

Drafting Assistant Transactional Version

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For assistance using Drafting Assistant, call 1-800-937-8529. You can also visit our contact page at

<http://legalsolutions.thomsonreuters.com/law-products/support/west-km>

For free reference materials, visit

<http://legalsolutions.thomsonreuters.com/law-products/support/user-guides>

For free reference materials, visit legalsolutions.thomsonreuters.com/guides. Our products also contain comprehensive, searchable instruction available via the **Help** menu in the application.

Drafting Assistant - Transactional

Drafting Assistant–Transactional is a product suite that is integrated directly into your word processor, providing content and functionality to help you accurately and efficiently draft and review business agreements. It provides tools that can help you quickly generate or review a first draft, as well as benchmark precedents and find and address potential errors, omissions, and inconsistencies that may occur in the process of drafting, negotiating and reviewing your agreement. With Drafting Assistant, you can produce your best work and shave hours off the drafting process.

To work with the Drafting Assistant tools while drafting a document in Word, use the Drafting Assistant toolbar. This toolbar provides access to all of the Drafting Assistant tools and to launch complimentary products like **Firm Central**, **Concourse**, and **Practical Law** (for more information, go to legalsolutions.thomsonreuters.com/law-products/customer-service/contact-us).

Working with Deal Proof

Use the Deal Proof tool to analyze and review document drafts. You can quickly generate or review a first draft, as well as find and address potential errors, omissions, and inconsistencies that may occur in the process of drafting, negotiating, and reviewing your agreement. Deal Proof flags your document for potential errors and discrepancies, and references made in your document. After thoroughly reviewing your document, you can generate reports for flags, references, and the outline of the findings and then remove all markings and hypertext links in the documents.

1. Deal Proof allows you to customize your analysis, display, and flag settings.
2. Open your document in Microsoft Word and click **Deal Proof** on the Drafting Assistant toolbar.
3. Click **Analyze**. All potential errors and inconsistencies and references display in the left pane.
4. Expand/collapse the lists of flags and references found in the document and click the Flag and Reference types to go to the flag or reference link.

5. Click the flag or reference link to go to the flag or reference section in the document text.
6. Click **Create Report** to generate a report of the analysis.
7. Click **Export** and select **Download** to open the results in a separate document. Select **Email** to send the results as a Microsoft Outlook attachment. Click **Deliver Report**.
8. Click **Close** to remove all markings inserted in your document and close the Results pane. Cleaning a document does not remove any of the substantive changes you make to the content of the document during the analyzing process. After cleaning a document, you can forward it to others, with no evidence of analysis.

The screenshot shows the 'Deal Proof' interface. At the top, there is a header with 'Deal Proof', a help icon, and a home icon. Below this is a 'Results' section showing '870' flags. The main content is divided into three sections: 'FLAGS BY TYPE', 'FLAGS BY SECTION', and 'REFERENCES'. Under 'FLAGS BY TYPE', there are five categories: 'Defined Term Discrepancies (680)', 'Numeration (14)', 'Punctuation (6)', 'Non-Conforming Phrases (169)', and 'Open Issues (1)'. Under 'FLAGS BY SECTION', there is one category: 'Cited Sources (188)'. At the bottom, there is a 'U.S. Patents' section with three buttons: 'Create Report', 'Export', and 'Close'.

UNDERSTANDING REFERENCES

After analyzing your document, all references in the document are marked in the document and listed in the results pane. Click References to see the types of references in your document, including Cited Sources, Conforming Phrases, Cross-Referenced Documents, Cross-Referenced Sections, and Defined Terms.

UNDERSTANDING FLAGS

After analyzing your document, all potential errors and inconsistencies display in the results pane. Click either **Flags by Type** or **Flags by Section**, click a category to view the flags, then click the flag to jump to that occurrence in your document. The following categories are available:

- **Defined Term Discrepancies:** These flags show potential issues and inconsistencies in defined terms, including the following, **Defined But Not Capitalized**, **Defined But Not Used**, **Defined More Than Once**, **Defined Term Location Misstated**, **Out of Alphabetical Order**, and **Undefined**.
- **Non-Conforming Phrases:** These flags help you focus on any inconsistent language in the document. Deal Proof finds the conforming phrases in the document and checks to see that similar phrases and expressions are used consistently throughout the document.
- **Numeration Discrepancies:** These flags help ensure that you use consistent numbering throughout your document. Deal Proof also flags numbers that are out of sequential order.
- **Open Issues:** These flags show any blank spaces, multiple question marks, and dates or information that need to be finalized before the document is ready. Any open issues are flagged in brackets.
- **Unpaired Punctuation:** These flags help locate any unpaired punctuation in the document, including unpaired brackets, parentheses, and quotation marks. For example, unpaired punctuation might include using an opening parentheses or bracket but not the closing parentheses or bracket, or using an opening quotation mark but not a closing quotation mark.

Working with Locate Precedent

The Locate Precedent feature in Drafting Assistant allows you to retrieve sample agreements and clauses from those agreements related to specific contract clauses in your document. Locate Precedent analyzes your contract and creates an outline so you can locate sample agreements related to clauses in your contract.

LOCATING PRECEDENT

To create an outline of your document and locate precedent related to specific clauses, complete the following:

1. Open your document in Microsoft Word and click the **Locate Precedent** tool on the left side of your document.
2. Click **Generate Document Outline**.
3. Click a clause from the document outline on the left, and click **Find Precedent** to search for precedent related to that section of content. Click the **expand/collapse** buttons (+/-) to expand/collapse the outline. The section you select is highlighted in the document text on the right.
4. You have the following options:
 - Select **Relevance**, **Date**, or **Title (A-Z)** from the list at the top of the results to sort the list of results.
 - Click **Filter** at the top of the results list, select the desired filters, and click **Apply Filters**. Click **Clear All** to remove all filters.
 - Click **Back** to return to the document outline.
5. Click a **Sample Agreement** in the results list to open the document in the Locate Precedent pane. You have the following options:
 - **Return to List** (←): Return to the full results list.
 - **Open**: Open the document in another instance of Microsoft Word.
 - **Search** (🔍): Type a search term in the box provided and press **Enter** to search within the sample agreement. At least two characters must be entered to begin a search. Use the arrows to the right of the search term to navigate from search hit to search hit in the document. Click the **X** to the right of the search term to remove the search.
 - **Table of Contents** (☰): Return to the outline of the document.
 - **Related Documents** (📄): See documents related to the selected sample agreement.
6. Use the document and Clauses navigation at the bottom of the document to navigate to the next sample agreement or next clause, respectively.

