

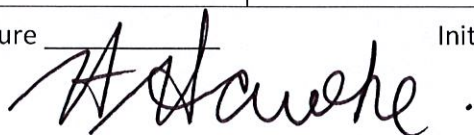
Komiti Marae Ōrākei Trust AGM Meeting minutes
Te Pou Whakairo - Ōrākei Marae Admin Building

Saturday 30th November 2019
1pm-4pm

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| KMOT Attendees | Huia Hawke (Chair) Leeann Corvette Hana Maihi (Secretary) Beronia Scott Mere Gillman Wyllis Maihi (Marae Manager) | Adult Whānau registered Attendees & Proxies: See 2019 Attendee register Proxies: Leeann Corvette two valid & Pani Gleeson- four valid |
| Apologies | Meiha Hawke Faiz Salim | |
| Quorum | Pandy Hawke advised that there was a quorum of 25 registered adult whānau to proceed with KMOT AGM | KMOT Secretary noted who came in and out of hui ensuring there was a quorum throughout the hui |

| KOMITI ORAKEI MARAE TRUST BUSINESS | |
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| Agenda Items | |
| Karakia timatanga | Uncle Bob Hawke opened the hui Kei te whakatuwhera te <i>hui</i> |
| Mihimihi | Wyllis gave mihi to Uncle Bob opening the hui and to the Hawke whānau for Aunty Dawn's unveiling. 1.15pm Hui paused due to a kaumatua health emergency. --- Hui re-opened at 1.40pm |
| Apologies | Apologies given for Meiha Hawke, Faiz Salim |
| Approval of 2018 AGM minutes | The AGM moved the 2018 Komiti o Orakei Marae minutes as a true and accurate record. Moved: Kandy Corvette Seconded: Ngaio Kemp Tautoko: Ae No matters arising. |
| KMOT Chairs Report | KMOT Chair Huia Hawke introduced the Komiti Marae Orakei Trust Board Members/Marae Trustees and Marae Manager to and gave the Chairs report on behalf of the Komiti Marae Orakei Trust: <ul style="list-style-type: none"> • The Komiti Orakei Marae Trust was established in April 2009. • The Chair gave thanks to the predecessors and whānau that have |

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| | <p>contributed to Orakei Marae and KMOT over the years.</p> <ul style="list-style-type: none"> ● The Chair gave an overview of the financial position of KMOT. ● The Chair highlighted that KMOT had been given a letter of expectation by the Matua board. ● The chair reaffirmed the commitment of the KMOT members to whānau aspirations and to collaborate with Ngāti Whātua Orākei Trustee. ● The chair gave an overview of the roles and responsibilities of KMOT as a Charitable Trust and of its Board and the balancing act of dealing with different whakapapa from whānau, NWOT Group. ● The chair queried what do whānau value about their Marae ● The chair acknowledges the valuable contributions of the ringawera and KMOT's commitment to equitable pay. ● The Chair acknowledged the Marae Manager in helping Marae to be a place of well-being for whānau. ● The chair acknowledged the kaupapa of servitude and reciprocity that underpins KMOT. <p>The AGM accept the Chair's report: Moved: Awatea Hawke Seconded: Ngaio Kemp Tautoko: Ae</p> |
| Strategic Plan | <p>Hana Maihi gave an overview of the strategic direction of the Marae and the four key pou: Marae, Wānanga, Oranga Taiao and Ahi kaa roa</p> <p><i>Lisa Pahau left the hui -2.09pm</i></p> |
| Operations Report | <p>The marae manager shared the operations report and new roles that will be coming out in the new year. Retirement of the previous Orakei Marae manager and personal assistant to new roles. The chair spoke to the strategic plan priorities, personnel OPEX, CAPEX, Maintenance and budgets.</p> <p>Kaupapa: Rongoa, maramataka, nga taki o te wā (current issues) to encourage a collective voice and responses.</p> <p>Patai from the floor: Kowhai shared some of the kōrero from the strategic planning whānau hui - fully sustainable systems is wanted.</p> <p>Beronia in reply to Kowhai spoke to the Pou Taiao aspirations and projects.</p> <p>Aunty Ani - Congratulations given to the Wyllis on his role. Coordination with the NWOT in regard to AGMs.</p> <p>Uncle Bob asked about the Health & Safety mahi. Wyllis spoke to Health and Safety. A whānau asked about the Marae and Komiti focus on the wairua.</p> |

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| | <p><i>Marama left the hui... quorum now 22.</i></p> <p>The Chair spoke to the funding from the NWOT Trust to KMOT to pay for personnel, maintenance and capital items and how roles and responsibilities are collectively carried.</p> <p>Kowhai: Highlighted the health and safety issues that go beyond the marae, that are on the whenua that need to be addressed.</p> <p>Hana: Shared with the floor the intention of KMOT to develop a funding strategy in the pursuit of self-sustainability.</p> <p>The AGM accepted the Operations report. Moved: Kandy Corvette Seconded: Bob Hawke Tautoko: Ae</p> <p><i>Kowhai and whānau member left the hui..2.34pm</i></p> |
| Financial Report | <p>Ngahuaia(Huni) Hawke the Marae Accountant shared the financial report.</p> <p>Pātai from the floor: In response to two pātai about kaumatua income shifting from the marae to NWOT, Huia Hawke gave an overview of the blessings tono being centralised on behalf of the iwi.</p> <p>The marae manager discussed the koha and gift policy that will be developed in response to the auditors having issue with how koha is entered into accounts.</p> <p>Tautoko Witika raised the issue of tikanga vs PSG corporate requirements. E.g. koha going to the marae rather than the PSG entity. The contracts do not dictate our kawa and tikanga. Blessings done outside of the marae are taxed when they should belong with the whenua and the marae. All koha should come back to the whenua and marae before going back out.</p> <p><i>Kowhai and another whānau member returned to the hui at 2.46pm</i></p> <p>Pātai raised around Marae project management and the communication around these processes.</p> <p><i>Kowhai left 2:59pm</i></p> <p>Question from floor around the total NWOT distributions made to KMOT. \$150k - Opex \$437,000 - Personnel \$587,500 - Total NWOT opex distribution received \$30k - Carvers Total Capex \$617,000 TOTAL NWOT OPEX & CAPEX DISTRIBUTION RECEIVED FYE 2019</p> <p><i>No distributions made in the last 6 months. KMOT are working on securing</i></p> |

