

Te Hapū o Ngāti Wheke Incorporated

Rūnanga Meeting Sunday 10 July 2022 9am

at Rapaki Marae and on zoom

<https://ngaitahu.zoom.us/j/85644277899>

1. Karakia Timataka
2. Ngā Mate
3. Apologies
4. REPORTS
 - 4.1. Chairperson Report (page 2)
 - 4.2. TRONT Rep Report (to be tabled)
5. Confirmation of June 2022 Rūnanga Minutes (page 20)
6. General Business
7. Karakia Whakamutaka

THONW Inc Chair Report August 2022

Constitution Changes

A previously noted there has been discussion re possible constitutional changes with the aim to have those adopted prior to the AGM in September. Possible changes and rationale for these are outlined for discussion (Appendix 1 of this report). Once we have whānau feedback we will seek input from the Ngāi Tahu legal team.

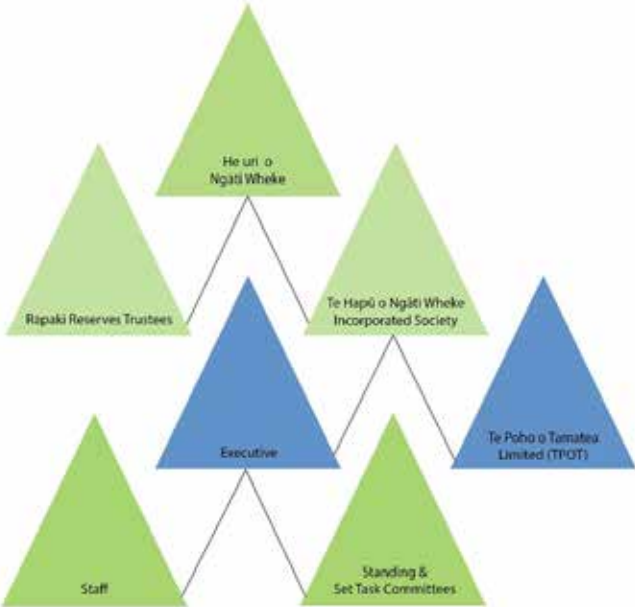
Lyttelton West School

Further to discussion at last Rūnanga meeting further due diligence has been undertaken around valuation and geotechnical matters. With strong ongoing support from the Ngāi Tahu Property team we have a clear position ahead of the date the sale goes unconditional (11 July). Many options for use of site and financing of development are available with affordable housing for whānau remaining a key focus. A verbal update will be provided at the meeting.

Governance Project Update

While there have been some good outcomes already from this project there is still significant work to be done particularly around the role of Committees however we have paused to allow time for the range of other projects currently demanding attention. work will resume next month.

Below is a recently developed chart outlining the relationship between the various entities established on behalf of all Rāpaki whānau.



Naval Point Breakwater Hui

With the redevelopment of Te Nukutai o Tapoa (Naval Point) an important hui is to be held with CCC re possible changes to the breakwater and ensuring any changes have a neutral or preferably positive effect on the Taiao and mahinga kai. This will be at 5.30pm Tuesday 26th July and will be upstairs at 18a.

SailGP

A very useful hui was held this week with SailGP, ChristchurchNZ, CCC to plan for this event March 2023. Nuk Korako is leading this.

Budget and Annual Plan

Work has commenced on the 22/23 annual plan and budget and we will work with committees on priorities so a draft plan and budget can be presented to the August Rūnanga meeting for review. In the interim whānau input is sought on any key priorities. and below is a draft list of dates for key events and other key hapū initiatives that will strengthen us as a hapū.

Key Event Dates

Whakawhanaungatanga (after AGM)
Parihaka
Waitangi Day
Sail GP
ANZAC
Matariki
Ngāi Tahu Hui a Iwi

Hapū building initiatives

Reo wānanga
Tikanga and kawa wānanga
Kāpāhaka and waiata
Kaikaranga wānanga
Rangatahi Noho
Tamariki Activities

Relationships with government organisations

Environment Canterbury are wanting to work with individual Rūnanga on their own plans and we also have a significant number of projects with CCC that need input. Some discussion will be held re how to progress these kaupapa

Piki Films Project

Piki Films came and did a readthrough of their film script and engagement has continued since then to cement the relationship. There will be 1-2 weeks of filming here in August/Sept primarily on Otamahua and possibly also at the Rāpaki School. We are working through the details of an MOU with them that includes as suggested at the last Rūnanga meeting a small share of any profit.

Film Screening

A advanced showing of the new Taonga Tuku Iho documentary directed by Jeni Leigh Walker will be held at around 1pm Sunday 10 July following the Runanga meeting.

Land Ownership Succession Clinic

As part of the project being led by Kenny Rakena this is proposed for Wednesday, 3 August 2022, 2-7pm involving MLC staff providing advice to whānau to assist them with any succession or any Māori land issues / questions they might have.

Kaumātua Flats

An update will be provided by the Rūnanga negotiating team.

Mishele Radford
Chair

TE HAPŪ O NGÄTI WHEKE CONSTITUTION

TE HAPŪ O NGĀTI WHEKE INCORPORATED RULES

1. NAME

The name of the Society shall be Te Hapū o Ngāti Wheke Incorporated (hereinafter called "the Society").

