

Colin Smith

From: Dave Anderson [Dave.Anderson@edinburgh.gov.uk]
Sent: 01 March 2011 18:58
To: Alastair Maclean; Sue Bruce (Chief Executive); csmith@hg-group.co.uk; Donald McGougan
Cc: Sheena Raeburn
Subject: RE: Tram legal advice

Thanks Alastair I'll be guided by you on matters legal but there is a very clear lesson from the experience of the project to date that ambiguously drafted, non standard clauses have been at the heart of the disputes between the parties. Investment in tightly drafted documentation of the deal using the best subject matter experts would therefore seem to be essential to a more stable future, less disputatious future. Dave

From: Alastair Maclean
Sent: 01 March 2011 16:39
To: Sue Bruce (Chief Executive); 'csmith@hg-group.co.uk'; Donald McGougan; Dave Anderson
Subject: Tram legal advice

As some of you know I have concerns about McGrigors ability to document any agreed Phoenix deal.

To be clear I am very happy with their ability to carry out the mediation and I think Brandon is first class and has been performing very well. However, with a dispute of this nature I am not comfortable that we will get to where we need to be from a legal perspective if we use Brandon's commercial colleagues to document any deal. I have obviously not flagged this yet to tie and I suggest that we do not do so prior to mediation.

On the assumption that we manage to reach agreement on a Phoenix type deal with the consortium I have sounded out Ashursts on a confidential basis. They are rated number one for this type of thing in Legal 500 for the UK and will be able to make sure that we are not outgunned by Pinsents in relation to a non industry standard contract for light rail. We can also take a view later on whether or not they should be used in relation to separation or attrition.

Ashursts are not conflicted and would be delighted to act. They will be more expensive that McGrigors commercial team but I think we need to ensure that we have the best possible legal advice documenting any agreed outcomes post mediation given the consequences.

As an aside they will also be able to act on any tram leasing deal should we require that and are also premier in that field.

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From: Debbie Harkness **On Behalf Of** Alastair Maclean
Sent: 01 March 2011 15:17
To: Sue Bruce (Chief Executive); csmith@hg-group.co.uk; Donald McGougan; Dave Anderson
Subject: Tram Documentation

At yesterday's meeting I agreed to forward a copy of the accompanying exhibits to Colin and provide everyone else with a glossary setting out what these exhibits are.

Colin - copies of these exhibits are on their way to you by courier.

Everyone else - I am attaching a glossary for your information.

Kind regards.

Alastair

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