

De la relation

DELSOL AVOCATS
LA QUALITÉ DE LA RELATION

#19 December 2018

DELSOL Avocats
Newsletter



Amaury
NARDONE

Chairman of
the Board of
Directors



Rounding the Cape

2018 draws to a close in an atmosphere of uncertainty. Without in any way justifying the rioters, let us hope that the gilets jaunes protesters, and those whom they represent, will once more find themselves enjoying that quintessentially French quality of life known as *douceur de vivre*. Our firm has reached several milestones this year.

The first of these is highly symbolic. At 31 December, there will be 108 lawyers practising within our walls, in our nine different areas of expertise. Very few «100% French» law firms exceed the figure of 100. It is a testament to our considerable strength, at the service of our clients and partners, enabling us to respond as swiftly and effectively as possible to their needs.

The second goes hand in hand with the first, as we now have over 25 partners, 27 to be precise. All professionals with proven expertise, real capacity for development and strong teams under their leadership.

And with an average age of 47, these partners will be making their mark on the future for some time to come.

All the more reason, then, for this newsletter, intended primarily to introduce you to the diversity of our talents, our knowhow and our highlights.

The third milestone is perhaps the most surprising. There are now 57 lawyers in our Paris office, compared to 51 in Lyon. What was once the secondary office of a firm historically rooted in Lyon is now bigger than its headquarters.

This is the result of additions to our Corporate - Mergers & Acquisitions, Employment law - Social Welfare Law and Tax Law teams in Paris, with the arrival of Philippe MALIKIAN, Elsa LEDERLIN and Julien MONSENEGO. Almost every department in our Paris office has been expanded in order to offer the best possible service to our clients.

This is hardly surprising, obviously, since over half of all French lawyers practice in Paris. A clear sign that in a centralised country such as France the capital is, by far and away, the main centre for business, whether it be private or public, commercial or non-profit.

So Paris is now to be consolidated, and Lyon to be strengthened. Our greetings card wishes you a «flourishing New Year», as we prepare to round the Cape of Good Hope. And that is a whole programme in itself.

Employment law – Social welfare law

Elsa LEDERLIN, the department's new partner

Elsa LEDERLIN joins a team that already consists of three partners and an Of Counsel, and continues to grow as part of the firm's development strategy in France and internationally.

Called to the Paris Bar in 2001, Elsa LEDERLIN began her career with specialist firms (Michel Henry, Florence Lyon-Caen). She is now a recognised expert in advising businesses on the employment law implications of their legal transformation, in negotiating and closing collective bargaining agreements, in risk prevention and legal monitoring, but also in relations with employment-related agencies and in disputes.

Before joining DELSOL Avocats, she headed the Employment Law team at the firm of DS Avocats, where from 2012 onwards she advised employers on collective bargaining, focusing on innovative and constructive social dialogue. As another aspect of her work, Elsa LEDERLIN also provides training for French businesses and any organisations involved in the world of employment law, for foreign businesses on the French

employment law environment and the virtues of social dialogue.

She contributes to thinking on new ways of working and takes a special interest in working relations that touch on the borders of other legal disciplines. Some weeks ago now, Elsa LEDERLIN brought her expertise in advising French and international firms on their legal transformation and grasp of new ways of working to DELSOL Avocats, motivated by «an enthusiasm for sharing the values and beliefs of a business law firm that focuses as much on quality of relations as on technical expertise, and the pride of joining a leading employment law team based in Paris and Lyon».

She is accompanied by two associates, Mathilde GARRIGUE and Marion STOFATI. Elsa LEDERLIN is currently advising luxury hotel group SAINT JAMES & ALBANY

on its reopening after a period of reduced activity, partly due to a major renovation programme, and working with another private sector group on the negotiation and finalisation of a series of company-wide agreements, and also on its dispute with certain unions over the establishment of Social and Economic Committees (CSEs).



Elsa LEDERLIN
Partner

Employment Law – Social Welfare Law

Pragmatic responses tailored to the specific needs

Combining expertise makes sense

The Employment Law – Social Welfare Law Department sets out to offer its clients pragmatic responses tailored to the specific needs of each structure, rather than mere baseline compliance with employment regulations.



