

## **Minutes from Board of Directors Retreat March 12, 2009**

**Present:** Lowell Coolidge, Dora McCarty, Frank Comfort, Tom Shannon, Bill Ransom, Susan Storch, Leo Parchesky, Joe Picco, and Marilyn Bok. Bob Hogan did not attend.

**Emergency Succession Plan Policy:** The Board reviewed a draft copy of a CEO Succession Policy that Marilyn had prepared. A copy of the policy is attached and will be acted on at the April meeting of the CFTT Board. The Board directed a set of keys be given to the Board Vice-Chair for use during emergencies. The Board asked Bill Ransom to look into the cost of insuring the CEO as a way of having funds available to pay an Acting CEO in the case of the sudden loss of the CEO's services.

**Emergency Succession Plan:** Marilyn presented a draft Emergency Succession Plan for the CFTT she obtained from the Center for Nonprofit Advancement. The Board worked their way through the document. A basic understanding was that there were four distinct circumstances that they need to plan for: (1) the sudden permanent loss of the CEO; (2) the sudden temporary loss of the CEO; (3) the anticipated temporary loss of the CEO; and (4) the anticipated permanent loss of the CEO. They decided to address the sudden losses in the Emergency Succession Plan and to address the anticipated losses in the regular Succession Plan. Therefore all references to actions that would be taken if they knew the CEO was leaving whether permanently or just temporarily were removed and placed in the Regular Succession Plan. The main issues the Board addressed is who would be the Acting Executive Director and where would he/she come from. The Board decided to approach the First Community Foundation (Williamsport/Lycoming Community Foundation) and see if they would enter into a MOU to provide an interim CEO in the case of the sudden loss of the CFTT's CEO. If they were not interested then the CFTT would approach Wilkes Barre and Scranton Community Foundations. Another possibility would be approaching a PEO (Professional Employment Organization) to provide an Acting CEO. The Board would also approach the Community Foundation for PA (through Berks County Community Foundation) and the Council on Foundations (COF) for their help in finding an Acting CEO. Marilyn will provide the Board with the Job Description for the CEO position and complete the Information and Contact Inventory for the CFTT. A copy of the revised document is attached along with the job description for the CEO. The Emergency Succession Plan will be voted on at the April Board meeting.

**Regular Succession Plan:** Marilyn presented a draft Succession Plan that is to cover the anticipated temporary (illness or leave of absence) and permanent loss of the CEO (retirement or change of job). The Board revised the document and a copy is attached to these minutes. It will be voted on at the CFTT's Board of Directors meeting on April 9, 2009.

**Duties of the CEO vs. Duties of the Board Chair:** Marilyn directed the Board members attention to the Governance Policies the CFTT adopted in August 2004 which clearly spell out the role of the Board Chair, the relationship between the CEO and the Board, and the Limitations placed on the CEO. Most present Board members were new to these policies since they didn't join to Board until after these policies were adopted so Marilyn reviewed the policies with them. Marilyn explained these policies were based on the Board Governance Structure advocated by John Carver and is an excellent way for the Board to be able to hold their CEO accountable and to keep the Board focused on its roles.

**Invitation Lists Update for Annual Meeting:** Marilyn handed out the invitation lists from last year for each county and asked Board members to review them for deletions, corrections and additions. She asked each Board member to get their amended lists back to her by April 20<sup>th</sup>.

**Invitation to Community Foundation for PA Semi-Annual Meeting:** Marilyn passed out an invitation to each of the Board members and stated she would be attending and she would be delighted to have company if anyone wanted to join her. The meeting will take place in Harrisburg on April 29-30, 2009 at the Harrisburg Hilton.

**Adjournment:** The meeting adjourned at 7:40 pm.

**Next Meeting Date:** The next board meeting will be held at the Foundation Office in Sayre, PA on **Thursday, April 9, 2009** starting at **4 P.M.**

Respectfully submitted as a true and accurate copy of the minutes of the March 12, 2009 Board Retreat.

