

**Monitoring Report:  
Emergency CEO Succession (Policy 2.8)  
Monitoring Period: FY24 (Oct 1<sup>st</sup>, 2023 - September 30<sup>th</sup>, 2024)**

**Governance Committee Meeting Review Date: October 24<sup>th</sup>, 2024**

**Board of Directors Meeting Review Date: November 21<sup>st</sup>, 2024**

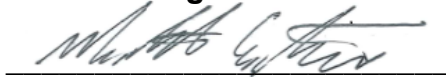
<b>INFORMATION TYPE</b>
Monitoring
<b>RECOMMENDED ACTION(S)</b>
<p>That the Board review this monitoring report and consider accepting it as:</p> <p>(A) a reasonable interpretation for <b>all</b> policy items and that the evidence demonstrates compliance with the interpretations.</p> <p>(B) a reasonable interpretation for all policy items and that the evidence demonstrates compliance with the interpretations, except for the CEO’s stated non-compliance with item(s) x .x, which the Board acknowledges and accepts the proposed dates for compliance.is making reasonable progress towards compliance.</p> <p>(C) 1. For policy items x.x.x – there is evidence of compliance with a reasonable interpretation  2. For policy items x.x.x – the interpretation is not reasonable  3. For policy items x.x.x – the interpretation is reasonable, but the evidence does not demonstrate compliance  4. For policy items x.x.x – the Board acknowledges and accepts the CEO’s stated non-compliance and the proposed dates for compliance</p>
<b>PRIOR RELEVANT BOARD ACTIONS &amp; POLICIES</b>
<p>Monitoring Reports are a key Policy Governance tool to assess organizational/CEO performance in achieving Ends (1.0) within Executive Limitations (2.0). A Policy-Governance-consistent Monitoring Process is:</p> <ol style="list-style-type: none"> <li>1. CEO sends Monitoring Report to all board members</li> <li>2. At Board meeting, board accepts Monitoring Report through majority vote (or if not acceptable, determines next steps)</li> </ol>
<b>ISSUE SUMMARY</b>
<p>TheRide’s Board of Directors establish policies that define what methods are unacceptable to use to achieve expected results, called Executive Limitations. This monitoring report provides the CEO’s interpretations of those policies,</p>

evidence of achievement, and an assertion on compliance with the Board’s written goals. As with other monitoring reports, the Board decides whether the interpretations are reasonable, and the evidence is convincing.

Per Appendix A of the Board Policy Manual, this report was scheduled for monitoring in October and was submitted in November.

I certify that the information is true and complete, and I request that the Board accept this as indicating an acceptable level of compliance.

**CEO’s Signature**




**Date**

October 4, 2024

**ATTACHMENTS**

1. Monitoring report for Emergency CEO Succession (Policy 2.8)

POLICY TITLE: EMERGENCY CEO SUCCESSION	Page#	Compliance
2.8 In order to protect the Board from sudden loss of CEO services, the CEO may have no fewer than one, and preferably two, other executives who are sufficiently familiar with Board and CEO issues and processes to be able to temporarily assume the duties of CEO.	3	



Fully Compliant



Partially Compliant



Non-Compliant

## Preliminary CEO Interpretations and Evidence

### **POLICY 2.8**

In order to protect the Board from sudden loss of CEO services, the CEO may have no fewer than one, and preferably two, other executives who are sufficiently familiar with Board and CEO issues and processes to be able to temporarily assume the duties of CEO.

**Degree of Compliance: Compliant**

#### **Interpretation**

##### Operational Definition

I Interpret this policy to mean that at least one Deputy CEO position will be staffed at all times by at least one person who is familiar with the Board, its functions, Policy Governance, and ongoing operational matters, and who could temporarily assume the CEO role.

##### Measure/Standards & Achievement

Compliance will be demonstrated when there is at least one executive staff that could temporarily function as CEO for AAATA. The individual must be able to work with the staff team to maintain all key AAATA functions without guidance from the current CEO and have a working knowledge of board policies and processes. They should have received some training in Policy Governance.

##### Rationale

These standards and targets are reasonable because Deputy CEO's work with each other and the CEO daily and already have a good understanding on operational and Board matters.

#### **Evidence**

**Source of Data:** Employment & training records

**Date of Data Review:** 09/25/24 as verified by CEO

##### **Data:**

There were three Deputy CEO positions during the monitoring period (Operations, Finance and Administration, Planning and Innovation) and all were filled during the entire period. Each has attended the Policy Governance Boot Camp.

During the monitoring period, the deputies worked closely together with the CEO, attended most Board and committee meetings, and each had an understanding of Policy Governance basics. Additionally, they all understand the current state of AAATA operations and board issues well enough to step into the CEO's role should the need arise.

**Policy Trendlines**

Policy	FY22	FY23	FY24
2.8			

LEGEND	
	Policy is not compliant
	Policy is partially compliant
	Policy is compliant

**Guidance on Determining “Reasonableness” of CEO Interpretations**

**Are the interpretations reasonable?**

An interpretation is reasonable if the following are provided,

1. a measure or standard,
2. a defensible rationale for the measure or standard,
3. a level of achievement necessary to achieve compliance and
4. a rationale for the level of achievement.

**Is evidence verifiable?**

Evidence is verifiable if there is

1. actual measurement/data,
2. the source of data and
3. the date when data was collected is provided.

**Board's Conclusion on Monitoring Report**

**Board's conclusion after monitoring the report.**

Following the Board's review and discussion with the CEO, the Board finds that the CEO:

**(A) a reasonable interpretation for all policy items and that the evidence demonstrates compliance with the interpretations.**

**Board Notes: (If Applicable)**