

**August 2017**

## **ELECTION OF TRUSTEES FOR NGĀ TĀNGATA TIAKI O WHANGANUI FOR THE 2018-2021 TERM**

### **Ruruku Whakatupua**

The Whanganui River Deed of Settlement, Ruruku Whakatupua, was signed at Rānana on 5 August 2014. Ruruku Whakatupua represents the culmination of many years of dedicated work by our people to have the mana of our Awa and the mana of the Iwi recognised by the Crown. To this end Ruruku Whakatupua heralds the creation of a new and unprecedented legal framework for Te Awa Tupua, which recognises Te Awa Tupua as an indivisible and living whole from the mountains to the sea, affirms the mana of hapū and Iwi and our inalienable connection with the Awa, and provides for the health and wellbeing of both the Iwi and the Awa.

Ngā Tāngata Tiaki o Whanganui was established to lead the implementation of Ruruku Whakatupua in conjunction with the uri, whānau and hapū of Whanganui Iwi and manage, grow and develop the financial assets of the Iwi to contribute to the health and wellbeing of Te Awa Tupua and all Whanganui uri, whānau and hapū.

The current seven (7) Trustees of Ngā Tāngata Tiaki o Whanganui took office in September 2015 with the responsibility of representing the interests of Whanganui Iwi as a whole. Their term will expire in September 2018 and all seven (7) Trustees will vacate their seats (although they are eligible to stand again). The seats will be filled via a two-stage election process. The first stage seeks nominations to fill three (3) seats from Te Rūnanga o Te Awa Tupua (the Rūnanga) which must be received by Ngā Tāngata Tiaki o Whanganui by March 2018. The second stage, commencing in April 2018, seeks nominations for four (4) candidates elected from Whanganui Iwi members generally. This process is due to be completed by September 2018.

The Rūnanga can resolve to submit as many nominations as it sees fit to Ngā Tāngata Tiaki. If **more** than three (3) nominations are resolved by the Rūnanga then a postal vote of all adult registered members will be held to select the three successful candidates. If only three (3) individuals are confirmed as the nominations of the Rūnanga then those individuals will automatically be confirmed as Trustees and will take office at the September 2018 Annual General Meeting.

At a hui held on 10 June 2017 at Ngapuwaiwaha, the Rūnanga agreed to launch the election process as soon as possible and to that end, the following timeline and key tasks have been formed to give practical effect to this decision.

### **Timeline and Key Tasks**

- |                         |   |
|-------------------------|---|
| <b>Mid August 2017</b>  | Relevant information provided to hapū in anticipation of nominations opening.   |
| <b>1 September 2017</b> | Nominations to the Rūnanga open. Nominations <b>must</b> be made using the official Nomination Form with all relevant supporting documentation attached.  |
| <b>6 October 2017</b>   | Nominations to the Rūnanga close. Nominations are then vetted in accordance with the Second Schedule of the Trust Deed and eligible <sup>1</sup> nominees are publicly notified to Whanganui Iwi.   |
| <b>28 October 2017</b>  | The Rūnanga meets to discuss the list of confirmed nominees and the <b>process</b> for finalising a resolution of nominees.   |
| <b>10 February 2018</b> | The Rūnanga meets to confirm its nominees.  |
| <b>1 March 2018</b>     | The Rūnanga provides an endorsed resolution of its nominees to Ngā Tāngata Tiaki o Whanganui. Ngā Tāngata Tiaki o Whanganui confirms receipt of the Rūnanga resolution and, where there are more than three (3) nominations, commits those nominations to a postal vote in June 2018, <b>or</b> , in the case where there are only three (3) nominations, confirms those three nominations will become Trustees at the September 2018 Annual General Meeting. |

### **Election Requirements**

The requirements in relation to the nomination of candidates by the Rūnanga are set out in paragraphs 4.2 to 4.6 of the Second Schedule of the Trust Deed. A summary of those provisions and other information relevant to the nomination of candidates by the Rūnanga is **attached** as an appendix to this letter.

Upon the completion of the Rūnanga process, nominations will be sought from all registered adult Whanganui Iwi members for the remaining four (4) Trustee positions and following an election process, all seven (7) Trustees will be confirmed and take office at the conclusion of the 2018 Annual General Meeting of the Trust.

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<sup>1</sup> Refer to the second schedule – Trustee Elections and eligibility for appointment, of the Ngā Tāngata Tiaki o Whanganui Trust Deed

Should the Rūnanga not be able to fill any of the (3) Trustee positions, then any vacancies will be opened up for Iwi wide nomination and voting. The process for filling the generally elected seats is as follows:

<b>April 2018</b>	Nominations open for election of four (4) (or more Trustees depending on the outcome of the Rūnanga process) generally by Whanganui Iwi.
<b>May 2018</b>	Nominations close and nominees are vetted.
<b>June 2018</b>	Postal voting opens to all adult registered members of Whanganui Iwi to fill all available seats.
<b>August 2018</b>	Postal voting closes.
<b>September 2018</b>	Seven (7) Trustees take office as Trustees. Their term expires in September 2021.

