

9 February 2018

BY: Iwi Panui

Tena koutou,

Breach of the Ngāti Pāhauwera Development Trust Deed, Governance Policies and Protocols.

This is to advise that the trustees of the Ngati Pahauwera Development and Tiaki Trusts (the Trustees), after providing Richard Allen (Richard) and Ngaire Culshaw (Ngaire) further opportunity to explain their actions in regard to breaches of Ngati Pahauwera constitutional matters, have decided to maintain the resolution of 30 October 2017 which is reaffirmed as follows:

Resolution: The Board has agreed to terminate the office holding of Richard Allen and Ngaire Culshaw as Trustees of Ngati Pahauwera Development Trust and Ngati Pahauwera Tiaki Trust for breaches of the Deed of Trust, being:

- **Clause 10(c) Refusal to Act;** being the refusal to sign the director consent forms for both Ngati Pahauwera Development Trust Limited and Ngati Pahauwera Tiaki Custodial Limited amongst other things. These two companies are clause 20 holding companies for the trust assets and by not consenting to be directors are not accepting to be stewards of these assets and then not accepting the custodial responsibilities as trustees.
- **Clause 10(e) Bringing the Trust into disrepute:** both trustees have openly made comments on a Richard Allen administered facebook page, "Pahauwera Panui", that includes commentary that has not been approved by trustees and/ or reflecting the views of trustees. They have also not corrected/ clarified/ sought operational clarity but rather used issues to undermine the trust including comments targeting staff members. The information and posts to be printed as evidence.

AND in further consideration breaches in the trust Governance Policies and Protocols;

- **Section 2.3 of the Ngati Pahauwera Development Trust and Ngati Pahauwera Tiaki Trust Code of Ethics and Proper Practise;**
- **All Sections, noting that both trustees were part of reviewing the policy and acceptance in May 2017.**

Subject to Rex Adsetts agreement of confidentiality of this meeting. Agreed Rex Adsett.

Moved by Toro and seconded by Tania, Abstention Rex Adsett. All in favour

The Trustees and our lawyer met with both Ngaire and Richard and their lawyer on 27 November 2017. After considering their explanations at the meeting on 27 November 2017 and the advice of both counsel, the trustees were not convinced that Richard and Ngaire would work for the betterment of the trusts. Furthermore, that the impact of their actions of litigating trust business and decisions in a public forum as they have done on face book has brought the Trust into disrepute.

It was clear from the meeting that they do not have an understanding of the difference between Governance and Management despite being invited to participate in an induction, farm visits and governance training on a number of occasions. Further they do not understand the Management Agreement between the Trust and the Company, the Statement of Investment Policies and Objectives (SIPO) or that the budget for the commercial company has been approved by the Trust. All out of budget purchases must be approved by the Trust. While the Trust has an obligation to provide these upskilling opportunities to new Trustees both Ngaire and Richard have declined. The Trust cannot force them to participate. This of course has led them and their face book followers to believe that the Trustees are untrustworthy, conflicted, unaccountable, lacking in transparency all of which are completely misleading and untrue.

The commitment given by Richard to cease being the administrator of the Pahauwera Panui Face book page at the meeting was undermined by his non-commitment to referring questions or comments concerning the Trust, to the Trust. The explanations given was not enough to convince the Trustees that they were prepared to make changes to their current behaviour. The decision was made to remove them as trustees.

Confirmation of the election process to replace these and the other trustees up for rotation will be notified in due course.

Nga mihi o te wa.

**TORO WAAKA
CHAIRPERSON
NGATI PAHAUWERA DEVELOPMENT / TIAKI TRUSTS**