

TABLES OF PROPOSED AMENDMENTS

Table of Amendments regarding Resolution One

<i>Te Roroa Whatu Ora Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
1.1 "Adult Members of Te Roroa"	New definition of Adult Member of Te Roroa	Clarify - to differentiate between members of Te Roroa who are over 18 and are not on the Te Roroa Membership Register and those who are registered (below).
Throughout the Trust Deed	Change "Adult Members of Te Roroa" to "Adult Registered Members of Te Roroa"	Clarify - to clarify that this definition is of Adult members who are registered.
Throughout the Trust Deed	Change "Te Roroa Register" to "Te Roroa Members Register"	Clarify - to clarify that the Register is of Members of Te Roroa.
Throughout the Trust Deed	Change "Whatu Ora Trust" to "Te Roroa Whatu Ora Trust"	Correct names of Trusts - to reflect preference that the full name of the Te Roroa Whatu Ora Trust is used, not a short version.
Throughout the Trust Deed	Change "Manawhenua Trust" to "Te Roroa Manawhenua Trust"	Correct names of Trusts - to reflect preference that the full name of the Te Roroa Manawhenua Trust is used, not a short version.
1.1 "Annual Plan"	Move "annual plan" to after "Trust"	Correct - to correct a typo.
1.1 "Associated Person"	New definition of "Associated Person" to replace definition of "Related Person"	Update - to be consistent with the Income Tax Act 2007 which now refers to "Associated Person" rather than "Related Person"
1.1 f "Beneficiary"	New definition of "Beneficiary"	Clarify - for clarification outside of the Trust Deed where Members of Te Roroa are often referred to as Beneficiaries. This definition clarifies that they are the same.
1.1 "Custodian Trustee"	New definition of "Custodian Trustee"	Clarify - for ease of reference - the Custodian Trustee is discussed in clause 20 but was not defined.
1.1 "Deed of Settlement"	Add "executed" before "deed dated 17 December 2005".	Clarify - for clarification - the Deed of Settlement was executed (signed and witnessed) and this is now explicitly recorded.
1.1 "Deed of Settlement"	Add (a)-(e) listing documents which are included in the definition of "Deed of Settlement"	Clarify - for clarification so anyone reading the Trust Deed knows that the Deed of Settlement is not just one document. It includes schedules, attachments and further Deeds executed after 17 December 2005.
1.1 "Disputes Committee"	Change "24" to "24.2"	Clarify - to more accurately pinpoint the clause which deals with the Disputes Committee.
1.1 "Five Year Strategic Plan"	New definition of "Five Year Strategic Plan"	Clarify - for ease of reference - it refers the reader to clause 7.2.
1.1 "Income Year"	Deleted	Correct - to delete a duplication.
1.1 "Marae"	Moved to after "Major Transaction"	Correct - to correct the alphabetical order.
1.1 "Majority"	New definition of "Majority"	Clarify - for the sake of completeness - it confirms that a majority where referred to in the Trust Deed means more than 50%.
1.1 "Major Transaction" (c)	Change ", " to "; or"	Correct - to correct a typo.
1.1 "Major Transaction" (d)	Change "the Properties listed in the Fifth Schedule of the Manawhenua Trust Deed" to "any land owned by Whatu Ora Trust"	Update - update to correct an incorrect reference to land. Because of Crown policy when the Te Roroa Whatu Ora Trust and Te Roroa Manawhenua Trust were established, land returned in Treaty Settlement was to be transferred to the Te Roroa Manawhenua Trust, which would then transfer it on to the Te Roroa Whatu Ora Trust. This was provided for in the Fifth Schedule of the Te Roroa Manawhenua Trust Deed. Crown policy changed by the time that assets transferred, so this land was transferred directly from the Crown to the Te Roroa

