



NGĀTI PAOA IWI TRUST

ANNUAL GENERAL MEETING 2022

25 September 2022, 10.00am

Kerepeehi Marae, Kerepeehi

All registered members are welcome*

AGENDA

1. Welcome by Chair & Introduction of current Board members
2. Apologies
3. Minutes of previous AGM
4. Matters arising (from previous AGM)
5. Annual Report presentation
6. Chair's Report Summary
7. Financial Report
8. Overview of Highlights Report
9. Appointment of Board members
10. Proposal for review of the NPIT Deed and changes to the Constitution NPGHL and NPGIL
11. Any other business (*at the discretion of the Chair and time permitting)
12. Close of meeting

Kai is provided at the Close of Meeting

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	Agenda topic	Minutes	Who?
1.	<p>Welcome by Chair –</p>	<p>Mihi and opening by the chair. Started with housekeeping</p> <ul style="list-style-type: none"> ● Emergency procedures ● Importance of completing the attendance register ● Wharepaku and tikanga around drinking and eating in the whare ● Outlined to please allow presenters to give their korero and all questions will be taken after ● Please be respectful of each other ● Gave an overview of the agenda and timeframe <p>Introduction of current Board members</p> <ul style="list-style-type: none"> ● Current trustees introduce themselves: Mihingarangi Forbes, Rangitahi Pompey, Herearoha Skipper, James Ratahi, Tania Tarawa 	<p style="text-align: center;">Chair Tania Tarawa</p>
2.	<p>Apologies Any Apologies invited from attendees & Secretary.</p>	<p>Apologies for this AGM2022 accepted from the floor.</p> <ul style="list-style-type: none"> ● Glen Tupuhi ● Hikaiti Ngaruhe ● Kirikowhai Andrews ● Shiree Pihama ● Elsie Neil ● Hikaiti whanau ● Liza Rikihana ● Coffey 	<p>Motion – To accept AGM apologies. Moved? Seconded? Unanimous/Majority/Lost Chair/ Secretary</p>

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		<ul style="list-style-type: none"> ● Solomon ● Tuniperata Kiripehe ● Iris, ● Fraser whanau, (about 20-30 tangata me whanau) 	
3.	Minutes of previous AGM	<p><i>As there were limited copies of the previous AGM minutes available, Mihingarangi read aloud the minutes from the previous AGM.</i></p> <p>There was some discussion regarding whether the last AGM was properly constituted because Audited accounts were not presented to the iwi. It was explained that it was properly constituted by the attendance of a quorum and that the AGM does not fail for lack of audited accounts.</p> <p>Some corrections to the attendance of the AGM 2020 were noted</p> <p>The chair acknowledged the disappointment of the iwi at the last AGM and how the trust had conducted itself with the iwi for some time. with no minutes made available and the meeting not meeting the expectations or standards of the iwi.</p> <p>The Chair reiterated that the running of the previous AGM was not the responsibility of this current Board and that this Board was confirmed and took office at the end of that AGM.</p>	<p>Motion – That the minutes of previous AGM 2020 are a true & accurate record.</p> <p>Moved? Tau Seconded? Josie Witika (not in attendance at AGM2020) Tau's mum seconded motion. Passed</p>

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<p>4.</p>	<p>Matters arising (from previous AGM)</p>	<p>Discussion from the floor (Tau) referencing a number of matters relating to Board operations over the last year eg. Appointment of negotiators contrary to the Deed, progress of RMA matters etc.</p> <p>The chair responded that these were not matters arising from the minutes of the previous AGM and if there is time this</p> <p>An issue relating to why the minutes have not been circulated to everyone and not enough copies available. (Josie) A copy of the minutes were handed to Josie and confirmation that all the documentation presented in the hui today would be made available online hopefully by Wednesday</p> <p>No matters arising</p>	
<p>5.</p>	<p>Annual Report presentation</p>	<p>The chair can give an overview of Annual Report content & all key highlights from the last 18 months.</p> <p>Summary of presentation highlights:</p> <ul style="list-style-type: none"> ● Lots of personnel changes early and throughout the term. ● This is the first elected board since 2013 when the NPIT was established as the PSGE ● The interim trustees (Gary Thompson and Bryce Heron) were the only trustees between 2013-2018. The deed did not permit appointment of other trustees. A request was made to the Minister by the previous Chair to enable the 	<p>Motion – To accept the Annual Report as a true, accurate record.</p> <p>Moved? Tau Seconded? Fred Unanimous Passed</p>

