The Successor’s Dilemma

by Dan Ciampa and Michael Watkins
A well-regarded CEO approaches retirement age. He knows it is only responsible to designate a successor, and the board agrees wholeheartedly. Together, they screen internal candidates but decide that none possesses all the skills necessary to propel the company forward. Soon, a bright star is hired from outside the company—with the assurance that if he performs well, he will ascend to the top spot in two or three years.

At first the successor dazzles. He launches impressive strategic initiatives, some that yield surprisingly fast results, and he deploys managerial practices that get work done more effectively than ever. The CEO and the board congratulate themselves for their wise choice. Slowly but surely, however, the star’s brilliance begins to dim. His take-charge approach starts to alienate the CEO and key members of the senior management team. Then it offends them outright. Soon, his initiatives are resisted, and some are even blocked altogether.

The designated successor grows frustrated, even angry. In his gut, he knows what is going on: the CEO is having trouble letting go of his job. He’s not ready to give up control of the company he has toiled to build. Still, the board expects the designated successor to post impressive results, and the successor himself knows he must make organizational and strategic changes to prepare the company for the time when he will lead it. But without support from the CEO and his team, how can he take charge? The successor’s hands are tied. If he pushes too hard, he alienates the CEO; if he doesn’t push hard enough, his performance won’t warrant a promotion to the top spot.

Thus the stage is set for the successor’s dilemma, a seemingly intractable set of circumstances that has entangled leaders for as long as there have been organizations. Indeed, the drama of leadership succession is a timeless part of the human condition—think of the Biblical story of Saul and David and Shakespeare’s King Lear. In both cases, the kings eventually found themselves unable to let go after choosing someone to succeed them. In modern times and organizations, the succession story plays out with similar themes. For the would-be leader, succession is a time of great excitement and promise, the culmination of a long and arduous climb to the top. For the incumbent leader, succession is a

Leadership transitions go awry with alarming frequency, often the result of an emotionally charged power struggle between the CEO and his would-be heir. Four practices, however, can help successors defuse the crisis—and make it to the top.

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time to confront the passage of time, the end of a career, and even mortality itself. It is no wonder that relationships between successors and those they hope to replace are so fraught with emotion.

The successor’s dilemma presents a pair of daunting alternatives. If a CEO resists passing the torch, his would-be successor can wage open war to win the top job—but that can get ugly and rarely works. Or the successor can resign—a “solution” that can seriously damage the successor’s reputation and his wallet. He may walk away relatively unscathed, but a high-profile failure might make second chances hard to come by.

The successor’s dilemma is exacerbated by the fact that few people in an organization can help the successor and the CEO work out their crisis. Most boards of directors drop out of sight once the successor is hired; they check in only periodically. Similarly, most human resources executives don’t play a mitigating role, primarily because few of them are the kind of trusted advisers necessary to negotiate a peace treaty between the CEO and his designated successor. Thus the CEO and his would-be heir are on their own to overcome, or be overcome by, the successor’s dilemma. It’s the latter that happens most often.

But the successor’s dilemma itself can be overcome. Four practices can allay, and even prevent, the problem. Before he accepts the number two position, the successor can learn as much as possible about the CEO to assess his emotional readiness to leave his position. The successor can make it a top priority to maintain regular communication with the CEO. He can also develop and utilize a balanced personal advice network to help navigate the strategic and personal minefields of the leadership change. And, finally, he can stay focused on the endgame—that is, on his professional goals, not the emotional traps that surround them.

The successor must be responsible for managing the dilemma, because it is he who has the most to lose. The CEO’s legacy might be tainted by conflict with his would-be heir, particularly if it is covered by the media. The board may take a hit to its credibility, having bungled one of its primary jobs. And many employees stand to suffer if the CEO and the successor battle it out. But no one pays the price of the successor’s dilemma quite like the successor himself. He must own the problem—and its solution.

