

# RM6179 Legal Services Panel

## Lot 1: General Legal Advice and Services

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# The Consortium

Bevan Brittan 

| SHARPE PRITCHARD

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## Disclaimer notice

The use of information provided throughout this prospectus is not commercially sensitive. Where information is not a matter of public record, appropriate permission has been sought for inclusion.

# Introduction

**800+ public law specialists** working across government

**100+ years** serving the public sector

**100+ central government and other public sector clients**

including BEIS, Cabinet Office, DfE, DfT, DHSC, ESFA, MoJ and Houses of Parliament

**National coverage across 13 locations**

Aberdeen

Birmingham

Bristol

Cambridge

Edinburgh

Glasgow

Leeds

Leicester

London

Manchester

Milton Keynes

Northampton

Norwich



## Delivering top quality legal services to central government is at the heart of our consortium.

Collectively, we have been trusted advisers to the public sector for decades, developing particularly strong relationships with GLD lawyers and Government clients across an extensive range of projects and departments. Our commitment to working with Government is unwavering – we share your values, understand the way that you work and are delighted to have the opportunity to work with you over the life of this new framework.

## Proactive and flexible delivery, including:

- 'Black letter' legal opinions
- Delivering strategic, planning and commercial approaches
- Assisting in preparing ministerial submissions
- Being fully embedded as part of a team
- GLD risk assessments
- Peer reviews
- Overflow and contingency support

Extensive central government experience, with lawyers who understand policy context and GLD ways of working.

## The Consortium

Our Consortium provides a much wider pool of resources, skills and expertise than any one firm can offer. With us, you don't just get the best lawyer from one firm – you get the best team of lawyers from all three firms.

The consortium is led and managed by Sharpe Pritchard and provides a seamless service to Government and GLD. We have considerable experience of delivering as a consortium (having done so under the previous panel), offering a unique breadth and depth of expertise, people and specialist knowledge.

Together, we provide the necessary experience, resilience, resources and can-do approach to meet and exceed our client's expectations.

**3 firms,  
1 complete  
service**

**Recognised  
public law  
experts**

**Seamless  
delivery  
of service  
excellence to  
Government**

## Team Structure



**Julia Rudin**  
Supplier relationship  
manager

**Supplier relationship manager:**  
Julia Rudin | M: +44 (0)7584 706 569

**Point of contact for bid/tender opportunities:**  
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### Working with the Consortium:

You can choose to instruct any one firm individually or as a group to pool resources. Your preference will lead us in the approach we take to allocating work within our Consortium. We recommend that you initially go straight to Julia to ensure the process of instructing us is quick and simple for you. We have also included the email address of the key contacts in the table below if you prefer to go straight to specialism leads.

### Further resources:

We are partnered with key sub-contractors, Stephenson Harwood and Burness Paull. Please email Julia in the first instance.

## Team sizes and key contacts

Specialism	Team size	Key contact
Competition law	10-25	Marta Isabel Garcia
Construction law	50-75	Justin Mendelle
Contracts	100+	David Hutton
Corporate law	100+	Peter Collins
Dispute Resolution and litigation	100+	Satnam Chayra
Employment law	50-75	Sarah Lamont
Environmental law	10-25	Alan Millband
Information law including data protection law	25-50	Hannah Steggles
Information technology law	25-50	Richard Lane
Intellectual property law	25-50	Hannah Steggles
Non-complex finance and investment	100+	Haydon Simmonds
Outsourcing	75-100	Ash Woodcock
Partnership law	50-75	Peter Collins
Pensions law	25-50	Nigel Bolton
Planning law	25-50	Kathryn Lawrance
Projects/PFI/PPP	100+	Roseanne Serrelli
Public law	50-75	Alastair Lewis

Specialism	Team size	Key contact
Public procurement law	75-100	Julia Rudin
Real estate and real estate finance	100+	Jo Pickering
Restructuring/Insolvency	25-50	Carl Mifflin
Retained EU law and EU law	25-50	Emily Heard
Tax law	25-50	Maryanna Sharrock
Charities	25-50	Sarah Greenhalgh
Children and vulnerable adults	10-25	Kirtpal Kaur-Aujla
Education law	25-50	Kirtpal Kaur-Aujla
Energy and natural resources	100+	Nadeem Arshad
Food, rural and environmental affairs	25-50	Alastair Lewis
Franchise law	25-50	Paula Dumbill
Health, healthcare and social care	50-75	Carly Caton
Health and safety	10-25	Rob Starr
Immigration	10-25	Ashley Norman
Life sciences	25-50	Vincent Buscemi
Media law	10-25	James Howarth

## Social Value

We are committed to offering social value internally and in support of our clients' own initiatives. We are proud to give back to the communities in which we live and work. By adopting a best-of-breed, collaborative approach, we bring together the best practice of three firms and are identifying and implementing the activities with greatest impact to widen our influence nationally.

### Wellbeing: promoting outstanding mental and physical health

We have board-sponsored wellbeing strategies in place and promote good mental and physical health. Our accolades so far include a London Healthy Workplace Award (2021) and places on the 100 Best Companies and 20 Best Law Firms to Work For lists. We are signatories to the six Mental Health at Work Commitments and have embedded all six mental health core standards.

**MENTAL  
HEALTH  
AT WORK**

We have established programmes of activities to ensure our cultures are inclusive, promote positive outcomes and openness around mental health across our workforce, with events and support groups. We have plans to expand our wellbeing initiatives, including adopting the Enhanced Mental Health Standards, putting on wellbeing days and promoting our initiatives internally to ensure our colleagues are aware of everything we offer.

Our wellbeing group representatives will co-design initiatives, so we all reach each other's highest standards and raise awareness nationally. We have a full calendar of activities, including internal and externally hosted events, focused on what staff request through wellbeing groups and surveys. This includes partnering and collaborating with external providers, such as Calm Minds and Rethink.

### Equality, diversity and inclusion: continuing to build an inclusive workplace

Our decades-long commitment to tackling inequality and improving equality, diversity and inclusion (EDI) is in our DNA and evidenced in the makeup of our workforce. We've made enormous strides in respect of employment, skills and pay for women and under-represented groups and are committed to continuing to do so. After decades of EDI initiatives, Sharpe Pritchard and Howes Percival exceed 50% women and under-represented groups both generally and at board level; Bevan Brittan has 43% female partners and has planned activities to achieve parity.

We have formed a joint social mobility action group with EDI ambassadors and agendas and share best practice. This group will measure and publish progress against an action plan. Our plans include co-designing initiatives with our clients, helping to build authentic and inclusive cultures. We will submit to the Social Mobility Employer Index to benchmark and execute improvements and continue to take part in Best Companies surveys, which feedback anonymous responses on fairness, pay and reward. Our EDI forums are empowered to monitor execution success and act to ensure improvement so we can make physical and other adaptations swiftly, consistently and discreetly.

We partner and collaborate with organisations such as:



### Environmental goals: working together to achieve net-zero carbon

Reducing our environmental impact is central to our ambitions and those of our clients. We are planning on creating a peer network for members to support each other in achieving net-zero by sharing our own experience and roadmap. We will invite our clients under the Framework to join this network so we can support you in your own journey to net-zero carbon and in creating a sustainable future.





# Lot 1: Mandatory Specialisms

# Competition law

Our competition team provides specialist advice across the full spectrum of UK and EU competition law, covering a broad range of local and multi-jurisdictional antitrust matters. We act for a diverse range of clients from UK government departments to private equity firms.

## We can help you with:

- Cartel investigations including dawn raids, investigations, whistleblowing, leniency and settlement agreements as well as competition law compliance more generally.
- All aspects of merger control, including preliminary merger assessments, national and multi-jurisdictional filings worldwide, due diligence & data rooms, and gun-jumping as well as clean teams and information exchange.
- Defending in abuse of market power investigations, and the negotiation of commitments with relevant competition authorities.
- Reviewing and advising on the scope of commercial agreements such as distribution, franchising, licensing, supply and others (such as strategic alliances), to ensure compliance with the competition rules.
- Pursuing or defending against private actions for damages for breaches of competition law.
- Advising on consumer and industry-wide issues which are the subject of market investigations conducted by competition authorities, and pragmatic solutions.
- All aspects of State aid, including investigations and appeals to the EU courts.

## Contacts



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**David Owens**

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## Case studies

**State Aid:** We advised a government department on its rail freight contingency planning in the event of a “no deal” Brexit. This involved advising on the competition law implications of the department’s proposed arrangements and inputting into the government’s business case paper and associated risk analysis.

**Cartel Matters:** We advised a private equity investment firm and its portfolio company in relation to a UK Competition & Markets Authority (CMA) cartel investigation where the portfolio company was successful in qualifying for Type A immunity. This included advising on settlement procedures, reductions in fines, damages actions and director disqualifications.

**Merger Control:** We advised a provider of health and social care services in the UK, on the merger control aspects of its acquisition of a portfolio of care homes from Bupa and securing a Phase I clearance from the CMA.

**Market Investigations:** We represented a major bank in the Financial Conduct Authority’s (FCA’s) first wholesale market study into investment and corporate banking services, including analysing practices, responding to requests for information and liaising with the FCA in relation to the scope of the investigation.

**Commercial Agreements:** We advised on the potential implications of an automated pricing software tool under EU/UK competition rules, particularly vis-à-vis restrictions on resale price maintenance.

# Construction law

Our construction team advises on a broad range of construction matters, from some of the UK's most prestigious and high-profile projects (such as the Restoration and Renewal of the Houses of Parliament) to major infrastructure projects.

## We can help you with:

- New builds, large-scale refurbishments, town centre regenerations, highways and bridges, commercial and mixed-use schemes, education and leisure facilities and social care schemes.
- Emerging and current policy matters, including Covid-19, Brexit, MMC, net zero and the impact that these have on construction projects.
- All standard form contracts including JCT (full suite, with a focus on DB), NEC (full suite, with particular expertise in respect of Option C and NEC4), PPC and TPC, GC/Works and FIDIC.
- Preparation of professional appointments using industry standards and bespoke forms. Advising on the establishment of a number of multi-lot, multi-disciplinary professional services frameworks.
- Security Documents – requirements for and use and form of the full range of ancillary documents, including bonds, parent company guarantees, collateral warranties, product guarantees and third-party rights schedules.
- All types of construction disputes from loss and expense claims to final account disputes through our dedicated construction adjudication unit.
- The exercise of termination rights, with particular expertise of doing so as a result of contractor insolvency.

