

join the Kōrero

have your say
about the future
of TRONPūi

**Round One
Submissions
close
31st May
2017!**

An overview of the Te Runanganui o Ngati Porou
Trust Deed Review Process

(October 2016 – May 2018)



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Is Te Runanganui o Ngati Porou making a difference in the lives of Ngati Porou? Or can we do a better job?

Te Runanganui o Ngati Porou (TRONPnui) is reviewing its Trust Deed and invites you to contribute your whakaaro to this important korero. By sharing your thoughts in the Trust Deed review discussion, you have the opportunity to have your say about the future of TRONPnui.

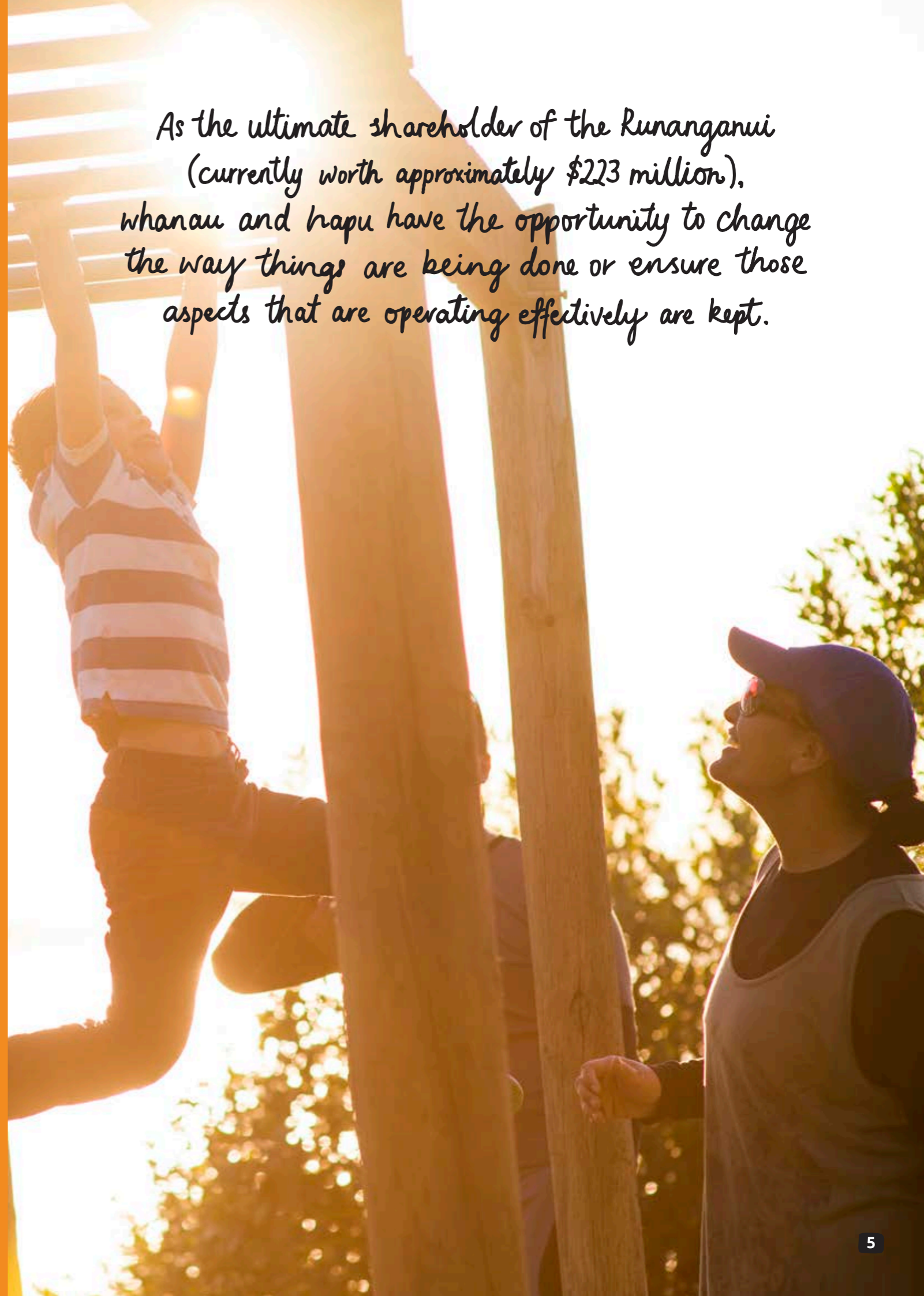
TRONPnui was established by Trust Deed in December 2010 after Ngati Porou Iwi members mandated the creation of the post-settlement governance entity as part of the Ngati Porou Treaty Claims process. The organisation held its inaugural election in September 2011, and after five years of 'test driving,' the newly established entity, the review provides the opportunity for Ngati Porou whanui to consider whether the Deed and the TRONPnui structure is working as intended.

