

**MINUTES OF THE MEETING OF OWNERS OF OWHAOKO B & D TRUST  
HELD AT MOAWHANGO MARAE, TAIHAPE, SATURDAY 30 MARCH 2019**

**PRESENT**

**Trustees:**

Richard Steedman (Chairman)  
Angus Hartley  
Barbara Ball  
Mark Ross

Cyril Mako  
Ngaire Anne Kauika-Stevens  
Terence Steedman

55 Owners as per the Succeeded Owners Register.

11 Other Attendees as per the Non-Owners Register.

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The meeting started at 10.15am with karakia by H Rapana. R Steedman welcomed everyone to the meeting and declared it open. He also introduced the trustees and kaimahi.

**1. APOLOGIES**

***Motinitia:***

***That the apologies as per the apologies list be accepted.***

***T Hiroa / M Raukawa-Haskell***

***Whakaae!***

**2. MINUTES OF PREVIOUS MEETING**

The minutes of the 19 November 2016 owners meeting were taken as read by the Chairman.

A Twomey asked that the number of meetings be specified in a report. She recalled that she raised a similar query at the last owners meeting.

A Twomey noted that the last owners meeting was held 2.5 years ago and asked why this was so. The Chairman advised that the limited partnership annual accounts are not received by the Trust until November. These were needed for the Trust annual accounts to be completed prior to being sent to the auditors. This meant that the owners meeting would now be held around end of March every two years. A Twomey suggested the Trust should have notified owners of this change of the owners' meeting date.

A Twomey said that because owner meetings are only being held every two years, there is too much content to cover and the meeting is getting rushed through. Her preference is that owner meetings be held every year. O Steedman then asked attendees at the meeting if they thought the owners meeting should be held every year. In response, the voiced opinion from the floor was no, owners meetings should not be held every year.

### 3. MATTERS ARISING FROM PREVIOUS MEETING

- (a) Correction - M Mako advised that she was present at the 2016 owners meeting. It was noted that she did not sign the 2016 owners attendance register, hence the reason she was not listed as an attendee.
- (b) A query was raised about the charitable trust. This was to be addressed later in the meeting.

***Motinitia:***

***That subject to the above correction, the minutes of the Meeting of Owners dated 19 November 2016 are a true and correct record.***

***M Raukawa-Haskell / M Mako***

***Whakaae!***

### 4. REPORTS

#### **a. Chairman's Report**

The Chairman's report was presented by R Steedman. There were no matters arising from the report.

***Motinitia:***

***That the Chairman's report be received and accepted.***

***R Steedman / H Byford***

***Whakaae!***

#### **b. Westervelt Owhaoko Honey Limited Partnership Report**

The Westervelt Owhaoko Honey Limited Partnership ("WOHLP") report was presented by R Steedman and the LP manager, S Smith.

R Steedman said that the trust owns 15% of the Partnership and Westervelt NZ owns 85% of the partnership.

The launch of the new Tāku brand was presented. R Steedman showed the new t-shirts made and informed owners that there is a form to fill out at the desk for owners who want a t-shirt. R Steedman talked about the rebranding of Tāku Honey to improve its market appeal. He said there were a lot of experts, accountants, and marketing involved in the rebranding. The most challenging area of the business has been sales. If the trust can sell the honey in jars rather than drums and to bigger companies there would be a bigger profit made. Manuka branded honey has to go through tests to make sure it is manuka honey and that it is from New Zealand. Low UMF is not as valuable as it used to be, but our manuka is in the higher grades.

A promotional video for Tāku Honey was played for the attendees. S Smith advised that the video will be publicly released in 2 weeks' time. R Steedman said the beekeeper in the video runs the Trust's beekeeper training course and is the LP's head beekeeper.

S Smith said the owners have been the first to see the new Tāku brand and that this was done deliberately. He also explained the rebranding the product and said it was important because it better represents the connection to the whenua. S Smith said while the Trust is only 15% of the partnership they have a much greater connection to the whenua than that of their Westervelt partners.

