

CEO-Executive Director Succession Planning Policy

[organization]

PURPOSE

To outline how the Board will prepare for Executive Director succession and provide guidance for the development and maintenance of the Executive Director Succession Plan.

POLICY STATEMENT

[organization] will ensure absences or vacancies in the Executive Director position do not significantly impede service to the mission or progress on the Strategic and Operational Plans, and will strive to create a climate of success for future leaders.

RESPONSIBILITY

The **Board** has overall lead responsibility for succession planning and implementation, with support from the Executive Director. The Board will include Executive Director succession planning in the Terms of Reference of the Executive Committee for ongoing review of the status and recommendations for action.

The **Executive Director** has lead responsibility for internal leadership development and will report on the status at least annually to the board or Executive Committee at an In Camera session. Only the Executive Director will share information about any named staff members outside the Board, and will do that with each named staff member individually and in private. The Executive Director will provide strategic advice and support for succession planning and, if requested, will participate in executive recruitment (without a vote).

The Executive Director will advise the Chair at the earliest possible moment of any planned departure or leave, and will try to provide at least six month's notice of any planned retirement.

APPLICATION

Readiness

At least annually, the Chair and _____ Committee will:

- Clarify the Executive Director's intent to stay, leave or take a leave, as part of performance evaluation discussions.
- Update the Succession Plan for Board approval, and take actions needed to keep it ready for implementation.

Review

Periodically, generally after significant changes to the Strategic Plan, the Chair and _____ Committee will"

- Review the Executive Director role against the Strategic Plan objectives within Executive Director responsibilities and how they impact the Executive Director job description (key competencies, expertise, experience, leadership style).
- Confirm or amend the criteria for executive recruitment.

Temporary Absences (up to three months)

The Executive Director will periodically recommend to the Board in an In Camera session which staff member(s), if any, are eligible and capable of acting in the absence of the Executive Director. If the Board agrees, those individuals will be included in the Succession Plan for interim coverage

CEO-Executive Director Succession Planning Policy [organization]

at least.

The Executive Director has the authority to make acting appointments prior to planned absences for up to _____ [weeks or month(s)]. The Chair may act for the Board to make that acting appointment if the Executive Director is incapacitated or not in communication with the organization. Acting appointments for longer periods require board approval. See Interim Coverage below.

Until such acting appointment is made, any action or document requiring Executive Director approval or signature will wait for the Executive Director's return. If the matter is urgent, the Board may make the decision, or the Board may delegate the decision or approval to the Chair or another officer. This situation will be avoided unless the decision is critical and time-sensitive.

If no internal senior staff member suitable to act is available for absences more than _____ [weeks or month(s)], the Interim Coverage section below will be considered.

Interim Coverage (more than _____ - months)

If the Executive Director position is becoming vacant in less than six months, or a lengthy absence such a year-long sabbatical leave is being taken, Board will evaluate the situation and consider these options:

a) Acting appointment of an internal non-candidate

An existing senior staff member can be appointed as Executive Director (Acting), with full authority. That person can backfill their usual role with an acting appointment if the Budget or amended Budget permits.

If there is to be an open search or competition for a new Executive Director, the acting appointee to the Executive Director position will sign a waiver that they will not apply for or seek the permanent position. Appointing an acting person who is also a candidate creates a perception of unfairness in the search, a reduced pool of qualified candidates, and often disappointment and departure if the person is not chosen.

b) Acting appointment pending confirmation

If the Board plans to confirm a current staff member as the new Executive Director without a search, and that individual has stated their interest in the permanent role, that individual can be appointed as Acting Executive Director for a brief period while human resources procedures are being followed to confirm the permanent appointment to the role. No other executive recruitment actions would take place.

c) Interim Executive Director

An external individual with senior executive experience in not-for-profits can be appointed as Interim Executive Director. The Interim Executive Director will sign a waiver that they will not apply for or seek the permanent position, but the [organization] can ask them to apply. The appointment may be full or part time, and may continue for up to ___ weeks after the new hire starts to help ensure a smooth transition.

At the Board's discretion, the Interim Executive Director may be engaged directly, or via a company providing interim executive services or an executive search firm specializing in the not-

CEO-Executive Director Succession Planning Policy [organization]

for-profit sector. The position may be salaried or fee-for-service.

d) Seconded executive from a related organization

The [organization] can second an executive from another organization subject to agreement of the individual and the other organization. The [organization] may be asked to reimburse that organization for the payroll costs incurred during the interim appointment. The secondment will be documented and signed by both organizations and the seconded executive.

e) Board member as interim Executive Director

If the Board is considering appointing an existing Board member as Interim Executive Director, that individual will fully recuse themselves from those discussions and decision. If chosen, they will resign from the Board before being confirmed in the role. They may be eligible for appointment or reelection to the Board after finishing the interim assignment, but are not guaranteed a return to the board.

f) The Executive Director position is left vacant.

