



## Minutes of Te Runanga O NgaiTakoto Board of Trustees Meeting Pioke House, Kaitaia, Friday 27 February 2015, 2:30pm

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### Attendees:

Wallace Rivers (Chairman), Dale Mehana, Jasmine Marino, Robert Tamati, Malcolm Karipa (conference call Australia), Rangitane Marsden (CEO), Lau'rell Pratt.

### Apologies:

No apologies

Trudy Brown-Patuwairua not in attendance (arrived 3:15pm, departed 4:30pm)

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**Karakia:** Dale Mehana

**Mihi:** Dale Mehana

**Meeting commenced:** 2:25pm

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### **Te Runanga O NgaiTakoto Board Meeting Commences:**

Chairman welcomes everybody at this meeting, Mangu at Auckland hospital, but stable and should be returning home to Kaitaia this week.

### **Minutes of the 12<sup>th</sup> December 2014:**

No matters arising from Minutes of previous December Board Meeting.

#### **Resolution**

**Receive the Minutes** of the last Te Runanga o NgaiTakoto Board meeting, 12<sup>th</sup> December 2014 as circulated with the board papers. **Accept the Minutes** as a true and accurate account of the meeting.

**Moved:** Jasmine Marino

**Seconded:** Dale Mehana

## **Agenda Item 2.1 PSGE Roadshow**

PSGE Roadshows planned for April 2015, following up our 'Framework for Change' discussion documents mailed to all members in December 2014.

Tuesday 21 April, 6:00pm Kaitaia, Friday 24 April, 6:00pm, Whangarei, Saturday 25<sup>th</sup> April, 3:00pm, Auckland

Board has agreed to go to our NgaiTakoto members and discuss the 'Framework' for change. Rangitane handed out the beneficiary lists, one for each Trustee. Trudy to do Waimanoni, Robert does Te Paa A Parore. Trustees can help families to ring around the list and encourage members along to the meetings. Engage young people, or those at home to phone around and email Panui. Get them up to read the document before they attend roadshows, and understanding the questions. (Boxes of Framework for Change) still available.

Rangitane asked about options for Australian beneficiaries. Malcolm Karipa thinks the second option is better, a hui in Sydney and then delegates come to Sydney. Later on down the track the delegates can have their own meetings. This is planned for early May.

Administration is to set up meetings and email Panui out to members. Robert, Mangu, Rangitane to lead out the meetings. Jasmine is out of the country. Chairman available for the roadshows. Dale, to confirm his availability.

*All trustees agreed to make an effort this month (March) to call, email, visit the NgaiTakoto whanau and members on the marae list and encourage them to roadshow hui.*

## **Agenda Item 2.2 TRONT Charitable Trust Deed**

Rangitane gave an update on his thinking around the Trust Deed, it needs to be reviewed and consider changes around issues with Marae governance in the PSGE governance given the behaviour of x3 marae over the past number of years - we know there is a lack of capacity and capability within the marae structures. Is this ever going to change? The marae don't have the capacity now, how will they do it in 3 years and beyond? We need to start thinking about our younger qualified people in the longer-term plan for consistency. Perhaps the Marae representation is best suited in the Charitable Trust space? Initially we were going to put them (the Marae) into the main body of the Runanga governance, but given how they behave now and won't change how much of risk is that to new governance PSGE structure? We need to separate Tikanga from the Financials - The Charitable Trust space will allow Marae to participate in the charitable distribution area, but keeps them separate from acting in the commercial space. It should look like this;

1. **Governance** – Vision and Purpose (succession, future)
2. **Charitable Trust** – Distribution to Beneficiaries (through scholarships, marae,
3. **Commercial Entity** – Assets, Investment, Operating and Charitable Distribution Budget
4. **Operations** – Administration, Coordination and Communication and the carrying out of day to day activities and business as usual for the Runanga and the collective iwi business aspects such as Social Accord, Beach Board, Korowai etc...

Review how the Trust will operate, limit the powers of each entity so they cannot run off with the ball from each other and as well it provides for the checks and balances, that gives the PSGE “functioning credibility” The Commercial Entity will require a separate management agreement alongside the Governance Deed.

The Charitable Entity could comprise for example (x4 Marae x2 Governance and x1 Financial representative in the Charitable Entity)

Planning cycle, three yearly, jointly between all entities, with yearly reviews on progress, performance agreements required across all three entities. communications and outcome measures. Auditing and Annual Accounts across the x4 entities (including Operations) per year but merged into one Annual report.