S Smith then spoke about honey results for the season. He said there have been issues with climatic conditions but we have been very fortunate to have the hives positioned where they were. January's weather was changeable, yet it is the main month for honey production. This season there were almost 1,700 hives on the Trust's land, of which 1,200 have been

extracted with each hive providing 12kg of good quality honey. This is a good result for us but it has been challenging. To illustrate, he advised that 1,000 LP hives in Northland gave 7T of honey, some non-WOHL P hives on Poronui produced no manuka this season, some LP hives on the east coast reported minimal results while others in the Wairarapa reported 3kg of honey per hive. Also Comvita's share price when WOHL P started was \$13.00 but has now dropped to \$4.10.

S Smith said he is personally passionate about manuka honey. He has been looking in the USA for ways to market manuka honey as functional foods and natural products for wellbeing. He thinks this will be successful but it comes down to time.

He also said that 2 years ago there was an estimate of around 3,000T of manuka honey produced in NZ but with MPI definition changes, it took out low quality manuka from the market, so there is now significantly less manuka honey. He then said our operation can potentially produce 10% of all of New Zealand's high quality, monofloral manuka honey, which is an incredible opportunity. He advised that they are looking at all of their options for cash flow, ways to develop teams of people and to bring more business into Mokai Patea.

A Twomey asked if our honey was worth more due to there being less manuka honey on the market. S Smith replied that there is an issue with sales and marketing. Channels for market are limited to just a few companies offshore. In terms of marketing channels, we could shift from bulk buyers to a more targeted market and develop a unique identity that should add value and open up channels, thereby making more money. S Smith said we are looking at working with independent companies rather than the bigger companies. He has had meetings with brokers but this will take time and for now we would need to sell bulk.

K Patena asked if there is a market for honey as medication. S Smith replied yes and that the LP may explore this in future, but it is a long road to get medication properly certified let alone successfully marketed.

M Cooksey asked if we could promote the honey as organic, given the remoteness of our lands. S Smith replied that we cannot claim to be organic because varroa mite strips are used in the hives. Without these protective strips, the hives would die.

In reply to a query, S Smith advised that the yield per hive ranges from \$1,000 to \$2,000. However, flying in hives adds significant cost to the operation.

M Haskell asked if the LP is sustainable given the recent costs and losses. S Smith replied that the trust's buffer is that we own the land. In the last 5 years land owners have benefited more than the honey companies or beekeepers have. R Steedman added even though we are losing money on the books, we have enough valuable stock on hand that could be sold if needed. However, the sale of stock is a nationwide issue. Since we started in the honey business, we have made \$1.3m. We have owner and director influence in the partnership and our lands are one of the best harvesting lands in the company. This means we will be a determiner of our own destiny, rather than a passive investor.

A Twomey questioned if there were LPs with other land owners. R Steedman explained that WOHL P is a standalone partnership with us and Westervelt NZ. Hives are run off other blocks, not just on our land but we benefit from the harvest from other blocks.

D Saunders asked how many of the employees are our land owners, and, what the likelihood of anything taking place here in Taihape would be. R Steedman replied that we do have beneficiaries working in the bottling factory. He noted that beekeeping courses are held to identify potential employees and ideally in the future we would like a base in Taihape with local beekeepers to winter the hives. A Twomey asked if we need more land to winter the hives here. R Steedman replied yes, and that we would like to start on our Maori owned farms.

J Twomey questioned what is in place to stop others getting at our hives. R Steedman replied our land is landlocked and our honey is stored in Turangi or Taupo where the bottling factory is. A Twomey asked if there could be an owner haerenga to the company site.

M Patena shared that there are whanau members that do testing of the honey. These tests can pick up where the honey comes from. She expressed that our honey is unique. It is not just the location, it is the kai value as well.

***Motinitia:***

***That the Westervelt Owhaoko Honey Limited Partnership report be received and accepted.***

***R Steedman / A Twomey***

***Whakaae!***

**c. Policy Development and Health and Safety Report**

The report on policy development and health and safety was presented by B Ball.

**Policy Development** - B Ball advised that the Trust had engaged some experts to create the policy document. A committee was then formed, that met a number of times to work on refining the policies and creating new policies as required. B Ball noted that the policies are reviewed on a regular basis but that the core policies are tika.