## Contacts



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## Case studies

**Government Authority:** We advised a central government client on a design and build NEC 3 contract for major construction works as part of a multi-billion pound programme. We advised on key legal, commercial and strategic considerations, including: core and optional clauses; bespoke Z clauses; wider security arrangements (including PCG arrangements and warranties); the application of the pain/gain mechanism; integration of Works Information and risk register into main contract terms; and novations and design integration.

**Energy from Waste Facility:** Our client required a state-of-the-art energy from waste facility, capable of meeting its long-term needs on a sustainable and cost-efficient basis. The construction documentation was required to respond to these needs throughout the procurement, construction and delivery phases.

**Police Authority:** We advised a local police authority with regard to the design and construction of an extension to the existing premises including a new custody suite. The client required us to review and provide guidance on the NEC3 form of contract for the car park and enabling elements as well as the JCT contract for the main contract works. Given the use of both NEC and JCT contracts, our advice not only had to cover the specific terms of both, significantly different forms of contract.

**Royal Borough of Greenwich:** The Woolwich Works comprising five listed buildings within the Royal Arsenal Complex, the scheme is socially and economically important for the locality and London. Full suite of professional appointments (using the NEC3 PSC form) as well as the main works construction contract (using the NEC3 ECC form).



# Contracts

We have specialist contracts lawyers with the required technical knowledge of all aspects of contract law, extensive practical experience of commercial and operational issues arising before and after contracts are signed, across a broad range of government contracts.

## We can help you with:

- Advice on, and drafting and negotiation of, agreements relating to commercial activities including supply of goods and services, outsourcing/contracting out of services, consumer contracts, strategic alliances, shared services arrangements, joint ventures and grants.
- Advice on rights and obligations post contract, on contract management issues such as changes, termination, and transition between suppliers, contract restructuring including novations, assignments and changes in ownership.
- Advice on public infrastructure regulation such as UK/EU regulation relating to energy, water, transport and telecommunication industries necessary to support commercial transactions and/or arrangements.
- The use of deep technological capability using advanced machine learning tools to digitise and process high volume commercial contract reviews quickly and efficiently. We use tools to help automate standard contract generation and management to improve risk management, MI, efficiency and consistency.

## Contacts



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## Case studies

**IT provider to a Crown Non-Departmental Public Body:** We led the external legal contracting team advising on contract support with its submission under the CCS Digital Outcomes and Specialists 5 Framework for the provision of software to assist with decision making and case allocation, reducing manual intervention and improving user experience. We advised our client on the contract structure and incorporation of terms by reference, a schedule of special terms and the implementation of a back-to-back agreement with on a sub-contract supply basis. This project is ongoing.

**Public Sector Audit Appointments Limited (PSAA):** We advised PSAA on its procurement of suppliers in lots in repeat cycles and recently whilst the sector undergoes transformation and change with regulatory and capacity challenges.

**Seven Police Forces:** We advised on the procurement of a Higher Education Institute partner to provide the Police Education Qualifications Framework.

**City of London Corporation and Police:** We advised on contract management issues with current supplier and procurement of replacement disaggregated procurements for the Next Generation National Fraud and Cyber Crime Reporting and Analysis Service.

**South Norfolk Healthcare CIC (SNH):** SNH is a GP provider organisation covering the South Norfolk region. In light of the commercial healthcare expertise within the team, we were instructed by SNH to assist it in the preparation and negotiation of contractual documentation governing the arrangements under which SNH would administer NHS Primary Care Network funds on behalf of the Mid-Norfolk Primary Care Network and would supply certain primary care support services to the Primary Care Network GP practices. This commercial work demanded the specialised knowledge of the team in how NHS Primary Care networks are structured and their operational arrangements.

# Corporate law

Our experts regularly advise central and local government on a wide range of corporate law matters from mergers and acquisitions, corporate finance, corporate structuring for service delivery and corporate governance.

## We can help you with:

- Government company structures and the sale of government assets as well as the governance of government trading companies.
- Strategies for procurement and development of commercial opportunities for the public sector and NDPBs.
- All aspects of company law, public and private company transactions (including mergers and acquisitions and corporate finance), share acquisitions, disposals, capitalisations, entity selection, venture capital advice and operating agreements.
- All aspects of corporate governance, including directors' duties, securities and other related governance matters.
- Restructuring of ownership and complex and innovative legal structures and initiatives.
- Advice for listed and unlisted multinational organisations, quasi-government organisations in various sectors including healthcare, technology, retail, financial services, media and pharmaceuticals.
- Specialists within our teams also provide the above corporate legal services to local SMEs and start-up fast growing companies.

## Contacts



**Peter Collins**

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## Case studies

**Department for Work and Pensions:** We advised the Department for Work and Pensions/UK Government Investments and the other selling shareholders on the sale of the entire issued share capital of Working Links (Employment) Limited to Aurelius Investments, a German private equity fund.

**Department for Work and Pensions:** We advised the Department for Work and Pensions on the loan and security documentation underpinning the measures brought in by the Loans for Mortgage Interest Regulations 2017.

**Houses of Parliament Restoration and Renewal Sponsor Body:** We advised on the incorporation of the Restoration and Renewal Delivery Authority Limited, a not-for-profit company limited by guarantee that will deliver the restoration works to the Palace of Westminster and implementing a detailed corporate governance structure.

**Covent Garden Market Authority:** We advised CGMA, a statutory corporation accountable to DEFRA, on a detailed review of its corporate governance arrangements to ensure alignment with best practice.

**Glazing Vision:** We advised a six-strong management team in its multi-million pound management buyout from the Company's founder. Our role encompassed the management of the entire deal process from liaising with the MBO team and their corporate finance advisers over deal structure through to overseeing the completion process. Financing for the transaction was partially made up of debt finance from Allica Bank which resulted in a multidisciplinary approach to the transaction involving the our banking and commercial property teams supporting with the financing aspects of the transaction.

# Dispute resolution and litigation

We provide dispute resolution and litigation services across the public sector, including civil and criminal cases. We are adaptable, resilient and can offer support on not only complex, in-depth cases, but also the processing of bulk litigation.

## We can help you with:

- Injunctions, particularly specialising in unauthorised incursions on land.
- Defending and pursuing applications for judicial review, statutory appeals, commercial and construction claims, public interest winding up petitions, director disqualification investigations and claims and procurement challenges.
- Alternative dispute resolution procedures, including mediation and adjudication, and early and strategic advice on disputes.
- Post-transactional disputes including failing outsourcing and other commercial agreements.
- A wide range of contractual disputes to manage under-performance, exit bad relationships or expose fraud, and professional negligence matters.
- Compliance and investigations, including compliance advice, training and risk assessments, and conducting external investigations.
- Residual transactional risks to avoid disputes and procurement challenges.
- Construction disputes, from complex high-value matters on projects with national prominence to disputes on LADs/extensions of time, loss and expense, prolongation, defects, negligence and Covid-19.

## Contacts



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## Case studies

**Irish Nationwide Building Society:** We advised Nationwide Building Society and others in the Supreme Court and below in appealing against HMRC's treatment of double taxation under domestic and international law.

**Local Government and Social Care Ombudsman:** We have been retained as sole provider for the last eight years acting in effect as the in house legal team working direct with the internal client and executive team on all aspects of the LGSCO's jurisdiction, advising on complaints, effective decision making and judicial review challenges from pre-action to appeal including drafting pre-action correspondence and formal pleadings as well as civil claims in the county and high court through to the Court of Appeal. This often involves claims under the Equalities Act and for damages for personal injury.

**London Borough of Hammersmith and Fulham:** We advised in the case of Ocean Outdoor UK Limited v LB of Hammersmith and Fulham in the Court of Appeal and below successfully defending a procurement challenge. This was the first case to consider the Concession Contracts Regulations 2016 in detail.

**Central Government:** We are advising on an adjudication under the GC/Works form of contract in respect of a professional negligence claim, and advising on settlement of main contract final account (PPC form).

**Financial Services Compensation Scheme:** We advised the scheme on all aspects of its functions including claims assessment, a range of complex recoveries in relation to miss-sold financial products involving asset tracing and insolvencies the UK and overseas, as well as judicial review challenges in the High Court.

## Dispute resolution and litigation *(continued)*

**Local Government Association (LGA):** We advised LGA and its members in relation to the recovery of £1bn in deposits from the Icelandic banks, settling claims for damages of £300m relating to refunds of property search fees and more recently defending High Court proceedings against member Fire and Rescue Authorities linked to the McCloud/Sargeant judgments regarding public sector pensions.

**NHS Trust:** We advised on disputes under the Trust's PFI construction and maintenance agreement with the SPV Project Co, and through them, the facilities management contractor. Claims are being made both by the FM Contractor against the Trust, and by the Trust against the Contractor, and relate to both complex questions of contractual interpretation under relational contracts, and important safety-related issues. We are advising the Trust on the strength of its position and giving the Trust strategic advice in the management of the claims and in gathering evidence to support the claims. Given the long-term nature of the PFI contract, these disputes are of great importance to the client. The amount currently in dispute is around £20m, but because the PFI Contract runs for a further 20+ years, the effect of binding decisions in these matters is likely to be far-reaching.

**London Borough:** We successfully pursued a contractor for defective design and construction works on a primary school. Detailed adjudication process under JCT DB, with extensive submissions by both sides, include delay and quantum reports. Significant seven figure sum awarded to our client.

**London Borough:** We successfully defended the Council against private contractor's "Christmas ambush adjudication" under a JCT Intermediate form. Claims for both extensions of time and loss and expense were both entirely defeated, with no further time or money being owed to the contractor. Registered Provider: Successfully pursuing an expert determination claim to achieve a high value settlement in respect of a defects dispute pursuant to a bespoke form of construction contract.

**Royal Borough of Kingston:** We acted for the Borough in a Court of Appeal case challenging earlier jurisprudence that arrangements for local authorities to collect water rates from their social housing tenants on behalf of water companies made the local authorities 'water resellers' and subject to statutory caps on recovery limits. The case was supported by 25+ other local authorities as well and had multi-million-pound ramifications.

**Derby City Council:** We advised Derby City Council and 48 other local authorities through the Local Government Association in defence of a £1.5bn claim by 20 NHS Trusts involving national non-domestic rates. The Council were successful in the High Court. The NHS Trusts appealed to the Court of Appeal but then withdrew their appeal.

**Southampton International Boat Show Limited (SIBS):** SIBS was granted a licence to hold the international boat show in Southampton by the City Council. Despite SIBS working closely throughout the planning process (in July/August 2020 having already been deferred from earlier in the year because of Covid-19), at 6.30pm the evening before the event was due to start, the City Council issued a directions notice prohibiting the event from taking place. We advised SIBS as to potential claims by exhibitors for the late cancellation of the event as well as a potential judicial review claim against the Council due to its decision. We assisted the board on a very urgent basis as well as with correspondence with particular exhibitors regarding potential claims.

