

Gullands helps score Maidstone United pitch victory

Last year's off pitch victory for Maidstone United in the long-running battle over its 3G pitch with The Football Conference is a victory for 'common sense' according to the club's co-owner Oliver Ash.

Whilst the future now looks rosy for the club in the heart of the town, over the last 12 months they have been fighting against old-fashioned attitudes that are holding the sport and smaller football clubs back.

Gullands Solicitors are delighted to have been a part of the team advising the club's owners and Mr Ash explains why this was one fight they had to win.

The story begins back in 2010 when the club ran into financial difficulties and Mr Ash, who was at the time a minority shareholder, bought the club with Terry Casey. A new financial plan was implemented, which relies on the club being able to operate 7 days a week and not just during League games and training.

Land at the Gallagher Stadium is limited, so to have one pitch in use many times daily meant that it had to be a 3G artificial pitch. The latest technology synthetic pitches are now common place in top professional leagues across Europe. However the installation of the pitch created a dilemma for the club. If the club were promoted, they wouldn't be able to use their 3G pitch, as the archaic rules didn't allow them to be used in The Football Conference.

Oliver Ash comments: "It is a really important part of our business model to have a 3G pitch because this has allowed us to create many business and revenue generating activities. For example the pitch will be used for matches and training by the club, then it is used by our Academy students. These are sixty 16-18 year olds who are studying for a B-Tech in Sports Management. The club is then hired out to community teams for training and matches and many corporate and private events take place around the site. We have the clubhouse and bar, which is open daily and can be hired for



larger events, and also the luxurious Gullands VP Lounge, which has just been extended and can be used for smaller meetings and events (up to 50 people). This has a spectacular view of the pitch. In addition we also hire out our car park. Most stadiums are dead throughout the week and out of season yet we put ours to good use throughout the year.

"We realised the issue over the pitch had to be addressed before the end of the season in case we were in a position to be promoted so behind the scenes we took legal advice from Gullands who also put us in touch with a specialist sports barrister.

"We campaigned behind the scenes but were met with a 'cold shoulder' from the reactionary Football Conference. We lobbied The FA ceaselessly. Despite a significant PR campaign and supportive articles being written about our plight by several national newspapers, we were in danger of not being allowed to play in the end of season play-offs. Thankfully the FA took up the case in March 2014 and we were able to present a very compelling case for 3G pitches to be allowed. There was not one single factual argument presented by The Football Conference against 3G pitches. It was all emotion and prejudice on their side. Thankfully good sense prevailed and the FA announced that 3G pitches would be allowed in all its competitions at every level. In turn this position obliged The Conference to make a statement in July 2014

agreeing to accept 3G pitches from the next season onwards. Whilst we didn't get the fairy tale ending of reaching the play-offs this year, it has now given the club renewed vigour and we started this current season with that passion and drive to succeed."

Oliver Ash concludes: "I would like to thank Gullands and in particular Blair Gulland for his and his colleagues' advice and support during this very challenging period."

Blair Gulland, chairman of Gullands Solicitors comments: "This was a situation which required only one possible outcome to help the club to succeed and we are delighted to have been part of the team which has helped it to achieve this successful outcome. Maidstone United is really a template for how other smaller clubs can succeed financially and also has re-established itself as a central part of the Maidstone community."

The club works closely with a number of businesses in the town and runs a special business club - The Premium Club - for its major partners, of which Gullands is one. This is an excellent way for local businesses to network through events and at getting together for matches in The Gullands VP Lounge.

If you are interested in joining The Premium Club or would like to find out more about pitch and venue hire, the Academy or for any other information go to www.maidstoneunited.co.uk

Exit

A key issue in the life cycle of a business is how and when you exit. It could be by way of a sale to a third party, a management buy-out, a flotation on the stock market or a winding up. The process needs to be managed to protect your interests. You may be asked to stay on for a hand-over period or to take deferred consideration dependent on the future profits of the business. All such arrangements must be structured to ensure that the desired outcome is reached. The buyer will undoubtedly seek some assurances as to the assets of the business and its liabilities following due diligence. The information provided is obviously confidential and it would be prudent to impose a duty of confidentiality at the outset. Such a duty could be coupled with a period of exclusivity during which you would not speak to any other potential purchasers. The due diligence process can be onerous and time consuming and it is advisable to seek legal assistance. Such involvement will ensure that potential issues are identified at an early stage which avoids delays at a later date. It also results in your lawyer being aware of all the facts which is vital in protecting you from future liabilities under the assurances as to the assets and liabilities. The most important stage of your exit will be the successful negotiation of the terms and legal input cannot be sought too early.



Development and Expansion

There is a mood of optimism amongst the owners of small and medium sized businesses who are looking to grow over the next year and careful planning is the secret to success. Anticipating pitfalls and seeking legal advice early can avoid unexpected future costs, which may jeopardise expansion.



All businesses are selling a product or a service and need to ensure that sales are subject to terms and conditions offering sufficient protection to them. There are numerous laws and regulations to consider depending upon the target customer. All businesses must operate within these confines but will also wish to protect themselves, for example by limiting liability to reasonable levels, enforcing appropriate payment terms and managing transfer of ownership rights.

Growth may require investment either by way of loan or by selling part ownership in the business. Both will impact upon future activities and should not be entered into without careful consideration. It is vital that the terms of the investment are properly recorded. These should encompass exit strategies, security arrangements and management responsibilities. Attention to these issues at the outset will avoid disputes at a later date.

