

# Pānui - Elections FAQ

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Kia ora e te whānau

Are you ready to take an active role  
in the governance of your hapū?

This years' elections will be held to appoint four (4) whānau members to act as Elected Representatives of the Ngāti Whātua Ōrākei Trust (the "Trust"). The elections process and timetable is largely determined by the requirements set out in the Ngāti Whātua Ōrākei Trust Deed ("Trust Deed") which you can download [here](#).

Below is some important information in relation to the role of an Elected Representative, the elections process and the eligibility requirements.

If you, or one of your whānau, are interested in taking on an exciting but challenging role working for the hapū we encourage you to apply.

If you have any additional questions or would like more information, please contact our CEO, Jamie Sinclair, on [nwot@ngatiwhatuaorakei.com](mailto:nwot@ngatiwhatuaorakei.com)





# FAQS

## ELIGIBILITY

### What are the eligibility requirements to be a candidate?

The eligibility requirements are outlined in the Second Schedule of the Trust Deed.

To be eligible as a candidate, you must be a registered adult (over 18 years old) member of Ngāti Whātua Ōrākei. A member of Ngāti Whātua Ōrākei is defined in the Trust Deed as an individual who is a descendant of the common ancestor Tuperiri.

You must also meet the requirements associated with officer eligibility as outlined in the [Charities Act 2005](#). This includes not being an undischarged bankrupt, and not having recently (within the last 7 years) been convicted of certain crimes.

It is also a requirement that applicants have completed an introductory course in Governance (2 days). The Trust will reimburse whānau candidates the course fees (fees only - no reimbursement is available for whānau time or disbursements/travel costs). Recommended and approved courses from the Institute of Directors include the Governance Essentials course and any one of the other "Essentials of Directorship" courses. Refer <https://www.iod.org.nz> for course options. Please contact our office at [NWOT@ngatiwhatuaorakei.com](mailto:NWOT@ngatiwhatuaorakei.com) for any queries in relation to Governance courses.

## ABOUT THE ROLE

### If I am elected, what does that mean?

Whānau who are successfully elected are referred to "Elected Representatives". Each Elected Representative will become a Director and Shareholder of Ngāti Whātua Ōrākei Trustee Ltd along with other Elected Representatives. Ngāti Whātua Ōrākei Trustee Ltd is a company, registered in accordance with the Companies Act 1993, that acts as the Trustee of the Trust.

### So Elected Representatives are not Trustees?

That is correct. Elected Representatives are not "Trustees". The Trust has a corporate trustee - Ngāti Whātua Ōrākei Trustee Limited.

Elected Representatives are each a director of Ngāti Whātua Ōrākei Trustee Limited and together are referred to as the board of directors of Ngāti Whātua Ōrākei Trustee Ltd (the "Board").



## What are the responsibilities associated with being an Elected Representatives?

Given the size, complexity and diversity of the Ngāti Whātua Ōrākei Group, the responsibility of the Elected Representatives is very significant.

As noted above, the Elected Representatives are directors of Ngāti Whātua Ōrākei Trustee Ltd. As such, individual directors have a broad range of directors' duties, and Ngāti Whātua Ōrākei Trustee Ltd, as corporate trustee, has additional trustee duties. This creates added responsibility for individuals in their role as a director, and for the Board, as governors of the trustee.

Being a director of a company comes with a wide range of duties and obligations, including a fiduciary duty to act in good faith and generally in what they believe to be the best interests of the company. The Directors must ensure that the Group (including subsidiaries Whai Maia and Whai Rawa) is acting in a way that reflects the purposes of the Trust and acts for the benefit of all members.

There is also the need to ensure Ngāti Whātua Ōrākei Trustee Ltd is acting legally and all compliance requirements are met.

### STATUS AND OBJECTS OF TRUST

*"The Trust has the authority to represent Ngāti Whātua Ōrākei in all matters. Subject to the Trustee Act and this Trust Deed the Trustee may do all such things it considers necessary or desirable in its sole discretion to perform or otherwise carry out the Trust's Purposes." (Trust Deed, s. 2.2)*

### PURPOSES OF THE TRUST

*"The purpose of the Trust is to receive, administer, manage, protect and govern the Trust's Assets on trust for the cultural, commercial and social development of Ngāti Whātua Ōrākei for and on behalf of and for the benefit of the Members of Ngāti Whātua Ōrākei." (Trust Deed, s. 2.3)*

## What is the term of the appointments?

Each Elected Representative is for a 4-year term and at the end of that 4 years, is eligible for re-election (refer Trust Deed, Second Schedule, clause 4.1).

## What support is available for Elected Representatives?

Entering into a new governance role can be daunting at first. The Trust makes available a professional development allowance for each Elected Representative in order to upskill over the course of their term. In addition, the recently established Trust Office provides support to the Board and assists with IT, administration, policies and access to Board papers and other relevant documentation. The Trust is also working on a formal induction programme for new Elected Representatives. The Trust will ensure Elected Representatives have all appropriate equipment in order to effectively participate in Board activity.



## What are the risks of being an Elected Representative?

The office of Elected Representative and Director of Ngāti Whātua Ōrākei Trustee Ltd. comes with certain risks. In certain situations, an Elected Representative could be personally liable for certain decisions and actions taken by the Board.

The policies and standards set by the Board will assist in understanding these risk areas and how they are being managed, however some risk will always exist. The Trust has provided an indemnity and also taken out Directors & Officers insurance to cover the Elected Representatives and limit personal liability to some extent. Further information in relation to Director responsibilities, governance risks, and health and safety obligations can be found on the Institute of Directors website here: <https://www.iod.org.nz/Governance-Resources/Publications>.

