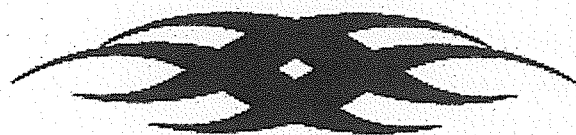


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Ngati Ranginui Iwi
Society Incorporated
CONSTITUTION

NGATI RANGINUI IWI SOCIETY INCORPORATED was incorporated under the Incorporated Societies Act 1908 on the 12th day of September 1990 and was registered as an Incorporated Society (Other) on the 14th day of November 1991.





Ngati Ranginui Iwi

Ngati Ranginui Iwi Incorporated Society Proposed Constitution Amendments

The following amendment was proposed by Ngati Ranginui Iwi Society Incorporated Runanga and accepted at the Annual General Meeting of the Society, held 30th October 2011 at Tutereinga Marae. Therefore the Societies Constitution has been updated as at 30th October 2011

Clause	Current Phrasing	Proposed Amendment and/or Resolution	Reason/Rationale
5.1b	Every person who is a Whangai of a member of the Society shall be eligible for membership of the Society.	<u>Amendment</u> Every person who is a Whangai of a member of the Society shall be eligible for membership of the Society. The Society adopts the definition of whangai in accordance with the principles of Te Ture Whenua Maori Act 1993 that being "a person related by blood, adopted in accordance with tikanga Maori"	Ngati Ranginui Iwi Society Inc. shares an Iwi Register with Ngati Ranginui Fisheries Trust. When establishing the Fisheries Trust Iwi members elected to exclude Whangai as it was considered that being Maori "Whangai" would be able to whakapapa to their respective Iwi and therefore be eligible to register and receive benefits from their respective Iwi. At the 2010 AGM in response to the proposal to delete Clause 5.1b, members expressed a preference to retain this clause and in doing so requested that "whangai" be determined.

John
AS

INCORPORATED SOCIETIES ACT 1908

Constitution and Rules of Ngati Ranginui Iwi Society (Incorporated)

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1. NAME

- 1.1 The Name of the Society is "Ngati Ranginui Iwi Society (Incorporated)."

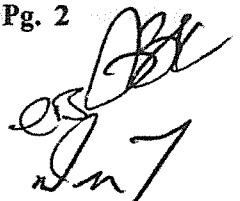
2. REGISTERED OFFICE

- 2.1 The registered office of the Society shall be situated at the Old Tauranga Post Office Building, Ground Floor, 51 Willow St, Tauranga, or such other place within New Zealand as may be decided by the Runanga.
- 2.2 A Copy of this Constitution shall be kept at the registered office of the Society and shall be available for reading to any member of the Society during normal working hours.
- 2.3 Upon payment of reasonable costs a copy of this Constitution shall be supplied by post to any member of the Society who makes a written request.
- 2.4 A Ngati Ranginui Iwi Society Incorporated register of members will be maintained at the Registered office of the Society.

3. OBJECTS

The objects of the Society shall be:

- 3.1 To promote and advance the interests of the Ngati Ranginui Iwi and all of its members within New Zealand.
- 3.2 To provide and be concerned with the provision of facilities and amenities which will foster the moral, intellectual, spiritual and social life of the Ngati Ranginui Iwi within New Zealand.
- 3.3 To promote the health, spiritual, physical and economic well-being of all members of the Ngati Ranginui Iwi within New Zealand.

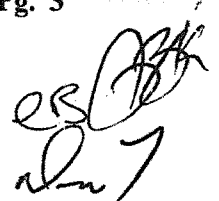


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- 3.4 To promote and maintain liaison with similar and other organisations and with central and local government.
- 3.5 To provide effective representation for the Ngati Ranginui Iwi and all of its members within New Zealand.
- 3.6 To recognise and determine tino rangatiratanga for Ngati Ranginui as pertaining to the Treaty of Waitangi.
- 3.7 To uphold the mana of Takitimu ki Tauranga Moana.

