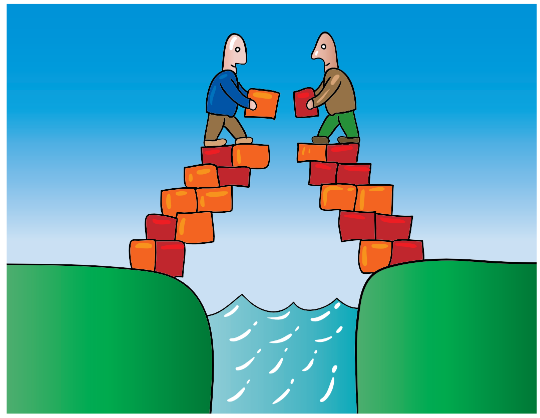

practicing law librarianship

A View to Abridge

Preparing your library for a firm merger or acquisition

By Patricia A. Garvey

The U.S. economy continues to have serious repercussions for law firms and, as a result, law libraries. The purpose of this article is to provide guidance for law librarians who are faced with the challenges associated with law library merger, acquisition, and dissolution.

Not long ago, the CEO of my law firm called me and communicated the following: "I'm sure you know the law firm isn't doing well. We are speaking and meeting with a few law firms. Do what you can to prepare the library for a possible merger or acquisition. This information is highly confidential; do not share it until an official announcement is made."

Immediately, I wanted to reach out to law library directors who had already experienced the challenges we were about to face, but was restricted by the confidential nature of the situation. I searched for articles and books with information or checklists that would help us prepare for a possible law library merger or acquisition, but could only locate one dated article. I knew the challenges ahead would involve many long hours of hard work, but most of all they would involve *change*. As soon as our law firm announced a merger, acquisition, or dissolution, we would need to be prepared to share large amounts of information with the merging or acquiring law firm library director or transition team, and we wanted to execute this in an accurate and organized manner.

Checklists, Spreadsheets, and Goal-Action Management

The purpose of a **checklist** is to keep you on track regarding tasks that must be accomplished. It is best to prioritize your checklists in terms of the time frame you are given. The purpose of the **spreadsheet** during a merger, acquisition, or dissolution is to keep the required information organized and readily available. Spreadsheets can become very elaborate, but it is best to keep them as simple as possible. **Goal-action management statements** are stated goals followed by defined actions with deliverable dates and owners. The purpose of goal-action goal setting is to effectively manage time and to deliver results in a timely manner.

I suggest you begin with checklists, followed by spreadsheets, and then goal-action plans. Expect to refer to these tools frequently throughout a merger, acquisition, or dissolution process as they are essential tools that will guide you throughout the experience.

Once this information is compiled and organized, save it in electronic and print formats. I recommend organizing the print information in a binder. Always prioritize deliverable goals based upon the resources and services that affect attorneys' immediate information needs. Below are the checklist categories and information that we compiled to guide us on "the big adventure."

The Library Inventory Checklist

____ Library Staff Meeting
____ Routings—Electronic and Print
____ Passwords
____ Contracts—Vendors—Closing Accounts—Name or Address Changes
____ Library Services: Filing, Inter-Library Loan, etc.
____ Online Public Access Catalog (OPAC) —Shelf Lists
____ Linear Space—Collection Cull—Practice Groups—Comparing Collections or Resources
____ Site Visits
____ Retained/Retrained Staff
____ The Collection—Book Value—Move
____ Library Services Comparison: Plan for Training and Orientation
____ Day One Scenarios

Library Inventory

Most academic librarians perform inventories at the end of the school year involving shelf reading, etc. Upon reflection, what we experienced seemed more like a combination audit of the library's inventory, internal resources, and services. The results were then compared to the merging or acquiring law firm's library.

Library Staff Meeting

Our high performance standards should not be affected or altered by an impending merger or acquisition. If we are going out, let's go out as professionals. What information would you need to transition well if you were the acquiring or merging library staffer? Identify and compile the information (acquisitions, circulation, invoices, contact names, etc.). As I receive further information, I will share it with you, and if you hear anything, please share it with all of us. I don't want there to be any surprises.

This is what I remember saying at our library staff meeting. I will always remember the expressions on staff members' faces during this particular meeting. Overall, I wanted to stress open communication, new challenges, and most of all, change.

Throughout the entire process, expect your staff to experience good and bad days, and your management skills to be tested. Try not to micromanage, which just hinders forward thinking. Instead, empower the library staff to make decisions and support them throughout the decision-making processes. As you experience a merger, acquisition, or dissolution, it will become very clear that micromanaging change on such a large scale is futile. Try to look out the window rather than in the mirror, and prepare yourself for a large-scale library inventory.

Routings—Electronic and Print—Office Copies

Organizing attorney periodical routings and office copies will require spreadsheets. I suggest the following headings: title, publisher, contact name, frequency, cost, expiration date, and copy amount. Create a tab on this spreadsheet to correspond with the titles and list-routed attorneys' names. Do your best to keep this list up to date and readily available to access and share—it will help if you have a master list of names of attorneys who are remaining with the firm. Create a tab for subscriptions that are duplicated at the acquiring/merging law firm and a tab for non-duplicated titles. If your electronic cataloging system has report functionality, compile and save two lists regarding routings: first, a list by routed title, and, second, a list of routings by attorney name in electronic and print format.