It would be beneficial if this information is widely shared with hapū – should there be any further questions or comments the office of the Trust would be pleased to provide further information.

**FOR ALL ENQUIRES IN RELATION TO THE ELECTIONS PROCESSES, CONTACT THE GENERAL MANAGER - 06 281 3375.**

Nāku noa, nā



Blair Anderson

**General Manager**

**NGĀ TĀNGATA TIAKI O WHANGANUI TRUST**

## APPENDIX

### NGĀ TĀNGATA TIAKI O WHANGANUI TRUSTEE ELECTIONS AND THE ROLE OF TE RŪNANGA O TE AWA TUPUA

#### Collective Responsibility

While many Trustees will have the support of their whānau and hapū, once appointed as a Trustee, they in effect, represent the collective whole of Whanganui Iwi. This means that they are obligated to act in the best interests of all Whanganui uri, hapū and Iwi and to work towards the common goals of the Trust.

#### Role of Trustees

The responsibility of all persons elected as a Trustee to Ngā Tāngata Tiaki o Whanganui is to act in the interests of Whanganui Iwi and consistently with the purposes of Ngā Tāngata Tiaki, which include:

- the promotion and protection of the health and wellbeing of Te Awa Tupua;
- the promotion of the social, cultural, spiritual, educational, environmental and economic advancement and wellbeing of Whanganui Iwi and its members;
- acting as the post-settlement governance entity for Whanganui Iwi for the purpose of the settlement of the historical Treaty of Waitangi claims of Whanganui Iwi relating to the Whanganui River; and
- implementing the terms of the settlement of the historical Treaty of Waitangi claims of Whanganui Iwi relating to the Whanganui River contained in Ruruku Whakatupua and the Te Awa Tupua Act.

The role of Trustees is therefore not to represent their particular hapū, marae or tūpuna rohe, or to act for personal gain, but rather they have a fiduciary obligation as Trustees to act for the benefit of all Whanganui Iwi members. To this end, each Trustee must:

- (a) act in good faith and in a manner that the Trustee believes (on reasonable grounds) is in the interests of Whanganui Iwi;
- (b) not act or agree to act in a manner which unfairly prejudices or unfairly discriminates against any particular members of Whanganui Iwi;
- (c) not act in a manner which brings or is likely to bring Whanganui Iwi, the Trust or any Trust entity into disrepute; and
- (d) exercise the care, diligence and skill to be reasonably expected of a person acting as a Trustee, taking into account any special skills or experience that the Trustee has.

Once elected, a Trustee accepts the duties, obligations and liabilities outlined in the Trust Deed.

It's important to note that a Trustee will be personally liable for any losses that are attributable to his or her dishonesty or to his or her wilful commission of an act that he or she knows or should have known to be a breach of the Trust Deed.

## Criteria for Trustees

To be eligible for nomination and election as a Trustee, a person must be:

- (a) aged eighteen years of age or older; and
- (b) a registered member of Whanganui Iwi; and
- (c) resident in New Zealand.

Most importantly, a person is not eligible for nomination and election as a Trustee if he or she:

- (a) is bankrupt and or has within the last five (5) years been adjudged bankrupt;
- (b) is or has ever been convicted of:
  - (i) an offence involving dishonesty as defined in section 2(1) of the Crimes Act 1961; or
  - (ii) an offence under section 373(4) of the Companies Act 1993, unless that person is an eligible individual for the purposes of the Criminal Records (Clean Slate) Act 2004;
- (c) is or has ever been disqualified from being a director of a company registered under the Companies Act 1955 or the Companies Act 1993;
- (d) is or has ever been removed as a trustee of a trust by order of a Court on the grounds on breach of trust, lack of competence or failure to carry out the duties of a trustee satisfactorily;
- (e) becomes subject to a compulsory treatment order under the Mental Health (Compulsory Assessment and Treatment) Act 1992; or
- (f) becomes subject to a property order made under section 30 or section 31 of the Protection of Personal and Property Rights Act 1988; or
- (g) has within the last three (3) years been removed from the office as a Trustee of the Trust on certain grounds specified in the Trust Deed.

## Nomination Form

Persons being nominated as candidates for election will be required to complete a nomination form which:

- (a) contains details of the candidate's full name, address and contact number;
- (b) includes a declaration signed by the candidate which declares:
  - (i) that the candidate meets the trustee criteria specified above (and is a person who is eligible to take the office as a Trustee);
  - (ii) that, if elected, the Trustee agrees to be bound by the terms of the Trust Deed and any other relevant trustee obligations; and

- (iii) whether the nominee has been convicted of any offence under the Crimes Act 1961 and, if so, the nature of such offence or offences and any sentence received (excluding any offence for which the nominee is an eligible individual for the purposes of the Criminal Records (Clean Slate) Act 2004);
- (c) authorises the Trust to make enquiry of relevant persons, authorities and records to confirm any aspect of the nominee's declaration; and
- (d) is accompanied by a brief curriculum vitae no more than four (4) pages in length containing details of the nominee's experience relevant to the role of a trustee.

