

PĀNUI

Ngā uri o Ngāti Ranginui

Tēnā koe

This pānui provides notice of, and information relating to, Ngā Hapū o Ngāti Ranginui Settlement Trust's (the **Trust**):

1. Outcome of the 2017 Nomination Process;
2. Election of a Primary Trustee from the hapū of Pirirākau;
3. Nomination of an Alternate Trustee from the hapū of Pirirākau and a Primary and Alternate Trustee from the hapū of Ngāti Ruahine;
4. Special General Meeting to vote on a Special Resolution to approve an amendment to the Deed of Trust; and
5. Annual General Meeting.

1. Outcome of the 2017 Nomination Process

In mid-July the Trust called for nominations for one Primary and one Alternate Trustee from the hapū of Ngāti Hangarau, Ngāti Ruahine, Pirirākau and Wairoa (which includes Ngāti Kahu, Ngāti Rangi and Ngāti Pango). At the closing of nominations (4:30pm on Tuesday, 8 August 2017), the following eligible nominations were received:

<u>Ngāti Hangarau:</u>	<ul style="list-style-type: none">• Primary Trustee - Kimiora Rawiri• Alternate Trustee - Tataiarangi (Tatai) Allen
<u>Ngāti Ruahine:</u>	<ul style="list-style-type: none">• Primary Trustee• Alternate Trustee
<u>Pirirākau:</u>	<ul style="list-style-type: none">• Primary Trustee - Carlton Bidois- Heywood Kuka• Alternate Trustee
<u>Wairoa:</u>	<ul style="list-style-type: none">• Primary Trustee - Sylvia Willison• Alternate Trustee - Phillip Hikairo

Subject to the outcome of required background checks confirming the nominees comply with the Trust's eligibility criteria, the Primary and Alternate Trustee nominees from the hapū of Ngāti Hangarau and Wairoa will be confirmed.

The Trust will carry out the following processes:

- (a) An election process for the Primary Trustee position from the hapū of Pirirākau;
Note: In accordance with paragraphs 7.4 and 7.5 of the Second Schedule (Elections of Trustees) of the Deed of Trust, only Adult Members recorded on the Ngā Hapū o Ngāti Ranginui Register (the **Tribal Register**) affiliated to the hapū of Pirirākau at the date upon which nominations closed (i.e. 4:30pm, 8 August 2017) are eligible to vote.
- (b) A nomination process for an Alternate Trustee from the hapū of Pirirākau; and
- (c) A nomination process for a Primary and Alternate Trustee from the hapū of Ngāti Ruahine.

2. Election of a Primary Trustee from the hapū of Pirirākau

As indicated above, there will be an election for the Primary Trustee from the hapū of Pirirākau.

The two nominees are: Carlton Bidois and Heywood Kuka. The nominees' profiles, submitted by the candidates, are attached (refer **Attachment 1**).

A voting form has been sent to Adult Members, recorded on the Tribal Register with a valid email or postal address, affiliated to the hapū of Pirirākau at the date upon which nominations closed (i.e. 4:30pm, 8 August 2017). Eligible members can vote by delivering your voting form to the Chief Returning Officer by Email, Post or Wāhi Pōti at the details noted on the voting form.

The closing date for voting via:

- Email or Post is 4pm, Wednesday 11 October 2017; or
- Delivery to the Chief Returning Officer's nominee Ingham Mora (Reception), Level 2 Realty House, 60 Durham Street, Tauranga by 4pm, Wednesday 11 October 2017.

Please ensure your voting form is received by the Chief Returning Officer by this date otherwise your vote may not be counted.

3. Nomination of an Alternate Trustee from the hapū of Pirirākau and a Primary and Alternate Trustee from the hapū of Ngāti Ruahine

As indicated above, no nominations for the Alternate Trustee position from the hapū of Pirirākau and a Primary and Alternate Trustee from the hapū of Ngāti Ruahine were received when the initial nomination process closed at 4:30pm on Tuesday, 8 August 2017. Therefore the Trust is, again, seeking nominations for these positions.

Notification of this nomination process is attached (refer [Attachment 2](#)).

4. Special General Meeting to vote on a Special Resolution to approve an amendment to the Deed of Trust

The Trust will be holding a Special General Meeting (SGM) on Saturday, 14 October 2017 at Paparua Marae (6 Paparua Rd, Te Puna, Tauranga), commencing at 9:30am. Registration will open at 9am. The purpose of the SGM is to consider:

- (a) A Special Resolution to approve an amendment to clause 10.3 of the Deed of Trust relating to Ngā Hapū o Ngāti Ranginui Settlement Trust (as set out below); and
- (b) Voting results for that Special Resolution.