### The Succession Minefield

Botched leadership transitions occur with alarming frequency. John Walter was installed as president of AT&T in October 1996—and was gone within nine months. Disney put Michael Ovitz in place as president in August 1995; he departed late the next year when his relationship with chairman Michael Eisner soured. A likely heir apparent at Citigroup, Jamie Dimon, exited in 1998. And just this past summer, Merrill Lynch president and chief operating officer Herb M. Allison resigned before claiming the top leadership position many thought was his.

The evidence isn’t just anecdotal, however. Looking at records from 1992 for thousands of publicly traded companies, we identified 94 that had appointed a new person to the position of chief operating officer that year. Of those 94 would-be CEOs, 35 were brought in from outside the organization. Five years later, 22 of those executives had left the company before being promoted and four were still in their original position—fully 75% had not made it to the top as expected. [This article focuses on the transitions of successors hired from the outside. For a brief discussion of internal successions, see the sidebar “It’s Different from the Inside.”]

Just as it would be impossible to link every failed marriage to a single phenomenon, it’s impossible to attribute every failed leadership transition to the successor’s dilemma. But our research and experience strongly suggest that it is, by far, the dominant driver of failed successions. Indeed, one of us has served as an adviser to CEOs and their would-be successors during more than 100 transitions in the past 25 years. In every one of those cases, the successor’s dilemma was at work, wreaking its unique brand of personal and organizational havoc.

### An All-Too-Human Dynamic

The dynamics of the successor’s dilemma can begin long before the successor sets foot in his new office. Even if a company is successful, the board typically wants to bring in a second in command who can meet an anticipated challenge—an emerging technology, for example. That is why the board and the
CEO often agree that they must bring in a so-called “change agent” to eventually run the organization. When the search produces such a leader, the board makes it clear that great things are expected of the designated successor—and fast.

And so the new successor plunges in to learn about products, markets, and internal processes. Even for executives with years of experience, the learning curve can be quite steep in the early months; after all, no two companies are identical. At the same time, the successor must learn to operate in an unfamiliar corporate culture. Indeed, he must make a new political system work to his advantage. That means building credibility with people who now report to him—some of whom expected to be named to the job he was hired to fill. As one executive told us about his early days in the successor’s position, “I thought I was pretty prepared coming into the job because of my background in finance and because I was head of marketing [at my former company]. Those were the areas that needed attention here, too. But I didn’t count on the culture being so different. The marketing issues were tough enough, but I had to get people to think differently to get things done faster, and to get them to work across departments and functions. That was just brand new to them.”

In the midst of this intense learning period, the successor must also try to build a relationship with the person he hopes to replace, a process that is riddled with pitfalls. Because he’s coming from the outside, the successor barely knows the CEO and therefore enters the relationship gingerly. The successor usually avoids challenging the CEO even when he disagrees with him. That reticence is understandable, but it can plant the seeds of trouble.

Take the case of the executive who joined a large financial services company as chief operating officer and expected to take over in three years when the chairman retired. The chairman had helped shape the industry, had founded the industry association, and had trained several executives who went on to become successful CEOs at other companies. He wasn’t an arrogant person, but the chairman’s reputation made him an intimidating figure.

The financial services company was in good shape but had room to improve. It needed to improve the efficiency of its business operations in order to keep costs down. The new successor quickly spotted ways to do so, but he didn’t know how to tell the chairman without sounding disrespectful. In fact, he kept his opinions to himself and publicly supported the chairman’s status quo approach to the business. In this case, the board recognized the bind the COO was in and helped him resolve it. Much more often, the successor’s silence can lead him to frustration and anger.

The successor’s dilemma is clearly a tough challenge for executives coming from outside the company. But what about executives moving up from inside the business? They’re better off, according to our research. We found that about half of the internal successors in our study were promoted to CEO within five years compared with about a quarter of the successors who had been hired from the outside.

