7 Essential Strategies to Ensure a Successful Handoff from Due Diligence to Integration

1. Redefine governance roles
2. Map the process
3. Game Day: Provide immediate directional guidance on major issues
4. Maximize pre-close integration planning
5. Use “clean-teams” to accelerate synergy capture and manage sensitive data pre-close
6. Master the art of integration launch
7. Find the “secret sauce” – business model & culture
Team charters set the scope and expectations for each work-stream

- Owned and originated by Integration Leader and IMO
- Adapted to each deal based on strategy framework and integration requirements
- Approved by each function leader
- Categories typically include:
  - Objectives
  - Confirmed business decisions
  - Working assumptions
  - Key issues
  - Roles and responsibilities
  - Preliminary resourcing & budgets
  - Preliminary synergy expectations
  - Scope
  - Deliverables
  - Timelines and milestones
  - Dependencies

### 1. Team Charter

<table>
<thead>
<tr>
<th>Workstream</th>
<th>Human Resources</th>
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<tbody>
<tr>
<td>Team Lead</td>
<td>Mike Smith</td>
</tr>
<tr>
<td>ABC Program Manager</td>
<td>Bill Jones</td>
</tr>
<tr>
<td>XYZ Representative</td>
<td>Joe Green</td>
</tr>
<tr>
<td>Finance Lead</td>
<td>Jack Black</td>
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</tbody>
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#### Working Assumptions

The HR/IRT work stream will work to integrate the ABC Group and XYZ Human Resource teams while also implementing and conducting the staffing process which results from the merger. XYZ will migrate to ABC Group employee benefits, policies and procedures (subject to the merger agreement). In select instances, we may seek to implement best practices. In addition, XYZ job titles will be mapped to ABC Group levels.

#### Scope / Internal Deliverables

- Staffing, Retention, Severance
- Organizational Design
- Professional Development
- Recruiting
- HRIS
- Benefits
- Compensation
- Member training (Education)
- Health care center
- Fitness Center
- Policies and Procedures

#### Scope / External Deliverables

- Human Resources support for Joint Ventures
- Clearing NY presence including potential rotational program
- Charitable organizations (subsidiary)
- Business requirements for PeopleSoft systems work

#### Dependencies

- Real Estate
- Technology
- Communications
- Clearing
- Finance/Accounting/Payroll
Launch teams in coordinated stages

• **Fast-launch teams**
  – Leadership
  – HR
  – Communications

• **Full integration teams**
  – Coordinated launch
  – Buyer and seller team leaders involved
  – Other functional teams
  – Customer teams
  – Business process teams
  – Special project teams

• **Sub-teams**
  – For Phase 2 plans
  – Focus on detailed implementation / execution
Integration plans typically include…

• **Phase 1 Plans**
  – High-level or concept plans
  – “What will our integrated function / unit do about…”
  – How will we apply the determined “concept of operations” provided to us by integration leadership?
  – Summary of plans, logic and approach to be approved

• **Phase 2 Plans**
  – Detailed plans required for implementation and executions
  – Resources, budgeting, timelines
  – Additional business requirements definition or functional specifications for large project or IT integration

• **Day One Plans**