

RM3786 GENERAL LEGAL ADVISORY SERVICES

CROWN COMMERCIAL SERVICE (CCS)

GOWLING WLG PROSPECTUS
VERSION 3



Crown
Commercial
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Supplier

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SERVICING CENTRAL GOVERNMENT

Government requires advisors that understand its requirements and responsibilities and are able to provide the best possible advice, whether on policy development, contracts, regulation, administration, governance, or delivery. Legal advisors also need to understand the relationship between Government and the Private Sector, and decision making processes that are informed by a wide set of value for money and risk considerations. The Gowling WLG team has delivered legal advice on significant programmes - spotting pitfalls along the way and devising bespoke solutions to solve them.

Our team have provided advice to Government Departments for more than 20 years and many of our leading experts have either worked in, or been seconded to, major public sector organisations – including Central Government Departments. Our team includes lawyers with UKSV clearance including at DV and SC levels. Working with Government has given us the insight and first-hand experience needed to provide advice on the most complex issues in what is a period of economic and technological turbulence. Government needs advice that will help to ensure it has the operational resilience to deliver existing policies and programmes and the insight necessary effectively to anticipate future problems, avoid reputational harm and build confidence in its capacity and capability.

Our clients include Central Government Departments, Local Authorities, Agencies, Trade and Professional Associations, Regulators, Non-Governmental Agencies, Crown Corporations, Utilities, Universities and Schools. We work with Think Tanks and are active Members of The Whitehall and Industry Group. We host events with Politicians, Civil Servants and Academics on Policy issues. We understand the importance of being connected and engaged and we respect and value the relationships we have built across Whitehall and Westminster.

In this prospectus we detail the depth and breadth of our experience and the services we offer across the framework's mandatory and optional specialisms. However, we understand that complex legal issues often need a cross-sector and cross-service approach and we pride ourselves on our collaborative style and our ability to combine these specialisms to deliver the advice that Government needs.

Our aim in this document is to provide you with the key information you may need in making direct award decisions or to invite Gowling WLG to participate in a further mini-competition. For further information and to discuss how we can help please do get in touch with us.

As a Tier 1 supplier, we look forward to working with you.

KEY CONTACT FOR GENERAL ENQUIRIES



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CENTRAL GOVERNMENT CLIENTS:

Cabinet Office	Department for Business, Energy and Industrial Strategy	Highways England	Insolvency Service	Ofqual
Defence Infrastructure Organisation	Department for Digital, Culture, Media and Sport	HMRC	Ministry of Defence	Ordnance Survey
DEFRA (Natural England)		Home Office	Office for National Statistics	Water Services Regulation Authority (Ofwat)

The background features a series of overlapping, concentric circular bands. From the center outwards, the colors transition from a dark purple to a vibrant red, then to a bright cyan, and finally to a deep blue. The text is centered within the innermost dark purple circle.

MANDATORY SPECIALISMS

PUBLIC LAW



An award-winning centre of excellence in all aspects of public administrative law, including judicial review, constitutional and governance issues, and human rights and equalities law. Our public law expertise is concentrated in a dedicated specialist team with relevant knowledge and skills to advise on all public law matters.



Extensive experience of acting for public authorities, including central and local government, regulatory authorities, across a range of industry sectors. The team is familiar with the machinery of government, the political and public interest environments within which public authorities operate and the public law principles applicable to their respective powers and functions.



Experts in the development and application of robust constitutional and governance arrangements, including rules of procedure, memoranda of understanding and schemes of delegation to assist the executive and non-executive decision-making processes.



The team regularly advises on the exercise of statutory and quasi-judicial powers by public authorities, the means of avoiding (and defending) challenges by way of judicial review. We have acted in many leading public law cases, including R (Infinis) v Ofgem; R (Lewisham) v Ofqual; and R (UK Recyclate) v Defra.

WORK HIGHLIGHTS

Department for Business, Energy & Industrial Strategy – Smart Metering programme: as the legal advisors to the project since 2010 we have helped to develop a regulatory framework governing this ground-breaking regulatory change programme – the largest new technology project of its kind in the UK. The team's input involved consideration of an extensive and diverse range of issues including policy development, compliance with and implementation of EU law, and statutory and public law issues. We have drafted the legal instruments and regulatory documents to facilitate and implement the roll-out and operation of smart meters and all key documents have passed both public and Parliamentary scrutiny. Our role in the programme saw us named as Energy & Infrastructure Team of the Year at the 2017 British Legal Awards.

The Northern Ireland Authority for Utility Regulation (NIAUR): the team has acted for the NIAUR since 2003 and advises it on all aspects of its statutory duties and powers under primary and secondary legislation (and EU legislation) as part of the day-to-day running of the regulatory authority, including on how those duties and powers impact on policy development and on the application of public law principles to the exercise of its duties and powers.

The Office of Qualifications and Examinations Regulation (Ofqual): working with Ofqual to implement Government policy and undertake a comprehensive reform of GCSE and separately GCE qualifications. The nature and scale of the changes arising from the reforms, together with the wider context of its impact on three-country regulation, gives rise to a host of legal risks. To date we have advised on matters relating to consultation duties and principles, equalities law considerations and on the necessity for the reformed qualifications to be the subject of new applications for recognition. In particular we are advising the steering groups (as set up by the Board for taking forward the GCSE reform work) and regulatory panels involved in assessing the process undertaken and recommendations put forward by the awarding organisations with regard to the GCE reform project.

Water Services Regulation Authority (Ofwat): on its PR19 price control programme and the range of legal issues relevant to Ofwat's price control proposals, including scope of its (and other regulators') financing duties, the governance of price control decision-making processes, consultation duties and consideration of responses, public law considerations to be considered within its assessment of business plans and on the financial structure and corporate governance issues to be considered in respect of setting price controls for the regulated companies.



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John Cooper leads our Public Law & Regulation team and is a specialist in public and administrative law. His area of practice incorporates judicial review, advising public authorities on their duties, powers and functions and on vires issues, human rights law, constitutional law, due process and consultation, and statutory interpretation. John advises a range of public authorities, including central and local government and non-departmental public bodies, as well as commercial enterprises subject to oversight by public authorities.

Ravi is a qualified legal executive specialising in public and regulatory law. She has first-hand working knowledge of the legal, statutory and regulatory frameworks underpinning the role and remit of a wide range of public authorities and advises on the full range of public law matters, including the powers and duties of public bodies, the interpretation and application of legislation, the public law principles applicable to judicial review, and constitutional and governance issues.

CONTRACTS

 One of the UK's largest dedicated contracts teams of more than 40 lawyers – advising on both volume routine contracts as well as large, strategically important and complex projects.

 Vast experience of advising on the development, implementation and management of public sector contracts across many diverse services, from the routine OJEU compliant procurement of goods and services to ground-breaking projects.

 Helping clients to negotiate and manage contracts well to secure value, minimise risk exposure, support compliance and maximise opportunities for growth and development.

 We advise on the full range of commercial arrangements including distribution agreements, e-commerce solutions, franchise agreements, IT development and software licensing, business process outsourcing, property and facilities management, logistics, merchandising, sales and marketing, procurement, HR, sponsorship, shared services, JVs and restructuring.

 We were awarded Energy and Infrastructure Team of the Year and Commercial Team of the Year at the prestigious British Legal Awards 2017, both for our work on large public sector projects.

WORK HIGHLIGHTS

Ministry of Defence (MoD): we have worked regularly with MoD for 20 years and have supported them on some of the most complex UK Government projects including the complex multi-party alliance project to design and build two aircraft carriers; the Submarine Enterprise Performance Programme; and Project Marshall - a £1.5 billion PPP for military air traffic management services, saving MoD up to £1 billion over 22 years.

Transport for London (TfL): we have been advising TfL and its affiliated bodies since 2003 on various contracts/matters including on all aspects of the London Cycle Hire Scheme (LCHS) –the initial contract, three contract variations and the re-let of the LCHS in 2016. Throughout, we provided support on procurement and state aid issues, contract drafting/negotiation, competitive dialogue as well as specialist advice including IPR, high profile sponsorship arrangements, insurance, health and safety and property matters.

Home Office – ESMCP Air to Ground Project: we are supporting the ESMCP commercial team on this project including advising on procurement issues, drafting the core Master Services Agreement and supporting schedules including specialist areas such as Communications Agreements, IPR/End User Licence Agreements and Third Parties Interface Agreements.

London Legacy Development Corporation (LLDC) – Olympic Stadium: we advised on the procurement of an operator (Vinci) to run the former Olympic Stadium under an innovative 25-year, £100+ million concession agreement involving a public sector JV, complex procurement issues, bespoke construction and engineering contracts, sponsorship arrangements and venue hand-back from the ODA. We continue to advise on all legal issues arising in the relationships with the key user and operator including on buying back the stadium operator SPV.

Office for National Statistics (ONS) – Census Transformation Project: we are advising ONS on the Census Transformation Programme. Prior to the next National Census in 2021, we are helping ONS put in place a suite of contracts to support a large-scale 'rehearsal' in 2019 and the main census in 2021 including advising on IPR/branding and HR issues.

Department for Business Energy & Industrial Strategy (formerly DECC) – Smart Metering: advising on all aspects of the new regulatory framework for implementation and roll-out of its £11 billion smart metering programme.

Department of Health and Social Care on its procurement for warehousing capacity for the storage of critical medicines in the event of a no-deal Brexit. Instructed at short notice, our team provided support on three parallel sets of negotiations being undertaken against challenging timescales and in politically sensitive circumstances.

The British Council in relation to a collaboration agreement with partner organisations in relation to the provision of IT services.



Sarah Sasse, Partner

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Sarah leads our Central Government practice and has more than 25 years' experience advising on all aspects of contracts and contract law including commercial and IT contracts, outsourcing arrangements, management agreements and complex procurement. Her relationship with Government clients gives her strong insight into working collaboratively with in-house teams. Sarah worked with the Cabinet Office on the standardisation of Government terms and conditions and drafting the new Model Services Contract as part of a 7-month secondment on-site in Whitehall.



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Robert has experience of large commercial projects and outsourcing contracts. He works with clients in both the public and private sectors to structure, draft and negotiate contracts for the delivery of public services and in establishing joint ventures and alliances between providers and purchasers. He spent seven years at the Department of Health, so has extensive knowledge and experience of working within the public sector and understands the issues and politics especially when requiring the buy-in of multiple stakeholder groups.

COMPETITION LAW



Our unrivalled profile and expertise in cartels, merger control and competition litigation is well recognised and the team is widely published including: "Merger Control Guide 2017"; "Cartels"; "Cartels & Leniency 2017"; "Merger Control – Jurisdictional Comparisons"; "Private Antitrust Litigation"; and a Chambers' publication on BREXIT.



The team's ability to adopt an extremely thorough approach to litigation has also earned them a reputation for implementing litigation strategies which allow clients to realise their commercial goals in relation to high-value, high-profile competition cases before the European Court of Justice, Competition Appeal Tribunal, the High Court and the Court of Appeal, including two of the largest damages claims currently before any of the EU Member States' domestic courts.



Offering commercial, coherent and clear advice, the team prides itself on delivering critical commercial outcomes in relation to all aspects of UK and EU competition law.

WORK HIGHLIGHTS

Competition Litigation

Acting for **Dixons Retail** in relation to bringing an action for damages against certain MasterCard entities before the High Court and the Competition Appeal Tribunal, following the European Commission's infringement decision in respect of intra-EEA multilateral interchange fees.

Acting for **Thai Airways** in defending a Part 20 action for damages brought before the High Court following the European Commission's cartel infringement decision in respect of air cargo. [*Emerald Supplies Ltd & Ors v British Airways Plc [2017] EWHC 2420 (Ch) (04 October 2017).*]

Competition Investigations

Following our attendance at the initial dawn raid, we advised **Thomas Vale** on its successful leniency application, under which it received a 50% reduction on the financial penalty subsequently imposed by the authority. After, we acted for Thomas Vale on its successful appeal of the magnitude of the financial penalty imposed, overcoming previous case law to secure a further reduction of approximately 85%.

Acting for a US-headquartered company before the European Commission with regard to a cartel investigation. This included making a successful leniency application, and representing the company at the Oral Hearing before the European Commission.

Merger Control

Advising **The Estée Lauder Companies, Inc.** on merger control issues in relation to various acquisitions of competitors, including its \$1.45 billion acquisition of Too Faced.

Advising **Legrand North America, Inc.** on its \$1.2 billion acquisition of Milestone AV, including securing clearance in Germany.



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Vincent Smith, Consultant

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Bernardine heads our Competition & EU team and has more than 25 years' experience of advising upon competition and EU law, with considerable expertise in relation to anti-competitive arrangements and conduct, merger control, litigation, and state aid. She has a strong reputation as an innovative competition litigator advising on some of the most high-profile and complex cases in the European Court of Justice, the Competition Appeal Tribunal, the High Court and the Court of Appeal.

Samuel leads on complex and "business critical" matters, particularly in relation to merger control. The breadth of his experience in advising upon multi-jurisdictional merger control issues enables him to provide clients with clear, prompt, pragmatic advice. In addition, Samuel has significant expertise regarding the interplay between competition law and IP law, including in relation to standardisation, and the enforcement of standard essential patents ("SEPs").

Vincent is a highly experienced competition and trade regulation lawyer with deep leadership experience in both the public and private sectors. Vincent has advised on joint ventures and other 'behavioural' competition law matters — cartels and abuse of market power — across a wide range of sectors, with a focus on technology industries. He also has extensive experience in competition litigation, for example in the air freight, copper fittings and paraffin wax claims.

CONSTRUCTION LAW

 Our leading, 50-strong national contentious and non-contentious construction team advises on major construction and infrastructure projects. Advising on some of the largest and most high-profile UK and international construction disputes.

 Our advice is based on commercial nous and sector-based knowledge and we provide technically excellent, specialist advice throughout a project: conception, choice of procurement, the tender process, complex negotiations, contract management and dispute avoidance and resolution.

 We help manage risk by advising on the appropriate form of procurement and contracts. Where works are being carried out by a third party or clients are acquiring an interest in and/or funding a project, we ensure they are adequately protected.

 We provide support on all elements of contentious construction, including: preparation, assessment and resolution of claims during projects, helping clients to understand and manage their risks and advising on all forms of dispute resolution.

 We operate our own, in-house e-disclosure solution, which allows us efficiently and cost-effectively to manage for you high volumes of electronic documents.

WORK HIGHLIGHTS

The Ministry of Defence: advising on Next Generation Estates, the multi-million pound project to outsource the maintenance of the entire defence estate. We liaised with the project team and CLS, advising on procurement and choice of contracts and drafted (based on various NEC3 Contracts) the construction framework, the construction works and the regional (including housing and training estate) prime contracts. We advised on areas where the NEC contract could be improved, ensured the Work/Service Information fitted with the conditions, and assisted incorporating the relevant MOD DEFCONS.

Transport for London/London Underground Limited: advising on various developments adjacent to and/or interfacing with their assets, including the building of new station entrances, the introduction of step-free access and over-station developments. Work has included advising on the construction obligations in the development agreements and the adequacy of the developers' construction documentation, including the collateral warranties to be given to the client. This work demonstrates the team's ability to advise in relation to multi-million pound, large-scale, complex developments, negotiating with major commercial developers and major contractors.

The London Borough of Barnet: advising on the £4 billion Brent Cross Cricklewood Scheme which will transform 373 acres of land, provide 7,500 homes, improve existing transport connectivity, create new jobs, deliver significant infrastructure (a new train and bus station) and commercial space (450,000 square metres).

