Managing Mergers of Human Service Agencies: People, Programs, and Procedures

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From the literature and the experiences disclosed in a survey of 16 large and small mergers and acquisitions, this article sets forth detailed guidelines that could be standard operating procedure in future mergers.

The number of mergers has increased rapidly in recent years, both in the business world and among social service agencies. A merger that combines the functions of different organizations into a new corporate unit can be one of the more drastic alterations that occur in the workplace. Although mergers have attracted research attention in the business world, research into the mergers of voluntary social service agencies has been limited. The study described in this article addresses that gap.

Highlights of the Literature on Organizational Mergers

Although mergers differ, they do share common beginnings, middles, and ends. Most mergers include the three phases of premerger planning, merger integration, and postmerger consolidation [Beckard 1984; Ackerman 1982;

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Bowditch et al. 1985]. Figure 1 sets forth these phases in more detail, namely seven major stages of merger process [Buono et al. 1985].

From the early rumors to the completion of the actual merger, the plans and the processes for combining previously separate organizational entities into a new corporate unit create workplace ambiguities and uncertainties for employees that are perceived as a threat to personal job security and job satisfaction [Ackerman 1982; Nadler 1982]. Employees worry about (1) job loss; (2) effect upon career opportunities in the new organization; (3) uncertainties over new job assignments; (4) new supervision and authority relationships; (5) changes in organizational structure and procedure; (6) losses in product/services or in the quality of product/services; (7) the new executive leadership and its sensitivity to employees' needs; and (8) the friendliness/animosity of new colleagues coming together in the merged organization. Following a merger, employees experience mourning or grief for the old organization and the feeling that they may have lost a family atmosphere that included freedom, social ties, camaraderie, accessibility to management, communication patterns, and organizational allegiance [Bowditch et al. 1985; Fried 1963].

The greater the anxieties and uncertainties, the more the response and coping capacities of employees are impaired, leading often to feelings of depression, lowered motivation and productivity, reduced organizational commitment, antagonistic or disruptive behavior, dysfunctional physical symptoms, absenteeism, and resignations [Connolly 1977; Kahn et al. 1964]. Although the psychological consequences of merger may be such that dysfunctional employee responses cannot be avoided or controlled entirely, observers concur that degrees of containment and control can be achieved by systematic communication between management and employees, on all levels, throughout the three phases of merger, and by systematic involvement of employees on all levels in anticipating and solving problems [Buono et al. 1985].

These containment and control measures recognize that employees' attitudes toward change are more critical than the magnitude of change, a conclusion supported by findings that employees who believe their managers handled the merger constructively felt more positive about the merger [Marks 1982]. There is agreement in the literature that the impact of mergers on human relations is largely unrecognized and ignored [Buono et al. 1985; Hirsch 1985; Sales and Mirvis 1984]; that the human elements are subordinated to business considerations [Marks 1982]; and that because of these omissions, most mergers do not fulfill the expectations of feasibility studies [Lewis 1982]. These observations are confirmed by merger outcome studies, which indicate that "hard" organizational factors such as compensation, hours

FIGURE 1
The Merger Process

STAGE	*CHARACTERISTIC*
1 *PREMERGER*	Degrees of environmental uncertainty (technological, market, sociopolitical) may vary, but respective organizations are relatively stable and members are relatively satisfied with the status quo.
2 *MERGER PLANNING*	Environmental uncertainty increases, which precipitates discussion concerning merger/takeover possibilities; fears rise that unless the firm grows, larger companies will destroy it, it will become less competitive, or it may even fail; the firm is still relatively stable and discussion is confined to the top executive level.
3 *ANNOUNCED MERGER*	Environmental uncertainty continues to increase, influencing merger decision; organization still relatively stable, and while members have mixed emotions concerning the merger, expectations are raised.
4 *INITIAL MERGER*	Organizational instability increases and is characterized by structural ambiguity (high) and some cultural and role ambiguity (low); although members are generally cooperative at beginning, good will quickly erodes.
5 *PHYSICAL-LEGAL / FORMAL MERGER*	Organizational instability increases as structural, cultural, and role ambiguities increase; mechanistic organizations take on some organic characteristics for a period; conflict among organizational members increases.
6 *MERGER AFTERMATH*	High organizational instability, lack of cooperation, "we-they" mentality exists; violated expectations lead to intra- and interunit hostility; structural ambiguity decreases but cultural and role ambiguity remain high; dissenters leave the organization.
7 *PSYCHOLOGICAL MERGER*	Organizational stability recurs as ambiguities are clarified, expectations are revised; renewed cooperation and intra- and interunit tolerance; time-consuming process.