**Health & Safety** - B Ball explained the importance of health and safety noting that if anything was to happen on our whenua we are liable in court so we need to be mindful and have health and safety policies in place. She advised that the Trust engaged an expert to develop the health and safety policy documents and forms.

A Twomey asked if we had all the paperwork needed. B Ball replied there are still more checklists and different paper work needed for the irregular activities and groups on our whenua, for example owner hikoi, fishing.

T Hiroa raised concern about getting this in hand as this topic has generated a lot of korero at other AGMs. B Ball replied that trustees are trying their best and that processes are updated as required to take on board new learning.

**Charitable Trust** – In reply to an earlier query about establishing a charitable trust, B Ball advised the Trust did not have enough money to sustain the entity at this time. The matter has been discussed and investigated but put to the side. M Cooksey advised that you can have a charitable trust even if you don't have any money, because taxes are different for a charitable trust. B Ball replied that it would be more important to get other policies in place first. A Hartley added that if you have a charitable trust, distributions could only be made for a charitable purpose. O Steedman advised that there are five trusts in Te Ture Whenua Maori Act, and that if you use a charitable trust, you but must stay within the charitable trust policies. S Mariu added that if a charitable trust is established there would be ongoing administration and operational costs, irrespective of grant levels.

***Motinitia:***

***That the Policy Development and Health & Safety Report be received.***

***B Ball / A Smith***

***Whakaae!***

**d. Kaitiakitanga and Whenua Activities Report**

The Kaitiakitanga and Whenua Activities Report was presented by M Ross.

**Kaitiakitanga Activities** – Kaitiakitanga activities include deer management, hut and track maintenance, pest and weed control, protection of biodiversity, cultural heritage, environmental monitoring and establishing sustainability protocols. The Trust's main focus is to look after the whenua. Over the years the Trust has been working on developing and implementing plans in 7 priority areas:

- Environmental quality
- Biodiversity and habitat
- Cultural resources
- Management of plants & fungi
- Management of animal life. It was noted that the sika deer herd management is done to make sure there are good condition animals for our hunting groups, but to also ensure there is no over-population.
- Infrastructure & protocols
- Strategic relationships. This includes with hunters who help us gather information on the hunting experiences we offer.

T Hiroa asked if we have had any issues with poaching on our land. M Ross replied in the past 5 years we have only had two incidents. Helisika has had to deal with issues on neighbouring blocks but because we are relatively remote compared to other blocks it is harder for poachers, as they cannot just drive onto the land. There is a blacklist of names of people who have not followed health and safety protocols or who have been caught poaching.

**Whenua Activities** - Whenua activities included are: deer hunting, eel and trout fishing, hiking and hikoi, kayaking or rafting, mountain biking and remote experiences. Access for recreational hunting and fishing is currently managed through license agreements with HeliSika Ltd and Poronui. These agreements require maintenance of all hut & visitor facilities and regular pest & weed control in the vicinity.

M Ross talked about the annual hikoi and the heli-flight booking system for Ngamahanga Hut. He encouraged owners to participate and sign up online for the owners block access. He advised there is no cost for the hikoi except getting yourself to the start point.

A Twomey asked for more information about the mountain biking track. M Ross explained that in the early 2000s there was a track developed around Tawake Tohunga range but it has deteriorated so it has been recently closed. There is no use of the track until we decide what we will do about it. A Twomey asked if it was put there with consent of the owners. R Steedman replied that Helisika did it and that the Trust was not aware of it until it was opened. We received an income from the track use, however, the track is now not in a very good state with washouts. So we will get experts to look at it, assess it, and then we can decide its future. A Twomey suggested Helisika should maintain the track if they put it there. It was agreed that this is a matter that needs further discussion. M Ross said he will report back on this matter at the next owner meeting.

M Heeney asked why the Trust has not bought its own helicopters. R Steedman said that the risks and costs outweigh the benefits.

