

Bank Mergers and Acquisitions in Nigeria

The Lens of Psychology and Learning

Scenarios

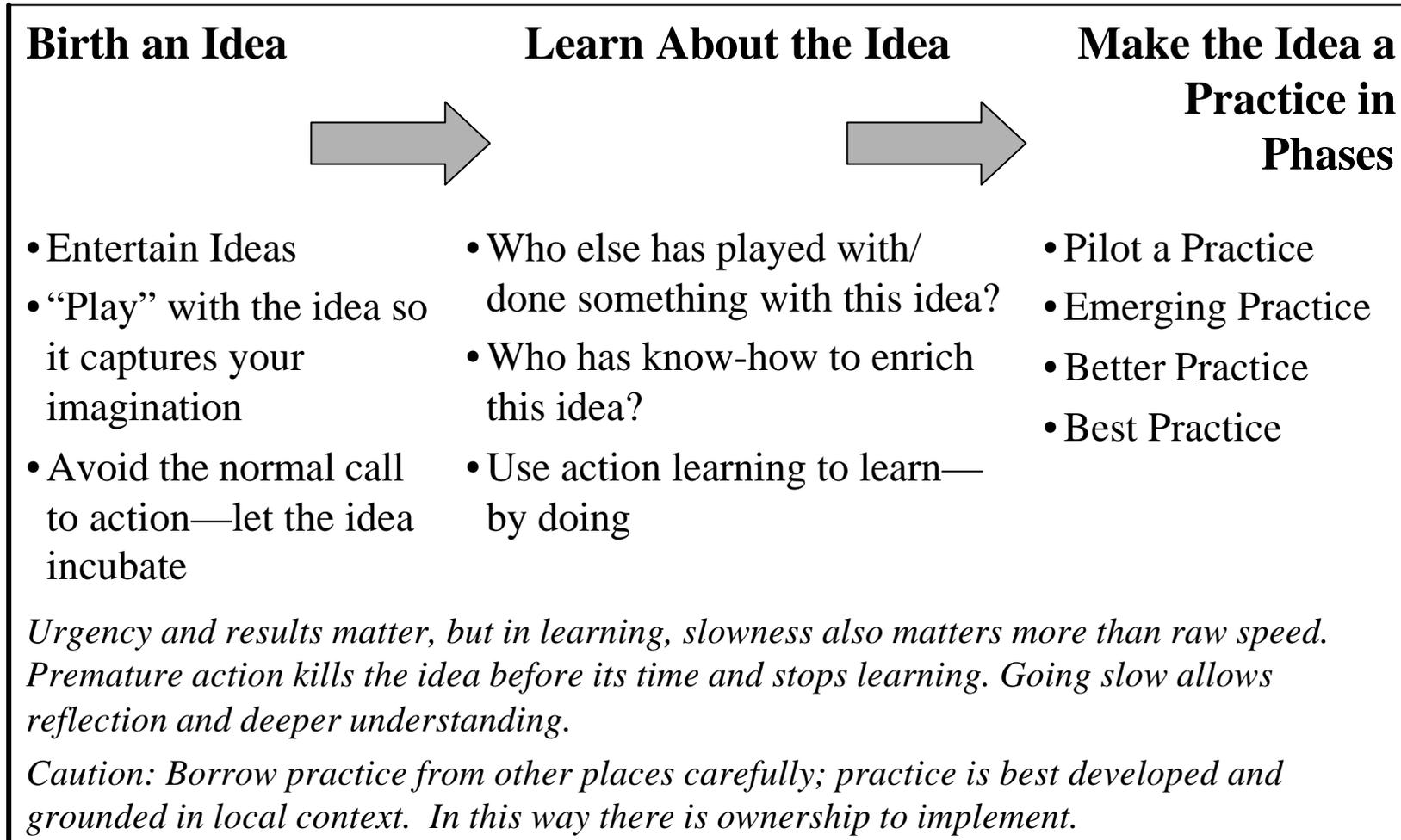
Executive Leadership

Values and Core Agreements

Hidden Messes

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Design of this Workshop: **From Entertaining Ideas, to Learning, to Best Practice**



