



## 4TH ANNUAL NADC MEMBER CONFERENCE

APRIL 6 TO 8, 2008

RITZ CARLTON, ST. LOUIS

### AGENDA

#### SUNDAY, APRIL 6, 2008

3:00 TO 5:30 PM BOARD OF DIRECTORS MEETING  
6:00 TO 7:30 PM OPENING RECEPTION

#### MONDAY, APRIL 7, 2008

7:30 TO 8:15 AM CONTINENTAL BREAKFAST  
SPONSORED BY FONTANA GROUP, INC.

8:15 TO 8:30 AM OPENING REMARKS  
JONATHAN P. HARVEY, Harvey and Mumford, LLP, Albany, NY

8:30 TO 11:00 AM SESSION 1 - COMPLIANCE  
Moderator: THOMAS HUDSON, Hudson Cook, LLP, Hanover, MD  
Panel: ROB COHEN, Auto Advisory Services, Inc., Tustin, CA; EMILY BECK, Hudson Cook, LLP, Hanover, MD; PHILIP YTTBERG, National Arbitration Forum, Minneapolis; and RANDALL MCCATHREN, BLC Associates Inc., Nashville

This session will address: • Arbitration • Advertising, including firm offer rules and cases • Electronic Disclosure and Affiliate Marketing Rules • Doc Fees/Unauthorized Practice of Law • Interstate Internet Sales • Lease Here, Pay Here Programs • Rent to Own Programs • Q&A

11:00 TO 11:15 BREAK

**MONDAY, APRIL 7 CONT'D.**

**11:15 AM TO 12:15 PM**

**SESSION 2, PART 1 - LATEST TRENDS IN FRANCHISE RELATIONS AND LITIGATION**

Moderator & Panelist: **LEONARD BELLAVIA**, Bellavia Gentile & Associates LLP, Mineola, NY  
Panel: **RICHARD SOX**, Myers & Fuller, PA, Tallahassee

**CENTURY OLD SUPREME COURT DECISION OVERTURNED** – In a precedent braking decision, the U.S. Supreme Court in 2007 overturned an anti-price fixing law which had stood for 96 years. Can the elimination of “suggested” MSRP be far behind?

**DEFICIENCY LETTERS AND TERMINATION NOTICE** – We will discuss the appropriate action dealer counsel should take in the context of a recent case law when the dealer-client receives a deficiency notice from the factory. Pre-litigation and litigation strategies will be explored, including seeking injunctive relief when a termination letter is received. Realistic settlement possibilities will also be discussed.

**LITIGATION AND ARBITRATION** – Outline of the positive and negative aspects of each method of dispute resolution. Which method is best for your client?

**ADD POINTS AND RELOCATIONS** – This presentation will develop the pre-litigation and litigation strategy when the dealer-client is confronted with a potential encroachment into his or her market area. How to challenge the “Market Data” study relied upon by the factory to support additional competition will be discussed and the tactical benefits of injunctive relief will be addressed.

**FACTORY UPDATE** – latest update on the activities of the leading manufacturers including BMW, Mercedes Benz, Toyota, Ford, and General Motors. Topics of discussion include image programs, tiered-price incentives, consolidations, ad groups, audits and much more.

**12:15 TO 1:30 PM**

**LUNCH**

**1:30 TO 2:30 PM**

**SESSION 2, PART 2 - LATEST TRENDS IN FRANCHISE RELATIONS AND LITIGATION**

Moderator & Panelist: **LEONARD BELLAVIA**, Bellavia Gentile & Associates LLP, Mineola, NY  
Panel: **RICHARD SOX**, Myers & Fuller, PA, Tallahassee

Panel members will discuss their individual views and approaches to various franchise and litigation issues. The panel will field questions from the audience to address some of the current franchise issues faced by dealer counsel.

