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# Registered Rules and Regulations

**Registered Number: HN/820871**

Established: 15 August 1996

Amended: 27 September 2003

Amended: 21 June 2006

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## Rules of Te Iwi o Rakaipaaka Incorporated

### 1. Name

1.1 The name of the Incorporated Society shall be: Te Iwi o Rakaipaaka Incorporated.[\(TIORI\)](#)

### 2. Registered Office

2.1 The registered office of Te Iwi o Rakaipaaka Incorporated shall be at:

Ngati Rangi Street, SH 2, R D 8, Nuhaka

### 3. Interpretations

The “**Act**” means The Incorporated Societies Act 1908 and its subsequent Amendments.

“**Constituent**” means the basic units, individual or organisational, who make up the Iwi, are served by the Iwi and are eligible to participate in Iwi affairs.

“**Iwi**” means Te Iwi o Rakaipaaka.[Incorporated](#).

“**General Meeting**” means any formal general meeting of the Iwi constituents convened to discuss [Iwi-TIORI](#) affairs.

“**Annual General Meeting**” means the General Meeting convened to report on the preceding year’s activities, to adopt the annual accounts and to confirm [Iwi-TIORI](#) strategies.

“**Special General Meeting**” is a General Meeting to the Iwi convened to deal with [contingent specific](#) matters.

“**Hapu**” are the current and historical sub-tribes of the Iwi.

“**Kawa**” means cultural and ceremonial protocols.

“**Korero**” means any oral story, explanation, history, teaching or oratory expression.

“**Mana**” means the prestige and ritual authority of the Iwi.

“**Membership Committee**” means the committee established pursuant to rule [8.2](#)

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**“Ngakau”** embraces the shared principles, values and themes which bind the diverse peoples together as the Iwi.

**“Taonga”** means any Iwi possession which has intrinsic or physical value in traditional, cultural or economic terms.

**“Tikanga”** means the enduring values, and philosophies and principles which underpin the Iwi undertakings.

**“TIORI”** means Te Iwi o Rakaipaaka Incorporated.

**“TIORT”** means te Iwi o Rakaipaaka Trust, being the settlement trust for Te Iwi o Rakaipaaka and a Kahui under the Tatou Tatou o te Wairoa Trust Deed.

**“Tohunga”** means and expert in any social, economic or cultural endeavour.

#### 4. **Ngakau: (Preamble)**

##### 4.1 **Whakatauaki: (Proverb)**

*Moumoukai te Maunga, Tu mai ra!  
Te Whakaruru, Te Whare Korero  
E kore e riro*

*Waitirohia te awa Nuhaka, E rere ra!  
Te matapuna o te ora  
E kore e maroke*

*Rakaipaaka te Iwi, o ratou ma!  
Kore, E kore e ngaro.*

##### **Translation**

*Moumoukai the maunga!  
Greetings and salutations.  
Our mountain home, refuge and fortress  
Repository of histories and taonga.  
Never desecrated, never taken, Never.*

*Waitirohia our Nuhaka river!  
Continuously flowing and affording*

*The life preserving fountain  
Our enduring existence, Our endless resource.*

*RAKAIPAAKA! Descendants of those long gone,  
The bold and the brave  
Lost? Vanquished? Never! No, Never!*

- 4.2 The Iwi O Rakaipaaka is comprised of a complex of descendants of the eponymous ancestor Rakaipaaka, hapu, whanau, marae, and bona fide institutions and organisations who are bonded by genealogy and historical relationships.
- 4.3 The *ahi ka* or heartland, of the Iwi is historically and culturally defined in terms of significant phenomena, events, sites and geographic features.
- 4.4 The physical focus points of the Iwi are the maunga Moumoukai, various Sacred sites, the rivers Waitirohia and Nuhaka and their tributaries as well as the tipuna whare: Manutai and Hineahi, Kahungunu, Te Tahinga, Kotahitanga, Te Poho O Te Rehu and Katea, Tamakahu and Hine Whakarua, and Taane Nui A Rangi and Maata Kahuimanu.
- 4.5 The mana of the Iwi resides within its diverse constituent members and combines to form the prestige and ritual authority of RAKAIPAAKA.
- 4.6 **Tikanga** The guiding principles and values of the Iwi are: wairuatanga (Spirituality), manakitanga (caring), tatau tatau (sharing), Whanaungatanga (a strong sense of family) and maramatanga (a continual quest for enlightenment).
- 4.7 At all levels, roles, relationships, tikanga and kawa structure the social Dynamics of Iwi activities, Kaumatua, tohunga, wahine, tane and rangatahi Each play vital organisational and integrating roles and these roles are linked by mutual respect.
- 4.8 The Kaumatua are accorded and accept the role of custodians and guardians of kawa, tikanga and traditional wisdom.

