

## Trust Deed Introduction

Tēnā koutou e te whānau o Te Whānau Tupu Ngātahi,

The Trustee Board is pleased to share with you this draft [Trust Deed](#) as part of *Ki te pae tawhiti*, the project to achieve the promise of our amalgamation.

The purpose of this document is to share with you the background of how the draft trust deed was developed, the process for how the organisation will make the decision, a summary of key points, and outline next steps.

### **Background**

Our current Kaupapa Ture/Constitution was agreed in 2019 to accompany our application to the high court for amalgamation. It was understood at that time that significant aspects of this constitution were less than ideal, and that it should be reviewed as soon as possible.

This assessment was confirmed by Hon. Tracey Martin and our own Chief Executive (CE), and therefore the Trustee Board established a constitutional review subcommittee in March 2022.

The subcommittee consisted of Trustee Board members from both houses, our CE, our Principal Advisor Susan Bailey, and our legal advisor Jeremy Hunter of Zone Law. The subcommittee also enlisted an independent governance expert Tony Hassed to provide peer review. The subcommittee decided to provide a draft Trust Deed as opposed to an updated Constitution (more on this below).

The full Trustee Board has now approved this draft document to be shared with the wider organisation.

### **What will the decision-making process look like?**

There will be multiple opportunities to ask questions and provide feedback on this draft Trust Deed, including at Ngā hui ā-whare. The feedback will be considered by the Trustee Board and their legal and expert advisors before the final Trust Deed is presented to the organisation on Friday 29<sup>th</sup> July in the form of an SGM remit. As per our constitutional clause 14, every rōpū and centre will then have the opportunity to vote on the adoption of the Trust Deed,

The Trust Deed will be supported by 'The Rules' which describe how the Trust Deed will be enacted. These Rules will be developed by a Kapa Mahi (working group) made up of members and Trustees. The Rules will be prepared in time for consideration along with the Trust Deed before voting.

If you would like to be considered for the Rules Kapa Mahi, the [Terms of Reference](#) and [self-nomination form](#) are available on our website. Nominations close on Wed 1<sup>st</sup> June.

## **Key Points**

### **Why a Trust Deed and not a Constitution?**

Playcentre Aotearoa is an Incorporated Charitable Trust with a Trustee Board which is responsible for using the trusts' assets to achieve our stated charitable purpose. In order to achieve our charitable purpose, we must ensure that our actions and behaviours as an organisation are clearly and effectively focused towards this goal. The Trustee Board decided, after considering substantial legal advice, that a Trust Deed is best aligned with the structure of our organisation, and provides the best possibility of achieving our charitable purpose.

### **What will stay the same between this Trust Deed and our current Constitution?**

Most importantly, but not limited to:

- Our philosophy continues to be upheld and protected in the Trust Deed, and our volunteer nature is specifically enshrined:
  - Playcentre Aotearoa is a whānau and largely volunteer-based organisation which:
  - Empowers whānau and tamariki to work, play, learn and grow together;
  - Honours Te Tiriti o Waitangi and celebrates people's uniqueness; and
  - Values and affirms parents as the first and best educators for their tamariki:

So that whānau are strengthened and communities enriched.

- Our commitment to treaty-based partnership continues to be protected and expressed through the Two-House Model.

### **What are the main differences between this Trust Deed and our current Constitution?**

- This Trust Deed clearly sets out the rights and responsibilities for all involved in our organisation and gives the Trustees the authority to act.
- Every whānau will have a vote on who their Trustees will be - one whānau, one vote.
- There is a defined governance framework that provides pathways for whānau/centre/rōpū/cluster voice and emergent leadership.
- Hapori is a new term, the name for the first step beyond your own centre, a space for all centre members to connect regardless of their house. Hapori means 'community'.
- As required of them by law to meet fiduciary and compliance responsibilities, the Trustee Board will be empowered to be the decision makers. The process for retirement or removal of Trustees is explicit.
- All centre assets and liabilities will be centralised under the financial management of Playcentre Aotearoa. This process will be guided by a new National Finance Operational Policy, initial information can be found [here](#).

## **What are the benefits of the Trust Deed?**

- Each individual whānau will now have a say in determining who they empower to make decisions for them on the Trustee Board.
- The amalgamation goal of ‘less admin, more play’ can finally be achieved. Playcentre Aotearoa will provide the support required to operate with a kaimahi in every centre and will be responsible for all the costs associated with operating, compliance, and licensing.
- Playcentre Aotearoa funds can be equitably distributed to ensure that there are viable centres across the motu.
- The elected Trustees can carry out their role in a way that protects them and Playcentre Aotearoa.

## **Next Steps**

This is a significant document that will take time to digest. We are here and available to answer your questions and hear your feedback in any of the following ways:

- Send your questions and feedback to [administrator@playcentre.org.nz](mailto:administrator@playcentre.org.nz) by noon on 31st of May and we will respond by 5pm on 10th June.
- Whare Representative Zoom Call Monday 23rd May (details will be sent to you directly if you are a Representative)
- Get in touch with your Whare Representative (contact details will be sent to your centre/rōpū)
- Q & A open to all Monday 13th June 7:30pm
- At Ngā hui ā-whare 17th –19th June

After Ngā hui ā-whare, and once the final Trust Deed has been presented, there will be further opportunities for whare representatives and all centre members to engage in this process as we lead to SGM.

Thank you for taking the time and energy to read this and participate in the mahi needed to secure our future.

*Ko te pae tawhiti, whāia kia tata. Ko te pae tata whakamaua kia tina!  
Seek out distant horizons. Secure our achievements and hold them close.*

Ngā mihi,  
Ann, Avis, Bes, Gemma, Hayley, Heather, Michelle and Ranee  
Trustee Board