M Heeney queried the protocol around Kiwi and if the Trust has anything in place. M Ross said we have never had any dead Kiwi found on the land, but a protocol we enforce with Helisika is that dogs brought onto our lands must have a current Bird/Kiwi Aversion Certificate. A Twomey asked about the Trust's progress in reintroducing weka. M Ross replied that the Trust has not progressed very far, though we have had initial engagement with a person from Whirinaki. A feasibility study is needed first.

R Matana asked if there are any pigs on trust whenua. M Ross replied no.

N Smallman asked if manuka oil could be used as a branded essential oil. M Ross replied that essential oils have to be extracted as a commercial product without impacting negatively on the whenua. Samples of our manuka and mountain toatoa have been assessed. The Trust is looking at what pathways to take as part of our strategic planning. Manuka and toatoa are rongoa as well. S Smith added that Westervelt have looked into manuka oil, but it needs to be commercially viable and the Trust's manuka tends to not have the antiseptic properties that the east coast manuka does.

K Patena asked if the Trust has ever considered getting our rangatahi educated to do environmental studies. M Ross and M Haskell supported the suggestion. T Steedman said that the owners need to suggest to put rangatahi on the board. K Patena said they need to get educated first.

***Motinitia:***

***That the Kaitiakitanga and Whenua Activities Report be recieved***

***M Ross / J Twomey***

***Whakaae!***

**e. Old Golden Hills Hut Report**

T Steedman presented his report via a powerpoint presentation that played during the lunch break.

***Motinitia:***

***That the Old Golden Hills Hut Report be recieved***

***T Steedman / E McGregor***

***Whakaae!***

**f. Owner Database and Communication Report**

The Owner Database and Communication Report was presented by C Mako.

He advised that a team has been working on creating a database of our owners contact details. The Trust has moved away from having an excel spreadsheet and now have an online database that includes the owner information from the Maori Land Court database.

C Mako said there is a registration form here for anyone who knows owners contact details. At the moment there is a website, but unless you use the website you won't know what is going on. A Twomey suggested to have the website address on the cover of the book.

C Mako said the website has been around for a while but has been updated over the past year. Our focus is on getting owner contact details so we can communicate with them. The idea is for our communications to be better, so that owners can read the reports, see what has been going on over the two years between AGMs, so that it is no surprise at the meeting, as we need to spend our time at the meetings talking about the important things. C Mako added that there are costs to running and setting up the database and website.

O Steedman suggested to have a register which would include our tamariki and mokopuna. B Thomasen spoke about the need to communicate with whanau who do not attend the owner meetings. C Mako said that you can send a website link or e document/pdf to move away from booklets, as this would save costs for the Trust. For people who don't have access to the internet, a book could be sent to them by post.

T Hiroa wanted to tautoko the efforts put into this meeting as it is the biggest meeting of owners that she has been at. She also said that the owners in the Trust need to take the initiative as well as the trustees, as this is a collective effort.

C Mako said we need to be efficient in the way we communicate and possibly look at electronic AGM book distribution. He also acknowledged the work done by the management team.

**Motinitia:**

***That the Owner Database and Communications Report be received***

***C Mako / D Sherson***

***Whakaae!***

**g. Trustee Representations Report:**

The Trustee Representations Report was presented by Ngaire Anne Kauika-Stevens. She advised that she is one of the new trustees.

After the report was presented, A Twomey offered to help with Te Reo in the book, saying we should be upholding Te Reo Maori making sure it is always correct.

**Motinitia:**

***That the Trustee Representations Report be received***

***N Kauika-Stevens / Joseph***

***Whakaae!***

## **5. ANNUAL ACCOUNTS**

S Mariu presented the financial statements for the years ended 30 June 2017 and 30 June 2018. Key points highlighted and discussed during the presentation included:

