

People

Eleanor Vaida Gerhards

Partner, Corporate*
Franchise and Licensing *

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Eleanor Vaida Gerhards serves as outside general corporate and franchise counsel to startup and established franchisors, helping clients launch, grow, and operate franchise brands in the United States and internationally. For more than 19 years, Eleanor has represented clients across a wide range of industries — including hospitality, restaurants and food service, fitness, health and wellness, retail, and consumer services — advising them on franchise development, expansion, and operations. Her experience includes drafting franchise disclosure documents and agreements and counseling franchisors on regulatory compliance, state registration, and exemption matters. Designated a Certified Franchise Executive by the International Franchise Association, Eleanor combines legal counsel with a deep understanding of the business of franchising, including delivering franchise sales compliance training to C-suite executives and marketing teams.

Eleanor advises clients on the full lifecycle of franchise growth, including acquisitions and divestitures of franchise businesses; negotiating supply chain agreements and vendor relationships; creating advertising funds; converting licensing, subscription, and distribution models into franchise systems; and structuring master franchise, multi-unit licensing, and area development arrangements. Eleanor also advises on cross-border franchise matters, guiding foreign brands entering the U.S. market and coordinating with international counsel on the expansion of domestic brands abroad.

In addition, Eleanor counsels franchisors on alternative risk management strategies for franchise systems and their franchisees, including risk retention groups, captive insurance programs, and risk purchasing groups. She has also served as a franchise law expert witness, providing expert testimony on behalf of the franchisor in a nine-figure arbitration proceeding.

A dedicated advocate for the advancement of women in franchising, Eleanor played an instrumental role in the 2018 relaunch of the

Areas of Experience

Corporate
Corporate Governance
Franchise and Licensing
M&A and Private Equity
Venture Capital and Emerging Growth Companies
Hospitality
International
Restaurant

Education

J.D., Duquesne University School of Law, 2007,
magna cum laude
B.A., Commonwealth University-Bloomsburg, 2002,
cum laude

Admissions*

Bars

New Jersey
Pennsylvania

* Not admitted to the practice of law in New York

Related Content

Akerman Expands Franchise and Licensing Sector
Team with Addition of Partner Eleanor Vaida
Gerhards
July 28, 2026

International Franchise Association's Philadelphia Women's Franchise Network and currently serves as its chair. She is also committed to pro bono service, representing local nonprofits in business and corporate matters, preparing free basic estate planning documents for first responders — including police, firefighters, and paramedics — through the Wills for Heroes program, and successfully arguing before the New Jersey State Parole Board for the release of an indigent client imprisoned for a parole violation.

Notable Work

Franchise Expert Testimony: Provided franchise expert testimony in a \$150 million arbitration.

Franchise Program Development: Represented dozens of start-up brands in the structuring and growth of franchise programs across a range of industries, including: retail; quick-service and food concepts; restaurant and hospitality; hotels; health and wellness; fitness; automotive, service, and consulting; residential home building; junk removal; party, event planning, and entertainment; childcare, tutoring, and education; and cleaning and janitorial.

License-to-Franchise Conversion: Represented an international entrepreneurial consulting, training, leadership, and advisory business in the conversion of over 400 licensees to a franchise model and registration of concept throughout the United States.

International Franchise Expansion: Represented one of Argentina's most well-known and renowned gelato brands in its expansion into the United States through the operation of company-owned outlets and mobile, franchise unit, and master franchise offerings.

Licensing Conversion: Represented the conversion of a chess lesson and teaching concept from a licensing model utilizing a limited fee exemption to franchising, including the conversion of its dozens of licensees to a nationwide franchise model.

International Franchise System Launch: Represented an international Hot Pot franchise system and its master sub-franchisor on its expansion into the United States, including company- and affiliate-owned outlet locations, legacy licensees in the United States, and coordination with Canadian counsel on the organization, structuring, and launch of their franchise system.

U.S. Market Entry: Represented a Canadian-based Middle Eastern food concept with over 50 locations on its expansion into the United States.

Franchise Disclosure Documents: Represented a Brazilian-based smoothie and health food concept in expanding franchising in the United States, including the preparation of the franchise disclosure documents for its single-unit offering and area representative model.

Franchise Exemption Structuring: Represented a billion-dollar international technology company in structuring its reseller agreement program to qualify for the franchise wholesale inventory exemption.

Restaurant Franchise Conversion: Represented a southern barbecue-themed restaurant franchisor with more than two dozen locations across the United States in its conversion from a licensing to franchising structure.

Private Equity Acquisition: Represented a private equity-backed acquirer in the \$153 million acquisition of a shipping, supply chain, and logistics consulting and technology company, including negotiation of rollover equity arrangements, representations and warranties insurance, and post-closing purchase price adjustment mechanisms.

Sale of Fuel Transportation Company: Represented a regional fuel transportation company in the sale of 100 percent of its membership interests to a national bulk transport operator, including structuring of ancillary motor transportation and terminal storage agreements and coordination of post-closing de-branding requirements.

Strategic Acquisitions: Represented a 100-year-old manufacturer of grated cheese, breadcrumbs, and other specialty items in multiple acquisitions of competitor companies.

