

COPY

ORDER REMOVING AND REPLACING TRUSTEES

Te Ture Whenua Māori Act 1993, Section 239

In the Māori Land Court
of New Zealand
Te Waipounamu District

IN THE MATTER the interests listed in the
schedule hereto

AND

IN THE MATTER of the Rakiura Māori Lands
Trust

AT a sitting of the Court held at Christchurch on the 4th day of March 2016 before Sarah Francis Reeves, Judge

WHEREAS application was filed by Eliza Snelgar for replacing trustees

AND WHEREAS on the 13th day of March 2015 the Court made an order vesting the said land interests in trustees subject to terms of trust

AND WHEREAS Theona Mina Heaslip has retired by way of rotation

NOW THEREFORE the Court upon reading and hearing all evidence adduced in support thereof and being satisfied on all matters upon which it is required to be so satisfied

HEREBY ORDERS pursuant to Section 239 of Te Ture Whenua Māori Act 1993 that the said land is now vested in:

<u>Name</u>
Richard Charles Tainui Manning
Richard George Ryan
Leon James Fife
Simon Charles Spencer Gomez
Eliza Sophie Snelgar
Jill Skerrett
Tina Nixon

as responsible trustees, jointly no survivorship.

AS WITNESS the hand of a Deputy Registrar and the Seal of the Court.


DEPUTY REGISTRAR


SCHEDULETe Waipounamu District

<u>Blocks</u>	<u>CT Ref</u>
Masons Bay Island Native Reserve No 8 or Mitini Island	CIR 486356
Native Reserve No 1 Lords Harbour	
Native Reserve No 5 Horse Shoe Bay	CFR 419864
Native Reserve No 6, Cultivation Point or Block 1 Section 193 Patersons S.D.	CFR SL7A/1000
Paterson Blk I Sec 59	
Paterson Block I Section 60	CFR 505186
Paterson Block XVI Section 13	CFR 494341
Paterson Block XVI Section 2	CFR 494332
Paterson Block XVI Section 8	CFR 489488
Paterson Block XVI Sections 15 & 15A	CFR 495252
Paterson District Reserve 4A	CFR SL7B/1
Paterson District Reserve 4B	CFR SL7B/2
Paterson District Reserve 4C	CFR 364289
Paterson District Reserve 4D	CFR 361689
Paterson Inlet Section 14 Block XVI	CFR 495914
Paterson Inlet Section 9 Block XVI	CFR 489098
Port Easy Maori Reserve No 9	CIR 486225
Raggedy River Maori Reserve No 7	CFR 504883
Sec 2 Block 1 Anglem District Stewart Island	CFR 502716
Section 1 Block II Paterson Survey District	CFR SL18/43
Section 1 Block IX Lords River Survey District	CFR SL88/166A
Section 1 Block X Lords River Survey District	CFR SL88/169
Section 1 Block XI Lords River Survey District	CFR SL65/67
Section 1 Block XVI Paterson Survey District	CFR SL7C/85
Section 10 Block IX Lords River Survey District	CFR SL88/174
Section 10 Block X Lords River Survey District	CFR SL88/151
Section 10 Block XVI Paterson Survey District	CFR SL7C/86
Section 106 Block I Paterson Survey District	CFR SL156/148
Section 11 Block IX Lords River Survey District	CFR SL88/149
Section 11 Block X Lords River Survey District	CFR SL88/176
Section 12 Block I Paterson Survey District	CFR SL156/147
Section 12 Block IX Lords River Survey District	CFR SL88/150
Section 12 Block X Lords River Survey District	CFR SL88/147
Section 12 Paterson Survey District	CFR SL10/132
Section 13 Block IX Lords River Survey District	CFR SL88/154
Section 13 Block X Lords River Survey District	CFR SL88/171