**2:30 TO 3:30 PM**

**SESSION 3 - NADA UPDATE**

**ANDY KOBLENZ**, NADA. McLean, VA; and **ERIC CHASE**, Bressler, Amery & Ross, P.C., Florham Park, NJ

In protecting the interests of the nation’s franchised motor vehicle dealers, the National Automobile Dealers Association interacts with motor vehicle manufacturers, Congress and state legislatures, federal and state regulators, state dealer associations, dealers and their counsel. NADA is directly involved in most of the hot legal issues affecting dealers today. Andy Koblenz, general counsel of NADA, will discuss these issues, NADA’s positions on them, and how the issues may affect dealers. This session will provide attendees with the latest concerning the hot legal matters facing dealers today.

Mr. Chase will provide his assessment of the most important legal topics for auto dealers for 2008. In addition, he will emphasize the planning and strategies that will be critical for dealers and their attorneys for the coming year.

**3:30 TO 3:45 PM**

**BREAK**

**SPONSORED BY CNA NATIONAL WARRANTY CORP.**

## MONDAY, APRIL 7 CONT'D.

3:45 TO 5:00 PM

### SESSION 4 - LABOR LAW

**PATRICIA GRIFFITH**, Ford & Harrison, LLP, Atlanta,  
**D. GERALD COKER**, Ford & Harrison LLP, Atlanta

#### EFFECTIVE JURY TRIAL PRACTICE

Too many employment discrimination cases settle because the company's attorney is reluctant to try the case. This can be a particular problem where the defendant is an automobile dealership and counsel is concerned about hostile jurors. A reluctance to try a case can drive up the cost of settlement. Sexual harassment, age and race discrimination lawsuits, and wrongful discharge cases can be tried to a jury successfully with the proper approach.

Patricia Griffith has had a large number of jury trials where she represented defendant companies, including auto dealerships. Using the lessons she has learned in state and federal courts around the country, Patricia will talk about the five keys to getting a defense verdict in an employment case: (1) proper discovery; (2) jury selection; (3) an effective opening statement; (4) cross-examination of plaintiff and other key witnesses; and (5) the closing statement. Patricia will also talk about when to mediate/arbitrate a matter and the best way to go about it.

#### LABOR UPDATE

2008 is going to be a significant year in the area of labor relations at dealerships. Labor is poised to play a very active role in the national election and will be looking for some serious payback in the form of pro-labor legislation. Unions already are tapping into the populist notion of a two-tiered society and are looking to make significant gains both at the bargaining table and in organizing efforts. Dealership employees, particularly technicians, will continue to be the target of unionization efforts by the Machinists Union and others. All of this is taking place in the context of the most challenging market conditions in years and expense containment efforts which will result in job security and other concerns for many employees.

Jerry Coker will brief us on the state of union activity in the dealership industry, current union tactics, "hot issues" and big labor's plans for the balance of 2008 and beyond.

5:00 TO 7:00 PM

#### COCKTAIL RECEPTION

## TUESDAY, APRIL 8, 2008

7:30 TO 8:15 AM

#### CONTINENTAL BREAKFAST

**SPONSORED BY THE MISSOURI AUTOMOBILE DEALERS ASSOCIATION & BRYDON, SWEARENGEN & ENGLAND**

8:15 TO 8:30 AM

#### OPENING REMARKS

**JONATHAN P. HARVEY**, Harvey and Mumford, LLP, Albany, NY

8:30 TO 10:30 AM

#### SESSION 5 - PREVENTION OF ID THEFT, PROTECTION OF CUSTOMER INFORMATION AND THE RED FLAG RULE

**MICHAEL CHARAPP**, Charapp & Weiss, LLP, McLean, VA; **MICHAEL BENOIT**, Hudson Cook, LLP, Washington, DC; and **PAUL METREY**, NADA, McLean, VA

The panel will discuss recent developments in protecting against ID theft:

- The Red Flag Rule – what it requires.
- Implementing the Red Flag Rule in a dealership and the challenges
- Recent developments in protection against ID theft
- Implementing a Know Your Customer policy at a dealership
- Lessons about maintenance of an information safeguard program learned from recent

TUESDAY, APRIL 8 CONT'D.