Without question, internal CEO candidates have an edge because they already understand the organization’s culture and politics and have established relationships with the CEO and other senior managers. But the fact that half aren’t successful in becoming CEOs indicates they still face substantial challenges:

- They must recast their relationships within the organization as they become the boss to former coworkers and supervisors. Colleagues who were passed over for the successor’s job often present the most difficulty; they resist the new leader’s direction much more than they would resist directives from someone brought in from the outside.
- They must modify people’s expectations of them. The organization knows the insider as he was. But once he is promoted and given a mandate for change, the successor must introduce new ways of operating the business, hold people to higher standards, and spend time with new stakeholders, such as the board.
- They must rebuild the top team or create a new one, either by hiring from the outside or by moving people up from within the organization.
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The CEO’s View

If the successor is facing new and daunting challenges, so too is the CEO. Indeed, our experience and research indicate that he typically passes through three distinct phases after a successor is designated. In the first phase, he feels pleased with having “done his duty” by installing a replacement. That satisfaction can last several weeks or several months, depending on how quickly the successor moves to make changes.

When the successor starts shaking things up, however, the CEO enters the second phase—growing discomfort and gradual resistance. While he may be happy to have found a successor to whom he can entrust the company, the CEO soon discovers that the cost of a smooth transition is having to give up control. He is confronted with the reality of handing over important decisions to someone who can certainly run the organization well enough but who has a different style and different priorities. The CEO must face up to the fact that his successor will run the company differently—and that just feels wrong. He still wants the transition to go forward and tries to hide his defensive reactions, at least initially. But that doesn’t make his feelings less intense.

As the CEO struggles to retain some control, he also discovers that having a successor requires him to share the limelight in his interactions with the board, stock market analysts, and the press. Accepting that shift requires a level of humility that most CEOs are not known for. One CEO we observed relished his high profile. Tensions quickly developed when he hired a COO who was an aggressive change agent. Matters came to a head when the COO was on a business trip. The CEO used the opportunity to change reporting relationships: he assigned the head of IT to report to the chief financial officer, who reported to the CEO. Even though the move stirred up tension within the company, it helped the CEO retain the sense that he was the one in charge.

Also in the second phase, chief executives begin to confront the question of what to do once they retire. For people who have devoted every thought and energy to the job for many years—and who delight in their identity as CEO—this can be a difficult, even terrifying, consideration. Research on retiring CEOs points out that many chief executives of successful companies are anointed heroes by grateful employees or investors. As a result, they come to believe not only that they deserve such praise but also that they are indispensable to the ongoing success of the enterprise. As they contemplate leaving, their heroic self-concept revolts. They cannot live without the company that defines them, and they believe that the company cannot live without them.

In this context, many CEOs start to ponder the meaning and extent of their legacy. They ask themselves what they will be remembered for—and many realize that it might be overshadowed, or perhaps even diminished, by what the new leader is trying to do. For instance, one CEO had spent much of his career building his company’s manufacturing capabilities; under the CEO’s leadership, the company had bought or built 15 plants across the United States. His successor, he knew, would likely sell them all to focus the company more on providing services. Similarly, another CEO considered his greatest accomplishment at his company to be the creation of a culture in which employees cared for and respected one another. In the name of improving financial results, his successor would surely dismantle it, the CEO realized, to install a more performance-driven atmosphere. Rationally, both CEOs knew their successors had to make the changes; indeed, they had endorsed those changes themselves. But that didn’t stop their feelings of sadness and resentment about the new changes themselves. But that didn’t stop their feelings of sadness and resentment about the new changes. A legacy is a deeply painful thing to lose, and emotions can take over.

As the CEO feels his power in eclipse, the successor’s impulse is to push for more and deeper change. With a few successful initiatives under his belt, he calls more openly for renewal and reinvention, and he articulates more widely his vision for the company. That only exacerbates the CEO’s already threatened sense of identity and control, and he digs in his heels. The two “sides” enter into more open conflict, and communication between them falls off precipitously. Indeed, it is at about this time that phase three—active resistance—begins to emerge.

What often happens next is a turning point from which there is no easy return. The CEO calls for support from his troops—mostly members of his senior team. Many are willing accomplices. They are feeling overwhelmed by the successor’s changes and have strong personal ties to the CEO. As soon as the CEO shows disagreement with the succes-
sor's style or direction, even subtly, the senior team feels free to operate around or without the designated successor—for example, going directly to the CEO with ideas or plans.