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| | <p><i>regular and agreed timings for marae funding drops.</i></p> <p>Ngahuia Hawke discussed the balance sheet.</p> <p>The financial reports are read and accepted. Moved: Margaret Swan Seconded: Rita Scott Tautoko: Ae</p> |
| <p>Special Resolution & Vote</p> | <p>Leeann explained the special resolution to alter the trust deed. We need a 75% majority of whānau here today to vote to approve the special reso by hand. The Trust deed was first established back in 24 April 2009 and it is timely after 10 years to update it. NWOT and KMOT have collaborated to revise the trust deed which has been pre-approved by NWOT. NWOT has the power of ratification over the special reso to alter the trust deed.</p> <p>Summary of alterations: Amendments to trust deed:</p> <ol style="list-style-type: none"> 1. aligned our trust deed with our 30 June year end date 2. more than one vote for Marae trustee/KMOT Board member 3. quorum for special general meeting changed from 200 to 40 . Leeann gave an example of why you would call a special general meeting to wind up the trust or to alter the trust deed in the future. 4. Added an INDEMNITY CLAUSE as this was not in the original trust deed and should be included as standard protection for KMOT & its board members 5. made it discretionary for KMOT to give notice of its AGM by newspaper as antiquated; can do online too 6. made provision for online voting in the future 7. flexibility of notice periods around calling of board meetings (in between KMOT monthly hui) 8. made reference to Taumata for dispute resolution & KMOT board for directions 9. updated law references "Trusts Act 2019..." <p>Patai from the floor: Raised a concern about the ability to call an urgent hui to reduce the seven day's notice of the hui. Leeann clarified this concern that it actually applies to board hui & not an AGM. She gave an example of more frequent board hui in between monthly KMOT hui. For e.g. preparing for the AGM or post AGM hui, NOT in relation to AGM or SGMs.</p> <p>A whānau member raised a concern about the level of influence from the PSGE on the KMOT and the marae. They have the power of ratification so must have input.</p> <p>Whānau can submit their requests for amendments. Further amendments could be made at the AGM next year or a Special General Meeting.</p> |

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| | <p>Wayne Pihema raised two patai on FB.</p> <p>The reason why the Amended Deed is named as such is so that KMOT ensures there is a clear whakapapa to the amendments that have been made to the original trust deed. This is standard practice for trust practitioners and there are precedents for this approach as confirmed by Wackrow's(NWOT law firm) approval of the form of Amended Deed. If we wished to make additional amendments in the future, whānau write in, we consider it and add it into a Second Amendment to be approved by Special Resolution.</p> <p>The second patai in relation to concerns around KMOT's sole discretion on disclosure of info. Nothing changes from KMOT's actions and policy to be transparent, but in terms of our Restorative Justice clients we must not release any information on them without their consent and KMOT does not want to be in breach of the Privacy Act.</p> <p>We welcome patai along these lines so we all are encouraged to take learnings and comply with our deed as best we can.</p> <p>The AGM approved the special Resolution to alter the Komiti Marae Orakei Trust Deed. The majority validly cast their votes to alter the original trust deed to the terms.</p> <p>In favour: 18/23 registered attendees. Tautoko: Ae</p> <p>Leeann thanked whānau for their support in passing the special resolution.</p> |
| KMOT Trustee Info | The chair gave an overview of KMOT's current members |
| Nomination KMOT Trustee | <p>Huia the chair explained the trustee nomination process.</p> <p>Trustee Nominations Awatea Hawke Moved: Bob Hawke Seconded: Wyllis Maihi</p> <p>Maeva Kearns moved: Kowhai Tamaariki Seconded: Kandy Corvette</p> <p>The nominees gave their kōrero to the whānau. Proxy votes in favour of Pani Gleeson invalidated due to her having to leave hui for hospital.</p> <p>Votes Result: Tie. The chair referred to the process outlined in the Trust Deed and drew the successful trustee name out of a hat. Maeva Kearns announced as the newly elected Marae Trustee. Awatea Hawke will attend KMOT hui with no voting powers.</p> |

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| General Business | <p>Marae Whānau hui</p> <p>Monthly Marae Committee hui are now renamed Marae whānau hui to prevent confusion with KMOT hui.</p> <p>The chair notified the meeting of the need to nominate a whānau member to chair the Marae Whanau hui.</p> <p>The Orakei Marae facebook page and emails is the main platform for Marae Whanau hui and KMOT hui.</p> |
| Karakia Whakamutunga | Awatea Hawke |
| 4pm | Meeting Closed |
| <p>Confirmed as a true and correct record of the minutes of the Komiti Marae Ōrākei Trust AGM meeting held on 30 November 2019.</p> <p style="text-align: right;">Date: 2 December 2019</p> <p>Hira Hawke Chairperson: </p> | |

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