2. OBJECTS

The objects for which the Society are established and incorporated are:

- (a) To enhance the spiritual, cultural, educational, moral, social and economic well-being of the members of the Society;
- (b) To provide an administrative base for the Society;
- (c) To give Te Hapū o Ngāti Wheke a legal personality as recognised within the New Zealand legal system in a manner, which is consistent with the principles of the Treaty of Waitangi;
- (d) To protect and maintain the tino rangatiratanga of the members of the Society as it is defined by them in accordance with their own traditions and customs and which is in itself guaranteed active protection by the Crown in the Treaty of Waitangi especially in Article the Second;
- (e) To ensure effective representation of the Society on Te Rūnanga o Ngāi Tahu;
- (f) To take part in and be part of all formal and informal procedures whether at Central, Regional or Local Government level which involve the use and management of resources and the direction and control of development of any relevant region, district or area in such a way as will most effectively promote and safeguard the amenities and the health, safety, convenience and economic, cultural, social and general welfare of both the tangata whenua and other people of every part of any region, district or area which is traditionally of concern to Ngāti Wheke; and
- (g) To engage in any other lawful activity necessary for the protection and maintenance of the rights of the Society members as guaranteed by the Treaty of Waitangi.

3. POWERS

- (a) To purchase, lease or otherwise acquire real or personal property or any rights or privileges;
- (b) To borrow or raise money from time to time by the issue of debentures, bonds, mortgages or any other securities founded or based on all or part of the property and/or rights of the Society with or without security and upon such terms as to priority and otherwise as the Society shall think fit. The powers of so borrowing or raising money shall not be exercised except pursuant to a resolution of the Society passed in any General

Meeting;

- (c) To raise funds and receive grants to further the purposes of the Society;
- (d) To invest surplus funds of the Society in a prudent manner. The powers of so investing money shall not be exercised except pursuant to a resolution of the Society passed in any General Meeting;
- (e) To sell, let, mortgage or otherwise dispose of or deal with any of the property of the Society
- (f) To construct, maintain or alter any buildings or property, except for buildings on the Reserves which will require the prior consent of the Reserve Trustees;
- (g) To purchase live and dead stock and plant;
- (h) To purchase, lease, hire or otherwise dispose of any plant or equipment;
- (i) To enter into any arrangement or contract with any individual, Government Department or Corporate Body;
- (j) To employ or engage staff, advisors or other people whether members or otherwise to further the objects of the Society and to pay their wages, salaries and/or their expenses on terms suitable to the Society;
- (k) To commence, carry on promote, support, undertake and encourage all such projects, fund-raising, campaigns, clubs, organisations, matters or things of any other kind whatsoever that Society may decide as necessary or desirable for the purpose of achieving or promoting any other the objects or purposes herein specified;
- (l) To form such other Incorporated Societies, Charitable Trusts, and Private or Public Companies as may be appropriate in the pursuit of the objectives of the Society and the development and maintenance of the tino rangatiratanga of its members so long as there is a clear line of accountability to the Society contained within their governing rules;
- (m) To participate in the study of marine life, natural history, or any other matters relating to natural resources;
- (n) To pay all or any of the expense incurred in establishing and running the Society;
- (o) To do all other things that in the opinion of the Society will further its objects.

4. MEMBERSHIP

- (a) Membership of the Society is automatically bestowed upon all persons who can trace genealogical descent from the original Ngāi Tahu owners as contained in 1870 Crown grants and or the 1886 partition orders for Māori Reserve 875 Rāpaki, and/or Māori Reserve 876 Purau.

The method of identification of those owners is intrinsically linked to the 1848 Blue Book and the Ngāi Tahu Whakapapa records. Any person seeking membership to the Society under clause 4(a) may be asked to furnish (and must be able to provide) proof of eligibility by way of whakapapa to establish they descend from one of the Society 1848 “Blue Book” Kaumātua set out in Schedule 1. Members under clause 4(a) shall be “Whakapapa Members” of the Society.

- (b) Membership may be opened to spouses of legal or common law marriage to persons who can trace genealogical descent from one of the Society 1848 “Blue Book” Kaumātua referred to at clause 4(a). Such membership shall be approved by a simple majority of members present at a General Meeting of the Society without subscription. Members under clause 4(b) shall be “Honorary Members” of the Society.
- (c) Membership may be opened to such other persons as shall be nominated and approved by a simple majority of members present at a General Meeting of the Society without subscription. Members under clause 4(c) shall be “Associate Members” of the Society;
- (d) Honorary and Associate Members are eligible to vote on all matters other than those matters where by law, voting is restricted by whakapapa.
- (e) The Society will endeavor to keep a register of all current members including: each member’s name, address (postal and email), and contact phone number.
- (f) Any member may resign from the Society by giving notice of such resignation in writing and shall cease to be a member upon acceptance and minuting of such resignation by a General Meeting;
- (g) Any member who acts in a way that is harmful to the Society may be suspended or expelled by a two-thirds ($\frac{2}{3}$) majority of a General Meeting. Written notice of the proposed suspension and the reasons for it must be given to the member concerned who must also be given an opportunity to be heard at the meeting considering the suspension. Such suspension shall disqualify that person from eligibility to nominate, vote or be a member of the Society’s Executive, but such suspension from the Society will not remove a Whakapapa Members whakapapa rights, nor will it remove the Whakapapa Member’s right to nominate, be nominated for, and vote for, those elected to appoint the Te Rūnanga o Ngāi Tahu Representative and Alternate.
- (h) The Society will seek advice and assistance from the Whakapapa Unit with Te Rūnanga o Ngāi Tahu on the establishment and on-going upkeep of a register.

