



## Lakeside Association Board of Directors

### Succession Planning Committee Charter

May 19, 2023

#### **Introduction**

The search for a new President/CEO is an extraordinary opportunity for a board to have a lasting impact on the growth and success of the organization it governs. One of the most concrete performance indicators for a governing board is the quality of the chief executive recruited and retained by the board. Long-term succession plan ingredients include: organizational evaluation, the need to define the qualifications and special skills for a new chief executive, and an adjustment of the position description accordingly.

#### **Background**

In January 2023, Kip Greenhill, President and CEO of The Lakeside Association (“Association”) notified the Chair of The Lakeside Association Board of Directors (“Board”) of his intention to retire at the end of the sesquicentennial season. The Board Chair, consistent with The Lakeside Association Bylaws (“Bylaws”), formed a committee comprised of Association board members, a Lakeside Chautauqua Foundation board member and two community members to lead the search for the next President/CEO of the Association. The committee started preliminary work in March 2023. In mid-April 2023, the Association President/CEO unexpectedly resigned.

#### **Authority**

Article IV, Section 9 of the Bylaws grants the Board authority to appoint special committees as needed. The Board Chair appoints committee chairs and committee members.

Article VI of the Bylaws grants the Board authority to hire the President of the Association and sets forth the duties and responsibilities of the President of the Association.

As an advisory committee, the Succession Planning Committee does not make decisions on behalf of the Board but rather makes recommendations to the Board.

The role of the Succession Planning Committee is to examine matters within its scope and propose recommendations to the Board.

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The Succession Planning Committee will seek the input of the interim President/CEO of the Association on the position description and position statement.

#### **Membership**

The Succession Planning Committee will be limited to seven members as follows: two community members, one Lakeside Chautauqua Foundation board member and four Lakeside Association board members. The Association Board Chair will select a Succession Planning Committee Chair. The Association Board Chair may remove and replace a Succession Planning Committee member without cause. All non-Association Board members of the Succession Planning Committee shall sign confidentiality agreements. The Succession Planning Committee members represent a breadth of Lakeside experience and professional experience.

#### **Responsibilities**

Succession Planning Committee members will provide recommendations regarding:

- Hiring a new CEO/President of the Association
- Creating a position description and a position statement for the LKSD Association President
- Defining the search process
- Determining if a search firm or headhunter is advisable and if so, when to enter into an agreement with the firm/headhunter
- Conduct the search process
- Interview candidates
- Recommend a candidate to the LKSD Association Board for approval
- In conjunction with the interim Lakeside President/CEO, recommend an emergency succession planning process to the LKSD Association Board

#### **Operations**

The Succession Planning Committee will meet with such frequency as it may determine, with the expectation that work will be completed with deliberate and discerning intention. The chair of the Succession Planning Committee will call the meetings and preside over the meetings. The chair will set the agenda and objective of each meeting. A majority of Succession Planning Committee members will constitute a quorum. Succession Planning Committee approvals will require a vote of the majority of Succession Planning Committee members present at the meeting at which a quorum is present. Minutes will be taken at all meetings.

The Succession Planning Committee will report its activities to the Board, the interim President/CEO and the community on a regular basis.

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Administrative support will be provided by the interim President/CEO.

#### **Timeline & Meeting Expectations**

The Succession Planning Committee will meet on a regular basis. The following are preliminary milestones:

May/June- present the position description and statement to the LKSD Association Board

July – define search process

August – make search process recommendation for Board approval at August Board meeting

Mid-August – formally open search process

November – make candidate recommendation to Board for approval

The Succession Planning Committee shall meet until a President/CEO candidate is hired.

The Succession Planning Committee will prepare a suggested transition plan for the candidate's first 100 days at Lakeside.

Approved, on this day, May 19, 2023.



Rachel Miller

Secretary of the Board of Directors

The Lakeside Association