<i>Te Roroa Whatu Ora Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
		Whatu Ora Trust.
1.1 "Major Transaction" (d)	Change "." to " ;"	Correct - to correct a punctuation error.
1.1 "Major Transaction" (e)	Delete "or"	Correct - to correct a typo.
1.1 "Related Person"	Delete "Related Person" as replaced by "Associated Person"	To be consistent with the Income Tax Act 2007 which now refers to "Associated Person" rather than "Related Person"
1.1 "Settlement Act"	Change definition to "means the Te Roroa Claims Settlement Act 2008"	Update - the name of the Settlement Act is now known and can be included here.
1.1 "Settlement Date"	Change definition to "29 October 2008"	Update - the Settlement Date is now known and can be included here.
1.1 "Te Roroa"	Replace "." with " ;"	Correct - to correct a punctuation error.
1.1 "Te Roroa Claims"	Replace "clause 1.11" with "clause 1.11-1.13"	Correct - to make cross reference more accurate.
1.1 "Te Roroa Claims"	Update to also refer to section 12 of the Settlement Act "and section 12 of the Settlement Act"	Update - To make cross reference fuller to reflect that the definition of Te Roroa can now also be found in the Settlement Act.
1.1 "Te Roroa Tupuna"	Change "1" to "I"	Update - to be consistent with Settlement Act.
1.1 "Te Roroa Tupuna"	Change "." to " ;"	Correct - to correct a punctuation error.
1.1 "Trust Fund"	Delete "including without limitation all assets transferred by the Te Roroa Manawhenua Trust to the Whatu Ora Trust"	Update - to correct an incorrect reference to land. Because of Crown policy when the Te Roroa Whatu Ora Trust and Te Roroa Manawhenua Trust were established, land returned in Treaty Settlement was to be transferred to the Te Roroa Manawhenua Trust, which would then transfer it on to the Te Roroa Whatu Ora Trust. This was provided for in the Fifth Schedule of the Te Roroa Manawhenua Trust Deed. Crown policy changed by the time that assets transferred, so this land was transferred directly from the Crown to the Te Roroa Whatu Ora Trust. It is not intended that land will ever transfer from the Te Roroa Manawhenua Trust to the Te Roroa Whatu Ora Trust.
1.1 "Trustees"	Change "Second Schedule" to "First Schedule"	Correct - correction of incorrect cross reference
1.1 "Trustees"	Change "appointed" to "elected"	Clarify – Trustees are elected not appointed so current drafting is confusing
2.4.1	Add "health"	Clarify - to clarify that Trustees also promote health generally among Te Roroa
2.4.1	Change "it's" to "its"	Correct - to correct a typo.
2.4.3	Change "Te Roroa Manawhenua Trust Deed" to "Deed of Settlement"	Update - to correct an incorrect reference to land. Because of Crown policy when the Te Roroa Whatu Ora Trust and Te Roroa Manawhenua Trust were established, land returned in Treaty Settlement was to be transferred to the Te Roroa Manawhenua Trust, which would then transfer it on to the Te Roroa Whatu Ora Trust. This was provided for in the Fifth Schedule of the Te Roroa Manawhenua Trust Deed. Crown policy changed by the time that assets transferred, so this land was transferred directly from the Crown to the Te Roroa Whatu Ora Trust.
2.4.4	Change "Trust Funds" to "Property from the Trust Fund"	Clarify - the reference to "Funds" suggested transfer of money only to the Te Roroa Manawhenua Trust, when the Te Roroa Whatu Ora Trust is more likely to transfer land. "Property" more clearly covers both money and land.
2.4.5	Delete "(including Kaharau)"	Update - to remove obsolete reference to Kaharau which has already been purchased in 2012.
6.1	Change "Settlement Act" to "Te Roroa Claims Settlement Act"	Update - the name of the Settlement Act is now known and can be included here.

