

# We're Merged, Now Change: Best Practices In Making Newly-Merged Organizations Work

August 31, 2022 | 4:30 pm – 5:30 pm PT



**Angela Weis**

Senior Vice President of  
Mission Support  
Mosaic



**Brad Schroeder**

Vice President of Human  
Resources  
Trivium Life Services



**Gene Rodgers**

Executive Vice President  
of Strategy & Corporate  
Development  
Community Based Care



**Joseph M. Costa**

Senior Associate  
*OPEN MINDS*



**Paul M. Duck**

Senior Associate  
*OPEN MINDS*

# Agenda

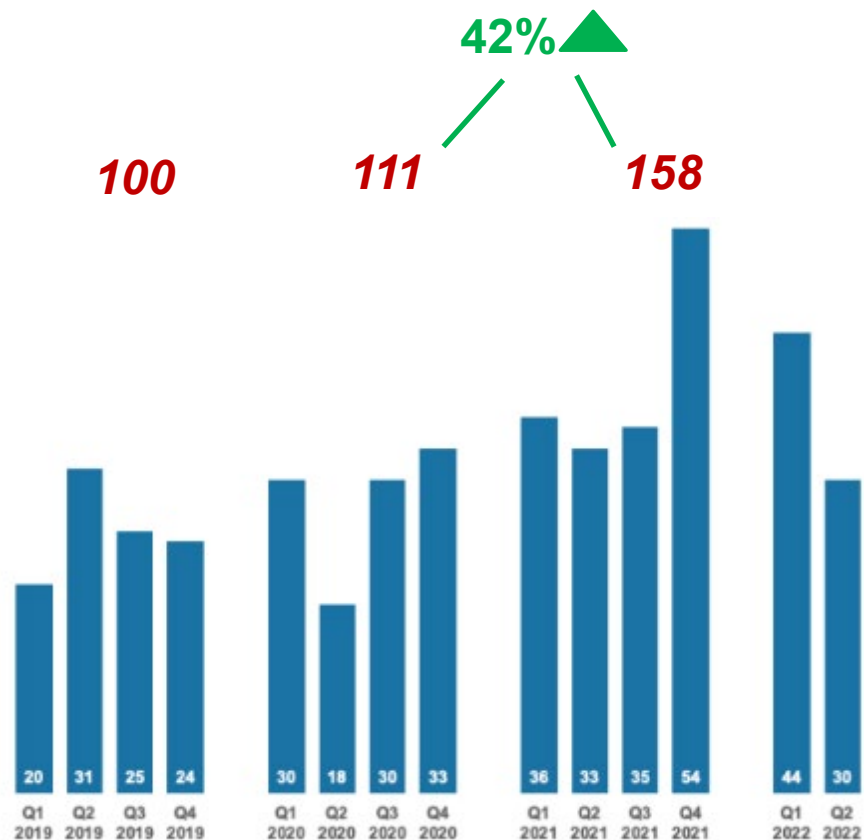
1. Overview: M&A Post Merger Integration
2. Plenary Panel: Discussion & Q&A



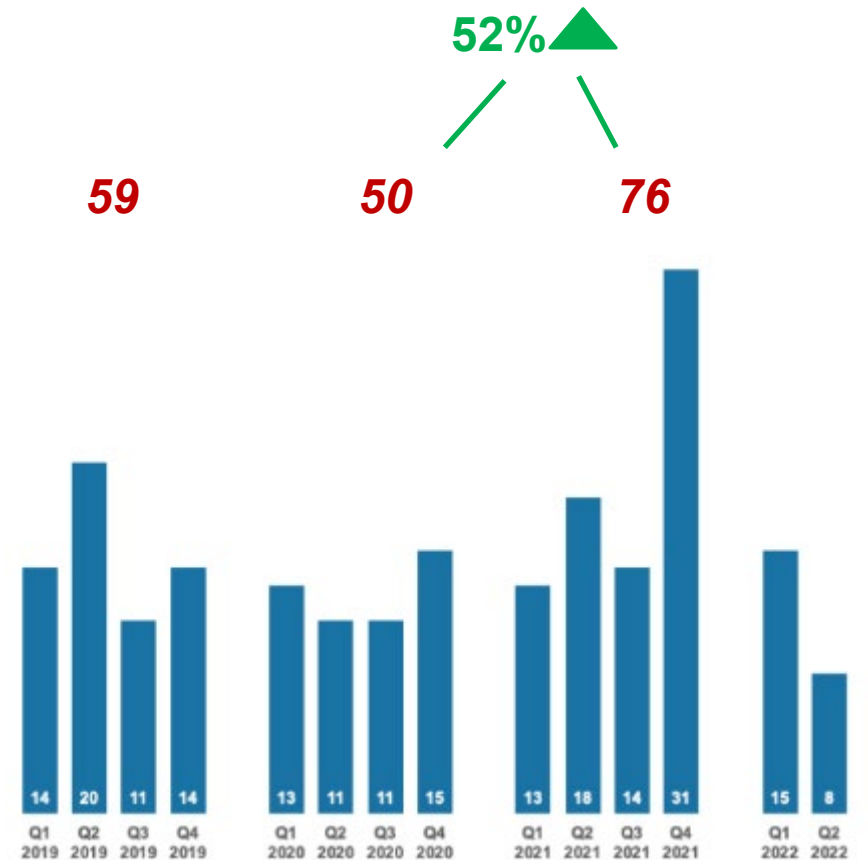
# 1. Overview: M&A Post Merger Integration

