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### TechnoFeature: The Document Automation Revolution

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#### SYNOPSIS

In this article, legal technology consultant Seth Rowland explains why you should take a new look at "document assembly." According to Seth, document assembly software is better than ever, more powerful, and easier to use. With Seth's guidance, you'll find the perfect solution whether you want to work on the Web, share your templates over a network, or simply build a library of your favorite clauses. Perhaps most significantly, Seth discusses new services that enable you to pay for document assembly on a per document or subscription basis. This article contains 2,147 words.

#### TECHNOFEATURE: THE DOCUMENT AUTOMATION REVOLUTION

By Seth G. Rowland, Esq., <mailto:sgr@bashasys.com>  
(This article is a TechnoLawyer Exclusive.)

#### INTRODUCTION

Harry Potter, the boy wizard, spoke quietly to The Daily Prophet reporter, Rita Skeeter, inside the broom closet where she had trapped him for a private interview. Rita took out her quick quotes quill and a piece of parchment paper. As Harry answered Rita's questions, the pen transcribed and elaborated on those few halting words, turning the brief interview into a long and nuanced article about Harry, his family and his life at the Hogwarts School of Witchcraft and Wizardry.

None of us truly believe in magic. We all know that the software engine behind the quick quotes quill was a piece of document assembly software that had been programmed to take the answers to a series of questions and draft the article applying sophisticated drafting rules. We have all wished at times that we could have a quick quotes quill to use at client meetings that would take notes on the meeting and convert those notes into complete legal documents. We no longer have to wish -- we have the tool.

#### TO PRINT OR NOT TO PRINT

For the past decade, lawyers have been encouraged to build

their own document assembly systems, with the promise that they would be able to "print money" or write their own ticket. Just take "your precedents" and build interactive interviews that can be used by you and your staff to quickly create custom legal documents. Your firm and your clients will reap the benefits of these efficiencies; you from increased revenue for less expenditure of time, and your clients from decreased per transaction costs.

A range of powerful tools has been available:

-- HotDocs <http://www.hotdocs.com>

-- GhostFill <http://www.ghostfill.com>

-- WinDraft <http://www.lawtech.com>

-- ActiveDocs <http://www.activedocs.com>

-- ProDoc <http://www.prodoc.com/index.asp>

-- Memba Genesis <http://www.memba.com>

These tools have been widely adopted, but have fallen far short of their potential. The primary reason: lack of time and investment.

To build a custom document assembly application requires a major commitment of non-billable attorney time. With consultants, the time to bring projects to completion can be reduced, however, at a cost that far exceeds the cost of the software. Unless and until attorneys begin viewing document assembly projects as capital investments, rather than overhead expense, the most profitable projects will not see the light of day. Unlike traditional law practice where you are paid by the hour, there is "no return" on a document assembly project until it is completed, resulting in the substantial "opportunity cost" for time spent on development. The massive R.O.I. on document assembly only comes after completion and deployment.

## THE REVOLUTION

The document assembly revolution has come on two fronts: time and investment. On one front, new tools are available to decrease the time it takes to bring a document assembly application from concept to completion. On the other front, new subscription and per document services are available to attorneys that offer document assembly "without the investment." These developments together threaten a revolution in the practice of law as your clients and competitors recognize the efficiencies that these tools offer.

The next revolution will come when these tools are universally adopted and the discourse focuses on the "data" behind these systems, rather than the words of the documents. In the future, lawyers will exchange "answer data" in their transaction negotiations. For example, in a commercial lease negotiation, the broker will use a document assembly system to prepare a term sheet. The broker will ship the term sheet and the "answer data" to the lawyer who will use it as the basis to draft the lease. The landlord's lawyer will ship the lease and the "answer data" to the tenant's counsel who will review and provide a counter offer. Finally the executed contract and "answer data" will

be fed into the landlord's property management system.

