# Avoid Mistakes And Save Legal Review Costs – Use State-Of-The-Art Contract Management

*The Editor interviews **Andy Wishart**, Chief Technology Officer and Co-founder of Business Integrity, Inc.*

**Editor: Andy, please tell us about the ContractExpress family of solutions that Business Integrity provides.**

**Wishart:** Business Integrity offers document assembly solutions to law firms and contract management solutions to corporations. Law firms are using our document assembly capabilities to provide services to their clients through client extranets. Our corporate customers are making use of ContractExpress for initiating the creation of contracts and providing a self-service means to obtain approvals and reviews by attorneys within their legal departments.

**Editor: This is an emerging market where many customers are first-time buyers of a contract management solution. What are the top three challenges that customers typically come to you with?**

**Wishart:** First is overcoming legal department delays. We allow business users to create contracts without requiring legal review for each request by automating the process so that business users within the corporation are able to get their contracts quickly and compliantly.

Second, we recognize that not every contract can be created automatically without legal review. There will always be requests for some non-standard provisions. There might be fallbacks. Possibly the contract may require some form of negotiation. We provide a flexible and simple approach to handle such situations.

Third, once a contract is executed, the business user needs to manage those contracts. We provide for a centralized repository for searching those contracts and reporting on the contracts' metadata. For

**Andy Wishart**

example, users might want to know how many contracts have been executed using a particular fallback provision. They may want to be alerted on key dates in those executed contracts.

**Editor: It sounds like the first step for a lot of organizations would be to conduct an audit of their current contracting process. Can you offer any guidance?**

**Wishart:** We typically find that the existing processes within an organization are fluid, dynamic and informal. E-mail and telephone tend to be the typical routes for communications. What we try to do with our customers is to look at those processes and think about ways we can automate them without making a huge change to the way they do things. Our solution is to formalize those fluid and dynamic processes without being too prescriptive about how particular contract processes should be handled.

**Editor: You recently showcased the latest version of ContractExpress contract management at LegalTech® in New York. What's new in this release?**

**Wishart:** LegalTech was a great place for us to showcase ContractExpress. It attracts individuals from both the law

firm market and from corporations, including those from legal operations and legal technology. We got great feedback about our new ContractExpress for Share-Point release.

What's new in the release is that we've built a brand new approval engine – an approval engine that maps well into ad hoc dynamic contract approval processes.

In addition to the new approval engine, we have introduced the concept of completeness. We can inspect a contract request that has been created by a business user to be sure that it has completed all the key data that's necessary for us to either automatically create a contract or to route that contract request to an attorney.

The third main capability in this new release is enhanced support for outside party paper. In addition to ContractExpress being able to generate new contracts based on the organization's paper, we now have tools and techniques for enhanced support for bringing outside party paper into ContractExpress. (Outside party paper is a contract written on the other organization's paper, where the other organization is proposing the contract or potentially rejecting the initial contract created by ContractExpress.)

**Editor: How does ContractExpress handle ad hoc approvals where it is difficult to define a standard approval path?**

**Wishart:** Within ContractExpress for SharePoint, we have defined a new matrix-based approach to approvals. When a business user initiates a contract request, we can inspect the metadata of that request. The metadata might tell us information about that individual's department or that individual's geo-

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graphic location or the type of contract that the user is initiating, or possibly the value of the contract.

We can take that metadata and use that information to look up within our matrix table who the correct person is to approve that contract. If it is a large deal, it might need VP-level approval, but users might not necessarily want to go straight to the VP for approval; they might want a chain of approval through a manager or a regional manager before getting VP approval.

We have an ad hoc forwarding capability where approvals can be pushed through the system until they reach the right level – in this case the VP level – that can trigger the approval of the approval request.

**Editor: How does the concept of document completeness increase legal department productivity?**

**Wishart:** Document completeness is a unique capability within ContractExpress for SharePoint. We can take a look at the dynamic data set, the dynamic information that is created during the request phase, and determine if the correct information has been collected.