Special Resolution

The Trust seeks the approval of Adult Registered Members to amend the Deed of Trust relating to Ngā Hapū o Ngāti Ranginui Settlement Trust as follows:

• *Current Provision*

10.3 Appointment of auditor:

The auditor shall be appointed by the Trust prior to the end of the Income Year to which the audit relates and, where possible, the fee of the auditor shall also be fixed at that time. No Trustee or employee of the Trust (including any firm of which such a person is a member or employee) may be appointed as the auditor. For the avoidance of doubt, the Trust's accountant shall not be appointed as the auditor. [Emphasis added]

• *Proposed Amendment*

Amend to: **10.3 Appointment of auditor:**

The auditor shall be appointed by the Trust prior to the end of the Income Year to which the audit relates and, where possible, the fee of the auditor shall also be fixed at that time. No Trustee or employee of the Trust (including any firm of which such a person is a member or employee) may be appointed as the auditor. For the avoidance of doubt, on the proviso that appropriate internal processes and controls are applied to ensure that the accounting and auditing services are segregated, the Trust may engage auditor and financial administration or accountant services from the same firm/company.

That is: Replace the last sentence of Para. 10.3 (noted above and underlined for effect), with "For the avoidance of doubt, on the proviso that appropriate internal processes and controls are applied to ensure that the accounting and auditing services are segregated, the Trust may engage auditor and financial administration or accountant services from the same firm/company." [Emphasis added]

• *Reason for the proposed amendment and its effect*

Approval of the Proposed Amendment (noted above) will result in a cost saving of \$17,474.25 incl. GST per annum.

• *Associated information*

Strategic Process:

The Settlement Trust regularly reviews the Trust Deed to see if we can gain efficiencies and/or cost savings in any process. The change in the Trust Deed is not to allow the Accountant to become the Auditor. At the AGM we will propose a resolution, confirming the Trust's decision, that Richard Dey (Auditor) and Ingham Mora be retained as the auditor for the current financial year. Richard or anyone within his team will not provide Accountancy Services to the Ranginui Settlement Trust. Ingham Mora is a large reputable accountancy firm within Tauranga and their website details for any further information about the firm are <http://www.inghammora.co.nz/> This is not a small firm. The Trust acknowledges

that an auditor should not review accountancy work that they have completed as there is a distinct segregation of roles and responsibilities in the functions.

Amendment to the Trust Deed:

The Settlement Trust has robust processes for reviewing and monitoring existing service providers and the appointment of new service providers. We have reviewed our current Accountancy Service Provider and realised that the costs we were paying were not commercial, processes were not up to date with readily accepted accountancy norms e.g. Xero, errors in reporting end of year financials (which were picked up in Audit) and our key person who looked after our account was leaving the organisation. This was an unacceptable risk to the Trust and as part of our Governance processes we looked to mitigate the risk without any consequence to operational functions or to beneficiaries.

Due Diligence:

We conducted a review of different accountancy service providers to see who could provide excellent services at a reasonable cost as well as implement new technologies. Part of our review looked at Accountancy Services from Ingham Mora. We were aware that our Trust Deed needed to be changed if we selected Ingham Mora as our Accountant. We considered the strategic opportunities as well as any downside risk (if any). A key part for the Settlement Trust to manage was the independence and segregation of the Accountancy and Audit functions. We sought a comfort letter and received the following:

- *The audit division are located on a separate floor from the Accountancy team. There is no reason for the audit team to ever spend time near our desks.*
- *Further, I expect that virtually all of our work for the Trust would be done 'online' (with a password access required) so there would not be paper files lying around that could cause an independence issue if someone was walking around the office.*
- *The online environment (Xero) would not be shared with the audit team. Without an invite and a password into the Xero file they would have no access or visibility into the Trust's information.*
- *None of the Trust's financial information would be held on Ingham Mora network drives that Audit has access to (as it would all be online).*
- *During the audit process the auditors would make a written request for information to us and we would provide them what they ask for in the same manner as if we were providing it to an auditor from another company. If they need any management judgement or decisions on an issue we may facilitate this with the board, however we will remain separate from any decision making.*
- *In day to day activities the Accountancy Team and Partner have little cause for interaction with the audit division given the separate physical location of the audit team in the office and the fact that most of the time the auditors are offsite at clients locations while we are in the office.*

As you can see from the above, the Accountant is not the Auditor and, in fact, they are different divisions who do not have much to do with each other. There were also other commercial aspects that were considered.

In order for the Special Resolution to be passed, it must receive the approval of not less than 75% of Adult Registered Members who validly cast a vote in favour of the Special Resolution.

A voting form has been sent to all Adult Members, recorded on the Tribal Register with a valid email or postal address, at the date upon which voting closes (i.e. 14 October 2017).

Eligible members can vote at the SGM by delivering your voting form to the Chief Returning Officer at the meeting. If you are unable to be present at the SGM please deliver your voting form to the Chief Returning Officer by Email or Post at the details noted on the voting form.