of work, fiscal integration, and contractual relationships fare better than "soft" factors such as job satisfaction, feelings toward management, devotion to the organization, and ideological commitments [Buono et al. 1985].

The literature offers practical advice on communication and involvement. Thus, Marks [1982] found that successfully merged organizations have the following characteristics:

> Early, simultaneous announcements by both parties of the intention to merge, in order to forestall anxiety-producing rumors and inaccurate perceptions; it is not uncommon for employees to know little more than the date for the merger;
>
> Formal group mechanisms to identify and ventilate employees' attitudes and concerns premerger, during merger integration, and postmerger in order to engage in constructive problem-solving;
>
> Formal mechanisms to develop mutual understanding and respect among the merging parties during all phases of merger in order to integrate employees harmoniously and as coequal partners.

Reducing merger-induced stress is related directly to the use of these formal mechanisms for the communication of information and the ventilation of issues [Marks 1982].

Survey Methodology and Findings

In November 1987 invitations to participate in a survey were sent to the 32 member agencies that had been identified by the Child Welfare League of America and Family Service America as having been partners in a merger during the years 1973 to 1986. The study was conducted via a 20-page questionnaire to be completed by the CEO of the merged agency.

Sixteen agencies agreed to participate and returned the completed questionnaires; five replied that there had been no merger; four found it administratively inconvenient to participate; four started but were unable to follow through; two agencies no longer had a CEO with knowledge of the merger; one merger took place many years before 1973. The average period among the 16 agencies from the date of merger to the questionnaire response was four and two-thirds years.

The study focused on the implementation of a merger relative to finance, governance, organizational structure, public relations, management systems, and service delivery—issues and problems that are inherent in a merger. The degree to which they are resolved yields critical insights into the administrative health of a merged agency and into the attainment of the preconditions for developing successful programs and services.

TABLE 1 Comparison of Premerger and Postmerger Agency Budgets

	Premerger Budgets	*Postmerger Budgets*
Large mergers (6)	$65,000–10.8 million	$670,000–15.3 million
Small mergers (4)	71,600–800,000	150,000–920,000
Acquisitions (6)	1,000–3.5 million	614,000–3.65 million

Analysis of the completed questionnaires revealed significant differences in the merger experiences of the 16 agencies, in relation to the size of the annual budget, the attending differences in number of professional staff members, and the range and complexity of programs and services. The statistical derivations and conclusions that are obtained if the 16 agencies are treated as one group obscure critical differences among them. Our data analysis is therefore made in terms of the categories shown in table 1.

Five of the large mergers were of two agencies, one encompassed three agencies; three of the small mergers were of two agencies, one encompassed three agencies; four of the acquisitions were of two agencies, two encompassed three agencies.

An acquisition is defined as a union of unequal partners wherein an organization with one function or limited functions and meager resources is incorporated into an organization with vastly larger fund, program, and personnel resources.

Although the number of agencies in each group is small, the significant differences among them and the internal consistencies within the groups testify to the validity of the groupings.

Organizational Issues

For the most part, the impetus to merge came from recommendations of funding bodies and the initiative of one or both of the merger agencies. The reasons for merger comprised rescuing a declining agency, diversification of programs, and the integration of complementary programs to improve control and coordination.

The questionnaire asked about five major premerger planning issues: finances, governance, organizational structure, public relations, and management systems (files, manuals, procedures, and the like). Each issue had several components, and respondents were asked to indicate whether each of the five major issues was a problem, not a problem, or not present or relevant. Table 2 summarizes only the significant findings.

