GETTING STARTED WITH DOCUMENT AUTOMATION – CHECKLIST

Introduction

Most attorneys are not familiar with document automation. For attorneys who spend their days drafting documents, most start with the last document of that type they did, and begin editing from there. This approach is inefficient for several reasons: 1) you must remember what client for which you did the relevant document; 2) you must find those documents; 3) you must make every edit manually, including easily-missed items like pronouns or verb conjugations; and 4) you may include unintended/inapplicable provisions or begin with a "compromised" document because the last document had been negotiated with opposing counsel.[1]

There is a better way to draft. This checklist walks you through the creation of "gold-standard templates." Fancy name aside, a gold-standard template is a single word processor document containing all of the provisions, required and optional, that you wish to include for a given document. For example, if you draft operating agreements, perhaps you currently have several examples of single member, single shareholder, multiple members, multiple shareholders, and documents with different tax provisions. The goal is to create one LLC and one corporate operating agreement, which serve as your starting point when drafting an operating agreement.

1.   **Gather Your "Model" or "Sample" Documents**

A.   **Sources**

☐ Documents you have done for existing clients
☐ Documents colleagues have produced
☐ CLE materials
☐ Form books
☐ Model language from parties[2]

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[1] For example, if you work in commercial real estate, representing both landlords and tenants, if your present client is a tenant and the last lease document you did was for a landlord client, it's possible that your ideal landlord-friendly and tenant-friendly leases look quite different. Rather than starting with the last document, it's preferable to start with the ideal document for each scenario.

[2] For example, in estate planning, some companies named as trustee may require trusts to have specific language.

B. Organization Materials Needed

- ☐ Source documents
- ☐ Manilla folder for each type of paper source material (e.g, wills, trusts, LLC operating agreements, etc.)
- ☐ Electronic folder for each type of digital source material
- ☐ Computer
- ☐ Two computer screens, if possible
- ☐ Scanner
- ☐ Shredder (to destroy paper source documents after scanning – see below)
- ☐ Adobe Acrobat DC or other full-featured PDF software[3] (not just a PDF viewer)
- ☐ Word processor of your choice

C. Organize Source Material

- ☐ Digitize paper source documents.[4]
- ☐ OCR scanned paper source material.[5]
- ☐ Place similar documents together in an electronic folder.
- ☐ Sort the digital source material into the same electronic folders as you did for the digitized paper-source documents.[6]
- ☐ Segregate documents within the folders further, if desired – i.e. place all pour-over wills in one Will subfolder and all comprehensive wills in another Will subfolder.

2. Build a Document Template

A. Combine "Like" Documents One by One

There is no magic to the combination process. It is laborious and requires both time and a working knowledge of the practice area. Fortunately, after you

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[3] Examples for Windows include PowerPDF, pdfDocs, and PhantomPDF. An example for the Mac is PDFpen.

[4] If any "model" documents are only available in paper, then scan those documents into the computer and OCR them so that you can copy the resulting text into a word processor file.

[5] "OCR" stands for optical character recognition. It is the process by which a PDF program turns the "picture" of a document that most scanners produce into text letters and numbers that the computer understands. Before OCRing a scanned document, the computer does not see the letters t, e, x, and t; it just sees black areas on a white page. OCRing is what lets you copy text from a PDF to a word processor or search a PDF for a word or phrase.

[6] For example, all wills go together, all revocable trusts go together, etc. irrespective of whether the source material started life as paper or electronically.

complete this process, you have a single "source of truth" from which to add and remove model provisions in the future.

For purpose of this checklist example, we will say the attorney is combining a series of will documents to make a single model will. The process would be identical for other document types.

☐ Create a new blank word processor document and save it as "Will."[7]
☐ Open the first source will and copy the entire document into your new Will document. This Will is your starting point.
☐ Open the second source will while your Will starting point remains open.[8]
☐ Arrange the source document and your Will document so that you can see both at the same time. If you don't have two computer screens, use this trick for Windows, or this one for Mac.
☐ Scroll to the first paragraph or article in the source document, and compare it to the first paragraph or article in the Will document we are building. Are they different?[9]

If the provisions are the same, move along to the next paragraph or article. If the provisions are different, then examine why they are different. Is there a substantive reason for the difference?

For example, in a will's family section, you should ignore the difference between "Child 1 was born on XYZ" and "Child 1's birthdate is XYZ." However, if the difference is that the source document's paragraph or article includes a provision disinheriting a child, then you want to note that difference.

In the Will document, hit return to start a new paragraph and then type "If Disinheriting a Child." Hit return again. Paste the paragraph(s) regarding disinheritance into the Will document from the source document. Hit return

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[7] Your document will benefit greatly if you understand the fundamentals of formatting in a modern word processor, such as MS Word. If you would like to learn about this formatting, apart from an internet search for training materials, there is legal-specific training available at the PracticeHQ website or general training at Lynda. Many local libraries offer free access to Lynda with your library credentials.

[8] Having at least two computer monitors is invaluable for this process.

[9] If you are comfortable using an advanced word processing feature, MS Word has a document comparison tool that can compare two documents at a time. See these instructions for Word for Windows and Word for Mac. Other word processors may have a similar feature.

again. Type "End If Disinheriting a Child." Perhaps format the "If" and "End If" lines with a highlight color or change the font color to make them stand out. For example:

I.   Family

My name is John Doe. I am married to Jane Doe, my Wife. We have three children: Timmy Doe, born January 1, 1999, Tommy Doe, born January 1, 2005, and Tammy Doe, born January 1, 2007.

