

WHITE & CASE



Europe

Employment & Benefits

We help manage your most valuable resource – your employees



More and more businesses are operating on a cross-border basis in Europe. As this process continues, the importance of having employment and benefits expertise throughout Europe becomes more apparent.

We offer:

- Employment and employee benefits lawyers who understand your business
- Tailored, practical solutions to save you time and money
- Advice on the full range of employment and employee benefits issues
- Unmatched global resources to give you that extra edge



A truly integrated European team

Employees lie at the core of every business; regardless of size, a fundamental asset of every organisation is its workforce. The ability to handle employee-related issues in a fair and professional manner is one of the most critical aspects of any successful business.

We pride ourselves on the quality and immediacy with which we serve our clients' needs for legal advice. We address problems of all sizes, but are always aware of the small things that clients expect and we deliver.

There is no more sensitive area of commercial law than employment. It is fluid by nature, as legislation is frequently amended and case law evolves. Nowhere are the influences of European Union (EU) initiatives more keenly felt. It involves a broad range of disciplines, ranging from contract drafting and non-competition issues to discrimination and harassment. This encompasses many different aspects: advising, negotiating, drafting and resolving disputes.

White & Case operates as a single partnership and acts and delivers advice in a truly integrated way. This difference is more and more important to our clients, for whom European national boundaries no longer can, or should, dictate the way they act, particularly in employment and labour law matters.

There is a constant flow of information between all our offices. Clients have the confidence that they are dealing with one law firm whose resources are pooled for their greatest advantage.

Many employment issues have the potential to cause serious public and investor relations problems. We are sensitive to the need for speedy resolution and strict confidentiality and offer you the appropriate advice to avoid potential pitfalls.

We can draw on our long experience in EU countries and our special expertise in our Brussels office, which regularly advises on the legal implications of EU legislative proposals, providing analysis and drafting amendments to EU legislation.

An independent view

"Commanding 16 European Offices, White & Case is ranked among leading firms in Europe-wide Employment. London, Paris, Brussels and German teams are singled out for a style of work that is both vigorous and flexible in nature... Companies regularly engage the firm at a very early stage in the strategic decision-making process and the impact of EU law on employment issues is a forte."

Chambers Europe (2007)

National expertise is key



Employment and labour law advice is a fundamental part of the practice of our European offices, reflecting our understanding of the importance of employment issues to our clients.

An independent view

White & Case's Paris office is recommended in *Employment* and its standalone employment practice "has established a strong reputation in France and introduced a number of new clients to the firm."

White & Case's German offices are recommended for *Employment*.

White & Case's Warsaw office is recommended for *Employment*.

White & Case's (Bratislava) Slovakia team is ranked in Tier 1 for *Employment*.

Chambers Europe (2007)

We have offices in the key European countries. In those countries where we do not, we maintain close relationships with local law firms in order to provide coverage across the whole of Europe.

The importance of national expertise is hard to overstate and there is a contradiction at the heart of employment and labour law in Europe: despite the ever-increasing amount of EU legislation and the attempts to create a pan-European employment policy, employment law retains a very national flavour in each country.

The most important reason for this is the absence of a single EU social model. While European countries have many broad ideas in common (such as a developed welfare state), their traditions of employment policy diverge significantly. Indeed, the ongoing enlargement of the EU states has merely increased this divergence. The liberal employment model of the UK (with a lesser role for social partners, i.e. trade unions/employers' organisations) is, for example, very different from the German tradition. Similar differences in the degree of social protection exist between, say, Sweden, Italy and Poland.

By having national employment law expertise, we are able to provide comparative evaluations of how the different laws on the same issue vary across the countries. This can be of enormous benefit to clients contemplating taking decisions affecting employees in more than one country.

When the EU does decide to legislate, employment legislation is generally in the form of directives and EU countries have significant discretion as to how to implement directives into their national law. In addition, the difficulty of getting any law adopted often leads to legislative compromises, which allow the more reluctant EU countries to retain their national traditions. A question governed by EU employment legislation may not be answered in the same way in Italy as in France, for example.

