

**Muaūpoko Tribal Authority  
Annual General Meeting, March 2015  
Meeting Papers**

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## **Notice and Agenda**

### **Muaūpoko Tribal Authority Inc**

### **Notice of Annual General Meeting**

The Annual General Meeting for the Muaūpoko Tribal Authority will commence at 11am on Sunday 29 March 2015 at Kohuturoa Marae, Hokio Beach Road, Levin. The MTA invites all Muaūpoko whānau to attend.

#### **Agenda**

1. Registration (11am – 11:30am)
2. Karakia/Mihimihi
3. Apologies
4. Previous AGM Minutes
5. Annual Report (Chair's report, Chief Executive's report, Muaūpoko Trading Company)
6. Annual Financial Statements
7. Appointment of auditor
8. Proposed Resolution: Amendment to the MTA constitution
9. He Korero – General Business
10. Karakia whakamutunga

Kai

#### **NAU MAI HAERE MAI E TE WHĀNAU**

Louana Williams; Chair, Muaūpoko Tribal Authority

#### **Proposed Special Resolution**

A vote will be taken at the AGM to amend the constitution. The amendment reduces the membership of the MTA board from 14 (current) to seven. Each hapū of Muaūpoko will be entitled to elect one representative member to the MTA Board instead of two, plus one alternate member each (one hapū – one vote). This amendment follows the resolution to effect this change which was passed unanimously by Muaūpoko at the MTA's special general meeting held on 2 November 2013 at Memorial Hall Levin. The proposed amendment requires a special resolution of 75% in favour of the motion.

Motion for AGM 2015:

“That the rules of the incorporated society of Muaūpoko Tribal Authority be amended, as set out on the Muaūpoko Ballot Form for AGM 2015, to reduce the membership of the MTA Board from 14 to seven providing each hapū with one elected representative on the MTA Board and one alternate member.”

The vote will be taken by way of ballot in accordance with the Rules of MTA. Votes may be lodged either by post or at the ballot box at the AGM hui.

A sample copy of the AGM Ballot paper, the detailed amendments giving effect to the resolution and other information pertaining to the ballot process is available for download from the MTA website or a hard copy can be collected from the MTA office during normal business hours at 306 Oxford Street Levin.

Official voting ballot papers will be available from the returning officer, Jo Bird. You can obtain your ballot paper at the AGM hui during registration, request a ballot paper by post or email by contacting Jo at [mtareturningofficer@gmail.com](mailto:mtareturningofficer@gmail.com) or pick up a ballot paper from the MTA office during normal business hours. Ballot forms submitted by post must be received by the returning officer no later than 12pm, 27 March 2015 – send to Attn: Returning Officer Po Box 1080, Levin 5540

For further information please contact Candyce at the MTA office on 06 367 3311.

## Part One: Chairperson's Report

E āku rau rangatira mā, e āku whanaunga, tēnei te mihi nunui kia koutou katoa, inā kua huri mai anō te wā hei whakatū atu ki ngā mahi oti ai mō te tau I pahure ake nei.

Huri ake ngā whakaaro ki te hunga kua ngaro ki te pō, harere e hoki ki te kāinga tuturu mō te hunga tangata mutu ake.

Huri noa ki a tātou te hunga kanohi ora hei hapai I te iwi o Muaūpoko ki te tu tonu, tu kaha nei. Ti Hea Mauri Ora!

Greetings to you all.

In reflecting over the past 12-24 months, one word that comes to mind to describe this period is 'change'. While change is nothing new to our people, the Muaūpoko Tribal Authority ("MTA") has undergone a lot of change that I believe has continued to strengthen our organisation to lay a platform for further change into the future.

Coming into the role of chairperson mid 2013 has been challenging and rewarding. I am pleased to bring you this report covering two periods covering 2012-2013, and 2013-2014. Included are recent updates to the present time.

### 2012-2013

New Board members were appointed following the hapū election held early 2013. The newly elected board members are:

- Trinese Murray, Ngati Hine
- Gina Lomax, Whanokirangi
- Kathy Putaka, Ngarue
- Louana Williams, Ngati Pariri

They joined the incumbent board members who are:

- Marakopa Wiremu-Matakatea, Punahou
- Robert Warrington, Punahou
- Milly Paea, Ngarue
- Nina Hori Te Pa-Wana, Whanokirangi
- Sillena McGreggor, Ngai Te Ao
- Francis Matahaere, Ngai Te Ao
- Pristine Burke, Ngati Pariri

**Alternates:** Tim Tukapua (Ngati Hine), Keri Hori Te Pa (Whanokirangi), Perry Warren (Ngai Te Ao), Kerehi Wi Warena (Ngarue), Viona Hurinui (Ngati Pariri).

Ngati Tamarangi did not participate in the election and these positions remain vacant.