Role Clarity, Training, Performance Based is a criteria of each entity,

Ability to mentor some of our Rangatahi into the Governance space, the reality is the Governance should not be made up of us, but we need to build succession and future leadership into the PSGE structure.

#### **Agenda Item 2.4 TRONT Commercial Entity**

Rangitane confirmed that the representatives invited into the Commercial entity space have responded their approval to be involved. X5 persons – Mark Marino, Craig Wells, Sam Johnson, Hugh Karena, Heta Hudson. Meeting with Rangitane on the 19<sup>th</sup> March to develop and draft the entity, and further ideas about the DRAFT Trust Deed and Commercial Entity Management Agreement.

Robert suggested at some stage in the future, bring the Fisheries elements into this overall structure. (Will require a legislative law change)

#### **Agenda Item 4.1 and 4.2 Financials**

Operations are within budget for the period, BNZ Investments portfolio are up over \$400,000. \$291,000 total Operating expenses (01 November 2014 – 31 January 2015), this includes festival costs, the Historical Accounts, and the summer shutdown period.

We are presently working with the accountants to transition the NgaiTakoto A Iwi Research Unit Trust to Te Runanga O NgaiTakoto from 30 March 2015 and merge the two operational structures into one structure and set up the Zero accounts system for the new Runanga.

We are spending more money on professional advice, but it is necessary at this stage of the PSGE development.

Moving to the Zero system in April, not June to coincide with the March end of Year period. Awhi is working on the paper-based system at the moment with the accountants (following on from Missy’s departure).

Audit is progressing, 20 boxes have gone to Whangarei and Missy, Awhi and Sarah (Sumpter Baughen) are going through the GST first, setting up the new financial year, Audits will be done at the same time.

Sumpter Baughen are been very helpful and working to get us into the new system at no huge additional cost as a start to a new long-term professional relationship with the Runanga.

### **Agenda Item 4.3 Staff Departure**

We have two staff members leaving this month, Fran Hokianga is now employed with the Anglican Church, in a part time pastoral care role, and we hope to be able to tap into her work around our NgaiTakoto kuia and kaumatua.

Missy Marsden is moving to Perth.

We have employed Drew Sloane to work with Awhi in the Communication and Administration/Front desk role at the Runanga, starting on Monday 2<sup>nd</sup> March. Awhi will take over Missy's role in accounts and oversee Drew on communications.

Effectively we have lost a full time role, but are confident that this will work though to June, when much of the finance role will be automated with the new accounting system and the workloads should balance themselves out at that stage.

### **Agenda Item 5.1, 5.2, 5.3: Communications**

Reminder to Trustees to not encourage any additional Apps or web communication platforms through the Marae. Do not go and purchase new ones, please follow through with what we have, as the Runanga has invested in a website and a quality database and social media platform, Iwi Connect. Each Trustee has the list of their beneficiaries, their responsibility to phone around beneficiaries and encourage conversations at the roadshows. Awhi can help you with membership queries and any Comm's information you want coordinated to your beneficiaries.

We have the March Panui going out this week to all beneficiaries, and the PSGE Panui inviting members to roadshows. We do not need to do separate presentations to Marae they can attend the roadshow meetings like all beneficiaries.

Rangitane recently meet with Mary Peterson and Polly Ujdur re asking the same old questions with respect to the CEO and Runanga - where is our 100k?, What about Australia getting funding? Meeting went nowhere positive.

If people want to be informed, come to the roadshows, where we are able to have discussions about these things in an open and transparent manner and where beneficiaries are invited to hear first hand about progress.

Rangitane and Shorty Murray have had discussions about finishing the Marae. They need to provide plans and quotes or the work required and we will ask for beneficiary consent first for the work to be done. Things are progressing in other areas too such as Wharemaru Marae committee progressing change within itself.

AGM at Waimanoni is pending for April. Potential to discuss changes and to doing things differently is now an opportunity for that Marae.

Trudy Patuwairua - Brown, Every other iwi that has come across (through settlements) the same issues. A bit of possible movement in terms of Waimanoni AGM in Easter, there seems to be a bit of progress on that. Easier issues like koha, and naming the whare kai. They are not ready for some of this change discussion, but it is evolving. They are talking about their own internal issues now, which is a form of progress.