Our Brussels office closely follows the development of EU policy and is therefore in a privileged position to explain the reasons for the legislation, as well as to alert clients to future developments by means of newsletters, email updates, etc. Where there is harmonised EU legislation, the Brussels office can respond to questions of interpretation which, by definition, cannot be answered by reference to a single, national tradition of law.

Working together



Our Employment & Benefits Group is structured with your needs in mind. We will make sure that you get the right level of skill and experience from us – with active partner involvement.

We build strong, long-term relationships with our clients and strive to maintain team continuity.

We advise on all areas of employment, pensions and benefits law across a wide range of industries. The advice you receive from us will be:

- Accurate
- Effective
- Timely
- Easy to read and understand
- Commercial
- Delivered in a human and sensitive way

The number of clients who return to us reflects the success of our working style.

Managing matters and adding value

Our strategy is to put in place streamlined teams that avoid duplication of skills, personnel and costs.

We believe it is critical to maintain continuity and to put in place a single point of contact with broad knowledge of all issues that may arise during the course of any matter. This process is designed to assist our clients in achieving their business objectives.

We are happy to conduct regular client satisfaction reviews to ensure that we are meeting and exceeding the expectations of our clients.

Our aim is to establish strong, long-term relationships with our clients, and we can offer:

- Regular client training seminars on new legal developments or matters of particular interest
- Seminars
- Secondments
- Legal updates

An independent view

“These solicitors impress clients with their ‘professionalism and people skills’. Clients went on to add that the unit keeps on top of regulatory and legislative changes, putting them ‘at the leading edge of thinking on relevant issues’.”

White & Case is ranked for international employment, with “employment experts situated across the globe, providing clients with the local presence to handle global issues. Companies find the London team extremely useful when opening up operations in other countries, describing them as ‘knowledgeable, responsive and practical - they strike the right balance and understand commercial pressures’.”

Chambers UK (2008)

How we can help you

Advisory



We provide fast, accurate advice on day-to-day issues to help prevent them turning into crises.

Co-determination and corporate governance

In some European countries, there is a requirement for co-determination, i.e. for companies to establish a supervisory board consisting of representatives of the shareholders and employees. In all, there are detailed rules on how companies must be managed.

extensive experience in such matters and can help you handle them in the most positive way. We have comprehensive experience in negotiating and drawing up settlement agreements and taking clients through special employment protection rights and dismissal hearings.

Drafting new contracts of employment/staff handbooks

It is very common for a new business owner to seek to standardise terms of employment across the business, or for an existing employer to review and update terms and conditions of employment, so that they represent today's best practice. We are experienced with such projects, whether on a national or pan-European basis. We also draft codes of conduct for employees, taking care to ensure that they comply with the applicable law and practice in Europe.

Data protection

The implications of the EU's Data Protection Directive are of great importance to all businesses, particularly those which operate on an international basis and transfer employees' personal data gathered in one country to another. These implications are most noticeable when transferring employee data outside the European Economic Area to countries such as the United States.

Employment policies and procedures

All too often, employers' intentions in terms of the organisation and direction of their workforces do not match reality. We will work with you to devise policies which help your business grow and not fall on the wrong side of the law. This can include an employment law policy audit to check that your documents are up to date.

We are retained by a number of international corporations to advise on how to deal with the flow of data within their organisations. Such advice has been provided both generally in the context of advice on management of a business, and specifically, for example, when employees are participating in a new incentive scheme.

Dismissals

Nowhere else is it more important to get the procedure right if employers want to avoid substantial liability. Our ability to field lawyers grounded in the approach taken in their country is of particular importance in this area. We have



European, national works or workers, councils and trade unions

We have recognised expertise in the area of European works councils, and have devised and implemented several of these. In a transactional context (and generally), we are familiar with working on collective employment/labour regulations and establishing new collective employment/labour relations following a merger.

We are frequently involved in matters as diverse as setting pay rates in industries subject to central collective bargaining, to negotiating new collective bargaining agreements and derecognition and recognition of trade unions.

