



**Notice is hereby given of the Meeting of the Southland
Museum & Art Gallery Trust Board Inc
to be held in the Council Chambers,
Invercargill City Council, 101 Esk Street, Invercargill on
Wednesday 14 December 2022 at the conclusion of the
Annual General Meeting**

Ms E Cook (Chair)
Mrs C Hadley
Mr C McIntosh
Mr S Parry

Thilini Amarasingha
For Secretary

Southland Museum and Art Gallery Trust Board - Public

14 December 2022 09:30 AM

Agenda Topic	Page
1. Apologies	
2. Declaration of Interest	
3. Minutes of the Meeting held on 18 August 2022 (A4022085)	3
3.1 Matters Arising	
4. Action Sheet (A4016832)	8
5. Financial Report (A4204457)	9
6. Report SMAG Collection Update - December 2022(A4206391)	11
6.1 Appendix A - Collection Management Policy 2022 (A4206188)	15
6.2 Appendix B - SMAG Outward Loans (A4206189)	29
7. Report - SMAG Trust Deed Review (A4205957)	43
7.1 Appendix 1 - SMAG Trust Deed with Track Changes (A4069835)	44
7.2 Appendix 2 – Current SMAG Trust Deed (A3905940)	61
8. Correspondence	
9. General Business	
10. Public Excluded Session	

**MINUTES OF THE SOUTHLAND MUSEUM AND ART GALLERY TRUST BOARD
MEETING HELD IN THE COUNCIL CHAMBER, INVERCARGILL CITY COUNCIL,
101 ESK STREET, INVERCARGILL ON THURSDAY 18 AUGUST 2022 AT 2.02 PM**

PRESENT: Ms E Cook (Chair) (via Zoom)
Mrs C Hadley
Mr C McIntosh (via Zoom)
Mr R Capil (Delegated nominee of Mr S Parry)

IN ATTENDANCE: Mr R McWha (Assistant Group Manager – Leisure and Recreation)
Mr M Morris (Manager – Governance and Legal)
Ms R Rout (Governance Legal Manager – Southland District Council)
Mr W Marriott (Manager – Museum and Heritage Services)
Mrs T Amarasingha (Secretary)

1. APPOINTMENT OF CHAIRPERSON

The Board agreed Ms Cook would act as the Chairperson until the new Board was appointed.

2. APOLOGIES

Mr S Parry.

3. INTEREST REGISTER

Ms Cook requested to update the Interest Register.

**4. MINUTES OF THE MEETING HELD ON 20 MAY 2022
A3918089**

Moved Mrs Hadley, seconded Mr McIntosh and **RESOLVED** that the minutes of the Southland Art Gallery and Trust Board meeting held on Friday 20 May 2022 be accepted as a true and correct record.

4.1 Matters Arising

Mr Botting noted that Mr Cross needed to be removed from the bank signing authorities as he had left Council. The matter would be resolved under General Business.

Mr Morris provided governance advice for the questions raised at the last Board meeting.

- Receiving the last meeting minutes from the previous Board - The minutes should be signed by the previous Board Chairperson, and then those minutes could be received by the Board. This matter would be actioned at the next Board meeting.

- Other outstanding matters from the previous Board – These matters should be resolved case by case, considering what they were and what the Board wishes to do.
- Name change for the Trust – The Board is able to change the name through a formal resolution. Alternatively the Board may also choose to leave the naming for the incoming Board to decide.

The Board discussed the matter of the name change for the Trust and its collection, noting that moving away from the representative name of “Southland Museum and Art Gallery” would be the best solution. The Chair would ask local Rūnaka for their suggestions for an appropriate name. The Board agreed that the Chairperson work with local Rūnaka on this matter.

5. ACTION SHEET

A4016832

The Interim Board action sheet was updated as below:

Date: 18 August 2022
Action: Trust Board Name Change
Description: The Chairperson of the Board was delegated to ask local Rūnaka for their suggestions for the name “Southland Heritage Collection”.
Action by: Ms Cook
Due date: by next meeting

6. ITEMS FOR REVIEW 2022/23

A4016318

It was noted that the Business Plan Workshop and Business Plan Review should be delayed for the incoming Board to action.

7. FINANCIAL REPORT

A4004591

Mr Botting presented the report.

In response to a query about operational costs such as maintenance, it was noted that currently, the funds from the Regional Heritage Committee were used for operational costs. The breakdown of the expenses would be presented to the Board

A query was raised regarding the grant to the Trust from the Invercargill City Council of \$52,769 titled Redevelopment Grant listed in the financial report under Unused Grants with Conditions. It was noted that the previous Board wrote to the Group Manager – Leisure and Recreation to request clarity on the use and purpose of this amount given the limited role and function the Interim Board had in the activities of the ICC museum redevelopment project. Staff would report back to the Board on the response in due course.

Moved Ms Cook, seconded Mr McIntosh, and **RESOLVED** that the Southland Museum and Art Gallery Trust Board:

1. Receive the “Draft Annual Report for the Financial Year ending 30 June 2022”.

Moved Mrs Hadley, seconded Mr McIntosh and **RESOLVED** that the Southland Museum and Art Gallery Trust Board:

2. Ratify the approval of the “Statement of intent for the financial year 30 June 2023” and that a copy be issued to stakeholders (Invercargill City Council, Southland District Council and Gore District Council).
3. Note it has not met the requirements of Schedule 8 clause 3 of the Local Government Act 2002 - “The Board must deliver the completed Statement of Intent to the shareholders before the commencement of the financial year to which it relates.”

The Board discussed and agreed to review the Statement of Intent before the next Board meeting.

8. SMAG COLLECTION REPORT - JUNE 2022
A4004466

Mr Marriott presented the report.

The Board requested the addition of deaccessioned items as an appendix to the next SMAG Collection Report.

Moved Mrs Hadley, seconded Mr Capil, and **RESOLVED** that the Southland Museum and Art Gallery Trust Board:

1. Receive the report “SMAG Collection Update - June 2022”.

9. APPOINTMENTS TO THE APPOINTMENTS COMMITTEE

Mr McWha provided a verbal update and said that the Chief Executives of Invercargill City Council, Southland District Council and Gore District Council appointed themselves to the Appointments Committee and was waiting for the response from four Rūnaka about their representative.

The Board noted their concern about moving forward to start the recruitment process through the Appointment Committee. Further, it was noted that the appointment decisions of the Appointment Committee must be approved by the three councils.

The Board requested the officers find Council meeting dates in November, December and January and also finalise the timeline for the recruitment process with Sheffield Recruitments.

10. RECRUITMENT UPDATE (VERBAL)

Mr McWha provided a verbal update and said that Sheffield Recruitments would support the recruitment process. To keep the momentum going while a response from iwi on their representation was pending, Mr McWha would work with Sheffield to draft an ideal candidate profile and skills composition of the new Board. The briefing document would be circulated prior to the next meeting from the Interim Board to review.

11. PROFESSIONAL ADVISORY SUPPORT BRIEFING NOTE
A4017557

Mr McWha presented the report.

The Board discussed and agreed the report would lie on the table.

12. CORRESPONDENCE

Nil.

13. GENERAL BUSINESS

The Board received a request to remove Jono Cross and to add Jaimee Botting as the Creator for the bank signing authority.

Moved Mrs Hadley, seconded Mr McIntosh and **RESOLVED** that the Southland Museum and Art Galley Trust Board:

1. Remove Jono Cross and add Jaimee Botting as a Creator for bank signing authority.

14. NEXT MEETING DATE, LOCATION AND CHAIRPERSON

The Board will be advised of the next meeting date and location in due course.

15. PUBLIC EXCLUDED SESSION

Moved Mrs Hadley, seconded Mr Cameron that the public be excluded from the following parts of the proceedings of this meeting; namely

- (a) Report - Mary Judith Massey Collection (1912)

The general subject of each matter to be considered while the public is excluded, the reason for passing this resolution in relation to each matter, and the specific grounds under Section 48(1) of the Local Government Official Information and Meetings Act 1987 for the passing of this resolution are as follows:

General subject of each matter to be considered	Reason for passing this resolution in relation to each matter	Ground(s) under Section 48(1) for the passing of this resolution
(a) Report - Mary Judith Massey Collection (1912)	Section 7(2)(i) To Protect the privacy of natural persons, including that of	Section 48(1)(a) That the public conduct of this item would be likely to result in the

deceased natural
persons

disclosure of
information for which
good reason for
withholding would
exist under Section 7.

There being no further business, the meeting closed at 3.04 pm.



INTERIM BOARD ACTION SHEET

Date	Action	Description	Action by	Due date
18 August 2022	Trust Board Name Change	The Chairperson of the Board was delegated to ask local Rūnaka for their suggestions for the name "Southland Heritage Collection".	Ms Cook	By next Board meeting

FUTURE ACTION, ISSUES AND OPPERTUNITIES FOR INCOMING Board

Date	Action	Description	Action by	Due date
				For Incoming Board
				For Incoming Board

SOUTHLAND MUSEUM AND ART GALLERY TRUST BOARD – FINANCIAL REPORT FOR THE FOUR MONTHS ENDED 31 OCTOBER 2022

To: Southland Museum and Art Gallery Trust Board

Meeting Date: Wednesday 14 December 2022

From: Nida Dela Cruz - Accountant

Approved: Steve Gibling - Group Manager - Leisure and Recreation

Approved Date: Thursday 8 December 2022

Open Agenda: Yes

Public Excluded Agenda: No

Purpose and Summary

To supply the Trust Board an update of the financial performance for the four months ended 31 October 2022.

Recommendations

That the Southland Museum and Art Gallery Trust Board:

1. Receive the “Financial Report for the four months ended 31 October 2022” and note that there have been minimal transactions during the first four months of the year.

Financial report for the 4 Months Ended 31 October 2022

Overall Position		<i>Actual YTD</i>
Net Operating Profit/(Loss)		304
Net Cashflow movements		265,201
Cash position		679,954 (includes \$209k on term deposit (matures Apr 2023))

Administration		<i>Actual YTD</i>	<i>Forecast for year</i>
Income			
Grant - SRHC	407,230	1,221,691	To be used towards the collection
Grant - ICC - Trust operations	-	20,000	To be used to operate Trust
Donations & Bequests	-		Bequest with conditions
Interest - Bank	816		
Interest - Investment Accounts	123		
Total Income	408,169	1,241,691	
Expenditure			
Museum management fee	407,230	1,221,691	Paid to ICC to maintain the collection
Legal fees	-		
General expenses	25	10,000	Forecast to cover all other expenses
Media Support	-		
Bank fees	-		
Audit fees	-	10,000	Accrued at end of year
Depreciation & impairment	610	1,830	
Total Expenditure	407,865	1,243,521	
Net Operating Profit/(Loss)	304	(1,830)	
Capital purchases	0	0	

Reserves & Funds		<i>Balance</i>	<i>Condition</i>
Restricted reserve			
Estate C F Broadley - Tuatara	17,943		To be spent on Tuatara or the early history of Southland
Estate D I Alloo - Tuatara	37,678		To be spent on Tuatara
Estate D I Alloo - Natural History	165,194		To be spent on Natural History Gallery
	220,815		
Special purpose reserve			
Education Service Reserve	11,269		For the delivery of curriculum support programmes
Baird Library	743		To be spent on books for the collection
Collection acquisitions	24,720		To be spent on capital items for the collection
	36,732		
Redevelopment funds			
Invercargill City Council	52,769		To be used on museum development
	52,769		

SMAG COLLECTION UPDATE - DECEMBER 2022

To:	Southland Museum and Art Gallery Trust Board
Meeting Date:	Wednesday 14 December 2022
From:	Wayne Marriott – Manager Museum and Heritage Services
Approved:	Steve Gibling - Group Manager - Leisure and Recreation
Approved Date:	Wednesday 7 December 2022
Open Agenda:	Yes

Purpose

This report provides an update on matters relating to the Southland Museum and Art Gallery (SMAG) collection.

Recommendations

That the Southland Museum and Art Gallery Trust Board:

1. Receive the report "SMAG Collection Update -December 2022".
2. Note that feedback has been received from sector colleagues and from the four Rūnaka, via the Iwi Liaison Komiti.
3. Adopt the Collections Management Policy

Collection Update

Packing of Collection:

The progress of the collection pack up for relocation to Tisbury Reserve in December 2023 has been reviewed. It is now estimated that 12,000 object now remain which will require a higher degree packing to in order to be shifted.

The timetable has restricted the level of information which is associated with each object to the bare minimum. In reviewing the Vernon database it is now apparent that there have been at least three times during the past two decades that the database has been reconfigured. This has resulted in some collection items being assigned up to three/four numbers, which will be reviewed following the opening of Tisbury.

The team is referencing both the written registers for items collected prior to 2000, as well as donation forms for collection objects post 2000.

Geotech Investigation:

To expedite the geotech investigation of the land beneath the current building, it has been proposed by the PMO that investigation will begin in the early New Year. At present we are waiting on confirmation of the service provider and their requirements. However it is likely that ground floor collection items will require to be relocation at this time.

We will be working closely with the PMO to identify appropriate locations to remove the collection items. This will primarily affect the furniture collection, packed works of art and general household which are located on the ground floor.

Digitisation

The pilot digitisation projects have focused on the art collection, which includes the Southland Art Foundation. While this work supports internal object identification, will assist in the development of permanent exhibits; it also provides a significant opportunity for our communities to have access to material from the collection which is not on exhibition.

This material will also assist in providing access to schools, in particular, who are now introducing the revised New Zealand History curriculum, which has a local and regional focus. Collectively we are working with the ICC Libraries, Archives and Information Management to find a single source solution to present this material digitally.

The following table details the progress on the digitisation of the SMAG collection.

Collection	Description	Total number of items Digitised
Glass Plate Negatives	General Collection. All plates have been cleaned, digitised and rehoused in acid free material	4350
Elmwood and Southland Times Collection	35mm film	22,000
Elmwood Collection catalogue	Photographer's notebooks recording the names and negative numbers	2500
Bound albums	William McCaw albums (Member of SMAG Board 1940 and Sthland Education Board architect)	600
Ambrotypes and Daguerreotypes	Various	20
Archives	Murihiku Land Sales agreement etc.	30
Taoka Maori	Toki, Wooden; Whale Bone	4000
Pasifika	Wooden objects	1817
Art	Oil and Acrylic	600
Social History	Sub-Antarctic; Strangs; Fiordland	250

Collection Management Policy

Feedback has been received from sector colleagues and from the four Rūnaka, via the Iwi Liaison Komiti. This has been incorporated into the policy document.

The SMAG Collection Management Policy provides a set of established guidelines through which gifts are received and acquisitions by purchase are made. It also provides the opportunity for the Trust to regularly review the collection and ensure they have the ability to respond to requests for loans, repatriation, as well as deaccession or collection rationalisation.

The policy will be reviewed every two years. However with the current central government review of the Copyright Act, it is important that should the changes to the act have a major impact on the collection, then we respond accordingly. *Appendix 1: SMAG Collection – Management Policy*

Collection Donations, Loans and Deaccessions

Since July a number of loans have been made as part of the exhibition programme at He Waka Tuia. In addition loans have also been made to the TrustBank Reunion, and the Invercargill City Council. These loans are attached as Appendix B: SMAG Outward Loans

The 2021/2022 backlog of accessioning donated material has now been fully cleared by the team. The team will now accession material prior to 2021 as part of the pack up of the collection as it is noted.

Attachments

Appendix A - SMAG Collection Management Policy (A4206188)

Appendix B - SMAG Outward Loans (A4206189)

Collection Management Policy

1. Introduction: Southland Museum and Art Gallery

- 1.1. Southland Museum and Art Gallery ("the Museum") has collections in natural sciences and human heritage, including taoka Māori.
- 1.2. The ownership and custody of the Museum's collections, displays and structures are vested in the Southland Museum and Art Gallery Trust Board (Incorporated) ("the Board").
- 1.3. The Board has full control of the management of the collection and assets of the Museum (Trust Deed, Sect. 6.2) and, in accordance with the Charitable Trusts Act 1957 and the Trust Deed, has power to set policy and make rules for the internal management of the collection.
- 1.4. The enhancement, preservation and maintenance of the collection are the paramount responsibilities of the Board.

