



NGĀTI MUTUNGA  
E KORE E MIMITI TE PUNA KOROPŪPŪ

## SUMMARY OF PROPOSED AMENDMENTS TO THE TE RŪNANGA O NGĀTI MUTUNGA CHARTER



## FROM THE CHAIR | JAMIE TUUTA

### TE RŪNANGA O NGĀTI MUTUNGA CHARTER REVIEW SPECIAL GENERAL MEETING

*He puāwai tātou nō runga i te tikanga  
He rau rengarenga nō roto i te raukura  
Ko ta tātou raukura he manawanui ki te ao  
E kore tātou e tāea ko te uri anō tātou o Mutunga  
Tēnā rā koutou katoa!*

In 2005 the Rūnanga was established to receive the treaty settlement assets on behalf of Ngāti Mutunga iwi, governed by a newly created Charter - a document which set out the functions of the iwi's governance entity and the rules applying. The terms of the Charter were largely prescribed by the Crown.

Over the past ten years the entities within the Ngāti Mutunga Group have run according to the requirements of the Charter.

In that time there have been matters which have arisen which have not been covered by the Charter, or where changes in technology or process allow more cost effective options, necessitating a review of the document.

An example of an issue is where the order of trustee rotation got out of line with that specified in the Charter.

The review also presented an opportunity to revisit the particular elements of the Charter, and determine whether or not it is still 'fit for purpose' or whether it could be changed to better reflect the needs and aspirations of Ngāti Mutunga moving forward.

In 2015 a trustee sub - committee led by trustees Sandra Julian and Colleen Tuuta, along with several seconded iwi members undertook the review of the charter and its operation. Iwi members were invited to submit their feedback on the charter, and from this a draft was prepared.

Following the review with the Board, alternative options and new clauses were introduced into the discussion, and in 2016 trustees undertook a roadshow to meet with iwi members around the motu and get their feedback on the options for the Charter.

Following that valuable engagement process, the final version of the Charter incorporating the feedback we have received is being presented for iwi approval at a Special General Meeting (SGM) to be held at Urenui Pā on Sunday 23<sup>rd</sup> July at 10.00am.

We would like to see as many iwi members as possible at the meeting, where a resolution will be put to approve the changes to the Charter.

We have put together some Frequently Asked Questions overleaf, and our lawyer has prepared a summary explaining the changes to the Charter in more detail. Two copies of the Charter (one a 'clean' version and the other showing all of the changes made) are available either to collect from our office, or download from our website [www.ngatimutunga.iwi.nz](http://www.ngatimutunga.iwi.nz) to take you through the changes that trustees are recommending for approval at the meeting.

## FREQUENTLY ASKED QUESTIONS

### **Why do we need to make changes to the Charter?**

Ngāti Mutunga were among the first iwi to settle their Treaty of Waitangi claim with the Crown, and some Charter clauses which would be helpful now were not envisaged when the original document was drafted – e.g. including a separate section on member's rights.

Over time it has also become clear that there are gaps in the terms and clauses of the document, meaning it no longer meets our needs – e.g. no mechanism to correct the current trustee rotation issue.

We also need to ensure that the document reflects Ngāti Mutunga aspirations and our needs into the future.

### **Are there many changes being proposed?**

There are a number of changes being made to the wording which we recommend that you read about (see below for the details).

As well as some new clauses, there are also other changes being made to terms and wording as a consequence of other changes in the Charter, to ensure that all of the wording in the document is consistent.

We have also taken the opportunity to remove some wording if it could become obsolete in the future and require a further change to the Charter to correct - e.g. reference to the Ngāti Mutunga Investment Charitable Trust which is to be wound up now that our investment entity Te Pou Herenga Pakihi Limited Partnership has been established.

### **Where can I find more information about these changes?**

The next edition of our 'Mutunga' magazine being mailed at the end of June contains a lift out detailing the changes being recommended to the Charter.