## 5. **Aims and Objectives of the Iwi**

### 5.1 The objects for which the Incorporation has been formed are :

- (a) To be charitable within New Zealand in accordance with the law of New Zealand and not to act for and \ for private profit.
- (b) To receive hold manage and administer the society funds and assets for every charitable purpose benefiting Rakaipaaka whether it relates to the relief of poverty, the advancement of education or religion, health and well-being, cultural protection and advancement or any other matter

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beneficial to the community of Te Iwi o Rakaipaaka irrespective of where those members reside.

- (c) To enter into and deliver social services contracts addressing relief of poverty, the advancement of education or religion, health and well-being or any other matter beneficial to the community of Rakaipaaka and other persons in the community where the services are to be delivered.
- (d) To carry out any other charitable purpose which may seem to the Trustees capable of being conveniently carried on in connection with the above charitable purposes or calculated directly or indirectly to advance the charitable purposes of the Trust or any of them

- 5.1 To be charitable within New Zealand in accordance with the law of New Zealand.
- 5.2 To provide a platform for research, identification, restoration, development and retention of Iwi taonga, in particular whakapapa, reo, korero, tikanga, kawa, waiata, art and craft forms and historic sites and artefacts.
- 5.3 To provide a repository and information base for elements of cultural value.
- 5.4 To provide protection of Iwi taonga.
- 5.5 To provide a forum for strategic planning for social and economic issues of common concern.
- 5.6 To facilitate consensus among Iwi constituents on issues of common concern.
- 5.7 To act as an advocate for the Iwi constituents when requested.
- 5.8 To act as a vessel for action in social and economic development of Iwi and Iwi constituents.
- 5.9 To plan and implement programmes which strengthen Iwi kinship ties.
- 5.10 To transfer to the Iwi and constituents enlightened skills in organisational and asset management.

## 6. Constituents of the Iwi

- 6.1 Constituents of the Iwi shall be any descendant of Rakaipaaka or any Individual who is a member of a bona fide organisation, or member of an organisation which contributes to the mana of the Iwi.
- 6.2 Any registered constituent member who has reached the age of majority or any member of a registered constituent organisation shall be eligible to participate in become a member Iwi affairs.

## Registration of Members

6.3 The IwiTIORI shall appoint a registrar to maintain a register of registered members in compliance with Section 22 of the Act.

6.4 Any constituent member whether individual or organisational may become a registered member of the IwiTIORI by verbal or written application to the registrar. Every member of TIORT will be deemed to be a member of TIORI and will not be required to separately apply for membership.

6.5 All applications for registration shall be accompanied by the applicant's full Name residential address and occupation or in the case of constituents organisations the name of the organisation, the signatures of two officers and the date of the meeting at which it was resolved to become a member.

6.6 Registration of any member may be declined or revoked by any General Meeting by a majority vote of seventy five percent of those in attendance on the grounds that the person in question does not meet the requirements of registration.

6.7 The burden of proof that any person does not meet the requirements of Requirements of registration shall lie with the mover of the motion declining or revoking membership.

6.76.8 Any member may resign from membership by notice to the Registrar and every such notice shall take effect from the date of that notice.

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## 7. Powers of the Iwi

7.1 Management and control of the affairs and business of TIORI shall be vested in its Management Committee. To exercise of the sovereignty of the Iwi by the Iwi through General Meetings and through delegations to the Management Committee.

7.2 To elect its own Management Committee.

### 7.1

7.2 The general functions and powers of the Management Committee shall be:

- (a) To control, administer and manage the property and affairs of the TIORI
- (b) To carry out, effect and perform the objects of TIORI according to these rules.