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Joseph Picco, Secretary

Date

## COMMUNITY FOUNDATION FOR THE TWIN TIERS

### POSITION DESCRIPTION

**TITLE:** Chief Executive Officer

**EFFECTIVE DATE:** 1/1/2009

**EXEMPT/NONEXEMPT STATUS:** Exempt

**REPORTS TO:** Board of Directors

**SUPERVISES:** Staff of 0.5 FTE,  
Includes a PT Administrative Assistant

**JOB SUMMARY:** The *Chief Executive Officer* is responsible for growing the impact and influence of the Foundation throughout the region it serves. The CEO mentors and supports the Foundation's staff while also providing leadership and support to the Board of Directors, foundation advisory boards, area charities, and within the community at large. The top priority for the CEO is to expand and manage the Foundation's relationships with donors, professional advisors, affiliates, community leaders, and key nonprofit agencies throughout the region served by the Foundation with the goal of increasing the Foundation's philanthropic assets by linking people with the charitable needs and programs that matter most to them as well as with key community and regional priorities. Other responsibilities include: working with the Board and staff to set and accomplish the strategic goals of the Foundation; assuring regular fiscal oversight of the Foundation's charitable portfolio and component funds in concert with the Finance and Investment Committee and any consultants; assuring outstanding service, stewardship and responsiveness to the needs of existing donors; providing administrative oversight on a daily basis to ensure that all processes and protocols necessary to fulfill the Foundation's mission are successfully implemented; providing marketing leadership to continually and effectively increase awareness of the Foundation's philanthropic services and grantmaking accomplishments; overseeing and supporting grantmaking processes for both unrestricted and donor-restricted funds as well as the delivery of technical assistance services to area charities; and representing the Foundation at a wide range of public meetings, charity events, and other venues as well as working with funding collaborations at the regional, statewide and national levels to advance the mission of the community foundation.

#### **MINIMUM EMPLOYMENT REQUIREMENTS:**

**Knowledge, skills and abilities:** Demonstrated leadership ability and management skills to oversee the human relations and technical administration aspects of operating a complex and professionally driven community foundation. Exceptional listening as well as written and oral communications skills to build productive relationships with donors, professional advisors, volunteer leaders, charities and the community at large. Astute volunteer leadership skills to maximize the effectiveness of volunteer leaders and advisory boards. Strong organizational, planning, and multi-tasking skills to develop shared programmatic visions and manage multiple priorities. Demonstrated service orientation and ability to work with diverse groups of people, including a sincere interest in working with people to fulfill their own charitable intentions and a motivation to exceed donor expectations. High level of creativity to develop new approaches while solving a wide range of programmatic challenges and gift planning problems. Ability to think independently while engaging others in participative decision-making. Ability to understand and interpret financial reports, investment analyses, and other fiscally oriented materials. Knowledge of major and planned giving concepts and approaches to donor cultivation and stewardship. Sincere commitment to community service and the humility to make a difference in the life of a community without the need for broad personal recognition. Ability to use computer-related software and technology to accomplish tasks (e.g., wordprocessing, database, and presentation software as well as Internet resources).

**Education:** Bachelor's degree, with coursework in the areas of marketing, English/communications, business, finance, and other areas related to the work of a community foundation required. Advanced degree or professional certification in the field of financial planning, charitable gift planning, law, accountancy, trust services, etc. preferred. Professional education in fund-raising, planned giving, donor relations, marketing, and/or related areas preferred. Comparable experience and training may be substituted.

**Experience:** Previous experience leading and managing a complex nonprofit entity, a comparable for-profit entity, or a department of a larger business required. Experience in engaging volunteer leadership and donors in advancing the mission of a nonprofit organization required (either as a board director or a key staff person of a nonprofit organization). Experience with major gift fund-raising as well as donor cultivation and stewardship, or alternatively, experience developing high-net worth client relationships and new business capacity in a relevant for-profit field required. Background serving in a high public contact capacity while mentoring and supporting diverse staff required.

**Physical Demands and Working Conditions:** Must be able to work in a variety of settings; must be willing to work long and irregular hours as needed and travel frequently throughout the multi-county region served by the Foundation; must be able to operate and have access to a vehicle for work-related travel (with mileage reimbursement); operate office and computer-related equipment; must be able to maintain composure and service orientation while managing multiple deadlines or working with challenging personalities.

**Confidentiality:** Will have access to confidential/sensitive information -- must maintain strict confidentiality. Must be a strategic communicator who can separate personal opinion from the official voice of the Foundation.

