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THE USE OF TEAMS IN POST-ACQUISITION MANAGEMENT

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Management

by

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The Use Of Teams In Post-Acquisition Management

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Abstract

This is a conceptual paper that aims to examine the use of teams in post-acquisition management. Teams can be a powerful force for organisational change and in post-acquisition integration in particular. Their power is in the ability to tackle complex issues and begin to facilitate change. Whilst team usage is widespread in post-acquisition management, many different labels are applied and research to date has been vague in indicating when teams should be used, for what purpose, and in what configuration. Underlying team usage are issues around the way in which the acquired company is to be integrated with the new parent. A contingency framework for identifying different acquisition integration styles, which has received wide currency in the acquisition literature, is by Haspeslagh and Jemison (1991). They focus upon the critical issues of the amount of autonomy experienced by the acquired company and the degree to which there is a sharing or transfer of resources between the two businesses. These underlying dimensions have implications for the changes that acquired companies will experience and the role that teams may play in the integration. To bring greater clarity to the use of teams in this context, we draw upon Sundstrom et al's (1990) framework, which characterises teams in terms of their external linkages and their degree of specialisation. We find these constructs resonate with Haspeslagh and Jemison's (1991) framework and suggest that by using them in combination, we may be able to generate a more refined picture of team usage in the post-acquisition phase. This approach may also serve to confirm the robustness of Haspeslagh and Jemison (1991) framework or suggest that the contingency framework may need further refinements to reflect greater complexity in post-acquisition management.

Introduction

Teams can be a powerful force for organisational change and in post-acquisition integration in particular (Cartwright and Cooper 1992, Mirvis and Marks 1992, Bauman et al. 1997). Their power is in an ability to tackle complex issues and, through interacting with the organisation, to facilitate change. Despite the importance of team usage in times of change, post-acquisition management research lacks any indication of when teams should be used, for what purpose, and in what configuration.

Furthermore, there is considerable confusion over usage of the term “team” due to the wide range of team descriptors, such as integrative, co-coordinative, investigative, parallel, problem solving, gate keeping, task force, etc. There appears to be neither a common definition of what is meant by a “team” nor is there empirical evidence in the post-acquisition literature to suggest whether these labels indicate fundamental differences in the nature and tasks of such teams.

This paper considers the use of teams in the post-acquisition phase, suggests a definitional typology, and examines the relationship of team types and use to the well-known Haspeslagh and Jemison’s (1991) post-acquisition contingency framework. This framework rests upon the two dimensions of a) acquired company post-acquisition autonomy and b) the extent to which resources are shared or transferred between the two businesses. It is our hypothesis that, since both of these dimensions have implications for the extent to which the acquired company is integrated into the new parent, they also have implications for team usage in implementing this integration. From this discussion, we form a

view as to the extent to which team deployment may be adequately represented by, or require modification of, Haspeslagh and Jemison's (1991) matrix.

Teams as a powerful force for post-acquisition change

Underlying the use of teams in a post-acquisition context is the association with effecting organisational change and executing complex tasks. Teams are generally portrayed as driving, implementing and controlling the rate of change. For instance, in describing joint working parties, Cartwright and Cooper (1992) suggest teams are:

'... likely to facilitate future merger integration, accelerate the process of cultural change and help employees feel part of the new set up ...'

The action-oriented nature of post-acquisition teams is also embodied in their descriptors, such as investigative, problem solving, gate keeping, and task forces. The association between teams and the essential activities of post-acquisition change can be seen in the wider organisational change literature:

'... Teams are important for shaping the vision of organisational change, but are equally important for spreading that change and carrying it out ...' (Hayes 1997).

‘... On the whole, Organisational Development writers argue for using participative methods as a means for overcoming resistance in the workforce to change initiated and planned by management ...’ (Dunphy and Stace 1988).

Whilst there are a range of activities and purposes for which teams are used as change agents, in all cases they are portrayed as being in a determinant position, where the team brings about or in some way facilitates organisational change.

