

Legal Services for Research & Educational Institutions

Capability Statement



When testing legal issues emerge...

The research and education sector has witnessed dramatic change in recent years. Publicly funded institutions are subject to more stringent legislation and financial pressures. Educational organisations are increasingly run on 'corporate' lines and a number of formerly public bodies have had to adapt to a new life in the private sector. In many institutions, senior officers must adhere to a raft of rules and regulations.

Manches LLP is renowned as a national leader in the provision of legal advice to the research and education sector. Our clients include national research councils, universities, many Oxford colleges and academic research associations such as JANET (UK) and DANTE.

Our advice to the sector encompasses all commercial legal aspects; we offer a truly rounded service. We have a cross-disciplinary team, whose members all have in-depth experience of working with research, education and academic clients and understand the commercial and cultural issues faced by them.

What we can do for you

Commercial: we draft, negotiate and review commercial agreements of all types. These include standard terms and conditions and bespoke contracts for the purchase and sale of goods and/or services, supply agreements, distribution, agency, franchise and other sales-related agreements, manufacturing agreements, joint venture and partnership agreements, consultancy agreements, research and development agreements (including complex multiparty collaborations and collaborations accessing third party funding e.g. from the TSB, an RDA or the EU), confidentiality and material transfer agreements.

We have extensive experience of advising public and private sector clients on IT-related legal work, with particular expertise in complex software licences, the procurement of IT systems (hardware and software), IT outsourcing arrangements, cloud computing and open source software licences. We advise on all legal aspects of internet use, including website terms and conditions, privacy policies, e-commerce and issues relating to user-generated content.

Intellectual property: we specialise in providing intellectual property and technology transfer advice to universities, research and higher education establishments. We advise on a wide range of issues including IP policies (including student policies),

IP assignments and revenue sharing agreements, collaborative research, research ethics, conflicts of interest, freedom of information and data protection.

In addition, our IP team advises on the ownership, protection and exploitation of all types of intellectual property rights including patents, trade marks, copyright (including software), design rights, database rights and rights in confidential information. We have a formidable contentious IP practice, with a record of success in major UK and international proceedings to support and protect our clients' rights. We also have an active trade mark registration practice and manage large portfolios of trade marks for clients.

Corporate: We remain pre-eminent nationally for our work in the university spin-out sector and have advised dozens of companies from universities including the University of Oxford, Imperial College, the University of Reading and the University of Warwick on spin-out and subsequent fund-raising transactions. We also act on behalf of several of the UK research councils (rather than investee companies) and several UK universities on the spin-out process and on associated share reward schemes.

Charity law: we advise our research and education sector clients on the impact of the Charity Act on their structure, governance, trading and on research activities. For example, we advised Praxis Courses Ltd in connection with the merger of its operations with those of UNICO and with its registration as a charity

Procurement: we act for contracting authorities in relation to their procurement programmes or specific procurement issues, as well as advising bidding entities on the implications of relevant procurement regimes. This includes advising on whether the procurement regulations apply, strategy, documentation, choice of procedure, selection and evaluation of tenderers post-award communications. Our litigation team advises on challenges to procurements under the 2009 Regulations implementing the Remedies Directives.

Competition law: we advise on all aspects of competition law and, in particular, the EU state aids regime. For example, we have advised research councils on the application of the regime to the funding of Enterprise Fellowships, and on amendments to the applicable regulations to ensure compliance with the Community Framework for State Aid for Research and Development and Innovation (2006).

... you can rely on our knowledge and experience

Employment law: fixed term contracts and the relationship between the holding of academic office and general employment rights continues to be of importance. We undertake the full range of employment law work, contentious and non-contentious for public sector, institutional and commercial clients. We also provide strategic employment law advice in connection with re-organisations and TUPE.

Governance and constitutional advice: we advise on the establishment of all manner of corporate and unincorporated entities in the private, public and not-for-profit sectors. We advise universities and research establishments on their investment powers, including their ability to spend income growth, as well as the treatment of overseas bequests and trusts, including the winding-up of defunct trusts. We also advise on the operation of College by-laws and Statutes and have revised College student disciplinary regulations.

Property and facilities advice: we advise many research and education clients on their property investments and development strategies. Our real estate team is supported by property litigation, construction, environmental, sustainability, planning and tax law experts and has experience of a number of unusual building types including laboratory and clean room facilities, and a variety of rail, tunnelling and other transport infrastructure. Our projects team has direct experience of more than 100 PFI and PPP projects, across a wide range of sectors.

