

Te Tātarakihi

September 2012



Ngati Hine Forestry Trust – Panui 9

September 2012

Notice of the 2012 Annual General Meeting

We invite you as beneficial owners of the Trust to the 2012 AGM – Nau mai, haere mai ra e te iwi.

The arrangements for the hui are:

Venue: **Matawaia Marae**
Date: **Saturday 27th October 2012**

Agenda

8.30 am Owner registration and continuous morning tea

9.30 am Karakia and mihi

Meeting commences, Apologies, Trustee's Report, Election for four Trustees if required, Financial Report for 2011/ 2012, Auditors Report, Appointment of auditors for 2012/2013

1.30 pm Karakia whakakapi

Lunch will be served at the conclusion of the hui.

Proxies:

A standard proxy form is to be completed by any owner who wishes to appoint another person to be their representative at the AGM election.

- To be valid and accepted by the Trust, the proxy form must be completed on the form attached to this newsletter (or down loaded from the web site www.ngatihine.maori.nz) and received by the Trust at least seven days in advance of the AGM, that is by 5 pm on Friday 19th October 2012.
- Late proxies will not be accepted after this date, or at the AGM.
- A schedule of proxies will be prepared and made available at the meeting.
- Photocopies of the proxy form are acceptable.
- Any mature, responsible person may be appointed as a proxy holder.

2011 AGM Election Tie:

Those of you who attended the 2011 AGM will recall that the election of Trustees resulted in a tie between Caroline Beattie-Wihongi and John Davis for the second of the two Trustee vacancies available. At the AGM it was decided that the Trust should seek a direction from the Maori Land Court as to how this tie should be decided.

At a Maori Land Court hearing held on the 13th June 2012 to consider this matter the Deputy Chief Judge C L Fox presiding determined that the 2011 AGM election should be cancelled and that the current Trustees remain in place until the 2012 AGM election. The Judge also gave the following directions:-

- That those persons who stood for election in 2011 stand again for election in 2012 including the person who polled the highest vote count
- That the election of Trustee process be placed high on the AGM agenda
- That candidates standing must submit a CV
- That candidates must attend the AGM and speak to what their vision is for the future of the Trust and explain to everyone present what their background is and why they should feel they should be elected as a Trustee
- That the election process won't therefore be just for the two current vacant places (from 2011 AGM) but also for those who are retiring by rotation in 2012, consequently there will be four Trustee vacancy places to fill at the 2012 AGM

Nominations for election to be a Trustee:

A standard Trustee Nomination form is to be completed and signed by the proposer, seconder and nominee.

- Four Trustees are to stand down this year. They are Caroline Beattie Wihongi, Alex Critchfield, Edward Beattie and Pita Paraone. There are therefore four vacancies for Trustees to retain the number of Trustees at seven.
- All nominations for Trustee must be in the form as attached to this newsletter, or by downloading it from the web site www.ngatihine.maori.nz
- Nominations for Trustees must be received by the Trust at least fourteen (14) days in advance of the AGM; that is by 5 pm on Friday 12th October 2012.
- Late nominations will not be accepted after this date or at the AGM.
- Two existing owners must nominate and second the nominee.
- The nominee must sign the form and should submit a statement of experience and capability (e.g. a CV) at least fourteen days before the meeting for consideration by the owners at the AGM, that is, by 5pm on Friday 12th October 2012
- Photocopies of the nomination form are acceptable.

Voting For Trustees:

The only people who are able to vote at the AGM election for Trustees are:

- Those who are recorded as individual owners on the Maori Land Court schedule of owners.
- Proxy holders for whom proxy forms were submitted seven days before the AGM.

Voting forms, if required, will be provided at the registration desk on the day of the AGM.

Election Process and Counting of Votes Options:

The current Trust Order states that the election for Trustees shall be carried out as follows:

- 6.8 The election shall be held in such manner as the person acting as chairman of the meeting shall direct, provided however that:
- (a) the quorum for such a meeting shall be at least 20 beneficial owners present personally or by proxy at the meeting;
 - (b) the vote shall be conducted by secret ballot by individual beneficial owners present at the meeting or represented by proxy with each beneficial owner or proxy of a beneficial owner having one (1) vote only **PROVIDED HOWEVER** that if a poll is called for by at least twenty (20) beneficial owners present at the meeting the matter shall be determined by the beneficial owners or their proxies voting in accordance with their shares or the shares represented by them.

