

# He Pānuitanga Hui

## Notice of the 31st Annual General Meeting to be held Saturday 27 April 2024, 9.00am

at Motueka High School, Whakarewa Street, Motueka

### Business:

1. Confirmation of Minutes of 2023 Annual General Meeting
2. Chair's Report & Financial Statements for the Year Ended 31 December 2023.
3. Amendments to the Trust Deed
  - 3.1 To consider and, if thought fit, authorise the amendments in relation to Māoritanga and tikanga Māori, as set out in the marked-up version of the Deed of Trust (Trust Deed) dated 7 May 1993 for the Ngati Rarua Atiawa Iwi Trust (Trust) available at [www.nrait.co.nz/assets/NRAIT-Compiled-Deed-of-Trust-7.5.1993-Proposed-Amendments-marked-up.pdf](http://www.nrait.co.nz/assets/NRAIT-Compiled-Deed-of-Trust-7.5.1993-Proposed-Amendments-marked-up.pdf), in particular:
    - 3.1.1 insert references to Māoritanga in the Trust Deed to ensure Trustees exercise their powers and duties in accordance with Māoritanga; and
    - 3.1.2 insert a provision defining Māoritanga to include "Māori culture, Māori practices and beliefs, and the Māori way of life".
    - 3.1.3 insert a provision to give Trustees the power to maintain, manage and act as kaitiaki over the whenua and taiao;
    - 3.1.4 insert a provision requiring that Trustees to have regard to, to the fullest extent possible, the principles of tikanga in performing their mandatory duties outlined in the Trust Deed and under the Act;
    - 3.1.5 insert a provision requiring that Trustees give effect to, to the fullest extent possible, the principles of tikanga in performing the default duties outlined in the Trust Deed and under the Act, as modified by the motion above;
    - 3.1.6 insert a provision requiring Trustees to take into account and apply, to the fullest extent possible, the principles of tikanga when determining any dispute relating to the operation of the Trust;
    - 3.1.7 insert a provision defining tikanga as "the correct Māori procedure, custom, or practice that has developed over time (which includes, the tikanga of Ngāti Rārua and Te Atiawa and the Trust)"; and
    - 3.1.8 add macrons where appropriate.
  - 3.2 To consider and, if thought fit, authorise the amendments in relation to Trustee duties, the Trusts Act 2019 and procedural amendments as set out in the marked-up version of the Trust Deed available at [www.nrait.co.nz/assets/NRAIT-Compiled-Deed-of-Trust-7.5.1993-Proposed-Amendments-marked-up.pdf](http://www.nrait.co.nz/assets/NRAIT-Compiled-Deed-of-Trust-7.5.1993-Proposed-Amendments-marked-up.pdf), in particular:
    - 3.2.1 insert a provision excluding the duty to invest prudently to allow greater flexibility in how the Trust's assets are managed and invested;
    - 3.2.2 insert a provision modifying the duty not to exercise power for own benefit so that the duty only applies to Trustees where clause 8 of the Trust Deed does not apply;
    - 3.2.3 insert a provision excluding the duty to avoid conflicts of interest as the duty is already addressed and managed in clause 8 of the Trust Deed;
    - 3.2.4 insert a provision excluding the duties not to profit and to act for no reward from applying to payments to Trustees under clauses 8 and clause 15;
    - 3.2.5 insert a provision limiting Trustee liability to the extent permitted by the

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- Act, except where Trustees have acted dishonestly, with wilful misconduct or gross negligence;
- 3.2.6 insert a provision allowing trustee/board meeting to be held by electronic means;
- 3.2.7 insert a provision allowing electronic signing of resolutions another other Trust documents, and Trust record-keeping via electronic means; and
- 3.2.8 insert a minimum age of trusteeship provision of 18 years of age.
- 3.3 To consider and, if thought fit, delete the words “in New Zealand” in clauses 3 and 4 of the Trust Deed, as set out in the marked-up version of the Trust Deed available at [www.nrait.co.nz/assets/NRAIT-Compiled-Deed-of-Trust-7.5.1993-Proposed-Amendments-marked-up.pdf](http://www.nrait.co.nz/assets/NRAIT-Compiled-Deed-of-Trust-7.5.1993-Proposed-Amendments-marked-up.pdf), to authorise the Trust to act for the benefit of overseas-based beneficiaries;
- 3.4 To instruct the Trustees to register an amended Trust Deed with the amendments that are approved by this motion in accordance with section 23 of the Charitable Trusts Act.
4. Appointment of Auditors
5. Election of Trustees:
- Ngāti Rārua Iwi**
- Rōpata Taylor and Jeremy Banks will retire by rotation. Being eligible, Rōpata Taylor offers himself for re-election for a further three-year term.
- If you wish to be nominated for any of these vacancies a nomination form and Section 16 (2) of the Charities Act 2005 declaration form are available from the office, Level 1, Wakatū House, Montgomery Square, Nelson or contact [info@nrait.co.nz](mailto:info@nrait.co.nz)
- Please note, under section 16 (2) of the Charities Act 2005, all nominees must declare that they are not disqualified from being an officer of a charity.
- Nominations close at the Secretary’s office, Level 1, Wakatū House, Montgomery Square, Nelson at 4pm on Thursday 18 April 2024.
6. Distributions
7. Trustees’ Fees
8. General Business
- All beneficiaries of the Trust on the roll maintained by Ngāti Rārua Ātiawa Iwi Trust are entitled to attend the meeting and vote.
- Beneficiaries not on the roll should contact the office urgently on 03 548 0770 or email [info@nrait.co.nz](mailto:info@nrait.co.nz)
- Annual reports, including the resolutions for and the proposed amendments to the Trust Deed, and a copy of the minutes are available to download off our website [www.nrait.co.nz](http://www.nrait.co.nz). If you are unable to access the web and require a physical copy, please contact the office on 03 548 0770 or email [info@nrait.co.nz](mailto:info@nrait.co.nz)
- The meeting is being held as both an Annual General Meeting and a Special General Meeting. The purpose of holding it as Special General Meeting is to consider the proposed amendments to the Trust Deed.
- A limited number of physical annual reports will be available at the meeting.
- By Order of the Trustees  
J N MURRAY  
Secretary