7.3 By way of example and not limitation, the Management Committee has the following powers:

7.3(a) To employ human and technological resources necessary to efficiently achieve the Iwi TIORI objects.

7.4(b) To purchase, lease, acquire let or dispose of real or personal property for the purpose that are consistent with the attainment of the Iwi TIORI objects.

7.5(c) To invest moneys not immediately required for the attainment of TIORI the Iwi Objects in such security as the Management Committee may decide.

7.6(d) To draw, accept and negotiate chequespayments, bills of exchange, and other negotiable instruments.

7.7(e) To borrow or raise by issue of bonds, guarantees, debentures, bills of Exchange, promissory notes or by mortgage of charge over all or part of the assets of the Iwi TIORI.

7.8(f) To obtain, collect, generate, earn and receive money income and funds, by way of contributions, donations, subscriptions, legacies fees, grants of any other lawful method and to accept and receive gifts of property whether in trust or otherwise.

7.9(g) To erect, maintain and improve or alter any real or personal property in the care, custody or ownership of the Iwi TIORI.

7.10(h) To join, amalgamate, co-operate or affiliate with or support any other Person or association of persons, or bodies or corporate for purposes consistent with the Iwi TIORI objects.

7.11(i) To enter into arrangements with government agencies, local authorities or any other Crown institutions, or to obtain from or grant to any such agency or authority any rights, privileges, concessions and obligations which are conducive to the attainment of the Iwi TIORI objects.

7.12(j) To engage in contracts of or contracts for service to perform services in the furtherance of the Iwi TIORI objects.

7.13(k) To do all such other things that the Iwi TIORI deems necessary incidental or conducive to the attainment of the Iwi TIORI objects and the proper and lawful exercise of its powers.

## 8. Management of TIORI the Iwi

8.1 Management of the day to day affairs of the affairs of TIORI the Iwi and the security of TIORI Iwi assets shall be delegated to an elected Management Committee.

8.2 "The Management Committee shall consist of a total of ~~twelve~~ eight ~~seven~~ members made up of:

- (a) Two Trustees of Te Iwi o Rakaipaaka Trust (TIORT) as determined by the Trustees of TIORT; and
- (a)(b) ~~six~~ five hapū/ marae members representatives elected at a General Meeting pursuant to clauses 1.19.1 to 9.5 9.7 of these rules and six members elected by their respective marae pursuant to clauses 9.8 to 9.10 of these rules".

8.3 The first appointments under these rules will take place within two months of the incorporation adoption of these rules, with existing Committee members of the Management Committee to be eligible for reappointment, but if not reappointed, the terms of office of existing members of the Management Committee Members will terminate on the initial appointments set out in clause 8.2 ~~8.2~~ being made

8.2 of the Iwi an inaugural general meeting shall be convened for the purpose of electing the Management Committee.

8.4 The term of office for the members elected to the Management Committee Shall be three years and any member whose term has expired may stand for re-election.

8.38.5 A term of office runs from the date of the General Meeting at which the appointment is announced, except for a casual vacancy appointment which runs from the date of appointment.

8.48.6 The Management Committee shall be responsible for drafting and implementing strategic and annual plans.

#### **Registrations and Terminations of Office**

8.58.7 Any elected member of the Management Committee may resign by tendering a written resignation to the Chairperson of the Management Committee.

8.68.8 Any member of the Management Committee who is absent without leave for three consecutive meetings shall be deemed to have resigned.

8.78.9 Any member of the Management Committee may be dismissed for gross breach of the Iwi TIORI rules by majority vote of the Iwi members of TIORI at a General Meeting held for the purposes of considering the convened to hear evidence of such breaches.

8.88.10 All hearings of gross breaches of the Iwi TIORI Rules shall have regard for the Principles of natural justice.

### Officers of the Management Committee

8.98.11 As soon as possible after elections the elected appointed members of the Management Committee shall appoint the officers of Management Committee officers from their own ranks.

8.108.12 There shall be a Chairperson, Deputy Chairperson who will be appointed from within the ranks of the Management Committee. There shall also be a Secretary and Treasurer who may be appointed from outside of the Management Committee.