Alstom Transport UK Limited: we are acting in relation to significant claims arising out of delays to the Nottingham Express Tram Second Phase. Our client was part of a joint venture with Vinci Construction UK Limited, who were responsible for the design and construction of the tramway. Matters in dispute include: responsibility for project delays of eight months, causing payment of £32m in liquidated damages, scope of works and additional payments. Disputes have been referred to arbitration and there are further disputes likely.

E.On: we successfully acted in their Supreme Court case against MT Højgaard a case concerning the interpretation of a contract for the design of an offshore windfarm and the scope of a fitness for purpose warranty (*MT Højgaard A/S v E.ON Climate and Renewables UK Robin Rigg East Ltd [2017] UKSC 59*).



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Richard, head of our construction team, has over 20 years' experience. He has a thorough understanding of the construction market, and the concerns of all parties involved, allowing decisions to be made quickly and effectively, whilst protecting clients' interests. He specialises in drafting, negotiating and advising on construction and engineering contracts and ancillary documentation, including warranties, appointments and securities. Richard is known for giving pragmatic advice and working as a true extension of client teams, both commercial and legal.



Ashley Pigott, Partner

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Ashley has over 30 years' experience of contentious construction matters. He has had several reported cases relating to enforcement of adjudication awards, security for costs and various contractual and defects claims under construction contracts. Wherever possible he will seek early resolution of cases by negotiation or mediation. He is regularly ranked in Band 1 of construction litigators in Chambers and Legal 500. Ashley also has considerable experience of advising in relation to disputes arising out of major and PFI-related contracts. He is an Adjudicator with TeCSA.



Ruth Griffin, Director

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Ruth has over 13 years' wide-ranging experience of transactional construction work, advising clients on all sides of construction projects. An area of specialism is supporting public sector clients, for example, where they are directly procuring works, working with a third party developer or seeking to put in place 'asset protection' via, for example, collateral warranties. Ruth has particular experience of working closely with in-house lawyers and frequently provides training to clients, covering topics such as NEC.

CORPORATE LAW



Over 120 legal professionals offering a complete range of corporate law services, from simple registration to complex reorganisations with extensive experience in undertaking complex corporate transactions.



Specialist restructuring team with dedicated experts focusing entirely on restructuring solutions.



Working with all types of enterprises to develop agile, innovative business strategies to achieve commercial objectives in a constantly changing and increasingly competitive landscape.



Established due diligence team to deliver buy side and sell side due diligence services; in order to provide a more efficient service and a more user friendly product to clients.

WORK HIGHLIGHTS

Birmingham City Council – Sale of the NEC Group to private equity firm LDC for £307 million: a particularly complex project that called upon multi-disciplinary expertise from across the firm – from corporate, commercial and tax to real estate, employment and pensions. We unpicked the pre-sale structure and devised a new structure attractive to bidders and their funders to ensure the Council obtained best value. It took a substantial multi-disciplinary effort to negotiate and deliver a complex suite of documentation under intense time pressure. Our work led to a good result for both buyer and seller – which was in the public interest – and facilitates economic development and regeneration.

The Greater London Authority – London & Partners Limited: advising on the formation and set-up of London & Partners Limited as the new body responsible for promoting London, taking over the roles of Think London, Visit London and Study London, along with the arrangements for funding the new company by the Mayor and the Mayor's rights within the company itself.

London Borough of Barnet – £4 billion regeneration of Brent Cross: we advised the Council on the renegotiation of existing documentation with its northern development partners (Hammerson and Standard Life), the procurement of its southern development partners (Argent and Related), the set-up of the joint venture with Argent and we put in place all project documentation. We also advised on all related property, planning and infrastructure matters.

Birmingham City Council and Innovation Birmingham Limited: we advised Birmingham City Council and Innovation Birmingham Limited on the sale of the Innovation Birmingham Campus which comprises Birmingham Science Park Aston Limited, iCentrum and related development land. Our work has included pre-sale structuring, best consideration and public law issues.

Guy's and St Thomas' NHS Foundation Trust – Corporate Review: advising one of the UK's largest hospitals on a substantial corporate review of all its commercial ventures including company law governance, the interaction with FT governance and general corporate governance, structuring commercial ventures (joint ventures, partnerships and LLPs), and designing conflict of interests arrangements.

Birmingham City Council: we advised on the unwinding of its Services Birmingham joint venture with Capita. Our advice extended to structuring options, review of complex constitutional documents and implementation of the unwinding.

London Legacy Development Corporation: we advised LLDC on its acquisition of London Stadium 165 Limited from Vinci.

The Nuclear Decommissioning Authority on the re-integration of Magnox.



David Vaughan, Partner

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David advises on all aspects of company law and corporate transactions. Known for his attention to detail and ability to get under the skin of clients' businesses, David offers a 'hands-on' approach to delivering complex projects quickly and within budget while minimising risk. He has developed a particular expertise in advising clients on joint ventures, auction sales and specialist due diligence assignments. David led the team that advised on the successful sale of the NEC Group for £307 million.



Amar Adatia, Director

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Amar leads our solvent structuring practice. His specialism is advising on group structuring and reorganisations (whether to create, simplify or eliminate them). Amar understands the common pitfalls that can arise, and he works closely with our clients to navigate around these. Due to the breadth of Amar's practice, his client base is diverse; he has significant experience in advising public and private companies, local authorities and also not-for-profit organisations on a broad range of company law matters including acquisitions, disposals, investments and general corporate governance.

DISPUTE RESOLUTION

 With more than 170 lawyers, you can be certain of the necessary resource to handle your dispute.

 Experts in exploring early resolution through open discussion with the opposition, and the use of arbitration, mediation, advocacy, or ADR processes.

 Legal 500 2017 says Gowling WLG's "excellent team is distinguished by its detailed technical knowledge and understanding of the client's requirements".

 We operate our own, in-house e-disclosure solution, which allows us efficiently and cost-effectively to manage for you high volumes of electronic documents.

For areas of specialist disputes expertise, please refer also to the sections on Construction, Employment, Intellectual Property, Life Sciences, Public Law and Public Procurement. We also act extensively for BEIS (The Insolvency Service) on a wide range of insolvency and public interest litigation (see our section for Litigation). We regularly provide early advice and attend negotiations and settlement meetings with third parties as well as progressing disputes through formal litigation in the High Court and County Court.

WORK HIGHLIGHTS

London Legacy Development Corporation – Olympic Stadium dispute: Pursuing alternative dispute resolution strategies including pre-action negotiation and mediation for the London Legacy Development Corporation in an ongoing contractual dispute with the operator of the Olympic Stadium as to who should bear unexpected capital costs.

A housing provider – procurement challenge: we advised a registered social housing provider client following a challenge pursuant to the Public Contracts Regulations 2015 that they had directly awarded a contract for utility monitoring services. We reached a negotiated settlement (avoiding litigation) which revolved around an agreement to retender the services within an agreed timescale, with no negative impact upon our client. We also assisted our client in dealing with the related Cabinet Office Mystery Shopper investigation, resulting in the provider being commended for the way it handled and resolved the dispute.

A government agency – software licensing dispute: advising a government agency in connection with a circa £100 million claim for alleged unpaid software licence fees, arising from historic use of enterprise software. We are advising on the merits of the licensor's claim based upon the complex licensing and sub-licensing arrangements, which go back over many years, and helping our client devise and implement a dispute resolution strategy which minimises potential liability and preserves service continuity.

A local authority – mediation regarding outsourcing contract for critical care services: we advised a local authority on the mediation process when the provider of the outsourced services was failing to deliver at one of the client's care homes, which had led to safeguarding procedures being put into place. Due to the critical nature of the issues being experienced, we were asked to provide urgent advice on the immediate termination of the services. We assisted the client with initiating an expedited disputes process and successfully achieving the partial termination of its outsourcing contract following mediation.

An NHS Trust – alternative dispute resolution: resolving a dispute over ownership and licensing rights to a software solution. The developer of the software claimed ownership of IP rights, whilst the NHS Trust maintained that the rights transferred to it. Establishing ownership was of vital importance because both parties were exploiting and licensing the solution to third parties. We helped the Trust secure a negotiated settlement which secured their interests without the need for proceedings.

A government agency – early termination of IT and BPO outsourcing agreement: we advised on disputes arising out of the early termination of a first generation IT and BPO outsourcing agreement to a new second generation provider. The dispute encompassed claims for appropriate exit assistance, disputes over the migration and delivery of data and the quantification and liability for breakage costs. Our strategy was tailored to meet our client's objectives of a smooth transition and continuity of service.



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Kathy Garside, Director

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Patrick is a leading partner in our disputes resolution team, specialising in public sector contracts and acting for both public bodies and suppliers, and on outsourcing disputes. His practice encompasses a variety of specialisms within the technology sector, including software engineering and systems integration projects, IT and BPO outsourcing, software licensing, data security and data protection. He has also led our team advising on a number of significant procurement challenges across a range of sectors, and heads the firm's Corporate Investigations practice.

Kathy has over 20 years' experience as a litigator in a wide range of commercial disputes, including those pursued through the courts and those settled by negotiation or mediation. In addition, she regularly advises the Insolvency Service on issues arising out of the conduct of company directors in insolvent companies, bringing proceedings in the High Court and County Court where it is in the public interest to do so.

EMPLOYMENT LAW



From the everyday to the strategic, our 25-strong team (based in London and Birmingham) advises on the full range of employment issues including handling disciplinarys and grievances, TUPE, settlement agreements, trade union advice, absence management, discrimination and whistle-blowing, national minimum wage compliance, employment status and equal pay and gender pay gap reporting.



Commercially-focused support in the context of outsourcing and change of service provision arrangements, as well as other transactions such as mergers, acquisitions, joint venture arrangements, guiding clients through procurement and contract negotiation, employee consultation and workforce issues.



Represent employers in all forms of litigation arising from employment disputes, covering both Employment Tribunals and High Court and County Court actions and advise on or conduct investigations into misconduct by the workforce, as well as responding to data subject access requests.



Provide policy advice and training support on implementation of policies and introducing cultural change (e.g. on handling of protected disclosures and respect at work).

WORK HIGHLIGHTS

Metropolitan Police and other police authorities: on high profile employment matters across the forces. Highlights include the successful defence of a disability discrimination claim following an 8-day hearing and the resolution of commercially sensitive discrimination issues. Day to day advice has been provided on a range of issues from applicability of Police Regulation allowances through to advice on changing shift patterns for police officers on recuperative duties.

Ofqual: on the disciplinary process against a shop steward for disclosure of confidential information given to her in her union capacity and successfully defending her interim relief application, unfair dismissal claim and appeal.

Guy's & St. Thomas' NHS Trust: on the workforce implications of a joint venture with a global facilities and services provider for the provision of pathology services affecting 400 NHS staff. This was one of the first transactions of its kind in the UK and involved navigating around some very complex political and regulatory obstacles in order to achieve the Trust's objective of retaining the majority of pathology staff in NHS employment. Detailed negotiations were conducted with the JV partner, the Department of Health, HM Treasury, Monitor, GAD and trade unions to achieve this.

Ministry of Defence: on the application of TUPE and contractual drafting and considerations in respect of a range of matters, including the retender of existing outsourced services moving from a multi to single supplier model.

Natural England: on a range of employment matters including arrangements for fixed term workers, TUPE advice, the management of discrimination issues and advice on data protection.

South London Waste Partnership: on an innovative waste PPP involving the construction and operation of a new Energy from Waste facility in London. Our advice included the employment aspects of the early termination of a contract for household refuse and recycling centres and the subsequent procurement of a new contractor in respect of those services.

A non-ministerial department: advising since its inception, on a broad range of issues from the everyday to the strategic including: advice on the applicability of TUPE and COSOP in relation to transfers of functions from a non-departmental public body; structuring and implementing a new pay and grading system; organisational change programmes in relation to both senior management and the rest of the organisation; and day-to-day advice on a range of issues including disciplinary and grievance matters.

ONS: advising on the employment aspects of forward planning for recruiting several thousand fixed term workers for a time-limited project, including all issues in relation to recruitment, terms of engagement and termination powers.



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Jane is head of our employment, labour and equalities team and helps clients to find commercial solutions to workforce issues. From restructuring through to individual disputes, Jane's creative and open-minded approach allows her to offer clients the most appropriate solution, not always purely legal. She has particular stamina and expertise for multiple claim litigation (e.g. equal pay or TUPE information and consultation claims) and supporting clients in designing and implementing new workforce structures while avoiding triggering claims.

Rebecca handles a broad range of both contentious and non-contentious HR issues, with a particular specialism in TUPE and large-scale reorganisations. She has wide experience of helping clients achieve their commercial and organisational objectives in TUPE scenarios, advising on risk areas and negotiating contractual provisions to meet their approach to risk. Rebecca completed a 6 month secondment in the TUPE team at the MOD, during which she gained invaluable insight into public sector TUPE. Her experience specialising in a broad range of employment matters ensures her clients always have a perspective on the wider context.

ENVIRONMENTAL LAW

 We save clients money and avoid delays in completing transactions by identifying environmental issues early and coming up with solutions to avoid unwelcome liabilities at a later date.

 We have deep experience across our extensive team which allows us to provide advice that is timely, on point and strategic in the context of corporate and business transactions, development projects, compliance/regulatory matters, health and safety and environmental insurance.

 Our environmental professionals work collaboratively with other teams across the firm including real estate, litigation, planning, health and safety, corporate mergers and acquisitions and major projects. The team has been established for nearly 20 years and is nationally recognised for providing commercial solutions.

 The firm is heavily involved in negotiating and arranging environmental insurance policies for clients (which release deadlocks in relation to environmental issues in the sale of contaminated land).

WORK HIGHLIGHTS

Non-Contentious

We worked with a client in relation to the sale of a large heavy industrial works with a long history of using hazardous chemicals. Our client was looking for as much protection from future environmental liability as possible. We negotiated detailed transfer of liability provisions in the contract of sale and we were involved in liaising with the seller's consultants to produce suitable reliance letters for the buyer.

We acted for a regeneration company on its proposed acquisition of a large former car making facility. This site was contaminated from its historical uses and there was ongoing contamination which needed to be contained and/or remediated. By working with the client and its consultants, a solution to these issues was developed so the matter could proceed.

We advised the owner of a large facility in relation to its asbestos management duties, including commissioning surveys, advising on remedial works and how to deal with asbestos exposures.

Contentious

We have been advising our client in two workstreams in connection with the loss of a substantial amount of diesel into the ground at one of its sites following work undertaken to replace a valve in the tank storage farm. The first of these workstreams deals with the Environment Agency investigation. The site is bordered by a river into which the ground water drains. Extensive efforts have been made to locate and track the diesel and prevent it entering the river. The EA is conducting a criminal investigation and we have worked closely with our client in relation to the provision of evidence and with regard to an Enforcement Undertaking. The second workstream involves pursuing a claim for damages against the contractor who carried out the work to the valves.

Our client has been prosecuted for destroying and causing damage to trees protected by Tree Preservation Orders, caused by contractors on a housing development in the north of England. We have been advising since the start of the local authority investigation, assisting our client with the provision of evidence to the investigation and in the preparation of a written response under caution. More recently, we have advised them on the plea to enter to the charges and on a plea in mitigation.

Our client purchased a UK dock many years ago and we acted for them following a disagreement in relation to the extent of the remediation works required to be carried out. Our role involved dealing with the sellers in seeking agreement as to exactly what was required pursuant to the historical documentation/liasing with the relevant consultants and coming up with a solution that everyone was happy with in order to avoid future litigation.