5. GENERAL MEETING

- (a) General Meetings of the Society will be held at least six (6) times a year

to:

- i. discuss general business;
- ii. receive reports from the ~~Officers~~Society Executive, Standing Committees and Set Task Committees as to the activities and finances of the Society or committee as appropriate;
- iii. decide on any matters affecting the Society; and
- iv. set policy to be carried out by the Society Executive and committees.

(b) The General Meetings will be open to all members-

(c) A schedule of regular monthly General Meeting dates for the forthcoming year will be set at the Annual General Meeting and posted on the notice board. The ~~Secretary~~Society Executive is to notify the Society of any change of dates by forewarning members. The Society Executive ~~Secretary~~ shall give such notice of any changed meeting at least three days in advance. Notice shall be given by all of the following:

- i. email to those members who have provided an email address to the Society for communication purposes;
- ii. on the Society's website
- iii. placing a notice on the notice board at the Society' office.

d) General Meetings may be held in person, online, or may be a combination of the two.

Commented [AS1]: With proposed removal of Secretary and Treasurer roles and replacement with generic Exec positions as outlined below reference to Officers needs to change also

Commented [AS2]: To make clear online meetings are permissible

6. SPECIAL GENERAL MEETING

(a) A Special General Meeting of the Society may be held at any time if ten (10) or more Whakapapa Members eligible to vote at a Society General Meeting sign and deliver a requisition to the Chairperson to convene a Special General Meeting. The requisition should state the business to be considered at the Special General Meeting.

(b) Upon receipt of a valid requisition, the Chairperson will promptly give at least fourteen (14) days' notice of the Special General Meeting noting the business to be considered. The notice shall be given by all the following means:

- i. email to those members who have provided an email address to the Society for communication purposes;
- ii. on the notice board at the Society's Office
- iii. on the Society's website;
- iv. by such other means as the Chairperson considers appropriate;

(c) The business to be dealt with at the Special General Meeting shall be limited to the matters stated in the requisition and notice of such meeting.

(d) To be entitled to vote at a Special General Meeting a person must be a

Whakapapa Member over 18 years of age and must have attended at least four (4) General Meetings in the 12 months preceding the Special General Meeting. This does not apply to those Whakapapa Members who are 65 years of age and over who choose to be known as kaumātua.

(e) Proxy voting shall not be permitted for any voting at a Special General Meeting.

(e)(f) Special General Meetings may be held in person, online, or may be a combination of the two.

Commented [AS3]: To make clear online meetings permissible

7. ANNUAL GENERAL MEETING

(a) The Annual General Meeting of the Society shall be held each year not more than three (3) months after the end of the financial year (30 June).

(b) The Chairperson will ensure that at least fourteen (14) days' notice of the Annual General Meeting given. The notice shall be given by all of the following means:

- i. email to those members who have provided an email address to the Society for communication purposes;
- ii. on the notice board at the Society office;
- iii. on the Society's website
- iv. by such other means as the Chairperson considers appropriate;

The business of the Annual General Meeting shall include:

- i. the presentation of the Annual Report, which shall include reports from:
 1. The Chairperson
 2. Standing Committees;
 3. Set Task Committees;
 4. any Society member representing the Society on any committee appointed under clause 8(g),
 5. the Te Rūnanga o Ngāi Tahu Representative;
- ii. the Audited Financial Accounts;
- iii. the Appointment of an Auditor;
- iv. the election of any Standing Committees;
- v. the election of the following Officers when required by these rules:
 1. Chairperson (if applicable);
 2. Two other Executive Members Secretary;
 3. Treasurer;
- vi. Setting the schedule of meeting dates for the following calendar year; and
- vii. the consideration of any other business.

Commented [AS4]: The Secretary and Treasurer roles were needed when most work was done voluntarily. These functions are now undertaken by paid staff with all of Exec responsible for ensuring the functions formerly undertaken by the Secretary and Treasurer are properly undertaken.

~~(c) (d)~~ Subject to ~~(e)~~ below, ~~I~~ to be entitled to nominate, and vote for ~~and/or be elected as Chairperson, Secretary or Treasurer or an Executive Member~~ or vote on any other matter at the Annual General Meeting, a ~~member person~~ must meet one of the following criteria:

i. be in attendance at the Annual General Meeting, must be a Whakapapa Member, over 18 years of age and must have attended at least four (4) Society Meetings (those being General Meetings, Special General Meetings and Annual General Meetings) in the 12 months preceding the Annual General Meeting.

ii. Have made a significant contribution to the Society or hapū on a Committee, as an appointed external representative, or is some other capacity. The Society Executive will issue a list of those entitled to vote for review and approval by the Rūnanga at the General Meeting preceding the Annual General Meeting.

iii. This does not apply to those ~~Be a~~ Whakapapa Members who is ~~are~~ 65 years of age and over who chooses s to be known as kaumātua.

~~(e) (d)~~ Any person may be elected as Chairperson or an Executive Member.

~~(e) (e)~~ Proxy voting shall not be permitted for any voting or elections.

