

Te Kawa o Te Mana Whakahaere

Trust Board Terms of Reference



Te Kawa o Te Mana Whakahaere has been prepared to provide clear guidance for Te Mana Whakahaere (the Board of Trustees) of Te Piringa Hapū Authority Trust. While the Trust Deed sets out the legal foundation, these Kawa (Terms of Reference) give practical detail about how Te Mana Whakahaere will carry out its mahi on behalf of Ngāti Hinemanu, Ngāi Te Upokoiri, Ngāti Mahuika and Honomōkai.

This document helps ensure that trustees have a shared understanding of their roles, responsibilities, and expectations, and that decisions are made in a way that reflects our kaupapa tuku iho, tikanga, and collective aspirations. It also provides consistency and transparency in governance processes, strengthening accountability to uri and partners.

By setting out how Te Mana Whakahaere works — from eligibility and skills, to decision-making, reporting, and evaluation — these Kawa support Te Piringa Hapū to govern with integrity, unity, and confidence, ensuring the Trust can continue to grow, protect, and advance the wellbeing of our hapū across generations

1. Te Pūtake | Purpose

- 1.1. Te Mana Whakahaere o Te Piringa Hapū Authority Trust is responsible for governing the affairs of the Trust in accordance with the Trust Deed and in service of the uri of Ngāti Hinemanu, Ngāi Te Upokoiri, Ngāti Mahuika and Honomōkai and their communities.
- 1.2. Te Mana Whakahaere provides strategic leadership, financial stewardship, and cultural guardianship grounded in the kaupapa tuku iho of our hapū. In doing so, it upholds the tikanga, mātauranga and intergenerational responsibilities handed down through whakapapa.

2. Ngā Kaupapa Tuku Iho | Inherited Values

- 2.1. The governance of Te Piringa Hapū Authority Trust is grounded in our kaupapa tuku iho — intergenerational values handed down from our tīpuna that guide how we lead, serve, and protect our people and whenua. These values include:
 - Manaakitanga – We uphold the dignity and wellbeing of all uri and those we work with.
 - Whanaungatanga – We nurture relationships and connections across generations.
 - Rangatiratanga – We lead with integrity and courage for the collective good.
 - Kaitiakitanga – We are guardians of our taonga — environmental, cultural, and financial.
 - Pūkengatanga – We value mātauranga and the pursuit of excellence.
 - Ūkaipōtanga – We strengthen the connection of our uri to their tūrangawaewae.
 - Kotahitanga – We act with unity of purpose and collective commitment.
 - Te Reo Māori – We actively protect and promote our reo.
 - Wairuatanga – We recognise the spiritual dimension in all that we do.
 - Whakapapa – We acknowledge and act from our ancestral identity.
- 2.2. These kaupapa provide the foundation upon which all Te Mana Whakahaere decisions, relationships, and actions are made.

3. Ngā Kawenga me ngā Haepapa | Roles and Responsibilities

- 3.1. These Kawa are intended to guide the functioning of Te Mana Whakahaere however, the Trust Deed holds primacy. In the event of any inconsistency or conflict, the provisions of the Trust Deed shall prevail.
- 3.2. Te Mana Whakahaere shall:
 - Act as the legal and administrative body of the Trust.

- Develop and implement strategic plans aligned to hapū aspirations and kaupapa tuku iho.
- Exercise prudent financial oversight of Trust resources and investments.
- Uphold the kaupapa tuku iho, tikanga and kawa of the hapū in all decision-making processes, ensuring these values shape and guide all aspects of governance.
- Ensure compliance with all legal, regulatory, and reporting obligations.
- Represent the interests of the registered uri and act in their collective best interests.
- Build and maintain relationships with iwi, government, community, and other stakeholders.
- Support the development of policies, committees, and initiatives to advance the Trust's goals.
- Hold Annual General Meetings (AGMs) and Special General Meetings (SGMs) in accordance with the Trust Deed to ensure transparency, uri engagement, and accountability.
- Conduct elections for Trustees in alignment with the provisions of the Trust Deed, including appointment processes for hapū, marae, rangatahi, and kaumātua representatives.

4 Ngā Mema o Te Mana Whakahaere | Board Membership

- 4.1 Trustee composition and appointment processes shall be governed by the provisions of the Trust Deed.
- 4.2 Te Mana Whakahaere may comprise up to eight trustees including representatives appointed by the Kāhui Kaumātua, Pōkai Rangatahi, hapū and marae.
- 4.3 Te Mana Whakahaere encourages appointing bodies (the three marae, Kāhui Kaumātua, Pōkai Rangatahi) to consider gender balance, skills, experience and availability in their representation.

