



Trust Deed Review Summary Report

JULY 2022

Background

- The Rangitāne o Wairau Trustees have agreed to conduct a review of our Trust Deeds (for Te Rūnanga a Rangitāne o Wairau Trust and the Rangitāne o Wairau Settlement Trust).
- The Trust has approved a review of the Trust Deeds because it is a good thing to review how we are working and to ensure we're working efficiently, complying with new legislation and, most importantly, working in the best interests of our whānau. It is common practice for governance entities to review the effectiveness of arrangements set out in their Trust Deeds and to recommend any alterations. The review provides the opportunity for changes and improvements to the Deed to be considered. Providing there is strong support from Rangitāne o Wairau, amendments to the Deed will be implemented.

Objectives

- The Trustees set clear objectives when agreeing to undertake the Review. Those objectives are:
 - Ensure that the governance arrangements for the Trust are effective and meet the expectations of members and stakeholders;
 - Ensure that the governance arrangements for the Trust are efficient, including that there are clear responsibilities, roles and accountabilities;
 - Include best practice, good governance principles and practices; and
 - Ensure compliance with any requirements of government, other regulatory bodies and applicable laws.

Timetable

- The Trust approved the following indicative timetable for the review:
 - November 2021 – February 2022: Member Consultation and Feedback
 - March 2022 – May 2022: Report to Trust for consideration
 - June 2022: Announce next steps (if changes are proposed, we'll consult on what these changes might be).
- This report back to the Trust is being delivered later than anticipated, due to limited capacity, COVID-19 disruptions and the delayed receipt of legal advice in relation to the review.

Whānau Engagement

- Hearing the views of our whānau has been paramount to undertaking the review.
- Our message to whānau about the feedback they want to give throughout the review has been simple: *there is no right or wrong way to give us your views, just whatever way you feel comfortable with.*
- We encouraged feedback through the following mechanisms:
 - Kanohi ki te kanohi
 - Zui
 - Survey Monkey
 - Events
 - Phone

Whānau Engagement

- We also provided some prompts for whanau to consider when making their feedback. These prompts included:
 - Representation model, including the number of Trustees and how they are chosen
 - provisions relating to members living outside of the rohe
 - election procedures and policies
 - membership criteria and procedures
 - running of general meetings
 - provisions and policies in place to manage the interests and conduct of Trustees
 - alterations to the Trust Deed
 - accountability and transparency
 - communication and engagement with Rangitāne members



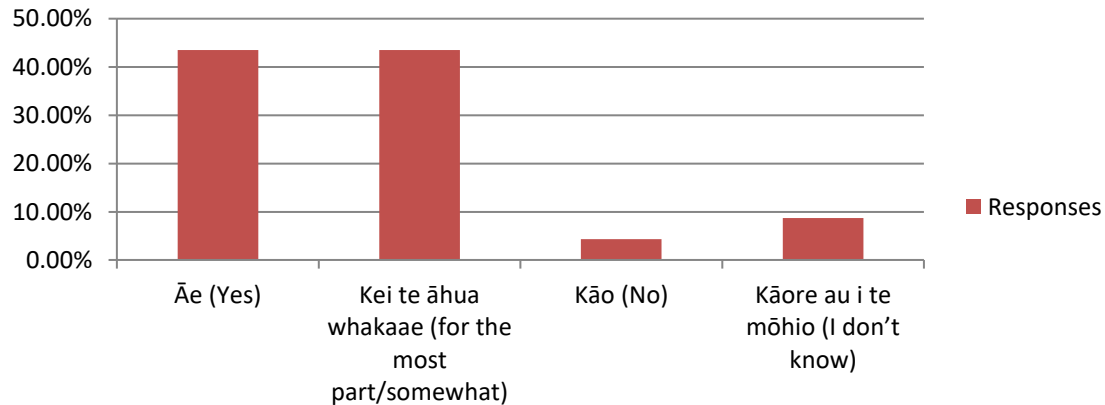
Whānau Engagement

- We held kanohi ki te kanohi hui in the following locations:
 - Wairau (two hui)
 - Whakatū
 - Ōtautahi
 - Horowhenua
 - Te Whanganui-a-Tara
 - Heretaunga
 - Online (via Zoom, two hui)
- We also distributed an online survey to whānau, to enable them to provide feedback. A hard copy was also distributed to our kaumātua.



Survey Results – High Level

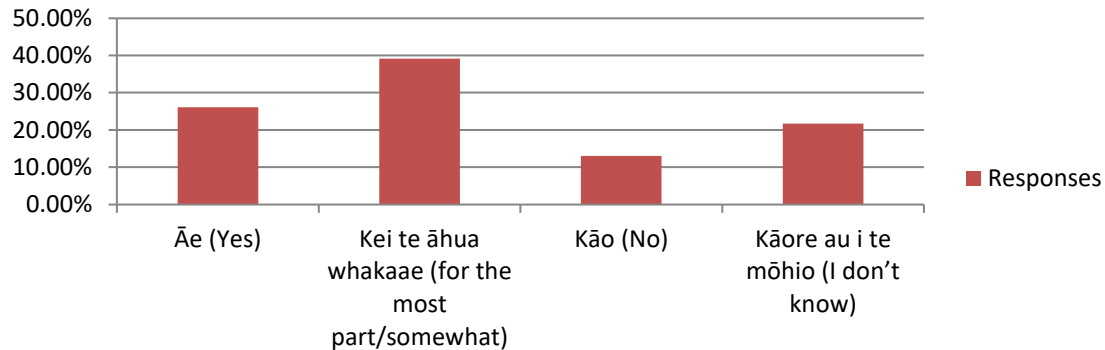
E māha ana koe ki ngā mahi me ngā hua e puta nei i a Rangitāne?
Are you satisfied with the work and outcomes of Rangitāne?



