



**InternetNZ Council  
October 2023**



## AGENDA

**Council Meeting: Friday 13 October 2023, 9:00am - 2:00pm**  
**Venue: InternetNZ, Level 13, 18 Willis Street, Wellington.**

NOTE: all timings are estimates, the meeting will run according to the needs of the meeting as it progresses.

### Section 1 – Meeting Preliminaries

8:45am	0.0	Arrival and coffee
9:00am	1.1	Council only (in committee)
<b>9.15am</b>	1.2	Karakia, Welcome, apologies, <a href="#">interests register</a>
	1.3	Agenda Review, <a href="#">Actions Register</a>

### Section 2 – Matters for Decision - Part 1 (Confidential)

9:30am	2.1	Audit and Risk Committee Update
10.00am	2.2	Risk Register
10:30am	-	<b>Break</b>

### Section 3 – Strategic Priorities Discussion

10:45am	3.1	<a href="#">Te Tiriti o Waitangi Framework</a>
10:55am	3.2	.nz Standing report (confidential)
11:15am	3.3	<a href="#">Community Funding Update</a> <ul style="list-style-type: none"> <li>- Fund to strengthen Aotearoa’s resilience to disinformation (verbal update)</li> </ul>

### Section 4 – Matters for Decision

11:30am	4.1	Elections <ul style="list-style-type: none"> <li>- <a href="#">Skills and Diversity Matrix</a></li> <li>- <a href="#">Returning officer report</a></li> </ul>
11.45am	4.2	<a href="#">DNSSEC Incident - Independent review</a>

12.05am	4.3	<a href="#">Mid-year Financial Update</a>
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**Section 5 – Matters for Discussion**

12.15pm	5.1	<a href="#">President’s Report</a>
12.30pm	-	<b>Lunch Break</b>
1.15pm	5.2	Report Back from Committees: 5.2.1 <a href="#">Governance Committee</a> (Chair, Cr Hulse) 5.2.2 <a href="#">Komiti Whakauru Māori</a> (Chair, Cr Biasiny-Tule) 5.2.3 <a href="#">.nz advisory</a> (Chair, Cr Roy )

**Section 6 – Consent Agenda**

1:30pm	6.1	<a href="#">Health, Safety and Wellbeing Update</a>
	6.2	<a href="#">Ratify the minutes of the 11 August 2023</a>
	6.3	E-vote Ratification
	6.4	<a href="#">Membership Update</a>

**Section 7 – Other Matters**

	7.1	CONTINGENCY (for any overflow)
	7.2	Matters for communication – key messages
	7.3	General business March Council meeting now March 22nd (29th Good Friday)
	7.4	Meeting review
2:00pm	7.5	Meeting close (karakia or waiata)



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### **Council Register of Interest**

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Officers and Councillors are required to register any interests, commercial, political or organisational, which they believe may be relevant to the perception of their conduct as a Councillor or Officer. Officers and Councillors are, however, still required to declare a Conflict of Interest, or an Interest, and have that recorded in the Minutes.

Officers and Councillors receive the following annual honoraria:

President - \$38,500

Vice President - \$24,062

Councillor - \$19,250\*

*\*Sub-Committee Chairs also receives additional 10% of their honoraria*

**Name: Joy Liddicoat**

**Position:** President, InternetNZ

**Term:** AGM 2021 - AGM 2024

**Declaration Date:** 11 August 2023

**Interests:**

- Secretary of the Peter Rule Foundation
- Holder of .nz domain name registrations
- Member of the Non Commercial Users Constituency of ICANN
- Founding Director and Shareholder of Oceania Women's Satellite Network (OWNSAT) PTE Limited. OWNSAT is a shareholder in Kacific Broadband Satellite
- Affiliate of the Centre for Law and Policy in Emerging Technologies, Faculty of Law, University of Otago.
- Member of the Association for Progressive Communications

**Name: Brenda Wallace**

**Position:** Vice President

**Term:** AGM 2022 - AGM 2024

**Declaration Date:** 10 February 2023

**Interests:**

- Employee of Artella/AnimationMentor/YellowBrick.co
- Trustee Strathmore Park Community Trust
- .nz Domain name registrant
- Various small shareholdings via Sharesies
- Receives additional honoraria for being Chair of InternetNZ Risk and Compliance Committee .