Copies of the summary of the changes, along with the Charter documents (one a 'clean' copy and another version showing the changes) are available for you to read or download from our website [www.ngatimutunga.iwi.nz](http://www.ngatimutunga.iwi.nz) or you can collect copies of the documents from our office at 6 Ngakoti Street, Urenui between 8.30am and 5.00pm Monday to Friday.

### **How will Ngāti Mutunga make a decision on the changes?**

A Special General Meeting (SGM) is to be held at 10.00am on Sunday 23<sup>rd</sup> July at Urenui Pā, 166 Mokau Road, Urenui.

Registered members present will vote on a resolution to be put to the meeting recommending approval of the changes to the Charter.

The wording of the resolution will also be made available prior to the meeting via the same information channels.

### **When will changes to the Charter take effect?**

After approval at the SGM, Te Ohu Kai Moana (TOKM) need to formally confirm that the amended document complies with the Māori Fisheries Act 2004. They have informally advised us that the latest draft of the Charter meets the requirements of the Act.

Changes will take effect from the date of formal approval by TOKM.

## **Background**

In 2005 the Rūnanga was established to receive the treaty settlement assets on behalf of Ngāti Mutunga iwi, governed by a newly created Charter. The terms of the Charter were largely prescribed by the Crown.

Over the past eleven years the Ngāti Mutunga entities have run according to the requirements of the Charter. In that time, issues have arisen which may not have been covered by the Charter. An example of this is where the order of trustee rotation got out of alignment with that specified in the Charter.

In 2015 the Trustees set up a sub-committee to plan, organise and conduct a review of the Charter and its operation. This was an opportunity to revisit the wording in the Charter, and determine whether or not it was still 'fit for purpose' or whether it could be changed to better reflect the needs and aspirations of Ngāti Mutunga moving forward.

During 2016 the trustees shared proposals for changes to the Charter with iwi members and obtained feedback at a series of hui held throughout the motu.

## **About This Document**

The proposed changes below reflect the work of the Charter review Sub-committee and feedback from iwi members as well as input from the Board of Trustees.

This summary has been put together by our lawyers to explain the effect of the major changes proposed to the Charter. In their opinion all of the proposed changes are legally compliant.

The proposed changes range from changes to reflect that such entities as the Ngāti Mutunga Community Development Charitable Trust did not exist when the Charter was created to inclusion of totally new clauses.

Note that this summary does not contain all of the changes in the new draft Charter as some are as a consequence of other changes to terms, changes to definitions or to ensure consistency in language and meaning between the various clauses in the Charter.

Where a definition has been changed, this has been replicated throughout the Charter.

All of the changes can be read on a copy of the draft Charter available to be viewed or downloaded from our website [www.ngatimutunga.iwi.nz](http://www.ngatimutunga.iwi.nz) or collected from our office at 6 Ngakoti Street, Urenui between 8.30am and 5.00pm Monday to Friday.

The resolution to be put to the Special General Meeting approving the changes is at the front of this copy of the Charter.

A 'clean' version of the draft Charter is also available to be viewed, downloaded or collected as above.