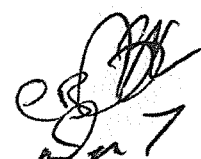
4. POWERS

- 4.1 Nothing contained in these rules shall empower the Society or be construed as empowering or entitling the Society to engage in or be concerned or interested in any activity, object or purpose which is not charitable within the meaning of the Income Tax Act 1996 and its amendments for the time being or any re-enactment thereof BUT subject to the foregoing the Society shall have the following powers to be exercised only within New Zealand.
 - a) To purchase, take on, lease or in exchange or otherwise acquire any land, buildings, easements, licences or any real or personal property which may be required or conveniently used in connection with any objects of the Society and to sell, convey, transfer, assign, grant easements, hire or otherwise dispose of the same
 - b) To construct, build, alter, improve, enlarge, pull down, remove or replace any buildings or other improvements which may be in, upon or about any of the real or leasehold property of the Society.
 - c) To invest and deal with moneys of the Society not immediately

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required as may from time to time determined by the Runanga acting as a trustee exercising the care, diligence and skill that a prudent person of business would exercise in managing the affairs of others AND without limiting the matters that the Runanga may take into account the following matters so far as they are appropriate to the circumstances may be considered:

- i. Desirability of diversifying investments;
 - ii. Nature and value of existing investments and other Runanga property;
 - iii. Need to maintain the real value of the capital and the income of the Runanga;
 - iv. Risk of capital loss or depreciation;
 - v. The potential for capital appreciation;
 - vi. Likely income return;
 - vii. Length of term of any proposed investment;
 - viii. Marketability of any proposed investment during and at the end of the proposed investment;
 - ix. Likely tax effect of the proposed investment;
 - x. Whether inflation may affect the value of the proposed investment or other Runanga property.
- d) i. To borrow money and to mortgage or charge the undertaking, or property of the Society, or any part thereof, and to issue debentures, debenture stock, and other securities or debt instruments whether secured or unsecured and whether outright or as security for any debt, liability, or obligation of the Society or of any third party.
- ii. The Runanga may from time to time, and without negating any implied power to borrow, and without limiting the generality of clause 4.1(d)(i) at its discretion borrow for the purposes of the Society from any persons, firms, or corporations any sum or sums of money on the security of the Society's property (real or personal), assets and effects, both present and future, or any part thereof, either under legal mortgages or charges, with powers of sale and other usual powers, or by the issue of mortgage debentures,



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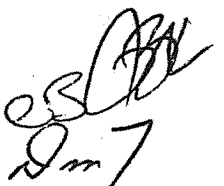
debentures, bonds, obligations or any other securities of the Society, created or issued generally upon such terms and conditions as the Runanga thinks fit, and the Runanga may also borrow money on overdraft or otherwise with or without security.

iii. To distribute to hapu and marae affiliated to the Society

Funds whether of a capital or income nature in accordance with such directions as the Runanga may give under rule 20.2 following

PROVIDED that no part of the capital or income of the Society shall be paid or transferred directly or indirectly by way of profit to any member or associated person BUT this provision shall not preclude reasonable payment to a member for services rendered or for goods supplied or by way of interest on moneys borrowed from any member or by way of rent for premises let or leased to the society by any member.

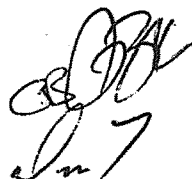
- e) To publish books, bulletins, papers and other printed matter of Interest to the members of the Society and to hold and protect the copyright of such publications.
- f) To advise students about the availability of scholarships and grants and help them towards self-sufficiency.
- g) To engage in, prosecute, defend and otherwise undertake any legal action or legal proceedings and for that purpose to expend such sums and employ solicitors and counsel and other advisers.
- h) To enter into, seal, execute and perform deeds, documents, instruments, contracts, agreements, papers and writings.
- i) To join with any other person, association, or corporation for the accomplishment of any of the objects of the Society.

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- j) To employ staff, and to obtain and pay for professional and other advice and services.
- k) To arrange for, hold and conduct plays, concerts, carnivals, processions, dances, festivals, tournaments, conferences, entertainments, and other sporting, intellectual and social functions or events.
- l) To make adapt, vary and publish rules, by laws and regulations dealing with any of the matters contained in these rules and to take such steps as shall be deemed necessary or advisable for enforcing such rules, regulations, by-laws and conditions.
- m) To do all such other lawful things as are incidental or conducive to the attainment of the objects of the Society.
- n) To apply for and accept appointment as an Iwi Social Service pursuant to section 396 of the Children Young Persons & Their Families Act 1989 or any substituted or amended Act provided that for the purpose of carrying out the powers, functions and duties arising under such appointments in respect of custody and guardianship, the Runanga shall appoint a representative and a deputy who shall be responsible.