**Software Dispute:** We advised a client in relation to in excess of 1000 x separate breaches of software licensing agreement including overseas breaches to include issues on cancellation of perpetual rights in complex international contractual arrangements with potential damages worth in excess of £2 million.

# Employment law

Our employment team's public sector clients include government departments, regulators and local authorities, other executive agencies. We support and align with their commercial and people strategies, providing pragmatic advice which balances risk with service delivery.

## We can help you with:

- Understanding the rapidly developing employment law landscape and managing associated people-related risks.
- Dealing with the complex employment law issues faced by the public sector today.
- Complex internal disputes and investigations
- Pay, equality and diversity.
- Employment tribunal and high court litigation.
- Redundancy, change management and TUPE.
- Challenging employment disputes, including managing all stages of the litigation including acting as advocates in tribunal hearings.
- Attendance at multi-day substantive hearings, preliminary hearings, and judicial mediations on behalf of public sector clients.
- By working closely with market-leading HR consultants, ensuring that employee transfers (or other employee changes) are implemented as seamlessly as possible.

## Contacts



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## Case studies

**Government Department:** We worked with our outsourcing team on advising a government department on the TUPE implications of a number of Framework Agreements and in particular the question of whether TUPE is applicable on the termination of call-off contracts, which overlap.

**Fire and Rescue Authorities:** We acted for 50 Fire and Rescue authorities, with the Local Government Association, in claims for age discrimination brought by over 10,000 fire-fighters in England, Wales Scotland and Northern Ireland (known as the Sargeant litigation) as part of the public sector national pensions litigation.

**Employment Tribunal:** We acted on a recent case that we won for our client, Curve Theatre, in Leicester, brought against it by an actor, who had been cast as the lead in the Color Purple (an iconic lesbian role) and whose engagement was terminated by Curve following a backlash from the public after it became apparent that she had previously published anti-gay posts on Twitter. The actor's claims were for breach of contract and discrimination and harassment because of her religious beliefs. We successfully defended the litigation on their behalf (including the actor's appeals in the EAT against ET judgements relating to preliminary issues) and were also successful in being awarded our client's full costs of defending the claims, subject to detailed assessment.

**HR Support:** We advised a multi-national company in relation to a disability discrimination complaint brought by a senior manager who was absent from work due to cancer. The case was complex as it involved a significant number of allegations over an extended period of time and encompassed related claims under the Human Rights Act and the Data Protection Act. The matter involved management of a grievance processes, dealing with an equality questionnaire as well as an employment tribunal claim.



# Environmental law

Our environmental lawyers provide market-focused, environmental risk management advice on day-to-day operations, transactions, litigation and major projects, focused on the key sectors of manufacturing, waste management services, construction and energy.

## We can help you with:

- Product regulation (including chemicals) and labelling requirements, particularly relating to movements of goods into and out of the EU.
- Contaminated land, surface and groundwater discharges and permitting, waste management and air emissions, during day-to-day operations.
- Carbon reporting and carbon trading where the drive for net-zero carbon emissions and accurate and legally compliant reporting is a key area for our clients.
- Transactional risk management – environmental issues on purchase or sale of businesses or land, change of use and development.
- Defence of litigation for waste or water discharges in breach of permits, or otherwise in breach of the law, as well as defence of nuisance claims for odour, dust and noise issues.
- Interaction with regulators, during ongoing operations and in relation to threatened enforcement.
- Defence work in pollution cases, such as contamination of rivers and water courses, including assisting clients throughout investigations, responding to enforcement notices, advice on clean-up, making submissions to the authorities and responding to questions under caution, defending prosecutions.

## Contacts



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## Case studies

**Waste Composting Plant:** We advised the owners of an essential waste composting plant whose aim was to keep operating. We adopted a two-pronged approach: reduce complaints and, in that context, convince the regulators that there was no breach of the environmental permit or any statutory nuisance due to odour emission. Our work included liaison with the regulators and local liaison group. We achieved a reduction in complaints. It seemed rumours of the site taking in certain types of food and animal by-product waste had galvanised objections. Visits to the site were arranged and the regulators agreed a means of reporting which reduced pressure on management. The site remains open.

**Environmental Impact Assessments:** Our planning team frequently advise on environmental issues in the context of significant planning schemes. This includes advising a government department on environmental impact assessment and habitats points arising on development consent order applications for nationally significant infrastructure projects, and also advising promoters of and objectors on EIA and habitats on major planning proposals (see the [planning](#) and [public law sections](#) for more detail).

**Pollution:** Prosecution of a company that manufactured and supplied cupcakes to many of the UK's leading supermarkets, but food waste from its factory had contaminated a nearby sewage treatment facility. The team represented the company throughout the investigation and ultimate prosecution, a good outcome being achieved by persuading the prosecutor to accept much reduced culpability via an agreed basis of plea and through very effective mitigation at the hearing.

**Contamination:** Notable recent cases included a recreation ground beneath which there were large quantities of unexploded ordnance and other ex-military weaponry and arms; and a matter in which a development project stalled owing to the presence of animal by-products from a long-defunct slaughter and rendering facility. Both matters were extremely complex and called on the team's considerable 'know how' and strategic skills to resolve.

# Information law including data protection law

Data is transforming government engagement with the public through the development of new digital services. We provide support to government departments, local authorities and the wider public sector in meeting the considerable challenges this opportunity brings.

## We can help you with:

- Business-critical support on data protection, privacy, confidentiality and freedom of information.
- Review and assessment of your data protection activities, including providing assistance with the preparation of data protection impact assessments, to help you understand strengths and weaknesses.
- Development and management of data protection compliance projects including the development and review of key data protection documentation.
- Provision of specialist advice and support to your data protection and freedom of information teams to respond to freedom of information requests and subject access requests.
- Negotiation of data protection provisions in commercial contracts.

## Contacts



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**Charlotte Smith**

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## Case studies

**Arms-Length Government Body:** We advised an arms-length government body on a number of queries relating to both current and previous freedom of information requests it had received. Our advice considered the legal and practical implications of responding to requests out of time, the regulatory powers of the ICO in upholding the FOI regime and the scope for applicants to complain about the handling of others' information requests. We also advised on the approach to an FOI request relating to cyber security and the exemptions which can entitle a public authority to withhold or deny information which may prejudice the prevention of crime.

**Regulator:** We advised a regulator, in the lead-up to the GDPR and Data Protection Act 2018 coming into force, on its record of processing activities. This involved providing support on-site, working with the regulator to analyse data flows across the organisation and determine the lawful bases of processing. We also supported the regulator with updating the data protection provisions in contracts. Following GDPR coming into force, we provided a paralegal secondment to the regulator to support the data protection team with an increase in subject access requests and one of our partners acts as deputy DPO to the regulator.

**Houses of Parliament Restoration and Renewal programme:** We advised the Sponsor Body and Delivery Authority on forming a data sharing agreement for the restoration and renewal programme for the Houses of Parliament, an important heritage infrastructure project. The data-sharing agreement, in place between the authorities involved in the programme, covers the sharing of personal data and wider information governance matters including archiving.

**Cyber security firm:** We advised on contracts for the supply of its security threat analysis solution and penetration testing services across various jurisdictions, including the provision of services to central banks and financial institutions across Europe and overseas.

# Information technology law

Our specialist technology lawyers provide a deep technical experience and understanding of the issues drawing on experience having advised both customers and major suppliers in relation to IT contracts and issues.

## We can help you with:

- All aspects of information technology law including IT and telecoms procurement and contracting.
- Disaggregation.
- Design, development, maintenance and support contracts.
- Restructuring of contracts and/or services.
- Exit and migration/transition.
- Hardware purchasing, software licensing and software-as-a-service agreements, managed services, E-commerce, cloud-based services, convergent technologies and the internet.
- All manner of IT and telecoms procurements including the creation of IPR and commercial opportunities arising there from, in which we have extensive experience in advising central government departments and emergency services.
- Advice relating to the main government contracts and purchasing models, including G-cloud, the Model Services Contract, the New Public Sector Contract and various CCS technology frameworks.

## Contacts



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## Case studies

**Government Department:** We advised on its major IT Sourcing Programmes, valued at c.£800million, implementing digital infrastructure (including data centres, hosting, networks, security, end user devices and applications) across its key estates and transforming the technology provided to those estates. The programmes consisted of the disaggregation of its legacy IT contracts into eight contracts delivered under a Systems Integration and Management (SIAM) service tower model, that were procured simultaneously.

**Police Authority:** We advised a police authority on its Data Analytics for Everyone Project. The force procured a web-based business intelligence (AI) and big data analytics cloud-based platform and application, to mainstream data analytics across the force. The key aim is to allow police officers and staff to use data to help them improve their performance and to provide insights into threats, risks and harm, which can be easily visually presented to look at trends and anomalies.

**Government Department:** We advised on the procurement of a software as a service (SaaS) contract for the department's programme to undertake conditions surveys at premises in England, using the restricted procedure and the CCS Model Services Contract.

**Defra:** We advised on the procurement of hosting, application management, SIAM and software development services to continue support of one of its major software applications used in the management of agri-environmental stewardship schemes.

**Driver and Vehicle Standards Agency (DVSA):** We advised on the high-profile outsourcing of the theory test element of the GB driving test (including exit from and disaggregation of the existing outsourced service) which was undertaken via four major procurements. The project contained a significant ICT element, including a Restricted Procedure procurement for the development of a bespoke test engine and content management IT system. The profile value was in excess of £300m.

# Intellectual property law

Intellectual property is a valuable, under-exploited asset in the public sector. New technologies make the role of IP in the provision of government services more critical than ever through protecting government-funded innovation and a potential source of income from commercialisation.

## We can help you with:

- Ensuring that government can continue to use and exploit the intellectual property developed both in house and on its behalf by contractors.
- IP licensing.
- Rationalisation and commercialisation.
- R&D and collaboration agreements.
- IP acquisitions and disposals.
- Developing IP strategies and IP protection.
- Undertaking complex ownership reviews.
- Devising new and collaborative commercialisation structures.

## Contacts



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## Case studies

**UK Parliament:** We advised the UK Parliament on its intellectual property rights; notably the effect of Parliamentary copyright and the opportunity for suitable trademarking in relation to specific parliamentary bodies and discrete projects.

**County Council:** We advised on the Council's intellectual property position having developed computer software in collaboration with an external provider. The Council required advice on all composite parts of the integrated software, including the software object and source code, design features, integrated mechanisms and associated design. We provided clear advice which enabled the Council to best protect its position and we are now in the process of guiding the Council through the necessary documentation and registrations required as part of the wider launching of the software to the general public.