What are the positive things about TRONPnui?
What are the negative things?

Are there some things TRONPnui SHOULD be doing, that we are not doing?

Are there some things TRONPnui are doing, that we should STOP DOING or IMPROVE upon?

As the ultimate shareholder of the Runanganui (currently worth approximately \$223 million), whanau and hapu have the opportunity to change the way things are being done or ensure those aspects that are operating effectively are kept.



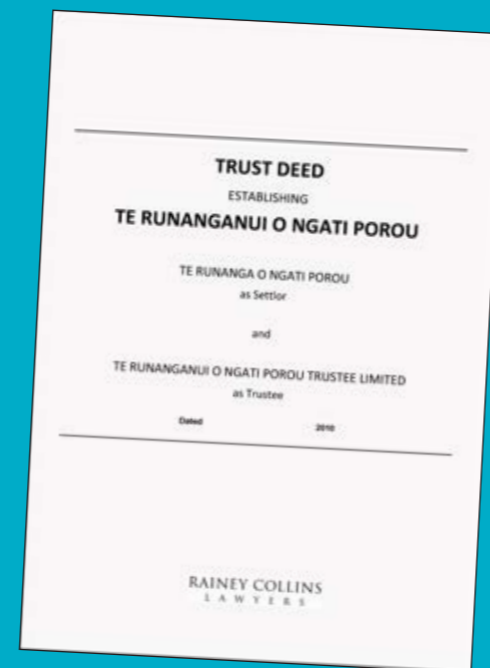
What is the TRONPnui Trust Deed?

It is the legal document that established TRONPnui and empowered it to govern and manage the pre and post-settlement assets on behalf of Ngati Porou. The TRONPnui Trust Deed also sets the mandatory rules for how TRONPnui goes about its business, including:

- Administering the assets held collectively for Ngati Porou.
- The TRONPnui Group structure.
- Registration as a Ngati Porou beneficial member of the Trust.
- How beneficial members are represented on the Trust.
- How the representatives are chosen.
- What the representatives roles and duties are.
- How TRONPnui is held accountable for carrying out its roles and duties.

Why is the Trust Deed being reviewed?

- A five year review was built into the Trust Deed. It is common practice for governance entities to review the effectiveness of arrangements set out in their Trust Deeds and to recommend any alterations. In other words, five years gives reasonable time and experience to see if the Deed and TRONPnui structure were working as intended.
- The review provides the opportunity for changes and improvements to the Deed to be considered.
- Providing there is strong support from Ngati Porou, amendments to the Deed will be implemented.



“After five years from the date of the election of the First Elected Representatives, Te Runanganui o Ngati Porou shall undertake a review of this Trust Deed and its operation with a view to reporting to the next Annual General Meeting of Te Runanganui o Ngati Porou after the completion of the review on the effectiveness of the arrangements set out in this Trust Deed. Such report shall include recommendations as to the alterations (if any) that shall be made to this Trust Deed.”

– Trust Deed Clause 10.1

To download a copy of the TRONPnui Trust Deed, go to www.ngatiporou.com/trustdeedreview



Trust Deed Review hui in Gisborne, March 2017.