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		<p>appointment of additional trustees to conclude the settlement.</p> <ul style="list-style-type: none">• When this board came into office there was no handover and so it has taken a great deal of energy and effort to build up a picture of the state of iwi tribal affairs. The trustees had to build internal processes and systems from the ground up.• Ongoing legal action by the Ngati Paoa Trust Board has been a significant barrier to progress and continues to be. Much energy expended by legal threats and proceedings causing significant legal cost.• Discussion around the remaining legal bill which is being followed up.• Gave overview of the settlement landscape and the process for progression of the settlement through to legislation.• Deed on 20 March NP specific. Also involved in Tāmaki Makārau general settlement, Marutūāhu & Hauraki negs continue• Chair reiterated that the position of the Crown and Marutuahu is that the settlement has concluded therefore there is no negotiations, therefore there is no need to appoint negotiators. NPIT remains opposed to some parts for the settlement and is in discussion with the Crown and Marutuahu both over how this might be resolved.• NPIT has not appointed a negotiator and sees no need to	
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Opened up discussion from the floor

Whaea Rose Katipa from Horowhenua urged that we come together with all parts of Ngati Paoa to put a stop to the Trust Board legal proceedings

People need to step up and get it sorted. We need all of us.

The chair in response outlined that the Board has desperately missed kaumatua council for advice and guidance and that this is what is needed, a Kahui Kaumatua will be prioritised to support the work of the Board

All agreed and committed that the Board would provide more opportunities for wananga to bring kaumatua and Paoa together to resolve internal issues.

Chair gave an overview of the process for the deed to pass into law at which time the settlement package will pass over to the NPIT (\$12m redress including properties, titles etc) incl. Waiheke Farm.

Thanks to outgoing board members.

Rangitahi thanked the board and asks the meeting to continue to support the new board. Thanks Anahera and Joe also.

