Mastercraft Kitchens Licensee Steering Committee

CHARTER

Amendment September 2025

The Mastercraft Kitchens Vision

To be New Zealand's most trusted kitchens brand

The Mastercraft Values

We are:
Mutual – in all our relationships
Reliable – we do what we say
Passionate – we're in boots and all
Grounded – we're down to earth

Background

Mastercraft Kitchens licensees are required, in accordance with their individual Licence Agreement, to contribute to the Mastercraft Kitchens Group Growth Fund (GGF) on a monthly basis. The purpose of the fund is to provide marketing and other growth-related activities on behalf of the licensee group.

From its inception, through until 2021, the GGF was solely administered by the Mastercraft Services NZ Limited National Support Office (NSO) with budget, strategy, and activity presentations provided to the licensees a few times per year at Licensee Communication Days.

In 2021, via discussions about long-term growth of the Mastercraft Kitchens brand, it was decided that a consultation group of licensees be formed to assist the NSO in strategising the future success of the brand and licensee group and provide a conduit between the NSO and the nationwide group of licensees.

The consultation group is to be called the Licensee Steering Committee. (LSC)

Purpose of the Licensee Steering Committee

To provide a consultation platform between licensees and the NSO, assisting in the strategic direction of the Mastercraft Kitchens Group Growth Fund and giving licensees a voice in the decision-making process.

Membership

The LSC is made up of up to eight licensee representatives alongside the Mastercraft Licensor and applicable NSO staff.

Licensee members must reflect the diversity of the national group by including variations in geography, business size, gender, skillset, and core business focus.

Prospective members should nominate themselves and a licensee vote held to determine the representation on the LSC. The Mastercraft Licensor and applicable NSO representatives will also be a part of the licensee selection process.

Members should spend a minimum of two years and a maximum of four years on the LSC.

Existing LSC members reserve the right to put their name forward for reselection after their four-year term is up, allowing for retention of specific skills and experience within the makeup of the LSC membership.

Members should be available to licensees in the nationwide group for discussions and feedback regarding the performance of the GGF.

LSC Chairperson

The LSC should be chaired by a Licensee representative. This position would need to be held for a minimum of two years to ensure consistent leadership as new members joined the LSC.

LSC members are invited to put their names forward to be selected for the Chairperson role and will be voted on by the sitting LSC Members and NSO representatives.

Selection of New Members

To replace members stepping down, 'self-nominations' are to be sought from the licensee group. The LSC would then discuss nominations to ensure the diversity required in the Membership description is met.

If a greater number of 'qualified' nominations is reached, then these would be put out to the licensee group for a vote.

Responsibilities

The core responsibilities of the LSC are as follows:

- Review and provide feedback on the GGF annual budget
- Review and make recommendations on the licensee contributions to the GGF
- Review and provide feedback on significant growth activities and initiatives proposed by the NSO
- Seek feedback from other licensees on concerns, questions and ideas relating to the growth of the Mastercraft brand
- Review and provide feedback/recommendations as a result of any market research or intelligence

Licensee Buddy System

To assist with meeting the core responsibility to *Seek feedback from other licensees on concerns, questions and ideas relating to the growth of the Mastercraft brand* a buddy system has been devised to allocate a small number of Licensees to each LSC member allowing direct contact with Licensees in the wider group, providing a conduit for feedback (positive, constructive, critical) – particularly regarding the Marketing and utilisation of the Growth Fund.

A specific set of questions that LSC Members will discuss with their Buddies will enable consistent feedback across the group. The questions can extend to include Brand, Supply and Knowledge pillars.

Authority

The committee will make recommendations on strategic matters requiring a decision. The committee does not have the power or authority to make a decision either on behalf of the nationwide licensee group or the Mastercraft brand.

Any matters requiring a licensee group decision will continue to require 75% approval of the licensee group as per the Licence Agreement.

Meetings

LSC meetings will be held prior to Mastercraft Kitchens Licensee Communication Days and on other ad-hoc occasions when deemed necessary. Meetings do not have to be face to face and can be held electronically for efficiency.

Meetings will be chaired by the LSC Chairperson (see LSC Chairperson section)

Minutes of LSC meetings are to be made available to the nationwide licensee group.

LSC recommendations will be presented at Communications Days and other times as required.

LSC members will be reimbursed for incurring additional expenses due to meeting attendance.

Review of the LSC and the Charter

The committee shall undertake an annual self-review of its membership, objectives, and responsibilities, and of its charter, providing recommendations to the licensee group and the NSO.

Summary of amendments September 2025:

- Amended Meetings section by stating meetings will be held “prior to” not “the day prior to” Licensee Communication Days.
- Amended detail of meeting chair, changing from an applicable representative of the NSO to LSC Chairperson
- Membership detail changed to up to eight licensee representatives
- Added maximum tenure of up to four years, with the ability for members to seek reselection.
- Addition of LSC Chairperson section
- Addition of Selection of New Members section
- Addition of Licensee Buddy System section

Charter Amendment accepted by the sitting Members as per minutes of the LSC meeting held on 16th September 2025

Jane Moore

Peter Healey

Nick McLagan

Michael Mancer

Tony Hawes

Calvin Ross

Mark Gallagher

Allan Mackie