- Regarding Contingent Assets, the Trust did a NZU sale and buy back to provide funds for the WOHLP investment.
- Regarding Kaumatua Grants, in the past these have been paid every two years but are now being paid annually. The variance in the amount was discussed as it did not appear that the grant had been paid in one year.
- A Twomey asked why there is an amount for '*meeting fees- owners hui*', if there hasn't been a meeting since 2016, R Steedman replied that this was from the annual owners hikoi. A Twomey asked that this be categorised differently. Trustees advised they would discuss the matter.
- A Twomey raised concern about the variance from 2017 to 2018 in the '*total owner hui expenses*'. S Mariu replied that the trustees had reviewed and recategorised costs to make them more meaningful for monitoring purposes.
- Road access to Ngamatea is paid as it decreases overall hive flying expenses.
- Sharon explained the IRD expenses, as well as the WOHLP impairment.
- A Twomey queried the Mokai Patea Waitangi Claims Trust loan, noting that it has not yet been paid. She suggested that as a sign of goodwill, the Trust could request small, regular repayments. R Steedman replied that nothing has been repaid because the claim has not been settled yet. He reminded attendees that the owners approved the loan. In reply to a query, R Steedman confirmed that no other party to the claims process has received monies from the Trust.

The Chairman adjourned the meeting at 1.35pm for a 20 minute lunch break. During the lunch break a slideshow was displayed of the Golden Hills Hut restoration project.

Sharon then finished off her report. No further questions were raised. R Steedman advised that the Trust wished to review its auditor services.

**Motinitia:**

***That the audited financial statements for the year ended 30 June 2017 be received and accepted.***

***N Smallman / M Raukawa-Haskell***

***Whakaae!***

**Motinitia:**

***That the audited financial statements for the year ended 30 June 2018 be received and accepted.***

***A Martin / M Wipaki***

***Whakaae!***

**6. ELECTION OF TRUSTEES**

R Steedman handed over the chairman role to C Mako due to his conflict of interest, as R Steedman is a nominee.

- C Mako referred to the nomination form. He went through nominee requirements and added that the deadline for nomination forms was 28 March.
- The definition of owners was discussed and for the purpose of voting a whanau trust is only entitled to one vote.
- C Mako said that 6 nominations were received. Of these, 4 did not meet all of the requirements explaining that one was received after the deadline, two did not have the signed support of two owners, and one did not include a candidate profile.
- The five trustees that were not nominees reviewed the nominations and decided that 4 of the 6 nominations were invalid. That left only 2 nominations that are valid. C Mako said those who had submitted invalid nominations were spoken to today, but there were some issues. However, the five trustees determined that as there are only two valid nominees for two trustee positions, that a trustee election is not required.

A Twomey asked for the names of all 6 nominees. C Mako replied he did not believe it appropriate to list the names.

O Steedman identified himself as a nominee. He advised he has a courier confirmation that his application was received on 25 March. He asked why he was not told before the deadline date that his application was invalid expressing that he was very offended about this.

O Steedman then said that his mother has an incorporation. He referred to s170 of Te Ture Whenua Maori Act advising that beneficial owners are owners because they are blood to the land. He requested under s268(3) to pass a special resolution that all beneficial owners be able to vote.

T Hiroa said her children are beneficial owners to the land and have come to listen and learn. She said that we as people can communicate with each other and be respectful of each other. She then said the process for nominations is not new and that the 5 remaining trustees are able to make the decision they did. T Hiroa asked that attendees please allow our kids to see that we can work together properly and be calm about it, even if we all have to get up to speak. She then reiterated that she is happy with the process of the election and how it went.

M Cooksey identified herself as a nominee. She said that she wants to tautoko what the trustees said, and that there is no need for an election. However, she said the trust constitution needs reviewing and that this should be done before the next owners meeting.

A Twomey said that O Steedman's nomination should be looked at as it was tracked by courier. Nominees should have been notified on 28 March or when the Trust realised that their application was invalid, instead of waiting until after the deadline. She also supports owner rights being given to beneficiaries as well, so that they can speak, submit nominee names and vote.



S Stoney identified himself as a nominee. He advised he did not put in his profile but was not notified of this issue before today. He is not a shareholder to the land, but the Act gives him rights. He said the process needs to be tidied up. His intention when coming on was to implement a rangatahi portfolio, as we need to bring rangatahi on board. He also said that the constitution and the Act are suppressing us.

