



Board Governance Committee

Item number 6 – Open session

Subject: Routine Policy Review - Succession Planning Policy – First Reading

Presenter(s): Mosaic Governance Advisors

Item type: Information

Date and time: May 28, 2026 – 5 minutes

Attachment(s): Attachment 1 – Redlined Proposed Revisions to the Succession Planning Policy

Attachment 2 – Clean Proposed Revisions to the Succession Planning Policy

PowerPoint presentation(s): None

PURPOSE

To review and provide feedback on the proposed changes to the Succession Planning Policy.

BACKGROUND

With the support of the Office of the General Counsel and the board's governance consultant, Mosaic Governance Advisors, LLC (Mosaic), the Committee oversees the Board Governance Manual (BGM) and its periodic review to ensure continued effectiveness and alignment with governance best practices.

As part of this periodic review, Mosaic and staff reviewed the Succession Planning Policy and are recommending updates. While the policy's underlying intent and core principles remain unchanged, the proposed revisions improve the policy's structure, organization, and clarity and better align it with the board's strategic governance role.

The policy was originally adopted in 2020 to establish a new board-level governance practice and, therefore, included detailed process elements that have since been operationalized. The proposed revisions elevate the policy to a more strategic governance level by framing responsibilities around higher-level concepts rather than operational detail. The updates also expand the policy's scope to clarify and more explicitly articulate the board's responsibilities with respect to succession planning for the board itself and for board consultants, consistent with established governance practices.

For the Committee’s review, both a redlined and a clean version of the revised policy are attached. Mosaic is requesting the Committee’s review and feedback on the proposed updates.

NEXT STEPS

Following the meeting, Mosaic will incorporate the Committee’s feedback and bring the revised policy back to the Committee in September for a second reading and recommended approval, subject to final approval by the board.

Strategic Plan Linkage: N/A

Board Policy Linkage:

- [Board Governance Committee Charter](#)
- [Policy Review Policy](#)
- [Succession Planning Policy](#)