**Captain Sir Tom Moore:** We advised on all aspects of IP involved with national treasure Captain Sir Tom Moore. This included registering a range of trade marks (to great publicity within the legal and general press), advising on designs and image rights and taking action against infringing items.

**Business Software Alliance:** We are instructed as sole representatives in the UK on behalf of the Business Software Alliance whose members include Autodesk, Bentley, Siemens, PTC and many other software companies. We run the BSA's enforcement programme in the UK, acting against companies who are not properly licensed when using the software of the likes of the BSA members listed above. Much of the software in use is either pirated or illegally downloaded from the internet or simply being used on more computers than they have licences for.

**Natural England:** We advised on ownership and licensing issues on a wide range of matters across the organisation including in relation to national trails, its NNR estate and protected wildlife activities.

# Non-complex finance and investment

Our banking and finance specialists provide tailored legal advice to a broad range of public and private sector borrowers, lenders, funders and investors accessing or providing credit. Our expertise spans many sectors, including housing, healthcare, energy and education.

## We can help you with:

- Transactional experience, including advising on the issue of:
  - Public bonds/private placements
  - Debt finance (backed by a range of assets)
  - Equity finance
  - Funding joint ventures
  - Intercreditor and security arrangements
  - Refinancing and restructuring
- Our wider teams also have contentious expertise in relation to enforcement and financial disputes.

## Contacts



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## Case studies

**Brighton & Hove City Council:** We advised in relation to the financing of its £120m joint venture with Hyde Housing to provide 1,000 new affordable and shared ownership homes.

**Regional college:** We advised a prominent regional college in respect of £11,500,000 of working capital facilities provided by UK clearing banks and the Secretary of State for Education.

**Trade Association:** We acted for a leading “full-market” trade association in relation to their £100,000,000 Revolving Credit Facility.

**Merchant Bank:** We acted for a leading, privately owned merchant bank in relation to the restructuring of a complex cross-border facility of c.£21,000,000.

**London Borough of Redbridge:** We advised on Redbridge’s £70m public bond issue and related lending to its wholly owned housing vehicle.

**Leicester County Cricket Club:** We advised the Club in respect of secured loan facilities from Leicester City Council. In addition to negotiating the loan facilities with the Council, we were required to negotiate intercreditor arrangements with other secured lenders and ensure that the arrangements were approved by the England and Wales Cricket Board.

**London Borough of Brent:** We advised in relation to Brent’s debut £80m private placement.

**National Savings and Investment (NS&I):** We advised the terms of NS&I’s Green Savings Bond and entry into the Green Financing Framework with HMT for the defrayment of a total of £15 billion in raised funds.



# Outsourcing

We offer exceptional client service, expertise across sectors, industries and models, and practical, commercial legal advice to ensure your project will be attractive to the relevant market. We know the industry, service providers and the HM Government Sourcing Playbook well.

## We can help you with:

- All aspects of outsourcing arrangements, including complex outsourcing, renegotiations, variations and re-alignment, and insourcing.
- Large-scale transformation projects, multi-vendor ecosystems, SIAM and Tower IT models, BPOs, finance and accounting, HR and F&M outsourcings.
- Advice on FS regulation and 'material outsourcing' rules.
- Outsourcing arrangements and issues, including liabilities, remedies and pricing mechanisms to drive better outcomes, collaboration and in-life supplier performance.
- A full end-to-end service including integrated advice on TUPE, pensions, IT and property issues.
- Subsidy control issues; we will ensure that strategies and risk assessments relating to such issues are factored into our advice.
- Establishing new or replacement services to meet the latest policy objectives.
- Advice on strategy and negotiating major outsourcing transactions.
- Swift identification and resolution of issues to reduce deal time and transaction costs to bring forward ROI and savings, ensure strong contractual rights and remedies.

## Contacts



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## Case studies

**Government Department:** We advised on its major IT Sourcing Programmes, valued at c.£800million, implementing digital infrastructure (including data centres, hosting, networks, security, end user devices and applications) across its key estates and transforming the technology provided to those estates. The programmes consisted of the disaggregation of its legacy IT contracts into eight contracts delivered under a Systems Integration and Management (SIAM) service tower model, that were procured simultaneously.

**Apprenticeship Training Services:** We advised an executive agency sponsored by a government department on the procurement of multiple training providers of apprenticeship services, following the introduction of the apprenticeship levy, for non-levy paying employers. Over 700 contracts were awarded. Whilst the agency had contracted for similar services previously the introduction of the apprenticeship levy was a major change in government policy resulting in a contentious requirement and a very high degree of market interest and stakeholder scrutiny.

**A Non-Ministerial Department:** We advised on a series of high-value, high-profile and extremely time-critical outsourcing projects relating to Brexit/EU transition, including the outsourcing of (i) trader support services to a specialist consortium and (ii) inland border check facilities and associated services.

**Driver and Vehicle Standards Agency (DVSA):** We advised on the high-profile outsourcing of the theory test element of the GB driving test (including exit from and disaggregation of the existing outsourced service) which was undertaken via four major procurements. The profile value was in excess of £300m.

**Independent Office for Police Conduct (IOPC):** We advised on the exit from a complex ICT outsourcing arrangement with a private sector supplier and approach to re-procurement of services on a disaggregated basis.

# Partnership law

Our experience in partnership law focuses on the creation of delivery structures for projects where the public sector is looking to partner with the private sector. We also provide advice to pension funds on the terms of their investments where partnership structures are being used.

## We can help you with:

- All aspects of partnership law – our specialists routinely advise clients on limited partnerships, limited liability partnerships and general partnerships.
- Working closely with non-legal specialists to provide fulsome advice when considering your partnership structuring options. We advise clients to ensure that operational structures and decision-making functions are effective and that partners in a business have a clear expression and understanding of their rights and responsibilities.
- The establishment of partnerships, joint ventures, family investment companies and funds.
- Amending existing ventures, including via new partners, capital raising or exits.
- Operational compliance, including compliance to help confirm tax residency status.
- Establishing committees and terms of reference for better internal and external governance and regulatory compliance.
- Supporting succession and tax planning with the passing on of ownership.
- Extracting value, protecting investments and de-risking or ring-fencing liabilities.

## Contacts



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## Case studies

**Development Joint Ventures:** We advised Hertfordshire County Council on the procurement of a joint venture partner to develop its surplus land assets. We advised on the initial corporate structuring and advised on the proposal to set up the joint venture as a limited liability partnership. We developed and partnership agreement and all related documentation. We have advised on similar partnership arrangements for Brentwood Borough Council, West Sussex County Council, Peterborough Borough Council, Southend-on-Sea Borough Council and the London Borough of Merton. The potential value of each of these partnership procurements exceed £500m.

**Derbyshire County Council:** We advised Derbyshire Pension Fund and other pension funds on the terms of investments set up using a limited partnership structure. Our advice typically involves undertaking detailed due diligence exercises and advising on the terms of the investment documentation in the limited partnership context.

**Liberty Corporate Finance Associates LLP:** We have advised this private equity corporate finance specialist firm on constitutional matters for several years and most recently advised them on their new LLP Agreement to make it fit for purpose.

**The Doctors Laboratory:** We advised on a £100m joint venture with University College London Hospitals and Royal Free London NHS Foundation Trusts, including complex arrangements relating to CCGs and GPs within London.

# Pensions law

Our pensions team is made up of experienced lawyers with specialist knowledge all areas of contentious and non-contentious pension's law. Our wide experience and deep technical knowledge allows us to communicate complex legal issues in a user-friendly manner.

## We can help you with:

- Pensions restructuring, scheme mergers, Fair Deal, and set up of new final salary schemes, outsourcing and insourcing transactions, and in particular on transfers between different public sector pension schemes.
- Taking and defending Ombudsman's actions, scheme wind-ups and innovative approaches to scheme funding and investment including regulatory involvement.
- Advice to Trustees, Employers and other bodies in relation to ESG Investments and due diligence around ESG claims.
- Wind-up and transfer to DC Mastertrusts of occupational DC schemes.
- Advice to SSAS and SIPP providers in relation to compliance, governance issues.
- Advice to Insolvency Practitioners and other bodies in relation to pension scam investigations, recoveries, and reporting to regulatory authorities.
- Advice to Housing Associations, Higher Education providers and other bodies where the Pensions Act 2021 may have an impact in relation to either new notification requirements or new potential liabilities.
- Advice to employers in relation to distribution of death in service benefits including contested relationships, competing beneficiaries and charities claims.

## Contacts



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## Case studies

**Local Government Association:** We provided pensions advice to the LGA during negotiations with the Fire Brigades Union around immediate detriment cases following the McCloud judgment.

**Barts NHS Trust:** We advised in a dispute with a commercial provider on the interpretation of a clause providing pension support to that provider (eight figure liability if the Trust lost). We won the formal dispute resolution procedure process, and agreed a permanent settlement with the provider.

**West Suffolk NHS Trust:** We advised on putting in place a long-term pensions offering to meet senior and long-serving staff concerns as to pension taxation and costs. Included Board advice options, providing training for HR, drafting information, guidance and application documents.

**West Yorkshire Pension Fund:** We advised as administrator to a number of Fire Authorities dealing with requests to process firefighters' pension applications before McCloud guidance and regulations published, including a standard form agreement to protect WYPF from liability.

**Northumberland County Council:** We advised the Council as a Fire Authority on an Internal Dispute Resolution Procedure and Pensions Ombudsman claim for lack of access to a compensatory scheme advised on a negotiated settlement.

**Housing Associations:** We advised the boards of Catalyst and Peabody housing associations around pensions issues on a merger relating to over 19 different schemes or sections of the LGPS.

**Not-for-Profit Client:** We advised in relation to legacy staff and LGPS liabilities including deferred debt arrangements and use of contingent assets as security, and assisting with discussions with MoJ refunding.

# Planning law

Our planning lawyers act for the private and public sector, including central government and local planning authorities, major housing developers and significant landowners, including the National Trust.

## We can help you with:

- General planning law advice, including permitted development rights, environmental impact assessment, habitats and planning policy.
- Infrastructure planning, including nationally significant infrastructure projects (energy and transport DCOs), ports and harbours (harbour orders), railways (TWA Orders and hybrid Bills) and road schemes (CPOs).
- Major public inquiries and appeals.
- Large-scale s106 agreements.
- Highways agreements.
- Planning enforcement and planning appeal work, including frequently obtaining high court injunctions for the prevention of unauthorised development. See the [litigation section](#) for more details.
- Compulsory purchase, including for the promoters of transport and regeneration schemes.
- Tactics and the legal issues which can arise from the exercise of CPO powers such as blight and hope value.
- Advice on a wide range of development projects and schemes including commercial developments, regeneration projects, leisure and sports facilities and industrial buildings.