We don't want to constrain the user to answer every question. They might want to come back with a more iterative approach when initiating the contract request. Our document completeness capability makes sure that contract requests that are being sent to the legal department have all the information necessary to complete the contract request.

**Editor: Is ContractExpress a good solution for an organization whose main concern is dealing with outside party paper?**

**Wishart:** Yes. ContractExpress for SharePoint 4.3 includes an option to upload outside party paper during the request process. This new feature allows us not only to upload that contract but also to collect metadata about that contract.

That metadata information can be used for triggering approvals and to get that contract reviewed and approved, and also for managing the contract obligations downstream. Our flexible data-gathering capability during the request phase coupled with the ability to upload outside

party paper provides a great solution for those organizations whose primary concern is dealing with outside party paper.

**Editor: You announced ContractExpress for Salesforce at LegalTech. Why did Business Integrity decide to develop a solution for Salesforce?**

**Wishart:** We are super excited about our ContractExpress for Salesforce solution. Salesforce.com is the leading cloud-based CRM (customer relationship management) solution. It's used by organizations large and small for managing their sales opportunities and customer communications. We provide sales contract automation through our ContractExpress capability. Requestors for sales-based contracts typically start that process in Salesforce.com as they manage their opportunities. It's natural for these users to want to be able to complete the contract request process inside Salesforce.com, and ContractExpress for Salesforce allows them to do this. We are a Salesforce.com partner and will be releasing our ContractExpress for Salesforce app in the Salesforce AppExchange shortly.

**Editor: How do you recommend an organization approach a contract management project? Is this a company-wide effort or is it driven by the legal department or IT?**

**Wishart:** It is crucial that the legal department drive the contract management project. Ultimately, they have to work together with IT or operations, but legal should own the requirements and the process. Because this may be new territory for the legal department, our team can provide services that can help the legal department to better understand their pain points and how to address them with a contract management solution like ContractExpress. We also can help them with bringing in their IT and operations team to get their buy-in into that process.

Increasing the efficiency of the legal department, assuring compliance and avoiding having salespeople make unauthorized deals are all legal department objectives. It's very difficult for a global IT department within an organization to be able to understand the issues, the pain points, and create automated contracts that the lawyers can trust. We have found

that it's essential that the legal department drive the project. More recently we've seen the emergence of specific subgroups called legal operations within legal departments that own projects like these. Legal operations provides a bridge between the legal department and the IT operations that span the entire company.

**Editor: I have noted in doing interviews with satisfied users of Contract-Express, such as SolarCity, that those companies tend to be very successful.**

**Wishart:** Yes, recently I saw a 2012 list of leading innovative companies, and SolarCity came in at number ten. Two others in that top ten use ContractExpress. You have interviewed counsel of two of those top-ten innovative companies – Joe Secondine of Life Technologies and Seth Weissman of SolarCity. It is clear that we are doing something that's leading edge when the most innovative companies recognize that legal department efficiency improvements can be made by adopting technologies like ContractExpress.

**Editors: What do you believe to be the factors that set you apart from other vendors?**

**Wishart:** There are two things that set us apart. The first is enabling the legal department to create templates with optional language and fallback clauses and to make them available to business users. Only ContractExpress provides an intuitive template creation tool that is designed for use by subject matter experts within legal departments, not IT programmers. This is important because templates are at the heart of any contract management solution, and it is our ContractExpress patented technology that allows our users to create contract templates directly from inside Microsoft Word, and that makes future updates simple and quick.

Second is our PDF or lawyer-approval processes, allowing business users to instantly create contracts with standard terms (predefined by legal) through use of an intuitive self-service questionnaire. This eliminates the need for legal review. Making use of our enhanced approval engine, only contract requests with non-standard terms are routed to legal for review and approval – ultimately making better use of legal's time.