

SPECIAL GENERAL MEETING OF NGĀTI PĀHAUWERA TIAKI TRUST

VENUE: WAPAPA-A-IWI MARAE, MOHAKA

DATE & TIME: To follow the Annual General Meeting (AGM) on Saturday 5 December 2020.

INTRODUCTION

The purpose of this Information Sheet is to provide information on the recommended changes to the Ngati Pahauwera Tiaki Trust Deed. In the main the changes are minor amendments to clarify meaning of wordy clauses.

The Ngati Pahauwera Tiaki Trust was established on 27 September 2008, more than 2 years prior to the signing of Ngāti Pāhauwera’s Deed of Settlement and almost twelve 12 years ago. As such, things have changed since the time of establishment with some sections and requirements no longer necessary.

The trustees engaged Joy Scott to act as an independent facilitator for the review of the Trust Deed as required by clause 24. Joy Scott is also the Chief returning Officer as required by the Third Schedule clause 7. The final step in the review process is to hold a Special General Meeting to finalise the voting process for the proposed changes. The closing date for postal voting will be Thursday 10 September 2020 but votes can also be received at the Special General Meeting.

In contrast the Ngāti Pāhauwera Development Trust deed was reviewed in 2014.

AMENDMENTS TO TRUST DEED

Joy Scott as reviewer presented her findings at the Hui-a-Iwi held at Kahungunu Marae on 20 October 2019 and the recommendations are summarised in the table below:

Clause/Section of Trust Deed	Current Clause	Matter	Reasons/Effects
Table of Contents		Update of headings and page numbers as per all changes made to the Trust Deed;	To update the Table of Contents as a result of all amendments to the Trust Deed;
Clause 1.1 (Defined Terms: Annual Plan, Business Day, Chief Returning Officer & Trustees);	“Annual Plan” means the annual plan of the Ngāti Pāhauwera Tiaki Trust prepared in accordance with clause 5.1;	Deletion of the word “report” and replacement with “plan”.	To protect wahi tapu and other things (places of cultural significance).
	“Business Day” means any day in which registered banks are open for business in Wairoa;	Deletion of “in Wairoa”.	Opens to all banking institutions.
	“Chief Returning Officer” means the person appointed as Chief Returning Officer for the purposes of a Special Resolution in accordance with rule 7.1 of the Third Schedule;	Deletion of “rule 7” and replacement with “rule 7.1”.	More specific reference.
	“Trustees” means the Trustees appointed from time to time in accordance with the First schedule of this Trust Deed, and to act as the trustees for the time being of the Ngāti Pāhauwera Tiaki Trust, and “trustee” shall mean any one of those persons;	Deletion of “for the time being”.	Updating and currency.
Clause 2.4.3 and Clause 2.4.7 (Objects and purposes of the Ngāti Pāhauwera Tiaki Trust)	2.4.3 identify further wahi tapu to be added to those listed in the Fifth Schedule in accordance with the procedure set out in clause 19; and 2.4.7 where appropriate appoint kaitiaki pursuant to clause 19 to the wahi tapu listed in the Fifth Schedule and such other Trust Assets to be identified from time to time by the Trustees, to ensure that such Properties are protected and administered or otherwise dealt with in accordance with Ngati Pahauwera tikanga; and	Addition of “the” prior to ‘Fifth Schedule’.	Correction of grammar.

Clause/Section of Trust Deed	Current Clause	Matter	Reasons/Effects
<p>Clause 2.4.8 (Objects and purposes of the Ngāti Pāhauwera Tiaki Trust)</p>	<p>2.4.8 administer for Tiaki Trust purpose the implementation and ongoing operation of any Protocols, Statutory Acknowledgments, Deeds of Recognition, Right of Deferred Selection, Fisheries Advisory Committee, meetings with the Ministry for the Environment, and Rights of First Refusal established by any Deed of Settlement and enforce the rights and obligations contained therein on behalf of Ngati Pahauwera; and</p>	<p>Addition of “for Tiaki Trust purpose” after the word administer at the beginning of the clause.</p>	<p>To avoid acting outside of its authority and clashing with the objects and purpose of Ngāti Pāhauwera Development Trust.</p>
<p>New Clause 11.1 and Clause 11.2</p>	<p>11. In the carrying on of any business by the Ngāti Pāhauwera Tiaki Trust under this Trust Deed, and in the exercise of any power authorising the remuneration of the Trustees, no benefit, advantage or income shall be afforded to, or received, gained, achieved or derived by any Related Person where that Related Person, in his or her capacity as a Related Person, is able by virtue of that capacity in any way (whether directly or indirectly) to determine, or to materially influence the determination of the nature or amount of that benefit, advantage or income, or the circumstances in which that benefit, advantage or income is, or is to be, so afforded, received, gained, achieved or derived.</p>	<p>Keep the Section Header and insert two new sub-clauses to replace the original Clause 11 to maintain integrity within the organisation.</p> <p>11.1 No benefit or advantage shall be received by any trustee either directly or indirectly as a result of any decision where that trustee is in a position to materially affect the outcome.</p> <p>11.2 No benefit or advantage shall be received by any related person of any trustee either directly or indirectly as a result of any decision where any trustee is in a position to be influenced by such relationship.</p>	<p>For the maintenance of integrity within the organisation. More user friendly language.</p>
<p>Third Schedule (Procedure for passing Special Resolution)</p>	<p>(b) Advertised prominently in the any major metropolitan newspapers circulating in New Zealand, and in any provincial newspapers circulating in regions where the Trustees consider that a significant number of Members of Ngati Pahauwera reside.</p>	<p>Deletion of “the” any major metropolitan newspapers circulating in New Zealand;</p>	<p>Correction of grammar.</p>
<p>Fifth Schedule (Wahi Tapu to remain within power of Ngāti Pāhauwera Tiaki Trust)</p>		<p>To approve the insertion of a list of which wahi tapu are included.</p>	<p>List those wahi tapu included under the protection of the Ngāti Pāhauwera Tiaki Trust for transparency.</p>
<p>Clause and Rule references</p>		<p>Update of clause and rule numbers as per all changes made to the Trust Deed.</p>	<p>To update clause and rule numbers as a result of all amendments to the Trust Deed that have modified the numbering order of clauses and rules and the references made to them in other clauses and rules.</p>