**Automated Review of SOW**

**Overview**

A Statement of Work (SOW) must be technically accurate and legally sufficient as part of a contract document. There must be consistency in the terminology and acronyms used. It must be written in “active voice” (see [SOW Writing Guide](https://www.oregon.gov/ODOT/Business/Procurement/Pages/SOW.aspx)) with obligation of contractor/consultant expressly stated on any tasks assigned to contractor/consultant. When writing or reviewing an SOW, confirm it conforms to the SOW Writing Guide.

# Automated Reviews

To assist with multi-page SOW reviews, some elements can be automated. Use the “Replace” tool in MS Word to find terms (such as those listed in the table below) that may be inconsistent in the SOW or otherwise not in conformance with the SOW Writing Guide. When searching for lower or upper case terms open the “Replace” dialog box and select “More” and “Match Case”.

# Track Changes may be turned off when making these minor cleanup edits. Turn on Track Changes before further editing.

|  |  |  |
| --- | --- | --- |
| **Find** | **Replace All** | **Comments** |
| *Consultant will* | Consultant shall | See SOW Writing Guide. |
| *Agency shall* | Agency will | See SOW Writing Guide. |
| *the Consultant* | Consultant | “The” or “the” should not precede Consultant. |
| *the Agency* | Agency | “The” or “the” should not precede Agency.  Exception: do not replace if reference is to an agency other than ODOT. |
| *statement of work* | SOW | Exception: Do not replace the first instance where the acronym is defined. |
| **Find** | **Replace one at a time** | **Comments** |
| *agency* (match case) | Agency | Replace with upper case when entries of “agency” refer to the contracting agency defined as a party to the contract. |
| *consultant* (match case) | Consultant | Exception: do not replace if reference is to a different consultant that is not the prime contractor for the contract/WOC being reviewed. |
| *contractor* | Consultant | For A&E services the firm under contract is defined as “Consultant”.  Exception: do not replace if referring to "construction contractor". |
| *Consultant* | Contractor | For non-A&E PSK contracts the firm under contract is typically defined as “Contractor”. |
| *project* (match case) | Project | “Project” is normally a defined term in the contract or WOC. It should be capitalized when referring to the defined project. |
| *Contract* | SOW | SOW templates should not reference “Contract” to avoid the need for editing when used in WOCs. |
| *work order contract* | SOW | SOW templates should not reference “WOC” or “work order contract” to avoid the need for editing when used in project-specific contracts.  Exception: When reviewing a WOC, do not replace where ”WOC” is defined in the work order template. |
| *work order* |
| *WOC* |

Listed in the table below are terms that frequently indicate passive voice, ambiguity or other problem areas that can easily be highlighted as follows:

* **Turn off Track Changes until addition of highlighting is completed**
* Open “Replace” dialog box
* Enter a search term from the list below in the “Find what” field
* Select “Match case” if applicable
* Click in the “Replace with” field
  + Enter replacement term
  + Click “More” button
  + Click “Format” dropdown
  + select “Highlight”
  + Select the desired highlight color from the font tool section of the ribbon (You may want to use different colors for highlighting different words).
* Click “Replace All” button
* **After highlighting potential problem areas noted below, turn Track Changes on before editing task language.**

|  |  |  |
| --- | --- | --- |
| **Find** | **Replace All**  **(with Track Change off)** | **Comments** |
| *shall be* | shall be | Normally indicates passive voice sentence. Revise sentence to active voice - “Consultant shall…”. See SOW Writing Guide. |
| *will be* | will be | Normally indicates passive voice sentence. Revise sentence to active voice - “Consultant shall…” See SOW Writing Guide. |
| *we* | we | Revise to either Consultant or Agency, as appropriate. |
| *our* | our | Revise to either Consultant or Agency, as appropriate. |
| *may* | may | Permissive term; Does not convey a requirement. Confirm “may” is appropriate if used in the SOW |
| *might* | might | Permissive term that means the item is optional. It does not convey a requirement. Confirm “might” is appropriate if used in the SOW. |
| *should* | should | “Should” is a suggestion. If it’s supposed to be a requirement, change to “shall” (or “must” for inanimate items like report requirements). |
| *and/or* | and/or | Revise as needed to remove “and/or” (per DOJ’s “GC Policy 1-13”) |
| *assist* | assist | Vague/ambiguous term; Ensure roles and responsibilities of each party are clear for collaborative tasks. |
| *help* | help | Vague/ambiguous term; Ensure roles and responsibilities of each party are clear for collaborative tasks. |
| *(*  [opening parenthesis] | *(* | 1. Define all acronyms properly with quotes within parentheses. For example, Agency’s Project Manager (“APM”). 2. Verify acronym is in the Acronyms and Definitions table, if there is one. 3. Revise numbers that are spelled out and in parentheses, to only the number. For example, *six (6) meetings* revise to *6 meetings* |

# Note: Add other items to the above lists that you come across.