Design of this Workshop **Uses Action Learning**

1. Ask a Question/ Imagine

- Observing
- Inquiry
- Curiosity
- An image of potential
- Hypothesis- a prototype to test

2. Take Action

- Test your hunch
- Stick with the image
- Do it
- Experience action
- Probe for doubts and concern

3. Reflect

- Slow it all down, personally and publicly
- Ask yourself: What do I now know I didn't know before?
- Cull lessons and practices

4. Reframe

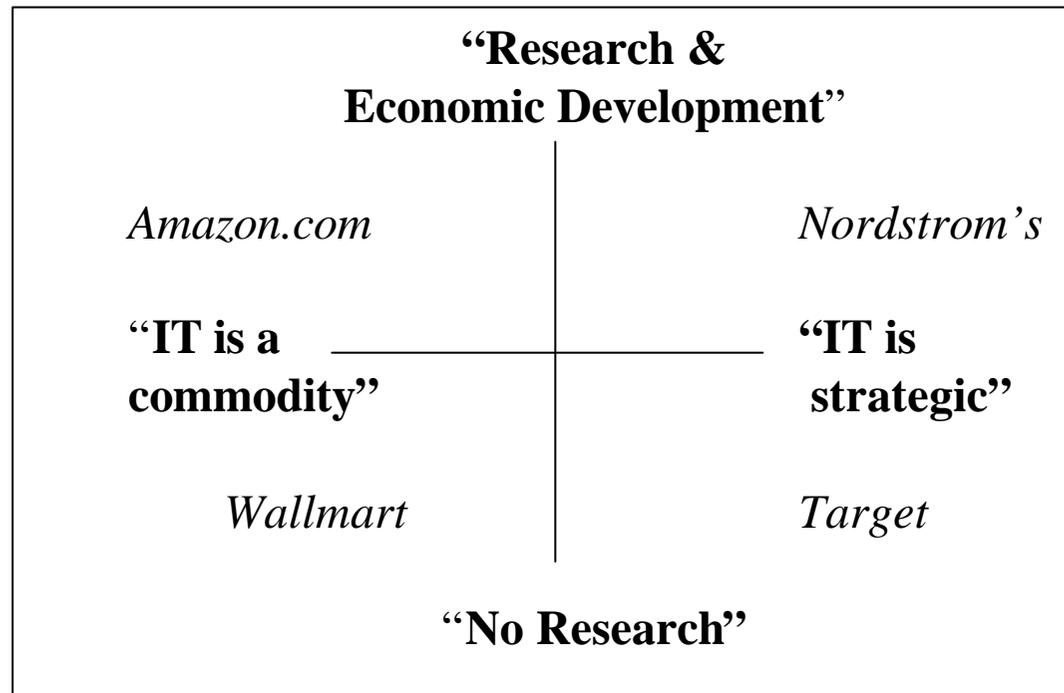
- New inquiry
- Plan next steps
- Emerging theory for use
- Take new action

Design of this Workshop: **A Merger Occurs at 3 Levels of Experience and Action**

Level of Experience and Action	Characteristics	Merger and Acquisition Element
Concrete	Factual Singular	Valuation – the numbers Regulatory
Psychological	Conversation Messy	Negotiation Executive Leadership
Mythological	Story Multiplicity Complexity	Scenarios Core Values

Scenarios: **Several Future Possible Stories Could be True**

Each scenario uses a retail store experience to define the service provided by this organization as a service center:

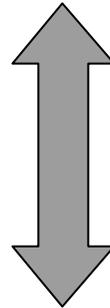


Scenarios: **Handling a Creative Tension in Building Nigeria's Future**

Profitability

Efficiency

Increasing shareholder value



Building a vibrant local economy

Fostering entrepreneurship and
innovation

Serving the common good

Scenarios: **Different Ways to Structure the Merged Bank**

Serving distinct local economies



Serving Country or International Interests

Collection of bank brands like a holding company with distinct products



One Bank brand

Integrate only back room functions and treasury for efficiency



Total Integration

Executive Leadership: **Leaders Think and do Differently: Is There a Match?**

<p>Sensing Concrete and facts “If it is not broke, don’t fix it” Efficiency</p>	<p>Intuition Ideas and possibilities “There has to be a better way” Mastery</p>
<p>Feeling Attached from the heart “Do I really value this? If so let’s do it!” Growth and mostly organic</p>	<p>Thinking Distant and in the mind “Is it logical? If so let’s do it!” Order</p>

Executive Leadership: What's the Guiding Principle: Corporate Mind? Entrepreneur's Mind?

