The Art of M&A℠ Integration

Comprehensive Program Overview

Summary

The Art of M&A℠ Integration is the M&A Leadership Council’s (“Council”) original – and still most popular workshop! Hundreds of executives, corporate development, integration and functional leaders have attended this workshop with feedback like these actual participant comments below:

- “Excellent overview of integration process from the perspective of all work-streams. Incredible wealth of knowledge among participants. Speakers are experts and passionate about their areas of knowledge.”
- “I’ve been to many seminars, by far this has been the best. A+ across-the-board."
- “I can’t thank M&A Council enough for the past three days. This is a first-class organization. The cost to attend will pale in comparison to the immediate and direct benefits I will bring back to my company.”

Comprised of 2.5 days of highly interactive instruction and immediately applicable content, this deep-dive workshop is truly best-in-class and will help you and your organization get integration right, every time and with any deal-type.

Day 1 - Program Highlights - Tuesday

- **Introductions and Welcome.**
  - Workshop sizes typically range from 15-30 corporate M&A practitioners just like you – focused on getting better at M&A integration both personally and organizationally. Based on pre-workshop communications and preparation provided by the Council, participants start the peer-to-peer networking from the beginning by introducing themselves, their role, their learning objectives and organizational integration challenges to work on during the week.

- **The Business Case for Effective M&A Integration.**
  - This energetic and fast paced kickoff session highlights current M&A trends and forecast data and establishes foundational concepts such as the true, strategic definition of integration; value erosion, the deal-count paradox, the synergy trap, and integration
myopia. Participants build and elaborate on a list of most common and perplexing “failure factors,” then identify and discuss specific integration best practices statistically correlated to drive revenue growth, cost synergy capture, the optimal pace of integration and minimize value erosion.

• The M&A Lifecycle.

  o Participants are introduced to a generic, end-to-end M&A Lifecycle framework that defines what the business process of M&A looks like and identifies key actions, decisions needed, processes and objectives throughout each of six key phases including: 1) Strategy & Targeting; 2) Due Diligence & Transaction; 3) Integration Pre-Announcement; 4) Integration Pre-Closing; 5) Integration Post-Closing; and 6) Long-Term Value Creation.

• Strategic Diligence: Business Fit and Value Assessment.

  o Building off the premise that “integration begins in due diligence,” participants are guided through the role of integration and function leaders during due diligence including integration factors to assess, relevant considerations and integration inferences that can be drawn from the due diligence data and process leading to key “so what” insights, risks, priorities and decisions needed for the pending integration. Beyond routine functional due diligence, organizations are encouraged to consider comparisons of BuyerCo and TargetCo operating model and business model to more effectively determine key implications and risks for the Integration Strategy Framework.

• Deal Strategy Implications for Integration.

  o This important topic provides a framework to overcome a common integration failure factor – namely, losing line-of-sight between the original deal thesis business objectives and core integration plans, operations and focus. Participants will identify and explore the integration implications of different deal structures, “deal-type DNA,” operating model and other factors such as the type of buyer their company is in any given transaction. Participants will practice identifying the representative type of integration approach, degree of integration, optimal pace of integration, and anticipated prevailing processes to optimize business result outcomes of integration. Concepts will be introduced and defined that will be more fully applied throughout the remaining portion of the workshop including: The Integration Strategy Framework, The Concept of Operations and The Value Driver Dashboard, among others.

• Integration -- Understanding People Related Risks and Challenges.

