

PEOPLE

Lawyer advises M&A and religious institution

For John Works, 1995 was an exceptionally busy year. As assistant general counsel supporting J.P. Morgan's Mergers and Acquisitions group, Works was caught up in the frenzy resulting from record levels of global business activity. For Works, it meant long hours of sorting through myriad legal issues associated with such deals as Johnson & Johnson's takeover bid for Cordis and Hoechst AG's acquisition of Marion Merrel Dow. But his work did not stop with "worldly" financial matters. Works also volunteers his legal talent on behalf of the Episcopal Diocese of Long Island, the Episcopal Church's third largest diocese in the United States.

Works has been the diocese's chancellor since 1990. The job entails advising the Right Reverend Orris G. Walker, Jr., bishop of the Long Island Diocese, which comprises 155 parishes in Brooklyn and Queens, and Nassau and Suffolk counties, on its legal matters. "Both sides of the coin are very interesting," Works comments. "Imagine how different it is advising on an M&A transaction and advising on all kinds of church matters that affect the bishop and his diocese." Within the official structure of the Episcopal Church, the chancellor and the bishop help members adhere to issues concerning the doctrine, discipline, and worship of the church.

Various functions

Works's role as chancellor pertains mostly to legal issues. For example, he interprets the Episcopal Constitution and Canons, which are constructed much like the Constitution of the United States. (Both were written at about the same time by many of the same individuals.) "I read the Constitution and Canons to understand how legally to help the bishop and the institutions of the church," Works says. "Sometimes serious issues also must be brought before secular or civil courts." The bishop also asks Works to advise him and other members of the governing

boards of the diocese's corporate affiliates. "My role is to help the bishop run the church's business activities, taking into account its unique blend of spiritual and secular activities," Works says.

It is this duality that challenges Works in his volunteer role. Bishop Walker also entered the diocese in 1990, and brought with him many views – some different from Works's – on governing one of the most diverse dioceses in the nation. Works, 41, and Walker, 51, are the youngest members of the Episcopal Church ever to hold their respective positions, and their youth creates a lively relationship. "Since then not only have

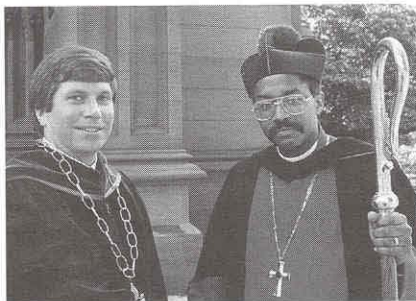
I learned a lot about ecclesiastical authority in general, but also how to represent the bishop when we don't always see eye to eye," Works comments.

Works's volunteer work has exposed him to a number of challenging issues. For example, he supervised an important sexual harassment case brought against a senior priest of the diocese. The experience resulted in many improvements

to the disciplinary canons of the national church. Also, only one week into his term as chancellor, the diocese's Cathedral Church faced a severe cash-flow crisis because of a heavy debt burden incurred in a futile effort to keep a church-owned school open. The Cathedral subsequently filed for bankruptcy protection, which was the largest bankruptcy of any church or institution in the Episcopal Church.

A rewarding balance

The stark contrast between Works's M&A work at Morgan and his chancellorship make both jobs a fresh challenge every day. "The balance of my hectic schedule at the firm and volunteering for the diocese enriches both positions," Works says. "Between dealing with bankers and dealing with priests, I see so many aspects of the secular and religious worlds that, ultimately, it makes me feel I've done some good on both sides." ♦



Bishop Walker (right) recently presented Works (left) with the Bishop's Cross, the highest honor bestowed to a church member by the bishop. Walker said, "John has accomplished more for the diocese in five years than many have in 30."