

**I TE KOOTI WHENUA MĀORI O AOTEAROA
I TE ROHE O AOTEA**

*In the Māori Land Court of New Zealand
Aotea District*

AP-20250000015353

WEHENGĀ
Under

151, Te Ture Whenua Māori Act 1993

MŌ TE TAKE
In the matter of

Lot 3 Deposited Plan 440262

NĀ
By

GRAHAM KENNETH MORATTI, LINDY-JANE
MORATTI AND NEVILLE ROSS MORATTI
Ngā kaitono
Applicants

ME
And

PUKERANGIORA MANATŌPŪ
Te hunga whaitake
Interested party

Kōtitanga:
Hearing

7 April 2026, 532 Aotea MB 154-171
(Heard at Whaitara)

Kanohi kitea:
Appearances

B Sprott for Applicants
M Piripi and W Gucake for Interested Party

Whakataunga:
Judgment date

24 April 2026

TE WHAKATAUNGA A KAIWHAKAWĀ A H C WARREN
Judgment of Judge A H C Warren

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Hei tīmatanga kōrero*Introduction*

[1] In the context of an application for confirmation of alienation by way of sale, I was asked to make an order per s 18(1)(f) of Te Ture Whenua Māori Act 1993 (the Act), as to whether a person is a member of any preferred classes of alienees specified in s 4 of the Act, on the basis that the purchaser is an incorporated society.

[2] At the hearing in Whaitara on Tuesday 7 April 2026, I made the s 18(1)(f) order indicating that I would commit my reasons to writing.

Te horopaki*The context*

[3] The undisputed context is that there is a willing seller and a willing buyer of a block of Māori Freehold land, with the current appellation being part of Lot 3 Deposited Plan 440262 (the land). The land is currently owned by a non-Māori whānau, namely Graham, Lindy-Jane and Neville Moratti (the Applicants). The Applicants have entered into an agreement for sale and purchase with the Pukerangiora Manatōpū.¹

[4] In January 2026, counsel for the purchasers sought a direction with respect to the status of the Pukerangiora Manatōpū for the purpose of s 4 of the Act, namely whether that entity falls within the definition of the Preferred Class of Alienee (PCA), avoiding the need to seek directions per s 147A of the Act. Unfortunately, that request did not come to my attention until the week before the 7 April hearing. On that basis, I directed that the issue would be addressed at that hearing.

[5] The Pukerangiora Manatōpū is at law an incorporated society. Its purposes are:

- (a) **To** preserve the cultural identity and pursue the cultural development of Pukerangiora Hapū;
- (b) **To** uphold Kotahitanga o Pukerangiora - the unity of Pukerangiora;
- (c) **To** uphold, preserve and foster the acceptance and enforcement of those guarantees of rights and privileges specified in the Treaty of Waitangi so that in the application of the Charitable Purposes Uri o Pukerangiora will be

¹ Previously known as Pukerangiora Incorporated Society.

enabled to always exercise Rangatiratanga over their own whenua and resources;

- (d) **To** foster the promotion and protection of Pukerangiora Hapū historical and traditional land and resource rights of ownership and use;
- (e) **To** foster the preservation, revival, promotion and maintenance of te reo, waiata, arts, crafts and history in order to perpetuate Maori cultural values;
- (f) **To** foster the education, housing, health, justice, cultural and social development, relief of those suffering from mental or physical sickness or disability and independence to whanau of Pukerangiora and the wider community whether as individuals or groups;
- (g) **To** utilise the resources of Pukerangiora to support all people who are in need, irrespective of iwi or ethnic affiliation, but always with regard to the current needs of Pukerangiora so that Uri o Pukerangiora shall have priority over any other person or organisation; and
- (h) any other purposes that are charitable in New Zealand.

[6] The Pukerangiora Manatōpū constitution states that membership is:

...by right of descent from any one of the Tūturu Whanau genealogically affiliated to Pukerangiora. No person may become a Member of Pukerangiora unless:

- (a) the Whakapapa Committee has confirmed that they are Adult Registered Uri o Pukerangiora in accordance with the process set out in Schedule 1; and
- (b) the person has given their written consent to becoming a Member.

