



# ASK THE EXPERT



# ASK THE EXPERT

WITH IAN QUAYLE

---

In our Ask the Expert section, Ian Quayle, Managing Editor of Property Law UK, interviews seasoned legal professionals. He poses a series of questions regarding the current landscape of residential conveyancing or commercial property transactions, encouraging them to impart their knowledge and expertise to the readers of Property Law UK magazine.

In this month's edition, Ian is joined by Tom Warrender, Partner and Commercial Property Solicitor, Wilson Browne Solicitors.

## ASK THE EXPERT

**Ian Quayle (IQ)**

Thank you Tom for spending some of your valuable time answering some questions for Property Law UK, it is much appreciated.

My first question is what brought you to commercial property work?

**Tom Warrender (TW)**

Honestly, if you had asked me at university what area of law I would end up specialising in then property work of any kind would not have been up there as I really didn't enjoy land law

at university! However, this does highlight the importance of keeping an open mind and through my training contract I was able to spend time working in residential conveyancing, together with commercial property work and that latter seat enabled me to experience a wide variety of commercial property work including land acquisition and development. It became perfectly clear to me then that the actual practice of dealing with commercial property law was very

---

enjoyable and it was the career for me. I can honestly say I have no regrets for the area of specialism that I chose.

**(IQ) Do you still enjoy your work?**

**(TW)** Absolutely! Naturally, there are no days without challenges, and we constantly see increased regulation meaning there is more and more compliance for a lawyer to do, but I don't let that take away from my overall enjoyment. I am blessed to act for a wide variety of clients from those where it is their very first transaction through to national and international companies

who have dealt with property matters for years. I love the variety of client and instruction and ultimately, as the commercial property solicitor in the transaction, being able to add value from my side. I also wear two hats within Wilson Browne Solicitors because on the one hand I am a commercial property solicitor, but I am also an Equity Partner who sits on our Board of Management, so I get the full mix of essentially managing a firm, being involved in management, business development etc. but also specialising in the area of law that I trained in as well. I love that mix!



**(IQ) When you are onboarding a new client, can you share examples of situations where alarm bells might ring and when you would decline to act?**

**(TW)** As I alluded to earlier, there is more and more compliance that we are all, as lawyers, having to deal with. At Wilson Browne Solicitors we have support on the compliance and AML side by having the appropriate people in place together with systems and training etc. In terms of alarm bells, less so an example of a situation where it might arise but more so about being live to all of the facts, is understanding what alarm bells might ring and how you are going to deal with them. There is a balance of establishing what we need to collect in terms of identification, source of funds, knowing your client etc., but also how we ask the client for that because you may think there is an alarm bell if a client seems evasive but it may simply be that they do not understand why you are asking for it so the importance for me is to understand what processes your firm has in place, what training for staff at all levels you have, and how you communicate with potential clients to ensure that there aren't any false alarms going off but if and when an alarm bell did go off you would know how to respond to it.

**(IQ) If there was one thing you could suggest to make the commercial lease transaction process smoother and more efficient, what would it be?**

**(TW)** If there were no parameters on that one thing I could ask for, and you could guarantee my wish would come true (!), then I would simply wish for all solicitors





involved in commercial property transactions to take detailed instructions from their client at the outset and to keep communication flowing throughout so that whenever they are responding they are acting on their clients instructions. That might seem like an obvious point, and it is certainly something we should all as commercial property solicitors be doing, but the reality is that often isn't the case and you will find people raising unnecessary enquiries that aren't really relevant to the transaction, or proposing amendments to documents that are mere semantics and don't actually change the document as a whole, or raising technical arguments that they think are really important, but that their client in the grand scheme of things is not concerned about. With that I am not suggesting we take away the duty of care that we have to our client, and it is important that they are fully advised, but I lose count of the number of transactions that stall where lawyers are digging their heels in and haven't actually spoken to the client about a way forward and a practical solution. If we all made a pact to do, what quite frankly we should

already be doing, and keeping in regular communication with our client, acting on informed instructions, then I am sure the whole process would be a lot smoother.