  o This essential and wide-ranging module provides a comprehensive framework for successfully guiding an organization through people related integration risks and challenges including: how to prioritize which people issues to determine at each phase of integration; key considerations for evaluating total rewards / benefits and whether to leave TargetCo total rewards “as is” or harmonize / optimize into the BuyerCo’s programs. In addition, this session covers key considerations and best practices for the leadership team, selection / staffing, talent management and retention of critically important long-term and transitional talent.
• **Best Practices for M&A Playbooks and Software Solutions.**
  o What is a Playbook and what should it contain? This module builds on experiences of establishing playbooks and internal processes for dozens of organizations over the last thirty years. Key questions addressed include: What are the most common missing elements in most Playbooks? How to establish both enterprise and functional processes and readiness? How many tools, templates and artifacts should your playbook contain? Which ones? What skill building and educational modules might be necessary to turn a bunch of “artifacts” into a consistently executable methodology? Finally, what about M&A fit-for-purpose software? Is it needed? What can M&A software do for you, and what it won’t and can’t do. A comprehensive software industry landscape view of common M&A purpose-built software solutions will be provided to identify which vendors focus in which deal-phases and a Practitioner’s Viewpoint will be provided to help your organization assess which software solution may be the best fit for your requirements.

• **Networking Reception.**
  o Come enjoy great food and adult beverages in a unique resort setting while building your professional and personal network while exchanging insights, lessons learned and war stories with workshop participants and presenters. All complimentary and provided by one or more Partner Organizations to the Council.

**Day 2 - Program Highlights - Wednesday**

• **Managing the Integration Process.**
  o Now it’s time to get down to brass tacks. This jam-packed module will help you design an effective integration governance model, roles, responsibilities and cadence process to drive effective decisions, quality planning and superb execution. The role of the Integration Leader, the Integration Management Office and the Integration Program Manager will be explored along with essentials for standing-up and operating an effective IMO. This model candidly addresses the most common constraint to more successful integration – resourcing, budgeting and integration staffing; and a resourcing model will be discussed. Other critically important topics include: planning for and executing a successful Day 1; keys for effectively launching a joint integration planning initiative and conducting Integration Discovery.

• **Establishing the Integration Strategy Framework.**
  o Front of room presentation will be used in this module to identify the components of an effective Integration Strategy Framework ("ISF") including: the purpose / role of the ISF; when should the ISF be completed; who should be involved in defining the ISF; how and when to gain more detailed inputs and analysis to flesh out the ISF into the ultimate Integration Plan of Record that is executed. Group discussion will be used to flesh out key questions and considerations and a team break out exercise will be used to illustrate key components of the ISF.
• **Concept of Operations.**
  o Is it possible to outline what the ideal integration should look like BEFORE the detailed integration planning commences? If so, how can this be used to guide Function Leads and work-stream SMEs to more effectively launch their detailed planning against these assumptions and guardrails? This practical tool, sometimes called the Concept of Integration, will be used to illustrate how to capture 10-50 key integration decision points at the enterprise, functional, commercial / go-to-market, and organizational / cultural level to architect the optimal integration strategy and align key leaders and work-streams throughout the organization to essential directional priorities and objectives.

• **Key Considerations for IT Integration.**
  o Always a highlight of each Art of M&A℠ Integration workshop, this dynamic and fast paced module is packed with tools, frameworks, practical insights and compelling war stories to help you align business and IT during integration and help you plan and execute mission critical IT integration components more effectively. Key discussion points include: cybersecurity issues for integration and threat models; assessing TargetCo IT maturity and health to establish implications for integration issues, risks, resourcing and planning; the IT integration and rationalization process; aligning your IT priorities, resources, integration actions and decisions to support the business most effectively; IT priorities for Day 1 and the first 100 days; key insights for integrating systems of record versus systems of differentiation and systems of innovation; and, identifying where and how IT most effectively contributes to M&A value and synergy capture.

• **Waging the Change and Communications Campaign.**
  o Everyone acknowledges the critical role of communications and change management during integration, but why do organizations continue to underperform these essential strategic requirements? A variety of industry studies, war stories and practical insights will be highlighted to establish key points of failure throughout the M&A lifecycle and vividly demonstrate the unique and complex change dynamics unleashed on organizations, employees and customers during M&A. More importantly, this module identifies practical ideas and frameworks you and your organization can use to immediately and positively impact stakeholders amid change. Concepts include: the hard-dollar costs of “me issues;” minimizing and containing the “performance dip;” dealing with skeptics and fence-sitters; the role of leadership and transparency in successful change and communications; levers of change management you can use to accelerate understanding, acceptance and adoption of change; a communications and change management planning and readiness framework you can use; establishing an ongoing communications and change management campaign; dealing with social media and traditional media blow-back; key objectives you MUST accomplish on initial deal announcement; plus, key strategies, tactics and lessons learned.

