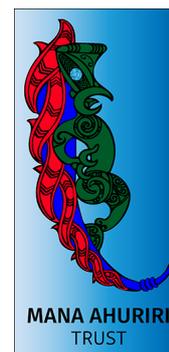


ANNUAL GENERAL MEETING OF MANA AHURIRI TRUST
Held on the 19TH December 2019.



Time: 5.30pm
Venue: Wharerangi Marae, 651 Puketitiri Road.

Item (1) Opening karakia offered by Tom Hemopo
Mihimihi to members – Piri Prentice

Item (2) Apologies – The Chairman read out the list of apologies received for the hui
Tonight.
- Henei Reti Horiana Te Po Hinewai Hawaikirangi
- Shane Hiha Donna Puna Mangu Kuini King
- Liz Ratima

Resolution (1)

Moved by Alana Hiha “that apologies as read out by the Chairman be accepted and recorded as having been received by the members present at the Annual General Meeting of Mana Ahuriri Trust” Seconded by Evelyn Ratima – resolution put by the Chair – Resolution passed by members present.

Item (3) Chairman’s Address – verbal address to members present

Matters addressed in Chairs verbal address:

Priorities for Mana Ahuriri Trust for 2019 were:

- to pursue the introduction of our Bill into the House
- continue to maintain and enhance the mana of Ahuriri through, social, cultural, economic and environmental development.
- Continue to develop quality key relationships with Crown entities and others
- Continue to source financial redress to cover the huge cost of the delay to the introduction of the Bill and to have the ability to pay everyday operational costs
- Waitangi Tribunal Case by Wai 2573 and Wai 2574 were filed against the Crown not Mana Ahuriri Trust.
- The Wai 2574 Claimants representing (6) individuals were in negotiations directly with the Crown to finalise an instrument document to record their views. Mana Ahuriri Trust is not a party to this instrument.
- The Wai 2573 Claimants representing (9) individuals of Ngati Paarau took their case to a tribunal hearing
- Following the tribunal hearing in February 2019 the Tribunal asked the claimants and the Crown to look for a solution/remedy rather than rely on the Tribunal who were reluctant to make a decision for them.
- As an affected party Mana Ahuriri Trust met with the Crown and offered a solution/remedy which was immediately turned down by the claimants. The Claimants themselves offered no alternative solutions
- Termination Clause of the Deed of Settlement: Mana Ahuriri Trust was always aware that the settlement for Ahuriri Termination Clause in the Deed of Settlement was due to take effect in November 2019. Our concern was the time it was taking for the

Tribunal to make a decision and November 2019 was nearly upon us. The Tribunal shared the same concern and asked for confirmation from both the Crown and Mana Ahuriri Trust that the Termination Clause provision not be enacted prior to the our release of their report. This was provided in a joint memorandum between the Crown and Mana Ahuriri Trust and notified to the tribunal.

The three (3) years of delay in receiving a final decision from the Tribunal has meant 3 years of delay for the introduction of our Bill into the house and our Settlement. During 2019 every effort has been made to encourage both Te Arawhiti and Minister Little to introduce our Bill into the House but the Minister resolved to wait until the Waitangi Tribunal had delivered its decision to the Crown and the claimants after which he would introduce our Bill into the House. Engagement with key stakeholders and the Ahuriri Community:

- We have excellent working relationships with local government entities, Ngati Kahungunu Iwi Incorporated and the Ahuriri Community
- Blessing of 4 properties for development
- The naming and blessing of the Marine Parade development
- The naming and blessing of the Hawkes Bay Airport entrance
- The opening of five conferences at the Marine Parade Conference Centre
- The blessing of the arrivals lounge at Hawkes Bay Airport
- The blessing of the departure lounge at Hawkes Bay Airport
- The powhiri for the new HBRC Councillors
- The powhiri for the new Maori Staff members of Napier City Council
- Opening the quarterly Citizenship ceremonies for Napier City Council
- Chairing the quarterly meetings of the Maori Consultative Committee for Napier City Council
- Opening the new children's playground in Orotu Drive
- Blessing and opening of new Pou for Napier Girls High School
- Chairing Tangata Whenua Members of the HBRC Regional Planning Committee and Co-Chairing the HBRC Regional Planning committee
- Opening of Takitimu Seafoods
- Opening of Napier City Council Cultural diversity day – Sound Shell Marine Parade
- Blessing and opening of Matai Whetu – Hakakino
- Whakatau Iwi leaders forum – Ngati Kahungunu Iwi Inc
- Chairing Te Komiti Muriwai o Te Whanga

In addition we have ongoing engagement with a number of government departments to name a few;

- Department of Conservation
- Ministry for the Environment
- Te Arawhiti
- Te Puni Kokiri

Kaweka- Gwavas:

Mana Ahuriri Trust own a third (1/3rd) share of the Kaweka-Gwavas Company, our share is being managed by Bridget McArthur on behalf of the Crown until settlement date. Both forests are currently leased to Pan Pac.