# Why This Is Important: *Frenzied Pace Of M&A*

Total Behavioral Health Transactions by Quarter

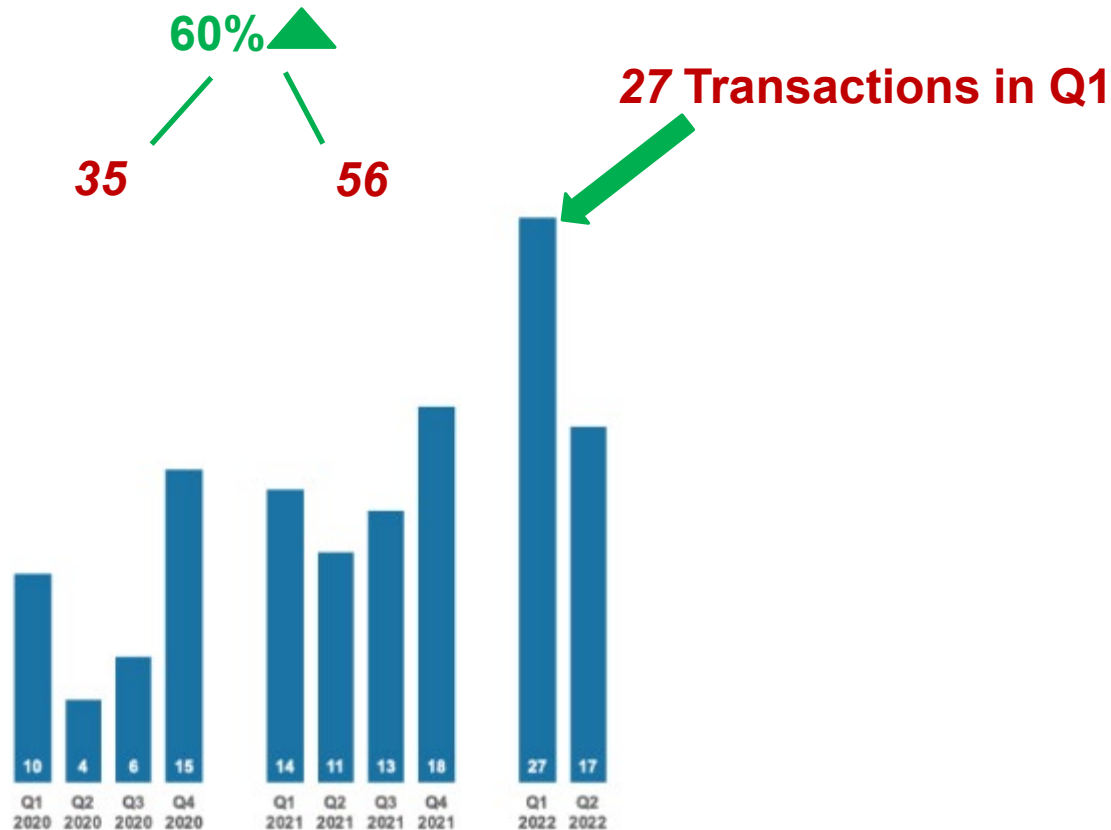


Addiction Treatment Transactions by Quarter

