gray Plant Mooty Lawyers Named 2016 Minnesota Super Lawyers and Rising Stars
  July 5, 2016
- 5 Gray Plant Mooty Practices, 12 Attorneys Recognized in Chambers USA 2016
  May 27, 2016
- 15 Gray Plant Mooty Franchise Attorneys Recognized As “Legal Eagles”; Largest Number of All Firms
  April 6, 2016

- 36 Gray Plant Mooty Attorneys Recognized in The Best Lawyers in America 2016
  August 17, 2015
- 38 Gray Plant Mooty Lawyers Named 2015 Minnesota Super Lawyers and Rising Stars
  July 09, 2015
- Gray Plant Mooty Has 14 Franchise Attorneys Named “Legal Eagles”; Largest Number of All Firms
  April 8, 2015
- Fourteen Gray Plant Mooty Lawyers, Firm Recognized for Most U.S.-Based Lawyers Among Top Competitors
  October 10, 2014
- 33 Gray Plant Mooty Attorneys Recognized as Best Lawyers
  August 19, 2014
- 40 Gray Plant Mooty Lawyers Named 2014 Minnesota "Super Lawyers" and "Rising Stars"
  July 7, 2014
- Gray Plant Mooty Lands Fourteen 2014 Franchise Times Legal Eagles, Most of Any Firm in the United States
  April 8, 2014
- GPM Attorneys John Brower, Michael Gray Named to the BTI Client Service All-Stars 2014
  February 6, 2014
- Thirteen Gray Plant Mooty Attorneys Recognized in The International Who’s Who of Franchise Lawyers 2013
  July 24, 2013
- Twelve Gray Plant Mooty Franchise Attorneys Named Franchise Times Legal Eagles 2013
  April 1, 2013
- Three Gray Plant Mooty Attorneys Earn Certified Franchise Executive Designation
  February 18, 2013
- The Third Edition of “Covenants Against Competition in Franchise Agreements” Is Edited by GPM Attorney
  December 20, 2012
- 27 Gray Plant Mooty Attorneys Named 2012 “Minnesota Super Lawyers”
  July 9, 2012
- Eight Gray Plant Mooty Franchise Attorneys Named “Legal Eagles” by Franchise Times Magazine

February 10, 2012

- Ten Gray Plant Mooty Attorneys Recognized in The International Who's Who of Franchise Lawyers 2011
  November 17, 2011
- 22 Gray Plant Mooty Attorneys in 2012 Edition of "Best Lawyers in America"
  September 2, 2011
- 25 Gray Plant Mooty Attorneys Named 2011 "Minnesota Super Lawyers"
  July 12, 2011
- Ten Gray Plant Mooty Franchise Attorneys Named "Legal Eagles" by Franchise Times Magazine
  March 22, 2011
- Eight Gray Plant Mooty Attorneys Recognized in The International Who's Who of Franchise Lawyers 2010
  October 4, 2010
- 23 Gray Plant Mooty Attorneys in 2011 Edition of "Best Lawyers in America"
  August 9, 2010
- 24 Gray Plant Mooty Attorneys Named 2010 "Super Lawyers"
  July 16, 2010
- Twelve Gray Plant Mooty Franchise Attorneys Named "Legal Eagles" by Franchise Times Magazine
  January 27, 2010

Professional Affiliations

- American Bar Association Forum on Franchising, Governing Committee
- Federal Bar Association
- International Franchise Association, Legal/Legislative Committee
- Minnesota State Bar Association
- Certified Neutral, Early Dispute Resolution Institute

Community Involvement

- Volunteer Lawyers Network, Pro Bono Volunteer
- Hennepin County Housing Court, Pro Bono Volunteer
- Hennepin County Small Claims Appellate Court, Pro Bono Volunteer

- Crab Lake Conservation Foundation, Vice President, Board of Directors

Honors

- Selected among *The Best Lawyers in America*©, 2010-2024
- *Chambers USA: America's Leading Lawyers for Business*, Nationwide Franchise, 2016-2023
- *Thomson Reuters*, "Minnesota Super Lawyer®," 2006-2023
- *Franchise Times,* "Legal Eagle," 2007-2024
    - *Franchise Times,* "Legal Eagles Hall of Fame," 2023
- *The International Who's Who of Franchise Lawyers*, 2010-2023
- "Minnesota's Top Lawyers," *Minnesota Monthly,* 2022
- AV® Preeminent™ Peer Review Rated from Martindale-Hubbell
- BTI Client Service All-Star, 2014, 2016-2017