

Uenuku Charitable Trust: Representation Protocol

Trustees are appointed to UCT in accordance with the Deed of Trust. At present there are 18 interim trustees on the establishment board. The Deed of Trust provides for 37 trustees (to be increased to 38¹), comprising:

1. mandated hapū representatives (x26) and others
2. mandated marae representatives (x3)
3. mandated uri representatives (x3) who bring in our people who live outside the rohe
4. mandated rangatahi representatives (x2, to be increased to x3²)
5. mandated claimant group representatives (x3)
6. kaumātua as of right (advisory capacity after inaugural AGM)

Policies and procedures have been developed to guide the appointment of mandated representatives in each of the areas specified above.

Note: The first Board members will all hold office for a period of twelve (12) months as interim Board members, whereby at the first AGM of the Trust Board all interim members will retire. Any of the interim Board members shall be eligible for reappointment upon confirmation that their constituent hapū and or iwi members have nominated them as a mandated representative of that group. They will then serve a three-year term. The first AGM of the charitable trust will be in April 2015.

The interim trustees of the UCT establishment board (as of November 2014) are:

1. Aiden Gilbert (Chair, Ngāti Tara hapū representative)
2. Don Robinson (kaumātua)
3. Missy Edmonds (Treasurer)
4. Clyde Connell (Ngāti Tūkaiora hapū representative)
5. Mahanga Williams (Ngāti Tamakana hapū representative)
6. Clive Te Iwimate (Ngāti Maringi hapū representative)
7. Te Kurataiaha Turoa Wanikau (Patutokotoko hapū representative)
8. Harley Turoa (Ngāti Atamira hapū representative)
9. Tammy Pikari (Mākaranui marae representative)
10. Caroline Heta (uri representative)
11. Kaylene Crossan (uri representative)
12. Hune Rapana (kaumātua)
13. Amoa Hawira (rangatahi representative)
14. Brabyn Gray (Raetihi pah representative)

¹ A variation to the Uenuku Deed of Trust will be presented at the Annual General Meeting in April 2015 to change the number of Trustees from 37 to 38 to allow for a third rangatahi representative.

² A variation to the Uenuku Deed of Trust will be presented at the AGM in April 2015 to change the number of rangatahi representatives from two (2) to three (3).

15. Rayma Bryers (uri representative)
16. Raymond Rapana (kaumātua)
17. Johanne Patel (kaumātua)
18. Tracey Lee-Repia (outgoing uri representative)

Characteristics of constituent hapū

In the Uenuku Trust Deed, a “**constituent hapū**” means a separate or distinct hapū or grouping of people who are affiliated to Uenuku by common tupuna, whakapapa and mana whenua who have accepted invitation to participate in the objectives of the Board.

Characteristics of iwi members

In the Uenuku Trust Deed, “**iwi members**” means automatic right of hapū (26) & others, kaumātua as of right, marae (3), uri (3) who bring in our people outside the rohe, rangatahi (2, to be increased to 3), claimant group (3).

Trustees

- i. The total number of Trustees shall be up to 38.
- ii. The first Board members will all hold office for a period of twelve (12) months as interim Board members, whereby at the first AGM of the Trust Board all interim members will retire. Any of the interim Board members shall be eligible for reappointment upon confirmation that their constituent hapū and or iwi members have nominated them as a mandated representative of that group.
- iii. Any vacancy which occurs in the number of Trustees shall be filled as soon as practicable in accordance with the Uenuku Deed of Trust and the terms of this Representation Protocol. Continuing members of the Trust may act withstanding any vacancy in their number so long as there is a quorum of six (6)³.
- iv. Period of office of Trustees: Trustees shall hold office for a period not exceeding three years from the respective dates of their appointment.
- v. Any Trustee who remains eligible to be appointed as a trustee may be reappointed for a further term or terms but not for more than three consecutive terms (equating to nine years). This has been deemed appropriate to encourage succession and new perspectives in accordance with Uenuku kawa and tikanga.
- vi. Once a representative has reached their three consecutive terms, they must stand down for one year as a representative for that group. However, they can stand for a separate group.
- vii. Constituent hapū and iwi members, in exercising their powers of appointment of Trustees, shall have regard to the needs of the Trust and to have Trustees with the experience appropriate to meet the objectives of the Trust.
- viii. The appointment of Trustees to the Trust shall be as follows:

³ A variation to the Uenuku Deed of Trust will be presented at the AGM in April 2015 to change the quorum for meetings of Trustees from 10 to six (6).