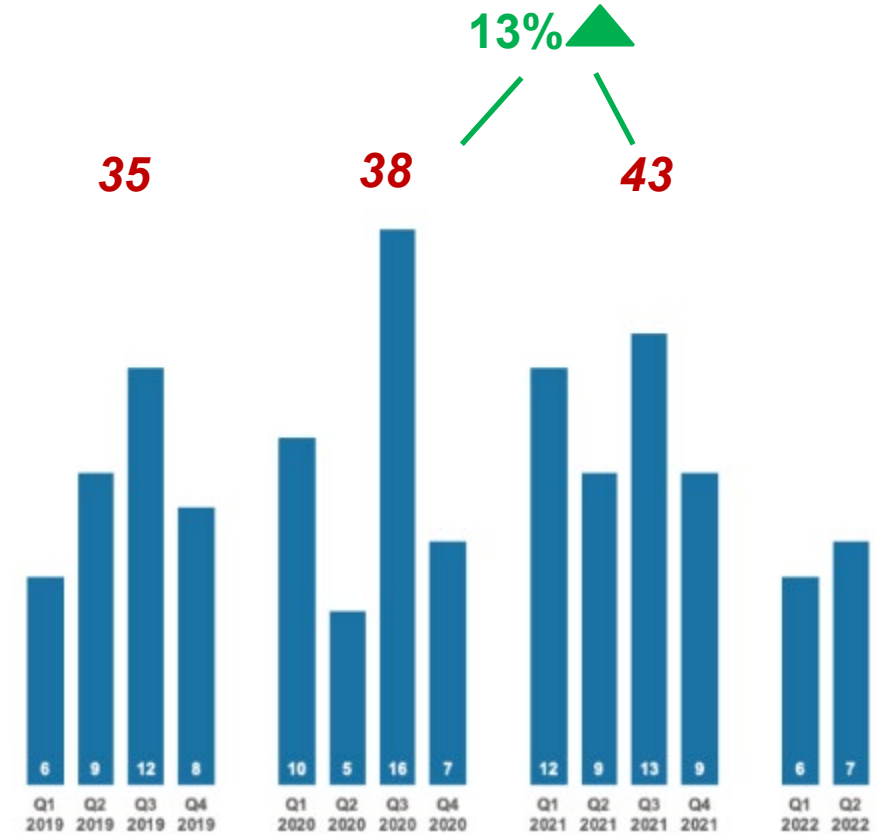


# Why This Is Important: *Frenzied Pace Of M&A*

Mental Health Transactions by Quarter



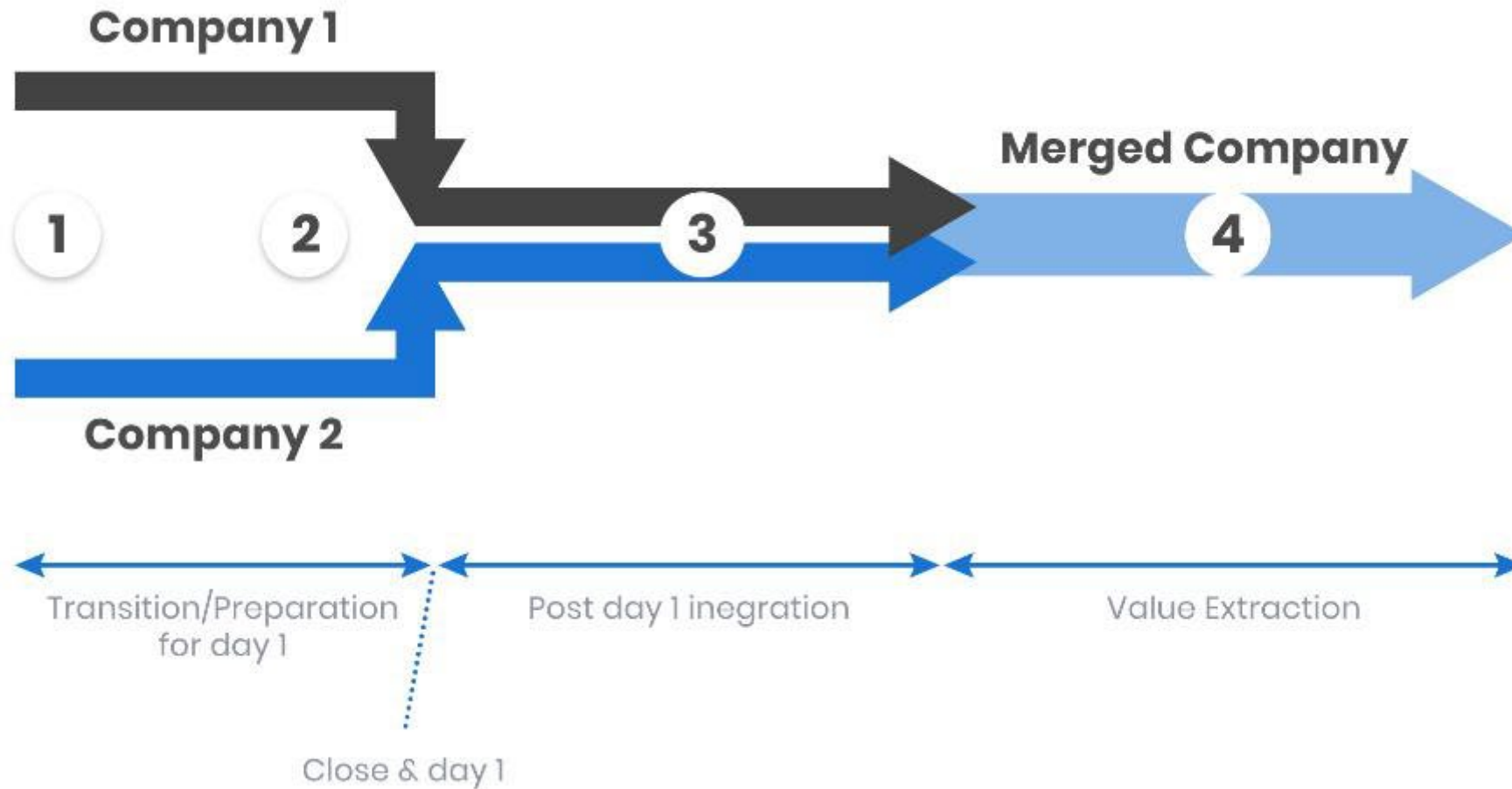
Autism Service and I/DD Transactions by Quarter