### **Nominations from Te Rūnanga o Te Awa Tupua**

As noted, Te Rūnanga o Te Awa Tupua is required to provide nominations of candidates for election to three (3) of the seven (7) Elected Trustee positions for the Trust. These nominations must be provided by 1 March 2018.

Most importantly, Te Rūnanga o Te Awa Tupua will need to meet to discuss and determine the candidates that it wishes to nominate for election because those nominations must be collectively approved by a resolution of Te Rūnanga o Te Awa Tupua.

### **Nomination Process**

In terms of process, the relevant provisions of the Trust Deed (paragraphs 4.2 to 4.6 of the Second Schedule) provide that:

- (a) Any member of Whanganui Iwi wishing to be considered for nomination by Te Rūnanga o Te Awa Tupua may provide the Whanganui hapū to which he or she affiliates, with the information required to be considered for nomination (as set out above) and, if endorsed by that hapū, the hapū shall provide that information to Te Rūnanga o Te Awa Tupua.
- (b) When considering persons for nomination, Te Rūnanga o Te Awa Tupua:
  - (i) will consider any notification of potential nominees endorsed by a hapū;
  - (ii) may consider for nomination any other member of Whanganui Iwi;
  - (iii) may, in addition to the individual qualities of prospective nominees, also consider the collective expertise and skills of the nominees for the three (3) Trustee positions, having regard to the purpose of the Trust;  
and
  - (iv) may, in its discretion, determine the nominations to be submitted to the Trust, but is not limited in the number of nominations that it decides to submit.
- (c) The nominations from Te Rūnanga o Te Awa Tupua must be:
  - (i) provided to the Trust in writing on an official nomination form; and
  - (ii) received by the Trust by 1 March 2018.

### **Nominations from Whanganui Iwi**

After the nomination of candidates by Te Rūnanga o Te Awa Tupua, the Trust will call for nominations from Whanganui Iwi members generally for candidates for election to the other four (4) trustee positions on the Trust.

Those candidates nominated by Whanganui Iwi will be voted on by all adult members of Whanganui Iwi at the elections to be held between March and August 2018 (unless only four (4) persons are nominated for the four (4) Trustee positions).

### **Election of Trustees**

In the event that only three (3) candidates are nominated by Te Rūnanga o Te Awa Tupua, those three (3) candidates will be deemed to be duly elected as Trustees of Ngā Tāngata Tiaki o Whanganui and will take office at the date of the AGM in September 2018.

In the event that more than three (3) candidates are nominated by Te Rūnanga o Te Awa Tupua, those candidates will be voted on by all registered adult members of Whanganui Iwi at the elections to be held between March and August 2018.

In the event that less than three (3) candidates are nominated by Te Rūnanga o Te Awa Tupua:

- (a) the candidates nominated will be deemed to be duly elected as Trustees of the Trust and will take office at the date of the AGM in September 2018; and
- (b) the Trust will increase the number of candidates for which it seeks nominations from Whanganui Iwi and elections will be held between March and August 2018 for those additional positions

## Te Rūnanga o Te Awa Tupua – Terms of Reference

Te Rūnanga o Te Awa Tupua confirmed its Terms of Reference at Putiki, 30 October 2016. Point 6 of the terms of reference refers to decision making, that being:

6.1 All decisions are made by hapū. An agenda, papers and appendices will be distributed to hapū no less than three (3) weeks prior to the scheduled Rūnanga hui date. Hapū are encouraged to review and discuss the agenda at their hapū meetings and provide their response via:

- 6.1.1 The presence of their mandated representative at the Rūnanga hui; and/or
- 6.1.2 A written statement/submission from the hapū.

6.2 Decisions at Te Rūnanga o Te Awa Tupua hui are made by hapū consensus in accordance with tikanga Whanganui – in particular tika (justness), pono (truthfulness), aroha (fairness) and mārama (clarity and transparency). Thus, consensus in the Rūnanga context means that the majority of hapū, mandated and present at any given Rūnanga hui (or that have expressed their position in writing beforehand), agree to a motion or to move forward on a particular take. In doing so those hapū are to be satisfied that the decision has been made:

- 6.2.1 In accordance with tika, pono, aroha and mārama;
- 6.2.2 That the decision upholds the Purpose (refer to section 2), Guiding Principles (refer to section 3) and Scope of the Rūnanga (refer to section 5); and
- 6.2.3 That hapū that disagree, or are not present (or have not provided a written position) are not disadvantaged or unreasonably impacted by the decision.

6.3 In rare instances where hapū decide that a vote is required, each mandated hapū representative may vote on behalf of their hapū, with each hapū holding one vote. In the case of a vote, the hui will decide on whether votes are cast by show of hands or by secret ballot, and who will count the votes.

A copy of the whole terms of reference document can be accessed from the Te Rūnanga o Te Awa Tupua by email [runanga@awatupua.co.nz](mailto:runanga@awatupua.co.nz).