The dynamic spirals downward from there. Thinking he has no other alternative, the successor continues to pursue his change agenda to win the board's approval. In fact, in many cases he tries harder than ever to post impressive results. Ironically, if the successor succeeds, the CEO feels even more threatened, which causes the relationship to deteriorate further. If he doesn't succeed, the CEO points to that as evidence that the successor doesn't deserve the top job. In either case, right around the time the successor should be getting ready to move up, he is facing the fact that the CEO wants him to leave. In most of those cases, after a period of awkward or painful thrashing about on both sides, the successor does leave.

Meeting the Challenge

Leadership transitions are high-stakes situations, but the fact is, most people aren't prepared to meet them. That's not surprising. Few executives go through more than one high-level leadership change in their lifetime. The first step toward becoming prepared is understanding the dynamic that undergirds a changing of the guard. Indeed, just knowing that a psychological drama is at work is useful. But such understanding is not sufficient—action is. And that action, as we noted, is the successor's responsibility. Virtually every number two executive that we have observed and worked with makes the same point: don't expect anyone to solve this problem for you, including the CEO.

As one successor who overcame a difficult transition said, “If my daughter were going through this, I would tell her that the way to increase the likelihood of making a successful transition is to never assume that anyone else cares as much about your success as you do. You have to take on the process yourself.”

That process, we have found, includes the following practices:

Learn as much as possible about the CEO, professionally and personally, before signing on. The successor can help himself by doing his homework before taking the job. As he learns about the company, he should make it a point to learn, too, about the CEO's career and personality and how he might deal with the reality of his own retirement. That requires delicate investigation, and solid answers can't be guaranteed. Nevertheless, the executive search firm should be able to shed light on the CEO's state of mind, and the successor might also gather relevant information from interviews with board members who know the CEO well.

An executive can also discuss the transition process with the CEO himself—making sure, of course, not to suggest that he is anxious for the CEO to step aside quickly. In such a dialogue, a successor candidate can get a sense of the CEO's views on leadership transitions by asking questions about the CEO's own shift to power. Was it smooth? Was there an adviser involved? Is that person still available? What was the role of the board? The information uncovered in such a diagnostic process may not stop a successor from walking into a difficult situation, but at least he will be more prepared for the challenges he meets along the way.

Maintain regular communication with the CEO. As simple as it sounds, talk is a powerful antidote to the successor's dilemma. If a successor finds ways to make sure he and the CEO are in near constant conversations, he has gone far to prevent the misunderstandings and missed cues of the fragile leadership-in-transition dynamic. Unfortunately, it is easy for the successor and CEO not to talk. Both are busy, usually with different initiatives, and both travel. Both executives also have different sets of colleagues and friends within and outside the organization, which makes impromptu conversations less common.

To overcome those obstacles, the successor must seize every opportunity to spend time with the CEO. The successor can—and should—travel with the CEO to visit business plants or customers. He should take the lead in setting up regular meetings with the CEO to review the business—and he should go into those sessions with more questions than assertions. Meetings work better when they are dialogues, not reports.

The successor also might make it a point to talk to the CEO before announcing a major decision, such as an organizational change or an alliance. In fact, the most savvy successors use such meetings to test their ideas and solicit the CEO's input. That's good for the business and great for the relationship. Which leads to another point: communication be-
between the successor and the CEO is good in and of itself, but it’s even more effective when the successor makes sure that his words communicate sincere respect for the CEO. If overdone, respect can sound obsequious, but when a successor praises his boss occasionally and genuinely, it sets a tone that goes far toward defusing the tensions of the successor’s dilemma.

Assemble and frequently confer with a balanced personal advice network. Because few companies have built-in systems to facilitate leadership transitions, successors must create their own network of advisers to help them navigate this minefield. The best networks for this purpose include some people who can offer advice on strategy or operations, and others who can offer counsel on the political realities of a company going through an operational change and a leadership handoff. Balanced personal advice networks should be composed of a judicious mix of external and internal advisers. External advisers should be drawn from the successor’s mentors, colleagues, and friends outside the company; they should have only his interests at heart. Internal advisers should have the requisite technical knowledge and deep insight of the company’s operations, history, politics, and culture.