## What Is M&A Post Merger Integration?

*M&A integration or Post-Merger Integration (PMI) is the process of bringing two or more companies together with the aim of maximizing synergies to ensure that the deal lives up to its predicted value.*

# Post Merger Integration



# Main Reasons Why Mergers Fail

1. A lack of documenting decision authority
2. The process is rushed leading to missing critical communications with key constituents
3. Lack of agreement on who will lead the organization
  - a) Worst example is the “alternating-CEO” or “co-CEOs”
4. Lack of proper planning – especially financial planning
5. Hidden vulnerabilities in one or both organizations that are not uncovered during due diligence
6. A lack of a through communications plan (staff, community, regulatory)



# The Authority Matrix

1. Advise: Meaning having the ability to provide unsolicited advice
2. Consult: Meaning your advice must be solicited and considered prior to a decision being made
3. Decide: Means what it says – you get to make the decision
4. Ratify: A decision does not become final until you have approved – but you can not initiate the decision - you get to say yes or no

# Example

Effective: xx/xx/2015 DECISIONS/AUTHORITY	SUBSIDIARY CEO	SUBSIDIARY GOVERNING BOARD	NATIONAL CEO	NATIONAL BOARD
<b>PHILOSOPHY, MISSION AND CORE VALUES</b>				
1. Role, mission, and vision statements of Corporate Subsidiaries and Affiliate Organizations	Consult	Approve	Consult	Ratify
2. Role, mission, and vision statements of Corporate	Consult	Develop and Recommend	Consult	Approve
<b>NEW ORGANIZATIONS AND MAJOR TRANSACTIONS</b>				
3. Formation or acquisition of legal entities by a Corporate Subsidiary	Consult	Approve	Approve	Ratify
4. Formation or acquisition of legal entities by Corporate in State not currently served by a Corporate Subsidiary	Consult	Recommend	Consult	Approve
5. Formation or acquisition of legal entities by Corporation State served by a Corporate Subsidiary	Recommend (each Subsidiary in the State)	Approve (each Subsidiary in the State)	Consult	Ratify
6. Sale, transfer, or substantial change in use of all or substantially all of the assets of a Corporate Subsidiary	Consult	Ratify	Consult	Approve
7. Divestiture, dissolution, closure, merger, consolidation, or change in corporate membership or ownership of a Corporate Subsidiary or Affiliate Organization	Consult	Ratify	Consult	Approve

# Characteristics Of Successful Mergers

1. Well documented authority matrix
2. Clear communications with staff, the community and regulatory officials
3. A clear and detailed strategic and operating plans for the combined organization
4. A dedicated integration team with well defined roles and responsibilities
5. A focus on ensuring there is no “us” and “them”
6. Defining the new organization’s culture recognizing that while there may be significant similarities, there will be discovered differences
7. Celebrating the combined organizations