<i>Te Roroa Whatu Ora Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
	2008"	
7.2	Change "five year plan" to "Five Year Strategic Plan"	Clarify - to clarify that the five year plan is a strategic plan
7.2	Capitalise Five Year Strategic Plan	Clarify – defined term.
8.1	Capitalise "Annual Report"	Correct - correction to match defined term.
8.2	Capitalise "Consolidated Financial Statements"	Correct - correction to match defined term.
8.2	Change "financial statements" to "Consolidated Financial Statements"	Correct - correction to match defined term.
10.1.4	Change "Five Year Plan" to "Five Year Strategic Plan"	Clarify - to reflect preference that the five year plan be a strategic plan.
11	Add "or where Trustees are required to withhold information under the terms of any legislation including the Privacy Act 1993."	Clarify - to explicitly record the obligation to protect personal information under the Privacy Act 1993.
13.3	Delete "such Adult Member of Te Roroa"	Clarify - for ease of reading - these extra words are unnecessary and make the clause hard to read
13.7	Change "a" to "an"	Correct - to correct a typo.
13.8	Add "annual"	Correct - to correct a typo.
13.8.1	Delete space before ","	Correct - to correct a typo.
13.10	Insert "chair"	Correct - to correct a typo – missing word.
13.11	Add space between "shall" and "not"	Correct - to correct a typo.
13.12	Delete "the"	Correct - to correct a typo.
13.12	Change "It's" to "If"	Correct - to correct a typo.
13.14	Delete "purported to be"	Correct - only minutes that are actually signed by the Chairperson should be evidence of those proceedings, not minutes that are purported to be signed by the Chairperson but may not be.
13.16	New clause	Clarify - there is currently nothing to stop meetings being held together or immediately subsequent, particularly in order to save costs to hold the meeting and for those travelling to attend the meeting. This clause confirms this for the sake of clarity.
14.2.1	Change "Trustees" to "Trustee's"	Correct - to correct a typo.
14.4	Add "."	Correct - to correct a typo.
15	Replace clause	Update - to be consistent with the Income Tax Act 2007 which now refers to "Associated Person" rather than "Related Person"
19.1	Change "Whatu ora" to "specific"	Correct - to correct a typo – should have referred to specific Trust.
19.2	Change "Whatu ora" to "specific"	Correct - to correct a typo – should have referred to specific Trust.
22.3	Change 1994 to 2007	Update - to update reference to the newer Income Tax Act 2007.
25	Delete review clause	Update - to remove obsolete clause as only one review mandatory, and now completed.
First Schedule Rule 1.1	Change "First" to "Second"	Correct - to correct a typo.
Second Schedule Rule 4.1	Insert space between "such" and "waiver"	Correct - to correct a typo.
Second Schedule Rule 4.1	Change "a Trustees election" to "the taking of office of Trustees"	Clarify - for clarification as elsewhere the Trust Deed provides that Trustees take office at the AGM rather than immediately after the election except in the case of an election to fill a casual vacancy. This amendment is correct for both situations.

