14 March 2022

To the Secretary General

Executive Board

Cook Islands Voyaging Society

RAROTONGA

Kia Orana Byron

Following an extensive governance review it is with pleasure we provide you with this updated report and recommendation on the following Constitution documents.

**CONSTITUTION & GOVERNANCE HANDBOOK**

Recent changes to the draft 2022 Constitution include the addition to the Aims & Objectives, clauses 4.9 and 4.15 and the addition of Designated Reserves to the Reserves Section of the Governance Handbook. These sections strengthen the aims and objectives in respect to the obligations for the Vaka’s and we believe they also provide a simplified framework for adoption by the Society.

We now forward this Constitution & Governance Handbook to you with our recommendation that these documents be included within the agenda at the AGM on Tuesday 22 March 2022

We believe there are two options for the Executive Board to include these documents in the AGM, either of which we are comfortable with. These options are: (a) to table the Constitution documents in General Business at the upcoming AGM and recommend their referral to the incoming Executive Board for consideration by the new Exec prior to calling a Special General Meeting to consider these constitution changes or (b) putting a formal notice of motion into the 22March 2022 agenda as item 6 to move the adoption of these constitution documents at this AGM.

These documents include:

    The Constitution V11 dated 22March2022

    The Governance Handbook V10 dated 22March2022

The documents are in a final format for consideration under either option by the Executive Board.

**DEED OF TRUST**

The Deed of Trust is not recommended, and it is now withdrawn as a separate Deed. The Working Party recommend that the Executive Board assess the impact of the introduction of the 2022 Constitution, the Governance Handbook and the empowering facilities to now appoint professional Management, as a priority before reviewing the potential of a Deed of Trust document.

Should the Executive Board & management believe a Deed of Trust is warranted, it may be introduced by the Board at any time as they have the power to establish a Deed of Trust.

We thank you for your assistance and support during this period of governance review

Kind Regards



John Tierney

Coordinator

Governance Working Party