M Patena spoke of her concern about shares being owned by a whanau trust, whereby the trustees vote for the whanau trust but beneficiaries cannot. Whanau trust structures create issues for beneficiaries. She also spoke of her concern about Trust structures which are controlled by the Act. They are difficult to work within because of legislative constraints. She suggested to nominees that they may be better off doing their mahi outside of the confines of such Trust structures.

M Waitai acknowledged the korero, and said the constitution needs to be fixed by the board. It should also be presented to owners for their input. Rangatahi involvement at governance level is also important and should be included in the Trust's strategic plan.

M Heeni said the onus is on the nominees to make sure their application is complete and provided in a timely manner. She advised that she is an owner and also casts a vote for a whanau trust. She does not agree that beneficiaries should be able to vote. Instead, they need to come to our hui to learn and listen first. M Heeni acknowledged the work of all the trustees and said that the trustees are not here to have darts thrown at them.

O Steedman said he will take on board the advice about not needing to be on the Trust. However s170 should be part of the process. Every beneficiary should be able to vote, and he would like this looked at and discussed in future.

***Resolution:***

***"That there are only two eligible nominees who are accepted, being R Steedman and M Ross."***

***A Twomey / T Hiroa  
CARRIED UNANIMOUSLY***

R Steedman thanked everyone for the korero. He acknowledged the nominations process needs to be right and so it will be reviewed. He also said that there is a rangatahi program running which is in the form of the annual owner hikoi.

## **7. GENERAL BUSINESS**

- a) A Twomey asked if there was any feedback on the kaumatua grants not being paid in 2017, as discussed during the financial report presentation. L Jacobsen said it could be because the owner meeting was held in November 2016, and so the first time the annual cycle of grant payments started was November 2017. S Mariu agreed with L Jacobsen and thanked her for the explanation. M Waitai asked for confirmation of the age criteria for kaumatua grants. It was advised that the age for kaumatua grants was 65 years old or older before 1 July each year.
- b) A Twomey asked the attendees if all beneficiaries should be eligible to vote. The voiced opinion from the floor was no. O Steedman requested the Trust get an interpretation of section 170 of Te Ture Whenua Maori Act, and referred to the work of Hohepa Mapira in relation to this legislation. R Steedman advised that they have never stopped beneficiaries from speaking at the owners meeting, but voting is different. He advised that Trustees will look into reviewing the Trust Order.

- c) A Twomey noted that both owners and beneficiaries may receive the Trust's kaumatua grants but beneficiaries cannot nominate or second a trustee nominee. She requested the trustees review this difference and consider being consistent in the treatment of beneficiaries.
- d) Some attendees urged the trustees to consider having a rangatahi representative on the board. It was suggested that there should be at least two rangatahi so they were not isolated. Their role could involve them being at the Trust table or in a working party. The Chairman reiterated that the hikoi was particularly aimed at rangatahi, and that the offer was there to assist Aorangi Awarua with its owner hikoi. This will also be discussed at the next meeting to look at having a rangatahi representative.
- e) L Stretch requested that the Trust provide grants to marae. B Ball replied that a marae grants policy had recently been approved by the Trust. M Waitai asked which marae will get a grant. B Ball replied that the marae grants policy acknowledges the whenua as Ngati Whitikaupeka and Ngati Tamakopiri, and that it was decided by the trustees to be inclusive rather than exclusive. Thus the marae recognised as eligible for a marae grant are the 7 marae of Mokai Patea, namely Moawhango Marae, Oruamatua Marae, Opaea Marae, Kaiewe Marae, Rata Marae, Winiata Marae and Otaahuhu Marae.
- f) A query was raised about unused Maori land available for development. It was suggested the Trust could look into possibly doing hemp farming. M Ross replied that our altitude and climate are different from other areas where hemp can thrive.
- g) M Steedman asked when the next owners meeting will be. The Chairman replied that it should be around March 2021.
- h) M Ross reminded the attendees about bookings for the owners hut, the annual owner hikoi and ordering of a t-shirt.

**Karakia Whakamutunga: J Twomey at 3.25pm**

**CONFIRMED AS A TRUE AND CORRECT RECORD.**



**CHAIRMAN**

10 April 2021

**DATE**