Collection area

- 1.5. The Museum collects material from the geographic and maritime area: Murihiku | Southland; Rakiura | Stewart Island; Te Rua o Te Moko | Fiordland; Tini Heke | Snares Islands; Motu Ihupuku | Campbell Island; Motu Maha | Maungahuka | the Auckland Islands, Adams Island and Moutere Mahue | the Antipodes Island Group (the Subantarctic Islands).

Te Tiriti o Waitangi | Treaty of Waitangi

- 1.6. The Board acknowledges the unique relationship between iwi and the Crown established through the Preamble and Articles of the Treaty of Waitangi, and the Ngāi Tahu Claims Settlement Act 1998, and will be guided by recommendations of the Waitangi Tribunal, or its successor, in any negotiations or discussions between the Board and Mana Whenua.
- 1.7. The Board acknowledges the special place of the "Herald" (Bunbury) Sheet of the Treaty of Waitangi, signed at Ruapuke Island on 10 June 1840 by Hone Tūhawaiki, Kaikoura Whakataū, Te Matenga Taiaroa; and Thomas Bunbury and Joseph Nias on behalf of the Crown.
- 1.8. The Museum has a special relationship with Te Rūnanga o Ngāi Tahu and the four papatipu rūnaka within its collection area: Hokonui Rūnanga, Waihōpai Rūnaka, Te Rūnaka o Awarua and Te Rūnaka o Ōraka Aparima. The four rūnaka have appointed representatives to the Iwi Liaison Komiti,¹ which meets quarterly to discuss issues relating to the collection and exhibitions.

¹ On the Iwi Liaison Komiti, see further Trust Deed, Schedule 3.

Relevant legislation

1.9. Legislation relevant to the Museum and its governance, operation and collection management includes:

- Arms Act 1983
- Arms Legislation Act 2020
- Arms Regulations 1992
- Charitable Trusts Act 1957
- Conservation Act 1987
- Copyright Act 1964
- Films, Videos and Publications Classification Act 1993
- Hazardous Substances and New Organisms Act 1996
- Health and Safety at Work Act 2015
- Heritage New Zealand Pouhere Taonga Act 2014
- Human Tissue Act 2008
- Local Government Act 2002 (Part 5)
- Marine Mammals Protection Act 1978
- Marine Reserves Act 1971
- Maritime Transport Act 1994
- National Parks Act 1980
- Ngāi Tahu (Pounamu Vesting) Act 1997
- Ngāi Tahu Claims Settlement Act 1998
- Privacy Act 2020
- Protected Objects Act 1975
- Reserves Act 1977
- Resource Management Act 1991
- Trusts Act 2019
- Wildlife Act 1953.

2 Public access

2.1. The public is encouraged to have general access to the Museum's collections for the purposes of research, preparation of exhibitions or other interpretative programmes of the Museum, and to address educational, cultural, spiritual, historical and natural environment interests of the individual and/or the community.

2.2. The Museum may restrict general access to the collections in the following cases:

- 2.2.1. items that are unusually fragile or do not tolerate repeated exposure to light
- 2.2.2. items of spiritual or cultural significance to certain community groups

2.2.3. items of archival materials that contain confidential or restricted information

2.2.4. items on loan.

Collection databases

- 2.3. The collection databases of the Museum hold data that relate to its collections. These data include written, digital and photographic records.
- 2.4. The Museum operates from a principle of open access to information.
- 2.5. Access to the collection databases is visual contact with data through written, digital, or photographic records, or aural contact with data through verbal communication with members of Museum staff.
- 2.6. Public access to collection databases is normally for the same purposes as access to the collections. The Museum has similar custodial responsibilities for information relating to items of the collection as it has for the items themselves. The extent of access to the collection databases is decided by the Registrar and reflects the sensitivity and protocol associated with data relating to any item of the collection. The sensitivity of data, possible conflicts in use of the data and proper protocol relating to the data are determined after consultation with the appropriate collection curators and, for taoka Māori, with the Iwi Liaison Komiti.
- 2.7. Structured charges will be made where public access to the database requires a considerable amount of staff or computer time, or data are to be used for commercial gain.
- 2.8. Public access to and/or use of data may be restricted in the following cases:
 - 2.8.1. data that is confidential or restricted by the Privacy Act 2020 or the Copyright Act 1994, or their subsequent amendments.
 - 2.8.2. data that relates to items of spiritual or cultural significance to certain community groups
 - 2.8.3. data resulting from research in progress.

3 Acquisition

- 3.1. The Museum's purpose is to foster, promote and celebrate a sense of connection, understanding and awareness of the importance of the cultural, social and natural history of southern New Zealand (the collection area) through acquisition, care, research, communication, loan and exhibition.

Requirements for acquisition

- 3.2. The Museum shall make every effort to establish the legal provenance and title to an object offered for acquisition and shall maintain the highest possible standards of data capture about the provenance of acquisitions.
- 3.3. Material must pass the requirements of **all** the following criteria before being acquired by the Museum.

- 3.3.1. Consideration must be given to the significance of the material in terms of provenance and story, including all moral, legal and ethical implications.
- 3.3.2. The acceptance of material must conform to the Museum's purpose (3.1).
- 3.3.3. The item or collection must not be a duplicate considered superfluous or inferior to some related object or collection in the Museum's holdings.
- 3.3.4. The Museum must be able to provide adequate storage and display conditions in keeping with professionally accepted standards.
- 3.3.5. The current owner or trustee must demonstrate clear legal title.
- 3.3.6. There must be a declaration of whether a gift is for the Museum's collection or some other purpose, such as for practical use within the Museum, before it is accepted.

Ethics of acquisition

- 3.4. The Museum shall not acquire objects by any means where there is reasonable cause to suspect that their recovery involved the unauthorised, unscientific or intentional destruction of ancient monuments, archaeological or geological sites, or natural habitats, or involved a failure to disclose the finds to the owner or occupier to the land, or to the proper legal, governmental or Iwi authorities.
- 3.5. The Museum shall not knowingly or wilfully acquire any object illegally exported from its country of origin, or illegally imported into New Zealand. The Museum shall not knowingly or wilfully acquire any object illegally obtained in New Zealand in breach of any law, in breach of sound conservation principles for the protection of the biota and environment, or by the unethical breaking of trust.
- 3.6. Where the Museum has previously acquired material which has been identified as falling under Clause 3.4 or 3.5, then the Trust Board will seek to have the identified material returned to the appropriate owner, authority, or institution.
- 3.7. The Museum will comply with the UNESCO Convention on the International Trade in Endangered Species of Wild Fauna and Flora 1975, to which New Zealand is a signatory.
- 3.8. The Museum shall behave in all respects as if New Zealand were a signatory to the following conventions:
 - the UNESCO Convention on the Means of Prohibiting and Preventing the Illicit Import, Export and Transfer of Ownership of Cultural Property 1970
 - the UNESCO Convention on The Protection of the Underwater Cultural Heritage 2001
 - the Unidroit Convention on Stolen and Illegally Exported Cultural Objects 1995
 - the Convention for the Protection of Cultural Property in the Event of Armed Conflict (the Hague Convention, First Protocol, 1954 and Second Protocol, 1999)
 - the United Nations Convention on Biological Diversity 1992.
- 3.9. The Museum's acquisitions shall be guided by:

- the unique relationship between iwi and the Crown established through Te Tiriti o Waitangi and the special relationship between the Board and Te Rūnanga o Ngāi Tahu and the four rūnaka (see above, paras 1.6–1.8)
 - the [Code of Ethics and Professional Practice](#) for governing bodies, managers and staff of museums and art galleries in Aotearoa-New Zealand
 - Te Rūnanga o Ngāi Tahu policy on the management of cultural materials
 - the [United Nations Declaration on the Rights of Indigenous Peoples](#) (2007) and the [Mataatua Declaration on Cultural and Intellectual Property Rights of Indigenous Peoples](#) (1993)
 - the [International Council of Museums Code of Professional Ethics](#)
 - current [Conservation Management Strategies](#) of the Department of Conservation
 - the [New Zealand Conservators of Cultural Materials](#) group.
- 3.10. Exceptions to these provisions may occur at the request of the appropriate New Zealand or foreign government authorities for property seized by them, or where the preservation of the specimen is of paramount importance.
- 3.11. The private collecting of objects by Trust Board members is not in itself unethical and can enhance professional knowledge. Museum Trust Board members should not, however, make personal acquisitions in direct competition with the Museum.
- 3.12. The Museum cannot ethically or legally appraise objects and should not be involved in appraisal activities. This restriction does not apply to in-house assessment of value for collection objects; that is, for insurance purposes, travelling exhibitions, etc.

4 Collection Rationalisation

- 4.1. From time to time, the Museum will rationalise its collection, including by deaccession and disposal.
- 4.1.1. Deaccession is a formal procedure when a decision has been made to remove an item permanently from the Museum's collection.
 - 4.1.2. Disposal is a formal process (including transferral of ownership) used to remove an object physically from a collection and the Museum. Disposal can only take place after a formal procedure of deaccession.
- 4.2. One of the principal objectives of the Museum is to acquire objects and preserve them for the future (3.1). There must therefore be a strong presumption against the deaccession of items from the collections.
- 4.3. The Museum resolves to refine and improve its collections, provide them with the best possible storage conditions and give meaningful public access to them. The Museum has a responsibility to identify any item within the collection whose significance or condition falls substantially below the acquisition criteria and collection area (1.5). Where an item or collection does not relate adequately to the Museum's purpose (3.1) or does not make a relevant contribution to its collections or is hindering the adequate preservation or use of the collection, then the Museum has a responsibility to consider removing it from its collections.

- 4.4. The Museum will exercise care and caution in evaluating an object's merit when it is considered for deaccession. A prime criterion for deaccession must be that such action is part of collection improvement.
- 4.5. The generation of revenue shall not be grounds for deaccession. If an object for deaccession is sold, all income realised shall be used to acquire objects for the collections or for their conservation. Wherever possible, this shall be in the same area of the Museum collection from which the disposal was made.
- 4.6. The Museum shall not consider deaccessions in response to current vogues, on the basis of any individual's personal taste or whim, or in a cavalier manner. To avoid any actual or potential conflict of interest, the Museum shall not make deaccessioned items available for personal acquisition Board member, volunteer or persons connected in any way with the Museum.
- 4.7. The disposal of any item shall not contravene New Zealand law or any international law agreements to which New Zealand is a signatory, or the UNESCO conventions relating to cultural property and endangered species (3.7).
- 4.8. On 21 August 1985 the Southland Museum & Art Gallery adopted a formal Collection Policy and clear legal title to all material acquired by the Museum from that date. It is acknowledged that all material received by the Museum prior to 21 August 1985 requires a higher level of review to ensure that legal title exists.
- 4.9. Deaccession of material that relates to Māori requires prior approval by the Iwi Liaison Komiti.
- 4.10. When signed by the donor or their legal representative, the current Object Entry Record conveys to the Trust Board absolute rights of ownership, use and disposal.
- 4.11. The deaccession of an item shall first be recommended by the Museum's Collections Committee to the a joint committee comprising of the District Curator, Gore District Council; Roving Museums Officer, Southland Regional Heritage Committee; a representative of the Iwi Liaison Komiti and the delegated representative of the Museum Manager/Director who will review the recommendation.
- 4.12. Material received by the Museum prior to 21 August 1985 will require clear title prior to being recommended for deaccessioning.
- 4.13. The joint committee (4.11) will recommend to the Museum Manager/Director the appropriate action.
- 4.14. Where clear title has been determined, the Trust Board may authorise the action of the Museum Manager/Director
- 4.15. Where an item has an insurance value of over \$10,000, or is under dispute in the recommendation; the recommendation will be presented to the Trust Board for determination.
- 4.16. The Trust Board will confirm the appropriate outcome in keeping with the Collection Management Policy.

- 4.17. If the Trust Board decides to dispose of an item, it will be within its full legal rights to do so. However, as a matter of courtesy and in the interest of good public relations, the Trust Board, through Museum staff, shall ensure that the donor (or their family or trustees) is properly informed of the situation.

Disposal

- 4.18. The disposal of deaccessioned items is covered by any of the following interpretations:
- 4.18.1. the return of items to former owners, trustees or guardians
 - 4.18.2. a gift or exchange with another professional institution
 - 4.18.3. destruction
 - 4.18.4. private or public sale or auction.
- 4.19. The removal of an item should always contribute to the overall improvement of the Museum's collections. One or more of the following criteria should apply to items considered for disposal:
- 4.19.1. the item is outside the Museum's acquisition criteria (3.3)
 - 4.19.2. the item is subsequently proved to have a fraudulent, unethical or illegal background
 - 4.19.3. the item lacks physical integrity or has deteriorated to the point of being useless for exhibition or reference
 - 4.19.4. the item has deteriorated to the point where the Museum is unable to secure appropriate conservation treatment, or the Director considers the cost of such treatment to outweigh the merits of the item's conservation
 - 4.19.5. the item is either superfluous or inferior to some related object within the collections
 - 4.19.6. the item is known or subsequently proved to be a fake, forgery or copy, which is not considered to be useful
 - 4.19.7. the item is in an unstable condition and/or constitutes physical danger to public, collections or Museum structures.
 - 4.19.8. The item or collection is a duplicate considered superfluous or inferior to some related object or collection in the Museum's holdings (3.3.3)
- 4.20. The Board shall make the final decision to retain or dispose of an item within the Museum's collections, based on the recommendation of the Manager/Director.

5 Kōiwi takata | Human Remains

- 5.1. The purpose of this policy is to:
- 5.1.1. provide guidance on the storage, care and handling of kōiwi takata | human remains held by the Museum.
 - 5.1.2. respect Māori values and those of other source communities associated with the kōiwi takata | human remains in the Museum's custody.
 - 5.1.3. provide direction on the repatriation of Māori and non-Māori human remains.

- 5.2. This policy applies to all kōiwi takata | human remains held by the Museum.
- 5.3. This policy is guided by Ngāi Tahu Kōiwi Tangata Policy

Definitions

- 5.4. Kōiwi takata | human remains are any part of a human body that is in a natural state from the time of death.
- 5.5. Māori human remains are any part of a Māori human body that has not undergone cultural modification. This includes:
 - 5.5.1. Whakapakoko | preserved human corpses
 - 5.5.2. Uru moko | preserved human heads
 - 5.5.3. Kōiwi | skeletal remains.
- 5.6. Moriori (Chatham Island) human remains are any part of a Moriori human body that has not undergone cultural modification.
- 5.7. Non-Māori human remains are any part of a non-Māori human body that has not undergone cultural modification, including:
 - 5.7.1. Skeletal remains
 - 5.7.2. Remains preserved in liquid
 - 5.7.3. Mummified human remains.
- 5.8. Non-Māori human remains that have undergone cultural modification prior to collection, including:
 - 5.8.1. Specimen human skeletons required for the identification of human bones as part of scientific research, including articulated medical skeletons.

Responsibilities

- 5.9. The Board is responsible for this policy.
- 5.10. The Iwi Liaison Komiti is customarily accountable to all Iwi for the kaitiakitanga (guardianship) of Māori kōiwi takata held by the Museum.
- 5.11. The Museum Manager/Director is responsible for the overall monitoring of museum practice in caring for all kōiwi takata | human remains.
- 5.12. The Collections Manager is responsible for the day-to-day care of the collection.
- 5.13. The Iwi Liaison Komiti will nominate an appropriate representative to work with the Collections Team, providing advice which may include guiding staff on best practice for maintaining and protecting the tapu of the human remains store and best practice for handling kōiwi takata | human remains.
- 5.14. The Iwi Liaison Komiti and Museum Manager/Director are responsible for overseeing any processes to repatriate kōiwi takata | human remains or otherwise remove them from the Museum's collection.

- 5.15. The Curatorial Team is responsible for undertaking research on the collection, as required.

Acquisition

- 5.16. The Museum will not acquire kōiwi takata | human remains as part of its activities.
- 5.17. If a member of the public brings kōiwi takata | human remains into the museum, the Museum will notify the Iwi Liaison Komiti at the earliest opportunity and liaise with Heritage New Zealand | Pohere Taonga, New Zealand Police | Ngā Pirihimana o Aotearoa, the Ministry for Culture and Heritage | Manatū Taonga and other agencies as appropriate, in accordance with New Zealand law.