## Contacts



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## Case studies

### **Department of Education and the Education and Skills Funding Agency:**

We advised on planning matters arising from the delivery of the Free Schools programme and other school developments including advising on complex planning and infrastructure agreements.

**Government Department:** We advise a government department on infrastructure planning at the decision-making stage. This includes advice on development consent orders for nationally significant infrastructure projects. Advice has included detailed legislative drafting, compulsory purchase, heritage issues, environmental impact assessment and habitats and heritage and Crown rights.

**Suffolk County Council and Sizewell C:** We advised the County Council as host authority, highway authority and strategic planning authority throughout the development consent order process on Sizewell C. This is a great example of two of the consortium firms working seamlessly together on the same matter for the same client, with one advising on the DCO process (including appearing at the Examination) and the other negotiating the complex and completely novel deed of obligation which was used instead of a section 106 agreement in this case.

**London Borough of Lambeth:** We advise the Council as local planning authority on all aspects of planning law. This includes negotiating complex planning agreements, advising at planning committee and ad hoc advice and training. We have acted for the Council on all its major planning applications in recent years, including negotiations on planning agreements for regeneration at Vauxhall, the Clapham Park housing estate redevelopment and the Oval cricket ground.

# Projects/PFI/PPP

We have worked at the heart of the PPP programme since the mid-1990s, acting on complex, high-profile and innovative UK projects. We are recognised for our commercial and pragmatic approach and sought after to help deliver or run commercial assurance on complex projects.

## We can help you with:

- Projects across all key sectors, including rail, road, waste, energy, water, digital infrastructure/IT and social infrastructure.
- End-to-end project advice and support from outline business case/strategy advice through to managing project close.
- Advice on governance and project strategy, drafting bespoke or amended documents and the procurement suite, advice on security packages and risk analysis, integration with other advisors and commercial assurance.
- Advice on the delivery and management of whole PPP programmes, and specialists within our teams are advising on programmes, including the MoJ, on the procurement, delivery and implementation of their Technology Transformation Programme.
- Town and country planning work for the public sector, including large-scale s106 agreements and highways agreements.
- Legal services for central government, NDPOs, delivery bodies and other public sector bodies across the UK.
- Complex delivery structures, including the creation of delivery bodies and their development, regulatory regime, associated governance and their relationship with central government.

## Contacts



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## Case studies

**New Hospital Programme:** We have been appointed by the New Hospital Programme almost since its inception to advise on a wide variety of individual projects and the overall strategic delivery of the programme itself. We have advised on conflict-of-interest policies and documentation; commercial governance based on a dual-key approach; transparency procedures and policies; condition for key committees and their rules, regulations and procedures; reporting procedures compliant with Managing Public Money; interface with DHSC and Foundation Trusts; procurement policies; security and NDAs; and GDPR procedures and documentation. The wide scope of our work on the programme – listed in the Government Major Projects Portfolio – demonstrates our ability to provide a full legal service to the most high-profile, complex government programmes. Of course, the size of the programme does not change our approach – working collaboratively with our client to achieve its goal of building 40 new hospitals.

**Houses of Parliament Restoration and Renewal programme:** We are advising on the multi-billion pound restoration and renewal programme for the Palace of Westminster, a high-profile, complex, politically sensitive programme. Our initial brief was to incorporate a Sponsor Body and Delivery Authority; advise on strategy and governance; and draft bespoke policies, procurement and construction documents, all while ensuring value for money. Testament to our team's capability, our brief has since expanded to include advising on complex questions of employment, construction, planning and property law. Sharpe Pritchard and Howes Percival work in collaboration to assist the Corporate Officers with a range of complex matters, integrating seamlessly to support officers as "colleagues" and help achieve the programme's objectives.



## Projects/PFI/PPP *(continued)*

**Government Department:** We act for a Government Department and its Executive Agency in respect of a range of high-value, high-profile programmes. We have integrated ourselves as “part of the team” and offer the Department an “end-to-end” procurement solution. Our advice has included: designing competitive documents and supporting in development of competitive criteria; general policy support; vires and judicial review challenge risk advice; subsidy control (in particular subsidy control under the new regime); advising on financing issues of applicants; supporting with grant and other agreements; supporting with letters and notifications to applicants; supporting submissions to ministers; and drafting suitable amendments to government standard form contracts. We work with our client to overcome the range of complex legal issues, always bearing in mind our client’s objective to “get the job done”.

**Welsh Government:** We advised the Welsh Government and over 25 local authorities and further education institutions in Wales in connection with the 21<sup>st</sup> Century Schools Welsh Education Partnership (Band B) to deliver 30 new schools and colleges across Wales using the Welsh Government’s mutual investment model (MIM), worth a capital build of £500m.

**Government Department:** Our newly appointed Head of Commercial Services, at a previous firm, led the external legal contracting team advising on the break-up of major parts of an existing large scale complex technology services contract into various service lines which were put out to tender to the market. The contracts team advised on all aspects of the systems exiting from the complex legacy arrangements and ensuring their successful migration to new providers. The services re-procured included applications and hosting, end user devices, networks and service desk.

**Thames Tideway Tunnel:** We acted for Thames Water Utilities Ltd from 2012 to 2017 on all aspects of this £4.2bn project, from procurement of early enabling works contracts, drafting the main tunnelling contracts to the strategy and delivery of the infrastructure provider. Their work included advising on commercial strategy, complex drafting, advice on governance, on procurement and regulatory law, compliance, assurance.

**Executive Agency of a Government Department:** We advised an executive agency on operational issues relating to the Queen Elizabeth II Bridge and the M4 Severn Bridge crossing.

**Transport:** We are providing procurement advice and commercial assurance for significant UK rail-related projects for which DfT is sponsor. This includes advising on commercial assurance for Network Rail capital and operational projects, the commercial and procurement strategy for Lower Thames Crossing, and the delivery of a hydrogen bus project.

**Heating, renewables, waste and energy – Defra:** We advise local authorities on district heating schemes, including an innovative retrofit project. We have advised on over 18 waste and energy PFI/PPP projects. Our work includes advising Defra (WIDP) on the model form contract and guidance for waste projects in the UK.

**Water and regulated sector:** We are advising on the new direct procurement for customers (DPfC) model and guidance to apply to all new water infrastructure with a totex of £100m+ (PPP equivalent in water sector). We also advise Portsmouth Water on procurement and construction of a new reservoir and bulk supply agreement.

**UK Roads PPPs (Operations):** We advised an executive agency on its 10 operational DBFO highways PPP projects (including the M25 widening project), including advising on variations, disputes and refinancings.

**Prisons Capacity Programme:** We advised a government department on the Prisons Capacity Programme, involving the provision of 8,000 new prisoner places and the provision of up to five new PPP prisons.

**Milton Keynes College and Codemakers Academy:** We advised in relation to its successful application for government funding of £18m+ for the creation of a new Institute of Technology. We were the lead law firm advising, supported by global and local partners (including Microsoft, KPM, McAfee and Cranfield University). We advised on the procurement, charity law, creation of new subsidiaries, memorandum of understanding, construction projects, IP, drafting and negotiating the collaboration agreement. We also advised on all employment aspects, including restructuring, TUPE consultation, pensions and pay.

**Waste Authority:** We advised a Waste Authority on its £3 billion waste disposal and fuel use PPP project, one of the largest waste projects in Europe.

# Public law

Given the predominance of our public sector client base, many of our lawyers have a good grounding in public law, across many disciplines. We advise government departments, arm's-length bodies and regional and local authorities on a range of public law issues.

## We can help you with:

- Powers – we have significant experience in advising on decision-making powers including steps needing to be taken to minimise the risk of challenge by judicial review. This includes advice on consultation and equality impact assessments.
- Constitution and membership of public bodies.
- Consultation.
- Legislative drafting and interpretation – we draft, promote and oppose primary and secondary legislation and advise on statutory interpretation. Two of our partners are Roll A Parliamentary Agents and we also have a substantial electoral law practice.
- Human Rights.
- Public Sector Equalities.
- Judicial Review – we have a thriving judicial review practice (see the [litigation section](#)).
- General public law – we have long-term contracts with local authority clients, requiring advice on a range of general public law issues.

## Contacts



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## Case studies

**Government department:** We advise the department in relation to secondary legislation at the decision-making stage. Includes advice on development consent orders for nationally significant infrastructure projects. Advice has included detailed legislative drafting, vires, human rights, equalities, parliamentary procedure, Crown rights and statutory and government policy interpretation.

**Department for Transport:** We provide support to the Department for Transport covering a range of public law issues, and this has included in particular advice on Russian sanctions and Covid-19 response. We are occasionally asked to stand up a team of lawyers on call to respond to urgent legal queries at particularly busy times, including weekend cover. An example of the type of support that we have given is advice on enforcement of the Russia Sanctions regulations. We also provide public law input where required in commercial cases for the Department. An example of this is advice on the extent of charging powers for the provision of vehicle information held by DVLA.

**Covid-19 Public Inquiry and the Department for Levelling Up, Housing and Communities :** We are assisting GLD in the preparation of a significant amount of documentation in response to requests of the Inquiry. In doing so we have brought significant teams together at short notice and flexed our resources accordingly.

**Covent Garden Market Authority:** We provide general ongoing advice to the Defra-sponsored CGMA on public law matters, including advising on its Framework document and Managing Public Money.

**Statutory Regulator:** We carry out work for a statutory regulator operating as an arms-length body of a government department. We have experience of advising on the use of statutory powers, including the requirements around consultation and drafting consultations for the appropriate audience. Our experience in this area includes understanding the interaction of the regulator's powers with the private law affecting the regulated sector, vires considerations and data protection and potential human rights implications.

# Public procurement law

We cover all aspects of domestic and EU public procurement law and are experienced acting for UK government departments, NDPBs, ALBs, utilities, local authorities, regulators and judiciary on major public procurement exercises including large and complex government projects.

## We can help you with:

- Advice on procurement strategy and the procurement tendering process for the award of public contracts.
- Advice on procurement issues arising from varying public contracts post award.
- Setting up public sector-controlled companies.
- Bringing (or defending against) procurement challenges and advising on ways to minimise risk of challenges.
- Facilities management contracts – we have advised on a number of high-profile examples including establishing a joint, one-estate approach to property management for Westminster, Kensington & Chelsea and Hammersmith & Fulham Councils.
- Repairs and maintenance contracts, on which we have advised a number of local authorities.
- Support on the procurement and implementation of software – we have advised on the purchase and implementation of case management systems for clients including Wakefield Council and Notting Hill Genesis Housing Association.