Executive benefits

We have one of the largest executive compensation and benefits practices in the world. We provide comprehensive advice in this area, as explained below.

Large-scale redundancy programmes

Our team has experience in many large-scale redundancy programmes, ranging from 20 to 5,000 employees. We will not just tell you the law (unless that is what you want). We will work with human resource personnel/consultants and help devise the documents needed to implement the programme and avoid unnecessary disputes.

If such a programme is necessary, and the programme is to apply across several European countries, it will be of paramount importance to ensure that all local laws are adhered to and the timing of any announcements coordinated.

Setting up in another country

We regularly advise employers on how best to structure, recruit and pay employees in countries which are new to such employers.

Secondees, consultants, leased employees and other 'atypical workers'

One of the major employment/labour law developments in the recent past has been the increased wish on the part of businesses to engage individuals other than as straightforward employees. Special arrangements, such as seconding employees from one employer to another in a different country, raise issues of employment/labour law and have tax consequences. If the issues and consequences are not thought through, expensive mistakes can be made which may frustrate the purpose of the arrangement.

Employment-related intellectual property issues

We regularly advise employers on the proper acquisition of intellectual property rights created by their employees and the implementation of workplace invention remuneration schemes.

Our technological resources

We devote significant resources to the development and enhancement of our technological infrastructure and capabilities and are committed to remaining at the forefront of technological developments. Our goal is to embrace the applications and systems which improve our productivity by enabling our lawyers to communicate effectively and efficiently with our clients. We practise law with the most sophisticated and efficient tools possible for the benefit of our clients – with security being a key concern.

To keep you up to date with new developments in global employee incentives, we can offer a comprehensive online information system, White & Case Universe (available at www.whitecase.com/universe). This is an interactive resource that assists in implementing and coordinating benefits on employee incentivisation and employment strategies worldwide. It also provides secure client-specific extranet sites.

Through these resources, we can provide as part of our service to our clients, electronic access to information and documents that are generated by different lawyers from within our firm – wherever they are located. These systems allow our clients secure and reliable real-time access to all key documents, emails and other relevant communications.



Transactions

Acquired rights

Our lawyers in every office are adept at dealing with the consequences of business transfers, both under national law and as a result of the EU Acquired Rights Directive. We have experience in coordinating transaction-related employment issues across Europe. We have a particular expertise in dealing with these issues in the context of multinational outsourcing.

Restructuring

Businesses with financial difficulties face specific employment issues when bankruptcy or insolvency is a prospect, as do the prospective acquirers of such businesses. We can deal with these issues on a national and pan-European basis.

Privatisation

We have particular experience in advising on the establishment of private companies and the transfer over/outourcing of state or state-controlled functions to the private sector. Our team has advised on many such deals, focusing not only on the usual employment law implications of these transactions but also on the public law, political and public relations aspects of such matters.

“Many clients come to the London office of this international behemoth for cross-border litigation and transactional matters. It is not only the size and overall reach of the group that attracts them, but the proactive and personable style of the lawyers.”

Chambers UK (2007)

Mergers and acquisitions

Employment advice in the context of transactions is an important part of our practice, due to the increasing importance of covering all the labour and employment issues. Specifically:

- Drafting the employment aspects of the transaction documents to bring full compliance with applicable laws
- Guiding the relevant parties through all the consultation and notification requirements for employees
- Advising on the effects of transactions on terms and conditions of employment and on collective labour agreements and employee representative arrangements
- Setting out and advising on the implications of contracting out services on a national and multinational basis

Contentious

In most, if not all, European countries, employment litigation has increased year on year over the last decade. Whether or not employers are actually at fault, there is an increasing likelihood of employment-related claims being made against them, and it is essential that employers get sound advice on how to deal with such matters. The EU continues to adopt legislation that gives new rights to individual employees. For example, age and disability discrimination was prohibited across the EU by December 2006. We can draw on experience from countries where such laws are already in force to provide advice to our clients in countries where these laws are new.