[7] The evidence and submissions before me confirmed that the Pukerangiora Manatōpū is a representative body for the Pukerangiora hapū. Its marae is Kairau Marae. The Pukerangiora Manatōpū is a registered charity.

[8] On the evidence before me, there was no opposition amongst the hapū to the Pukerangiora Manatōpū acquiring the land.

[9] Given the above context and those facts, the question I need to determine is whether an incorporated society meets the definition of a PCA as set out in s 4 of the Act.

Te wewete

Analysis

[10] The application for a s 18(1)(f) order is made based on the PCA definition as follows:

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4 Interpretation

In this Act, unless the context otherwise requires,—

...

preferred class of alienees, in relation to any alienation of shares in a Maori incorporation, comprise the following:

...

- (e) descendants of any former owner who is or was a member of the hapū associated with the land vested in the incorporation:

[11] It was accepted by both counsel, and I agree, that this is the only definition that would work in this context. Based on this definition, the hurdle relates to whether an incorporated society fits within the words “descendants of any former owner.” It is not in dispute that the former owners of the land were members of the Pukerangiora hapū. There is no doubt, and no dispute, that the members of the Pukerangiora Manatōpū, including its executive committee, are all in whakapapa terms members of the Pukerangiora hapū.

[12] In determining whether the Pukerangiora Manatōpū meets the relevant statutory PCA definition, it is important to understand what at law an incorporated society is. Similar to the principles espoused in *Nikora*² as applied in the *Skipper*³ decision, a legal and factual analysis is required of the involved entity.

[13] In simple terms an incorporated society is a legal structure, commonly used in New Zealand for not-for-profit groups such as clubs, community organisations, professional associations, sport bodies and cultural groups. It is a way for a group of people who share a common purpose to operate as a legal entity, separate from its individual members. Some of the key features of an incorporated society include the fact that it has separate legal personality, and once incorporated the society can own property; enter contracts; can be sued or can sue; and can continue to exist when members change. In most circumstances, the separate legal personality protects individual members from personal liability. The not-for-profit purpose means that any surplus money must be used to further the society’s objectives, and profits cannot be distributed to its members. In this context, there is the added layer of the Pukerangiora Manatōpū being a charity, and obviously all income must be engineered towards charitable purposes, as set out in its rules. An incorporated society must have rules

² *Nikora v Kruger* [2024] NZSC 130.

³ *Skipper v Gibson - Ngāti Tawhirikura Hapū Charitable Trust* (2025) 498 Aotea MB 148 (498 AOT 148).

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and is managed by a committee or officers, with those officers having legal duties in much the same way that trustees of a trust have. Incorporated societies in New Zealand are registered with the Companies Office and must file annual returns, keep basic records, and comply with the Incorporated Society Act 2022.

[14] An incorporated society is not a business, even though it can earn money. It is not a charity automatically, although as is the case here, it may register as one, and importantly, it is not owned by any one person or group.

[15] In a legal sense, an incorporated society is considered a person “in law”, but tritely is not a human person. Once incorporated under the Incorporated Society Act 2022, the society becomes a legal entity separate from its members. In a practical sense, this not only relates to who is liable, but also confirms that decision-making for the society is made by the officers through resolutions and in compliance with the rules of the incorporated society. If the incorporated society acquires land, then ownership of the assets will be in the name of the incorporated society and not any of the individual officers or members.

[16] Having now set out the general legal framework of an incorporated society, the analysis turns to the specific details of the Pukerangiora Manatōpū in terms of its purpose, membership rules, and importantly, what is to happen with assets upon its dissolution.