However, we should not take the issue of causality too lightly. First, it may be that the decision makers have no real intention of listening to teams’ views. Teams may be employed purely as a technique to involve employees in the change process and so, it is hoped, get their members to buy in by suggesting that they can influence events and their futures. Whilst the team members then may not influence the overall direction of change events, the team does still serve a purpose in changing employee attitudes and beliefs. Second, the use of teams, whilst associated *with* organisational change, does not mean that teams are essential *for* organisational change. In highly directive, hierarchical organisations for instance, change may be spurred by a series of dictates from head office.

Despite these caveats on linking team usage too closely with an organisational change outcome, it is clear that teams are widely employed where organisational change is intended, as in a post-acquisition context. However, there is considerable confusion over what constitutes a team and the extent and depth of their usage. For example, companies may claim to use teams, but in one case this may simply be board members wearing a different ‘integration hat’, whereas for another company,

such as in recent Lloyd's Bank mergers, it may involve the formation and coordination of many hundreds of teams! This leads to a discussion of the different natures of teams being used in the post-acquisition phase.

Team usage in post-acquisition management

The academic and practitioner post-acquisition literature refer frequently to the use of teams in post-acquisition management but, as mentioned, use a wide range of descriptors. For example, task forces (Haspeslagh and Jemison 1991, Bauman et al. 1997), steering committees (Haspeslagh and Jemison 1991), merger integration teams (Bauman et al. 1997), gate keeping units (Haspeslagh and Jemison 1991), joint working parties (Cartwright and Cooper, 1992), transition teams (Cartwright and Cooper, 1992, Feldman, M. L. and Spratt, M. F. 1999). The only clear point of consensus in this literature appears to be on the impermanent nature of post-acquisition teams as all are disbanded once the post-acquisition phase is complete.

The proliferation of labels reflects perceived nuances in post-acquisition management in terms of the scope, timing and nature of tasks involved, and the levels of executives involved in the task (McGrath 1984). Consider the characterisation of some of the teams previously mentioned. Steering committees suggest an overarching long-term view. Task forces suggest rapid, focused, surgical investigations and action. Transition teams imply a longer time frame of running the new coalition until all changes have bedded down. Gate-keeping units might well be a part of the new organisational arrangement to avoid negative affects on the acquired business. Joint working parties suggest a deep

rooted use of teams to assess change issues and play an important role in accelerating cultural integration by helping employees feel part of the new set up (Cartwright and Cooper, 1992).

However, such labels are often used interchangeably (e.g. transition team and task force, *ibid*, p128) and so it can be difficult to recognise the true role or scope of activities of such teams. Therefore, in studying team usage in a post-acquisition context, it is important to get beneath the confused array of labels and adopt a consistent set of terminology.

A team typology

Much of the work on teams is oriented towards their internal characteristics and trying to understand what makes them effective. It has long been recognised that teams differ along a series of dimensions such as size, composition, length of life, nature of task, degree of interconnectedness of individual tasks or assignments, sophistication of members in group performance, time frames and deadlines, management patterns and organizational culture (Dyer, 1995). Our concern is with the interaction between team type, team task and team context, as opposed to team characteristics. We propose the adoption of Sundstrom et al's (1990) framework, which focuses on the team/context boundary, but we also propose an adaptation of that framework to discriminate between team types used in the post-acquisition phase. Sundstrom et al. (1990) proposed a two dimensional model using a) the degree of dependence upon linkages or interactions with external parties (e.g. other teams, peers, adversaries), and b) the degree of specialisation, independence and/or autonomy of the team. Using the labels "integration" and "differentiation" respectively for these two dimensions and labelling the ends of each dimension "high" and "low" they identify, label and suggest appropriate activities for four distinct types of team (see Figure 1).