**Name: Richard Hulse**

**Position:** Councillor, InternetNZ

**Term:** AGM 2021 – AGM 2024

**Declaration Date:** 2 December 2022

**Interests:**

- Holder of .nz domain name registrations
- Receives additional honoraria for being Chair of the InternetNZ Governance Committee.

**Name: Kate Pearce**

**Position:** Councillor, InternetNZ

**Term:** AGM 2023 - AGM 2026

**Declaration Date:** 11 August 2023

**Interests:**

- Employee of TradeMe
- Member of the New Zealand Labour Party
- Holder of .nz, .com, .org, .net domain registrations
- Member of NZ Internet Task Force
- Receives additional honoraria for being Chair of the InternetNZ .nz Policy Committee

**Name: Potaua Biasiny-Tule**

**Position:** Councillor, InternetNZ

**Term:** AGM 2023 - AGM 2026

**Declaration Date:** 10 February 2023

**Interests:**

- Founder / Director of Digital Basecamp
- Trustee of Digital Natives Academy
- Co-Founder 4CompanyB (4CB) Digital Animation Studios Limited
- Board Member for Te Tatau o Te Arawa (partnership with Rotorua Lakes Council).
- Trustee of Te Takinga Marae Komiti
- Kaitiaki for numerous .co.nz and .iwi.nz whanau domains
- Receives additional honoraria for being Chair of the InternetNZ Te Komiti Whakauru Māori (Māori Engagement Committee).
- Te Papa Mati Hiko

**Name: Jeff Montgomery**

**Position:** Councillor, InternetNZ

**Term:** AGM 2022 – AGM 2025

**Declaration Date:** 31 March 2023

**Interests:**

- Holder 14 .nz domain names
- Past Employee of Service Delivery and Operations, Department of Internal Affairs
- Employee of the Pacific Community in a Ministry of Foreign Affairs and Trade funded role
- Statutory Officer - Registrar General of Births, Deaths and Marriages.
- Chair, Pacific Civil Registrars Network
- Owner and Director City Bed and Breakfast Ltd.
- Member of Netsafe

- Member of TohaToha

**Name: Anthony Bow**

**Position:** Councillor, InternetNZ

**Term:** AGM 2022 – AGM 2024

**Declaration Date:** 2 December 2022

**Interests:**

- Holder of .nz and .com domain names
- Director of Whai Rawa Fund Ltd
- Independent chair of Maungaharuru-Tangitū Ltd
- Deputy Chair and Board Member of the Medical Radiation Technologists Board.
- Chair and Director of Medical Sciences Secretariat Ltd
- Director and Shareholder of Waimana Capital Ltd
- Shareholder in private companies; Big Splash Ltd and Talent Propeller Ltd
- Member of the New Zealand Blood and Organ Service Board
- Receives additional honoraria for being Chair of InternetNZ Audit, Finance and Investment Committee.

**Name: Whetū Fala**

**Position:** Councillor, InternetNZ

**Term:** AGM 2022 – AGM 2024

**Declaration Date:** 10 February 2023

**Interests:**

- Board Member, Māori TV
- Board Member, Creative NZ
- Board Member, Te Paepae Ataata Aōtearoa NZ Film Heritage Trust
- Chair, Whanganui District Creative Communities Assessment Panel
- Founding Member, Ngā Aho Whakaari Māori Screen Aōtearoa
- Founding Member, Wellington Women in Film & TV
- Founding Member, Taki Rua Theatre Wellington
- Pou Arahi Tikanga, Playmarket Inc Wellington
- Company Director, Fala Media Taki Rua Film'
- Shareholder Parininihi ki Waitotara Inc
- Morikau Nui Inc
- Atihau, Whanganui
- Wharanga Hakopa Kiwa Whanau Trust

**Name: Alpana Roy**

**Position:** Councillor, InternetNZ

**Term:** AGM 2022 – AGM 2025

**Declaration Date:** 2 December 2022

**Interests:**

- Employee of the University of Waikato.
- Member of the NSW Law Society.
- Member of InternetNZ.
- Admitted to practice law in NSW, and is on the Roll of Legal Practitioners for the High Court of Australia.
- Member of the Intellectual Property Society of Australia and New Zealand (IPSANZ).
- Member of the International Trademark Association (INTA).
- Member of the Copyright Society of Australia (CSA).
- Member of the Internet Society of Australia.