5. MEMBERSHIP

- 5.1 a) Every person who can whakapapa to a hapu of Ngati Ranginui Iwi shall be eligible for membership of the Society.
- b) Every person who is a Whangai of a member of the Society shall be eligible for membership of the Society. The Society adopts the definition of whangai in accordance with the principles of Te Ture Whenua Maori Act 1993 that being "a person related by blood, adopted in accordance with tikanga Maori"



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5.2 Persons shall become members of the Society on being registered as such in the Society's Register of Members and/or Ngati Ranginui Iwi beneficiaries list.

5.3 In the event of the Annual General Meeting fixing an annual subscription pursuant to clause 7.1(c) such subscriptions shall cover the period from the annual General Meeting in any year until and including the annual General Meeting in the next succeeding year.

5.4 Any member may apply for exemption from the annual subscription on the grounds of hardship.

5.5 Any member shall cease to be a member in the following circumstances:

a) When that member resigns by giving notice to the Secretary to that effect, or

b) By expulsion of the Runanga by a 4/5's majority vote, after giving the member the opportunity to be heard, determines that such member has wilfully disobeyed any of the rules of the Society or has done or omitted to do anything which in the opinions of the Runanga is prejudicial to the interests of the Society.

PROVIDED that the decision of the Runanga is confirmed at a general meeting of the Society by a 2/3's majority vote of the members present after giving the member the opportunity to be heard.

5.6 No member whose membership of the Society has ceased pursuant to Clause 5.5(a) or (b) shall thereby cease or be deemed to cease to be a member of Ngati Ranginui Iwi and any such person shall continue to have the right of participation in Iwi affairs generally.

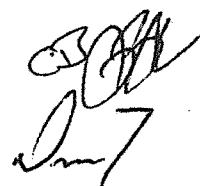
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6. ALTERATION TO THE RULES

- 6.1 These rules may be altered, added to, rescinded or otherwise amended by a resolution passed by a 75% majority of the votes of members cast at a general meeting of the Society.
- 6.2 Duplicate copies of every alteration, addition, amendment to or recession of these rules shall forthwith be delivered to the Registrar in accordance with the requirements of the Act.
- 6.3 No alteration, addition or amendment to or recession of these Rules shall take effect until registered by the Registrar of Incorporated Societies.

7. ANNUAL GENERAL MEETING

- 7.1 The Annual General Meeting of the Society shall be held before the end of October each year upon a date and at a time and place to be fixed by the Runanga for the following purposes:
- a) To receive from the Chairperson a report on the preceding financial year's activities.
 - b) To receive from the Runanga a report, balance sheet and statement of accounts for the preceding financial year.
 - c) To fix the annual subscription if any.
 - d) To elect the chairperson and Deputy chairperson of the Society.
 - e) To decide any other business submitted to the meeting of which notice in accordance with clause 9 has been given.

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- f) To consider items of general business of which notice is given at the beginning of the meeting.

8. GENERAL MEETINGS

8.1 A general meeting of the Society shall be called at any time for any purpose not inconsistent with these rules by:

- a) A resolution of the Runanga: or
- b) A requisition in writing of any 10 members entitled to vote on the matter stating the purpose for which the meeting is required and delivered to the Secretary.

9. NOTICE OF MEETINGS AND OTHER NOTICES

9.1 The Secretary shall publish and give notice of all general meetings of the Society as follows:

- a) Not less than 21 clear days before the holding of the meeting a notice of the date, time and venue of the meeting and the general nature of the matters intended to be considered shall be published once in one or more daily newspapers circulated in the Auckland metropolitan area, South Auckland, Waikato and Bay of Plenty and in any other area in which (in the opinion of the Runanga) significant numbers of members live.
- b) Not less than 10 clear days before the holding of the meeting a notice of the date, time and venue of the meeting and of the general nature of the matters intended to be considered shall be given to each marae representative.
- c) In respect of elections and constitutional amendments further detailed information shall be available to members before the holding of the meeting upon application made to the Runanga office.



