

New PSGE & Trustee Elections

Frequently Asked Questions

Ratification – general

1. What is ratification?

As part of the settlement process for historical Treaty of Waitangi settlements, iwi are asked to indicate support, or otherwise, on a number of matters at different stages in the settlement journey. Ngāti Rangitahi will be asked to:

- Vote on a new Post-Settlement Governance Entity (PSGE)
- Vote on an initialed Deed of Settlement

2. What is Ngāti Rangitahi voting on in this upcoming ratification?

Ngāti Rangitahi will be asked to vote on three matters:

1. A new PSGE to receive the Settlement Redress
2. Transferring the mandate to negotiate the settlement of the Ngāti Rangitahi historical Treaty of Waitangi claims from the existing Te Mana o Ngāti Rangitahi Trust PSGE to the new Te Mana PSGE
3. Who should be the initial trustees of the new PSGE

The three resolutions Ngāti Rangitahi will be asked to vote on are:

1. I as a member of Ngāti Rangitahi, agree that the proposed new Te Mana o Ngāti Rangitahi Trust will be the Post-Settlement Governance Entity to receive and manage all of the historical Treaty of Waitangi settlement redress on behalf of Ngāti Rangitahi. YES /NO
2. I, as a member of Ngāti Rangitahi, authorise the transfer of the mandate to negotiate the settlement of the Ngāti Rangitahi historical Treaty of Waitangi claims from the existing Te Mana o Ngāti Rangitahi Trust to the new Te Mana o Ngāti Rangitahi Trust. YES / NO
3. I, as a member of Ngāti Rangitahi, agree that the initial trustees of the new Te Mana o Ngāti Rangitahi Trust will be the current trustees of the existing Te Mana o Ngāti Rangitahi Trust. YES / NO

A new PSGE and Trust Deed

1. What is a PSGE?

A Post-Settlement Governance Entity (PSGE) is the legal entity a claimant group must ratify and establish before settlement with the Crown can take place.

It is the Initial Trustees of the PSGE that signs the Deed of Settlement (once it has been approved by iwi) and is then responsible for receiving, holding, and managing the settlement redress and any future assets.

2. What is a Trust Deed?

A Trust Deed is a document that creates and sets out how the trust will operate.

3. Why do we need a new Te Mana PSGE and Trust Deed?

- This is an important requirement by the Crown under the Agreement in Principle (AIP), as part of our settlement journey.
 - While the current Te Mana o Ngāti Rangitihī Trust is already set up as a Post-Settlement Governance Entity (existing Te Mana), this PSGE was set up in 2009 for the purposes of the Central North Island Forests settlement – to receive Ngāti Rangitihī's CNI redress.
 - Since then, the Crown has developed a new template trust deed for individual iwi settlements.
 - As part of the settlement process, a new Te Mana o Ngāti Rangitihī PSGE (new Te Mana) must be established that meets the Crown's policy requirements, so that Ngāti Rangitihī can receive its Settlement Redress once the Settlement is enacted through legislation. This is a normal part of the settlement process.
 - If the new Te Mana PSGE does not get sufficient support from Ngāti Rangitihī, it may significantly delay our settlement journey.
 - As part of the settlement process set out by the Crown, all iwi must have a PSGE that is fit-for-purpose to receive the settlement Redress.
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4. What is the ratification process for the new Te Mana?

- Te Mana o Ngāti Rangitihī Trust will be communicating with iwi members over the coming months with the detail on the ratification process for the new Te Mana o Ngāti Rangitihī Trust PSGE.
- The new Te Mana PSGE must be ratified or approved by Ngāti Rangitihī voting members through a ratification (voting) process.
- There will be a series of Information Hui held in June to ensure you have all the information you need to vote on the resolutions.
- The results of the vote will go to the Crown to determine if there is sufficient support from the Ngāti Rangitihī voting population for the new Te Mana PSGE.
- If the new Te Mana PSGE is approved, there will be a Special General Meeting held later in the year for registered members to agree to transfer the existing Te Mana assets to the new Te Mana PSGE.
- The existing Te Mana PSGE will then be wound up / dissolved.