Malcolm Karipa, as a Board everybody needs to get behind the decisions that the Board has agreed to. People are directing the dialogue at Rangī, but not the Board. Our beneficiaries need to get as many of our whanau to these roadshows. Rangī gets given the responsibility to make things happen by the Board. It's a unified collective decision, Board decision. The role of the Board needs to be united, and get behind to support the CEO role. Personal stuff and personal attacks on Rangitane are not acceptable. We are guilty by association, the Trustees do have the decision making power, we do get bailed up by people but we need to know and respond accordingly, rather than just push concerns to Rangitane.

The board have to be pro Runanga, pro Rangī. The board has to raise its profile to we have to be more active. The Board has to take the responsibility for example by calling around and making contact with the members on the lists.

A simple letter from the Board to Hone as a Board statement that we will take responsibility to address issues within the membership and marae committee's, that will go out next week and all trustees sign it. Unanimous decision

Rangitane: People are in the thought change process now. They need to have that conversation with themselves. Trustees should indicate that they are the information, communication-conduit, that they share the information of the Board to the members. Trustees need to be present at all the roadshows.

#### **Resolution**

***That we issue a letter from the board as a statement to Hone Harawira regarding his proposal to Te Runanga o NgaiTakoto***

***Moved: Robert Tamiti***

***Seconded: Trudy Patuwairua-Brown***

#### **Iwi Connect:**

Iwi Connect is a member database and social media platform. It is been trialed now with a few members and will be demonstrated at the roadshows.

#### **Agenda Item 6.1 Scholarships:**

We have budgeted for x7 Board Tupuna Scholarships, at 5K, \$35,000 for the year total.

We currently have six applications for a range of training, studies and fees. Some of these do not fit directly into a Tupuna scholarship category, but we are flexible and

have the ability to transfer the scholarship into another study areas if it is unused in its original area of its intended.

We are looking at how we monitor and mentor our scholarship recipients overtime so as to bring that learning back into the Iwi, this is a role that Fran may pick up additional to her pastoral care role with the Church.

*Rangitane will review the applications (many exceeding the 5K allocation, and make a recommendation to the Board on how to progress. He will send email for Board approval next week.*

The board criteria is clear on the application form that funds are issued once the course has been completed and to a maximum value of \$5,000.

#### **Agenda Item 6.2 NgaiTakoto Festival**

Board presented with a 2014 Festival report presented by Awhi Marsden, outlining attendance, retail sales and summarising the activities and events. Agreed event was another success, with internal management of event making huge savings and the event next year will be managed internally again. Looking to perhaps make it a one-day/evening event for 2015.

#### **Agenda Item 6.3 Australian Report:**

Malcolm Karipa went through his written report and discussed the action items and delegates from the NgaiTakoto Australia.

#### **Agenda Item 7.1 & 7.2 Environmental**

Kaio is now employed for 3 days at DoC, and 2 days at NgaiTakoto office.

We are developing an Environmental strategic plan for NgaiTakoto space, including Korowai and Te Oneroa a Tohe and our environment and Kaitiakitanga principles policy framework for NgaiTakoto. Then also developing an Iwi-Doc strategy as much of the NgaiTaktoto land is in conservation state and we need a management plan as to how those significant areas will be managed by us post treaty settlement.

These plans should be drafted and presented to the Board for feedback over the next couple of months.

#### **Agenda Item 8.1 Regional Economic Strategies**

Rangitane presented verbal update on the NgaiTakoto role in being a part of making the following published reports happen - Taitokerau Maori Economic Strategy, Northland Growth Study Report, linking to National - Iwi Maori Crown strategy (He Kai Kei Aku Ringa) based in Wellington, that he has been working on through the Tai Tokerau Iwi CEO forum, Iwi leaders Forum and with Central Government through the Social Accord.

Email electronic version for Mark Marino and Malcolm Karipa.

**Forestry Strategic Plan 2020** – Long-term forestry strategy for Northland, long-term supply and demand – training, development, 100 year plan. Forestry strategy hui

coming up on the 6<sup>th</sup> March in Moerewa to present strategic progress back to wider forestry sectors.

### **Agenda Item 8.2 Te Hiku Development Trust/Social Accord**

Te Hiku Development Trust – Te Rarawa have changed their representation on that trust so it is a bit of a learning curve for those new members and puts the Accord on hold somewhat, as to progressing matters.

### **Agenda Item 8.3 Te Hiku Sports Hub**

Sports academy launched in Kaitaia, bringing sports, education into the area. Academy is – league, rugby, netball, all sports with a role to engaging people into education through sports. Graeme Lowe Foundation working closely with Rangitane and others on this.