TRONPnui Trust Deed Review process

The TRONPnui Trust Deed Review process began in October 2016 and will be completed by May 2018. To help determine the effectiveness of the arrangements in the current Deed and whether amendments are required, involves a number of different steps.

From October 2016 – April 2017 a series of presentations and consultation hui were held around Aotearoa and Australia to promote the review. **Following these hui between April – May 2017, the Round One submission process is being conducted to gather feedback about the Trust Deed and its operation.** The next stage from June – August 2017 involves the creation of a draft report featuring key themes from the first submission round, and a series of consultation hui to present these findings to Ngati Porou communities.

In September the Round Two submission process will be conducted which will call for feedback on the draft report. Following this process, a final report with proposed amendments to the Deed will then be approved by the TRONPnui board, before being tabled at the TRONPnui AGM in November 2017.

If amendments are required, Adult members on the Ngati Porou register will be asked to vote for or against them in a Special Resolution of Members Postal Ballot in April 2018. To pass this Special Resolution, 75% of those who take part in the voting, must approve the amendments. The results from the postal ballot will be announced at a Special General Meeting in May 2018, and changes to the Trust Deed can then be made.

Review timeline

APRIL–MAY 2017: SUBMISSION ROUND ONE.
Give your feedback about TRONPnui and its operation.

↓
Submissions analysed and draft summary report and recommendations produced by Independent Advisor.

↓
JULY–AUGUST 2017: Attend a consultation hui about the draft summary report.

↓
SEPTEMBER 2017: SUBMISSION ROUND TWO.
Give your feedback on the draft report.

↓
Final report created.

↓
JANUARY–MARCH 2018: Attend a presentation hui about the final report with proposed amendments to the Trust Deed.

↓
APRIL 2018: Vote for or against amendments to the Trust Deed if required, in a special resolution of members postal ballot.

How to make a submission

Your participation as a Ngati Porou member is crucial to the success of the TRONPnui Trust Deed review process. Your whakaaro, and feedback are important in helping the Runanganui to move forward into the future.

THERE ARE TWO OPPORTUNITIES TO MAKE SUBMISSIONS

ROUND ONE

Call for submissions about TRONPnui Trust Deed and its operation

Monday 10 April - Wednesday 31 May 2017

In this stage Ngati Porou whanui are encouraged to provide their thoughts and feedback about any aspect of the Te Runanganui o Ngati Porou Trust Deed and its operation and the effectiveness of the arrangements set out in the Trust Deed.

ROUND TWO

Call for submissions on the draft report

September 2017

Round 2 involves consultation hui which will discuss and review the summary report of submissions from Round 1, prepared by the Independent Advisor, and the subsequent recommendations from the Board.

Feedback and submissions about the draft report will be accepted by the TRONPnui Independent Advisor in September 2017.

Round one submissions

THERE ARE 3 WAYS TO MAKE A SUBMISSION:

1 Complete a feedback/submission form:

- Download a print copy from www.ngatiporou.com/trustdeedreview, or
- Fill in an online form at www.ngatiporou.com/trustdeedreview, or
- Pick up a copy from one of our TRONPnui offices in Gisborne or Ruatoria.

2 Complete a written submission (of any length and format), on the areas you wish to focus on.

3 If you wish to present an oral submission or have any enquiries relating to your submission please contact David Gray, Independent Advisor.

ALL FEEDBACK AND SUBMISSIONS FOR ROUND ONE MUST BE RECEIVED BY WEDNESDAY 31 MAY, 2017

Submissions must be posted or emailed to:

David Gray
TRONPnui Trust Deed Review – Independent Reviewer
284 Whangarata Road
R D 4
Tuakau 2694

Email: trustdeedreview@tronp.org.nz
Tel: 027 488 9459

Important information – Please read!

