

# Fonterra Elections 2024 Co-operative Council

## Candidate Profiles



### WARD 17 - HAWKE'S BAY



# Contents

<b>KEY INFORMATION – 2024 ELECTION</b>	<b>1</b>
<b>KEY QUALITIES AND CAPABILITIES OF A COUNCILLOR</b>	<b>1</b>
<b>THE ROLE OF COUNCIL</b>	<b>2</b>
<b>PROFILES</b>	
<b>CHARLOTTE LAWN</b>	<b>3</b>
<b>WILLIE WHITE</b>	<b>4</b>

## NOTE ON CANDIDATE STATEMENTS

Each Candidate Profile Statement contains a maximum of 400 words (excluding the Candidate Interest Statement) provided by the candidate.

The Returning Officer and Fonterra Co-operative Group Limited note that 'shareholdings' in Fonterra or other companies disclosed by candidates may include shares held by third parties in which candidates have a relevant interest as defined by the Financial Markets Conduct Act 2013.

Any emphasis (including capitalisation, italics, bolding, underscoring and bullet points) has been added by the candidate.

The Returning Officer and Fonterra Co-operative Group Limited accept no responsibility for the content, or accuracy of the content, contained in Statements supplied by candidates.

Warwick Lampp, Returning Officer – 2024 Fonterra Elections  
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# Key information – 2024 election

## Ward 17 - Hawke's Bay

There are two candidates – Charlotte Lawn and Willie White.

Votes may be cast via post or online and must be received by 10.30am on Tuesday, 12 November 2024.

## Voting entitlement

Voting for Co-operative Councillors is on the basis of two votes per shareholder who is entitled to vote in a Ward election. Both votes may be used by the shareholder, or one may be given to a sharemilker. Votes are not weighted by milksolids production.

## Voting system

The Co-operative Council elections are held on a Ward basis using Single Transferable Voting.

## Lost or damaged Voting Papers

Replacement Voting Papers are available to shareholders who did not receive their Voting Paper or spoil or damage it. These are available from the Returning Officer until the close of voting at 10.30am on Tuesday, 12 November 2024.

Replacement Voting Papers will be posted directly to shareholders. They cannot be collected by candidates or their assistants for distribution to shareholders.

Completed Voting Papers must be received by the Returning Officer by 10.30am on Tuesday, 12 November 2024.

# Key qualities and capabilities of a Councillor

The key capabilities required to successfully fulfil a Councillor's representation role are set out to below. A Co-operative Councillor is also expected to be willing to continually develop their capabilities around business understanding, communication and interpersonal skills, and teamwork.

- Honesty and integrity
- Courage to question/challenge the status quo
- In-depth farming knowledge
- An understanding of Fonterra's business
- Awareness of the regulatory frameworks in which the Co-operative operates
- An understanding of and empathy with the Co-operative
- An understanding of the key drivers of wealth - milk price and profit
- Business acumen - financial literacy and ability to think strategically
- Communication skills (including presentation/public speaking capability)
- Interpersonal skills (approachable nature, empathy with fellow farmers)
- Time available to undertake a Councillor's responsibilities
- A commitment to on-going training including building broad-based Co-operative and governance knowledge to enhance their effectiveness in the role.

Councillors are expected to commit an average of one day per week to their role.

# The Role of Council

Council's role, functions and powers are set out in Fonterra's Constitution.

Council's role is to support shareholders' democratic control of their Co-operative and to actively represent and seek to protect members' interests as owners, investors, suppliers and members of the Fonterra Co-operative community.

Council's functions, and the activities undertaken to perform them, can be summarised under three main themes: Connection, Accountability and Guardianship.

## Connection

- The primary role of Council is to connect members to their Co-operative
- Engagement activities within each Ward aim to build a comprehensive understanding of members' interests, needs, views and expectations and to provide members with regular feedback on Council's representation of these to the Board
- Councillors receive calls and emails from members and hold Ward meetings, and may be asked to represent Council at field days and other events
- Councillors are expected to report in a timely manner on the feedback and themes they hear
- Council arranges educational programmes for members, such as the Understanding Your Co-operative Programme (which Councillors host) and the Governance Development Programme.

## Accountability

- Council seeks to ensure Co-operative members are fully informed about their Co-operative's performance
- Councillors meet with the Board at least four times each financial year to seek explanation on how well recent performance is meeting members' expectations, whether Fonterra is 'on-track' for meeting its strategic objectives, and what new and/or emerging challenges Fonterra is facing and addressing
- Council seeks to hold the Board to account by seeking from the Board explanation of and responsibility for Fonterra's strategy and performance
- Councillors refer to publicly available information and Council commissions external advisors to provide independent analysis
- Council regularly submits questions to the Board
- Council regularly and transparently reports back to members on its engagements with the Board, including the Board's explanations.