### The New Markup Tools

When approaching a document assembly project, one should be prepared for hard work. That is because legal drafting involves hard work and hard choices. An experienced corporate lawyer applies thousands of minute drafting principles when reviewing a transactional document. A good document assembly system needs to be able to reflect those nuances. What one should not have to do is learn a "new language" or become a programmer. Recognizing this, several vendors have built markup tools to assist in the development of these applications.

**HotDocs Markup Tool:** This tool is a separately sold Word plugin that enables you to collaborate with others in marking up precedent documents for someone else to code. The markup would identify optional text and the rules governing those options, as well as blanks that need to be filled in. There is a separate product, the HotDocs Template Set Generator, that enables a developer to review your markup and use it as the basis for building the automated templates.

**GhostFill Markup Wizard and Paragraph Wizard:** These tools are included with GhostFill developer edition. The markup wizard enables YOU to identify fillpoints in the document where data needs to be supplied and describe the prompt and any special comments. The paragraph wizard enables you to select text and apply rules.

**DealBuilder: Business Integrity**  
<<http://www.business-integrity.com>> takes document markup to a new level. In DealBuilder, the "markup" is the thing. DealBuilder's special engine can interpret multiple styles of markup in a template. It is a matter of choosing your markup-style and applying it to the text. DealBuilder Author then interprets that markup, and alerts you to any inconsistencies in your markup.

### Clause Libraries

For some firms, getting agreement on "standard language" will never happen. In the absence of a document czar, it is often difficult to get sufficient agreement among partners, to produce a workable template that satisfies everyone. For other firms, there simply is no "standard language" because the nature of their practice is too varied and no one has spent the time to figure out what "should" go into the standard form. For these users, several new products have emerged.

**Pathogoras:** Named after the Greek philosopher who "organized knowledge," Pathogoras <<http://www.pathogoras.com>> enables you to markup and categorize clauses. It helps you organize and group them into strings of clauses and supports some rudimentary variables and conditions. The product is easy to learn, but limited.

**LexisNexis Clause Manager:** Developed independent of HotDocs, this tool is a sophisticated database-driven application that enables you to markup and categorize clauses that can be dropped into a document. The Clause Manager helps you build a hierarchical taxonomy in which to organize your

clauses. A toolbar enables you to access the Clause Manager from Word to either select clauses or mark up clauses for addition to the library. There is no support for any variables or any link to LexisNexis' HotDocs product.

#### The New Web Browser Applications

Web applications require no desktop client -- simply a browser. There is a single computer to support (the server) or, in the case of hosted ASP applications, no computer to support. The savings in support costs is often recognized in the increased cost of the server software or subscription fee.

Ixio qShift: This new Web-based service <<http://www.ixio.com>> has an intelligent utility that breaks documents into paragraph size elements and structures them in a hierarchy that matches the document outline. It then enables you to apply rules to the paragraph selection and then feed alternate clauses. Its main focus is on document modeling. At present, there is limited support for variables, and no support for complex conditional logic or computations.

AmazingDocs: This new Web-based service <<http://www.amazingdocs.com>> breaks large documents into individual templates, and enables the developer to apply rules, conditions, and variables to the assembly. AmazingDocs adds workflow and collaboration tools to the drafting process which may be great in large organizations where multiple people share input on the document. Security and editing privileges can be added to particular sections of the document.

SpeedLegal: Taking a novel approach of a completely XML document, SpeedLegal <<http://www.speedlegal.com>> offers a hosted service that uses an XML word processor. Word templates are converted to XML and marked up in their special environment and then outputted to Word RTF after assembly.

Other Online Services: In looking at online solutions using the traditional template approach, you should evaluate HotDocs 2005 Online Server, GhostFill Server, and DealBuilder Server. Each of these platforms supports most of the sophistication of a full desktop document assembly client. DealBuilder stands out from the pack in its willingness to offer the server software with no license fee; the server costs are absorbed as a per document transaction fee as systems are built and used. For those wishing to avoid the steep licensing fee for HotDocs Online, hosted HotDocs Online is available from Accudraft <<http://www.accudraft.com>>.