Figure 1: A Typology of Teams

		<i>External integration</i>	
		<i>Low</i>	<i>High</i>
<i>D</i>	<i>Type</i>	Advice / Involvement	Production / Service
	<i>Team names</i>	Committees, Panels, Working parties, etc.	Assembly, Data processing, Production, etc.
	<i>Tasks</i>	Limited life	Repeated, continuous
	<i>Output</i>	Decisions, suggestions, proposals, recommendations, etc.	Assembling, analysis, batch or continuous processing, customer service, etc.
<i>f</i>			
<i>e</i>			
<i>r</i>			
<i>e</i>			
<i>n</i>			
<i>t</i>	<i>Type</i>	Project / Development	Action / Negotiation
	<i>Team names</i>	Planning, Task force, Strategy, NPD	Negotiating, Surgery
	<i>Tasks</i>	Cyclical, multi-faceted	Brief events, crises
<i>a</i>			
<i>t</i>			
<i>i</i>			
<i>o</i>			
<i>n</i>			

	<i>Output</i>	Planning, designing, investigations, presentations, reports, etc.	“combat missions”, crisis management, surgeries, negotiations, etc.
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Adapted from: Sundstrom et al, (1990)

Using Sundstrom et al’s (1990) typology, we can perceive how different types of post-acquisition team may be located within three out of the four suggested categories. Figure 2 suggests how our various post-acquisition teams may be apportioned.

Figure 2: The Team Typology Applied To Post-acquisition Teams

		<u>External integration</u>		
		<i>Low</i>	<i>High</i>	
<i>D i f f e r e n t i a t i o n</i>	<i>Low</i>	<i>Type</i>	Advice / Involvement	Production / Service¹
		<i>Team names</i>	Steering committees Overall integration teams	Systems integration teams (e.g. financial, MIS, etc.)
	<i>High</i>	<i>Type</i>	Project / Development	Action / Negotiation
		<i>Team names</i>	Joint working parties Transition teams	Task forces Gate keeping teams

¹ These teams, active during integration, may then either disband or continue into the post-integration operation of the merged enterprises. It should also be noted that even during integration the existing business(es) must still be kept running and so there may be overlap with existing “team” structures and tasks.

This adaptation of Sundstrom et al's (1990) framework will enable us to examine distinctive types of team in the post-acquisition environment and avoid possible confusions arising out of the variety of labels that are commonly used.

Post Acquisition Management Dimensions

Having discussed and defined a workable typology of teams, let's turn to the context of post-acquisition integration. There are two major issues to consider. Firstly, there is the issue of strategic fit, of how value is to be realised from the acquisition. Secondly, there is the issue of organisational fit, of organisational constraints imposed by the necessary level of integration.

Strategic Fit: Interdependence versus Independence

The strategic fit literature is replete with reasons why acquisitions occur. The most intensively investigated are the rational motives. These include (Trautwein, 1990):

- efficiency theory: where acquirers' achieve net gain through synergies, often through economies of scale and scope;
 - monopoly theory: where increased power, often in markets, results in wealth transfers from customers;
 - raider theory: where wealth transfers are from target shareholders (possible in the US but not in the UK);
 - valuation theory: where the bidder has private information which enables opportunistic gain;
- and

- empire building theory: where the merger benefits the manager through financial / psychological gain.

Underlying these motives are different views about how value will result from the acquisition and this in turn has implications for post-acquisition integration. It is clear that for some motives, such as opportunism, value will be achieved through the act of purchase, by buying at a discount. Other motives may generate value through scale effects, so that the enlarged business is able to borrow more cheaply, or through size can command better terms along the value chain. Neither of these motives requires (but do not preclude) organisational integration. On the other hand, acquisitions, which rest upon synergistic benefits, lead to value being created through organisational integration. Such value is created through capability transfer (Porter 1987) and the sharing of skills, resources and assets. The distinction between whether value is to be captured through market mechanisms, or created through organisational interaction (Bowman and Ambrosini 2000), is well expressed in Haspeslagh and Jemison's (1991: 139-140) dimension of strategic interdependence. They perceive this as the extent to which the two businesses need to exchange and share capabilities. The inference is that higher interdependence leads to greater value creation.

This concept of capability transfer creating value in acquisitions is drawn directly from the "Resource-Based" view of the firm, a view that suggests that companies have unique and embedded configurations of assets, which are its distinctive competence (Grant 1991). Acquisitions may serve to renew, enhance or create such complex assets and the value so created may indeed justify the acquisition premia paid. Various labels have been applied to these unique resources such as core-competencies (Prahalad and Hamel, 1989, 1990) and capabilities (Stalk, Evans and Shulman,

1992). However, the “resource-based” concept has “... remained rather amorphous and rarely operationally defined or tested ...” (Miller and Shamsie, 1996).

