

**Massachusetts Legal Assistance Corporation
Emergency Executive Director Succession Plan
Adopted by the Board of Directors: 24 June 2010**

1. Rationale

In the event the Executive Director is unexpectedly incapacitated or absent and therefore unable to perform the duties of the position, the MLAC Board of Directors needs a plan for how to proceed.

Definitions:

- An unplanned absence is one that arises unexpectedly.
- A temporary absence is one in which it is expected that the Executive Director will return to his/her position once the events causing the absence are resolved.
- A short-term absence is three months or less.
- A planned absence is known in advance, such as a planned medical leave or sabbatical.
- A permanent absence is one in which it is determined that the Executive Director will not be able to return to the position within three months or such longer or shorter period as the Board determines.

Consistency with Applicable Law:

The Board will interpret and administer this plan in a manner consistent with the provisions of the Family and Medical Leave Act, the Americans with Disabilities Act and the Massachusetts Fair Employment Practices Act and other such laws and regulations as may be adopted from time to time.

2. Immediate steps in the event of an unplanned absence of the Executive Director

- The Board of Directors will implement this emergency succession plan in the event of an unplanned absence of the Executive Director.
- In the event of an unplanned absence of the Executive Director, the Deputy Director¹ shall immediately inform the Chair of the Board (Chair) of the absence.
- The Chair shall convene a meeting of the Board of Directors to affirm the procedures prescribed in this plan or to make such modifications to the plan, based on then existing circumstances, as the Board of Directors sees fit.
- The Deputy Director is authorized to inform all staff, program directors and leaders of the Equal Justice Coalition.
- The Deputy Director, after consulting with the Chair, shall inform external entities listed in the Emergency Contact List (Attachment #1)

¹ In the absence of the Deputy Director, the first staff person on the following list who is present in the office shall assume the role of the Deputy Director until the Deputy Director returns or the Executive Committee or the full Board designates another person as Acting Executive Director. Director of the Equal Justice Coalition, Fiscal Director, Program Director, Communications Director.

3. Succession plan in the event of an unplanned absence

Acting Executive Director

- In the event of an unplanned, or a planned temporary, absence of the Executive Director, the Board of Directors shall appoint an Acting Executive Director to ensure that the essential functions of the organization continue with minimal disruption.
- The Acting Executive Director will report to the Board.

Who will serve as Acting Executive Director

- The Deputy Director will immediately assume the role of Acting Executive Director and continue in the role until the Board of Directors meets.
- The Board of Directors will appoint either the Deputy Director or such other person as the Board chooses to be the Acting Executive Director.
- If the Board of Directors chooses not to appoint the Deputy Director as Acting Executive Director or the Deputy Director is unable to serve for some reason, the Board of Directors may consider alternate choices, such as:
 - Appoint an Acting Executive Director from among the current senior staff members
 - Appoint a consultant, or other outsider, who specializes in interim management
 - Identify and implement other options that might be available at the time
- Only the Board of Directors has the authority to appoint an Acting Executive Director.

Oversight by Executive Committee

- During the tenure of an Acting Executive Director, the Executive Committee (EC) of the Board of Directors shall monitor the performance of and provide support to the Acting Executive Director.
- The process for evaluating performance of and the nature of the support to be provided will be determined jointly by the Acting Executive Director and the EC.
- The EC shall confer at least weekly with the Acting Executive Director during the first month of the interim period and may meet less frequently, if appropriate, during subsequent months.
- One member of the EC (who may be the Chair) shall be designated as the main board contact for the Acting Executive Director.
- In consultation with the Acting Executive Director, the EC shall establish organizational priorities for the interim period. It is important to keep in mind that it is unlikely that everything that would typically be accomplished under the Executive Director can be accomplished during an interim period.
- Unless specifically restricted by a majority vote of the Board or the EC, the Acting Executive Director shall have and exercise the same decision-making authority and ability to take independent action as the Executive Director.
- The EC shall consider whether there should be any restrictions on signing authority during the interim period, for example: checks, contracts, grants, etc.
- In consultation with the Acting Executive Director, the EC shall determine whether any management position or function left vacant, as a result of the absence of the Executive Director needs to be filled.

Communication Plan

As soon as possible after the Acting Executive Director has begun covering an unplanned absence, the Acting Executive Director and the EC shall determine who will communicate the temporary leadership structure to the key external supporters and partners listed in the Emergency Contact List.

The Executive Committee, in consultation with the Acting Executive Director and the Communications Director, shall determine who the organization's single spokesperson will be should something arise that would require a spokesperson to respond. Typically, that person will be the Chair of the Board of Directors or the Acting Executive Director.

Short-term Absence

If the Executive Director's absence is expected to be short-term, the Acting Executive Director shall be charged with all interim management.

Permanent Absence

If the Board of Directors determines that the Executive Director's absence will be permanent, the Chair will call a meeting of the Board of Directors as soon as feasible to appoint a Transition Team and begin the process to plan and carry out an executive transition.

Compensation

The Board will agree on a compensation package for the Acting Executive Director.

4. Priority functions of the Acting Executive Director

The full job description for the Executive Director is attached (attachment #2). This job description is reviewed and updated annually in conjunction with the process of evaluating the Executive Director's performance.

In the event of an unplanned absence of the Executive Director, the following responsibilities will be priorities for the Acting Executive Director:

- Day-to-day operations of all MLAC programs
- Funder and community relations
- Hiring and termination decisions
- Financial management
- Communicating regularly with the Executive Committee
- Continue current major projects

Review of this succession plan – The Executive Director will review this succession plan at least annually with the senior management of MLAC. A discussion of the plan including the results of the management review will also take place between the Chair (and other designated board members) and the Executive Director as part of the annual evaluation of the performance of the Executive Director. The Board of Directors will be apprised of the results of these reviews, including any recommended changes, during their annual review of the evaluation of the Executive Director. Based on that review, the Board of Directors will each year at its September meeting adopt any updates it determines are needed to this succession plan.

Approved by the Board of Directors on 24 June 2010