

018 - OPLB CEO Succession Planning

Legislative Background and Guidance

The Board of the Ottawa Public Library (the Board) operates according to the *Public Libraries Act (the Act)*, as well as other acts such the *Municipal Act* and the *Conflict of Interest Act*, and is responsible for ensuring that public library services are delivered effectively and efficiently to residents of the City of Ottawa (“the City”). References in this document refer to ~~the Public Libraries Act (the Act)~~ unless otherwise indicated.

In accordance with ~~the Public Libraries Act (the Act)~~, the Board:

- May appoint and remove such employees as it considers necessary, determine the terms of their employment, fix their remuneration, and prescribe their duties (ref. 15(1)); and,
- Shall appoint a **Chief Executive Officer (CEO)** who shall have general supervision over and direction of the operations of the **Ottawa Public Library (the OPL)** and its staff (ref. 15(2)).

General Principles

The Board of the ~~Ottawa Public Library (the OPL)~~ oversees planning for the succession of the CEO. The Board recognizes that this is an important responsibility and that it is integral to the Board’s long-term planning process.

Some of the key principles for the succession planning process include that:

- The Board shall enlist the support and advice of the CEO in identifying potential internal candidates that may be considered for the CEO position at some point in the future, and structuring a development plan for the identified individuals to enhance their capabilities and better prepare them for the position.
- The Board shall develop and maintain current an emergency contingency plan for replacing the CEO on an interim basis in the event the existing CEO becomes temporarily incapacitated. (Appendix A)
- When a requirement is identified to begin the search for a new CEO, the Board shall endeavour to identify a list of well qualified internal and external candidates for the position from which to make a selection.

- The Board shall delegate the details of the recruitment process to an ad hoc committee, which will provide recommendations for the Board's consideration and approval.
- The confidentiality of all candidates that apply for the position shall be maintained until an agreement with the selected person is finalized.

CEO Search and Selection Process

The Board shall identify the most important attributes, skills, and/or experience required for the new CEO.

The Ad Hoc Committee shall be comprised of the Board Chair, the Board Vice-Chair, and one additional Trustee selected by the Board. The Committee shall:

- Work with the City's Human Resources Department for advice and to engage an executive recruiting firm;
- Work with the successful proponent to: finalize the details of the process that will be utilized; determine the details of the profile for the search (e.g. confirm job description); outline interview questions and agree on an advertising and communications approach (including a search process considering both external and internal candidates);
- Review potential candidates' profiles and interview those qualified candidates that are deemed to be a best fit for the position;
- Present recommendations to that explain the process followed and the rationale for the recommended candidate for the Board's consideration at an in camera meeting;
- The Board shall make the final determination on the candidate to be offered the position, including the financial compensation package in keeping with the policies of the OPL.

The Committee, in particular the Chair of the Board, shall be responsible for ensuring that any and all offers to candidates are properly administered and finalized.

CEO Transition Process

Assuming circumstances permit, the following steps will be taken for the orderly transition of the incoming CEO.

- The incumbent CEO shall prepare a transition document for the incoming CEO as well as provide a briefing whenever possible.
- The Board, as represented by the Chair and other Trustees as deemed appropriate, shall meet with the incoming CEO to: provide key insights on the OPL including Board priorities, major goals, and expectations for the CEO; establish a 100-day plan that ensures an appropriate orientation including introductions with stakeholders and key contacts; provide a coach or mentor to assist with the transition; and establish several follow up meetings in the initial ~~six~~ months on the job to monitor progress .
- The Board Chair, working with the incoming CEO, shall establish communications practices to ensure that issues are dealt with expeditiously.

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Ottawa Public Library**Chief Executive Officer (CEO) Emergency Succession Plan****A. Context**

Leadership plays an essential role in the success of any organization, particularly one as influential and important to the community as the Ottawa Public Library (OPL). As an unexpected disruption in CEO leadership is always a possibility, planning for both that eventuality as well as planned transitions in leadership is a governance best practice. A CEO Emergency Succession Plan can help bring order at a time of potential confusion, so that OPL can continue to fulfill its mission.

B. Policy and Procedure

The unexpected, temporary absence of a CEO can be challenging time for any organization. It is the policy of OPL to be prepared to ensure stability and accountability of the organization until the return of the CEO. The OPL Board Policy OPLB-018 - CEO Succession Planning outlines general principles for succession planning.

To support the policy, the CEO Emergency Succession Plan (the Plan) is both a contingency plan in the event of the temporary absence, disability, or death, of its CEO to facilitate the transition to both interim and longer-term leadership, as well as the recruitment of a future CEO in the event of planned retirement. The Plan outlines steps to be taken in the event of a temporary, unplanned absence of the CEO, be it short-or long-term.