Organisational Fit: Autonomy vs Control

The issue of bringing companies together is central to the acquisitions field and focuses upon notions of organisational fit. This area of enquiry has been dominated by organisational behaviouralists who have focused upon identifying differences in culture, between acquiring and acquired company, and the psychological consequences of trying to integrate such differences (Hayes and Hoag 1974, Manzini and Gridley 1986, Buono and Bowditch 1989, Siehl and Smith 1990, Mirvis and Marks, 1992)². In articulating how such differences may be handled, they have come to rely upon the concept of autonomy.

The level of autonomy has been taken to be synonymous with the cultural integrity of the acquired company, so that where the acquired company’s *autonomy* is weakened, its culture is perceived to be under threat. Where acquirers adopt the ‘conquering army’ approach, the loss of *autonomy* can be devastating from the perspective of acquired firm executives. This can result in negative psychological outcomes such as reduced commitment and motivation and in the extreme, anger, resentment and hostility (Buono and Bowditch 1989). Such culture clash can be very disruptive and indeed destroy the rationale behind the original take-over. Walters (1985) suggests that cultural disturbances in mergers and acquisitions in general can cost as much as 25 - 30% in lost performance.

² Structural considerations may also provide important constraints, but as much of the literature on organisational fit belongs in the organisational behaviour school, this aspect has not received any attention.

More recently the Resource Based approach in Strategic Management has begun to develop a different perspective on post-acquisition management. The acquired company is perceived as having a unique set of capabilities and competences, which may be enhanced or denuded by integration with the new parent. Again the concept of autonomy is invoked to indicate the degree to which the unique set of complex assets in the acquired company remains intact.

The concept of autonomy therefore embraces the integrity of the acquired company in terms of preserving cultures and capabilities. Any reduction in autonomy leads to an erosion of these 'assets', increases the potential for conflict, and reduces the potential synergistic benefits.

Post-acquisition integration styles and usage of teams

Haspeslagh and Jemison (1991) combined the two dimensions of strategic independence and autonomy to create their well-known contingency matrix. This matrix suggests there are four distinct post-acquisition styles based upon the need (or lack of it) to create value through the sharing and transfer of resources (strategic interdependence) and the need (or lack of it) to maintain the independence of the acquired company (autonomy). These four styles have been labelled:

- “Holding” (low autonomy, low strategic interdependence)
- “Symbiotic” (high autonomy, high strategic interdependence).
- “Preservation” (high autonomy, low strategic interdependence)
- “Absorption” (low autonomy, high strategic interdependence)

If we accept that a post-acquisition period is one in which one or other (or both) of the two parties are likely to experience very strong influences from drivers of change, we can hypothesize that, in most cases, there is a need or wish for team involvement to assist with or manage that change. A natural corollary to this hypothesis is the implication that different styles of integration (cf Haspeslagh and Jemison, op cit) should lead to a need for different combinations of team types and tasks and we may draw some inferences about the need for and use of teams in each from the characteristics of each style. If this is true then there is scope for general recommendations on team usage to achieve the most effective and efficient post acquisition integration based on strategic goals and integration style. It is research and advice on this aspect of team usage that is so lacking in the literature on the management of acquisitions and mergers and is a spur for this research.

Haspeslagh and Jemison (1991) give some limited guidance on team use for some of their integration styles. In the case of Preservation acquisitions, the acquired company is given high autonomy, in order to preserve its particular configuration, and there is low resource interaction, to prevent any organisational corrosion. Haspeslagh and Jemison (1991) recommend the use of a 'gate keeping team' in order to maintain the identity and nature of the acquired company. This team channels information and acts as a barrier to protect the acquired company from the exuberance of the new parent.

In the case of Absorption acquisitions, where the acquired company has low autonomy and there is considerable resource transfer, substantial organisational integration takes place. In this context, Haspeslagh and Jemison (op cit) clearly perceive many more teams, performing different roles. These teams they describe as task forces, and they are charged with the collection and analysis of

data to enable them to recommend courses of integrative action. In addition to this investigative function, these teams have a secondary function in breaking down organisational barriers. Beyond these broad terms and recommendations, it is not clear exactly which teams are used, and in what ways.

