



IN THE MATTER of the
Act 19

10041561336

AND

IN THE MATTER of Patuharakeke Te Iwi

STATUTORY DECLARATION BY SUBSCRIBER TO THE APPLICATION

I, TAMIHANA PAKI, of Takahiwai, Solicitor, do solemnly and
sincerely declare as follows - C-02 060490 0088 CASH \$0.00

1 I am a subscriber to the application for incorporation of Patuharakeke
Te Iwi dated the 18th day of December 1989

2 The Deed of Trust dated the 18th day of December 1989
submitted with the application for incorporation of the board is the
original of such deed

3 Apart from the trusts set out in such deed of trust, there are no
trusts upon which the applicants hold any property as such trustees

AND I MAKE THIS SOLEMN DECLARATION conscientiously believing the same
to be true by virtue of the Oaths and Declarations Act 1957

Declared at Whangarei)
this 3rd day of April)
1990 before me)

P. Ward JP
Pauline Julie Ward
Executive Officer
Whangarei.

IN THE MATTER of the Charitable Trust
Act 1957

AND

IN THE MATTER of the incorporation of
PATUHARA KEKE TE IWI

THIS DEED OF TRUST made the *18th* day of *December* 19*89*
by:

HAPETA RATA of 32 Meldrum Street, Kamo, school principal
TAMIHANA PAKI of Takahiwai, solicitor
WILLIAM JEROME MACKIE of Takahiwai, farmer

(hereinafter together with the survivor or survivors of them or the other trustee or trustees for the time being of the Deed called "the trustees")

WITNESSETH.

- 1 The trustees hold the sum of TEN DOLLARS (\$10.00) upon the trusts hereinafter set forth.
- 2 The trustees shall hold the said sum of TEN DOLLARS (\$10.00) upon the trusts following, namely:
 - (1) Forthwith upon the execution of these presents to apply to the Registrar of Incorporated Societies, Auckland, pursuant to the provisions of Part II of the Charitable Trusts Act 1957 for incorporation as a Board under the name of PATUHARA KEKE TE IWI (hereinafter referred to as "the Board")
 - (2) To adopt the objects and powers set forth at Appendix "A" hereof and the rules set forth in Appendix "B" hereof which shall become the objects, powers and rules of the Board.
- 3 The power to appoint new trustees including the power to appoint additional trustees shall be vested in the trustees for the time being surviving at the date of any such new appointment or in the personal representatives of the last surviving trustee in accordance with the provisions of the Trustee Act 1956 PROVIDED ALWAYS that the number of the trustees shall not be more than seven (7) nor fewer than three (3).
- 4 The office of trustee shall become vacant if:
 - (1) he or she shall resign office by giving one month's notice of his or her intention so to do to each of the other trustees; or
 - (2) he or she shall become lunatic or of unsound mind; or
 - (3) he or she be absent from New Zealand for a period of twelve months without obtaining leave of absence from the other trustees; or
 - (4) he or she shall die; or

- (5) he or she fails to attend (and give reasonable explanation for not attending) two (2) consecutive Board meetings; or
 - (6) by a majority vote of the Trust Board he or she is deemed to have failed to fulfil the duties of trusteeship.
- 5 Any trustee employed in connection with the trusts hereof may be paid all such remuneration for his or her services as may be normal as if he or she had been employed in that behalf and had not been a trustee hereof.

IN WITNESS whereof the Deed has been executed the day and year first herein before written.

SIGNED by the said
HAPETA RATA in the presence
of:

Hapeta Rata

Witness: *Eusillano*
Occupation: School Secretary
Address: 19 Colmfield Road
Whangarei

SIGNED by the said
TAMIHANA PAKI in the presence
of:

T. Paki

Witness: *Alone*
Occupation: CONTRACTOR
Address: REQUETA ROAD
DREAVILLE R.D. 1

SIGNED by the said
WILLIAM JEROME MACKIE
in the presence of:

W. Mackie

Witness: *Ernie Schmy*
Occupation MEAT INSPECTOR
Address: ST ANN RD
RD 2 WAIPU

APPENDIX "A"

