



**Succession Planning for Stability and Sustainability
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Emergency Succession Planning

An Emergency Succession Plan, or plan for contingencies, is developed and maintained to address circumstances related to an organization facing an *unplanned* event – most often the disability, death or sudden departure of key staff (i.e. the Executive Director) or Board leadership. It provides needed stability and calm in a time of turmoil. It defines tasks and responsibilities to be carried out in the short term, and by whom, and includes a current inventory of all critical organizational records, service providers and key stakeholders.

This document includes procedures that may be followed (or adapted to follow) in the event of such an emergency. It also includes a sample inventory which may be adapted as prudent.

Procedures and Conditions – Volunteer Board Leadership

An organization's bylaws should clearly define not only how Board member departures are handled but more particularly, how officers' departures are managed. For example, they may direct the Vice President to step up in the absence or disability of the President but not stipulate for how long (e.g. to the end of the current term) or whether the Vice President then has the same level of authority in acting on behalf of the corporation. If the Treasurer, who typically manages all of the financial records in the absence of staff, had an emergency, is it clear in the bylaws how that vacancy is to be filled and how those records are to be managed in the interim?

A few examples of wording for officer vacancies (choose one):

- Vacancies may be filled at any meeting of the Board of Trustees. Interim appointments may also be made if deemed by the Board in the best interest of the organization. As with other appointments, fulfillment of vacancies shall require a majority vote of the Board of Trustees.

- A vacancy in any office may be filled by a majority vote of the Board of Directors for no more than the unexpired portion of the term.
- If any member of the Executive Committee or a Standing Committee Chair should resign, die, or otherwise prove permanently incapable of performing the duties of the office, the Trustees shall appoint a successor to serve out the remainder of his/her term.

The level of authority an interim officer might have can also be addressed in the bylaws (choose one):

- In the event of an interim appointment, the execution of any instrument on behalf of the Corporation will have the same force and effect as if it were executed by the departed officer.
- In the event of an interim appointment, the execution of any instrument on behalf of the Corporation must be approved by the Executive Committee.

In all-volunteer land trusts, it is not unusual to have valuable organizational records or systems held at a Trustee’s private property. This can and should be addressed by building in redundancy in the systems and system operators (e.g. the Treasurer and another financially savvy Trustee both know how to keep the books) and by protecting valuable organizational records in a neutral, secure location – for example in a safety deposit box. The Inventory that is created (and shown later in this document) is also critical to the quest of business continuing as normally as possible in the event of an emergency.

Procedures and Conditions – Executive Director

In the event of an unplanned absence of the Executive Director, an Emergency Succession Plan should be in place to address:

- I. Communications**
- II. Material & Equipment Recovery**
- III. Division of Responsibilities**
- IV. Authority and Compensation of Staff and Volunteers**
- V. Board Oversight**
- VI. New Executive Search and Hiring**

I. Communications

In the event of an unplanned absence of the Executive Director, whoever is first aware of the situation should immediately inform the Board President. As soon as it is feasible, the President should convene a meeting of the Executive Committee to affirm the procedures in the Emergency Plan, making modifications as appropriate. This should soon be followed by a full

Board meeting (a conference call is acceptable) so that each member of the Board is fully informed and engaged. In the event that there are other staff, they too should be informed by the Board President.

As soon as possible after the Emergency Plan has been activated and therefore a division of responsibilities (however temporary) is in place, Board members, staff (including the Acting Director if applicable) should communicate the temporary leadership structure to key external stakeholders as identified by the Inventory. These contacts may include (but not be limited to) organizational partners, foundation officers, major donors, major contractors, and civic leaders. As a land trust cannot know the nature of an emergency in advance, the communication plan should also anticipate contact with the press. Protocol would typically dictate that the Board President would be the sole individual speaking on behalf of the organization to the media.

II. Materials and Equipment Recovery

Materials and/or equipment that may have been in possession of the departed should be recovered as soon as possible. Examples would include organizational records, office or equipment keys, phones, bank checks or computers that you may find in an Executive Director's home and/or car. These can be difficult to recover later.

III. Division of Responsibilities

If your Executive Director has an emergency, would you divide responsibilities among other staff, among Trustees, or hire an Acting Executive Director? Your Emergency Plan should articulate what responsibilities would be transferred and to whom. Recognizing that Executive Directors frequently do more than any volunteers or current staff can assume, focus should be on *duties of highest priority*. What do you have to transfer immediately to keep the organization moving forward? Temporary position descriptions can be very helpful to ensure that expectations are mutually understood. If hiring an Acting Executive Director is called for in the Plan, it should also define how the search and hire of an Acting Executive Director is to be led and managed.

IV. Authority and Compensation of Staff and Volunteers

If you are temporarily dispersing responsibilities among other current staff, to Board members and/or to an Acting Director, do they have full authority for decision-making and independent action or will you be limiting their authority? If you hire an Acting Executive Director and/or other staff members are expected to assume additional duties for a period of time, how do you plan to compensate them? Again, these are questions that should be asked and answered in the Emergency Plan.

V. Board Oversight

The Executive Committee is responsible for monitoring and supporting the work of an Acting Executive Director or other Trustees to whom work is transferred. However, it is beneficial for

your Emergency Plan to spell out what that monitoring and support looks like; who will be responsible for ongoing communication, meetings, signing off on important matters, etc.