The closing date for voting via:

- Email or Post is 4pm Wednesday 11 October 2017; or
- Delivery to the Chief Returning Officer at the SGM by 9:30am, 14 October 2017.

Please ensure your voting form is received by the Chief Returning Officer by this date otherwise your vote may not be counted.

5. Annual General Meeting

At the conclusion of the SGM the Trust will be holding an Annual General Meeting (AGM) on Saturday, 14 October 2017 at Paparoa Marae (6 Paparoa Rd, Te Puna, Tauranga). The purpose of the AGM is to consider:

- (a) Annual Report, including:
 - Chairman's Report
 - Minutes of the previous AGM
 - Scorecard (report on the operations of Ngā Hapū o Ngāti Ranginui Group during the preceding Income Year)

- Trustees Performance
 - Annual Audited Financial Statements for the year ended 30 June 2017.
- (b) Resolutions:
- Receive and approve the Annual Report
 - Approve Trustees Remuneration
 - Confirm the appointment of the Auditor by the Trust for the next Income Year.
- (c) 2017 – 2018 Annual Plan.
- (d) Key initiatives current state of play.
- (e) Newly appointed Trustees.
- (f) General Business.

It's anticipated that copies of the Annual Report will be available (by or on Wednesday 11 October 2017): on the Trust's website www.ngatiranginui.org.nz in the "Registered Members" only section; or in hardcopy form upon request.

Summary of Key Dates, Times and Events

Date (2017)	Time	Event
Wednesday, 11 October	4:00pm	<ul style="list-style-type: none"> • Close of voting (by Email, Post or Wāhi Pōti) for the election of a Primary Trustee from the hapū of Pirirākau. • Close of voting (by Email or Post) on the Special Resolution to approve an amendment to the Deed of Trust. • Close of nominations (by Post or Delivery in person) for the nomination of: <ul style="list-style-type: none"> - An Alternate Trustee from the hapū of Pirirākau; and - A Primary and Alternate Trustee from the hapū of Ngāti Ruahine.
Saturday, 14 October	9:00am	<ul style="list-style-type: none"> • Registration at the Special General Meeting open.
	9:30am	<ul style="list-style-type: none"> • Close of voting (by delivery to the Chief Returning Officer at the SGM) on the Special Resolution to approve an amendment to the Deed of Trust. • Special General Meeting commences.
	Following SGM	<ul style="list-style-type: none"> • Annual General Meeting commences.
	12:30pm	<ul style="list-style-type: none"> • Lunch

Enquiries

All enquiries relating to any of matters set out above should, in the first instance, be directed to: Te Pio Kawe, Chairman, Ngā Hapū o Ngāti Ranginui Settlement Trust, via:

Email: tepio@ngatiranginui.org.nz

Phone: +64 27 272 8562

Post: PO Box 2230, Tauranga 3140

We look forward to your continued support, participation in the voting processes (set out above) and attendance at the upcoming Special and General Meetings on Saturday, 14 October 2017.

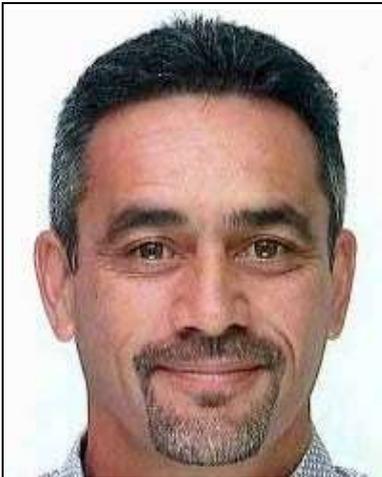
Ngā mihi

Ngā Hapū o Ngāti Ranginui Settlement Trust Board

Attachments:

1. Pirirākau Hapū Nominated Primary Trustee Nominees' Profiles
2. Ngāti Ruahine and Pirirākau Hapū nominated 2017 Primary and/or Alternate Trustee Nominations Notice

PIRIRĀKAU HAPŪ NOMINATED PRIMARY TRUSTEE NOMINEES' PROFILES



Carlton Bidois

Ngati Ranginui

Pirirakau

Carlton has a reputation as a tenacious representative and advocate of Ngati Ranginui Iwi and his beloved Hapu of Pirirakau.

He has an extensive background in governance of Iwi and Hapu issues as a board member and Deputy Chair of Ngati Ranginui Iwi receiving a long service award for his dedication to his people across a multitude of disciplines. Carlton maintains his commitment to the Iwi through his roles as the Environmental Manager and local Government representative.

Carlton is also a cultural consultant to several Government Departments such as the Department of Conservation, Maritime New Zealand and the New Zealand Transport Agency. Through his career and upbringing by his extended Pirirakau whanau and Kaumatua has gained the intimate knowledge of Pirirakau history, tribal matters and Treaty issues.