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Lee is head of the firm's Environmental Law Team and has particular expertise in contaminated land issues and in producing novel drafting solutions to achieve clients' requirements and minimise residual risks. With over 27 years of practice dealing with property and environmental matters, Lee's clients know he can find solutions to potential environmental showstoppers so that their transactions can go ahead. He is described by Chambers UK as a "Leading Player".



Andrew Litchfield, Partner

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Andrew represents clients across a full range of regulatory investigations and criminal prosecutions, including environmental incidents. He deals with contentious environmental matters including advising on investigations and defending criminal proceedings brought by the Environment Agency and by local authorities and bringing and defending civil claims for damages for environmental incidents. He also often advises before incidents on risk management and avoidance, often providing bespoke training.



Ben Stansfield, Partner

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Ben has unique expertise as both a planning lawyer and environmental lawyer, and has particular experience advising on the development and operation of infrastructure projects and major projects, such as hospitals and education facilities. In addition to his development practice, Ben has extensive experience advising on environmental regulations and permits insofar as they apply to industrial processes, waste, asbestos and products. Ben speaks regularly at international conferences on environmental issues.

EU LAW



Our unrivalled profile and expertise in cartels, merger control and competition litigation is well recognised and the team is widely published including: "Merger Control Guide 2017"; "Cartels"; "Cartels & Leniency 2017"; "Merger Control – Jurisdictional Comparisons"; "Private Antitrust Litigation"; and a Chambers' publication on BREXIT.



The team's ability to adopt an extremely thorough approach to litigation has also earned them a reputation for implementing litigation strategies which allow clients to realise their commercial goals in relation to high-value, high-profile competition cases before the European Court of Justice, Competition Appeal Tribunal, the High Court and the Court of Appeal, including two of the largest damages claims currently before any of the EU Member States' domestic courts.



We are fully familiar with the various EU Public Procurement Directives (and the UK's Public Contracts Regulations 2015 and Utilities Contracts Regulations 2016).



Offering commercial, coherent and clear advice, the team prides itself on delivering critical commercial outcomes in relation to all aspects of UK and EU competition law.

WORK HIGHLIGHTS

A non-ministerial government department: on the risk of a proposed course of action being deemed to constitute State aid.

A government body: with respect to the application of the State Aid rules in accessing and distributing government funding and on a number of successful leniency applications to the Office of Fair Trading (OFT).

The Energy Systems Catapult: in relation to the potential application of EU State Aid rules to the payment by BEIS of almost £10 million in public funds in relation to the development phase of the Smart Systems and Heat programme.

The Northern Ireland Authority for Utility Regulation (NIAUR): on a spectrum of competition issues, including its powers under EU and UK competition rules to intervene/investigate with respect to certain matters and advice in relation to the application of the EU State Aid rules to particular funding or statutory schemes.

British Bookmakers Association: in relation to State Aid issues, judicial review, applications for injunctive relief and claims.

E.ON: on State Aid issues in relation to the notified Green Deal scheme; and procurement advice in connection with the implementation of the Smart Energy Code.

Ricoh Arena: acting for the proprietors of Ricoh Arena in the case of *R (on the application of Sky Blue Sports and Leisure Ltd and another) v Coventry City Council and others* concerning the judicial review under the EU State Aid rules of the financial arrangements put into place by Coventry City Council to support Ricoh Arena. The judicial review was dismissed at first instance, and this was confirmed by the Court of Appeal.



Bernardine Adkins, Partner

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Bernardine has over 30 years' EU, trade competition law experience, providing clients with strategic advice before the European Commission and the Competition and Markets Authority (formerly, the Office of Fair Trading and the Competition Commission). Since the Brexit referendum, Bernardine has briefed clients and the media on the application of Article 50 and the possible outcome of negotiations. She also has a strong reputation as an innovative competition litigator.



Samuel Beighton, Partner

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Samuel leads on complex and "business critical" matters, particularly in relation to merger control. The breadth of his experience in advising upon multi-jurisdictional merger control issues enables him to provide clients with clear, prompt, pragmatic advice. In addition, Samuel has significant expertise regarding the interplay between competition law and IP law, including in relation to standardisation, and the enforcement of standard essential patents ("SEPs").



Vincent Smith, Consultant

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Vincent is a highly experienced competition and trade regulation lawyer with deep leadership experience in both the public and private sectors. Vincent has advised on joint ventures and other 'behavioural' competition law matters — cartels and abuse of market power — across a wide range of sectors, with a focus on technology industries. He also has extensive experience in competition litigation, for example in the air freight, copper fittings and paraffin wax claims.

INFORMATION LAW

 Data protection compliance, together with cyber security, is rapidly going up the compliance agenda. More than that it is business critical. We are expert in taking pragmatic, proportionate steps to achieve a sensible level of compliance. We have designed an online cybersecurity questionnaire that provides an initial/outline review of exposure and business risk.

 We advise on the full range of issues surrounding the use and control of information, particularly personal data, by public and private sector bodies in the UK and, through our European offices and best-friend lawyers, across Europe. Our team of data protection experts provide a "one stop" solution supporting clients in ensuring GDPR and additional national law compliance.

 We can help with organisation-wide strategic issues like data protection audits, privacy impact assessments, training and compliance programmes and drafting policies, data processing agreements or protocols for the international sharing of personal data as well as Binding Corporate Rules, other additional documents such as the appointment of representatives or mandatory appropriate policies for the processing of special categories of data/criminal offence data, and privacy notices compliant with the transparency principle, but also the nitty-gritty work of data subject access requests, marketing campaigns and deletion of data.

 On the transactional side, we negotiate clauses with processors, including international transfers and data sharing arrangements between controllers. We provide direction and guidance in a breach scenario or if the regulator investigates.

WORK HIGHLIGHTS

Environment Agency: in relation to handling requests for information. We advised on the Freedom of Information Act, Environmental Information Regulations and Data Protection requirements as part of a cross-firm project which also encompassed advising in relation to the use of intellectual property, compliance with the Re-Use Regulations and competition law requirements.

Sanctuary Housing Association: on establishing its data protection programme, implementing staff e-learning, responding to access requests and corresponding with the regulator.

UK's Police and Crime Commissioners and the **Ministry of Justice** on the creation of a national data sharing toolkit across multiple organisations, which received the unofficial approval and high recommendation of the regulator. The toolkit included guidance for a range of different organisations on data sharing compliance, a PIA template and data security. The data sharing in this context relates to highly sensitive information about vulnerable individuals as well as perpetrators.

NIAUR and **Ofqual** in relation to numerous Freedom of Information Act requests and a number of local councils including **Croydon Council**, **Bury Council** and **Canterbury Council** on a wide range of issues from data protection to subject access requests.

A university on data protection matters: Following a presentation to an association of University in-house lawyers and data protection officers, we have been helping one university prepare for an Information Risk Review which is being conducted by the ICO. Our role is to assist the university strategically in their preparation so that they can pre-empt any non-conformances that the ICO might find and also extract maximum value from the ICO's review.

Ofwat: We provided training to the in-house team on access to information in the context of statutory disclosure requirements and commercially negotiated confidentiality agreements, including more recent developments arising in the context of transparency and freedom of information provisions.

The Nuclear Decommissioning Authority on the review of a privacy notice.



Helen Davenport, Partner

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Helen is a partner in our commercial litigation practice, with a particular focus on information law, handling data loss, data privacy, cybersecurity and handling other cyber incidents. Helen has extensive expertise of advising suppliers and purchasers of technology, telecoms and outsourced services, in both the public and private sector. Her wider technology practice spans advising on disputes arising from contracts (often complex and high value) for the design, build and implementation of IT systems and/or IT services and software licensing matters.



Rocio de la Cruz, Principal Associate

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Rocio is a European data protection lawyer with more than 13 years' experience in privacy and data protection, who helps clients to minimise risks in their businesses in matters concerning Privacy, Information Law and Data Protection Law - applied to any sector and context including testing the use of AI, machine learning and blockchain technologies. She works on complex projects where she is able to lead and undertake data protection audits and privacy impact assessments; negotiate and draft data processing agreements, data sharing protocols, binding corporate rules, policies, guidelines and privacy notices. In particular, she is a pioneer in the production of video privacy notices and notices directed to vulnerable people and children. She also helps clients to deal with subject access, freedom of information, environmental information requests and complaints to the ICO.

IT LAW

 Our specialist IT law team comprising IT contracts and litigation lawyers, have been advising clients on a wide range of IT contracts and disputes for more than 20 years. They understand the context in which to negotiate and deliver a wide range of contentious and non-contentious IT-related projects in Central Government and the wider public sector.

 Commercially focused advice covering everything from software development and licensing and cloud computing through to systems implementation and IT services and business process outsourcing, as well as data protection and privacy, freedom of information, and cyber security.

 Supporting public sector organisations in finding innovative ways of contracting to achieve their objectives, whilst keeping them aware of the very latest IT developments and underlying legal and regulatory frameworks.

 Experienced in advising on large and complex IT projects for Central Government organisations, having the knowledge and experience of the Model Services Agreement as well as the IT sector and vendors in order to help clients avoid the pitfalls and gain the most value from IT contracts.

WORK HIGHLIGHTS

Home Office – Emergency Services Mobile Communications Programme (ESMCP): We are advising on the design and development of Air to Ground Devices and related services. This involves supporting the ESMCP Commercial Team in delivering the procurement phase from issue of the OJEU Notice through to contract award. We are advising on the commercial approach and providing specialist advice on telecommunications, intellectual property rights and licensing and commercial exploitation arrangements. We are helping to ensure the Home Office derives the benefit from the innovative technology being developed to meet its requirements.

Cabinet Office – Model Services Agreement: We worked closely with the Cabinet Office on a substantial project resulting in the creation of the Model Services Agreement for use across Government for the purchase of high value (over £10m) ICT and BPO services. The project involved extensive reviews of existing Government IT contracts and existing terms and conditions and leading a cross-Departmental group of lawyers. We conducted a cross-Government consultation on the new drafting, and supported review of policies such as open book, excess profits, liability for wilful default/abandonment and data security. Published in January 2014, the precedents form the basis for Government IT/technology projects over £10m.

Ofqual – National Reference Tests (NRT): Following a public procurement process that we advised on from end to end, Ofqual appointed the National Foundation for Educational Research (NFER) in March 2015 to develop and deliver the new NRT under a contract running up to 2022. We continue to advise Ofqual on the NRT service, including on complex intellectual property rights and software licensing issues relating to the algorithm software developed and licensed by NFER's Dutch sub-contractor.

Office for National Statistics (ONS) – Census Transformation Project: We are advising ONS on the Census Transformation Programme ahead of the next main census in 2021 (which will be administered online) and its rehearsal in 2019. This includes advising on the procurement and implementation of ICT systems and solutions (hardware, software, and applications) and data collection, storage, and processing.

Transport for London – London Cycle Hire Scheme (LCHS): We are advising on the IT aspects of the LCHS including the complex licensing arrangements with software vendors and on the IT revenue systems of its green car and bicycle initiatives. We reviewed the procurement documents, helped devise the contract and lotting strategies, hosted the legal dialogue sessions and assisted with contract finalisation. This multi-faceted project also included a Competitive Dialogue procurement for the ICT/contact centre elements of the Scheme with Serco and Cubic.

Birmingham City Council – ICT Contract: We advised on the renegotiation of the Council's £1 billion JV and ICT contract with Capita and assisted with its transition and retendering strategy following the end of the Capita contract.



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Sarah Sasse, Partner

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Jocelyn brings enthusiasm and a practical approach to drafting and negotiating contracts. She has extensive experience spanning across central government departments, public sector bodies and private sector organisations. Her experience negotiating contracts with the IT giants is helpful in navigating away from dead-ends and towards areas where gains can be made or where protection is required. Jocelyn is a member of the firm's Tech sector team, actively engaged in the technology sector as a whole, and is also a key member of the Information Law team, advising clients from all sectors on the impact of GDPR, running data audits, privacy impact assessments and updating policies and notices.

Sarah specialises in leading large, complex public sector projects, particularly those involving strategic procurement, ICT/technology and services outsourcing. With over 25 years' experience, Sarah has an in-depth understanding of the IT marketplace, with experience of working with most of the large IT suppliers (e.g. Fujitsu, Capita, CGI/Logica, Serco, ATOS, Lockheed Martin, IBM and Accenture). Sarah leads our public procurement practice and is a member of the Society for Computers & Law.

INTELLECTUAL PROPERTY LAW

 Our market leading IP team advises on multi-million pound disputes and billion pound deals to cost-capped litigation for SMEs in the IP courts and licensing deals for start-ups. We also have extensive experience acting for government and academic institutions and understand the particular issues that they face.

 We've successfully represented clients in all levels of court and administrative tribunals on cases involving trade mark and patent infringement and validity, the misappropriation of confidential information and theft of trade secrets, IP licensing disputes, and copyright infringement. We have also advised on licences and collaboration deals in many sectors and of varying degrees of complexity.

 The team has gained extensive collective knowledge across varied industry sectors around the world. Many members of our team are scientists. Others have experience working as in-house lawyers in leading enterprises like the Forensic Science Service, the Ministry of Defence, Coca-Cola, Unilever, Hasbro and Dyson.

 Members of the team speak at various international and local forums on IP issues such as a one day seminar for Management Forum on "Avoiding Pitfalls in Patent/Know-How Licences and R&D Collaborations" and the Advanced Business Development course at the US BIO conference.

WORK HIGHLIGHTS

Gemserve, as the company appointed by the Department of Energy and Climate Change (now BEIS) to administer the Biomass Suppliers List. The company had to deal with a member's non-compliance through the use of an infringing brand, but wanted to do so without legal proceedings. Initial contact with the member had proved unsuccessful with the member denying non-compliance. We advised on the alleged infringement, proposing a staged withdrawal of the infringement in issue while detailing the nature of the infringement and potential penalties. The member agreed to withdraw all use of the infringing brand and to withdraw all products utilising the brand in the timeframe required.

Ofqual on the use and ownership of the GCSE brand, and advising on the position of awarding bodies and the IP rights arising in relation to the Qualifications and Credit framework under which educational institutions can award units towards qualifications. We have also advised Ofqual on enforcement issues arising from infringement of Ofqual's trademarks.

Office for National Statistics on branding clearance, protection and licensing in connection with Census 2021.

The Nuclear Decommissioning Authority in relation to a patent for a drone.

Public Health England on a non-exclusive Material Transfer, Patent and Know-How Licence Agreement with GlaxoSmithKline for the development and manufacture of a 'next generation' polio vaccine which could be a major step in the eradication of polio.

Lancaster University on the UK and Chinese IP issues relating to its £5m China Catalyst programme which will generate R&D programmes between 80 UK companies and 80 Chinese companies.

The Medical Research Council on its licensing and spin out work.

Transport for London on the naming and sponsorship of the London Cycle Hire Scheme, a genuinely innovative example of the public sector developing new revenue streams.

Gloucestershire County Council on the rebranding and protection of one of its public services including securing registered rights.

Sanctuary Group on trade mark enforcement in relation to branding protection for its housing, care and commercial services.

The leading Belgian life sciences research institute, **VIB**, and the Belgian universities **KU Leuven** and the **University of Ghent** on many licensing and collaboration agreements.



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Kate is an experienced litigator and works with her clients on both domestic and international intellectual property portfolios. Kate works alongside her clients to ensure they use their intellectual property effectively and commercially to add to the value and reputation of their businesses – whether that's through the clearance of new products and concepts, risk management in the use of IP, training design and marketing teams, developing an intellectual property exploitation strategy, or successfully enforcing rights against infringers.