Item	Key Areas for Change	Proposed Changes	Comment
1.	<b>Te Manawa o Ngāti Mutunga</b> (at the beginning of the Charter)	A statement of tikanga and values of Ngāti Mutunga	Te Manawa is <b>new</b> and has been added on the recommendation of the Charter Review sub-committee to ensure that the tikanga and spiritual values of Ngāti Mutunga are imbedded in the Charter as a guide for all decision making and operations of the Rūnanga
2.	<b>Definitions (clause 1.1)</b>		Definitions have been updated to reflect current and future structure and activities
	Annual Plan	All entities in the Ngāti Mutunga Group will be required to prepare an Annual Plan	
	Commercial Activities	Distinguishes Commercial Activities from activities relating to Fisheries Settlement Assets	
	Commercial Asset Holding Companies	Distinguishes any companies or other entities involved in Commercial Activities of Ngāti Mutunga from the Fisheries Asset Holding Company and any Fishing Enterprise	
	Companies	The Fisheries Asset Holding Company and all entities that the Rūnanga may establish to undertake the Commercial Activities	
	Fisheries Asset Holding Company	Distinguishes the Fisheries Asset Holding Company from the Commercial Asset Holding Companies	
	Investment Trust	Definition removed	
	Ngā Kaitiaki	Replace “Trustees” with “Ngā Kaitiaki”	
	Ngā Uri o Ngā Tūpuna o Ngāti Mutunga	To include every person who is descended from one or more Ngāti Mutunga Tūpuna by birth, legal adoption, and/or Māori customary adoption (“taurima”, or “whangai”) in accordance with Ngāti Mutunga tikanga	Consistent with the definition of Ngā Uri o Ngā Tūpuna o Ngāti Mutunga set out in clause 13 of the Ngāti Mutunga Claims Settlement Act 2006
	Pouwhakahaere	Replace “General Manager” with “Pouwhakahaere”	Applies a Māori term for the role of General Manager but will not create any substantive change to the role/job description

Item	Key Areas for Change	Proposed Changes	Comment
	Public Notices	To be published in a newspaper generally circulating in the relevant area or areas and by panui or electronic media, including radio or television (and compliant with Kaupapa 4 of Schedule 7 of the Māori Fisheries Act 2004)	For consistency with the Māori Fisheries Act 2004
	Subsidiary	Any entity (whether incorporated or not) that is wholly owned, controlled directly or indirectly by the Rūnanga	To provide clarity about what is meant by the term “subsidiary”
	Trust	The Ngāti Mutunga Community Development Charitable Trust and includes any Subsidiary of the Ngāti Mutunga Community Development Charitable Trust	
	Wāhi Pōti	“Wāhi Pōti” means the ballot box for voting at an annual general meeting or a special general meeting	Recent case law ( <i>Solomon-Rehe v Hokotehi Trust Moriori Trust</i> [CIV-2014-485-10740, Wellington, Justice Brown]) interpreting the Māori Fisheries Act 2004 requires that there be a Wāhi Pōti available at a general meeting where votes may be cast
	Whakapapa Committee	“Whakapapa Committee” - name change from “Membership Validation Committee”	
3.	Rūnanga status (Clauses 2.2)	The Rūnanga to be the representative of Ngāti Mutunga as its governance entity	This reflects the role contemplated for the Rūnanga under the Ngāti Mutunga Deed of Settlement. Matters relating to cultural issues, tikanga and spiritual matters are dealt with by the iwi
4.	Objects and purposes of the Rūnanga (Clauses 2.4 (a) and (b))	<p>Now includes:</p> <ul style="list-style-type: none"> <li>• the promotion amongst Ngāti Mutunga of “environmental” advancement or well-being of Ngāti Mutunga and its whanau</li> <li>• providing for the “physical and administrative resources required for” the maintenance and establishment of places of cultural or spiritual significance to Ngāti Mutunga</li> </ul>	
5.	Rights of Members of Ngāti Mutunga (New clause 2.6)	<p>All Members of Ngāti Mutunga have the right to:</p> <ul style="list-style-type: none"> <li>• receive reports and information from the Rūnanga</li> <li>• attend annual general meetings and special general meetings</li> </ul>	This <b>new clause</b> collectively summarises the individual rights of members which are covered separately in other clauses of the Charter