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- 9.2 No business other than that of which notice has been so given shall be considered at general meetings except general business under clause 7.1(f).
- 9.3 Copies of the annual accounts, reports, and other matters to be dealt with at any general meeting of the Society shall be available from the Runanga office 5 days prior to such meeting.
- 9.4 Every notice required under clause 9.1(b) shall be deemed to have been duly given if posted by ordinary post to the last known address of the person concerned no later than 12 days before the meeting of which notice is to be given.
- 9.5 All remits to a General Meeting of Ngati Ranginui Iwi Society Inc. must be delivered to the Societies office during normal working hours, by twelve clear days prior to the day of the General Meeting
- 9.6 Where the Society believes on reasonable grounds (and has evidence to support such belief) that a member's contact details are not current, it shall not be necessary for the Society to send any notice (whether related to meeting or any other matter) to that member or to prove that any such notice was actually received by such member.

10. PROCEDURE AT MEETINGS

- 10.1 At all general meetings of the Society and meetings of the Runanga the Chairperson and in the Chairperson's absence the Deputy Chairperson or if that officer is also absent a member selected by the Runanga shall take the Chair.
- 10.2 When presiding at a meeting the Chairperson, Deputy Chairperson or selected member (as the case may be) shall have the following powers and duties.
- a) To keep order, conduct the business and decide all the points of order.

- b) Subject to Clause 13.1(a) to exercise a deliberative vote and in the case of equality of voting a casting vote also.
- c) To decide the order of business, to put motions and to declare the result of voting
- d) Generally to do and perform such other lawful things and acts as may be necessary to conduct the business of the meeting

10.3 No business at any meeting shall be transacted unless a quorum is presented.

10.4 Every member shall have speaking rights at general meetings.

11. QUORUM

- 11.1 a) At general meetings of the Society, 12 members personally present shall form a quorum.
- b) At Runanga meetings 5 Runanga members present or represented by their alternates elected under Clause 16.3 shall form a quorum.

Any meeting at which a quorum is not present may be adjourned by the members present to such day within one month as they may appoint.

12. DECISIONS

- 12.1 Except for the purpose of electing officers, constitutional amendments or the expulsion of a member or a Runanga member all decisions of the Society, or of the Runanga shall be decided by a majority vote.

13. VOTING

- 13.1 a) Only members aged 18 years or more shall be entitled to vote

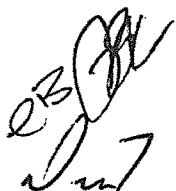
upon any motion at general meetings of the Society, if personally present or represented by proxy as provided in Clause 14.

- b) Every member shall be entitled to one vote except that the Chairman shall have a second or casting vote in the event of an equality of votes on any motion.
- c) Voting shall be by ballot or show of hands as decided at such meeting provided that any member may request that his or her vote be exercised on a postal vote in accordance with Clause 13.3.
- d) Except as expressly provided in these rules all motions shall be decided by a simple majority of those members present or voting by proxy.

13.2 a) Subject to Clause 13.1 and 13.3 members may exercise a postal vote on the following matters:

- i. The election of the Chairperson and Deputy Chairperson;
- ii. Alterations to these rules;

- b) Members may make a request to exercise a postal vote by written application to the Society's office not less than 5 clear days before the relevant meeting.
- c) Where any member requests a postal vote a numbered voting slip stating the business upon which the postal vote is to be exercised and providing on the slip a means of recording such vote shall be sent to that member at his or her address last noted in the records of the society. To be valid such voting slip must be returned to the Secretary not later than 5 pm on the day before the meeting at which the business referred to on the slip is to be dealt with.
- d) The Secretary shall open each postal vote returned and check the validity of the vote. In the event that the Secretary is not satisfied about the validity of any postal vote it shall be referred to the Chairperson for a ruling.

