



Ngāti Kuia

Te Rūnanga o Ngāti Kuia Trust Deed Update - Discussion Paper for Whānau Engagement

Purpose of this Paper This paper presents proposed updates and improvements to the Te Rūnanga o Ngāti Kuia Trust Deed, including changes required by the Māori Fisheries Amendment Act 2024 and internal improvements to strengthen our governance practices. Some of these changes require formal amendment of the Trust Deed, while others can be implemented through board resolutions or policies. This document is intended to support meaningful discussion with whānau before any changes are finalised.

A. Changes That Require Deed Amendments

These changes will require a formal amendment to the Trust Deed. They are necessary to modernise operations, improve governance transparency, and ensure compliance with the Māori Fisheries Amendment Act 2024.

1. Renaming the General Manager Role to Tumu Toihau

Current Position: Clauses 14.1 and 14.6 refer to the role as "General Manager".

Proposed Change: Replace all references with "Tumu Toihau".

Why This Matters:

- Recognises the cultural significance and mana of the leadership role
- Aligns with current usage within the organisation and across iwi entities

2. Allowing for Electronic Record-Keeping

Current Position: Clause 14.5 requires physical custody of records.

Proposed Change: Allow secure digital storage of records and archives.

Why This Matters:

- Reflects modern administrative practice
- Improves record security and access

3. Enabling Digital Trustee Meetings and Resolutions

Current Position: Clause 15.8 and Schedule 2 permit resolutions via fax or email.

Proposed Change: Extend to include video conferencing and secure digital platforms.

Why This Matters:

- Enables participation across Aotearoa and abroad
- Increases efficiency and timeliness of decisions

4. Permitting Electronic Voting and Member Authentication

Current Position: Schedule 3 and 4 allow electronic voting at Trustee discretion.

Proposed Change: Mandate secure electronic voting platforms with digital authentication.

Why This Matters:

- Expands participation by remote whānau
- Reduces voting costs and risk of error or fraud

5. Modernising the Member Register and Registration Process

Current Position: Clauses 11.1–11.5 assume paper-based registration.

Proposed Change: Provide for online registration portals and secure digital data management.

Why This Matters:

- Simplifies access and updates for whānau
- Ensures data integrity and compliance with privacy legislation

6. Clarifying Digital Archiving of Meeting Records

Current Position: Clause 14.7 only refers to maintaining records.

Proposed Change: Add explicit reference to secure digital archiving systems.

Why This Matters:

- Supports transparency and record preservation
- Facilitates remote trustee access to past resolutions

7. Updating Privacy and Data Protection Obligations

Current Position: Clause 11.13(b) references outdated Privacy Act 1993.

Proposed Change: Update to Privacy Act 2020 and embed Māori Data Sovereignty principles.

Why This Matters:

- Upholds our responsibilities to protect whakapapa and sensitive information

- Ensures best-practice handling of member data

8. Adding Cybersecurity and Indemnity Provisions

Current Position: Clause 17.7 does not reference cyber-risk.

Proposed Change: Extend trustee indemnity to cover cybersecurity breaches and data loss.

Why This Matters:

- Protects trustees from personal liability for digital incidents
- Encourages adoption of digital best practice

9. Disposal of Digital Assets on Termination

Current Position: Clause 19.1 focuses on physical asset transfer.

Proposed Change: Add requirement to preserve or transfer digital assets and records.

Why This Matters:

- Ensures continuity and protection of iwi information
- Aligns with modern expectations for trust wind-up processes

10. Compliance with the Māori Fisheries Amendment Act 2024

Current Position: Several provisions reference outdated terms and processes.

Proposed Changes:

- Replace "income shares" with "ordinary shares" throughout
- Insert clause detailing the Runanga's process to approve settlement quota sales
- Expand annual report requirements (Clause 12.6) to include:
 - Quantity and value of quota
 - Purchaser identity
 - Caveats or mortgages on quota
 - Interests registered against quota shares
- Add references to Aotearoa Fisheries Limited (AFSL) in Clauses 12.2, 12.6, and 13.3
- Remove references to Te Kawai Taumata
- Amend Schedule 4 to update notice requirements when replacing the MIO

Why This Matters:

- Ensures continued recognition under the Māori Fisheries Act
- Strengthens transparency and iwi oversight of fisheries assets

B. Changes That Do Not Require Deed Amendments (Administrative Improvements)

These proposals can be actioned by the Trustees without requiring a formal amendment to the Deed. They are designed to align with best practices and support more effective governance.

1. Changing the Financial Year

Current Position: Clause 1.1 of the Deed defines the financial year as ending on 31 March, but allows the Trustees to set a different date.

Proposed Change: Move the financial year from **1 April–31 March** to **1 July–30 June**.

Why This Matters:

- Aligns with Matariki – Māori Tau Hou.
- Aligns with common financial and audit periods in Aotearoa, particularly government and philanthropic funding rounds.
- Supports better alignment with seasonal reporting for environmental and commercial activities.
- No Deed amendment is required; only a board resolution.

2. Annual Governance Reporting

Current Position: The Deed requires financial reporting but does not require governance performance reporting.

Proposed Change: Implement an internal policy to provide annual reporting on:

- Trustee attendance at meetings
- Disclosure and management of conflicts of interest
- Trustee training and performance reviews

Why This Matters:

- Increases transparency and accountability to whānau.
- Encourages continuous improvement and governance excellence.

3. Trustee Skills Matrix

Current Position: Eligibility criteria exist for trustees, but there is no process to track or develop governance capability.

Proposed Change: Introduce a trustee skills matrix to assess current capabilities and plan for succession and development.

Why This Matters:

- Ensures we have a balance of financial, legal, cultural, and strategic expertise on the board.
- Supports targeted training and stronger decision-making.

4. Cybersecurity Policy and Data Protection

Current Position: The Deed does not reference digital risk management or cybersecurity.

Proposed Change: Adopt internal policies to manage:

- Protection of digital records (including whakapapa data)
- Cybersecurity practices for staff and trustees
- Privacy and data sovereignty obligations

Why This Matters:

- Safeguards sensitive iwi and member data
- Reduces risk of data breaches and cyberattacks
- Demonstrates kaitiakitanga in the digital space

Next Steps for Discussion

We invite all members of Ngāti Kuia to review and provide feedback on these proposals. The Rūnanga will hold a series of hui and online wānanga to walk through the proposed changes and answer questions.

We are committed to:

- Maintaining alignment with Te Rautaki a Kuia
- Strengthening our obligations under Te Tiriti o Waitangi
- Supporting whānau voice in governance and decision-making