

# Power Tools for Document Preparation

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A lot of ink has been spilled in the last decade or so on the subject of how lawyers can go beyond basic word processing to prepare documents more efficiently. Indeed, a cynic might say that more has been written *about* “document assembly” than has been written *with* document assembly! But fortunately that is not true. Automated document drafting software in its many guises is widely used in law practice. It is a rare law office that does not make some use of extensive word processing macros, custom document assembly applications, or published packages with similar features. Many firms have deployed sophisticated systems for handling both routine and complex documents. There are dozens of specialized tools for this kind of work, and hundreds of technicians, consultants, and trainers who are expert in their use.

At the same time, for the vast majority of practitioners, the vast majority of legal work still proceeds with pitifully little assistance from document assembly technology or other knowledge leveraging techniques. We owe it to ourselves and our clients to do better.

This article summarizes the current field of specialized legal document automation tools.

## An Overview of Document Automation

Document assembly. Computer-aided drafting. Document modeling. Document automation. There are many names for software tools that help law office personnel quickly generate certain types of well-structured documents. Contracts and wills are good examples. A lawyer, paralegal, or secretary responds to a series of dialogs and prompts, often from within a familiar word processing program, and the system assembles a draft document. Or the user picks forms, clauses, or other document components as needed from libraries of alternatives.

Sometimes, a law firm or law department develops a custom system with one of the document assembly “engines” mentioned below, using the office's own forms and experience. This can require a fair amount of time (usually non-billable) and tedious work (thinking through and programming many possible alternatives) but can result in excellent leveraging of practical legal knowledge.

Other times, the document assembly system is an off-the-shelf system, obtained from a legal publisher or document assembly vendor, designed to produce specific types of legal documents valid in certain jurisdictions. Some well-known off-the-shelf systems include Blue Sky Advantage from CCH (using CAPS), which generates securities filings for the various states,

Wealth Transfer Planning from The RIA Group (using SmartWords), which generates estate planning documents, and JC Forms from Capsoft (using HotDocs), which generates approved California court forms.

Either way, the basic goal is to capture some of the regularities underlying the documents—what sections, paragraphs, sentences, and words go where under what circumstances. The document assembly engine provides a form of power steering for lawyers and others to make choices and specify details like names, numbers, dates, and phrases. Instead of cutting and pasting, you can pick desired options or alternatives from lists; instead of searching and replacing phrases like “Name of Testator” with your client's name, you can respond to questions and let the computer do the clerical work.

In addition to basic point-and-shoot clause selection and fill-in-the-blanks variable replacement, these systems can store drafting rules and other kinds of practitioner knowledge that can be used to guide the hand of novices and experts alike. For example, a will drafting system can be designed to ask the user about the client's state of residence, marital status, and number of children and, based on the answers and follow-up questions, insert appropriate clauses into the draft will. Document assembly technology has been applied to everything from simple thank-you letters to elaborate expert systems that advise on the laws of many jurisdictions and generate document sets that can reach into hundreds of pages.

People sometimes ask how document assembly programs differ from expert systems or other forms of artificial intelligence. The quick answer is that the categories overlap. Most contemporary document assembly functions are accomplished with conventional programming techniques and standard database structures. Most artificial intelligence applications, on the other hand, rely on a more rigorous “inference engine” and a formal set of rules with the goal of giving advice and solving logical problems. But generating documents based upon applications of rules to facts is one of the things both document assembly and expert system can be made to do. In fact, all non-trivial document automation applications can fairly be said to encode significant knowledge, and even artificial intelligence researchers seem comfortable with calling some of them expert systems, without quibbling too much about the sophistication of programming techniques used.

## **Current Commercial Tools**

Computer-aided document drafting can be accomplished through any number of software tools. Macro and merge features built into today's word processors are of course often used, and, for some tasks, are often preferable to document assembly programs. Similar features are also available in some database programs, spreadsheets, groupware applications (like Lotus Notes), and general purpose programming tools like Visual Basic. But our focus here is on the specialized programs that have emerged for building legal document assembly applications—variously dubbed “engines,” “platforms,” “authoring environments,” and the like.