After comparing periodical subscriptions, be prepared to make recommendations regarding which titles to cancel; when to request prorated refunds; whether to allow subscriptions to naturally expire; and whether or not you should retain, expand, or decrease copies.

Passwords

This information is usually generated by the vendor so it will be delivered in many formats. Store this information electronically so that you are prepared to share it when new contracts or subscriptions are initiated. Gathering this information can be time consuming, and, during the fluid merger/acquisition stages, attorney attrition can make it a constant challenge to keep it current.

Contracts—Vendors—Closing Accounts—Firm Name or Address Changes

Organizing this information will require a spreadsheet with the following suggested headings: service, description, current year expense (annual and/or pay as go), renewal date, cancellation options, special conditions, and users. All of these headings are self-explanatory with the exception of "special conditions." You will need to review each and every contract or subscription agreement for merger, acquisition, or dissolution language or contract terms; enter the specific language under this special conditions category.

Create a tab for the duplicated contracts at the acquiring/merging law firm and a tab for non-duplicated contracts. Also, photocopy and scan all service agreements and contracts, and store them electronically in an organized manner. Overall, this task is time consuming but very necessary since many contracts become null and void after a merger or acquisition is announced.

Library Services: Filing, Inter-Library Loan, etc.

Depending upon the amount of contracted library services, this inventory may not require a spreadsheet, but it is important to have contact names, addresses, annual costs, and copies of service contracts readily available. The main goal in handling library support services during a merger or acquisition is to cancel or combine services. If you are canceling, notify vendors via formal letter, electronic mail, or personal telephone call. We made it our mission to communicate our sincere gratitude on behalf of the firm for services rendered.

Online Public Access Catalog (OPAC)—Shelf Lists—Collection Comparison

What you really want to hear from the acquiring or merging law firm is that it has the same OPAC that your firm library uses. What you *don't* want to hear is that the OPAC is not the same, that the merging or acquiring firm hasn't had the resources to catalog properly, or that shelf list reports are impossible.

If you want to compare shelf lists, I suggest involving your information services department as they can formulate macros to identify duplicates, etc. Also, you can request that your print vendor representatives provide you with complete inventories of titles maintained or purchased. If you have a library maintenance agreement with publishers, copy and save it electronically. It is vital to review your OPAC service contract for merger or acquisition language now so you don't have to negotiate for the data afterwards. If you have the time, regenerate library shelf lists after culling the collection so that the OPAC shelf list will be accurate.

More Online

Visit www.aallnet.org/products/pub_sp0907.asp for essential merger/acquisition spreadsheets

Linear Space

To calculate the linear size of a collection, measure the length of the shelves and multiply by the number of shelves. A 12-inch ruler is one linear foot, and we estimated six to eight volumes per linear foot. So, for example, if your library is 3,000 linear feet, that translates into approximately 24,000 volumes. After identifying the total available linear feet, you can calculate the percentage of the collection that can be relocated or the amount of space available within the chosen main library.

Site Visits—Collection Cull—Practice Group

After comparing linear space, I needed to get out of the office and decided to visit the library of the acquiring firm to review the collection myself. In doing so, my mission was to find more space and to review the collection—it turned out to be a productive field trip.

At this stage, you should also be identifying duplicate titles, culling the collection, measuring linear space, reviewing practice group changes, etc. The collection should always reflect or mirror the practice group changes. The collection cull should occur prior to the collection move for obvious reasons. If you have the time and library staff, make every effort to donate culled or weeded titles.

Retained/Retrained Staff

I found library staff attrition to be the most difficult of all the processes for many reasons. Vendors and internal trainers must be contacted in order to schedule new internal and external electronic resource training for retained library staff. You also need to take time to explain unfamiliar library procedures, resources, mission statements, organizational procedures, and firm hierarchy.

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The Collection—Book Value—Move

Collection valuation cannot be covered adequately in this article. In our case, the library was dealing with a combination of dissolution and acquisition. If your OPAC has the capability, the collection value should be available post-collection cull. If not, you will have to work with your accounting department and possibly vendors to determine your collection value.

Day One Scenarios

In order to plan for day one or week one scenarios, we used goal-action plans. The contents of a goal-action plan include specific tasks that must be performed in order for the first day or week to be successful in terms of the library services provided. Goal action plans are very useful tools for goal setting and team management. For example, a goal action plan for setting up database access for attorneys and support staff would look like this:

Goal-Action Plan
Goal: usernames and passwords for attorneys and support staff
Actions:
1. Contact Westlaw, Lexis Nexis, BNA, and CCH
2. Set up new accounts and add attorneys

Deliverables: Provide copies of the following lists to law firm B
Date: (Deliverable date of action)
Owner: (Person responsible for action)

Beyond Mergers and Acquisitions

In this current economic climate, the effects of law firm merger, acquisition, or dissolution on libraries are a reality. The need to reduce costs is most likely being communicated to your library on a daily basis and may include canceling subscriptions or services. Harnessing online costs and scheduling cost-saving training seminars are usually priorities but are even more important now. Because law firms are information-based industries, the services libraries provide are powerful marketing tools.

Even if you're not facing the challenges associated with law library merger, acquisition, or dissolution, you may want to perform a library inventory, internal research, and services audit in order to identify information or service redundancies and evaluate costs. The checklist, spreadsheets, and action plans discussed in this article may assist you in making the difficult decisions that can result in realized cost savings. ■

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This article is dedicated in memory of Suzanne Borenstein, mentor, colleague, and friend.