5. What does the timeline to our Deed of Settlement look like if the new PSGE is approved by Ngāti Rangitahi?

- If the new Te Mana PSGE is approved, there will be a Special General Meeting held later in the year for registered members to agree to transfer the existing Te Mana assets to the new Te Mana PSGE.
 - Once the new Te Mana o Ngāti Rangitahi Initial Trustees and the Crown have initialed a Deed of Settlement, the new Te Mana o Ngāti Rangitahi Trust will take the Deed of Settlement to the Ngāti Rangitahi claimant community for ratification.
 - If Ngāti Rangitahi iwi is satisfied with the package negotiated, Ngāti Rangitahi (through the new Te Mana Initial Trustees) and the Minister for Treaty of Waitangi Negotiations will then sign the Deed of Settlement.
 - There is then a process that takes place in Parliament for settlement legislation to be enacted (First, Second and Third Readings) so that the redress mechanisms can be implemented.
 - Once the settlement legislation has had its three Readings, the Settlement gains the Royal Assent and becomes law.
 - The new Te Mana o Ngāti Rangitahi Trust will receive the Settlement Redress on Settlement Date.
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6. Are we keeping to the same name – Te Mana o Ngāti Rangitahi Trust – for the new Te Mana PSGE? If yes, why?

Yes, we have decided to keep to the same name for the new PSGE.

Our name – Te Mana o Ngāti Rangitahi – resonates strongly with our iwi. It is symbolic of our history, and our journey over the years towards settlement, and echoes the pride we have in our iwi, Ngāti Rangitahi.

7. What impact does this new PSGE and Trust Deed have on Te Mana’s mandate?

As part of the ratification process, Ngāti Rangitahi will be asked to vote on agreeing to transfer the mandate to negotiate the settlement of the Ngāti Rangitahi historical Treaty of Waitangi claims from the existing Te Mana o Ngāti Rangitahi Trust to the new Te Mana o Ngāti Rangitahi Trust.

The new Te Mana o Ngāti Rangitahi Trust will then complete negotiations with the Crown towards a deed of settlement.

8. How is the new Te Mana PSGE Trust Deed different to the existing Te Mana PSGE Trust Deed?

Key change	Existing Te Mana PSGE Trust Deed	New Te Mana PSGE Trust Deed	Why?
1 <i>Definition of Ngāti Rangitihī beneficiaries</i>	Iwi Members - the individuals for the time being who by whakapapa are Nga uri a Rangiaohia (the descendents of the tipuna Rangiaohia) and includes Whangai of an Iwi Member.	<p>Ngāti Rangitihī means:</p> <p>(1) the collective group composed of individuals who descend from one or more of Ngāti Rangitihī Ancestors, and</p> <p>(2) every whanau, hapū, or group to the extent that it is composed of individuals referred to in paragraph (1), including the following groups (being hapū of Ngāti Rangitihī):</p> <p>(a) Ngāti Mahi; and</p> <p>(b) Ngāti Tionga; and the following groups (being historical hapū of Ngāti Rangitihī):</p> <p>i. Ngāti Hinerangi</p> <p>ii. Ngāti Ihu</p> <p>iii. Ngāti Te Whareiti</p> <p>iv. Ngāti Tutangata</p> <p>v. Ngāti Hinehua; and</p> <p>(3) every individual referred to in paragraph (1).</p>	<ul style="list-style-type: none"> • Now specifies the 7 historic hapū and the 2 contemporary hapū. • Broadens the definition to all who whakapapa to Ngāti Rangitihī, regardless of whether they are registered or not, and regardless of age. • Ensures the Settlement is durable into the future and is for all of Ngāti Rangitihī. • Cannot be changed once approved by Ngāti Rangitihī.
2 <i>Election of Trustees</i>			
Election cycle	Every year for some Trustees under the rotation process	Every three years for all Trustees	<ul style="list-style-type: none"> • Whole Board of Trustees must stand for election every three years. • Removal of staggered approach means fewer elections are held over the years.
Trustee term of office	5 years	3 years	<ul style="list-style-type: none"> • Trustees must stand for re-election after three years instead of five. • Consistent with a three-year election cycle. • More frequent elections mean registered members get a say more often in who represents them.
Term limits	Two terms (10 consecutive years), after which Trustees must stand down	No term limits (Trustees may re-stand for election every three years)	<ul style="list-style-type: none"> • Increases the pool of individuals eligible to stand for election as a Trustee.