FTC investigations

- Implementing an information protection policy for employee information
- Steps to take in the event of breach of a dealership's information safeguard policy

10:30 TO 10:45 AM

**BREAK**

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10:45 TO 11:45 AM

**SESSION 6 - BUY/SELL**

**JOHN GENTILE**, Bellavia Gentile & Associates, LLP, Mineola, NY

**REPRESENTING CAR DEALERSHIPS DURING AN ECONOMIC DOWNTURN**

**1. BANKRUPTCY IN THE CONTEXT OF A BUY/SELL AGREEMENT:** stopping the floor plan lender from seizing automobile inventory; avoiding payment of pre-petition rent; getting out from unwanted personal and real property lease agreements; compelling the manufacturer to accept candidates faster and to approve candidates who may otherwise be deemed questionable; and creating a "bidding war" for the dealership which may significantly increase the ultimate price obtained.

**2. NEGOTIATING A BUY/SELL WITH THE MANUFACTURER (VOLUNTARY TERMINATION AGREEMENTS):** determining market conditions in a dealer's market area (Depending upon the number of competing dealers in the market area, it may increase or decrease the manufacturer's willingness to pay a dealer in exchange for the voluntary termination of his franchise.); what a dealer can do to negotiate a better price in exchange for voluntary termination; and manufacturer's obligations upon voluntary termination.

**3. SITE CONTROL AGREEMENTS IN CONNECTION WITH BUY/SELLS:** obtaining financial assistance from the manufacturer in order to acquire a dealership, in exchange for site control; obtaining financial assistance from the manufacturer in order to complete major renovations, in exchange for site control; obtaining financial assistance from the manufacturer for working capital, in exchange for site control; and site control v. exclusivity agreements and how the difference can impact the dealership.

11:45 AM TO 12:45 PM

**SESSION 7 - AFFILIATED REINSURANCE PROGRAMS**

**ANDREW WEILL**, Benjamin, Weill & Mazer, San Francisco

**AFFILIATED REINSURANCE PROGRAMS**

For over 30 years, the Internal Revenue Service has looked unfavorably at the use of affiliated reinsurance companies. The Service's efforts to discredit the arrangements and collect on alleged tax deficiencies included applying an "economic family" concept to disregard legal entities and classifying affiliated reinsurance companies as listed transactions and potentially abusive tax shelters.

The struggle continues, however, with the latest Internal Revenue Service assault invoking transfer pricing theory better suited to the inter-company transfers of multinationals.

Session attendees will take away a profile of the opportunities and problems of affiliated reinsurance companies. Estate planning aspects will also be reviewed. Attendees will leave with a working knowledge of the elements of a tax-compliant affiliated reinsurance arrangement, including formation tips resulting from more than ten years of direct engagement with the Internal Revenue Service in defense of sensible application of tax law.

12:45 TO 1:00 PM

**CONCLUDING REMARKS**

**JONATHAN P. HARVEY**, Harvey and Mumford, LLP, Albany, NY

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**CONFERENCE BAGS SPONSORED BY REGIONAL ACCEPTANCE CORP.**

## SPEAKER BIOGRAPHIES



• **EMILY MARLOW BECK** is an attorney in the Hanover, Maryland office of Hudson Cook, LLP, where she is the vice-chair of the firm's Dealership Law Practice Group. Ms. Beck designed and developed the dealership compliance audit program at Hudson Cook, LLP, which is intended to "issue spot" areas of legal non-compliance in dealership forms and consumer credit practices.

Ms. Beck is a graduate of the University of Virginia and American University Law School, but believes her best education came from cleaning "wash-bay pits" for her father's dealership. Ms. Beck was raised in a "car family" where she learned the business from the bottom up. Today, she uses her knowledge of dealership culture and operations to help dealers understand the legal and regulatory framework under which they must operate.



• **LEONARD A. BELLAVIA, ESQ.**, founding partner of the law firm of Bellavia Gentile & Associates, LLP, is a nationally recognized authority in the field of automotive franchise law and represents hundreds of automobile and marine dealerships in all aspects of commercial litigation, franchise disputes and employment law. With extensive experience in dealership mergers and acquisitions, Mr. Bellavia has been instrumental in buy-sell transactions involving every manufacturer doing business in the United States.