~~(d) (f)~~ Annual General Meetings may be held in person, online, or a combination of the two.

8. ELECTED OFFICERS MEMBERS AND REPRESENTATIVES

(a) The Chairperson shall at all General and Executive meetings ~~take the chair and be Chairperson for such meetings~~ except where ~~for conflict of interest reasons this is not appropriate. If~~ the Chairperson is absent or is unable to chair a meeting (e.g., due to conflict of interest), in which case the Deputy Chairperson will take the Chair. Where the Chairperson and Deputy Person are not available to chair a meeting the Society Executive shall nominate the temporary Chairperson for that meeting. The Chairperson shall be elected for a term of three years subject to these rules and to continuing to fulfill the requirements of the position. A retiring Chairperson shall be eligible for re election. It would be preferable (but is not essential) for the Chairperson to have the following skills:

~~To provide leadership that demonstrates the values of the Society skills;~~

~~To promote kotahitanga amongst the Society;~~

~~To facilitate the development and implementation of strategies to encourage the growth in the capacity of Society;~~

~~To provide effective leadership and decision making;~~

Commented [AS5]: The current wording excludes SGM and previous AGM attendance for the purposes of determining eligibility to vote at AGMs

Commented [AS6]: Discussion required regarding who should be entitled to vote recognising that many whānau contribute significantly outside of Rūnanga meetings. If whānau are happy in principle with the concept there is still a challenge in terms of what constitutes a 'significant constitution'.

Commented [AS7]: This allows for the appointment of non whakapapa members if the membership sees it as appropriate giving more flexibility around choosing Exec members.

Commented [AS8]: Provision for a Deputy Chair to take responsibility when the Chair is unavailable. Recommendation from the Governance review.

Commented [AS9]: Governance Review recommendation to remove all position descriptions from the constitution as they need to be updated from time to time.

~~Knowledge of the Society, its history and future aspirations;~~

~~Ability to chair meetings effectively and communicate effectively;~~

~~(b) — The **Secretary** shall facilitate the keeping of true and accurate minutes of all meetings of the Society and shall facilitate the keeping of all records of the Society. They shall also be responsible for ensuring notice of the Annual General Meeting is given in accordance with these rules. The Secretary shall be elected for a three (3) year term subject to these rules to continuing to fulfill the requirements of the position. A retiring Secretary shall be eligible for re-election. It would be preferable (but is not essential) for the Secretary to have the following skills:~~

~~Knowledge of Society policies, processes and practices, including the Society Constitution;~~

~~Able to facilitate board minutes being kept, board documentation being prepared and board records being maintained;~~

~~Sound administration skills;~~

~~(c) — The **Treasurer** shall facilitate the keeping of all the financial records of the Society and shall be responsible to present to each General Meeting a true and accurate financial report and shall at each Annual General Meeting produce audited financial accounts. The Treasurer shall be elected for a three (3) year term subject to these rules and to continuing to fulfill the requirements of the position. A retiring Treasurer shall be eligible for re-election. It would be preferable (but is not essential) for the Chairperson to have the following skills:~~

~~Financial skills and knowledge;~~

~~Business acumen;~~

~~Able to read and understand financial statements;~~

~~Ability to prudently oversee the finances of the Society and ensure they are managed in accordance with best practice;~~

~~(d) The Chairperson and the two Executive Members shall be elected for a term of three years subject to these rules and to continuing to fulfill the requirements of the position. A retiring Chairperson shall be eligible for re-election.~~

The **Te Rūnanga o Ngāi Tahu Representative** shall ~~attend meetings of Te Rūnanga o Ngāi Tahu on behalf of the Society wherever possible and provide a written and verbal report back to the Society at General Meetings immediately following meetings of Te Rūnanga o Ngāi Tahu. The Representative shall be responsible for ensuring Society members are informed about the activities of Te Rūnanga o Ngāi Tahu and that the Society is effectively represented at Te Rūnanga o Ngāi Tahu meetings. The Representative shall be elected for a three (3) year term subject to~~

~~continuing to fulfill the requirements of the position in accordance with Te Rūnanga o Ngāi Tahu Act 1996 and Te Rūnanga o Ngāi Tahu Charter. A retiring Representative shall be eligible for re-election, be appointed in line with provisions laid down by Te Rūnanga o Ngāi Tahu and the Society from time to time. The role of the Te Rūnanga o Ngāi Tahu representative will be as laid down by Te Rūnanga o Ngāi Tahu and the Society from time to time.~~

- (e) The **Te Rūnanga o Ngāi Tahu Alternate** shall ~~be appointed in line with provisions laid down by Te Rūnanga o Ngāi Tahu and the Society from time to time. The role of the Te Rūnanga o Ngāi Tahu representative will be as laid down by Te Rūnanga o Ngāi Tahu and the Society from time to time.~~ provide support to the Te Rūnanga o Ngāi Tahu Representative and remain abreast of all the issues so that s/he can attend meetings in place of the Representative if s/he is unable to for any reason and report back to the Society. The Alternate shall be elected for a three (3) year term subject to continuing to fulfill the requirements of the position in accordance with Te Rūnanga o Ngāi Tahu Act 1996 and Te Rūnanga o Ngāi Tahu Charter. A retiring Alternate shall be eligible for re-election.
- (f) ~~If any of these positions the Chairperson or Executive Member positions becomes vacant prior to the next Annual General Meeting, a Special General Meeting will be held to elect a person to fill the position on an interim basis, with the exception of the Te Rūnanga o Ngāi Tahu Representative and Te Rūnanga o Ngāi Tahu Alternate Representative whose appointment is subject to a separate process (rule 9).~~ An interim appointment made pursuant to this clause shall be only until the next Annual General Meeting at which time there shall be an election for the vacant position.
- (g) Any **Other Representative** positions outside the Society (‘External Appointments’) can be elected by the Society at any General Meeting. The conditions of the appointment including term, reporting requirements, duties and responsibilities ~~must~~ should be agreed with the Society at the time of appointment.

