

POLICIES AND PROCEDURES

POLICY NUMBER: 05-02
SUBJECT: **Emergency Transition Plan for Executive Director Position**
EFFECTIVE DATE: June 28, 2005
REVISION DATE:
SUPERSEDES:
APPROVED BY: CWEA Board of Directors June 28, 2005

POLICY

It is the policy of the CWEA Board that a clear and orderly process be followed if an emergency occurs and the Executive Director's position is vacated suddenly and unexpectedly. The procedures outlined below are intended to:

- Protect member interests
- Ensure management continuity
- Maintain the confidence of members, employees, and other stakeholders
- Protect the reputation of the association, its volunteer leadership, its outgoing and incoming Executive Directors, and staff.

PROCEDURES

a) Communication and notification

- The President/Executive Committee is the first point of contact in the event of any such emergency involving the Executive Director. The President informs the Executive Committee.
- The President/Executive Committee informs the Board and staff of the facts and next steps based on these procedures.
- The Executive Committee develops a recommended plan of action, using these procedures, and sends it to the Board for approval.
- Staff assists with arranging conference calls or handling group e-mails to facilitate these procedures.
- Once a plan of action has been determined, the Executive Committee will inform the membership (for example, through an e-mail from the President) detailing the facts and plan of action.
- The Executive Committee keeps the staff informed and updated as plans are implemented.
- If at all possible under the circumstances, the Executive Director ("ED") and the Executive Committee will ensure that a graceful exit occurs. That includes developing a mutually agreeable statement about why the ED is departing, statistics about the term of service, and highlights of accomplishments on behalf of the organization.
- The President serves as the organization's spokesperson during the transition.

b) Financial oversight

- The President, President Elect, Treasurer, and Director of Certification are all signatories on the association's bank accounts (in addition to the Executive Director).

- The Finance Manager, the Operations Committee, the Audit Committee, and the auditor are available to answer any question related to the financial condition of the association. The auditor's contact information can be found on the annual financial audit provided to the Audit Committee and to the Board.

c) Legal Counsel

- Use employment legal counsel of record* for employment-related contract negotiations, written agreements.
- Use association-related legal counsel of record for other matters.

d) Interim Management

- Options include:
 - i. Appoint an existing staff member to serve as Acting ED during the transition period. This appointment should **not** be someone who might apply for the ED position. Address that staff member's existing workload, for example through other interim staff changes, outsourcing, or temporary support.
 - ii. Recruit a member from the Board or membership who is willing and qualified to serve in an interim capacity on a voluntary or paid basis
 - iii. Engage a professional interim Executive Director. Possible resources can be identified through the American Society of Association Executives: www.asaenet.org
- Executive Committee considers advantages and disadvantages of options depending on Association's condition and needs at the time, and makes recommendation to Board for approval.
- Executive Committee prepares guidelines including specific expectations, role, responsibilities, and authority for interim management to be communicated to the Board and to the interim ED.

f) Executive Search

(1) *Organizational assessment*

The first step in any executive search is not the specific search for the new ED but a search for where the organization wants to go. This is the most crucial time for an organization to revisit fundamental questions related to its position, its prospects, and its critical issues. The assessment stage enables the Executive Committee to gather the information needed to prepare a profile of the next ED and to determine if the Executive Committee/Board members share a common view of the organization's priorities and directions. The Board has the ultimate responsibility for evaluating the present condition of the organization, the challenges on the horizon, and the future directions that will enable the organization to survive and grow. CWEA's planning model supports this approach and should provide relatively recent perspective on the questions at hand. The assessment should cover:

- (i) Mission
- (ii) Vision
- (iii) Financing
- (iv) Governance
- (v) Management
- (vi) Communication
- (vii) Institutional culture
- (viii) General questions about the needs of the organization and the position

* See appendix for legal counsel of record.

(2) The search

- The Executive Committee serves as the Search Committee.
- The Executive Committee finds out immediately if there will be any internal candidates.
- The Executive Committee has an immediate conversation with any internal candidates individually, even if the search committee is not yet ready to interview candidates.
- The Executive Committee conducts a formal search using an executive recruiter specializing in association management recruitment, even if the internal candidates are exceptionally strong. Possible resources can be identified through the American Society of Association Executives. www.asaent.org
- With the assistance of the executive recruiter and using the input generated through the organizational assessment step, the Executive Committee develops and provides an ED profile that describes:
 - i) The organization and its needs
 - ii) The principal responsibilities of the next ED
 - iii) The required leadership competencies
 - iv) The desired experience and qualifications of the candidates
 - v) The compensation
 - vi) The procedures for applying or nominating candidates
- The internal candidates will go through the same steps required of all other candidates.
- If the internal candidates are no longer being considered, the Executive Committee will tell them.
- If someone other than the internal candidates is chosen to be the Executive Director, the Executive Committee will tell the internal candidates before the external candidates are informed.

g) Anticipated financial costs (to be taken from the Association's emergency reserve fund)

- (i) Accrued annual leave for the departing ED
- (ii) Severance pay (if applicable in the circumstances)
- (iii) Executive recruitment
- (iv) Interim management costs
- (v) Indirect costs

h) Key relevant documents and locations

- (1) ED letter of agreement (CWEA President & VP each retain a copy of this. Also in personnel files at office.)
- (2) Blank ED performance evaluation **form** that lists ED competencies (CWEA Executive Committee)
- (3) Contracts binder (maintained by Executive Assistant, in ED office)
- (4) Planning documents, including strategic plan, TCP business plan, and program assessments. (Board minutes, PPD meeting notes on record at the office)

* See appendix for legal counsel of record.

Appendix:**CWEA Legal Counsel of Record as of June 2005**

- Employment legal counsel of record. Use for employment-related contract negotiations, written agreements:
Joan Pugh Newman
Wiley Price & Radulovich
1301 Marina Village Parkway, Suite 310
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* See appendix for legal counsel of record.