## **Mandated Iwi Organisation Status**

MTA applied to Te Ohu Kai Moana (“**TOKM**”) in 2012 to become the mandated iwi organisation (“**MIO**”) for Muaūpoko under the Māori Fisheries Act 2004 and Iwi Aquaculture Organisation (“**IAO**”) for Muaūpoko under the Māori Commercial Aquaculture Claims Settlement Act 2004.

The MTA received significant support from Muaūpoko at the annual general meeting in 2012 for both MIO and IAO status. 87.85% voted in support of MTA and MTA achieved MIO and IAO status in December 2012. Assets are held by Muaūpoko Trading Company, a wholly owned subsidiary of MTA.

## **2013-2014**

The former chief executive Mr Steve Hirini completed his contract of service in December 2013. The MTA advertised the position as per recommendation 21 adopted at the special general meeting 2 November 2013, and engaged a private agency to oversee the recruitment process for the permanent CE position. The Board also established an appointments panel that included two independent members from outside of Muaūpoko Iwi.

Brenton resigned his chair role in December 2013 and took up the position of interim CE covering the recruitment period. He later applied for the permanent position, which he won in April 2014.

The Board appointed me as interim chair from December 2014 and later invited me to remain as chair, which I have taken up from May 2014.

The CE position is currently held by Dianne Rump, of Muaūpoko descent following the former CE’s resignation for personal reasons. MTA will be advertising the appointment process for the permanent position shortly.

## **Treaty of Waitangi Settlement Negotiations**

The MTA received a mandate in 2013 from Muaūpoko to enter into direct negotiations with the Crown. The Crown formally recognised the MTA’s mandate in September 2013. MTA then entered into a terms of negotiation (“**TON**”) with the Crown, which was formally signed at Kawiu Marae in December 2013.

A fuller update on MTA’s Treaty settlement negotiations is provided within the AGM papers.

Interim negotiators were appointed with formal negotiation appointments completed following a fully advertised process in or around April or May 2014. The MTA’s appointed negotiators are Jon Proctor, Millie Paea and Matt Sword (lead negotiator). The Board decided to include the chair on the negotiation team ex-officio.

The claims committee was appointed and meets regularly providing valuable oversight and feedback to the negotiation team on key issues.

The MTA held facilitated workshops throughout 2014 around aspects of Muaūpoko’s settlement aspirations. These hui were well attended and the information was collected and fed through to the team of negotiators.

MTA aims to complete the first stage of negotiations this year by presenting to Muaūpoko a draft agreement in principal. If the draft AIP is accepted by Muaūpoko then we will proceed to have the settlement secured in a formal and binding “Deed of Settlement” which will then be enacted into law to complete the settlement.

Once Settlement is completed the settlement assets will be handed over by the Crown to a new organisation, not MTA, to manage these assets on behalf of Muaūpoko. The structure of that new organisation, known as a Post Settlement Governance Entity (“**PSGE**”), was the topic of workshops at Kohuturoa Marae during 2014. Muaūpoko will vote on the final PSGE structure and the AIP together. The Board looks forward to presenting both the AIP and PSGE to Muaūpoko later this year.

### **2013 Independent Review: MTA Strengthening and Growth**

During 2013 the Board undertook a self-review as part of a continuing programme of strengthening and growth.

The review was initiated by MTA members and the MTA Board responded by preparing a terms of reference for the review and organising Tā Wira Gardiner to carry out the independent review, which were tabled at the first SGM. Both were motions were passed unanimously.

Tā Wira Gardiner carried out the independent review and tabled 21 recommendations at a second SGM. The recommendations were adopted unanimously at the second SGM.

MTA has made good progress on the recommendations as set out in the following table:

<b>Governance training</b>	The Board has undertaken training in the following areas: <ul style="list-style-type: none"> <li>- financial literacy;</li> <li>- directorship;</li> <li>- constitutional requirements (MTA Rules); and</li> <li>- strategic planning.</li> </ul>
<b>Realign legal structure</b>	The Board sought advice on the constitutional amendments required giving affect to the recommendation to reduce the Board from 14 to seven (i.e. one hapū one vote). This item is on the AGM agenda for final resolution by Muaūpoko.
<b>Hapū engagement</b>	<ul style="list-style-type: none"> <li>• Hapū engagement strategy was developed identifying areas for both MTA and Hapū to move toward greater engagement.</li> <li>• An overview was undertaken of varying degrees of legal structure and governance across each of the hapū</li> <li>• Wānanga held with six of seven hapū in attendance identifying a number of aspirations and initiatives including:</li> </ul>