Expansion will ultimately result in the need for a larger workforce. Contracts must comply with the legal requirements but may also record staff incentive arrangements. Performance related packages are attractive to both employers and employees of small and medium sized businesses, as they can secure ambitious individuals at reasonable cost with the promise of a reward for success. Employers should however be cautious of making promises, the consequences of which have not been addressed at the outset.

Inception

On starting up a business, you need to consider whether you intend to operate as a sole trader, a traditional partnership, a limited liability partnership or a limited company. The great advantage of the latter two options is that your personal assets are unlikely to be called upon to satisfy any of the business liabilities. You will however have to comply with the legal formalities of running such entities, which will have cost implications and there will be tax considerations to be addressed.



In any event, if you are going into business with someone else, you should enter into an agreement with them setting out matters such as how the business should be run, how the finances should be dealt with and how you may withdraw from the business. It is important to decide these matters at inception while you are still friends because, if things go wrong, it may be costly to extract yourself and your finances.

Hiring an employee

Before advertising make sure those involved in the recruitment process have an understanding of equal opportunities and draw-up a job description and a person specification.

Think carefully when writing the advert. Protection from discrimination because of a protected characteristic covers all areas of employment, including job adverts. Ensure any employees absent from work (including women on maternity leave or those on long-term sick leave) are informed of the vacancy to enable them to apply.

Use a standard application form to enable individual applicants' answers to be directly compared against the selection criteria more easily and help avoid potential unlawful discrimination claims. Draw up a shortlist using the same criteria used in the job description and person specification. Every applicant should be marked against the same criteria.

If a business is making redundancies, it must consider applications for suitable vacancies from employees selected for redundancy ahead of external applicants. Women selected for redundancy while on maternity leave are entitled to be offered a suitable alternative vacancy (where one is available) in priority to other potentially redundant employees.

In the interview, ideally, all shortlisted candidates should be asked the same or similar questions to allow answers to be compared and to avoid the possibility of a discrimination claim. Avoid asking questions about a candidate's personal life unless they are directly relevant to the requirements of the job. Keep a paper trail throughout the process to demonstrate how the business reached its decision to select the successful candidate.



Make a written offer to the successful candidate. Consider whether to set a time limit for acceptance and specify that acceptance should be in writing. A business can make the offer conditional on a range of criteria, provided they are not discriminatory. Before making a job offer, ensure the applicant confirms they are not bound by any restrictive covenants from their previous job; otherwise the business could be sued by their former employer. Restrictive covenants are used in employment contracts to protect an employer's business by restricting the activities of an employee, generally after employment has ended.

Business Lifecycle

Here at Gullands our corporate team practices a wide range of business law and can help you and your business at every stage of its lifecycle.

Meet the team...



Name: Sarah Astley
Position: Associate
Department: Corporate
s.astley@gullands.com

Areas of expertise:
 I work with clients on a range of issues including business and share sales and purchases, shareholder and partnership agreements, agency, distributor and franchise agreements, supply and outsourcing agreements, conversion to limited liability partnership and limited liability company status.

Name: Dudley Cramp
Position: Consultant Solicitor
Department: Corporate
d.cramp@gullands.com

Areas of expertise:
 I practice in various areas of business law. I have experience in company and partnership law, including company formations, company and business sales and acquisitions. I advise on various commercial and business contracts and carry out commercial conveyancing including site acquisitions, property development, sales and lettings.



Paul Burbidge
Partner and Head of Commercial
p.burbidge@gullands.com

Paul has enormous experience in national and international company property transactions and has acted for High Street chains and multi nationals. Since joining Gullands, Paul has concentrated on agricultural land transactions which now form 60% of his workload. The balance of which his time being taken up with county and local small to medium size businesses, new residential and commercial sites, brown and green field to local pubs and restaurants.



Amanda Finn
Partner and Head of Employment
a.finn@gullands.com

Amanda has a wide range of experience of contentious and non-contentious employment work. She acts for local businesses of all sizes on a wide range of employment matters, such as provision of contracts and handbooks, advice on termination of contracts and representation in the Employment Tribunals. She advises a number of charity structures within Kent and the locality and has a special interest in the ways social media has brought new opportunities and dangers to the employment relationship.



Blair Gulland
Chairman
b.gulland@gullands.com

Blair follows in the footsteps of his uncle Douglas and father John in carrying on the firm's tradition of Solicitors in Maidstone. Blair started the Commercial Department at Gullands which has grown significantly in recent years. He also deals with a number of trust matters, particularly inheritance and family issues. Blair is the head of Gullands' charity department and is currently the Chairman of the National Association of Almshouses.



Tim Simmons
Partner
t.simmons@gullands.com

Tim's main area of practice is commercial property - ranging from the acquisition and disposal of development sites to the letting of lock-up shops - but he also deals with other land related transactions.



Laura Claridge
Associate
l.claridge@gullands.com

Laura is based in our Gravesend office and acts for and advises businesses and charities in all aspects of employment law. This includes both employment disputes and non-contentious work such as preparing and advising on employment contracts and policies.



Ben Gallafant
Trainee
b.gallafant@gullands.com

Ben is a trainee solicitor at Gullands and spends the majority of his time dealing with commercial property transactions. Ben also has experience in corporate governance matters, charity law and commercial disputes.

