

The Clarity Transitions Guide to Emergency Succession Planning





# How to Use This Decision Template

This plan was initially designed to make proactive decisions before a possible emergency transition occurred. We have pivoted the plan to be more reactive to today’s more immediate needs. Realizing that your needs may include more than succession planning for the Executive Director, we have added Appendices with a shortened staff succession template which you can reproduce for any position and a streamlined Emergency Operations Checklist.

If you suddenly find yourself an Acting Leader, we suggest you start with the Emergency Operations Checklist. We’ve identified the most basic information that you’ll need to communicate, find policies, and keep delivering your mission. This list isn’t meant to be exhaustive or complete. Some of the categories may not apply to your organization and/or some categories specific to your organization may be missing. Please modify as needed.

In the main decision template, your decision points are highlighted in yellow. In some cases, example information has been provided to spur your thought process.

Your Board of Directors should approve the succession plan for the CEO. Staff succession decisions can be made by the CEO. Because of all the uncertainty and fast rates of change, this is a good time to stay in close touch with your Board.

In addition to the plan itself, we’d like to share some free resources with you.

* One of our partners, Risk Alternatives, focuses on risk management all the time. Their Covid-19 page is updated regularly and contains many helpful links. <https://riskalts.com/coronavirus-nonprofit-risk-page/>.
* Nonprofit HR also has HR-focused Covid-19 resources, templates, free webinars, etc. Their resource page can be found at <https://www.nonprofithr.com/covid19/>.
* The Council of Nonprofits has similarly compiled some very helpful resources including a template for a business continuity plan. <https://www.councilofnonprofits.org/nonprofits-and-coronavirus-covid-19>
* BoardSource is also opening their Ask-An-Expert program for free to non-members. <https://boardsource.org/resources/nonprofit-board-member-respond-covid-19/?utm_campaign=R%2BS&utm_medium=email&_hsenc=p2ANqtz-8a1703PQw_KT1pSDkMv9tdbuwDiHHk4xGxvac3oKyL-Jc8n092sfmYai0y2HRFgOfDLbfmHty8cFcwBoufkHQqKchjUg&_hsmi=85035690&utm_source=hs_email&utm_content=85035690&hsCtaTracking=35773ce8-140d-4c7a-833d-5ee4795c4b98%7C4d41b4fe-f072-46c1-8120-9e12aa8d3a68#resources>

# Procedures for the Appointment of an Acting CEO in the Event of an Unplanned Absence of the CEO

This emergency succession plan ensures continuity in the leadership and management of the organization’s core functions in operations, internal and external communications, fund development, finance, and human resources during an unplanned absence of the CEO. It provides Board and Staff with a shared understanding and knowledge of roles and responsibilities.

The Board of Directors recognizes that this is a plan for contingencies due to the CEO’s sudden departure – temporary or permanent. If the organization is faced with the unlikely event of an untimely vacancy, the organization has in place the following emergency succession plan to facilitate the transition to both interim and longer-term leadership.  It is designed to promote confidence for the community (board, staff, donors, volunteers, partner agencies, broader community, etc.) and the staff that the organization remains stable and strong during a transition with a leadership and management structure to support its mission.

This plan is designed for the short term to steady the organization, and when appropriate to serve as a bridge to the Board’s longer-term succession policies. While some of the policy decisions relating to succession are relevant for short-term absences, this plan is created to stand alone based on the immediacy of the need for clear direction under these circumstances.

# Definitions

This document is applicable to the following situations in which a CEO cannot fulfill his or her responsibilities:

* A short-term, temporary, unplanned absence
* A long-term, temporary, unplanned absence
* A sudden permanent departure

An **unplanned absence** is one that arises unexpectedly in which it is anticipated that the CEO will return to his/her position once the events precipitating the absence are resolved. A **short-term absence** is defined as three months or less. A **long-term absence** is expected to last more than three months. A permanent change is one in which it is firmly determined that the CEO will not be returning to the position.

This **emergency succession plan** names specific people and roles for temporary succession only. **Succession policies**, defined separately,outline the process and make advance decisions about how executive transition will be handled when seeking a permanent new executive.

# Procedures and Conditions

In the event of an unplanned absence of the CEO, the staff or Board Member who is first aware of the situation should immediately inform the Board Chair (or another member of the Executive Committee if the Board Chair is not available) of the immediate or soon to occur absence. This plan is to be activated as soon as the absence occurs.

As soon as it is feasible, the Chair should convene the Executive Committee, preferably online or by phone, to review the procedures prescribed in this plan. Any actions resulting from this discussion should be communicated to the full board so that each member of the board of directors is fully informed and engaged.

In the event that the CEO is unable to fulfill their duties, the position of Acting CEO will be filled by the [Position Title/Board Member]. Should the standing appointee to the position be unable to serve, the back-up appointee for the position of Acting CEO will be the [Position Title/Board Member].

