

3rd August 2009

Sir David Walker
Senior Adviser
Morgan Stanley & Co. International Plc
25 Cabot Square
Canary Wharf
London E14 4QA

Dear Sir David

A Joint Response to the Walker Report from Alison Gill, CEO Crelos Ltd and Dr
Mannie Sher, Director of Work Group Relations, The Tavistock Institute

This letter is a second response to your call for information on the subject of
Corporate Governance in UK Banks and Other Financial Institutions (BOFI'S).

My first letter dated 26th May 2009, drew your attention to Guidelines published
jointly with the Institute of Chartered Accounts of England and Wales (I.C.A.E.W)
Corporate Finance Faculty on the subject of assessment and development of
Executives and Non-Executive Directors entitled 'Due Diligence – The Assessment
and Development of Management Teams. In my capacity as a psychologist working
with and consulting to BOFI's I hoped that this guideline might be of use with regard
to the subject of NED and ED selection and development a topic which is of
relevance when considering corporate governance of UK Banks and other Financial
Entities.

Having now read your report, I remain concerned that despite the frequent reference
in your report to "the requirement for behavioural change" there appears to have

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Crelos

Chiltern House
45 Station Rd
Henley on Thames
Oxfordshire
RG9 1AT

Telephone

+ 44 (0) 1491 845 535

Fax

+ 44 (0) 1491 411 263

Email

info@crelos.com

Web

www.crelos.com

been little, if any, reference to, or consultation with, the main Human Resource or Psychological Authorities or Practitioners in the UK.

Your report could provide more specific guidance were it to draw upon the latest thinking and practice about the psychology and behaviour of groups. Behaviour change requires consideration of the rational and irrational side of human behaviour (greed, denial, fear, collusion) all of which have contributed to the Groupthink which have flawed the system to date. With this in mind I drew attention to The Walker Report to Dr Mannie Sher, Director of Work Group Relations at the Tavistock Institute, a leading expert in Group Relations within Financial Service and Other Institutions.

Given the key statement in your report that “principal deficiencies in BOFI boards relate much more to patterns of behaviour than to organisation” we believe that improving the corporate governance in UK BOFI’s can only be achieved if there is more use of intelligence and practices from experts in the field of psychology, human behaviour and workgroup dynamics.

This letter sets out our point of view that improving corporate governance will be more likely if intelligence and practice from the science of psychology is used to inform change in corporate governance. In this letter we seek to highlight areas in your report which psychological expertise could substantially help to improve corporate governance.

We would welcome the opportunity to meet with you and your colleagues at a time of mutual convenience to further discuss the challenges and concerns expressed in this letter.

1. Groupthink

Your report refers several times to the phenomenon of 'Groupthink'. 'Groupthink' is a term that has like so many others become a buzz word from which all meaning has been extracted. 'Groupthink' needs to be understood as a phenomenon arising out of closed system thinking; that believes in straightforward cause and effect relationships; that cannot tolerate any paradox or irony; (See Appendix 1). Changing the structure will not change this tendency nor will the investment of more time.

2. The difficulty of predicting performance through behaviour

You make frequent reference to the 'difficulty of predicting performance through behaviour. Important references in the report are

- "the principle deficiencies in BOFI boards related much more to patterns of behaviour than to organisation" (p8).
- "...errors of commission, often associated with events or decisions, are generally more readily identifiable for purposes of legislation, regulation and enforcement than errors of omission which tend to stem from some behavioural process or deficiency which is more difficult to pin down" (p.24)
- The "four criteria which have been given priority throughout [the report]. ..the aim to develop proposals for best practice which when adopted would be likely to add value to the benefit of shareholders, other stakeholders and for society more widely. The principle emphasis is in many areas behaviour and culture, and the aim has been to avoid proposals that risk box ticking conformity as a distraction from and alternative to much more important (although often more difficult) substantive behavioural change". (p26). The other areas are lengthening time horizons, safeguarding flexibility, identifying enhancements that do not reduce competitive advantage.

We would argue that predicting performance through behaviour is as much a science as it is an art and it will require considerable focus from skilled, trained practitioners to define best practice and develop the ability of NED's and ED's to effect wide scale behavioural change.

