



Kāti Huirapa Runaka ki Puketeraki

14/10/2025

Kia ora koutou,

Chris Ford, Group General Counsel - Te Runanga Group has been advising papatipu rūnaka on re-registering as an incorporated society as required by the new Incorporated Societies Act 2022.

To comply with the new Act various constitution changes are needed (mainly non-substantive changes) and we have also taken the opportunity to update terminology such as changing Treasurer to Financial Officer, moving to gender neutral wording, as well as some substantive changes outlined below.

The proposed changes with were discussed with Chris Ford at the August RGM and were received positively.

The first vote of two towards adopting the new Rules will take place at the Annual General Meeting on the Incorporated Society on Sunday 2 November. The second vote is likely to take place at a Special General Meeting that will be called in the new year.

If at both meetings a resolution to adopt the new Rules is passed by a 75% majority of voting members in attendance then the new Rules will be officially adopted and the Incorporated Society will be able to apply to registered under the new Incorporated Societies Act 2022.

Things to be aware of in the proposed Rules:

1. Membership. No changes to membership clauses.
2. Online Hui (section 11 (b)). Inclusion of online attendance for quorum, speaking & voting purposes.
3. Director Appointments (section 14). Proposed to change to an appointment process rather than the current election to enable a skills based approach to filling governance roles. This will be guided by the Director Appointment Policy which is being developed by the Executive for adoption via Rūnaka General Meeting process.
4. Notice. (section 15). Change to allow notice of AGMs, SGMs & other hui to be online / email rather than in the newspaper.
5. Removal of persons (section 24). This new section is required by the new legislation.
6. Alteration to Rules (section 31). Currently two meetings are required, at least 4 weeks apart, with a 75% majority of voting members in attendance to enable any change to the Rules/ constitution. The proposal is to allow the change at an Annual General meeting or Special Meeting with 75% majority without needing a second vote.
7. Conflict of Interest section 33). It is intended for address the manageent of conflicts of interest through the guidance of a policy which is currenty under development.

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8. The Puketeraki Way (section 35). We have included The Puketeraki Way as a document to remind us of the standards & values our tūpuna lived by that we continue to adhere to.
9. Incorporated Societies Act 2022 (section 38). Required by the Act.
10. Contact Person (section 39). Required by the Act.

The current rules can be found in the members section of our website, Puketeraki.nz . The new rules to be adopted are attached.

Please contact me if you wish to discuss any aspect of the proposed changes.

Kā mihi,



Nā Suzanne Ellison,
Rūnaka Manager

THE INCORPORATED SOCIETIES ACT 2022

RULES

of

**KĀTI HUIRAPA RŪNAKA KI PUKETERAKI
INCORPORATED**

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RULES OF KĀTI HUIRAPA RŪNAKA ki PUKETERAKI INCORPORATED

1. Name

The name of the Rūnaka shall be the “Kati Huirapa Rūnaka ki Puketeraki Incorporated” (hereinafter referred to as “the **Rūnaka**”).

2. Registered Office

The registered office of the Rūnaka shall be at:

Kāti Huirapa Rūnaka ki Puketeraki

121 Grimness Street, Karitane.

C/- 130 Stornoway Street,

KARITĀNE 9471

Due notice of every change of the place of the registered office shall be given to the Registrar of Incorporated Societies.

3. Interpretation

In the interpretation of these Rules (unless the context requires a different construction):

"AM/NZ" means the Arbitrators and Mediators Institute of New Zealand.

"Members" means Whakapapa Members and Honorary Member/Tangata Tautoko of the Rūnaka .

"The Officers" shall mean the Chairperson, the Deputy Chairperson and the Finance Officer.

"TRoNT" means Te Rūnanga o Ngāi Tahu, the body corporate established under the Te Rūnanga o Ngāi Tahu Act 1996.

"House Rules" means the set of policies, rules and guidelines held by the Rūnaka as contained in their Human Resources and Policies Manual.

"Postal Ballot" includes voting by physical post and/or online voting;

"Pūtea Agreements" means agreements between TRoNT and the Rūnaka providing for the distribution of pūtea, of whatever nature and outlining the terms and conditions upon which that distribution is made.

"Rūnaka 1848 "Blue Book" Kaumātua" means the 1848 Kaumātua set out in Schedule 1 of these Rules.

Headings appear as a matter of convenience and shall not affect the construction of these Rules.

A reference to any gender includes all genders and are intended to be inclusive of all gender identities.

A reference to any enactment is a reference to that enactment as amended, or any enactment that has been substituted for that enactment.

Words importing the singular number include the plural number and vice versa.

4. Objects

The Rūnaka is established for the following objects and purposes within New Zealand:

- (a) to provide for the well-being of the Members of the Rūnaka by providing administrative assistance, guidance and management in their spiritual, cultural, educational, moral, social and economic welfare;
- (b) to promote and safeguard the amenities and the health, safety, and economic cultural and social welfare of both the Tangata Whenua and wider community of every region, district or area which is traditionally of concern to the Rūnaka;
- (c) to provide assistance and care for the sick and infirm;
- (d) to provide assistance for education about general health issues affecting Māori men and women including, but not limited to, drug and alcohol rehabilitation and awareness programmes, family planning and diet and nutritional awareness;
- (e) to provide advocacy services for people who may otherwise not have a voice or access to such services;
- (f) to co-operate with all organisations, agents and community groups advancing or enhancing the living standards and conditions of the community;
- (g) to assist whānau, women, children and youth or any person at risk.