Published Work and Lectures

- International Franchise Association's 2025 Legal Symposium, Co-Author and Speaker, "Risks, Rewards, and Requirements: Insurance Essentials for Franchisors," May 5, 2025
- International Franchise Association's 2025 Annual Convention, Speaker, "Legal Issues for Using AI to Support Your Franchise System," February 12, 2025
- American Bar Association's 47th Annual Forum on Franchising, Speaker, "Annual Developments," October 17, 2024
- American Bar Association, Co-Editor, "Annual Franchise and Distribution Law Developments 2024," September 16, 2024
- myLawCLE, Speaker, "Franchise Contracts Unveiled: Key Provisions for Negotiating Franchise and Development Agreements," April 25, 2024
- International Franchise Association's Franchise Business Network Virtual Roundtable, Speaker, "Unleashing the Power of the PI Behavioral Assessment for Franchisee & Employee Retention and Development," August 16, 2023
- International Franchise Association's 2023 Legal Symposium, Moderator, "New Provisions, New Fees, and Recent Changes Being Adopted in Franchise Agreements," May 8-9, 2023
- American Bar Association's 45th Annual Forum on Franchising, Speaker, "The Latest on Working With Franchise Sales Organizations, Agents and Brokers," November 3, 2022
- International Franchise Association's Franchise Business Network Virtual Roundtable, Speaker, "Creating Your 2023 Budget," October 27, 2022
- *IFA Judicial Update*, Author, "Insurance and Force Majeure: Decisions and Trends," June 17, 2022
- International Franchise Association's 54th Annual Legal Symposium, Speaker, "Force Majeure, Insurance & Disclosure Issues," May 15-17, 2022
- International Franchise Association's Philadelphia Women's Franchise Network, Speaker, "The Changing Workforce," December 14, 2021
- *Marijuana Venture*, Co-Author, "Franchises Create Potential for National Cannabis Brands," October 26, 2021
- International Franchise Association, Speaker, "Challenges to Non-Solicitation and Non-Compete Provisions in Franchise Agreements," June 10, 2021
- BARBRI Webinar, Speaker, "Leveraging Franchising Exemptions From Federal Franchise Disclosures and State Registration,"

February 26, 2020

- Chamber of Commerce for Greater Philadelphia (GPCC), Speaker, “Speed Pitching for Nonprofits,” December 11, 2019
- Bucks County Bar Association’s Business Law Institute, Speaker, “Cyber Security Best Practices – Helping a Client Prevent, Mitigate and Respond to a Data or Confidentiality Breach,” May 14, 2019
- Captive Insurance Group of New Jersey, Speaker, “Are Captives Still Relevant Under the New Tax Laws and Regulation?” April 10, 2019
- International Franchise Association’s 59th Annual Convention, Moderator, “Insurance and Risk Management for Franchise Systems,” February 27, 2019
- American Bar Association, Co-Author, “Franchise Desk Book: Selected State Laws, Commentary, and Annotations,” Third Edition, 2019
- American Bar Association’s 41st Annual Forum on Franchising, Co-Author and Speaker, “Cybersecurity: Putting the Toothpaste Back in the Tube - Best Practices for Responding to a Security Breach,” October 10-12, 2018
- *Property Casualty 360*, Author, “Cybersecurity Insurance: Popular But Poorly Understood,” July 10, 2018
- International Franchise Professionals Group, Speaker, “Post, Pin, Snap and Tweet: Social Media and Internet Use Legal Compliance for Franchise Systems,” May 22, 2018
- Lorman Education Services, Speaker, “FTC Franchise Disclosure Rules and Regulations,” May 16, 2018
- International Franchise Association’s 2018 Legal Symposium, Co-Author and Speaker, “Trademark and Internet Brand and Reputation Protection,” May 6-8, 2018
- American Bar Association, Author, “Exemptions and Exclusions under Federal and State Franchise Registration and Disclosure Laws,” Rhode Island Chapter, March 28, 2017
- International Franchise Association’s Legal Symposium, Speaker, “Trademark and Internet Brand and Reputation Protection,” May 7, 2018
- Clear Law Institute, Speaker, “FTC Franchise Disclosure Rules and Regulations,” March 7, 2018
- Lorman Education Services, Speaker, “Is the Venture Capital Process Right for Your Startup?” October 24, 2017
- Bucks County Business Law Institute, Speaker, “Social Media Issues: Is Your Business Complying With Current Laws?” March 2, 2017
- American Bar Association’s 39th Annual Forum on Franchising, Speaker, “Insurance Dilemma – Challenges in Identifying Adequate Coverage for the Franchisor and Franchisee,” November 2, 2016
- *Law360*, Author, “Answers To Common Franchise System Insurance Questions,” February 23, 2016
- *Franchise Law Journal*, Author, “Your Store is Gross! How Recent Cases, the FTC, and State Consumer Protection Laws Can Impact a Franchise System’s Negative, Defamatory, or Fake Online Reviews,” Spring 2015
- *Franchise Law Journal*, Author, “When Is a Development Agent or Similar Third Party a Franchisor,” Fall 2009
- American Bar Association’s *The Franchise Lawyer*, Author, “Complying with Item 12 Territory Disclosures,” January 2013

- *Law360*, Author, “Hits Against the Standard Franchise Model Continue,” February 18, 2015

Honors and Distinctions

- *Chambers USA*, 2023-2026, Ranked Nationwide for Franchising
- *Franchise Times*, 2016-2026, Recognized as a “Legal Eagle”; 2025, Listed in “Legal Eagles Hall of Fame”
- *Lexology Index*, 2018-2026, Recommended for Franchising
- *Philadelphia Business Journal*, 2019, Listed in “40 Under 40”
- *The Legal Intelligencer*, 2018, Listed in “Lawyers on the Fast Track”
- *Super Lawyers Magazine*, 2017, Listed in Pennsylvania as a “Rising Star” for Franchise & Dealership, Business & Corporate, Mergers & Acquisitions

Affiliations

- International Franchise Association, Member
 - Philadelphia Women’s Franchise Network, Chair
 - Women’s Franchise Committee, Member
 - Legal Legislative Education Subcommittee Member
- American Bar Association, Member
 - Forum on Franchising Membership Committee
 - Women’s Caucus Steering Committee, Former Member
- Pennsylvania Bar Association, Member
- Montgomery County Bar Association, Member