As table 2 indicates, five of the large agencies viewed as problematic the

TABLE 2 Preplanning Merger Issues

	Problem			*Not Problem*			*Not Present*		
Issues	*Big*	*Small*	*Acquisition*	*Big*	*Small*	*Acquisition*	*Big*	*Small*	*Acquisition*
Finance									
1. Merging of agency budgets	3	1	0	3	3	5	0	0	0
2. Coordination of payroll, general ledger, etc.	3	0	1	3	4	4	0	0	0
3. New plan for insurance needs and coverage	3	1	0	3	3	5	0	0	0
4. Integration of personnel policies	5	2	1	1	2	4	0	0	0
Governance									
5. Defining the purpose of the merged agency	3	0	1	3	4	4	0	0	0
6. The name of the new agency	4	0	0	1	4	3	1	0	2
Organization									
7. Developing new lines of authority	4	2	3	2	2	2	0	0	0

8. Responsibilities for ass't/ associate director	3	2	1	2	1	2	1	1	2
9. Responsibilities of program directors, present directors, supervisors	4	1	2	2	3	3	0	0	0
Public Relations									
10. The social work community	3	2	0	3	2	3	0	0	2
11. The general community	5	2	1	1	2	4	0	0	0
Management Systems									
12. Integration of office procedures	3	1	1	3	3	4	0	0	1
13. Integration of agency record-keeping	5	2	1	1	2	3	0	0	0
14. Integration of agency files	3	2	1	3	2	4	0	0	0
15. Integration of manuals for professional staff	5	2	0	1	2	4	0	0	1

combining of personnel policies; half had problems with merging agency budgets, coordinating payroll, and instituting new planning for insurance coverage. Two of four small mergers and one acquisition had a problem combining personnel policies. Small mergers and acquisitions were more likely than the larger mergers to note that some premerger planning issues were not relevant (not shown in table 2), such as consolidating union contracts and engaging investment counsel, although half of the large agencies also indicated that consolidating union contracts was not a part of their situation.

Regarding governance, four of the large mergers had a problem with the name of the new agency, whereas three had difficulty defining its purpose. Neither of these issues was problematic for most of the small mergers and acquisitions. Five of the six large mergers, three of the four small mergers, and five of the six acquisitions had no problem determining the total number of board members (not shown in table 2). None of the merged organizations had problems establishing the terms to be served by board members or with the selection of the executive director. Four of the six large mergers, three of the four small mergers, and four of the six acquisitions had no problem preparing by-laws. Only one of the large and one of the small mergers reported a problem with determining the selection of the new president; and only two of the large mergers and one acquisition had problems determining the number and types of committees. Five of the large mergers and three of the small mergers had no problem determining the number of vice-presidents; five of the six acquisitions said it was not relevant.

Regarding organizational structure, four of the large mergers, two of the small mergers, and three of the acquisitions had a problem with developing new lines of authority. Three of the large mergers and two of the small mergers had a problem with responsibilities for assistant/associate director. Four of the large mergers and two of the acquisitions had a problem with responsibilities of program directors and supervisors. For the most part there was little difficulty in the assignment of support staff.

Regarding public relations, five of the large and two of the small mergers had a problem with the general community. Three of the large and two of the small mergers had a problem with the social work community. All of the large mergers and the acquisitions, and three of the four small mergers indicated that public relations with clients was not a problem before merging (not shown in table 2). For the most part, relations with volunteers, foster parents, and other ancillary groups were neither problems nor relevant.

Regarding management systems, five of the six large mergers had problems with the incorporation of client record-keeping, as well as manuals for the professional staff; two of the four small mergers had similar problems. Half

of the large mergers had a problem with office procedures, but these were not relevant for three of the four small mergers and four of the six acquisitions. Half of the large and two of the small mergers had a problem with agency files; agency files were no problem for four of the six acquisitions. Combining manuals for board members was a problem for two of the large and one of the four small mergers, and not a problem for the six acquisitions.