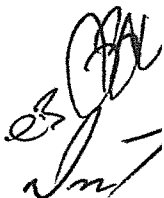


- e) The ruling of the Chairperson on the validity of any postal vote shall be final and binding.
- f) Valid postal votes shall be counted by scrutineers appointed for the purpose but if no scrutineers have been appointed the postal votes shall be counted by the Secretary and the Treasurer or by the Secretary/Treasurer and one other member of the Runanga and shall be added to the votes cast at the meeting for the purpose of declaring a result.
- g) Each of the scrutineers or other officers counting the postal votes shall sign a certificate that the requirements of this rule have been properly observed and the results of the postal vote count and such certificate shall be attached to the minutes of the meeting at which such postal votes were cast.

13.3 Postal votes shall not be counted in respect of any amendment which is proposed to a notice of motion or in respect of any amended notice of motion.

14. PROXY VOTING

- 14.1 a) Every member unable to be present at a general meeting may appoint as proxy another member or the Chairperson of the meeting to vote on his or her behalf.
- b) All proxies must be in writing in the form or to the effect as set out in this rule and must be in the hands of the Secretary two working days before the date of the meeting at which the proxy is to be exercised. On matters of elections and constitutional amendments, proxies must specify voting instructions, but on all other issues, proxies may allow voting choice at the discretion of the proxy holder.



I (full name) being a member of the Ngati Ranginui Iwi Society

(Incorporated) and residing at

hereby appoint to attend the

..... (specify) meeting to be held on

..... And to vote on my behalf on all motions

put to that meeting.

.....

(Witness) (Signature)

(a) This form to be used in favour of */against * motion(s) no

(b) Unless otherwise instructed the proxy will vote or abstain from voting as the proxy thinks fit

*Strike out whichever is not desired

15. OFFICERS

15.1 The Officers of the Society shall be:

- a) Chairperson and Deputy chairperson both to be elected for a term of three years at each Annual General Meeting of the Society. A retiring chairperson and Deputy-Chairperson shall be eligible for re-election.

15.2 Notice of nomination for the Officers of Chairperson and Deputy-Chairperson shall be given under Clause 17.1

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15.3 In the event that any candidate duly nominated should become unavailable for election due to unforeseen circumstances the Annual General Meeting may receive nominations for the vacant office up to the time that the election is due to take place.

15.4 Any officer of the Society shall vacate his or her office and be deemed to have vacated that office if such officer:

a) Gives 1 month's written notice of intention to resign; or

b) Becomes bankrupt or insolvent;

c) Is convicted of an indictable offence; or

d) Becomes a mentally disordered person within the meaning of the Mental Health Act 1969; or

e) Dies; or

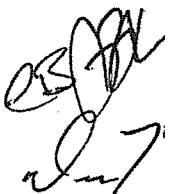
f) In the opinion of all other members of the Runanga so expressed by formal resolution is for any reason unfit to carry out his or her duties as an officer of the Runanga.

15.5 No marae representative or alternate may also hold office as an officer of the Society.

16. RUNANGA

16.1 The management, administration and control of the affairs of the Society shall be vested in a Runanga ("the Runanga") which shall have and may execute all powers and do all acts and things which are within the Society's power.

16.2 The Runanga shall liaise on behalf of the Society with such other



organisations and people on all matters that it considers appropriate in relation to the objects of the Society.

- 16.3 a) The Runanga shall consist of the Officers of the society together with 1 (one) representative of each traditional Marae of Ngati Ranginui Iwi. No person who is not a member of Ngati Ranginui Iwi may be appointed as a Marae representative. Marae representatives shall be appointed for a maximum of 3 (three) years and be eligible for re-election at a general meeting of the Marae which may at the same time appoint an alternate representative to attend and vote at Runanga meetings if the Marae representative is unable to attend. Subject to Clause 16.7, each Marae representative shall hold Office until replaced by the Marae which she or he represents. The Runanga may seek such assurance as it deems necessary to be satisfied that each Marae representative and alternates have been appointed under a fair and open process in which all members of each Marae have been able to participate. In the event of any dispute as to representation of a Marae the dispute shall be referred back to the Marae concerned. Following such reference back, the decision of a properly conducted general meeting of the Marae concerned shall be final. No member of the Runanga whose status as a Marae representative or an alternate is in dispute shall take part in any decision of the Runanga whilst such dispute remains unresolved.
- b) Provision shall be made by Hapu/Marae for proxy and postal voting.
- c) Hapu/Marae must be able to demonstrate a process which is open and contestable and which, through public notification, reasonably affords members the opportunity to participate and make notifications.