## 2. Plenary Panel: Discussion & Q&A

# *We're Merged, Now Change: Best Practices in Newly-Merged Organizations Work*

Angela Weis, MS, CPLP, CEC, CAS

Senior Vice President, Mission Support

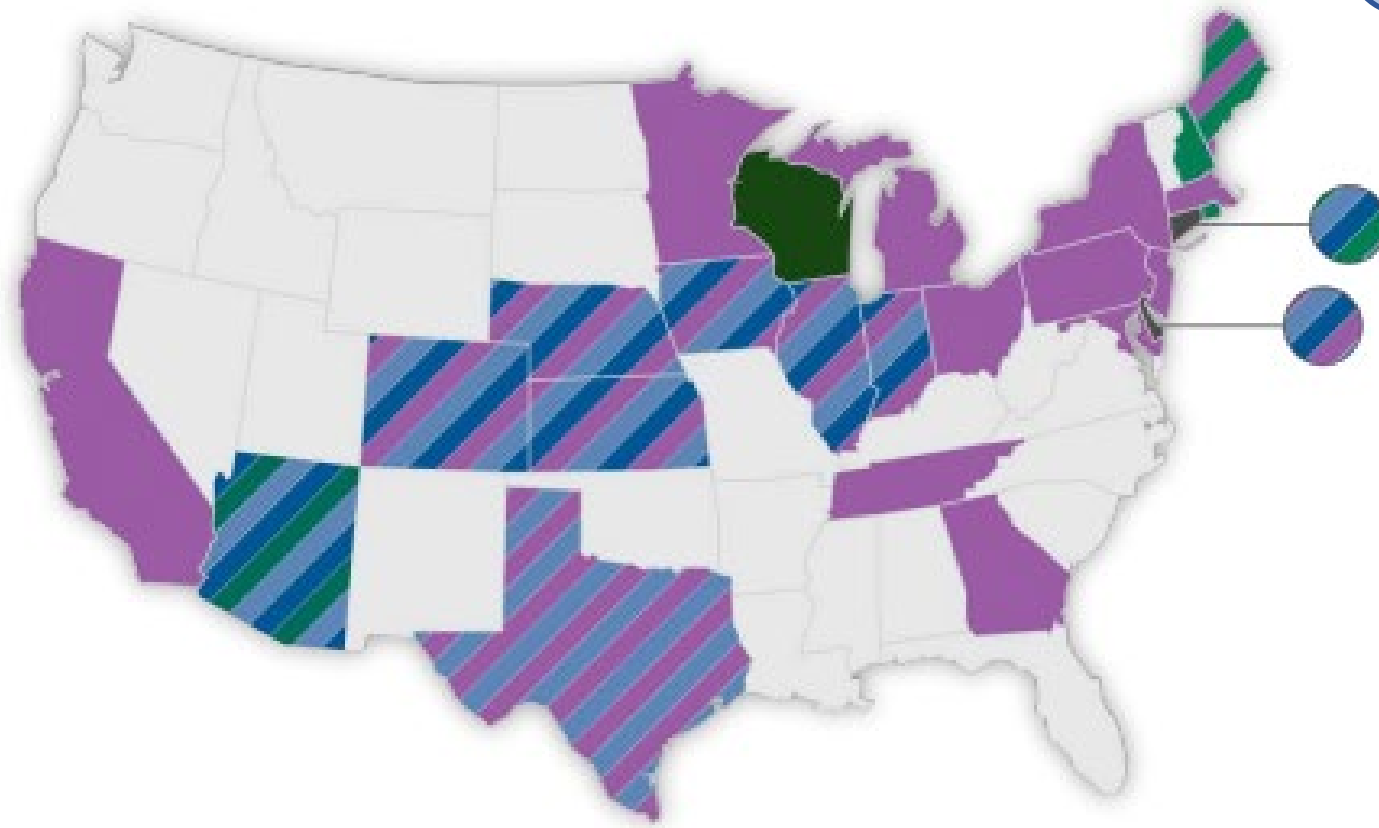


Real life. Real possibilities.