## **MAJOR TASKS, DUTIES & RESPONSIBILITIES:**

### **Relationship Building and Charitable Gift Development (50%)**

1. Identifies individuals, organizations, and foundations with the potential to provide philanthropic support to the Foundation, and executes plans to build relationships with each (e.g., personal visits, invitations to events, involvement in Foundation activities) with the goal of matching donor interests with community needs, including personally managing a portfolio of 25-40 top-priority donors and potential donors.
2. Collaborates with the Board of Directors, advisory boards, and key staff to develop, manage, and annually revise a list of potential donors for priority cultivation and solicitation by staff and Board so as to lead each prospective donor into greater involvement with the Foundation and timely solicitation for a new fund, major contribution or planned gift as appropriate to each donor.
3. Ensures ongoing stewardship of relationships with existing donors, families of bequest donors, executors, etc., including appropriate thank you processes, reporting on use and management of funds, working with staff to involve donors in post-grant site visits to favored charities, and involvement in Foundation activities as appropriate.
4. Personally solicits donors alone, with Board representatives, and/or in cooperation with a donor's professional advisors, as appropriate, and ensures accurate preparation of any needed supporting materials (e.g., written proposal, planned gift illustrations or comparisons, sample bequest or trust wording).
5. Provides direction and mentoring to the foundation's fund development efforts, including setting measurable objectives and fund-raising goals; sharing responsibility for donor cultivation, solicitation, and stewardship with the Board; making donor and professional advisor contacts together, and related activities.
6. Cultivates collaborative working relationships with estate planning professionals (e.g., attorneys, CPAs, financial planners, trust officers, realtors, and others), which may include preparing planned gift illustrations and sample bequest wording for their clients, scheduling mailings and personal meetings related to charitable gift planning, and developing a network of professionals to assist prospective donors (who do not have counsel) in finalizing gift plans to benefit the Foundation.
7. Provides direction and sets goals for the Board and staff to ensure the creation of printed marketing and donor relations materials to increase awareness of the Foundation's mission, goals, accomplishments, and gift opportunities throughout the region served, including news releases, newsletters, brochures, requests for proposals, annual reports, audio-visual aids, etc.
8. Guides staff and volunteer leaders in developing marketing and charitable gift planning approaches specific to the needs of the Foundation's various agency endowments, component funds, and key donors.
9. Participates in, seeks out, or stimulates, as appropriate, opportunities to speak about the Foundation, its goals and accomplishments, and its gift opportunities via forums, service club meetings, media contacts, and other outlets, with the goal of increasing awareness of the Foundation and further enhancing the Foundation's stature within the region.

### **Administration and Governance (25%)**

10. Leads and supports the Board of Directors in developing, implementing, tracking, and revising the Foundation's strategic plan and goals to maximize the Foundation's effectiveness within the region and ensure an optimum rate of

financial as well as programmatic growth.

11. Provides direction and support to the Finance/Investment Committee and in preparing annual and project budgets, monitoring budgets to ensure appropriate spending, and ensuring accurate and timely reporting to the Board of Directors and Finance/Investment Committee.
12. Provides leadership to and supports the Board of Directors in planning regular board meetings, scheduling periodic retreats, ensuring that annual conflict-of-interest disclosures are filed, and conducting board self-evaluations.
13. Provides guidance and support to the Foundation's governance-related committees, namely the County Advisory Boards, Nominations, and Audit committees to ensure appropriate policies and controls are in place at all times.
14. Assists Board of Directors and staff in establishing and maintaining written policies addressing such issues as types of gift vehicles to be offered; types of assets acceptable for gifting; management of endowment, donor-advised, special interest, and other types of funds; investment objectives; employee relations and benefits; and other areas related to the sound management of a community foundation.
15. Works with the Board of Directors to strengthen and involve the County Advisory Boards in the Foundation's mission, meeting each County Advisory Board as appropriate, identifying activities that are mutually beneficial for each and for the Foundation, supporting Advisory Board-related activities, cultivating members for service on the governing board, and seeking out individuals with leadership potential to serve on the Advisory Boards.
16. Develops and maintains collaborative working relationships with the Foundation's Investment Consultant, custodian banks, investment managers, mutual fund representatives, the Finance/Investment Committee, and the Board of Directors to ensure the proper management and monitoring of investment performance and spending targets for all assets of the Foundation.
17. Ensures that the Foundation's annual audit is completed without impediments and that the Foundation's 990 form, as well as other forms and reports required by regulatory bodies, are appropriately completed and submitted via Board-approved agreements with the Foundation's auditing and legal firms.
18. Ensures appropriate 'segregation of duties' relating to the fiscal activities of the Foundation, including personal involvement in co-signing checks, approving expenditures and receipts, authorizing purchase orders, periodically monitoring petty cash balances and spot-checking completed tasks of financial staff, and other duties appropriate to ensuring excellent internal accounting and financial controls.
19. Ensures that all current and planned gifts are appropriately acknowledged, including processing and tracking gifts; thanking donors via phone and thank-you correspondence; accurately valuing non-cash, hard-to-value, or planned gifts; recognizing gifts and donors consistent with each donor's preferences; reporting to donors on the charitable impact of their gifts and the status of their funds; and related responsibilities to assure transparent accountability to the Foundation's donors.
20. Provides leadership and support to staff not only to ensure that all programmatic and operational needs of the Foundation are met, but also to encourage employee job satisfaction and growth of skills/talents, including supporting continuing education and training opportunities, with the goal of building a stable and well functioning staff team.
21. Ensures that staff establishes, maintains, and safeguards filing and computerized records systems to support the donor relations, grantmaking, fund management, investment, and accounting & financial tracking needs of the Foundation.
22. Pursues professional training and education opportunities to increase personal knowledge and skills in the areas of community foundation management, estate and charitable gift planning, community service programming and grantmaking, community development, and principles of leadership and building effective interpersonal relationships.