16.4 The Runanga shall meet:

- a) Immediately following the Annual General Meeting for the purposes of appointing an Auditor and agreeing on a procedure for carrying out its functions; and
- b) At an appropriate time to determine the date of the next Annual General Meeting and to prepare reports and business to be brought forward at the meeting; and
- c) At such other times as may be necessary for the proper conduct of the affairs of the Society.

16.5 The Runanga shall conduct its meetings by following the procedure set down in Clauses 10 and 11 with amendments as appropriate.

16.6 a) The Runanga shall have the power to appoint a member to fill any vacancy among the Officers. Any Officer so appointed shall retire at the next Annual General Meeting but shall be eligible for election as Chairperson or Deputy Chairperson at such meeting.

16.7 A member of the Runanga shall cease to be such in the following Circumstances:

- a) If that member is absent from 4 consecutive Runanga meetings or absent from New Zealand for a continuous period of 12 months, without first being granted leave by the Runanga and a resolution is passed under paragraph d. following.
- b) By resignation in writing given to the Secretary.
- c) By expulsion, on the motion of 4 other Runanga members and if the Runanga decides by a 4/5's majority of those present at the meeting called.

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The grounds of such expulsion shall be wilful disobedience of the Rules of the Society or such other action as is in the opinion of the Runanga prejudicial to the interests of the Runanga or if that member has unsatisfactorily carried out required duties. Before the voting the member in question shall first be given the opportunity to be heard.

- d) By a 2/3 majority of those members present or voting by proxy at a general meeting of the Society called for the purpose of considering the expulsion of that Runanga member. A requisition under Clause 8.1.b shall be delivered to the Secretary before such a general meeting may be called. Before the voting the member in question shall first be given the opportunity to be heard.
- e) In the case of a Marae representative if the Marae which he or she represents notifies the Runanga in writing signed by a duly authorised member of that Marae that such person no longer represents that Marae.

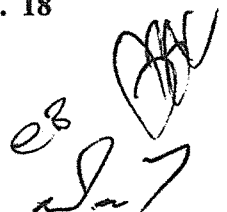
16.8 The traditional marae of Ngati Ranginui Iwi are:

Tuapiro
Tawhitinui
Paparoa
Tutereinga
Poututerangi
Te Wairoa
Peterehema
Huria
Waimapu
Hairini

17. NOMINATIONS AND APPOINTMENTS

17.1 Nominations for the position of Chairperson and Deputy-Chairperson of the Society shall be in writing signed by the proposer and seconder and by the

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person nominated and shall be delivered to the Secretary not later than 5 clear days before the Annual General Meeting.

- 17.2 Nominations for the elections of officers shall not be received from the floor of a meeting unless there are no nominations made in accordance with Rule 17.1

18. COMMITTEES

- 18.1 The Runanga may from time to time appoint committees to manage separate parts of its undertaking, or to carry out any administrative functions. Sub-committees shall report to the Runanga by submitting copies of minutes of meetings held and otherwise as required by the Runanga. The Runanga and Committees may invite non-members of the Society to join them in an advisory capacity but such persons shall have no vote.
- 18.2 Each committee appointed by the Runanga shall be responsible to the Runanga for the formulation, management and accurate reporting upon a plan of its intended activities for each year with an accompanying estimate of income and expenditure for the carrying out of such plan. The Runanga may at any time require such amendments to a committee plan or budget as it sees fit. Each committee shall immediately report to the Runanga upon any significant change of or divergence from its plan or estimate.

19. COMMERCIAL ENTITIES

- 19.1 Without limitation of its powers under Clause 4.1 c iv and ix, the Runanga may establish commercial entities to administer assets of a commercial nature.
- 19.2 The entities shall be responsible to the Runanga for the formulation, management and accurate reporting upon a plan of its intended activities for each year with an accompanying estimate of income and expenditure for the

carrying out of such a plan. Each entity shall immediately report to the Runanga upon any significant change of or divergence from it plan or estimate.