Care

- 5.18. The Museum currently acts as a custodian to kōiwi takata | human remains. These kōiwi takata | human remains will remain in the Museum's care until such time as they are approved for removal from the Museum's custody by the Iwi Liaison Komiti, and the Board under its Collection Management Policy.
- 5.19. The Museum recognises the cultural, spiritual, scientific and educational importance of the kōiwi takata | human remains in its care and will treat this material with appropriate dignity and respect.
- 5.20. If previously unrecorded kōiwi takata | human remains are found in the collection the Iwi Liaison Komiti will be notified and the remains will be relocated to the Museum's wāhi tapu observing appropriate tikanga.

Storage, Handling and Access

- 5.21. Māori and non-Māori human remains will be held in a secure, designated area within the collection store that is under the mana of the four rūnaka of Kāi Tahu. Access to the Museum's wāhi tapu will be restricted to agreed representatives of the Iwi Liaison Komiti, the New Zealand Police | Ngā Pirihimana o Aotearoa, and appropriate museum staff
- 5.22. If any kōiwi takata | human remains in the Museum's custody need to be relocated within the museum building or to an off-site location, the Iwi Liaison Komiti will be notified and a new wāhi tapu will be established prior to relocation. During relocation, the human remains will be handled and transported in accordance with appropriate tikanga.
- 5.23. In the event of an emergency, the Museum's Disaster Management Plan will apply in the first instance. The Iwi Liaison Komiti will be consulted as soon as practicable about rehousing the kōiwi takata | human remains.
- 5.24. The kōiwi takata | human remains in the Museum's custody will not be placed on loan to other institutions or individuals under any circumstances without prior consent of the Iwi Liaison Komiti and the source community (where known).
- 5.25. Access enquiries from the public about the wāhi tapu, including research requests, will be made in writing to the Museum Manager/Director, who will pass the application on to the Iwi Liaison Komiti for its consideration.

- 5.26. The Museum's wāhi tapu may act as a temporary repository for additional kōiwi takata | human remains awaiting transfer, identification or reburial. A delegated representative of the appropriate rūnaka and the iwi appointed member of the Southland Museum and Art Gallery Trust Board must approve the receipt of any human remains for temporary custody.

Photography

- 5.27. Photographs may be taken of the kōiwi takata | human remains in the Museum's custody by or for New Zealand Police | Ngā Pirihimana o Aotearoa.
- 5.28. Photographs of the kōiwi takata | human remains will not be published in print or online without the express joint permission of the Iwi Liaison Komiti and Southland Museum and Art Gallery Trust Board .

Display

- 5.29. The kōiwi takata | human remains in the Museum's custody will not be placed on display under any circumstances.
- 5.30. Touring exhibitions that include displays of kōiwi takata | human remains will not be held at the Museum without prior consultation with the Iwi Liaison Komiti.

Repatriation

- 5.31. The Museum Manager/Director will seek the advice of the Iwi Liaison Komiti on behalf of the Board on the repatriation of any kōiwi takata | human remains currently held in the Museum's custody.
- 5.32. When beginning consultation on the repatriation of Māori human remains, this process must include but not be limited to Iwi Liaison Komiti and source community.
- 5.33. When beginning consultation on the repatriation of non-Māori human remains, this process must include but not be limited to the Iwi Liaison Komiti, relevant museums and government departments (including in the country of origin / destination where applicable).
- 5.34. The final decision to transfer Māori human remains currently in the Museum's custody rests with appropriate rūnaka via the Iwi Liaison Komiti.
- 5.35. In deciding to remove kōiwi takata | human remains from the Museum's custody, the Museum is not required to have clear legal title to the remains or to consult with or inform donors.
- 5.36. The Museum shall continue to hold kōiwi takata | human remains where the source community is unknown until an appropriate permanent repository is identified and approved by the Iwi Liaison Komiti and the Board.
- 5.37. If a source community confirms in writing that it does not wish to receive human remains, the Museum Manager/Director will consult with the Iwi Liaison Komiti before the Board approves an appropriate course of action.

6 Artefactual human remains

- 6.1. The purpose of this policy is to:
 - 6.1.1. provide guidance on the storage, care and handling of artefactual human remains held by the Museum.
- 6.2. This policy applies to all artefactual human remains held by the Museum.

Definitions

- 6.3. Artefactual human remains are human remains that have undergone cultural modification prior to collection, including:
 - 6.3.1. Modified bone artefacts
 - 6.3.2. Artefacts made from and/or incorporating human hair, body fluids, teeth or skin, such as memento mori as an example.

Responsibilities

- 6.4. The Board is responsible for this policy.
- 6.5. The Iwi Liaison Komiti is customarily accountable to all Iwi for the kaitiakitanga (guardianship) of Māori artefactual human remains held by the Museum.
- 6.6. The Museum Manager/Director is responsible for the overall monitoring of museum practice in caring for all artefactual human remains.
- 6.7. The Collections Manager is responsible for the day-to-day care of the artefactual human remains collection.
- 6.8. The Iwi Liaison Komiti will nominate an appropriate representative to work with the Collections Team, including guiding staff on best practice for maintaining, and handling artefactual human remains.
- 6.9. The Curatorial Team is responsible for undertaking research on the collection, as required.

Acquisition

- 6.10. The Museum will accept artefactual human remains when these artefacts are in keeping with its Collection Management Policy.

Care

- 6.11. The Museum recognises the cultural, spiritual, scientific and educational importance of the artefactual human remains in its care and will treat this material with appropriate dignity and respect.
- 6.12. The Museum will retain in its custody any artefactual human remains previously donated or purchased.

Storage, handling and access

- 6.13. Artefactual human remains will be handled, stored and transported in keeping with appropriate tikanga | protocols.
- 6.14. Loan requests involving artefactual human remains will be considered on a case-by-case basis.
- 6.15. Inquiries from the public for access to artefactual human remains will be considered on a case-by-case basis.

Photography

- 6.16. Photographs may be taken of artefactual human remains by the Museum for the purposes of identification and ongoing documentation.
- 6.17. Photographs of artefactual human remains will not be published in print or online without the express joint permission of the Iwi Liaison Komiti and Southland Museum and Art Gallery Trust Board.

Display

- 6.18. The artefactual human remains in the Museum's custody may be placed on display.
- 6.19. Prior to the acceptance of touring exhibitions that include displays of artefactual human remains, consultation will be undertaken with the Iwi Liaison Komiti.

Deaccession of artefactual human remains

- 6.20. Decisions to remove any artefactual human remains from the Museum's custody will be governed by the Museum's Collection Management Policy.

Repatriation

- 6.21. The Museum Manager/Director will seek the advice of the Iwi Liaison Komiti on behalf of the Board on the repatriation of any artefactual human remains currently held in the Museum's custody.
- 6.22. When beginning consultation on the repatriation of artefactual human remains, this process must include, but not be limited to, Iwi Liaison Komiti and source community.

7 Inward and outward loans

Inward loans

- 7.1. Long-term inward loans are defined as exceeding a period of six months. Except for loans from professional institutions including Rūnanka, the Museum shall not accept long-term inward loans. Any exceptions require a formal, written agreement. Short-term inward loans for research or temporary exhibition are acceptable with appropriate documentation.

- 7.2. The Museum acknowledges the special relationship with the Trustees, Te Mauri o Te Maori and the taoka that the Museum cares for on behalf of the Trustees.

Outward loans

- 7.3. All outward loans require authorisation by the Museum's Manager/Director, who may seek assistance from the Museum's Curatorial Committee and are effected through the Registrar. All loans of taoka Māori require approval by the Iwi Liaison Komiti.
- 7.4. Long-term loans are for a standard maximum period of two years but may be renewed on application to the Museum.
- 7.5. All outward loans will be reported to the Trust Board quarterly. Reported information will include the name of the borrower, its use, as well as the conditions under which the loan has been made.
- 7.6. The following conditions apply to outward loans.
 - 7.6.1. The item must not be subjected to excessive environmental conditions; for example, pests, light, temperature, humidity, and mechanical stress.
 - 7.6.2. There must be adequate security for display and/or storage, including means for theft prevention and fire prevention that meet the Museum's minimum standards.
 - 7.6.3. Requests for the loan of items from the Southland Art Foundation Collection will be processed by Museum staff, following approval by the Southland Art Foundation trustees.

8 Conservation

- 8.1. The Museum regards conservation as an integral aspect of preserving its collection in perpetuity.
- 8.2. The Museum will maintain its collections to professional standards recognised by the New Zealand Conservators of Cultural Material.
- 8.3. The Collection Manager, in conjunction with the Registrar will identify on an annual basis the remedial and preventive conservation requirements of the collections.
- 8.4. The Board will maintain a realistic annual budget for collection conservation.

9 Use of this policy

- 9.1. This policy guides the acquisition, deaccessioning, loans and collection care of the Southland Museum and Art Gallery collection.
- 9.2. This policy is available on the Museum's website at: <https://southlandmuseum.co.nz/>
- 9.3. Other museums wishing to use, adopt or modify sections of this policy for their own use are welcome to do so, with an acknowledgement.

10 Acknowledgements

10.1. In developing this policy, the Museum has adapted parts of the collections policies of a number of institutions in New Zealand and internationally. We acknowledge the generosity in which this information is shared. .

This version approved	[date]
For review by	[date]
Signed	
Position	
Date	

Appendix B:

Loans from the Southland Museum and Art Gallery Collection made during the period June 2022 – November 2022.