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		<ul style="list-style-type: none"> <li>• attend meetings of the Rūnanga</li> </ul> <p>Adult Members of Ngāti Mutunga have the right to, amongst other things:</p> <ul style="list-style-type: none"> <li>• put forward proposals for amendments to the Charter for the consideration by the Rūnanga</li> <li>• inspect the Ngāti Mutunga Register</li> <li>• vote in elections</li> <li>• if eligible, be nominated for election and hold office as a Kaitiaki</li> <li>• vote on resolutions at annual general meetings and special general meetings</li> <li>• receive any notice relating to a general meeting or a special general meeting</li> </ul>	
6.	The structure of Ngāti Mutunga Companies and Trust (Clauses 6.1, 6.2, 6.5 to 6.7)	<p>Reflects that the Fisheries Asset Holding Company (Maruehi Fisheries Limited) and the Trust have now been established with their own respective constitutions and trust deeds</p> <p>Clarifies that the Rūnanga may establish Commercial Asset Holding Companies to manage Rūnanga Assets that are not Fisheries Settlement Assets</p>	Updated to reflect current and future structure and activities
7.	Strategic Governance (Clause 6.13)	The Rūnanga must exercise strategic governance over all the entities within the Ngāti Mutunga Group, including approving annual plans setting out key strategies for the use and development of Rūnanga Assets and delivery of Community Development Activities, expected financial returns and outcomes of Community Development Activities, and programmes for managing Fisheries Settlement Assets	
8.	Appointment and removal of directors and trustees of the Companies and the Trust (Clause 7).	<p>Appointment and removal of directors and trustees by the Rūnanga in accordance with each entity's constitution or trust deed</p> <hr/> <p>Trustees of the Trust to be appointed at the second meeting of the Rūnanga after the Rūnanga Annual General Meeting</p>	This reflects that the Trusts and Companies each now operate under their own constitution and the need for appropriate expertise and accountability (the Trust and the Companies were still to be established when the Charter was originally drafted)

Item	Key Areas for Change	Proposed Changes	Comment
		Directors and trustees to be chosen for their expertise and so that continuity of expertise and experience is maintained	
9.	Application of income to Trust (clauses 8.2)	Updated to reflect that the Trust now operates under its own trust deed	
10.	Company and Trust Plans and reports (clauses 11.1, 11.2 and 11.4)	<p>The Rūnanga must ensure that:</p> <ul style="list-style-type: none"> <li>• each of the Companies and Trust prepare a Statement of Intent (reviewed every two years), an Annual Plan and quarterly reports with an unaudited summary of financial results</li> <li>• Rūnanga approval for Statements of Intent and Annual Plans to be given in light of each entity's constitution or trust deed</li> <li>• all reports of the Trusts are provided to no lesser standard than for Companies under the Companies Act 1993</li> </ul>	
11.	Rūnanga AGM (clause 14.1)	<p>Additional items to be covered at the annual general meeting of the Rūnanga to include:</p> <ul style="list-style-type: none"> <li>• the Annual Plan for the Rūnanga</li> <li>• the annual report of each of the Companies and the Trust</li> <li>• amendments made to the constitution of any of the Commercial Asset Holding Companies and/or the trust deed of the Trust</li> </ul>	
12.	Ngā Kaitiaki remuneration (clause 14.2(b))	Unless otherwise determined by a suitably qualified independent expert appointed by the Rūnanga, each Kaitiaki will receive an equal share of any remuneration for Ngā Kaitiaki	



Item	Key Areas for Change	Proposed Changes	Comment
13.	Procedure where allegation made of bringing into disrepute (clause 22, new sub-clause)	<p>The Rūnanga must implement a dispute resolution procedure including:</p> <ul style="list-style-type: none"> <li>• a written notice of the allegation to be served by the Rūnanga on the Kaitiaki, director or trustee with 20 Business Days for them to respond in writing to the allegation</li> <li>• if no response is received, the Rūnanga may exercise its rights of censure or removal (in clause 22.3)</li> <li>• if the Rūnanga is not satisfied with any response received and wishes to consider exercising the rights of censure or removal, it must first take reasonable steps to resolve the matter with the Kaitiaki, trustee or director concerned by mediation (or other alternative dispute resolution procedure acceptable to the Rūnanga and the Kaitiaki, director or trustee concerned, acting reasonably)</li> <li>• if the mediation has not resolved the matter within 40 Business Days of the notice of the allegation being given to the Kaitiaki, director or trustee, the Rūnanga may exercise the rights of censure or removal</li> </ul>	<b>New clause.</b> The Charter did not previously have a process for dealing with such allegations
14.	Dispute resolution (clause 30)	<p>Ngā Kaitiaki will refer any disputes relating to membership of Ngāti Mutunga to the Whakapapa Committee and then consider the recommendation from the Whakapapa Committee and notify (in writing) the person who raised the dispute of the decision of the Rūnanga and the principal reason for that decision within 40 Business Days of the Rūnanga receiving notice of the dispute</p> <p>Notice of any dispute (setting out the grounds and evidence) must be sent (in writing) to the Rūnanga and receipt acknowledged (in writing) within 10 Business Days</p>	

