

## 3.8 Emergency CEO Succession – Long-term Succession Planning

### Executive Limitations

Version Number	Description of Changes	Effective Date
1	Initial release	1997-10-22
2	Revision	1999-01-30
3	Revision	2003-05-28
4	Revision	2012-07-19
5	Revision	2018-10-24
6	Multiple policy updates	2024-04-24
7	Formatting updates	2025-07-22

### Policy Objectives

The Chief Executive Officer, with the support of the Board of Directors, develops an emergency succession plan for their own role as well as a long-term succession plan for themselves and the members of the senior executive team. The Board of Directors, for its part, oversees the evaluation of the Chief Executive Officer and entrusts them with the responsibility of succession planning within the senior executive team.

**Monitoring:** Annually (June)

### Guiding Principles

- 3.8 (a)** In order to protect the Board of Directors from the sudden loss of the services of the Chief Executive Officer (CEO), the CEO:
  - 3.8.1** Shall not allow that the senior management staff not be familiar with the files and processes concerning the Board and the CEO and the ones concerning only the CEO.
- 3.8 (b)** In order to ensure immediate succession of an interim CEO, the CEO:
  - 3.8.2** Shall not fail to develop a procedure for the interim maintenance of the CEO functions.
  - 3.8.3** Shall not fail to propose the interim decisional accountability.
- 3.8 (c)** To ensure the long-term succession of the interim CEO, as well as any senior members of the executive team, the CEO:
  - 3.8.4** Shall not neglect to have a best-practice talent management strategy.
  - 3.8.5** Shall not neglect to have a thorough understanding of the skills, knowledge, abilities, and competencies required for various executive leadership positions.
  - 3.8.6** Shall not neglect to establish a regular evaluation process to identify and prepare team members with leadership potential for high-level positions, ensuring their performance assessment and readiness for different roles.
  - 3.8.7** Shall not neglect to design and implement a skill development plan for high-potential individuals, in order to prepare them for leadership responsibilities and executive positions.
  - 3.8.8** Shall not neglect to annually present to the Board of Directors a succession plan for the CEO and the senior leadership team, highlighting the succession strategy and associated development measures to ensure a smooth transition.

The Board of Directors and the CEO will hold formal discussions about the succession of the CEO and the members of the senior leadership team once a year in June.