5 Ngā Paearu me Ngā Tūmanako mō te Kaitiaki | Trustee Eligibility and Expectation

- 5.1 The Trust has experienced significant growth in terms of its range of activities, income, staffing numbers and government/community funding and contracts. It is crucial that the Trustees have the necessary skills, qualifications and experience to govern the organisation successfully.
- 5.2 It is expected that all trustees will:
 - Meet a minimum threshold of relevant experience (governance, commercial, legal, etc.)
 - Commit to ongoing professional development.
 - Uphold collective responsibility, even if appointed by different groups.
 - Act in the best interests of all hapū, not personal or whānau interests.
 - Manage their interests to avoid any conflicts of interest
 - Maintain confidentiality and collective accountability.

6 Ngā Pūkenga, ngā Āhuatanga me ngā Wheako o te Kaitiaki | Trustee Key Skills, Attributes and Experience

- 6.1 Collectively, Te Mana Whakahaere will demonstrate the following:
 - Whakapapa and cultural competencies: Trustees must be uri of one or more of the hapū named in the Trust Deed and should have strong knowledge of hapū tikanga, kawa, reo, and history.
 - Governance Experience (Required): All trustees must have prior experience in governance roles, including skills in risk management, policy, compliance and financial oversight.
 - Commercial Expertise and Management Skills
 - At least one trustee should have proven experience in one or more of the following areas: employment relations, staff management or employment law including managing restructuring, staff wellbeing and organisational performance.
 - Ability to understand financial reports, budgets and investment strategies, and ensure sound financial stewardship of the Trust's assets.
 - Te Mana Whakahaere must include trustees with significant experience in business operations, commercial negotiations and managing government contracts and funding relationships.
 - Leadership and Integrity:
 - Trustees are expected to lead in a manner that reflects our shared values and tikanga, modelling rangatiratanga and manaakitanga in their conduct.
 - Proven ability to work collaboratively, exercise good judgement, and uphold the values of the Trust.
 - Effective communicator, able to engage respectfully and confidently with uri, stakeholders and partners.
 - Demonstrated service/engagement with whānau, marae, hapū or kaupapa Māori entities.

- Vision and Commitment: Strong commitment to the kaupapa, values and long-term success of the Trust.

7 Ngā Hui me te Tukanga Whakatau | Meetings and Decision-Making

- 7.1 Te Mana Whakahaere shall meet regularly as determined by its annual work plan or as required.
- 7.2 A Board member who is absent from three consecutive meetings without prior approval may be subject to replacement.
- 7.3 Decisions shall be made by consensus where possible, or by majority vote where necessary.
- 7.4 Quorum and voting procedures shall align with the Trust Deed.
- 7.5 Meeting conduct shall reflect the tikanga and kawa of the hapū and foster respectful dialogue.

8 Arotake me ngā Whakatikanga | Review and Amendments

These Kawa shall be reviewed every two years or as required by Te Mana Whakahaere to ensure they reflect the current governance needs of the Trust and remain consistent with the Trust Deed.

9 Te Tautoko mō te Kaitiaki me te Mana Whakahaere | Trustee and Board Support

Trustees will be resourced to enable Te Mana Whakahaere to discharge its duties effectively. Such support will include but not be limited to:

- 9.1 Secretariat and administrative support
- 9.2 Access to financial, legal and employment advice as requested
- 9.3 Induction processes for new trustees
- 9.4 Succession pathways through mentoring and training.
- 9.5 Cultural support, including regular wānanga on kaupapa tuku iho, te reo Māori, marae-based governance practice, and mātauranga-a-hapū, will be provided to strengthen tikanga-based leadership.

10 Te Arotake me te Aromatawai Mahi a Te Mana Whakahaere | Board Evaluation and Performance Review

To ensure Te Mana Whakahaere performs professionally and to the expectations of its hapū/marae and uri, Te Mana Whakahaere will establish processes for:

- 10.1 The completion of annual self-assessment and/or independent Board review every two years
- 10.2 Addressing under-performance in mana enhancing ways
- 10.3 Evaluation measures will also include how well Te Mana Whakahaere reflects and upholds the kaupapa tuku iho and tikanga of the hapū in its decision-making, relationships, and practices.

11 Te Pūrongo | Reporting

Te Mana Whakahaere shall report to the uri of the Trust through annual general meetings, published reports, and other engagement mechanisms in accordance with the Trust Deed and good engagement practices.