



## **Board – CEO Partnership**

### **1 Delegation of Authority to CEO**

In accordance with the ***Public Libraries Act***, R.S.O. 1990, c. P44, s. 15(2), the library board appoints a Chief Executive Officer (CEO) who shall have general supervision over, and direction of, the operations of the Guelph Public Library and its employees. This policy outlines the nature of the library board’s relationship with the CEO.

1.1 The CEO is the library board’s only link to the operation of the library. As such:

- a. the library board directs the CEO through:
  - i. decisions made at board meetings, by majority vote
  - ii. approved written policies
  - iii. approved budgets and plans
  - iv. the CEO job description
- b. only official decisions of the full library board are binding on the Library CEO
- c. decisions or instructions of individual board members are not binding on the Library CEO

1.2 The CEO will:

- a. take or approve lawful actions in the name of the library
- b. take actions consistent with the board’s mission, vision, values and policies
- c. be responsible for the employment and management of all library employees
- d. be responsible for the performance evaluation and appraisal of all library employees
- e. design, implement and manage all operational practices and activities
- f. provide the board with the information, support, and professional knowledge and expertise it needs to be successful

## **2 Board Support for the CEO**

A board-CEO partnership, rooted in mutual trust and respect, is crucial to the proper governance and overall well-being of the library. In the same way the library board relies on the CEO for the information, professional expertise and administrative support it needs to be successful, the success of the library CEO depends on support from the board. This support includes:

- 2.1 an understanding of and appreciation for the breadth, depth and complexity of the CEO's responsibilities
- 2.2 moral support during challenging times
- 2.3 a willingness to be the public face of decisions that may be unpopular with some stakeholders
- 2.4 a collaborative process for establishing mutually agreed-upon annual objectives based on the vision and strategic directions of the board
- 2.5 a performance appraisal process that provides constructive feedback and direction for improving performance
- 2.6 a commitment to invest in ongoing training and development for the CEO

## **3 Evaluation of the CEO**

- 3.1 It is the library board's responsibility to appoint a qualified and competent individual as the Chief Executive Officer (CEO). This process facilitates communication between the library board and the CEO and ensures that the board's priorities are achieved.
- 3.2 The library board oversees the performance of the CEO and supports the CEO's development through an annual review.
  - a. The Vice Chair will oversee the review process and prepare a written report for the library board, respecting the CEO's right to privacy as an employee.
- 3.3 The CEO's performance will be evaluated after the first six months for a new hire, and annually thereafter. To carry out this appraisal the library board shall refer to:
  - a. a current written job description which states the overall responsibilities of the CEO and required competencies
  - b. CEO performance objectives based on the current strategic priorities of the library board
  - c. a copy of current Board policies

- 3.4 Additional information collected to assess the performance of the CEO may include:
- a. a report from the CEO on outcomes of the previous year's objectives and actions, including data on library performance measures such as circulation, membership, program statistics, collection development, etc.
  - b. a self-assessment written by the CEO of his/her performance
  - c. input from members of the library board and senior staff, input may also be sought from outside stakeholders
- 3.5 The Vice Chair shall present a draft report to the Executive Committee, which will then meet with the CEO to review the report, discuss the CEO's performance, and set objectives for the year ahead.
- 3.6 In the event that the CEO's performance needs improvement, the library board shall:
- a. clearly state areas for improvement and expectations of progress required
  - b. work with the CEO to develop a professional development plan, which will be updated and shared with the Executive Committee within the first quarter each year
  - c. re-evaluate the performance of the CEO after a six-month period

#### **4 CEO Compensation and Benefits**

- 4.1 The CEO salary rate shall be as determined by the grid for the City of Guelph's Non-Union Management Employees (NUME). This grid is updated following discussions between representatives of the NUME group and representatives of Guelph City Council. The CEO of the Guelph Public Library shall be compensated at the Grade: 11 (previously 19) (General Managers) level.
- 4.2 The rating of the job and level will be evaluated through the NUME process should there be changes to the job description or at the request of the board or the CEO. This is to ensure compensation stays in line with market trends and level of responsibility.

- 4.3 The benefits package for the CEO of the Guelph Public Library will be the benefits package offered to all employees within the NUME group.
- 4.4 The Board of the Guelph Public Library will assign the CEO a level of compensation within Grade 11 that is commensurate with their experience and performance. (There are five levels within each of grade for employees within the NUME group).
- 4.5 Should the CEO choose to continue as CEO past the age of 65, the Board will establish a suitable benefits package, consistent with current legislation and practice. Salary and compensation will remain consistent with clause 1 (above).

## **5 CEO Succession Planning**

### **5.1 General Principles**

The Board recognizes that succession planning is an important responsibility and that it is integral to the Board's long-term planning process. Governance best practices require planning for an unexpected disruption in CEO leadership as well as planned transitions.

