



Department for Transport

Department for Transport
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Website www.gov.uk/dft
General enquiries: <https://forms.dft.gov.uk>

Eversheds Sutherland (International) LLP
One Wood Street
London
EC2V 7WS

15 October 2019

Attn: [REDACTED]
[REDACTED]

Dear [REDACTED]

**Award of contract for the Provision of Legal Advisers for the East Midlands Franchise Competition :
PPRO 04/103/055**

I am pleased to inform you that your company has been selected for a Direct Award for the Provision of legal advice for the East Midlands Franchise Competition and therefore we would like to award the contract to you.

This Direct Award is being offered under panel RM3756 Rail Legal Services Tier 1 and the panel Terms and Conditions shall apply.

The call-off contract shall commence on the 2nd September 2019 and the expiry date will be 31 November 2019 for a period of three months. The contract value will be up to £350,000 excluding VAT.

Please see Appendix A for the scope of work required.

This Direct Award has been awarded to allow payment of all outstanding invoices in relation to the East Midlands Franchise Competition (not limited by reference to the commencement date referred to in this letter).

Consistent with the terms of the previous contract in relation to this matter and/or other contracts recently awarded to you, the following special conditions shall apply:-

1. [REDACTED]

2. [REDACTED]

3. This contract is on the basis of hourly (not daily) rates.

Please would you print and sign a copy of this Letter of Appointment with the acknowledgement signed by a partner of your firm and return via email.

Should you have any queries regarding this or any other matter please do not hesitate to contact me.

Yours faithfully

Signed for and on behalf of the Department for Transport

Name: [REDACTED] Commercial Relationship Manager

Signature: [REDACTED]

Date: 15 October 2019

I hereby confirm receipt of the above Letter of Appointment and the agreement of Eversheds Sutherland (International) LLP to provide to the Department for Transport (DfT) the Services as specified in the Letter of Appointment.

Signed on behalf of Eversheds Sutherland (International) LLP

Signature... [REDACTED]

Title... [REDACTED]

Date... 16TH OCTOBER. 2019

Appendix A

Scope of the Requirement

1. scope of requirement

- 1.1 The requirement is for external legal support during the mobilisation of the new East Midlands rail franchise operator, covering the period from Contract Award to Franchise start (April – August 2019).
- 1.2 This requirement will not cover legal advice or services for the 'in-life' element of the East Midlands franchise (post-August 2019 Franchise start) as this is/will be covered by an [existing] alternative contract.

2. The requirement

- 2.1 The requirement is for external legal advice for the East Midlands Franchise Competition mobilisation phase.
- 2.2 Provide advice and support on issues that arise with franchise documentation prior to the Department's signature and procurement issues.
- 2.3 Provide advice on issues that arise with the winning bidder during the mobilisation stage.
- 2.4 Undertake drafting of any outstanding legal documentation following franchise signature.
- 2.5 Provide legal advice in relation to the Conditions Precedent Agreement.
- 2.6 Provide legal support in reviewing the evidence from the incoming franchisee that the Conditions Precedent have been achieved and make recommendation(s) to the Department on the issue or not of the Commencement Certificate.
- 2.7 Produce or review and advise the Department on the relevant legal documents required for the franchise to commence e.g. Transfer Scheme.
- 2.8 Work with Financial and Technical Advisers to produce mobilisation packs detailing franchise deliverables and key performance indicators that will form the basis for the on going Contract Management.
- 2.9 Work with the winning bidder and the Department's mobilisation team providing advice on legal issues that arise with during the mobilisation stage.
- 2.10 Attend meetings with the Department and the winning bidder where requested by the Department, including the Conditions Precedent Review meeting.
- 2.11 Producing bibles of Start Date documentation, including but not limited to documentation relating to conditions precedent satisfaction and transfer scheme documentation.