On the whole, the large mergers experienced a greater range of problems than did the smaller mergers and the acquisitions.

Staff Issues

The respondents' retrospective assessment of staff issues included the nature of staff stress, the nature of group behavior, and administrative responses to managing stress. The analysis of responses is organized in relation to the size and type of mergers.

In the six large mergers, a high level of stress was experienced by middle management personnel, direct service staff, and clerical and support staff. For middle management and direct service personnel, the main sources of stress encompassed (1) perceived changes in organizational structure; (2) fear of losing their jobs; (3) perceived changes in their status, power, and prestige; (4) hostility toward executive leadership; and (5) fears about reduced quality of service. For clerical and support staff, the sources of stress were more personal and had to do with fear of losing their jobs and perceived changes in their level of compensation.

In the small mergers, the highest level of stress was experienced by the clerical and support staff, as reflected in the following sources of stress: (1) antagonisms toward merging partner; (2) perceived changes in status, power, and prestige; and (3) anxiety over new job assessments. Only moderate levels of stress were experienced by middle management and direct service personnel. The most common source of stress was perceived changes in organizational structure.

As to acquisitions, only a minimum amount of stress appeared in the acquired organization. Although moderate to acceptable levels of stress were noted by the clerical and direct service staffs, middle management personnel experienced more stress concerning perceived changes in organizational structures as well as in their own status, power, and prestige. In some cases, stress was also due to antagonism toward the acquired organizations, as well as a fear of job loss.

The most common form of staff stress was seen in low morale or resignations. Of the three staff groups, the middle management group was the

most troubled, but differences were apparent among the types of mergers. In the large mergers and the acquisitions, 50% experienced significant acting-out behaviors on the part of the middle managers; none of the small mergers reported this. The data on collective responses to stress as reflected in dysfunctional group behavior revealed surprisingly little group acting-out.

When respondents were asked to identify the most helpful techniques in managing stress, the consensus was strongest for general staff meetings involving all staff members. The majority also found the following helpful: formation of problem-solving groups; formation of groups with representation from all levels of staff; and written communication.

On how stress and disruptive group behavior might have been handled better, five respondents from the six large mergers emphasized more advance planning and preparation to handle the interpersonal climate, including the use of an outside facilitator. In regard to disruptive group behavior, the consensus was that there should have been more active and decisive management responses to the staff rather than allowing the behavior to persist. In contrast, the majority of respondents from small mergers and acquisitions saw no need to handle the minimal amount of disruptive behavior.

Service Delivery Issues

In identifying service delivery changes resulting from merger or acquisition, the overwhelming majority of respondents reported that there had been significant differences among service programs before the mergers, as reflected in either treatment approaches or the nature of services. For example, a psychoanalytically oriented service program merged with a more eclectic approach. In another instance, a social service-oriented agency providing concrete support services such as foster care or meals on wheels merged with an agency providing fee-for-service counseling programs. Similarly, agencies providing brief crisis intervention services merged with those offering extended outpatient and/or residential services.

Most respondents reported that two years after the merger or acquisition there was very little loss of service. On the contrary, according to the vast majority, the impact of the merger or acquisition was quite positive, resulting in new services, more services, and increased public sector awareness and new service contracts. The organizational benefits for the six large mergers were (1) cost-effective economics in operational expenses; (2) improved organizational structure; (3) a broader and richer array of client services; (4) an expanded pool of staff talent; (5) a larger geographic area served; (6) increased board strength; and (7) unexpected payoffs from combining complementary

services. The payoffs for small mergers were (1) more services to more people; (2) more secure funding and new programs; (3) improved quality and accountability; and (4) survival of needed services that would have disappeared without the merger. The benefits of acquisitions were similar to those of the small mergers.

Although the benefits for all the mergers and acquisitions outweighed the negative factors, there was a range of important negatives. For large mergers, the number of management problems increased, frequently because of the lack of a clear mission statement. Where there were difficulties integrating existing programs into a new organizational structure, these difficulties were compounded when new programs were added onto the recently merged organization. In addition, staff cohesiveness was greatly reduced because the large size of the merged organization was accompanied by serious, short-term morale problems that drained energy away from program planning. For small mergers, the negative factors related to assuming the financial obligations of the smaller partner and difficulties in projecting a new agency identity to the community.