<i>Te Roroa Whatu Ora Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
Second Schedule Rule 7.2	Delete "purported to be"	Correct - only minutes that are actually signed by the Chairperson should be evidence of those proceedings, not minutes that are purported to be signed by the Chairperson but may not be.
Second Schedule Rule 8.1	Add "pursuant to a resolution of the Trustees in accordance with this Trust Deed"	Clarify - for the sake of clarity – confirms that documents executed under this clause still have to be in accordance with a properly made Trustee decision.
Third Schedule Rule 5.3(b)	Delete space before " ;"	Correct - to correct a typo.
Cross references, minor drafting errors and table of contents		
Throughout	Correct cross references	To correct any incorrect cross references to other parts of this Trust Deed or the Te Roroa Whatu Ora Trust Deed including if not all three resolutions are passed.
Throughout	Correct minor drafting errors which do not change the effect	To correct any other minor drafting errors which have been missed from this table, but do not change the effect of the Trust Deed.
Table of contents	Update table of contents	To update to reflect the changes to the Trust Deed
<i>Te Roroa Manawhenua Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
1.1 "Adult Members of Te Roroa"	New definition of Adult Member of Te Roroa	Clarify - to differentiate between members of Te Roroa who are over 18 and are not on the Te Roroa Membership Register and those who are registered (below).
Throughout the Trust Deed	Change "Adult Members of Te Roroa" to "Adult Registered Members of Te Roroa"	Clarify - to clarify that this definition is of Adult members who are registered.
Throughout the Trust Deed	Change "Te Roroa Register" to "Te Roroa Members Register"	Clarify - to clarify that the Register is of Members of Te Roroa.
Throughout the Trust Deed	Change "Whatu Ora Trust" to "Te Roroa Whatu Ora Trust"	Correct names of Trusts - to reflect preference that the full name of the Te Roroa Whatu Ora Trust is used, not a short version.
Throughout the Trust Deed	Change "Manawhenua Trust" to "Te Roroa Manawhenua Trust"	Correct names of Trusts - to reflect preference that the full name of the Te Roroa Manawhenua Trust is used, not a short version.
1.1 "Annual Plan"	Change "report" to "plan"	Correct - to correct a typo.
1.1 "Associated Person"	New definition of "Associated Person" to replace definition of "Related Person"	Update - to be consistent with the Income Tax Act 2007 which now refers to "Associated Person" rather than "Related Person"
1.1 "Balance Date"	New definition of "Balance date"	Correction – missing definition required for Income Year definition.
1.1 "Beneficiary"	New definition of "Beneficiary"	Clarify - for clarification outside of the Trust Deed where Members of Te Roroa are often referred to as Beneficiaries. This definition clarifies that they are the same.
1.1 "Deed of Settlement"	Add "executed" before "deed dated 17 December 2005".	Clarify - for clarification - the Deed of Settlement was executed (signed and witnessed) and this is now explicitly recorded.
1.1 "Deed of Settlement"	Add (a)-(e) listing documents which are included in the definition of "Deed of Settlement"	Clarify - for clarification so anyone reading the Trust Deed knows that the Deed of Settlement is not just one document. It includes schedules, attachments and further Deeds executed after 17 December 2005.
1.1 "Disputes Committee"	Change "24" to "24.2"	Clarify - to more accurately pinpoint the clause which deals with the Disputes Committee.
1.1 "Five Year Strategic Plan"	New definition of "Five Year Strategic Plan"	Clarify - for ease of reference - it refers the reader to clause 7.2.
1.1 "Majority"	New definition of "Majority"	Clarify - for the sake of completeness - it confirms that a majority where referred to in the Trust Deed means more than 50%.

<i>Te Roroa Manawhenua Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
1.1 "Related Person"	Delete	Update - to be consistent with the Income Tax Act 2007 which now refers to "Associated Person" rather than "Related Person"
1.1 "Settlement Act"	Change definition to "means the Te Roroa Claims Settlement Act 2008"	Update - the name of the Settlement Act is now known and can be included here.
1.1 "Settlement Date"	Change definition to "29 October 2008"	Update - the Settlement Date is now known and can be included here.
1.1 "Te Roroa Claims"	Replace "clause 1.11" with "clause 1.11-1.13"	Correct - to make cross reference more accurate.
1.1 "Te Roroa Claims"	Update to also refer to section 12 of the Settlement Add "and section 12 of the Settlement Act"	Update - To make cross reference fuller to reflect that the definition of Te Roroa can now also be found in the Settlement Act.
1.1 "Te Roroa Tupuna"	Change "1" to "I"	Update - to be consistent with Settlement Act.
1.1 "Te Roroa Tupuna"	Change "." to ","	Correct - to correct a punctuation error.
1.1 "Te Roroa Tupuna"	Insert space between "any" and "time"	Correct - to correct a typo.
1.1 "Trustees"	Change "First" to "Second"	Correct - to correct a typo.
2.4.2	Delete	Update - to remove an unnecessary reference to land transfers which were to happen at Settlement Date but did not because of a change in Crown policy, rendering this clause redundant.
New 2.4.8	Add "health"	Clarify - to clarify that Trustees also promote health generally among Te Roroa
4.1	Change "First" to "Second"	Correct - to correct a typo.
5.2	Change "five year plan" to "Five Year Strategic Plan" and capitalise	Clarify - to clarify that the five year plan is a strategic plan
6.1	Capitalise "Annual Report"	Correct - correction to match defined term.
6.2	Change "financial statements" to "Consolidated Financial Statements"	Correct - correction to match defined term.
6.2	Capitalise "Consolidated Financial Statements"	Correct - correction to match defined term.
7.1.4	Change "Five Year Plan" to "Five Year Strategic Plan"	Clarify - to reflect preference that the five year plan be a strategic plan.
8	Add "or where Trustees are required to withhold information under the terms of any legislation including the Privacy Act 1993."	Clarify - to explicitly record the obligation to protect personal information under the Privacy Act 1993.
10.7	Change "a" to "an"	Correct - to correct a typo.
10.8	Add "annual"	Correct - to correct a typo.
10.9	Remove capitals from "special general meeting"	Correct - to correct a typo.
10.11	Remove capitals from "special general meeting"	Correct - to correct a typo.
10.12	Delete "the"	Correct - to correct a typo.
10.14	Delete "purported to be"	Correct - only minutes that are actually signed by the Chairperson should be evidence of those proceedings, not minutes that are purported to be signed by the Chairperson but may not be.
10.16	New clause	Clarify - there is currently nothing to stop meetings being held together or immediately subsequent, particularly in order to save costs to hold the meeting and for those travelling to attend the meeting. This clause confirms this for the sake of clarity.
12	Replace clause	Update - to be consistent with the Income Tax Act 2007 which now refers to "Associated Person" rather than "Related Person"

