



www.societies.govt.nz | 0508 SOCIETIES | 0508 762 438

Post your completed form to: Companies Office, Private Bag 92061, Victoria Street West, Auckland 1142

Application to incorporate a society

Sections 7 and 21, Incorporated Societies Act 1908

i The society's name must end with the word **Incorporated**

The name cannot be the same as any other society, company or organisation. Check existing society and company names for free by doing a **Register Search** online at www.societies.govt.nz and www.companies.govt.nz

The Companies Office will endeavour to process your application form on the day it is received.

Except where specifically noted, the details you provide on this form (including details and signatures of the members and witnesses provided with this application) will be made publicly available on the Societies and Trusts Online website.

2554216

1. Name of society *The Battle of Orakau*

*The Orakau National War Memorial Heritage Society
Incorporated*

2. Address of registered office

This address must be a physical address and NOT a PO Box, Private Bag or Document Exchange address.

*2 View Road
Te Kuiti 3910*

3. Addresses for communication

Postal address (this can be a PO Box address) to which communications from the Registrar may be sent. The Registrar may also contact the society by email. **Note | The email address you provide here will not be publicly available.**

Postal address

As above

Email address (optional)

P# 18

21 OCT 2011

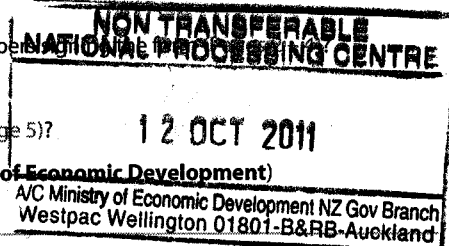
4. Annual General Meeting (AGM) month

The society's annual general meeting will usually be held in the month of:

OCTOBER

5. Checklist before filing your application

- Have you checked that the society's name is available by conducting a Register Search at www.societies.govt.nz and www.companies.govt.nz?
- Has the application form been signed by 15 members of the society (Pages 2-4)?
- Have all the signatures been witnessed by someone who isn't one of the 15 members?
- Is a copy of the society's endorsed rules attached to the application?
- Has an officer of the society or a solicitor completed the attached certification (Page 5)?
- Is the fee of NZ\$102.22 included? (Cheques should be made payable to **Ministry of Economic Development**)



6. Your contact details

Name and postal address

As above

Email (optional)

Telephone

*07 878 7333 Work
07 878 6825 Home*

Application to incorporate a society (continued)

Name of society

Heritage

Date

The ~~O-Roahan National War Memorial~~ Society Incorporated

27th August 11

10 Battle of

We, the undersigned persons, whose names are subscribed hereto, being members of the above-mentioned society, hereby make application for the incorporation of the society under the provisions of the Incorporated Societies Act 1908.

7. Witnesses

If there is more than one witness to the members' signatures, each witness should complete the appropriate witness fields.

Tick here if there is only one witness to all 15 members' signatures. In this case the witness should only complete the first set of witness fields.

10

Louis Paerata
59F Insoll Ave,
Hamilton

Paerata

Chris Barlow
45 Ailea St, Tekuiti 3910

Inobbarlow

8. Members 1-4 (Note: Details of other members are continued on the next page)

Witnessed by

11

1 Name

Kemp Adrian Paerata

Signature

Paerata

Address

62 ROTONGAIO Road Waitahanui

1 Name

Paerata Te Anhina

Signature

Paerata

Address

59F Insoll Ave, Hamilton

12

2 Name

HEPINA ASHCROFT

Signature

Paerata

Address

30A OLIVER St KIHIKIHI

2 Name

Te Anhina Paerata

Signature

Paerata

Address

59F Insoll Ave, Hamilton

13

3 Name

Jane Heterina Haina

Signature

Paerata

Address

12 Balance St Kihikihī

3 Name

Te Anhina Paerata

Signature

Paerata

Address

59F Insoll Ave, Hamilton

14

4 Name

Greg Clarke

Signature

Paerata

Address

257A Taharapa Rd Taupo

4 Name

Te Anhina Paerata

Signature

Paerata

Address

59F Insoll Ave, Hamilton

15

F P Gloyne

F Gloyne

727 Fairview Rd Te Anau mutū

Chris Barlow

45 Ailea St Tekuiti 3910

Inobbarlow

Application to incorporate a society (continued)