	<ul style="list-style-type: none"> <li>○ Kura-reo</li> <li>○ Papakainga development</li> <li>○ Mental health services</li> <li>○ Employment</li> <li>○ Establishing legal and governance structures</li> <li>○ Hapū member recruitment</li> </ul>
<b>Good Employer</b>	External HR advisor engaged to support through HR matters. A template for performance appraisals has been developed.
<b>Write off policies</b>	No write-off actions undertaken by MTA Board.
<b>Board performance review process</b>	In process
<b>Appraisal of CE</b>	Completed 2013
<b>Stable funding regime</b>	Work in progress. Appointment of a general manager to support the development of MTA's social service contract portfolio.
<b>New job description and CE appointment process</b>	Completed
<b>Realignment of organisational structure:</b>	In process
<b>Restructure of subsidiary companies (i.e. disestablishment of MCS and MSS)</b>	Completed
<b>Te Hono initiative to be put on hold:</b>	Te Hono was put on hold and eventually dissolved by TPK. Funds renegotiated with TPK to contribute to organisational growth initiatives (as set out above)

## MTA Stakeholder Relationships

The MTA has developed a number of important relationships within our local community and nationally. Some of these have been formalised under formal relationship documents:

Horowhenua District Council (Memorandum of Understanding)  
Horizons Regional Council (Memorandum of Partnership)

Other relationships:

- Department of Conservation
- Te Takere
- Horowhenua Learning Centre
- Work and Income New Zealand (Levin office)
- Children's Local Action Group
- Social Sector Trial Group
- Life to the Max

- Horowhenua Central PHO
- Manawhenua Hauora
- Te Puni Kōkiri, Office of Treaty Settlements
- Manawatu River Accord
- Crown Forest Rental Trust

### **Protecting MTA and Membership's Legal Interests**

MTA has successfully defended itself from challenges taken either directly against MTA or where MTA is required to participate in the proceedings.

The need for the MTA to participate in these legal issues comes at a significant cost to the MTA. In some cases the MTA is at no fault but due to some of these challenges affecting its mandate it has no choice but to participate. For example an application to the Waitangi Tribunal for an urgent hearing was against the Crown with MTA as a named party. As a not-for-profit charitable organisation with limited resources these actions can put a lot of strain on the MTA and be very challenging.

A High Court hearing into the MTA's 2011 annual general meeting, an event that occurred some four years ago, will likely cost the MTA in excess of \$30,000, not including internal time, energy and resources, to defend what is unlikely to produce any positive outcomes for either party. MTA is required to protect the wider interests of all Muaūpoko membership against these types of allegations.

In most cases the MTA does not qualify for legal aid or any other funding that can be used for these types of expenses.

### **Board Strategic "Action" Plan, 2014 - 2020**

The Board undertook a workshop to develop a "blue-print for action", which is a plan that sets out the Board's strategic priorities over the coming years indicating how the MTA intends meeting the 2020 vision developed in 2008.

A copy of the strategic action plan 2014-2020 is included in the AGM papers. This is supplemented by the MTA's annual plan for 2015-2016.

The Board's intention in developing the Strategic Action Plan is to build on the 2020 vision and to promote transparency and accountability by setting a pathway to reach the 2020 goals, objectives and aspirations. We aim to model what success looks like for MTA, undertake regular reviews of our progress and report these to Muaūpoko members on a frequent basis.

In summary the Action Plan 2014-2020 groups the 10 objectives from the 2020 plan into five key areas:

**Cultural** – Muaūpoko reo, tikanga, waiata and heritage are preserved and maintained for future generations.

**Infrastructure** – Robust Iwi and hapū structures that best serve Muaūpoko interests.

**Assets and Environment** - Regain ownership and kaitiakitanga of key Muaūpoko assets and natural resources to protect these for future generations.

**Hauora** – The health and wellbeing of our people is paramount



**Leadership** – Representing and advocating for Muaūpoko interest and nurturing future leaders..

I look forward to the year ahead. I am extremely proud of the achievements we have made in the last couple of years, and the hard work of our Board supported by our senior management team and staff. Muaūpoko is definitely moving forward; this is being noticed in the community and amongst our neighbouring Iwi. We have a long way to go to achieve our 2020 vision and the Board is committed to ensuring that Muaūpoko have the opportunity to actively engage in our development into the future.

Ōku ngā mihi, nā



Louana Williams  
Chair, Muaūpoko Tribal Authority

## Part Two: Chief Executive's Report

### **Te Timatanga...**

He hōnore he korōria ki te atua  
He maungārongo ki te whenua  
He whakaaro pai ki ngā tāngata katoa  
Koukou mai te manu i te poo  
Me maumahara i a wairua mā kua rere atu rā haere, haere, haere atu rā  
Kei ngā morehu o rātou mā, tēnā tātou katoa  
Koekoe mai te manu i te ao  
Tihei mauri ora!

