



Knightsbridge

**NAPOLEON PRODUCTS LTD.**

**CONFIDENTIAL POSITION SPECIFICATION**

**Member of the Advisory Board of Directors**

**January 2020**

## CONFIDENTIAL POSITION SPECIFICATION

<b>COMPANY</b>	Napoleon Products
<b>POSITION</b>	Member of the Advisory Board of Directors
<b>LOCATION</b>	Barrie, Ontario, Canada

### Organization Overview

It all began in 1976 when a small steel fabrication business launched by Wolfgang Schroeter started manufacturing steel railings in Barrie Ontario, Canada. At that time, no one could imagine the incredible future that lay ahead for Wolf Steel Ltd. Since the first wood stove rolled off the production line over 40 years ago, Wolf Steel's commitment was to be distinctive and successful in everything they do. By 1981 the name "Napoleon" was born and with it, the first single glass door with Pyroceram high temperature ceramic glass – a first in the industry.

Napoleon® today is an ISO9001 - 2015 registered company and operates with 2.0 million square feet of manufacturing space and over 1,600 dedicated associates. Corporate Headquarters are in Barrie, Ontario where the company recently completed its 260,000 square foot logistics center.

With its head office and 4 manufacturing facilities (3 in Barrie, 1 in Mississauga) housing over 950 manufacturing/operations associates, Wolf Steel has made a strong commitment to Canada. Additionally, the company has invested in manufacturing assets in the United States (Crittenden, Kentucky) and in China, has grown its presence in Europe, and boasts an additional 150, 350 and 50 associates, respectively, in those three strategic locations. Five distribution centres have been strategically set up in Barrie, Montreal, Kentucky, China and Europe. With a capability to operate its plants at a 24/5 level, Napoleon has the capacity to meet forecasted demand for the next several years

The company has a dealer and distributor network throughout North America, Europe and Asia and is North America's largest privately-owned manufacturer of quality heating and cooling products, wood and gas fireplaces (inserts and stoves), and gourmet gas and charcoal grills. It is a fast-paced, growing company that, together with a very solid balance sheet, is recognized in the industry for quality, innovation, performance and design.

Wolf Steel is organized into three distinct divisions, Grills; Hearth Products; and, HVAC Products. Napoleon has always been viewed by the industry as a dynamic brand and is well positioned for future market share growth. The company, a key innovator with a broad offering of products and accessories, is responsible for setting and influencing many of the consumer trends in its product categories. In Canada the company has significant market share with an objective of further building its brand and expanding and enhancing its dealer network. Outside of Canada the company has developed a multi-channel strategy encompassing a solid mix of relationships with key distributors and dealers. With a very strong reputation and comprehensive product line, Napoleon is well positioned to deliver on its aggressive global growth projections of doubling revenues by 2024. Its 'work hard, play hard' culture has instilled a strong sense of team to complement an ingrained loyalty and pride across the organization. Aligned with the corporate vision of 'creating memorable experiences', the senior leadership team is committed to maintaining a focus on quality, emphasizing efficiency and productivity, and building an exceptional product. For more information on the company, visit [www.napoleon.com](http://www.napoleon.com).

## **Position Responsibilities**

Members of the Advisory Board of Directors have the duty to counsel the management of the business and affairs of Napoleon Products Ltd. In pursuing the best interests of Napoleon, the Advisory Board considers, among other things, the company's customers, employees (known as Associates), suppliers, and the communities and environment where it does business, recognizing that all are essential to a successful business.

In June of 2018, Wolfgang and Ingrid Schroeter passed the reins of their business to their sons, Chris and Stephen Schroeter. Moving up to the Advisory Board and becoming "Founders" they have done an excellent job of transitioning this business to the second generation. In 2019, two additional accomplished business professionals joined the Advisory Board.

The Advisory Board is tasked with providing sage counsel to senior management, generally through the President, to pursue the best interests of the organization. In fulfilling its mandate, the Advisory Board, among other matters, is responsible for:

- Reviewing, at the beginning of each fiscal year, the business plan and financial goals of the corporation as well as longer term strategic plans prepared and elaborated by management and, throughout the year, monitoring the achievement of the objectives that have been set;
- Ensuring the owners are properly informed on a timely basis, of all-important issues and developments involving the organization and its business environment;
- Ensuring the implementation of appropriate systems or plans to manage the important issues and developments involving the company;
- Providing valuable input in helping the owners develop the corporation's strategic direction; and,
- Monitoring key executive performance and business results.

## **Experience & Qualifications**

- **Industry Background and Experience:** The preferred candidate is currently or was recently a successful Chief Executive Officer, Chief Operating Officer, Group/Division General Manager, or other senior executive within a privately owned and operated organization;  
  
Ideally, this individual will have experience growing consumer product companies that follow a multi-channel go-to-market strategy involving distributors, dealers retailers and on-line resources servicing consumers globally. A deep knowledge base of the US market and an understanding of its distinct regions and buying behaviours would be ideal experience for this new Advisory Board member to bring to the company.
- **Strategic Priorities:** Preferably, this new Board member will offer practical experience in navigating the following key priorities that Napoleon will face over the next 3 – 5 years:
  - overcome scaling challenges as the organization approaches \$1B in global revenues and encourage the owners and the President to ensure key leadership talent is developed and attracted to the organization;
  - further develop a global supply chain;
  - further position Napoleon as a great brand company; and,
  - continue to pursue a comprehensive US big-box retailer channel.

- Residency: This individual should be a North American resident;
- Global/Geographical Focus: The successful candidate should also have international experience, ideally having managed a global business;
- Strategic Transactions: This individual should ideally possess experience in successfully managing growth through mergers and acquisitions;
- Operations Management: The ideal candidate will understand world-class operations with a strong cost orientation and an appreciation for supplier relationships and customer service excellence;
- Commercial Credibility: The preferred candidate will have a broad understanding of the sales & marketing and customer experience functions;
- Other Business Experience: Candidates could also have gained experience in several of the following areas: finance; compensation/human resources; legal.

### **Personal Characteristics**

The desired personal attributes of individual Advisory Board Directors are as follows:

- This person will have a level of independence regarding Napoleon's businesses and will not represent a conflict as a competitor, supplier, or customer influence.
- This person will be a highly participative Director and will present contemporary and new ideas in a supportive and thoughtful manner.
- S/he would benefit from experience collaborating with family-led organizations. Ideally, they will offer an approach that strikes a balance between dynamism and diplomacy.
- This person will be available to attend all Board meetings, in person or, alternatively, via teleconference.
- The successful candidate must have an uncompromised record that exhibits the strongest personal and professional ethics and values. This includes a commitment to the company's values of transparency and integrity in dealings with customers and business partners, health and safety, competitive advantage through superior performance, and open communication with its owners.
- This Director will share a mutual commitment to serving Napoleon's customers, its employees, its owners, and the communities where it conducts business.

### **Board Meetings**

All Board meetings are typically held in the vicinity of Barrie, generally starting on a weekday and running from 1:00PM EST to 6:00PM EST, followed by a Board dinner. Factoring in travel time of 5 – 10 hours per meeting plus preparation time, an Advisory Board member should expect to spend a minimum of 30 hours, or 3 'long days' per year in fulfilling their commitment.

2020 Board meetings have been scheduled for: January, May, and September.

Advisory Board members will be remunerated at an annual amount of \$25,000 plus reimbursement of related expenses.

**Applicants:** only those who look qualified will be contacted.

### **Contact Information**

If you have any questions regarding this outstanding opportunity to advise a high-growth, Canadian-based global market leader, please contact:

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