Luke Kempton, Partner

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Luke has a PhD in biochemistry and leads our IP Transactional team. Luke specialises in intellectual property in both contentious and transactional matters. He has considerable experience of the intellectual property aspects of corporate transactions as well as standalone licensing and collaboration deals in many technology and service sectors. Luke is a member of the University of Leeds, Faculty of Biological Sciences Industrial Advisory Board.

LITIGATION



With more than 170 lawyers, one of the largest teams in the UK and “frequently acting on high-profile cases” (Chambers).



A proven track record of securing successful results, whether it's in the specialist divisions of the Business and Property Courts in England and Wales, domestic arbitration, adjudications or international arbitration proceedings under common institutional rules including ICC, LCIA, UNCITRAL, SIAC and DIAC.



In-depth expertise in all aspects of the litigation life-cycle – from taking detailed witness statements, to conducting large-scale electronic disclosure exercises, to presenting evidence (including expert evidence) at trial.



Ranked as a first tier firm for Commercial Litigation by the Legal 500 2017, and in Band 2 (National Leaders outside London) and Band 1 (Midlands) for Litigation in Chambers 2018.



Focused on cost control – we use specialist IT tools to track legal costs throughout disputes, and regular communication keeps you in control. We also operate our own, in-house e-disclosure solution, which allows us efficiently and cost-effectively to manage for you high volumes of electronic documents.

For areas of specialist litigation expertise, please refer also to the sections on Construction, Employment, Intellectual Property, Life Sciences, Dispute Resolution, Public Law and Public Procurement.

WORK HIGHLIGHTS

A large third sector organisation: our client was the claimant in this £30 million dispute, which arose out of our client terminating for breach its contract with a global IT consultancy for the design and build of a replacement ERP system for the entirety of its business. Our role included providing early advice on this dispute including the contractual resolution procedures and ultimately handling all aspects of the litigation in the Technology and Construction Court and its eventual settlement following mediation. The case was complex with statements of case totalling in excess of 300 pages and requiring an electronic disclosure review of more than 250,000 documents which we conducted via a computer assisted review process to reduce costs.

NHS SBS – proceedings brought by Virgin Care: acting for NHS SBS in proceedings brought against it, and eight other Defendants, which arose out of a procurement process for the provision of children's community health services. Virgin Care lost and issued a procurement challenge. NHS SBS provided procurement solution services to the other eight Defendants, who had conduct of the procurement process. Our client was released from the litigation by consent following our application for strike out against the Claimant on the grounds that it was not a contracting authority for the purposes of the procurement.

The Insolvency Service: we pursue directors' disqualification proceedings through the Courts in the name of the Secretary of State for Business, Energy and Industrial Strategy. Many of these public interest proceedings are high-profile and contested through to trial and frequently involve complex allegations, including fraud on members of the public or public bodies such as HMRC. As a result we are experienced in taking detailed witness statements from third parties, including HMRC officers, conducting large-scale electronic disclosure exercises and presenting evidence at trial. Also acting for the Insolvency Service, we commence and pursue public interest winding-up proceedings, seeking urgent relief from the Courts via the appointment of a provisional liquidator where required in order to prevent continuing frauds on members of the public and unfair business practices.

The Official Receiver: we realise pensions which vested in the bankruptcy estate where the individual was made bankrupt prior to 22 May 2000. Developing a bespoke system to deal with the paperless administration of cases, we have recovered over £40 million for the benefit of creditors.

The Government of Albania: acting in two separate complex and high value disputes governed by the ICSID arbitration rules. The first involves claims by foreign investors for alleged breaches of the Energy Charter Treaty in respect of a concession agreement for the construction and operation of a waste disposal and biomass plant. The second involves defending claims by foreign investors for alleged breaches of the Albania-Italy Investment Treaty in respect of various alleged investments. Quantum in each claim exceeds \$500million and the parties are awaiting the final awards.

London Legacy Development Corporation - Olympic Stadium dispute: advising LLDC (and E20 Stadium LLP) on the defence of claims made by West Ham United, and the resolution of those claims under a range of income-generating amendments to the WHU Concession Agreement.

Central Surrey Healthcare: advising on CSH's successful challenge to a public procurement exercise, including achieving that the automatic suspension of the procurement exercise was, unusually, ordered to be kept in place by the Court.



Davinia Gransbury, Practice Leader

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As a commercial litigation lawyer, Davinia has well over 25 years' expertise in corporate governance, directors' responsibilities and duties and insolvency law. She is the supervising partner for the firm's high profile work undertaken for BEIS (The Insolvency Service) and is one of the leading experts in the UK in investigating and pursuing directors' disqualification proceedings where the public interest is a driving factor.



Helen Davenport, Partner

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Helen has over 15 years' experience as a commercial litigator. Her particular areas of expertise are regulatory compliance, corporate investigations (when issues arise) and dispute resolution, including high value and complex litigation. In particular, Helen's practice includes advising on disputes in the technology sector, fraud related matters and anti-bribery and corruption (e.g. following whistleblowing).

NON COMPLEX FINANCE

 Our banking and finance team provides a full service in all types of general corporate and investment grade financing, both in a national and an international context. We work at the cutting edge of new and emerging areas in finance and help clients to proactively manage the risks to their business.

 We are leaders in banking and financial services. Whether helping financial institutions, major corporates or public bodies, the team handles the most sophisticated transactions in an effective and efficient manner. With a long-established reputation recognised by financial institutions, clients rely on us for expert advice in all types of financing transactions.

 We have developed a strong CV in relation to public sector lending over recent years and our team also works with, or alongside, lenders such as the International Finance Corporation, EDC, the African Development Bank, the Development Bank of South Africa, the Netherlands Development Finance Company, ProparCo, TradeMark East Africa, Nedbank, Standard Chartered, Rand Merchant Bank and GuarantCo and other export credit agencies.

 By combining our sector knowledge with our expertise in banking and finance we are able to ensure the structure of the transaction is appropriate for the customer's business and that the terms of the documents, like covenants, are relevant for the business being financed.

WORK HIGHLIGHTS

Harworth Estates on the restructuring of UK Coal: we advised both on the strategic and tactical aspects, including the legal aspects of the various roles as landlord, creditor, secure lender and credit support providers to the mining business. The matter involved negotiating standstill arrangements with the Coal Authority, pending completion of the main restructuring. We assisted Harworth Estates to negotiate improved terms with UK Coal, the Coal Authority, the Pension Protection Fund and BEIS in relation to the managed wind down of UK Coal.

Department for Business, Innovation & Skills: following our work on the UK Coal Restructuring, we advised the Secretary of State for Business, Innovation and Skills on a £20 million state aid loan facility to be made available to Hatfield Colliery Partnership Limited, the owner of Hatfield Colliery. The team had to negotiate with creditors (including the National Union of Mineworkers) to put in place complex intercreditor arrangements.

PIDG: continued to advise PIDG group (a multi-government donor group, predominantly funded by DFID) on projects and financings in developing nations (particularly Africa), including advising GuarantCo in 2018 on listings in Ghana and on the London Stock Exchange which facilitated a capital raise for the development of major energy projects in Ghana. This deal was recently awarded "Best local currency bond" in emefinance's Achievement Awards 2018.

A government body: we advised on its exposure to the outsourcing of its offices and facilities management services, including providing contingency planning support regarding the potential insolvency of the outsourcer.

A London Borough Council: advising on development funding projects carried out by its development arm Brick by Brick, dealing with finance, state aid and real estate work streams.

A government department in relation to a major property PFI structure. The work involves analysing and advising on the risks inherent in the arrangements and potential steps to manage and mitigate those risks. This in turn involves understanding the duties and likely behaviours of UK and offshore companies, and the levers available to influence those behaviours as well as the available protections and potential remedies.

The Pension Protection Fund (PPF) in relation to the "drop in" of a pension scheme to the PPF. We worked with the PPF to put together and structure this transaction, responding to the ever changing financial status both of the underlying scheme employer and the assets of the scheme.

Acting for numerous banks including challenger banks on the provision of finance to SMEs across a variety of sectors using a range of structures including debt, lease, invoice discounting and receivables finance.

Acting for export credit agencies on the financing of projects, equipment and services in Africa and the Middle East.



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Julian advises on all aspects of financing but specialises in lending and security arrangements, including project and development finance, asset and acquisition finance, cross-border lending and security, intercreditor arrangements, transaction funding, refinancing and restructuring. His experience of both good and bad-book situations is key in advising on refinancing and restructuring issues.



Pippa Hill, Director

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Pippa helps our clients to protect their varying interests when a company faces financial difficulties. She acts for a range of stakeholders, including banks and other lenders, insolvency practitioners and receivers, and companies and their boards. Financial difficulties can strike companies of any size and in any sector, and Pippa has a wide breadth of experience advising on the restructurings and insolvencies of companies ranging from large PFIs to charities, accountants to medical researchers.

OUTSOURCING

 One of the UK's largest dedicated commercial, IT and outsourcing teams of more than 30 lawyers advising public and private sector clients, both as customers and suppliers.

 We advise on the full range of outsourcing needs including procurement issues, contract drafting and negotiation, reviewing specifications/Statement of Requirements, attending dialogue/negotiation meetings; and associated specialisms such as TUPE, pensions, insurance, IPR, sponsorship and dispute resolution.

 We assist clients in the outsourcing of a range of outsourced services including IT, Business Process Outsourcing, Facilities Management, logistics, healthcare and defence, both on first and subsequent generation outsourcings and also when public bodies decide to insource services.

 We were awarded Energy and Infrastructure Team of the Year and Commercial Team of the Year at the prestigious British Legal Awards 2017, both for our work on large public sector projects.

WORK HIGHLIGHTS

Transport for London – Cycle Hire Scheme: advised in relation to all aspects of this novel scheme outsourcing including developing the right structure for the scheme, identifying the procurement route and supporting through to contract. We then supported for 7 years on associated contract issues that arose and did it all again on the re-let, appointing Serco for up to 10 years to operate the scheme, worth more than £100 million.

London Legacy Development Corporation – Olympic Stadium: advised on all aspects of the competitive procurement of a concession operator for the Olympic Stadium and the subsequent £100+ million innovative 25-year concession agreement to deliver the Olympic legacy. We advised on the contract structure, the procurement route, and fully supported through competitive dialogue until completion of the contract. Since completion we continue to advise on all legal issues arising in the relationships with the key user and the stadium operator.

Ministry of Defence (MoD): as sole legal adviser on Project Marshall, where the MoD sought a private sector partner for the design, acquisition, installation and delivery of military air traffic management services, saving the Government up to £1 billion over 22 years; and on a licensed outsourcing of port management services in all its defence ports throughout the UK together with EU and offshore facilities and the procurement of up to 60 replacement vessels.

Office for National Statistics (ONS) – Census Transformation Project: we are advising ONS on the Census Transformation Programme. Prior to the next National Census in 2021, we are helping ONS put in place a suite of contracts to support a large-scale 'rehearsal' in 2019 and the main census in 2021 including advising on IPR/branding and HR issues.

Ofqual – National Reference Tests (NRT): advised on its procurement of the design, development and operation of the Regulator's strategically important National Reference Tests project, where the NRT will be undertaken on Ofqual's behalf with a licence to use its name. Given our extensive knowledge of outsourcing arrangements, we maintained and updated a legal risks matrix throughout the project to ensure that risks such as delays, IPR issues, change in law and supplier insolvency were monitored and that the contract adequately reflected the agreed risk apportionment.

Guy's and St Thomas' NHS Foundation Trust (GSTT): we have been working with GSTT for over 5 years and in this time have advised on a number of outsourcing arrangements including: the strategic procurement of a private sector partner to support GSTT in its development of an international Orthopaedic Centre of Excellence; its competitive procurement to identify a provider of managed services to support GSTT's pain management services at St Thomas' Hospital; and its strategic partnership with private sector provider BOC/Remeo to open new satellite respiratory units across England.



Sarah Sasse, Partner

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Sarah brings over 25 years' experience of advising on commercial, IT and outsourcing arrangements. Working exclusively with public bodies, and private sector entities contracting with the public sector, Sarah has an in-depth knowledge of different procurement models and the issues which arise in commercial and outsourcing arrangements. She has worked on many cutting-edge public sector deals in recent years as well as undertaking a secondment in the Cabinet Office working on the standardisation of government terms and conditions and developing the Model Services Agreement.



Robert Breedon, Partner

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Robert has experience of large commercial projects and outsourcing contracts. He works with clients in both the public and private sectors to structure, draft and negotiate contracts for the delivery of public services and in establishing joint ventures and alliances between providers and purchasers. He spent over five years at the Department of Health, so has extensive knowledge and experience of working within the public sector and understands the issues and politics especially when requiring the buy-in of multiple stakeholder groups.

PARTNERSHIP LAW

 We deal with a wide range of contentious and non-contentious issues that affect public sector participants in partnerships, including securing the right return (financial or otherwise), voting power, incentivising co-partners, exit strategies, dealing with deadlock options and default.

 We advise on all types of partnerships, including limited partnerships, private fund limited partnerships and limited liability partnerships, whether public-public or public-private.

 The team includes experts in corporate, procurement, tax, financial services regulation, finance, state aid and dispute resolution.

WORK HIGHLIGHTS

The London Borough of Barnet – Brent Cross: advising the local authority on its entry into an English Limited Partnership with a developer, backed by a US investor, on the circa £4 billion redevelopment of Brent Cross. We advised on structuring issues including the usual complex areas of tax, financial services and corporate, which were made more complicated with the interplay of procurement rules and State Aid issues.

Universities Superannuation Scheme (the UK’s biggest pension scheme): advising on its establishment of a landmark £100 million+ joint venture, structured as a limited partnership, with Morgan Sindall Investments Limited. The agreement included the scope to increase the investment to £200 million. The team provided advice on the structure of the venture at the outset, the complex suite of documents and advice on the initial acquisition of the assets into the partnership.

The London Borough of Croydon: advising on the local authority’s £15 million interest in an English Limited Partnership which was established to invest in the private rented sector, and improve homelessness. The Real Letting Property Fund 2 lets property in the Greater London area to house homeless individuals and families. The investment follows on from a preceding successful partnership with the same manager, on which we also advised.

The Greater Manchester Combined Authority: advising in relation to the novation of the Evergreen Fund, a limited partnership. We had previously advised Manchester City Council on the existing Evergreen Fund, a partnership formed by 19 local councils in the Manchester region, in particular on on-lending by the partnership into local projects. The instruction was complex due to the particular corporate structuring and governance advice required, but also due to the interplay of State Aid and procurement issues.

Advising **Lakeside Healthcare** on its multi-practice partnership merger to form the largest GP partnership ‘super-practice’ in the NHS. We drafted and negotiated the Partnership Deed for a partnership governed by the Partnership Act 1890.

Advising **Suffolk Primary Care**, a new NHS super-partnership (under the 1890 Act), comprising the merger of 13 separate practices.



Sharon Ayres, Partner

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Sharon is a corporate partner who specialises in company law and structuring, investment funds and other complex alternative investment structures. She has over 25 years’ experience, including four years as senior legal in-house adviser in a FTSE 100 company. Her experience includes advising the London Borough of Barnet on the formation of an English limited partnership and other vehicles to allow for the £4 billion redevelopment of Brent Cross, Greater Manchester Combined Authority on the formation of a limited partnership fund vehicle, and a number of other local authority pension funds on pooled investment vehicles and joint venture structures.