Any Board Members serving in an Acting staff leadership role will resign from / take a leave of absence from the Board of Directors for the duration of their acting staff role. That Board Member will be eligible to be readmitted to Board of Directors by board vote immediately/one month after leaving the acting staff role.

*It is possible to share leadership responsibilities for the short term. If this is the right solution for your organization, delineating functions can make roles clear. If you can designate a single Acting CEO, then please delete through line 69.*

|  |  |
| --- | --- |
| **Function** | **Who** |
| *example: Communication* | *Name* |
| *example: Overall financial, check signing & budgeting* | *Name* |
|  |  |
|  |  |
|  |  |

Acting shared leaders will meet by phone/online 2x weekly at a minimum to coordinate. Any news deemed significant will be shared with the Executive Committee / Board Chair / Full board via email/board portal/virtual meeting.

# Authority and Compensation of the Acting CEO

The person appointed as Acting CEO shall have the authority for decision-making and independent action.  However, the following actions require executive committee/board approval.

* Changes in the organization’s vision, mission or values
* Significant program or delivery changes due to Covid-19
* Taking on financial commitments (leases, loans, etc.)
* Sales or purchases of organizational capital assets exceeding $XXXX
* Spending over a certain amount
* Making investment decisions
* Starting new or discontinuing existing programs
* Hiring and firing of key staff, including named personnel on grants
* Changes in staff pay: increases, decreases, bonuses
* Changes in staff benefits / policy unless required by law
* Starting new or discontinuing existing fund raising events
* Modifying the communications plan and its limits
* Other

The board agrees to consider bonus compensation for the Acting CEO either upon the return of the CEO and/or if they serve in this capacity for 3 months or more.

# Board Oversight of the Acting CEO

The Executive Committee shall be responsible for monitoring and supporting the work of the Acting CEO, with the Board Chair serving as the liaison and primary communicator with the full Board.

The Board Chair and/or their designee will be responsible for weekly meetings with the Acting CEO focusing on support, ensuring that they have the resources required to perform their temporary duties, and receive assistance from other board members as needed. As appropriate, the [Position Title] may also be asked to join these meetings.

# Leadership Communications Plan

Immediately upon transferring the responsibilities to the Acting CEO, the Board Chair or designee will notify remaining staff members and members of the Board of Directors of the delegation of authority.

As soon as possible after the Acting CEO has begun covering the unplanned absence, Board Members and the Acting CEO shall communicate the temporary leadership structure to key internal and external supporters as delineated below.

We will seek to keep messages consistent across all stakeholder groups and protect personal health information as appropriate.

*Optional:* [\_\_\_Name\_\_\_\_] will act as the primary spokesperson for the organization.

***Example Communication Plan – Adjust priorities to meet your organization***

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Phase** | **Entity (e.g. funder, donor, partner)** | **Communication**  **Method** | **Person Responsible** | **Where is the contact information?** |
| 1 | **Board**  Board Chair | Verbal | CEO | current roster maintained by Executive Assistant |
| Governance Committee | Verbal | Board Chair |
| 2 | All other board members | Verbal | Governance Committee |
| Partner Chair | Verbal | Board Chair |
| all other Partner board members | Verbal | Partner Chair |
| **Staff**  Directors - Operations, Development, Policy and Finance | Verbal | CEO | Current roster maintained by Executive Assistant |
| Executive Assistant | Verbal | CEO |
| Assistant Directors - Case Management, Programs, and Clinical | Verbal | CEO & Directors |
| All other staff | Verbal | Directors |
| **3** | **Donors**  All donors who have given more than $100,000 in the last year | Verbal | CEO & Board | Current roster maintained by the Director of Development |
| Donors who have given more than $50,000 in the last two years | Verbal | CEO & Board |
| Donors who have given $1000 or more in the last year (email only) | Email | CEO & Director of Development |
| **Key partners**  CEO of ABC | Email | CEO & Board | With assistance from Director of Operations and Director of Development for current contacts |
| CEO of DEF |
| CEO of all agencies where we have a formal contract for services or partnership - currently |
| * A |
| * B |
| * C |
| * D |
| * E |
| * F |
| * G |
| **Government Contractors**  A  B | Email | Staff Directors | with assistance from Director of Operations |
| Partner Project Officer (key staff change is a required notification) |
| **Private Foundation Grantors** - for Foundations with whom we have a two+ year relationship: | with assistance from Director of Operations and Director of Development |
| * A |
| * B |
| * C |
| **Clients** | Mixed | Staff | staff directors to assist in generating the current (at the time) list of anyone else |
| **Volunteers** | Mixed | Staff |
| **Other Community Contacts** | Will vary | Will vary |
| **Media** | Consider, Press release, website update | Named Spokesperson? |  |

# Completion of Emergency Succession Period

The decision about when the absent CEO returns after a short-term absence should be determined by the CEO and the Executive Committee. They will decide upon a mutually agreed upon schedule and start date. Written release by a medical practitioner may be required. A reduced schedule for a set period of time may be allowed, by approval of the Executive Committee, with the intention of the CEO working his/her way back up to a full-time commitment.