Carlton was nominated by the Pirirakau Settlement Trust and supported by his Kaumatua for this role as the Pirirakau representative on the Nga Hapu o Ngati Ranginui Settlement Trust and humbly puts his name forward as a voice for the Trust and the Hapu of Pirirakau.

Nga Morehu o te kore tuohu!

Tēnā koutou katoa

Ko te wehi ki te Atua
te tīmatanga o te
whakaaro nui,
E whakahōnore ana
tō tātou Kīngi a
Tuheitia
Rire, rire, hau,
Paimārire

Pirirākau whenua
Pirirākau tangata
Pirirākau te ahi kā



Kei te mātāmua o te whakaaro ngā ringa huti punga o mua, rātou tēnei huarahi i para mō Pirirākau, mō tō tātou iwi. Kōkiri ki mōhoa ake nei, te rāngai whakatepe kō ki ngā taukumekume o te wā, kua rangatira ngā mahi o mua i ō koutou ringa raupā. Tākiri te ata ki runga ki te mahi kōwhiringa nei.

**Ko Heywood Kuka ahau.
Ko Pou tū te rangi te marae.**

Ka whakataukī ake ahau i konei, “ki te kahore he whakakitenga ka ngāro te iwi” – without vision and foresight, our people are lost.

I draw from the words of Kīngi Tawhiao as an election message.

As an iwi, hapū and people vision, foresight, capacity and sustainability become extremely important. My vision for our people is one of a education, mobilisation, autonomy and empowerment. We need foresight to prepare our people for the future. We need capacity in education, leadership, management and in particular Te Reo Māori me ōna tikanga. We need to be able to sustain our structures and frameworks, our marae and most importantly our environment and resources.

All these aspirations however are futile without one important value, unity. Unity in thought, process, voice and vision. I believe my skills in Te Reo Māori me ōna tikanga, education and process and procedure will equip me well if I am fortunate to be selected for this role.

Ka hurihia ēnei kupu a Tāwhiao hei kupu taunaki mō ēnei kōrero

“Mā tātou anō e hanga tō tātou where...” Let us build this concept together.

Nāku iti nei i raro iho i ngā manaakitanga o tō tātou Atua

NGĀTI RUAHINE AND PIRIRĀKAU HAPŪ NOMINATED PRIMARY AND/OR ALTERNATE TRUSTEE NOMINATIONS NOTICE

Ngā Hapū o Ngāti Ranginui Settlement Trust

2017 Trustee Nominations

Ngā Hapū o Ngāti Ranginui Settlement Trust is seeking nominations for:

- **One (1) Alternate Trustee from the Hapū of Pirirākau;** and
- **One (1) Primary and one (1) Alternate Trustee from the Hapū of Ngāti Ruahine.**

These positions are to be elected by Adult Registered Members shown on the Ngā Hapū o Ngāti Ranginui Register (Ngāti Ranginui Tribal Register) as entitled to vote at the election of Trustees from one of the Hapū listed above.

Any person seeking nomination must:

- Meet the Trust's eligibility criteria (as set out in the Trustee Nomination form);
- Be 18 years of age or older;
- As at the closing date for nominations, be recorded in the Ngāti Ranginui Tribal Register as registered with the Hapū for which the election is being held; and
- Submit a completed **Nomination Form** that is endorsed by not less than two (2) Adult Registered Members of Ngā Hapū o Ngāti Ranginui shown on the Ngāti Ranginui Tribal Register as being entitled to vote in respect of the election of that candidate.

If you are a qualified person but not currently registered, on the Ngāti Ranginui Tribal Register, with the Hapū for which the election is being held you can register online or download a **Registration Form** at www.ngatiranginui.org.nz or contact one of the Nomination Process Coordinators (listed below) to arrange to pick up a Registration Form in person or request that it be sent via post.

Nomination & Registration forms and further information regarding the nomination process and eligibility criteria (i.e. Trustee Board Terms of Reference (Board Charter) and Fit & Proper Policy) can be:

- Downloaded [CLICK HERE to download at www.ngatiranginui.org.nz Resources, Registered Members section: using the information previously provided to you via email](#); or
- Requested to be picked up in person or sent via post by contacting one of the Nomination Process Coordinators (Riki Nelson, Email riki@ngatiranginui.org.nz Phone +64 27 438 9009; or Stephanie Taiapa, Email stephanie@ngatiranginui.org.nz Phone +64 7 542 2095).

Nominations and new Registration Forms can be submitted via post or delivered in person to:

Te Pio Kawe
Chairman, Ngā Hapū o Ngāti Ranginui Settlement Trust
(Phone: +64 27 272 8562 to arrange delivery in person)
PO Box 2230
Tauranga 3140

Nominations must be received no later than 4pm on Wednesday, 11 October 2017.