The workload and accountability are divided among Board members, other volunteers, staff members and/or consultants. This approach will be considered only if there are no funds to support an ED position, and even then as a last choice. This approach usually leads to gaps in key functions, backlog of critical work for the new hire, missed deadlines, upset partners and funders, and difficulty recruiting. Someone will step into a power vacuum, and it may not be the person the Board would have chosen.

Executive Director Recruitment

If the Executive Director position becomes vacant, or is expected to become vacant within six months, the Board will promptly form a Search Committee or delegate recruitment to the _____ committee. The outgoing Executive Director may be a resource to that group, at the discretion of the Board. The Board will plan on executive recruitment as a key part of its work for the next six months.

The outgoing Executive Director will have kept the Board informed whether any staff member is qualified and competent to be considered for the permanent role. Even if there is such a person, the Board may choose a broader search. The [organization] [expects/does not expect] to conduct an external search.

The committee may engage an executive search firm. The committee and/or selected Executive Search firm will:

- Carry out wise practices in preparation for a search, including a thorough review of the position in relation to Board expectations, organizational priorities and organizational health.
- Confirm or update the job description and confirm or revise a profile of executive competencies, attributes, knowledge and skills.
- Outline the Board's performance expectations for the first three and six months for the Acting/Interim Executive and the new hire.
- Develop a competitive compensation strategy.
- Propose and implement a search process for finding, screening and interviewing candidates.
- Organize consideration of the final candidates by the Board.

CEO-Executive Director Succession Planning Policy

[organization]

- Conduct reference and credential checks on the Board's top candidate.
- Review the situation with the Board if the references or credential check of the top candidate raise concerns.
- Negotiate the job offer and arrange for a signed agreement.
- Provide other executive search support requested by the Board.

The Search Committee and/or the Executive Search consultant will conduct at least two rounds of preliminary interviews, which may be by telephone or videoconference. The full Board will interview a minimum of two fully recommended candidates. Senior staff and key stakeholders may be invited to participate in interviews.

The final board interview will be followed by a thorough reference and credential check on the top candidate before any offer or implied offer is made. If the check is not satisfactory, a check will be conducted on the second candidate.

Following the interviews with the Board and a Board decision, the committee and search consultant will develop an initial offer within an approved range of acceptable options and negotiate a final written offer. If a desired candidate is unwilling to accept an offer within the range approved in advance, the committee will bring options to the Board along with the candidate's proposed compensation and benefits.

Except for sensitive medical or disability information relevant to benefits or accommodation, the Board will be kept fully informed regarding the top candidate. All board members will be provided with a copy of, or ready access to, the signed contract.

Executive Director Transition

Departure

The Board and departing Executive Director will collaborate on communication messages, methods and timing to inform partners, funders, staff, volunteers and other stakeholders of the departure.

The Board will continue to treat the departing Executive Director with respect, and will ensure board and staff members have appropriate opportunities to say goodbye. A gift or gifts will be chosen based on the length of service, Executive Director interests and the situation. A departing long-term Executive Director or founder will be honoured in a way that ensures his or her legacy is remembered.

Any Board or staff member may act as a reference for the departing Executive Director at his or her request. The Treasurer or new Executive Director will handle any requests for confirmation of length of service and compensation.

If the departure is amicable, the departing Executive Director may be retained to assist in orienting the new or Interim Executive Director and providing guidance on request of the new or Interim Executive Director.

The departing Executive Director will be eligible for contract work or volunteering at the sole discretion of the new or Interim Executive Director. The departing Executive Director will be eligible for board committees at the discretion of the board, but will not be eligible to participate in oversight or performance evaluations of the new or Interim Executive Director for one year

CEO-Executive Director Succession Planning Policy [organization]

after departure. The departing Executive Director will be eligible to stand for election to the board, or appointment to the Board, after one year.

Onboarding

The Board and incoming or Interim Executive Director will collaborate on communication messages, methods and timing to inform partners, funders, staff, volunteers and other stakeholders of the engagement.

The Executive Committee will develop an orientation plan for the first three months that includes active involvement of board members, mentoring, personal introductions to key stakeholders and a welcoming environment from the staff members. As noted above, the departing Executive Director may be asked to participate in the orientation.

The Executive Committee will collaborate with the new or Interim Executive Director to develop three and six months performance goals to meet board expectations, and conduct performance appraisals against those goals.