Delphine BRETAGNOLLE
Partner

On this basis, we believe that the need to combine different areas of expertise makes obvious sense. The team therefore works closely with all the firm's other departments, but also with external partners. Oxigen is one such partner. This firm of financial consultants specialises in assistance to companies facing challenges (recovery, hypergrowth, crossing thresholds). On a number of occasions, DELSOL Avocats and Oxigen have joined forces to provide a fresh perspective on operations taking place in a sensitive employment relations context, in support of the client's best interests.

So while DELSOL Avocats focuses in particular on optimising the employment aspects of takeover bids, conducts employee relations audits to identify risks and anticipate procedures to adapt company bylaws, or assists with the employment restructuring procedures to be implemented, Oxigen analyses the financial aspects and investment opportunities

Multifaceted support

Quality of life in the workplace is fast becoming a primordial factor in employment relations, and so we pay particular attention to the management of professional risks (workplace accidents, occupational illnesses).

With that in mind, we launched a dedicated support service coordinated by a specialist in the field, Hervé ROY. A former courtroom lawyer for the CPAM who has also worked with a firm of cost-killers, Hervé ROY is well acquainted with all the players in this sector.

Aware that we are operating within a very real ecosystem, we have developed a working approach based on partnership that allows us to offer our clients a holistic response. We rely on our own network of doctors and prevention experts and are engaged in active collaboration with Gamma Software, publisher of a specialised risk management application that rounds out our offering. We are committed to coordinating our actions so as to meet the real needs of our clients.

Testimonials

We have, for example, built up a long-term relationship with the ISS Group, a key player in the market for facility services to business and public administration, employing 22,000 people in 96 agencies in France, and have worked with them on over 100 cases.

François NOVAT, Legal Director France, ISS: *The added value DELSOL Avocats provides over other law firms we have consulted is the overview they take of the case, not confining themselves to purely financial considerations. In such a context, while we may be defending the employer's interests, we are also keen to learn lessons as regards risk prevention. We especially appreciate the continuity of our relations with the team members, thanks to their low turnover.*

Diane NUNES, occupational risk lawyer, ISS: *We see our working relationship with DELSOL Avocats as a true partnership, built up on both sides through regular reviews and weekly dialogue. An information-sharing platform has been introduced to give us direct access to our data. This real-time dispute reporting tool is invaluable, making our work easier and giving us full transparency.*

Fast responses from teams who have no hesitation in giving their opinion is yet another advantage of working with DELSOL Avocats.

In yet another facet of our activity, we have worked alongside public interest group GIP PARIS 2024, the team of athletes and specialists that put together the city's Olympic bid. After Paris was chosen by the International Olympic Committee to host the 2024 Olympic and Paralympic Games, GIP PARIS 2024 was dissolved and we provided assistance on issues such as, for example, the unwinding of economic redundancies. We also worked on the configuration of the Organising Committee of the Olympic and Paralympic Games.

Caroline MARGERIN, associate in the Employment Law - Social Welfare Law Department at DELSOL Avocats: *Our work with GIP PARIS 2024 was fascinating, posing many challenges. We tailored our advisory strategy to the various issues, particularly media and political, that surrounded the capital's Olympic bid.*



Testimonial

Interview with Stéphan BERAUD, partner and founder of Oxigen

Why choose to work with DELSOL Avocats?

Delphine BRETAGNOLLE and her team are quick to grasp the issues involved, and this speed of reaction is crucial given the urgency that prevails, particularly when it comes to restructuring or turning around businesses in difficulty.

What do you appreciate most in this collaboration?

The initiative that DELSOL Avocats invariably demonstrates in comprehending all the issues of a complex setting, in order to focus thinking and offer solutions in terms of employee relations engineering. If I had to sum it up in one word, that word would be «efficacy».

Would you recommend DELSOL Avocats?

Without hesitation! And I look forward to the prospect of future assignments that will give us further opportunities in the future for working together in such a complementary way.

Philippe PACOTTE
Partner



needs of our clients

Analysis

Employee wellbeing is key to performance

Measuring employee relations performance calls for tools that cannot be derived solely from financial indexes.

