

MANUREWA MARAE INCORPORATED (2181025)



**MANUREWA
MARAЕ**

CONSTITUTION AND CHARTER

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1. NAME

1.1 The name of the Society shall be **Manurewa Marae Incorporated** hereafter known as “Manurewa Marae”

2. LOCATION

2.1 By Gazette Notice No. 132 (p.2928) dated 2 August 1984 the land described as Lot 211, Deposited Plan 83935, being portions of Clendon’s Grant comprised in Certificate of Title, Volume 40B, Folio 446 (North Auckland Registry) was set apart as a Maori reservation for the purpose of a marae site for the common use and benefit of the people of Manurewa.

2.2 The physical address of Manurewa Marae is 81 Finlayson Avenue Manurewa.

3. LEGAL STATUS

3.1 Manurewa Marae was incorporated as Manurewa Marae Trust Board 2008 Incorporated pursuant to the Incorporated Societies Act 1908 on 13 October 2008 and as a charity and has had a Charter pursuant to the Maori Reservations Regulations 1994 since 2012.

4. REGISTERED OFFICE

4.1 The registered office of Manurewa Marae is located at 81 Finlayson Avenue, Manurewa, PO Box 88-161, Clendon.

4.2 The Secretary shall notify the Registrar of Incorporated Societies and the Registrar of the Maori Land Court of any change to location of the registered office

5. PRINCIPLES OF MANUREWA MARAE

5.1 Ko au te marae, ko te marae ko au

5.2 Reciprocity in action. Awhi mai awhi atu. Mahia te mahi

5.3 Te kawa no Waikato me Waiohua, the protocols and etiquette of Waikato and Waiohua

5.4 Aroha ki te Tangata. Compassion for the people

5.5 Kia mai ki nga Taonga. Resolute to the ancestral gifts

5.6 Tuturu ki nga Tikanga. Hold firm to the traditions

5.7 Pono ki te Kaupapa. True to the cause

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6. TE TIRITI O WAITANGI

6.1 In carrying out the objectives, the members and the Trustees of Manurewa Marae shall:

6.1.1 Uphold Te Tiriti o Waitangi (the Treaty of Waitangi)

6.1.2 Recognise and honour Te Tiriti o Waitangi and the status of Tangata/Mana Whenua (the people of the land).

7. OBJECTIVES

The objectives of Manurewa Marae are:

7.1 To be a place where Maori can rise tall in oratory, weep for their dead, house their guests, have their meetings, hakari, weddings and reunions, sing and dance, hold wananga, seminars, conferences and workshops and any other activity beneficial to Manurewa Marae;

7.2 To ensure that Manurewa Marae is a place that is welcoming, friendly and readily accessible to the community;

7.3 To upgrade, beautify and maintain Manurewa Marae and its facilities to provide a vibrant community hub, particularly for those seeking a “Marae away from their home Marae”.

7.4 To acknowledge all kaumatua and kuia for the purpose of:

7.4.1 Kaumatua and Kuia presence at Manurewa Marae.

7.4.2 To support and advise Manurewa Marae on matters of Tikanga.

7.5 To support and raise awareness of historical and cultural sites located within the Manurewa district and to support initiatives to protect such sites and their taonga.

7.6 To foster and develop the successful participation of the community in education, health, housing, recreational, social development, cultural and any other activity beneficial to the community.

7.7 To promote and enhance te reo Maori and tikanga Maori through a range of initiatives.

7.8 To enhance the holistic approach of Maori well being.

7.9 To promote and develop relationships with similar organisations and communities to promote and advance the objectives of Manurewa Marae.

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- 7.10 To promote networking among the members of Manurewa Marae which may include:
- 7.10.1 Disseminating/sharing information
 - 7.10.2 Providing support to like minded entities
 - 7.10.3 And any other activity deemed appropriate by the Trustees of Manurewa Marae
- 7.11 To promote and foster whakawhanaungatanga and mutual support amongst its members.
- 7.11.1 To acquire assets and resources for the purpose of achieving “the Society” vision and mission statement.
 - 7.11.2 Develop initiatives to acquire a secure financial resource base to support the objectives of ‘the Society’.
 - 7.11.3 To promote awareness of the roles of the executive members both generally and specifically.
- 7.12 To engage in initiatives that will provide value and benefit to ‘the Society’ and the community.
- 7.13 To engage with ‘the Society’ members and the community to fulfil contracts for services for the benefit of ‘the Society’ and its objectives.