## What is the time commitment required?

The Board meets formally every month (excluding January) with meetings currently set as the first Friday in every month. Formal meetings last a day and require pre-reading and preparation of one additional day. Outside of formal meetings, Elected Representatives will be called upon to meet in relation to strategy, Board culture and to attend/represent the hapū at various events or occasions significant to Ngāti Whātua Ōrākei. There are also Board Committees (e.g. Audit and Risk, Treaty Settlement Protection) and meetings with other iwi, Government or strategic partners that will require Board representation. As Elected Representatives, whānau concerns or queries are also directed to the Board and will require consideration and response. The workload can vary month-to-month but it would be appropriate to ensure you have 3-4 days per month of time available for Elected Representative duties. The time commitment is more significant for the Deputy Chair and the Chair.

## What if I live outside of Auckland?

We welcome applications from whānau from outside Tāmaki Makaurau . If you are successful it is expected that you will be able to participate in hui and other board activity. We will provide technology and travel support to enable this participation, however you should expect to spend time each month in Auckland as the majority of our activities are based in and around the city.

## Do you get paid to be an Elected Representative?

Yes. The payment for Elected Representatives is set by formal resolution at the AGM. The current fee payable for an Elected Representative is \$35,000 per year; \$50,000 for the Deputy Chair and the Chair is paid \$70,000. Fees are paid monthly.

## What is the role of Whai Maia and Whai Rawa?

The Trust company has two wholly owned subsidiaries - Whai Maia and Whai Rawa. They deliver the whānau services and manage commercial activities for the hapū. Both subsidiaries have their own boards and management. The Trust has the vital role of providing oversight, direction and support to the subsidiaries.



## ELECTIONS PROCESS

### Who is running the elections? Is it independent?

Independent service provider Election Services have been contracted to facilitate these elections. They have conducted several elections for Ngāti Whātua Ōrākei in the past and have a strong understanding of our requirements.

### What are the key dates?

**Nominations open on Friday 9 August**, with a public notice calling for nominations. A copy of the public notice will be posted to whānau and will also be communicated via e-pānui and available on our website. Nomination forms can be obtained by:

- Picking up in person from the Ngāti Whātua Ōrākei offices at 230 Kupe Street, or the Ōrākei Marae - 59b Kitemoana Street
- Downloading from the Ngāti Whātua Ōrākei website
- Picking up from the returning office at 198 Federal Street, Auckland from 9 August
- Contacting the returning office on **0800 922 822**, or [info@electionservices.co.nz](mailto:info@electionservices.co.nz)

Nominations will be open for three weeks, closing at 5.00pm on **Friday, 30th August, 2019**.

Election packs will be posted on **Friday, 4 October, 2019** to all registered adult hapu members with valid postal addresses and voting will close at **12.00 noon on Friday, 15th November, 2019**.

The results will be announced at the AGM on **Sunday, 24 November, 2019**.

### Why isn't there more time for applications by interested whānau?

The timetable for nominations is specifically outlined in the Trust Deed as 21 days from the date of notice.

### What is required for a nomination?

You will need to obtain 5 signatures of adult registered members of Ngāti Whātua Ōrākei. The nomination form must be submitted in writing, signed, and done with the consent of the candidate. The nomination forms must also include a photograph (passport sized - colour or black and white), and a statement of no more than 300 words, outlining the eligibility and candidacy. **Further details will be available on the nomination form which will be available from 9 August.**

### Who is eligible to vote?

All adult registered members of Ngāti Whātua Ōrākei are eligible to vote.

### How do I ensure I get my voting pack and any notices?

All notices and voting papers will be posted to the address held on the membership register. If your address is incorrect or missing, you will not get the information needed to vote. Please check your address details are correct via the online member portal, in person at the Marae or Trust Office, or by contacting us on **0508 NW Orakei or (09) 336 1670**.



## What happens if my voting pack does not arrive?

Please contact Independent Election Services to request a replacement on: **0800 922 822**  
or [info@electionservices.co.nz](mailto:info@electionservices.co.nz).

## Why can't we do electronic or online voting?

Unfortunately, the Trust Deed does not allow for electronic voting. This will need to be addressed via an amendment to the Trust Deed.

## Can I observe the vote counting?

The vote counting will happen on **Tuesday 19 November, 2019**. This will take place at Election Services, Level 2/198 Federal Street, Auckland City. Each candidate of the election may nominate a scrutineer to be present at the vote counting. The Chief Returning Officer must be notified of the appointment of a scrutineer by submitting the relevant form (available on our website) to be received by midday (12pm noon) on **Monday 18 November 2019**.

## Who do I contact about any concerns over the elections process?

The Chief Returning Officer, Dale Ofsoske, Independent Election Services  
Phone: **0800 922 822** or email [info@electionservices.co.nz](mailto:info@electionservices.co.nz)

## What if there is a dispute in relation to the result?

Candidates are able to request a review of the election result as outlined in the Trust Deed. It is important to note that under the Deed an applicant must lodge \$1,000 to initiate the review, which is repaid by the Trust in the situation the review is successful. If unsuccessful, the funds will be used to offset the review costs.

## OTHER INFORMATION

It is important that you or your nominee thinks carefully about the role of an Elected Representative and considers the time commitment and legal obligations and duties associated with holding such an important and strategic role. Being an Elected Representative can be stressful but also very rewarding. Please see below some additional resources that can be reviewed as part of the decision-making process:

1. Annual Reports and Financial Statements - refer [here](#)
2. Trust Deed - refer [here](#)
3. Company Constitution
4. Strategy Documents - refer [here](#)
5. Information and resources from the Institute of Directors website [here](#)