[17] On my review of the Pukerangiora Manatōpū constitution, there is little doubt that this incorporated society is hapū centric. That is, the society seeks to actively protect and develop whakapapa, tikanga, mātauranga, whenua, ngā wairere, kaumātua, taonga tuku iho, and uri of Pukerangiora. The values that underpin the incorporated society are tikanga and hapū focused. Likewise, the charitable purposes are focused predominately on the hapū and its wellbeing. With respect to membership, the Pukerangiora Manatōpū allows membership by right of descent from one of the tūturu whānau who affiliate to the Pukerangiora hapū. To formally become a member the application for membership must be approved by the whakapapa committee, and the person seeking membership is to give their consent in writing to becoming a member. There is no provision in the constitution to allow non-hapū members to be members of the incorporated society. Relevantly, the Pukerangiora Manatōpū can acquire and hold land. Further, I note that the dissolution provisions in the rules state that it is a majority of the members who are entitled to bring a special resolution to end the

incorporated society, and that any surplus asset must be distributed to another not-for-profit entity or entities that have similar purposes to the Pukerangiora Manatōpū. That fact gives me comfort that the lands would remain within the hapū if the dissolution provisions were ever triggered. I am further comforted by the fact that it is the members, ie; the hapū, who will make the decision to dissolve the Pukerangiora Manatōpū by way of special resolution.

[18] I also note that there is a major transaction clause within the Pukerangiora Manatōpū constitution that covers land, the disposition of land as defined in the Property Law Act 2007, and decisions in relation to wāhi tapu and wāhi taonga sites, urupā, and sites of significance.⁴ That clause states that a higher threshold of membership support will be required for any alienation of land, noting that the Act would still apply if the land was to be owned by an incorporated society. Specifically, only a resolution greater than 75% of the members present at a general meeting, who are entitled to vote, can approve a major transaction. Again, this demonstrates that it is the hapū who will control the protection and outcomes for the land.

[19] Having analysed the rules of the Pukerangiora Manatōpū, I return to the legal framework that I need to assess those facts against. The Māori Appellate Court has developed principles that provide a framework for a PCA assessment. The principles are:

- (a) A consistent approach by the Court to the interpretation of the PCA provisions, rather than a discretionary approach, is preferred.⁵
- (b) The PCA assessment is a largely factual enquiry.⁶
- (c) The decisions of the Native Land Court can assist in determining the hapū associated with the land, but they are not always determinative.⁷
- (d) The relevant land is the original rohe of a hapū and not subsequent partitions created by order of the Native or Māori Land Court.⁸ To underscore this point, whakapapa presented to the Court does not lose strength because it

⁴ Pukerangiora Incorporated Constitution, cl 6.1 and 31.1.

⁵ *Nicholas v Kameta – Estate of Whakaahua Walker Kameta* [2011] Maori Appellate Court MB 500 (2011 MAC 500) at [55].

⁶ *Kameta v Nicholas* [2012] NZCA 350 at [24]

⁷ *Nuhaka 2E3C8A2B* (1994) 92 Wairoa MB 214 (92 WR 214); *Sade v Mahanga – Taiharuru 2A1* (2008) 7 Taitokerau Appellate MB 47 (7 APWH 47); *Kameta v Nicholas* [2012] NZCA 350; *Nicholas v Kameta – Estate of Whakaahua Walker Kameta* [2011] Maori Appellate Court MB 500 (2011 MAC 500).

⁸ *Nicholas v Kameta*, above n 12, at [57].

traces back for many generations. In terms of tikanga Māori it gains strength.⁹

- (e) The association of hapū and tūpuna to land is determined by tikanga, not legal ownership or by the Native or Māori Land Court. A Native Land Court order for example does not create an association with the land, it merely recognises that fact.¹⁰

[20] I have previously considered the interpretation of the PCA definitions and include reference to the other legal aspects I must consider in this context.¹¹

[21] I am also aware that the Maori Appellate Court addressed the issue of the definition of PCA in the context of a non-Part 12 trust in *Mihinui — Maketu A100*.¹² In that context, the majority found that the Te Arawa Lakes Trust did not fall within the definition of PCA. It was undisputed that the tribe or hapū with customary title to the subject land in that case was Ngāti Whakaue, but that a Te Arawa wide trust was not exclusively for the benefit of Ngāti Whakaue but was for the benefit of that hapū and more than 60 others. Whilst that decision is relevant it is not binding in the current context, on the basis that the facts are materially different. That is the Pukerangiora Manatōpū, is exclusively for the benefit of one hapū, the hapū that is unquestionably associated with the land.