Economic Development – Is at this point 65 Munro Street, the site has been cleared and ready for development. Potential tenants have been canvassed to occupy the site. All compliances with local authorities have been done, except an engineers report from the Napier City Council who have spent a lot of time critiquing the report. Once the report is finalised and completed it will give the final building consent required to begin the development. Looking to begin this development in early – mid 2020. Once the final consent comes through an announcement will be made on who will occupy the site and when the development will begin.

Quoted from most recent letter to Minister Little dated 15 October 2019

E te Minita, tēnā koe

Following recent correspondence between us, and in the hopes of finding a way through what has become a desperately difficult situation for us, we sought a meeting with senior officials from Te Arawhiti to explore solutions to the issues which have prevented the introduction of our settlement legislation.

In those discussions, it became clear to us that telling you our whole story may help to demonstrate more clearly the actions we have taken since the initialling of our Deed of Settlement in 2015 to address the concerns of the Wai 2573 claimants and to ask you to reconsider whether or not you will introduce our legislation because we do not believe that the Waitangi Tribunal's findings will provide for actions over and above those we have already been prepared to take.

Large natural grouping policy

*In the early settlement landscape following the Mohaka ki Ahuriri Waitangi Tribunal hearings in 1996, our initial desire and inclination was to work as whānau and hapū, however the then Minister for Treaty of Waitangi Negotiations and the Office of Treaty Settlements made it clear to us that the Crown's large natural grouping policy meant that there would be **no hapū settlements** and that the expectation was that we would all work together to negotiate and benefit from a single settlement.*

*Our kaumatua and kuia very quickly recognised that in fact this was the right approach for us to take and since this time have steered us on a course that considers the **collective needs of our people rather than the interests of a particular whānau or hapū** - this was the Crown directed process. These decisions have driven our Deed of Mandate, negotiating strategy, our settlement package and our approach to post settlement.*

Our settlement journey since this time

As we note above, the collective approach has been an important driver in the direction that Mana Ahuriri have taken through mandate, negotiations and post settlement. In light of this, we thought it would be helpful for us to outline to you, in detail, our story and the steps we have taken to address concerns raised by Wai 2573.

As we have previously, we acknowledge that MAI (Mana Ahuriri Incorporated) did not hold an election in 2015 as required. Our reason for this was that our negotiated and agreed workplan with OTS timeline had our Deed Signing scheduled for the 18 September 2015. When the signing never took place in that time frame we sought a legal opinion on holding

an AGM as per **our constitutional requirements**. The Legal opinion directed that so long as an AGM was held at some stage before the end of 2015 we would meet the compliance of our constitution. Accordingly, MAI held a SGM on 11 December 2015.

Recapping the timeline of events:

- **19 June 2015:** Initialled Draft Deed of Settlement. This event signalled the end of MAI mandate to negotiate with the Crown. From this date the only requirement left for MAI was to call its members together to wind the organisation up.
- **31 July 2015:** Ratification for the Draft Deed of Settlement and the PSGE model begins.
- **September 2015:** The Crown tested and accepted the ratification results (75% for the Deed of Settlement and 71% for the PSGE) which included consideration in two reports from Colin Carruthers (QC) and Sir John Clarke (following a facilitated process).
- **December 2015:** Wind up of MAI promoted at the SGM held in December 2015.
- **23 September 2016: Mana Ahuriri Trust established**
- **19 October 2016:** Ministers accept ratification results.
- **28 October 2016:** Wai 2573 (individuals purporting to represent Ngati Paarau) and Wai 2574 (Ngai Te Ruruku ki Tangoio and Ngati Tu) lodged with Tribunal relating to Mana Ahuriri historical account, sites of significance process, PSGE and repayment of a loan.
- **7 May 2016** Previous Minister Finlayson spoke with Mana Ahuriri Inc to consider bringing forward election for two trustees to satisfy concerns of claimants and to further reinforce a durable settlement. We agreed.
- **2 November 2016:** Signed a Deed of Settlement with the Crown followed by an election for two new (2) initial trustees in 2017
- **December 2017** – Process between legal counsel for claimants, and the Crown mediate/facilitate agreement. Wai 2574 agree not to pursue claim. MAI and MAT were not party to this agreement or involved in its contents.
- **December 2017,** Claimants offered to record own history narrative and be included as other documents on OTS website. Wai 2573 pause facilitation on basis of Marine and Coastal Act issues between parties. Never revisited or completed.
- **17 July 2018,** mediation hui held directly between Mana Ahuriri Trust and claimants then two other hui after this with selected reps of 2573 to progress a protocol document for Sites of Significance as part of Mana Ahuriri Trust overall Communications strategy and plan for its members.
- **December 2017** mediation hui held between Mana Ahuriri Inc, claimants and the Waitangi Tribunal
- **Feb/March 2019:** Proposal put forward by Mana Ahuriri of a poll as well as other measures previously offered. Rejected by claimants.
- **March/April 2019:** Crown put forward suggestion of poll. Claimants have already rejected.