Amar Adatia, Director

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Amar specialises in company law and leads our solvent structuring practice. He understands the processes that need to be followed when setting up new vehicles and structures (including for the public sector) and the common pitfalls that can arise. He works closely with our clients to minimise the impact of these, and removes the headache of project management. Amar also has significant experience of advising public sector organisations on a broad range of company law matters, including acquisitions, disposals, investments and general corporate governance.

PENSIONS LAW



We have one of the UK's largest pensions teams, with 50+ pensions lawyers including specialists in public sector pensions, pensions litigation and pensions and human resources. Our clients include employers, trustees, pension managers, independent trustees, advisers and statutory bodies.



Our experts regularly advise in relation to the main public service pension schemes (such as the LGPS, NHSPS, PCSPS and TPS) and on the requirements of the PSPA 2013. Our breadth of experience (from individual benefit queries through to establishing new public service pension schemes) means that there is rarely an issue that we have not advised on before, often from multiple perspectives.



We are experienced in advising on the requirements of New Fair Deal, enabling those involved with commissioning or bidding for services to understand their obligations and the associated costs and risks, as well as advising on the complex area of second generation transfers.



Our public sector credentials are affirmed by our appointment to the National LGPS Framework for Legal Services and the Government Legal Department's framework for the provision of pension related legal services for Central Government. Members of the team also play active roles in the Pensions and Lifetime Savings Association, Society of Pensions Professionals and the Association of Pension Lawyers and Association of Pension Lawyers Public Sector Pensions Committee.

WORK HIGHLIGHTS

Department for Digital, Culture, Media and Sport: we advised in connection with the proposed extension of the Crown Guarantee of the BT Pension Scheme for employees transferring from BT to Openreach. This work involved reporting and advising on the pension implications of various approaches to achieving the extension of the Crown Guarantee and inputting into instructions to Parliamentary Counsel in connection with the drafting of the statutory instrument setting out the guarantee.

Isle of Man Government: we assisted in the design, delivery and drafting of the Rules for the new Unified Scheme for 10,000 public servants on the Island, replacing 15 of the Island's existing public service pension arrangements. We drafted the Rules governing the new scheme and these Rules were adopted as legislation. The Unified Scheme was awarded "Public Sector Pension Scheme of the Year", recognising the team's commitment, dedication and first-rate technical expertise.

Remuneration Board of the National Assembly for Wales: we advised on the requirements of the Public Service Pensions Act 2013 and the drafting of the Rules for the resulting new scheme for Members of the Welsh Assembly. We advised the Board on various benefit design issues, the consultation and communication process with members and on the various transitional protections that were to be offered to those members approaching retirement age. We re-drafted the Rules of the Scheme and the revised Rules were adopted as legislation.

Ministry of Defence: We are currently advising MoD on the pension aspects of two significant new procurements. Our work has included reviewing and preparing the pension provisions of the staff transfer schedule to ensure that they reflect MoD policy and the specifics of each of the projects and assisting with the evaluation of bidder submissions and mark-ups.

MyCSP (the administrator of the Civil Service Pension arrangements and a mutual joint venture partnership in which Central Government has a 24% stake): we advised MyCSP on its duties and options as part of its consideration of the pension arrangements it offered to its own employees. We advised on the consultation and communication exercise it undertook with its employees prior to the benefit alterations being introduced.

Pension Protection Fund (PPF): we have a long standing relationship with PPF, providing a range of legal services including pensions litigation.

Police and Crime Commissioner: We advised the Commissioner in connection with its response to the Pensions Ombudsman's investigations and complaint and then subsequently on the Commissioner's successful appeal of the Pensions Ombudsman's decision to the High Court.



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Paul is head of our Public Sector Pension Team. Paul specialises in all aspects of public sector pensions law including scheme creation and amendment, PSPA 2013 requirements, the detail of the Regulations of the main public service schemes, governance arrangements and individual member queries. He also advises central government bodies, local authorities, NHS Trusts and private sector contractors, on the "New Fair Deal" requirements and the wider pension implications of engaging in outsourcing and PFI exercises. Clients have described Paul as "an expert in his field" and as "one of the leading lawyers in public sector schemes". Paul was "Highly Commended" by the Legal Business Awards for his work with the Isle of Man Government on the creation of its Unified Scheme.



Jennifer Lewis, Director

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Jenny has 14 years of experience advising on range of pension issues and has a particular specialism in advising public sector bodies or private sector clients that operate in the public sector. Jenny advises on issues across central government, local government, education, health and the voluntary sector. Jenny is a member of the Association of Pension Lawyers' Public Sector Sub-Committee and has significant expertise on the pension aspects of staff transfers from the public to the private sector.

PLANNING

 Our planning team represents landowners, developers and public authorities in relation to all aspects of planning law, policy and procedures across the UK and advises on some of the UK's highest profile commercial, residential and infrastructure projects.

 We have an in-depth understanding of the pressures that the public sector faces on a daily basis for example changing demands and priorities and a reduction in budgets. As a result we are used to, and very comfortable with, being "on call", with the skill and resource to flex capacity in order to meet urgent deadlines, meet key milestones or deliver key outcomes.

 We have extensive experience in dealing with planning applications, planning obligations and infrastructure agreements in relation to major development sites. We bring a practical, commercially-focused and cost-effective approach to every kind of planning issue.

 We achieve a negotiated solution wherever possible, but we also have considerable experience of planning appeals and call-in inquiries, examinations into local plans, compulsory purchase orders and judicial review litigation.

WORK HIGHLIGHTS

Highways England: we are currently acting for Highways England, providing support for Road Investment Strategy schemes needing Development Consent Orders. Our team will be advising on a package of schemes located in the North West and Midlands, through all stages of the Development Consent Order process including pre-application consultation; drafting of the Development Consent Orders; and advice on the application documents through to representation during the examination stages. This work was awarded under the CCS RM 3786 framework.

South Tees Development Corporation: we currently act for South Tees Development Corporation who are undertaking a major area regeneration in Teeside on land which had been previously used for iron and steel making. We are providing legal advice connected with the land acquisition strategy including advising on Supplemental Planning Guidance and on the preparation and promotion of compulsory purchase orders in case the land cannot be acquired by agreement. This work was awarded under the CCS RM 3786 framework.

Ebbfleet Development Corporation: we advise on all planning related matters in respect of the delivery of up to 15,000 homes and the creation of a new Garden City including negotiating several Section 106 Agreements including Eastern Quarry, Northfleet West, Northfleet East and Ebbfleet Green. We provided advice on the role of other authorities including Dartford Borough Council; advised the Corporation on judicial review risks arising in a number of contexts; and advised on planning application procedures, including the appropriate use of applications under Section 73 of the Town and Country Planning Act 1990 and potential enforcement issues.

North London Waste Authority: we acted for NLWA in relation to its application for a development consent order for an energy recovery facility (70MW) in Enfield. We advised on the consultation, application process, guided them through examination and secured the DCO (and subsequently a non-material change to the DCO).

We also have extensive experience advising significant public sector clients in London and across the regions. Our experience includes advising GLA on the making of the first CPO by the Mayor of London, in order to facilitate the regeneration of the 80-acre Southall Gasworks site for a residential-led, mixed-use development. We advised on the strategy to achieve the authority's objections and the making, confirmation and implementation of the CPO. This was the first use of the Mayor's CPO powers to acquire land to facilitate the regeneration of Southall Gasworks, which resulted in a successful outcome. We have also, for over 13 years, worked collaboratively with Transport for London on a substantial portfolio of work including most of its highway agreement work, on the use of compulsory purchase to deliver highway schemes and on the exercise of its powers under the Road Traffic Regulation Act 1984, the New Roads and Street Works Act 1991 and the Traffic Management Act 2004.

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Vicky leads our planning team. She advises on plan making, master planning, legal review of planning applications and local authority decision making; section 106 and highways agreements, planning conditions and Community Infrastructure Levy; promotion and defending of CPOs, Transport and Works Act Orders, Stopping-Up and Side Roads Orders and DCOs; compulsory purchase compensation and Lands Tribunal work; objections to Hybrid Bills; conducting planning and compulsory purchase inquiries; promoting and defending High Court planning actions and carrying out due diligence reviews on planning and infrastructure.

Ben has unique expertise as both a planning lawyer and environmental lawyer, and has particular experience advising on the development and operation of infrastructure projects and major projects, such as hospitals and education facilities. In addition to his advisory and transactional practices, a substantial part of Ben's work is contentious and he has enjoyed a number of successes, both bringing and defending challenges to planning permissions and environmental consents.

Andrew is a partner in our planning team, specialising in planning, highways and environmental law including compulsory purchase and compensation. Andrew advises on all aspects of the planning process, including tactical and strategic advice, the negotiation of agreements, the application of Community Infrastructure Levy, appeals and judicial review. He also advises extensively on wider environmental issues, including in relation to contaminated land liabilities.

PROJECTS / PFI / PPP

 Experience since inception of PFI and on subsequent UK models (PF2, Direct Procurement, RAB and PFI hand back), as well as offering UK-based expertise on other models (e.g. in Middle East and Africa). Reach-back to other offices for Canada P3 expertise.

 Projects, Energy and Natural Resources, 2019: shortlisted for individual and team awards by Legal 500 following 50,000 interviews.

 Commercial Team of the Year 2017 at the British Legal Awards, and Infrastructure Projects Team of the Year 2017 at The Lawyer Awards and winning Legal Advisor of the Year, Gold, at the 2019 Partnership Awards.

WORK HIGHLIGHTS

Highways England – A303 Stonehenge Tunnel: we have advised since December 2017 on the commercial, procurement and construction aspects of this major project which has evolved from a PF2 PPP into a new model.

HMRC – Expiry of STEPS Real Estate PFI: our large, multi-disciplinary team are the main legal advisors on matters relating to the expiry of this major PFI contract. We have advised on real estate, commercial, finance and disputes.

OFWAT – Direct Procurement: on the back of the regulatory advice Gowling has been providing to OFWAT on PR19 and the involvement of other members of our team in the development of Thames Tideway's RAB model, the firm was recently appointed to advise them on major projects (e.g. reservoirs, desalination plants) arising from OFWAT's new DPC initiative.

Nuclear Decommissioning Authority: since joining NDA's panel in 2018 we have advised NDA and its subsidiaries on a range of matters, including nuclear liability, rail, insurance, procurement, real estate, planning, governance, intellectual property, international arbitration, corporate and commercial.

Project Financing of a power station in Armenia: advised Siemens and RenCo (as developers) on the first greenfield project financing in Armenia, reaching financial close in 2019. We advised on the construction, gas supply, power purchase and other project documents and on the multi-sourced project financing from IFC and other multi-laterals.

Ministry of Defence – Project Marshall: advising on this £1.5 billion PPP for the design, installation and delivery of military air traffic management systems in the UK, the Falklands and Cyprus, including a £350 million upgrade to existing facilities.

South London Waste Partnership (comprising four London Boroughs and the largest waste programme in Europe): we advised from inception, providing guidance on the structuring of the procurement and the full suite of documents, and advising throughout the Competitive Dialogue and bid evaluation.

Department for Business, Energy & Industrial Strategy – Smart Metering programme: advising on the development of regulations governing this ground-breaking infrastructure project – the largest new technology project of its kind in the UK.

Rwandan Ministry of Trade and Industry and TradeMark East Africa – Kigali Logistics Platform: advising on a concession agreement with DP World to design, build, finance, operate and maintain an integrated logistics facility in Kigali, Rwanda.



Stephen Kenny, Partner

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Stephen advises government bodies on complex and nationally significant projects in the UK particularly in the defence, infrastructure/transport and energy/environment sectors. He is fully experienced at running competitive procurements and has advised on public procurement and State Aid issues. He has advised on significant variations to projects and handback issues. Stephen leads our work for the Ministry of Defence and is currently leading our team advising Highways England on the A303 Amesbury to Berwick Down Scheme.



Jonathan Brufal, Partner

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Known for his rounded perspective and appreciation of different stakeholders' interests and priorities Jonathan helps clients to deliver complex, high-value energy and infrastructure projects both in the UK and internationally. He specialises in advising on procurement structures and in drafting/negotiating contracts for major projects and is currently advising on a number of major PFI Handback and contract variations. Jonathan's clients include the Ministry of Defence, Highways England and he is leading the Gowling WLG team advising BEIS on its \$5 billion International Climate Finance Programme.



Andrew Newbery, Partner

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Andrew has extensive UK and international projects experience including in relation to PFI handback and contract variation. He is currently advising: HMRC, as co-lead, on the STEPS Real Estate PFI, Highways England, the NDA and OFWAT in relation to its DPC programme. Andrew has advised on projects in Armenia, Ghana and Mexico and outside of private practice held roles at Local Partnerships (HM Treasury JV), was Head of Commercial for the Thames Tideway procurement and is one of three individuals who initiated development of the c.£1.5 billion HVDC interconnector proposed to be built between the UK and Germany (NeuConnect).

PUBLIC PROCUREMENT LAW



Considerable experience of mobilising large, high-profile public sector procurements across central government.



We advise from the initial stages of market engagement and consideration of procurement options, through to the running and management of complex procurement projects, assisting with the evaluation of bids and, where necessary, advising in connection with any procurement law challenges (including through use of judicial review proceedings).



We support public sector bodies to plan procurements effectively; set the right evaluation criteria; run hassle-free, compliant procurements from beginning to end; mitigate procurement risks; be alert to issues that may create the risk of state aid; and defend themselves against challenges by unsuccessful bidders. We are also advising authorities on post-Brexit procurement issues.



Unlike firms who have specialist procurement 'units', our procurement specialists also lead commercial projects. This means our advice is solution-focused and tailored to the commercial realities of projects, not just provided as an academic opinion.



Fully familiar with Public Contracts Regulations 2015, Utilities Contracts Regulations 2016, Concession Contracts Regulations 2016 and Defence and Security Public Contracts Regulations 2011.

WORK HIGHLIGHTS

Home Office – ESMCP Air to Ground Devices Project: providing end-to-end procurement support to the ESMCP Commercial Team, working on a co-location basis in their Whitehall offices, in delivering the procurement phase of the project from issue of the OJEU Notice through to contract award under a procurement exercise conducted utilising the Competitive Procedure with Negotiation ("CPN") process. We are advising on the commercial approach and our work includes drafting and reviewing all relevant procurement and contract documentation.

Ofwat – 2019 Price Review: advising on the procurement of a delivery partner to support the 2019 price review (PR19) using the Restricted Procedure under the Public Contracts Regulations 2015. We have drafted the delivery partner contract, undertaken significant amendments to the SQ/ITT and associated procurement documents, advised on the evaluation criteria and incentivisation structure, and advised on the overall procurement structure.

Office for National Statistics (ONS) – Census Transformation Project: we are advising ONS on the Census Transformation Programme. Prior to the next National Census in 2021, we are helping ONS with a group of parallel procurements including reviewing the procurement packs and putting in place a suite of contracts to support a large-scale 'rehearsal' in 2019 and the main census in 2021. Our advice has extended to defending a threatened challenge against ONS – by early disclosure of detailed evaluation and moderation notes together with a full explanation of the relative merits of the successful bid, we were able to avoid a formal challenge through the courts.

Ofqual – National Reference Tests (NRT): advised on all stages of the procurement of a supplier to design/develop and operate the new NRT. This included: preparation of an 'exposure draft' contract to gauge the market's appetite to risk and position on issues such as IPR; reviewing the OJEU notice, PQQ and ITT documentation and commenting on the selection/award criteria, advice on bid compliance and clarifications, and preparation/issue of a VTN.