#### CONTENT IS KING

When I first started legal practice, I was directed to the dozens of volumes of Benders Forms on the shelf of our library to find a "form of motion" on which to base my document. These paper forms were (1) paper, which meant they had to be retyped, and (2) simplistic, which meant they had to be rewritten. The release of these forms as disk supplements did not much improve the situation. The forms were static, poorly written, and duplicative.

This situation has changed and will continue to change. Publishers have recognized that there is a market for sophisticated interactive content. People are willing to pay for a form that actually matches what they want to produce. The number of automated forms systems has exploded because in a rules-based system, one form with a few questions can replace 20 different versions of a printed form.

#### Estate Planning Documents

Wills and Trusts have been the favorite of content publishers. They are ideal since they are perceived as a "cost of business" by law firms that can be turned into a profit center through automation. The result is that the document assembly applications available reflect thousands of hours of review by lawyers across the country. In addition to sophisticated rules, a number of vendors have built expert help systems and seminars that will turn you into an expert in the area, to further your ability to deliver quality services.

Wealth Transfer Planning: There are hundreds of users of a sophisticated estate planning product called Wealth Transfer Planning <<http://www.ilsdocs.com>>, which embodies the expertise of Jonathan Blattmachr and Mike Graham. Offered on an annual subscription basis, the product is soon to be re-released on the HotDocs platform with a custom interface that helps you to manage your client information, your individual matters, and your documents.

DWTA: Westlaw recently re-released Drafting Wills and Trusts on the GhostFill platform <<http://west.thomson.com/product/40285997/product.asp>>. This product comes with nearly two thousand user customizable clauses and a unique preview editor that enables you to revise the text of the document and preserve those changes with the answer file for reassembly.

WealthDocs: Take a look at The Wealth Counsel <<http://www.wealthcounsel.com>>, member organization, that offers a complete set of HotDocs templates, along with four multi-day conferences each year to get you your CLE and keep you up to speed on changes in tax and estate planning.

Other Vendors: Any listing of estate planning should also include Cowles <<http://www.cowleslegal.com>>, DL Drafting Libraries <<http://www.draftinglib.com>>, ProDoc <<http://www.prodcom.com>>, and LawGIC <<http://www.lawgic.com>>. An up and coming player is Oban from Authoritative.net <<http://www.authoritative.net>>.

#### Other Areas of Law

While estate planning is king of content, other areas are finding content providers.

AIA Contract Documents: The American Institute of Architects has produced standard industry documents for the building trades. These documents were recently re-released on the GhostFill platform as a desktop application with matter and document change management included. There are now over 30,000 subscribers.

LexisONE: LexisNexis has a substantial archive of automated documents, many in the area of court forms or real estate.

These are now available online through the LexisONE service <<http://www.lexisone.com>>. They range from downloadable form, to documents that require HotDocs player, to documents using HotDocs Online.

National Legal Services Document Assembly Server: A coalition of legal services organizations <<https://npado.org/fag>> has licensed HotDocs Online and built a secure server to host automated documents for legal service organizations and their clients. The system is in beta and is looking for firms to offer their templates on an open-source basis.

#### CONCLUSION

The quick quotes quill is in your hand. The choice is yours. The cost of inaction has never been higher. It's just a matter of time before some enterprising attorney or group of attorneys decides to automate your area of law and lower their cost basis. Or worse, they could offer their automated templates for resale to your competitors (or your clients).

The cost of action has never been lower. The tools are better, which means you can more easily automate your practice, and the content available is better and cheaper than ever.

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#### ABOUT THE AUTHOR

Recovered attorney Seth Rowland was named TechnoLawyer Consultant of the Year in 2002 in recognition of his work in document assembly and law practice automation. He is a nationally known technologist whose company has helped many law firms and content providers build document assembly applications for both internal use and for resale. His company, Basha Systems LLC <<http://www.bashasys.com>>, has partnership agreements with the developers of HotDocs, GhostFill, and DealBuilder. Please feel free to visit his blog for the latest on document assembly <<http://www.bashasys.blogspot.com>>. You can contact Seth via e-mail or telephone (914-827-9173).

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