Mr. Bellavia has spent his life in the automobile business as his family has been in the forefront of Long Island's automobile industry for over 50 years. After graduating from law school, Mr. Bellavia quickly gained recognition as a talented commercial litigator. Shortly thereafter, his expertise in the automobile industry led to the creation of Bellavia Gentile & Associates. Mr. Bellavia's vision has created a firm that is one of the nation's leading law firms representing automotive and marine dealers and dealer associations.

Mr. Bellavia has written numerous articles on dealership and franchise matters and is a regularly quoted source of comment in *Automotive News*, the industry's leading trade publication. In addition, Mr. Bellavia is a sought-after speaker for national automotive and dealer-related trade organizations.

Mr. Bellavia serves as Chairperson of the Litigation Section of the National Association of Dealer Counsel "NADC" and is a member of its Board of Directors and is the Chair of the Automotive Franchise Law Section of the Franchise Law Committee of the New York State Bar Association.

In 1998 Long Island Cares presented Mr. Bellavia with the 8th Annual Harry Chapin Humanitarian Award for his commitment and efforts in the fight against hunger. Following this recognition, Mr. Bellavia created "Balancing the Scales on Long Island," a pro-bono public service program that provides quality legal services to the disadvantaged and underserved.



• **MICHAEL A. BENOIT** is Partner in the Washington, D.C. office of Hudson Cook, LLP. He advises banks, sales finance companies, auto leasing companies, mortgage lenders, auto dealers and other creditors and technology providers on a wide range of consumer financial services law, including the Truth In Lending Act and Regulation Z, the Consumer Leasing Act and Regulation M, the Equal Credit Opportunity Act and Regulation B, the Fair Credit Reporting Act, the Gramm-Leach-Bliley Act, the Electronic Signatures in Global and National Commerce Act, the Uniform Electronic Transactions Act and the USA Patriot Act. In addition, his practice covers matters involving federal and state laws relating to electronic commerce and online lending, privacy, fair lending, telemarketing, personal and real property financing, and leasing and collection practices.

Mr. Benoit is also a past president of the American Arbitration Association and a past president of the National Arbitration Forum.

Past Experience: Mavent Inc., Irvine, California, 2005 - 2006. Executive Vice President, Chief Legal Officer, Corporate Secretary; Benesch, Friedlander, Coplan & Aronoff, LLP, Cleveland, Ohio, 1993-1997; Professional Musician, 1978 - 1990.

Education: Case Western Reserve University School of Law, J.D., Cum Laude, 1993; The University of Michigan, Master of Music, 1987; University of Miami, Bachelor of Music, Magna Cum Laude, 1984.

Professional Memberships: Ohio State Bar (admitted 1993); District of Columbia Bar (admitted 2004).



• **MICHAEL CHARAPP**, Partner in the firm of Charapp & Weiss, LLP, has spent his life in and around the automobile business. He is a graduate of the University of Pittsburgh (B.A. 1971), and of the Georgetown University Law Center (J.D. Degree 1974). Mr. Charapp is a member of the Bars of the Commonwealth of Virginia and the District of Columbia.

Mr. Charapp worked in his family's Dodge dealership in the Pittsburgh, PA area until he graduated from College. After his graduation from law school, he was an associate and later a partner in the firm of Stein, Mitchell & Mezines, Washington, DC, from 1974 to 1984 where he specialized in litigation and commercial transactions, including representation of car dealers and car dealer trade associations. From 1984 to 1996 he was Executive Vice President and General Counsel of the Rosenthal Automobile Organization headquartered in Arlington, VA, at the time one of the 10 largest auto dealer organizations in the country. In 1996 he formed the firm of Charapp & Weiss.

Today, Mr. Charapp represents and advises numerous business clients, including well over 200 automobile dealers and several automobile dealer trade associations, including the Maryland Automobile Dealers Association, the Virginia Automobile Dealers Association, and the Washington Area New Automobile Dealers Association.



• **ERIC L. CHASE** is one of America's leading automotive attorneys. Over many years he has represented hundreds of dealers in their disputes with automobile factories, distributors and importers, as well as in investigations by and disputes with state and federal agencies. As a litigation partner in the New Jersey office of Bressler, Amery & Ross, P.C., his automotive practice is national in scope. He has served as lead counsel in a variety of landmark cases that are important and enduring legal precedents for dealers.