Camille ROUSSET
Partner



The increasingly systematic use of professional appraisal interviews reflects the concerns of lawmakers and of the social partners to combine tools for assessing the performance of employees with others measuring their «wellbeing» in the workplace. New requirements introduced as Partner regards psychosocial risks (PSR) means that employers must seek a fair balance

between working life and private life in their organisation of work.

Performance assessment tools are being refined accordingly: employees are encouraged to speak out about their motivation, their career aspirations, development prospects and training needs to help them attain the objectives they have set themselves.

Original ways of achieving this end are emerging, such as evaluation grids for employees themselves to use in evaluating their manager, or PSR surveys conducted whenever a managerial problem is identified.

Just recently, French Law n° 2018-771 of 5 September 2018 on the freedom to choose one's professional future (published in the official gazette (JO) on 6 September 2018) set out to improve employee support measures by changes to the professional appraisal interview system, placing greater emphasis on career development advice, and creating a national information system listing all training opportunities eligible for the individual training account.

Likewise, the company Social and Economic Committee (CES) must be informed on matters to do with the organisation, management and «general running» of the business, including the concept of social and economic performance, over and above questions relating to employee savings schemes. The CES is also responsible for analysing the professional risks to which employees may be exposed, and has the power to propose actions to prevent psychological or sexual harassment and sexist behaviour.

These prerogatives effectively make the CES the guardian of the new obligations laid down regarding PSR (in the widest sense). The «professional future» law also requires the CES, irrespective of the size of the company's workforce, to appoint from amongst its members a «reference person» for dealing with cases of harassment and sexist behaviour..

The same law also clearly sets out the commitment required of HR departments to supporting, informing and protecting employees from harassment and sexist behaviour, since companies with 250 or more employees will be required to appoint an HR reference person to deal with the issue.

Specific evaluation tools may then serve a dual purpose as communication tools for the employer's recruitment policy and in affirmation of its key corporate values.

Tools designed to evaluate performance and quality of life in the workplace can also serve the company's communication as regards its recruitment policy, and in the eyes of its partners, or even its customers. The HR manager is a key figure in this participative approach, which must include employee performance measurement.

Advising and assisting Prima France

In the wake of Whirlpool France closing its Amiens site in France, DELSOL Avocats, in association with Italian counterparts from the firm of ABBATESCIANNI STUDIO LEGALE E TRIBUTARIO, provided its support on the closure of Prima France.

Interview

The procedure lasted over a year. Prima, Whirlpool's main subcontractor, was sadly forced to lose its doors on 31 May 2018, since no buyer could be found.

Interview with Fernando IANNUCCI, CEO of Prima France and of other Prima Sole Components Group entities.

How long have you been at the head of Prima France?

From the start, in 2000: I designed the plant, hired the staff, steered the company for over 18 years and finally had to close it down, in the circumstances you are aware of.

DELSOL Avocats first visited the Amiens site on 3 October 2017. What was the situation at this point?

An employee slowdown had been in place for several days. On 3 October, President Macron paid a visit to the plant. The atmosphere was already very tense. Whirlpool had already finalised its redundancy plan. At Prima France, we were all expecting a buyer to be found, and were also hoping to start work on our own redundancy plan.

Following the procedure through to the signature of the redundancy plan, and then on to the final closure of the site, with production still ongoing to meet our delivery deadlines with Whirlpool, was quite extraordinarily difficult. Without the help of Maître Audrey BABORIER, it would have been impossible.

What did you appreciate most about our collaboration?

Professionalism, availability, close attention to the highly specific role to be played as regards employees and their legitimate concerns, flexibility, and a human approach. All that, plus a fantastic relationship with the CEO to anticipate any problems that might arise.

Audrey BABORIER
Of Counsel



DELSOL Avocats endowment fund

Held every year since 2009, the DELSOL Avocats endowment fund challenge rewards non-profit organisations working, in whatever way, to restore dignity to those in difficulty for whatever reason: organisations that stand out, through their altruistic nature, through their innovative and entrepreneurial approach and through the sheer sense of conviction they bring to presenting their project to the public and to the members of the jury.