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
0000.1073	Kalvin Collins: New State of Consciousness	Large oval-shaped painting. At the centre of the composition is a female figure with a pig nose. The head and shoulders of a second female figure are depicted on the right. Other motifs include two stags, a face in profile facing right (left side), a helicopter, a chair, a face in profile facing left (right side), a television, arrows, and a syringe. Text has also been used in the composition. Phrases include: new killer charged with assault human; I'm quite shallow, I'm obsessed with appearance until I become neurotic; no life; lov [sic] me; stay real; Ko. The paint is applied thickly, with many areas of impasto.	The Community Trust of Southland	23/06/2022
O81.12	Jonathan R White MNZM: Bounty Haven, Bligh Sound	Oil painting by Jonathan White of Bounty Haven in Bligh Sound, Fiordland. In the foreground, a rocky outcrop covered with trees slopes downwards to the right. A valley surrounding by tall, snow-covered peaks is seen in the distance.	The Community Trust of Southland	23/06/2022
96.246	Ans Westra: Gathering, Potrooms Courtyard	Photograph of seven adult males standing in semi-circle. A building clad in corrugated iron stands in the background. A large pipe and two smaller pipes run along the wall. Ans Westra was the inaugural Trust Bank Southland Art Foundation artist-in-residence. This photograph was taken at Tiwai, Southland, during her residency.	The Community Trust of Southland	23/06/2022
96.262	Els Nordhof: Miss Central Otago	Head and shoulder portrait of an unidentified female figure wearing a teal-coloured sweater. The sitter has blue eyes and blonde hair, which she has up in curlers. She poses against the backdrop of rolling green hills and a cloudy sky.	The Community Trust of Southland	23/06/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
2001.1258	Geoff Dixon: Wildlife/Cordylone	Painting of a stylised landscape. In the right foreground, a camel stands over a dog. A further three camels and a large bird in flight can be seen amid the trees on the left. Other elements in the scene include aircraft, planets, buildings, red-ochre coloured hills, and unidentified wildlife.	The Community Trust of Southland	23/06/2022
2022.3	Janet de Wagt: "From Stead Street Wharf, New River Estuary, Invercargill, Murihiku"	Water colour landscape on canvas, portraying the New River Estuary in Invercargill, from the perspective of Stead Street Wharf. The bottom of third of the canvas portrays the seas, foreshore, and hills in the distance. The top two thirds of the canvas is the sky.	The Community Trust of Southland	23/06/2022
0000.4660	Wild Boar, Sus scrofa	Wild Boar, Sus scrofa, trophy mount. Adult, male (as indicated by the teeth). The shoulder mount is affixed to a wooden, oval-shaped panel.	He Waka Tuia	28/07/2022
0000.8457	Brown Kiwi	Taxidermied Brown Kiwi, bird, juvenile. Dark brown spiky feathers streaked with reddish brown and black, long pale bill, short dark legs, toes and claws. Light brown feathers around face, appear to be baby feathers. Metal wire out from bottom centre of foot.	He Waka Tuia	28/07/2022
A48.14	Wild Boar, Sus scrofa	Wild Boar, Sus scrofa, trophy mount. Adult, male (as indicated by the teeth). The shoulder mount is affixed to a wooden panel.	He Waka Tuia	28/07/2022
O71.166	Invercargill Estuary, Old Railway Piles	View over estuary in browns against yellowed sky. Pilings at left and right centre. Hill in background (Rakiura).	He Waka Tuia	28/07/2022
E72.355	Red Deer, Cervus elaphus	Red Deer, Cervus elaphus trophy mount. Adult male. The deer has six tines on the right side and five tines on the left side (one having not formed or been broken off at some stage in the deer's life), making a total of 11 points. The shoulder mount is affixed to a wooden panel that has an arched top.	He Waka Tuia	28/07/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
K76.187	Ball and Chain	Iron ball with two lengths of chain and a bronze padlock attached (key missing). The ball is marked in raised lettering on the side of the ball: 99. The padlock has the manufacturer's stamp and wording: Improved Tumbler Lock.	He Waka Tuia	28/07/2022
E78.17	Little Spotted Kiwi	Taxidermied Little Spotted Kiwi, bird. Mottled pale grey and light brown feathers. Pale grey/brown feathers around head. Whiskers around beak. Metal extending from centre bottom of feet.	He Waka Tuia	28/07/2022
E78.18	Stewart Island Brown Kiwi	Taxidermied Stewart Island Brown Kiwi, bird. Dark brown spiky feathers streaked with reddish brown and black, long pale bill, short dark legs, toes and claws. Metal wire out from bottom centre of foot.	He Waka Tuia	28/07/2022
H80.37.1	Bollard	Wooden wharf bollard from the Invercargill estuary wharf. The bollard is slightly thinner in the middle, and has a flat base and rounded top. There is a metal ring circling the bollard, located near the top. A metal nail has been inserted into the top. There is a rectangular notch located near the base. Manufacturer and date of manufacture unknown.	He Waka Tuia	28/07/2022
96.338	Patricia Clay Thompson: "In'gill 15/1/1895"	Small sized watercolour painting on paper. Invercargill estuary with Bluff Hill in distance. Two-masted craft with dark green hull, anchored at waters edge, by line of jetty piles. Double matte, inner matte cream coloured, outer matte an off-white. Gold gilt and taupe coloured frame, glazed.	He Waka Tuia	28/07/2022
2004.940.50	Spotted Shag	Taxidermied Spotted Shag, bird. Medium-sized shag, back is a dark grey with black spots at the end of feathers. Underparts are a pale grey. White neck stripe, yellow skin around the eyes. Black tail feathers with blue sheen. Mounted on wood block.	He Waka Tuia	28/07/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
2013.295	Kākāpō, Strigops habroptilus	Kākāpō, Strigops habroptilus, full body mount. Adult female. The specimen has been mounted on an oval wooden base with her legs folded underneath her. A brass plaque affixed to the base reads: Kakapo / (Strigops habroptila [sic]) / Sarah / Found on Steward Island/Rakiura 16 Sep 1989 / Died on Codfish Island/Whenua Hou 18 May 2010.	He Waka Tuia	28/07/2022
0000.4539.1	Documents, Earoscope	Two documents found together relating to The Earoscope Institute or the Earoscope Company; a) Letter addressed to Charles Angel, Invercargill from The Earoscope Institute, 90 Pitt Street, Sydney. The letter regards the receipt of a Earoscope and instructions on how to use it. Dated 14 May 1912. One typed page. b) Booklet produced by The Earoscope Company, 90 Pitt Street, Sydney. Titled: The Cure of Deafness by Aural Kinetics. Records the benefits of the Earoscope and gives testimonials from people. Records the Earoscope as Dr. Jordan's Patent, April 4 1893, Washington. Booklet undated. Printed in black ink, bound with staples. Paginated, 17 pages.	Te Rau Aroha Marae, Bluff	8/09/2022
H65.74	Helmet, Firefighter	Firemans brass helmet, leather chin strap and head insert inside helmet. Helmet has a front peak, back peak and comb along top. Motif on front of helmet has a flame torch with two axes on either side arranged in a cross. Two hoses are twined through the bottom of the axes and torch. Flaming dragon motif along either side of comb. Three holes drilled through front of comb to provide ventilation.	Te Rau Aroha Marae, Bluff	8/09/2022
H72.587	Electrical Stimulator	Galvanic treatment machine "Overbecks Rejuvenator". Complete with instruction, battery operated. Set of bone handled instruments and electrical parts in fitted case.	Te Rau Aroha Marae, Bluff	8/09/2022
H74.33	Earoscope	Dr Jordons patent. Nickel plated hand operated air pump and hose & instructions for curing earache and deafness.	Te Rau Aroha Marae, Bluff	8/09/2022
H80.7	Magneto Electric Machine	Magneto Electric Machine. Wooden box, handle on one side.	Te Rau Aroha Marae, Bluff	8/09/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
86.300	Helmet	Fibreglass fire helmet - standard type worn by NZ Fire servicemen until 1986. Black with double red stripe tape around base of head part (denotes senior officer). Crest along top for protection against falling objects. Wide brim with extended back part for neck protection. Chrome toggle on back brim with "Safety Supply Co. Super chieftain safety". User's name in green tape. Light grey plastic webbing with black nylon chin strap, NZFS crest.	Te Rau Aroha Marae, Bluff	8/09/2022
94.39	Helmet	Yellow fibreglass fire helmet, outer shell - blue inner polyethylene detachable liner. Clear plastic face visor. Back neck shroud of yellow outer and black inner cloth. Outer shell has ridge along top and heraldic transfer on front - fern leaves, crown star with "New Zealand Fire Service," centre on red background. Two crossed fire axes and helmet. Blue reflecting tape on sides.	Te Rau Aroha Marae, Bluff	8/09/2022
2008.58	Overbeck's Rejuvenator	Black box containing long black battery and red battery leads. Box holds four long metal attachments, two with comb like hoods. One long red cord, two metal small spanners, one white box containing a bulb on metal pincers.	Te Rau Aroha Marae, Bluff	8/09/2022
96.341	Untitled (Invercargill buildings)	A composition of five pencil sketches depicting buildings in Invercargill. Clockwise from top left: Intersection of Dee Street and Tay Street, looking towards the Post Office and Bank of New South Wales ; The Grand Hotel, Dee Street ; Feldwick Gates, Queens Park, looking north ; Southland Savings Bank ; and First Presbyterian Church, Tay Street.	Southland Trust Bank	21/10/2022
2003.77.1	Money Box	Money Box manufactured for the Southland Savings Bank. The money box is made of plastic and is in the shape of a penguin, coloured black, white and orange. The coin slot is located at the back of the head. The bank's logo appears on the stomach. Text has also been printed between the feet. It reads: 'MY / NEST EGG'.	Southland Trust Bank	21/10/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
2003.77.2	Money Box	Money Box manufactured for the Southland Savings Bank. The money box is made of plastic and is in the shape of a penguin, coloured black and white. The coin slot is located at the back of the head. The phrase ""Hi!/ I'm Prosper/ Penguin"" appears on the stomach. Text has also been printed between the feet. It reads: 'SOUTHLAND/ SAVINGS BANK'	Southland Trust Bank	21/10/2022
2003.77.4	Money Box	Money Box manufactured for the Southland Savings Bank. The money box is made of plastic and is in the shape of a penguin, coloured black, white and orange. The coin slot is located at the back of the head. The Southland Savings Bank logo appears on the stomach. There is a small circular sticker with the Bank's logo on stuck on the back of the penguin above the tail.	Southland Trust Bank	21/10/2022
2003.77.5	Money Box	Money box in the shape of a book, coloured blue. The box is rectangular in shape with a coin slot in the top of the 'pages'. The cover reads: 'SOUTHLAND/ SAVINGS/ BANK' in a circle with a second circle containing a kiwi with 'NEW ZEALAND' underneath it.	Southland Trust Bank	21/10/2022
2002.1201	Chair, Southland Savings Bank	A wooden upholstered chair manufactured by J K in 1964 for the National Bank of New Zealand Limited. The seat back has two stiles and a top rail. The top rail is ornate and it has a metal plaque in the middle, and a flower carved into each side. The at the front the seat back is upholstered with green velvet in a quilted pattern, with buttons at each of the indents. At the back the seat back is upholstered with a coarse fabric. The arms are upholstered with green fabric on the top, and supported with ornate carved wood at the front. The seat is upholstered with a green velvet textile and it has a wooden apron. The front legs are oval-shaped and have a band of carved flowers in the middle. The back legs are square and are an extension of the back stiles. All upholstery is trimmed. The feet are attached via a metal washer-like bracket. This chair was manufactured for the National Bank of New Zealand Limited as a gift for the president and trustees of the Southland Savings Bank on their c	Southland Trust Bank	21/10/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
L61.101	Vase	Small blue circular vase. White banding. Images of angels doing various tasks around vase in relief in white. Patterned white top edge in relief.	He Waka Tuia	8/11/2022
L62.8.1	Plate	One of a set of three plates. Ten sided, blue and green colouring. Wedgwood. Decorated with circular bands consisting of loops, daisies and zig zags. Centre of plate has picture of river bank, river castle surrounded by blossom tree with birds in the branches.	He Waka Tuia	8/11/2022
L62.8.2	Plate	One of a set of three plates. Ten sided, blue and green colouring. Wedgwood. Decorated with circular bands consisting of loops, daisies and zig zags. Centre of plate has picture of river bank, river castle surrounded by blossom tree with birds in the branches.	He Waka Tuia	8/11/2022
L62.8.3	Plate	One of a set of three plates. Ten sided, blue and green colouring. Wedgwood. Decorated with circular bands consisting of loops, daisies and zig zags. Centre of plate has picture of river bank, river castle surrounded by blossom tree with birds in the branches. Marked "Edinburgh, PUL, Wedgwood.	He Waka Tuia	8/11/2022
82.24	Teapot	Wedgwood ware, coloured black. Decorated with tassels running horizontally around middle of cup. Ridged handle with large leaf design at edge of handle. Design also at bottom of spout. Bottom of teapot decorated with corrugated effect. Lid has corrugated design at bottom and a mould of a lady sitting with legs stretched out. Lady used as knob for pulling lid off.	He Waka Tuia	8/11/2022
82.83	Vegetable Dish	Semi porcelain dish with pink coloured border, decorated with daisy design, coloured white and yellow. Gold stylised handles. Oval cross section, scalloped neck. Middle body as wider diameter than neck. Marked "Royal semi-porcelain, Wedgwood & Co Ltd, England".	He Waka Tuia	8/11/2022
82.94	Vase	Black porcelain, Wedgwood vase decorated with design of leaves and joined together to ovals. Leaf design form a scalloped design around body. Rounded shoulders covered with leaves. Fluted neck. Handle originally attached to neck	He Waka Tuia	8/11/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
		and vase. Top and bottom of handle decorated with figureheads of boy. Vase sits on stand/foot. Urn shaped vase.		
2015.233	Carpet Square made for the Royal A & P Show	Large carpet square made for the Invercargill Royal A & P Show, 29 Jan 1954. Carpet has red/maroon background and has designs in gold/yellow of flowers/leaves, Irish Harp, 7 x British Lions in centre and features a crown with "E.R." at one end of carpet.	He Waka Tuia	8/11/2022
2022.5.1	Teacup	Teacup, gold edging and handle. Gold and white geometric pattern around body. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.2	Teacup	Teacup, gold edging and handle. Gold and white geometric pattern around body. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.3	Teacup	Teacup, gold edging and handle. Gold and white geometric pattern around body. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.4	Teacup	Teacup, gold edging and handle. Gold and white geometric pattern around body. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.5	Teacup	Teacup, gold edging and handle. Gold and white geometric pattern around body. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her	He Waka Tuia	8/11/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
		visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.		
2022.5.6	Teacup	Teacup, gold edging and handle. Gold and white geometric pattern around body. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.7	Saucer	Saucer, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.8	Saucer	Saucer, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.9	Saucer	Saucer, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.10	Saucer	Saucer, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.11	Saucer	Saucer, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
2022.5.12	Saucer	Saucer, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.13	Dessert Plate	Dessert plate, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.14	Dessert Plate	Dessert plate, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.15	Dessert Plate	Dessert plate, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.16	Dessert Plate	Dessert plate, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.17	Dessert Plate	Dessert plate, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.18	Dessert Plate	Dessert plate, gold edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in	He Waka Tuia	8/11/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
		January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.		
2022.5.19	Milk Jug	Milk jug, gold edging and gold handle. Flared lip. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.20	Sugar Bowl	Sugar bowl, gold edging. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.5.21	Plate	Plate, gold edging with thicker band of gold on each side. Scalloped edge. Gold and white geometric pattern. Part of a Hammersley & Co. Tea Set used by Queen Elizabeth II at the Royal Agriculture Show upon her visit to Invercargill in January 1954. James Scott Marshall and Elspeth Jane Marshal hosted Her Majesty.	He Waka Tuia	8/11/2022
2022.8.6.1	Teapot	Teapot part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.2	Milk Jug	Milk jug part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design in centre of bowl trimmed in gold. Bowl is used for putting teabag and used teaspoons in.	He Waka Tuia	8/11/2022
2022.8.6.3	Sugar Bowl	Sugar bowl part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.4	Cake Plate	Large cake plate part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.5	Trinket Bowl	Small bowl part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design in centre of bowl trimmed in gold. Bowl is used for putting teabag and used teaspoons in.	He Waka Tuia	8/11/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
2022.8.6.6	Bread and Butter Plate	Small sized plate bread and butter plate, part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.7	Bread and Butter Plate	Small sized plate bread and butter plate part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.8	Bread and Butter Plate	Small sized plate bread and butter plate, part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.9	Bread and Butter Plate	Small sized plate bread and butter plate part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.10	Bread and Butter Plate	Small bread and butter plate part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.11	Bread and Butter Plate	Small sized plate bread and butter plate part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.12	Teacup	Teacup part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.13	Teacup	Teacup part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.14	Teacup	Teacup part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.15	Teacup	Teacup part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.16	Teacup	Teacup part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.17	Teacup	Teacup part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
2022.8.6.18	Saucer	Saucer part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.19	Saucer	Saucer part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.20	Saucer	Saucer part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.21	Saucer	Saucer part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.22	Saucer	Saucer part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
2022.8.6.23	Saucer	Saucer part of a 23 piece Wedgwood teaset. Hathaway Rose design with pink rose design trimmed in gold.	He Waka Tuia	8/11/2022
0000.3964	Plaque, Southland Savings Bank	Wooden plaque presented to the Southland Savings Bank by the Launceston Bank for Savings in 1964 on the occasion of the bank's centenary. The plaque has two carved sections depicting floral motifs. The text has been applied with gold and black-coloured paint.	Southland Trust Bank	21/10/2022
O74.172	Janice Gill: "Town Hall"	Part of a 2-storied stone building with two adult pedestrians outside on footpath. Painting is of entrance and adjacent windows; blue & grey, some reds and light browns. White painted wooden frame.	Civic Administration Building	11/11/2022
0000.1012	Marilynn Webb: In Hodges Wake, Inaka & 2 Hodges	Large linoprint part of Marilyn Webb's In Hodges Wake series. Top half depicts Dusky Sound. Tondo image on bottom half depicting Cook's drawing of Dusky 1773. Green and silver tones. Glazed with white mat and wooden slivery/gold frame.	Civic Administration Building	11/11/2022
95.35	Erwin Brinkmann: Pylons	Closeup of pylon bases, protruding from the sea - (two pylons) Awarua Bay.	Civic Administration Building	11/11/2022
95.37	Erwin Brinkmann: Black and white caravan	Black and white caravan on grass roadside, by a gravel road - beside Matura River. Two wind-bent trees beside caravan to the right. River and opposite bank and sky in background. Sky takes up ½ the image.	Civic Administration Building	11/11/2022

Accession No	Name/Title	Brief Description	Loaned to	Date Loaned
95.39	Erwin Brinkmann: White Caravan	White caravan and corrugated-iron shed by Mataura River bank. Cloudy sky in background, trees and tussock on bank around the caravan and shed.	Civic Administration Building	11/11/2022
96.240	Ans Westra: Laurie Rangī & Alex Wilson - Potroom Workers	Photograph of two adult males, identified as Laurie Rangī (left) and Alex Wilson (right). Laurie stands with one hand resting on his hip. Alex stands with his arms folded looking towards the left. Two large pipes can be seen in the background. Ans Westra was the inaugural Trust Bank Southland Art Foundation artist-in-residence. This photograph was taken at Tiwai, Southland, during her residency.	Civic Administration Building	11/11/2022
97.74	Peter Beadle: Untitled (Invercargill Estuary)	Oil painting of the Invercargill cityscape, as seen from estuary near the airport. Among the landmarks that are visible are the South African War Memorial (far left) and St Mary's Basilica (far right). Swans and other birds occupy the foreground.	Civic Administration Building	11/11/2022
2000.197	Jo Ogier: "Kākāpo, Strigops habroptilus"	Hand-coloured engraving depicting a Kākāpo, Strigops habroptilus, on a tree branch. The tree has serrated leaves and berries similar to those of the species Five-finger (Pseudopanax arboreus), also known as whauwhaupaku. Below are two scale drawings of a Kākāpo skull shown from above and in profile, and two detailed studies of Kākāpo feathers. Glazed, mounted on card with white mat and wooden frame.	Civic Administration Building	11/11/2022

REPORT - REVIEW OF THE SMAG TRUST DEED

To:	Southland Museum and Art Gallery Trust Board
Meeting Date:	Thursday 5 May 2022
From:	Steve Gibling - Group Manager - Leisure and Recreation
Approved Date:	Wednesday 7 December 2022
Open Agenda:	Yes
Public Excluded Agenda:	No

Recommendations

That the Southland Museum and Art Gallery Trust Board:

1. Receive the report "Review of the SMAG Trust Deed"
2. Approve the track changes on the SMAG Trust Deed (Appendix 1)
3. Resolve that the current Rules of the Southland Museum and Art Gallery Trust Board (incorporated) be revoked (Appendix 2)
4. Resolve that the Constitution and Rules be adopted as the new Constitution and Rules of the Board (Appendix 1)

Background

The Southland Museum and Art Gallery Trust (SMAG) Deed was amended in May 2022 to enable a new focus for the Trust and to enable a skills based Board to be appointed. In the meantime, an Interim Board was established to carry on the functions of the Board, and in their work, they have identified a number of changes to the existing Trust Deed.

In their capacity as the Board, the ability to amend the Trust Deed sits with the residing Board. The proposal is to accept the changes identified in the SMAG Trust Deed (Appendix 1) attached to this paper.

Attachments

1. Appendix 1 - SMAG Trust Deed with Track Changes (A4069835)
2. Appendix 2 – Current SMAG Trust Deed (A3905940)

TRUST DEED

SOUTHLAND MUSEUM AND ART GALLERY TRUST BOARD

(INCORPORATED)

1. NAME

The name shall be the "Southland Museum and Art Gallery Trust Board (Incorporated)" hereinafter called "the Board."

2. REGISTERED OFFICE

The Registered Office of the Board shall be situated at 108 Gala Street, Invercargill.

3. PURPOSE AND AIMS OF THE BOARD

3.1 The enhancement, preservation and maintenance of the collection are the ~~paramount~~ principle responsibilities of the Board.

3.2 Enabling access of the collection for display is also a responsibility of the Board.

3.3 The purpose and aims of the Board shall be to foster, promote and celebrate a sense of connection, understanding and awareness of the importance of the cultural, social and natural history of Murihiku, Southland; Rakiura (Stewart Island); Te Rua o Te Moko (Fiordland); Tini Heke (Snares Islands); Motu Ihupuku (Campbell Island); Auckland Islands, Adams Island and Antipodes Island Group – the Subantarctic Islands) through the collection.

3.4 The Board will also ~~enhance~~ provide the opportunity for Mana Whenua to connect directly with taoka.

3.5 The Board shall serve the community and its development. This can be done by providing vision, leadership and support for the acquisition, care, research, communication, loan and exhibition of the material evidence and related information.

4. TREATY OF WAITANGI – TE TIRITI O WAITANGI

4.1 The Board and the Board Members acknowledge the unique relationship between iwi and the Crown established through the Preamble and Articles of the Treaty of Waitangi, and the Ngāi Tahu Claims Settlement Act 1998, and will be guided by recommendations of the Waitangi Tribunal, or its successor, in any negotiations or discussions between the Board and Mana Whenua.