<i>Te Roroa Manawhenua Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
16.1	Change “Manawhenua” to “specific”	Correct - to correct a typo.
16.2	Change “Trust” to “trust”	Correct - to correct a typo.
16.3	Change “fund” to “assets”	Clarify - for consistency - to be consistent with rest of Trust Deed
16.3	Change “Trust” to “trust”	Correct - to correct a typo.
17	Delete	Update - to remove an unnecessary reference to land transfers which were to happen at Settlement Date but did not because of a change in Crown policy, rendering this clause redundant.
20.3	Change 1994 to 2007	Update - to update to refer to the newer Income Tax Act 2007.
22	Replace section with drafting from Te Roroa Claims Settlement Act	Update - refer to section 17 of the Te Roroa Claims Settlement Act as this has been passed.
24	Delete review clause	Update - to remove obsolete clause as only one review mandatory, and now completed.
First Schedule rule 1.1	Delete “and”	Correct - to correct a typo.
First Schedule rule 3.4	New clause	Clarify – makes it explicit that parents or caregivers of children under 18 can apply on their behalf for registration.
First Schedule rule 3.3	New clause	Clarify - new clause confirming that the Te Roroa Members Register is updated “as promptly as possible”
First Schedule rule 5.1	Add “and kept on a register of deceased Members of Te Roroa”	Clarify - for clarification that names and details for deceased Members of Te Roroa do not have to be deleted, merely kept separate from the Te Roroa Members Register (as this is used for elections etc).
Second Schedule rule 3	Change “appointment” to “election”	For clarification. Trustees are elected, not appointed.
Third Schedule rule 4.1	Change “a Trustees election” to “the taking of office of Trustees”	Clarify - for clarification as elsewhere the Trust Deed provides that Trustees take office at the AGM rather than immediately after the election except in the case of an election to fill a casual vacancy. This amendment is correct for both situations.
Third Schedule rule 7.2	Delete “purported to be”	For protection. Only minutes that are actually signed by the Chairperson should be evidence of those proceedings, not minutes that are purported to be signed by the Chairperson but may not be.
Third Schedule rule 8.1	Add “pursuant to a resolution of the Trustees in accordance with this Trust Deed”	Clarify - for the sake of clarity – confirms that documents executed under this clause still have to be in accordance with a properly made Trustee decision.
Fourth Schedule rule 1.1(c)	delete	Update - to remove an unnecessary reference to land transfers which were to happen at Settlement Date but did not because of a change in Crown policy, rendering this clause redundant.
Fifth Schedule	Delete	To remove an unnecessary reference to land transfers which were to happen at Settlement Date but did not because of a change in Crown policy, rendering this clause redundant.
Throughout	Change Sixth Schedule to Fifth Schedule	Consequential change because Fifth Schedule deleted
Throughout	Change Seventh Schedule to Sixth Schedule	Consequential change because Fifth Schedule deleted
Cross references and table of contents		
Throughout	Correct cross references	Update - to correct any incorrect cross references to other parts of this Trust Deed or the Te Roroa Whatu Ora Trust Deed including if not all three resolutions are passed.
Throughout	Correct minor drafting errors which do not change the effect	To correct any other minor drafting errors which have been missed from this table, but do not change the effect of the Trust Deed.