Ngā mātāpono o te whakamārama ture *Principles of statutory interpretation*

[22] Section 10 of the Legislation Act 2019 applies to the interpretation of any provisions under the Act.¹³ The approach to s 10 of the Legislation Act 2019 is well articulated by the senior courts:¹⁴

⁹ *Nuhaka 2E3C8A2B*, above n 14.

¹⁰ *Nicholas v Kameta*, above n 12, at [57].

¹¹ *Hipango v Ngaurukehu Section 3 and Other Blocks Inc. - Rangiwaea 4F14A2C* (2023) 473 Aotea MB 225 (473 AOT 225).

¹² *Mihinui — Maketu A100* (2007) 11 Waiariki Appellate MB 230 (11 AP 230).

¹³ *Aperahama v Anderson - Sections 57, 58, 70, 72 and 100 of the Rātana Pā* (2022) 447 Aotea MB 93 (447 AOT 93) at [13].

¹⁴ *Commerce Commission v Fonterra Co-operative Group Ltd* [2007] 3 NZLR 767 (SC) at [22]. Although this decision deals with s 5 of the Interpretation Act 1999, it continues to be a leading authority on s 10 of the Legislation Act 2019, which replaced s 5 of the Interpretation Act 1999.

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- (a) It is necessary to bear in mind that text and purpose are the key drivers of statutory interpretation.
- (b) Even if the meaning of the text may appear plain in isolation of purpose, that meaning should always be cross-checked against purpose in order to observe the dual requirements of s 10.
- (c) In determining purpose, the court must obviously have regard to both the immediate and the general legislative context. Of relevance too may be the social, commercial or other objective of the enactment.
- (d) In the search for certainty of meaning the statutory text cannot be stretched beyond breaking point.¹⁵

[23] While the starting point of any statutory interpretation exercise is the default directions set out in s 10 of the Legislation Act 2019, they can be varied or displaced by specific provisions in legislation in different terms.¹⁶ In this respect, s 2 of the Act makes it mandatory to interpret the provisions of the Act in a manner that best furthers the principles set out in the Preamble. I am reminded however, that the Preamble and s 2 of the Act do not provide any specific jurisdictional powers.¹⁷

Ngā mātāpono o te Ture *Principles of the Act*

[24] With respect to the Preamble, s 2(1) of the Act is directive, stating that the Court shall interpret the Act in a manner that best furthers the principles set out in the Preamble. This includes the determination of whether someone meets the definition of the PCA for the purposes of alienation of Māori land.

[25] Without limiting the generality of s 2(1) of the Act, s 2(2) of the Act, inter alia, places the interpretive emphasis on retention of Māori land as a taonga tuku iho for Māori owners,

¹⁵ *Clearspan Property Assets Ltd v Spark New Zealand Trading Ltd* [2017] NZHC 277 at [55].

¹⁶ Noel Kelly, Chris Kelly and Greg Kelly *Garrow and Kelly's Law of Trusts* (6th ed., LexisNexis, Wellington, 2005) at 287.

¹⁷ *Hastings District Council v Māori Land Court* (1999) 5 ELRNZ 514 at 18.

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their hapū and their uri. Section 2 is significant to any PCA assessment, because retention of Māori land goes to the heart of the Act.

[26] Tikanga aspects of the Preamble are also important, including the reaffirmation of rangatiratanga as guaranteed by Te Tiriti o Waitangi and recognising land as a taonga tuku iho.¹⁸

[27] Whilst I am mindful of the direction of the Māori Appellate Court for consistent PCA findings, the Court must remain flexible to different contexts and scenarios that are placed before it when it comes to furthering the Preamble principles, importantly the retention and development of Māori land. On a strict literally interpretation, the Pukerangiora Manatōpū as a separate legal person cannot be a descendant of a former owner. That point was not challenged by counsel, however Ms Piripi submitted that hapū members ought not to be unduly penalised because they have decided to structure their affairs through a legal entity. Ms Piripi accepted that an individual hapū member, on behalf of the hapū, could seek to acquire the land, or for a separate body to be established to meet the definition requirements of s 4, but because the Pukerangiora Manatōpū is solely for the purpose and benefit of the hapū, their strong preference is that it be recognised as a member of the PCA. That submission has some force when considering, as I must do, the purposes and principles of the Act, none more so than keeping Māori land in the hands of hapū.