	Corporate Mind	Entrepreneur's Mind
Orientation to change	Change is too often a threat, not necessarily your friend	Change fuels your business
Mindset for risk	Mitigate or limit liabilities; too often unable to step into an opportunity unless all resources are lined up first	Pursue the opportunity, leverage assets; accept liabilities or downsides as givens and do not fret much
Use of organizational structure	Functional “stove pipes” with command and control from the top	Agile for continuous innovation – a federation of entrepreneurs
Your character matters	Expressing character is not that important and often not encouraged	Being true to your essence matters
Expressing creativity	Prefer to work a proven model	Build something from nothing – business is a creative act; you do adopt proven practices that fit

Core Values and Agreements: **Declared Values** **Foster Alignment or Separation**

Abide by Moral Imperative: the Technology Must Be Used

Why: What drives us is the technology must serve humanity reasons.

A Deeper Human Purpose Drives Business Success

Why: We hold a sincere and caring commitment for people to achieve their higher purpose.

Foster a Culture of Individual Accountability and Community

Why: We apply the creative tension of hierarchy and circle in the organizational structure – both drive business results. We drive to excel in service, to the betterment of everyone inside and outside of the business family. Surface unconscious and unconscious beliefs about organization so we know better the full business ethic and thinking of each stakeholder.

Innovation in Financial Practices Yields Higher Performance

Why: We operate transparently with open books to produce both effective business people among us and yield deeper loyalty.

The Aesthetics of Our Place of Work Matters

Why: We recognize the “look and feel” of our work environment impacts individuals and team performance, either positively or negatively.

Core Values and Agreements: **Continuously Apply Best Practices as Core Agreements**

Capture Market Share and Presence with One Brand Totally Committed to Customers

Why: Efficiencies of marketing are maximized.

Maximize the Medical Technology Platform

Why: Our technology is deep and wide enough to generate many companies.

One Technology Platform Yields Many Venture Partners Operating as a Network of Entrepreneurial Companies

Why: Venture partners operate as subsidiaries and strategic alliances collaborating to create multi-industry impact driven by all partner companies. Each benefits from the discoveries and learning of the others, both technically and organizationally.

Practice Collaboration and Learning and not Competition among Venture Partners

Why: Fully exchange learning and practices among all associates and venture partners because the future of medicine is about convergence of medical disciplines and new combinations among them.

Hidden Messes: **“Look Carefully or One of These Could Bite You”**

- You are building a new organization not a clone of either one.
- Long-term value comes from healthy culture, carefully built from the inside out.
- Mergers require 12 to 15 years of continuous integration and relationship building. It is like a marriage which demands careful attention and responsiveness to change.
- If the money is great and the values at odds, walk away.
- Distinguish and declare what changes and what remains changeless as a non-negotiable given.

Hidden Messes **Continued Bites**

- Moving from endings to new beginnings is not a linear shot. People drop into, and meander through, “a neutral zone” to process their letting go of the old ways. People embrace new beginnings at varying times and degrees of acceptance.
- Processes that don’t match are killers. Make a list of all the processes required for the new entity and agree upfront:
 - 1.) Whose got the best of what and thus adapt it;
 - 2.) Integrate them;
 - 3.) Scrap them and buy new.
- Collaboration more than commanding ego makes the merger and new culture building process less painful and messy. Deep resentment seldom goes away.

Hidden Messes: **Continued Bites**

- Larger organizations tend to factor out or forget the local.
- Be clear: Is it governance for the bottom line or governance for the health and well being of Nigerian citizens and the economy?
- There are people with “bad seeds” -- nothing you can do alters their badness so walk away.