Item	Key Areas for Change	Proposed Changes	Comment
		<p>If a person who provides notice (in writing) of a dispute, disputes the outcome they may exercise their rights under Part 5 of the Māori Fisheries Act 2004</p> <p>While the Rūnanga is the Mandated Iwi Organisation, Part 5 of the Māori Fisheries Act 2004 will apply in relation to disputes under the Māori Fisheries Act 2004</p>	
15.	Recognition of new Mandated Iwi Authority (clause 32 and rules 1.1(e) and 5.3(h) of the Fourth Schedule)	Any proposal in relation to recognizing a new Mandated Iwi Organisation in place of the Rūnanga pursuant to sections 18A to 18G of the Māori Fisheries Act 2004 requires a Special Resolution	To reflect Māori Fisheries Act 2004 amendments made on 16 September 2011
16.	Method of Contracting (clause 33)	<p>Deeds to be signed by two or more Ngā Kaitiaki (one being the Chairperson or Deputy Chairperson) who are authorised by a resolution of the Rūnanga</p> <p>Other contracts required to be in writing may be signed on behalf of the Rūnanga by a person with express authority of the Rūnanga</p>	This is to simplify the administration of the Rūnanga
17.	Contents of Ngāti Mutunga Register (rule 2.1 and 3.1 of the First Schedule)	Email addresses of the Members of Ngāti Mutunga are to be included in the records contained in the Ngāti Mutunga Register	
18.	Composition of the Whakapapa Committee (rule 3.2 of the First Schedule)	The composition of Whakapapa Committee is to be reviewed every two years	
19.	Maintenance of the Ngāti Mutunga Register (rule 4.1 of the First Schedule)	Deceased members are to be removed from the active Ngāti Mutunga Register	

Item	Key Areas for Change	Proposed Changes	Comment
20.	Disqualification from being appointed as Trustee/Kaitiaki (new rule 2.2 of the Second Schedule)	<p>A nominee for the office of Kaitiaki is disqualified from being elected if that person:</p> <ul style="list-style-type: none"> <li>• is or has been disqualified from being appointed or holding office as a company director or an officer of a charity</li> <li>• is bankrupt, or has within five years been adjudged bankrupt</li> <li>• has ever been convicted of an offence involving dishonesty as defined in section 2(1) of the Crimes Act 1961, or an offence referred to under section 373(4) of the Companies Act 1993 (unless that person is an eligible individual for the purposes of the Criminal Records (Clean Slate) Act 2004)</li> <li>• is or ever has been removed as a trustee of a trust by order of Court on the grounds of breach of trust, lack of competence or failure to carry out the duties of a trustee satisfactorily</li> <li>• is physically or mentally incapacitated to the extent that he or she is unable to perform the duties of a Kaitiaki</li> <li>• is subject to a property order made under section 30 or 31 of the Protection of Personal Property Rights Act 1988</li> <li>• has been convicted in the last 10 years of an offence punishable by more than three years imprisonment (unless that person is an eligible individual for the purposes of the Criminal Records (Clean Slate) Act 2004)</li> <li>• has been removed from the office of Kaitiaki within the past three years</li> <li>• has done anything or been associated with any group where that action or association may bring the Rūnanga into disrepute</li> </ul>	This <b>new rule</b> provides disqualification provisions to reflect good governance best practice
21.	Number of Kaitiaki (rule 2.5 of the Second Schedule)	Not more than seven and not less than three Ngā Kaitiaki	Increased to a maximum of seven to assist with sharing the workload and development of new Ngā Kaitiaki