- Member of .au Domain Administration Ltd (auDA).
- Executive Member of the Asian Pacific Copyright Association.
- Committee Member of the Indigenous Knowledge Forum.

**Name: Anjum Rahman**

**Position:** Councillor, InternetNZ

**Term:** AGM 2022 – AGM 2025

**Declaration Date:** 2 December 2022

**Interests:**

- Co-Lead, Inclusive Aotearoa Collective Tāhono
- Contractor to Shama, Ethnic Women’s Trust
- Co-Chair, Christchurch Call Advisory Network
- Trustee, Trust Waikato (Waikato Community Trust)
- Vice Chair, Independent Advisory Committee of the Global Internet Forum to Counter Terrorism.
- Holds a .nz domain name.

**Name: Stephen Judd**

**Position:** Councillor, InternetNZ

**Term:** AGM 2023 – AGM 2026

**Declaration Date:** 11 August 2023

**Interests:**

- Trustee of the Fight Against Conspiracy Theories Aotearoa Trust
- Holds a .nz domain name

*The register was last updated on 28 August 2023.*




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## Council Actions Register 2023

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<b>As at October 2023</b>			
<b>Action No#</b>	<b>Action</b>	<b>Owner</b>	<b>Status</b>
AP06/23	Develop a Te Tiriti centric framework for assessing Council papers	Vivien Maidaborn/ Whitiaua Ropitini	Due October Council Meeting
AP07/23	Develop a Council training programme for 2023/24 a focus on technology related to .nz	Tim Johnson/ Catherine Fenwick	Day scheduled 30 November
AP08/23	Add Council workshop Constitutional Objects as part of the Constitutional Review project plan	Catherine Fenwick	To be actioned
AP09/23	Adding updated org chart on Diligent	Catherine Fenwick	Completed
AP10/23	Add all Council members to every committee meeting calendar invite.	Catherine Fenwick	Completed
AP11/23	Moving forward with regular review of Governance Policies at future meetings.	Catherine Fenwick	Noted and to be actioned
AP12/23	The Chief Executive will schedule membership meetings after each quarterly report to give members the opportunity to discuss InternetNZ progress.	Vivien Maidaborn	First quarterly meeting held on 15 September 2023 - completed
AP13/23	Invite DNCL Board members to attend .nz strategy day in November	Vivien Maidaborn	Completed
AP14/23	Add Cr Hulse, Cr Fala, Cr Bow, and Cr Roy votes to E-vote document	Catherine Fenwick	Completed
AP15/23	The CE identify the date and make an announcement for Net Hui 2024	Vivien Maidaborn	In progress
RN30/23	Review the Skills and Diversity Matrix in October 2023 - include the new Council members for the survey 2024	Catherine Fenwick	Start on October 2023



AP12/22	Build in an annual .nz strategy day to the Council Work Plan	Tim Johnson	30 November 2023
AP14/22	International Strategy Paper	Vivien Maidaborn	Defer to 1 December Council Meeting 2023.
AP24/22	Governance Committee to work on the Appointment Process the DNCL Directors	Chair, Richard Hulse	In progress



COUNCIL MEETING - OCTOBER 2023

# Te Tiriti O Waitangi Framework

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**AUTHOR:** Whitiaua Ropitini | Acting Tumuaki Māori | Chief Advisor Māori

**PURPOSE:** To introduce a framework to ensure Council papers and INZ decision making are aligned to TToW tikanga | principles.

**DATE WRITTEN:** 2 October 2023

## Linkages

This paper aligns to our Mana Whakahaere strategic goal and InternetNZ becoming Te Tiriti o Waitangi centric.

## Summary

A framework is offered to help decision makers at Internet NZ make decisions that align with Te Tiriti o Waitangi tikanga | principles, and further our goal of becoming a Te Tiriti centric organisation.