<u>Blocks</u>	<u>CT Ref</u>
Section 14 Block IX Lords River Survey District	CFR SL88/166
Section 14 Block X Lords River Survey District	CFR SL88/170
Section 15 Block IX Lords River Survey District	CFR SL88/155
Section 16 Block IX Lords River Survey District	CFR SL88/157
Section 17 Block IX Lords River Survey District	CFR SL88/167
Section 17 Block XVI Paterson Survey District	CFR SL7C/113
Section 194 Block I Paterson Survey District	CFR 362948
Section 2 - 3 Block II Town of Rakiura	CFR SL25/147
Section 2 Block IX Lords River Survey District	CFR SL88/168
Section 2 Block X Lords River Survey District	CFR SL88/144
Section 2 Block XI Lords River Survey District	CFR SL65/66
Section 2 Block XIII Paterson Survey District	CFR SL68/272
Section 20 Block XVI Paterson Survey District	CFR SL7C/112
Section 21 Block XVI Paterson Survey District	CFR SL7B/713
Section 22A Block XIV Paterson Survey District	CFR SL130/236
Section 25 Block I Paterson Survey District	CFR SL7C/114
Section 27 Block I Paterson Survey District	CFR 466551
Section 28 Block I Paterson Survey District	CFR SL7C/80
Section 29 Block I Paterson Survey District	CFR SL37/125
Section 3 Block IX Lords River Survey District	CFR SL88/165
Section 3 Block X Lords River Survey District	CFR SL88/173
Section 3 Block XIII Paterson Survey District	CFR SL7C/82
Section 3 Block XVI Paterson Survey District	CFR SL7C/84
Section 4 Block I Anglem Survey District	CFR SL20/109
Section 4 Block I Lords River Survey District	CFR SL37/129
Section 4 Block IX Lords River Survey District	CFR SL 88/152
Section 4 Block X Lords River Survey District	CFR SL88/143
Section 4 Block XIII Paterson Survey District	CFR SL18/48
Section 4 Block XVI Paterson Survey District	CFR SL7C/83
Section 5 Block I Anglem Survey District	CFR SL49/74
Section 5 Block I Lords River Survey District	CFR SL7C/79
Section 5 Block IX Lords River Survey District	CFR SL88/73
Section 5 Block X Lords River Survey District	CFR SL 88/146
Section 6 Block I Lords River Survey District	CFR SL7C/78
Section 6 Block IX Lords River Survey District	CFR SL88/156
Section 6 Block X Lords River Survey District	CFR SL88/145
Section 6 Block XI Anglem Survey District	CFR SL37/130
Section 6 Paterson Survey District	CFR SL10/134
Section 7 Block IX Lords River Survey District	CFR SL88/172
Section 7 Block X Lords River Survey District	CFR SL88/158



<u>Blocks</u>	<u>CT Ref</u>
Section 7 Paterson Survey District	CFR SL10/133
Section 70 Block I Paterson Survey District	CFR SL18/42
Section 71 Block I Paterson Survey District	CFR SL71/289
Section 72 Block I Paterson Survey District	CFR SLB4/874
Section 73 Block I Paterson Survey District	CFR SL7C/81
Section 73a Block I Paterson Survey District	CFR SL40/192
Section 8 Block IX Lords River Survey District	CFR SL88/153
Section 8 Block X Lords River Survey District	CFR SL88/175
Section 9 Block IX Lords River Survey District	CFR SL88/292
Section 9 Block X Lords River Survey District	CFR SL88/148
Subdivision No 1 of Section No 5 of Block XVI Paterson District	CFR SL7B/4
Subdivision No 2 of Section No 5 of Block XVI Paterson District	CFR SL7B/5
Subdivision No 3 of Section No 5 of Block XVI Paterson District	CFR SL7B/3
Subdivision No 4 of Section No 5 of Block XVI Paterson District	CFR SL82/100



VARIATION OF TRUST

Te Ture Whenua Māori Act 1993, Section 244

In the Māori Land Court
of New Zealand
Te Waipounamu District

IN THE MATTER of the Rakiura Māori Lands
Trust

AT a sitting of the Court held at Christchurch on the 4th day of March 2016 before Sarah Francis Reeves, Judge

WHEREAS application was filed by Eliza Sophie Snelgar to vary the terms of trust

AND WHEREAS on the 13th day of March 2015 the Court made an order vesting the said land interests in trustees subject to terms of trust varied on the 6th day of September 2009

NOW THEREFORE UPON HEARING the application and all evidence adduced in support thereof and being satisfied on all matters upon which it is required to be so satisfied

THE COURT DOETH HEREBY ORDER that the trust order made on the 6th day of September 2009 be varied pursuant to section 244 of the said Act and that the trusts upon which the said trustees shall now and henceforth hold the said interests until further or other order of the Court are as set out in the terms attached hereto

AND IT IS HEREBY FURTHER ORDERED pursuant to Rule 7.5(2)(b) of the Māori Land Court Rules 2011 that this order do issue immediately from the office of the Court.

AS WITNESS the hand of a Deputy Registrar and the Seal of the Court.



TERMS OF TRUST

1 Title

This Trust shall apply to RAKIURA MĀORI LANDS TRUST and all lands shown in the attached schedule.

