

Cover sheet

Variation of trust /Alteration of rules of a charitable trust board

Sections 23 and 61 Charitable Trusts Act 1957

Notes

- Use this form to notify the Registrar of Incorporated Societies of changes to a Board's trust deed or rules.
Changes and amendments must be attached to this cover sheet separately.
Please enter the name as it appears on the Register of Charitable Trust Boards. You can confirm the full name by carrying out a Register Search at www.societies.govt.nz

1. Name of Board

The Ngati Tamaoho Trust

2. Registered number

527924

3. Complete this checklist before filing this notice

Tick all options that apply to this variation of trusts/alteration of rules

- The variation of trust/alteration of rules complies with the Charitable Trust Act 1957.
Any change to the purpose of the charitable trust must comply with the Act. Note | The document can only be registered if the purpose continues to fall within the following categories:
the promotion of education;
the promotion of religion;
the relief of poverty; or
other purposes of benefit to the community.

- Does the variation of trust/alteration of rules include a name change for the board?
If you are changing the name of the Board, have you checked that the name is available by doing a Register Search at www.companies.govt.nz ...?

Note | Section 15 of the Charitable Trusts Act 1957 regulates Board names generally.

4. Signature

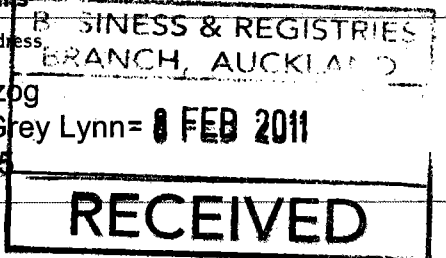
Handwritten signature of Christine Herzog

5. Date:

4th / February / 2011

6. My contact details

Name and postal address: Christine Herzog, Box 78 338, Grey Lynn, Auckland 1245



Email (optional)

Telephone 09 274 4270

# 1 TE INGOA / NAME

The name of the Trust is The Ngati Tamaoho Trust, hereafter known as the Trust.

## 2 MĀTĀPONO / PRINCIPLES

In attaining its purposes the Trust is committed to respecting:

- **Whakapapa** – our ancestral origins, relationships, traditions, whanau, hapu and iwi.
- **Wairuatanga** – our connections with our atua, tupuna, maunga, awa, moana and marae.
- **Mana whenua/mana moana** – the authority passed down to us by our tupuna that we exercise in our own rohe as well as in conjunction with others.
- **Rangatiratanga** – our role in exercising leadership and fulfilling self-determination, our sense of fairness and justice and humility.
- **Kaitiakitanga** – our role in caring for members of our whanau, hapu and iwi as well as the natural, physical, spiritual and secular worlds around us.
- **Kotahitanga** – the unified purpose that enables us to move forward confidently.
- **Te reo Maori** – the preferred way of expressing our Maoritanga.
- **Matauranga o iwi o Tamaoho** – the skills, knowledge and experience that are shaped by our respective tribal identities
- **Manaakitanga** – the respect we have for our iwi, hapu, whanau, ourselves and others, and treating all people with dignity.
- **Whanaungatanga** – recognising and respecting the relationships between whanau, hapu and iwi while also respecting the rights, responsibilities and obligations that come with them.

### **3 WHĀINGA / PURPOSES**

3.1 The Trust shall operate in New Zealand for the following purposes:

- 3.1.1 to provide relief for aged, impotent and poor members of Ngati Tamaoho and to provide assistance, support, maintenance and general benefits for all members of Ngati Tamaoho
- 3.1.2 to provide education, direction, guidance and development for the people of Ngati Tamaoho
- 3.1.3 to foster assist and encourage the training, education, and development of work, farming, horticultural, and leadership skills
- 3.1.4 to protect, nurture and safeguard for the benefit of the people of Ngati Tamaoho all waterways, rivers, lakes, harbours and coastlines, and all land, buildings, and improvements, and all real and personal property of all kinds, and all interests therein and rights thereto which the people of Ngati Tamaoho may have or may from time to time make claim to
- 3.1.5 to purchase, lease or otherwise acquire chattels, land, buildings, and property of all kinds and wherever situated to develop or cause to be developed, worked and farmed, such land, buildings and property as herein provided to assist in the development and advancement of Ngati Tamaoho and its people
- 3.1.6 to establish, provide, develop, work and maintain farms, gardens, homes, hostels, and other accommodation for the benefit of the people of Ngati Tamaoho
- 3.1.7 to promote social, economic, educational and cultural development, including the settlement of Ngati Tamoho and others upon the said land and property
- 3.1.8 to promote and develop the Ngati Tamoho heritage (history, traditions and language) and the transmission of that heritage to its youth
- 3.1.9 to support and assist, whether financially or otherwise by gift or loan, any object for the protection, advancement, education or benefit of the people of Ngati Tamaoho or to make any payments for such object
- 3.1.10 to do whatever else may seem to be helpful for the people living within the Ngati Tamaoho ancestral lands and their physical, mental and economic health, care and well-being, irrespective of race, creed, or religious denomination
- 3.1.11 to carry on any other exclusively charitable purpose which may seem to the Trustees capable of being conveniently carried on in connection with the above purposes or calculated directly or indirectly to advance the purposes of the Trust