<i>Te Roroa Manawhenua Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
Table of contents	Update table of contents	To update to reflect that the changes to the Trust Deed

Table of Amendments regarding Resolution Two

<i>Te Roroa Whatu Ora Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
Subsidiaries		
1.1 "Statement of Intent"	Change "TRCDL and TRSDL" to "Subsidiaries"	For flexibility. Rather than being required to establish a commercial company and a social company under which the any other subsidiaries can sit, Te Roroa Whatu Ora Trust can establish subsidiaries as it chooses, as long as they are owned or controlled by the Te Roroa Whatu Ora Trust.
1.1 "Subsidiary"	New definition of "Subsidiary"	
1.1 "TRCDL"	Deleted	
1.1 "TRSDL"	Deleted	
1.1 "Te Roroa Development Group"	Replace references to TRCDL and TRSDL to "any subsidiaries"	
2.4.6	Change "TRCDL" to "Subsidiaries"	
6	Change "TRCDL and TRSDL" to "Subsidiaries"	The requirement for subsidiaries to be owned and controlled by the Te Roroa Whatu Ora Trust is now dealt with in the definition of Subsidiary in clause 1.1. For flexibility. Rather than being required to establish a commercial company and a social company under which the any other subsidiaries can sit, Te Roroa Whatu Ora Trust can establish subsidiaries as it chooses, as long as they are owned or controlled by the Te Roroa Whatu Ora Trust.
6.1	Change "establish and oversee the operations of TRCDL and TRSDL" to "establish Subsidiaries and oversee the operation of those Subsidiaries"	
6.2	Delete original 6.2 regarding ownership and control of TRCDL and TRSDL	
6.2	Change "TRCDL Objects to "Subsidiaries to undertake Commercial Activities"	
	Change references to TRCDL to apply to any Commercial Subsidiary	
6.3	Change "TRSDL Objects to "Subsidiaries to undertake Community Development Activities"	
	Change references to TRSDL to apply to any Community Development Subsidiary	
6.5	New clause	
6.6	Add "and Trustees"	
6.6.1	Add "and Trustees"	
	Change references to directors to apply to trustees as well	
6.6.2	Change references to directors to apply to trustees as well	
6.6.3	Change references to directors to apply to trustees as well	
9	Change "Company" to "Subsidiary"	
9.1	Change "TRCDL and TRSDL" to "Subsidiaries"	
	Change reference to "TRCDL and TRSDL" to "Subsidiary where the shareholder or appointor is the Te Roroa Whatu Ora Trust"	
9.1.1	Change reference to "TRCDL	For flexibility. Rather than being required to