3. Assessment of NED's and ED's: what is best practice?

In your report you refer to the need objective assessment of NED and ED's from a skills and fit perspective, however, in our opinion you do not sufficiently define what is meant by best practice i.e. a thorough assessment of all NED's and ED's from the perspective of role and role requirements, ability, behaviour, experience, motivation, attitude to risk and skills. IS the FSA really the right organisation to take ownership of assessing capability? Assessment is a deeply skilled job and should be conducted by a thoroughly trained professional to the highest standards.

Assessment should never be conducted in isolation of the make up of the full Board. Given the rise in corporate psychopathy see Dr Hare and Dr Babiak (2006) Snakes in Suits: Where psychopaths go to work and perverse organisational cultures, see Susan Long., (2009) The Perverse Organisation and its Deadly Sins, Karnac, London, 2008. Assessments should include the darker side of leadership such as red flags with regard to psychopathic tendencies and less clinical but potentially harmful dark-side characteristics.

4. Leaders are incomplete: the importance of role and the skills needed to take up a role

The role of a NED is an important discussion. Because organisations and Boards are complex and dynamic every NED and ED's role will be different. To be successful in role requires separation of the concepts of

- What is this role
- Who am I
- What skills are required to take up this role
- How will my role and role relationships work

More emphasis on consideration of the difference between the individual and the skills required to do the role is crucial to success. For too long NED's and Chairman have been exempt from development, our proposal is to be effective more emphasis should be placed on learning to take up a role as well as developing the skills required. To keep pace with an ever changing organisation and markets Board members need to develop individually in to roles and collectively to manage the boundaries and potential conflicts between roles, individuals, role relations and the organisation in order to deliver their collective task.

Board members are unlikely to be the 'finished article' and should therefore all have personalised development plans that recognise the areas of development that will enable the Board to continuously improve, these may be a combination of knowledge, skills and behavioural objectives. (See Appendix II). Sufficient time should be set a side for consideration of the irrational behaviour dynamics that prevent these groups functioning effectively.

5. To be successful Boards must be experts at Integrated Thinking -

The model of the single hero leader is outdated. In complex and competitive organisations such as BOFI's the Board must benefit from the diversity of its

individual leaders each bringing critical and challenging thinking. The more diverse the thinking the more the opportunity for superior strategy to evolve. However, the challenge comes not just in the breadth of opinion and information but in the Boards ability to avoid sham conversations, Group Think and power dynamics. (See Appendix IV).

Your Report describes p.40 – the risk to decision making in the instance that either the CEO is too dominant or the CEO and Chairman become too close or too disagreeing. You emphasis the importance of the “NED’s being ready and able to challenge and test proposals”.

There is a need for Board’s to be schooled in the behaviours required to effect proper strategic thinking (Seeking Information, Forming Concepts and Conceptual Agility, Enabling Openness) – without demonstration of all behaviours the Board’s ability to appropriately challenge will be limited. Much emphasis in your report is placed on questioning and challenging – there is no mention of actively listening and best practice in facilitation. By understanding more clearly the difference between the process and behaviours required to formulate good strategy versus the behaviours of decision making the Board are more likely to perform their role effectively and avoid Groupthink. This requires Boards to truly understand the mental processes and behaviours required to maximise the intellectual capability of the Group.

6. A proportion of the Board’s time should be committed to enhanced awareness of inadequacies, weaknesses and strengths

“R12 Board Reviews should be systematic and thorough and completed by an objective third party – every two years should be a minimum”. The Report proposes

that 30-36 days per year should be committed by NED's. We propose that 8 of these should be for the purpose of review and active development and that review should include observation by a trained behavioural expert, confidential individual interviews with a cross section of the organisation and upward feedback. This process of evaluation should be more regular than every two-years. To be effective evaluation should be a regular component of how the Board operates not process which it has 'done to it'.

The six key points outlined above, are the primary areas of your report that we believe need further consideration from a psychological perspective. With more detailed input from a psychological perspective it is our belief that your recommendations will be more likely to truly effect change and improve the corporate governance of BOFI's.

Please let us know a convenient time to meet to discuss our recommendations further.