Haspeslagh and Jemison (1991) do not consider Holding acquisitions. However, from the dimensions of their matrix we can consider the issue of team usage. The low strategic interdependence of the Holding style suggests low need for organisational integration whereas low autonomy suggests high desire on the part of the acquirer for integration, suggesting no clear predictor of team usage. However, we may make some headway here if we conceptualise Strategic Interdependence as post-acquisition intentions and Autonomy as organisational constraints. In the case of Holding acquisitions, we may conclude that there is little intention to integrate and there is little organisational constraint for change. Perhaps as the label 'Holding' confirms, the lack of organisational integration from holding the acquired company at arm's length, suggests there will be no complex change and the need for teams will be unlikely.

The situation for Symbiotic acquisitions is not resolved so easily, as there is a clear intention or desire to integrate, based upon high levels of strategic interdependence, but also significant organisational constraints upon this taking place, based upon high levels of autonomy. Haspeslagh and Jemison (op cit) point to the importance of gate keeping teams for Symbiotic acquisitions but do not mention other team usage. This is consistent with the autonomy axis of their matrix, in terms of preserving the acquired company's configuration, but not the strategic interdependence axis, which suggests substantial organisational integration, and the use of teams. It is clear that Haspeslagh and Jemison

(1991) see a critical part of the Symbiotic process as growing the degree of interdependency between the two companies and, as this will involve complex change, it is likely that teams will be used in various roles for this purpose.

Clearly Haspeslagh and Jemison (1991) believe there are different types of team, but their top down perspective leads to their simple dichotomisation into either “gate keeping teams” or “task forces”.

We suggest that this is inadequate to reflect the reality of team usage where there are at least four distinctive post-acquisition styles associated with very different styles of organisational integration and hence a need for different types of team use.

Although Haspeslagh and Jemison’s (1991) typology is conceptual in nature, the distinctiveness of their acquisition types has received empirical support from Angwin (1998, 2000) who shows that there are significant differences between these post-acquisition types in terms of timing and volume of post-acquisition change. The nature of these differences is likely to lead to the need for teams with differing mandates and scope and, bearing in mind that a major source of dissimilarity between teams is the nature of the task (McGrath, 1984), leads to the hypothesis of different types of teams needed for different acquisition integration styles. If we accept that the wide variety of integration team labels in use by practitioners is based upon a range of integration tasks then we have additional, albeit anecdotal, evidence for a complex array of team types being dependent upon context. This suggests that the picture of integration team usage is more complex than has been recognised to date.

Predicting post-acquisition team usage

The four post-acquisition styles suggest quite different levels of organisational integration and different team usage. In terms of strategic interdependency we would expect a positive relationship with organisational integration and team usage. In terms of autonomy we would expect a negative relationship with organisational integration and team usage. The contingency matrix is consistent in some cases but not in others. Here we begin to see some of the problems within this line of research and the potential contribution to the field if such inconsistencies can be solved. If we add the literature on team typologies to this discussion we add some additional inconsistencies and strengthen the need to resolve them.

We have two frameworks - Haspeslagh and Jemison, 1991; and Sundstrom et al, 1990 - that use the term “autonomy”. Both use the term in a similar way - to indicate independence – but at a different level of analysis. The former uses it at the corporate level to refer to managerial independence of an organisation from its parent, the latter is concerned with the independence of a team, its authority to conclude a task without interference from the organisation itself. The difference appears to be simply one of scale or level of analysis. Comparison of the second axes creates more difficulty. Haspeslagh and Jemison (1991) use the term “strategic interdependence” which implies an opposite of “strategic independence” (a variable that we have just indicated as being equivalent to or a part of the autonomy dimension, raising doubts about the validity of the orthogonal relationship between autonomy and interdependence proposed by the Haspeslagh and Jemison (1991) matrix). Sundstrom et al. (1990) label their axis “external integration” by which they imply, as previously defined, degree of dependence on linkages with external parties” or to put it another way an *interdependence* between teams or teams and other parties. Once again, we have some

comparability through use of the term “dependence” (or a derivative). But we have a semantic conflict (so often found at the root of disagreement in the social sciences) in that Sundstrom et al. (1990) refer to this axis as “integration”, albeit at a team level, whereas the whole focus of the Haspeslagh and Jemison matrix (i.e. both dimensions) is “integration”, in particular post-acquisition integration, at the corporate level. The confusion that exists in this definitional minefield becomes clear and it is on this confusion that this paper attempts to shed light.