Item	Key Areas for Change	Proposed Changes	Comment
22.	Term of office and sequence of appointment (rule 3.1 of the Second Schedule)	The sequence of appointment of Ngā Kaitiaki will be three Ngā Kaitiaki appointed together and four Ngā Kaitiaki appointed together (or, if there are to be less than seven Ngā Kaitiaki holding office, the other Ngā Kaitiaki who were not appointed in the group of three)	This sequence of appointment is consistent with the rotation of Trustees under the current Charter
23.	Ending of term of Kaitiaki (rule 3.2 of the Second Schedule)	The term of office of each Kaitiaki will end when the Chief Returning Officer certifies (and communicates to the Rūnanga) the result of the election in the third Income Year following the appointment of the Kaitiaki	To update this rule which is no longer relevant (it currently deals with the rotation off of the initial Trustees appointed when the Rūnanga was established)
24.	Power to alter term of office (rule 3.4 of the Second Schedule)	<p>If the sequence of appointment of Ngā Kaitiaki becomes misaligned from the sequence set out in rule 3.1 of this Schedule, the Chairperson will require that Ngā Kaitiaki correct that misalignment by:</p> <ul style="list-style-type: none"> <li>• agreeing as to who amongst them will retire early in order to restore the correct sequence of appointment</li> <li>• if Ngā Kaitiaki cannot agree, Ngā Kaitiaki must draw lots to determine who amongst them will retire early</li> </ul>	This <b>new rule</b> is to provide a mechanism for the Rūnanga to deal with any situation where (for whatever reason) the sequence of appointment of Ngā Kaitiaki/Trustees becomes misaligned such as occurred when (at the 2008 election) a new Trustee was appointed (to fill a casual vacancy) for three years when he should have only been appointed for two years (until the end of the term of the Kaitiaki/Trustee whose retirement created the casual vacancy)
25.	Casual vacancies (rule 3.6 of the Second Schedule)	If a casual vacancy arises more than nine months prior to the next scheduled election of Ngā Kaitiaki the vacancy must be filled by holding a further election	
26.	Term of casual appointments (rule 3.6 of the Second Schedule)	Any Kaitiaki appointed to fill a casual vacancy will hold office until the next scheduled election (which will include an election for a Kaitiaki who will be elected for the remainder of the term of the Kaitiaki whose ceasing to hold office resulted in the casual vacancy)	This is to ensure that the three and four rotation of Ngā Kaitiaki is maintained
27.	Timing of election of Trustees/Ngā Kaitiaki (rule 4.1 of the Second Schedule)	Other than where there is a casual vacancy to be filled, two elections for Trustees/Ngā Kaitiaki will be held within every three year period and timed so as to maintain the three and four sequence of appointment of Trustees/Ngā Kaitiaki	The sequence of appointment of Ngā Kaitiaki does not require an election every year