Name of society

The ~~O-Raakan National War Memorial Society Incorporated~~ ^{Heritage}

Date

27th August 11

~~With effect from 1 July 2006, the Incorporated Societies Act 1908 has been replaced by the Incorporated Societies Act 2005. This form is to be used with the Incorporated Societies Act 1908.~~

2. Members: 1-10 (names, details of each member are continued on the next page)

Witnessed by ~~Chris Barlow~~ (an one witness)

~~45 Pilsa St Te Kuiti 3910~~
Signature ~~Chris Barlow~~
5 Name ~~Louis Paerata~~ Signature ~~[Signature]~~
Address ~~59 F Insoll Ave, Hamilton~~

4

5 Name Nikki Paerata Signature N. Paerata
Address 62 Rotongiro rd Waitahanui

5

6 Name Peter Fraser Signature [Signature]
Address 103 Lyon St Kihikihiki Kihikihiki Citizens - Rakapapa

6 Name Te Auhira Paerata Signature Paerata
Address 59 F Insoll Ave, Hamilton

6

7 Name Maia Muraaki Signature [Signature]
Address 106 Lyon St Kihikihiki

7 Name Te Auhira Paerata Signature Paerata
Address 59 F Insoll Ave, Hamilton

7

8 Name Mahe Muraaki Signature [Signature]
Address 106 Lyon St Kihikihiki

8 Name Te Auhira Paerata Signature Paerata
Address 59 F Insoll Ave, Hamilton

8

9 Name EDITH HAZEL BARNES Signature Ed/Barnes
Address 1 KAY RD, R.D.1, PUAKU, TE AWAMUTU.

9 Name Te Auhira Paerata Signature Paerata
Address 59 F Insoll Ave, Hamilton

9

10 Name Te haurapu Newton Signature [Signature]
Address 1452 Kihikihiki Rd, Kihikihiki (T.A)

10 Name Te Auhira Paerata Signature Paerata
Address 59 F Insoll Ave, Hamilton

Application to incorporate a society (continued)

Name of society

Heritage

Date

The O'Rourke National War Memorial Society Incorporated

27th August 11

of Battle of

7. Members

1

Name

Chris Barlow

Signature

Chris Barlow

Name

F. P. Gloyne

Signature

Inbbaulaw

Address

2-Vien Rd Te Kuiti

Address

727 FAIRVIEW RD TE ANAMUTI 3800

X

12 Name

~~E. James Tahara~~

Signature

12 Name

Signature

Address

~~18 Tangiateatutahi St.
Ngauru. R.D. 4. Rotorua~~

Address

X

13 Name

~~Kaiawhiri Tahara~~

Signature

13 Name

Signature

Address

~~18 Tangiateatutahi St
Ngauru R.D. 4, Rotorua.~~

Address

2

14 Name

ie Mirunga Paeta

Signature

14 Name

Chris Barlow

Signature

Inbbaulaw

Address

1104 Hazelwood Cr Te Anamu

Address

45 Ailsa St. Te Kuiti 3910

*

15 Name

~~ie Mirunga Paeta~~

Signature

15 Name

Signature

Address

~~59 E. Massey Ave, Hamilton~~

Address

3

115 Starnes St, ETham,
Taranaki

Chris Barlow

Inbbaulaw

45 Ailsa Street Te Kuiti 3910

Battle of
Name of society

The Ab-Ra-Kan National War Memorial Heritage Society Incorporated

9. Certificate

The certificate must be completed by an officer of or solicitor for the society who should also sign the first page of the rules that are being submitted.

I certify that:

- (i) a majority of the members have consented to the application; and
- (ii) the rules that are endorsed with the application are the rules of the society.