If we accept that the two “autonomy” axes and the two “interdependence” axes are equivalent or comparable in their *intent* and differ only in scope then we can map them onto two axes by using relative rather than absolute scales with the Sundstrom et al. (1990) axes forming segments of the wider spectra of the Haspeslagh and Jemison (1991) axes. This provides the basis of an hypothesis for combining our two conceptual models into a single model by integrating the adapted Sundstrom et al. (1990) team typology (above) into the Haspeslagh and Jemison (1991) model as indicated in Figure 3 (q.v.). This allows for a number of hypotheses concerning the likely dominance (or otherwise) of the various team types within the various integration types.

For example, if we accept for the moment that Haspeslagh and Jemison (1991) are correct in their assumption that the primary team type in their Preservation category is “gate keeper”, this implies that it is the dominant role for teams in that category is that of action/negotiation. This hypothesised framework may also allow us to resolve the apparent conflict within the Haspeslagh and Jemison (1991) framework suggested above since, within any particular category it allows a negative relationship between team type and autonomy while allowing an overall positive relationship between integration type and autonomy. Furthermore, it allows for a multitude of teams to be used and the relationship between

those teams to be explored within a single acquisition style, a concept that is more likely to match reality than only allowing a single team style to exist within a single integration style.

Figure 3: Mapping of Sundstrom et al (1990) into Haspeslagh and Jemison (1991)

		Autonomy	
		Low	High
L O W I N T E R M E D I A T E P E R F O R M A N C E	L	Holding	Preservation
	O		
	W	Advice / Involvement	Advice / Involvement
		Production / Service	Production / Service
		Project / Development	Project / Development
	Action / Negotiation	Action / Negotiation	Action / Negotiation

		Absorption	Symbiotic
		Advice / Involvement	Advice / Involvement
		Production / Service	Production / Service
		Project / Development	Project / Development
	H		
	I		
	G	Action / Negotiation	Action / Negotiation
	H		

Further Research

The hypothesised framework thus allows for a contribution to both the team literature and the post-acquisition integration literature. The level of enquiry is between team type, task and context, rather than within team. Demonstration of the validity of this framework requires measurement at a variety of levels.

First, it requires measurement of key acquisition tasks and intentions to allow:

- a) verification of the validity of the Haspeslagh and Jemison (1991) framework; and
- b) classification of the various acquisitions on the two meta-dimensions of autonomy and interdependence.

Secondly, it requires measurement to allow:

- a) verification of the Sundstrom et al. (1990) framework; and
- b) classification of the various teams types on restricted spectra of the two meta-dimensions.

Thirdly, it requires measurement to allow correlation between associations of team types and acquisition types.

Finally it requires measurements to assess the possible causality exceptions mentioned earlier, i.e. that

- a) that the use of teams was not merely a “ploy” by cynical management to obtain “employee buy-in”, requiring measurement of acquisition intentions, prior (proven) acquisition styles, and apparent team influence over integration tasks and outcomes; and
- b) that teams are not just a sufficient but also a necessarily prerequisite of integration success, to which end the overall success of the integrations examined within the sample requires measurement. Thus, to unpackage the different types of team used in the post-acquisition phase, requires a focus upon key post-acquisition tasks that discriminate between the acquisition types of Haspeslagh and Jemison’s (1991) framework. By examining the teams associated with such tasks along a number of dimensions, such as differentiation and linkages

(Sundstrom 1990), we aim to build a picture of specific team usage which may serve to confirm the robustness of Haspeslagh and Jemison's (1991) framework or suggest that their 'top down' strategic approach may need further refinement to reflect greater complexity within organisational integration.

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