Me whakamihia atu ki te maunga koroheke e tū teitei ana ki te rohe o Muaūpoko me te ipukarea ko Punahau tae noa atu ki te waka i pūpū ake te iwi o Muaūpoko, arā, ko Kurahaupō

E kui mā, e koro mā, e rau rangatira mā kua huihui mai nei

Tēnā koutou katoa.  
Tēnā! Ka huri ki te reo tuarua...

Kia ora everyone, my name is Di Rump the acting CEO for MTA. My personal journey connecting with my tūrangawaewae has been an on-going process throughout my life and took on new meaning when my mother fell ill in 2013. Coming home to be with her, and then her passing opened my eyes to what being home really means.

I first made enquires as to how I could give back and contribute, I tendered an application to become a Director of the Muaūpoko Trading Company. It wasn't long after that I was approached by Muaūpoko Tribal Authority to consider taking up the role of interim Chief Executive. An unexpected, scary and unknown prospect at the time.

I came to the role of interim CEO by way of NZ Post, Kiwibank and my membership of the NZ Institute of Directors. I had left Levin at age 18 and made my way in the world of business, administration and management eventually assuming the role of General Manager New Zealand Store Network, NZ Post. Of course no one can ever really "leave" home and my whānau have always kept me connected. My father – is a kaumātua of our iwi. My brother is a teacher of Te Reo Māori at Horowhenua College. My sister has always taken an active interest in Muaūpoko happenings. My whānau have helped me to stay connected. I have a passion to grow my knowledge of Te Reo Māori me ōna tikanga and all things Muaūpoko and am the first to admit that I need growth and support. As with the CE role, there are many challenges - I am determined to meet them.

### **Te Wero...**

I have been in the role for just on three months and have discovered a good platform to build on.

We can continue to build MTA's credibility in the coming year and beyond as we demonstrate to partners, government agencies and funders alike the uniqueness of the Muaūpoko approach to delivering services to whānau, hapū, iwi and our wider community.

When we make a promise on service delivery, we will deliver on that promise. We will continue to fulfil the service contracts we have and endeavour to uphold Muaūpokotanga at all times. A continued focus on innovative and effective service provision, and being a partner who is known for our inclusive approach, will be our driving strategy.

Consistency in our track record as a partner and service provider will require us to maintain our focus on efficient business processes, showing transparent accountability in all matters relating to the operational management of MTA. It is my belief that when funders, government agencies, decision makers and prospective partners see the demonstrated results, the discipline and the experience, our effective and uniquely Muaūpoko way of delivering these services, they will seek us out.

### **Service Contracts...**

MTA core business requires us to maintain our social service contracts, and this year we will continue to participate in governance partnerships with community and business leaders to work collaboratively where our iwi voice must be heard. That includes participating in a number of new initiatives and trials with government agencies and with organisations to renew existing contracts and implement new ones.

### **Management and Administration Services...**

MTA provides a number of services including reception, general office administration and maintaining the Muaūpoko Iwi Membership Register. In the last 6 months we have started to focus on how we can engage better with our hapū to provide better support, to make it easier to deal with us, and to facilitate connections across our whānau through wānanga and other events on the Muaūpoko calendar. We will continue those activities and add more.

### **Representation and Partnerships...**

We will seek to advocate for our people and communities by participation in consultations, appointments on boards and governance groups, such as:

- Whānau Ora Strategy and leadership Groups
- Ministry of Social development – Social Sector Trial
- Children’s Action Plan Governance Group
- Horowhenua Community Wellbeing Governance Group
- Horizon and HDC consultation forums
- Ministerial Focus Groups

We will also review the management and administration services provided to support Muaūpoko Trading Company, the MTA’s asset holding company.

### **Treaty Settlement Negotiations...**

The Board appointed the CE as claims manager to support the all the “moving parts” involved in the Treaty negotiation process i.e. MTA Board, Negotiators, Claims Committee, Research Committee, Historians and Specialist Advisors. Together with our administration team we are able to support MTA’s efforts to fulfil its role as Muaūpoko mandated Iwi organisation. We also support and the Negotiation, Claims

and Research teams. This includes meeting all of the on-going reporting requirements to our funders, Office of Treaty Settlements and Crown Forestry Rental Trust.

The immediate focus for this phase of the treaty process is to achieve AIP and to develop a business model for the future which will build our collective wealth and allow us to invest in whānau development. It will not be a simple task and there will be challenges along the way.

### **Working together...**

An absolute highlight in my time so far has been connecting and reconnecting with whānau. I welcome the opportunity to meet you. I will listen to what matters to you. The team and I welcome feedback anytime. And while the last few months - and the balance of the CEO and Claims Manager roles - is extremely busy, I want to be accessible and available to you should you want to catch up. So, please don't hesitate to call me or to pop into the MTA office for a chat.