(To be adopted by the Board on incorporation of the
PATUHARAKEKE TE IWI)

The following objects and powers shall be limited to New Zealand

A OBJECTS OF PATUHARAKEKE TE IWI

- 1 In furtherance of the charitable objects of PATUHARAKEKE TE IWI to undertake and accept the trusteeship and administration of lands, properties, shares, businesses or any other interests vested in PATUHARAKEKE TE IWI.
- 2 To provide training and work experience in fishing, farming, housing, forestry, aquaculture, agriculture, industry and related fields.
- 3 To encourage training and creation of employment at all levels and to teach work skills so as to enable Patuharakeke people to become better employed and to assist Patuharakeke people towards relief of poverty and the attainment of a higher degree of work skills and education.
- 4 To promote and to make provisions for the educational and economic advancement including the promotion and maintenance of the health, education and spiritual wellbeing of Patuharakeke people and to assist the development of interpersonal skills, human relationships, management of finance, health, nutrition and education
- 5 To partake in and promote charitable causes in the area in which Patuharakeke lands are situated for the benefit of the residents of such areas.
- 6 To protect and utilise all land, water and sea based resources of PATUHARAKEKE TE IWI
- 7 To promote cultural awareness through the education and participation of the people in taha Maori.
- 8 To seek accept and receive donations subsidies grants endowments gifts legacies loans and bequests either in money or in kind or partly in money and partly in kind for all or any of the purposes and objects of the Board and to carry out any specified trust attaching or relating to the same to the intent that donations grants etcetera made to the Board may be made for the benefit of the general purposes of the Board or may be made for some purposes within the general objects of the Board specified in particular cases by the donor or donors, and lender or lenders.
- 9 To carry on any other object which may seem to the Board capable of being conveniently carried on in connection with the above objects or calculated directly or indirectly to advance the objects of the Board or any of them.

B POWERS AND AUTHORITIES

In order to carry out the objects and purposes for which the Board is established the Board may exercise all or any of the following powers and authorities:

- 1 To purchase take or lease or as gift or otherwise howsoever acquire and hold on the trusts hereof land.
- 2 To purchase take as gift or on loan or otherwise howsoever chattels or any kind whatsoever and hold the same upon the trusts hereof.
- 3 To lease let or grant the use of land and/or buildings or parts thereof held by the Board on limited terms for any lawful purpose in furtherance of the objects of the Board on and apply the rents commission or other payment whatsoever accruing to the objects of the Board.
- 4 To sell demolish or otherwise dispose of any real or personal property vested in the Board but only in furtherance of the trusts hereof.
- 5 To engage in any business or transaction capable of being conducted so as directly or indirectly to benefit this Board and for that purpose to take or otherwise acquire and hold and dispose of shares in any company having objects similar to those of the Board.
- 6 To enter into any arrangement with any government or authorities supreme municipal local or otherwise that may seem conducive to the Board's objects or any of them and to obtain from any such government or authority any rights privileges and concessions which the Board may think it desirable to obtain and to carry out exercise and comply with any such arrangements rights privileges and concessions.
- 7 To construct alter restore improve maintain develop work manage carry out or control any buildings or works or do anything whatsoever as the Board may deem necessary or convenient or calculated to advance directly or indirectly the objects of the Board; and to develop lay out and plant any land and to prepare the same for building and any other purposes consonant with the objects of the Board and to do or cause to be done all matters ancillary thereto and to enter into contracts and arrangements of all kinds with architects builders and others.
- 8 To acquire hire operate and maintain any means of transportation whether of persons or of goods or both that the Board may deem necessary or desirable for the carrying out of the objects of the Board or any of them, and to make such charges for the use thereof as the Board shall deem reasonable.
- 9 To enter into contracts of employment or service with any person body society whether incorporated or not and to pay remuneration for services rendered as the Board may think fit
- 10 To lend money to any person body or society whether incorporated or not on such terms as the Board may think fit and to guarantee the performance of contracts by any such persons but only in furtherance of the objects of the Board.