2 Objects

- (a) To use and manage the land and the trust funds to the best advantage of the equitable owners of the land and successive successors to their individual interests in the land and to ensure by all reasonable means that the land or as much as possible thereof is retained and that all of the land or every part thereof is either made revenue producing or made available to the equitable owners for the time being for the use and enjoyment of such of them, their families and friends as shall from time to time wish to use and enjoy the same. By way of illustration and not by way of limitation the use and enjoyment of the land or a particular part thereof may include use as a meeting place, use as a place of permanent or intermittent residence and use for pastoral, forestry, agricultural or horticultural purposes and whether for production for domestic communal or commercial purposes.
- (b) The trustees shall determine whether the interest of the equitable owners for the time being would be best served by making the land or any particular part thereof revenue producing or available for the use or occupation of the equitable owners.
- (c) Using and managing the land to the best advantage of the equitable owners for the time being shall include the making of provisions for any special needs of such equitable owners as a family group or groups.
- (d) For the benefit of the equitable owners of the land, to maintain and increase the assets of the Trust by purchasing, leasing or otherwise acquiring any other land situated on Rakiura, or situated elsewhere where any such land is used or to be used or acquired for carrying on the activities of the Trust, and all improvements thereon whether or not the land is Māori Freehold land and to purchase, lease or otherwise acquire or carry on any business where such business operates primarily on Rakiura or on the seas surrounding Rakiura.
- (e) The trustees shall represent the equitable owners on all matters relating to the land and to the use and enjoyment thereof, and as citizens within the communities associated with the land and may contribute to those communities as the trustees may decide from time to time, and in any dealings with the Local Authority in respect of rating matters.
- (f) Without limiting the powers of the trustees and notwithstanding any other provision of this order, it is acknowledged that where no trust funds are held the trustees' fiduciary obligations are limited to a holding trust.
- (g) To represent and protect the position of the equitable owners on all matters relating to Taonga, Tikanga, historical cultural, customary rights, customary use associated with the land and its customary extensions covering rivers, waterways, wetlands, foreshore and sea beds traditionally used by the equitable owners and their tipuna.



3 Powers

The trustees are empowered:

(a) General

In furtherance of the objects of the Trust and except as hereinafter may be limited, to do all or any of the things which they would be entitled to do if they were the absolute owners of the land PROVIDED HOWEVER that the trustees shall not alienate the whole or any part of the fee simple of the land or any other land acquired as part of the corpus of the Trust other than in settlement of a proposed acquisition pursuant to the Public Works Act or similar statutory authority by way of exchange on the basis of land for land and value for value effected by Court Order.

(b) Specific

Without limiting the generality of the foregoing it is declared that the trustees are empowered:

(i) To buy

To acquire and sell, hire or otherwise deal in any vessels, boats, vehicles, plant, chattels or equipment and to acquire any land or interest in land and all improvements thereon whether by way of lease, purchase, exchange or otherwise.

(ii) To set aside cash reserves

To accumulate income and to set aside such reserves as the trustees in their discretion shall think fit for contingencies, or for capital expenditure or to meet the cost of any investigation or in giving effect to any proposal in furtherance of the objects of the Trust and to retain in an accumulated profit account any portion of the profits which the trustees think it prudent not to distribute to the equitable owners, with power to use such funds to purchase on behalf of all other owners individual interests in the land held by the Māori Trustee as the beneficial owners thereof.

(iii) To pay trustees reasonable expenses

From the revenues derived from the operations of the Trust the trustees may at their discretion receive payment for all their out-of-pocket expenses actual and reasonable travelling and accommodation allowance for attendance at meetings of the Trust or otherwise travel to attend to the business of the Trust or reimburse them for expenses actually and reasonably incurred in attending thereat; and to receive such fees (if any) in respect of their services as may have been authorised at a general meeting of the equitable owners.

(iv) To promote title improvement projects

At the request of the beneficial owners the trustees shall bring and prosecute in the Māori Land Court on behalf of the beneficial owners any applications for amalgamation of titles, aggregation of owners, the inclusion of any further lands in this Trust order, the exclusion of any lands from this Trust order, the variation of this Trust order to increase reduce or otherwise vary the powers hereby given to the trustees or to bring any other



application for orders within the jurisdiction of the Court that might facilitate the operation of the Trust and arrange all necessary surveys and effect registration of the Partition or other orders constituting title to the lands under the Trust in the Land Transfer Office.

(v) To distribute

Subject to the trustees being satisfied that proper provision has been made for reserves as referred to in clause 3(b)(ii) hereof to distribute to the beneficial owners in accordance with their shares the whole or such part of the net proceeds as the owners will decide at the Annual General Meeting of the Trust or on the recommendation of the Trustees to make a distribution at any Special General Meeting of the Trust.

- A Should the trustees enter into any arrangement whatsoever regarding the future management of the Trust lands and payment of money by the Crown in respect of the Trust lands, the trustees must consult fully with the beneficial owners of every section within the blocks affected and take into account the views of the relevant beneficial owners in concluding such arrangements with the Crown.
- B Where there has been payment of money by the Crown in respect of Trust lands, the trustees may impose an administration of 3% which initially will be used solely for the purpose of locating beneficial owners and bringing ownership schedules up to date.
- C A vote of beneficial owners of each section is then to be taken to establish what percentage of the remaining money shall be distributed to beneficial owners in proportion to their shares.

(vi) To consent to dwellings and to permit occupation and enjoyment by the owners

At their discretion to reverse in any lease or licence or otherwise provide for any one or more of the beneficial owners to personally occupy use or otherwise enjoy such defined part or parts of the land as the trustees shall determine having regard to the comparative shareholdings and if any such right is reserved licensed or otherwise provided for but to one or some only of the beneficial owners then the trustees shall determine the extent to which participation in rentals and profits are to abate to compensate for the benefit of such reservation licences or provisions or what other adjustment should be made for such purposes PROVIDED THAT such proposal has first been approved by resolution of a meeting of equitable owners called by the trustees.