In addition to and ancillary to the above objects and purposes are the following secondary objects:

- (h) to give the Rūnaka a legal personality recognised within the New Zealand legal system in a manner which is consistent with the principles of the Treaty of Waitangi;
- (i) to protect and maintain the tino rangatiratanga of the Whakapapa Members of the Rūnaka as it is defined by them in accordance with their own traditions and customs and which is in itself guaranteed active protection by the Crown and the Treaty of Waitangi, especially in Article the Second;
- (j) to engage in any other lawful activity necessary for the protection and maintenance of the rights of the Rūnaka as guaranteed by the Treaty of Waitangi;
- (k) to take part in any formal or informal procedures whether at central, regional or local government level which involve the use and management of resources and the development of any relevant region, district or area which is traditionally of concern to the Rūnaka;
- (l) to fulfil the Rūnaka's duties and responsibilities as a member of Te Rūnanga o Ngāi Tahu and to uphold the Te Rūnanga o Ngāi Tahu Act 1996 and its Charter.

Such other objects as are for the time being exclusively charitable according to the law of Aotearoa; provided that such secondary objects are not inconsistent with the primary charitable objects for which the Rūnaka has been established.

MEMBERSHIP

The Rūnaka has a policy of encouraging Members' commitment to the responsibilities of Membership through active participation and attendance at meetings.

5. Membership

- (a) All persons who can establish they are uri of the 1848 Kaumātua of Kāi Te Ruahikihiki and/or Kāti Huirapa, or/are the uri of those families included in the Native Reserves of the Araiteuru rohe are eligible to be a Whakapapa Member of the Rūnaka.
- (b) Membership shall also be conferred automatically upon those persons who as of 1 August 2002 are existing registered Rūnaka members without further application or subscription. Members pursuant to clause 5(b) shall be Whakapapa Members of the Rūnaka.
- (c) Any person of Ngāi Tahu whānui seeking Whakapapa Membership to the Rūnaka under clause 5(a) may be asked to furnish (and must be able to provide) proof of eligibility by way of whakapapa to establish they descend from one of the Rūnaka 1848 "Blue Book" Kaumātua.
- (d) Any person who is not eligible to be a Whakapapa Member of the Rūnaka under clause 5(a) may become an Honorary Member/Tangata Tautoko of the Rūnaka by a vote of more than 50% of the Whakapapa Members of the Rūnaka at a properly convened meeting of the Rūnaka.

6. Cessation of Membership

- (a) Any Member may resign from their Membership of the Rūnaka by giving notice of resignation in writing to the Rūnaka Executive.

7. Registration

- (a) All those eligible Whakapapa Members as defined by clause 5(a) (and not registered as per clause 5(b)) will be asked to complete and submit a registration form that includes written consent from the member to become a member to ensure they are entitled to receive the privileges and benefits of Membership of the Rūnaka and shall become a Whakapapa Member of the Rūnaka upon acceptance of their registration form by the Rūnaka.
- (b) Honorary Member/Tangata Tautoko of the Rūnaka will be asked to complete and submit a registration form that includes written consent from the member to become a member and become a Member of the Rūnaka upon passing of the vote granting them Honorary Membership/Tangata Tautoko Membership of the Rūnaka.
- (c) The Rūnaka Executive shall ensure the Rūnaka maintains a register of Members as required by the Incorporated Societies Act 2022.

MEETINGS

8. Annual General Meeting

An Annual General Meeting of the Rūnaka shall be held in the month of November each year, or may be deferred to a later date where circumstances dictate. The meeting will be advertised in accordance with the Notice clause below at least 14 days' prior to the meeting. At such meeting the following business shall be transacted:

- (a) receive and consider the annual report of the Chairperson.
- (b) receive and consider the audited annual financial statements from the Finance Officer.
- (c) the election of an auditor who shall audit the financial accounts of the Rūnaka.
- (d) the consideration of such other business as may be accepted by permission of the majority of Whakapapa Members present and with power to vote at such meeting.
- (e) the election of a Chairperson, a Finance Officer and other Rūnaka Executive members, shall be held triennially. They shall appoint a person to carry out secretarial duties. Only Whakapapa Members shall be eligible for election to the Rūnaka Executive. Whakapapa Members must have demonstrated active participation in the Rūnaka for a minimum of one (1) year within the last three (3) years from the election date to be eligible for the Rūnaka Executive.

9. Special Meetings

A Special Meeting of the Rūnaka may be held at any time which more than half of such Officers who are appointed from time to time may decide. Alternatively, 15 Whakapapa Members eligible to vote at a Rūnaka meeting may sign a requisition to the Chairperson to convene a Special Meeting. The Chairperson shall promptly give 14 days' notice of the meeting in accordance with the Notice clause below. The business to be dealt with at such meeting shall be limited to the matters stated in the requisition and notice of such meeting.

10. General Meetings

- (a) A General Meeting shall be held at least quarterly, and at such other times as the Chairperson shall require.
- (b) At a General Meeting the Rūnaka Executive shall among other things report on its activities to the Members.