There have been dozens of law-oriented document assembly engines on the market over the last fifteen years. Some have emerged with a lot of flash and sizzle, only to be gone not long

thereafter. We've seen many colorful names—such as Blankity-Blank, Accudraft, WriteSpeed, OverDrive, Work Engine, DocuMentor, JumpStart, and Clause-It. And there are distinct communities of products and vendors for other vertical markets like accounting, banking, health-care, and insurance, with little apparent cross-pollination, despite great functional similarity.

Last summer we conducted a detailed review of ten commercial document assembly engines aimed at the legal market, and prepared a “shopper’s guide” that organized them into a comparative framework of common features. Our full survey appeared in the October/November 1997 issue of *Law Office Computing*.

Here are thumbnail sketches of those products, as well as several others that were not available for inclusion in that review. We provide brief *pros* and *cons* for the products we tested earlier, and a single user price for those currently sold to the general public.

**AGILITY 3.05**, from RealWorld Solutions in Cambridge, Massachusetts (617-621-7099; [www.agilitysoft.com](http://www.agilitysoft.com)), is a DOS-based product most suitable for offices using pre-Windows versions of WordPerfect. (All other products mentioned here have Windows versions, and this company has one in development.) Developer Barbara Clapp adopted a deliberate strategy of simplicity, based on her experiences working with a large legal publisher. Agility includes most of the basic features one expects in a document assembly tool, but will need to be substantially modernized to compete with contemporary products. *Pros*: Easy to use; nested logic; repeat loops. *Cons*: DOS based; no integration with any word processor; no math functions. \$199 for single user version.

**CAPS 3.2**, from Capsoft Development in Provo, Utah (800-500-3627; [www.capsoft.com](http://www.capsoft.com)) was developed in the VMS operating system at Brigham Young University in the 1970s and 80s, supported by West Publishing, Harvard Law School, and other research partners. After being spun off to a private company (now part of Matthew Bender), CAPS was ported to DOS and (in its user environment only) Windows. Along the way, it was adopted by many publishers, law firms, law departments, and other organizations. Large annual user conferences and regional user groups began, newsletters were published, and a sizeable community of independent consultants emerged. *Pros*: superb document assembly features, and support for broader “practice systems” that provide research guidance, expert analysis, case management, and intelligent integration with other law office systems. *Cons*: Capsoft has ceased most further development of CAPS to focus on the fully Windows-based, easier-to-use but less powerful HotDocs, described below. \$995 for single-user version of CAPS Author; \$199 for CAPS User.

**FASTDRAFT 1.3**, from Interactive Professional Software in Roswell, Georgia (678-461-9050; [www.fastdraft.com](http://www.fastdraft.com)), is a good Windows-based drafting tool for attorneys. The user first selects a type of document, then chooses from available clauses, and finally is prompted to fill in the blanks in these clauses. Users can reorder clauses and can easily back up to previous steps in the process. FastDraft, however, lacks features to make sophisticated rule-based practice systems. *Pros*: User-friendly; data stored in SQL-compliant database; good clause library features. *Cons*: Limited logic; no math functions; no validation of dates or numbers. \$595 for single-user version; \$200 for run-time.

**FORM BANK 2.0** is one of the latest products from Toronto-based ExperText Systems Ltd. (800-387-2625; [www.expertext.com](http://www.expertext.com)), founded by attorney Douglas J. Simpson. ExperText—formerly SimLaw Systems—has been involved in document automation and case management tools since 1984. FormBank makes clever use of an automated teller metaphor, with developers depositing materials into the system, users withdrawing them, and a “bank manager” determining who can do what. *Pros:* uses Microsoft Access for a database of clauses, questions, and other components that can be shared across multiple forms and managed by a group of cooperating users; presents an innovative and friendly face to users and developers. *Cons:* somewhat limited in programmability. \$395 for single-user version.