Name

Thia Priestly

Position

General Secretary

Signature

Thia Priestly

Date

7th September 2011

What must be included in your rules?

Section 6 of the Incorporated Societies Act 1908 requires that a society's rules include the following:

- The name of the society (ending with the word Incorporated)
- The objects for which the society is established
- How people become members of the society and cease being members of the society
- How meetings of the society will be called and held and how voting will take place
- How officers of the society will be appointed
- Control and use of the common seal
- How the society's funds will be controlled and invested
- The powers (if any) that the society has to borrow money
- How any property of the society will be distributed in the event of the society being wound up
- How the rules of the society can be altered.

THE BATTLE OF O-RAKAU HERITAGE SOCIETY INC

CONSTITUTION

27th August 2011



Handwritten signature and date: 10/10/11

ACKNOWLEDGEMENT

It is important that this founding document recognises the sacrifices made by the innocent men women and children of the many Whānau and hapū who fought and fell on the forgotten and bloodied battle fields across Aotearoa during the dark days of our Nations' Colonial period. These stalwart heroes of Māoridom fought not for economic nor political gain, theirs was a fight to protect their way of life, their lands and their allies lands from acts of War perpetuated upon them by Colonial politicians, businessmen, their friends and colleagues in positions of political and social influence.

Against superior odds and advanced technology, these many hundreds of patriots and heroes were felled by the barrel of the English carbine, by Artillery fire by the blade of the sword and the shaft of the bayonet. They stood and fought against oppression and ethnocide and the loss of their beloved way of life. Recognition for the sacrifices and memorials to the deeds of these patriots are few and far between in Aotearoa. Where such memorials exist they are mostly un-kept, crumbling and seldom visited. The official school history books and education curriculum have all but expunged their names and deeds from the Nations memory. They have become as a result, forgotten.

Putting right a moral and social injustice perpetrated upon these patriots both Māori and European drove the founders of this Society to act and take responsibility when others would not. It is to immortalize the deeds, remember the sacrifices, make public the names of these heroes and their contribution to our nation building, that this Society exists.

MAY THEY FIND PEACE - KNOWING THAT WE WILL REMEMBER THEM

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1. NAME

The name of the Society shall be "THE BATTLE OF O-RĀKAU HERITAGE SOCIETY INCORPORATED" hereinafter referred to as the "Society".

2. INTENT

The Society is a group of individuals who share a common desire and vision embedded in the belief that our Nations indigenous cultural heritage can and should be preserved for future generations. The particular interest of the Society involves the care, preservation and promotion of the O-Rākau Battle Site and the story and interpretation of the O-Rākau Battle itself. We are also committed to promoting the idea of a "NATIONAL DAY OF REMEMBRANCE" set aside to honour and memorialise all tuupuna (ancestors) who died protecting their rights enshrined in the Treaty Of Waitangi and the Imperial and Colonial Soldiers who also fell during our nations darkest days. These patriots were and remain our Nations "FORGOTTEN HEROES"

3. PURPOSE

The overall purpose of the Society is;

"To inspire visitors who come to O-Rākau to learn and experience the uniqueness, depth and beauty of indigenous Māori culture and history of Aotearoa, transforming minds while sowing the seeds of inter-cultural respect, understanding and social justice".

4. VISION

The vision the Society aims to achieve fifty years from the date of its establishment, articulates how and why we exist and what changes we want to bring about in the wider community.

“In the future, Aotearoa (New Zealand) will be a place where the history of tangata whenua, their place in the building of our Nation, their heroic deeds and sacrifices will be held in high regard by all citizens.

In the future, schools and tertiary learning centre’s, social, commercial, political and religious institutions large and small, urban and rural communities openly accept and acknowledge, the significant contribution Māori have made and continue to make to the building of our modern state. Our Society is leading the way in bringing about this mature mindset. As a catalyst for social change, we challenge obsolete beliefs and temper these with facts, we explore emerging knowledge frontiers, create new narratives, empowering realities and exciting futures”.