The impact of mergers on the financial health of the new organization was positive. Eighty percent of the large mergers reported that after three years, budgets increased 9% to 36%, from $230,000 to $5,000,000. Similar findings held for 75% of the small mergers, with budget increases of 28% to 58%, from $100,000 to $865,000. The negatives of mergers on the financial health of an organization resulted from a lack of premerger financial planning, as well as a postmerger failure to plan strategically for the adding and eliminating of service programs.

There was consensus across all categories of mergers that the primary objectives for the mergers were met. For the large mergers, the primary objectives were increased cost-effectiveness of operations, integration of complementary programs, and increased diversification of programs. For smaller mergers and acquisitions, the objectives were the rescue of declining agencies and the improvement of agency management.

With respect to the board of directors, 80% of the large mergers reported good to excellent integration of the premerger boards, with a similar result in 75% of the small mergers. When asked to identify what could have been handled more effectively, respondents suggested the following: (1) more preparation for board members to deal with issues in the merged organization; (2) more clarification of board member roles and responsibilities; (3) the necessity of reducing the number of members on the merged board; and (4) eliminating the practice of designating two co-presidents of the board (one from each premerger agency).

When respondents were asked to define the time period for achieving a reasonably successful integration of two or more agencies, the responses varied by size of merger. For the large mergers, 50% observed that 24 to 36 months were required. For small mergers, 66% noted that 24 months were needed, and the remainder felt that just three months would be enough. There was no consensus among the respondents from acquisitions.

Guidelines

To summarize, mergers of social service agencies operate much the same as mergers in the business world. Almost anything involved in the merger process can cause stress. The act of combining separate agencies requires decisions and relationship-building that affect the personal, economic, and social lives of a work force. Although change in itself appears to be a common thread throughout all of the mergers and acquisitions, it is clear that the complexity of change contributes to the potential for stress—the number of people, the job levels, and the variety and scope of programs and services that must be integrated. In general, staff members were able to handle the stress successfully despite situations of low morale. In some cases, resignations were the response to job dissatisfaction. The formal group mechanism of general staff meetings and staff-management groups was the most effective management way to handle the array of dysfunctional staff behaviors.

Despite the many traumas in the merger process and the challenges in combining significantly different premerger services and service delivery orientations, the respondents overwhelmingly rate the ultimate benefits as far outweighing the negatives. Even the most consistently troubled agencies reported programs and services as surviving and prospering, with the primary merger objectives nearly accomplished three years after the merger.

The premerger matters of finance, governance, organization, public relations, and management systems presented fewer difficulties than service delivery and staff matters. The agencies generally did not see finance as problematic, though the large agencies did view merging of budgets and the integration of personnel policies as difficult. Governance was not considered troublesome, although as could be expected, it was more difficult to integrate the multipurposes of the agencies in the large mergers into a conceptually neat statement of organizational mission and to select the name for the new agency. On board organization, the agencies took a noncontroversial course of action, preferring to achieve unity by combining existing boards of directors. For the most part, public relations was not seen as a problem, although larger mergers found it more difficult to interpret the merger to both the general community and the social work community.

The size of the merger proved to be an important factor in working out premerger questions of organizational structure and management systems. Large agencies had difficulty developing new lines of authority and determining the responsibilities of senior and middle management. The standardized functions associated with clerical and other support staff members were not troublesome for mergers of any size. Regarding management systems, large agencies reported problems with integrating office procedures, client record-keeping, agency files, and administrative policies and procedures. The merging of manuals for board members was much easier, largely due to such noncontroversial, standardized content as agency history, description of committees, and rosters of board members.