11. Speaking and Voting at Annual, Special and General Meetings

- (a) All Members of the Rūnaka will have the right to speak at meetings.
- (b) Meetings may be held by electronic means. Those attending electronically are able to vote and count towards calculating whether a quorum exists as if they were physically present at the relevant meeting
- (c) Voting rights will be bestowed only upon Whakapapa Members who are 18 years of age or over and are present at the meeting either in person or by electronic means.
- (d) The method of voting at all meetings of the Rūnaka shall be by show of hands (including virtually) or, on demand by any Whakapapa Member, by poll. Acceptance of such a demand will be at the discretion of the Chairperson.

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- (e) No Member shall be entitled to more than one (1) vote (with the exception of the Chairperson who may hold a casting vote).
- (f) Voting at a poll shall be by secret ballot.
- (g) The Chairperson shall have at all meetings a deliberative vote; and he/she shall, in case the votes are equal, also have a casting vote.
- (h) A resolution will be carried by a majority of votes.
- (i) Written resolutions in lieu of meetings are not permitted.
- (j) A declaration by the Chairperson of any meeting to the effect that any resolution submitted at such meeting has been carried by a majority, or lost, and an entry to that effect in the meeting minutes, shall be conclusive evidence of the fact without further proof of the number of votes recorded for or against the resolution.

12. Quorum

- (a) The quorum at meetings of the Rūnaka shall be as follows:

Annual General Meetings	10 Whakapapa Members over 18 years old
General Meetings	10 Whakapapa Members over 18 years old
Special Meetings	10 Whakapapa Members over 18 years old
Shareholders' Meetings	10 Whakapapa Members over 18 years old

13. Shareholder Meetings

Except as otherwise set out in these Rules, in respect of any shares held by the Rūnaka, how the votes attaching to those shares shall be exercised shall be determined as follows:

- (a) a Shareholder Meeting shall be called by the Rūnaka Executive for the purpose of determining how the votes shall be exercised.
- (b) Notice of a Shareholder Meeting shall be given in the same manner as for a Special Meeting (at least 14 days prior to the meeting).
- (c) all Members of the Rūnaka will have the right to speak at Shareholder Meetings.
- (d) voting rights will be bestowed only upon those Whakapapa Members who are 18 years of age or over and are present at the meeting.
- (e) directors of the company whose shares are being voted on may not cast a vote at the Shareholder Meeting.
- (f) the method of voting at all Shareholder Meetings shall be by show of hands or, on demand by any Whakapapa Member as hereinafter provided, by poll. Acceptance of such a demand will be at the discretion of the Chairperson.
- (g) voting at a poll shall be by secret ballot.
- (h) no Whakapapa Member shall be entitled to more than one (1) vote (with the exception of the Chairperson who may hold a casting vote).
- (i) a resolution will be carried by a majority of votes.
- (j) where the Rūnaka holds shares with rights that entitle it to remove directors or where an Independent Director has been appointed under the Rules the removal shall be conducted in accordance with the above guidelines. However, the Rūnaka requires a 75% majority of Whakapapa Members to carry a motion to remove a director (including an Independent Director) from office.

14. Director Appointments

Where the Rūnaka holds shares with rights that entitle it to appoint directors, such appointment shall be conducted in accordance with the relevant Rūnaka policy.

15. Notice

Notice under these rules means notice:

- (a) issued to the Rūnaka member email list; and
- (b) posted on Rūnaka social media platform(s) and Rūnaka website (if any); and
- (c) given by such other means as the Rūnaka Executive considers appropriate (e.g., by letter or by hand).

OFFICERS

16. Election of Officers

Chairperson

- (a) The Chairperson shall at all meetings take the chair and be Chairperson for such meetings unless they delegate the role to the Deputy Chairperson. The first Chairperson shall be the existing incumbent when this clause comes into effect, and they shall complete their existing term, and each successive Chairperson thereafter shall be elected for a three (3) year term. A retiring Chairperson shall be eligible for re-election.

Deputy Chairperson

- (b) The position of Deputy Chairperson may be filled from time to time as required by the Rūnaka Executive. The Deputy Chairperson will be elected for a term concurrent with the current Chairperson. A retiring Deputy Chairperson shall be eligible for re-election.

Finance Officer

- (c) The first Finance Officer shall be the existing incumbent when this clause comes into effect, and they shall complete their existing term, and each Finance Officer thereafter shall be elected for a three (3) year term. A retiring Finance Officer shall be eligible for re-election.
- (d) No person shall be elected to office under paragraphs (a) to (c) above unless that person is present at the Annual General Meeting at which they are to be elected, has previously signified in writing their willingness to accept nomination and meets any other requirements set out in these Rules.
- (e) Nominations for Officers may be requested in writing in any form determined to be appropriate by the existing Rūnaka Executive at least one (1) month prior to the election.

17. Nominees may be required to fulfil any criteria as determined by the existing Rūnaka Executive Secretarial Functions

- (a) The Rūnaka Executive shall ensure all secretarial duties are carried out appropriately. Those duties shall include keeping minutes of all meetings of the Rūnaka, keeping all records of the Rūnaka and giving notice of meetings.
- (b) To perform such other duties and exercise such other functions as may be reasonably required by the Rūnaka from time to time.

- (c) To be directly responsible to the Rūnaka for the efficient functioning of secretarial duties.
- (d) The Rūnaka Executive may appoint persons to assist with these secretarial duties.