Nō reira, e te tī e te tā ka mutu taku kōrero pēnei nā.  
Mā te mahi ngātahi ka oti te mahi  
Ka āpiti hono tātai hono rātou ki a rātou  
Ka āpiti hono tātai hono tātou ki a tātou

Tēnā koutou, tēnā koutou, tēnā huihui mai tātou katoa.

Nāku noa



Di Rump

## Part Three: Muaūpoko Treaty Settlement Negotiations

In June 2012, the MTA submitted a draft mandate strategy to the Crown detailing the proposed process to gain a Crown-recognised mandate to represent Muaūpoko in negotiations with the Crown.

The mandate strategy was publicly advertised with private notices going to registered members and three information hui held in Masterton, Palmerston North and Levin.

Te Puni Kōkiri invited submissions on the draft mandate strategy from 5 - 29 June 2012. Te Puni Kōkiri received 150 submissions; 145 of these submissions were in support of the draft mandate strategy. The submissions resulted in the Crown conditionally endorsing the MTA mandate strategy on 19 October 2012. The conditions to the mandate strategy were:

- (a) the MTA undertake research regarding the Muaūpoko claimant definition, and consider research undertaken by the Crown regarding the Muaūpoko claimant definition prior to beginning mandate vote; and
- (b) the MTA offer a facilitated hui with Wai claimants, known as the Muaūpoko Claimant Cluster (“**MCC**”), to discuss the MTA’s proposed mandate process.

MTA undertook research with an independent Crown historian regarding the Muaūpoko claimant definition between 5 and 12 November 2012 and subsequently added two tūpuna, from whom Muaūpoko are more closely descended, and recognised seven historic, inactive, Muaūpoko hapū, to the claimant definition.

MTA also met with the MCC on 14 April 2013. The MTA then commenced the mandating process. A series of mandate information hui were held over 8 and 9 December in Hastings, Palmerston North, Levin and Wellington. At each of those hui, eligible members had the opportunity to vote on the mandate resolution to enable the trustees holding office from time to time of the MTA to become the mandated representatives for the Muaūpoko claimant community. A presentation and supporting information was provided at each information hui.

The mandate resolution voted on was:

*“That the Muaūpoko Tribal Authority is mandated to represent Muaūpoko in Treaty settlement negotiations with the Crown, regarding the comprehensive settlement of the Muaūpoko historical Treaty of Waitangi claims.”*

The MTA engaged an independent returning officer, Electionz.com, to undertake the mandate voting process. Voting was carried out between 19 November to 16 December by postal vote, online vote, special vote, by ballot cast at mandate information hui and at a Special General Meeting held at Kohuturoa Marae on 16 December 2012.

- The independent Returning Officer, Electionz.com, provided the following results:
- 392 votes were cast;
- 87 per cent of those who participated in the vote, voted in favour of the resolution;
- there were 13 per cent of votes that were against the resolution.

MTA submitted a Deed of Mandate to the Crown, which was formally recognised on 25 September 2013 following an extensive submissions process run by Te Puni Kōkiri.

As a result the MTA became the mandated authority to represent Muaūpoko in direct Treaty negotiations for the settlement of all historical Treaty of Waitangi claims for Muaūpoko.

On 14 December 2013 MTA signed Terms of Negotiation with the Crown at Kawiu Marae, Levin.

On or around January 2014 the MTA appointed interim negotiators, with formal negotiation appointments completed in or around April or May 2014. These are:

Matt Sword (lead negotiator);  
Jonathan Proctor;  
Milly Paea; and  
MTA Chair (ex-officio).

A claims committee was also appointed as outlined in the MTA's Deed of Mandate. The claims committee meets regularly providing valuable oversight and feedback to the negotiation team. Claims committee members are:

Trevor Hill (chair);  
Hamahona Nepe-Apatu  
Darren Reid  
Marakopa Wiremu Matakatea  
Robert Warrington  
Sandra Williams  
Mario Hori Te Pa  
Regina Hepi

A research committee was appointed in accordance with the Deed of Mandate to provide oversight and comment in relation to MTA's research requirements for Treaty settlement negotiations. The research committee members are:

Deanna Paki  
Te Uira Tatana Sciascia  
Sandra Williams  
Jonathan Procter  
Robert Warrington

MTA aims to complete the first stage of negotiations this year by presenting to Muaūpoko a draft agreement in principal. If the AIP is accepted by Muaūpoko then we will proceed to securing the settlement in a formal and binding "Deed of Settlement". Following Deed of Settlement is legislation to have the Muaūpoko settlement enacted into law.

Settlement assets will eventually be handed over to a new organisation, not MTA, to manage on behalf of Muaūpoko. The structure of that new organisation, known as a Post Settlement Governance Entity ("**PSGE**"), is also a matter for Muaūpoko to vote on this year, following hui-a-lwi for PSGE workshops held last year. The Board looks forward to presenting both the AIP and PSGE to Muaūpoko for "ratification" i.e. a vote.