We have met all of the Crowns mandate requirements for Mana Ahuriri Trust and have a signed Deed of Settlement, ratified by the same large natural grouping the Crown has endorsed since negotiations commenced.

We are confident that in considering this, you will be able to see that the solutions we have put on the table to resolve this issue go to the heart of the concerns being raised and beyond any potential recommendations from the Waitangi Tribunal and yet because they do not suit the claimants, our entire community is unable to benefit from their Treaty settlement agreed with the Crown in good faith.

Effects of delay

Since the issues with the nine-people supporting Wai 2573 have arisen, our settlement has been slowed down and now stalled and we have now held two annual general meetings where we have been unable to report positively on progress of our signed Deed of Settlement since 2 November 2016. Both the Crown and Mana Ahuriri Trust have engaged directly with the claimants and offered solutions to both them and the Tribunal only to see these rejected outright by the claimants. At the same time no solutions were offered by the claimants to date other than fresh elections which affects our entire community not just the nine-people associated with this claim.

In relation to the elections the claimants seek, the Trust Deed of Mana Ahuriri Trust gives the initial trustees the mandate to receive and manage the settlement for 12 months from settlement date, at which point fresh elections will be held. Ironically, had our legislation been finalised as planned, we would now be in the period of new elections but instead we find ourselves at a standstill because of that very process.

All of this Minister has a flow on effect to confidence and stability within our whānau and hapū community and their patience with the Crown's continual focus on resolving issues with Wai 2573 to their detriment. This delay has also affected our relationships with local authorities, other iwi and business partners.

It has resulted in lost opportunities of nearly \$20m for our Treaty settlement and it is likely that we will no longer be able to afford a number of properties agreed in the settlement because of rising valuations that put them beyond our reach now. You would have seen these opportunities in June 2019 this year when we took you on a site visit of key developments that we have been working on. This information relating to the lost opportunities was given to you on this visit. We ask for an opportunity to discuss with you further this information.

Chair was interrupted by Laurie O'reilly who asked the chair that he did not think it necessary for him to carry on with his korero.

Chair - advised as per the agenda it is his time to address members and he is going to continue on with his address.

Opportunities

We think it is unlikely that any Tribunal findings will be timely and/or point to a perfect solution to the concerns that Wai 2573 appear to have. In any event, these recommendations are likely to be to the Crown, rather than MAT.

We believe that there have been, over four years, a number of measures put on the table to satisfy those concerns but that the claimants rejected these and now appear to be moving the goalposts. The mediation paper that the Crown was working with them on two years ago (which outlined clear solutions to the original issues raised by them) has not been revisited or any resolution to that process been finalised.

We do not wish to dwell on the past Minister and we believe there is an opportunity for us to proactively move forward.

We believe that those people who support Wai 2573 are part of our community but are not the only part and are certainly not a significant part.

They have a right to participate in any and all of our processes and in fact the lead claimant is a Trustee on MAT and is able to participate equally alongside all other trustees. Seven of our nine current Trustees whakapapa to Ngati Paarau. Let's also be mindful that this settlement is not a Hapū specific settlement - instead each trustee is responsible for the interests of all its members no matter who they whakapapa to.

Any members are able to submit candidates and vote during all Trustee elections with the next elections to take place only 12 months after settlement date, however we do not believe that the claimants should not have any greater right than others.

We ask Minister that given what we put before you today that you introduce our legislation and allow both the claimants and the rest of our community to participate in the select committee process as it was designed; we are confident of the overwhelming support of our people.

There is huge housing, environmental, economic and social opportunities in front of us and we would like to begin working with our Treaty partner to address those issues for all of Mana Ahuriri.