18. *Functions of Finance Officer*

- (a) The Finance Officer shall have charge and custody of and be responsible for all funds (including a petty cash fund) and depositing such funds in the Rūnaka's name in such banks, trust companies or other securities as may be selected by the Rūnaka and shall render a statement of the condition of the finances to the Rūnaka at all regular meetings and in general shall perform such other duties as the Rūnaka may from time to time establish.
- (b) The Finance Officer shall keep all the financial records of the Rūnaka and shall be responsible for producing audited financial accounts at each Annual General Meeting.
- (c) There shall be four (4) signatories/approvers for the Rūnaka, these being the Chairperson, the Finance Officer and one (1) other person appointed by the Executive as well as the Rūnaka Manager. All bank payments are to be authorised by at least two (2) signatories/approvers.
- (d) The Finance Officer shall furnish annual financial statements to the Registrar of Incorporated Societies as required by the Incorporated Societies Act 2022.
- (e) The Finance Officer has the ability to appoint persons to assist with their mandatory tasks.

19. *Functions of Te Rūnanga o Ngāi Tahu Representative*

In accordance with the Charter of Te Rūnanga o Ngāi Tahu, Te Rūnanga o Ngāi Tahu Representative or Alternate Te Rūnanga o Ngāi Tahu Representative will represent Kāti Huirapa Rūnaka ki Puketeraki at all meetings of Te Rūnanga o Ngāi Tahu. They have a responsibility to the Rūnaka to:

- (a) report outcomes post-Te Rūnanga o Ngāi Tahu meetings to Rūnaka Members.
- (b) adhere to protocols in the job description.

Te Rūnanga o Ngāi Tahu Representative and Alternate

For the avoidance of doubt the Te Rūnanga o Ngāi Tahu Representative and Te Rūnanga o Ngāi Tahu Alternate Representative are not "Officers" under these Rules.

There is an expectation that this process will be periodically reviewed, evaluated and improved in consultation with the Rūnaka and Te Rūnanga o Ngāi Tahu.

20. *Te Rūnanga o Ngāi Tahu Representative and Te Rūnanga o Ngāi Tahu Alternate Representative*

The positions of Te Rūnanga o Ngāi Tahu Representative and Te Rūnanga o Ngāi Tahu Alternate Representative shall be appointed by a process consistent with the Charter of Te Rūnanga o Ngāi Tahu as required by Section 16 of the Te Rūnanga o Ngāi Tahu Act 1996. An Appointment Committee shall be appointed to fill the positions. The Rūnaka Appointment Committee shall:

- (a) call for applications from Whakapapa Members fitting the criteria, or receive other written or oral submissions;
- (b) notify in writing, the receipt of all applicants application;

- (c) short-list the appropriate applicants;
- (d) conduct interviews if required;
- (e) notify in writing, the outcome to all applicants;
- (f) appoint applicants to the relevant positions, with appointments being confirmed via tribal pānui or by any other means they deem appropriate.

Applicants for the positions of Te Rūnanga o Ngāi Tahu Representative and Te Rūnanga o Ngāi Tahu Alternate:

- (g) must have demonstrated active participation in the Rūnaka for a minimum of one (1) year within the last three (3) years from the date when applications for the relevant position close;
- (h) may be required to demonstrate an understanding of the Te Rūnanga o Ngāi Tahu structure, Te Rūnanga o Ngāi Tahu decision-making processes, and the cultural, political, social and economic issues facing the tribe.

RŪNAKA EXECUTIVE

21. Rūnaka Executive

- (a) The membership of the Rūnaka Executive shall comprise the Rūnaka Chairperson, the Deputy Chairperson, the Finance Officer, the Kāti Huirapa Rūnaka ki Puketeraki Representative, the Kāti Huirapa Rūnaka ki Puketeraki Alternate Representative, plus a balance from the Whakapapa Members to assist the Officers in their deliberations to give a minimum of seven (7). Those Whakapapa Members will be elected by a majority vote at the Triennial General Meeting or a Special Meeting of the Rūnaka. The maximum number of persons on the Rūnaka Executive shall be ten (10) persons.
- (b) The Rūnaka Executive shall meet at least bi-monthly, at such places and times as determined by the Rūnaka Executive.
- (c) A quorum for meetings of the Rūnaka Executive shall be more than half the members of the Rūnaka Executive.
- (d) Each member of the Rūnaka Executive shall have one (1) vote at Rūnaka Executive meetings with the exception of the Chairperson who shall have a casting vote in addition to a deliberative vote.
- (e) The Rūnaka Executive shall have power at any time to fill any casual vacancy in its balance of appointed members.
- (f) The Rūnaka Executive shall at its first meeting following the Triennial General Meeting appoint or confirm the appointment of conveners and members of each Standing Committee. Their appointments shall be reviewed annually at the Rūnaka Executive Meeting following the Annual General Meeting.
- (g) All members of the Rūnaka Executive attending meetings of the Rūnaka Executive shall be entitled to meeting fees, such to be determined by the Whakapapa Members present at the Annual General Meeting.

22. Tenure of Office of Rūnaka Executive

The tenure of office of any Officer of the Rūnaka Executive shall terminate on the appointment of their successor. Any member of the Rūnaka Executive being absent for three (3) consecutive meetings without leave of absence shall, unless otherwise resolved by majority of the Rūnaka Executive, cease to be a member of the Rūnaka Executive. The balance of the Whakapapa Members of the Rūnaka appointed to the Rūnaka Executive shall also hold term for three (3) years from their appointment.