4.2 The Board acknowledges the special place of the *Herald* (Bunbury) Sheet of the Treaty of Waitangi, signed at Ruapuke Island on 10 June 1840 by Hone Tūhawaiki, Kaikoura Whakatau, Te Matenga Taiaroa; and Thomas Bunbury and Joseph Nias on behalf of the Crown.

4.3 The Board acknowledges the special relationship between themselves and Te Rūnanga o Ngāi Tahu and the four Rūnaka - Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; Hokonui Rūnanga as intergenerational guardians of Taoka Māori held within the collection. The four Rūnaka/ Rūnanga have appointed representatives to the Iwi Liaison Komiti which meets quarterly to discuss issues relating to the collections and exhibitions.

5. **TRANSFER VESTING OF MUSEUM PROPERTY**

All the property and assets of the Southland Museum and Art Gallery Trust Board and its predecessors, including the income arising therefrom and all legacies, monies bequeathed or donated to the Board, shall be vested in the Board and shall be held by the Board in accordance with and subject to the rules or trusts following.

6. **POWERS OF BOARD**

6.1 The said Board shall have all the powers of a Trust Board under Part II of the "Charitable Trusts Act 1957" (the Act) and the powers in Schedule I of Powers and Discretions annexed and shall take purchase and hold all goods and chattels and personal property whatever now owned by the Board or acquired by gift bequest purchase or exchange for the purpose of the said Museum and Art Gallery and ~~shall direct the activities of the Southland Museum and Art Gallery and~~ administer the funds in conformity with the provisions of the Act and these Rules.

6.2 The Board shall have full control and discretion as to the management governance of the collection and assets of the Southland Museum and Art Gallery and shall manage the affairs and control all the assets and funds of the Museum thereof Trust Board in accordance with the terms of the Act and these Rules and shall have power consistent with the Act, ~~and Rules to make by-laws and regulations for the internal management of the collection.~~

6.3 The Board shall have ~~full control and direction the final approval on the collection.~~ They will direct staff to negotiate and receive short term and long term loans of collection items, provided the such loans are consistent and in accordance with the terms of the Act and these Rules.

6.4 The Board shall have the power to contract with the Invercargill City Council or any other local authority or corporate body for the provision of services or management of services in respect to the collection.

7. **INITIAL BOARD MEMBERS**

7.1 The Initial Board Members as at the date of these Rules are the Chief Executive Officers of the Invercargill City Council, Southland District Council and Gore District Council, namely Clare Valerie Hadley, Cameron Alastair McIntosh and Stephen Francis Parry; and the duly elected representative of the four Rūnaka –Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; Hokonui Rūnanga, namely Evelyn Anne Cook ("the Initial Board Members").

7.2 The Initial Board Members shall immediately upon the adoption of ~~these Rules~~ this Trust Deed, take the necessary steps to establish the Appointments Committee to be established pursuant to clause 8.1, and once the Appointments Committee has been established shall provide such administrative and other support as that Committee may require to enable the appointment of Board Members pursuant to clause 9.

7.3 Once all the Board Members have been appointed pursuant to clause 9 the Initial Board Members shall cease to hold office.

7.4 The Initial Board Members will (add aim of the initial board members)

8. APPOINTMENTS COMMITTEE

An appointments committee has been established to acts on behalf of the shareholder Local Territorial Authorities and four Rūnaka of Mirihiku to undertake the initial appointments, as well as subsequent appointments to the Board.

- 8.1 An Appointments Committee (4) ~~shall be established~~ will comprise of comprising:
- 8.1.1 the Chief Executive Officer of the Invercargill City Council or ~~his/her~~ their nominee (1);
 - 8.1.2 the Chief Executive Officer of the Southland District Council or ~~his/her~~ their nominee (1);
 - 8.1.3 the Chief Executive Officer of the Gore District Council or ~~his/her~~ their nominee (1);
 - 8.1.4 and a duly elected representative (1) of the four Rūnaka - Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; Hokonui Rūnanga on behalf of Ngāi Tahu appointed by resolution of the respective Councils of the four Rūnaka;
- 8.2 The functions of the Appointments Committee are:
- 8.2.1 The appointment of Board Members (Clause 9.1.1)
 - 8.2.2 The filling of vacancies in Board Members (Clause 9.9)
 - 8.2.3 The removal of Board Members (Clause 9.1.1)
- 8.3 The Appointments Committee shall meet as and when necessary for the purpose of carrying out its functions.
- 8.4 A meeting of the Appointments Committee may be called by any member of the Committee on 7 days written notice to other members of the Committee.
- 8.5 At each meeting of the Appointments Committee those present shall elect a Chairperson who, in the case of an equality of votes, shall have a casting vote as well as deliberative vote.
- 8.6 Other than as provided in this Deed the Appointments Committee shall determine its own procedures.
- 8.7 At any meeting of the Appointments Committee, any 3 members including the Rūnaka representative shall form a quorum.
- 8.8 Every question before the Appointments Committee shall be decided by a majority of votes, however it is hoped that all matters will be decided by the consensus of members.
- 8.9 The Appointments Committee will seek nominations of persons for consideration as Board Members of the Trust from the public and shall, prior to the appointment process taking place, publicly call for nominations for Board Members of the Trust.
- 8.10 The Appointments Committee shall appoint Board Members from the list of persons nominated and in making any appointment shall take into account the following criteria:
- 8.10.1 Board Members should be interested in and able to promote the objectives of the Trust;
 - 8.10.2 Board Members should be persons known in their communities for their following attributes, which are in no way intended to be listed in order of priority:

- a. business acumen,
 - b. governance skills,
 - c. competence in financial stewardship,
 - d. expertise and knowledge in arts, and/or
 - e. culture and heritage matters;
- 8.10.3 Board Members should be familiar with and have a demonstrated passion and knowledge of an appreciation of arts, culture and heritage issues, education, tourism and regional developmental issues, promotional issues, access to collections and iwi perspective and cultural awareness especially of issues relating to Taoka Māori; or have and be willing to gain;
- 8.10.4 All persons appointed as Board Members shall hold office in accordance with clause 9.5 until the Annual Meeting which takes place at the expiry of any Board Members term of office or immediately after the expiry of the term.
- 8.11 The Appointments Committee may at any time revoke the appointment of a Board Member, excluding the Rūnaka appointed Member.
- 8.12 Board Members appointed at the inaugural meeting of the Appointments Committee will have lots drawn to stagger the rotation of Trustees. One (1) Board member will be appointed for an initial term of 1 year; two (2) for an initial term of 2 years and two (2) for an initial term of 3 years. Board members appointed for the initial term of 1 year and 2 years respectively, may by resolution of the Appointments Committee be eligible to serve a third consecutive term. This does not apply to the Board Members appointed for an initial term of 3 years; nor does it apply to the Board Member appointed by the four Rūnaka.
- 8.13 All appointments of Board Members will be by a unanimous decision of the members of the Appointments Committee
- 8.14 The majority of Board Members must reside within the geographic boundaries of Invercargill City Council, Southland District Council or Gore District Council, unless by agreement of all members of the Appointments Committee that an appointment(s) from outside the defined area is of significant advantage to the Board.

~~The Appointments Committee will have the power to co-opt up to two (2) members to provide additional skills for a fixed period, of not more than twelve (12) months. Such appointments shall be made with the unanimous support of all Committee members present at the meeting.~~

8.15 No appointments of Board members will be made of persons who reside outside of New Zealand. This is also applicable to co-opted Board members (See clause 9.1.3).

9. CONSTITUTION COMPOSITION OF THE BOARD

- 9.1 The Board shall consist of the following members:
- 9.1.1 Five (5) persons appointed by the Appointments Committee. The Appointments Committee may at any time revoke any one or more of the appointments. ~~due to any Board Member failing to comply with these Rules or any policies and/or procedures of the Board.~~

- 9.1.2 The four Rūnaka – Waihōpai Rūnaka; Te Rūnangka o Awarua; Te Rūnaka o Ōraka Aparima; and Hokonui Rūnanga will appoint a member of the Board (1) as a representative of the four Rūnaka - Waihōpai Rūnaka; Te Rūnangka o Awarua; Te Rūnaka o Ōraka Aparima; Hokonui Rūnanga, who may at any time revoke such appointment.
- 9.1.3 The Board will have the power to co-opt up to two (2) members to provide additional skills for a fixed period, of not more than twelve (12) months. Such appointments shall be made with the unanimous support of all Board members. Co-opted Board members will not have voting rights.
- 9.1.4 All Board members and Co-opted Board members will comply with the Code of Conduct.
- 9.2 The Role of the Secretary of the Board will be filled by the holder of the Management Contract.
- 9.3 The appointment of and revocation of a Board member and any successor shall take effect on notification to the Secretary of the Board.
- 9.4 A member of the Board shall ipso facto cease to hold office if he or she:
- 9.4.1 Resigns by notice in writing delivered to the Board; or
- 9.4.2 Dies; or
- 9.4.3 Declines to act; or
- 9.4.4 Is declared bankrupt or becomes insolvent; or
- 9.4.5 Is convicted of a Category 3 or 4 offence (as those terms are defined under the Criminal Procedure Act 2011); or
- 9.4.6 Is a person prohibited from managing companies under Section 382(1) of the Companies Act 1993 (or any Act in substitution); or
- 9.4.7 Is a person who is deemed to be subject to a compulsory treatment order under Part II Mental Health (Compulsory Assessment and Treatment) Act 1992 or any Act in substitution; or
- 9.4.8 Is a person in respect of whom an Order has been made under Section 30 or 31 of the Protection of Personal and Property Rights Act 1988 or any Act in substitution; or
- 9.4.9 Is a person who is subject to an order made under Section 31 of the Charities Act 2005 disqualifying the person from being an officer of a charitable entity.
- 9.4.10 Is absent from four consecutive meetings of the Board without the leave from the Board.
- 9.5 The term of office for Board Members will be three years (3), with a maximum of two (2) terms, at which time following a period of not less than one term (3 years) a former Board Member may resubmit their application to the Appointments Committee.

- 9.6 The term of the appointed Board Member of the four Rūnaka will be three (3) years with the right of further reappointment by the four Rūnaka. There is no time limit on this appointment.
- 9.7 At any time, there shall be no more than 6 nor fewer than 3 Board Members.
- 9.8 At any meeting of the Board, any 3 Board Members shall form a quorum. Co-opted Board members do not count towards the quorum.
- 9.9 If at any time the number of Board Members falls below the minimum number provided for in this clause, the Appointments Committee will procure the number of Board Members to such minimum number as soon as reasonably practical.
- 9.10 Notwithstanding anything to the contrary in this Deed, all acts and decisions of the remaining Board members or Board member in relation to the Trust pending the increase in the number of Board members will be valid and binding.

10. BORROWING POWER

The Board may borrow or raise such sums of money as the Board may think necessary or expedient and may secure the repayment of such sums by way of mortgages sub-mortgages or otherwise on all or any part of the undertaking property or assets of the Board or by bonds debentures or other securities or by bills of exchange promissory notes or other negotiable instruments and such mortgages or other securities may contain such covenants powers and obligations as the Board thinks fit provided that the Board may only give security if not less than seventy five percent (75%) majority of members present and entitled to vote so decide.

If the Board wishes to borrow or raise such sums of money, the Board must seek approvals from three stakeholder Councils or their successor and the four Rūnaka.

11. ANNUAL AND OTHER MEETINGS

- 11.1 The Financial Year of the Board shall run from the 1st of July to the 30th of June in the following year and accounts for the year then immediately passed shall be taken as soon as may be conveniently possible following each 30th of June.
- 11.2 The Annual General Meeting of the Board shall be held no earlier than the 1st day of September and no later than the 31st day of December in each year on a day to be fixed by the Board of which not less than seven (7) days notice shall be given by the Secretary by notice addressed to each member.
- 11.3 At the Annual General Meeting of the Board a report on the activities of the Board and a report on the general affairs of the Museum-collection activities shall be presented to the Meeting together with a duly audited statement of receipts and payments for the financial year then past and a statement in respect of the same financial year of cash assets and liabilities and of any special funds held by the Board.
- 11.4 The Board will, within 12 months of the adoption of these Rules, develop and complete a Statement of Intent to give effect to the purpose and aims of the Board. The Statement of Intent will be submitted to the Councils and to the four Rūnaka in draft form not less than three months prior to the end of the financial year and the Councils and the four Rūnaka shall be invited to submit comments in respect of the Statement of Intent which shall be had regard to by the Board in finalising the Statement of Intent. The Statement of Intent will be reviewed once each year no later than the end of the

financial year and the Councils and the four Rūnaka shall be given the opportunity to comment each year in respect of the Board's Statement of Intent.

- 11.5 The Board will also outline its compliance with the Collection Management Policy in the annual report.
- 11.6 The Board shall meet as often as it may deem necessary to transact the business of the Board but so that at least one meeting shall be held during each period of three months in any financial year.
- 11.7 A Special General Meeting may be convened at any time and shall be convened on receipt by the Secretary of a written requisition for such a meeting signed by the Chair or Deputy Chair or by not less than two members.
- 11.8 In respect of any ordinary meeting or Special General Meeting of the Board at least seven days' notice shall be given by the Secretary to members by circular letter of such meeting or meetings and a quorum for each such meeting or for the Annual Meeting shall be four members.
- 11.9 In the event of no quorum being present the meeting shall be adjourned by members present from time to time until a quorum is present.
- 11.10 At any meeting of the Board the Chair or in the Chair's absence the Deputy Chair (if any) shall take the chair. In the event of both the Chair and the Deputy Chair being absent any member present may be chosen as Chair by the members attending the meeting.

- 11.11 The Board and Board Members time to time meet electronically:
i. Board members is present
ii. Resolutions are adopted

12. RESOLUTIONS OF THE BOARD

All resolutions submitted to any meeting of the Board unless otherwise specifically provided in ~~these rules~~ this Trust Deed shall be decided by the voice of a majority of the members present and entitled to vote. All voting shall be done by voices or at the request of any voting member present on a show of hands but the voting shall be by ballot if a majority of voting members present shall so decide by resolution. In any event, the Chair shall have a deliberate and if necessary a casting vote.

- 12.1 From time to time a resolution may be circulated to Board members and voted on via email: Such resolutions are to be confirmed at the next meeting of the Board, whether in person or electronically.

13. ROLES OF BOARD MEMBERS

- 13.1 The Board shall comprise the following positions who shall unless otherwise stipulated be appointed at the first meeting of the Board in each financial year:
- 13.1.1 A member of the Board shall be elected as Chair and a member of the Board shall be elected as Deputy Chair, if the Board determines it is necessary.
- 13.1.2 Subject to any contract of engagement which the Board may have with any other party a Secretary shall be appointed. The Secretary of the Board shall be appointed by the holder of the management contract whose duties shall be to give notice of all meetings, to keep minutes and orders of all meetings of the Board and any

committees and to perform such other duties as the Board may decide and as are normally incidental to the Office of a Secretary (See clause 9.2).

- 13.1.3 A member of the Board may be elected as Treasurer or the Board may appoint a Treasurer (~~who may also be a Secretary~~) and shall have the custody of the books of account and charge of the funds of the Trust. It shall be the duty of the Treasurer to see that all statutory and other requirements with reference to the financial matters of the Trust are complied with and that the provisions of these rules as to such matters are carried out so far as lies in its powers and to perform such other duties as the Board may decide and as are normally incidental to the Office of Treasurer.
- 13.1.4 The Board may delegate such powers of the Secretary and Treasurer to a duly appointed Administrator as they shall see fit, who shall be responsible to the Secretary and Treasurer duly appointed and the Board will confirm the Administrator's appointment at each AGM.
- 13.1.5 The Board may appoint a Patron, ~~Honorary Auditor and Solicitor, annually. None of the~~ The appointees shall not be a member of the Board but ~~each appointee~~ may be invited to attend meetings of the Board without the right to vote.

14. COMMON SEAL

The Board shall have a Common Seal which shall be kept in the custody of the Secretary and shall only be affixed to documents pursuant to a resolution of the Board at a meeting of the Board and shall be attested by at least two members of the Board. The Secretary shall keep a register of documents to which all seals are affixed.