<i>Te Roroa Whatu Ora Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
	and TRSDL” to “the Subsidiary”	establish a commercial company and a social company under which the any other subsidiaries can sit, Te Roroa Whatu Ora Trust can establish subsidiaries as it chooses, as long as they are owned or controlled by the Te Roroa Whatu Ora Trust.
9.1.3	Change reference to “incorporation of TRCDL and TRSDL” to “incorporation or establishment of Subsidiary where the shareholder or appointor is the Te Roroa Whatu Ora Trust”	
9.2	Change “of TRCDL and TRSDL” to “referred to in clause 9.1”	
9.3	Change “TRCDL and TRSDL” to “Subsidiaries”	As Subsidiaries may include entities other than companies, change to include any applicable legislation
	Change “Companies Act 1993” to “legislation”	
	Add “any applicable legislation including”	
9.4	Change “TRCDL and TRSDL” to “Subsidiary that is a company”	To reflect that some subsidiaries may be entities other than companies
10.1.5	Change reference to “TRCDL and TRSDL” to “Subsidiary where the shareholder or appointor is the Te Roroa Whatu Ora Trust”	Consequential amendments, as a result of the changes to subsidiaries referred to above.
10.1.6	Change reference to “TRCDL and TRSDL” to “Subsidiary where the shareholder or appointor is the Te Roroa Whatu Ora Trust”	
Stricter “Major Transaction” threshold		
1.1 “Major Transaction” (a)	Change “half” to “one third”	To protect the Trust Fund. This change affects clause 3. Provides that any acquisition, disposition or transaction which is more than one third the value of the Trust Fund before the acquisition, disposition or transaction must be approved by or contingent upon approval by a Special Resolution through the process set out in the Third Schedule. That process in turn requires 85% support from those who vote. This change provides more protection for the Trust Fund. Previously the Trustees could sell or mortgage up to half of the Trust Fund without any reference to the members of Te Roroa. Now the threshold is one third.
1.1 “Major Transaction” (b)	Change “half” to “one third”	
1.1 “Major Transaction” (c)	Change “half” to “one third”	
Cross references and table of contents		
Throughout	Correct cross references	To correct any incorrect cross references to other parts of this Trust Deed or the Te Roroa Whatu Ora Trust Deed including if not all three resolutions are passed.
Throughout	Correct minor drafting errors which do not change the effect	To correct any other minor drafting errors which have been missed from this table, but do not change the effect of the Trust Deed.
Table of contents	Update table of contents	To update to reflect that the changes to the Trust Deed
<i>Te Roroa Manawhenua Trust Deed Clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
Inalienability of Te Roroa Manawhenua Trust land		
1.1 “Major Transaction”	Delete	To protect the land held by the Te Roroa Manawhenua Trust. No Major transaction threshold is required because land held by the Te Roroa Manawhenua Trust cannot be alienated and transfer of other property already requires a Special Resolution.
2.4.5	Explicitly exempt land from the Special Resolution provisions	To protect the land held by the Te Roroa Manawhenua Trust – make it more explicit

<i>Te Roroa Manawhenua Trust Deed Clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
	so it may never be removed from the Te Roroa Manawhenua Trust	
3	Delete existing clause 3 and replace with new clause 3	To protect land held by the Te Roroa Manawhenua Trust. Provides that once any land is held by Te Roroa Manawhenua Trust it cannot be alienated
19	Delete clause – moved earlier to clause 3	To make the protection of land more explicit – clause 3 is more clearly drafted and at the beginning of the Trust Deed as this issue is important.
21	New clause	To protect land held by the Te Roroa Manawhenua Trust. No amendment to the Trust Deed can be made which allows for any land held by Te Roroa Manawhenua Trust to be alienated.
Fourth Schedule new rule 1.1(c)	New rule 1.1(c) to clarify that only non-land Trust Assets can be alienated	To protect land held by the Te Roroa Manawhenua Trust.
Fourth Schedule rule 1.1(d)	delete	Major transaction drafting no longer relevant, instead this drafting provides that once any land is held by Te Roroa Manawhenua Trust it cannot be alienated
Sixth Schedule	Amend to clarify inalienability	Not relevant as once any land is held by Te Roroa Manawhenua Trust it cannot be alienated, not just wahi tapu
Subsidiaries		
1.1 “Te Roroa Development Group”	Change references to “TRCDL and TRSDL” to “Subsidiaries”	Consequential amendments, as a result of the changes to subsidiaries in Te Roroa Whatu Ora Trust Deed referred to above.
1.1 “TRCDL”	Delete	
1.1 “TRSDL”	Delete	
Cross references and table of contents		
Throughout	Correct cross references	To correct any incorrect cross references to other parts of this Trust Deed or the Te Roroa Whatu Ora Trust Deed including if not all three resolutions are passed.
Throughout	Correct minor drafting errors which do not change the effect	To correct any other minor drafting errors which have been missed from this table, but do not change the effect of the Trust Deed.
Table of contents	Update table of contents	To update to reflect that the changes to the Trust Deed