Yours sincerely,

Alison Gill
Chief Executive Officer, Crelos Ltd
PA Jane Galvez jane.galvez@crelos.com

Dr Mannie Sher
Director of Work Group Relations,
Tavistock Institute

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Crelos

Chiltern House
45 Station Rd
Henley on Thames
Oxfordshire
RG9 1AT

Telephone

+ 44 (0) 1491 845 535

Fax

+ 44 (0) 1491 411 263

Email

info@crelos.com

Web

www.crelos.com

Crelos

Chiltern House
45 Station Rd
Henley on Thames
Oxfordshire
RG9 1AT

Telephone

+ 44 (0) 1491 845 535

Fax

+ 44 (0) 1491 411 263

Email

info@crelos.com

Web

www.crelos.com

APPENDIX I

'GROUPTHINK'

Groupthink is a type of thought exhibited by group members who try to minimize conflict and reach consensus without critically testing, analyzing, and evaluating ideas. Individual creativity, uniqueness, and independent thinking are lost in the pursuit of group cohesiveness, as are the advantages of reasonable balance in choice and thought that might normally be obtained by making decisions as a group. During groupthink, members of the group avoid promoting viewpoints outside the comfort zone of consensus thinking. A variety of motives for this may exist such as a desire to avoid being seen as foolish, or a desire to avoid embarrassing or angering other members of the group. Groupthink may cause groups to make hasty, irrational decisions, where individual doubts are set aside, for fear of upsetting the group's balance. The term is frequently used pejoratively, with hindsight.

1.1 *Origin*

Irving Janis, who did extensive work on the subject, defined it as:

A mode of thinking that people engage in when they are deeply involved in a cohesive in-group, when the members' strivings for unanimity override their motivation to realistically appraise alternative courses of action. [1]

1.2 *Causes of groupthink*

Highly cohesive groups are much more likely to engage in groupthink, because their cohesiveness often correlates with unspoken understanding and the ability to work together with minimal explanations (e.g., techspeak or telegraphic speech). James Surowiecki warns against loss of the "cognitive diversity" that comes from having team members whose educational and occupational backgrounds differ.^[2] The closer group members are in outlook, the less likely they are to raise questions that might break their cohesion.

According to Janis, group cohesion will only lead to groupthink if one of the following two antecedent conditions is present:

- Structural faults in the organization: insulation of the group, lack of tradition of impartial leadership, lack of norms requiring methodological procedures, homogeneity of members' social background and ideology.

- Provocative situational context: high stress from external threats, recent failures, excessive difficulties on the decision-making task, moral dilemmas.

Three conditions under which groupthink occurs:

- Directive leadership.
- Homogeneity of members' social background and ideology.
- Isolation of the group from outside sources of information and analysis.

1.3 Symptoms of groupthink

Irving Janis devised eight symptoms indicative of groupthink (1977).

1. *Illusions of invulnerability* creating excessive optimism and encouraging risk taking.
2. *Rationalising warnings* that might challenge the group's assumptions.
3. *Unquestioned belief* in the morality of the group, causing members to ignore the consequences of their actions.
4. *Stereotyping* those who are opposed to the group as weak, evil, biased, spiteful, disfigured, impotent, or stupid.
5. *Direct pressure* to conform placed on any member who questions the group, couched in terms of "disloyalty".
6. *Self censorship* of ideas that deviate from the apparent group consensus.
7. *Illusions of unanimity* among group members, silence is viewed as agreement.
8. *Mindguards* — self-appointed members who shield the group from dissenting information.

Groupthink, resulting from the symptoms listed above, results in defective decision making. That is, consensus-driven decisions are the result of the following practices of groupthinking^[5]

1. Incomplete survey of alternatives
2. Incomplete survey of objectives

3. Failure to examine risks of preferred choice
4. Failure to reevaluate previously rejected alternatives
5. Poor information search
6. Selection bias in collecting information
7. Failure to work out contingency plans.

Janis argued that groupthink was responsible for the Bay of Pigs 'fiasco' and other major examples of faulty decision-making. The UK bank Northern Rock, before its nationalisation, is thought to be a recent major example of groupthink.^[5] In such real-world examples, a number of the above groupthink symptoms were displayed.

1.4 Preventing groupthink

Janis devised seven ways of preventing groupthink (209-15):

1. Leaders should assign each member the role of "critical evaluator". This allows each member to freely air objections and doubts.
2. Higher-ups should not express an opinion when assigning a task to a group.
3. The organization should set up several independent groups, working on the same problem.
4. All effective alternatives should be examined.
5. Each member should discuss the group's ideas with trusted people outside of the group.
6. The group should invite outside experts into meetings. Group members should be allowed to discuss with and question the outside experts.
7. At least one group member should be assigned the role of Devil's advocate. This should be a different person for each meeting.

