

## Board of Directors – Succession Plan example

### Roles & Responsibilities

#### Board (BOD)

These positions are held for a two-year term:

- Director
  - Attends director orientation session
  - Attends board governance training workshop in, within first 2 years as director
  - Attends board meetings
  - Participates on at least one committee or task force per year
  - Attends the Annual General Meeting
  - Attends organization's events when possible

#### Executive Officers

These positions are held by a director for a one-year term and are part of the succession plan:

- 2nd Vice President
  - Chairs Board Development Committee
  - Participates on Governance Committee
  - Attends media training session
  - Attends Robert's Rules of Order training
  - Attends a minimum of one board governance training while serving on Executive, within first 2 years as director
- 1st Vice President
  - Chairs Governance Committee
  - Fills in for President in his/her absence
  - Represents the organization at various functions throughout the year
  - Leads strategic plan for upcoming year
  - Attends media training session
  - Attends a minimum of one board governance training workshop while serving on Executive, within first 2 years as director
  - Attends selected functions of the organization
- President
  - Presides over each board meeting
  - Acts as a contact for media, co-ordinating with ED
  - Participates on Governance, Board Development Committees
  - Ex officio of all committees and task forces
  - Represents the organization at various functions throughout the year
  - Attends the media training session
  - Attends a minimum of one board governance training workshop while serving on Executive, within first 2 years as director
  - Attends selected functions of the organization
- Past President
  - Serves as Vice Chair of the Board Development Committee

**Note:** the executive positions in this example would be customized to your organization. For example, you may have only 3 positions in succession plan; President, Vice President and Secretary/Treasurer. Or Secretary and Treasurer may be two separate positions, one or both in succession plan.

- Participates on Governance Committee

### **Additional positions**

These positions are held by directors for a one-year term and are not part of the succession plan:

- Secretary
  - Participates on Governance Committee
    - o Works with the Governance Committee Chair to review existing policies at board meetings
    - o Works with the Governance Committee Chair to review bylaws
  - Ensures that the minutes are recorded accurately at each board meeting
  - Ensures that the minutes from the previous meeting are approved by the board and signed by the President
  - May attend the media training session
- Treasurer
  - Reviews financial statements monthly
  - Participates on Governance Committee
    - o Reviews financial statements quarterly with the committee
  - Helps to review Executive Director's budget
  - May attend the media training session

### **Succession plan**

- Officers
  - A director should serve for one year prior to becoming an officer
  - A director can become Secretary or Treasurer or 2<sup>nd</sup> VP
  - Secretary and Treasurer can move up into 2<sup>nd</sup> VP position
  - Succession begins with the 2<sup>nd</sup> VP position, then moves up to 1<sup>st</sup> VP and then President, past President can be an officer for one year
- Directors
  - Recruit board members from Committees when possible
  - Encourage members to participate in committees if they have interest in sitting on the BOD
  - Follow nominating policy and procedures of organization

### **Board of Directors**

#### **Terms of Reference Example**

Updated (day,month,year)

#### **Structure:**

- *Executive Officers (included in succession plan) –2nd Vice President, 1st Vice President, President (voting); Past President (ex officio, non-voting)*
- Executive Officers (not in succession plan) – Treasurer and Secretary (voting)
- Maximum #\_\_ (from bylaws) Directors (voting) City representative (non-voting)

#### **Appointment and Duration:**

- Directors must be members of the organization
- Directors are elected for a two-year term by the membership at the annual general meeting

- Directors may succeed their term for two more terms (total six years) with a maximum of ten years on the board unless there are extenuating circumstances
- The board executive is elected for a one-year term annually by the board
- Refer to bylaws for additional clarification

**Reporting:**

- The board of directors reports to the membership at the annual general meeting

**Mandate:**

- To fulfill the legal requirements and obligations of a director and to govern the organization according to bylaws and policy

**Board Responsibilities:**

- Set the annual strategic plan
- Monitor the financial statements
- Approve the annual budget
- Set policy
- Review internal policies on an annual basis, ensuring internal policies reflect the organization's Governance Model
- Monitor the Executive Director's compliance to policies
- Monitor the Executive Director's achievement of the board's strategic plan goals
- Conduct the Executive Director's annual performance, performance premium and salary reviews

**Director Responsibilities**

- Commitment to the work of the organization
- Attend Governance Training and have a working knowledge and skill in one or more areas of board governance
- Participate on at least one committee or task force per year
- Attend board meetings and committee meetings
- Participate in board self-evaluations
- Participate in the annual strategic plan
- Attend the annual general meeting
- Be informed of the services provided by the organization and publicly support them
- Be aware of and abstain from any conflict of interest
- Prepare for and participate in the discussions and deliberations of the board
- Refer to board policy manual for further information

**Timelines:**

- See board work plan

**Meeting Dates:**

Insert usual meeting day and time (i.e. 4:30PM on the third Monday of the following months:....)

List each month the meetings are held during.