Transport for London – London Cycle Hire Scheme: providing a range of procurement law support, we advised on the original procurement of the Scheme via Restricted Procedure and subsequent re-tender let under Competitive Dialogue. On both projects, we have advised on all aspects of the procurement from initial procurement and advice on best-fit contract structure through to contract drafting, negotiation and contract award.

NHS SBS – proceedings brought by Virgin Care: acting for NHS SBS in proceedings brought against it, and eight other Defendants, which arose out of a procurement process for the provision of children's community health services. Virgin Care lost and issued a procurement challenge. NHS SBS provided procurement solution services to the other eight Defendants, who had conduct of the procurement process. Our client was released from the litigation by consent following our application for strike out.



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Robert Breedon, Partner

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With over 25 years' experience, Sarah helps clients develop procurement frameworks, formulate negotiation strategies and devise incentivisation methodologies. Her understanding of the public sector context, as well as the latest government thinking and policy, helps her to rapidly identify and address commercial challenges and risks. Sarah appreciates the issues faced by contracting authorities in designing and running a compliant procurement process, and the need to offer pragmatic advice to help mitigate the risk of a procurement challenge.

Robert provides extensive procurement law advice as part of large public-private projects as well as stand-alone procurement law advice under both the Public Contracts Regulations and the Utilities Contracts Regulations. He works with clients in the public and private sectors to design, structure and manage large procurement exercises from pre-market engagement, right the way through to award of contracts. He has written and spoken on the likely consequences for the UK public procurement landscape following the UK's exit from the EU.

REAL ESTATE & REAL ESTATE FINANCE

 Home to one of the UK's largest real estate practices with a team of more than 275 commercially-minded, innovative and pragmatic lawyers, we have extensive knowledge and experience of a wide range of transactions and property types – there is rarely anything we haven't seen before!

 Real Estate Team of the Year 2015 and 2017 (for our work on the regeneration of Brent Cross) at the Legal Business Awards.

 Specialists in investment, development, regeneration, residential, property litigation, planning, environmental, construction, tax, banking, finance and restructuring as well as public procurement, state aid, CPO, governance and vires.

 Knowledge and understanding of affordable housing, PRS, stations, transport interchanges, embassies, power stations, river crossings, ports, educational buildings, courts, leisure, health and care facilities, military installations.

 Dedicated real estate finance team combines the experience of our banking, structured finance and debt restructuring specialists with the highly regarded expertise of our real estate, planning and construction practice.

 Our market position has enabled us to attract the additional support of specialist real estate firm Davitt Jones Bould ("DJB"), in a sub-contract capacity. This arrangement allows us to offer a further set of highly experienced lawyers in Government Property and maintain continuity of relationships within Central Government, and as DJB are an SME it also helps us to assist Government departments with their SME targets.

WORK HIGHLIGHTS

Highways England Road Investment Strategy – Conveyancing Services: working with DJB we have been appointed to carry out conveyancing services and provide related legal advice, over the next three years, in respect of land and property transactions.

Defence Infrastructure Organisation (DIO): we have advised DIO on a number of small property matters as well as larger projects including the redevelopment of Howe Barracks in Canterbury and the Next Generation Estates Project.

HMRC – Mapeley STEPS PFI Contract: providing strategic advice to the department to facilitate an exit from the current PFI agreements under which the current estate is occupied. Advice is given with a view to maximising value and minimising risk, whilst maintaining operational flexibility. The STEPS contract is now in its last two years and its successful exit is a key priority to HMRC.

DCMS – proposed letting of Blythe House: advising DCMS on the proposed letting of Blythe House in Olympia, W14 (a listed building of c35,000 sq m) to the British Museum, the Science Museum and the Victoria & Albert Museum.

GPA: advising in relation to the implementation of the property aspects of the government's new property model of handling government owned properties through the Government Property Agency. Assisting with the 'on boarding' of departments and the subsequent asset management of the on boarded properties. Our appointment also encompasses work on the Phase 2 Government hubs.

London Borough of Barnet – Brent Cross Redevelopment: advising on the £4 billion regeneration to transform 373 acres of land, provide 7,500 homes, improve existing transport connectivity, create new jobs, deliver significant infrastructure (new train/bus station) and commercial space (450,000 sq.m). Our work has included: extensive property, planning and construction advice throughout; all aspects of procuring the development partner; options appraisals for the form of joint venture; renegotiating the property development agreement, co-operation agreement and CPO indemnity agreement; establishing the JV vehicle; drafting and negotiating the model form infrastructure and development agreements; and funding agreements and related state aid advice.

Real Estate Finance transactions: including advising a UK clearing bank on c£400m development facilities for Knight Dragon's Greenwich Peninsular residential development; GCP Student Living on a £130m acquisition secured on a portfolio of student accommodation; an opportunity fund on the financing and repositioning of an operating airport in the south of England; and Formation Capital on £450m facilities for the acquisition of the NHP Group/former Southern Cross healthcare portfolio.



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Giles is a highly experienced partner with more than twenty years' experience in helping clients to understand and manage risks, protect their interests and achieve their goals in the delivery of complex infrastructure and real estate projects. He acts for government and other significant public sector clients including the Defence Infrastructure Organisation and Ministry of Defence, Cabinet Office, Environment Agency, Greater London Authority and Transport for London.



Felicity Lindsay, Partner

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Felicity is experienced in all aspects of commercial property and, as well as acting for the public sector, Felicity acts for private sector occupiers, developers and investors on acquisitions, disposals and lettings, fundings and developments, giving her a broad knowledge of all things real estate. She has experience of acting on large strategic projects for government departments and is currently advising HMRC and the Government Property Agency.



Richard Beckingsale, Partner

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Richard specialises in the delivery and procurement of complex regeneration and development projects. He has experience of advising both the public and private sectors on structuring delivery partnerships, scheme procurement and major regeneration projects. Richard assists public sector clients to formulate an efficient and effective procurement strategy and to appraise the various options and contractual/corporate structures for project delivery.

RESTRUCTURING / INSOLVENCY

-  Specialists who work in the UK, Canada, Europe, Asia and the Middle East and have a broad practice which includes a high level of expertise in multi-jurisdictional, cross-border insolvencies and restructurings.
-  A team immersed in its industry and both the technical and policy aspects of restructuring and insolvency.
-  Members of the team have spent time in government departments helping shape policy.
-  Significant experience of restructuring debt finance transactions, ranging from covenant resets through to complex balance sheet/cashflow restructurings involving negotiations with a wide range of stakeholders.

WORK HIGHLIGHTS

Advising on a state aid loan facility to be made available to **Hatfield Colliery Partnership Limited**, the owner of Hatfield Colliery (at that time one of the last three remaining deep mines in the country). The facility constituted 'closure aid' to fund the managed wind-down of the colliery, including redundancies and remediation work. The team also had to negotiate with creditors (including the Pension Protection Fund and the National Union of Mineworkers) to put in place complex inter-creditor arrangements.

The directors of a **Project SPV** in relation to the corporate and financial issues arising out of a dispute with a major local authority in connection with a 25-year PFI outsourcing contract relating to the rehabilitation, maintenance, management and operation of a road and street lighting network. Our work entails advising the clients in relation to corporate and financial issues, together with directors' duties arising out of a significant dispute concerning a very major contract and, in particular, in ensuring the client continues to enjoy the support of its lending syndicate while the dispute is resolved. The matter involves working alongside the firm's specialists in contentious construction project finance to develop and implement a strategy for dealing with the dispute.

A joint venture partner on the fallout of the Carillion collapse, including contingency planning for an exit and reposition of a complex set of contractual and financial arrangements. We worked closely with the client's in-house team to enable a timely deal to be struck, minimal disruption to infrastructure and to minimise the losses and additional costs the clients were facing.

A government body on its exposure to the outsourcing of its offices and facilities management services, including providing contingency planning support regarding the potential insolvency of the outsourcer.

An **energy supplier** in relation to its appointment as supplier of last resort, taking a transfer of customers from GB Energy Supply Limited ('GBES') (an electricity and gas utility company with c.160,000 retail consumers), and on the immediately subsequent acquisition from the administrators of certain assets of GBES to ensure a seamless transfer of energy provision to customers.

Grant Thornton LLP, the liquidators of Stanford Bank, on all matters concerning the Bank's UK assets (with an approximate value of US\$110 million). Stanford Bank is widely acknowledged as, at US\$7 billion (£4.3 billion), the second biggest Ponzi scheme in history, after the scheme created by Bernard Madoff. Our work has included seeking the release of a restraint order obtained in 2009 by the Serious Fraud Office on behalf of the US Department of Justice. This involved proceedings before the UK Supreme Court and the Central Criminal Court. We are currently advising the liquidators on a number of consequential issues arising as a result of the ongoing liquidation.



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Julian Pallett, Partner and Head of Restructuring and Corporate Recovery has more than 23 years' experience in dealing with all types of lender, corporate restructuring and recovery work, and was one of the founders of the original Wragge&Co. Banking and Insolvency team. Julian's experience extends to all types of secured and unsecured financing, intercreditor arrangements and supply chain issues, with particular emphasis on restructuring and turnaround of distressed situations. Julian has worked on significant public-sector assignments, including risk-mitigation structures in major defence outsourcing arrangements, as well as one of the energy-sector stakeholders on the financing structure for the Government's Green Deal finance initiative. Julian is currently advising a number of parties in relation to their exposures to the Carillion failure.



Jasvir Jootla, Partner

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Jasvir is a restructuring expert and has specialised in consensual restructuring, advisory and enforcement work since 1997, advising on the myriad issues, risks and disruption which can arise from financial distress of any party (direct /indirect), including within supply chains. Jasvir regularly advises corporate clients and boards of directors on their rights under contracts, breaches/ defaults, consents and other requirements in financing arrangements/documents, impact of an insolvency or pending insolvency process, managing the legal risk on closure of operations, dissolution, solvent and insolvent wind downs and advice on duties in relation to trading through difficulties. Jasvir has also worked with the wider commercial teams on helping put together the infrastructure to protect supply on a counterparty failure.

TAX LAW



When it comes to tax law you want to be sure that you're getting it right first time and maintaining a robust compliance reputation. Our team is on hand to help with comprehensive and clear advice on what is often a challenging and complex area of the law.



Combining the skills of lawyers and chartered tax advisers, the eight-strong team advises on the full range of tax issues including corporate, real estate, dispute resolution, funds, individuals and trustees, private capital and employment.



Our tax team has extensive experience advising on tax matters relating to development, construction and regeneration projects. Our team is known for its technically adept and commercially astute approach, and our tax specialists have a real depth of experience in relation to VAT, the Construction Industry Scheme, tax deductions and capital allowances.



Clients describe team members as "highly professional" and "very good technically". Ranked as a stand-alone tier one practice in Legal 500 in the West Midlands, it is known for being "practical and commercial" and able to "quickly understand issues".

WORK HIGHLIGHTS

The London Borough of Barnet (LBB) on its £4 billion Brent Cross Cricklewood regeneration scheme, transforming 373 acres of brownfield land into a vibrant new London destination. LBB is developing the site in partnership with Hammerson and Standard Life (Brent Cross North) and Argent and Related (Brent Cross South). We advised LBB on all tax aspects of this large and complex joint venture (including TIF aspects and a new railway hub), including SDLT efficiencies and VAT liabilities and obligations.

Birmingham City Council on the acquisition of the Pallasades Shopping Centre (enabling the £600m re-modelling and re-development of New Street Station into the Grand Central complex). We were instructed in part because of our knowledge and experience of buying shopping centres and other property investments held within corporate vehicles. The first stage of our instruction was an assessment of the risk involved in purchasing that corporate vehicle. Because the vehicle was not "clean" and had substantial contingent liabilities we advised against this. We continued our detailed due diligence and worked with the City and its appointed agents to negotiate a substantial price reduction for the benefit of the City which reflected the additional stamp duty which the City would have to pay and to take account of the various issues and problems our due diligence had uncovered.

The North West Evergreen Fund from its start-up and for more than four years on funding and investment projects (including associated aspects in areas such as construction and commercial property). The Evergreen project is a pooled investment fund that was established by local authorities in and around Manchester in order to provide loans to selected re-generation projects.

VINCI St Modwen (a 50/50 joint venture) on its appointment (following an extensive procurement process) as development partner for the New Covent Garden Authority on the £2 billion re-development and re-configuration of its 57-acre market at the heart of the Nine Elms Regeneration area and redevelopment of New Covent Garden Market. Lee advised on all tax aspects, including working collaboratively with the Authority to devise an acquisition/payment structure to ensure it was able to obtain roll-over relief for its disposal of parts of the site.



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Chris Nyland, Director

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As head of tax, Lee ensures his team operates in an open, integrated way that gathers and shares knowledge to deliver the best outcomes for clients. Lee has over 25 years' experience of rigorously applying tax law and practice to commercial scenarios in a manner that is easy for clients to understand – whether in the context of a bond issue; an international, multi-jurisdictional supply chain (working with non-UK co-advisers); or a business reorganisation.

Chris has extensive experience of working as an embedded tax specialist with property practitioners. He builds structures and systems to manage tax, and has particular interest and expertise in the application of (and development of) cutting-edge data analytics software to give property tax audits, and is also an FT-award winning designer of a unique SDLT compliance product. He advises some of the largest operators in the property industry, and speaks at leading national conferences regarding tax issues.

The image features a dark purple background with several overlapping, concentric circular bands. From the center outwards, the bands are: a dark purple circle, a bright red ring, a dark purple ring, a bright blue ring, and a dark blue ring. The text 'OPTIONAL SPECIALISMS' is centered within the innermost dark purple circle.

OPTIONAL SPECIALISMS

ENERGY & NATURAL RESOURCES

 Our clients receive advice from lawyers who combine first-class legal knowledge with a deep understanding of the complexities of the energy and natural resources sector.

 Our multi-disciplinary team advises across the sector with extensive experience of advising on cutting-edge matters relating to power generation (all technologies including renewables, conventional and nuclear), energy and water infrastructure development, emerging technologies (including storage and energy efficiency), oil and gas, mining and water. Our advisory activities include M&A and project development, operational issues, infrastructure financing, the deployment of new technology, regulatory reform and environmental matters.

 We have a deep understanding of policy and regulatory drivers in the sector. Whether we are advising a start-up on the regulatory and contractual issues underpinning its business model, an oil and gas exploration company on its listing, a project developer or network owner on asset development, funders on innovative finance structures for investment, a regulatory body on its regulatory activities, Government on developing a robust regulatory framework for the implementation of a market transformation programme or market participants on complex contractual matters or the implications of policy change, our deep sector knowledge underpins our advice.

 Our Energy and Natural Resources team was named as Energy & Infrastructure Team of the Year at the 2017 British Legal Awards for its work on the UK Government's smart metering programme.

WORK HIGHLIGHTS

The Department of Business, Energy & Industrial Strategy on all regulatory aspects of its Smart Metering Implementation Programme. Since our appointment in 2010, our advice has covered an extensive and diverse range of issues on the design, implementation and delivery of the programme, including policy development, EU law issues, statutory and public law issues, drafting of industry codes, agreements and licences, and the technical specifications underpinning delivery of the programme.

The former Department of Energy & Climate Change on the legislative provisions and drafting the licence modifications required to implement its offtake of last resort policy, part of its Electricity Market Reform programme. The mechanism was developed to provide an essential alternative route to market for independent generators, thereby facilitating continued development and investment in renewable generation.