15. ALTERATION TO RULES

- 15.1 The Board may, pursuant to a motion decided by a ~~sixty percent two third~~ majority or more of the total number of the Board members' votes, by supplemental deed make alterations or additions to the terms and provisions of this deed provided that no such alteration or additional shall:
- 15.1.1 Detract from the exclusively charitable nature of the Board or result in the distribution of its assets on winding up or dissolution for any purpose that is not exclusively charitable; or
- 15.1.2 Be made to Clauses 6.1, 16.2.1 and or 19.3 Schedule I Powers 1.1 unless it is first approved in writing by the Department of Inland Revenue.
- 15.2 Every such approved alteration or addition shall be registered as required by the Act or corresponding enactment.

16. GENERAL

- 16.1 Committees of the Board
- 16.1.1 The Board may from time to time appoint committees which may comprise members of the Board and any other suitable person or persons for the purpose of supervising work or works authorised by the Board or making enquiries into any activity or proposed action of the Board. The Board shall determine the extent of the authority of any such committee.

- 16.1.2 Any committee or person appointed with delegated powers by a resolution passed at a meeting of the Board may without confirmation by the Board exercise or perform the delegated powers or duties in like manner and with the same effect as the Board could itself have exercised or performed them.
- 16.1.3 Any committee or person to whom the Board has delegated powers or duties shall be bound by the charitable terms of the Trust.
- 16.1.4 Every such delegation shall be revocable at will and no such delegation shall prevent the exercise of any power or the performance of any duty by the Board.
- 16.1.5 It shall not be necessary that any person who is appointed to be a member of any such committee, or to whom any such delegation is made, be a member of the Board.
- 16.2 Expenses
- 16.2.1 The Board shall not allow any assets income or profits of or in connection with the Board's property at any time to be distributed between or among or paid to the Board Members, ~~or any of them provided however the Board Members may be paid at a fair and reasonable rate out of pocket expenses incurred by them in connection with the Board's property or its administration.~~
- 16.2.2 Board Members, being skilled individuals providing professional services to the Board, will receive an annual remuneration for their services. The Appointments Committee will prepare a policy on remuneration and expense for approval by the Councils and the four Rūnaka. The Annual Remuneration will be set jointly by the Appointments Committee and Regional Heritage Committee in accordance with the remuneration policy and subject always to Clauses 1.1.1-1.1.6 of Schedule 1. The Initial Board Members will not be entitled to any remuneration for their services.
- 16.3 ~~By laws~~ Collection Trust Board Rules
- 16.3.1 The Board may make amend or rescind ~~by laws or regulations rules and guidance~~ not inconsistent with these rules for better attaining the objects of the Trust or any of them and without detracting from the generality of the power conferred in particular:
- (a) Prescribing forms of reports and returns to be made by any applicant for the benefits of the Trust or by any agent or servant of the Board.
- (b) Providing for any matter not covered or provided for in these rules.
- 16.4 Liabilities of Board Members
- 16.4.1 No Board Member shall be liable for any loss not attributable to dishonesty of the Board Member or to the wilful commission by the Board Member of an act known by the Board Member to be in breach of trust or the neglect or default of any solicitor, bank, accountant, auditor, stockbroker, investment adviser or other agent employed in good faith by the Board Member.
- 16.5 Proceedings
- 16.5.1 No Board Member shall be bound to take proceedings against a co- Board Member for any breach or alleged breach of trust committed by such co- Board Member.

17. ACCEPTANCE

The Board shall accept for any Museum and Art Gallery purposes sums of money to be devoted to any special object or purpose and such funds shall be invested separately on bank deposit or otherwise.

18. ETHICS

18.1 The Board will be guided by the Museums Aotearoa Code of Ethics ~~of~~and Professional Practice.

18.2 The Board will be guided by the New Zealand Conservators PF Cultural Materials (NZCCM).

18.3 The Board will be guided by the International Council of Museums (ICOM) Code of Ethics FOR Museums.

19. LIQUIDATION OF TRUST

19.1 If, in the opinion of the Board, it shall become no longer possible or feasible to carry out the objects of the Trust then the Board may, by resolution, liquidate the Trust.

19.2 (To add a clause - seek approval from stakeholder councils and four Rūnaka).

19.3 No resolution dissolving the Trust shall take effect unless it has been passed by a majority of not less than ~~sixty percent~~ two third of the total number of the members of the Board and not only after three months notice of intention to move such resolution has been given in writing to each Board Member.

19.2 Such dissolution shall not take effect unless at a subsequent meeting of the Board called for that purpose (such meeting to be held not earlier than 28 days and not later than 42 days after the date of the meeting declaring such dissolution), such dissolution is confirmed by resolution to that effect carried by a simple majority of those members present and entitled to vote.

19.3 Should the Trust be dissolved, then any moneys and property remaining after the due settlement of the affairs of the Trust and the payment of all just debts and claims shall be handed to such or one or more charitable societies, associations, institutes, organisations or corporations as in the sole and absolute opinion of the Board Members has objects similar to those of this Trust for the purposes within Southland, New Zealand and are approved as charitable by the Commissioner of Inland Revenue or in the event that agreement by resolution cannot be obtained, then as directed by the High Court of New Zealand.

20. INTERPRETATIONS AND DEFINITIONS

20.1 In and for the purposes of these Rules:

20.1.1 "The Board" means the persons appointed for the time being pursuant to Clause 9;

20.1.2 "Councils" means the Invercargill City Council, the Southland District Council and the Gore District Council; or their successor

- 20.1.3 “The four Rūnaka” means Waihōpai Rūnaka; Te Rūnangka o Awarua; Te Rūnaka o Ōraka Aparima; and Hokonui Rūnanga;
- 20.1.4 “Stakeholder” means
- 20.1.5 “The Member or Members” means a member of the Board;
- 20.1.6 “Trustee” means and includes a Member and Board Member.
- 20.1.7 “The Trust” means the Trust ~~Funds~~ created under the Trust Deed and including all property vested in the Trust Deed;
- 20.1.8 “The Trust Fund” means the initial capital and all accruals and accretions ~~thereto~~ and all other property for the time being subject in whole or in part to the Trusts ~~hereof~~ and all property into which the same or any part ~~thereof~~ is converted and all income profits benefits and emoluments arising from any and all of the same;
- 20.1.9 “The total number of the Board Members” means the five (5) persons appointed by the Appointments Committee and one (1) person appointed by the four Rūnaka as their representatives
- 20.2 Appointees to the Board should be time limited no more than 12 months, but eligible for reappoint subject to a two third majority of the total number of the Board members.
- 20.3 The singular includes the plural and vice versa the masculine includes the other genders and vice versa and words embracing persons includes bodies corporate.
- 20.4 No account shall be taken of headings for purpose of interpretation or construction.

I/We hereby certify that this is the new ~~Constitution and Rules~~ Trust Deed of the Southland Museum and Art Gallery Trust Board (Incorporated).

.....
Clare Valerie Hadley – Chief Executive
Invercargill City Council

.....
Cameron Alistair McIntosh – Chief Executive
Southland District Council

.....
Stephen Francis Parry – Chief Executive
Gore District Council

.....
Evelyn Anne Cook – Elected Representative
of the four Rūnaka –Waihōpai Rūnaka; Te
Rūngka o Awarua; Te Rūnaka o Ōraka
Aparima; Hokonui Rūnanga

SCHEDULE 1

POWERS

- 1.1** To pay apply transfer or distribute, after payment therefrom of all costs charges and expenses of the Trust Board or incidental to the establishment management and administration of the Trust property, the whole or any part of the Trust property to for or towards the furtherance of any of the objects of the Trust as the Trustees in their absolute discretion shall determine **PROVIDED THAT** it is declared that in the carrying on of any business under this Deed and in the exercise of any power:
- 1.1.1** If authorising the remuneration of trustees no benefit or advantage whether or not convertible into money or any income of any kind shall be afforded to or received gained achieved or derived by any of the persons specified in Paragraphs (i) to (iv) of the second proviso to Section CW42(5) of the Income Tax Act 2007 or any enactment in amendment or in substitution where that person is able by virtue of that capacity as such person specified in any way (whether directly or indirectly) to determine or to materially influence in any way the determination of the nature or the amount of that benefit or advantage or that income or the circumstances in which it is or is to be so received gained achieved afforded or derived except as specifically exempted by that section.
- 1.1.2** Any income, benefit or advantage shall be applied to the charitable purposes set out in these Rules.
- 1.1.3** No member or person associated with a member of the Trust Board shall derive any income, benefit or advantage from the organisation where they can materially influence the payment of the income, benefit or advantage except where that income, benefit or advantage is derived from:
- (a) Professional services to the organisation rendered in the course of business charged at no greater rate than current market rates; or
 - (b) Interest on money lent at no greater rate than current market rates.
 - (c) Or any such income if paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).
- 1.1.4** No member of the organisation or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.
- 1.1.5** The Trust Board shall be under no obligation to distribute any part of the Trust property in any year.
- 1.1.6** Notwithstanding anything to the contrary contained in this Deed the provisions and effect of this clause shall not be removed from this deed and shall be included and implied into any deed amending, altering or replacing this deed.
- 1.2** In accordance with the provisions of the Section 13 of the Charitable Trusts Act 1957, the Board shall be capable of holding real and personal property of whatever nature and wherever situated in New Zealand or elsewhere and of suing and being sued and of doing and suffering all such acts and things as bodies corporate may lawfully do and suffer and shall be entitled to do all such things and exercise all such powers and

authorities as it shall consider necessary or desirable in its absolute discretion for the attainment of any of the objects set out in these Rules.

- 1.3 To improve manage develop and maintain or lease let underlet surrender mortgage charge or otherwise deal with and turn to account all or any property real or personal of the Trust or any interest and to erect construct alter renovate and maintain any buildings or chattels and to retain use and occupy or deal with the properties or assets of the Trust or any part for all such purposes and in such manner as the Trustees deem fit.
- 1.4 To expend money as the Trustees shall think fit in the improvement and development of trust assets and otherwise for the benefit of the Trust property.
- 1.5 To sell dispose of or exchange all real and personal property held by them at any time and whether or not such property has been acquired since the date of signing of this Deed, in such manner and subject to such terms and conditions as the Trustees shall in their discretion think fit **PROVIDED HOWEVER** that the Trustees shall hold all moneys received by them under this power for the purposes of and in accordance with the objects of this Trust,
- 1.6 To receive and take any gift of property real or personal for any of the purposes or objects of the Trust whether subject to any special trust or not but the Trustees may decline and refuse to accept any gift or donation.
- 1.7 To invest the trust fund and the income either alone or in common with any other person or persons in any investment the Trustees believe is prudent.
- 1.8 To lease or take on lease any freehold or leasehold property or interest with or without chattels for such period at such rent on such terms (including at the discretion of the Trustees a compulsory or optional purchasing clause) and subject to such conditions as they think fit and to effect such renewals or surrenders of leases and tenancies as they think fit.
- 1.9 To employ and pay all reasonable expenses any person, firm, company or corporation to do any acts of whatever nature relating to these trusts including the receipt and payment of money without being liable for loss incurred.
- 1.10 To place any property owned by the trust fund (including any bank account) in the name of any agent or nominee for such period or periods or indefinitely as the Trustees in their absolute discretion think fit without being liable for any loss occasioned to the trust funds.
- 1.11 To advance moneys with or without security and with or without interest to such person, persons or corporation on such terms as they think fit.
- 1.12 To pay all costs and expenses and other outgoings as may be incurred in relation to the Trust from time to time reposed in the Board.
- 1.13 To borrow money on bank overdraft or otherwise and upon security by way of mortgage or otherwise and on terms and subject to conditions and for reasons as the Trustees think fit (subject to Rule 6).
- 1.14 To pay any Trustee who may be an Accountant or Solicitor out of the Trust fund for all- business done by them in relation to the Trust fund in like manner as they would

have been entitled to charge the Trustees or Trustee if not being a Trustee and the firm had been employed by them to do such business as their Accountant or Solicitor.

- 1.15** To reimburse the Trustees for their expenses in accordance with the provisions of the Fees and Travelling Allowance Act 1951 as if the Trust Board were a statutory Board within the meaning of that Act or in accordance with any enactment which replaces that Act.
- 1.16** To remunerate for their services those Trustees who are employed by the Trust Board as full time or part-time employees by means of a fair and reasonable salary **PROVIDED THAT** the quantum of any such remuneration shall be determined solely by a firm of Chartered Accountants selected by the Institute of Chartered Accountants of New Zealand **AND PROVIDED FURTHER** that no Trustee is associated with the firm of Chartered Accountants so selected so as to be able in any way (whether directly or indirectly) to determine, or to materially influence the determination of the nature or the amount of the remuneration of any Trustee.
- 1.17** To carry on any business of any kind whatever.
- 1.18** Subject to the provisions of the Charitable Trusts Act 1957 to do perform carry out and execute all such incidental or necessary acts or deeds and things as are requisite for or conducive to the attainment of the objects of the Trust.
- 1.19** To appoint a Custodial Trustee or Trustees to act as their Custodial Trustee in respect of investments to be made or properly held to hold on the Trustees' behalf all securities and other documents of title relating to such investments or property. The Custodial Trustee or Trustees appointed shall only act on the direct instructions of the Board and shall hold all investments and property in the name of the Custodial Trustee for the account of the Southland Museum and Art Gallery Trust Board. The appointment of a Custodial Trustee shall be limited to persons or organisations recognised as having the expertise and services to provide Custodial Trustee duties.
- 2.** The objects and powers set out in any clause or sub-clause of this Schedule shall not, except where the context expressly requires, be in any way limited or restricted by reference to, or any inference from, the terms of any other clause or sub-clause. None of the clauses or sub-clauses or the objects specified or the powers conferred shall be deemed, subsidiary or ancillary to any other clause, sub-clause or objects, but the Board shall have the full power to exercise all or any of the objects and powers set out independently, or any other of its objects and powers.
- 3.** The Trustees shall have all power to the fullest extent as the law provides to generally do each and every act both convenient and advantageous and necessarily expedient for the proper carrying out and accomplishment of the objects consistent with this Trust.
- 4.** This deed shall in its interpretation of the objects in these Rules be given its widest possible expression provided that no such interpretation shall alter the charitable nature of the deed pursuant to the Charitable Trusts Act 1957 or any Act in substitution.

SCHEDULE 2

Iwi Liaison Komiti

In 1940 Thomas Spencer was the first ~~person~~ elected Rūnaka representative by Takata Whenua and subsequently ~~and~~ appointed to the Board, ~~by Takata Whenua~~. In 1981 a proposed Māori artefact tour of the United States, later called “Te Māori” provided the opportunity for the Board to engage more widely with Takata Whenua. A Māori Liaison Committee was established which enabled staff to be supported in their role. The incumbent iwi representative on the Southland Museum & Art Gallery Trust Board sat ex-officio as a member of the Liaison Committee to provide a conduit between the Committee and the Trust Board.

By the mid-1990’s the Komiti formally met with Museum and Art Gallery staff not less than four times per annum to discuss issues relating to the collection and exhibitions, and to provide advice to key staff. The Trust Board were cognisant of the view of the Komiti with regards to Te Ao Marama, outward and inward loans, exhibitions and the review or development of policy.

In 2001 the Iwi Liaison Komiti mandate was reviewed:

- An opportunity to bring more Iwi input into day-to-day decisions by public programme and curatorial staff of the Southland Museum & Art Gallery
- To provide an opportunity to show a greater Māori presence in what our audiences see
- Provide an opportunity for staff training in things Māori
- Provide a window on the Southland Museum and Art Gallery for rūnaka representatives.

In 2003 the Iwi Liaison Komiti and Southland Museum & Art Gallery Trust Board agreed to jointly manage the *Pounamu and Tangiwai Source Collection*, established through the Dart River Collection, as well as donation by Dr Alfred Poole.

The Iwi Liaison Komiti comprises of the following members:

- The four Rūnaka – Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; and Hokonui Rūnaka will each appoint a member, and alternate, of the Iwi Liaison Komiti (4) as a representative of Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; and Hokonui Rūnaka, who may at any time revoke such appointment.
- The Executive Officers of the four Rūnaka – Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; and Hokonui Rūnaka are ex-officio members of the Iwi Liaison Komiti
- The Board Member appointed under 9.1.2 is an ex-officio member of the Iwi Liaison Komiti
- The Director, equivalent or nominee is an ex-officio member of the Iwi Liaison Komiti
- The Iwi Liaison Komiti may appoint up to 4 additional ex-officio members of the Iwi Liaison Komiti.