5. MISSION

“We exist to protect the hallowed grounds, tuupuna remains and story of O-Rākau . Our aim is to promote public understanding of the causes and affects of the battle on the lives and life chances of the Māori defenders and their descendants, through public education and experiential learning. We are also interested in telling the stories of other important battles across Aotearoa where Māori fought and died for their rights under the Declaration of Independence of 1853 and Te Tiriti O Waitangi of 1864.

We act as the conscience and memory of the Nation who has all but forgotten the sacrifices made by Māori during the Colonial Wars. Our core business is building inter-cultural respect, understanding and social justice. Telling stories of heroism, courage and valour to inspire the public to learn and be informed in order to better understand and treasure the past, enrich their experience of the present and meet the challenges of the advancing future.

Our intimate knowledge and respect for our history and culture is our advantage. Visitor's to O-Rākau will be the general public, domestic and international travellers seeking a unique, authentic and world class cultural heritage experience of “Te Ao Māori” and those who are interested in knowing the true history of how our nation was formed.

6. VALUES

The foundational and driving values which act as the Society's conscience are;

Astute Judgement

Ngākaunui

We will ensure our decisions and stance on issues are underpinned by timeliness, robust research of relevant facts and that the context is also considered. We will make quality and prudent decisions and judgements.

Respect and Humility

Ngākau Māhaki

We will act and carry out our business with an air of quiet confidence and humility. We will respect all people and their views and will allow people an opportunity to air them even if they are inconsistent with our own. We may from time to time disagree with people however we will always respect their viewpoint as real and valid for that that moment in time.

Trustworthiness / Integrity

Mahi pono

We will build our members confidence in us by ensuring our behaviour is integrated and aligned with our values. We will be deserving of the trust of Whānau and hapū, our members, supporters, sponsors and funders.

Fun and Celebration

Mahi Harikoa

We will celebrate and acknowledge high individual and (team) performance and achievement amongst our members and staff. Working with and for us will be an empowering, fun and an enjoyable family like experience. We will treat people with respect.

Transparency

Mahi ka tika

Adopted on the 27th August 2011

We will ensure our business practises and major decisions are based on transparent processes and where it is not commercially sensitive to do so, we will commit to open public disclosure through our reporting and communications with members and stakeholders.

Financial Independence

Whakatupu motuhake

We will showcase local Māori and European history, leaders and their stories in a respectful, honourable and non exploitative way as we build our financial independence.

Word give is word kept

Mana o Te Kupu

Once an agreement (oral or written) has been given, regardless of the difficulties and inconvenience the Society will stand by its word. Nothing is more honourable than giving and keeping of ones word.

7. OBJECTS:

The objects of the Society are:-

- 7.1 To act as an umbrella organisation which brings together on a regular basis the descendants of those ancestors who fought and fell during the battle of O-Rākau and other battles of the Colonial War period.
- 7.2 To appropriately honour those tūpuna and soldiers who fought and died during and as a result of the battle of O-Rākau 1864 and all other Battles fought on our shores during the Colonial War period and to immortalise the sacrifice of the many as an important element of the O-Rākau annual Memorial Commemorations;

- 7.3 To safeguard the O-Rākau battle site and its immediate surroundings by ensuring it is protected from encroaching development, delineating the lines of battle, and facilitating proper archaeological exploration and preservation of all remaining artefacts and remains in a culturally affirming and appropriate way;
- 7.4 To consider, commission, erect and manage a more culturally appropriate living memorial to those who lost their lives during the battle whilst making reference to those who fell during the wider Colonial wars;
- 7.5 To create more appealing and attractive memorial grounds for the enjoyment of the descendants of those who fell and those who survived the battle of O-Rākau and the general public at large;
- 7.6 To plan, co-ordinate and event manage the annual and the 150th Sesquicentennial Commemorations for the Battle of O-Rākau ;
- 7.7 To explore the viability of, establish and manage a permanent and accessible battle site education resource centre for the interpretation of the battle of O-Rākau fitting for its important standing in New Zealand history, relevant to Whānau and hapū, schools, the local community and domestic and international visitors;
- 7.8 To ensure the battle site education centre concept if viable becomes a self -financing and economically sustainable cultural, educational and heritage destination dedicated to enhancing the mana of those hapū and tūpuna and soldiers who took part and those who fell as a result of the battle;