### **5.2 Emergency CEO Succession Plan**

The Emergency CEO Succession Plan outlines steps to be taken in the event of a temporary, unplanned absence of the CEO. This can help bring order at a time of potential confusion, so that the Guelph Public Library can continue to fulfill its mission.

- a. Appointing an Acting CEO
  - i. In order to protect the Board and the GPL from sudden loss of CEO services, the CEO shall have at least one other senior library management staff, familiar with the Board and CEO issues and processes, who can take over the CEO responsibilities on an interim basis, until a new CEO is hired.
  - ii. The CEO will share the name(s) of the with the board chair and update immediately should those names change.
  - iii. The CEO will ensure that this person receives appropriate training and experience to ensure a smooth transition. The CEO will include the professional development and training plan for this senior management staff person in his annual report.
- b. Authority and Compensation of the Acting CEO
  - i. The person appointed as Acting CEO shall have the full authority for decision making and independent action as the CEO.

- ii. While acting in this role the acting CEO will be compensated at the NUME level of the CEO position. The increase from current role to the CEO role will be determined by the NUME practices.
  - iii. The acting CEO will be granted job protection in their previous role should they return to that role at the end of their time as acting CEO.
- c. Completion of Emergency Succession Period
- i. The decision on when the CEO returns to lead GPL should be determined by the CEO and the Board Chair. They will decide upon a mutually agreed upon schedule as required and determine a return date.

### 5.3 Planned CEO Succession

Some of the key principles for the Planned CEO Succession process include that:

- the Board shall identify the most important attributes, skills, and/or experience required for the new CEO, based on the most recent job description
- the Board shall delegate the details of the recruitment process to an ad hoc committee
- the confidentiality of all candidates who apply for the position shall be maintained until an agreement with the selected person is finalized

a. CEO Search and Selection Process

The Ad Hoc Committee shall be comprised of the Board Chair, the Board Vice-Chair, and at least one additional Board member selected by the Board.

The Committee shall:

- i. work with the GPL Human Resources Department to engage an executive recruiting firm to:
  - finalize the details of the process that will be utilized
  - outline interview questions
  - agree on an advertising and communications approach that considers both internal and external candidates
- ii. review potential candidates' profiles and interview those qualified candidates who are deemed to be a best fit for the position.
- iii. present recommendations that explain the process followed and the rationale for the recommended candidate for the Board's consideration at an in-camera meeting

- iv. The Board shall make the final determination on the candidate to be offered the position, including the financial compensation package in keeping with the policies of the Guelph Public Library.
- v. The Ad Hoc Committee shall be responsible for ensuring that any and all offers to candidates are properly administered and finalized.

b. CEO Transition Process

Assuming circumstances permit, the following steps will be taken for the orderly transition of the incoming CEO.

The incumbent CEO shall prepare:

- i. a public announcement of the hiring of a new CEO
- ii. a transition document for the incoming CEO as well as provide a briefing whenever possible

The Board, as represented by the Chair and other Board members as deemed appropriate, shall meet with the incoming CEO to:

- i. provide key insights on the GPL including Board priorities, major goals, and expectations for the CEO
- ii. establish a 100-day plan that ensures an appropriate orientation including introductions with stakeholders and key contacts
- iii. provide a coach or mentor to assist with the transition
- iv. and establish several follow up meetings in the initial six months on the job to monitor progress

#### 5.4 Communications Plan

- a. Immediately upon transferring the responsibilities to the Acting CEO or the new CEO, the Board will support the development and implementation of a communications strategy appropriate to the needs and interests of GPL and its key stakeholders, and work with the Board Chair to notify employees and members of the Board.
- b. As soon as possible thereafter, the Board Chair and Acting/New CEO shall communicate the new leadership structure to key external stakeholders. This may include, but is not limited to, municipal government officials, agency CEOs, key sector leaders, and other key community partners.

**Related Documents:**

- Guelph Public Library CEO Job Description
- Guelph Public Library CEO Evaluation Form

**Notes:**

11/2020: The Governance Committee, during its policy review process, decided to move away from the Carver Model of Policy Governance for the Board and as a result removed the policy sections: Executive Limitations and Board-CEO relationship. This policy replaces what used to be Executive Limitation BC-EL-1 Empowerment of and Delegation to the CEO, some aspect of BC-BC-1 Role of the CEO, BC-BC-2 Monitoring CEO Performance, BC-BC-3 CEO Compensation and Benefits, BC-BC-4 CEO Evaluation and BC-BC-5 CEO Succession Planning

11/2020: The GPL policy absorbs all of the Board/CEO relationship policies in the board's previous Governance Policies (2013)