The Iwi Liaison Komiti will meet not less than four times per annum with staff of the Southland Museum and Art Gallery.

Minutes of the Iwi Liaison Komiti will be presented to the Board for their information.

Matters requiring the Board’s attention will be presented to the Board in the monthly report closest to the date of the Komiti meeting.

The Iwi Liaison Komiti will meet formally with the Board at least twice per annum.

The Board will be cognisant of the view of the Iwi Liaison Komiti when setting policy, and when required, the Board will seek the opinion of the Iwi Liaison Komiti when undertaking acquisitions or collection rationalisation which directly impact on the Iwi Liaison Komiti.

SOUTHLAND MUSEUM AND ART GALLERY TRUST BOARD
(INCORPORATED)

1. NAME

The name shall be the "Southland Museum and Art Gallery Trust Board (Incorporated)" hereinafter called "the Board."

2. REGISTERED OFFICE

The Registered Office of the Board shall be situated at 108 Gala Street, Invercargill.

3. PURPOSE AND AIMS OF THE BOARD

3.1 The enhancement, preservation and maintenance of the collection are the paramount responsibilities of the Board.

3.1 The purpose and aims of the Board shall be to foster, promote and celebrate a sense of connection, understanding and awareness of the importance of the cultural, social and natural history of Murihiku, Southland; Rakiura (Stewart Island); Te Rua o Te Moko (Fiordland); Tini Heke (Snares Islands); Motu Ihupuku (Campbell Island); Auckland Islands, Adams Island and Antipodes Island Group – the Subantarctic Islands).

3.3 The Board will also enhance the opportunity for Mana Whenua to connect directly with taoka.

3.4 The Board shall serve the community and its development. This can be done by providing vision, leadership and support for the acquisition, care, research, communication, loan and exhibition of the material evidence and related information.

4. TREATY OF WAITANGI – TE TIRITI O WAITANGI

4.1 The Board and the Board Members acknowledge the unique relationship between iwi and the Crown established through the Preamble and Articles of the Treaty of Waitangi, and the Ngāi Tahu Claims Settlement Act 1998, and will be guided by recommendations of the Waitangi Tribunal, or its successor, in any negotiations or discussions between the Board and Mana Whenua.

4.2 The Board acknowledges the special place of the *Herald* (Bunbury) Sheet of the Treaty of Waitangi, signed at Ruapuke Island on 10 June 1840 by Hone Tūhawaiki, Kaikoura Whakatau, Te Matenga Taiaroa; and Thomas Bunbury and Joseph Nias on behalf of the Crown.

4.3 The Board acknowledges the special relationship between themselves and Te Rūnanga o Ngāi Tahu and the four Rūnaka - Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; Hokonui Rūnanga as intergenerational guardians of Taoka Māori held within the collection. The four Rūnaka/ Rūnanga have appointed representatives to the Iwi Liaison Komiti which meets quarterly to discuss issues relating to the collections and exhibitions.

5. TRANSFER OF MUSEUM PROPERTY

All the property and assets of the Southland Museum and Art Gallery, including the income arising therefrom and all legacies, monies bequeathed or donated to the Board, shall be vested in the Board and shall be held by the Board in accordance with and subject to the rules or trusts following.

6. POWERS OF BOARD

- 6.1 The said Board shall have all the powers of a Trust Board under Part II of the "Charitable Trusts Act 1957" (the Act) and the powers in Schedule I of Powers and Discretions annexed and shall take purchase and hold all goods and chattels and personal property whatever now owned by the Board or acquired by gift bequest purchase or exchange for the purpose of the said Museum and Art Gallery and shall direct the activities of the Southland Museum and Art Gallery and administer the funds in conformity with the provisions of the Act and these Rules.
- 6.2 The Board shall have full control and discretion as to the management of the collection and assets of the Southland Museum and Art Gallery and shall manage the affairs and control all the assets and funds of the Museum thereof in accordance with the terms of the Act and these Rules and shall have power consistent with the Act and Rules to make by-laws and regulations for the internal management of the collection.
- 6.3 The Board shall have full control and direction to negotiate and receive short term and long term loans of collection items, provided the such loans are consistent and in accordance with the terms of the Act and these Rules.
- 6.4 The Board shall have the power to contract with the Invercargill City Council or any other local authority or corporate body for the provision of services or management of services in respect to the collection.

7. INITIAL BOARD MEMBERS

- 7.1 The Board Members as at the date of these Rules are the Chief Executive Officers of the Invercargill City Council, Southland District Council and Gore District Council, namely Clare Valerie Hadley, Cameron Alastair McIntosh and Stephen Francis Parry; and the duly elected representative of the four Rūnaka –Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; Hokonui Rūnanga, namely Evelyn Anne Cook ("the Initial Board Members").
- 7.2 The Initial Board Members shall immediately upon the adoption of these Rules, take the necessary steps to establish the Appointments Committee to be established pursuant to clause 8.1, and once the Appointments Committee has been established shall provide such administrative and other support as that Committee may require to enable the appointment of Board Members pursuant to clause 9.
- 7.3 Once all the Board Members have been appointed pursuant to clause 9 the Initial Board Members shall cease to hold office.

8. APPOINTMENTS COMMITTEE

- 8.1 An Appointments Committee (4) shall be established comprising:
- 8.1.1 the Chief Executive Officer of the Invercargill City Council or his/her nominee (1);

- 8.1.2 the Chief Executive Officer of the Southland District Council or his/her nominee (1);
 - 8.1.3 the Chief Executive Officer of the Gore District Council or his/her nominee (1);
 - 8.1.4 and a duly elected representative (1) of the four Rūnaka - Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; Hokonui Rūnanga on behalf of Ngāi Tahu appointed by resolution of the respective Councils of the four Rūnaka;
- 8.2 The functions of the Appointments Committee are:
- 8.2.1 The appointment of Board Members (Clause 9.1.1)
 - 8.2.2 The filling of vacancies in Board Members (Clause 9.9)
 - 8.2.3 The removal of Board Members (Clause 9.1.1)
- 8.3 The Appointments Committee shall meet as and when necessary for the purpose of carrying out its functions.
- 8.4 A meeting of the Appointments Committee may be called by any member of the Committee on 7 days written notice to other members of the Committee.
- 8.5 At each meeting of the Appointments Committee those present shall elect a Chairperson who, in the case of an equality of votes, shall have a casting vote as well as deliberative vote.
- 8.6 Other than as provided in this Deed the Appointments Committee shall determine its own procedures.
- 8.7 At any meeting of the Appointments Committee, any 3 members including the Rūnaka representative shall form a quorum.
- 8.8 Every question before the Appointments Committee shall be decided by a majority of votes, however it is hoped that all matters will be decided by the consensus of members.
- 8.9 The Appointments Committee will seek nominations of persons for consideration as Board Members of the Trust from the public and shall, prior to the appointment process taking place, publicly call for nominations for Board Members of the Trust.
- 8.10 The Appointments Committee shall appoint Board Members from the list of persons nominated and in making any appointment shall take into account the following criteria:
- 8.10.1 Board Members should be interested in and able to promote the objectives of the Trust;
 - 8.10.2 Board Members should be persons known in their communities for their following attributes, which are in no way intended to be listed in order of priority:
 - a. business acumen,
 - b. governance skills,
 - c. competence in financial stewardship,
 - d. expertise and knowledge in arts, and/or
 - e. culture and heritage matters;

- 8.10.3 Board Members should be familiar with and have a demonstrated passion and knowledge of an appreciation of arts, culture and heritage issues, education, tourism and regional developmental issues, promotional issues, access to collections and iwi perspective and cultural awareness especially of issues relating to Taoka Māori; or have and be willing to gain;
- 8.10.4 All persons appointed as Board Members shall hold office in accordance with clause 9.5 until the Annual Meeting which takes place at the expiry of any Board Members term of office or immediately after the expiry of the term.
- 8.11 The Appointments Committee may at any time revoke the appointment of a Board Member, excluding the Rūnaka appointed Member.
- 8.12 Board Members appointed at the inaugural meeting of the Appointments Committee will have lots drawn to stagger the rotation of Trustees. One (1) Board member will be appointed for an initial term of 1 year; two (2) for an initial term of 2 years and two (2) for an initial term of 3 years. Board members appointed for the initial term of 1 year and 2 years respectively, may by resolution of the Appointments Committee be eligible to serve a third consecutive term. This does not apply to the Board Members appointed for an initial term of 3 years; nor does it apply to the Board Member appointed by the four Rūnaka.
- 8.13 All appointments of Board Members will be by a unanimous decision of the members of the Appointments Committee
- 8.14 The majority of Board Members must reside within the geographic boundaries of Invercargill City Council, Southland District Council or Gore District Council, unless by agreement of all members of the Appointments Committee that an appointment(s) from outside the defined area is of significant advantage to the Board.
- 8.15 The Appointments Committee will have the power to co-opt up to two (2) members to provide additional skills for a fixed period, of not more than twelve (12) months. Such appointments shall be made with the unanimous support of all Committee members present at the meeting.

9. CONSTITUTION OF THE BOARD

- 9.1 The Board shall consist of the following members:
- 9.1.1 Five (5) persons appointed by the Appointments Committee. The Appointments Committee may at any time revoke any one or more of the appointments due to any Board Member failing to comply with these Rules or any policies and/or procedures of the Board.
- 9.1.2 The four Rūnaka – Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; and Hokonui Rūnanga will appoint a member of the Board (1) as a representative of the four Rūnaka - Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; Hokonui Rūnanga, who may at any time revoke such appointment.
- 9.2 The Role of the Secretary of the Board will be filled by the holder of the management contract.
- 9.3 The appointment of and revocation of a Board member and any successor shall take effect on notification to the Secretary of the Board.

- 9.4 A member of the Board shall ipso facto cease to hold office if he or she:
- 9.4.1 Resigns by notice in writing delivered to the Board; or
 - 9.4.2 Dies; or
 - 9.4.3 Declines to act; or
 - 9.4.4 Is declared bankrupt or becomes insolvent; or
 - 9.4.5 Is convicted of a Category 3 or 4 offence (as those terms are defined under the Criminal Procedure Act 2011); or
 - 9.4.6 Is a person prohibited from managing companies under Section 382(1) of the Companies Act 1993 (or any Act in substitution); or
 - 9.4.7 Is a person who is deemed to be subject to a compulsory treatment order under Part II Mental Health (Compulsory Assessment and Treatment) Act 1992 or any Act in substitution; or
 - 9.4.8 Is a person in respect of whom an Order has been made under Section 30 or 31 of the Protection of Personal and Property Rights Act 1988 or any Act in substitution; or
 - 9.4.9 Is a person who is subject to an order made under Section 31 of the Charities Act 2005 disqualifying the person from being an officer of a charitable entity.
 - 9.4.10 Is absent from four consecutive meetings of the Board without the leave from the Board.
- 9.5 The term of office for Board Members will be three years (3), with a maximum of two (2) terms, at which time following a period of not less than one term (3 years) a former Board Member may resubmit their application to the Appointments Committee.
- 9.6 The term of the appointed Board Member of the four Rūnaka will be three (3) years with the right of further reappointment by the four Rūnaka.
- 9.7 At any time, there shall be no more than 6 nor fewer than 3 Board Members.
- 9.8 At any meeting of the Board, any 3 Board Members shall form a quorum.
- 9.9 If at any time the number of Board Members falls below the minimum number provided for in this clause, the Appointments Committee will procure the number of Board Members to such minimum number as soon as reasonably practical.
- 9.10 Notwithstanding anything to the contrary in this Deed, all acts and decisions of the remaining Board members or Board member in relation to the Trust pending the increase in the number of Board members will be valid and binding.

10. BORROWING POWER

The Board may borrow or raise such sums of money as the Board may think necessary or expedient and may secure the repayment of such sums by way of mortgages sub-mortgages or otherwise on all or any part of the undertaking property or assets of the Board or by bonds debentures or other securities or by bills of exchange promissory notes or other negotiable instruments and such mortgages or

other securities may contain such covenants powers and obligations as the Board thinks fit provided that the Board may only give security if not less than seventy five percent (75%) majority of members present and entitled to vote so decide.

11. ANNUAL AND OTHER MEETINGS

- 11.1 The Financial Year of the Board shall run from the 1st of July to the 30th of June in the following year and accounts for the year then immediately passed shall be taken as soon as may be conveniently possible following each 30th of June.
- 11.2 The Annual Meeting of the Board shall be held no earlier than the 1st day of September and no later than the 31st day of December in each year on a day to be fixed by the Board of which not less than seven (7) days notice shall be given by the Secretary by notice addressed to each member.
- 11.3 At the Annual Meeting of the Board a report on the activities of the Board and a report on the general affairs of the Museum shall be presented to the Meeting together with a duly audited statement of receipts and payments for the financial year then past and a statement in respect of the same financial year of cash assets and liabilities and of any special funds held by the Board.
- 11.4 The Board will, within 12 months of the adoption of these Rules, develop and complete a Statement of Intent to give effect to the purpose and aims of the Board. The Statement of Intent will be submitted to the Councils and to the four Rūnaka in draft form not less than three months prior to the end of the financial year and the Councils and the four Rūnaka shall be invited to submit comments in respect of the Statement of Intent which shall be had regard to by the Board in finalising the Statement of Intent. The Statement of Intent will be reviewed once each year no later than the end of the financial year and the Councils and the four Rūnaka shall be given the opportunity to comment each year in respect of the Board's Statement of Intent.
- 11.5 The Board will also outline its compliance with the Collection Management policy in the annual report.
- 11.6 The Board shall meet as often as it may deem necessary to transact the business of the Board but so that at least one meeting shall be held during each period of three months in any financial year.
- 11.7 A Special General Meeting may be convened at any time and shall be convened on receipt by the Secretary of a written requisition for such a meeting signed by the Chair or Deputy Chair or by not less than two members.
- 11.8 In respect of any ordinary meeting or Special General Meeting of the Board at least seven days' notice shall be given by the Secretary to members by circular letter of such meeting or meetings and a quorum for each such meeting or for the Annual Meeting shall be four members.
- 11.9 In the event of no quorum being present the meeting shall be adjourned by members present from time to time until a quorum is present.
- 11.10 At any meeting of the Board the Chair or in the Chair's absence the Deputy Chair (if any) shall take the chair. In the event of both the Chair and the Deputy Chair being absent any member present may be chosen as Chair by the members attending the meeting.

12. RESOLUTIONS OF THE BOARD

All resolutions submitted to any meeting of the Board unless otherwise specifically provided in these rules shall be decided by the voice of a majority of the members present and entitled to vote. All voting shall be done by voices or at the request of any voting member present on a show of hands but the voting shall be by ballot if a majority of voting members present shall so decide by resolution. In any event the Chair shall have a deliberate and if necessary a casting vote.

13. ROLES OF BOARD MEMBERS

13.1 The Board shall comprise the following positions who shall unless otherwise stipulated be appointed at the first meeting of the Board in each financial year:

13.1.1 A member of the Board shall be elected as Chair and a member of the Board shall be elected as Deputy Chair.

13.1.2 Subject to any contract of engagement which the Board may have with any other party a secretary shall be appointed. The Secretary of the Board shall be appointed by the holder of the management contract whose duties shall be to give notice of all meetings, to keep minutes and orders of all meetings of the Board and any committees and to perform such other duties as the Board may decide and as are normally incidental to the Office of a Secretary.

13.1.3 A member of the Board may be elected as Treasurer or the Board may appoint a Treasurer (who may also be a Secretary) and shall have the custody of the books of account and charge of the funds of the Trust. It shall be the duty of the Treasurer to see that all statutory and other requirements with reference to the financial matters of the Trust are complied with and that the provisions of these rules as to such matters are carried out so far as lies in its powers and to perform such other duties as the Board may decide and as are normally incidental to the office of Treasurer.

13.1.4 The Board may delegate such powers of the Secretary and Treasurer to a duly appointed Administrator as they shall see fit, who shall be responsible to the Secretary and Treasurer duly appointed and the Board will confirm the Administrator's appointment at each AGM.

13.1.5 The Board may appoint a Patron, Honorary Auditor and Solicitor. None of the appointees shall be a member of the Board but each appointee may be invited to attend meetings of the Board without the right to vote.