- 7.9 To showcase and highlight the culture and history of the participating Whānau, hapū and Iwi in a positive and affirming way creating a more accurate and empowering portrayal of Māori;
- 7.10 To create and promote a powerful battle narrative which encapsulates the values of self-sacrifice, honour, courage, valour, freedom and justice, as underpinning the motivations of those who defended O-Rākau ;
- 7.11 To provide a safe place where the stories of those tupuna and soldiers who took part in the battle could be housed and to ensure their narratives are shared widely in a culturally sensitive and accurate way so that their voices from the distant past can inform and speak into the hearts and minds of future generations;
- 7.12 To promote and advance exchanges, hui, community events and conferences so as to build and nurture whanaungatanga in it's many forms and manifestations amongst those whose ancestors took part in the Battle (both Māori and European) and to build community spirit and inter-cultural understanding and solidarity;
- 7.13 To promote and advance informed dialogue, community events intercultural and academic exchange and research programs between Māori and Non Māori within the Waipa District and greater Waikato region as a catalyst for building a more informed, bi-cultural and socially just community;
- 7.14 To work collaboratively with other organisations locally, nationally or internationally both private and public, whose objects and purposes are in the main, similar to those of the Society.

8. ATTAINING OBJECTS

The Society shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects of the Society.

9. PROPERTY OF THE SOCIETY

The Society must apply all property and income of the Society towards the promotion of the objects or purposes of the Society and no part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the Society, except in good faith in the promotion of those objects or purposes.

10. POWERS OF THE SOCIETY

- 10.1 To acquire, hold, deal with, and dispose of any real or personal property and or real estate;
- 10.2 To open and operate bank accounts;
- 10.3 To invest its money –
 - (i) in any security in which Society moneys may be invested; or
 - (ii) in any other manner authorised by the rules of the Society;
- 10.4 To borrow money upon such terms and conditions as the Society thinks fit;
- 10.5 To give such security for the discharge of liabilities incurred by the Society as the Society thinks fit;
- 10.6 To appoint agents and employees to transact any business of the Society on its behalf for reward or otherwise;
- 10.7 To build construct erect maintain alter and repair any premises building or other structures of any kind and to furnish equip and improve the same for use by the Society;
- 10.8 Accept donations and gifts in accordance with the objects of the Society;

- 10.9 Print and publish any information by any media including newsletters, newspapers, articles or leaflets for promotion of the Society;
- 10.10 Provide gifts and prizes in accordance with the objects of the Society;
- 10.11 Organise social events for Members and the promotion of the Society and;
- 10.12 To enter into any other contract the Society considers necessary or desirable.

11. MEMBERSHIP

- 11.1 Membership shall be open to any person who is of sound mind and who wishes to further the interests of the Society.
- 11.2 Any person seeking membership shall make application to the Board who shall determine whether the applicant meets the Board's criteria for approval as a member.
- 11.3 Each person admitted for membership shall be:
 - 11.3.1 Bound by the Constitution and By-laws or policies of the Society.
 - 11.3.2 Come liable for such fees and subscriptions as may be fixed by the Society.
 - 11.3.3 Entitled to all advantages and privileges of membership.

12. MEMBERSHIP CATEGORIES:

12.1 DISTINGUISHED FELLOW

Any person over the age of 18 years who is by blood and whakapapa a descendant of one of the many who fought at the Battle of O-Rākau and or any other Battle during the Colonial War period and who lost their life, may apply for membership as a Distinguished Fellow.

12.2 ASSOCIATE FELLOW

Any person over the age of 18 years who is by blood and whakapapa a descendant of one of the many who fought at or during the Battle of O-Rākau and any other Battle during the Colonial War period and survived, may apply for membership as a Associate Fellow.