Upon graduation from Princeton University in 1968, Mr. Chase entered the Marine Corps as a 2nd lieutenant and served as an infantry officer in Vietnam. After three years of active duty, he attended the University of Minnesota Law School, from which he received his J.D. degree, cum laude, in 1974. Prior to entering private practice, he served as an Assistant United States Attorney in Newark, N.J.

Mr. Chase has written dozens of articles on automotive subjects which have appeared in, among other publications, *Automotive News*, *Dealer Business (Auto Age)*, *Automotive Executive*, and *Automotive Dealers Digest*. He is a frequent speaker at seminars for dealers throughout the United States and his advice regarding new state franchise legislation is often sought by state associations. One of the original members of the New Jersey State Bar Association's Franchise Law Committee, he served as its co-chairman during 1999-2000.

Since its initial publication in 1994, Mr. Chase's book, *Automobile Dealers and The Law*, has become a primary legal handbook for dealers.

Mr. Chase retired in 1998 from the Marine Corps Reserve as a colonel, and is an acknowledged authority on national security and the law of war. His writings on those subjects include articles in the *New York Times*, *Newsweek*, *The Washington Post*, and *Strategic Review*. He has appeared as a military expert on *Good Morning America*, *Larry King Live*, *CBS Sunday Morning* and the *Charlie Rose Show*. His biography appears in several publications, including *Who's Who in America* and *Who's Who in American Law*.



• **ROB COHEN, ESQ.**, President, Auto Advisory Services, Inc., started with Auto Advisory Services in 1994, was made Managing Partner in 2001, and he became President in 2006. Prior to becoming partner, Rob represented dealers in litigation for four years. Rob specialized in the defense of consumer claims and represented licensees before DMV administrative hearings. He developed a strong background inside dealerships by working as a car salesman and doing F&I during law school. Rob has also served as General Counsel for a large automotive group in Los Angeles. Rob received his B.A. and M.B.A. from the University of California, Irvine and then went on to earn his

J.D. from Whittier College, School of Law.

Rob currently serves as Vice President of the National Association of Dealer Counsel (NADC), is editor of *Transmission* (Auto Advisory Services' monthly newsletter) and *The Defender* (the NADC newsletter), and has been

published in Ward's Dealer Business, Orange County Business Journal and F&I Management and Technology. He is a frequent speaker and trainer on a wide range of subjects pertaining to dealership sales and finance compliance. Rob co-authored the top-selling Automotive Dealership Information Safeguards Manual, the Automotive Dealership Identity Theft Guide, as well as the recently published Vehicle Finance and Compliance Documents Guide.

Recent Seminars: Common But Potentially Dangerous F&I Practices, NADC F&I WORKSHOP, Baltimore, MD, November, 2006; Changes for 2007, REYNOLDS AND REYNOLDS UNIVERSITY ONLINE, November, 2006; F&I Matters, NADC MEMBER CONFERENCE, Chicago, IL, April, 2006; Car Buyer's Bill of Rights Training, California (multiple sessions), May-June, 2005; Negative Equity Disclosure, NADC MEMBER CONFERENCE, Atlanta, GA, April, 2005



• **D. GERALD COKER** devotes his practice to working with automobile dealerships and other companies on a broad range of labor and employment matters. He has assisted companies in more than 110 union election cases throughout the U.S., as well as numerous union organizing drives that did not proceed to an election, and defends dealerships in discrimination/harassment and wrongful discharge cases, as well as government wage-hour investigations.

Jerry is on the Board of Directors of the National Association of Dealer Counsel (NADC) and is the Chairperson of the Labor Law Section of NADC. Jerry is the past Chairman and a current member of the Labor and Employment Law Section of the Georgia Bar, as well as a member of the American Bar Association and the Atlanta Bar Association. He is also listed in Best Lawyers in America (2007 edition).

Jerry is a popular lecturer/workshop facilitator and has conducted numerous management training seminars on how to maintain union-free status and avoid serious employee relations problems. Jerry presented human resources management workshops at the 1988, 2002 and 2004 National Automobile Dealers Association Conventions.