**HOTDOCS 4.1**, from Capsoft Development Corporation in Provo, Utah (800-500-3627; [www.capsoft.com](http://www.capsoft.com)) is an excellent Windows-based document assembly tool from the same company that offers the more powerful but DOS-based CAPS product. Capsoft Development was recently acquired by legal publisher Matthew Bender. HotDocs has a wide variety of logical, mathematical and date functions that can be used to build fairly sophisticated systems. HotDocs Pro 4.1 also offers the ability to automate official graphical forms. *Pros:* powerful logic functions such as repeat loops; integration with major word processors; good data validation tools; relatively easy to automate documents. *Cons:* No “big picture” collapsible outline for users; add-on Database Connection module cannot write to external databases. \$149 per user for HotDocs; \$399 for HotDocs Pro.

**MASTERDRAFT 2.0**, from First Draft Legal System, Inc. in New York, NY (800-413-6033; [www.masterdraft.com](http://www.masterdraft.com)) is a powerful document assembly tool created by attorney David Brayshaw. MasterDraft has a lot of muscle and flexibility built into its program such as a myriad of math, date, and logical functions, including repeat loops that can be used to build complex systems. It is composed of separate authoring and assembly modules and, except for “post-assembly editing,” works separately from any word processor. This unique post-assembly editing feature allows users to make changes in assembled documents from within Microsoft Word and save those changes in the data file for future assembly. MasterDraft, however, was not quite as user-friendly as some of the other programs we reviewed. *Pros:* extensive logical functions; “post-assembly” editing; good data validation; user can create new clauses during assembly. *Cons:* interface is dated (e.g. sometimes “OK” buttons are missing and sometimes you cannot cancel current operation). \$1295 for the Authoring module; \$300 for the Assembly module.

**MILLRACE**, from Old Mill Software, was developed by C. Howard (Tom) Thomas after his retirement from a large Philadelphia law firm. He gained attention for his thoughtful opposition to what he called the “QAIL” (question-and-answer and imbedded logic) approach most document assembly vendors take. Millrace was designed to allow attorneys to build documents by combing through annotated collections of forms and clauses, based on client requirements and negotiated issues. Tom Thomas regrettably passed away in 1997 and no further activity from his company is expected.

**NOVADOCS 2.0**, from Novation Corporation in Phoenix, Arizona (602-493-2177; [jconger@msn.com](mailto:jconger@msn.com)) was conceived by attorney James Conger. NovaDocs showcases some welcome interface innovations. It provides the basics of document assembly in an easy-to-use and attractive package that exploits such features as collapsible outlines and drag-and-drop.

*Pros:* Clauses and questions can be edited on the fly while assembling documents, making for little distinction between developer and user modes. *Cons:* Conditional logic, repeat loops, answer validation, and other features standard in most engines are conspicuously lacking. \$249 for single-user version.

**POWERTXT 2.5**, from Intercon Associates, Inc. in Rochester, New York (800-422-3880; [www.interconweb.com](http://www.interconweb.com)) is a feature-rich and easy-to-use program that makes excellent use of graphics and color. It evolved from FlexPractice, a popular DOS-based document assembly program in the 1980s developed by attorney Dennis Schuler and software engineer David Hill. In PowerTXT, model documents show up as graphical outlines on the screen. After users point and click their way through necessary decisions, questions are asked that gather the details needed to assemble the desired document. *Pros:* does not require any traditional programming—menus, buttons, and simple rules are used to define relationships among alternative and optional text segments. *Cons:* does not support traditional programming techniques like repeat loops and nested IF statements. \$595 for single-user version.

**PRODOC**, from Automated Legal Systems, Inc. in Universal City, Texas (800-759-5418; [www.prodoc.com](http://www.prodoc.com)), is an elegant, object-oriented program for document automation that some enthusiasts have sought to use for their own projects. Founded by attorney Alan Schoolcraft, Automated Legal Systems decided not sell the ProDoc engine directly to legal practitioners. Instead, he has used it to develop completed document assembly libraries for various practice-specific markets in Texas, Florida, and Colorado.