Survey Results – High Level

Ki ō whakaaro, kei te hāngai tonu ā tātau Whakaaetanga ā-Rūnanga ki a tātau?

Do you feel that our Trust Deeds still work well for us?



Survey Results – High Level

He aha ngā painga o Rangitāne?
What do you think are the positive things about Rangitāne?



Survey Results – High Level

He aha ngā mea kāore i pai mō
Rangitāne?

What do you think are the negative things
about Rangitāne?



Whānau Feedback Summary

No.	Feedback
1	The Trust Deeds should be aligned, so that the terminology used in both is consistent, both from a numbering and a substantive perspective. This will avoid confusion and provide consistency for those who interact with and use the Trust Deeds.
2	The Trust Deeds should align with legislation change. For example, the new Trusts Act has come into effect, and changes need to be made to reflect this, particularly in relation to mandatory and default duties and default duties and liability.
3	The Trust Deeds should use “plain English”, rather than overly complex legal terminology. Whānau also suggested we may wish to consider the use of Reo Māori in our Trust Deeds, at some point in the future.
4	The Trust Deeds should refer to the Whakapapa Komiti, rather than the Membership Committee, because we do not use Membership Committee in our terminology.

Whānau Feedback Summary

No.	Feedback
5	The Trust Deeds should include a provision for an automatic/scheduled review process, as currently it is dependent on the Trustees deciding to carry out a review.
6	The Trust Deeds do not have the same definition around membership criteria, and primary ancestors. This should be clarified and updated.
7	The Trust Deeds are not clear in relation to whāngai. This is an important kaupapa that needs to be worked through with whānau.
8	The Trust Deeds regularly use the word “shall” and whānau felt that this type of wording should be avoided, and instead be replaced with, for example, either “must” or “may” (depending on the nature of the clause).
9	The Trust Deeds need to be as objective as possible, rather than subjective.
10	The Trust Deeds should reference our values.

Whānau Feedback Summary

No.	Feedback
11	The Tupuna Lists do not align, and there is an inconsistency with what is published on the website. This needs to be corrected for clarity and to avoid any ambiguity.
12	One of the Trust Deeds has a “Table of Contents” and the other does not. For ease of reading and for consistency, both Trust Deeds should have a “Table of Contents”.
13	The Trust Deeds often make reference to “he/she”. Instead, the terms should not be gender-specific.
14	The Trust Deeds should allow members to have access to the Register of Interests, either on request or by default publication of the Register.
15	Generally, members didn’t believe that we needed to make provision for representation on a “location” basis, nor did they feel we needed term limits or include mechanisms for removal of Trustees. The message that came through was that “the people should decide” through the election processes, but concern arose around enabling a voice for those outside the rohe.

Whānau Feedback Summary

No.	Feedback
16	Whilst some whānau felt that attendance at hui should be in person (for both Trustees and for General Meetings), there was broad consensus that accessibility was important, such as through the use of technology to attend and participate in meetings and for voting purposes.
17	The Trust Deeds should enable and support succession planning mechanisms, such as via a “Future Trustee” or “Cadetship” type role.
18	The Trust Deeds should delegate certain functions/roles to the Chief Executive/General Manager, such as arrangements around staffing.
19	The Trust Deeds should clarify the option for the Trustees to elect either a single Chairperson and Deputy Chairperson, or to utilise two Co-Chairpersons.
20	There was mixed feedback on the branding of the organisation. For example: <ul style="list-style-type: none">• Do we still need to include reference to “Rūnanga”?• Does the name Rangitane o Wairau reflect our Te Taihū and Te Waipounamu presence?• Does the kōtuku still have relevance in terms of our logo?

Whānau Feedback Summary

No.	Feedback
21	Some whānau felt that the Trustee Code of Conduct (or its contents) should be either referenced or incorporated within the Trust Deeds. Some whānau suggested MoJ and Police checks on Trustees, as part of the election process.
22	Some whānau recommended that a mechanism for more frequent engagement with Trustees be included. For example, an opportunity to engage mid-year, otherwise, the AGM is the only place where our people might feel like they get to have a say.
23	Some whānau asked whether we needed to continue to have the “public notice” and “private notice” options in relation to voting, and suggested simplifying these clauses.
24	The Trust Deeds should make minimal reference to the Fisheries Act, and only include such references so far as is legally required. Instead, it should focus on the kaupapa of the Trust.,
25	The Trust Deeds need to be reflective of the need and practice of our tikanga being pragmatic and evolving.

Legal Review

- Radich Law have completed the legal review of the Trust Deed, in accordance with our instructions and in alignment to the Review Objectives. Their correspondence includes comments in relation to:
 - Corrections to missing or incomplete sections of the Deeds
 - References to the debenture structure
 - Alignment of clauses, terminology and numbering
 - Clarification around membership criteria
 - Election processes and “vetting”
 - Indemnities and insurance
 - Provisions of the Trusts Act 2019

Next Steps

Milestone	Timeframe
Distribute report and feedback summary to members	September 2022
Work with Radich Law to prepare two revised Trust Deeds, reflecting the proposed changes and feedback	September – December 2022
A second round of whānau engagement, to discuss the proposed changes	January – March 2023
Finalise proposed changes and preparation of resolutions	April – July 2023
Resolutions to be voted upon	AGM