12.3 CHARTERED FELLOW

Any person who is not eligible to be a Distinguished or Successor Fellow but who is desirous of becoming a member of the Society may apply as for membership as a Chartered Fellow. Every person who is a financial member of the Society is entitled to hold any office and enjoy the benefits and privileges of Society membership.

12.4 JUNIOR FELLOW

Any person under the age of 18 years may apply for Junior Fellow Membership. Junior Members shall have no voting rights nor be entitled to hold any office but may enjoy other membership privileges.

12.5 HONORARY LIFE FELLOW

The Governing Board may elect any member who has given outstanding service to the Society as an Honourable Life Member. Any member may nominate a person to the Governing Board for consideration for **Life Membership** and he or she shall not be required to pay any membership fee but is still entitled to all benefits of full membership.

12.6 PATRON

The Society may, at its discretion, elect a Patron or Patrons' of the Society for such period as may be deemed necessary. Such patron(s) shall not be eligible to vote unless they are current registered members of the Society under another category of membership. Patron(s) are not required to pay an annual membership fee.

12.7 AFFILIATED ORGANISATIONS

A trust, company, club, team or Society desirous of becoming an affiliate must take application in accordance with the by-laws of the Society. Such application must be lodged with the Society General Secretary on or before a date as determined by the Board of the Society. Each affiliated trust, company, club or team shall appoint or elect a delegate as its representative to meetings of the Board.

12.7.1 The General Secretary shall be responsible for maintaining an up to date register of all Society Members

12.7.2 A member may within a time period of not more than six weeks after submitting a written request to the General Secretary of the Society, inspect the records and documents of the Society.

13. SUBSCRIPTIONS

To become an individual adult member of the Society an annual membership or subscription fee of \$10.00 must be paid to the Treasurer within six weeks of membership being accepted. Parent(s) may nominate children under the age of 16 years for membership. Upon approval, \$5.00 must be paid to the Treasurer within six weeks. The subscriptions are affordable and in keeping with the socio-economic status of Māori. Affiliated organisations are required to pay \$250.00 within six weeks of membership approval.

14. TERMINATION OF MEMBERSHIP

Any person's membership may be terminated by the following events;

- 14.1 Resignation
- 14.2 Expulsion
- 14.3 A Member's annual membership fee remains unpaid after three (3) Months of falling due;
- 14.4 The Governing Board shall have the power to suspend or expel any member of the Society for:
 - a) False or inaccurate statements made in the member's application for membership of the Society,
 - b) breach of any rule, regulation or by-law of the Society and
 - c) by any act detrimental to the Society.
- 14.4 After having undertaken due inquiry any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose and the decision of the General Meeting shall be final.

5. GOVERNING BODY

The affairs and running of the Society shall be vested in a Board of Governors made up of eleven (11) members. Officers of the Board shall consist of members of the O-Rākau Working Establishment Group who shall provide continuity of intellectual product, stability and a strong team culture during the inaugural term of the Board. The remaining vacancies on the Board after the Working Group members have taken their places shall be filled by a formal selection process established by themselves. Roles of Society Officers shall be determined amongst the Board of Governors themselves at their first meeting. All appointments after the first term of the Board has been served, shall be by way of election by Society members during a duly notified Special General Meeting.

In recognition of the important relationship tangata whenua (Ngāti Raukawa Ki Panehakua and Ngāti Raukawa Ki Wharepuhunga) have with the lands of O-Rākau Paewai, a permanent seat shall be available for a representative of Ngāti Raukawa on the inaugural Board. Board Appointments and Board membership shall consist of;

15.1 National President

15.2 Executive Vice President

15.3 General Secretary

15.4 Treasury Secretary and

15.5 Seven (7) ordinary Board Members.

15.6 No person shall hold more than one position on the Board at any one time. A person shall cease to be a member of the Board at the conclusion of three consecutive terms or if he or she should resign their office before such time. Officers may be eligible for re-election after serving a three year calendar term.