VI. New Executive Search and Hiring

The unplanned absence of the Executive Director can be temporary (i.e. an accident or illness for which they are expected to recover) or permanent (i.e. they are asked to leave or they resign with little notice, they have a fatal accident or illness). Your Emergency Succession Plan should anticipate either type of absence and therefore include what the selection process will be for a new Executive Director. Often the Board President appoints an Ad Hoc Search Committee to plan and manage the search, especially if the Executive Committee is already assuming additional responsibilities due to the vacancy. Keeping the Executive Director position description up-to-date, generating a list of places where the position opening should be posted, and establishing a framework for interviews and training are all steps that can be built into your Emergency Plan to ensure a smooth transition.

Information and Contact Inventory

It can be argued that the most important piece of an Emergency Succession Plan is the Information and Contact Inventory. Simply put, if you don’t know where critical organizational records are located or are unable to access them, you cannot operate efficiently or effectively in the unplanned absence of key organizational leadership.

Nonprofit Status

Document	Primary Location	Back Up Copy Location	Online URL
IRS Determination Letter			
IRS Form 1023			
Bylaws			
Mission Statement			
Board Minutes			

Key Organizational Files

Document	Primary Location	Back Up Copy Location	Online URL
Deeds			
Easements			
Monitoring Reports			
a2 Surveys			
Management Plans			

Financial Information

Document	Primary Location	Back Up Copy Location	Online URL
Employer Identification Number (EIN)			
Current & previous Form 990s			
Current & previous audited financial statements			
Financial Statements (if not part of the computer system & regularly backed-up			
State or District Sales-Tax Exemption Certificate			
Blank Checks			
Computer Passwords			
Funding Schedule			
Donor Records			
Volunteer Records			
Vendor/Service Provider Records			
Depreciating Equipment List and/or Schedule			

Safety Deposit Box

Location of Box: _____

Location of Box Key: _____

Phone Number: _____

Individuals Authorized to Access: _____

Auditor

Name of Firm: _____

Firm Representative: _____

Phone Number: _____

Email: _____

Banking

Name (s): _____
Type of Account (e.g. checking, savings, credit): _____
Account Numbers: _____
Line of Credit: _____
Branch Representative: _____
Phone Number: _____
Email: _____

Investments

Financial Planner/Broker: _____
Representative Name: _____
Phone Number: _____
Email: _____

Who are the authorized check signers?

Who is authorized to make stock or wire transfers?

Human Resources Information

Payroll

Company Name: _____
Account Number: _____
Payroll Rep: _____
Phone Number: _____
Email: _____

Document	Primary Location	Back Up Copy Location	Online URL
Employee Records/Personnel Info			
I-9s			
Organizational Chart			
Staff Handbook/Manual			
Position Descriptions			

Legal Counsel

Name: _____

Phone Number: _____

E-mail: _____

Insurance Information

General Liability/Commercial Umbrella

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Disability Insurance (long-term)

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Directors and Officers Liability

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Retirement Plan

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Workers' Compensation

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Health Insurance

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Unemployment Insurance

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Life Insurance

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Disability Insurance (short-term)

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Dental

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Long Term Care

Company Underwriter:

Policy Number:

Representative Phone/Email:

Broker Phone/Email:

Facilities and Equipment

Document/Items	Primary Location	Back Up Copy Location
Building Deed (if own)		
Office Lease (if rent)		
Equipment Keys		
Storage/Shed Keys		
Office Keys		

Building Management

Company Name: _____

Contact Name: _____

Phone Number/Email: _____

Property Security

Company Name: _____

Account Number: _____

Representative Phone Number/Email: _____

Broker Phone Number/Email: _____

Primary Organizational Partners in the Delivery of Mission (*list as many as apply*)

Name(s) of Organization: _____

Contact Name & Title: _____

Phone Number/Email: _____

Nature of Partnership: _____

Location of Pertinent Files: _____

Major Donors & Other Key Stakeholders (*list as many as apply*)

Name(s): _____

Affiliation: _____

Phone Number: _____

Email: _____

Pulling it All Together

The easiest way to pull together all of the aforementioned elements of your first Emergency Succession Plan is to convene a special meeting of the Executive Committee and Executive Director to discuss, decide and document decisions made related to each of its parts.

Alternatively, the Executive Committee could establish an Ad Hoc Succession Committee to work with the Executive Director.

Once a Plan is drafted, it should be approved by the Board and *updated annually* to ensure all of the elements remain consistent with current conditions.

Testing – Testing: The Fire Drill

There is no better way to make sure your Emergency Plan covers all of the necessary contingencies than to conduct a fire drill; *pretend your Executive Director has suddenly disappeared and is unavailable for consult.*

- Have you got a clear picture of the functions and roles that have to be transferred to others in the interim?
- Can you find and access all of the necessary documents, keys, buildings and equipment listed on your Inventory?
- Is your communication to key stakeholders regarding the unplanned event organized, inclusive and seamless?
- Does everybody understand what they will be responsible for/how their responsibilities will change and do they have the support to fulfill them?
- Is it clear when their responsibilities and authority begin and end?

If the fire drill doesn't go as well as planned, adapt and/or clarify the elements of the Plan that need it and try again! As the old saying goes, practice makes perfect.

Confucius once said *"first I will prepare and then my time will come."* The time invested in creating an Emergency Succession Plan will pay for itself many times over when a land trust is rocked by the sudden departure of key leadership.