

BACKGROUND INFORMATION

- (1) TE RUNANGA O NGATI MARU (TARANAKI) TRUST - WHENUA TOPU TRUST;**
- (2) NGATI MARU (TARANAKI) FISHERIES TRUST (MANDATED IWI ORGANISATION) AND**
- (3) THE ELECTION OF TRUSTEES**

Introduction

In 2004 the Maori Land Court determined that, on an interim basis, the Ngati Maru Wharanui Pukehou Trust was the appropriate representative of Ngati Maru (Taranaki). This recognition was on a temporary basis, pending the establishment of a more appropriate representative entity in due course.

A proposal has now been developed whereby two trusts will be established for Ngati Maru (Taranaki). The first trust is to be a whenua topu trust under Te Ture Whenua Maori Act 1993 for Maori land and iwi representation matters. The second trust is to be used for Maori fisheries settlement purposes under the Maori Fisheries Act 2004 ("**MFA**").

It is intended that both of these trusts are connected through a single election process. A single election process will allow for the same set of elected individuals to sit on the boards of both organisations. A benefit of this single election process is the reduction of the risk that different entities, consisting of different individuals, will each assert a right to speak for Ngati Maru (Taranaki). Where possible these trusts will combine their administrative operations to avoid unnecessary duplication of procedures and to promote efficient use of the iwi's resources.

Te Runanga o Ngati Maru (Taranaki) Trust - Whenua Topu Trust

When the Ngati Maru Wharanui Pukehou Trust was recognised by the Maori Land Court as the representative for Ngati Maru (Taranaki) it was given the task of establishing a more appropriate representative entity for Ngati Maru (Taranaki).

A whenua topu trust is a trust established under the provisions of the Te Ture Whenua Maori Act 1993. A whenua topu trust is an iwi (or hapu) land management trust designed to utilise Maori land in the interests of or for the benefit of the iwi (or hapu).

The whenua topu trust – Te Runanga o Ngati Maru (Taranaki) Trust ("**the Runanga**") - will be responsible for administering all of the land on which Pukehou Marae reservation is based and for representing Ngati Maru (Taranaki) in various roles.

One of the benefits of using the whenua topu trust model is that this form of trust is within the jurisdiction of the Maori Land Court and will be subject to the Court's oversight.

Ngati Maru (Taranaki) Fisheries Trust - Mandated Iwi Organisation –

In order for Ngati Maru (Taranaki) to receive our share of the fisheries assets held by Te Ohu Kai Moana, the MFA requires that we have a Mandated Iwi Organisation ("**MIO**"). The fisheries assets comprise Quota, Income Shares in Aotearoa Fisheries Limited, cash and the Aquaculture Assets made available to iwi through the Maori Commercial Aquaculture Claims Settlement Act 2004.

The requirements for a MIO are very detailed and although Te Ohu Kai Moana currently deals with the Ngati Maru Wharanui Pukehou Trust (as the Recognised Iwi Organisation or RIO) over fisheries matters, the rules that regulate the operations of the Ngati Maru Wharanui Pukehou Trust do not comply with all of the MFA's MIO requirements.

In order to comply with the requirements of the MFA we need to establish a MIO to receive and administer these fisheries assets. The proposed MIO will be called the Ngati Maru (Taranaki) Fisheries Trust ("**the Fisheries Trust**") and will deal with the additional matters concerning the ownership and management of the fisheries assets that are required by the MFA.

In addition to the arrangements for the Fisheries Trust it will be necessary to establish a company called an Asset Holding Company ("**AHC**"). The Fisheries Trust must exercise strategic governance over the AHC, which must at all times be 100% owned by the Fisheries Trust and make all distributions to the Fisheries Trust. The Quota and Income Shares in Aotearoa Fisheries Limited must be transferred to and held by the AHC.

The Runanga and the Fisheries Trust will operate using rules set out in their respective Trust documents. The matters covered by the Trust documents include the election of trustees, planning and reporting processes, processes for maintenance of the Ngati Maru (Taranaki) iwi register (which would be shared by the Runanga and the Fisheries Trust) and the processes for making decisions on important matters relating to the Trusts.

Purposes

The Trust documents will require that the Runanga and Fisheries Trust receive, hold, manage and administer their assets for the benefit of Ngati Maru (Taranaki).

Beneficiaries

Those entitled to benefit from the activities of the Runanga and the Fisheries Trust will be those who whakapapa to Ngati Maru (Taranaki).

Reporting and Accountability

Through the Trust documents a number of reporting and accountability processes will be established. In summary these processes will require:

- An AGM to be held to report on the activities of the Runanga and on the financial performance of the Fisheries Trust and AHC in managing the fisheries assets;
- The preparation of annual plans for the Runanga and the Fisheries Trust and the disclosure of those plans at each AGM; and
- That copies of the annual reports, financial statements and the Trust documents must be made available on request in writing by any member of Ngati Maru (Taranaki).

Under both of the Trust documents certain decisions will require a 75% majority of those voting in order to be passed. These decisions are:

- Changes to the Trust documents;
- Winding up the Trusts;
- Resettlement of the Trusts; and
- Major transactions.

In relation to the Fisheries Trust specifically some decisions will also require a majority of 75% of those voting in order to be passed. These decisions are:

- Disposal of the Income Shares in Aotearoa Fisheries Limited; and
- Disposal of Settlement Quota.

In relation to the Runanga some decisions will also require the confirmation or approval of the Maori Land Court.

In addition to the AGM of the Runanga and Fisheries Trust it will be possible to call special general meetings. Special general meetings must be called on the written request of the chairperson and deputy chairperson, or any 3 trustees, or 20 registered members of Ngati Maru (Taranaki).

Voting

If there is to be a vote on any matter then the voting procedure must be publicly notified at least 20 working days beforehand.

In relation to the Fisheries Trust if the vote is to be conducted at a general meeting and it relates to matters under the MFA, then the notice that the trustees give must also comply with the requirements of the MFA. This will require that there be public notice of the date, time and venue of the meeting, where explanatory documents may be viewed or obtained, and advice about the method of the vote. An individual (or "private") notice must also be sent by post to those members of Ngati Maru (Taranaki) that have requested such a notice. A private notice must also contain a ballot form (described as a "voting paper") and details of the address and return date for that ballot paper.

All votes must be conducted in a manner that is confidential to the individual voters. Registered adult members of Ngati Maru (Taranaki) will automatically be entitled to participate in any vote. Those adult members of Ngati Maru (Taranaki) that are not registered will be able to participate as long as, when they vote, they also provide a completed registration application. That vote will then be counted once that person's membership is confirmed by a special committee set up for this purpose.

Disputes

Detailed disputes procedures are set out in the Trust documents.

In relation to disputes relating to the Fisheries Trust under Part 5 of the MFA, parties must first try to resolve any disputes themselves. If the parties cannot resolve the dispute then it may be referred to Te Ohu Kai Moana for determination, but only if Te Ohu Kai Moana is not itself a party to the dispute. If Te Ohu Kai Moana is a party to the dispute, then the parties can, in the absence of a resolution, refer the dispute to the Maori Land Court.

Election of Trustees

The Runanga and the Fisheries Trust will share a single election process. There will be seven (7) trustee positions. All seven trustee positions will be filled at the first election (provided there are seven candidates). Trustees will retire (and be eligible to stand for re-election) on a rotating basis to ensure regular elections as well as a degree of continuity. Trustees can hold office for a maximum of 3 years at which point they must either retire or face another election.