C. Guiding Principles

In its CEO Emergency Succession Plan, the OPL Board will strive to:

- Be responsive, responsible, and decisive in an emergency;
- Ensure continuity in operations and strategic direction;
- Demonstrate and convey confidence in its interim executive leadership;
- Communicate in a measured, timely, and effective manner with all key stakeholder groups, internally and externally;
- Engage its Board and senior staff in support of respective changes;
- Ensure its response is aligned with OPL values, vision, and mission;
- Demonstrate sensitivity and responsiveness to stakeholder concerns; and,
- Provide appropriate support to the Acting CEO.

When it is necessary to fill the position of CEO, the Board Chair will work with the Program Manager, Board and Strategic Services to affirm the procedures prescribed in the Plan or to make modifications as appropriate. The full Board will be informed of key developments and, if applicable, asked to ratify major changes to the Plan at the earliest opportunity.

D. Short-Term Temporary, Unplanned Absence

A temporary absence is one of less than 17 weeks in which it is expected that the CEO 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. The Board authorizes the Board Chair to implement the terms of this emergency plan in the event of the short-term, temporary, and unplanned absence of the CEO. Division Managers can fill the position of Acting CEO.

If the Acting CEO is new to his/her substantive position, the Chair may decide to appoint a backup appointee to the Acting CEO position (i.e. Division Manager). While recognizing that an Acting CEO must be appointed, the Chair may also consider the option of appointing a Secretary and/or Treasurer independent of the CEO (as per the *Public Libraries Act*).

E. Long-Term Temporary, Unplanned Absence

A long-term absence is one that is expected to last more than 17 weeks. The procedures and conditions to be followed will be the same as for a short-term absence with one addition: the Board Chair will give immediate consideration, in consultation with the Acting CEO, to **temporarily** filling the position left vacant by the Acting CEO or to providing additional support to the Acting CEO.

This is in recognition of the fact that for a term of more than 17 weeks, it may not be reasonable to expect the Acting CEO to carry the duties of both positions. The position description of a temporary senior manager or executive would focus on covering the priority areas in which the Acting CEO needs assistance.

F. Completion of Emergency Succession Period

The decision on when the CEO returns to lead OPL should be determined by the CEO and the Board Chair. They will decide upon a mutually agreed upon schedule as required and start date.

G. Permanent Change in CEO Leadership

A permanent change is one in which it is firmly determined that the CEO will not be returning to the position. On an interim basis, the procedures and conditions should be the same as for a long-term temporary absence.

The OPL Board will undertake a CEO Search and Selection Process, as per OPL Board Policy OPLB-018 CEO Succession Planning. Where circumstances permit, the CEO Transition Process will be followed.

H. Communications Plan

Immediately upon transferring the responsibilities to the Acting CEO, the Program Manager, Board, and Strategic Services will support the development and implementation of a communications strategy appropriate to the needs and interests of OPL and its key stakeholders, and work with the Board Chair to notify employees and members of the Board.

As soon as possible thereafter, the Board Chair and Acting CEO shall communicate the temporary leadership structure to key external stakeholders. This may include, but is not limited to, municipal government officials, agency CEOs, key sector leaders, and other key community partners.

I. Authority and Compensation of the Acting CEO

The person appointed as Acting CEO shall have the full authority for decision making and independent action as the CEO, as per OPL Board Policy OPLB-002 - Delegation of Authority. The Acting CEO will be offered compensation in accordance with the Management and Professional Exempt Terms and Conditions.

J. Board Oversight

The Board Chair is responsible for monitoring the work of the Acting CEO and will be sensitive to any special support needs of the Acting CEO in this temporary leadership role. The Board Chair may call upon the members of the Ad-Hoc Committee on CEO Performance to keep the Board regularly informed of matters pertaining to the implementation of the emergency succession plan. Should circumstances warrant, an emergency meeting of the Board will be called by the Board Chair.

K. Acceptance of the CEO Succession Plan

- **Succession Plan Approval.** This Plan will be reviewed by the Ad hoc Committee on Board Governance and forwarded to the Board (through the CEO) for approval. This Plan is a supporting document to the OPL Board Policy on CEO Succession Planning, and will be reviewed with said policy as per the policy review timelines.
- **Copies.** Copies of this Plan along with the corresponding documentation will be maintained by the Board Chair, the CEO, and the Program Manager, Board and Strategic Services (as Board Secretary).