**SCRIVENER 3.2**, from Dianoetic Development Company in Haddonfield, New Jersey (609-428-7451; [MAEJFM@rohmmaas.com](mailto:MAEJFM@rohmmaas.com)) was created by Dan Evans—a Pennsylvania attorney long active in estate planning and legal technology—and software engineer John McAdams. It is distinctive in being built on a true rule-based expert system engine, and was among the first document assembly products to make good use of outline representations of document structure. *Pros:* offers as complete a palette of programming functions as any engine mentioned here, and provides unusual support for incremental model revision as you use the system in everyday practice. *Cons:* interface becoming dated; seems to have very little presence in the market at this time. \$495 for single-user version, with free run-time.

**SMARTWORDS**, from The Technology Group, Inc., in Baltimore, Maryland (410-576-1776; [www.tgrp.com](http://www.tgrp.com)) is an integrated suite of text production and data management tools. Attorney Kenneth Frank has been in the document assembly business for years, previously marketing the DOS-based product General Counsel. The Technology Group is actively recruiting content partners, rather than selling its tools directly to legal practitioners. One published system is Wealth Transfer Planning, from the RIA Group. We haven't yet had the opportunity to work directly with SmartWords. But it appears to push the envelope of document automation technology in just about every direction, with a full-featured built-in word processor, security levels, object-orientation, relational database, and an open interface to other programs.

**WINDRAFT 3.0**, from Eidelman Associates in Ann Arbor, MI (800-775-2786; [www.lawtech.com](http://www.lawtech.com)) was developed by well-known attorney and law office automation consultant Jim Eidelman. WinDraft provides an intuitive split-screen interface for users of completed

systems. On the left side is a collapsible outline of the entire system and, on the right side, is a context-specific data entry screen that corresponds to the highlighted area of the outline. With the outline on the left, users can always see the big picture and can easily back up to earlier questions and modify or review answers. The system we reviewed was nicely integrated with Microsoft Word. We are told a WordPerfect version is now available. *Pros:* excellent user interface; good logical constructs; good developer/scripting tools. *Cons:* no built-in math functions; limited data validation tools. \$295 for a single-user version.

**WORKFORM**, from Analytic Legal Programs, Inc. in Redwood City, CA (415-321-3330, [www.workform.com](http://www.workform.com)), is a set of powerful document assembly tools that gained substantial market share in large law firms and legal departments in the 1980s. Eric Little, an attorney and founder of Analytic, is one of the forefathers of the document assembly industry. Little has developed a new 32-bit version of the WorkForm System, composed of Visual WorkTool (the development tool) and Visual WorkForm (the assembly tool). The Visual WorkForm System has an impressive graphical user interface and post-assembly answer revision functions. It is too early to tell how this will be received by the market. \$895 for a single-user version.

## How to Choose

Before you spend a lot of time selecting or learning a document assembly engine, see if someone else has already automated your target documents. Publishers offer packages for real estate, wills and trusts, family law, immigration, bankruptcy, commercial lending, civil litigation, and many other areas, often with state-specific versions. Some of the vendors mentioned in this article offer pre-built packages for sale to the legal community. If you are lucky enough to have a practice for which such a system has been built, you can take advantage of these tools at modest cost. Many of them can be customized and extended.

If you decide you want or have to “roll your own,” the decision process can become daunting. Specialists in document automation development tools can quickly identify dozens of selection criteria. There are all *kinds* of things a document assembly engine can do, and all kinds of *ways* they can do them. Moreover, the products reveal a bewildering variety of design concepts, interfaces, and vocabularies. A “variable” in one system is an “element” in another system, a “question” in another, and a “component” in yet another. A gathering of developers from different camps can be a real Tower of Babel. How should you find your way through this thicket of tools?

Our earlier article detailed standards and methods for choosing among the commercial engines. In brief, you need to ask *yourself* a lot of questions, and you need to ask potential *vendors* a lot of questions. Do you have the resources and stamina to take on a development process? What features are critical for you? Does the vendor have a stable place in the market? Are there a lot of fellow users and independent specialists you can draw upon if necessary? How well will this product fit into the current and future software ecosystem of your office?

Key features to consider include: word processor formats supported; degree of integration with word processing, document management, and case management systems; logical and math

functions supported; availability of outline/big picture view; database support; data validation; and technical support.