- 19.3 The entities shall report to the Runanga by submitting quarterly reports on their activities and submitting annual General Meeting reports and audited financial reports.

20. COMMON SEAL

- 20.1 The Common Seal of the society shall be that approved by the Runanga which shall be responsible for the safe custody and control thereof.
- 20.2 Whenever the Common Seal of the Runanga is required to be affixed to any deed, document, writing or other instrument the seal shall be affixed pursuant to a resolution of the Runanga or of the Society in general meetings by the Chairperson or the Deputy Chairperson and any other 2 members of the Runanga thereby authorised to affix the seal and the persons so affixing the seal shall at the same time sign the document to which the seal is so affixed.

21. CONTROL AND USE OF FUNDS

- 21.1 All moneys received by or on behalf of the society shall forthwith be paid to the credit of the Society in an account with a trading or savings bank as shall from time to time be fixed by the Runanga and all cheques and withdrawals drawn on such accounts shall be signed jointly by any 2 of the chairman, Deputy Chairman, Secretary or Treasurer, Secretary/Treasurer or other authorised persons.
- 21.2 No distribution of the funds of the Society shall be made under Clause 4.1.d iii unless:



- a) The Runanga is satisfied that the Society is solvent and will remain solvent after any such distribution is made.
- b) The Runanga has considered and given directions regarding the proportionate share of such distribution which hapu and/or marae shall receive. In the exercise of its discretion the Runanga shall consider the source of the funds to be distributed and the relative degree of affiliation to Ngati Ranginui Iwi of the proposed recipient hapu or marae; and
- c) The Runanga has received such assurances or other information as it considers appropriate from the proposed recipient hapu or marae with regard to the application of such funds.

22. AUDIT

- 22.1 The accounts of the Society will, as soon as practicable after the end of the financial year, be audited by a chartered accountant who shall be appointed under Clause 16.4 immediately following each annual General meeting and who shall not be a member of the society. A vacancy occurring in the office of auditor during any year shall be filled by the Runanga.

23. DISSOLUTION

- 23.1 The Society may be put into liquidation in accordance with section 24 of the Act.
- 23.2 Upon the liquidation of the Society, the surplus assets after payment of liabilities and the expenses of the winding up shall be given or transferred to a charitable organisation or body having similar objects or some other charitable purpose within New Zealand, approved by the members at the meeting at which a resolution to appoint a liquidator is passed or in any other case by the Registrar of Incorporated Societies or the High Court as the case may be.



24. INTERPRETATION

24.1 In these rules unless the context otherwise requires:

“Act” means the Incorporated Societies Act 1908.

“Society” means the Ngati Ranginui Iwi Society formed by these rules.

“Runanga” means the Runanga established pursuant to Rule 16.

“Rules” means these rules or any other rules of the Society for the time being in force and;

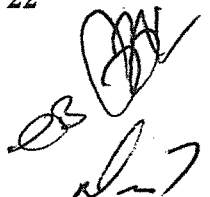
“Rule” has a corresponding meaning.

“General Meeting” includes Annual General Meeting.




“Marae Representative” means a person appointed to the Runanga by a marae under Clause 16.3 and includes an alternative marae representative.

25. INDEMNITY

25.1 The members of the Runanga and the other officers and employees of the society shall be indemnified jointly and severally out of the Society funds against any liability incurred by them in defending any proceedings whether civil or criminal taken against them by reason of their actions in relation to or connected with the affairs of the society in which they are acquitted or in which relief is granted to them by the Court in respect of any negligence, default, breach of duty or breach of trust.



25.2 We, the 3 persons whose names and descriptions are written below certify that we are members of the Ngati Ranginui Iwi Society Incorporated. The foregoing rules were adopted as the amended Constitution and Rules of the Society on 30th October 2011.

Name & Address	Signature	Office Held
Carlton Bidois 9 Pitua Rd, Te Puna		D.C.
Joa Yata 2 Te Atatu Pl Tudaea.		B.M.
HUIKAKAIKI 240 WAIKANA RD ORORI RD - ICA -		Chair.