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6.	<p>Chair's Report presentation <i>Chair presents report of the year.</i> <i>After Q&A discussion, move motion to accept Chair's report.</i></p>	<ul style="list-style-type: none"> ● Discussed what was left to be achieved before the end of this current term. ● Commercial arm (Group Holdings) – Shareholding in Pouarua Farms in holding pattern for the time being. ● Goal to unify governing entities into one. ● Position is that no negotiator necessary BUT need to continue tikanga kōrerorero with Marutūāhu <p style="text-align: center;">Board strategic priorities:</p> <p>Given the state of affairs when the Board took office in Dec 2020, it was necessary to reconsider the Board priorities. These became:</p> <ol style="list-style-type: none"> 1. Clear overdraft debt 2. Conclude settlement and get to the signing of the Deed 3. Conclude 7 years of outstanding audits 4. Clear out all admins and operations 5. Clean up the registration database 6. Tidy up all Ngati Paoa "representatives" <p>The board acknowledges that it has not maintained progress across a number of areas that were previously a priority eg. RMA issues, Council relationships, Housing, education etc and did not reappoint staff to this portfolio. The Board chose to prioritise critical work and focus on the key issues that iwi had raised.</p>	<p>Motion – To accept the Chair's Report.</p> <p>Moved? Anahera Sadler Seconded? Pahi Tupuhi Unanimous Passed</p>
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7.	<p>Financial Report</p> <p><i>Herearoha Skipper to give the financial overview and present the financial statements</i></p>	<ul style="list-style-type: none"> • Herearoha gave an overview of the financial statements. • Audited accounts for NPIT 2015-2019 are on the website. Despite best efforts, we are unable to furnish audited accounts for 2020 & 2021 • Pātai about income, expenses, where did it come from, where does it go? Are any contractors still owed pūtea? • Rose Katipa from Horowhenua: Kōrero needs to be brought together, people need to step up and get it sorted. We need all of us. • MF & HS speak to the lawyers and accountants assisting to try to get documents and relationships • Drina speaks to processes. Please stop using the Pakeha court system <p>Questions from the floor:</p> <ul style="list-style-type: none"> • Trina Thompson (?) Pātai about the properties & developments. Concerns raised around Panmure inland port – this is going to be a big thing, please discuss. • Chair gave a brief property summary. 14 properties paid for, took an overdraft of \$14m to sell for profit of \$3.5m – used for external contractors to investigate commercial mechanisms of land swap (schools, Pt Eng), Marutūāhu commercial, farm and properties. Transfer of the 3 properties in Bridge St. Where are they going? Iwi Trust probably (commercial arm only has one person and needs to be rebuilt). 	<p>Motion – To accept the financial statements as a true and accurate representation of NPIT finances.</p> <p>Moved? Frank Rawiri Seconded? Lucy Tukua Passed One opposed: Danella Roebeck</p> <p>Motion – To appoint David Knightley as auditor for the year ended 2023</p> <p>Moved? Herearoha Seconded? Lucy Unanimous passed</p>
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		<ul style="list-style-type: none"> • We need to change the Directorships and have control. We have not been able to get reporting from them. Had to engage with auditors and lawyers instead. • Pātai – what is coming back to the Iwi? Financial redress is around \$12m (Farm, Station, financial redress, properties) • Veronica: Are you going to present any audit report? Herearoha reiterated that 2015-2019 are online and the 2 outstanding will be completed in the next few weeks. • Frank Rawiri: Asked about a property charge that was to be registered against Waiheke Farm to fund the purchase of the properties in 2015 – has this been removed? • Chair responded that she did not know and would follow this up. Was surprised that this would be the case because the Waiheke farm is administered by the NPTB and the NPIT has no ability to offer this as collateral. • Discussion from the floor related to Ngāti Tipa and feeling excluded. Lots of discussion that concluded with all Iwi being urged to unite and share whakapapa so that we strengthen our identity to resolve our internal conflicts. 	
<p>8.</p>	<p>Overview of Highlights Report <i>Mihingarangi gave an overview of highlights</i></p>	<ul style="list-style-type: none"> • 4 Bridge Street properties to be returned to NPIT in the next few weeks (2 titles/4 residential properties) • Not yet decided what will happen with these and likely to go in to the NPIT until the directorship on NPGIL is refreshed 	<p>Motion – To accept the Manager's Report. Moved? Seconded? Unanimous/Majority/Lost Mihingarangi Forbes/</p>

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			Kerrin Leoni
9.	<p>Appointment of Board Members</p> <p><i>Appointment of new trustees as per Rules of the Deed.</i></p> <p><i>Move motion(s) to accept elected members to the Board.</i></p> <p>NOTE: <i>Ensure motion(s) are passed and noted for all elected Board members, whether individually.</i></p>	<ul style="list-style-type: none"> • Thanks to outgoing board members. • Rangitahi thanks the board and asks he tāngata to please support the new board. Her time has been about Manaki and mahi. Thanks Anahera and Jo. • New board members introduce themselves; Kerrin, Misty and Tui. 	<p>Motion – To accept Kerrin, Misty and Tui as elected Board member.</p> <p>Moved? Tau</p> <p>Seconded? Nakau</p> <p>Passed</p> <p>Motion – To accept resignation of Rangitahi Pompey as a Trustee .</p> <p>Moved? Tania Tarawa</p> <p>Seconded? Nakau</p> <p>Passed</p>
10.	<p>Proposal for review of the Deed and changes to the Constitution NPGHL and NPGIL</p> <p>Discussion regarding NPGHL and NPGIL directorships</p> <p><i>NB – No changes and motions for change are proposed for this AGM – this is a discussion indicating an intention to review the Deed and outline the process for future change.</i></p>	<ul style="list-style-type: none"> • The chair indicated that in the remaining term the Board will be undertaking a review of the Trust Deed (as is required in the Deed) • There are no motions proposed for this hui – this is just to indicate that a review will be happening and any results will be brought back to an AGM or SGM as required to seek direction. • Tau, Frank pātai about deed processes etc. Chair - We will be taking advice. NPIT is parent but Commercial Directorship needs review. 	No motion put

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		<ul style="list-style-type: none">Lorna querying process. MT: We have to go through a tikanga process.	
11.	Any other business	No time to address any thing further but trustees will be around to answer any questions	
12.	Close of meeting	1:05pm Hemi closes for us, acknowledges and thanks all, karakia. FINISH 1:11pm	