• **JOHN GENTILE, ESQ.** is a partner in the law firm of Bellavia Gentile & Associates, LLP. in Mineola, New York. The firm has been handling automobile related transactions for nearly twenty (20) years and has developed a strong reputation in the industry. Since joining with Leonard Bellavia in 1991, Mr. Gentile has personally handled hundreds of buy/sell transactions over his years in practice.

These transactions have included sales to public companies; manufacturer buy-backs; voluntary terminations; sales of dealerships in bankruptcy; as well as standard dealership sales and purchase agreements. In connection with buy/sell agreements, Mr. Gentile also handles real estate matters which are often an integral part of a buy/sell transaction. His practice all includes litigation on behalf of automobile dealers in disputes with manufacturers, as well as financial workouts between dealerships and lending institutions.

Mr. Gentile has also prepared dealership valuations for his clients for both estate purposes and partner buy outs. Mr. Gentile is a frequent lecturer at automobile dealership seminars and is a quoted source in both local and national trade publications.



• **PATRICIA GRIFFITH** concentrates her practice on employment litigation, including individual and class action discrimination and harassment cases, employment contracts, trade secrets, and other employment-related actions. She tries cases in federal and state courts and before administrative agencies. Patricia has had substantial jury and class certification experience and defended numerous class action cases. She is adept at mediating disputes, reducing the likelihood of protracted litigation, and has served as an arbitrator for the State Bar of Georgia. She was named one of Georgia's Top 50 Female Super Lawyers for 2004 by Atlanta Magazine and has been listed in The Best Lawyers in America since 1999. Patricia is also AV® Peer Review Rated.

Earlier in her career she served as a law clerk to the Honorable Thomas A. Clark, U.S. Court of Appeals for the Eleventh Circuit.

Patricia served on the Board of Directors for the Atlanta Shakespeare Company from 1998-2003 and was Chair from 2001-2003. She also volunteers with Friends of the Atlanta Opera and was Chairperson of its Board from 1999-2001. She is currently on the Board of Directors for Evergreen Humanitarian and Relief Services and is again serv-

ing on the Board of the Atlanta Shakespeare Company.

At the University of Georgia, Patricia played basketball for the Lady Bulldogs and was a member of Phi Beta Kappa. She was the Comments Editor for the Georgia Law Review during law school.



• **THOMAS B. HUDSON**, Hudson Cook, LLP, has practiced consumer financial services law since 1973. He has focused his practice on matters relating to vehicle financing and leasing. Mr. Hudson is a partner in the California, Connecticut, DC, New York, Virginia and Maryland law firm of Hudson Cook, LLP, and chairs the firm. He is President of CounselorLibrary.com, LLC, and is the Editor-in-Chief of CARLAW®, a monthly subscription service that reports legal developments in the auto finance and lease business. He is a past President of the American College of Consumer Financial Services Lawyers and is a past Chair of the American Bar Association Consumer Financial Services Committee's Personal Property Finance Subcommittee. He is outside general counsel to the National Automotive Finance Association. His clients include small and large dealerships, Reynolds & Reynolds, captive foreign and domestic auto finance companies, major banks and independent finance companies and many companies who supply services to the auto finance and lease industry. He is a member of the Governing Board of the Conference of Consumer Finance, and is a frequent writer and speaker on topics relating to vehicle finance and leasing. He is also author of the books: CARLAW® - A Southern Attorney Delivers Humorous Practical Legal Advice on Car Sales and Financing! (April 2006), CARLAW® F&I Legal Desk Book (December 2006), and CARLAW® II - Street Legal (January 2008).



• **GENE KELLEY**, the conference facilitator, is partner and co-chair of the litigation group of Arnstein & Lehr LLP. His areas of practice generally include litigation, and counseling. He has appeared in state and federal courts throughout the US. He is NADC Chairman of Meetings and Conferences.