The Northern Ireland Authority for Utility Regulation (NIAUR) on two price-control disputes before the Competition and Markets Authority (CMA) under the process for determination of disputes to licence modifications. The first, a dispute by Firmus Distribution (Energy) Limited in respect of the regulator's determination of its gas distribution price control and the second, a dispute by SONI in respect of the proposed price control condition under its system operator licence.

The IPP Office of the South African Department of Energy on the development of its project and bidding documentation for an Emergency Gas Programme. The purpose of the programme is to address South Africa's urgent need for baseload power whilst the larger domestic gas and gas to power programmes are being structured and procured.



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John Cooper, Partner

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Gus is an expert in energy. His in-depth energy knowledge and sector expertise enables him to understand the businesses of energy clients, and also the energy-related challenges increasingly faced by all organisations. Gus's extensive experience of energy regulation enables him to provide cutting-edge advice on the legislative frameworks that underpin all competitive energy markets. He regularly advises government departments and regulators – as well as energy companies – on the development and interpretation of regulatory frameworks.

John heads our public law and regulation practice, with a particular focus on the energy sector. John was previously a member of the Government Legal Service within the GB energy regulator's office (OFFER and Ofgem). John's area of practice incorporates judicial review, advising statutory bodies on their duties, powers and functions, human rights law, and the development of new legislation. He represents industry regulators, central government, public bodies, FTSE 100 companies and consumer bodies and has worked closely with Government Bill teams on the development of several pieces of primary legislation.

FOOD, RURAL & ENVIRONMENTAL AFFAIRS

 From the growing of crops to the processing, transportation, distribution and sale of food, beverages and other natural health products and supplements, our international, cross-disciplinary team provides clear, commercial guidance on the interpretation and application of regulations.

 No matter how complex the question, you can expect clear risk-managed answers from us that help you to protect your assets. We are proud to have advised the Department for Environment, Food and Rural Affairs (DEFRA), the Defence Infrastructure Organisation (DIO), the Defence Science and Technology Laboratory (DSTL), the Environment Agency, the Maritime and Coastguard Agency, the Ministry of Defence (MoD), Ofwat, Ordnance Survey and the Rural Payments Agency (RPA).

 Our expertise covers the full spectrum of issues including food, farming, manufacture, supply and regulation, water, air and land use, emissions and pollution, water services and quality, flooding, fisheries and marine, animal and plant health and animal welfare and wildlife.

WORK HIGHLIGHTS

Department for Environment Food and Rural Affairs: we advised on its strategic 15-year Sustainable Built Environmental & Workplace Support services outsourcing contract (with a core-services value of approximately £500 million and a potential value for non-core services of £400 million). We worked with DEFRA to identify the structure for the outsourcing vehicle and supported them through a complicated Competitive Dialogue process over a compact procurement timetable.

Ministry of Defence: we advised on environmental contamination at ports and issues relating to nuclear regulation and contamination liabilities in relation to submarines, carriage of explosives and munitions.

South London Waste Partnership: on the procurement of a complex, innovative, long-term contract for waste and recycling collection, street cleaning, winter maintenance, vehicle maintenance and parks and grounds maintenance services across four London Boroughs.

Rural Payments Agency: we advised on reviewing a range of contracts for the storage of regulated and controlled waste under the Animal By-Products regulation and the process of settling 3 contractual disputes between the RPA and site owners in relation to the same.

Hovis: on a successful statutory appeal to the First-tier Tribunal to challenge a decision by the Environment Agency relating to the Climate Change Agreement – to the best of our knowledge, the first in relation to its subject matter.

Local Government Association (in its capacity as an interested party): assisting in the successful defence of a judicial review challenging the implementation of the Waste Framework Directive (R (UK Recyclate Limited and others) v Secretary of State for Environment, Food and Rural Affairs and another).



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David leads our commercial contracts team and has extensive experience in all aspects of commercial contracts work, ranging from the complex such as those found in outsourcing and joint ventures, to more routine trading contracts. David is both creative and pragmatic in his understanding and application of the law.



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John is the lead partner of our public law and regulation team and specialises in providing advice on public administrative and regulatory law, particularly within highly regulated areas such as energy, utilities, waste, food and drink, transport and health. His experience of working both for regulators and regulated companies provides clients with the full benefit of an insider's knowledge of the politics and law of highly regulated markets.

FRANCHISE LAW

 We advise on all aspects of franchising law for franchisees and franchisors including commercial, intellectual property, employment and real estate issues that arise on franchising as well as the financing structures. We also advise in relation to naming rights.

 Our team help franchisors at all stages of their franchising journey – from the initial stages of franchising their business, through day-to-day management of their franchise network, and onwards to the sale of a network to a new owner.

 Franchising arrangements require strong control; our team advises clients on maintaining high standards and brand consistency whilst allowing the licensee the room to make a return on its investment and to cover the franchise fees for the owner.

 We are members of the British Franchising Association.

WORK HIGHLIGHTS

London Legacy Development Corporation – Olympic Stadium: we have been advising the LLDC, in connection with all matters concerning the grant of naming rights over the London Stadium, the former Olympic Stadium and new home of West Ham United FC. This has included supporting LLDC on the development of the naming rights package, drafting the contracts, negotiating with potential sponsors and liaising with West Ham's legal team.

Transport for London – London Cycle Hire Scheme: we advised on the naming and sponsorship of the Scheme, including advice in connection with the packaging of rights and the process for sourcing sponsors and the drafting and negotiation of the relevant naming rights agreement with, first, Barclays and, more recently, Santander. The sponsored asset is quite different from a 'standard' stadium deal (and e.g. handling the rebranding of thousands of bicycles presents particular challenges) but it's probably London's most visible naming rights deal and a genuinely innovative example of the public sector developing new revenue streams.

Department of Health (DH) – brand usage: we advised the DH on its branding and the implications of advertising and marketing activity, including sponsorship by NHS organisations. The advice included drafting a self-regulatory marketing code and preparation of a comprehensive brand protection manual for the NHS.

Ofqual – National Reference Tests: we advised Ofqual on its procurement of a supplier to design/develop and operate the new National Reference Tests – a cutting-edge project with potentially significant reputational risk for Ofqual given that the Tests will be undertaken on its behalf with a licence to use its name.

NHS East of England – Hinchingsbrooke Healthcare NHS Trust: we advised on the procurement to find an organisation to operate Hinchingsbrooke Health Care NHS Trust under a statutory franchise. This was a ground-breaking transaction and a unique franchise agreement. Our work included drafting the first-ever intervention order passed by the Secretary of State.

Ordnance Survey: we advised on its copyright and database portfolio and its branded licensing regime (from which a turnover of circa. £100 million is derived).

Surecare Community Care: we advised a private sector organisation on its franchised network for domiciliary care subject to CQC regulations.

A large semi-governmental organisation based in Dubai: advising and negotiating on its behalf with respect to its leasing and franchise arrangements with a large international regional retailer/franchise holder in the coffee industry.



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Michael has worked for clients in a wide range of sectors from defence, aerospace and automotive to financial, sport and retail. Often, this broad experience enables him to utilise lessons learnt in one area to different businesses and sectors. He specialises in all commercial work involving an IP element, including strategic brand advice, brand licences and merchandising agreements, non-disclosure and product development agreements and sponsorship agreements.



Caroline McNally, Principal Associate

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Caroline advises both private and public sector clients on a wide range of commercial contracts and franchising matters. Her experience in these sectors includes advising on numerous domestic and international goods and services agreements and the drafting and negotiation of logistics, warehousing, distribution, agency and franchise agreements.

HEALTH & HEALTHCARE

 Our health & healthcare team understands the structure and functions of the NHS and local authorities and how to navigate and work successfully with the UK's health and care systems.

 We've earned our reputation by advising on complex, high-value projects as well as managing day-to-day contracting requirements. We provide advice on the implementation of integrated health and care services, and collaboration/alliance arrangements among providers. Our advice includes advising on public procurement law as it applies to health and care services.

 We have strong experience in public private partnerships in the healthcare sector.

 We are advising on some of the leading projects around new models of care and sustainability and transformation plans (STPs).

WORK HIGHLIGHTS

NHS Mansfield and Ashfield CCG, and NHS Newark and Sherwood CCG on the ongoing development of their system-wide health and care alliance involving the two CCGs, Nottinghamshire County Council and ten provider organisations. Our support included the development of a new payment mechanisms utilising capitated budgets and outcomes-based rewards. We advised on and negotiated the completion of the 5-year alliance agreement.

Department of Health and Social Care on its procurement for warehousing capacity for the storage of critical medicines in the event of a no-deal Brexit. Instructed at short notice, our team provided support to the Department on three parallel sets of negotiations being undertaken against challenging timescales and in politically sensitive circumstances.

NHS Dudley GP Collaborative on their leading role in the NHS Dudley multi-specialty community provider project. We are advising on this ground-breaking project for the delivery of combined community and primary care services involving a complex 15-year contractual arrangement and the likely separation of functions within an existing NHS Trust.

Mid-Cheshire Hospitals NHS Foundation Trust in relation to its provider consortium with (i) Cheshire and Wirral Partnership NHS FT (ii) South Cheshire GP Alliance Limited and (iii) Vale Royal GP Alliance Limited. The four partners collectively assumed responsibility for the delivery of community services across central Cheshire. We drafted and negotiated the Partnership Agreement and then acted in relation to the commissioning contract for the provision of community services including district nursing, physiotherapy, podiatry and speech therapy.

Birmingham and Solihull Mental Health NHS Foundation Trust in the transfer of the ownership and facilities management of two separate medium secure units from the Trust to a wholly-owned provider of FM management services in order to improve focus and quality, to drive efficiencies and reduce costs. These transactions use a model that we established with the Trust in connection with the earlier transfer of a similar, newly-built medium secure facility.

A provider of NHS renal dialysis services on a range of regulatory and risk management issues. Our work has included bespoke legislation update training to the clinicians responsible for each service location, advice on internal incident root cause analysis systems and procedures to ensure appropriate filtering and escalation, while ensuring the system is compliant with legislation, and advice in relation to CQC inspection reports, the procedure for challenging the findings and the commercial pros and cons of challenging in different situations and circumstances.

A Non-Departmental Public Body on the design, implementation and administration of a Medical Benefit Trust.



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Robert is a partner in our commercial team and has particular experience of advising clients in the health and care sectors. Having worked for over five years in the UK's Department of Health (Commercial Directorate), Robert has a unique insight into the workings of the NHS. He is experienced in advising on collaborative arrangements for health and social care commissioners (CCGs and local authorities) and in developing innovative delivery models for healthcare providers. He assists clients in understanding any associated governance and regulatory issues. He regularly advises on the application and operation of the Public Contracts Regulations 2015 as they apply to health and care services. He has been described by Legal 500 as 'an expert in public procurement law'.



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Andrew leads on our regulatory work in the health and social care sector and is a specialist in helping clients manage risk and avoid regulatory criminal offences, minimise their exposure in criminal investigations and keep on top of cases as they go through the courts. Andrew uses his expertise to advise clients on pragmatic, sensible and effective ways to prevent issues arising. In particular, Andrew advises care providers in connection with CQC regulatory issues, inquests, health and safety investigations and police/HSE/CQC prosecutions.

HEALTH & SAFETY

 Managing health and safety risk and preventing accidents has never been more important. Our team of 5 experts in Health & Safety law work alongside our clients to understand and help improve their risk management systems and procedures, advise on statutory interpretation, and advise on compliance, so that risk is managed effectively.

 We advise on the full range of issues including criminal investigations, prosecutions and inquests, and also provide bespoke training to improve safety culture and be a sounding board for difficult judgments.

 We work alongside our clients to prevent accidents and mitigate their effect. If something does go wrong, we will be available when you need us to support in the immediate aftermath of an accident. Our team will be on hand to minimise the cost and disruption of criminal investigations and (if ever needed) guide cases through the courts to protect your brand.

 We have a wide experience of regulatory investigations, including by the police, Health and Safety Executive, Environment Agency, local authority environmental health and trading standards officers and Coroner. This means our team can advise you on pragmatic, sensible and effective ways to prevent issues arising and take the best course of action when they do.

WORK HIGHLIGHTS

A Local Authority under investigation for Corporate Manslaughter following a road traffic accident. The accident was caused, in part, by a defective road surface laid at the Council's instigation by contractors acting on its behalf. It was necessary to engage with the police in order to explain how road resurfacing works were procured in the county so that they understood the role that the Council had played. We retained expert evidence at the outset in order to understand at an early stage the role played by the road surface. The case also involved managing the continuing relationship between the Council and other partners involved in the investigation and helping to minimise publicity. We also represented the authority through the inquest process. No charges were brought.

Two separate local authorities prosecuted by the Health and Safety Executive after accidents involving the movement of waste transfer vehicles. Both accidents involved reversing vehicles in the depot, colliding with Council employees, and failure to manage workplace transport risk. We were able to set the clients' risk management systems into context in terms of the number of vehicle movements as against the number of accidents and were able to reduce the culpability, and risk of harm criteria faced by both councils. We also gathered comprehensive information about each Council's finances in order to make submissions to the Court for a significant discount in accordance with the sentencing guidelines.

A registered social landlord/not for profit care home operator and a charitable provider of mental health recovery services in relation to a range of investigations, accidents and prosecutions. Examples have included an inquest into the death of an elderly and vulnerable resident of a care home who left the scheme and was subsequently found to have died, a prosecution following an incident in a hostel for homeless older men in which a resident was scalded after the failure of equipment designed to manage the risk from hot water, and an investigation and inquest into the death of a resident in a scheme for those suffering with mental health conditions, who was found having taken an overdose of medication. These cases often involve CQC and safeguarding investigations as well as HSE investigation.

A local authority, delivering bespoke health and safety and sentencing guidelines training to senior management of each service area. The training was delivered alongside the client's Health and Safety Manager and included risk management and crisis management systems and procedures. It was designed to enhance management's understanding of the legislation and their duties so that they were better placed to manage risk and prevent accidents. The training was specifically prepared so that it was directly relevant to the risk profile of the authority and had the clear intention of improving the health and safety risk management culture across the organisation.



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Before an accident, he advises on policy, risk assessment and statutory interpretation, so that clients have practical, proportionate, effective and sensible systems and procedures in place. If an accident does occur, he advises clients throughout the criminal and civil cases which follow. His experience ranges from representing clients, both organisations and individuals, through all the stages of a criminal prosecution, to acting in inquests, to dealing with a full range of personal injury claims. He is a CEDR accredited mediator.



Michael Hafen, Principal Associate

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Michael understands the culture, systems and procedures necessary for effective risk management and works alongside clients in many sectors to use his knowledge of health and safety law along with his practical expertise to reduce risk and deal with the aftermath if things go wrong. Michael specialises in the defence of civil/criminal litigation arising from H&S, trading standards and environmental regulatory breaches. He has completed his Higher Rights examinations and regularly represents clients at hearings and inquiries.

LIFE SCIENCES



From biotech start-ups and research organisations to large pharmaceutical companies, we act for a wide range of entities in life sciences across the world so that we know both sides of the issues and can help our clients to find a solution. Our advice covers the full range of issues including: transactional, litigious and regulatory issues relating to pharmaceuticals and medical devices including licensing and acquisition of new products. We have one of the top ranked life sciences transactional teams in Europe with a wealth of experience and “bench strength” that allows us to work efficiently and effectively with clients of all sizes.



Many members of our team hold advanced scientific academic degrees so that they not only know the sector, but can interpret the complex scientific information and understand our clients' objectives as well as the short and long-term commercial opportunities within both the public and private sectors.



Our team members are actively involved in bodies such as the Association of the British Pharmaceutical Industry and the UK BioIndustry Association. Through this involvement, as well as regular contributions to the key professional publications, we are thought leaders on the latest issues.