## Guardianship

- Along with the Board, Council acts as the guardian of the Co-operative Philosophy, including the Co-operative Principles, Purpose Statement and Values
- Council is also the primary channel for consultation when Fonterra is considering policy or operational changes that may affect members
- Council advocates publicly on members' collective behalf on matters relating directly to members' interests in the Co-operative
- Council also:
  - manages the Director election process in consultation with the Board
  - appoints the Milk Commissioner
  - consults with the Board in relation to the operation of the Fonterra Shareholders' Market and the Fonterra Shareholders' Fund
  - consults with the Board in relation to any changes to the Milk Price Manual and Principles
  - has four Councillor observers attend meetings of the Board's Co-operative Relations Committee.
- Council has the power to:
  - consider and, in consultation with the Board, propose to shareholders changes to the Constitution
  - recommend the commissioning of a special report on specific projects or activities
  - call a special meeting of shareholders, in certain circumstances.

In carrying out its representation role Council represents the interests of all members of the Co-operative, being shareholders supplying milk to the Co-operative, their sharemilkers and contract milkers, and other persons supplying milk to the Co-operative in New Zealand under standard terms and conditions of supply.

Each Councillor is assigned to one of three committees - Connection, Accountability or Guardianship. However all Councillors are expected to participate fully in all Council activities.



## Charlotte LAWN

### DANNEVIRKE

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Hello everyone. My name is Charlotte Lawn, and I'm a proud farmer, business owner, supportive wife and mother to 3 young boys. I've been involved in the dairy industry for a number of years, growing up on a farm in Canterbury and now farming with my husband where together we own and operate a 550-cow dairy farm and calf rearing operation in Oringi.

As a business owner, I understand the challenges and rewards of running a successful enterprise and I am aware of the challenges and opportunities facing our industry. Having previously been a rural banker for 10 years, I still remain committed to contributing to the growth and development of our rural communities by networking and communicating with others. But most importantly as a mother, I'm dedicated to raising the next generation of responsible and knowledgeable farmers.

I am passionate about dairy farming and believe that Fonterra plays a crucial role in supporting the success of New Zealand dairy farmers. I believe that leveraging my skills, knowledge, and experience, I can make a significant contribution to the Fonterra Co-operative Council and help shape a brighter future for our Co-operative. I regard myself as a critical thinker who likes to ask questions or challenge others on their thought processes. Therefore, I place importance on being trustworthy and open minded. I enjoy building relationships with farmers and collaborating to develop solutions.

As a Fonterra shareholder I am a strong advocate for the co-operative structure. I believe that this model provides a unique opportunity for dairy farmers to vote and have a direct opinion in the governance and direction of the company. By working together as a co-operative, we can leverage our collective strength to achieve greater economic stability, improve market access, and ensure our directors hear our views to help shape a brighter future for our businesses.

My experience as a dairy farmer and rural banking provides me with a unique perspective on the issues facing our industry, and I am confident in my ability to listen and collaborate with farmers and Fonterra executives to contribute to the development of effective strategies to address the challenges we collectively may face.

I am optimistic that my skills, experience, and understanding of the dairy industry make me a strong candidate for this position. I am eager to contribute to the future of Fonterra and help shape a more sustainable and prosperous future for the sector.

Thank you for your consideration.

### Candidate Interest Statement

Listed below are details of all business, investment and other relationships I have with Fonterra Co-operative Group Limited and its subsidiaries (the "Fonterra Group") (including as a supplying shareholder), or with any third party that transacts with the Fonterra Group or carries on business in competition with the Fonterra Group:

- I am a director and shareholder of Oringi Pastoral Company Limited jointly with Associated Persons (as defined in the Financial Markets Conduct Act 2013), which is a supplying shareholder of Fonterra and holds 238,901 shares.

To the best of my knowledge and belief these disclosures set out above are full and complete.



## Willie WHITE

### TAKAPAU

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B Com (Ag)

It is an honour to be considered to represent Fonterra farmers across the Hawke's Bay ward. If elected, I would aim to continue the fostering of a tight-knit community of dairy farmers across our region to ensure our voice is heard. I believe Fonterra stands apart from other New Zealand agricultural co-operatives due to the connection it has with its members, subsequent accountability and adherence to co-operative principles. We should always be looking for ways to strengthen this connection.

Living in Central Hawke's Bay with wife Michelle and three children – Johnny (9), Gigi (6) and Paddy (3) - I currently oversee a 1,400-cow organic dairy operation, primarily based in Ashley Clinton and more recently extended to Patoka. Prior to farming I had a career in agribusiness banking throughout the Waikato and Tararua.

My farming philosophy is driven primarily by ambition for return on capital but overlaid with a set of guiding values that ensure we are always looking ahead to the future and ultimately taking control of our own destiny. Dairy farming into the future is going to require an open mind, courage and co-operation to enhance viability and succeed through the generations. I believe it will come through harnessing the natural advantages we have always had.