**Programming and Community Capacity Building (25%)**

23. Ensures all 'due diligence' requirements associated with grantmaking and charitable distributions from Donor-Advised, Designated, Field of Interest, Scholarship, and Agency Endowment funds are completed.
24. Provides support and leadership to various county advisory boards, advisory & scholarship committees, and other

coordinating bodies charged with identifying and making recommendations to the Board regarding potential agencies to receive grant/scholarship support from component funds.

25. Makes recommendations to the Board of Directors regarding grantmaking strategies that may help leverage funds from other public and private sources or may otherwise maximize the use of Foundation funds in meeting the needs of the region.
26. Provides direction and mentoring to attract new scholarship funds, fulfill the intentions of diverse scholarship donors, connect donors with their recipients as appropriate, and maintain outstanding relationships with area school districts and higher education institutions.
27. Sets parameters and provides support in developing and managing an annual Donor's Choice Network program, including the effective use of our county advisory boards to screen and select beneficiaries as well as to determine awards from undesignated gifts, coordination with the editorial & reporting staff of the local news media, appropriate acknowledgement and recognitions of gifts from corporate sponsors and general donors, and confirmation that funding from this program was applied appropriately to the needs being promoted.
28. Provides technical assistance to essential charities relating to endowment building, needs assessments, major and planned gift development, strategic planning, investment management & policy-setting, board development, retreat facilitation, and related areas.
29. Participates on boards, committees, task forces, and other collaborative community group endeavors to strengthen communication between the Foundation and the communities it serves, continually increase the Foundation's understanding of regional quality-of-life needs & priorities, facilitate dialogues among various entities in community problem-solving, and encourage community and youth development initiatives that strengthen the climate for sustainable economic development locally and regionally.
30. Explores and develops opportunities for collaborating with other community foundations and major funders through the Council on Foundations and the Community Foundation for Pennsylvania.
31. Performs other duties commensurate with the role of a CEO as required or requested by the Foundation's Board of Directors.

**EQUIPMENT UTILIZED:** Working knowledge of computers/basic office equipment

**SCHEDULING:** Long/irregular hours

**PROFESSIONAL AFFILIATIONS (if applicable):**

Council on Foundations Member  
Community Foundation for Pennsylvania

**MANAGEMENT MAY REVISE DUTIES/SCHEDULES AT ANY TIME.**

CEO \_\_\_\_\_ DATE \_\_\_\_\_

CHAIR OF THE BOARD \_\_\_\_\_ DATE \_\_\_\_\_

Approved: \_\_\_\_\_ Revised: \_\_\_\_\_

## **Community Foundation for the Twin Tiers CEO Succession Policy**

### **Preamble:**

Succession planning comes in two forms: Emergency Succession Planning helps an organization figure out how to function when a CEO leaves in an emergency and longer-range succession planning, designed to help an organization strengthen and broaden its leadership capability in preparation for a future transition.