- 11 To borrow from time to time at the descretion of the Board for the purposes of the Board from any person body or society whether incorporated or not any sum or sums of money on the security of all or any of the Board's property real or personal assets and effects both present and future either under legal mortgages or charges with powers of sale and other usual powers or by any other securities of the Board or without security and generally on such terms and conditions as to rate of interest or otherwise as the Board thinks fit and the Board may also borrow money from the Board's bankers on overdraft or otherwise and with or without security.
- 12 To invest subject to the terms of any trust or grant or endowment any money held by or on behalf of the Board in any securities in which funds may be invested by trustees in accordance with the Trustee Act 1956 or any other statutory authority or in such other manner as the Board may approve; and pending disbursement of any money held by or on behalf of the Board to deposit the same subject as aforesaid so as to yield interest in such manner as the Board may approve.
- 13 To draw make accept endorse discount execute and issue promissory notes bills of exchange bills of lading warrants debentures and other negotiable or transferable instruments.
- 14 To adopt such means of making known the activities and objects of the Board as may seem expedient and in particular but not so as to limit the generality thereof by advertising in the press by circulars and by publication of books periodicals brochures maps and any printed and illustrative material whatsoever, and by contributions to the press periodicals and books, and also by films and other means approved by the Board
- 15 To print publish distribute and sell any books articles research monographs pictures photographs maps and any other works upon such terms and conditions agree with the authors at the discretion of the Board.
- 16 To make such charges for admission to property held by the Board and to exhibitions displays lectures films and other educational services arranged by the Board may deem reasonable.
- 17 To obtain provision order or Act of Parliament or town planning ordinance classification designation or by-law for enabling the Board to carry out any of its objects or for any other purpose which in the opinion of the Board is directly or indirectly conducive to the carrying out of the objects of the Board and to oppose any proceedings applications classifications designations orders Acts ordinances or by-laws which may seem to the Board to be likely directly or indirectly to prejudice or injure the interests objects and purposes of tha Board.
- 18 To pay all or any of the expenses incurred in and in connection with the incorporation and establishment of this Board.
- 19 To appoint managers agents and attorneys in New Zealand or in any part of the world for all or any of the purposes of the Board and to

remunerate such agents for their services by salary or commission or partly by one mode and partly by the other mode and to act as agents or managers or to accept the agency for any person body or society whether incorporated or not on such terms as the Board thinks fit.

- 20 To apply the assets and income of the Board howsoever derived towards all or any of the aforesaid objects and purposes as the Board may in its absolute discretion thinks fit.
- 21 To do all or any of the above things as principals agents contractors trustees or otherwise and by or through agents trustees or otherwise and either alone or in conjunction with others.
- 22 To do all such other things as in the opinion of the Board may be incidental or conducive to the attainment of any of the foregoing objects or the exercise of any of the foregoing powers PROVIDED HOWEVER that any objects set forth in this Appendix shall not except where the context expressly requires be in anywise limited or restricted by reference to any other of the objects and none of the clauses or the objects therein specified shall be deemed subsidiary or ancillary to any other clause or object but the Board shall be fully empowered to pursue and carry out all or any of the objects independently of any other objects and none of the powers or authorities conferred upon the Board shall be deemed subsidiary or ancillary to any other power or authority and the Board shall be entitled to exercise all or any of the powers or authorities PROVIDED THAT all or any of the powers or authorities are exercised in pursuance of the objects and purposes for which the Board is established.
- 23 Interpretation. For the purposes of Appendix "A" "Patuharakeke people" means members of the Patuharakeke tribe who have affiliations with Patuharakeke kainga at Takahiwai, Titahi, Mangapai, Otaika, Toetoe and Tamaterau

APPENDIX "B"

(For adoption on incorporation by
PATUHARAKEKE TE IWI)