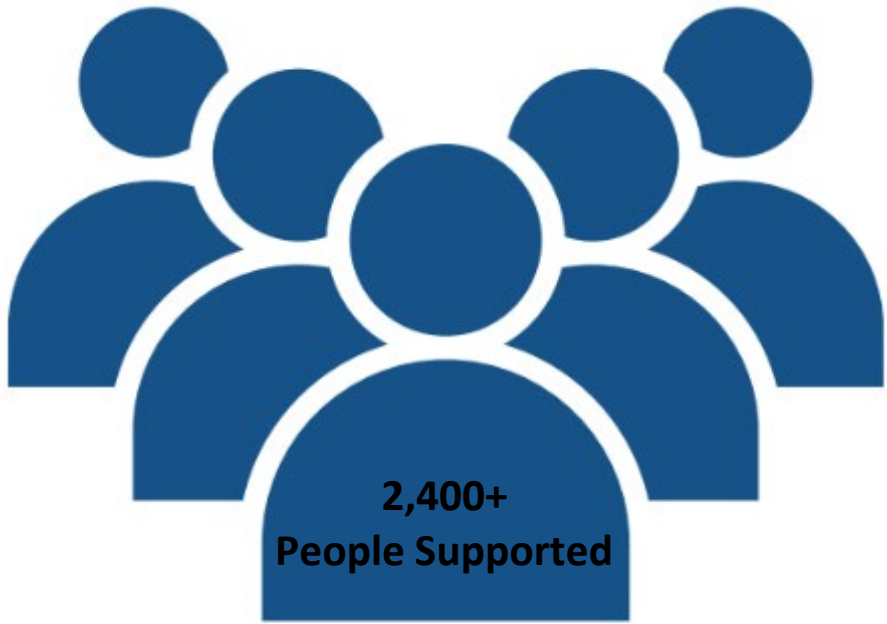
# Mosaic at a Glance

## *An Overview*

5,200 People Supported  
750 Communities  
5000 Workforce  
\$314,163,093 Revenue