IF DISINHERITING A CHILD

I am specifically disinheriting Timmy Doe, but not for lack of love and affection.

END IF DISINHERITING A CHILD

☐ Repeat this method for each provision or article. You may need to "markup" parts of a source document word by word; other times entire articles may be conditional. You may need to analyze the family section paragraph by paragraph, in contrast to other examples where entire articles could be added or removed; for example, if the distinguishing characteristic of whether an article is added or removed depends on whether the will is a pour-over or comprehensive will.

☐ Once you have completed comparing your Will document to your second source document, repeat the process, this time comparing your Will document (which contains and identifies all the variations between source document one and source document two) to the third source will.

☐ Repeat this process as many times as necessary until all source will documents are incorporated into your single Will document.

B.   Turn Your "Gold Standard" Document into a Template

Once all of the will source documents are reviewed and either incorporated into your master Will document, the final step is to save this master Will document as a template. In word processor parlance, a template is a type of word processor document that cannot easily be accidentally overwritten. Think of it was a form book where you can keep "tearing off" another sheet of "starter text" without

worrying that CRTL + S[10] will replace your master Will document with whatever edits you've made for a specific client.

Most word processing programs have the concept of a template. Here are the instructions for saving a document in Microsoft Word as a template file:

☐ Save your master Will document (For example as Will.docx), if you have not already done so.

☐ Click the File menu in Word for Windows and select "Save As…" Mac users should click the File menu and then select "Save as Template…"

☐ Change the file format to Word to "Word Template (.dotx)."

☐ This action of changing the file format automatically changes the "save location" to somewhere deep in the bowels of the operating system. If you want your Will template to show up as an option when you select File > New in Word, then do not change the "save location".[11] However, if you are happy to double-click the Will template from Windows Explorer (or the Finder on macOS) to open a fresh document with your "master will" language, then change the "save location" to wherever is convenient.

☐ Click "Save."

Now, anytime you want to draft a will for a new client, just double-click the Will.dotx file[12] to open a brand new document, complete with all of your will language, potential provisions, and any guidance you've typed out, highlighted, etc.[13] Make whatever client-specific edits you like without worrying about overwriting your master Will template.

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[10] CRTL + S is the keyboard shortcut to save a document. For Mac users, it's CMD + S.

[11] If you leave templates in this location, *please* remember to backup that location regularly, preferably automatically, so that you do not lose your templates if something happens to your computer.

[12] Or select File > New and select the Will.dotx template if you did not change the "save location" in the prior step.

[13] To edit a template (as opposed to creating a new "starter will" document based on the template), locate the template in File Explorer (or Finder in macOS), right-click the template icon and select "Edit" (or "Open" in macOS).

3. **Automate Your Template**

A. **Decide How Much Automation You Want**

By completing the process in 3.A and B above, you have already advanced significantly from the typical attorney described in the Introduction above. The next step is to decide how much automation, if any, you want to incorporate into your new Will template. Automating a document means taking the "gold-standard template" Will you created and adding instructions via one of several programs to speed up the completion of documents and enhance their accuracy. Document automation describes everything from the simple "fill in the client's name once and have it flow automatically to every place the client's name belongs" to complex decision trees of questions that change based on answers to prior questions, all of which affect the end document produced.

The first question to consider in automation is which documents you should automate. Factors to consider include:

☐ How often do you use the document?
☐ How complex is the document?
☐ How long is the document?
☐ Are you going to do the automation yourself, in-house, or are you going to hire an outside consultant?
☐ If you or someone else at the firm is going to do the automation in-house, how technologically-savvy is that person?[14]

There's no strict formula to use as a basis for a decision. If you have a short, simple document – an NDA for example – the frequency that you use the document may have sufficient value to make it worth automating even though the document itself is short.

B. **Select a Document Automation Program**

The second question to consider regarding document automation is how much you are willing to spend. As with any competitive market, there are several

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[14] More specifically, do they have any sort of basic computer programming experience? Additionally, more complex documents require greater skill and time.

automation programs available, each with its own advantages and disadvantages. Factors to consider when selecting a document automation program include:

- ☐ Price – some are subscriptions with ongoing costs; others are one-time purchases
- ☐ Data Collection Method – some programs let you "host" documents on the Internet so that prospective or existing clients can answer the questions that someone at the firm then uses to create the final document; others are just desktop programs that run locally on your Windows PC[15]
- ☐ Complexity of Documents – if you have mostly simple documents, you don't need advanced features[16]
- ☐ Type of End Document Required – nearly all automation programs work with Microsoft Word for Windows but only one works with WordPerfect, and then only to version X7; some will let you create a PDF document, but few let you automate an existing PDF document (like an IRS form) as part of your set of documents
- ☐ Mac or PC[17]

Conclusion

Naturally, document automation touches on several legal technology issues – from paper and digital organization, to scanners, PDF software, and word processors. Making well-reasoned, informed decisions along the way makes each subsequent step easier. If you have any questions about creating gold-standard templates, deciding which documents are worth automating, or which automation solution is best for you, please reach out with questions.

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[15] None of the major document assembly programs run locally on a Mac.

[16] Software that can do more has a steeper learning curve, but many people who start with simple automation end up hungry for more advanced features.

[17] None of the major document automation programs runs natively on macOS. If you're a Mac firm, the best approach is to consider Contract Express, HotDocs Advance, or XpressDox's server solution. All perform the document generation on a website; you just download the resulting MS Word document. The programming for the automation, if done in-house, requires Bootcamp (or VMware Fusion or Parallels), a copy of Windows, and a copy of Word for Windows.