Table of Amendments regarding Resolution Three

<i>Te Roroa Whatu Ora Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
Notice in newspapers		
13.3	Replace drafting regarding newspaper notice	For flexibility and to save costs. Notice to be inserted in any metropolitan and/or provincial newspapers where the Trustees consider that a significant number of Members of Te Roroa reside and any such other means as the Trustees may determine. Also additional notice by such other means as the Trustees may determine (eg the website).
Third Schedule Rule 5.2(b)	Replace drafting regarding newspaper notice	
Electronic notice		
12	New clause regarding electing alternative form of notice to postal	For efficiency and to save costs. Members of Te Roroa can elect to receive all postal notices by email instead of by post. The Trustees can allow other forms of communication, for example if in the future email is superseded by a new technology.
Electronic voting		
Third Schedule Rule 2.1	Add electronic voting	For efficiency and to increase voter participation. Trustees at their discretion may offer electronic voting as an alternative to or, if appropriate in the
Third Schedule Rule 5.3(d)	Add electronic voting	

Third Schedule Rule 5.3(d)	Delete "postal" and add provision for electronic voting	future, instead of, postal voting.
Third Schedule Rule 6	Add electronic voting	
Third Schedule Rule 6.2	Add electronic voting	
Third Schedule Rule 6.3	Add electronic voting	
Cross references and table of contents		
Throughout	Correct cross references	To correct any incorrect cross references to other parts of this Trust Deed or the Te Roroa Whatu Ora Trust Deed including if not all three resolutions are passed.
Throughout	Correct minor drafting errors which do not change the effect	To correct any other minor drafting errors which have been missed from this table, but do not change the effect of the Trust Deed.
Table of contents	Update table of contents	To update to reflect that the changes to the Trust Deed
<i>Te Roroa Manawhenua Trust Deed clause</i>	<i>Proposed Amendment</i>	<i>Reasons for/effect of amendment</i>
Notice in newspapers		
10.3	Replace drafting regarding newspaper notice	For flexibility and to save costs. Notice to be inserted in any metropolitan and/or provincial newspapers where the Trustees consider that a significant number of Members of Te Roroa reside and any such other means as the Trustees may determine. Also additional notice by such other means as the Trustees may determine (eg the website).
Second Schedule rule 7.3(b)	Replace drafting regarding newspaper notice	
Fourth Schedule rule 5.2(b)	Replace drafting regarding newspaper notice	
Electronic notice		
9	New clause regarding electing alternative form of notice to postal	For efficiency and to save costs. Members of Te Roroa can elect to receive all postal notices by email instead of by post. The Trustees can allow other forms of communication, for example if in the future email is superseded by a new technology.
Electronic voting		
Fourth Schedule rule 2.1	Add electronic voting	For efficiency and to increase voter participation. Trustees at their discretion may offer electronic voting as an alternative to or, if appropriate in the future, instead of postal voting.
Fourth Schedule rule 5.3(d)	Add electronic voting	
Fourth Schedule rule 5.3(e)	Add electronic voting	
Fourth Schedule rule 6	Add electronic voting	
Fourth Schedule rule 6.2	Add electronic voting	
Fourth Schedule rule 6.3	Add electronic voting	
Te Roroa Manawhenua Trust SGM notice period		
Fourth Schedule rule 5.1	Change 60 to 30	For efficiency and to reduce costs. Making the SGM period 30 days rather than 60 makes it consistent with the notice period for the Te Roroa Manawhenua Trust AGM or for an AGM or SGM of the Te Roroa Whatu Ora Trust making it easier to combine notice, saving on printing and postage costs and preventing Members of Te Roroa receiving multiple notices.
Cross references and table of contents		
Throughout	Correct cross references	To correct any incorrect cross references to other parts of this Trust Deed or the Te Roroa Whatu Ora Trust Deed including if not all three resolutions are passed.
Throughout	Correct minor drafting errors which do not change the effect	To correct any other minor drafting errors which have been missed from this table, but do not change the effect of the Trust Deed.
Table of contents	Update table of contents	To update to reflect that the changes to the Trust Deed