WORK HIGHLIGHTS

Public Health England (PHE) on an innovative licensing agreement with a global pharmaceutical company relating to new polio vaccines. Under the agreement, the pharmaceutical company will obtain a licence to the next generation of polio vaccine technology that will primarily be developed for the developing countries of the world. The negotiation of this agreement involved many stakeholders including PHE with a governmental agenda, charities, non-governmental agencies and commercial organisations in order to find a solution that would address their competing interests.

Fujifilm Kyowa Kirin Biologics in a number of litigation cases against AbbVie Biotechnology relating to biosimilars of 'Humira' the world's best-selling drug, with a global turnover of over \$16 billion and daily UK sales of around £1.4 million. For the first time, a UK court has granted declaratory relief to a company trying to launch a product in the face of myriad patent applications in order to protect it against later infringement claims.

MedImmune, the global biologics research and development arm of AstraZeneca on a significant transaction with Sanofi Pasteur, the vaccines division of Sanofi to develop and commercialise MEDI8897 a monoclonal antibody for the prevention of lower respiratory tract illness (LRTI) caused by respiratory syncytial virus (RSV), the most prevalent cause of LRTI among infants and young children.

Heptares Therapeutics on its \$3 billion deal with Allergan for the licensing of exclusive global rights to a broad portfolio of compounds to target the treatment of major neurological disorders, including Alzheimer's disease.

The Kennedy Trust for Rheumatology Research on the first “biosimilar” antibody drug case to get to court in the UK. Our team defended three patents belonging to the Kennedy Trust for the treatment of rheumatoid arthritis using the monoclonal antibody infliximab against revocation proceedings brought by a generics company.

AstraZeneca on its cancer drug collaboration with Merck. Merck will pay AstraZeneca up to \$8.5 billion in total consideration, including \$1.6 billion upfront, \$750 million for certain licence options and up to \$6.15 billion contingent upon successful achievement of future regulatory and sales milestones. The companies will develop and commercialise Lynparza jointly, both as monotherapy and in combination with other potential medicines.

GSK in successfully defending a patent infringement action brought by Vectura.



Luke Kempton, Partner

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Luke leads our IP Transactional team. With a PhD in Biochemistry, it's no surprise that Luke's main focus is the life sciences, a sector he's been active in for over 20 years, advising on transactions for Big Pharma, small biotech companies and research institutions in the UK and continental Europe. Luke also has particular experience of working with Japanese and Chinese life sciences companies and his experience covers drafting and negotiating licences, collaboration agreements, product acquisition agreements, clinical trial agreements, and pharma manufacturing agreements.



Patrick Duxbury, Partner

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Patrick specialises in all aspects of transactional intellectual property law, with a particular focus in the life sciences sector. He was originally a microbiologist and geneticist before re-qualifying as a lawyer. Patrick helps clients to research, develop, manufacture and sell pharmaceutical, biotech and medical device products, using his extensive experience of structuring and executing transactions in the life sciences sector.

PUBLIC INQUIRIES & INQUESTS

 We combine our inquiry and other substantial litigation experience with our public sector awareness and an appreciation of the need for us to act in the public interest independently, objectively and efficiently to deliver the best possible outcome for our clients.

 Extensive experience of working on matters that involve considerations of national security and/or official secrets, which require individual security clearance and/or involve putting in place measures to safeguard classified and commercially restricted material. For example, a number of individuals have security clearance in connection with work for/involving the Ministry of Defence.

 We recognise government sensitivities generally and at particular times to specific issues e.g. data confidentiality and security and, where appropriate, we can work with you to build in/consider extra safeguards.

 We operate our own, in-house e-disclosure solution, which allows us efficiently and cost-effectively to manage for you high volumes of electronic documents.

WORK HIGHLIGHTS

Acting for a supplier of components of the cladding fitted to Grenfell Tower during the refurbishment project in relation to the provision of documents and witness statements to the public inquiry. Our work has involved reviewing and commenting on the inquiry terms of reference, helping the client to isolate, identify and then supply relevant documents to the inquiry and advise on how the client should interact with the inquiry legal team. We have been helping our client to set out its role in the works to the tower so that the inquiry understands fully the context of what it did. Our client has also been providing evidence to the police as part of their investigations and we have been advising the client on the overlap between the public inquiry and the criminal investigation.

Advising Sheffield City Council with regard to the Hillsborough Stadium disaster. The Council issued the safety certificate for the ground and was criticised in a number of areas including: failure to review the certificate; failure to maintain a current plan of the ground; and failure to minute meetings and discussions with the police. We provided support to the Council which involved assisting them in preparing for the inquest and supporting with the management and cross-referencing of vast quantities of documentation to facilitate ease of reference to the parts which relate to issues affecting the Council. There was later a new police investigation in which we assisted with witness statements from previous and current staff employed by the Council and provided additional support as and when required to supplement the Council's in-house resource.

Representing Sanctuary Housing Association ("SHA") in legal proceedings in the Technology and Construction Court against Ciber UK Limited and Ciber Inc. (together "Ciber") (procured under public procurement regulations) arising out of a first-in-sector implementation of SAP software. SHA issued proceedings for damages in excess of £12 million arising out of Ciber's alleged poor performance of the implementation agreement. Ciber later issued proceedings for payment of unpaid invoices. We undertook a review of the documents and statements of case, some of which involved highly technical IT aspects, scanning for pivotal information that supported the case. We then took in excess of 20 witness statements which needed to be carefully and precisely drafted due to page limits on witness statements imposed by the Court. With our advice and the submission of the witness statements, the matter settled on confidential terms.

Representing Ofqual in its successful defence of a judicial review brought by a large number of parties against decisions for the grading of GCSE English examinations in 2012 (R (Lewisham LBC & Ors) v AQA, Edexcel & Ofqual). Also representing Ofqual, in its capacity as an interested party, to successfully defend a challenge brought against the Parliamentary and Health Ombudsman on its findings in respect of a complaint made by the claimant against Ofqual (R (Rapp) v Parliamentary and Health Service Ombudsman).

Advising/assisting the Home Office on the Undercover Policing Inquiry – and on which our in-house e-disclosure/document management expertise is expected to add material value given the number of documents to be considered by the Inquiry Team.



John Cooper, Partner

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John Cooper is a specialist in public administrative law, particularly within highly regulated areas including the energy sector. He has a detailed knowledge of the policy and legal issues arising in highly regulated markets, being a former government lawyer who worked in-house at Ofgem. He has over 20 years' energy regulation experience. As Head of our Public Law and Regulation Team, John is used to leading teams working on both day-to-day advice and major projects for regulators and government.



Andrew Litchfield, Partner

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Andrew helps clients to manage risk and avoid regulatory criminal offences by advising on compliance and statutory interpretation. If something does go wrong, he works closely with the client to minimise the cost and disruption of criminal investigations and guides cases through the courts to protect the client's reputation. Andrew has wide experience of regulatory investigations, including by the police, Health and Safety Executive, Environment Agency, local authority and Coroner. He has extensive inquest experience.

PUBLIC INTERNATIONAL LAW

 We regularly assist clients in the analysis of the intrinsic risks involved in contracting with overseas counterparties and the level of reliance that they can place on the operation of the various treaties and conventions governing the enforcement and effectiveness of judgements and arbitral awards, and providing for investment protection from state interference.

 We operate a successful international arbitration practice, whose clients include major construction contractors, insurers, clients in the technology and aerospace industries, and national governments.

 Our global network of Gowling WLG and best-friends offices gives access to local legal expertise around the world.

WORK HIGHLIGHTS

An Eastern European State in an ICSID arbitration and in a related ICC arbitration for breaches of a concession agreement and the Energy Charter Treaty relating to the construction and operation of a hydroelectric plant and a waste processing plant. The matters have progressed to final hearings, and an award in favour of our client was issued in the ICC arbitration, dismissing comprehensively the claim against it and awarding its counter-claim for termination and substantial damages.

An Eastern European State in an ICSID arbitration arising under a Bilateral Investment Treaty concerning the alleged cancellation of telecommunication licences. The case involved allegations that the State had harassed the investor through arbitrary tax and criminal investigations, causing him to shut down its television station.

An oil & gas exploration and production company in claims against an African State in relation to the rights to develop and sell natural gas under a product sharing agreement.

A Non-Departmental Public Body in respect of settling a potential dispute with an Italian Governmental body.



Gordon Bell, Partner

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Gordon is an international arbitration specialist and an experienced advocate, having appeared in a number of arbitration hearings and before the English courts. He focuses on the construction, energy, oil & gas, shipbuilding and defence sectors working closely with clients developing projects throughout the world.



Michael Darowski, Partner

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Michael has extensive experience handling a broad range of complex, high-value international commercial and investment treaty disputes resolved by way of arbitration. He has handled disputes involving English and many other governing laws, and has acted in arbitrations under the rules of all of the main arbitral institutions and in ad hoc disputes (including pursuant to treaties).



Tom Price, Partner

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Tom specialises in commercial international arbitration. He has wide experience of most of the well-known arbitral institutions including the ICC, LCIA and Stockholm Chamber of Commerce across a number of sectors including projects and IP but with a particular emphasis on disputes in the energy and natural resources sectors and in the CIS and CEE regions.

TELECOMMUNICATIONS



Our well-established telecoms practice has a proven track-record in delivering complex projects in the telecommunications sector, from advising on mobile infrastructure and transmission projects through to major multi-jurisdictional telecommunications patent litigation.



We have worked on some significant IT services agreements, which involved both the acquisition and implementation of key software elements for networks and on-going support and maintenance. Our work has also included complex managed services agreements for the management of backhaul and transmission in networks.



We have been involved in Cloud and Cloud-based solutions (including SaaS) from the outset and can see how these solutions are becoming a key part of Telecommunications services.

WORK HIGHLIGHTS

Home Office – ESMCP Air to Ground Project: we are supporting the ESMCP Commercial Team, working on a co-location basis in their Whitehall offices, providing end-to-end support through procurement to contract award including drafting contract documents and supporting schedules (including in specialist areas such as Communications Agreements, End User Licence Agreements and Third Parties Interface Agreements) and drafting the core Master Services Agreement with complex, bespoke intellectual property provisions.

Sandwell MBC – Strategic Services Partnership with BT: we advised the Council on its £300 million 15-year services partnership with BT which involved transferring its entire IT systems and other key back-office functions (including HR, payroll, finance, accountancy and contact centre services) to BT. We advised on the structuring of the project, EU procurement issues, appropriate contractual mechanisms and bidder meeting strategies. We produced all the ITN documentation, advised on procurement issues (such as evaluation criteria), helped select the most appropriate contract terms and drafted the strategic services contract based on the OGC Model ICT Services Contract.

Croydon Council on its £100m PFI contract with Capgemini for ICT/telephony services, which expired in 2014 with no scope for further extension. Having advised the Council on the contract since 2001, our team was appointed to implement a disaggregated procurement/contract strategy to move it away from a single, prime contractor, to a multi-vendor service 'tower' arrangement.

A Police and Crime Commissioner: on an application to Ofcom for rights under the Electronic Communications Code in relation to a telecommunications mast used for police communications.

Drafting the Distribution Connection and Use of System Agreement for the UK: throughout the process we engaged with Ofgem and industry stakeholders to develop a document that met the needs of the regulator and electricity licensees.

Birmingham City Council on the renegotiation of its £1 billion joint venture with Capita, Service Birmingham, which runs all of the Council's information, communications and technology (ICT) services.

Jocelyn Paulley, Partner



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Alexandra Brodie, Partner



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Jocelyn brings enthusiasm and a practical approach to drafting and negotiating contracts. She has extensive experience spanning across central government departments, public sector bodies and private sector organisations. Her experience negotiating contracts with the IT giants is helpful in navigating away from dead-ends and towards areas where gains can be made or where protection is required. Jocelyn is a member of the firm's Tech sector team, actively engaged in the technology sector as a whole, and is also a key member of the Information Law team, advising clients from all sectors on the impact of GDPR, running data audits, privacy impact assessments and updating policies and notices.

Alex chairs the firm's tech sector and ensures that our firm-wide team is immersed in the sector such that it can provide not just sector-focused advice and strategy but also connections and introductions for our clients. She is intrigued by the ever-increasing reach of tech into all industries and her team has recently provided networking events for clients in fields as diverse as autonomous cars, e-retail, additive manufacturing, connected health and fintech.

THE LAW OF INTERNATIONAL TRADE, INVESTMENT & REGULATION



Our unrivalled expertise in International Trade covers a broad number of topics including trade defence investigations, free Trade Agreements and preferential market access, customs and excise law (EU and UK), import licensing for sensitive product categories, indirect taxes in the supply chain, and sanctions and export control regulations under international instruments.



Lead Partner, Bernardine Adkins, is regularly quoted by the national and international press and was recently invited to give evidence before the House of Commons' International Trade Select Committee. She separately chaired a distinguished Ambassadorial panel at the 2017 Post-Brexit Trade Policy Summit. Bernardine frequently presents on international trade law issues, including the impact of the 23 June 2016 referendum result and EU-Third Country trade deals, such as CETA and is regularly interviewed by the BBC.



Members of our team have spent time, through a long-term secondment arrangement, working with an international medical devices manufacturer and NHS Trusts supplier on the customs and regulatory risks for EU and global trade.



Through our international reach, we are well-positioned to provide our clients with commercial and effective solutions based on the very latest developments in international trade law and policy.

WORK HIGHLIGHTS

Advising a **UK natural health remedies manufacturer and distributor** on a number of customs technical issues and additionally assessing the potential to apply for preferential market access under various EU Free Trade Agreements.

Provision of deep customs technical expertise to a **UK automotive manufacturer** to establish preferential market access to Canada for finished vehicles under the Comprehensive Economic and Trade Agreement.

Advising a **global engineering group** on the application of the EU and UK sanctions and export controls to a proposed offshore drilling project, and the procedure for obtaining export control licences in the UK.

Acting for a **global mining group** in relation to the potential application of the US, EU and UK sanctions regimes in respect of Zimbabwe to the proposed sale of Zimbabwean assets to UK and US buyers.

Advising an **international aeronautical manufacturer** on the customs and trade processes and controls required for a successful application for EU Authorised Economic Operator status.

Advising a **UK-based manufacturer of military list items** in relation to a suspected breach of its export licences and the preparation and submission of a voluntary disclosure letter sent to HMRC. This resulted in a 'comfort letter' from HMRC.

Acting for a **South American multi-national exporter** in relation to the potential application of the EU and UK sanctions regimes to exports of certain products to Syria and the steps it should take to comply with EU and UK and EU export control measures more generally.



Bernardine Adkins, Partner

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Bernardine heads our Competition & EU team and has more than 25 years' experience of advising upon competition and EU law, with considerable expertise in relation to anti-competitive arrangements and conduct, merger control, litigation, and state aid. She has a strong reputation as an innovative competition litigator advising on some of the most high-profile and complex cases in the European Court of Justice, the Competition Appeal Tribunal, the High Court and the Court of Appeal.



Ursula Johnston, Director

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Ursula draws upon her extensive international experience to provide clients with trade and customs advice in a digestible format that references overarching commercial objectives. Ursula regularly represents clients in discussions, audits and disputes with tax authorities worldwide including HM Revenue & Customs. Ursula has a deep technical understanding of a wide range of tax issues impacting cross-border trade. She is a qualified tax advisor and is in the process of finalising her training to become a Solicitor of England and Wales. She participates in a number of industry forums including the Institute of Export and UK Association for International Trade.

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