References

1. Janis, Irving L. Victims of Groupthink. Boston. Houghton Mifflin Company, 1972, page 9.
2. Surowiecki, James. The Wisdom of Crowds. New York. Doubleday, 2004, page 183.
3. Kamau, C. & Harorimana, D. (2008) Does knowledge sharing and withholding of information in organizational committees affect quality of group decision making? Proceedings of the 9th European Conference on Knowledge Management. Academic Publishing: Reading. Pages 341-348.
4. Janis, Irving L. Ibid., page 148-149.

Crelos

Chiltern House
45 Station Rd
Henley on Thames
Oxfordshire
RG9 1AT

Telephone

+ 44 (0) 1491 845 535

Fax

+ 44 (0) 1491 411 263

Email

info@crelos.com

Web

www.crelos.com

APPENDIX II

The Introduction Section of a recently-published chapter by Mannie Sher
and Willem de Jager

“KNOWING THE PRICE OF EVERYTHING AND THE VALUE OF NOTHING”

(Oscar Wilde)

**The Application of Group Relations to an Organisational Development
Transformational Change Programme in a National Financial Institution**

WILLEM DE JAGER, PhD

Consulting Psychologist: Organisational Development, Research and Design. The
Resolve Group, South Africa; Member, ISPSO, OPUS.

MANNIE SHER, BA, TOAP, FBAP

Director, Group Relations Programme; Principal Consultant, Organisational
Development & Change, The Tavistock Institute, London; Fellow, British Association
of Psychotherapists; Member, ISPSO, OPUS. OFEK.

INTRODUCTION

In order to understand the structure, functioning and dynamics of an organisation, its ‘products’ need to be understood. The ‘products’ of financial institutions are money, i.e. it borrows money to lend money to make money, to lend more money to make more money in ever widening circles. From the perspective of a financial institution the psychological meaning of making money from money is rarely understood, except in the bald expression of status symbols that come with rank

such as shares, profit sharing, etc. Money is therefore a convenient way to facilitate exchange and acknowledge debt.

Money is also associated with the twin aspects of guilt and wealth. One side of money is called 'heads' and it usually has on it a head, the part of us that enjoys pleasures such as eating, smelling, hearing and looking. It represents wealth, the good side of money. The other side is 'tails' and it has on it symbols of death, guilt and destruction, tombs of dead people and birds of prey. These images represent guilt, the bad side of money. Whenever money is passed along, both heads and tails are circulated, good and bad, food and poison, life and death (Bornemann, 1976; deMause, 1988).

Ever since Freud pointed out the anal origins of money and its link to experiences in early childhood in the anal phase of psychosexual development (Freud, 1905), money unconsciously reflects ambivalent attitudes toward body products, the rich are "so rich they stink", and debtors are "up to their necks in shit." In early civilizations the Aztecs called gold "the shit of gods," while the Babylonians called it "the shit of hell." The valued and devalued have always been acknowledged to be combined in money (Bornemann, 1976; deMause, 1988).

Financial institutions that produce money have to deal with the anal aspects of money. These are split off and become the "shadow side" or feared role of the organisation that spoils the fun by calling in overdrafts, raising interest, forcing bankruptcy and making people feel guilty about their needs. Bad feelings from wanting and greed can be projected (Klein, 1952) into financial institutions that become "containers of poison" (deMause, 1988). Rage, guilt, despair and need for love, which are too dangerous to experience consciously, are projected into money and institutions of money. When too much pleasure stirs up the punitive superego, feelings of polluted sinfulness are directed at leaders of financial institutions who can reduce pleasure through the destruction of goods. Modern societies accomplish this through recessions and wars (Greider, 1988).

As organisations use leaders unconsciously for their purposes, so societies unconsciously use organisations for their purposes. Leaders in financial institutions are therefore the modern sacrificial priests who handle poison money and destroy

goods when prosperity becomes threatening and guilt becomes great. Instead of investing in productive enterprises, speculation in inflated stock markets happens, poison money is sent to Third World elites who waste it and tax codes are changed to favor the rich since they only can 'digest' its pollution. Money supplies are multiplied as more and more 'containers of poison' are required to contain growing guilt. This is where bankers are called upon to take their most serious roles, "to take away the punch bowl when the party gets going" (Greider, 1987). Financial institutions have a haunting fear that someone someplace may be happy.