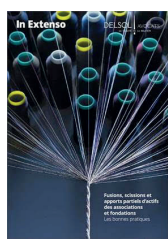
As in past years, the prizes were awarded at the Forum National des Associations & Fondations held on 17 October this year at the Palais des Congrès in Paris.

The 1st Prize of €17,000 was awarded to La Présence, an organisation set up to provide help and support for adults and families experiencing temporary difficulties or going through break-ups of all kinds (family, social, professional, emotional or other), to help them get their lives back on track.

The 2nd Prize of €8,000 was awarded to Grandir Dignement, and the 3rd Prize of €5,000 to Traces de Vie.

In the press...

DELSOL Avocats advised Circuit Paul Ricard on its official Partnership with luxury watch brand Richard Mille. Circuit Paul Ricard was advised by **Emmanuel KAEPPELIN**, partner, and Raphaël ORY, associate, of the Corporate-Mergers & Acquisitions Department. Details of the transaction were reported in Le Monde du Droit.



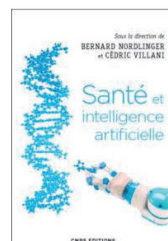
Laurent BUTSTRAËN, partner in the Non-Profit Organisations Social & Solidarity-Based Entrepreneurship Department collaborated with In Extensio on a brochure entitled «Mergers, divisions and partial transfers of assets in non-profit organisations - Best practices». Its publication was reported in La Lettre des Juristes d'Affaires, L'Essor de la Loire and Le Tout Lyon.

Partner **Alexis CHABERT** and Associate **Edouard de MELLON** of the Disputes Department co-authored an article entitled «Refining the sales agent contract in a contract of employment: a limited risk» published in La Lettre des Juristes d'Affaires on 22 October 2018.

DELSOL Avocats advised Réalités and its subsidiary Heurus on their partnership with UK investment fund InfraRed Capital Partners to develop serviced retirement properties, for a total investment budget of some €250 million, deploying a multidisciplinary investment team made up of partner **Pierre GOUGÉ** and associate **Martin SOUYRI** from the Corporate - Mergers & Acquisitions Department on the corporate and joint venture aspects, partner **Benoît BOUSSIER** and associate **Samuel GIORGI** from the Real Estate Law Department on the real estate aspects (BEFA/VEFA/JV) and partner **Mathieu LE TACON** and associate **Eve DAUVOIS**, co-head of the Tax Law Department on the tax aspects. Details of the deal were reported in La Lettre des Juristes d'Affaires, Le Monde du Droit and Option Droit & Affaires.



Editions CNRS recently published a work entitled «Santé et intelligence artificielle» (health and AI) under the direction of Bernard NORDLINGER and Cédric VILLANI. **Jeanne BOSSI MALAFOSSE**, partner in the Personal Data Department, contributed to the chapter on «Data protection, legal conditions of access and processing».



DELSOL Avocats advised Quilvest Private Equity and the EDH Group on its acquisition of the ARIES Group, fielding a multidisciplinary team made up of (i) partner **Henri-Louis DELSOL** and associates **Virginie COUV RAT** and **Martin SOUYRI** of the Corporate - Mergers & Acquisitions Department on the corporate aspects; (ii) partner **Mathieu LE TACON** and associate **Eve DAUVOIS** of the Tax Law Department, advising on the tax aspects; (iii) partner **Benoît BOUSSIER** and associate **Samuel GIORGI** of the Real Estate Department advising on the real estate aspects; (iv) partner **Stéphane PERRIN** and associate **Emilie SULLO** of the Disputes Department advising on the intellectual property aspects and (v) partner **Delphine BRETAGNOLLE**, associate **Jessica NEUFVILLE** and lawyer **Céline COEHLO** of the Employment Law - Social Welfare Law Department advising on aspects of employment law. Details of the deal were reported in Capital Finance, Le Monde du Droit and Option Droit & Affaires.



Partner **Pierre GOUGÉ** of the Corporate - Mergers & Acquisitions Department and associate **Virginie COUV RAT** advised eFounders on its sale of Mention. Details of the deal were reported in Capital Finance, La Lettre des Juristes d'Affaires and Le Monde du Droit.