I am passionate about building strong, independent rural communities and this is reflected in much of my governance experience to date, through the establishment of both local and regional catchment groups, a cricket club, on the farm and being on the school board of trustees. I also hold wider regional roles including as a trustee of the Hawke's Bay Future Farming Trust and nationally on the board of Quorum Sense. In 2020/21 I completed the Fonterra Governance Development Programme.

Thank you for your consideration. If elected I will give my all to help strengthen our Fonterra community.

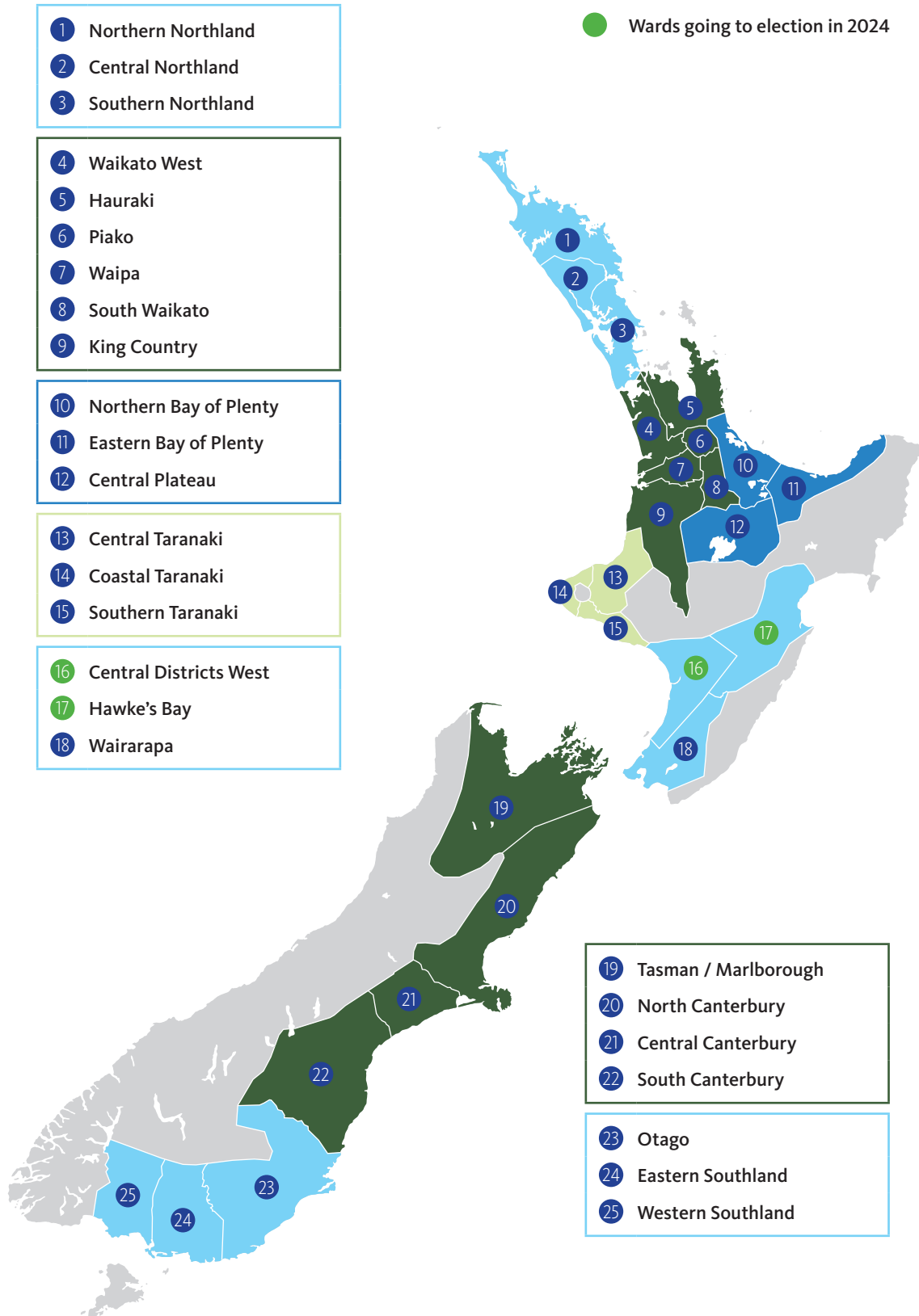
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- I am a director and shareholder of Sherwood Farming Company Limited jointly with Associated Persons (as defined in the Financial Markets Conduct Act 2013), which is a supplying shareholder of Fonterra and holds 442,726 shares.

To the best of my knowledge and belief these disclosures set out above are full and complete.

# Council Wards





Dairy for life



If undelivered please return to:

The Returning Officer  
Fonterra Elections 2024  
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[fonterra.com](https://fonterra.com)