The usefulness of a balanced personal advice network can be seen in the case of one successor who found that the culture of the company he had joined stood firmly in the way of his plans for fast-paced change. The company’s customer service was poor, and the designated successor quickly determined the reason. “We never delivered to our customers on time because the production schedule was based on relationships, not procedures,” he recalled. “If a product manager was launching a new product and needed the plant manager to change the schedule, they’d negotiate it at the card game on Friday night or over a beer. It would never get done at a production meeting. So people who didn’t know how to play the game were at a real disadvantage, and our costs and schedule in the plant were a mess.” The successor knew he couldn’t turn to the CEO for help. “He had helped to create that culture,” he explained.

The successor sought advice from two people. One was a consultant who had previously worked with the company on improving its operations and its culture. The consultant was respected by managers throughout the company and by the CEO. The second person was his retired boss and mentor, who understood production supply problems and was creative in solving them. Just as important, his former boss cared deeply about the successor’s career.

Over the next few weeks, the consultant met with a cross section of people who were involved in product supply, mapped the decision-making processes, and calculated the costs of the current way of operating. He also met with the successor and the successor’s former boss to review his findings. Together, the three formulated and implemented a strategy that resulted in major improvements in customer service. Best of all, they did so without ruffling...

A Succession Saved from the Brink

The story of Bill and Howard begins like a leadership transition bound to fail. It didn’t. Bill, a talented executive brought in to succeed Howard as CEO of a large manufacturing company, used several simple but highly effective practices to stop the successor’s dilemma in its well-worn tracks.

Bill and Howard’s problems began about two years after Bill joined the company as president of international operations. Bill hadn’t been given an outright guarantee that he would make it to the top position, but he had received strong assurances. Howard, he was told, had agreed with the board that he would retire in three years. If all went well, the CEO’s post was Bill’s.

Both Howard and the board had exhorted Bill to get international operations back on track. The division had been strong in the past, but performance had suffered as aggressive competitors made inroads. To make matters worse, two recent product launches had failed, and costs were rising. Despite those problems, the company’s new strategic plan called for double-digit growth outside the United States. It was up to Bill to achieve that.

Bill got off to a good start, and within a year and a half he was making solid improvements. He had accelerated product launches, cut manufacturing costs, and streamlined distribution. Market share rebounded, and profits climbed. Bill was on a roll, and the financial community took notice.

Along the way, Bill kept Howard informed of his actions and saw no indication that he disagreed. But just as Bill began to post good results, his relationship with Howard started to sour. In year-end reviews, Howard praised Bill publicly for what he had accomplished. But both men could feel a chill. One obvious reason was that they simply did not spend any time together. Bill’s international travel prevented it. But there were other problems, too.

Bill was feeling increasingly restless. When would the board and Howard start talking about succession? Surely, he thought, he had earned the top job by now. Meanwhile, Howard was developing cold feet. He was only 64 and in good health. Bill had been with the company for less than two years. Now that the international division was back...
on track, why shouldn’t he remain and lead the company he had spent close to a decade building? These are the best of times, Howard told himself, so why leave now?

After a few small snubs from Howard, Bill considered asking him to talk things over but decided to wait. For one thing, he reasoned, if Howard thought that he was trying to push him out prematurely, a meeting might backfire. Anyway, he decided, it was up to Howard to initiate a dialogue. Bill concluded that his best course was to keep posting great results.

In the next few months, Bill accelerated his pace. He cut costs again in the plants and entered into a major distribution alliance without consulting Howard. The agreement meant that the international division would need to hit more challenging targets than ever, but Bill believed that the pact’s benefits far outweighed the temporary stress it might cause. He also knew the deal would catch the attention of the board, who might then advocate for his promotion.

The deal did get attention, but it also angered Howard, and the CEO’s active resistance began. He started telling other executives that Bill was taking too much cost out of the plants and that the new alliance was full of booby traps. Howard grumbled to himself about being left out of the loop and upstaged. He was still CEO, wasn’t he?