15.7 A quorum of the Governing Board shall be six (6) members.

15.8 If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.

15.9 A member of the Governing Board may lose his or her seat on the Board for either of the following;

- Absence from three or more meetings without Leave of absence being approved by the President or Vice President
- Found not to be a financial member for a period of six months.

16. POWERS OF GOVERNANCE

The Board of the Society shall carry out the governance function of the Society and shall have the power to:

- 16.1 Administer the finances, appoint bankers, and direct the opening of Banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account;
- 16.2 Fix the manner in which such banking accounts shall be operated upon, providing the Board passes all payments.
- 16.3 Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof.
- 16.4 Adjudicate on all matters brought before it which in any way affects the Society.
- 16.5 Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members.
- 16.6 Make, amend and rescind rulings and By-laws or policies.
- 16.7 Have the power to form and appoint any sub-committee(s) as required for any specific purposes.
- 16.8 May at their discretion employ a person or persons to carry out certain duties required by the Society, at salaries or remunerations for such period of time, as may be deemed necessary.
- 16.9 Should a vacancy occur on the Board during the season, the Board shall appoint a successor or replacement until the next Annual General Meeting.
- 16.10 Appoint an officer/s or agent of the Board to have custody of the Society's records, documents and securities.

17. BOARD SUB-COMMITTEES

The Board of the Society shall have the power to establish various permanent and or ad hoc Sub-committees', Working Groups and or Advisory bodies as the need arises.

17.1 In recognition of the important place of those Whānau and hapū who took part in the Battle to the work of the Society, the Board shall during the first four months from its establishment date set in place a permanent Paepae Taumata A Iwi which shall consist of representatives of affected Whānau and hapū from;

- Ngāti Raukawa
- Waikato
- Ngāti Maniapoto
- Ngāti Tuwharetoa
- Tūhoe
- Rongowhakaata
- Ngāti Whakaue
- Te Aitanga A Mahaki

and other hapū and or Iwi whose people participated in the Battle as is practicable to do so.

17.2 Membership on this Sub-committee shall not exceed sixteen (16) standing members. The permanent Chairman of Te Paeape Taumata A Iwi shall be the Tangata whenua appointed member of the Board of Governors.

17.3 All Sub-committees' including Te Paepae Taumata A Iwi shall operate within and under such terms of reference as has been prepared and approved by the Board. Nominations for membership on all Sub-committees shall be received by individuals, Marae, hapū or Iwi Authorities. The final appointment of members shall rest with the Board of Governors.

18. AUDITOR

- 18.1 The Annual General Meeting shall elect or appoint an Auditor or Auditors.
- 18.2 The Auditor/s shall examine and audit all the books and accounts of the Society annually, and have the power to call for all books, papers, accounts, receipts etc., of the Society and report thereon to the Annual General Meeting.

19. ANNUAL GENERAL MEETINGS

Annual General Meeting

- 19.1 The Annual General Meeting of the Society must be held within four months of the end of the financial year. (October.)
- 19.2 The Secretary shall give at least fourteen (14) days notice of the date of the Annual General Meeting, to members.
- 19.3 All financial members may attend the Annual General Meeting.
- 19.4 The quorum at the Annual General Meeting shall be a minimum of fifteen (15) members.
- 19.5 If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting, there be no quorum the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.

19.6 The agenda for an Annual General Meeting shall be;

- Opening of Meeting
- Apologies
- Confirmation of Minutes of previous Annual General Meeting
- Presentation of Annual Report
- Adoption of Annual Report
- Presentation of Treasurer's statement
- Election of Board members and appointment of Auditor
- Vote of thanks to outgoing Board members
- Determination of Annual Membership Fee
- Notice/s of Motion
- Urgent general business
- Closure

20. General Meetings

20.1 General Meetings may be called by the Board or at the request of the President and General Secretary or on the written request of seven (7) registered members of the Society.