(vii) To make other special provisions for beneficiaries

At their discretion to alienate by way of lease or licence to any beneficial owner or to any equitable owners or to any descendant of a grandparent of an equitable owner at a reduced rent or otherwise upon terms more favourable to the lessee than those obtainable on the open market PROVIDED THAT such proposal has first been approved by the resolution of a meeting of beneficial owners called by the trustees.



(viii) To lease

To lease the whole or any part or parts of the said lands from year to year and for any term of years at such rent and upon such covenants and conditions as the trustees shall think reasonable and to any person, corporate body and/or Her Majesty the Queen and to accept surrenders of and vary the leases therefore.

The trustees shall be at liberty to lease the land or any part thereof by a lease document which includes other land held in one or more separate titles and vested in the trustees by another order or orders of the Court under the provisions of Section 215 of Te Ture Whenua Māori Act 1993 and held by the trustees upon like trusts but in such event such lease shall set out the manner in which rent payable thereunder is to be apportioned between the lands subject thereto held in separate title and shall provide that any review of rent shall be calculated separately in respect of each of the lands held in separate title.

(ix) To take over existing leases

To assume all the rights remedies powers and obligations heretofore held by the lessor under any lease having force or effect of any of the lands or of any part or parts thereof and to assume and to have all the rights duties powers and obligations that may have accrued to the former trustees to the land the trusts in respect of which have been cancelled on the making of this Trust order with power to enter into variations of any such lease whether in whole or in part and to obtain and enforce any judgement decision or ruling or to effect any settlement or compromise with regard thereto.

(x) To borrow

To borrow money for the purpose of the furtherance of any of the trusts or powers herein contained whether or not with security over all or any real or personal property of the trust.

(xi) To employ

To engage to enter into contracts with and employ and dismiss managers, secretaries, servants, agents, workmen, solicitors, engineers, valuers and other professional advisors required to carry out the powers of the Trustees and to fix their remuneration.

(xii) To enter into and conclude negotiations with the Crown over any question of compensation for loss of rights on any of the lands vested in the trustees.

(xiii) To arrange for the alienation by sale, lease or otherwise of any land or any portion thereof purchased, leased or otherwise acquired pursuant to the objects contained in clause 2(d) of this Order and which is not Māori freehold land, and of any business or the assets of such business.



- (xiv) To engage in coal mining or other mining operations on any land purchased, leased or otherwise acquired pursuant to the objects contained in clause 2(d) of this Order or to grant leases or licenses for the production of coal or other minerals.
- (xv) To develop the resources of the land or any part thereof or of any other land purchased, leased or otherwise acquired or any part thereof by building, reclaiming, clearing, draining and otherwise improving, subdividing, roading, planting, working deposits of stone, metal or minerals, providing water on any terms which may be considered advisable and for those purposes to obtain any consents, give any bonds, employ any other persons and otherwise do all things necessary or expedient to exercise such powers.
- (xvi) In furtherance of the object to purchase, lease or otherwise acquire and carry on a business as contained in clause 2(d) of this Order, either alone or jointly with any other party to establish any business, to acquire the whole or part of the goodwill of an existing business, to acquire the assets or an interest in the assets of or used in any business and to acquire or join in acquiring chattels and stock in trade for use in, or in connection with, any business carried on or to be carried on by the trustees, either alone or jointly with other parties or in which the trustees may acquire an interest.
- (xvii) To utilise income from unclaimed dividends

To utilise income from any unclaimed dividends being held by the trust towards Māori Community Purposes as permitted by Section 218 of Te Ture Whenua Māori Act 1993.

(xviii) Common expenses

To pay common expenses incurred by the trustees in the proper administration of the Trust as follows:

- A The common expenses shall be apportioned among all the sections subject to this Trust as shown in the attached schedule in the same proportion as the area of each section bears to the total area of all sections.
- B The revenues derived from each section shall be used for payment of that section's share of the common expenses as determined in accordance with clause 3(b)(xviii)(A).
- C Insofar as a section does not derive any income or there is insufficient income derived to meet that section's share of the common expenses, the total of that section's share of the common expenses or the shortfall as the case may be, shall be paid:
- (i) From the cash portion of the Common Funds of the Trust shown in its accounts until that cash portion has been totally expended; and
 - (ii) Once the cash portion of the Common Fund has been totally expended, then from the income derived from any unclaimed dividends to be utilised towards Māori Community Purposes as



specified by Section 218 of Te Ture Whenua Māori Act 1993 in accordance with clause 3(b)(xvii).

D The trustees shall cause to be kept a full record of all payments of common expenses made pursuant to clause 3(b)(xviii)(C), and on any section in respect of which any such payments were made deriving any revenue or being sold there shall be paid to the unclaimed dividends income account from the revenue or the sale proceeds as the case may be an amount equivalent to all payments of common expenses so made on behalf of that section.

(c) To make charitable donations on behalf of the Trust for such worthwhile purposes as the trustees may from time to time consider appropriate.

