

From: [Mason Copeland](#)
To: [NASAA Comments](#); [Theresa Leets](#); bill.beatty@dfi.wa.gov; [Erin Houston](#)
Subject: [EXTERNAL]NASAA Model Franchise Broker Act Comments
Date: Wednesday, August 27, 2025 3:45:49 PM
Attachments: [image001.png](#)

Hi,

My name is Mason Copeland, I am the co-founder of a retail franchise system and for the past 22 years I've been an independent franchise consultant with FranChoice. FranChoice consultants act as a lead source for franchise companies. We send candidate leads to franchisors to vet as prospective franchisees. Once introduced, these lead candidates are taken through a mutual evaluation and discovery process by the respective franchisors (who utilize sales people who are either franchisor corporate employees or independent contractors working on behalf of the franchisor).

FranChoice consultants are never a party to the sales efforts and we are simply a lead referral source for franchise companies. FranChoice consultants operate very much like the various internet advertising sites such as Entrepreneur.com, the IFA, or social media sites like Facebook and LinkedIn. We do not believe that our role as a franchisor lead source should be lumped into the definition of a franchise seller, because we are not directly or indirectly involved in the franchise selling role. The confusing language in this regulation, designed to label as a broker, anyone who is "indirectly" involved in the franchise sales process needs to be changed or the unintended consequences will be significant.

The definition of "franchise broker" in the Act is far too broad and would capture individuals who simply make referrals or provide basic general information, not those actually engaged in franchise sales. The broad definition does not allow for the precision required for regulatory certainty. This would require countless business professionals to register unnecessarily. Business professionals need clear guidance about when registration is required to avoid inadvertent violations. The current definition of "franchise broker" would inadvertently capture:

- Referral sources to franchisors (like FranChoice)
- Franchise attorneys
- Funding sources and lead generation services if paid by the franchisor
- Professional service providers offering ancillary services like CPA's and accountants.

The proposed registration requirements would create an overwhelming administrative burden for small independent operators like me. The compliance costs alone could force many of us out of business, ultimately reducing the resources available to help prospective franchisees navigate their options. The registration requirements are also impractical for an industry where professionals often work with hundreds of brands across all 50 states. The compliance costs and administrative burden would be prohibitive for many legitimate operators.

As for the people who are involved in the franchise sales process, this new regulation seems unnecessary, burdensome, costly and duplicates FTC and FDD rules and regulations that are already in place.

Advocating for individual states to create their own rules and fees related to this disclosure process unnecessarily creates confusion and hardship from a compliance standpoint. If we need more regulation of franchise sales brokers, it should be done by the FTC on a national basis. Rather than implementing these broad registration requirements, the industry would be better served by enforcing the existing laws and regulations against fraud and misrepresentation.

Best regards,
Mason

[Click here to Schedule a Meeting](#)



Mason Copeland - Franchise Adviser
216-772-1516 | 416-779-1791 (cell)
mcopeland@franchoice.com

-
[What does a franchise consultant do?](#)
<http://Mason-Copeland.FranChoice.com>



CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.