This is a starting point and work-in-progress. We intend to review and improve the framework as we receive feedback from experiences using the framework, and learn more about the frameworks Māori and other organisations use to align their work.

## TToW Principles Framework

Te Tiriti o Waitangi - Tikanga (Principles)				
Articles	Article 1 Kāwangatanga (Governing, Protection)	Article 2 Tino rangatiratanga (Partnership)	Article 3 Ōritetanga (Participation - equal rights)	Article 4 Wairuatanga (Culture)
Description related to INZ work	Protect TToW in law, Māori Taonga data, te reo, IP & knowledge. Public policy Anything we do to support and be a good partner under TToW.	Partnering with Māori and kaupapa Māori organisations. lwi.nz moderated by iwi Grant allocation to increasingly resource kaupapa Māori.	Participating in kaupapa that increases engagement, inclusion of all people in Aotearoa.	INZ inclusive culture upholding each person's right to own spiritual practice. Culture of Mātauranga Māori in org.
Examples of using framework:				
Community Funding update		Rebalance Māori / non Māori 'by Māori, for Māori, as Māori' approaches to partnering.	Grant allocation to increasingly resource and support kaupapa Māori relationships, amplifying Māori perspectives and voices	

## Recommendation

THAT Council **receive** this paper.

Whitiaua Ropitini

**Acting Tumuaki Māori | Chief Advisor Māori**



COUNCIL MEETING - October 2023

# Community Funding Update

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AUTHOR: Kris Dempster-Rivett  
PURPOSE: Community and Funding update  
DATE WRITTEN: September 2023

## Purpose

The Council previously requested an update on community funding and to outline our approach for the rest of the financial year. This report shares an overview of the work and its current status.

Community Funding includes:

- Rangapū | Partnership
- Karāti | Grant
- Mahi Tahi | Collaborative
- Whakawhanake | Relationship Development (new)
- Akoranga | Programmes (new)
- Awhi Hangarau Ipurangi - Supporting Internet Technologies (new).

## Half-year update on funding distribution

We have \$1,200,000 to distribute in the 2023/24 financial year. To date we have allocated approximately \$800,000, and approximately 35.89% of this has gone to Māori led organisations or individuals identifying as tangata whenua.

To date, approximately \$805,000 has been allocated or committed funding as per agreements, multi-year agreements and current agreement development. Partnerships \$305,000 and Grants \$500,000.

Approximately 39.53% of this funding was allocated to Māori led organisations or individuals identifying as tangata whenua.

## Funding approach

Throughout our community funding process, we continue to test and iterate our funding mechanisms. We are moving towards a Te Tiriti centric approach to funding in order to give practical effect to Articles 2 and 3 through moving to collaborative and ‘by Māori, for Māori, as Māori’ approaches to partnering, supporting kaupapa Māori relationships, amplifying Māori perspectives and voices, and partnering with iwi, hapū and whānau.

Shifts we have made include:

- Working with other funders on [collaborative funding](#) to get collective impact such as through DECA, NZ Red Cross’s Awhi Matihiko and Brainbox research on regulating disinformation.
- Opening up our funding mechanisms to be more responsive to community needs, for example, through Akoranga | Programmes, Whakawhanake | Relationship Development and Awhi Hangarau Ipurangi - Supporting Internet Technologies.
- Enhancing the support we offer to those applying for grants and offering kanohi ki te kanohi (face-to-face) engagement wherever possible.
- Assessing grant applications faster and on a rolling basis.
- Centering people and relationships throughout our funding processes, including in reporting and being flexible as things change for those working on delivery (i.e. COVID-19 and other unforeseeable events).
- Bringing partners together collectively to share insights and learnings, i.e. through partner hui and grantee hui.
- Sharing stories via blogs to highlight funded mahi and, wherever possible, using an interview format to share the voices of people directly involved.
- Removing corporate Sponsorships from our funding offering, as it is primarily brand promotion rather than public impact.

These changes have allowed us to fund more Māori-led organisations and individuals, and to prioritise communities disproportionately affected by issues such as online hate and mis and disinformation.