We have extensive experience representing clients in the relevant employment/labour courts and tribunals (handling appeals up to and including the European Court of Justice) in a wide variety of actions ranging from dismissal and breach of contract to applications for injunctions and enforcing non-compete clauses. We have dealt with claims involving, among others, disability, race and sex discrimination, equal pay, collective redundancies and working time regulations.

A key aspect of our role is to help to resolve disputes, and to work with you to identify the best solution for your particular situation.

We will consider, from the outset, whether there are grounds for a commercial settlement or whether the claims should be defended or pursued.

Today, increasing salaries in line with inflation or seniority is not enough to motivate employees. We can advise you on the latest incentive plans as they are devised in the US and elsewhere.

Employee benefits



Clients regularly come to us for advice on all forms of equity and cash-based compensation plans, including:

- Share option plans with and without special tax status
- Co-investment plans
- Employee trusts
- Share purchase plans
- Restricted share plans
- Restricted Stock Units
- Stock Appreciation Rights

Our clients include large multinational corporations that require a broad range of compensation alternatives for their employees. When we deal with these issues internationally, we focus on needs that are country-specific. Given our cross-specialisation in financial services and our immediate access to a global team of experts, we understand the common and accepted practices for compensation in particular jurisdictions and regularly deal with novel or unusual structures. Moreover, we are well situated to coordinate global plan compliance needs worldwide.

Tax and pensions are fast changing areas of law for employers, and are of fundamental importance to employees.



Pensions

Clients who seek advice on pensions and retirement benefits have access to a worldwide team of pensions lawyers who have the local knowledge required to provide effective guidance in this complex and challenging area of law. We deal with all areas of pension arrangements, funded or unfunded, and all areas of pension law, including:

- Pension plan mergers, renegotiations and terminations
- Pension issues in transactions
- Pension aspects of corporate insolvency
- The drafting and amendment of plan documents and employee communications
- Trustee responsibilities
- Establishing and operating pension plans
- Restructuring pension arrangements, often on a multi-jurisdictional basis

We are also well placed to advise on pension-related disputes and pension-related issues arising from transactions such as pension plan transfers and pension rights for employees on asset-based transactions and outsourcing.

Employee tax

Our employee benefits and employment lawyers work closely with our tax lawyers to provide comprehensive advice on tax issues arising from employee benefits issues, executive compensation arrangements and other international tax issues. Specifically, this includes advice on:

- Tax issues arising from secondees, consultants, leased employees and other “atypical workers” to and in European countries
- The structuring of share-based compensation in a tax-efficient way
- Residence and domicile and related tax issues
- International employee issues and application of double-taxation treaties
- Planning share purchases
- Incentivisation
- Termination payments
- Tax issues arising from pension plans and, in particular, international pension plans

Our global network

Few firms can match the White & Case network.

As all major transactions increasingly include a true global element, the benefits of having strong local knowledge across Europe, Asia, the Middle East, Africa and the Americas are clear.

Uniquely among the major US firms, we built our network by attracting the very best people in the key locations. As a result, we consistently score highly in all independent ratings both globally and in each key jurisdiction.

In each country our lawyers are an integral and mostly well-established part of the local business and legal communities, with a deep understanding of the political, economic and operating environments that guarantees you a straight, informed and accurate view.

We pride ourselves on being able to give a rapid response from anywhere in the network as our lawyers work together regularly sharing know-how, best practice and business contacts.

White & Case has recently been awarded the following accolades by leading legal benchmarking publications:

- Client Service Team of the Year
- Banking and Finance Firm of the Year
- US Law Firm of the Year
- Global Law Firm of the Year
- Best US Firm in London
- Russian Law Firm of the Year
- Frankfurt Law Firm of the Year
- Eastern Europe Law Firm of the Year
- Eastern Europe Corporate/M&A Firm of the Year

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New York
Palo Alto
Washington, DC

Latin America

Mexico City
São Paulo

Middle East/Africa

Abu Dhabi
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Worldwide. For Our Clients.

White & Case LLP, a New York State registered limited liability partnership, is engaged in the practice of law directly and through entities compliant with regulations regarding the practice of law in the countries and jurisdictions in which we have offices.

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