8. POWERS OF TRUSTEES

- 8.1 To apply for grants or loans towards the cost of buildings and properties related to establishment, construction, operationalisation, management, maintenance, repairs and improvements relevant to the needs of Manurewa Marae and/or the community.
- 8.2 To enter into contracts for service or arrangements in order to meet the objectives and principles of Manurewa Marae.
- 8.3 To authorise activities and use of facilities of Manurewa Marae.
- 8.4 To apply to the Court for any directions or orders in relation to Manurewa Marae as a Maori reservation or in respect of the powers and obligations of the trustees under the Maori Reservations Regulations or Trustee Act.
- 8.5 To appoint advisors, where necessary.

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- 8.6 To appoint a Chief Executive who is responsible for oversight of the operations of Manurewa Marae and to undertake matters outlined in the Annual Plan.
- 8.7 The Trustees shall have power to appoint sub committees from among its members and to co-opt any member of Manurewa Marae or community to be members of such sub committees PROVIDED that the co-opted sub committee members shall be fewer in number than the duly elected trustees on the sub committee. Recommendations of any sub committee shall not be binding on Manurewa Marae unless they are adopted by the trustees, or by resolution at a General Meeting, if required.
- 8.8 To do all such other things as in the opinion of the members of Manurewa Marae may further the objects and the principles of Manurewa Marae.

9. CODE OF CONDUCT

- 9.1 All members must comply with Manurewa Marae Code of Conduct.
- 9.1.1 All discussions and actions will be conducted in the spirit of and mindful of the objectives and principles of Manurewa Marae.

10. MEMBERSHIP

- 10.1 Any person, over 18 years old may become a member of Manurewa Marae in one of the following categories:
- 10.1.1 Financial Member – upon payment of the membership fee any resident of Manurewa or any person of Maori descent has one (1) vote.
- 10.1.2 Associate Member – a person not of Maori descent who lives outside Manurewa but supports the objectives and principles of Manurewa Marae but does not hold any voting right.
- 10.1.3 Life Members - a person nominated by the Trustees and approved at the Annual General Meeting being persons who are acknowledged for their contribution or relationship with Manurewa Marae. A life member has one (1) vote.
- 10.2 Membership is conditional upon payment of the relevant membership fee, which shall be decided at the Annual General Meeting of Manurewa Marae.
- 10.3 Manurewa as a district is defined by the electoral boundaries of the general electorate of Manurewa; and the area defined within the Maori electorate of Tamaki Makaurau as Manurewa; and the area defined by the boundary of the Manurewa Local Board of Auckland Council.
- 10.4 Membership will terminate if membership conditions are not met or on receipt of written resignation by the Secretary PROVIDED that resigning members shall remain liable for the payment of any outstanding membership fees.

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- 10.5 Membership shall cease if in the opinion of the Trustees a member has contravened or refused to comply with the rules of Manurewa Marae or so injured Manurewa Marae, as to warrant the termination of membership PROVIDED that the Trustees shall not terminate membership without giving the member a reasonable opportunity to appear before them, or make submissions to them, to show why membership should not be terminated.
- 10.6 Membership term for financial members, will be for a three (3) year period.

11. OFFICERS OF MANUREWA MARAE

- 11.1 The Trustees of Manurewa Marae shall be the Officers of Manurewa Marae and shall include a Chairperson, Deputy or Co-Chairperson, a Secretary, a Treasurer and up to five (5) other trustees. All officers must be financial members of Manurewa Marae.
- 11.2 The quorum for a Trustee meeting shall be half of the number of trustees plus one (1).
- 11.3 The Chairperson shall hold office for not more than six (6) consecutive years.
- 11.4 The Chairperson shall be elected at the first meeting of trustees following the Annual General Meeting as well as such other officers as the trustees see fit. The trustees shall be accountable to the members for the implementation of policies and for the governance of Manurewa Marae.
- 11.5 Any member of Manurewa Marae shall be eligible to stand for election as a trustee.
- 11.6 If for any reason a vacancy arises in the office of Chairperson, then the Deputy or Co-Chairperson shall fulfil the role of Chairperson until the end of the current term. If for any reason, the Deputy or Co-Chairperson is unable or unwilling to fulfil the role of Chairperson, the Trustees shall elect a person to fulfil the role of Chairperson for the remainder of the term of office.
- 11.7 Vacancies in membership of the officers of Manurewa Marae shall not prevent it continuing to exercise all powers provided there is a quorum of the Trustees, being 50% + 1 of the Trustees.
- 11.8 The Chairperson or any person or persons appointed by the Trustees shall represent Manurewa Marae at any hui to which Manurewa Marae has been invited.
- 11.9 The Chairperson, or in the absence of the Chairperson, the Deputy or Co-Chairperson or in the absence of both, such person elected at the commencement of the meeting for that purpose, shall chair all General Meetings and all meetings of the Trustees. The Chairperson or such person