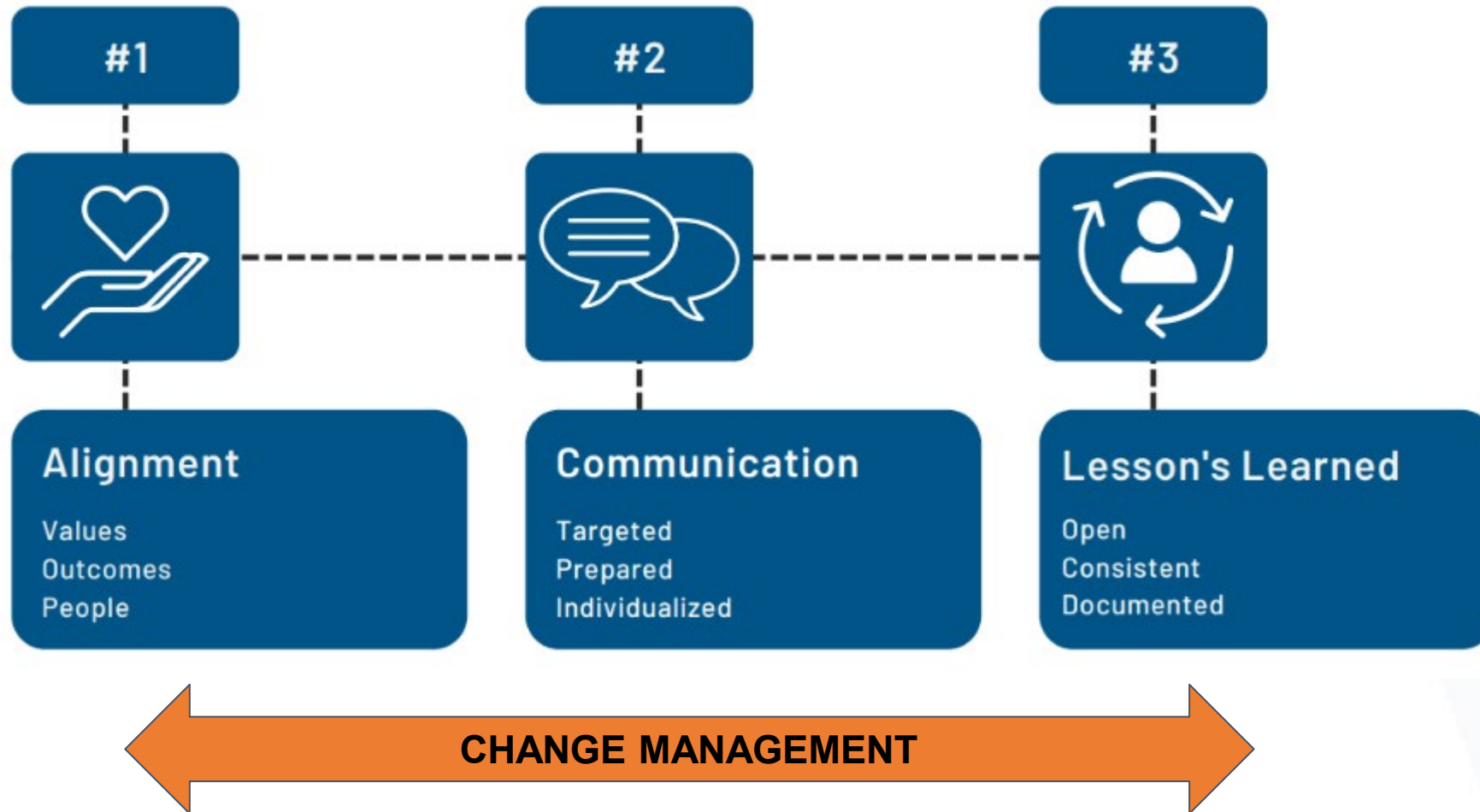


- Mosaic
- Soreo
- Living Innovations
- The Oaks
- Ease-e
- Rejoicing Spirits



\$75.5 Million

# Top 3 Pillars of Successful Integration





 MOSAIC<sup>®</sup>



# Alignment



- Continuity of quality services for people supported
- Smooth, respectful transition for the workforce
- Remain aligned to our mission, vision and values
- Honor the legacy of service from both organizations
- Commit to a collaborative integration process

# Communication



- Clear, consistent, positive messaging to all stakeholders jointly from both parties
- Transparency regarding major change impacts occurring at Day 1
- Communicate in the ways the oncoming organization is familiar with
- Individualize communications based on audience

# Example Communication Matrix



Communication Method	Target Audience										To Be Communicated <Link to Source Document>	Assigned To	Communication Date	Comments
	All NewCo Workforce	NewCo DSPs	NewCo Independent Contractors	NewCo Supervisors	NewCo Leadership	NewCo People Supported	NewCo Parents/Guardians	External Stakeholders	All Mosaic Workforce	Mosaic SLT				
Social Media Posts	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Organization XYZ has joined	Sam Smith	7/7/22	Remember organization does not use xyz
Town Hall (virtual)	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Welcome to bla, bla, bla	Sam Smith	7/7/22	
Town Hall (in-person)	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Welcome to bla, bla, bla	Jane Doe	7/5/22	
Print Welcome Letter	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	We have important things to say	Janet Jones	7/13/22	Welcome to bla, bla, bla
Benefits FAQs	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Here is what you can expect	Janet Jones	7/5/22	
FAQs	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Here is what you can expect	Jane Doe	7/13/22	
Welcome Portal	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Welcome to the portal, we need you to...	Sam Smith	7/7/22	Short message about....
Text Message	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Short message about....	Jane Doe	7/13/22	
Email Message	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Information you need to know	Janet Jones	7/5/22	
Tool Kit	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	How things might be cascaded internally	Janet Jones	7/11/22	Organization XYZ has joined
CEO Welcome Videos	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Organization XYZ has joined	Jane Doe	7/18/22	
Phone Call to XYZ	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	We are excited to tell you about	Jane Doe	6/27/22	Organization XYZ has joined
Paper Mailing	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Fun stuff happening here	Jane Doe	7/13/22	
Newsletter	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Fun stuff happening here	Jane Doe	7/13/22	

LESSONS

LEARNED



# Lessons Learned



- Integration objectives must be aligned, defined, measured and tracked
- Integration work must be prioritized at both organizations
- Challenge the assumption that OldCo has better structure, processes, or systems than NewCo
- Be intentional about cultural integration throughout the project
- Complete Lessons Learned (be open to feedback)

# Sometimes it is painful.....

Jen/Morgan

- Handle: EFH : In-home
- In DL certification etc.
  - Contracts
  - Respite Forms
  - Open Force

Doreen Busboom

- Wells Fargo Accounts

Jennifer Leahal

- Mileage Sheets

Katie Christiansen

- EFH process
  - interviews
  - open Force
  - Matching
  - Candidates

Steve Bills

IT

Kelcie - HR

- Employee Files
- payroll for Employee's and Companions
- Job Ads
- Relias
- Backgrounds

Angela Parker

- Therap Accounts

Randall

- Media / Signs

Nichole Hawkins

- Payee Accounts
- Day Service Receipts

Cindy Hessner

- Send DD for A/B

Yvette Green

- Send in-home DD

Taylor Schatt

- Pay Card Receipts? WTF

Kim Carmen

- QA
- Therap Review
- Referral Review

# Angela's Contact Information







trivium  
LIFE SERVICES™



- In 2008, Trivium was known as Crossroads of Western Iowa and was a \$2.8 million organization, employed 90 people, and served 250 clients.
- Trivium has grown into a \$28 million organization that employs more than 425 individuals and serves 8,000 clients annually across five states.
- As we expanded, it was clear we needed a new unifying name; we found that in Trivium Life Services.
- Rebranding gives us a path to touch more lives by allowing for more growth and development opportunities.
- One key reason for the rebrand was to let our communities know we have evolved and are expanding our services. While we are known as a long-term support services provider for individuals with disabilities, we are now offering behavioral health services.



