Guidelines for Succession Planning

Berks County Bar Association

May 2014
Purpose and Scope

The Board of Directors of the Berks County Bar Association adopts these guidelines to assist them in addressing an absence, disability, death, or departure of the Executive Director. When faced with a vacancy, the BCBA shall use these guidelines to facilitate the transition to both interim and longer-term leadership.

One basic premise underlying this plan is that the BCBA is currently in a position to operate effectively and responsively for a period of up to six months without the benefit of a permanent replacement to fill an unanticipated vacancy in that position. The other basic premise underlying this plan is that a permanent successor Executive Director shall not be chosen by the vagaries of the moment, but based upon the thoughtful, long-term needs of the BCBA.

The Board has reviewed the current job description of the Executive Director (See Exhibit 1). The Board has a sufficient understanding of the role of that position in the BCBA's organizational leadership, program development, program administration, operations, Board of Directors' relationships, financial operations, resource development and community presence.

I. Triennial Board Self-Assessment

At least once every three years, the President of the BCBA shall appoint a committee of members of the Board of Directors to oversee and develop a Strategic Plan which will include a self-assessment by and for the Board of Directors. As part of the self-assessment process, every member of the Board shall complete a survey/questionnaire in which the Board does a self-assessment of the type and characteristics which the Board would like to see in a future Executive Director, should and/or when a permanent change in the Executive Director position may occur.

This Board self-assessment shall generally follow the generic concepts of the Organizational Assessment Questions that Determine the Context for Upcoming Chief Executive Leadership Transitions (attached hereto as Exhibit 2). The triennial questionnaire/survey shall seek input from all members of the Board of Directors in response to questions similar to those as listed under "Questions to Consider" in Exhibit 2. A copy of suggested questions for the first such BCBA Board self-assessment questionnaire/survey is set forth in Exhibit 3 (attached hereto).

Upon that committee's completion of the collating of responses and then organization of the results from the questionnaire/survey and any other data the committee deems relevant, the Board of Directors shall meet and discuss those results. And, based upon those results and discussion, the committee shall propose and the Board shall approve the creation of a three-year Strategic Plan including a "future Executive Director profile" to be utilized under Section IV of this policy.

This triennial BCBA Board of Directors' Strategic Planning process, including the Board's self-assessment and the "future Executive Director profile," shall be completed no later than the last meeting of the year or the November meeting of the Board of Directors in the year the Strategic Planning process was begun, and this policy recommends that the process begin in May of that same year.
II. Addressing a Temporary, Unplanned Absence: Short-Term

A short-term absence is one of less than six months in which it is expected that the Executive Director will return to that 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.

1. President’s Duties and Authority. The President of the BCBA, subject to ratification by the Board of Directors, shall immediately implement the terms of this process upon the occurrence of an unplanned absence of the Executive Director. Upon learning of a pending or actual unplanned absence of the Executive Director, the President may appoint a temporary Acting Executive Director or defer that appointment for action by the Board of Directors. As soon as it is reasonably feasible, the President shall convene a meeting of the Board to ratify the temporary appointment or to make its own selection of an Acting Executive Director.

2. Authority of the Acting Executive Director. The person appointed as Acting Executive Director has the same full authority for decision-making and independent action as the Executive Director. In the event the President and Board of Directors implement changes to the scope of duties for the Acting Executive Director, those changes should be subject to periodic review.

3. Board Oversight. The President in conjunction with the President-elect will monitor the work of the Acting Executive Director. The Acting Executive Director will provide, at a minimum, bi-weekly reports on the actions planned, pending, and taken.

4. Communications Plan. Immediately upon transferring the responsibilities to the Acting Executive Director, the President will notify staff and members of the Board of Directors of the delegation of authority.

As soon as reasonably possible after the Acting Executive Director has begun covering the unplanned absence, the President and the Acting Executive Director will communicate the temporary leadership structure to the members of the BCBA, the media, governmental officials, and other appropriate parties.

5. Completion of Short-Term Emergency Succession Period. The Board of Directors and the absent Executive Director will determine when the absent Executive Director returns to official capacity. At the earliest practical opportunity, they will establish a mutually agreeable start date, work schedule, and any changes or limitations to the returning Executive Director’s scope of duties. In the event the Board of Directors and the absent Executive Director implement temporary changes to the scope of duties for the Executive Director upon his or her return to work, those changes should be subject to periodic review.
III. Addressing a Temporary, Unplanned Absence: Long-Term

A long-term absence is one that is expected to last more than six months. The procedures and conditions to address this situation are the same as for a short-term absence with one addition: The Board of Directors will give immediate consideration, in consultation with the Acting Executive Director, to temporarily filling the staff position, if any, left vacant by the Acting Executive Director. This is in recognition of the fact that for a term of more than six months, it may not be reasonable to expect the Acting Executive Director to carry the duties of both positions. The position description of a temporary manager would focus on covering the priority areas in which the Acting Executive Director needs assistance.