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who is acting in the role of Chairperson of the meeting shall present an Annual Report on the affairs of Manurewa Marae at each Annual General Meeting. The Chairperson of any meeting shall have a casting vote.

- 11.10 No Trustee may receive or obtain any pecuniary gain or advantage in relation to his or her role as a trustee of Manurewa Marae and cannot be an employee of the Manurewa Marae.
- 11.11 A Trustee will be removed for the following reasons:
 - 11.11.1 The trustee submits a written resignation to the secretary of the marae trust board;
 - 11.11.2 The trustee dies;
 - 11.11.3 The trustee is absent from 3 consecutive trust board meetings without good reason and without giving an apology;
 - 11.11.4 The trustee brings the name of the Manurewa marae and the trust board into disrepute;
 - 11.11.5 The trustee is convicted of a crime of dishonesty while a member of the trust board;
 - 11.11.6 The trustee is declared bankrupt.

12. ANNUAL AND SPECIAL GENERAL MEETINGS

- 12.1 The Annual General Meeting of Manurewa Marae shall be held prior to October each year or at any other time deemed appropriate by the Trustees.
- 12.2 The Annual General Meeting shall be chaired by the Chairperson or in his/her absence the Deputy or Co-Chairperson or in the absence of both then the person elected by those present at the commencement of the meeting for that purpose. If any person is elected for the purposes of acting as Chairperson of the meeting that person shall hold office until the election of a Chairperson or a Deputy or Co-Chairperson and thereupon such person shall assume the chair of such meeting.
- 12.3 Twenty-one (21) days written notice of every Annual and Special General Meeting shall be given to members of Manurewa Marae by copies of the notice being sent to each member either electronically or by fax or mail or by advertising in the local newspaper.
- 12.4 The business of the Annual General Meeting shall include the Chairperson's Report, the Annual Report, Statement of Accounts and Auditors Report, Election of Officers, Motions of which proper notice has been given, Chief Executive's Report, Appointment and/or confirmation of Auditor and Solicitor and General Business.
- 12.5 Any member wishing to give notice of a motion for consideration must forward written notice to the secretary not less than 14 days before the meeting.
- 12.6 A Special General Meeting may be held at the request of 25% of total members (Financial and Life Members), or as a result of the Trustees decision

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to deal with any matter PROVIDING twenty-one (21) days' notice has been given. Special General Meetings shall be chaired in the same manner as Annual General Meetings.

12.7 25% of total members (Financial and Life Members) of Manurewa Marae shall constitute a quorum for any Annual General Meeting or Special General Meeting.

12.8 If there are more than two (2) positions to be filled on the board, then a Special General Meeting must be held to fill the positions. The board may co-opt a trustee only when there is one position available to be filled and are a financial or life member and have the relevant skills required for the position. The community should always receive notice of the appointment.

13. ELECTION OF OFFICERS

13.1 Election Procedures:

13.1.1 To be held every three (3) years.

13.1.2 Financial members and Life members can make nominations.

13.1.3 Nominees must be able to fulfil number 6 of the Duties of trustee Maori Reservations Regulations 1994.

13.1.4 After the closing of nominations if there are more nominations received than the number of vacancies advertised, then voting papers will be provided for the election.