## What’s next for funding

We see a need for ongoing transformation in the funding space. By reflecting on lessons learnt from changes already made, and listening to the Aotearoa Internet community, we have opportunities to explore new ways of working. Insights to date have included:

- the importance of centering relationships that build in space for whakawhanaungatanga and manaakitanga
- ask who is *not* represented in the room
- exploring participatory funding approaches that will devolve power and foster collaboration between organisations to drive collective impact over competition

- leaning on our internal resources and partners will expand our reach with those beyond our existing relationship network

Building off the community engagements that took place during our '[An Internet that benefits](#)' research project, we know better solutions are designed by and in communities - they know what works for them, and want to lead solutions for their own communities.

We are currently in discussion with a Māori community organisation to pilot a participatory grant round that is place-based. It will enable us to learn how we further embed tikanga into grant rounds, and support community-led approaches that improve equitable outcomes.

## Recommendation

THAT Council **receive** the Community Funding Update report.



COUNCIL MEETING - October 2023

# Skills and Diversity Matrix

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AUTHOR: Catherine Fenwick, Tumutaumatua | General Manager  
Organisational Performance

PURPOSE: For Council to review the Skills and Diversity Matrix

DATE WRITTEN: October 2023

## Summary

The Skills and Diversity Matrix (attachment A) was approved in August 2022 to be used for the 2023 survey of Council Members.

While no individual Council member is expected to have all the identified elements, this matrix approach allows Council to consider what gaps there may be in the Council's collective skillset. It also allows Council to consider which skills, areas of speciality and perspectives may be most useful for Council to strategically guide the implementation of our strategy.

Using this matrix and capability survey approach then allows Council to consider how best to address any gaps that may be present.

## Recommendations

THAT Council:

- a) **Approve with Council recommendations** the Skills and Diversity Matrix in October 2023 to include the new Council members for the survey 2024.

**Attachment A**

# Skills & Diversity Matrix

## GOVERNANCE FRAMEWORK

InternetNZ is committed to ensuring that the skills and diversity of the Council is of a high level and has therefore developed the matrix set out below.

The matrix sets out the range of personal qualities, skills, experience, and diversity attributes sought by InternetNZ around the Council table.

No individual Council member is expected to have all the identified elements, nor will the Council always have the perfect mix.

Certain attributes are considered to be essential for all Councillors, and others are accepted as somewhat specialist.

This matrix will be used to assess Council following each election, and to inform decisions about whether any Appointed Council Members need to be selected.

As part of our governance framework, this document will be reviewed every two years.

## Governance

These are core skills and areas of knowledge associated with the role of Council as InternetNZ's governing body.

Skill / Experience	Description	Weighting
<b>Strategic thought</b>	Ability to consider an issue in the context of the organisation's stated goals. Keeping at the high level, weighing options with an open mind.	High
<b>Role of the Councillor</b>	An understanding of the governance function and the value it should add. Clarity on the role of and obligations placed on a Councillor.	High
<b>Te Ao Māori</b>	Understanding aspects of Te Ao Māori that pertain to InternetNZ's role, including concepts of indigenous governance, Te	High



<ul style="list-style-type: none"> <li>- <b>Indigenous Governance</b></li> <li>- <b>Te Tiriti o Waitangi</b></li> </ul>	<p>Tiriti, data sovereignty, cultural competence of staff and governors and familiarity with tikanga Māori and Te Reo Māori. Diverse representation around the Council table.</p>	
<p><b>Analytical capability</b></p>	<p>A structured approach to problem solving, critical reasoning, an ability to analyse information and importantly ask considered and relevant questions</p>	<p>High</p>
<p><b>Finance</b></p>	<p>The ability to read and comprehend the organisation's accounts and the financial material presented to the board. Financial literacy at a level consistent with minimum expectations placed on directors under the law.</p>	<p>High</p>
<p><b>Communication skills</b></p>	<p>Ability to clearly articulate a point of view in a positive manner.</p>	<p>High</p>
<p><b>Stakeholder relations</b></p>	<p>Ability to understand the requirements of owners and stakeholders and as required and relate to those constituencies.</p>	<p>High</p>
<p><b>Governance experience</b></p>	<p>Previous experience in related governance roles.</p>	<p>High</p>

## Specialist Areas

It is desirable to have these skills around the table understanding that in the main these duplicate staff skills. The key attribute is an understanding of or willingness to learn about the business.

