

# Mackay Sugar Limited

## Cane Supply Strategy Committee Charter

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### **1. INTRODUCTION**

The Board of Directors of Mackay Sugar Limited has established a Cane Supply Strategy Committee. This document represents the Charter of the Committee as adopted by the Board.

### **2. ROLE AND RESPONSIBILITIES**

- 2.1 The objective of the Cane Supply Strategy Committee is to provide oversight to the Cane Supply and Cane Development staff in:
  - 2.1.1 the development and execution of policies to adhere to the Cane Supply and Processing Agreement.
  - 2.1.2 reviewing requests from shareholders for cane delivery siding upgrades, alterations or extensions received in writing.
  - 2.1.3 the development of policy with regard to cane development initiatives.
- 2.2 The Cane Supply Strategy Committee is a Committee of the Board and has no independent authority and must report its findings and recommendations directly to the Board. There is to be no delegation of the Board's executive power to the Committee other than in respect of 5.6 and 5.7.
- 2.3 The functions of the Cane Supply Strategy Committee do not relieve the Board from any of its responsibilities.

### **3. MEMBERSHIP**

- 3.1 The Committee will be appointed by the Board and shall consist of two non-executive Directors.
- 3.2 The Board will appoint the Chairman of the Committee.
- 3.3 Other Directors may attend any meeting of the Committee in an ex officio capacity.
- 3.4 The General Manager Cane Supply and Logistics or the Cane Development Manager are required to attend meetings depending in whether the agenda items relate to Cane Supply or Cane Development and other staff may be invited to attend at the invitation of the Committee.

### **4. MEETINGS**

- 4.1 The Committee, subject to availability of members, will meet on a monthly basis prior to the Board Meeting, or on an 'as needed' basis.
- 4.2 A quorum for any meeting will be two Cane Supply Strategy Committee Members. Should one be absent then an alternate Grower Director, together

with the General Manager Cane Supply and Logistics or the Cane Development Manager shall constitute a quorum.

- 4.3 The Secretary will issue a notice of meeting confirming the date, time and agenda to each member of the Committee in the week prior to the date of the meeting.
- 4.4 The Company Secretary will act as Secretary to the Committee and will prepare minutes of all Committee meetings. A copy of the minutes as approved by the Chairperson will be included in the papers for the next meeting of the Board.

## **5. TERMS OF REFERENCE – CANE SUPPLY**

- 5.1 Review and make recommendations to the Board on the Mackay Sugar Harvest Grouping Policy.
- 5.2 Provide oversight to the Cane Supply staff's execution of the Mackay Sugar Harvest Grouping Policy.
- 5.3 Attend Harvest Management Committee meetings as appropriate to participate in policy discussions.
- 5.4 Recommend to the Board an annual capital budget amount for approval of siding works by the Cane Supply Strategy Committee.
- 5.5 Monitor capital expenditure within the Cane Supply Strategy Committee's budget for approved works for siding upgrades, alterations, rationalisation or extensions.
- 5.6 Approve the recommendations of Cane Supply staff for requests received in writing from growers and harvesting contractors regarding siding upgrades, alterations or extensions.
- 5.7 Approve the recommendations of Cane Supply staff for requests received in writing from growers and harvesting contractors regarding alterations to points of delivery and or delivery arrangements e.g. rail or road transport.
- 5.8 Review and make recommendations to the Board in relation to cane delivery and siding matters as appropriate.
- 5.9 Review the documentation for removal of points of delivery to comply with the Cane Supply and Processing Agreement.
- 5.10 Consider and report to the Board on such matters as the Board may refer to the Committee from time to time.

## **6. TERMS OF REFERENCE – CANE DEVELOPMENT**

- 6.1 Review cane development policy and make recommendations to the Mackay Sugar Board.
- 6.2 Approve the recommendations of Cane Development staff for cane development initiatives for endorsement by the Mackay Sugar Board.

## **7. REPORTING**

The Chairman of the Committee will provide a verbal report to the Board at the earliest possible Board meeting after each Committee meeting.

## **8. REVIEW OF CHARTER**

The Committee must review the Charter annually to ensure that it remains consistent with the Committee's authority, objectives and responsibilities.

Date: 20 May 2015