Crelos

Chiltern House
45 Station Rd
Henley on Thames
Oxfordshire
RG9 1AT

Telephone

+ 44 (0) 1491 845 535

Fax

+ 44 (0) 1491 411 263

Email

info@crelos.com

Web

www.crelos.com

APPENDIX III

DISTRIBUTED LEADERSHIP

- The Tavistock Institute of Human Relations never supported the ideas of 'exceptionalism' and the now discredited 'great man' theory of history, nor did it support the trait theory of leadership that prevailed until the 1950s. Leadership that is exceptional is manifest behaviourally in individual deeds of heroic proportions, e.g. the discourse on transformation that attributes organisational turnaround, revitalisation, and performance excellence to high profile, larger-than-life figures. Exceptional leadership is 'focussed' leadership. Leadership behaviour is presumed to be concentrated in one or at best very few hands. It is a creature of hierarchically prescribed binaries – leader-follower; superior-subordinate.
- The Tavistock Institute's view is that the alternative to focussed exceptionalism is a conception of leadership grounded in the division of workplace labour: dispersed, shared or distributed leadership. Distributed leadership is grounded in the idea of the workplace as a community of practice that are the products of flexible work arrangements which may be found in (i) conventional organisational structures or (ii) across inter-organisational fields as a result of coalitions, joint ventures, strategic alliances, and partnerships. People may be members simultaneously of a number of cross-cutting and inter-connected communities. Role relationships in such communities of practice tend to be fluid rather than fixed, lateral rather than hierarchical, with terms such as "inter-dependence" and "reciprocity", rather than "dependence" more accurately reflecting the members' working engagements.
- The Tavistock Institute is not in sympathy with the false promises of exceptionalism. Distributed leadership offers an expanded view of how organisations are led and the place of leadership in the articulation of work. We have asserted that every single organisational member may be influential and display leadership for at least some of the time and in a variety of ways. Distributed leadership may be understood as the aggregated influence of numerous individual agents, all suggesting that the spirit of distributed practice is broadly democratic.

- Margaret Follett, many years ago (1926), criticised the exaggerated significance of an authority figure's order "as a larger part of a whole process that it really is", because all the actions of the others that led up to and followed the moment of decision-making also needed to be acknowledged for a realistic appreciation of organisational conduct.

Crelos

Chiltern House
45 Station Rd
Henley on Thames
Oxfordshire
RG9 1AT

Telephone

+ 44 (0) 1491 845 535

Fax

+ 44 (0) 1491 411 263

Email

info@crelos.com

Web

www.crelos.com

APPENDIX IV

Complexity Theory

Complexity presents a different worldview (basic assumption) about the way the world is and therefore how we have to behave. The traditional 'scientific, 'professional' worldview is that the world is predictable and controllable - and therefore we are safe. Complexity presents a view of the world as inter-connected, prone to shifts in regime, not entirely predictable, new things can emerge. This requires a shift emotionally for people and reduces the sense of safety and security. How do we engage with people to explore ideas of complexity - the journey is as much about inner fears as it is about intellectual ideas. Planning is always about working in conditions of uncertainty. Complexity is a field theory - so whatever is there, plays its part and we have to embrace the unconscious and archetypal energies therein.

The complexity angle centres on the issues of uncertainty and particularity. That, whilst the past is a reasonable predictor of the future when the context is relatively stable, situations can change rapidly and radically, triggered sometimes by events or shifts in issues regarded as 'background' and unimportant. These shifts in regime are almost impossible to predict - both in terms of when they will happen and what will emerge as a result.

The related concept from complexity points to the fact that history tends not to repeat itself - that situations and the way they unfold are unique, triggered by the interplay between the detail of a particular situation and the relationships and patterns between factors currently established. This focus on particularity and the importance of detail is an evolutionary perspective which complexity thinking embraces.

These two factors then, change the role of modellers and planners. The advice is:

- still plan, still model, but hold your plans and models lightly. They may miss key factors and subtle detail which tip the balance
- review outcomes more regularly and look for deviations from plans and models; consider what else has become important, what other factors are

starting to play a part, what unintended consequences there have been
(*collaboration between strategists and implementers, wider steering groups*)

- cast your net more widely in looking at context (*collaborate in sharing knowledge, vision*); use scenario planning, do futures work, notice what works better than expected, what blocks expected outcomes
- pay more attention to cross-overs between policy areas (*collaborate in policy development and policy implementation*) - where are there conflicts, how can these be addressed
- allow room for local variation - identify required outcomes and values and principles but allow more space for local variation in implementation and seek common standards by encouraging learning rather than dictating the 'how' (*collaboration between implementers to share learning and with policy makers to learn from practice*)