23. Functions of the Rūnaka Executive

Subject to the directions of the Rūnaka in Annual, Special or General Meetings, the policy of the Rūnaka shall be determined and the management and control of its affairs shall be vested in the Rūnaka Executive, which may exercise all powers and do all acts and things which may be exercised or done by the Rūnaka and which are not expressly directed or required to be exercised or done by it in Annual, Special and General Meetings. Without prejudice to the general powers of the Rūnaka Executive it is hereby expressly directed that the Rūnaka Executive shall be entrusted with and may exercise and perform all or any of the following powers and duties:

- (a) to facilitate the purchase or acquire for the Rūnaka any real or personal property or any rights or privileges at such consideration or price and generally upon such terms and conditions as it thinks fit, and to give and execute mortgages over the lands and chattels purchased or acquired for the purchase money or any part thereof upon such terms and conditions as the Rūnaka Executive shall think fit.
- (b) to purchase, construct, alter and maintain buildings, fences, machinery and other works as it may consider necessary for the use of the Rūnaka and to lease, to take as tenant or accept leases or tenancies of any land or tenements and to purchase, sell, lease or let lands or any interest therein for such consideration or price or for such term and upon such rental as the Rūnaka Executive shall think fit.
- (c) to borrow or raise money upon mortgage of the real or personal property of the Rūnaka, or any part of parts thereof, or upon debentures or mortgage debentures of the Rūnaka and to issue such debentures or to borrow money from bankers or other persons with or without security.
- (d) to enter into all negotiations, contracts and agreements in the name and on behalf of the Rūnaka as it may consider expedient for its purposes, provided that such negotiations contracts and agreements are not in conflict with the objects of the Rūnaka.
- (e) to form such other incorporated societies, companies and charitable organisations as may be appropriate in the pursuit of the objects of the Rūnaka and the development and maintenance of the tino rakatirataka of its Members.
- (f) to make provision for the signing or endorsing of cheques or other negotiable instruments on behalf of the Rūnaka and to open such accounts as the Rūnaka Executive may think fit.
- (g) to receive and give receipts and execute discharges for all gifts, legacies, bequests or other moneys and to execute any trusts created for any of the objects of the Rūnaka or for the purpose of furthering any such objects.
- (h) to invest the funds of the Rūnaka and from time to time vary any such investments.

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- (i) to engage, control and dismiss employees and contractors and to exercise all such administrative power as may be necessary to effect its objects.
- (j) to co-opt from time to time persons with special expertise to serve on the Rūnaka Executive upon such conditions as the Rūnaka may determine.
- (k) to exercise all rights, powers and duties, which under these Rules are required to be performed by the Rūnaka Executive.
- (l) to do all such things as are conducive or incidental to the attaining of the objects of the Rūnaka.

24. *Removal of persons appointed by the Rūnaka*

- (a) Subject to the other provisions in this clause, in any situation where the Rūnaka has appointed a person to a position in accordance with these rules the Rūnaka may act to have that person removed if that person:
 - (i) resigns; or
 - (ii) dies; or
 - (iii) becomes bankrupt or makes any arrangement or composition with his or her creditors generally; or
 - (iv) becomes a person for whom a compulsory treatment order is in force under the Mental Health (Compulsory Assessment and Treatment) Act 1992;
 - (v) becomes a person for whom a property order or personal order is in force under the protection of the Personal Property Rights Act 1998; or
 - (vi) is unable to or fails to carry out the duties of the appointment; or
 - (vii) at any time has been convicted of an offence in the nature of fraud, misappropriation of funds, or theft as a servant, or
 - (viii) has been convicted in the last seven (7) years of a criminal offence punishable by two (2) or more years imprisonment; or
 - (ix) has engaged in conduct which, in the opinion of the Rūnaka, diminishes the mana and brings into dispute the Rūnaka and its Members and warrants such action to be taken.
- (b) In the case where a person has resigned or has died, no person may be removed except at an Annual General Meeting or a Special Meeting.
- (c) Notice of an intention to remove a person, including the reasons, must be sent to that person not less than two (2) weeks before any notice is given to allow the person the opportunity to provide a response.
- (d) At any meeting held to discuss the removal of a person that person must be given the opportunity to speak or to provide a written explanation prior to the vote being taken.

COMMITTEES

25. *Standing Committees*

- (a) The Rūnaka Executive shall have the power to appoint such Standing Committees as it shall from time to time deem advisable and may delegate and assign to such Committees such powers, duties and responsibilities as the Rūnaka Executive shall think fit.
- (b) Standing Committees shall meet and report as required to carry out their functions and may be allocated sufficient funds to meet expenses by the Rūnaka Executive.
- (c) Standing Committees shall not expend any moneys or incur any liabilities in excess of any budget approved by the Rūnaka Executive without the prior approval of the Rūnaka Executive.
- (d) Each Standing Committee shall keep minutes of all meetings and forward the same to the Rūnaka Executive.
- (e) The Rūnaka Executive shall have power to fill any casual vacancies or make any further appointments to a Standing Committee from time to time.
- (f) Both Whakapapa Members and Honorary Members/Tangata Tautoko of the Rūnaka are eligible to be a member of a committee convened under this clause.

