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# Working in a Transactional Setting: The Indispensable Transactional Legal Secretary

BY KRISTINA M. REED, ESQ., PLACER COUNTY LPA

The most successful attorney-legal secretary team is founded on thoughtful consideration and a demonstration of professional respect for each other. In a transactional setting, this relationship is cemented by a legal secretary who is proficient in needed skills and can effectively assist the attorney in timely managing the transaction and correctly producing the necessary documents.

## ***Strong Inter-Personal Communication Skills Are Necessary to A Strong Attorney-Legal Secretary Relationship***

Good communication is essential to a strong working attorney-legal secretary relationship. Often a transactional attorney is tasked to work efficiently on a transaction that moves quickly and can change directions mid-transaction. This can result in quick and evolving instructions from an attorney who is operating on a tight time line to efficiently complete the transaction. To avoid misunderstandings and delays in the transaction, the legal secretary should always employ active listening and invite information about the transaction throughout the entire life of the transaction. An effective legal secretary pays attention to the small details and recognizes that every bit of information matters. To gain the most information from your attorney, never use closed ended questions – you will only get a short unthoughtful response that does not give you any substantive information about the transaction. Instead, use open ended questions that start with “how,” “where,” “what,” “when,” and “in what way.” These questions encourage the attorney to stop and think about the response. This will often result in the attorney slowing down to open up a conversation with you about the transaction. Ensure that you have a mutual understanding of the needs for this transaction by recapping instructions. Follow-up with statements that starts with “Let’s see if I’ve got it right” or “Do you mean ...?” Be sure to actively listen to the attorney. Be on the look-out for stresses on certain words. Sometimes you may notice a particular word or phrase has been

used or accented and this may seem significant. Explore this further and repeat the word or phrase, with a question mark in your tone.

## ***A Good Understanding of the Anatomy of the Transaction and Post-Transaction Items are Essential***

Having a full and complete understanding of the transaction is essential to being an effective legal secretary. Strong communications will ensure the best understanding of the particular transaction. Although each particular transaction will have its own characteristics, there will be recurring basics to similar transactions. Be knowledgeable about particular transaction basics by familiarizing yourself with the types of transactions routinely handled by your attorney. Know the types of documents and the document components necessary to complete a particular transaction. Familiarize yourself with all filing deadlines particular to the transactions handled by your attorney. Also, learn what steps may still be needed post-transaction. Then, compile a basic transaction checklist to manage each type of transaction handled by your attorney. Your checklist should include all documents necessary for the transaction as well as all deadlines, including filing deadlines during the transaction as well as post-transaction. For instance, if the transaction was a business formation, be sure to calendar compliance items, such as filing of annual reports or statements of information. Your basic checklist can then be customized for each particular transaction. Quickly and efficiently preparing a checklist for each transaction at the start will help streamline the transaction.

***Command of Basic Transactional Documents is an Invaluable Tool***

Whether you work in a small or large firm, your attorney will have a library of best practices documents that respond to a specific event or transaction and document templates. You should be intimately familiar with these document libraries and how to quickly and easily incorporate these items from the libraries into documents needed for a particular transaction. Often, it will also be your job to maintain or manage these libraries for your attorney.

Best practice documents are typically documents that have been prepared by the attorney or firm and are routinely updated for use in response to a specific event or transaction. Whenever a legal secretary uses or updates a best practice document, it is important to always include useful information in the notes. Include notes about when the document was last used, the transaction in which it was used, and any dates on which it was updated. If updates are made in response to a change in law, include in the notes the legal cite to the code or statute which necessitated the change. This ensures that both you and your attorney know the document in the library is up-to-date and reliable. Having an up-to-date reliable library ensures efficiency in drafting transaction documents or preparing “comments” or revisions to transaction documents.

Document templates are akin to “fill-in-the-blank” forms. It will be your responsibility to maintain and manage the template library for routine transaction documents. If your firm is not already using a software package that prepares these documents using a merge feature, an efficient legal secretary will take time to create merge features for these types of documents using information contained in the client’s electronic file.

Having command of all document resources needed to efficiently complete a transaction makes a legal secretary invaluable to the attorney.

***Proficiency in Technology is Critical***

While many transactional attorneys may have a working knowledge of office technology, they have neither the time nor expertise to operate that technology quickly and efficiently. Further, the attorney is often juggling multiple transactions; each of which rely on a quick turn-around of “comments” or “revisions” to documents between the parties to the transaction. An effective legal secretary understands the time demands on the attorney and assists in getting error free documents turned around quickly. The legal secretary can expect that the attorney may type some

changes, dictate others, or write in the changes on a hard copy. This will require the legal secretary to be proficient in certain software essential to a transaction. An effective legal secretary will be up-to-date on the most current versions of Word, Outlook, and Excel, as well as having an in-depth knowledge of redlining programs such as DeltaView or CompareDocs. Regularly taking seminars and continuing education classes on these types of software will ensure your proficiency and keep you up-to-date with changing technology. Demonstrating your proficiency in this software will make you invaluable to your attorney and help a transaction move smoothly to close.

***Knowing Your Local, State and Federal Agencies is Essential***

Most transactions will require some sort of filing at a local, state, or federal agency. The filing requirements for each agency is different. Some agencies require on-line filings, while others may still require hard copy documents. Also, each agency will have its own set of filing rules and timelines for processing. Knowing how to quickly file a document with the agency and when to expect a return of the filed document is essential to timing and planning in a transaction. Also knowing what checks are needed for filing is critical for timely filing. For instance, the California Secretary of State requires separate checks for the filing fee, the service fee, and the certification fee. Sending one check for the total of all fees would result in the filing not being accepted. Also, in California, the Limited Offering Exemption Notice per Corporations Code section 25102(f) is generally required to be filed electronically. Sending a hard copy and check for filing will result in a delay in filing. Another example of differences in filings is at the local level. Some cities or counties require business license applications to be made by hard document delivered in person while other cities or counties require on-line filings. Knowing how documents are to be filed and filing fees to be paid is critical. It will be the legal secretary’s job to ensure that the documents are quickly and correctly filed and returned on a timely manner so as to keep the transaction on track. A good practice is to incorporate agency deadlines and filing requirements into the particular transaction checklist. Quickly and efficiently turning around agency filings makes the legal secretary invaluable to smoothly closing a transaction. 