[28] In the same way that the Supreme Court in *Nikora*¹⁹ considered the Preamble and principles of the Act in finding that this Court had jurisdiction over post-settlement governance entities in certain factual circumstances, and as I assessed that same jurisdiction with respect to a charitable trust in *Skipper*²⁰ (which also had a separate legal entity being an incorporated charitable trust), the same lens ought to be applied here. That is one that takes a broader perspective, when and if the facts support such a step. How broad will, of course depend on the strength of those facts and the context that presents itself.

[29] On that basis, I find that the members of the Pukerangiora Manatōpū are, for current purposes, descendants of former owners and are members of the hapū associated with the

¹⁸ *Brown v Māori Appellate Court* [2000] 1 NZLR 87 (HC) at [36]-[38].

¹⁹ *Nikora v Kruger* [2024] NZSC 130.

²⁰ *Skipper v Gibson - Ngāti Tawhirikura Hapū Charitable Trust* (2025) 498 Aotea MB 148 (498 AOT 148).

land. As I assessed in *Hipango v Nguruakehu*, text alone ie; “descendants of any former owner...” is not determinative of the issue, but text is the important starting point.²¹ However, when cross-checked against the purpose of the Act, the purpose of the Pukerangiora Manatōpū, its rules, its purpose and the context in which it operates, being hapu centric, it suggests that a broader interpretation ought to be applied.

[30] Finally, as noted by the Supreme Court in *Nikora*²² coming to the view I have, does not mean that it will apply in all circumstances, because in a similar way that judges assess family discretionary trusts in receiving Māori land on succession, the terms and provisions of constitutions, trust deeds, and rules will need to be analysed closely to ensure that any proposed future alienation is not contrary to the Act. To avoid any future doubt, it may be that an amendment to the s 4 definition of PCA is required as discussed in *Mihinui – Maketu A100*.²³

It seems to us therefore that as we gradually shift to a post settlement phase in iwi development, there is a category in the PCA that is missing. That is additional provision should be made to enable any properly mandated tribal Runanga, corporation or trust to purchase Māori freehold land or undivided interests there in as PCA before access is given to the wider non-iwi market.

Ngā ota me ngā kupu whakahau *Orders and further directions*

[31] Orders are made pursuant to Te Ture Whenua Māori Act as follows:

- (a) section 18(1)(f) determining that Pukerangiora Manatōpū is a member of a preferred class of alienee for the purposes of purchasing Proposed Lot 3 Deposited Plan 614468 (currently part of Lot 3 Deposited Plan 440262) and making an order to that effect; and
- (b) section 158(1) exempting the applicant from the requirement to provide a special valuation of the land

[32] Orders are for immediate release per r 7.5(2)(b) and the application is adjourned per r 6.9(1)(c) of the Māori Land Court Rules 2011 for any final orders to be considered.

²¹ *Hipango v Ngaurukehu Section 3 and Other Blocks Inc. - Rangiwaea 4F14A2C* (2023) 473 Aotea MB 225 (473 AOT 225) at [101].

²² *Nikora v Kruger* [2024] NZSC 130.

²³ *Mihinui — Maketu A100* (2007) 11 Waiariki Appellate MB 230 (11 AP 230) at [23].

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Mauri ora.

I whakapuaki i te 4:00 pm i Kirikiriroa, rua tekau ma wha o ngā ra o Paengawhāwhā i te tau 2026.

Pronounced at 4:00 pm in Hamilton on this 24th day of April 2026.

A handwritten signature in cursive script, appearing to read 'A H C Warren'.

A H C Warren
KAIWHAKAWĀ
JUDGE