### **Agenda Item 8.4 Kaumaumau**

Board Papers included a Draft Heads Of Agreement letter from Resene Wax as to progressing the opportunity a between Resin Wax and NgaiTakoto.

The document allows Resin Wax to progress and explore the feasibility of the proposal and build the investment relationship and the opportunity to progress to the next stage. It identifies our help with progressing council permits and consents.

Rangitane had redrafted the original Heads Of Agreement to suit NgaiTakoto and that is now the accepted version.

#### **Resolution**

NgaiTakoto Board supports the 'Heads of Agreement' document drafted for the purposes of with Resin Wax to progress discussions with the council and other parties as to Resin Wax proposal for Kaumaumau.

**Moved:** Jasmine Marino

**Seconded:** Dale Mehana

**Abstained:** Robert Tamiti - Robert to meet with Kalmaumau to discuss the proposal on the 28<sup>th</sup> February

**Kauri logs are still on hold**, and are not removed. Matt's team still owe us approximately \$4,000, in relation to incorrect GST payments so the logs will remain where they are until the outcomes are agreed.

***TRONT Board agrees to just leaving the logs as they are. Rangitane to deal with this issue.***

**Honey / Hives**, the current rental is approximately \$18,000/annum. Return depends on where you go and the economy of scale. Current hive manager (Ian Broadhurst) is prepared to pay more for exclusive access. Enquiries are needed around identifying who is in the DOC space, how we can build a future in that space for NgaiTakoto, around the honey business potential.

King Avocadoes, currently have a good relationship with Ngati Kuri in regards to honey. NgaiTakoto could consider this relationship also, meaning more hives and honey products. Could also give us access to a bigger partnership around the avocado industry as well.

### **Agenda Item 8.5**

Rangitane has sent the draft Sweetwater agreement to the commercial entity for the consideration. In future any contracts drafted by the Board or external business partners will be sent via the commercial entity for review and consideration.

Sweetwater agreement, CEO and Chairman met with Landcorp in March to go through the draft document and to make it more of a partnership model, joint venture agreement. The mana whenua process has been significantly relevant to us, but there has been a shift in thinking around this within Te Rarawa, with discussions around the Masters property and us potentially buying back the Dairy Unit 2 (at the Crown price, not the market price). Te Make clearly belongs to us, there is no evidence that Te Rarawa were in that block.

Te Rarawa just bought back land for cultural reasons (Whakakoro), and we need to consider that as an option in the future, however we are clear on three things:

- 1) Te Make returned – Dairy Unit 2, either a purchase, or mana whenua process
- 2) Masters Farm purchase as a future dairy platform for NgaiTakoto. Buy it and lease it into the scheme? Consistent with the land area, in our NgaiTakoto space.
- 3) Land North of that line (Unit 2) is fee simple title to NgaiTakoto.

We have also been notified that the Steele's have put up their land for sale at the back of Kaumaumau, plus the Beach Park is up for sale on for \$1.1M (current tenant has lease for 30 years).

### **Red Meat Strategy Project**

Nine farms have been assessed for red meat strategy, strategic about the beef farms and open to the opportunity of providing fresh local produce to the Chinese market, in particular with kauri Cliffs expecting 1600-2000/day visitors. Consider buying strategic farms for this purpose.

## **GENERAL BUSINESS**

Urupa and Marae discussion around maintenance, mowing and caretaker programme. Consider building into the Operational budget a cost to mowing and



spraying and making it a regular regime. X3 cemeteries, Kareponia, Matarau, Paparore, plus each of the Marae potentially, by agreement with those committee's.

This would be about petrol and time, not maintenance of equipment or gear, which is still up to the Marae to manage.

*CEO will prepare budget and paper as to outlining the programme for contractor (whanau currently doing these jobs).*

CEO is also working a larger Restoration project, around the urupa with MSD.

### **Rangatahi Strategy – transfer of knowledge**

This week with Mangu in Auckland has been a reminder to us about our knowledge keepers. We need to set up wananga and actively get the process of downloading information and knowledge happening, i.e. recorded, filmed, land bank of information and allow our people to have access to.

What is our young peoples ability to absorb and understand knowledge, that whole transfer of knowledge has started with the Tane Hikoi in 2014. Bring our Wahine in for the opportunity and balance as well.

Tane Hikoi, succession strategy, watching observing peoples growth, Target and grow our own specific leadership. May only be 10 people, shadow cabinet, we need to build in a plan to progress these ideas and learning's so we do not lose them.

Next board meeting **Friday 8<sup>th</sup> May, 2pm**

Meeting finished: 6:10pm