- You can make a submission either as an individual or as part of a collective.
- Your thoughts may be submitted in Te Reo Maori, English or both.
- All submissions will be received in the strictest confidence. An Independent Advisor will be receiving the submissions. NO TRONPnui staff member or TRONPnui Board member will be handling any of the submissions and therefore will not be privy to the names of those who are making submissions.
- There is no right or wrong way to express your whakaaro. Your viewpoint and perspectives are valid and valued.

Are you on the Ngati Porou Register?

You don't have to be registered to participate in the submission process, however in order to receive regular email updates or to participate in voting for or against amendments to the Deed you must be registered.

TO REGISTER OR TO UPDATE YOUR DETAILS PLEASE CONTACT:

Hiria Shaw (Database Administrator)
Email: hshaw@tronp.org.nz
Tel: 0800 67 67 68 (0800 NPOROU)

Who will be receiving the submissions?



Te Runanganui o Ngati Porou have engaged David Gray, in the role of Independent Advisor to the Trust Deed Review committee. David's role is to receive all feedback and submissions in the strictest

confidence, independent of the Runanganui. He will then analyse and summarise the submissions, and produce reports with proposed recommendations for Ngati Porou and the TRONPnui board to consider.

David (Ngati Pakeha) has worked with approximately 80 Maori entities over the past 20 years in a number of roles. His expertise encompasses governance, strategy, planning, finance, operations, human resources management, employee relations and administration. He has extensive experience carrying out reviews of Maori and Iwi organisations, and recently led the review of the Trust Deed of Ngati Whatua Orakei Trust. The focus of much of his work has been in the area of governance, consulting to many Maori organisations throughout New Zealand, as well as various arms of the Crown including Te Puni Kokiri, Ministry of Education and the NZ Law Commission. He is also the author of Te Kete Kawanatanga, a resource for high performing Maori organisations.

David has been the CEO of three Maori entities, as well as the CEO of a national non-for profit organisation. He is currently a trustee of a post-settlement governance entity in the Hauraki region.

What could you consider for your submission?

There are a number of different ways to approach your submission.

For example you could comment about: the legal/technical matters within the Trust Deed; the way the Trust Deed has been operationalised by the TRONPnui Group; or big picture issues.

Here are a list of things you could consider (but not necessarily be limited to):

- Representation model, including the number of directors and the requirement for noho kaenga representation
- Election procedures and policies
- Day to day running of Te Runanganui o Ngati Porou
- Organisational structure including the relationship between the Runanganui and its subsidiary entities*
- Provisions relating to members living outside of the rohe
- Membership criteria and procedures
- Running of general meetings
- Provisions and policies in place to manage conflicts of interest
- The current tax structure of the Runanganui and group entities
- Accountability and transparency
- Communication and engagement with Ngati Porou
- Distribution of resources
- The value and place of Ngati Poroutanga within TRONPnui Group

*If your submission includes views on the structure of the Group, we encourage you to think about 'function' (ie. what you want the Group to achieve), rather than just 'form' (ie. what it would look like).

Photos: Ngati Porou whanau at Trust Deed Review hui in Dunedin (left) and Invercargill, April 2017.

For more information about Te Runanganui o Ngati Porou go to www.ngatiporou.com, or pick up a copy of a recent Te Runanganui o Ngati Porou Annual Report.

We need your whakaaro!

Your whakaaro and feedback is crucial in helping to create the future shape and direction of Te Runanganui o Ngati Porou. As some Trust Deed Review conversation starters, we encourage you to think about:

- What do you think about the current structure and representation model?
- What is it you want to see, that you are not seeing at the moment?
- Are there some better or alternative things we could be doing with our time and resources?
- Is it satisfactory the way that TRONPnui are governing and managing your assets and resources? Or are there improvements that can be made?

If you have any ideas or suggestions that you think would help improve TRONPnui or solve any challenges that you believe the organisation faces, please let us know. However if you don't have a solution in mind, kei te pai. You can let us know the result or outcome you want from TRONPnui, and then tell us to figure out how to make that happen.

some key facts about TRONPnui

Role and purpose

TRONPnui is tasked with the safe stewardship of the assets it holds in trust for all Ngati Porou; creating sustainable profits from its assets; and meeting the cultural aims and aspirations of current and future Ngati Porou.