Key change	Existing Te Mana PSGE Trust Deed	New Te Mana PSGE Trust Deed	Why?
3 Major transaction threshold <i>(threshold requiring 75% majority of voters to approve a proposed sale, purchase or borrowing)</i>	50% of assets (about \$5 million now, \$7 million post settlement)	To be set at half the value of the Trust's Assets or more than \$3 million.	<ul style="list-style-type: none"> Registered beneficiaries have a vote at a lower threshold The lower threshold means Ngāti Rangitihī can have a say more often when it comes to Major Transactions. The change enables the new Te Mana PSGE to be more conservative on what constitutes a Major Transaction.
4 PSGEs and charitable entities	The existing Te Mana o Ngāti Rangitihī Trust may become a charitable trust.	The new Te Mana PSGE may not become a charitable trust.	<ul style="list-style-type: none"> This is a condition by the Crown to ensure the Settlement is protected for Ngāti Rangitihī, and ensures the benefits that come out of the Settlement will always go to Ngāti Rangitihī. Has no impact on the existing Te Mana o Ngāti Rangitihī Charitable Trust entity that allocates funding for charitable purposes in the following categories: community, education, sports, kaumātua.

There are also some updates to the provisions around handling disclosures of interest by Trustees, the establishment and operation of subsidiaries under the new Te Mana PSGE and outlining dispute resolution procedures.

9. What won't change under the new Trust Deed?

The new PSGE and Trust Deed will not change what is included in our Agreement in Principle, or in our eventual Deed of Settlement.

We are proposing that we keep to the same name for the new PSGE – Te Mana o Ngāti Rangitihī Trust.

The changes outlined in the table above are to ensure that the settlement is protected for the benefit of all of Ngāti Rangitihī into the future.

10. Why does Te Mana need a new PSGE now? Other iwi have ratified their PSGE later in the Settlement process (e.g. at the same time as the Deed of Settlement Ratification process).

Ratifying our PSGE now means we may not have to elect new Trustees in October (under the current Te Mana Trust Deed) who may only stand for a period of potentially less than a full term. Whether we have elections in October will be up to Registered Members to decide as part of the upcoming ratification process, and we will support whatever decision is made.

However, we believe it is important to have continuity at the Trustee table to ensure we can bring you a Settlement to vote on in the next 12 months.

We are at a crucial part of our settlement journey and we are so close to reaching a draft Deed of Settlement to bring to you, Ngāti Rangitihī to vote on.

11. Have other iwi ratified their PSGE at this stage of the settlement journey before?

Yes, other iwi have ratified their PSGE ahead of ratifying their Deed of Settlement. This is not unique to Ngāti Rangitihī. An example includes Ngāti Kahungunu ki Wairarapa Tāmaki Nui-a-Rua. Ngāti Maru are about to ratify their PSGE as well, ahead of their Deed of Settlement ratification.

12. What happens if Ngāti Rangitihī do not approve the new Te Mana PSGE?

If the new Te Mana PSGE does not get sufficient support from Ngāti Rangitihī registered members, it may significantly delay our settlement journey.

13. What constitutes ‘sufficient support’ for the new Te Mana PSGE to be ratified?

The Crown does not have a specific figure that constitutes ‘sufficient support’. Rather, it considers the results of the vote, together with the process run.

The Crown will advise the existing Te Mana PSGE if the ratification process outcome is accepted by the Crown.

We encourage all of Ngāti Rangitihī to support us on this journey to settlement so that the uri of Ngāti Rangitihī can move forward socially, culturally, spiritually, and economically. This is our time to start achieving great things for our whānau.

14. Will we still have Trustee elections in October 2019 if we have a new Te Mana PSGE?

We are at a crucial part of our settlement journey and we are so close to reaching a draft Deed of Settlement to bring to Ngāti Rangitihī to vote on. While we believe it is important to have continuity at the Trustee table to ensure we can bring you a settlement to vote on in the next 12 months, we are keen to ensure Ngāti Rangitihī have their say on this matter.