14. COMMON SEAL

The Board shall have a Common Seal which shall be kept in the custody of the Secretary and shall only be affixed to documents pursuant to a resolution of the Board at a meeting of the Board and shall be attested by at least two members of the Board. The Secretary shall keep a register of documents to which all seals are affixed.

15. ALTERATION TO RULES

15.1 The Board may, pursuant to a motion decided by a sixty percent majority or more of the members' votes, by supplemental deed make alterations or additions to the terms and provisions of this deed provided that no such alteration or additional shall:

15.1.1 Detract from the exclusively charitable nature of the Board or result in the distribution of its assets on winding up or dissolution for any purpose that is not exclusively charitable; or

15.1.2 Be made to Clauses 6.1, 16.2.1 and or 19.3 Schedule I Powers 1.1 unless it is first approved in writing by the Department of Inland Revenue.

15.2 Every such approved alteration or addition shall be registered as required by the Charitable Trusts Act 1957 or corresponding enactment.

16. GENERAL

16.1 Committees of the Board

16.1.1 The Board may from time to time appoint committees which may comprise members of the Board and any other suitable person or persons for the purpose of supervising work or works authorised by the Board or making enquiries into any activity or proposed action of the Board. The Board shall determine the extent of the authority of any such committee.

16.1.2 Any committee or person appointed with delegated powers by a resolution passed at a meeting of the Board may without confirmation by the Board exercise or perform the delegated powers or duties in like manner and with the same effect as the Board could itself have exercised or performed them.

16.1.3 Any committee or person to whom the Board has delegated powers or duties shall be bound by the charitable terms of the Trust.

16.1.4 Every such delegation shall be revocable at will and no such delegation shall prevent the exercise of any power or the performance of any duty by the Board.

16.1.5 It shall not be necessary that any person who is appointed to be a member of any such committee, or to whom any such delegation is made, be a member of the Board.

16.2 Expenses

16.2.1 The Board shall not allow any assets income or profits of or in connection with the Board's property at any time to be distributed between or among or paid to the Board Members or any of them provided however the Board Members may be paid at a fair and reasonable rate out-of-pocket expenses incurred by them in connection with the Board's property or its administration.

16.2.2 Board Members, being skilled individuals providing professional services to the Board, will receive an annual remuneration for their services. The Appointments Committee will prepare a policy on remuneration for approval by the Councils and the four Rūnaka. The Annual Remuneration will be set jointly by the Appointments Committee and Regional Heritage Committee in accordance with the remuneration policy and subject always to Clauses 1.1.1-1.1.6 of Schedule 1. The Initial Board Members will not be entitled to any remuneration for their services.

16.3 By-laws

16.3.1 The Board may make amend or rescind by-laws or regulations not inconsistent with these rules for better attaining the objects of the Trust or any of them and without detracting from the generality of the power conferred in particular:

- (a) Prescribing forms of reports and returns to be made by any applicant for the benefits of the Trust or by any agent or servant of the Board.

(b) Providing for any matter not covered or provided for in these rules.

16.4 Liabilities of Board Members

16.4.1 No Board Member shall be liable for any loss not attributable to dishonesty of the Board Member or to the wilful commission by the Board Member of an act known by the Board Member to be in breach of trust or the neglect or default of any solicitor, bank, accountant, auditor, stockbroker, investment adviser or other agent employed in good faith by the Board Member.

16.5 Proceedings

16.5.1 No Board Member shall be bound to take proceedings against a co- Board Member for any breach or alleged breach of trust committed by such co- Board Member.

17. ACCEPTANCE

The Board shall accept for any Museum and Art Gallery purposes sums of money to be devoted to any special object or purpose and such funds shall be invested separately on bank deposit or otherwise.

18. ETHICS

The Board will be guided by the Museums Aotearoa Code of Ethics of Professional Practice.

19. LIQUIDATION OF TRUST

19.1 If, in the opinion of the Board, it shall become no longer possible or feasible to carry out the objects of the Trust then the Board may, by resolution, liquidate the Trust. No resolution dissolving the Trust shall take effect unless it has been passed by a majority of not less than sixty percent of the members of the Board and not only after three months notice of intention to move such resolution has been given in writing to each Board Member.

19.2 Such dissolution shall not take effect unless at a subsequent meeting of the Board called for that purpose (such meeting to be held not earlier than 28 days and not later than 42 days after the date of the meeting declaring such dissolution), such dissolution is confirmed by resolution to that effect carried by a simple majority of those members present and entitled to vote.

19.3 Should the Trust be dissolved, then any moneys and property remaining after the due settlement of the affairs of the Trust and the payment of all just debts and claims shall be handed to such or one or more charitable societies, associations, institutes, organisations or corporations as in the sole and absolute opinion of the Board Members has objects similar to those of this Trust for the purposes within Southland, New Zealand and are approved as charitable by the Commissioner of Inland Revenue or in the event that agreement by resolution cannot be obtained, then as directed by the High Court of New Zealand.

20. INTERPRETATIONS AND DEFINITIONS

20.1 In and for the purposes of these Rules:

20.1.1 "Councils" means the Invercargill City Council, the Southland District Council and the Gore District Council;

20.1.2 "The Board" means the persons appointed for the time being pursuant to Clause 9;

20.1.3 "The four Rūnaka" means Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; and Hokonui Rūnanga;

20.1.4 "The Trust" means the Trust Funds;

20.1.5 "The Trust Fund" means the initial capital and all accruals and accretions thereto and all other property for the time being subject in whole or in part to the Trusts hereof and all property into which the same or any part thereof is converted and all income profits benefits and emoluments arising from any and all of the same;

20.1.6 "The Member or Members" means a member of the Board;

20.1.7 "Trustee" means and includes a Member and Board Member.

20.2 The singular includes the plural and vice versa the masculine includes the other genders and vice versa and words embracing persons includes bodies corporate.

20.3 No account shall be taken of headings for purpose of interpretation or construction.

I/We hereby certify that this is the new Constitution and Rules of the Southland Museum and Art Gallery Trust Board (Incorporated).


.....
Clare Valerie Hadley – Chief Executive
Invercargill City Council





.....
Cameron Alastair McIntosh – Chief Executive
Southland District Council

Cameron Alastair McIntosh

.....
Stephen Francis Parry – Chief Executive
Gore District Council

.....
Evelyn Anne Cook – Elected Representative
of the four Rūnaka –Waihōpai Rūnaka; Te
Rūnaka o Awarua; Te Rūnaka o Ōraka
Aparima; Hokonui Rūnanga

SCHEDULE 1

POWERS

- 1.1** TO pay apply transfer or distribute, after payment therefrom of all costs charges and expenses of the Trust Board or incidental to the establishment management and administration of the Trust property, the whole or any part of the Trust property to for or towards the furtherance of any of the objects of the Trust as the Trustees in their absolute discretion shall determine **PROVIDED THAT** it is declared that in the carrying on of any business under this Deed and in the exercise of any power:
- 1.1.1** If authorising the remuneration of trustees no benefit or advantage whether or not convertible into money or any income of any kind shall be afforded to or received gained achieved or derived by any of the persons specified in Paragraphs (i) to (iv) of the second proviso to Section CW42(5) of the Income Tax Act 2007 or any enactment in amendment or in substitution where that person is able by virtue of that capacity as such person specified in any way (whether directly or indirectly) to determine or to materially influence in any way the determination of the nature or the amount of that benefit or advantage or that income or the circumstances in which it is or is to be so received gained achieved afforded or derived except as specifically exempted by that section.
- 1.1.2** Any income, benefit or advantage shall be applied to the charitable purposes set out in these Rules.
- 1.1.3** No member or person associated with a member of the Trust Board shall derive any income, benefit or advantage from the organisation where they can materially influence the payment of the income, benefit or advantage except where that income, benefit or advantage is derived from:
- (a) Professional services to the organisation rendered in the course of business charged at no greater rate than current market rates; or
 - (b) Interest on money lent at no greater rate than current market rates.
 - (c) Or any such income if paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).
- 1.1.4** No member of the organisation or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.
- 1.1.5** The Trust Board shall be under no obligation to distribute any part of the Trust property in any year.
- 1.1.6** Notwithstanding anything to the contrary contained in this Deed the provisions and effect of this clause shall not be removed from this deed and shall be included and implied into any deed amending, altering or replacing this deed.
- 1.2** **IN** accordance with Section 13 of the Charitable Trusts Act 1957, the Board shall be capable of holding real and personal property of whatever nature and wherever situated in New Zealand or elsewhere and of suing and being sued and of doing and suffering all such acts and things as bodies corporate may lawfully do and suffer and shall be entitled to do all such things and exercise all such powers and authorities as

it shall consider necessary or desirable in its absolute discretion for the attainment of any of the objects set out in these Rules.

- 1.3 **TO** improve manage develop and maintain or lease let underlet surrender mortgage charge or otherwise deal with and turn to account all or any property real or personal of the Trust or any interest and to erect construct alter renovate and maintain any buildings or chattels and to retain use and occupy or deal with the properties or assets of the Trust or any part for all such purposes and in such manner as the Trustees deem fit.
- 1.4 **TO** expend money as the Trustees shall think fit in the improvement and development of trust assets and otherwise for the benefit of the Trust property.
- 1.5 **TO** sell dispose of or exchange all real and personal property held by them at any time and whether or not such property has been acquired since the date of signing of this Deed, in such manner and subject to such terms and conditions as the Trustees shall in their discretion think fit **PROVIDED HOWEVER** that the Trustees shall hold all moneys received by them under this power for the purposes of and in accordance with the objects of this Trust,
- 1.6 **TO** receive and take any gift of property real or personal for any of the purposes or objects of the Trust whether subject to any special trust or not but the Trustees may decline and refuse to accept any gift or donation.
- 1.7 **TO** invest the trust fund and the income either alone or in common with any other person or persons in any investment the Trustees believe is prudent.
- 1.8 **TO** lease or take on lease any freehold or leasehold property or interest with or without chattels for such period at such rent on such terms (including at the discretion of the Trustees a compulsory or optional purchasing clause) and subject to such conditions as they think fit and to effect such renewals or surrenders of leases and tenancies as they think fit.
- 1.9 **TO** employ and pay all reasonable expenses any person, firm, company or corporation to do any acts of whatever nature relating to these trusts including the receipt and payment of money without being liable for loss incurred.
- 1.10 **TO** place any property owned by the trust fund (including any bank account) in the name of any agent or nominee for such period or periods or indefinitely as the Trustees in their absolute discretion think fit without being liable for any loss occasioned to the trust funds.
- 1.11 **TO** advance moneys with or without security and with or without interest to such person, persons or corporation on such terms as they think fit.
- 1.12 **TO** pay all costs and expenses and other outgoings as may be incurred in relation to the Trust from time to time reposed in the Board.
- 1.13 **TO** borrow money on bank overdraft or otherwise and upon security by way of mortgage or otherwise and on terms and subject to conditions and for reasons as the Trustees think fit (subject to Rule 6).
- 1.14 **TO** pay any Trustee who may be an Accountant or Solicitor out of the Trust fund for all- business done by them in relation to the Trust fund in like manner as they would

have been entitled to charge the Trustees or Trustee if not being a Trustee and the firm had been employed by them to do such business as their Accountant or Solicitor.

- 1.15 **TO** reimburse the Trustees for their expenses in accordance with the provisions of the Fees and Travelling Allowance Act 1951 as if the Trust Board were a statutory Board within the meaning of that Act or in accordance with any enactment which replaces that Act.
- 1.16 **TO** remunerate for their services those Trustees who are employed by the Trust Board as full time or part-time employees by means of a fair and reasonable salary **PROVIDED THAT** the quantum of any such remuneration shall be determined solely by a firm of Chartered Accountants selected by the Institute of Chartered Accountants of New Zealand **AND PROVIDED FURTHER** that no Trustee is associated with the firm of Chartered Accountants so selected so as to be able in any way (whether directly or indirectly) to determine, or to materially influence the determination of the nature or the amount of the remuneration of any Trustee.
- 1.17 **TO** carry on any business of any kind whatever.
- 1.18 **SUBJECT** to the provisions of the Charitable Trusts Act 1957 to do perform carry out and execute all such incidental or necessary acts or deeds and things as are requisite for or conducive to the attainment of the objects of the Trust.
- 1.19 **TO** appoint a Custodial Trustee or Trustees to act as their Custodial Trustee in respect of investments to be made or properly held to hold on the Trustees' behalf all securities and other documents of title relating to such investments or property. The Custodial Trustee or Trustees appointed shall only act on the direct instructions of the Board and shall hold all investments and property in the name of the Custodial Trustee for the account of the Southland Museum and Art Gallery Trust Board. The appointment of a Custodial Trustee shall be limited to persons or organisations recognised as having the expertise and services to provide Custodial Trustee duties.
2. **THE** objects and powers set out in any clause or sub-clause of this Schedule shall not, except where the context expressly requires, be in any way limited or restricted by reference to, or any inference from, the terms of any other clause or sub-clause. None of the clauses or sub-clauses or the objects specified or the powers conferred shall be deemed, subsidiary or ancillary to any other clause, sub-clause or objects, but the Board shall have the full power to exercise all or any of the objects and powers set out independently, or any other of its objects and powers.
3. **THE** Trustees shall have all power to the fullest extent as the law provides to generally do each and every act both convenient and advantageous and necessarily expedient for the proper carrying out and accomplishment of the objects consistent with this Trust.
4. **THIS** deed shall in its interpretation of the objects in these Rules be given its widest possible expression provided that no such interpretation shall alter the charitable nature of the deed pursuant to the Charitable Trusts Act 1957 or any Act in substitution.

SCHEDULE 2

Iwi Liaison Komiti

In 1940 Thomas Spencer was the first person elected and appointed to the Board by Takata Whenua. In 1981 a proposed Māori artefact tour of the United States, later called “Te Māori” provided the opportunity for the Board to engage more widely with Takata Whenua. A Māori Liaison Committee was established which enabled staff to be supported in their role. The incumbent iwi representative on the Southland Museum & Art Gallery Trust Board sat ex-officio as a member of the Liaison Committee to provide a conduit between the Committee and the Trust Board.

By the mid-1990’s the Komiti formally met with Museum and Art Gallery staff not less than four times per annum to discuss issues relating to the collection and exhibitions, and to provide advice to key staff. The Trust Board were cognisant of the view of the Komiti with regards to Te Ao Marama, outward and inward loans, exhibitions and the review or development of policy.

In 2001 the Iwi Liaison Komiti mandate was reviewed:

- An opportunity to bring more Iwi input into day-to-day decisions by public programme and curatorial staff of the Southland Museum & Art Gallery
- To provide an opportunity to show a greater Māori presence in what our audiences see
- Provide an opportunity for staff training in things Māori
- Provide a window on the Southland Museum and Art Gallery for rūnaka representatives.

In 2003 the Iwi Liaison Komiti and Southland Museum & Art Gallery Trust Board agreed to jointly manage the *Pounamu and Tangiwai Source Collection*, established through the Dart River Collection, as well as donation by Dr Alfred Poole.

The Iwi Liaison Komiti comprises of the following members:

- The four Rūnaka – Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; and Hokonui Rūnanga will each appoint a member, and alternate, of the Iwi Liaison Komiti (4) as a representative of Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; and Hokonui Rūnanga, who may at any time revoke such appointment.
- The Executive Officers of the four Rūnaka – Waihōpai Rūnaka; Te Rūnaka o Awarua; Te Rūnaka o Ōraka Aparima; and Hokonui Rūnanga are ex-officio members of the Iwi Liaison Komiti
- The Board Member appointed under 9.1.2 is an ex-officio member of the Iwi Liaison Komiti
- The Director, equivalent or nominee is an ex-officio member of the Iwi Liaison Komiti
- The Iwi Liaison Komiti may appoint up to 4 additional ex-officio members of the Iwi Liaison Komiti.

The Iwi Liaison Komiti will meet not less than four times per annum with staff of the Southland Museum and Art Gallery.

Minutes of the Iwi Liaison Komiti will be presented to the Board for their information.

Matters requiring the Board’s attention will be presented to the Board in the monthly report closest to the date of the Komiti meeting.

The Iwi Liaison Komiti will meet formally with the Board at least twice per annum.

The Board will be cognisant of the view of the Iwi Liaison Komiti when setting policy, and when required, the Board will seek the opinion of the Iwi Liaison Komiti when undertaking acquisitions or collection rationalisation which directly impact on the Iwi Liaison Komiti.