TRONPnui also:

Advocates to the Crown, and to others, on matters of significance to the whole of Ngati Porou; and in support of the mana motuhake, rights and interests of Ngati Porou whanau hapu.

Advocates for, and facilitates, partnerships, programmes and opportunities to advance Ngati Porou whanau well-being as citizens, taxpayers and communities.



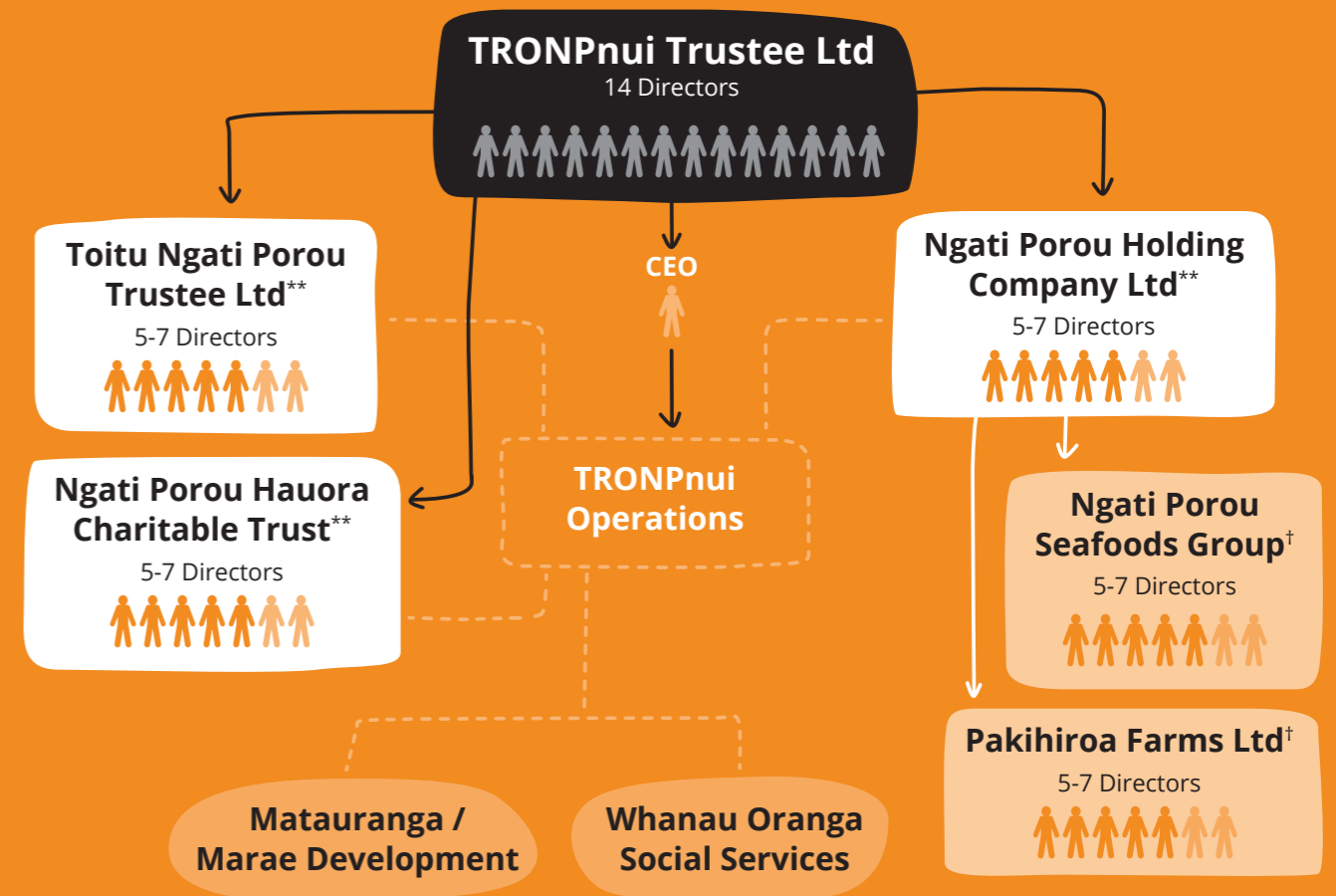
Current TRONPnui board of directors (December 2015 – November 2019). Left to right: Kelly Blackman, Heni Tawhiwhirangi, Maui Tangohau, Mei Taare, Matanuku Mahuika, Kody Pewhairangi, Rei Kohere (Deputy Chair), Selwyn Parata (Chairman), Tui Warmenhoven, Patrick Tangaere, Ani Pahuru-Huriwai, Te Rau Kupenga, Lilian Tangaere-Baldwin and Na Raihania.