As part of the upcoming ratification, Ngāti Rangitihī will be asked to vote YES or NO on the following Resolution:

I, as a member of Ngāti Rangitihī, agree that the initial trustees of the new Te Mana o Ngāti Rangitihī Trust will be the current trustees of the existing Te Mana o Ngāti Rangitihī Trust.

We strongly encourage you to vote YES to this resolution.

Trustee Elections

1. When will Trustee elections be held?

As part of the upcoming ratification, Ngāti Rangitahi will be asked to vote YES or NO on the following Resolution:

I, as a member of Ngāti Rangitahi, agree that the initial trustees of the new Te Mana o Ngāti Rangitahi Trust will be the current trustees of the existing Te Mana o Ngāti Rangitahi Trust.

This means there are two options for the appointment of Trustees:

Option 1:

Appoint the existing Te Mana Trustees as the Initial Trustees of the new Te Mana PSGE, until elections are held within one year of our Deed of Settlement being signed or at the Annual General Meeting in 2022 (whichever is sooner). This means we will not hold Trustee elections in October.

Option 2:

Hold a Trustee election in October 2019 under the existing Te Mana Trust Deed.

2. What does Option 1 look like?

Under Option 1, Ngāti Rangitahi would appoint the existing Te Mana Trustees as the Initial Trustees of the new Te Mana PSGE who would stand until elections are held within one year of our Deed of Settlement being signed or at the Annual General Meeting in 2022 (whichever is sooner).

If this resolution is approved, this means we will not hold Trustee elections for the existing Te Mana in October 2019.

The Initial Trustees of the new Te Mana PSGE would be:

- Leith Comer (Chair)
- Donna Semmens
- Cathy Dewes
- Merepeka Raukawa-Tait
- Melanie Cheung
- Michael Playle
- Tia Warbrick

These Trustees have detailed institutional understanding of our Treaty settlement and we believe it is important to have continuity at the Trustee table to ensure we can bring you a Settlement to vote on in the next 12 months.

We are at a crucial part of our settlement journey and we are so close to reaching a draft Deed of Settlement to bring to Ngāti Rangitahi to vote on.

However, we are keen to ensure Ngāti Rangitahi have their say on this matter, which is why we are proposing two options for Ngāti Rangitahi to vote on as part of the upcoming ratification.

3. Why should I support having no elections in October 2019, and instead having the current Trustees of the existing Te Mana PSGE as the Initial Trustees of the new Te Mana PSGE?

- We are at a crucial part of our settlement journey and we are so close to reaching a draft Deed of Settlement to bring to Ngāti Rangitihī to vote on.
 - The existing Te Mana Trustees have detailed institutional understanding of our Treaty settlement.
 - The majority of Trustees support the AIP and the negotiations currently taking place to reach a Deed of Settlement.
 - We believe it is important to have continuity at the Trustee table to ensure we can bring you a Settlement to vote on in the next 12 months.
 - It is imperative that Te Mana enters the Deed of Settlement ratification process with at least the majority of Trustees being supportive of the AIP. This cannot be guaranteed if we hold an election in October.
 - Trustees elected in October 2019 may potentially only serve for less than a full term before they have to stand for re-election again (likely less than 12 months).
 - There are significant costs to running an election in October, particular when those elected won't serve a full term – approx. \$30,000.
 - Planning and conducting an election at the same time as a Ratification process places considerable pressure on staffing and financial resources.
 - Trustees who started the Treaty journey should be able to see the process through to when the Deed of Settlement is approved by Ngāti Rangitihī.
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4. What does Option 2 look like?

Under Option 2, there would be a Trustee election in October 2019 under the existing Te Mana Trust Deed.

Four Trustees will be elected at this election.

The Initial Trustees of the new Te Mana PSGE would be:

- Tia Warbrick
- Melanie Cheung
- Michael Playle
- The four Trustees elected in the October 2019 elections.

We are keen to ensure Ngāti Rangitihī have their say on this matter, which is why we are providing you with the opportunity to vote on whether or not we have Trustee elections in October.