## **Part Four: Strategic Action Plan**

**See Appendix A**

## Part Five: MTA Annual Plan

See Appendix B



## Part Six: MUAUPOKO TRADING COMPANY ANNUAL PLAN 2015-2016

### *Executive Summary*

Tēnā koutou e ngā rangatira

E mahi mai ana i nga hiahia me nga wāwata ō tātou nei iwi, Muaūpoko

This report provides key information about the Muaūpoko Trading Company (MTC). This includes the proposed Annual Plan and Budget for April 2015 to March 2016. It also identifies the Investment, Assets and Dividends Policies for the company, the assets and management of these. MTC plans to run the company with minimal cost and try to maximise the returns on the assets. However, 2015-16 looks like it will be a tight year with a predicted lower income than 2014-15. This is based on the predicted reductions in fisheries returns, the main income for the company.

### *Directors*

MTC would like to thank the previous MTC directors Robert Warrington (2010-2014) and Chris Hirini (2011-2014) for their contribution and efforts during their time on the board. Both directors resigned in 2014 and MTA, as the shareholder to appoint directors, went through a recruitment process to find suitable replacements. MTA has appointed Gina Lomax as their representative with Mark Moses and Dianne Rump as the independent representatives. Dianne is also the current acting CEO for MTA. This will assist to maintain alignment and cohesion between MTC and MTA.

### *Company Information*

Muaūpoko Trading Company (MTC) was formed on 31 July 2000 by Muaūpoko Tribal Authority Inc (MTA) as the Asset Holding Company (AHC) for the Muaūpoko Iwi fisheries settlement. The main operations of the company are the management of the fisheries settlement quota and property at 306 Oxford Street, Levin. MTC has charitable tax status being a subsidiary of MTA.

Company Registration Number: 1049339,

Charities Commission Registration Number: CC46663

MTC retains the services of a number of professionals in the operations of the company.

Accountant: Hamid & McHutchon Ltd

Banker: Westpac Banking Corporation

Legal Service: Matthew Sword, Tuia Legal Ltd

Quota Broker: Gary Bevan, Supreme Link Ltd

Auditor: Dennis Blank

## *Asset and Investment Accountabilities, Policies and Authorities*

### **MTC Accountabilities**

- MTC is separate from but wholly owned by and responsible to the MTA board which delegates its asset management duties to MTC including responsibility for:
  - Management of the fisheries settlement assets
  - Management of all other non-fisheries assets of MTA, eg property, 306 Oxford St, Levin
- MTC is governed by a board of directors comprising of one MTA board member and two independent directors who are appointed by the MTA board.
- MTC reports to the MTA board and provides quarterly reports on operations of the company, asset performance, and performance against the annual plan.
- MTC has agreements in place with MTA on its operations and performance.

### **Delegated Authorities**

- **MTC board;** Authority for all AHC operating activity in accordance with annual plan and capital expenditure up to 25% of value of assets.
- **MTA board;** Capital expenditure over 25% of value of the MTC assets, except for disposal of any settlement quota or Aotearoa Fisheries Limited (AFL) income shares.
- **Iwi members;** 75% approval of registered members who vote is required for capital expenditure greater than 25% of value of the MTA fisheries settlement assets or for disposal of settlement quota or AFL income shares.

### **Asset and Investment Policies**

Asset allocation policies ensure stable annual distributions and security of assets:

- \$100,000 to be held in cash or investment grade bonds for fixed term for up to 12 months with a trading bank.
- MTC will efficiently manage surplus funds that have not been allocated to other targeted investment areas by investing in short duration and low risk financial investments.
- There will be no sales and exchanges of settlement quota or shares, or registered interest by way of caveat or mortgage placed over any of the settlement quota received.
- There will be no sales and exchanges of Aotearoa Fisheries Ltd Shares (AFL), or registered interest by way of caveat or mortgage placed over any of the shares received.

### **Dividends Policy**

To distribute to its Mandate Iwi Organisation (MIO) shareholder, Muaūpoko Tribal Authority (MTA), all funds surplus to the operating needs of the Asset Holding Company (AHC) as determined by the board of directors of the AHC with a target dividend payout ratio in respect of each financial year of 80% of net profit, or \$30,000 whichever is greater, but subject always to solvency and MTC operating requirements.