1. Hapū representative

UCT has developed a Hapū Handbook (information pack) to guide the hapū representative mandate process.

A team from UCT is available to talk to hapū or clusters of whānau who intend to re-establish a hapū of Uenuku iwi under the structure of the charitable trust.

A hapū AGM or Special Meeting is called and advertised for the purposes of electing hapū representatives to the iwi board (UCT).

Hapū representatives must fulfil all eligibility criteria as set out by UCT before being endorsed and appointed to the iwi board (UCT). Namely:

- a) Call and advertise a hapū AGM or Special Meeting for the purposes of electing hapū officers and representatives to the iwi board. At least 21 days before the date of the hapū election, a notice will be published in a daily newspaper and may be published in other newspapers in the vicinity of the rohe of Uenuku and in any region of New Zealand in which significant concentrations of members reside.
- b) At least 4 separate whānau lines from the hapū must be present.
- c) Hold hapū hui and elect hapū representative to the iwi board (UCT).
- d) Lodge hapū hui minutes and signed attendees register with UCT.
- e) Provide whakapapa link to the hapū and for at least 4 whānau lines directly aligned with that whakapapa. Lodge with UCT for registration.
- f) Lodge hapū membership form (002) with UCT, showing 30 registered members (Appendix 1).
- g) Register hapū with UCT – registration form 003 (Appendix 2).
- h) Notify UCT of hapū elections at least 21 working days prior to hui to enable a delegated observer from UCT to attend first hapū elections.
- i) Name of successful hapū representative is lodged with UCT to represent their hapū.
- j) Hapū representatives will serve a three-year term in accordance with the UCT constitution unless he or she is removed as a mandated representative by the group they represent or by a Board resolution supported by the majority of trustees present if, in the opinion of those parties, the continuation in office of that trustee would not be in the best interest of the Trust. Any Trustee who remains eligible to be appointed as a Trustee may be reappointed for a further term or terms but not for more than three consecutive terms (equating to a total of nine years). This has been deemed appropriate to encourage

succession and new perspectives in accordance with Uenuku kawa and tikanga. Retiring trustees are eligible for re-election.

2. Marae representative

UCT has developed a process to guide the marae representative mandate procedure. A team from UCT has been set up to assist marae to establish three marae clusters. The team is available to talk to marae who intend to form a cluster of Uenuku marae in order to establish representation of three marae Trustees under the structure of the charitable trust.

Three marae representatives will represent all Uenuku marae on UCT.

A marae AGM or Special General Meeting is called and advertised for the purposes of electing marae representatives to the iwi board (UCT). At least 21 days before the date of the election, a notice will be published in a daily newspaper and may be published in other newspapers in the vicinity of the rohe of Uenuku and in any region of New Zealand in which significant concentrations of members reside.