## **4 TE RŪNANGA WHAKAHAERE / THE TRUST**

- 4.1 The membership of the Trust shall be all descendents of Tamaoho and any others identified by any one or more of the following marae:
  - 4.1.1 Mangatangi Marae
  - 4.1.2 Nga Hau e Wha Marae
  - 4.1.3 Whatapaka Marae
- 4.2 The members shall be granted the rights to:
  - 4.2.1 participate in Annual and Special General Meetings
  - 4.2.2 nominate members to become Trustees at the Annual General Meeting
  - 4.2.3 exercise one vote, cast in person, on each matter arising at the Annual or Special General Meeting, including but not limited to selection of Trustees
- 4.3 The original Trustees shall be the Trustees named in the original Deed of Trust.
- 4.4 Trustees shall retire at the third Annual General Meeting of the Trust following their appointment; however a retiring Trustee shall be eligible for re-election.
- 4.5 The Board of Trustees will comprise of no fewer than five Trustees and no more than twelve Trustees.
- 4.6 Any Trustee may resign or be removed from the Trust Board in any one of the following events:
  - 4.6.1 the Trustee provides written resignation from office
  - 4.6.2 the Trustee has been absent from meetings of the Trust Board, more than three consecutive times without permission of the Board.
  - 4.6.3 the Trustee no longer meets the legal requirements for being a trustee under the Charities Act
  - 4.6.4 the Trustee does not support the purposes of this Trust
  - 4.6.5 death of the Trustee
- 4.7 In the case of a vacancy occurring, the Trustees may appoint someone to fill that position until the following Annual General Meeting.
- 4.8 The remaining Trustees may act despite any vacancies in their number, but if the number is reduced below the minimum they may act only for the purpose of filling the vacancies and for no other purpose.
- 4.9 The Trustees will select a Chairperson, a Deputy Chairperson, a Secretary and a Treasurer and may by resolution remove any of these officers and appoint another. These officers must all be current Trustees.

- 4.10 The office of the Trust will be in such a place in New Zealand as the Trustees may from time to time determine.

## **5 NGĀ HUI O TE RŪNANGA / MEETINGS OF THE TRUST**

- 5.1 An Annual General meeting shall be held within six months of the end of the financial year. The business of the Annual General Meeting shall be:
- 5.1.1 to receive and consider the annual report
  - 5.1.2 to receive, consider and adopt the audited financial report
  - 5.1.3 to appoint Trustees to any vacant positions on the Board
  - 5.1.4 to appoint a suitably qualified auditor upon such terms and conditions as the Trustees think fit
  - 5.1.5 to consider any resolution, notice of which shall have been given in writing to the Secretary at least 14 days before the date of the meeting
- 5.2 The Secretary will ensure that proper minutes of the proceedings of all meetings of the Trust will be kept in a Minute Book which is available to any member and which records:
- 5.2.1 the names of those present
  - 5.2.2 all decisions made
  - 5.2.3 any other matters discussed at the meeting
  - 5.2.4 the signature of the Chairperson
- 5.3 Subject to the subsequent provisions of this section, the Trust Board shall meet for the dispatch of business, adjourn and otherwise regulate its meetings in whatever manner it considers appropriate.
- 5.4 The minimum quorum necessary for the transaction of the business of the Trust Board shall be four, but the quorum may be increased from time to time as the Trustees determine in policies.
- 5.5 Questions arising at any meeting shall be decided by a majority of votes. The Chair will not vote except in the case of an equality of votes in which case the Chair shall have the casting vote.
- 5.6 Trust Board meetings will be held at least three times every year in addition to the Annual General Meeting.

- 5.7 The Chairperson or any two Trustees may at any time summon a meeting of the Trust Board. It shall not be necessary to give notice of a meeting of the Trust Board to any Trustee for the time being absent from New Zealand, but all other Trustees must be notified in writing of any Trust Board meeting at least three clear days before the meeting date.
- 5.8 The Trustees may, when agreed, utilise electronic means of communication and decision-making, including facsimile, email, telephone and video conferencing, in preference to face-to-face meetings.
- 5.9 A resolution in writing, signed by all the Trustees for the time being entitled to receive a notice of a meeting of Trustees, shall be as valid and effectual as if it had been passed at a meeting of Trustees duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more Trustees.
- 5.10 The Trustees may at any meeting appoint two or more members of their body to convene a sub-committee for making any enquiry or for superintending or transacting any business on behalf of the Trust. The sub-committee must operate within terms of this Trust Deed and of all other Trust governing documents. The Trust Board will determine the terms of reference for the sub-committee, including but not limited to its authority and membership.
- 5.11 No part of the income or property of the Trust shall be paid or transferred directly or indirectly by way of profit to any Trustee. However this restriction shall not preclude any reasonable payment to a Trustee or any other person for services rendered or for goods supplied or by way of interest on moneys borrowed from or by way of rent for premises let or leased to the Trust by any Trustee PROVIDED THAT the Trust shall not lend money nor lease property or assets at less than current commercial rates, having regard to the nature and term of the loan, to any person:
- 5.11.1 who is a Trustee; or
  - 5.11.2 who is a shareholder or director of any company by which any business of the Trust is carried on; or
  - 5.11.3 who is a settlor or trustee of a trust that is a shareholder of any company by which any business of the Trust is carried on; or
  - 5.11.4 if that person and that company or shareholder or director or settlor or trustee referred to in any of the foregoing paragraphs of this proviso are associated persons (as that term is defined in the Income Tax Act 1976)