## Contacts



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## Case studies

**DfE teacher recruitment, training and retention:** We are retained by the DfE on a suite of national projects for the provision of initial teacher training, early career teacher services and national professional qualifications for teachers/headteachers. These projects are central to implementation of the key government education policies, including the establishment and thereafter operation of the new Institute of Teaching. Our end-to-end work includes advice on how best to structure each procurement and to address the inter-play between the procurements and service delivery thereafter.

**ESFA apprenticeships and adult education:** We have advised the ESFA on the procurement of apprenticeship and adult education services, the establishment of employer led services, preparation of new standard forms of agreement, use of registers for providers and termination of contracts.

**Seven Force Strategic Collaboration Programme:** We advised the Seven Force Strategic Collaboration Programme on its first-generation outsourcing for a Higher Education Institute partner to collaboratively deliver the Police Education Qualifications Framework (PEQF). This is a ground-breaking procurement for the implementation of a new national policy that makes significant changes to the way that police constables are recruited and trained.

**Portsmouth Water and Thames Water:** We are advising on all procurement, construction and commercial aspects of the Havant Thicket Reservoir project under the Utilities Contracts Regulations. This is the first new reservoir to be built in the South East since the 1970s and is being developed in collaboration with Southern Water. We are retained by Thames Water to advise on the procurement and delivery Thames Tideway Tunnel project, the largest infrastructure project ever undertaken by the UK water industry.

# Real estate and real estate finance

We advise on the full spectrum of real estate transaction services across all asset classes and undertake significant work for the public sector. We adopt a commercial approach, providing practical recommendations to manage transaction risk, supported by deep technical expertise.

## We can help you with:

- Development agreements for public buildings, commercial leases of shops and offices, and major regeneration projects.
- Advice on and negotiation of lease renewals and dealing with litigation over commercial property.
- Advice for public bodies on the disposal of buildings and major assets including drafting provisions to ensure that the needs and agendas of our public body clients are fulfilled.
- Advice on competitive procurements, including competitive dialogues to secure the appointment of development partners.
- Land assembly for large-scale redevelopments.
- Advice on the exercise of compulsory purchase powers.
- Advice to borrower entities on new financing arrangements, re-financing, sales and lease-backs, and bank consent requirements in connection with reorganisations and restructurings.
- Advice on both external and intra-group financing issues and specialise in real estate finance transactions in both the private sector and public sector for both commercial and residential property.

## Contacts



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## Case studies

**Government Department:** We acted for a government department in taking a lease and subsequently acquiring the freehold of new office premises in central London at a purchase price in excess of £90m. This included the production of a full title report, negotiating and agreeing the sale contract, and securing approvals for significant tenant fit-out works.

**Repurposing government buildings:** We carried out a strategic review of the alternative uses of historic government property in Westminster, including an analysis of the restrictive covenants affecting the property, the potential beneficiaries of such covenants and detailed advice as to the prospects of success and costs in negotiating release or application for modification or discharge to the Upper Tribunal (Lands Chamber).

**Historic England:** We advised Historic England on the suite of property documents relating to the significant restoration of the Shrewsbury Flax Mill, a historical site comprising eight Grade I and Grade II listed buildings, including the first iron-framed building in the world. Our work includes the drafting of an agreement for lease, lease for a main visitor's centre, an associated café licence, tour licence, a function space licence and forms of hiring agreement for third party and public events and functions. The various agreements are non-standard and are tailored to reflect the historic nature of each specific building.

**East Cambridgeshire District Council:** We acted for the Council's wholly owned subsidiary trading and development company in relation to the acquisition of a large site from the Ministry of Defence to be developed with affordable housing and the complex £24,400,000 financing to fund the transaction. We continue to advise leading higher educational institutions in relation to a number of secured financial facilities.

# Restructuring/Insolvency

We have a worldwide team of specialist and dedicated international structuring lawyers combining a high-quality service with local knowledge and expertise. We offer integrated restructuring advice and a fast-moving, commercial approach to insolvency issues.

## We can help you with:

- Integrated restructuring advice, alongside tax, consulting, accounts, treasury and HR team's results in a streamlined, efficient and cost effective service. We provide consistent and harmonised advice using the same language, methodology and processes and have the unique capability to work alongside global company secretarial compliance and governance experts worldwide.
- Quick, commercial insolvency advice focused on the needs of public sector bodies, as we understand that they are, in many insolvencies or potential insolvencies, the largest stakeholder in respect of tax debts, fines, rates or other liabilities.
- The options available to those bodies for enforcing and recovering those debts;
- Taking appropriate recovery action to maximise the prospect of recovering those debts; ensuring that their interests are adequately protected once a debtor (whether personal or corporate) becomes subject to formal insolvency procedures;
- Advising on the impact of insolvency or threatened insolvency on public sector bodies.
- Advice which is always mindful of the reputational risks our clients could be exposed to – we act appropriately to balance all the factors to ensure the optimum and proportional result.

## Contacts



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## Case studies

**The Insolvency Service/Secretary of State for Business, Energy and Industrial Strategy:** We were instructed to provide advice on the investigation into the failure of BHS Limited and connected companies and subsequently to have conduct of directors' disqualification proceedings against Dominic Chappell and two other defendants. This was an important matter in view of the public interest in the failure of BHS. The disqualification proceedings were commenced in April 2018 and a final hearing took place as regards Dominic Chappell and his father Joseph Chappell in October 2019, where Court Orders were obtained for their disqualifications for 10 years and five years respectively. A disqualification undertaking was obtained from a further BHS director, in January 2020.

**Mark Ranson (of Armstrong Watson) (Office Holder):** We acted for the Trustee in Bankruptcy in an estate which saw antecedent transactions with a value of over £12m siphoned off, including overseas property, FURBS trusts, offshore investments and hundreds of thousands in cash. This case ran for five years and has seen assets traced to Spain, Jersey, Eastern Europe and beyond. The work involved has been painstaking in following funds due to the lack of co-operation and then subsequent death of the Bankrupt. It also involves the unravelling of several FURBS trusts (unregulated pension schemes).

**HMRC:** We advised and acted for HMRC on the leading case of Rochdale Drinks regarding the appointment of provisional liquidators.

**Marriage Allowance Claims Limited:** We acted for a company specialising in processing claims for marriage allowance tax relief. We were instructed to advise on restructuring options for the group of companies in advance of a proposed solvent liquidation of part of the group. Having set out the options available to the group, we acted in connection with the consolidation of parts of the group in order to preserve the value of the company's pipeline, the corporate simplification of the group to facilitate the solvent liquidation of one of the group companies.



# Retained EU law and EU law

Our lawyers have extensive experience advising on EU law and retained EU law matters covering a diverse range of topics, including public procurement, State aid, and data protection.

## We can help you with:

- Damages actions, debt recovery and public procurement litigation proceedings before the European and national courts.
- Representation in standalone private litigation, in which you will be able to take advantage of our unique combination of EU law and litigation experience, either to provide specialist advice and opinions, or to manage the dispute as a whole.
- All aspects of data protection and information law, ranging from conducting comprehensive data protection audits and drafting policies and agreements to advising on individual subject access requests and complaints.
- Specialist advice in freedom of information legislation, having advised both public and private sector bodies on handling requests and making appeals.

## Contacts



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## Case studies

**Gloucester County Council:** We advised the Council on State aid compliance in the use of £218 million of Housing Infrastructure Forward Funding to carry out highway infrastructure works that will unlock c.9,000 units of new housing. In addition to advising on ongoing State aid compliance, we advised on the Grant Determination Agreement terms and conditions and negotiated commercial and legal issues with Highways England.

**Hertfordshire LEP:** We advised Hertfordshire Local Enterprise Partnership on State aid compliance of a wide variety of infrastructure, education and innovation projects and on applicable exemptions under the General Block Exemption Regulation. We also advised the Hertfordshire LEP on the Grant Agreement terms and conditions, dealt with negotiations from grant recipients' legal advisers and assisted with the required notifications under the SANI system.

**Research Organisation:** We advised a research organisation in a £100 million project to construct research and development infrastructure that will primarily be used for the discovery of new medication for the treatment of cancer. Our support ensures ongoing compliance with the State aid regime.

**Government Department:** We have advised a government department on State aid issues on a number of topics regarding Teaching School Hub, Early Career Framework, National Professional Qualification and Initial Teacher Training.

**NHS Trust:** We acted in the defence of a challenge not to proceed with a procurement for a strategic estates partnership. The claim involved allegations that the Trust's decision to abandon was related to Ryhurst's sister company being involved in the refurbishment of Grenfell Tower. Working with very busy senior Trust personnel, we prepared our client for trial and secured an outcome in the Trust's favour.

# Tax law

Our tax practice provides a full range of tax legal services from tax advice, through transactional tax to dispute resolution and litigation. We are able to balance risks and opportunities across the range of taxes to provide full spectrum advice efficiently and economically.

## We can help you with:

- Private Client Tax work, covering the full range of taxes and situations.
- All forms of employment taxes including cross-border secondments, remuneration packages and on-boarding and exiting staff, share schemes and remuneration and benefits.
- Tax advisory work including corporation tax, Value Added Tax, Customs Duties, Stamp Duty Land Tax and other stamp duties.
- Standalone projects, for example advising on the tax treatment of damages paid as part of a settlement of commercial litigation or on the tax treatment of Non-Fungible Tokens. More commonly our advice is directed to structuring a transaction or to resolving issues which arise.
- Tax structuring of joint ventures and advice on group reorganisations, financial restructurings, with-holding taxes and share buy-backs.
- All forms of real estate transactions and financing structures.
- Working with HMRC to find agreed solutions to novel situations. For example, one of our clients wished to pay compensation to customers in connection with certain insurance products through an innovative off-balance sheet mechanism. We developed the tax analysis for this structure and provided a detailed analysis to HMRC which was accepted without difficulty.

## Contacts



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## Case studies

**Energy from Waste Joint Venture:** We advised an industrial client on a joint venture with a financial institution to build plants to convert waste to energy. Our work involved looking at the tax aspects of moving assets (both physical and intangible) into the joint venture, the financing of the joint venture, and the positioning of its investment within our client's group.

**Hotel Project:** We advised a client on a proposed joint venture to build and operate a new super-luxury hotel. Our work involved looking at the tax aspects of the restructuring of the property titles, the structure of the proposed joint venture, the elimination of the existing holding structure for the properties and the tax implications of the proposed development and development financing.