4 Obligations and Restrictions

Notwithstanding anything to the contrary hereinbefore or hereinafter contained or implied:

(a) To clear charges

The trustees shall use their best endeavours to clear any outstanding title charges upon the said land and to pay any outstanding and legally recoverable rates, taxes or other assessments.

PROVIDED HOWEVER that the trustees shall have the power but not duty to recover all or part of such moneys from any person or persons who have been in occupation of the land or who are legally liable to pay the same.

(b) To protect Wahi Tapu

The trustees shall safeguard to the best of their ability any graves of Māori people and all historic sacred places in or upon the land for the time vested in them.

(c) To maintain a Governance Policy

The Trustees shall develop and maintain an appropriate and formal governance policy to define the appropriate governance practices to govern the affairs of the trust.

5 General Meetings

(a) The trustees shall call annual meetings of the beneficial owners from time to time and if the land produces income in any year of more than \$5,000.00 then at least once every year and a general meeting shall be called by the trustees upon the service of a notice of a requisition in writing signed by not less than 10 beneficial owners stating the purpose for which the meeting is required.

(b) At all meetings of beneficial owners and where a vote has become necessary or desirable the matter shall be determined by a vote. The vote shall be by those means provided in the Standing Orders set out in schedule 2, which forms part of this Trust Order. Each person who is a beneficial owner shall be entitled to cast one vote only.



- (c) No general meeting shall be deemed to be constituted in respect to any of the lands in the schedule hereto unless at least 10 beneficial owners of these lands are present in person throughout the meeting.
- (d) At each such general meeting the trustees shall produce reports and a statement of Income and Expenditure and if available a statement of accounts for each complete financial year expired not less than six months before the date of the meeting and in respect of which the trustees have not presented reports and accounts to an earlier general meeting.

(e) To report to the Court

Any trustees in the 5th year after the last review or upon being requested to by the Court, shall file in the Court a written report and make themselves available to the Court for questioning on the report or any matter relating to the administration of the Trust or the performance of their duties as trustees.

(f) Reports and accounts

The trustees shall keep proper and separate accounts for each of the lands held in separate equitable ownership (if more than one) and shall present the accounts to the equitable owners thereof at any general meeting.

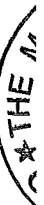
PROVIDED HOWEVER that the trustees shall not be required to have prepared statements of accounts in respect of those lands where the income does not exceed \$5,000.00 and the trustees responsibility will be satisfied in those instances by the production of an annual statement of income and expenditure.

- (g) For the purpose of all provisions of this Trust Order, including the Standing Orders, beneficial or equitable owners or owners are those persons or trusts who have through the Māori Land Court succeeded to an interest in any block listed in Schedule 1 of this Trust Order and who have notified to this Trust. Where any legal trust (the Owners Trust) succeeds to an interest in any block of land listed in schedule 1 of this Trust Order that Owners Trust shall only have one vote in at any meeting or proceedings of this Trust. An Owners Trust shall appoint one person to represent it and speak and vote on its behalf at any meeting or proceedings of this Trust and must give notice to this Trust of the person by completing and lodging with this Trust at the addressed notified on the Notification of Whanau Spokesperson form ("the Notification Form") to be provided by the secretary of this Trust on request. To enable the person appointed to represent and speak and vote on behalf of an Owners Trust at any meeting or proceedings of this Trust the Notification Form must be lodged at the notified address at least 72 hours prior to the starting time of the meeting or proceedings but once the Notification Form is lodged the appointment shall remain in full force for subsequent meetings and proceedings until it is revoked in writing by the Owners Trust.
- (h) All meetings of owners shall be held in accordance with the Standing Orders of the Trust under schedule 2 of this Order. The Standing Orders schedule may be amended by a majority vote at any meeting of owners where the meeting has been requested to deal with the amendment and where the owners have had at least 14 days prior written notice of the intended change.



