

RESIDENT EXPERIENCE & CARE COMMITTEE CHARTER

Philosophies

Metlifecare is committed to creating, operating and consistently delivering a high-quality customer experience and care offering.

Resident experience, dignity, wellbeing and independence govern and guide Metlifecare service delivery.

Background

- (a) The Resident Experience & Care Committee (“Committee”) is a committee of the Board of directors (“Board”) of Metlifecare Limited and its related companies (“Company”).
- (b) The Company recognises that consistent high quality service delivery and safe and healthy environments for residents, employees, visitors and contractors are a critical part of its philosophies set out above.

1. Purpose

Through the execution of its responsibilities, the Committee provides governance and oversight of the resident customer experience, the Company’s provision of care services to residents, and the safe operation of the care and village environments.

2. Responsibilities

- (a) Support innovation and assist management and the Board to set strategy in relation to:
 - i. enhancement of the resident customer experience, including consideration of the needs of existing and future residents and how various aspects of the business interact to bring customer experience to the fore; and
 - ii. care service models, environments and systems;

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- (b) Set targets and Key Performance Indicators for improving customer insights, enhancement of the resident customer experience and the Company's care service delivery performance;
- (c) Provide oversight of Metlifecare's quality of customer and care service delivery, including monitoring of the Company's compliance with all relevant legislation and the Company's policies and standards applicable to service delivery;
- (d) Assist the Board to identify and manage key risks in relation to the Company's provision of care services to residents and the safe operation of the care and village environments, but excluding health and safety risk in the construction environment which is the responsibility of the Development Committee;
- (e) In conjunction with the Development Committee, consider proposals for new care facilities or upgrades of existing care facilities in relation to appropriate fit with the Committee's philosophies and financial viability;
- (f) Request, receive and review the Company's clinical governance system, clinical risk and quality plan annually; and
- (g) Review serious complaints, reportable events and significant adverse events related to service delivery.

3. Membership

- (a) The Committee shall consist of at least three members. The appointment and removal of Committee members shall be the responsibility of the Board. All members of the Committee shall be directors of the Company.
- (b) The Board shall appoint a Chair of the Committee. In that person's absence, any member may chair a meeting of the Committee.
- (c) A quorum of the Committee shall be two members. A response from all members is required for any items considered by circulation out-of-session. The Committee may, if it considers it appropriate, appoint a secretary.
- (d) Committee meetings will normally be attended by the Chief Executive Officer, General Manager Operations, Clinical Nurse Director, General Manager Human Resources and the General Counsel/Senior Legal Counsel.

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4. Powers and Authority

- (a) The Committee is authorised by the Board to investigate any activity covered by its roles.
- (b) The Committee does not take actions nor make decisions on behalf of the Board unless specifically mandated. The Committee is charged with making recommendations for consideration and approval by the Board.
- (c) The Committee members may communicate with any Company employee via the Committee Chair (copying in the Company's Chief Executive Officer) to seek any information they require in order for the Committee to carry out its role.
- (d) The Committee may delegate any of its responsibilities to the Chair of the Committee from time to time and on such conditions as the Committee considers appropriate.
- (e) The Committee shall have the authority of the Board to secure the attendance at meetings of outside parties with relevant experience and expertise where the Committee or a Committee member deems it necessary to carry out the functions of the Committee.
- (f) Committee members are entitled to rely on the Company's executives in relation to matters within their responsibility and on external professionals in relation to matters within their area of expertise and may assume the accuracy of information provided by such persons, so long as a Committee member is not aware of any reasonable grounds upon which such reliance or assumption may be inappropriate.

5. Procedures

- (a) The Committee will meet at least six times a year and as it deems necessary to properly fulfil its obligations and discharge its responsibilities. Directors who are not members of the Committee may attend any meetings of the Committee as is appropriate.

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- (b) The Committee may invite additional members of management to attend their meetings as they consider appropriate and to provide appropriate information and explanations.
- (c) The Chair may convene meetings of the Committee at which only members shall attend.
- (d) The Committee may in carrying out its responsibilities and duties obtain external advice subject to prior notification to the Chair of the Board.
- (e) The Committee shall ensure that minutes of its meetings are kept and provided to the Board in a timely manner.
- (f) The dates, times and venues of each meeting of the Committee will be notified to all members and invited persons as far in advance as possible. The agenda and supporting papers shall also be sent to members as far in advance as possible – generally at least three business days prior to each meeting.
- (g) The Committee will be governed by the provisions of the Company's Constitution that govern meetings of directors, in so far as they are applicable.
- (h) The Chair of the Committee will report back to the Board on the Committee's recommendations at the Board meeting following the Committee meeting.

6. Reviews

- (a) The Board will review this Charter annually.
- (b) The Committee annually reviews its personnel, performance and operations.

7. Publication

This Resident Experience & Care Committee charter is available on the Company's website, www.metlifecare.co.nz.