20.2 The General Secretary shall give at least seven (7) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.

20.3 The quorum at the General Meeting shall be a minimum of ten (10) financial members.

21. VOTING

- 21.1 Voting powers at the Annual General Meeting and General Meetings:
- 21.2 The President shall be entitled to a deliberate vote and, in the event of a tied vote; the President shall exercise a casting vote.
- 21.3 Each individual financial member present shall have one (1) vote.
- 21.4 Voting powers at Governing Board Meetings;
- 21.5 The President shall be entitled to a deliberate vote, and, in the event of a tied vote, the President shall exercise a casting vote.
- 21.6 Each individual committee member present shall have one (1) vote.

22. FINANCE

- 22.1 All funds of the Society shall be deposited into the Society's accounts at such bank or recognised financial institution as the Governing Board may determine.
- 22.2 All accounts due by the Society shall be paid by cheque after having being passed for payment at the Governing Board Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Governing Board Meeting.
- 22.3 The Treasury Secretary shall not spend more than a set amount in Petty Cash without the consent of the Board, and shall keep a record of such expenditure in a Petty Cash Book.
- 22.4 A statement showing the financial position of the Society shall be tabled at each Board Meeting by the Treasurer.
- 22.5 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report shall be attached to such financial report.
- 22.6 The financial year of the Society shall commence on 1 July each year. The accounts, books and all financial records of the Society shall be audited each second year.

22.7 The signatories to the Society's accounts will be the Treasurer and any two (2) from the following;

- President
- Vice President
- General Secretary
- Ordinary Governance Committee member

22.8 All property and income of the Society will apply solely to the promotion of the objects of the Society and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of the objects of the Society.

23. COMMON SEAL

The common seal of the Society shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or document except pursuant to a resolution of the Governing Board and in the presence of at least the President and two members of the Committee, both of whom shall subscribe their names as witnesses.

24. ALTERATIONS TO THE CONSTITUTION

- 24.1 No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or General Meeting, called for that purpose and notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting, or seven (7) days prior to a General Meeting called for such purpose.
- 24.2 The Secretary shall forward such notices of motion to each Board member at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a General Meeting.
- 24.3 Alterations to the By-laws can be made only at Board Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.
- 24.4 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of those present and entitled to a vote at the Annual General Meeting, General Meeting or Governing Board Meeting, as the case may be.
- 24.5 Within one month of the passing of a Special Resolution, the Secretary shall notify the Department of Consumer and Employment Protection of the amendment

25. NO PECUNIARY GAIN

- 25.1 Nothing expressed or implied in these Rules shall permit the activities of the Society to be carried on for the personal pecuniary profit of any member or individual. The income and property of the Club from whatever source derived shall be applied solely towards the promotion of the objects of the Society, and no portion of it's funds shall be paid out indirectly by way of dividends, bonus or otherwise, to any member. Except as provided in clauses 17.2, 17.3, and 17.4 below no Society member shall receive any monies from the Society.
- 25.2 Subject to clause 17.3 no member or person associated with a Society member, shall derive any income, benefit or advantage from the Society where they can materially influence the payment of the income, benefit or advantage, except where that income, benefit or advantage is derived from professional or other specialist services to the Society rendered in the course of business and charged at no greater than current market rates.
- 25.3 Notwithstanding the above provisions of this clause, duly elected officers and committee members of the Club, and any appointee including the Society auditor, shall by direction of the Governing body be entitled to a refund of expenses incurred on behalf of the Society. Office holders may be given an honorarium. The level of any such gratuities to any office holder shall be determined by resolution at the inaugural meeting and annual and subsequent general meetings of the Society. The Governing body may in its total discretion resolve from time to time to pay any other person including a member, reasonable remuneration for any services rendered to the Society.

Adopted on the 27th August 2011

25.4 Notwithstanding the foregoing provisions, the Society may give prizes of cash or goods to any member who has competed in Society or inter-organisation competitions. The Society may also provide food and drink for members and invited guests at any function held by the Society.

26 DISSOLUTION

If, on the winding up of the Society, any property of the Society remains after satisfaction of the debts and liabilities of the Society and the costs, charges and expenses of that winding up, that property shall be distributed to another Incorporated Society or Charitable Trust having objects similar to that of the Society.