Events

Alexis BECQUART, partner in the Non-Profit Organisations - Social and Solidarity-based Entrepreneurship Department, **Renaud-Jean CHAUSSADE**, partner in the Public Law Department and **Elsa LEDERLIN**, partner in the Employment Law - Social Welfare Law Department together hosted a breakfast on 12 December 2018 on the theme of «Public-private partnerships in the acquisition of medical or medico-social establishments».

Partner **Philippe PACOTTE**, and associate **Hervé ROY**, both of the Employment Law - Social Welfare Law Department, joined forces with **Alexandre PERRET**, Sales Manager of Gamma Software, publishers of the WinLassie software, to host a breakfast on the theme of «Knowing and mastering the rules of professional risk management», on 11 December 2018.

Partner **Alexis BECQUART** and associate **Emmanuel SADORGE** of the Non-Profit Organisations - Social and Solidarity-based Entrepreneurship Department teamed up with **Mathieu CASTAINGS** of FINACOOP, **Fanélie CARREY-CONTE** of SCIC ENERCOOP, and **Mathieu LABONNE** of COLIBRI to host a breakfast on the theme «SCICs: the opportunities and the limits».

Camille ROUSSET and **Delphine BRETAGNOLLE**, partners in the Employment Law - Social Welfare Law Department each hosted an «Employment Law News» breakfast briefing, on 20 November and 4 December respectively.



Alexis BECQUART, partner in the Non-Profit Organisations - Social and Solidarity-Based Entrepreneurship Department joined Jean-François COTTIN, chartered accountant and auditor with Fideliance, and Fabien POURBAIX, chartered accountant and auditor with Dauge Fidelliance, to host a breakfast on 6 November on the theme of «Managing and valuing profit-making activities».

LYONBIOPOLE

Thomas ROCHE, partner in the Life Sciences Department, and **Renaud-Jean CHAUSSADE**, partner in the Public Law Department, co-hosted a meeting in partnership with LYONBIOPOLE on 5 October on the theme of «Public procurement contracts and innovative purchasing by healthcare establishments».

Laurent BUTSTRAËN and **Lionel DEVIC**, partners in the «Non-Profit Organisations- Social and Solidarity-based Entrepreneurship Department, spoke on 27 September at a workshop on «Entrepreneurs, families and philanthropic investment: mapping the world of SRI solutions» organised by Lombard Ogier Group.

Mathieu LE TACON, partner in the Tax Law Department, and **Lionel DEVIC**, partner in the Non-Profit Organisations - Social and Solidarity-Based Entrepreneurship Department, joined Bertrand COUTURIE, manager of the Properties & Chateaux Department of BARNES International, and Jean de LAMBERTYE, President of La Demeure Historique, in hosting a conference on 25 September on the theme of «Chateaux and asset structuring» at the Hotel LUTETIA.

Jeanne BOSSI MALAFOSSE, partner in the Personal Data Department, hosted a breakfast on 18 September on the new French data protection act and how it ties in with the European GDPR.



Frédéric SUBRA, partner in the Tax Law Department, ran a webinar on 19 July on the theme of «Everything you ever wanted to know about income tax deduction at source but never dared ask!»



Laurent BUTSTRAËN, partner in the Non-Profit Organisations - Social and Solidarity-Based Entrepreneurship Department, spoke at the 17th Francophone Fund-Raising Seminar, organised by the Association Française de Fundraisers (AFF), and held on 26, 27 and 28 June 2018. In particular, he moderated the workshop on «Partnership agreements: a review of legal and fiscal best practices».

DELSOL Days in FONTAINEBLEAU

On 2 and 3 July this year, all the staff of DELSOL Avocats, numbering over 170 in total, gathered together in sunny FONTAINEBLEAU for the firm's traditional annual get-together, featuring a wide range of activities (cultural visit, parties and team building).

This special occasion for fun and sharing provided an opportunity for members of the firm to get to know or reunite with colleagues they are not necessarily in touch with on a day-to-day basis.