These two types of CEO transition share some key elements but they differ in the challenges they present to the Board and in how they are implemented. One is the planned transition in which the CEO notifies the Board of their intent to leave, enough in advance to allow the Board and the organization to prepare. The second is a sudden departure whether by sudden change in circumstances, illness, death or termination by the Board. In either case the organization needs to be prepared. Selecting a new CEO may well be the most important task ever undertaken by the Board. It is a pivotal opportunity.

### **Statement:**

Annually, as part of the CEO performance review, the CEO discusses the CFTT's succession plans with the Board. The CEO, through this discussion, keeps the Board advised of what they should do in the event of a sudden departure in order to ensure organizational stability until a new CEO is appointed.

In addition, the CEO and Board Chair ensure the organization always has in place:

1. An up-to-date CEO position description
2. A current strategic and operating plan
3. An operating budget that includes adequate salary and benefits to attract a competent successor
4. Knowledge of best practices in executive recruitment.

EFFECTIVE DATE: April 9, 2009  
LAST REVISED OR REVIEWED:  
SUBJECT TO REVIEW ON:

## **Community Foundation for the Twin Tiers Succession Plan for Anticipated Loss of Key Staff**

### **Policy Statement:**

A change in executive leadership is inevitable for all organizations and can be a very challenging time. Therefore, it is the policy of the Community Foundation for the Twin Tiers (CFTT) to be prepared for an eventual **permanent or temporary planned change in leadership** to insure the stability and accountability of the organization until such time as new permanent leadership is identified. The Board of Directors shall be responsible for implementing this policy and its related procedures. For the sudden unplanned permanent or temporary loss in executive leadership the Emergency Succession Plan will be enacted.

It is also the policy of the board to assess the permanent leadership needs of the organization to help ensure the selection of a qualified and capable leader who is representative of the community, a good fit for the organization's mission, vision, values, goals and objectives, and who has the necessary skills for the organization. To ensure the Community Foundation's operation is not interrupted while the Board of Directors assesses the leadership needs and recruits a permanent executive officer, the Board will appoint an interim executive leadership as described below. The Interim Executive Director ("Interim ED") shall ensure that the organization continues to operate without disruption and that all organizational commitments previously made are adequately executed, including but not limited to, loans approved, reports due, contracts, licenses, certifications, memberships, obligations to lenders or investors of the CFTT, and others.

It is also the policy of the CFTT, to develop a diverse pool of candidates and consider at least three finalist candidates for its permanent ED position. The CFTT, shall implement an external recruitment and selection process, while at the same time encouraging the professional development and advancement of current employees. The interim ED and any other interested internal candidates are encouraged to submit their qualifications for review and consideration by the transition committee according to the guidelines established for the search and recruitment process.

### **A. PROCEDURES FOR SUCCESSION OF ANTICIPATED LOSS OF KEY STAFF:**

For the anticipated permanent or temporary loss in executive leadership (i.e., illness or leave of absence in accordance with the Personnel Policies of the Community Foundation), the Board Chair shall convene the Board of Directors within 10 business days to decide on who should make the day-to-day decisions and be appointed "Interim ED."

In the event the chief executive officer (ED) of the CFTT, is no longer able to serve in this position (i.e., leaves the position permanently), the Chair of the Board of Directors shall do the following:

1. Immediately notify the Board of Directors of the departure of the ED. In addition, the officers will, within five business days, convene a meeting of the Board and appoint an "interim ED" either from the staff or from an external consultant (with experience as a nonprofit ED or with experience with a community foundation).
2. The Interim ED will have all the roles and responsibilities normally provided to the ED. In addition, he or she will receive a temporary salary of a ED based on the median salary level of a ED as determined by the Council on Foundations data for a community foundation of the CFTT's size for serving as Interim ED.
3. Within 15 business days appoint an Executive Transition Committee, when a permanent change in leadership is required. This committee shall be comprised of the Chair of the Board, the Vice Chair and at least one other officer and two members of the Board of

Directors. It shall be the responsibility of this committee to implement the following preliminary transition plan:

- a. Communicate with key stakeholders regarding actions taken by the Board in naming an interim successor, appointing a transition committee, and implementing the succession policy. The organization shall maintain a current list of key stakeholders who must be contacted and will include the following groups:
    - Major Donors
    - Major Grantees
    - Other local foundations
    - Other community foundation, especially in the Pennsylvania and the Southern Tier of New York State
    - Key Government agencies
    - Key community leaders
  - b. Consider the need for consulting assistance (i.e., transition management or executive search consultant) based on the circumstances of the transition. Identify firms or consultants that would be available.
  - c. Review the organizations business plan and conduct a brief assessment of organizational strengths, weaknesses, opportunities and threats to identify priority issues that may need to be addressed during the transition process.
  - d. Identify attributes and characteristics that are important to consider in the selection of the next permanent leader. Some of these attributes and characteristics may include (but are not limited to): previous nonprofit management experience, successful planned giving experience, and direct experience in the development of successful nonprofit programs, ability to develop budgets and manage a staff under the direction of a Board of Directors. Similarly, the committee should consider looking at the qualities of a successful candidate mirroring the qualities that represent the shared values of the CFTT as defined by its Board of Directors: i.e., the ability to be a good steward of funds, a person of proven high integrity, a person with the ability to create innovative programs and services, an individual who empowers others, a person of great compassion, and an individual whose quality performance has been proven in other situations. These attributes and characteristics would be shared with any executive search firm or executive search consultant.
  - e. Establish a time frame and plan for the recruitment and selection process.
4. Conduct a search for a permanent ED. This will be done by:
- a. An executive search firm or executive search consultant or other Board selected method.
  - b. Advertising the position nationally minimally in the following: Chronicle of Philanthropy, Council on Foundations website and notification of Pennsylvania and New York State Community Foundations.
  - c. The search will be narrowed down to at least three, but no more than five, candidates, who will be interviewed by a group, composed of the Executive Transition Committee and other officers of the CFTT as may be selected for participation.

The Board should use similar procedures in case of an executive transition that simultaneously involves other key management positions. The Board can also consider the need for consulting assistance based on the circumstances of the transition process. In such instance, the Board may also consider temporarily subcontracting some of the organizational functions from trained consultant or other organizations.

## **Emergency Succession Plan For The Community Foundation for the Twin Tiers**

Leadership plays an essential role in the success of a nonprofit organization. And a change in Chief Executive Leadership is as inevitable as the passing of time.

This document is meant to help the Community Foundation for the Twin Tiers (CFTT) which is a nonprofit organization that recognizes that planning for unplanned or temporary leadership change is a best practice. **This plan is to cover two circumstances: (1) The sudden temporary loss of the Executive Director (both short and long term) and (2) The sudden permanent loss of the Executive Director.** This Emergency Succession Plan is meant to bring order to a potential time of turmoil, confusion and high-stress.

The Board of Directors of the Community Foundation for the Twin Tiers recognizes that this is a plan for contingencies due to the sudden disability, death or departure of the Executive Director whether permanent or temporary. If the organization is faced with the unlikely event of an untimely vacancy, the CFTT has in place the following emergency succession plan to facilitate the transition to both interim and longer-term leadership.

The Board of CFTT has reviewed the job description of the Executive Director. The job description is attached. The board has a clear understanding of the Executive Director's role in organizational leadership, program development, program administration, operations, Board of Directors' relationships, financial operations, resource development and community presence.

### **A. SUCCESSION PLAN IN EVENT OF A TEMPORARY, UNPLANNED ABSENCE: SHORT-TERM**

A temporary absence is one of less than three months in which it is expected that the Executive Director will return to his/her position once the events precipitating the absence are resolved. An unplanned absence is one that arises unexpectedly, in contrast to a planned leave, such as a vacation or a sabbatical. The officers of the CFTT Board of Directors are authorized to implement the terms of this emergency plan in the event of the unplanned absence of the Executive Director.

In the event of an unplanned absence of the Executive Director, the family of the Executive Directors or whichever staff or Board member first becomes aware of the absence is to immediately inform the Board Chair of the absence. As soon as it is feasible, the Chair should convene a meeting of the officers of the Board to affirm the procedures prescribed in this plan or to make modifications as the Committee deems appropriate.