**Debt Restructuring:** We advised a private equity client on the financial restructuring of an investee trading group to enable it to qualify for much-needed financial support during the Covid crisis. The work was complex due to the different levels at which debt had been issued and the desire to preserve the possibility of receiving residual value for the former debt-holders.

**International Transaction:** We are currently engaged in a transaction between two well-known members of an industry sector involving the sale of a sub-group of trading companies operating in the Caribbean. Our work involves obtaining the necessary input from advisors in the various jurisdictions concerned and synthesising the result into appropriate drafting as the governing law of the transaction documents will be English law.

**Enablers and Facilitators:** We have advised a number of clients on corporate policies to comply with the government's rules on preventing the enabling of tax avoidance and the facilitation of tax evasion. We are also able to advise on contractual terms to address supplier risks. Our ability to do this is informed by our experience in dealing with tax disputes and understanding of probable risks.



# Lot 1: Optional Specialisms

# Charities

We advise registered, exempt and statutory charities on a broad range of constitutional, operational, transactional, governance and compliance issues, strategically supporting executives and boards on vires, diversified structures, charity mergers and corporate governance.

## We can help you with:

- Governance reviews and advice on best practice, appropriate decision making including conflicts of interests, standing orders, board training.
- Charity law requirements around land disposals and charging, restrictions affecting land including permanent endowment.
- Constitution advice including reviews and updating articles of association and trust documentation, advice on powers and what activity can and cannot be done within charitable objects.
- Dealings with the Charity Commission on all matters including changes to constitution, consent for particular transactions, dealing with formal inquiries.
- Support on establishing and using trading companies, group structures and corporate entities for commercial activity.
- Advice on collaboration and joint ventures including how charities can most effectively work with other organisations for both charitable and non-charitable activity and advising on appropriate structures for such activity.
- Advice on mergers including compatibility of objects, asset consolidation, different structures and governance issues.
- How to manage and deal with serious incidents, including serious incident reporting and managing regulatory investigations.

## Contacts



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## Case studies

**Imperial College London:** We have advised on the establishment of a new registered charity to lead on the development of a biomedical conference, alongside other higher education institutions. Advice included reviewing ICL's constitution and advising on vires to set the charity up, advising on the most suitable corporate form and charitable objects, and setting the charity up in line with the agreed governance arrangements between the various members.

**Leonard Cheshire Disability:** We advise LCD on various charity law issues, including constitutional and vires, disposal restrictions and trust/legacy requirements.

**Guildford Borough Council:** We advised on vires related to diversification and varying/dealing with permanent endowment land and assets (including obtaining schemes to vary the objects of trusts and for consent to dispose of permanent endowment without re-provision) and advising on the requirements of the Charities Act 2011.

**Housing Associations:** We advise a large number of charitable registered providers on all aspects of their business, including vires relating to diversification, grant terms (whether receiving/disposing of grant), establishment of charitable foundations, corporate structuring and mergers (including for Together Housing Group, Catalyst Housing Group and Peabody Trust) and on management of permanent endowment/trust land.

# Children and vulnerable adults

Our specialists never lose sight of the fact that the welfare of the child is the paramount concern in all disputes affecting children. Early intervention in the form of clear advice can be crucial in preventing issues from escalating.

## We can help you with:

- All Child Law proceedings including emergency applications, with a focus on resolving conflict, supporting alternative forms of dispute resolution and managing cases cost effectively, conducting our own advocacy where appropriate.
- Complex partnering and multi-agency collaborations with a special interest in commercial and governance matters. We have advised on six of the high-profile children's trusts established pursuant to DfE intervention.
- Safeguarding children law and human rights across the strands of vulnerability; e.g. physical, psychological, sexual abuse; radicalisation, FGM, mental health, drugs and alcohol, complex health needs, issues of gender, and child sexual exploitation.
- Cases concerning the Family Courts including preparation of evidence and supporting witnesses in education and other agencies to give evidence in public and private law.
- Advice on DBS governance and enquiries relating to the same.

## Contacts



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## Case studies

**Adoption Proceedings:** Our lawyers advise many individuals about adoption proceedings. We have guided step-parents and those seeking overseas adoption upon the legal framework and its application to their status. We also assist in completion of application forms and considering reports, and representation at court where required. Ultimately this achieved stability and security for the child during its minority; full integration into the family of the adoptive parent.

**Northamptonshire Children's Trust:** We advised on the successful establishment of a wholly owned Teckal company for the provision of social care services following Secretary of State intervention, including advising the local authority during dual intervention by (then) MHCLG.

**Regional Adoption Agencies:** We advised on several regional adoption agencies established pursuant to DfE policy directives ranging from local authority collaborative arrangements to corporate entities and provision by charities. We advised on statutory functions and governance arrangements as well as commercial agreements.

**Safeguarding Proceedings:** Examples include proceedings in the Court of Protection involving serious medical treatment decisions, Deprivation of Liberty, care and welfare and advice to providers on their policies, procedures and responsibilities under the Mental Capacity.

**Care Homes and Housing Associations:** We have represented care homes and housing associations at inquests and regularly provide advice regarding regulatory and safeguarding matters arising from the death of service users and potential criminal prosecutions.



# Education law

Our education lawyers include specialists who previously held senior legal positions within local government. As a result, we are highly regarded for our understanding of the operational and budgetary issues faced by the education sector as well as progressing policy within a political context.

## We can help you with:

- Advice on the SEND framework and Code of Practice.
- Education construction, development and service projects.
- School and college admissions decisions and appeals.
- Procurement advice including on routes to market, use of the light touch provisions, frameworks and DPS.
- Strategy and innovative ways meeting policy objects, including legal risk assessment. We regularly advise the DfE and the ESFA in this regard.
- Governance advice, utilising the Government Legal Department Legal Risk Assessment Guidance to provide an assessment of legal risks for inclusion in governance documents and otherwise, as necessary.
- Counteracting the impact of Covid-19 on services.
- Advice on regulatory regimes in the education, health and social care sectors.
- Academy Conversion of all forms of maintained schools, including projects with complexities related to land, ongoing construction, use of the school site and PFI conversion.
- Charity registrations and governance.

## Contacts



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## Case studies

**Admissions:** We have advised schools and colleges around admission decisions, appeals including those that have progressed to the First Tier Tribunal pertaining to the Schools Admission Code, the Equality Act, waiting lists and Fair Access Protocols. One example relates to guidance to exclude a child under current legislation and regulations where a child has behavioural challenges/complex needs.

**SEND:** We advise on all aspects under the SEND framework and Code of Practice, and the Children and Families Act 2014 including First Tier tribunal experience. This includes the National Trial and single route of address for SEND. This spans EHCP disputes, disability discrimination claims from first appeal stage to full hearings including preparation of all evidence. We take an early intervention approach with the aim of resolving SEND issues at an early stage. We also deal with commissioning issues pertaining to education and the provision of care under an EHCP and/or continuing care. One example is advising on an EHCP challenge around provision of mental health support at school.

**Government Department Procurement:** We have worked on the golden thread of procurements for national teacher training including initial teacher training, early career training and career development training. We acted on the procurement for the Institute of Teacher as well as the procurements for adult education providers and apprenticeships training providers.

**Regulatory:** We have extensive experience of regulatory regimes in the education care sector, including in dealing with Ofsted in its role as regulator of social care within residential special schools and schools with associated children's homes providing accommodation and welfare services. Examples include legal support during an urgent special school closure following an Ofsted inspection.

# Energy and natural resources

We have broad experience of the energy and natural resources sector. We are currently working with clients in the public and private sectors on a range of challenges arising as a result of the pandemic, and on the legal and risk aspects of the energy transition as it affects both sectors.

## We can help you with:

- Advice relating to the net zero sector including innovative energy projects such as carbon capture, hydrogen, EV, energy storage, as well as energy from waste, renewables and energy efficiency projects.
- Advice for government agencies (as well as local authorities and the private sector) on complex procurements, PFI/PPP, commercial contracts, environmental and waste management issues.
- Advice on new projects, project financing and development, joint ventures, acquisition and disposal of assets and companies owning them, regulation, dispute resolution and insurance issues across the energy and natural resources sector, where we apply our legal knowledge and industry background to offer practical, clear and focused solutions.
- Advice reflecting current issues and developments, such as the digital transformation of the industry and the need for a multi-disciplinary approach to identifying and managing risks associated with it and the complex contractual matrix within which it will be implemented in the industry.

## Contacts



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## Case studies

**EDF:** We have advised Sizewell C (as part of the in-house team) on the government support package and regulatory framework to create a new regulated asset base model for the Sizewell C nuclear power plant. This has involved detailed consideration of regulatory structures and government support package proposals.

**County Council:** We advised the Council on its park and ride project which includes EV charging and solar generation. Advice has included construction and operation and maintenance arrangements, vires, licensing implications, statutory compliance for EV charging and subsidy control issues.

**Local Authority:** We advised the Council on its proposed creation of an energy from waste private wire network including issues of vires, licensing, statutory compliance, structuring, financing models, procurement and subsidy control.

**Borough Council:** We advised the Council on its long-term major heat supply connection with a house builder. The Council is the provider of a district heat network and we have advised and drafted the heating connection agreement and advised on regulatory, competition, vires and other relevant issues.

**City Authority:** We advised the Authority on its extension of its major district heating scheme. This was a major redraft and re-let of documents including heat supply agreements, lease agreements and arrangements for cooperation. We negotiated pricing provisions and considered vires, subsidy control, procurement, competition and other issues.

**Birmingham City Council:** We advised the Council on its long-term £500 Million+ PPP project which involves Energy from Waste, HWRCs and Transfer Stations. The project involves net zero opportunities such as district heating, carbon capture, renewables, hydrogen and EV infrastructure.

# Food, rural and environmental affairs

We can advise on legal issues arising out of the food and rural affairs sectors and have extensive experience in advising on environmental matters and in particular waste management, sewage/waste water and energy matters.

## We can help you with:

- Numerous aspects of land use and undertake enforcement cases including those involving pollution.
- Consenting processes including Hybrid Bills, development consent orders, special Parliamentary procedures and land tribunals, through our parliamentary and planning teams.
- Infrastructure and regulatory matters including waste on land, power generation and off take, contamination, disposal of wastes, clean-up, construction and decommissioning of environmental facilities.
- Waste management projects of all types including waste recycling, collection, treatment and disposal contracts. We have advised on finance structures and shared solutions including the Thames Tideway Tunnel; a project within Defra's remit.