Marae representatives must fulfil all eligibility criteria as set out by UCT before being endorsed and appointed to the iwi board (UCT). Namely:

Marae Representatives:

- i. Will be a beneficiary of the marae that she or he represents.
- ii. Must be at least 18 years old.
- iii. Must be a registered UCT beneficiary.
- iv. Must be mandated at an AGM or special general meeting (SGM) of the marae to elect a marae representative.
- v. Must undertake to attend regular meetings of UCT, take an active role in UCT and report back to marae trustees.
- vi. Must provide a copy of the AGM or SGM minutes and attendance register signed by each attendee as evidence of due process.
- vii. Marae representatives will serve a three-year term in accordance with the UCT constitution unless he or she is removed as a mandated representative by the group they represent or by a Board resolution supported by the majority of trustees present if, in the opinion of those parties, the continuation in office of that trustee would not be in the best interest of the Trust. Any Trustee who remains eligible to be appointed as a Trustee may be reappointed for a further term or terms but not for more than three consecutive terms (equating to a total of nine years). This has been deemed appropriate to encourage succession and new perspectives in accordance with Uenuku kawa and tikanga. Retiring trustees are eligible for re-election.

3. Uri representative

UCT has developed a process to guide the uri representative mandate procedure.

An uri forum facilitation team from UCT has been set up to assist uri who live outside the rohe to establish a cluster or forum according to rohe (Upper North Island, Lower North Island, South Island). The team comprises interim trustees of the establishment board who will encourage uri in these rohe to organise locally and meet regularly in order to establish representation under the structure of the charitable trust.

Three uri representatives will represent Uenuku uri who live outside the rohe. Nominations for uri representatives will be called for at the inaugural AGM of UCT, and every three years thereafter.

Uri representatives must fulfil all eligibility criteria as set out by UCT before being endorsed and appointed to the iwi board (UCT). Namely:

Uri Representatives:

- viii. Will whakapapa directly to UCT iwi.
- ix. Must be at least 18 years old.
- x. Must be a registered UCT beneficiary.
- xi. Must be nominated by a registered UCT beneficiary at an AGM of UCT.
- xii. Will be appointed by an election process if there is more than one nomination received for the uri representative of a particular rohe.
- xiii. Must undertake to attend regular meetings of UCT, take an active role in the board, report back to their uri and facilitate regular hui of uri in their respective rohe.
- xiv. Uri representatives will serve a three-year term in accordance with the UCT constitution unless he or she is removed as a mandated representative by the group they represent or by a Board resolution supported by the majority of trustees present if, in the opinion of those parties, the continuation in office of that trustee would not be in the best interest of the Trust. Any Trustee who remains eligible to be appointed as a Trustee may be reappointed for a further term or terms but not for more than three consecutive terms (equating to a total of nine years). This has been deemed appropriate to encourage succession and new perspectives in accordance with Uenuku kawa and tikanga. Retiring trustees are eligible for re-election.

4. Rangatahi representative

UCT has developed a process to guide the rangatahi representative mandate procedure.

Three rangatahi representatives will represent Uenuku iwi. Nominations for rangatahi representatives will be called for at the inaugural AGM of UCT, and every three years thereafter.

Rangatahi representatives must fulfil all eligibility criteria as set out by UCT before being endorsed and appointed to the iwi board. Namely:

Rangatahi Representatives:

- i. Will whakapapa directly to Uenuku iwi.
- ii. Must be at least 18 years old.
- iii. Must be a registered UCT beneficiary.
- iv. Must be nominated by their respective hapū through an advertised hapū AGM or Special Meeting for the purposes of electing representatives to the iwi board (UCT).
- v. Lodge hapū hui minutes and signed attendees register with UCT.
- vi. Name of successful rangatahi nominee is lodged with UCT.
- vii. Will be appointed by an election process if there are more than two nominations received from constituent hapū.
- viii. Must undertake to attend regular meetings of UCT and take an active role in the iwi board.
- ix. Must be acknowledged and accepted by uri at a hui-ā-iwi.
- x. Will serve a three-year term in accordance with the UCT constitution unless he or she is removed as a mandated representative by the group they represent or by a Board resolution supported by the majority of trustees present if, in the opinion of those parties, the continuation in office of that trustee would not be in the best interest of the Trust. Any Trustee who remains eligible to be appointed as a Trustee may be reappointed for a further term or terms but not for more than three consecutive terms (equating to a total of nine years). This has been deemed appropriate to encourage succession and new perspectives in accordance with Uenuku kawa and tikanga. Retiring trustees are eligible for re-election.