RULESI FUNDS AND PROPERTIES

- 1 The funds and property vested in the Board shall be administered by the Board members in accordance with these rules.
- 2 All monies received shall be paid to the credit of the Trust at such trading bank or savings bank as the Board members shall from time to time appoint and cheques on the bank account and other negotiable instruments shall be signed by two Board members or one Board member and the secretary or the treasurer. Endorsements of cheques and other negotiable instruments in favour of the Board shall be made by a Board member or by the secretary or the treasurer or such other person as may be appointed by the Board members.
- 3 Where it shall be made to appear to the Board members that any legacy endowments contributions or gift has been made in spite of or in ignorance or without full appreciation of the claim whether legal or moral of any person upon the duty or bounty of the testator or donor the Board members notwithstanding that the Board may have expressed its acceptance of such legacy endowment contribution or gift either wholly or in part may make such payment or gift of or out of the property comprised therein towards the satisfaction or relief of such claim as the Board members may in their absolute discretion think fit
- 4 The secretary or treasurer shall have power to receive and give receipt for all legacies donations subscriptions or other monies bequeathed made given or lent to the Board members and every such property therein stated to have been received.
- 5 No part of the income or property of the Board shall be paid or transferred directly or indirectly by way of profit to any Board member PROVIDED THAT nothing herein contained shall preclude any payment to a Board member for services rendered or for goods supplied or by way of interest on monies borrowed from or by way of interest on monies borrowed from or by way of rent for premises let or leased to the Board by any Board members

II CONSTITUTION OF THE BOARD

- 1 The Board shall consist of not more than seven nor fewer than three members.
- 2 The original Board members shall be the trustees named in the Deed of Trust of which this Appendix "B" is an annexion.
- 3 Vacancies in membership of the Board shall be filled by the remaining Board members who shall have regard to the need to appoint persons interested in the Board's objects and capable of assisting the Board to carry out its objects by their skill expertise professional standing in the community or other qualification.
- 4 The office of the Board member shall become vacant if:
 - (1) he or she shall resign office; or
 - (2) he or she shall become lunatic or of unsound mind; or
 - (3) he or she shall be absent from New Zealand for a period of twelve months without obtaining leave of absence from the other Board members; or
 - (4) he or she shall die; or
 - (5) he or she fails to attend (and give reasonable explanation for not attending) two (2) consecutive Board meetings; or by a majority vote of the Trust Board he or she is deemed to have failed to fulfil the duties of trusteeship.
- 5
 - (1) At the second annual general meeting of the Board one of the first appointed Board members shall retire and at each succeeding annual general meeting another of the first appointed Board members shall retire in each case by agreement of the Board members or failing agreement by lot; and Board members subsequently appointed shall retire at the second annual general meeting of the Board following his appointment.
 - (2) A retiring Board member shall be eligible for re-election.
 - (3) The remaining Board members at the meeting at which a Board member retires as aforesaid shall fill the vacant office having regard to the provisions of Clause II (3) hereof and in default the retiring Board member shall if offering himself for re-election be deemed to have been re-elected.

III POWER OF BOARD MEMBERS

The Board members shall be responsible for the management of all the affairs of the Board and may exercise all the powers and authorities conferred by these presents or by law.

IV PROCEEDINGS OF BOARD MEMBERS

- 1 Subject to the subsequent provisions of this Clause IV the Board members shall meet together for the dispatch of business adjourn and otherwise regulate their meetings as they think fit.
- 2 Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes the chairperson shall have a second or casting vote. The chairperson or any two Board members may at any time summon a meeting of the Board members. It shall not be necessary to give notice of a meeting of the Board members to any Board member for the time being absent from New Zealand
- 3 The quorum necessary for the transaction of the business of the Board members shall be three.
- 4 The continuing Board members may act notwithstanding any vacancy in their body but if and so long as their number is reduced below the number fixed by or pursuant to the regulations of the Board as the necessary quorum of members the continuing member or members may act for the purpose of increasing the number of members to that number but for no other purpose whatsoever.
- 5 The Board members shall elect a chairperson of their meetings and determine the period for which he is to hold office but if no chairperson is elected or if at any meeting the chairperson is not present within five minutes after the time appointed for holding the meeting the Board members present may choose one of their number to be chairperson of the meeting
- 6 The Board members may at any meeting appoint two or more members of their body to be a committee for making any enquiry or for superintending or transacting any business but every act and proceeding of a committee shall be submitted to a meeting of Board members for approval. Any committee of Board members may co-opt for the purposes of consultation and advise persons who are not members of the Board and may terminate such co-optation.
- 7 A committee may elect a chairperson of its meeting and if no such chairperson is elected or if at any meeting the chairperson is not present within five minutes after the time appointed for holding the meeting the Board members present may choose one of their number to be chairperson of the meeting.
- 8 A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the Board members present and in case of an equality of votes the chairperson shall have a second or casting vote.
- 9 A resolution in writing signed by all the Board members for the time being entitled to receive a notice of a meeting of Board members shall be as valid and effectual as if it had been