8.118.13 The Management Committee shall be responsible for providing all its officers With with the necessary technical skills and and other resources to perform their duties effectively.

8.128.14 Immediately prior to the holding of the triennial elections appointment process, job descriptions for the officers of the Management Committee shall be confirmed and adopted.

### Sub Committees Agents and Consultants

8.138.15 The Management Committee may appoint expert individuals or sub committees comprised of members with appropriate expertise to execute pre-defined projects which contribute to the attainment of the Iwi TIORI objects.

8.148.16 The Management Committee may appoint consultants or agents who need not necessarily be Iwi members to execute any project or undertaking in the furtherance of TIORI the Iwi objects.

8.158.17 Sub Committees shall be chaired by a member of the Management Committee.

8.168.18 All costs and outputs associated with sub committees, agents and consultants shall be controlled by the Management Committee.

8.178.19 All sub committees shall report directly to the Management Committee.

8.188.20 All The Management Committee may not delegate legal authority to enter into contracts or responsibilities or responsibility or liability to appointed sub committees, agents or consultants.

## 9. Elections

9.1 Six of the Management Committee members shall include the Chairpersons of the 6 Marae, who shall be elected by registered members at a<sup>4</sup> General Meeting convened for that purpose.

9.2 Eligible members of the Iwi may be nominated and seconded by post or in Person at the General Meeting. Each postal nomination shall include the names, addresses and signatures of the nominee, nominator and seconder.

9.3 Only registered members shall be eligible to accept nominations, submit Nominations or to nominate proxies.

9.4 Nominations may be made by individual constituents of the Iwi or bona fide Constituents organisations of the Iwi.

9.5 All postal nominations made by constituent organisations shall be made in Writing under the signature of two officers of the organisation and accompanied by the date of the meeting at which the organisation resolved to make the nomination.

9.6 All postal nominations postal votes and proxies submitted by individuals shall be confirmed by the election meeting before being eligible.

9.7 Postal nominations shall be received only up to three days prior to the Elections.

9.89.1 Six~~Five~~ of the Management Committee members shall be Marae members. Each Marae member shall be elected by one of each of the following constituent Marae of Ngati Rakaipaaka to represent the particular interests of that Marae and Rakaipaaka generally:

- (a) Manutai;
- (b) Kahungunu;
- (c) Tane nui a Rangi;
- (d) Tamakahu;
- (e) The Unity;
- (f) Hall;
- (g) Te Poho o Te Rehu.

<sup>4</sup> Amendment moved and supported at the Te Iwi O Rakaipaaka Inc. AGM 17th June 06, held at Kahungunu Marae, Nuhaka.

9.2 Each of the sixfive marae each Marae will operate its own process for appointment of Management Committee positions shall convene and complete an election form in accordance with the following principles:

9.9

- (a) adequate advance panui to be given for calling nominations, panui nominees and voting time(s), place(s) and date(s);
- (b) a "register" of participants shall be kept;
- (c) voting shall be in a hui-a-marae/hui-a-hapuhapū and such other manner as the Marae may determine.;

9.3 voting by postal ballot shall be made available. Before the nomination and voting process takes place, there must be consultation between the Marae and the Management Committee regarding the job descriptions referred to clause 8.138.13, the role and functions of TIORI and the skill sets required on the Management Committee to further the work and interests of TIORI.

9.4 Every nominee must confirm their acceptance as a nominee in writing and confirm their experience and skills relevant to the position, and that they meet the eligibility criteria provided for in the job descriptions referred to at clause 8.138.13

(d)

9.109.5 An election report (including register of participants and election results) of and for each marae election shall be documented and communicated to the General Meeting and the person named as the elected member for each Marae shall be a member of the Management Committee.

#### **Casual Vacancies**

9.119.6 Casual vacancies on the Management Committee may be filled for the balance of the vacant term by co-option by the Management Committee provided that such appointments shall be ratified by the Iwi at the following General Meeting.

9.129.7 The term of office of co-opted members to the Management Committee shall expire at the same time as elected members.

#### **10. Duties and Responsibilities of the Management Committee**

##### **Control of Monies and Assets**

10.1 The Management Committee shall open and operate a current account with a trading bank of its choosing or by resolution at a General Meeting.