We are encouraged by the support of Te Arahwiti staff – Lil Anderson and Rachel Houlbrooke to introduce our Bill into the House.

We ask to meet with you again to tell our story in more detail if that is helpful or if you require any clarification, please let us know.

Nga mihi

*Piri Prentice
Chairman*

Chair then referred to the response from Minister Little dated 11 November 2019.
Quote – Introduction of the Ahuriri Hapu Legislation.

“Thank you for your letter dated 17 September 2019 and your continued engagement with officials.

Your letter was helpful in giving me a fuller understanding of the history of the issues that are preventing the introduction of your settlement legislation to the House of Representatives. I appreciate the delays are frustrating.

Given the Waitangi Tribunal has indicated it will publish its pre-release report early next month, I have decided to wait for the report before any further steps are taken. However, I have instructed my officials to make the necessary arrangements so that the Ahuriri Hapu Claims Settlement Bill is ready to be introduced following consideration of the Tribunals report.

I look forward to the day when the people of Ahuriri Hapu are fully benefiting from the settlement agreed between Ahuriri Hapu and the Crown

*Naku noa na
Hon Andrew Little
Minister for Treaty of Waitangi Negotiations.
End quote”*

Mana Ahuriri Trust is a private Trust governed by its Trust Deed and as such the **Tribunal and the Crown have no direct authority over the Trust.** The development and establishment of Mana Ahuriri Trust and its Trust Deed was sanctioned by the Crown and subsequently ratified by our people.

Removal of Trustee Under Rule 23.3

The Trustees resolved pursuant to clause 23.3 of the Trust Deed to remove Matthew Mullany as a trustee on the basis of his refusal to act by implementing the 13 November 2019 resolutions passed by the Board. Matt Mullany was an initial Trustee on the Board of Mana Ahuriri Trust and also the LEAD Litigant in the Waitangi Tribunal claim Was 2573 against the CROWN.

He declared his conflict of interest in July 2017 and signed the conflict of interest register with Mana Ahuriri Trust.

As you can imagine this situation was never ideal it was awkward and at times uncomfortable and issues of confidentiality were always a concern.

In the Trusts efforts to secure finance sufficient to pay all our outstanding accounts and be able to continue to operate. Those efforts were not supported by Matt Mullany right up to the most recent offer from Midland Mortgage Trust, where our legal people and the accountants presented in detail to the Board which included Matt Mullany who asked for additional information which was made immediately available to him to make a decision and yet he chose NOT TO support the loan offer. It is important to remember if the Trust didn't pay these accounts then each trustee including Matt Mullany are personally liable.

Given Matt Mullany's past performance of repeatedly not supporting Board decisions and failing to act as a responsible trustee the Board unanimously voted on the 26th November 2019 to remove his as an initial Trustee of Mana Ahuriri Trust and to remove him from the certificate of title for 170a Waghorne Street, Ahuriri. The following day 27th November 2019, before we could advise him of his removal he offered his resignation.

He has been formally notified of his removal. The Board at its discretion will consider whether the vacancy will be filled or not.

The Mana of Ahuriri:

Over the past 12 months it was important to the board of Mana Ahuriri Trust that despite having no settlement and having to put up with the considerable delay affecting the introduction of the Bill into the house the mounting costs as a result of and the urgency to keep Mana Ahuriri Trust solvent and pay its way it was critical securing the loan offer this month supported by a lease for 170a Waghorne Street signed by Ngahiwi Tomoana on behalf of Ngati Kahungunu Iwi Incorporated.

We have worked hard to first maintain and establish key quality relationships based on the Crown Treaty partnership secured following the signing of the Deed of Settlement. We called a hui attended by the Mayors of Hastings and Napier, Ngahiwi Tomoana, CEO HBRC – James Palmer, CEO – HB Airport and the Port of Napier, because for us the Crown Treaty Partnership proactively could only be RANGATIRA TO RANGATIRA. We are in the final draft of a document that all have agreed to sign up based on an engagement protocol of Rangatira to Rangatira.

Resolution (2) Moved by Marewa King “that the verbal address be acknowledged and accepted by the members present”. Seconded by Robert Cottrell.
Resolution put by the Chair. Resolution passed by members present.

Item (4) Unconfirmed minutes of the Annual General Meeting of Mana Ahuriri Trust held on the 19 December 2018. Taken as Read.