## Contacts



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## Case studies

**Thames Tideway Tunnel:** We were instructed by Thames Water Utilities Limited on the £4.2bn Thames Tideway Tunnel. We advised on the development consent order (DCO) for the project (as seconded internal resource) and on the main construction contracts. In obtaining the DCO, we worked alongside the external solicitors and QCs preparing the application documents. We then advised on specialist areas. In addition, we advised on over 30 construction procurements including the main tunnelling contracts. We were involved at all stages of the procurement under the UCR of the main system integrator for the Project, from the initial OJEU notice to negotiation and award of final contracts to the successful bidder.

**Defra Waste Infrastructure Delivery Programme:** Defra and 15 local authorities appointed us to advise on this major government programme. It included more than £3bn capital funding from central government through a mix of PFI, PPP and financing through the public works loans board. We drafted the standard form contract and guidance (WIDP model form), including complex provisions for service credits, availability payments, refinancing, change in law, change control and payment mechanisms. Treasury approved the model and mandated it for use nationally. At the height of the programme we advised 12 authorities and Defra on procurements, each with live stages of negotiation or competitive dialogue. We reviewed, amended and marked up contracts from across the industry.

**Agricultural Landlords and Tenants:** We have acted for agricultural landlords and tenants on the reorganisation of AHA tenancies and new Farm Business Tenancies, including dealing with agreements to surrender and for the grant of new FBTs under the ATA, deeds of surrender and advising on succession rights, security of tenure issues and incontestable notices to quit.

**Agricultural purchasers:** Advising purchasers of agricultural properties subject to tenancies, mines and minerals exceptions, new easements for services and access and dealing with purchases involving unregistered land and the transfer of Basic Payment Scheme entitlements, water abstraction licences & stewardship schemes.

# Franchise law

We have outstanding experience advising clients in relation to franchising in the UK and internationally. These relationships are complex, and expertise is required to prepare franchisor and franchisee to operate with the right amount of collaboration to enhance each other's reputation.

## We can help you with:

- Advice on assessing how to approach new markets.
- Establishing the optimal balance of roles and responsibilities between the franchisor and the franchisee.
- Advice on ensuring the parties have the right infrastructure in place to support the relationship, and on the actual drafting and negotiation, operation and termination of these complex agreements.
- Assistance establishing the model and ensuring it works efficiently.
- Working with colleagues in other non-legal teams.
- Addressing the full range of issues that arise.
- Ensuring that the agreement and other documentation reflects the blend of responsibilities needed to make this special kind of relationship work.

## Contacts



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## Case studies

**Motorway Services Operator:** We advised a motorway service station operator on a variety of terms for its franchise relationships with national and international brands including Starbucks, KFC and Pizza Express. We provided assistance from heads of terms stage all the way through the negotiations of bespoke franchise arrangements and variations to existing arrangements.

**Retail Telecoms:** We provided assistance to retail franchisees who have begun franchise relationships with an international mobile telecoms company, advising both in relation to the franchise and data protection agreements, as well as the real estate interests with the franchisor.

**Fitness Centres:** We have provided advice including drafting and negotiating a suite of franchise documents and customer terms for a fitness-specialist franchisor as it begins a national roll-out of a new chain of gyms across the UK.

**Finance and Investment Company:** We provided advice in relation to a number of commercial agreements with its franchisees including the provision of loan facility arrangements.

**Disputes:** We have advised insurers on disputes involving franchise contract termination, the repayment of franchise loans and on the terms and conditions of franchise contracts, including the enforceability of non-compete clauses.

# Health, healthcare and social care

We can assist with many of the challenges providers of health and social care services face, both in relation to Covid-19 and in providing essential services in a challenging financial environment whilst subject to intense scrutiny from regulators, the media and the public.

## We can help you with:

- Employment advice including employment tribunal advocacy.
- Corporate, M&A and refinancing transactions and joint ventures.
- Fundraising and commercial advice on contracting, terms & conditions and commissioning of services.
- Advice for start-ups and scale-ups.
- Partnering arrangements between different organisations within the sector.
- Integrated Care Systems.
- Property development/management, planning and construction.
- Health and safety and CQC regulatory advice.
- Inquests, inquiries and investigations.
- Dispute resolution, reputation management and crisis response.
- IT, data and intellectual property.

## Contacts



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## Case studies

**NHS England:** We advised NHS England on the statutory guidance for managing conflicts of interests within NHS Clinical Commissioning Groups (CCGs). The guidance was designed to provide CCGs with a framework for managing the conflicts of interest which inevitably arise in connection with the commissioning of publicly funded clinical services by “GP led” commissioning groups. We also assisted NHS England in designing the materials used for the mandatory annual training program for CCGs on managing conflicts of interest, including case studies and scenarios to illustrate the key principles of the guidance.

**Derby Teaching Hospitals NHS Foundation Trust (DTHFT):** We advised DTHFT on its successful “merger by acquisition” with Burton Hospital NHS Foundation Trust, to create a new £600m turnover University Hospitals of Derby and Burton NHS Foundation Trust. This included advising the board of directors and the governors of DTHFT on the statutory merger process, liaising with legal advisers to NHS England and Monitor (the regulatory body with responsibility for oversight of NHS trust mergers) and drafting the legal documents required to give effect to the statutory merger.

**Commercial/ICS:** We advised Central and North West London NHS FT on a shared service project under which the occupational health services across the whole of the North West London ICS will be provided to all partners based on the CNWL model.

**Disciplinary Investigations:** We have advised numerous clients in relation to disciplinary investigations and dismissals involving allegations where residents have suffered injuries either as a result of alleged abuse, malpractice, or a failure to follow procedures (such as manual handling or care plans).



# Health and safety

We have wide experience in health and safety matters and our specialist lawyers are acclaimed for their strategic thinking and pragmatic approach. Our experience includes advising health and safety organisations and professionals on law and compliance.

## We can help you with:

- Advice and assistance with all kinds of issues, both contentious and non-contentious.
- Advice on carrying out investigations and in managing investigations by safety authorities, the police and public authorities.
- Representation in court, including criminal and coroners' courts and tribunals.
- Fire safety and food safety/hygiene matters.

## Contacts



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## Case studies

**Challenging Public Body Enforcement Action:** We advised a national health and safety services company in respect of enforcement action taken against it by the Health & Safety Executive (HSE). We successfully challenged the action through HSE's formal dispute procedure, demonstrating it had incorrectly applied the law. This was a matter of the utmost seriousness because, had the client failed in its challenge, a precedent would have been set and it would have needed to review both its business model and services methodology for several thousand of its own clients.

**NHS Property Services:** We advised NHSPS, the estate owners of NHS properties nationally regarding its (and its occupiers') statutory liabilities and responsibilities across a number of compliance areas including: fire safety; asbestos management; electrical safety; medical gases; water safety and occupier's liability.

**Professional Football Club:** We represented a football club prosecuted, along with its catering provider, by a local authority for fire safety offences relating to non-match day events, under section 3 of the Health and Safety at Work etc. Act 1974. At a late stage, further allegations relating to match days were introduced, for which convictions would have had profound implications in relation to fines, the club's ground safety certificate and its ability to host UEFA tournaments. We convinced the authority to accept a plea to a single non-match day offence under the Regulatory Reform (Fire Safety) Order 2005 on a very limited basis. The club was fined a much lower amount than expected, reputational damage was mitigated and the potential consequences of match-day offences were avoided.

**Public Bodies and Government Agencies:** We advised a large number of public bodies and government agencies on the wider management of health and safety, often where those bodies are looking to improve their existing health and safety policies/procedures or where there has been a specific incident or potential breach of health and safety legislation.

# Immigration

Immigration law has become both a key compliance responsibility for HR and a central part of any recruitment process and ongoing employment relationship. Brexit has given renewed impetus to managing EEA staff and satisfactorily resourcing workforces in the UK.

## We can help you with:

- Obtaining a sponsor license.
- Assigning certificates of sponsorship.
- Dealing with possible suspensions or conditions placed on licences.
- Assistance anything from one-off queries and advice to retainer-style arrangements to give you comfort that your organisation is legally compliant.
- Provision of training on a range of immigration issues. We also participate in consultation exercises looking into the effects of immigration policy and immigration trends.
- Right to work queries and guidance on UKVI compliance obligations including delivering training and mock UKVI audits.

## Contacts



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**Jaspal Basra**

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## Case studies

**A Regulatory Body:** We advised on various immigration law matters such as the legal issues arising out of international working, as well as dealing with certificates of sponsorship for overseas recruits.

**NHS Trust:** We advise a number of NHS trusts on immigration issues, for example, the Royal Free NHS Foundation Trust on its sponsor license and individual visa applications for prospective staff.

# Life sciences

We have extensive experience in the life sciences area advising private and public sector clients on a diverse range of commercial and regulatory matters.

## We can help you with:

- Matters involving the manufacture, supply and distribution of pharmaceutical goods and services, medicinal products, med tech, and medical devices, including the conduct of clinical trials.

## Contact



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## Case studies

**Major NHS Teaching Hospital:** We advised a major NHS Teaching Hospital on an application to the MHRA for CE/CA marking of a novel medical device used in cardiothoracic surgery, including associated multi-jurisdictional collaborative research and development agreements and an international prototype distribution agreement.

**Private sector digital services provider:** We advised a private sector digital services provider on the legal and regulatory framework, and route to market for a new machine learning/AI pharmacy dispensing platform.

**University and Teaching Hospital:** We advised a University and Teaching Hospital on an international clinical research/trial agreement for Fetal Atrial Flutter and Supraventricular Tachycardia Therapy.

# Media law

We have a team dedicated to the media and creative industries sector. This team includes experts in all relevant disciplines and lawyers who have in-house sectoral experience. This means we can offer in-depth and highly tailored legal expertise.

## We can help you with:

- Assistance in protecting, exploiting or enforcing your intellectual property.
- Engagement with employees and freelance workers or securing finance and premises for a project.
- IT issues.
- Employment queries.
- Corporate finance and tax.
- Commercial contracts.
- Property matters.
- Commercially focused legal solutions which are tailored to your needs, delivered by experienced specialists who regularly act for clients across the creative industries including television production companies, music distributors, fashion houses, photographers, events companies, theatres, advertisers and publishers.

## Contacts



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**Jenna Bruce**

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## Case studies

**Gareth Bull:** We represented a lottery winner in suppressing a publication which breached his privacy rights. Following a completely successful outcome in the Supreme Court, an order was subsequently obtained against the author, having her declared a vexatious litigant and barring her from bringing a claim in England & Wales.

**Media Client:** We acted in a successful Article 8 (privacy) claim that went to the Supreme Court, including striking out the libel counterclaim and putting the opponent under an Extended Civil Restraint Order.