AND PROVIDED FURTHER THAT in relation to any business carried on by the Trust and notwithstanding anything to the contrary contained or implied in the Trust Deed or the rules, no payments shall be made to any person in the categories described in sub-paragraphs (i), (ii), (iii) and (iv) above for work done or services rendered in connection with any such business nor shall, in the carrying on of any such business, any benefit or advantage (whether or not convertible into money) or any income of any of the kinds referred to in Section 65(2) of the Income Tax Act 1976 be afforded to, or received, gained, achieved or derived by any such person where that person is able, by virtue of that capacity as settlor or Trustee or associated person, in any way (whether directly or indirectly) to determine or to materially influence in any way the determination of the nature or the amount of that payment, benefit or advantage or that income or the circumstances in which it is or is to be so received, gained, achieved, afforded or derived.

## **6 NGĀ TAKETAKE O TE RŪNANGA / POWERS OF THE TRUST**

- 6.1 In addition to the powers provided by the general law of New Zealand or contained in the Trustee Act 1956, the powers which the Board may exercise in order to carry out its charitable purposes are as follows:
- 6.1.1 to seek, accept and receive donations, subsidies, grants, endowments, gifts, legacies, loans and bequests, whether in money or in kind or partly in the one way and partly in the other, for all or any of the purposes of the Trust
  - 6.1.2 to represent the Trust or any other person or persons on any negotiations or questions of compensation with the government or any local or regional authority for lands or rights taken under any statute
  - 6.1.3 to invest any or all moneys available for such purpose in such mode or modes of investment as in the opinion of the Trustees may be beneficial
  - 6.1.4 to sell, hire, lease, purchase, take as a gift or on loan, or otherwise acquire or dispose of any real or personal property
  - 6.1.5 to undertake activities necessary to develop or restore land, buildings or other property as the Trustees think appropriate
  - 6.1.6 to contract with any person, firm, company, government body, trust or other organisation, whether incorporated or not, for employment or services, and to pay remuneration for services rendered
  - 6.1.7 to employ or dismiss any person, body or society and to pay reasonable rates of pay for such services

- 6.1.8 The Trust may do all such other things as may be incidental or conducive to the attainment of any of the purposes of the Trust or the exercise of any of the foregoing powers within New Zealand provided that none of the purposes and powers shall be pursued or exercised in a way that would deviate from the charitable nature of the Trust or conflict with the conditions of any exemption from taxation granted by the Department of Inland Revenue or the conditions of any subsidy or grant provided by any Government Department.

## **7 PUKAPUKA KAUTE / ACCOUNTS**

The Trust Board shall ensure that true and complete books of account are kept which may be inspected by any Trust member. The books of account shall be kept at the Trust's office or at such other place or places that the Trustees think fit and shall always be open to the inspection of any Trust members.

## **8 WHAKAREKĒTANGA TURE / CHANGES TO RULES**

These rules may be changed by at least two-thirds majority vote, at any meeting of the Trust Board, written notice of which has been given twenty-eight days in advance to each Trustee. No changes may be made that would derogate from the charitable nature of the Trust or the primacy of the original purposes of the Trust.

## **9 TE TUKU TOENGA RAWA / DISPOSITION OF SURPLUS ASSETS**

- 9.1 The Trust may be wound up at any time by a resolution passed by at least two-thirds majority vote at a Trust Board meeting called for that purpose, provided that not less than twenty-eight days' notice of that resolution shall have been given to each Trustee.
- 9.2 In the event of the Trust being wound up any surplus assets after payment of liabilities and the expenses of winding up shall be given to some other group chosen by the Trust Board, whether incorporated or not, having charitable objects similar to the objects of the Trust and operating in New Zealand.

## **10 TE TOHE TAKETAKE / COMMON SEAL**

- 10.1 The Common Seal of the Board will be kept in the custody and control of any person appointed by the Trustees
- 10.2 When required the Common Seal shall be affixed in the presence of two Trustees pursuant to a resolution of the Trust Board