THE CEO, STRATEGY, AND SHAREHOLDER VALUE

Making the Choices That Maximize Company Performance

PETER KONTES

The CEO, Strategy, and Shareholder Value

The CEO, Strategy, and Shareholder Value

Making the Choices That Maximize Company Performance

PETER KONTES



Copyright © 2010 by John Wiley & Sons, Inc. All rights reserved.

Published by John Wiley & Sons, Inc., Hoboken, New Jersey. Published simultaneously in Canada.

No part of this publication may be reproduced, stored in a retrieval system, or transmitted in any form or by any means, electronic, mechanical, photocopying, recording, scanning, or otherwise, except as permitted under Section 107 or 108 of the 1976 United States Copyright Act, without either the prior written permission of the Publisher, or authorization through payment of the appropriate per-copy fee to the Copyright Clearance Center, Inc., 222 Rosewood Drive, Danvers, MA 01923, (978) 750-8400, fax (978) 646-8600, or on the Web at www.copyright.com. Requests to the Publisher for permission should be addressed to the Permissions Department, John Wiley & Sons, Inc., 111 River Street, Hoboken, NJ 07030, (201) 748-6011, fax (201) 748-6008, or online at www.wiley.com/go/permissions.

Limit of Liability/Disclaimer of Warranty: While the publisher and author have used their best efforts in preparing this book, they make no representations or warranties with respect to the accuracy or completeness of the contents of this book and specifically disclaim any implied warranties of merchantability or fitness for a particular purpose. No warranty may be created or extended by sales representatives or written sales materials. The advice and strategies contained herein may not be suitable for your situation. You should consult with a professional where appropriate. Neither the publisher nor author shall be liable for any loss of profit or any other commercial damages, including but not limited to special, incidental, consequential, or other damages.

For general information on our other products and services or for technical support, please contact our Customer Care Department within the United States at (800) 762-2974, outside the United States at (317) 572-3993 or fax (317) 572-4002.

Wiley also publishes its books in a variety of electronic formats. Some content that appears in print may not be available in electronic books. For more information about Wiley products, visit our web site at www.wiley.com.

Library of Congress Cataloging-in-Publication Data:

Kontes, Peter W.

The CEO, strategy, and shareholder value: making the choices that maximize company performance/Peter W. Kontes.

p. cm.

Includes bibliographical references and index.

ISBN 978-0-470-59630-2 (cloth); ISBN 978-0-470-87590-2 (ebk);

ISBN 978-0-470-87591-9 (ebk); ISBN 978-0-470-87592-6 (ebk)

1. Strategic planning. 2. Organizational effectiveness. 3. Corporations—Valuation. I. Title.

HD30.28.K6654 2010

658.4'012-dc22

2010009569

Printed in the United States of America

10 9 8 7 6 5 4 3 2 1

To my sons, Chris and Alex, who tolerate with reasonable grace the distracted curiosity and tedious work habits of their father, and without whom there could never be enough joy to offset the more mundane demands of life.

Contents

vii

Introduction xvii	
Chapter 1: Foundations	1
The Purpose of Strategy The Role of the CEO Five Choices That Shape Strategy A Strategic Management Framework	2 4 6 9
Chapter 2: The Economics of Strategic Management	11
Economic Profit Economic Profit and Strategy Valuation The Financial Drivers of Economic Profit and Equity Value The Strategic Drivers of Economic Profit and Equity Value Dealing with Mythology Chapter Summary	11 13 15 17 23 29
Chapter 3: Choosing the Right Performance Objectives	31
Aspirations Business Unit Objectives Company Objectives The Tyranny of Top-Down Targets Chapter Summary	32 34 39 39 46
Chapter 4: Making the Right Participation Choices	49
General Considerations Assessing Participation Opportunities	50 51

Preface xi

Acknowledgments xv

viii ■ Contents

Offering Choices Geographic Market Choices	63 67
Customer Segment Choices	72
Corporate Participation Choices	75
Chapter Summary	82
Chapter 5: Making the Right Positioning Choices	85
Positioning Choices and Competitive Advantage	86
Business Models	88
Execution Capabilities	107
Corporate Positioning Choices	111
Chapter Summary	122
Chapter 6: Making the Right Organizational Choices	125
The Institutional Imperative	126
Governance Practices	128
Executive Processes	134
Executive Capabilities	151
Chapter Summary	155
Chapter 7: Making the Right Risk Management Choices	157
Clarifying ''Risk''	158
Setting Risk Thresholds	160
Portfolio Choices	162
Balance Sheet Choices	166
Ethical Choices	174
Chapter Summary	181
Chapter 8: Making It Work	183
Conditions Conducive to Success	183
Priorities for Change	189
The Prize	195
Chapter Summary	198
Appendix I: Economic Profit Growth, Earnings Growth, and Tota	
Shareholder Returns	201
The Data	201
The Analysis	202
Discussion of the Results	204