Gene has tried and successfully concluded dealer litigation involving lemon law claims, TILA, RICO, warranties, breach of contract, alleged fraud, and a host of other dealer-related issues. He has also litigated matters concerning anti trust and unfair competition claims, land use disputes, environmental claims, landlord-tenant disputes, employment claims, computer software, wrongful discharge, and related personnel matters. These matters have been litigated both in the courtroom and in arbitration.

Gene's firm has been involved in buy/sell agreements, mergers, acquisitions, sales, divestitures, shareholder disputes, federal and state income tax matters, estate tax matters, and a host of other issues arising concerning closely held companies, including dealerships.



• **ANDY KOBLENZ** is the National Automobile Dealers Association's vice president and general counsel. He directs the association's Legal and Regulatory Group, which represents NADA and dealer interests before federal agencies. Koblenz supervises a staff of six attorneys specializing in franchise and state law, corporate law and federal regulatory affairs. As NADA's assistant secretary, he prepares and maintains corporate records and the minutes of the board of directors meetings and supervises elections of NADA officers and directors.

Prior to his current position, Koblenz was vice president, industry affairs from June 2001 to February 2006, directing the activities of NADA's Industry Relations and Industry Analysis departments, as well as the association's American Truck Dealers Division.

Previously, he served as NADA's executive director and special counsel for industry affairs for two years, representing the interests of franchised automobile dealers in policy, operational and other discussions with vehicle manufacturers. In that role, he helped oversee the operations of the Industry Affairs Group and was a liaison to the association's communications, legal, regulatory and legislative departments.

Before joining NADA, Mr. Koblenz served for five years as a senior attorney with the American Automobile Manufacturers Association (AMAA). There, he advised the association on a variety of issue areas including sales, credit, leasing, and finance law, product safety and liability, intellectual property and benefits and taxation.

From 1990 through 1994, Mr. Koblenz was a partner at the Washington, D.C. law firm of Richardson, Berlin &

Morvillo where he specialized in corporate and securities matters.

Mr. Koblenz attended Union College in Schenectady, N.Y. and received his B.A. in political science, summa cum laude, in 1978. In 1981, he received his J.D., cum laude, from Harvard Law School. Mr. Koblenz is a member of Phi Beta Kappa and the American Law Institute.

The National Automobile Dealers Association, founded in 1917 and based in McLean, Va., represents more than 20,000 new car and truck dealers, holding over 43,000 separate franchises, both domestic and import.



• **RANDALL McCATHREN**, President and General Counsel of BLC Associates, Inc., specializes in auto finance and lease regulatory compliance, credit and residual risk management, residual value insurance auditing and analysis, financial analysis and modeling of portfolio performance, lease and loan program design, and end-of-term lease remarketing and telemarketing. He is a frequent expert witness in auto leasing and finance-related litigation including residual value insurance disputes. He has consulted for the Federal Reserve Board and National Credit Union Administration on leasing and lending regulatory issues. Mr. McCathren is experienced in both the contractual and tax aspects of leasing. He is an expert in auditing lease documentation and lease and loan pricing models. Mr. McCathren has designed a number of analytic software packages for lease pricing and evaluation of lease program performance and profitability. He is frequently cited in both the trade and popular press on his assessments of the auto leasing business, including: The Wall Street Journal, Newsweek, Forbes, Fortune, The Los Angeles Times, The New York Times, The Washington Post, USA Today, Business Week and Automotive News, and has made numerous television appearances on behalf of the industry.

Mr. McCathren, an attorney, is a graduate of Yale University (B.S. 1971, magna cum laude) and the University of California, Berkeley School of Law (J.D. 1974, Associate Editor, California Law Review). He has been a staff counsel with the Federal Trade Commission and has taught at the University of Texas Law School and Vanderbilt University Law School.

In addition to consulting with the Federal Reserve Board on leasing regulatory issues and serving on the Consumer Lease Education Task Force, Mr. McCathren represented industry members in the formulation of the 1998 Regulation M and the Uniform Consumer Leasing Act. Mr. McCathren is frequently called upon by federal and state regulatory agencies for assistance because of his experience on consumer vehicle regulatory matters. Mr. McCathren is the co-author of The Automobile Lending and Leasing Manual (1989), Essentials of Consumer Vehicle Leasing (1985) and Auto Financing Update, and is Managing Director of the Association of Consumer Vehicle Lessors.