**RECOVERY·4·LIFE**

Changing lives one family at a time



# Vision 2025



# Before the Transaction



# M&A Best Practices





# 1. Leadership

- Org chart/role clarity
- “M&A Advisor”
- “Integrator”
- M&A stakeholder group
- Local leadership





# 2. Culture

- “The way we do things around here”
- Spirit of partnership
- Learn from each other
- Strengths-based teams
- Shared vision on integration priorities





# 3. Communication

- Stakeholder communication plan
- Key messages: why before what
- The four key questions from employees
- Communication tools/software
- Support Protocols
  - 1:1s, Monthly/Quarterly Conversations





# After the Transaction

proud execution partnerships relieved  
accomplished blessed valuable  
energized delayed heedful clunky  
hopeful certain content  
**grateful**  
**optimistic**



# Let's Connect

Brad Schroeder, SPHR, SHRM-SCP

Vice President, Human Resources

[brad.schroeder@triviumlifeservices.org](mailto:brad.schroeder@triviumlifeservices.org)

[linkedin.com/in/bradschroederomaha](https://www.linkedin.com/in/bradschroederomaha)

[linkedin.com/company/trivium-life-services](https://www.linkedin.com/company/trivium-life-services)





**CBC**

Community Based Care

# Gene Rodgers, MSW

August 31, 2022



Gene Rodgers, MSW was a founder of CBC in 2015 with a Private Equity partner & sponsor. He is currently the Executive Vice President of M & A and Corporate Development for Community Based Care, LLC.

Mr. Rodgers has been in home and community based services for 30 years in a variety of roles, yet the last 15+ years has focused on Corporate Development and specifically M & A work.

Since 2015 CBC has completed over 32 acquisitions and expanded the number of states they provide services to 5 and counting.

CBC also was founded as a home and community based agency focusing on Medicaid Waiver services for the I/DD population, but has expanded services to include residential , ICF/I/DD homes and now Medicaid non-skilled home care , predominately for the elderly.



## Best Practices in Making Newly Merged Organizations work

### Key Components of each new deal

1. Relationships
2. Mission, Vision, and Values
3. Retention ( employees and clients)
4. Communication
5. Culture
6. Transparency
7. Efficiencies
8. Technology
9. Implementation of new systems, payroll/EHR/ billing
10. Measure Performance vs Proforma
11. Learn from each deal, debrief, lessons learned



**I. Internally weekly calls with our integration, project management, and leadership teams**

**II. Have “other company” involved in weekly calls just to touch base on each component of the integration/transition**

**III. Create shared document/ excel on all facets of integration and tracking to not miss any details**

**IV. Communicate with merger/acquisition target leadership and key staff to all be on the same page , discuss culture, messaging to employees/consumers and payers.**



- I. Over communicate – some people “fear” M & A, and its an unknown future for some**
- II. Honest, transparent, and direct in the interactions with new staff, families, clients and payers**
- III. Focus on the culture and communication to maximize success on any transitions of staff, employees, clients, and families**
- IV. The challenges come in the “phase” as Payroll, Electronic Health Record, billing, authorizations and unexpected challenges arise.**
- V. Identify key employees and “champions” of the new business relationship with the M & A target.**



- I. Measure successes and failures**
- II. Identify items and processes for improvement**
- III. Measure client retention**
- IV. Measure staff retention**
- V. Debrief with project manager and implementation/acquisition team.**
- VI. Lessons learned ( No two deals are the same )**





---

**Gene Rodgers , MSW**  
**Community Based Care, LLC.**  
**Founder /Executive Vice President- M & A**  
[grodgers@cbcare.com](mailto:grodgers@cbcare.com)  
[www.cbcare.com](http://www.cbcare.com)  
[www.cbhomecare.com](http://www.cbhomecare.com)

# Turning Market Intelligence Into Business Advantage

*OPEN MINDS* market intelligence and technical assistance helps over 550,000+ industry executives tackle business challenges, improve decision-making, and maximize organizational performance every day.

© 2021 *OPEN MINDS*. All rights reserved.