6 Trustees

- (a) For the purposes of this clause 6 the expressions “trustee” or “trustees” shall mean a responsible trustee or responsible trustees responsible for carrying out the functions set out in Section 223 of Te Ture Whenua Māori Act 1993 (“the Act”) and shall not include any advisory trustee or custodian trustee appointed to Section 222(4) of the Act.
- (b) There shall be no less than five trustees nor more than seven trustees at any time but subject to this the actual number of trustees to hold office at any one time shall be determined by the existing trustees.
- (c) Trustees to be elected by the owners at each Annual General Meeting but the election of each trustee is subject to formal appointment by the Māori Land Court pursuant to Section 222(4) of the Act. The elected trustees shall cause application to be made to the Māori Land Court for the appointment of the elected trustees within seven days of each Annual General Meeting.
- (d) At the 2008 Annual General Meeting and at each succeeding Annual General Meeting such number of trustees up to a maximum of two who have held office since the Annual General Meeting held in the year which was three years before the year of the meeting shall retire by rotation. The trustees to retire in every year shall be those who have been longest in office since their last election but as between persons who became trustees on the same day as those to retire (unless they should agree among themselves) shall be determined by ballot. Each retiring trustee shall be eligible for re-election and re-appointment. A retiring trustee shall hold office until the dissolution of the meeting at which his/her successor is elected
- (e) At least 90 days prior to each Annual General Meeting nominations from beneficial owners of candidates for election and subsequent appointment as trustees shall be called for by the secretary of the Trust. Each nomination shall be seconded by another beneficial owner and shall be in writing and shall be in the hands of the secretary not less than 45 days prior to the date of the Annual General Meeting. No beneficial owner may nominate himself/herself for election and subsequent appointment as a trustee nor be the seconder to a nomination of him/her for election and subsequent appointment as trustee. If there are insufficient nominations to fill the vacant positions oral nomination may be received at the Annual General Meeting provided that no person shall be elected who has not assent to nomination.
- (f) The Annual General Meeting shall be required to elect from the candidates nominated by owners such number of trustees as is required to fill the office of those trustees retiring in accordance with clause 6(d) or 6(g)(ii).
- (g) (i) In the case of a vacancy or vacancies of trustees arising, including where a trustee elected at an Annual General Meeting is not subsequently appointed by the Māori Land Court, the remaining trustees may at any time appoint a person or persons to fill such vacancy or vacancies
- (ii) Any trustee appointed to fill a casual vacancy shall hold office only until the next following Annual General Meeting when he/she shall retire and shall then be eligible for re-election but shall not be taken into account in determining the trustees who are to retire by rotation at that meeting.



- (h) The quorum necessary for the transaction of the business of the trustees shall be the number of trustees then holding office less two.
- (i) The continuing trustees may act notwithstanding any vacancy in their body but if and so long as their number is reduced below the minimum number of trustees specified in clause 6(b), the continuing trustees may act for the purpose of increasing the number of trustees to that minimum number or of summoning a general meeting of the owners, but for no other purpose.
- (j) The Trustees may from time to time appoint or remove an Upoko to this Trust. Before the Trustees make any appointment they shall take into account the ability, experience, knowledge and mana of the person to be appointed to ensure they fulfil the customary requirements associated with the role of Upoko. The appointed person may also be a Trustee who is subject to the election process as provided in clauses 6(c), (d), (e), (f) and (g) of this Trust Order.

7 Removal of a Trustee

- (a) The Court, for sufficient cause, may at any time remove a trustee from office.
- (b) In addition to the ground upon which a trustee might be removed by the Court, it shall be sufficient cause for removal that:
 - (i) A trustee has not complied with the provisions of clause 5(e) hereinbefore;
 - (ii) A trustee has failed to carry out the duties of his/her office satisfactorily;
 - (iii) A trustee has absented himself/herself from 3 consecutive, properly convened meetings of the Trust without reasonable excuse;
 - (iv) Because of a physical or mental infirmity or prolonged absence a trustee is or will be incapable of carrying out his/her duties satisfactorily;
 - (v) A trustee has become a bankrupt;
 - (vi) A trustee is convicted of any offence whereby he/she is sentenced to prison and is still serving such sentence.



APPENDIX

Standing Orders for Rakiura Maori Land Trust

The Rakiura Maori Lands Trusts shall observe the following standing orders at its Annual General Meeting, and any General Meetings of the Trust, unless the meeting agrees by adoption of formal motion to suspend either in part, or full, these standing orders of the meeting. The chairperson shall have the ability to suspend the standing orders for the purpose of a general discussion on any matter being considered by meeting. If the Chairperson suspends the standing orders a time limit is to be put on such discussion, an extension to this time should come from the adoption of a formal motion from the meeting to extend the discussion further.

Definitions: The following definitions shall form part of these standing orders and shall confirm the meaning of the following words as they apply to these standing orders.

Annual General Meeting: Refers to the Annual General Meeting of the Rakiura Maori Land Trust held once every year for all sections of the Trust for the purpose of reporting to the owners on the previous year's activities and the intended future direction.

Meeting: Refers to either the Annual General or General meeting being conducted at the time.

Owners: "Owners" are the beneficial or equitable owners or owners as defined in clause 5(g) of the Trust Order.

Trustees: The Trustees are the Trustees of the Rakiura Maori Lands Trust appointed by the Maori Land Court for the time being.

Guests: The Guests of the meeting shall be those people who have been officially invited to the meeting by the Trustees for a specific purpose. The right to speak or contribute in anyway shall be at the sole discretion of the Chairperson. Guests shall not be able to participate in any aspect of the formal meeting process.

Participants: The participants of the meeting shall be the Owners and the Trustees as defined above.

Trust: Refers to the Rakiura Maori Lands trust unless otherwise specified.

Original Motion: Means the first motion that has been put to the meeting on any topic prior to the alteration of such motion by successful amendment.

Mover: Any participant from the meeting who asks for support from the meeting, by way of obtaining a seconder, to have the business item they described in their motion or amendment considered by the meeting.

Seconder: Any participant from the meeting who provides support to the mover to have the mover's business item considered by the meeting.