Group structure and subsidiaries

When the TRONPnui structure was created, it was designed to carry out its purpose and protect the asset base of Ngati Porou by separating its commercial and cultural activities.

TRONPnui Group* comprises:

- **Te Runanganui o Ngati Porou Trustee Ltd** (The Parent).
- **Ngati Porou Holding Company Ltd** (the commercial subsidiary) and its business subsidiaries, **Pakihiroa Farms Ltd** and **Ngati Porou Seafoods Group**.
- **Toitu Ngati Porou Trustee Ltd** (the cultural distributions subsidiary).
- **Ngati Porou Hauora Charitable Trust** (the primary health care organisation).
- **TRONPnui operations:** shared financial services, corporate services, administration, **Whanau Oranga Social Services**, business development, environmental resource management, **Matauranga / Marae Development** and Ngati Porou cultural events; and Te Tini o Porou conference centre.



* Approximately 300 staff are employed within the TRONPnui Group structure.

** The directors of the subsidiary entities (Ngati Porou Holding Company, Toitu Ngati Porou and Ngati Porou Hauora) are appointed by the TRONPnui board of directors.

† The directors of Pakihiroa Farms and Ngati Porou Seafoods are appointed by Ngati Porou Holding Company.

some key facts about TRONPnui

POTIKIRUA
Northern boundary
of Ngati Porou Rohe

Representation model

→ 7 Rohenga Tipuna 'electorates'.

- Rohenga Tipuna are hapu and marae clusters based on shared ancestors, history and location.

→ 14 Directors (2 Directors per Rohenga Tipuna) are elected every four years by Adult Members on the Ngati Porou Register.

- At least 1 Director in each Rohenga Tipuna must be Noho Kaenga, minimum 50%. Currently 11 Directors out of 14 are Noho Kaenga.
- The Chair must be Noho Kaenga, and where possible served one term as director.
- Noho Kaenga is defined as living within the tribal boundaries between Potikirua ki te Toka a Taiau.