• **Key Performance Indicators (“KPIs”) and Critical Success Factors (“CSFs”)**
  o It’s just as true in M&A as with anything else...you can’t manage what you don’t measure. What KPIs and CSFs do skilled acquirers track and manage to for integration? What business metrics? What integration metrics? Determining the systems of record,
data sources and the metrics process to maintain data integrity; what, when and how to report to key stakeholder groups including the board, executive steering committee, IMO, work-stream leads and various stakeholder groups. How do you link key metrics to meaningful integration leader, IMO and work-stream incentives?

- **Networking Reception.**
  - After another jam-packed and highly interactive day of learning and capturing insights, trust us, you’ll be ready for a drink! Council Networking Receptions are a true highlight of each workshop and are provided by the M&A Leadership Council and its Partner and Presenter Organizations. Depending on location and weather, special events may be conducted offsite at special venues or with special activities. Look for additional unique events including optional tours, add-on specials and spouse events in the future!

**Day 3 - Program Highlights - Thursday**

- **Spotlight on Success.**
  - Hear from a previous Council Alumni organization, how they tackled their most challenging integration issues, successfully demonstrated results, built internal M&A capability and advanced their career.

- **Optimizing Business Results Through Culture Assessment and Alignment.**
  - Be honest, what integrator or organization hasn’t been totally confused, challenged and sometimes completely flummoxed by culture and what to do about it? Us too! That’s why the Council and its Presenter Companies have worked so hard to bring practical, implementable definitions, tools and practices to bear on this top failure factor. You will learn: the business case for getting culture right, including how culture is correlated to key business result outcomes; the integrator’s definition of culture; why so many culture efforts fail and what you can do about it; common culture flashpoints; dealing with sub-cultures in M&A; the “true-north” of culture; when to – and not to – use a formal culture survey assessment; the difference between national culture and organizational culture, and what to do about both. Finally, this module explores practical actions, insights and approaches for getting culture right across the entire M&A lifecycle.

- **Capstone Case Study Exercise and Breakout Working Session.**
  - Put your personal experience and workshop insights to the test with this actual live case example. You’ll recognize the deals as each of the case studies the Council uses for this module are from recent years, well known brands, and high-profile integration challenges – with make-or-break deal thesis integration implications. Based on a published case study you will receive in advance, your break-out team will be assigned specific questions to assess and address that are drawn directly from the workshop content and discussion. This is no cake walk, but it is fun, real-world and practical application oriented! Your group will be asked to provide a summary read-out to the workshop participants, presenters and staff who will provide point/counterpoint insights to fully explore key integration issues, risks, challenges and approaches.
• **Now That You Are a Council Alumni – The Path Forward.**

  o Before departing for return flights or a well-deserved weekend away, the staff of the M&A Leadership Council will provide an overview of what you can do to continue to develop your career as a corporate M&A practitioner and what you can do to help contribute content, lessons learned and other valuable insights to thousands of other Council Alumni and corporate M&A pros.

**About Our Partner Organizations and Presenters.**

Our presenters are selected based on demonstrated expertise as best-in-class and the ability to effectively impart these concepts and insights based on real-world experience, war stories, lessons learned, and most of all, a passion to help companies and corporate M&A professionals build internal M&A capabilities.

**About the M&A Leadership Council.**

The M&A Leadership Council is an educational consortium comprised of professional services firms, authors, experts and authorities in the field of mergers, acquisitions, divestitures and joint ventures. They are dedicated to identifying best practices; establishing standards for training and certification; and providing methods, tools and expertise to companies conducting M&As. The Council’s Certified M&A Specialist (CMAS®) program provides credentials to professionals who have proven their knowledge, effort, resourcefulness and commitment to their specialty in M&A.

For more information about the M&A Leadership Council and its services, please visit:

[www.macouncil.org](http://www.macouncil.org)