10.2 All monies received shall be receipted by the treasurer and paid into the bank account of the Iwi TIORI.

10.3 All receipts and cheques or withdrawal slips payments drawn on the accounts of the Iwi TIORI shall be Signed authorised and recorded in accordance with TIORI policies regarding the operation of the bank account and financial records.

10.3 by at least two authorised persons of the Management Committee Except where the Iwi has authorised an agent to act on its behalf.

10.4 All financial transactions of the Iwi shall be recorded in a current cash book.

10.5 All receipts and payments shall be accompanied by appropriate vouchers.

10.6 No cheques or withdrawal forms shall be signed without a signatory sighting the relevant voucher and checking for its authenticity.

10.7 All originating documentation, statements and vouchers shall be kept on file and shall be available at all times for audit.

40.810.4 A current financial report including current receipts, payments and balances shall be tabled at each Management Committee Meeting for inspection and adoption by the Management Committee.

40.910.5 The income and property of the Iwi TIORI however derived shall be applied solely to the promotion and attainment of the objects of the Iwi TIORI and no portion thereof of the income and property of TIORI shall be transferred directly or indirectly to members of the Management Committee or for any private benefit or profit the Iwi provided that nothing herein in these Rules shall prevent the payment in good faith for reasonable remuneration to any officer or servant of the TIORI Iwi for services actually rendered to the Iwi TIORI nor prevent the payment of interest at current rates on money lent or reasonable rent for premises let by any member of the Iwi TIORI.

#### **Consultation**

40.1010.6 The Management Committee shall consult with the Iwi at General Meetings on all strategic matters.

40.1110.7 Where clarification is required on matters of tikanga and kawa Iwi shall consult with the Kaumatua of its constituent members.

40.1210.8 The Management Committee shall avoid violation of the autonomy of its constituent members.

### **Conflicts of Interest**

40.1310.9 The treasurer shall not be a signatory to cheques or payments or withdrawal withdrawal forms.

40.1410.10 TIORI policy must require there to be more than one person involved in the authorisation of payments and withdrawals, and there shall be no more than one one signatory authorising person to cheques and withdrawal forms from any one household.

40.1510.11 No member shall be a signatory/authorising person to a cheque payment or withdrawal form for a payment of in respect of which that member is a recipient.

### **11. Meetings**

#### **General and Special Meetings**

11.1 There shall be an Annual General Meeting held every year in the month of the inaugural General Meeting.

11.2 The Secretary of the Management Committee shall place two public Notices in the Wairoa Star, the Gisborne Herald and the Herald Tribune of any Annual General Meetings or Special General Meetings to be held.

11.211.3 Annual General Meetings, Special General Meetings shall be convened by The Secretary of the Management Committee by two instalments in the public Notices of the Wairoa Star, the Gisborne Herald and the Herald Tribune.

11.311.4 Such advertisements shall be placed at least two weeks prior to the date of the meeting convened to be held.

11.411.5 The advertisements shall state the principle items of the agenda.

11.511.6 Special General Meetings may be called by resolution of the Management Committee or by written petition to the Management Committee by no less than twenty registered members. Such petitions to include the names, addresses and signatures of the petitioners as well as a clear reason for calling the meeting.

#### **Management Committee Meetings**

41.611.7 The Management Committee shall meet as often as is necessary to properly manage Iwi TIORI affairs but no less than once every three months.

41.711.8 The Management Committee Meetings shall be minuted to clearly document The conduct of business including confirmation of apologies, past

minutes, correspondence, financial and other reports and matters of special or general business.

**41.811.9** All business shall be dealt with by way of resolution passed by simple Majority. In the event of a tied vote, the Chair will have a casting vote.

**41.911.10** All sub committees shall provide regular reports for the perusal of the Management Committee.

**41.1011.11** Except for business matters conducted "in Committee" the minutes of the Management Committee shall be made available for inspection on request by any constituent member.

#### **Quorums**

**41.1111.12** No business shall be conducted at any formal meeting without a quorum present.

**41.13** The quorum for Annual General Meetings and Special General Meetings shall be twenty registered members.

**41.1211.14** The quorum for Management Committee meetings is 3 members of the Management Committee

#### **Standing Orders**

**41.1311.15** All formal meetings shall be conducted in a manner that is democratic, consistent with the principles of natural justice and best serves the fair, legal and efficient expedition management of the Iwi TIORI affairs.