(1) Business of the meeting

The business of the meeting shall be restricted to those matters that have been placed on the Agenda. No matters shall be added to the agenda on the day of the meeting.

(2) Order of Business

The order of business shall be covered by the agenda of the meeting. The chairperson shall have the right, with the agreement of the meeting, to alter the agenda to provide for more efficient use of the meeting's available time.

(3) Motions & Amendments

- (i) A motion is a formal proposal by a trustee or owner for some act to take place, which is to be consideration by the meeting, no business shall be dealt with unless a motion on the subject has been moved and seconded by the meeting.
- (ii) A motion must be in relation to a procedural process of the current meeting or one of the specific agenda for items for that meeting.
- (iii) A trustee or owner having moved a motion may, with the consent of the seconder and the meeting, withdraw the motion without further discussion, or without vote being taken on the motion that is being withdrawn.
- (iv) A trustee or owner may move an amendment to a motion being considered by the meeting. Amendments to a motion shall be taken and decided upon one at a time. Should any amendment be carried it becomes the substantive motion subject to further amendments, one at a time, which may be proposed and decided upon until the matter under consideration is finally disposed of. If an amendment is lost, other amendments may follow.
- (v) Every such amendment shall be either,
 - a) To strike out words in the original/substantive motion; or
 - b) To add words to the original/substantive motion; or
 - c) To replace words in the original/substantive motion; or
 - d) To change a value contained in the original/substantive motion.
- (vi) The amendment must deal with the same subject matter as the original motion and if it has the effect of substituting something completely different from the substance of the original motion it is out of order and the Chairperson shall not accept it.
- (vii) No amendment, which is a negative to the intent of the original motion, shall be accepted. In the case where a negative amendment is sort the original motion must be defeated or withdrawn and a new motion then put before the meeting.
- (viii) The Chairperson of the current meeting shall accept no motion, if the substance of the motion has the effect of dealing with business of the meeting for a second time.

(4) Conduct of Debate

- (i) Trustees or owners wishing to speak at the meeting shall raise their hand and wait for the Chairperson to acknowledge their right to speak. The chairperson shall have the right to determine the order of speakers with the exception of the mover who has the right to speak first and the seconder who has the option to speak second or at a later stage in the debate. The mover shall have the right to close the debate prior to the putting of the motion or amendment.
- (ii) The chairperson shall confine each speaker to the subject under debate.
- (iii) All speakers shall have the right to speak without interruption unless the Chairperson allows an interruption through the chair from a participant at the meeting.



- (iv) Each Trustee or owner shall only have the right to speak once on the matter under consideration by the meeting at that time. The chairperson with the consent of the meeting may allow all speakers to have a further opportunity to speak on the matter under consideration. If authority for a further opportunity is given then all speakers from the current round of speakers must be completed first. Any Trustee or owner who chooses not to speak in the current or previous rounds shall not have the right to speak more than once in the next or subsequent rounds of speakers. The mover shall have the right to close the debate prior to the putting of the motion or amendment.
- (v) The mover of the original motion shall have no more than Five minutes to introduce the motion and given three minutes to reply prior to putting of the motion. No other participant shall be permitted to speak for more than three minutes at any one time. These time limits may only be extended by adoption of a motion from the meeting.

(5) Conduct during Meetings

All participants at meetings shall observe the following conduct requirements,

- (i) To work in a positive manner to assist the meeting to achieve its objectives, and
- (ii) To respect the officers of the meeting and abide by the rulings of the Chairperson, and
- (iii) To respect the rights of other participants of the meeting and their points of view, and
- (iv) To refrain from the use of indecent or threatening language and the use of personal acts, and
- (v) To address all comments, remarks, statements and questions through the chairperson of the meeting.
- (vi) To provide translation in pākehā for presentations in Te Reo Maori.

Misconduct and or failure to comply with the standing orders of the meeting may result in expulsion from the meeting by the Chairperson, after an initial warning has been given.

(6) Points of Order

- (i) A point of order is bringing to the attention of the Chairperson, something that a participant raising the point considers being a possible breach of the Standing Orders. Any official participant of the meeting may raise a Point of Order.
- (ii) The chairperson must deal with the matter immediately and ask the participant raising the point, in a few short words, state clearly and distinctly the bases of the Point of Order and its reference to the standing orders of the meeting.
- (iii) The chairperson shall upon hearing the participant's point decide the matter promptly without discussion from the meeting.
- (iv) The chairperson's ruling shall be final unless challenged by a formal motion submitted by the meeting.
- (v) When a point of order is raised the business of the meeting shall be suspended until the point has been disposed of.

(7) Points of Explanation

- (i) A participant may, despite standing orders, raise with the Chairperson a point of explanation. This shall be permitted at any time to explain or correct some matter raised through the then debate or discussion.
- (ii) A point of explanation shall be at the discretion of the Chairperson, to provide for a brief explanation or interpretation. This opportunity shall not be used as an excuse to obtain further speaking rights or influence the direction of the debate.