Αŗ	ppendix II: Economic Profit and Equity Value	207
	Valuation Models Maximizing Economic Profit Growth versus Maximizing Equity Value Valuation Issues	207 209 210
Αŗ	pendix III: Economic Profit and Equity Value: Illustration	213
Αŗ	pendix IV: Reconsidering the Corporate Center	215
	The Need for Change Creating a New Model of the Center Conclusion	215 217 221
Αŗ	ppendix V: CEO Pay Practices: An Alternative	223
	Typical Package An Alternative Approach Illustrative Compensation Plan Alerting The Board Early and Often	224 224 226 229
No	otes	231

Index

Contents **ix**

239

Preface

HE DECISION TO WRITE this book was stimulated by a conversation with the CEO of one of the world's most admired companies in which he expressed his concern that "we are not very good at strategic planning." This statement struck me as remarkable because his company is the largest and, by nearly any measure, the most successful in its industry. The company has a history of formulating and executing very profitable strategies, with a record of tremendous innovation and bold competitive initiatives, and the company's shareholders have enjoyed spectacular increases in the value of their investment. Thus, even if it were true in a formal sense that the company was "not very good at strategic planning," that did not seem to have been much of a handicap.

The CEO understood this. What he was saying, I think, was that after delivering exceptional results for several decades, the company's embedded beliefs and practices were beginning to show signs of diminishing effectiveness. It was time to begin challenging some of the old precepts, to consider new ways of doing business, and to bring fresh thinking into the organization—all without destroying what was still good and effective from the old paradigm. This would be a tremendous task for any company, and his sense of urgency was no doubt justified. But this was not a task that could be addressed through the strategic planning process, which is at best a useful analytical exercise. The real task was to determine whether and how the company needed to change its approach to *strategic management*—to reexamine how the biggest choices affecting the company's future performance would need to be made.

This book presents a strategic management framework that has been developed through my consulting experience and my teaching at the Yale School of Management. It contains concepts and ideas that are new and some that are well known. My goal is to show how these ideas fit together into a pragmatic framework that can help CEOs lead their companies to significantly higher levels of performance.

A few words on the scope and timing of the book follow.

SCOPE

As with any book on management, there is a balance to be struck between the breadth and depth with which subjects are treated. The framework I wanted to present here is necessarily broad, focusing much more on the "what" than on the "how" of strategic management. It is about the responsibilities of the CEO and business unit leaders, defining the most important choices they are responsible for making, elaborating on those choices, and laying out general recommendations for addressing them. Some specifics pertaining to measurement and analytical techniques are included in the endnotes and appendices, but I have deliberately kept these to a minimum to avoid digressing into long and, for most readers, mind-numbing explications of various finance, accounting, and strategic methodologies.

The book is written from the perspective of a large, public, multibusiness company, with almost all examples and cases drawn from U.S. and European companies many readers will recognize. This perspective simply reflects my own experience in management consulting, as nearly all of my clients have been companies fitting this profile. However, I believe the principles and practices put forward here are equally valid for smaller companies and private companies, though their implementation might have to be modified to suit a more entrepreneurial environment.

TIMING

The book was written during 2009 and 2010, tumultuous times for the U.S. and world economies. Many companies have, of necessity, been focusing on their immediate survival and shorter-term liquidity issues. Reducing head counts, rationalizing product portfolios, consolidating production facilities, selling assets, deferring investments, and finding financing have been top priorities. Also during this time, at least in the United States, there has been massive government intervention in many of our most important industries including housing, banking, insurance, health care, automobiles, and energy, resulting in what may be permanent but as yet not fully predictable changes to the economics of these and related sectors.

So this was perhaps not the best time to be writing about long-term strategic management.

One very practical problem in writing a book during this time has been the rapidly changing situation at many companies I had intended to use as case

examples. Some, like the Saturn division of General Motors, and as a practical matter General Motors itself, either ceased to exist or were so completely changed as to no longer serve my original purpose. Others, like the NBC/Universal unit of General Electric, became involved in ownership changes. There were many of these moving targets to contend with, and some no doubt will have changed yet again by the time the book is published and read. I have tried to select cases that will still resonate with readers in the coming years, but recognize that some may fade from relevancy sooner than I hoped.

In early 2010, the question remains as to whether CEOs are ready to turn their energies back to the longer-term strategic choices about which this book has been written, and on that score I am optimistic. As bad as the Great Recession has been, there are already signs that businesses are beginning to stabilize and start growing again. So long as the smothering and wasteful influences of state control can be minimized, the world's economies will resume their upward path of increasing wealth for all people. With that happy future in mind, I hope this book can play a role in improving the strategic management practices at many companies.