passed at a meeting of Board members duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more Board members.

- 10 The financial year of the Board shall end on 31 March in each year.
- 11 In the month of August in each year or such other month as the Board may from time to time determine the Board members shall hold the annual general meeting of the Board. The business of the annual general meeting shall be:
 - (1) To receive and consider the annual report; and
 - (2) to receive consider and adopt the audited income and expenditure account and balance sheet; and
 - (3) to appoint Board members without prejudice to the power of the Board members at other meetings of the Board; and
 - (4) to elect an auditor; and
 - (5) to consider any resolution notice of which shall have been given in writing to the secretary at least 14 days before the date of the meeting.
- 12 A meeting of the Board members may be called at any time by direction of the chairperson or of two Board members and shall be called within 14 days after receipt by the secretary of a requisition signed in that behalf
- 13 Notice in writing of all meetings of Board members specifying the object or objects of such meeting shall be posted by the secretary to the Board members at least seven days prior to the date fixed for the holding of any meeting PROVIDED THAT by agreement of Board members notice may be given orally

V MINUTE BOOK

All proceedings of Board members shall be recorded in the form of minutes entered in a proper minute book.

VI SECRETARY AND TREASURER

A secretary and treasurer may be appointed by the Board members for such term at such remuneration and upon such conditions as they think fit and any secretary and treasurer so appointed may be removed by them.

VII THE SEAL

The Board members shall have the safe custody of the common seal and the Board members may from time to time by resolution change alter or adopt any new such seal as they may deem proper. The common seal

shall not be affixed to any document except by the authority of the Board members previously given and shall be so affixed in the presence of the two Board members who shall affix their signatures to every document so sealed

VIII INDEMNITY

The Board members, secretary, treasurer and other officers if any shall be indemnified by the Board from and against all losses and expenses properly incurred by them in or about the discharge of their respective duties.

IX AUDITOR

The accounts of the Board shall be audited by a chartered accountant who shall not be a member of the Board and who shall be appointed annually by a majority of the Board members.

X ALTERATION AND ADDITIONS TO THE RULES

These rules may be altered or added to at any meeting of the Board subject to the following conditions:

- 1 Notice in writing of the proposed alteration or additions to the rules shall be given to each Board member.
- 2 The meeting may amend any such proposals
- 3 No resolution of any meeting shall effect any alteration or addition to the rules unless it be carried by a majority of at least two-thirds of the Board members present at such meeting and entitled to vote; and if their number is not a multiple of three then the next higher whole number above the fraction shall constitute the majority.
- 4 That no rendition alteration amendment or addition to these rules shall be in conflict with any of the provisions of the objects or powers of the Board or the Charitable Trusts Act 1957.

XI ACCOUNTS

The Board members shall cause proper books of account to be kept in which shall be kept full true and complete accounts of the affairs and transactions of the Board. The books of account shall be kept at the Board's office or at such other place or places as the Board members think fit and shall always be open to the inspecting of any Board member.

XII ARBITRATION

In the event of any dispute arising howsoever from the construction of any clause herein or affecting any dispute whatsoever from any matter contained in the Trust then such matter shall be referred to the Maori Land Court for resolution.

XIII WINDING UP OR DISSOLUTION

In the event of the trust being wound up or dissolved all assets shall be distributed in New Zealand for the benefit of the Patuharakeke tribe, for such charitable purposes as the last General Meeting of the Board shall determine or as the Maori Land Court shall direct.