It soon became apparent that Bill’s new distribution alliance was a success. It increased revenues, and when paired with the cost cutting, boosted profits. The board was delighted; they decided that Bill had earned the right to be named chief operating officer and to be nominated to a board seat, publicly putting him in line to succeed Howard.

Over the next weeks, Howard went from remote to icy. He never congratulated Bill on his promotion and never mentioned the board position at all. Howard continued to make all the corporate decisions and said nothing about a handoff. Bill became increasingly worried that Howard had changed his mind about retirement and that he’d been parked in a job with no power. Tensions hit a peak when Howard went from remote to icy.

The first meeting lasted six hours. The executives began by focusing on the distribution alliance and on Howard’s anger at not being consulted about it, but the discussion quickly moved to deeper issues in the relationship. Although the meeting was awkward for both leaders, they were able to share their concerns with help from Cliff. Howard expressed his misgivings about leaving the company and going into retirement. Bill respected Howard. He wanted to see him leave with the credit he deserved. He knew he had to speak with Howard and begin to work toward a transition that made sense to both of them. Cliff agreed to facilitate the discussion.

The next night, Howard arrived at Bill’s checkup sessions with Cliff present. By the end of the session, the successor and his boss agreed to meet in person every two weeks and have monthly checkup sessions with Cliff present.

One year later, Bill did indeed succeed Howard in a smooth leadership transition that almost got away.

Stay focused on the endgame. Because of the intensity of emotions and competitive spirit of many successors, they may consider a disagreement with the CEO as a contest to be won. They temporarily lose sight of their ultimate goal: to move to the top and lead the company forward. One successor who
failed to make the transition to the top slot lamented afterwards, “I had decided early on what I wanted before any of my friends did – the kind of job and the sort of place I wanted to work at. When I got the successor’s job, it was like I had gone to heaven. It was all right there.” Then, he recalled, “I got drawn into a battle that I never intended to fight. I let myself get distracted by my feelings and pride, and I took my eye off the real goal.” This leader failed to manage his emotions. He let the successor’s dilemma get the best of him. Scrambling toward his goal, he didn’t know when to pull back or how to do it gracefully. Leaders must be able to do both of those things to manage the successor’s dilemma.

One way for the successor to keep his emotions in check is to practice empathy and focus on what the CEO is going through rather than on his own experience. One designated successor embroiled in a difficult transition came to understand what his boss was experiencing, with some help from his wife and two board members. They helped him see that the CEO’s actions, such as overruling the successor’s decisions and taking over his meetings, didn’t prove that he had changed his mind about retiring. Rather they showed that the CEO was struggling with losing the position that gave him his identity. The successor’s wife put it most directly by saying, “This is not about you. [The CEO] is not thinking about you at all as he’s doing these things. It’s all about him.”

Perhaps the hardest part of managing the successor’s dilemma is allowing the CEO himself to save face. It can also be the most critical part. Take the case mentioned earlier in this article about the CEO who changed reporting duties while his successor was away. At first, the COO was angry when he returned from his trip. But he soon realized this was not a battle to pick. The CEO only wanted to show the organization he was still boss. The successor quietly met with the chief financial officer, and together they decided they would both work with the head of IT. “I decided that I could still get the changes I wanted in IT,” the successor recalled, “and that the only reason to make an issue about it was my ego.” He let the CEO’s pride win instead, and he went on to land the top job 18 months later.

A Timeless Drama

The poignant and often painful drama of succession is ages old. As one person rises to new heights, another must fall, or at least step back from the spotlight. Thus succession forces its players to confront the hard and eternal human questions of power and identity. And they must do so with many eyes on them, including the media, their colleagues, and their families. But the hardest audience the characters in the succession drama must face are themselves and each other.

Yet leadership transitions can be managed in ways that make success more likely. The successor can prepare for the challenge before joining the organization. Once he does that, he can work assiduously to create a good relationship with the incumbent leader. He can also draw on the outside help of advisers. In the end, the success or failure of a leadership transition belongs to the successor, and it always will.