IV. Addressing a Permanent Change in Executive Director

A permanent change includes any situation where the incumbent Executive Director will permanently vacate the position. The procedures and conditions are the same as for a long-term temporary absence with these additions:

1. Appointment of a Transition and Search Committee. The President shall appoint a Transition and Search Committee to plan and carry out a transition to a new permanent Executive Director. Where the vacancy is part of a planned transition, the President will convene the committee at least twelve months prior to the effective date of the vacancy. The Transition and Search Committee will consist of up to six members, four of which will serve by virtue of their capacity as the BCBA President, the BCBA President-Elect, the Chair of the Young Lawyers' Section and the President of the Law Foundation of Berks County. The President shall select two additional at-large members to serve on this committee.

2. Duties of the Transition and Search Committee

   a. This committee may consider and report the need for outside consulting assistance depending on the circumstances of the transition and the Board of Directors' capacity to plan and manage it.

   b. This committee shall consider the need for an Interim Executive Director, and plan for the recruitment and selection of an Interim Executive Director and/or permanent Executive Director.

   c. This committee will review the Executive Director's position description and the future executive director's profile defined in Section I of this policy.
d. This committee shall recommend a salary range and benefit schedule; determine the scope and method of the search; interview candidates; and recommend candidates for final interview and selection by the Board of Directors.

e. Following a selection decision by the Board of Directors, this committee shall communicate an offer and confirm an acceptance; and after hiring, in conjunction with the then President and President-elect, provide for and supervise an extensive orientation.

f. Subject to ratification by the Board of Directors, this committee may undertake other actions it deems reasonable and necessary in conjunction with its task.

3. Communications Plan. The President will periodically communicate the details and progress of the search to the Board of Directors, the membership, and outside interests, as is reasonably appropriate.

V. Annual Review

In conjunction with the Strategic Plan, the Board of Directors will review these Guidelines for Succession Planning on an annual basis and implement any necessary changes or amendments. As part of that activity, the Executive Director shall: 1) review his/her position description annually and make revisions accordingly; 2) advise the Board of Directors of his/her plans for retirement, severance, or temporary absence; and 3) at the request of the President or Board of Directors, create and periodically up-date a list of names of potential candidates for the Executive Director position for both temporary and permanent scenarios.

As adopted by the BCBA Board of Directors at its meeting on May 27, 2014.
EXHIBIT 1

Job Description – Executive Director of the Berks County Bar Association

The Executive Director reports to the Board of Directors of the Berks County Bar Association (BCBA) and is responsible for the BCBA’s consistent achievement of its mission and financial objectives.

Job Title: Executive Director

Function:  
* To implement the strategic goals and objectives of the organization
* With the President, enable the Board to fulfill its governance function
* To give direction and leadership toward achieving the Association’s Mission Statement, strategy, and its annual goals and objectives

Reports to: Board of Directors

Major Functions/Accountabilities:

1. Board Administration and Support – Support operations and administration of Board by advising and informing Board members, interfacing between Board and staff, and supporting the Board’s evaluation of the executive director.

2. Programming – Oversees the planning, marketing, promotion, quality and execution of programs, seminars, events and other member services.

3. Communications – Supervising the development and delivery, including drafting when necessary, of various modes of communication to BCBA members and the public. Such modes currently include the Berks County Law Journal, Berks Barrister, On Tap, E-Briefs, the Website, Facebook and Twitter.

4. Financial Management – Recommends the yearly budget for Board approval and prudently manages organization’s resources within those budget
guidelines and provides monthly financial statements to the Executive & Finance Committee as well as providing such reports to members of the Board of Directors in advance of each Board meeting.

5. Property Management – Responsible for the management and maintenance of the Bar Building located at 544 Court Street, Reading, PA

6. Human Resource Management – Effectively manages the human resources of the organization according to authorized personnel policies and procedures that fully conform to current laws and regulations.

7. Community Involvement – Represents the Bar Association in the community, networking with appropriate groups, to further the mission of the Association.

8. Public Relations – Assures that the organization and its mission, programs and services are consistently presented in a strong and positive image to BCBA members and the greater community.