9. POSTAL VOTING

- (a) The positions of Te Rūnanga o Ngāi Tahu Representative and Te Rūnanga a Ngāi Tahu Alternate Representative shall be appointed by a process consistent with the Charter of Te Rūnanga o Ngāi Tahu as required *by section 16 of 'Te Rūnanga o Ngāi Tahu Act 1996'*.
- (b) An Appointment Committee shall be elected to fill the positions of Representative and Alternate Representative. The Appointment Committee shall be responsible for administering the approved Te Hapū o Ngāti Wheke Inc Policy on Postal Voting Process for the Appointment of

Te Rūnanga o Ngāi Tahu Representative and Te Rūnanga o Ngāi Tahu Alternate Representative.

- (c) The Society Executive shall be responsible for administering the election of the Appointment Committee as required under the approved Te Hapū o Ngāti Wheke Inc Policy on Postal Voting Process for the election of the Appointment Committee.
- (d) Only Whakapapa Members are entitled to nominate, be nominated and vote for the Appointment Panel.

10. SOCIETY EXECUTIVE

- a) The ~~Officers~~ Society Executive shall have power to co-opt from time to time as required a maximum of any three (3) ~~members~~ persons to assist them in their deliberations for the benefit of the Society and the elected members ~~Officers~~ and the co-opted members together shall constitute the Society Executive. ~~The appointment of the co-opted members to the Society Executive requires confirmation by resolution at the following General Meeting.~~ Co-opted members will be appointed for a one year term, but may be appointed for additional terms by the Society Executive Officers ~~(and affirmed by a General Resolution of the Society)~~. The Society Executive Officers may end the position of a co-opted member of the Society Executive if they consider that appropriate by giving the relevant person notice in writing.
- (b) A majority of the Society Executive shall constitute a quorum at any Society Executive meeting. The Society Executive shall meet from time to time as may be necessary to conduct the business of the Society between Annual General Meetings and General Meetings.
- (c) The Society Executive shall report back to all General Meetings and the Annual General Meeting.
- (d) The Society Executive shall seek to use best practice in all its operations and activities. It is noted that the powers of the Society Executive are subject to restrictions set out in these rules, including but not limited to clauses 3(d) and 3(f).

~~(e)~~ (e)—The Society Executive may from time to time seek guidance from a kaumātua (or more than one kaumātua) to assist the Society Executive carry out its mahi.

~~(f)~~ (f) The Society Executive may from time to time set up its own sub-committee(s) to take on aspects of the governance function and will maintain up-to-date Terms of Reference for them

~~(g)~~ (g) The Society Executive will develop and obtain approval for position descriptions for all Executive roles.

~~(h) The Society Executive will by simple majority appoint any one of their number to fulfil the role of Deputy Chair. The Deputy Chair may be removed by a simple majority of the Society Executive.~~

Commented [AS10]: All recommended from Governance Review.

11. COMMITTEES

(a) The Society may form two (2) types of committees:

- i. Standing Committees; and
- ii. Set Task Committees.

(b) Standing Committees are those Committees which have an on-going task, ~~and may include: Marae Committee, Employment Committee, Education Committee, Environment Committee, Health Committee, Charitable Grants Committee, Kaumātua Committee, Rakatahi Committee and Cultural Committee; as set by the Society.~~

(c) Members of the Standing Committees will be elected at each Annual General Meeting; ~~and will be required to report regularly on progress to the Society Executive and to the General Meetings of the Society;~~

~~(d) If any position becomes vacant on a Standing Committee prior to the next Annual General Meeting an interim election can take place at the next General Meeting to fill the position;~~

(e) Set Task Committees are those committees formed by the Society to undertake a specific task within a specified time frame;

(f) Set Task Committees can be elected at any General Meeting and will be required to report regularly on progress ~~to the Society Executive and to~~ the General Meetings of the Society;

~~(g) Roles and functions of all Committees will be set out in Terms of Reference that are approved by the Society Executive and provided to Rūnanga General Meeting for input.~~

~~(g)~~(h) All committees may co-opt up to ~~five~~three people, who may or may not be members of the Society to assist the committee in its work. The committee may end the position of a co-opted member of the committee if they consider that appropriate by giving the relevant person notice in writing; and

(h) Society members may attend all committee meetings.

Commented [AS11]: A number of changes proposed to the section on Committees to ensure all Committees have clear roles and clear lines of accountability

12. THE RUNNING OF SOCIETY MEETINGS

The quorum for all Society meetings will be ten (10) Whakapapa Members;

(a) All meetings will be convened by the Chairperson or the Deputy Chairperson or in ~~the~~his/her absence by someone else appointed by the

Society Executive; (except where for conflict of interest reasons this is not appropriate).