If the CEO will be unable to return after a short-term absence, the Board should invoke the CEO Succession Policies.

# Checklist for Emergency Succession Plan

* **Succession plan approval.** This succession plan will be approved by the full Board of Directors. **This plan should be reviewed annually by the \_\_\_\_\_\_\_\_\_.**
* **Attachments.** The organizational chart, the CEO job description and the Board roster should be attached.
* **Important Organizational Information.** The CEO check list should be completed and stored with this document. See Appendix B.
* **Communication.** The CEO should share this plan with those in line for the Acting CEO position and document their willingness to serve if needed. Additionally, all staff designees defined in Appendix A should similarly know their roles and indicate their willingness to serve.
* **Copies.** Copies of this Emergency Succession Plan and attachments should be maintained by the Board Chair, the CEO, and stored with the Board minutes and personnel files. Additionally, copies should be stored in cloud storage such as Dropbox or Google Drive. Any password files should be stored with additional security and limited access.

## Approval and Signatures

Date Submitted for Review:[Date]

**Emergency Plan Approved by:**

Signed: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_\_\_

[Name]

Chief Executive Officer

Signed: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_

[Name]

Chair, Board of Directors

# Appendix A: Succession Designees for Staff Leadership

In this section, identify the management positions that may need to be filled in an emergency situation.

|  |  |  |  |
| --- | --- | --- | --- |
| **Position to be Filled** | **Person Filling Position** | **Temporary Reporting Line** | **Limitations** |
| *example: CFO* | *J. Mendez* | *CEO/Acting CEO* | *Check signing to be designated to COO* |
| *example: Director of Programming* | *See responsibility split below* |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |

Responsibility Split for Director of Programming Re-create this table as often as needed

|  |  |  |  |
| --- | --- | --- | --- |
| **Function** | **Who** | **Temporary Reporting Line** | **Limitations** |
| *example: ABC Program oversight* | *B. Hoya* | *Report to CEO* | *Budget changes require approval* |
| *example: Data Management & reporting* | *L. Smith* | *Report to CFO* |  |
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# Appendix B: Emergency Operational Checklist

The checklist provided here is a shorter version of our full CEO Checklist. We’ve tried to prioritize information that would be necessary in an emergency situation. These checklists are general, however, and may contain too many or too few categories for your organization. Please feel free to modify the tables to better fit your organization.

Most tables have a “Password #” column. For items with password protection, the password should be documented in a separate, numerically referenced document (or documents) which can be accessed only as needed. Once Acting Leaders have stepped down, passwords should be reset.

## Personnel

| **information** | **location / Maintained by** | **Password #** |
| --- | --- | --- |
| Staff Roster |  |  |
| Payroll Vendor |  |  |
| Job Descriptions |  |  |
| Human Resources:  Other Contracts |  |  |
| Employee  Handbook |  |  |

## Board

| **information** | **location / Maintained by** | **PAssword #** |
| --- | --- | --- |
| D&O: Contact  information |  |  |

## Finance & Fund Raising

| **information** | **location / Maintained by** | **Password #** |
| --- | --- | --- |
| Financials: Budget |  |  |
| Financials: Cash Flow |  |  |
| Bank information |  |  |
| Financial policies (signing, reserves, separation of duties, etc.) |  |  |
| Government  Reporting / Filing  (Key Dates) |  |  |
| Funder/Grant Reporting  (Key dates) |  |  |
| Funding events  (Key dates, Chairs) |  |  |

## Communications

List of regular communication channels & media applying to both internal and external communications.

|  |  |  |  |
| --- | --- | --- | --- |
| **Media** | **Publication Frequency** | **Managed By** | **Password #** |
|  |  |  |  |
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|  |  |  |  |
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Other Communications

| **information** | **location / Maintained by** | **Password #** |
| --- | --- | --- |
| CEO Email |  |  |
| CEO Calendar |  |  |

## Information Technology

| **information** | **location / Maintained by** | **Password #** |
| --- | --- | --- |
| Network Administrator |  |  |
| Web hosting:  Vendor and contract |  |  |
| Email hosting:  Vendor and contract |  |  |
| Cloud software (e.g. Office 365, Dropbox, QuickBooks, eTapestry, backup): contract,  password location |  |  |

## Facilities

Complete this for all facilities that your organization uses whether owned, leased, or lent.

| **INFORMATION** | **LOCATION/MANAGEMENT** | **Password #** |
| --- | --- | --- |
| Buildings:  Management |  |  |
| Buildings:  Maintenance |  |  |
| Contracts/Leases |  |  |
| Outsourced services |  |  |