Crelos

Chiltern House
45 Station Rd
Henley on Thames
Oxfordshire
RG9 1AT

Telephone

+ 44 (0) 1491 845 535

Fax

+ 44 (0) 1491 411 263

Email

info@crelos.com

Web

www.crelos.com

APPENDIX V

Group Relations Theory

Group relations relies on the concepts of the 'work group' and the 'basic assumption group' and their conscious and unconscious interactions. The proposition is that all groups (whether it is three people sunning themselves on a beach or hundreds of thousands of people running a health service) are simultaneously work groups and basic assumptions groups. A basic assumption in group relations terms is an assumption made by members of a group, usually based on unconscious anxiety, that they are gathered for a different purpose to work. The unconscious purpose of the gathering (the gathering may be actual or virtual, e.g. membership of a profession or race) is emotional, e.g. to enjoy togetherness, fight, triumph, gain recognition, protection, sex, etc.

Effective leadership involves holding the balance between satisfying the group's emotional basic assumptions and holding the group to 'work' Holding to work means:

- identifying task [strategy]
- managing boundaries [leadership]
- achieving clarity of roles [organisational theory]
- knowing from whence sanction is derived [intuition, common sense]
- exercising authority [values, honesty, justice]
- spotting markets
- garnering resources [being outer directed]
- ensuring methods of production [operations, skills]
- prioritising and rewarding - practical and emotional [social contract or covenant; personal and role contract]
- and working in conditions of uncertainty)

Group relations will focus on what is not known as much as on what is known. This is the rub. A collusive dependent mythologizing occurs in which the public and public servants 'assume' that the experts 'know'. Can the experts accept emotionally that they may not know, may have huge gaps in their knowledge and still claim the cooperation of the public that wants them to 'know', on the basis of shared values. (The public are also prey to 'basic assumptions').

The group relations approach involves planning in conditions of uncertainty, willing to take risks, taking action in conditions of incomplete knowledge and capable of tolerating disappointment on the basis that failure is an opportunity for learning, not blaming.

Group relations approaches place great importance on internal 'mindsets' of both leaders and followers in addition to acknowledging the place of external sources of motivation and behaviour. Notions of the 'organisation-in-the-mind' and 'leader-in-the-mind' influences group relations' understanding of social and organisational phenomena. This is sometimes called 'inter-subjective' relationships, a somewhat mystical concept that alludes to the unconscious dynamic inter-relationships between the 'mind' of leadership and the 'mind' of followership – something akin to the aphorism that the universe is full of thoughts in search of thinkers – or like 'six characters in search of a play'

Crelos

Chiltern House
45 Station Rd
Henley on Thames
Oxfordshire
RG9 1AT

Telephone

+ 44 (0) 1491 845 535

Fax

+ 44 (0) 1491 411 263

Email

info@crelos.com

Web

www.crelos.com

About Crelos Ltd

Crelos Ltd are a privately owned company of business psychologists. Our work covers the assessment and development of high performing individuals, teams and organisations. Our area of specialism is applying psychology precisely in business to accelerate corporate change.

We work at the cutting edges of human performance working through conscious and unconscious challenges, for some of the UK's most successful organisations and those who are at the bottom of performance and in turnaround. Our work enables these businesses to differentiate through their people.

We work with both private and public sectors, principally but not limited to six sectors: Financial Services including PE&VC; Telecoms, Media & Technology; Education; Utilities; The Built Environment.

About The Tavistock Institute

The Tavistock Institute is a not-for-profit organisation which undertakes consultancy, research and professional development. We publish the scholarly journal Human Relations and host Evaluation - The International Journal of Theory, Research and Practice.

We help organisations learn and develop through innovation and change, working with the technical and emotional challenges involved.

We have consistently been at the cutting edge of participative and action research approaches and applied them, for example, to ground-breaking organisation and evaluation support.

We integrate different approaches from the social sciences to give our clients a deep understanding of their issues and potential ways forward. We bring assumptions to the surface and work with the unpredictable, including what is hidden, and sometimes, unconscious.

Crelos

Chiltern House
45 Station Rd
Henley on Thames
Oxfordshire
RG9 1AT

Telephone

+ 44 (0) 1491 845 535

Fax

+ 44 (0) 1491 411 263

Email

info@crelos.com

Web

www.crelos.com