- (b) Decision making at all meetings of the Society will be by consensus but failing a consensus decisions will be made by simple majority vote of the members present who are entitled to vote; and
- (c) Voting at all Annual, Special General and General Meetings of the Society shall be by voices or show of hands except that any five (5) persons shall be entitled to call for a poll in which case voting shall be by secret ballot. [Acceptance of such a request will be at the discretion of the Chairperson]. In the event of an equality of votes the Chairperson shall not have a casting vote and the motion will be lost.
- (d) All members have speaking rights at all meetings;
- (e) All members over 18 years old will have voting rights at General Meetings except where these rules say otherwise;
- (f) Voting at the Annual General Meeting and at a Special General Meeting will be as set out in these rules.

13. CONTROL OF FUNDS

- (a) The Society may establish a Charitable Limited Liability Company, which shall have financial responsibilities that will benefit the Society and the wider community for the advancement of education, employment, health, recreation and social welfare.
- (b) All funds received by the Society shall be properly receipted, recorded and paid into its bank account(s).
- (c) The surplus funds of the Society shall be invested from time to time by resolution of the Society Executive upon such terms as they shall think fit subject to a resolution being passed approving such investment at any General Meeting;
- (d) The Society shall have appropriate financial policies and controls in place to ensure the funds of the Society are properly and prudently managed. These policies will include:
 - i. Effective controls of who can authorise payments on behalf of the Society;
 - ii. The process for approving payments on behalf of the Society;

~~These policies must be approved by the Society at a General Meeting.~~
- (e) The ~~Treasurer~~ Society Executive will present a financial report at every General Meeting in a form agreed by members at a General Meeting from time to time, and will have available a list showing all payments and withdrawals (excluding only payments which cannot be disclosed for legal reasons). A special emphasis will be made on accountability for funds

received for special projects ensuring cash is available for the completion of those projects.

- (f) The income and property of the Society is to be applied solely to further the aims of the Society. No income, or property is to be paid or transferred directly or indirectly to any members. This will not prevent payment of reasonable remuneration or expenses to any Officer or employee of the Society or to any members for any services performed by them for the Society,
- (g) A member may charge a reasonable amount for any services carried out by him or her where the Society would have had to pay for that service if it was carried out by somebody who was not a member.

14. COMMON SEAL

The Common Seal of the Society shall be held by the Secretary and will be used only when authorised by a resolution of the Society. When the Seal is used it will be signed by the Chairperson and the Secretary.

15. ALTERATIONS AND ADDITIONS TO THE RULES

These rules may be amended altered added to or rescinded by a simple majority of members present who are entitled to vote at the Annual General Meeting or a Special General Meeting of the Society of which at least 14 days' notice shall have been given as outlined in clauses 6 and 7 of these Rules. No alterations, additions or cancellations will be made to these rules that are in conflict with the aims of the Society.

16. MEDIATION AND ARBITRATION

Any dispute arising out of, or relating to, these Rules may be referred to mediation, a no-binding dispute process in which an independent mediator facilitates negotiation between parties. Mediation may be initiated by either party in writing to the other party, and identifying the dispute, which is being suggested for mediation. A mediator would be any suitable person with an understanding of tikanga.

17. WINDING UP

- (a) The Society may be voluntarily wound up in accordance with the provisions of s.24 of the Incorporated Societies Act 1908
- (b) On the winding up of Te Hapū o Ngāti Wheke Incorporated the residual assets after payment of all proven debts shall not be paid to or distributed among the members of the Incorporated Society but shall be vested in a Body representing Te Hapū of Ngāti Wheke that offers tribal independence and ownership for the assets of the Society, or if no such body exists or in the case of irreconcilable dispute then in Te Rūnanga o

Ngāi Tahu as Trustees for the benefit of the Hapū, or its legal successor until such time as the Hapū establishes its own Body or determines an appropriate purpose toward which it can be applied.

18. DEFINITIONS

In these rules;

~~“Officers” means the Chairperson, Treasurer, Secretary, Te Rūnanga o Ngāi Tahu Representative and Alternate Te Rūnanga o Ngāi Tahu Representative and “Officer” means any one of them.~~

SCHEDULE 1 – SOCIETY 1848 “BLUE BOOK” KAUMĀTUA

Kaumātua Name	Kaumātua Number
Ana Pātiki	8
Aperahama Koreke	16
Harete Toko	51
Hemi Putakiore	674
Hinepakia	599
Hirini Taoraki	92
Hoani Timaru	102
Horopapera Momo	1341
Inehaka (Mumuhako)	137
Irihapeti Mokiho	141
Katohau Pirimona	176
Keita Waitere	185
Kura Te Wera	217
Maaka Wharepirau	785
Mata Pi	239
Matana Piki	809
Meihana Te Awha	811
Mokiho	861
Natanahira Waruwarutu	831
Ngamianga	288
Oriwia Rakuraku	835
Oriwia Tinako	292
Paratene Whiti	1333
Peneta	322
Piharo Riwai	1340
Pikimauka	335
Pirimona Mukeke	856
Pita Mutu	347