13.2 Election Timetable

Process	Date and Time Frame
Appoint Returning Officer	At least 49 days before election day
Call for nominations	At least 21 days before election day
Close of nominations	At noon, 14 days before election day
Issue voting papers and booth	Voting papers and booths are open 9am – 12pm of voting day
Close poll	Voting closes at 12pm on election day
Count votes	After the poll closes on election day
Lunch	To be provide after poll closes 12.30pm on election day
Declare results to Chairman of the Board	After the counting of votes, and after checking and scrutinising the results
Results declared	Announce results publicly post lunch
Published Notification	Publish Board composition 14 days post election day

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14. VOTING

- 14.1 Decisions at Annual General Meetings or Special General Meeting of Manurewa Marae shall be reached by resolution moved and seconded by financial and life members in attendance. The names of the movers and seconders shall be recorded in the minutes of the meeting.
- 14.2 Decisions at all meetings of Manurewa Marae shall be subject to a possible casting vote by the Chairperson where applicable or be reached by a simple majority either declared by the Chairperson on the voices or if called for by any financial or life member on a count of hands.
- 14.3 Only financial members and life members can vote. Associate members do not have any voting rights.
- 14.4 No proxy voting is permissible.

15. FINANCE

- 15.1 All monies received by Manurewa Marae shall be banked at a bank appointed by the Trustees in the name of Manurewa Marae.
- 15.2 Cheques drawn on Manurewa Marae funds and electronic transfers shall be signed or authorised by the Treasurer and one of two other signatories nominated by the Trustees.
- 15.3 The Treasurer shall prepare for presentation to the Annual General Meeting Audited Statements (if required) of Account including a Statement of Financial Position and Statement of Financial Performance, managed by Manurewa Marae and any special accounts of Manurewa Marae. These Statements of Account shall be available on request to all members of Manurewa Marae at the time of publication of the notice calling the Annual General Meeting.
- 15.4 The financial and accounting year of Manurewa Marae shall commence on the first day of July and end on the last day of June in the same year.

16. MEMBERSHIP FEE

- 16.1 The annual membership fee payable by financial members and date for payment shall be set at the Annual General Meeting.

17. COMMON SEAL

- 17.1 Manurewa Marae shall have a common seal which shall be held by the Secretary and produced by him/her for affixing as required. The common seal of Manurewa Marae shall be affixed to any document following a resolution of the Executive Trustees.

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18. WINDING UP

- 18.1 Manurewa Marae shall be dissolved if a Special General Meeting called for this purpose so resolves by a majority of those financial members attending and constituting a quorum.
- 18.2 Such dissolution shall not take effect unless at a subsequent General meeting called for that purpose (such meeting to be held not earlier than 30 days after the date of the meeting which resolved to dissolve Manurewa Marae) it is confirmed by resolution carried by a simple majority of those financial members present, entitled to vote and constituting a quorum of members.
- 18.3 In the event of such dissolution all Manurewa Marae property, real and personal, shall pass to the Trustees to be held for any Society which may be in existence or formed as an Incorporated Society with similar objectives and principles.
- 18.4 Any voluntary winding up or dissolution of Manurewa Marae shall be carried out in accordance with the provisions of the Incorporated Societies Act 1908.
- 18.5 No distribution of surplus property of assets of Manurewa Marae following a winding up shall be made to any person or body which does not have charitable status within the laws of New Zealand.

19. DISPUTE RESOLUTION PROCESS

- 19.1 In the event of a dispute the following process will be followed:
- 19.1.1 The Chairperson will meet with the affected party/parties
 - 19.1.2 All parties meet with kuia/kaumatua
 - 19.1.3 A Special General Meeting will be held
 - 19.1.4 A meeting will be held with an agreed external mediator
 - 19.1.5 If necessary, an application will be made to the Maori Land Court
- 19.2 Where any difference arises as to the interpretation of this constitution, the advice of the Manurewa Marae Solicitor shall be obtained in writing by the Trustees.

20. ALTERATION OF RULES

- 20.1 All or any of the rules of Manurewa Marae may be changed by a majority vote of members attending a Special General Meeting or Annual General Meeting called for this purpose provided all members have been given notice of the time and venue of such meeting and provided there is present a quorum of members.
- 20.2 No amendments shall be permitted which would in any way alter the objectives of Manurewa Marae or alter its charitable status.

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21. CHARITABLE STATUS

- 21.1 Manurewa Marae shall at all times be a charitable body within the laws of New Zealand and no power in these rules shall be exercised so as to negate the charitable status of the 'the Society'.
- 21.2 Manurewa Marae may substantively operate within New Zealand and may from time to time explore international opportunities.
- 21.3 No officer or member shall be entitled to any remuneration of profit except for reimbursement for reasonable expenses incurred in carrying out the objectives of Manurewa Marae if the Trustees so resolve.

22. JURISDICTION

- 22.1 Manurewa Marae shall at all times operate within the statutory laws of New Zealand.

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