### **Financial Performance**

MTC will

- Maintain a minimum debt / equity ratio of 1 /2
- Maintain solvency
- Achieve an unqualified annual audited account for 2015/16

- Provide regular up to date and accountable financial records to Muaūpoko Tribal Authority

### *Annual Plan: April 2015 to March 2016*

#### **Key Stakeholders (who)**

<b>Internal key stakeholders</b>	<b>Fisheries</b>	<b>Other external key stakeholders</b>
<p><b>Muaūpoko Authority:</b> The 100% shareholder of MTC and MIO for Muaūpoko Iwi.</p> <p><b>Muaūpoko Iwi:</b> comprising individuals, whānau and hapū who whakapapa to Muaūpoko</p>	<p>MIO of FMA 8 / CRA 4</p> <p>Te Ohu Kai Moana (TOKM)</p> <p>Ministry of Primary Industries (MPI)</p> <p>FishServe</p> <p>Aotearoa Fisheries Limited (AFL)</p>	<p>Horowhenua District Council (HDC)</p> <p>Horizons Regional Council</p>

#### **Plan and Performance (what)**

#### **Key Actions (how)**

1. To increase or maintain property value.	To invest in maintenance and repair of the Oxford St property.
2. To maximise returns on quota with minimal cost. Quota sold at market price or above.	The quota marketing process involves considerable industry knowledge and for this reason we will use a specialist broker who is familiar with the process and the seafood industry in order to obtain maximum returns from leasing the ACE.
3. To maximise returns on financial investment with minimal cost	MTC will keep in reserve \$100,000 to be invested in short term low risk financial investment with a trading bank.
4. To meet performance agreements; a) Annual plan and budget b) Policies c) Reporting on performance d) Unqualified annual audited accounts e) MTC is solvent	All parts of the core business and special projects have key performance agreements to ensure responsible, accountable and measurable performance of the company and its business.

### *The Assets*

#### **Property Management: 306 Oxford Street, Levin**

The property is the registered address of the offices of MTC and MTA. The property is tenanted by MTA rent free in return for management and administration services of MTC. Previously this was an informal agreement. In

2015 MTC and MTA will formalise the agreement. This arrangement is reflected in the 2013-14 annual audited accounts.

### **Fisheries Settlement**

The Sealord's Deal in 1993 provided for Iwi to receive fisheries assets. In 2004 the Māori Fisheries Settlement Act (MFSA) legislated how this would occur. Muaūpoko and other Iwi have to meet several requirements before being able to receive the full fisheries assets. In the meantime, Te Ohu Kaimoana (TOKM) and Aotearoa Fisheries Limited (AFL) hold these fisheries assets in trust for Muaūpoko.

In 2012 MTA became the Mandated Iwi Organisation (MIO) for Muaūpoko pursuant to the Māori Fisheries Settlement Act (MFSA). This required a change to the MTC constitution to align with the MFSA. There have been no changes to the constitution and there are no proposals to amend the constitution of MTC in 2015-16.

**AFL Shares:** There are certain encumbrances on these shares. They are not allowed to be sold outside of the current AFL shareholders. MTC does not have the ability to affect the share prices or dividend returns of the AFL shares. In 2013 AFL recorded a 6 million dollar loss and in 2014 it recorded a 21.9 million dollar profit. This was reflected in dividend pay-outs to Iwi. In 2015 AFL is forecasting a 17 Million dollar profit.

### **Fisheries Asset Management**

The commercial fishing season comprises two quota / ACE (Annual Catch Entitlement) rounds. MTC's quota is bundled together to be brokered in packages. We use a reputable quota broker to manage this. There are many variables which effect the quota market; failing world economy, fluctuating NZ\$, reduction in ACE because of over-fishing etc.

**Deep Sea Quota:** As a result of receiving MIO status, Muaūpoko received deep sea quota in 2013.

**Inshore Quota:** This quota is retained by TOKM. MTC pay TOKM a "fee" to receive its fisheries Annual Catch Entitlement (ACE), which MTC is then able to lease to make a net profit. To receive these remaining fisheries settlement assets, all 8 MIO in the fisheries management area (FMA) will need to negotiate coastline agreements with each other to receive inshore fisheries.

### **Fisheries Performance - Fisheries is the primary income source for MTC.**

The 2013-14 fisheries season was plagued by the reduction of ACE and the lack of a market for a number of species or for the quantity of the species which MTC holds. Profitable deep sea species ACE such as Southern Blue Whiting was reduced. Disputes over inshore ACE allocation held by TOKM resulting from coastline negotiations delayed allocation of the April ACE round.

As with the previous year, TOKM used their discretionary powers to allocate ACE to Iwi, which since 2012 has resulted in a reduction of profitable Cray ACE. However, in October 2013, TOKM did not allocate the ACE and used their power to lease the quota and retain the profit, which is to be distributed proportionately to Iwi once coastline agreements have been reached. This is reflected in the annual audited accounts.

### **Financial Performance 2013 to 2014**

The MTC financial year is from 1 April to 31 March. The 2013 to 2014 annual audited accounts for MTC are provided at Appendix D. Muaūpoko Community

Service (MCS) owed a debt to MTC. In 2013-14 MTA restructured the debts between its subsidiaries and transferred the MCS debt to MTA as a dividend payout from MTC.