Pitima Karatiti	349
Rakuraku (Mohi Rakuraku)	382
Ramari Manahi (Mohi)	383
Ratima Wararuhe (Waruhe)	1321
Reihana Tau	887
Reihana Te Muru	396
Rewi (Rewi Te Kauamo) (Rewi Koruarua)	399
Ripini Waipapa	414
Tahana Hapaikete	916
Tautakihina	468
Te Wera	989
Teera Paipeta	474
Teira Timua	476
Teoti Paipeta	486
Toria Mokiho	522
Tukaha (Iharaira Tukaha)	530
Waitere Te Upoko	981
Wakena Kokorau	550
Watene Whakauira	557
Wera Mokiho	990

Te Hapū o Ngāti Wheke Incorporated
Rūnanga Meeting Minutes
Sunday 19 June 2022

Karakia Timataka: Māui Stuart

Ngā Mate: Pat Hutana, Karen Morgan, Peter Wakefield, Gavin Couch, Aroha Reriti-Crofts

Present: Karen Timihou, Mishele Radford, Gail Gordon, Paula Hutana Ata Leffey Isaac Fahey Dave Banks, Makere Fahey, Māui Stuart, Roy Tikao, Manaia Rehu, Jimmy McGregor, Nuk Korako, Elaine Dell, Herewini Banks, Reihana Parata, Manawanui Parata, Waikura McGregor, Maria Korako-, Tait, Cushla Dwyer, Amber Moke, Wene Hepi

Apologies: Pani Zaitsev, Ripeka Paraone, Ashley Warnes, Flo McGregor, Catherine Stuart, Lynette Cotterill, Dean Couch, Lynne Veal.

Chairperson Report

Appointments Committee

Discussion regarding process of change and whether they should be adopted.

Noted the updated roles and committee terms of reference have come from Te Rūnanga.

Noted previous appointment panel was: Kopa June Ripeka Herena Catherine.

Recommendation: That the updated position descriptions for the TRONT Rep and Alternate Carried with 2 abstentions and 2 against.

Recommendation: That the terms of Reference for the Appointments Committee. Carried

Lyttelton West School

Gail gave an overview of the Lyttelton West school opportunity for a potential development opportunity, the funding from Haea Te Awa, and the need to commit funds to the project to be able to purchase the land. Noted valuations and Geotech report will be received and a decision on purchasing the Church Property Trustees owned sections (the lower 2000 sq metres) will be required 11 July.

Discussion:

Looking for mandate to complete due diligence? Yes

Gail noted seeking approval to purchase

If the Geotech report says the ground is unstable

Noted need for forecasting work over next two weeks.

Noted there are many options for development of the site including Kāinga Ora, NT Property development. Could have a mix of social, shared equity and other housing. Could also have hauora hub.

Resolution approved: That the Rūnanga agree in principle to purchase the Lyttelton West School site subject to appropriate reports.

Proposed Steadfast Track

CCC Regional Parks team have developed a concept design for a walking track up the valley behind Motukauatirahi/ Cass Bay to Summit Road. Whānau to do a walkover of the site of proposed track to ascertain any issues. Anyone interested in being involved to notify the Office.

Papa Kainga Development

Kāinga Ora would like to come and talk with us sometime in the next month around whānau/hapū aspirations re papakainga housing, initiatives to support whānau, now and in the future. A date will be confirmed shortly.

Gondola Timetunnel

Nuk gave an overview of what had happened with the Gondola Time tunnel over the past couple of years and outlined how he had worked with the owners to upgrade the narrative. Noted that unfortunately the owners have not yet upgraded the narrative/voiceover or addressed the other shortcomings with the Timetunnel. The owners agreed to the Exec request to close the Timetunnel

until the situation is rectified.

Mishele confirmed Exec hope to meet with owners in the near future to make clear our expectations for the future.

Ngā Rūnanga engagement

Mishele noted work ongoing with other Rūnanga on a range of initiatives

Other policies updated by Exec

Mishele noted other policies passed by Exec: Complaints Policy and Financial Policies.

Rūnanga Hui Attendance

Noted zoom hui to continue and those on the zoom need to make themselves known and visible.

Chair Report accepted.

TRONT Rep Report

Gail overviewed the report.

It was noted that the Rūnanga has no other commercial opportunities identified as yet.

Noted \$5m cap for each Rūnanga that must be repaid before further funds can be accessed.

Nuk suggested need to look at infrastructure investment here. Haea te Awa and other agencies could support this.

Manaia noted some Rūnanga already have lots of plans and they may access lots of the money.

Gail noted the cap means the funds should be fairly allocated.

Nuk suggested the charitable company should perhaps be doing more due diligence on projects.

Query: Are Rūnanga remunerating Execs and other office holders? Some do honorariums and some do meeting fees.

TRONT Reps have agree to a payrise.

Have not raised the Pūtea Whakamahi other than % to account for inflation. This is partly because Haea te Awa funding has increased.

Funding for Exec and Committees for their mahi should be considered.

Wene advised keen to support paying those doing the mahi including all the portfolios. Shouldn't be running like TRONT. Clash between law and lore. Need to see an organisational diagram.

Noted looking at roles and payment as part of governance review.

Financial Report

Noted likely to break even for the year in terms of operating expenditure.

Manaia requested a list of new grants in each month report.