In general, premerger planning ranks high in importance with respect to (1) preparing the staff and board; (2) defining the mission of the merged agency; and (3) anticipating the kinds of decisions that had to be made. The change process in a merger takes on a life of its own. Thus, while premerger planning is essential, it does not necessarily prevent problems from emerging. As one respondent noted, the very act of coping with merger realities moves a wide range of old and new organizational issues into the problem-solving arena for resolution and the promotion of a new organizational climate and culture.

It is clear from this retrospective study that there are differences in perception about the tasks required for combining organizations. The process of combining creates an emerging partnership regardless of organizational size. The building of a partnership is also important in the case of acquisitions, which resemble takeovers, wherein the acquired party surrenders identity in order to ensure some form of survival.

Based upon the findings of this study and the current research literature on mergers, as reflected in the seven stages of the merger process noted in figure 1, this analysis concludes with a set of guidelines that have been constructed to anticipate and respond to the critical stages of the merger process.

Merger Planning

1. All merger-related discussions and planning are the responsibility of the boards of directors of the merging agencies.

2. During negotiations, the CEO (1) reports to the staff on those aspects of merger planning that can be made public; creates opportunities to ventilate staff attitudes and concerns; corrects inaccurate perceptions and fields rumors; and (2) conveys to the board the concerns of the staff. It is impossible to conceal merger negotiations; the best policy is openness.

3. It is a major concern of the CEO during this period to maintain business as usual. In the typical premerger climate of rumors, suspicions, hostilities, jockeying for advantage in the new agency, and fears about loss of jobs, maintaining work productivity and quality of services is no small matter.

Announced Merger

4. The CEOs of the merging agencies are available as consultants to the merger-planning bodies, with the functions and utilization of each CEO determined, among other things, by the roles they are expected to occupy relative to the new agency.

5. Recognizing that uncertainties breed rumor and anxiety, the CEO and the president of the board together should meet with the whole staff to report the merger decision. The announcement is made simultaneously in the merging agencies. The president's attendance represents the continuity of the agency and concern for the staff. Some of the questions at this time may require a board response.

6. The CEO keeps the staff informed of developments and invites questions and concerns, making himself or herself available for personal matters.

7. A joint committee of the merging boards is formed to search for a CEO as well as to define the new agency mission, the financial and personnel policies, and the governance structure. Space, facilities, and equipment requirements are studied.

8. Where feasible, joint interagency staff committees may meet to formulate questions and concerns about management and program. If a premerger CEO has been selected to head the new agency, it may be possible to explore service integrations.

9. The CEO sensitizes staff members to the typical tensions and stresses generated by a merger.

10. Meetings are held for board and staff orientation to the merging partner. If the relations between or among the agencies are good, joint orientation programs are advisable.

11. Job locations and supervisory assignments are made to facilitate orderly reporting on the first day of merger.

Actual Merger

12. The objective now is to build upon the realities of merger to create a new family atmosphere. On the first day, the CEO meets with the whole staff

to symbolize the union, to welcome and introduce everyone, to restate the goals and objectives of the new organization, and to present the new table of organization.

13. The meeting should be followed shortly afterward by an event to bring the staff and board together.

14. The first board meeting is planned and carried out by the president and the CEO, with an updated board manual available. Special meetings are scheduled to promote the board's understanding of the new agency and to clarify the role of board members.

15. The CEO alerts the staff to the growing pains associated with the new organization and invites input from all levels to reduce tensions and facilitate the change process. Conflict is expected but unprofessional behavior incurs consequences.

16. Programs and organizational policies and procedures are reorganized to reflect the mission of the new agency.

Psychological Merger

17. Staff members are reassigned to reflect the new program priorities.

18. Mechanisms, including outside consultation, can be used to deal with stress and differences of professional opinion about programs and operations that emerge from merger-integration problems.

19. Over time, staff members unhappy with the results of the merger leave, and the CEO usually places new staff members in key positions. A similar process occurs on the board of directors as persons whose previous loyalties prevent them from identifying with the new agency lose interest and are replaced by new board members with few premerger associations.

20. Over time, a new sense of agencywide collegiality and partnership replaces the initial "we-they" climate as the agency "family" is reconfigured and the merger is complete. ◆

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