Therefore, at the beginning of the election part of the agenda the Chairman will determine from those beneficial owners present or their proxies as to whether or not the votes will be counted by a poll vote (i.e. in accordance with their shares) or by one person/one proxy one vote.

Once the method of counting votes has been determined the nominees for the position of Trustee will be invited to address the meeting prior to the owners casting their vote.

Trustee Qualities

The owners should expect that all Trustees and intending Trustees will have the following qualities to provide the Trust with proper governance:

Professional and competent	Proven Leadership
Passionate	Visionary
Experienced and respected	Knowledge of the Trust Order
Knowledge of the business of the Trust	Personally successful
Ability to focus on big (Governance) picture	Have integrity
Be respected	Have time available for the Trust
Be prudent but innovative and entrepreneurial	Personally accountable
Be committed to the Trust and all of the owners	Have no personal agendas
Be able to work as part of a team	Impartial

Conditions of new Trustees required by Lenders:

The Trust has mortgages and other securities with both Westpac Banking Corporation and Housing New Zealand Corporation.

Both of these lenders have imposed certain conditions and requirements in terms of compliance within their loan agreements.

These requirements include that both lenders have to give approval to the appointment of any new Trustee.

Both lenders will undertake credit reference and other checking as part of this process. Both lenders have indicated, as examples, that people with criminal convictions or who have been or are adjudged bankrupt will not be considered suitable in terms of their criteria. This approval process is in addition to the process of approval by the Maori Land Court.

Once a new Trustee is approved by both lenders, they will then be required to sign a deed of assumption agreeing to take on the liabilities and responsibilities of the loan agreements entered into by previous Trustees.


Trustees Induction Training

Because of the scale and complexity of the Trust and its activities, new Trustees will be expected to attend an induction and training course to acquaint them with the workings of the Trust and of their Governance role.

General

Owners should feel free to discuss any matter that concerns them, by contacting the Trust at the addresses and numbers shown below.

Na reira haere mai, nau mai, piki mai ra koutou.



Pita Tipene
Chairman
Ngati Hine Forestry Trust

Email ngatihft@extra.co.nz
Whangarei Office -
Phone - 09 459 6425
Postal Address

Webpage www.ngatihine.maori.nz
6 Vinery Lane, Whangarei
Fax - 09 459 6426
P O Box 108 Whangarei 0140



Ngati Hine Forestry Trust
PO Box 108, Whangarei 0140
www.ngatihine.maori.nz

Note - to be valid, this form must be received by the Trust at least seven days in advance of the annual general meeting, i.e. 5 pm Friday 19th October 2012.

Proxy Notice Form
(Refer clause 4.4.4 of the Trust Order)

I,(block letters)

of

Number of Shares?:.....

being a owner of the Ngati Hine Forestry Trust (i.e. recorded as a owner in Ngatihine H2B on the schedule of owners maintained by the Maori Land Court), hereby appoint:

..... (block letters)

of

or failing him/her, (block letters)

of

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Trust, to be held on the 27th October 2012 and at any adjournment thereof.

SIGNED thisday of2012

Signature of owner:

SIGNED in the presence of:
(Signature of Witness)

Full name of witness (block letters):

Occupation:

Address:
.....

Ngati Hine Forestry Trust

PO Box 108, Whangarei 0140

Note – To be valid, this form must be received in the hands of the Trust at least fourteen days in advance of the annual general meeting, i.e. 5 pm on Friday 12th October 2012.

Trustee Nomination Form

(Refer clause 6.7 of the Trust order)

We, (Name of proposer)

and(Name of seconder)

are owners in the Trust (i.e., recorded as owners in Ngatihine H2B on the schedule of owners maintained by the Maori Land Court) hereby nominate:

.....
(Name of Nominee – block letters)

of
(Address & phone numbers of Nominee – block letters)

as a candidate for the office of Trustee at the next Annual General Meeting scheduled for 27th October 2012.

SIGNED thisday of2012

..... (Signature of Beneficial Owner - proposer)

..... (Signature of Beneficial Owner - seconder)

I (Name of nominee – block letters) hereby consents to this nomination and will submit to the Trust a statement of my experience and capabilities for consideration by the Owners at the Annual General Meeting. I further consent to this statement being published in the Trustees annual report to the Owners or being otherwise presented to the Owners at the AGM.

..... (Signature of Nominee)