Commercial disputes: we advise on commercial disputes, such as the collection of unpaid fees, as well as corporate governance and policy issues. We also undertake a great deal of risk management for academic and research clients, particularly with regard to the hazards of research – such as the risk of negligent misstatement with regard to reports of research projects.

Regulatory: we specialise in regulatory matters such as health and safety (including general health and safety, fire safety, remote working, smoking, and driving whilst at work), issues relating to the Houses in Multiple Occupation legislation, disability discrimination, licensing, asbestos, and environmental matters. We advise clients on matters of legal compliance, as well as the handling of investigations and prosecutions, litigation and publicity management, and attendance at Court.

Recent work examples

- We advised RCUK SSC and the seven UK Research Councils on their establishment of a shared services centre, which entailed a multi-million contract with Oracle Corporation.
- We acted for a university in relation to the transfer of a biomedical engineering research group from another university, and on the associated research contract for the development of a ground-breaking tumour-imaging technology, funded by a venture capital company.
- We advised a research council on the terms of a patent assignment and revenue share agreement with two overseas universities. The agreement included complex provisions for revenue sharing and for return of the rights to the assigning universities in the event of failure to exploit.
- We acted for a university on a range of IP/contract issues related to the exploitation and commercialisation of its IP, including drafting a template collaboration agreement for use in Framework 7 projects and advice on the copyright and data protection aspects of creating a social science archive.
- We advised this education body on its restructuring from a not-for-profit company limited by shares to a company limited by guarantee.
- We acted for the spin-out arm of the STFC on the terms of IP licences for a number of new spin-out companies. We have also advised on the property issues relating to the development and commercialisation of its large scale facilities, including the Diamond Synchrotron at Harwell, the synchrotron radiation facility in Daresbury, and various facilities at Rutherford Appleton Laboratory.
- We advised a non-departmental public body client about the effect of the increase of the minimum retirement age to 55 in light of the Compulsory Early Retirement provisions set out in their pension scheme. We were able to identify a pragmatic solution to enable our client to minimise their exposure to potentially highly expensive contractual claims.
- We defended the British Geological Survey (NERC) in *Sutradhar v NERC*, which went to the House of Lords. This professional negligence claim involved the duties of care owed by Research Councils when carrying out research projects.

- We defended The Institute for Animal Health and BBSRC in claims arising out of the Foot and Mouth outbreak at Pirbright in 2007. This professional negligence action involved claims in nuisance and potential third party claims by tenants. We advised on FOIA questions; on issues regarding the public enquiries and a variety of claims made by the claimants not included in the main action.
- We acted for a research council, advising on the liability of and to employees in connection with the exploitation of intellectual property and with an allegation of misrepresentation and negligent misstatement in relation to a patent application.
- We advised a research council in connection with a potential prosecution as a result of a failure of a ventilation system in a Category 3 High Contamination laboratory.
- We advised RCUK SSC and the seven UK Research Councils on how to handle Freedom of Information Act requests, particularly referees' comments provided as part of the process of peer reviewing grant applications.

"We enjoy an excellent relationship with Manches. Their approach to client care is outstanding and proactive... Manches have provided NERC with a first class legal and support service. The clarity of the advice, provided by them has been appreciated by both non-legal practitioners and scientists alike."

Mrs Lee Aland, Senior Commercial Officer, Natural Environment Research Council

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Our work in this area is led by Chris Shelley, Head of Technology and Media.

For further information please contact Chris on 01865 813603 or by email: chris.shelley@manches.com.

Manches is a leading law firm with around 160 lawyers in Oxford, Reading and London. We advise clients on all areas of business law, including property, corporate, commercial litigation and dispute resolution, employment, intellectual property and technology law.

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Why use Manches for legal advice?

Manches is a leading UK law firm offering comprehensive legal services in the education sector.

The firm has a distinguished reputation for delivering an outstanding service and clear, unequivocal advice, with access to over 160 lawyers in three key locations in the Thames Valley and London.

Our existing clients benefit from strong, lasting relationships based on understanding and trust, a friendly approach, responsiveness to the task, and the quality and delivery of results.

You will benefit from our understanding of changing political, economic, social and technological environments and the effect these have on businesses and individuals.

Our lawyers work as a team, matching the right skills to the right task. In each practice area there are specialists who are leaders in their fields as recognised by the legal media.

"Manches LLP's partners and staff are highly responsive and exceed expectations, often making the firm a preference to many big-name London firms".

Legal 500 UK

"This 'experienced, hands-on' group is best known for representing a number of Oxford colleges, although it also acts for several universities and independent schools. Clients 'receive a highly focused service and are confident that matters will be fully resolved, to the highest standard and to our time-scales.' "

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