5. Claimant group representative

UCT has developed a process to guide the claimant group representative mandate procedure. **Three** claimant group representatives will be elected to represent on UCT. Nominations for claimant group representatives will be called for at the inaugural AGM of UCT, and every three years thereafter.

Claimant group representatives must fulfil all eligibility criteria as set out by UCT before being endorsed and appointed to the iwi board. Namely:

Claimant group representatives:

- i. Will whakapapa directly to Uenuku iwi.
- ii. Must be at least 18 years old.
- iii. Must be a WAI claimant under the Treaty of Waitangi.
- iv. Must be nominated from within the claimant group.
- v. Will be appointed by an election process if there are more than three nominations received for claimant representatives.
- vi. Must undertake to attend regular meetings of UCT and take an active role in the iwi board.
- vii. Claimant group representatives will serve a three-year term in accordance with the UCT constitution unless he or she is removed as a mandated representative by the group

they represent or by a Board resolution supported by the majority of trustees present if, in the opinion of those parties, the continuation in office of that trustee would not be in the best interest of the Trust. Any Trustee who remains eligible to be appointed as a Trustee may be reappointed for a further term or terms but not for more than three consecutive terms (equating to a total of nine years). This has been deemed appropriate to encourage succession and new perspectives in accordance with Uenuku kawa and tikanga. Retiring trustees are eligible for re-election.

6. Kaumātua

After the inaugural AGM of UCT, kaumātua will sit with the iwi board 'as of right' in an advisory capacity. Kaumātua of Uenuku may attend meetings of the Trust Board to counsel, tautoko, advise, make recommendations and inform on matters of protocol, whakapapa, history, tikanga and whanaungatanga. That is, kaumātua shall not be appointed as trustees and shall not have voting rights unless appointed by constituent hapū or iwi members as a mandated representative for a particular group, but shall have the right to advise, guide and support UCT in all its activities.

Kaumātua:

- i. Will whakapapa directly to Uenuku iwi.
- ii. Must be a registered UCT beneficiary.
- iii. Must undertake to attend regular meetings of UCT and take an active role in the iwi board.
- iv. UCT will support a Pae Mātua o Uenuku (kaunihera kaumātua), or council of Uenuku elders, whom the Trust may consult, seek endorsement from, and/or receive advice from in an advisory capacity in relation to matters of tikanga, whakapapa and any other matter from time to time.

Cessation of office of Trustee

Any person shall cease to be a Trustee if:

(a) He/she shall resign office by giving at least one month's notice of his/her intention to do so to the Secretary or the Board members; or

(b) He/she becomes lunatic or of unsound mind; or

(c) He/she shall be absent from New Zealand for a period of twelve (12) months without obtaining leave of absence from the other Board members; or

(d) He/she fails to attend (and give reasonable explanation for not attending) three consecutive Board meetings; or

(e) He/she shall die; or

(f) The constituent hapū or iwi who the member represents withdraws its mandate from that member; or

(g) He or she is currently serving a term of imprisonment or is an undischarged bankrupt.

Reference: Uenuku Trust Deed – VACANCIES 3.0. Please also refer to Te Mana Motuhake o Uenuku – Trustee Governance Policies and Protocols: Board Members, 2.9 Code of Ethics and Good Practice.

Removal of Trustees

A trustee on the Uenuku Charitable Trust may be removed at any time:

- If their representative mandate is withdrawn by the group they represent (thereby nullifying their position as trustee of the Trust); or
- By a Board resolution supported by the majority of the Trustees present if, in the opinion of those parties, the continuation in office of that Trustee would not be in the best interest of the Trust. In this event, the constituent hapū or group for whom the removed Trustee held the mandate will be informed in writing of the Board's decision. A copy will be provided to the Trustee who has been removed. The constituent hapū or group will then be provided with the support necessary to organise an election process to fill the vacancy.

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