**41.1411.16** The Chairperson shall rule on all points of order without debate.

**41.1511.17** Any member may move "that the Chairperson's decision be dissented from" and if the motion is seconded the Chairperson shall vacate the chair and the motion shall be put without debate. The resulting decision shall be ratified by the Chairperson on the resumption of the chair.

#### **12. Financial Statements and Audit of Accounts**

**12.1** True and fair accounts will be kept of all money received and spent.

**12.2** The Board Management Committee will have the accounts completed as soon as practicable at the end of every financial year.

**42.112.3** The Board Management Committee may resolve to have the annual accounts audited or reviewed and will ensure an audit or review takes place if required by law, or by any contractual funding obligation of TIORI. At each Annual

General Meeting the Iwi shall appoint an auditor in accordance with the requirements of Section 23 of the Act.

**13. The Annual Report and Statement of Accounts**

- 13.1 The Management Committee shall at the Annual General Meeting present a Report dealing with the affairs of TIORI the Iwi for the preceding year supported by the duly audited Statement of Income and Expenditure of TIORI the Iwi and the current Balance Sheet.
- 13.2 Following the adoption of the annual accounts by the Annual General Meeting copies of such reports and statements shall be lodged with Registrar of Incorporated Societies and to all institutions and individuals as required by law.

**14. Rule Changes and Amendments**

- 14.1 All changes to the TIORI Iwi Rules whether additions, rescission or amendments shall be made by resolution of a General Meeting carried by a majority of at least seventy five percent of eligible constituent members in attendance.
- 14.2 Proposals for Rule changes shall be made by written notice of motion to the chairperson.
- 14.3 All notices of motion must be received by the chairperson at least fourteen Days before the meeting at which the motion will be dealt with.
- 14.4 Prior approval must be obtained from the Inland Revenue Department before any alterations, additions or cancellations to the Rules of Te Iwi o Rakaipaaka Incorporated TIORI are completed.

**15. Custody and use of the Common Seal**

- 15.1 The common seal of TIORI the Iwi shall be in the safe custody of the secretary of the Management Committee and shall be used only on the authority of a Resolution of the Management Committee.
- 15.2 Every instrument-document to which the seal is affixed shall be signed by any two of the Chairperson, the Deputy Chairperson and one other member of the Management Committee nominated by the Management Committee.

**16. Conflict Resolution**

- 16.1 The Management Committee may on request offer to mediate on issues of conflict between constituent members.
- 16.2 The Management Committee shall in the first instance attempt to mediate any conflict between itself and any constituent of the Iwi TIORI.

16.3 Where conflict between the Management Committee and constituent members is unable to be resolved in the first instance the Management Committee shall refer the matter for mediation to an independent person or organisation who or which is acceptable to both the parties in conflict.

16.4 At all times and legal and natural rights of the complainant shall be observed.

## 17. Voluntary Winding Up

17.1 The following procedure shall be adopted for winding up of the IwiTIORI:

- (a) A Special General Meeting shall be convened with thirty days' notice shall be held to Sspecifically to discuss winding up.
- (b) A majority of seventy five percent of those present at the Special General Meeting shall be required to pass a resolution to wind up the IwiTIORI.
- (c) A subsequent Special General Meeting shall be convened no earlier than Thirty days after the meeting in clause 17.1(a) to confirm the resolution to wind up the IwiTIORI. Confirmation of the resolution to wind up the IwiTIORI shall be by a majority of at least seventy five percent of those members present at the meeting.

17.2 Upon winding up or dissolution of the IwiTIORI all surplus assets after payment of all costs and liabilities shall be paid or disposed of for charitable purposes for the benefit of Rakaipaaka or to some other charitable organisation or purpose within New Zealand as approved by the General Meeting, within New Zealand on the recommendation of an independent arbitrator appointed by the Iwi prior to facilitate the winding up or dissolution.

17.3 An ad hoc committee shall be appointed by the Special General Meeting to convey to the Court the independent arbitrator's recommendations regarding the disbursement of the residual assets of the Iwi.