Item (5) Matters Arising from minutes:

1. Te Kaha Hawaikirangi - KPI & Contractors – Related party notes
No further matters arising from the minutes.

Item (6) Resolution to adopt minutes of 19 December 2018 Annual General Meeting Resolution (3)

Moved by Marewa King “that the minutes of the Annual General Meeting of Mana Ahuriri Trust on the 19 December 2018 be accepted as a true and accurate record of that meeting”. Seconded by John Akuhata-Brown.
Resolution put by the Chair – Resolution passed by members present.

Item (7) Audited Accounts – Presented by Accountant – Alastair Cromie, of Oldershaw, Napier.

Accountant took members through page by page of the audited accounts taking questions as he moved through the accounts.

Laurie O’Reilly – Accruals? What is this

Accountant reply:

- Accrued amounts not paid
- Costs incurred for work done but not paid

Query - Job Descriptions are there any for contractors?

Response: Yes, Contracts board decision and responsibility.

- Contractor payments identified in related party transactions at each previous AGMs

- Query re: loss \$329,000.00 need to reach settlement - what needs to be done
- Reply: Schedule – 13months no income. Incurred costs – accrued in accounts to be paid in the future
- Query :Not clearly identified in the notes.
- Query – Contractors fees and amount.
- Reply - figure arrived at in the contract, schedule of services to be carried out under that contract. Aligned to that work previously addressed in verbal address.
- Query – who is responsible for the contractors?
- Reply - Report direct to the Board.

Barry – costs accumulated due to the delays caused by the Waitangi Tribunal claims against the Crown. This process is crippling the Trust. Have been waiting for decision from the tribunal for 3+years. Due diligence carried out with our legal counsel on the process to acquire Midland Mortgage. Currently we only have one asset.

Aroha Luke – NKII lease \$120K over 5years, Mortgage 2 years – Bill introduced 12-18months.

Barry – Yes, lot of work still to go – Waitangi report embargoed till Friday 21 December 2019. As trustees personally liable, no funds to pay accounts have a responsibility to act.

Janice Kahukiwa – Any funds from the Crown, or no further funds from the Crown?

Barry – Crown don't pay actual costs, hence Midland Mortgage Trust.

Piri - The Bill has not been introduced into the house – schedule of work to be done, figure is arrived at in the Contract, need to get the Bill into the house, delays have continued on, settlement should have been reached 3 years ago.

Question for Alastair – Tax

Reply - No money to pay taxes, accumulated on books inclusive of penalties.

Subsidiary – Mana Ahuriri Holdings Pg (11) Mana Ahuriri Services Limited related to Mana Ahuriri Trust. Mana Ahuriri Holdings not come out of settlement.

Barry – developer – consider his management costs – no funds. Mana Ahuriri Trust Parent body of Business

Robert Cottrell – Corporate – Trust governing by for beneficiaries, body actually looks to find funds to assist the Trust. MAH development separate liabilities separated – not unusual how I interpret it .

Janice Kahukiwa - Sad as a people, can't settle, got raruraru still, now in, carry on, can settle differences after.

Robert Cottrell - People enough, and move on! Like it or not its the process. Corporate world, different projects. Lets stop this create an asset base for future generations.

Matt Mullany – Ngati Paarau Trust move forward asap – Points possibility from the Trust. Ngati Paarau legal costs not covered by this trust.

Laurie O'reilly – Totally disagrees with Chairman's address of "9 individual people"

Janice Kahukiwa – not good to have a new board at this stage. New board start from the bottom, you lose or you wait!

Barry – process of Crown on settlement – Get the Bill into the house dealt with there not here. Wasted all this time, have to go through same thing through Select Committee process once Bill introduced – Could take another 12-18months through that process.

Chair bought meeting to order and proposed the Resolution to adopt the audited accounts as presented.

Item (8) Resolution to adopt Audited accounts for the 2018/19 financial year

Resolution (4) Moved by Hohepa Spooner "that the audited accounts as presented to the Annual General meeting of members be adopted and approved" seconded by Robert Cottrell.

Resolution put by Chair

- a) those in favour of the resolution: 37
- b) those against the resolution: 11

Resolution carried

Item (9) Resolution to appoint an auditor for the coming financial year.

Resolution (5)

Moved by Marewa King "that Markham's Accountancy be appointed as the auditor for the coming financial year" seconded by Rosie Hiha

Resolution put by the Chair

- a) those in favour – ae
- b) those against – nil

Resolution carried.

Item (10) General Business - Under Rule 15.1f

Item (11) Meeting closed with Karakia by Piri Prentice at 6.56pm.

Minutes approved and adopted on: / /

Signed by the Chairman: _____ Piri Prentice

Date: / /