

# IAN RANDALL

## ATTORNEY & COUNSELLOR AT LAW

### Professional Resume

#### Contact

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#### Admissions

- NEW YORK STATE BAR  
March 2009
- CLEAR ADR: ACCREDITED  
CIVIL AND COMMERCIAL MEDIATOR  
October 2014

#### Education

- LLB (HONS) University of Central  
Lancashire [1993-1996]
- LLM – Employment Law and  
Practice [1997-1999]

#### Professional Bodies

- American Bar Association
- Dispute Resolution - Section
- Litigation - Section

#### Core Skills

Drafting skills	Persuasiveness'
Negotiating Skills	Logical Reasoning
Advocacy Skills	Collaborative Skills
Presentation Skills	Communication Skills

#### Professional Profile

Results driven Corporate and Commercial Lawyer with 25+ years of experience ensuring the legality of Corporate and Commercial transactions. Adept at drafting corporate and commercial documents, reviewing, disputing, and advising on Commercial and Corporate matters. Clear ADR: Accredited Civil and Commercial Mediator and Alternative Dispute Resolution Specialist. Possessing an Honours degree in Law and a master's degree in Employment Law and Practice from the University of Central Lancashire. A member of the New York State Bar in Good Standing.

## EXAMPLES OF PROJECTS UNDERTAKEN

Owllegal has undertaken a diverse spectrum of projects for the business community and here are some examples.

1. Advice and guidance to a limited company where one shareholder is buying out the other shareholder, using a holding company. Taking instructions from the shareholder, drafting the necessary agreements, advising on the content of the agreements, and advising on the corporate structure once the agreement is completed
2. Advice and guidance to a limited company where a director was acting outside his powers to the detriment of the minority shareholders. Advising shareholders on appointing new directors, the board on expelling director, guiding Ltd on how to record the changes and companies house reporting. Advising shareholders on how to respond to concerns raised by expelled director.
3. Client was a business which whose turnover has grown over the last decade, however as the turnover has increased, overheads and costs increased, customer payment terms extended, whilst supplier terms remain constant and cash flow reduced as an overdraft increased. Client sought to change contractual terms, removing onerous bonus terms and implanting new terms. Produced initial legal opinion detailing advice, drafted contracts, oversaw consultations, advised on grievances raised and managed successful implementation of new contractual terms.
4. Client was a private limited company, which had initially been a family business but sought to expand and include new directors. Drafted new service contracts, advised company on Corporate Law requirements, drafted Board meeting agenda, minutes and resolution to ensure compliance, undertook consultations with new directors ensuring successful implementation of service contracts and legal compliance.
5. Client was a firm of solicitors where the remaining partners were dissolving the partnership and issues had arisen between the partnership and LSC culminating in an intervention and closure of the firm. This action resulted in a series of dismissals, purportedly for redundancy from which a number of unfair dismissal claims arose, with one going to tribunal. Prepared and presented the case before the tribunal, reducing financial consequences of mistakes made before I was instructed. Undertook advocacy before costs claim, reducing costs sought by 40% and having second partner joined as a party as per client instructions.
6. Client was a business whose bad debt insurance from the bank was capped at £ 200 000, produced legal opinion on options for company. Drafted personal guarantees, indemnities, escrow agreements and advised the company on implementation of internal insurance protections.

7. Client owned a farm in a small village and sought to change the use from agricultural to equestrian, installing house walkers, wind turbine, fences and make other changes. Surrounding neighbours and the planning authority objected, and application was refused. Drafted and served appeal, advised on appeal and negotiations with planning authority. Matter settled with client being granted planning permission after client agreed to Section 106 Agreement TCPA 1990.
8. Client was a fund administrator based in London, client sought to open office on Wall Street in New York, provided legal opinion and guidance on employment obligations in New York State, together with drafting appropriate contracts for employees in New York. Same client sought to open an office in the Grand Duchy of Luxembourg, provided legal opinion on Employment obligations together with drafting the necessary employment contracts.
9. Client manufactured fireplaces from a business unit and held a lease which had not excluded the security provisions of the Landlord and Tenant Act 1954, so security of tenure existed. Landlord sought to utilise the Distress for Rent rules, to foreclosure and retake possession, with intention to sell whole Business Centre with vacant possession. Sought and obtained "delivery up" order, issued proceedings on behalf of company and ran claim through Liverpool County Court obtained an £ 85 000 judgement together with an order for costs.
10. Client had a business tenancy in a shopping centre lease contained a clause which was onerous to the client in relation to termination. Client asserted the clause was a penalty, evidence was compiled and an application was made for a declaratory judgment under CPR Rule 40, whilst the application was eventually unsuccessful, negotiations between the client and the Landlord led to termination of the lease with a 30% reduction in termination costs.
11. Client was a director of a company which had been bought out in a takeover, and the director had stayed on. The Director was an inventor and had produced a significant number of inventions which formed the mainstay of the companies' product line. The director retained ownership of the Intellectual Property rights but had granted an exclusive licence to the company. Produced initial legal opinion, advised throughout exit negotiations and assisted in drafting settlement agreement and IP rights transfer from client to company.
12. Acting as in-house advisor to Company facing civil claim from Receiver appointed by HMRC, claiming "dishonest assistance" in breach of a fiduciary duty and various other torts resulting in potential claims for 1.2 million. Advised on choice of external lawyers, briefed and supported lawyers and council at court hearing appeared on behalf of company before Court in London defending winding up petition issued by HMRC.