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28.	Form of Notice of nominations for elections and general meetings (clause 14.3, rules 5.3 and 7.3 of the Second Schedule and rule 5.2 of the Fourth Schedule)	<b>Form of notice:</b> All notices given under this rule shall be given by both Private Notice and Public Notice	These amendments are to reflect the requirements of the Māori Fisheries Act 2004 which the Rūnanga follows when giving notice of elections and general meetings
29.	Mode of voting (rule 6.1 of the Second Schedule and rule 2.1 of the Fourth Schedule)	Voting will be by: <ul style="list-style-type: none"> <li>• Wāhi Pōti at an annual general meeting or a special general meeting or</li> <li>• as determined by the Rūnanga, by post, electronically, or both post and electronically</li> </ul>	Recent case law ( <i>Solomon-Rehe v Hokotehi Trust Moriori Trust</i> [CIV-2014-485-10740, Wellington, Justice Brown]) interpreting the Māori Fisheries Act 2004 requires that there be a Wāhi Pōti available at a general meeting where votes may be cast
30.	Content of notices about elections (rules 7.4 and 7.5 of the Second Schedule)	Every notice must contain: <ul style="list-style-type: none"> <li>• a list of the candidates for election as Kaitiaki</li> <li>• the date, time and place of the annual general meeting (or special general meeting) at which the Wāhi Pōti shall be available</li> <li>• the method by which votes may be cast and every Private Notice must also contain: <ul style="list-style-type: none"> <li>• a voting form</li> <li>• details of the procedure to be followed in making a vote</li> <li>• a statement that voting forms may be delivered to the Chief Returning Officer at the general meeting where the Wāhi Pōti will be available or (as applicable) by post or electronically</li> </ul> </li> </ul>	These amendments are to reflect the requirements of the Māori Fisheries Act 2004 which the Rūnanga follows when giving notice of Special General Meetings and Recent case law about requirements for Wāhi Pōti
31.	Timing of votes (rule 8.1 of the Second Schedule and rule 6.1 of the Fourth Schedule)	Postal votes received five days after the closing date will be counted as valid if date stamped on or before the closing date	The five days after closing date for postal votes is to take account of postal deliveries now being less frequent
32.	Notifying election result (rule 10.2 of the Second Schedule)	The Rūnanga must give notice of the result on its website (and by any other means that the Rūnanga thinks appropriate)	To allow for changes in communication technology

Item	Key Areas for Change	Proposed Changes	Comment
33.	Termination of office of Trustees/Ngā Kaitiaki (rule 14 of the Second Schedule)	A Kaitiaki will cease to hold office if they would be disqualified from being nominated for office under new rule 2.2 of the Second Schedule	To ensure that a consistent standard of good governance best practice is applied
34.	Quorum (rule 3.1 of the Third Schedule)	The quorum for a meeting of Ngā Kaitiaki will be a majority of Ngā Kaitiaki	To take account of the increase in the maximum number of Ngā Kaitiaki to seven
35.	Election of Chairperson and Deputy Chairperson (rule 4 of the Third Schedule)	Chairperson and Deputy Chairperson to be elected at the first meeting of Ngā Kaitiaki after each annual general meeting	
36.	Attendance of members at Rūnanga meetings (new rule 10 of the Third Schedule)	Members of Ngāti Mutunga may attend meetings of the Rūnanga on notice and at the discretion of the Chairperson and may not actively participate without the prior approval of the Chairperson	
37.	Content of notice to members of a special general meeting to consider a Special Resolution (rules 5.3 and 5.4 of the Fourth Schedule)	<p>Every notice must contain:</p> <ul style="list-style-type: none"> <li>• the date, time and place of the special general meeting</li> <li>• the agenda for the meeting</li> <li>• details of the proposed Special Resolution</li> <li>• where a Special Resolution relates to recognising a new Mandated Iwi Organisation, the notice must include: <ul style="list-style-type: none"> <li>○ that a vote is to be taken to approve the proposal to have the new organisation recognised in place of the Rūnanga</li> <li>○ if the new organisation seeks recognition as a mandated iwi organisation, that a vote is to be taken to ratify the constitutional documents of the new organisation</li> <li>○ any other information specified by or under the Māori Fisheries Act 2004</li> </ul> </li> </ul>	These amendments are to reflect the requirements of the Māori Fisheries Act 2004 which the Rūnanga follows when giving notice of Special General Meetings and Recent case law about requirements for Wāhi Pōti

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		<p>Every Private Notice must also contain:</p> <ul style="list-style-type: none"><li>• a voting form</li><li>• details of the procedure to be followed in making a vote</li><li>• a statement that voting forms may be delivered to the Chief Returning Officer at the general meeting where the Wāhi Pōti will be available or (as applicable) by post or electronically</li></ul>	