5. What does Ngāti Rangitihī’s journey to a Deed of Settlement look like under Option 1?

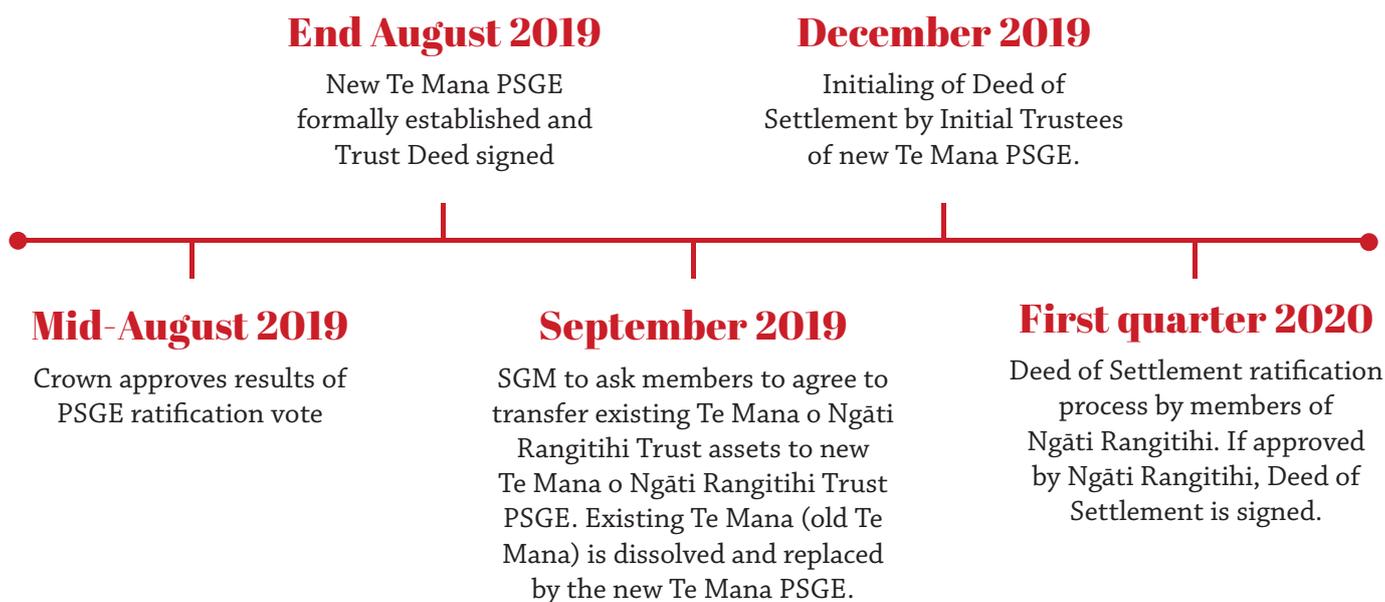
Under option 1, we would not have to hold Trustee elections in October. The Initial Trustees under the new Te Mana would be those Trustees who are the current Trustees under the existing Te Mana PSGE.

If approved, by the end of August 2019, the new Te Mana PSGE would be formally established and the Trust Deed signed.

If Ngāti Rangitihī voting members and the Crown approve the new Te Mana PSGE, there would be an SGM in September 2019 to ask Registered Members to agree to transfer assets to the new Te Mana o Ngāti Rangitihī Trust PSGE. The current Te Mana PSGE will be dissolved (old Te Mana) and replaced by the new Te Mana PSGE.

Elections for new Trustees under the new Te Mana PSGE would then take place within one year of the Deed of Settlement being signed, or at the Annual General Meeting in 2022 (whichever is sooner).

Negotiations towards a Deed of Settlement would continue as normal, with the aim of initialing a Deed of Settlement by December 2019 and bringing an initialed Deed of Settlement to Ngāti Rangitihī to vote on in the first quarter of 2020.



6. What does Ngāti Rangitihī’s journey to a Deed of Settlement look like under Option 2?

Under Option 2, we would still have to hold Trustee elections in October 2019 as per the existing Te Mana Trust Deed, even if the new PSGE is approved.

The SGM to ask members to agree to transfer assets to the new Te Mana o Ngāti Rangitihī Trust PSGE would be held in November 2019 instead. The current Te Mana PSGE would be dissolved (old Te Mana) and replaced by the new Te Mana PSGE.

Elections for new Te Mana PSGE Trustees would then take place within one year of the Deed of Settlement being signed, or at the Annual General Meeting in 2022 (whichever is sooner).