ROHENGATIPUNA 1 Potikirua ki Whangokeno
8 marae

ROHENGATIPUNA 2 Whangokeno ki Waiapu
7 marae

ROHENGATIPUNA 3 Pohautea ki Te Onepoto
5 marae

ROHENGATIPUNA 4 Te Onepoto ki Rahuimanuka
7 marae

ROHENGATIPUNA 5 Rahuimanuka ki Mataahu
6 marae

ROHENGATIPUNA 6 Mataahu ki Kokoronui
7 marae

ROHENGATIPUNA 7 Kokoronui ki Te Toka a Taiau
8 marae

TE TOKA A TAI AU
Southern boundary
of Ngati Porou Rohe

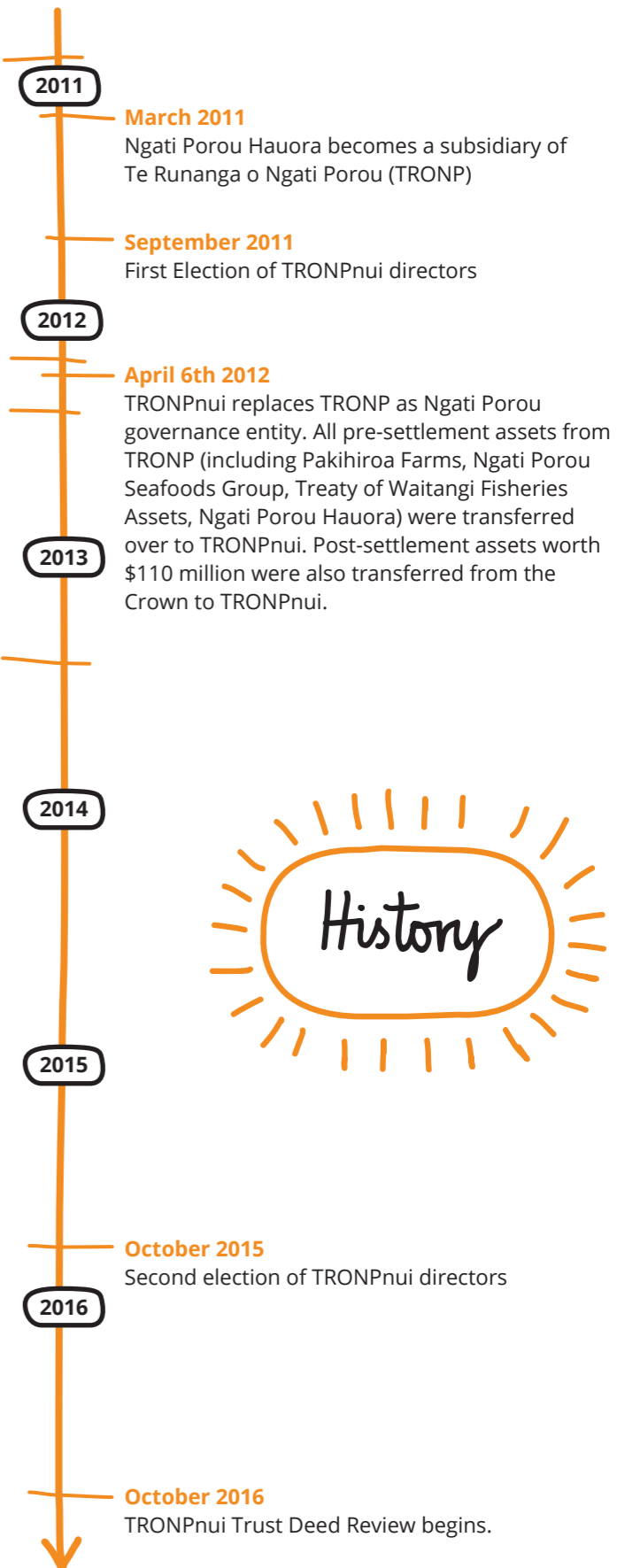
December 14th 2010
Te Runanganui o Ngati Porou (TRONPnui) was established by Trust Deed.

December 22nd 2010
Signing of Deed of Settlement, after ratification by Ngati Porou of Ngati Porou Treaty Settlement and Post-Settlement

March 29th 2012
Ngati Porou Claims Settlement legislation passed

June 18th 2012
Ngati Porou Holding Company established by TRONPnui and 5 directors appointed.

June 16th 2013
Toitu Ngati Porou Trustee Limited established by TRONPnui and 7 directors appointed. As of April 2017, there are now 5 directors.



Ngati Porou is made up of an estimated 90,000 Iwi members living at home, across Aotearoa and around the world. Although sharing a common whakapapa, among the Ngati Porou population, there is a diversity of perspectives and opinions.

Te Runanganui o Ngati Porou welcomes the different points of view expressed by Ngati Porou whanau, and encourages Natis, where-ever they may live, to join the TRONPnui Trust Deed Review discussion.

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Kōreero now!

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Web: www.ngatiporou.com/trustdeedreview

Facebook: www.facebook.com/TeRunanganuiNgatiPorou/