At the time that this plan was approved, the position of Acting Executive Director would be filled in accordance with the memorandum of understanding the CFTT has signed with the \_\_\_\_\_ Community Foundation. Should the standing appointee to the position of Acting Executive Director be unable to serve, the first and second back-up appointees for the position of Acting Executive Director will be provided through a temporary employee hired through a temp employment agency.

#### **1. Authority and Compensation of the Acting Executive Director**

The person appointed as Acting Executive Director shall have the full authority for decision-making and independent action as the regular Executive Director.

The Acting Executive Director may be offered a temporary negotiated salary at the entry-level salary of the executive director position as determined by first obtaining salary ranges from the Council on Foundations (COF). The CFTT will cover travel cost if the Acting Executive Director must travel more than ten miles to work.

#### **2. Board Oversight**

The board members responsible for monitoring the work of the Acting Executive Director shall be the officers of the CFTT Board of Directors (Chair, Vice-Chair, Secretary and Treasurer). The above named people will be sensitive to the special support needs of the Acting Executive Director in this temporary leadership role.

### **3. Communications Plan**

Immediately upon transferring the responsibilities to the Acting Executive Director, the Board Chair will notify staff members, members of the Board of Directors and key volunteers of the delegation of authority.

As soon as possible after the Acting Executive Director has begun covering the unplanned absence, Board members and the Acting Executive Director shall communicate the temporary leadership structure to the following key external supporters of the CFTT. This may include (but not be limited to) government contract officers, foundation program officers, civic leaders, major donors and others.

### **4. Completion of Short-Term Emergency Succession Period**

The decision about when the absent Executive Director returns to lead the CFTT should be determined by the Executive Director and the Board Chair. They will decide upon a mutually agreed upon schedule and start date. A reduced schedule for a set period of time can be allowed, by approval of the Board Chair, with the intention of working their way back up to a full-time commitment.

## **B. SUCCESSION PLAN IN EVENT OF A TEMPORARY, UNPLANNED ABSENCE: LONG-TERM**

A long-term absence is one that is expected to last more than three months. The procedures and conditions to be followed should be the same as for a short-term absence with one addition: The Officers of the CFTT Board of Directors will give immediate consideration, in consultation with the Acting Executive Director, to extending the employment of the Acting Executive Director until a permanent Executive Director can be found and hired. This is in recognition of the fact that for a term of more than three months, it may not be reasonable to expect the Acting Executive Director is able to provide management services until permanent Executive Director is hired.

### **1. Completion of Long-Term Emergency Succession Period**

The decision about when the absent Executive Director returns to lead the CFTT should be determined by the Executive Director and the Board Chair. They will decide upon a mutually agreed upon schedule and start date. A reduced schedule for a set period of time can be allowed, by approval of the Board Chair, with the intention of working the way up to a full-time commitment.

## **C. SUCCESSION PLAN IN EVENT OF A PERMANENT CHANGE IN EXECUTIVE DIRECTOR**

A permanent change is one in which it is firmly determined that the Executive Director will not be returning to the position. The procedures and conditions should be the same as for a long-term temporary absence with this one addition. The Board of Directors will appoint a Transition and Search Committee within 10 days to plan and carry out a transition to a new permanent Executive Director. The Board will also consider the need for outside consulting assistance depending on the circumstances of the transition and the board's capacity to plan and manage the transition and search. The Transition and Search Committee will also determine the need for an Interim Executive Director, and plan for the recruitment and selection of an Interim Executive Director and/or permanent Executive Director.

## CHECKLIST FOR ACCEPTANCE OF ALL TYPES OF EMERGENCY SUCCESSION PLANS

- Succession plan approval.** This succession plan will be approved by the CFTT Board of Directors for its vote and approval. This plan should be reviewed annually.
- Signatories.** The majority of the CFTT Board of Directors, the Board Chair, the Executive Director, and the Acting Executive Director shall sign this plan.
- Organizational Charts.** Two organizational charts are attached to this plan: (1) an organizational chart reflecting staffing positions and lines of authority/reporting throughout the organization and (2) a second organizational chart that reflects how that structure will change within the context of an emergency/unplanned absence of the Executive Director.
- Important Organizational Information.** Attached is an *Information and Contact Inventory* and a current list of the CFTT Board of Directors.
- Copies.** Copies of this Emergency Succession Plan along with the corresponding documentation shall be maintained by The Board Chair, the Executive Director, the Acting Executive Director Appointee, and the organization's attorney.