Negotiations towards a Deed of Settlement will continue as normal, provided there is agreement amongst the new Initial Te Mana PSGE Trustees, and with the aim of initialing a Deed of Settlement by December 2020 and bringing an initialed Deed of Settlement to Ngāti Rangitihī to vote on in the first quarter of 2020.



Voting information

1. What constitutes ‘sufficient support’ for the resolutions to be approved?

The Crown does not have a specific figure that constitutes ‘sufficient support’ – rather, it considers the results of the vote, together with the process run.

The Crown will advise the existing Te Mana PSGE if the ratification process outcome is accepted by the Crown.

We encourage all of Ngāti Rangitahi to support us on this journey to settlement so that Ngāti Rangitahi can move forward socially, culturally, spiritually, and economically.

This is our time to start achieving great things for our whānau.

2. Who will run the voting process?

To ensure the integrity of the voting process, specialist election management company **electionz.com** has been engaged as the Independent Returning Officer. **Electionz.com** will conduct the ratification vote and receive, scrutinise and count all the votes that are cast.

3. What information will you receive?

Towards the beginning of June, Registered Members will receive the following by post and email:

- An information booklet containing all the details of ratification
 - A voting paper with voting details and instructions on how to vote
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4. What are the ways to vote?

There will be three ways to vote.



- Online using the details sent to you by the Independent Returning Officer, Electionz.



- By post

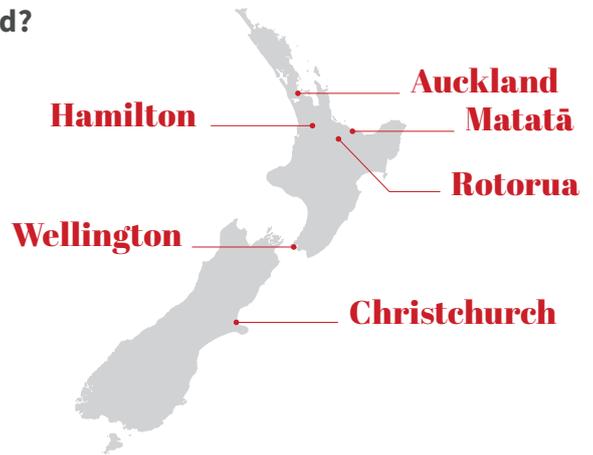


- By ballot box at the Ratification Information Hui

5. Where will the Ratification Information Hui be held?

There will be six Ratification Information Hui held across the motu, in:

- Auckland
- Hamilton
- Rotorua
- Matatā
- Wellington
- Christchurch



6. Why is it important to vote?

This is your chance to have your say! It's important that you vote.

If the Resolutions are approved by you, as Registered Members of Ngāti Rangitahi, and the Crown, we will be able to ensure we reach a Deed of Settlement by first quarter 2020 without delay, and we can finally get on with building a positive future for Ngāti Rangitahi.

Please remember to vote, and encourage your whānau to vote as well.

7. I'm not registered, but I whakapapa to Ngāti Rangitahi and I am over 18 years of age. How do I vote?

You have to be registered to vote. You can register on our website: www.ngatirangitahi.iwi.nz/register or by calling the Te Mana office on **07 322 2452**. We will also have registration forms available at the Ratification information Hui for you to register there and cast a special vote.

8. I'm already registered – how do I check my details are up to date?

To check your details are up to date, or if your details have changed and you need to update them, phone our office on **07 322 2452**, or email info@ngatirangitahi.iwi.nz. It is important that we have your correct contact details to keep you posted on developments and how to get engaged in the process. Make sure you and your whānau have your details up to date.

9. What if I live overseas? How can I take part in the ratification process then?

If you live overseas, this does not prevent you from being a part of our journey. We will be livestreaming the Ratification Information Hui in Matatā so you can hear what is being said, and also ask any questions you have.

When it comes to voting, you will be able to vote online, using the online voting details that will be emailed to you.

In the meantime, make sure you are registered and your details are up to date. You can register here www.ngatirangitahi.iwi.nz/register or by calling the Te Mana office on **07 322 2452**. To check if your details are up to date, contact us on **07 322 2452** or email us at info@ngatirangitahi.iwi.nz.