9. Fundraising – Oversees fundraising planning and implementation, including identifying resources, researching funding sources, establishing strategies to approach sponsors, submitting proposals and administering fundraising records and documentation.

10. Meetings – Attend all Committee and Section meetings or designate another staff member to do so in order to provide support for the work of the group.

11. Foundation – serves as Executive Director of the Law Foundation of Berks County with duties to be prescribed by the Foundation’s Board of Trustees.
EXHIBIT 3

I. Core Values, Core Purpose

• Do the BCBA's programs, services, and products reflect the BCBA core values and core purpose?

• Which of the BCBA core values (member satisfaction, professionalism, foresight, quality products and services) will be most important for consideration by the next Executive Director?

• Is membership in the BCBA still relevant? What, if anything, should be done to improve relevance?

• Is the Law Foundation of Berks County (LFBC) fulfilling its mission?

II. Vision

• What are the three most important objectives to be accomplished by BCBA over the next three years?

• What are your expectations for the next BCBA Executive Director with respect to these objectives? Should the next BCBA Executive Director be expected to take the lead in conceiving and implementing strategies for accomplishment of these objectives? Should the new Executive Director be expected to direct the BCBA's preferred future? Or, is he or she expected to act as a facilitator whereby strategies are developed by the direct stakeholders (i.e. the members, specifically the Board of Directors)?

III. Financing

• Does the BCBA have sufficient reserves? What is the role of the Executive Director in building sufficient reserves?

• What revenue strategies do you believe the next BCBA Executive Director should implement? Examples: (i) raise funds from private sources; (ii) increase the amount being charged for MCLE and other events; (iii) conceive and implement new entrepreneurial programs and/or services. What is the role of the next Executive Director in developing these?

• Does the BCBA need to implement better financial controls? If so, what is the role of the next BCBA Executive Director in this regard?

IV. Governance

• Which areas of BCBA governance or Board operation are in need of improvement? What changes, if any, should be implemented before the Board of Directors hires the next Executive Director? What expectations should be placed on the
next Executive Director to effect change in this area?

• What should a new Executive Director do to create a solid working relationship with the BCBA Board?

• What changes, if any, would you make in the authority of the office of Executive Director? What types of accountability mechanisms (i.e. annual formal performance review) should be incorporated into the employment relationship between BCBA and the next Executive Director?

• Should the current job description for the office of Executive Director be revised? If so, how?

V. Management

• What are the BCBA’s greatest human resources challenges?

• What kind of management style should the next Executive Director possess in order to recruit, motivate, and retain the best and brightest staff members and to build among the staff a high level of trust, performance, and accountability?

• What role should the BCBA’s next Executive Director play in the management/oversight of BCBA section and committee members?

• Is the LFBC receiving the attention and support it requires from the Executive Director?

VI. Communications

• How would you describe the effectiveness of BCBA communications (internal and external)?

• To what extent should the BCBA’s next Executive Director be responsible for the design and implementation of more effective communications strategies?

• What role (or roles) does the Board of Directors expect the next BCBA Executive Director to play in communications with our various constituents (members, staff, legislators, judiciary, public, etc.), especially in light of numerous and ever-changing forms of media and technology available?

VII. Organizational Culture

• What institutional memories, core values, beliefs and traditions should the next Executive Director learn and understand?

• Which values reflect “non-negotiable behaviors” that the next BCBA Executive Director should uphold and nurture?

• What factors create frustration, confusion, or dysfunctional behavior in the BCBA? What is the role of the Executive Director in encouraging "good behavior" and discouraging "bad
behavior?"

• Must a new Executive Director be compatible with the current organizational culture of BCBA? Are changes in organizational culture desirable? If so, how?

VIII. Executive Director Leadership

• What mega issues facing the BCBA should consume the greatest amount of the new Executive Director’s time?

• What are the key drivers of change in the external and internal environment that the Board will expect the next Executive Director to help tackle?

• What character or personality traits would you look for in a new Executive Director?

• How adequate is the BCBA’s current strategic plan? What kind of strategic processes do we want our next Executive Director to help the Board launch?

• Are you looking primarily for continuity or for change from the next BCBA Executive Director?

• What top three skills should the next Executive Director possess, considering also the needs of the LFBC?

• What personal qualities and relationship skills does the next BCBA Executive Director need to succeed?

• What specific performance indicators will demonstrate that the next BCBA Executive Director is successful after his or her first year? After three years?

• What suggestions do you have for the Search and Transition committee so that BCBA may recruit the most qualified candidates?

• Please describe any other factors which you believe would be relevant to the work of the Search and Transition Committee.