• **PAUL D. METREY, ESQ.** is the Director of Regulatory Affairs in the Legal and Regulatory Group of the National Automobile Dealers Association. He represents dealer interests before, and educates dealers on, regulations promulgated by several federal agencies including the Federal Reserve Board, Federal Trade Commission, Federal Communications Commission, Department of the Treasury and Internal Revenue Service. He reports on regulatory developments in several association publications and serves as a staff advisor to NADA's Regulatory Affairs Committee. He is the author of several NADA publications and frequently speaks to dealers on an array of regulatory topics, including recent developments in privacy, identity theft, telemarketing, consumer financing and taxation.

The National Automobile Dealers Association represents approximately 20,000 franchised new car and truck dealers.



• **RICHARD N. SOX, JR.** is the managing partner of Myers & Fuller law firm, and his primary area of practice is motor vehicle franchise law. Rich provides counsel to the Firm's dealer clients in the areas of manufacturer facility and incentive programs, franchise realignment, audit chargebacks and sales performance issues. Rich represents dealers in both manufacturer-sponsored and judicial mediation, state-mandated administrative proceedings as well as in state and federal court. Most recently, he has undertaken the lead role in assisting various State dealer associations in revising and updating their state's franchise protections.

Rich writes a monthly franchise law column for Dealer Magazine and is regularly quoted in industry periodicals, including Automotive News. He speaks before various dealer associations and groups concerning issues important

to motor vehicle dealers. Of note, Rich has been the key note speaker at annual State dealer association conventions, various CPA organizations, and numerous 20 groups.



- **ANDREW J. WEILL**, Principal, Benjamin, Weill & Mazer is a leading complex litigation firm in San Francisco. Mr. Weill's practice includes complex business, tax and estate disputes across the nation. He graduated from Yale University in 1973 and obtained his J.D. from University of California, Berkeley (Boalt Hall) in 1976. He is a Certified Specialist in Taxation Law. He is a frequent speaker and writer on tax and litigation issues.



- **PHILIP B. YTTERBERG, ESQ.** is Vice President and Assistant General Counsel for the National Arbitration Forum (FORUM). Mr. Ytterberg manages FORUM's mediation and arbitration programs dealing with commercial finance. He also leads the solution group for motor vehicle sales, financing, service and warranty.

Mr. Ytterberg has been instrumental in the development of best practices for ADR programs in commercial mortgage, equipment lease finance, and other forms of asset-based lending. Working with business counsel across the United States, he has driven greater recognition and utilization of FORUM services, ensuring that parties have access to all contractual remedies plus the procedural advantages of mediation and arbitration.

Mr. Ytterberg is an advocate of out-of-court solutions that reduce cost and increase satisfaction in resolving commercial disputes. He frequently gives presentations and writes about how ADR is an efficient way to resolve disputes where both parties can come to mutually beneficial agreements outside of the traditional court system. He has spoken and written on ADR topics before the Association of Corporate Counsel (ACC), the CounselorLibrary Housing and Auto Finance Workshop, American Bar Association Business Law Section, the Tort Trial and Insurance Section of the ABA, the ABA General Solo and Small Firm Division. Additionally, he has spoken about utilizing new technologies for the law at national conferences including LegalWorks, LegalTech and ABA TechShow. He has also been recognized by the Supreme Court of Florida for distinguished service as a faculty member in the Florida College of Advanced Judicial Studies.

Prior to joining the FORUM, Mr. Ytterberg was in private practice before moving into in-house counsel and management roles, the most recently being with Thomson West, a business unit of The Thomson Corporation.

Mr. Ytterberg is a graduate of Tufts University and the Boston University School of Law and is a licensed member of the bar in the states of California, Minnesota, Iowa and Illinois. He is also a member of the American Bar Association, the ABA Section of Business Law and the Association of Corporate Counsel-America.

Mr. Ytterberg is interested in American history, and enjoys sailing and skiing. He resides in Eden Prairie, Minnesota with his wife and four children.