(8) Voting

- (i) Subject to any Legal requirements, voting shall be by voice called by the Chairperson for those voting for or against the motion. The order of calling for the vote, for or against, shall be at the Chairperson's discretion.
- (ii) Any Trustee, Owner, or the Chairperson at the meeting may call for a show of hands to confirm the result where there is uncertainty to the result.
- (iii) A written ballot may be only be used by the adoption of a formal motion from the meeting. In the case of a written ballot the Chairperson shall appoint a teller to count the votes, who should where possible, be a non-voting participant or neutral party at the meeting.
- (iv) The Chairperson shall not have a casting vote, in the case of a tied vote, the Status Quo shall remain and meeting may decide to reconsider the matter at a future meeting in the normal course of business. The matter may not be reconsidered during the then meeting.
- (v) Postal Voting shall be permitted on those Agenda items that have been identified as supporting postal voting in the notification of the meeting. Postal voting shall observe the following requirements,
 - a. Postal voting shall be on the postal voting form, or forms approved by the Trustees prior to the meeting.
 - b. The postal voting form shall provide for a vote for or against the agenda item to which they are able to use a postal vote. The postal vote shall relate to the motion determining the outcome of agenda item only. In the case of an election of officials the vote shall be registered for the person/s of choice.
 - c. The postal voting forms shall be available upon request and shall be returned to the Secretary at the addressed notified no less than 48hrs prior to the starting time of the meeting.
 - d. The secretary shall hold the postal votes unopened until the meeting is called to order at which time the postal votes shall be sorted and counted for each appropriate agenda item. Notice shall be given to the meeting at the start of each item of business indicating the number of postal votes that have been received for that item. The direction of these votes shall not be supplied but included in the official vote of the meeting. The vote shall be recorded as those for in person and by postal, and those against in person and postal.
 - e. Postal votes may not be used for procedural matters, or amendments.
 - f. Validation of postal votes maybe requested by a majority of meeting trustees and owners present providing the invalidation of 50% postal votes would alter the outcome of the meeting. This shall involve confirming, by an independent party decided by the meeting, that the postal voting complied with the standing orders, and was cast by legal owner or trustee entitled to vote on the Agenda Item.
 - g. If the validation of postal votes is requested by the meeting the final result of the vote shall be held over until the validation has been completed. The vote shall then be confirmed at the next trustees' meeting by the trustees with the result notified to owners at the next general circulation of information to them. No further validation shall be possible under the rules.
 - h. Alternatives, any owner may arrange for an alternative person to represent them at any meeting of the trust by completing the Alternate Form approved by the Trustees from time to time. An alternate may represent and have the same rights as the owner for the duration of the meeting for which the form has been completed. The Alternate may represent only one owner and if the Alternate is an owner in their own right they must take only one role in the meeting, either owner or alternative.
 - i. Proxy voting be permitted under the terms and conditions provided on a Proxy Voting form adopted and approved by the Trustees for the purpose of



allowing beneficial owners not present at the meeting to vote on business items at the meeting.

(9). Notice of Motion

A notice of motion is a notice given by a participant at the meeting who wishes to have a motion placed on a future agenda for consideration by the meeting. The chairperson shall accept the motion and place it on the agenda of a future meeting subject to receipt of a written paper covering the motion along with, its relevance and background, from the participant proposing the motion. The order of placement on the Agenda of future meetings of any notice of motion shall be the responsibility of the Trustees, however consideration should be given to the order of receipt of such motions.

(10) General Rules of Procedure

- (i) Business superseded; any item of business may be superseded by adoption of a motion from the meeting requiring that the, " That the matter be put without discussion ". or " That the motion or meeting be adjourned until a future time and that the next order of business now be proceeded with ". Such motions shall be put without discussion.
- (ii) Closure; Any Trustee or owner may, in the course of the debate, move; " That the question now be put ", the meeting shall then vote on this motion without further discussion, If this procedural motion is carried then the mover of the business motion under discussion shall have the right of reply before the motion is put.
- (iii) Questioning the Chairman's Rulings; the ruling of the Chairperson in any matter shall be final and may only be challenged by the adoption of a formal motion from the floor to that effect. Should such motion be adopted, the Chairperson shall vacate the chair in favour of the Vice-Chairperson or an elected participant of the meeting in the absence of the Vice-Chairperson. The acting chairperson shall then ask the challenging participant to state their case and the grounds for the challenge; on completion of this the Chairperson shall explain the basis of the ruling under challenge. The Acting Chairperson shall allow no further discussion and shall then put the motion " That the Chairperson's ruling be upheld ", if the motion is won then the chairperson resumes the chair and proceeds from the point of the ruling. If the motion is lost then the Chairperson resumes the chair and the meeting continues from the point prior to the challenged ruling.
- (iv) Suspension of Standing Orders; The Standing Orders of the meeting may be suspended at any time by the adoption of a motion to that effect from the meeting.
- (v) Matters not provided for; should any question arise in connection with the conduct of a meeting that is not provided for in the Rules of the Rakiura Māori Lands Trusts or the Standing Orders the Chairperson without challenge shall decide the matter.