**(IQ) If you were taking on a new trainee or member of your support staff what would be your three most important pieces of advice when acting for a commercial client buying a commercial property?**

**(TW)** I have the pleasure of regularly working with our trainee solicitors when they take their commercial property seat. The three most important pieces of advice are Who, What and Why. Who in the sense of knowing your client, understanding who your client is (which obviously ties in with the compliance, AML, source of funds, know your client side of things but also a wider understanding of the client and their business). What in the sense of what are your client's intentions here, what are the keys factors at play for them (not just timescales but anything else of relevance, again tying into the first question of Who

and really understanding your client and what their key drivers are here). Finally, why, more so for the trainee themselves, in the context of “Why am I doing X, Y, Z?” i.e. understanding at every step of the transaction why you are drafting a clause in a particular way, or why you are raising a certain enquiry and if in doubt read up and research and speak to your supervisor. I operate an open door policy and very much a “no such thing as a daft question” policy because the most vital skill for any trainee, or any lawyer come to think of it, is understanding why you are doing a certain thing; if you understand the Why then you can deal with any response from the other party’s solicitors, but you can also explain it clearly to your client.

**(IQ) How do you deal with pre-exchange buyer client inspection?**

**(TW)** You will have noticed one of the themes coming across from me in this Q&A is all about communication. In relation to this particular question communication once again is of utmost importance because if you have had clear communication with your client throughout in terms of the processes, the things that need to be done, the things you would recommend would be done etc., and there is as much advanced warning as possible then you are not simply flagging things to tick a box and hopefully show you are compliant on a file, but rather your client is fully advised and aware of what is to come, likely timescales, and what they need to organise.

**(IQ) Where do you stand on reporting on title? Do you prepare interim reports on title or a full and complete report on title when the due diligence process is completed?**

**(TW)** I must admit it varies depending on the transaction and the client. For some clients and transactions, it is better for them if we get to a stage where we can do a full report and that can often be the case with experienced clients. In other matters it can be better to report as and when things come in and I think you just have to make a judgement call on a particular file or for a particular client. On the one hand clients don’t want to be pestered every other day, but on the other they don’t want any nasty surprises down the line. If you (continuing this theme of communication) are clear





with your client throughout and communicate effectively then you can work out the best method of reporting for that client on that particular transaction, which comes back to my earlier point about understanding who your client is and what their key drivers are. We naturally have a duty of care to our client but it is on us as lawyers to make the appropriate judgement call as to what information we need to relay to our client at what stage and the impact that has on the transaction and if there are any things to flag that may be a hurdle, being sure to make sure our client fully understands what those issues are, but also what the potential solutions and options available to the client are.

Where it is the matter that I might only do the Report on Title nearer the end of the due diligence process then what I will try and do is at least have a draft report running in the background so as and when information comes in I can add that to the report so that it is updated as I go along rather than having to do it all at the end, although I would be a massive hypocrite if I said I did that every time – that is my ideal way of working but when general day to day life comes into play, the influx of the sheer volume of emails we all receive, the revolving door of employees coming to ask questions and everything else then it is not always possible – but it is always good to have our ideals to work towards!



## Meet the editor

**Tom Warrender**  
Partner and Commercial  
Property Solicitor

**Wilson Browne Solicitors**

Tom Warrender is a Partner and Commercial Property Solicitor with a wealth of experience acting for clients both locally and nationally since 2005. Tom acts for private individuals, pension funds, small businesses, national companies, banks, charities and social landlords on a wide range of legal matters from land acquisitions and developments as well as business leases, sales and purchases, lease renewals and extensions, through to larger commercial property and land transactions. He also sits on the Board of Management at Wilson Browne Solicitors.

[wilsonbrowne.co.uk](http://wilsonbrowne.co.uk)

[twarrender@wilsonbrowne.co.uk](mailto:twarrender@wilsonbrowne.co.uk)