26. *Other Committees*

The Rūnaka Executive shall have the power to appoint the Convenor and members of such other committees as it shall from time to time deem advisable and each such committee shall have such powers and duties as shall be fixed by said appointment. Each committee shall consist of such number of persons as shall be appointed from time to time by the Rūnaka Executive. The members of each such committee shall serve at the discretion of the Rūnaka Executive. Both Whakapapa Members and Honorary Members/Tangata Tautoko of the Rūnaka are eligible to be a member of a committee convened under this clause.

27. *Postal Voting Process for Appointment Committee*

- (a) The Rūnaka Executive will at intervals of no longer than three (3) years, conduct a postal ballot to enable the Rūnaka to elect the Appointment Committee in accordance with the Act, Charter and these Rules.
- (b) The Rūnaka Executive will give notice of its intention to hold a postal ballot at least 28 days prior to the ballot papers being posted. The time frame will be no more than four (4) months from solicitation of nominees for the Appointment Committee to confirmation of appointments to the Appointment Committee.
- (c) The notice shall include the following:
 - (i) state the reason for holding the postal ballot and set a date for the closing of the Membership register for the purpose of the postal ballot.
 - (ii) encourage all members of Ngāi Tahu Whānui eligible to become a Whakapapa Member of the Rūnaka to become a Whakapapa Member of the Rūnaka;
 - (i) encourage all Whakapapa Members of the Rūnaka to ensure that their contact details are current (however it is noted it is the responsibility of each Whakapapa

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Member to ensure that the Rūnaka is informed of that Whakapapa Member's correct address, including any change of address).

- (ii) seek nominations to the Appointment Committee.
- (d) The Rūnaka Executive shall solicit written nominations for the Appointment Committee from Rūnaka Whakapapa Members at a meeting or by any other means the Rūnaka Executive deems appropriate.
- (e) Nominees for the Appointment Committee shall meet the following criteria:
 - (i) Nominees must be over 18 years of age and be Whakapapa Members of the Rūnaka;
 - (ii) Nominees must have demonstrated active participation and involvement in the Rūnaka for a minimum of one (1) year within the last three (3) years from the date when nominations close;
 - (iii) Nominees must not be a current Te Rūnanga o Ngāi Tahu Representative or Alternate, if re-applying, or anyone applying for either of these positions.
- (f) The Rūnaka Executive must confirm in writing the acceptance or otherwise of each nomination.
- (g) If there are less than four (4) valid nominations then nominations will be re-opened for a period of time to allow further nominations to be submitted. This will continue until such time that at least four (4) valid nominations have been received.
- (h) If four (4), five (5) or six (6) valid nominations are received there will be no need for a postal ballot and those persons will be declared the Appointment Committee.
- (i) If more than six (6) valid nominations are received then the Rūnaka Executive will ensure a postal ballot is held to appoint the Appointment Committee pursuant to these Rules.
- (j) If a Whakapapa Member of the Rūnaka Executive is seeking appointment on the Appointment Committee or as the Te Rūnanga o Ngāi Tahu Representative or Alternate they shall not be involved in Rūnaka Executive meetings or decisions relating to the postal ballot.
- (k) The names of all valid nominees shall be entered on to the postal ballot.
- (l) The Rūnaka Executive must:
 - (i) create an electoral roll comprising of all Whakapapa Members of the Rūnaka at least 18 years of age who were on the register at the register closing date;
 - (ii) prepare voting papers which must contain a unique number, clear instructions on how to cast a vote and a closing date for the postal ballot;
 - (iii) arrange to distribute the voting papers to the last known address of all Whakapapa Members on the electoral roll;
 - (iv) create and maintain a full record of the results of the ballot;
 - (v) advise the Rūnaka of the outcome of the ballot outcome via tribal pānui or by any other means they deem appropriate.

28. The Appointment Committee

- (a) Except as set out below, the Appointment Committee shall comprise a minimum of four (4) and a maximum of six (6) Whakapapa Members.
- (b) Where any casual vacancies occur during the term which reduce the number of Whakapapa Members of the Appointment Committee to less than four (4), and the Appointment Committee is called upon to appoint the Te Rūnanga o Ngāi Tahu Representative and or the Te Rūnanga o Ngāi Tahu Alternate Representative the remaining members of the Appointment Committee:
 - (a) will advise the Rūnaka of the circumstances at the next General Meeting (including the fact the Appointment Committee is less than four (4) members);
 - (b) will be authorised to make the relevant appointment (even though there is less than four (4) on the Appointment Committee).
- (c) The Rūnaka Executive may decide to appoint an independent scrutineer to monitor the election process for the Appointment Committee.

GENERAL RULES

29. Financial Statement

Every year a financial statement shall be prepared showing all the receipts and expenditure of the Rūnaka since the preceding statement and a general statement of the funds and liabilities and assets of the Rūnaka and every such statement shall be signed by the Chairperson and Finance Director and certified by the Auditor and be laid before the Annual General Meeting.

30. Financial Year

The financial year of the Rūnaka shall be from the 1st day of July in one year to the 30th day of June in the next year, or as may be determined by the Officers from time to time.

31. Alteration to Rules

Any alteration, amendment or rescission of these Rules shall be made only by a resolution passed by a 75% majority of Whakapapa Members present and voting at the Annual General Meeting of the Rūnaka or at a Special Meeting called for that purpose. Notice of motion for alteration, amendment or rescission shall be included in the notice of the Special Meeting. No amendment can be made to clauses 5(a) or (c) inclusive which shall always remain as the fundamental base for the structure of the Rūnaka.

