

HEWITSONS

COMMERCIAL AGREEMENTS



Whether in a standard form or tailored to your particular business needs, contracts are an essential aspect of managing risk. They are also a valuable tool in the development of strong and successful relationships, providing clarity and therefore confidence where it is needed.

We regularly draft and advise on a wide range of commercial contracts including:

- Agency and distribution contracts
- R&D contracts
- Intellectual property licensing agreements
- Manufacturing and supply agreements (and terms and conditions of supply or purchase)
- Franchise agreements
- Contracts for the supply of IT and IT-related services
- Contracts for e-business
- Media contracts
- Electronic and traditional publishing contracts
- Deeds of partnership
- Joint venture arrangements
- PFI arrangements

Our approach is to provide contracts as part of a package which includes user-friendly notes explaining the key points of the contracts and, if required, training sessions for the individuals who will be using and negotiating them based on your standard forms. This will help you to produce and

negotiate satisfactory agreements more quickly and without unnecessary input from legal advisors.

Driven largely by Europe, the legal environment for businesses continues to change rapidly, particularly in areas such as intellectual property, data protection, e-business and consumer protection. The new laws affect every business and it is essential to review regularly existing business practices and to plan new enterprises to take into account these changes. Our solicitors can review both your contracting procedures and contract compliance.

Agency and distribution agreements

We can assist you in deciding whether to appoint an agent or a distributor and are experienced in drafting, reviewing and negotiating both agency and distribution agreements across a range of industries and sectors.

UK and European competition laws will often impact on your agency or distribution arrangements and cannot be ignored. Our competition law specialists regularly advise on the implications for you. In Europe, agents typically enjoy certain rights that are akin to employee rights. In particular, commercial agents normally have a right to be compensated or indemnified when the agency agreement ends. In some jurisdictions, distributors enjoy similar protection.



This can be costly. However, we can help you reduce or even eliminate your exposure to such claims. Whether you are thinking of bringing an agency or distribution agreement to an end or if you are a distributor or a commercial agent facing termination of the relationship, we can advise you on your rights, and if necessary, enforce them.

Franchising Agreements

If you are considering becoming a franchisee, or have a business which you are considering expanding through franchising, we can advise. As well as ensuring that the legal framework stacks up, we are experienced in advising franchisors on their strategy, including selecting franchisees, master franchise arrangements, and appropriate franchise networks; and in advising franchisees on commercial considerations, such as what they are actually getting for their money, and the kind of enquiries they should make before entering into a franchise agreement. Again, our competition law specialists can provide compliance advice.

Standard terms of sale and purchase

Standard terms are arguably the most important contractual document that your business will ever use. We can ensure that your standard terms will provide you with appropriate protection when supplying or buying goods or services, and can help you ensure you stand the best chance of successfully incorporating your terms into your contracts.

“Standard” terms are only “standard” in the sense that they are tailored for your business and used as standard by you. We ensure we get to understand your business to make sure they are. Your staff also need to appreciate the benefits of using standard terms, and how to use them. We are always pleased to provide training to your staff. Commercial reality means that sometimes you will not be able to impose your terms. We regularly carry out reviews of our clients suppliers and customers standard terms and will negotiate appropriate amendments in these cases.

ICT

We advise on all aspects of information and communications technology, across a range of industries and varied circumstances:

- Internet/e-commerce
- Website design, build and hosting contracts
- ICT procurement
- Maintenance and support arrangements, including service level agreements
- Outsourcing
- Disputes concerning ICT

By understanding your commercial aims we can tailor specific, timely, cost-effective advice that matches your business aims. It helps greatly that we can also draw on expertise in other relevant areas such as intellectual property and data protection.

Our approach

All of our legal teams take a straightforward and friendly approach to dealing with you and their aim is to provide the most effective solution that fits your requirements. Often the final outcome is far from certain, and our specialist teams take time to understand the dynamics of your needs in order that they can give the best advice. Through a combination of legal expertise and commercial acumen, we provide a high quality service in a way that suits you – be this by phone, face to face or online. It is this mixture of skills that allows us to act swiftly and efficiently. We value our strong client relationships. We believe we have achieved these not only by providing value for money, but by adding value to everything we undertake. Our broad experience is shared with our clients through regular updates and seminars. Through these we can help you increase your knowledge in key areas relevant to you.

Bill Thatcher



Partner
Cambridge
01223 461155
billthatcher@hewitsons.com

Kevin Fletcher



Partner
Northampton
01604 233233
kevinfletcher@hewitsons.com



We pride ourselves on delivering an outstanding service to a wide range of individuals, businesses and institutions including charities, educational and sports bodies. The firm's size and breadth of specialisms means each client receives the focus it requires. We operate UK wide and have worldwide reach via our network of independent law firms, LawExchange International.

This document is written as an outline guide only and any action should not be based solely on the information given here. Appropriate professional advice should always be taken in specific instances.

Hewitsons LLP is authorised and regulated by the Solicitors Regulation Authority.