If you get serious about building a practice system, you will wind up putting a lot of your stuff into the program or environment you choose. Be aware that virtually all of today's products represent proprietary frameworks, even though some are "open" in the sense that they can interact with other programs and other data. We have yet to see any vendor-neutral standards with which to express the professional substance of these systems. Converting or migrating even modest applications from one platform to another is often hard work. Try not to get paralyzed by the process, but give your choice of tool the serious attention it deserves.

## Leverage for Litigators

Document automation seems naturally at home on the desktops of transactional lawyers. Wills, trusts, leases, contracts, and other typical transactional documents lend themselves superbly to the kinds of tools reviewed here.

But litigators also can—and do—make good use of document assembly technology. Pleadings, motions, discovery documents, proposed findings, orders, jury instructions, correspondence, and routine memoranda typically have enough structure and regularity to benefit from computer-aided drafting. Captions, signature lines, instructions, and other standardized parts of these documents can be handled with minimal effort. Common claims, defenses, prayers for relief, interrogatories, and the like can be maintained in libraries for easy selection and insertion.

Keep in mind that documents need not be totally, or even predominantly, formulaic to benefit from automation. A system can help enforce overall styles and structures, even if the content is entirely idiosyncratic. A system can provide the guidance and scaffolding to enable the skilled draftsman to focus on the legal analysis and creative advocacy needed for effective results. Even trial plans and appellate briefs respond well to this treatment.

Document automation is also a natural complement to *case management* and other litigation-oriented database systems. Systems that manage the facts, tasks, issues, and events of one or more cases usually have the built-in ability to generate statistical reports and simple "merge" documents. But they can be greatly enhanced by more sophisticated document assembly templates that draw upon the case management data to prepare customized documents with matter-appropriate sections and passages. Some current case management products, such as CompInfo's LawPack for large law departments and Amicus Attorney for small law firms, have pre-defined interfaces for integrating with HotDocs. CLMS from Mitrastech has similarly been integrated with PowerTXT. Such integration has the major advantage of re-using client or matter information already in a law office database and not requiring such data to be re-entered, with all the effort, chance for errors and inconsistencies that duplicative data entail.

## Getting a Return on Investment

Ensuring the success of a document assembly project has a number of aspects. First, there are the technical issues. To minimize these, it is best to start small with a relatively simple but often-used document. Think through all the possible permutations of the document (e.g. lease is renewable versus lease is not renewable) and test it thoroughly before rolling it out. Use all the data validation tools of the software so that if you expect a date and the user does not supply one, a helpful error message appears. Fix any bugs that creep in your system and keep the system up-to-date with changes in the law and law firm standards.

Second, there are the people issues. Before the system is rolled out, solicit input from potential users. What are their favorite clauses? Consult key users and use their input. To minimize frustrations, make the system easy-to-use. Explain on-screen the consequences of key choices and provide a help system and readable documentation. As the system is rolled out, provide demonstrations and training sessions, one-on-one, if appropriate. And get management on board early so they understand the benefits of the system and can encourage its use.

Finally there are the sensitive billing and compensation issues. Document automation and other forms of legal knowledge leveraging go hand-in-hand with alternative forms of billing (e.g. charging a fixed fee for certain document-based legal tasks). Firms that understand and deploy these arrangements along with document automation can lower costs, maintain high quality, attract new cost-conscious clients, and improve profit margins. At the same time, firm leadership should establish time-crediting and compensation policies that reward attorney efforts in system building and use, and cultivate attorney champions for document assembly. Success in these organizational challenges will be much more important to effective utilization of document automation tools than any particular choice of software or technical methodology.

Keep in mind that having great tools is important, but the technical, managerial, and lawyering practices within which they are used are what really count.

## **Start Your Engines**

Lawyers these days are faced with an embarrassment of riches when it comes to tools for improving their practices. The legal document automation industry is quite healthy and mature. Today's engines are more powerful, and less expensive, than ever. Those who understand and harness the power of document automation can reap great benefits in enhanced quality, efficiency, and job satisfaction. This is an old story, but worth retelling. It could be a serious mistake to ignore these opportunities.

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