Mark Moses, Director

## Part Seven: MTA Financial Reports

See Appendix C

## Part Eight: Constitutional Amendments and Sample Ballot Form

### AMENDMENTS FOR MTA AGM 2015 NOTICE RESOLUTION

#### Amendment

**R 17.1:** Delete Rule 17.1 entirely and replace with the following:

*"Each Hapū shall be entitled to elect one (1) Board member to the Board of the Authority in accordance with the voting procedures contained in these Rules"*

#### Consequential Amendments:

**R 17.5:** Delete the words "*a minimum of one (1) and a maximum of two (2) Board members*" and replace with "*one (1) Board member*" to read as follows:

*"Each Hapū shall hold a Hapū Election to elect ~~a minimum of one (1) and a maximum of two (2) Board members~~ one (1) Board member ..."*

**R 19.1:** Delete the word "*third*" and replace with "*second*" to read as follows:

"Each Hapū is further entitled to elect one (1) Alternate at the Hapū Election who shall be the ~~third~~ second highest polling nominee eligible for election"

**R 20.1(b):** Add "*and*"

**R 20.1(c):** Delete "*; and*" and replace with "."

**R 20.1(d):** Delete.

To read as follows:

*"...The results shall include in respect of each Hapū Election:*

*(a)...*

*(b) the nominee who received the highest number of votes; and*

*(c) the nominee who received the second highest number of votes; ~~and~~*

*(d) ~~the nominee who received the third highest number of votes.~~"*

**R 20.3:** Delete and replace with the word "**Holding**" (as holding clause number).

*"The Nominee who is the second polling candidate shall be elected as the Board Member for the relevant Hapū and appointed to the vacant office for 18 months. Holding."*

**R 20.4:** Delete the word "*third*" and replace with "*second*". Also replace "*18 months*" with "*(3) years*".

*"The Nominee who is the ~~third~~ second polling candidate shall be elected as the Alternate for the relevant Hapū in accordance with Rule 19 for three (3) years."*

**R 20.7:** Delete the words "**or third highest**".

*"In the event that there is no second ~~or third highest~~ polling nominee to fill the vacancy then that vacancy shall be filled by the holding of a by-election in accordance with Rule 17."*

**Muaupoko Tribal Authority Incorporated**  
**Ballot Paper, Annual General Meeting March 2015**  
**(SAMPLE ONLY)**

<b>Registered Members</b>  Name: _____  Membership No: _____	<b>Non-Registered Members</b>  Name: _____  Hapū Affiliation(s): _____ _____  Date of Birth: _____
<i>Eligibility under MTA Rules require that voters affiliate by whakapapa to at least one of the seven hapū of Muaupoko and be at least 18 years of age.</i>	

**(SAMPLE ONLY)**

<b>Resolution</b>	<b>Notes</b>
<p style="text-align: center;"><b><i>“That the rules of the incorporated society of Muaupoko Tribal Authority be amended, as set out on the Muaupoko Ballot Form for AGM 2015, to reduce the membership of the MTA Board from 14 to seven providing each hapū with one elected representative on the MTA Board and one alternate member.”</i></b></p> <p style="text-align: center;">(See overleaf for detailed amendments)</p> <p>SELECT ONE ANSWER ONLY</p>	<p>Please read the explanatory note below and the information overleaf.</p> <ul style="list-style-type: none"> <li>Ballot forms can be obtained from MTA office or by contacting the Returning Officer directly at: <a href="mailto:MTAreturningofficer@gmail.com">MTAreturningofficer@gmail.com</a>. Forms will also be available from registration at the AGM venue from 11am.</li> <li>If you are postal voting use the return envelope provided. If you requested your voting pack electronically please return your completed Ballot form to: Attention: Returning Officer – Muaupoko Tribal Authority Annual General Meeting 2015, PO Box 1080, Levin.</li> <li>Postal votes must be received by the Returning Officer no later than 12pm, 27 March 2015.</li> <li>The Ballot box will close at the AGM on announcement by the Chair.</li> <li>All voting papers will be treated in strict confidence. Ninety days after the close of voting all voting papers will be destroyed.</li> <li>Non-registered member votes to be verified initially by the returning officer and a MTA nominee and if required, by the relevant hapū whakapapa committee process under the MTA’s Rules.</li> <li>The Returning Officer will advise the MTA of the results including any provisional votes yet to be verified. Once verification is complete the final results will be published in the local newspaper and pānui.</li> <li>See overleaf for detailed amendments to the MTA’s constitution.</li> </ul>

Returning Officer Use Only:    Ballot Paper #: \_\_\_\_\_    Returning Officer Initial \_\_\_\_\_