No alteration or revocation of these Rules which would prejudice the charitable status of the Rūnaka shall be effective. To the extent that a Rule change is passed which later transpires did in fact prejudice such charitable status, then that Rule change shall be void and of no effect and the Rūnaka shall take such steps as are necessary to ensure that the transgressing Rule change is physically removed from the rules and any registered copy of the rules to the extent necessary to reflect this clause.

32. Reporting to Members

If the Rūnaka holds shares in any company, the Rūnaka Executive shall report to Members after every meeting of shareholders to inform them of the events at that meeting.

33. Conflict of Interest

The Rūnaka shall be mindful that as a whakapapa-based entity situations are bound to arise that involve members dealing with other members with whom they have whānau links. In particular, the Rūnaka shall adopt a policy to address the management of conflicts of interest that may arise.

34. Disputes

There is an expectation that any complaint or dispute arising out of or relating to these Rules or between Members of the Rūnaka or disputes with other Papatipu Rūnaka/Papatipu Rūnaka legal entities will be settled in the traditional way by discussion, debate and ultimately agreement by consensus. This accords with Tikanga Māori. Any complaint must be notified to the Rūnaka office, in writing, within 28 days of the incident having occurred. This complaint will be dealt with through the disputes process as set out in Section 31 of the Incorporated Societies Rules. If consensus proves elusive or impossible the following general principles of dispute resolution processes are to apply:

- (a) facilitation by a mutually acceptable third party;
- (b) if this proves impossible mediation by a mutually acceptable mediator; and
- (c) if this proves inconclusive then by arbitration.

All parties will commit to using the processes set out below to remedy disputes, and resort to court action only when these processes have been exhausted. The use of a grievance committee/s is contemplated where two (2) separate entities are in dispute and there is a possibility that two (2) grievance committees may manage the process between entities.

The Rūnaka shall endeavour to resolve disputes by recourse to the following procedure:

- (a) a grievance committee consisting of three (3) Rūnaka Whakapapa Members shall be appointed by the Rūnaka to hear and identify a process to resolve the dispute.
- (b) the grievance committee/s shall appoint a chairperson who shall conduct the process.
- (c) a time and venue that is suitable to the parties to the dispute shall be chosen at which the grievance committee/s shall meet with both parties to the dispute; and endeavour to satisfactorily resolve the dispute.
- (d) the grievance committee/s may, if it is the wish of the parties to the dispute, meet with each party in private and hear each party's case individually, prior to bringing the parties together and endeavouring to resolve the dispute.
- (e) the grievance committee/s shall clarify any issues of confidentiality and disclose any possible conflicts of interest.
- (f) the grievance committee/s may refer the dispute to facilitation or mediation, a non-binding resolution process in which an independent person agreeable to both parties facilitates resolution between the parties. The facilitation will be a consensus-based process. The mediation will be carried out in accordance with the Mediation Protocol of AMINZ or any other process that the grievance committee/s deems appropriate and that

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all parties agree to.

- (g) if the parties fail to agree on a suitable person to act as a facilitator or mediator the grievance committee may choose to ask TRoNT to identify a suitable person/s or alternatively AMINZ to appoint a mediator.
- (h) if the grievance committee/s identify mediation as the process for resolution both parties will agree to proceed and if required attend a preliminary meeting with the mediator and/or grievance committee to discuss the circumstances and process.
- (i) the mediation shall be terminated by:
 - (i) the signing of a settlement agreement by the parties; or
 - (ii) notice to the parties by the mediator, after consultation with the parties and the grievance committee/s, to the effect that further efforts at mediation are no longer justified; or
 - (iii) notice by one or more of the parties to the mediation and the grievance committee/s to the effect that further efforts at mediation are no longer justified; or
 - (iv) the expiry of 60 working days' from the mediator's appointment, unless the parties and the grievance committee/s expressly consent to an extension of this period.
- (j) if the mediation should be terminated as provided above, the grievance committee/s may decide that any dispute or difference arising out of or in connection with these Rules shall be referred to and finally resolved by arbitration in accordance with the Arbitration Act 1996 and the current Arbitration Protocol of AMINZ or written mediation protocols and agreements that the grievance/s committee deems appropriate and that all parties agree to. The arbitration shall be by one arbitrator to be agreed upon by the parties and if they should fail to agree within 21 days' from deciding that arbitration is appropriate for resolution of the dispute, then to be appointed by the President of AMINZ.
- (k) the parties agree that notwithstanding the referral of any dispute or difference arising between them to mediation or arbitration, they will continue to, in good faith, endeavour to resolve the dispute by consultation and negotiation.
- (l) TRoNT advocates resolution by consensus of any complaint made by a Rūnaka Member concerning the Pūtea Agreements. Whilst resolution by agreement remains a realistic prospect, TRoNT will allow a reasonable time for such consensus to be achieved. If consensus proves elusive or impossible or the complaint relates to exceptional circumstances as defined by the Pūtea Agreements, the procedures and processes outlined in the Agreement Risk Management and Complaint Management Procedures will apply.

35. The Puketeraki Way

At all times Members and staff will abide by the Puketeraki Way of Kāti Huirapa Rūnaka ki Puketeraki as expressed in 'The Puketeraki Way' document. Amendments to The Puketeraki Way must be approved by the Rūnaka Whakapapa Members at a meeting.