Noted working to make accounts more user-friendly

Discussion re fibre. Noted Enable may be able to provide quote. May be able to enable houses to connect as well. Starlink could be another option. Need to chase it politically to get action.

Financial Report accepted: Manaia/Gail

Approval of Previous Minutes

Māui queried the note regarding the church committee report and noted his report had been submitted when required. Amendment made to minutes accordingly and minutes approved.

General Business

Sail GP

Need to have our own base at Naval Point so we can have a presence at the event.

Want to have confirmation for continuation of a smaller committee

Challenge previously was too much work.

Agreed: that Sail GP Set Task Committee mandated to carry on and reduce size.

Tangi

Manaia queried how it went at recent tangi. Mishele noted it went well, that no mandate was required but that safe practices were encouraged and that there was whānau lead person in place.

Kaimahi for Nature

Query regarding the structure and benefit to Rūnanga. Noted it is improving the environment through planting pest species and predator control, providing employment and that the Rūnanga is contracting Living Springs and CVNZ to run the work teams.

Request made for more commns around events so people know what is going on.

Noted Kaimahi for Nature also contributes to meeting Rūnanga running costs.

3 Waters

Gail overviewed the work TRONT is doing with local councils around this.

Noted:

- Much of the infrastructure needs replacement
- anti Māori sentiment is widespread
- relationship with CCC is not particularly good and CCC are opposing the reforms

Wene noted local government are fighting for their democratic rights on it and that we need to assert our rights.

Māori Health Authority

Comes into being 1 July.

Noted Manawhenua ki Waitaha will cease to be. Some of those members will have a role in the new structure. Noted Waikura is involved representing the Rūnanga.

Kaumātua Flats

A report from the Set Task Committee was tabled and read out as outlined here.

Pani, Ripeka and I are just wanting to update the rūnanga members as to our position as the mandated team to address the property, 2 Rapaki Drive and the Kaumatua flats, after having received the legal opinion from Buckett Law.

We wish to make the Runanga aware of the following:

- 1. Before there can be any further development of the property, the issue of ownership, trusteeship and beneficiaries needs to be resolved.*
- 2. Te Rūnanga o Rāpaki Trust was established in 1990 and is the registered legal owner of the property, 2 Rāpaki Drive, Rāpaki. (Registered title CB475/265)*
- 3. The beneficiaries are the members of Te Rūnanga o Rāpaki/Te Hapū o Ngāti Wheke Rūnanga.*
- 4. It was noted there has been various purported attempts to alter the trust deed (specifically establishment purpose, title and class of beneficiaries) and make claim to the property which appear to be invalid or voidable.*
- 5. That is because clause 15 of the originating settlement makes it clear that there can be no alterations to clause 2 of the trust deed which sets out the purposes. Contrary to that opinion, trustees appear to have purported to change the name of the trust from Te Rūnanga o Rāpaki Trust to Te Mahi Korowai Trust, in the context of making alterations to clause 2 purposes in a way that materially changes who the trusts beneficiaries are and materially detracts from the original settlement.*

6. Questions arise as to whether the trustees in making those alterations have acted ultra vires their fiduciary responsibilities to the beneficiaries of the original trust
7. We, in our earlier discussions, had a bottom line condition and that is the land and the flats be returned to the rūnanga, this is non negotiable. Our preference is to resolve this through discussion and agreement; however, in the absence of an inter parties resolution, proceedings will be issued in the high court for directions and other appropriate orders including an application for the removal of the current trustees and subsequent appointment of new trustees.
8. Barbara, (our lawyer), on the 7th June 2022 had requested various documentation from their lawyer (Young Hunter Lawyers). We have yet to receive a reply. Should we receive nil response by 24th June 2022, we will proceed with high court action.
9. We wish to advise the Rūnanga members that should we end up in the high court and be successful, we will instruct Barbara to seek court costs from Te Mahi Korowhai Trust or its trustees personally.

Ashley Warnes

On behalf of the Rūnanga Kaumātua Flats Set Task Committee

Church

Māui gave an update from the Church Committee. Noted bell got stolen. Insurance? History of the bell?

Discussion regarding where the other bell (from the Rāpaki ship) should go. Kahui to determine where wharekai bell should go.

Question as to whether more security cameras needed.

Action: Māui to source new bell.

Unmarked graves; need some guidance around process for putting crosses up. Kahui Kaumātua or Trustees to confirm.

Need to think about process and relationship between church committee, trustees and Rūnanga
Do we still need a church committee? Elaine suggested that we have kahui kaumātua, cultural committee and reserve trustees so maybe not needed.

Should the Rūnanga be mandating the Church committee or the trustees?

Resolution approved: Church Sesquicentennial Set Task Committee closed.

Noted there is a church committee that was mandated last AGM.

Noted there is a trustee rep on the Church Committee.

Road Safety

Jimmy McGregor noted the need for a mirror at top of Omaru Road to assist with view towards Governors Bay. Noted need for barriers in various locations around Rāpaki.

Action: Office to follow up with CCC re barriers and mirrors.

Kaumātua Lunch

Elaine noted a great day out was had with lunch at the Richmond Club. Thanks to Lynne, Paula, Waikura and Lynette.

Matariki

Looking at trip to the movies and also a dinner and quiz.

Put another call out for final numbers by Tuesday for Friday event and will defer/cancel unless there is strong interest.

Karakia Whakamutuka: Māui Stuart