36. Liquidation of Rūnaka

The Rūnaka may go into liquidation in the manner prescribed by the Incorporated Societies Act 2022. Twenty-one (21) days' notice of the required General Meeting shall be called by notice in accordance with these Rules. Every Whakapapa Member at the meeting shall on a show of hands and on a poll, have one (1) vote. At such meeting, a quorum shall consist of at least one more than half the number of Whakapapa Members present. If within half an hour from the time appointed for such a meeting, a quorum is not present, the Whakapapa Members present may transact the business of that meeting as if they constituted a quorum.

37. Disposal of Surplus Funds

If, upon the liquidation of the Rūnaka, there remains after the satisfaction of all its liabilities, any property real or personal, the same shall be paid to, or distributed or transferred to any organisation established exclusively for charitable purposes within the region, district or area which is traditionally of concern to Kati Huirapa Rūnaka ki Puketeraki.

38. Incorporated Societies Act 2022

The Rūnaka expressly acknowledges the Incorporated Societies Act 2022 and will not do anything that breaches the Act.

39. Contact Person

The contact person for the Rūnaka under section 113 of the Incorporated Societies Act shall be the Rūnaka Chairperson who shall be appointed as set out in these Rules.

Rūnaka Chairperson

Date

Rūnaka Deputy Chairperson

Date

Rūnaka Finance Officer

Date

RŪNAKA 1848 "BLUE BOOK" KAUMĀTUA

Name	Number
Almirah White	642
Aperaham a Te Ari	15
George Hipi (Apes)	661
George White	663
Haereroa	29
Haimona Papahuka	1114
Hana Erihana (Nani)	40
Harriet Lloyd (Harriet Parker)	669
Henare Te Maire (Henare Toutou(Toto))	678
Henry White	682
Heta Te Uatahi	68
Himiona Titoke (Titoki)	70
Hinehaka (Inehaka)	75
Hinekino (Te Horo)	77
Hinekoau	79
Hira Nukumaitoro	691
Hira Tau	693
Hoani Hape (Te Au)	93
Hoani Taukoro	100
Hona Pauahi (Hone Pauahi)	110
Hopa Ru	710
Horetai	116
Horomona Pohio	121
James Lloyd	725
John Miller (Tiaki Mira)	147
Kahaki Tihao alias Kahaki Whitau	150
Kaikai (Kaikai Tokorau)	155
Katerina Hape	175
Kawa Tihope	753
Kawana Pohio (Albert Kawana)	754
Kehaia Tuhawaiki (Kihiaia Pukoro)	184
Kamara Takaroa (Naki)	757
Kereene Tikoakao	758
Kereopa Maaka	759
Kipa Poukaha	764
Korako	772
Koroteke (Mrs Trapp)	214
Kotihotiho Tokorau (Kotihotiho)	775
Kuini Goodwillie (Kararaina)	1,181
Kuini Poukaha (Kuini)	779
Maaka Wharepirau	785
Maika Pikaka	787
Makere Tihope	792
Mary Harper (Polly Harper)	805

Name	Number
Mata Pourakau	240
Mata Punahere	241
Matiu Khipane	254
Mere Hipi (Apes)	812
Mereana Te Uruaki	263
Merekihereka	268
Mohi Warena	825
Morera Wharu (Mrs Rodden Thompson)	279
Motoitoi	281
Nikorima Te Kohena	289
Nohorua	290
Pakinui (Mrs William Harper)	300
Pani Wera	303
Paora Pakake	304
Parakaia	311
Pauhi	316
Peti Brown	323
Pi (Rawiri Pi)	330
Pikihuia Pi (Anaha)	333
Pipiriki Te Aotukia	339
Piraurau White (Mrs)	340
Pora Tuheke	841
Pori	358
Pouaka or Poweka	364
Pukukaiaotea (Aperahama Pukukaiaotea)	372
Putere Whatino	873
Rawiri Kurukuru	882
Rawiri Te Maire	392
Rawiri Toareare (Pohoareare)	394
Reihana Moemate	886
Rena Bradshaw	888
Rewa Kipa Pouaka	890
Ria Tikini	405
Riria Hinekawaika	415
Riria Korako (Te Auta)	417
Rose Thompson	905
Ru Te Aotukia	430
Sarah Thompson (Sarah Sizemore)	912
Sarah White	913
Tahuwairua	442
Tame Parata	936
Taniera Matiu	937
Tatarau (Te Atarau)	465
Tawini Miller (Mrs Antoni & Mrs Te Raki)	472
Te Hira Wharekorari	694
Te Mara Maire	232
Te Marua	237
Te More	278
Te Rawi Kipa Pouaka (Te Rawhi)	884

Name	Number
Te Uira	542
Te Weka	988
Teo Pita Tipa	944
Teone Te Ururaki	484
Teoti Wahia	489
Teoti Wakena	490
Thomas Harper	950
Tihema Huruhuru	502
Tikini Pahau (Tikini Mamaru Harirota)	953
Tiriana Tutehe (Tuteho)	1,281
Tuatara (Tuatara Tihopi)	967
Tuhare or Tuwhare (Tuna Pohio)	970
Tuture Kairakau	975
Utu Karara (Mrs George Freeman II)	976
Whareraki	575
Whatino	578
Wi Turora (Wiremu Turora)	587
William Lahee	996
William Lloyd	997
Wiremu Hipi (Apes)	998