<b>Skill / Experience</b>	<b>Description</b>	<b>Weighting</b>
<b>The Internet</b>	An understanding of the key role that the Internet plays in our world now and into the future.	High
<b>InternetNZ</b>	An understanding of the specific role that InternetNZ plays in that world.	High
<b>Investment</b>	Knowledge, understanding and appreciation of investment advice, practices and frameworks. Ability to work with management in discerning and driving appropriate investment approaches including financial strategies.	
<b>Legal</b>	An understanding of the legal environment as relevant to the Internet.	
<b>People</b>	Experience in evaluating the performance of the chief executive and skills in human resource management, culture, reward and recognition.	
<b>Community Engagement</b>	High level reputation and networks in the community including with relevant industry organisations and consumer or business groups, and the ability to effectively engage and communicate with those stakeholders.	
<b>Public Policy</b>	An understanding of public policy and how it relates to the Internet.	
<b>Philanthropy / Social Enterprise</b>	An understanding of granting process and the maximisation of philanthropic funds	

<p><b>Product Development, Innovation and Commercialisation</b></p>	<p>Technology Innovations: Understanding the current drivers of innovation in the information technology market. Experience in delivering new product offerings in response to market demand, to achieve market leadership or to take advantage of opportunities for innovation.</p>	
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## Diversity Attributes

Internet NZ has a strong commitment to broad representation at the Council table representing the diversity of the community we serve. We are interested in bringing your lived experiences.

<p><b>Diversity</b></p>	<p><b>Description</b></p>	<p><b>Weighting</b></p> <p><b>Certain areas are deemed central to the role</b></p>
<p><b>LGBTIQ+</b></p>	<p>Understanding of the issues facing people from diverse Rainbow communities and the opportunities and challenges that relate to our work.</p>	
<p><b>Young people</b></p>	<p>Internet industries are driven by a younger demographic. We encourage that voice at the Council table</p>	<p>High</p>
<p><b>Disability Communities</b></p>	<p>Understanding of the issues facing people living with disability and the opportunities and challenges that relate to our work.</p>	
<p><b>Gender Identity</b></p>	<p>Understanding of the issues facing people of diverse gender identities, and the opportunities and challenges that relate to our work.</p>	
<p><b>Urban / Rural / Regional</b></p>	<p>A diverse representation from different towns and cities around Aotearoa around the Council table.</p>	

<b>Diverse ethnic/faith communities</b>	Understanding of the issues facing people of diverse ethnic and faith identities, and of their communities, and the opportunities and challenges that relate to our work.	
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Adopted: October 2019

Last Reviewed: August 2022

Last Assessment: Assessment undertaken on Matrix October 2022

# Returning Officer's Report on the 2023 InternetNZ Council Election

Returning Officer: Andrew Cushen  
Report: 13<sup>th</sup> August 2023

## Summary

1. This Returning Officer's Report is provided by Andrew Cushen, Returning Officer for the 2023 InternetNZ Council Elections.
2. As per my commentary at the Annual General Meeting, this was a relatively straightforward election. As per the Constitution, there were three vacancies for Ordinary Council Members, for three-year terms through to the Annual General Meeting in 2026.
3. Overall, the Council election process worked well:
  - a. A competitive number of nominations, with six received for three open Council positions.
  - b. Respectful communications and discussion throughout the election process, with all parties abiding by the Code of Conduct.
  - c. Effective systems and services provided by InternetNZ's external suppliers in support of the election processes.
  - d. Experienced, helpful, and professional InternetNZ staff members, who aided this process throughout.
4. As a result, the Election was successfully completed as per the Constitution. The results of the election were independently verified. Council, and InternetNZ members, may be confident that this election was conducted correctly.
5. I add my congratulations to the elected Council members, and my thanks to all the nominees for participating in this process.

## Contents of this Report

6. I will consider each of the phases of the election process separately, specifically:
  - a. Pre-election.
  - b. Nominations period.
  - c. Voting period.

- d. Results validation and announcement.
7. My report will conclude with a small number of observations and recommendations, reflecting on both the role description for the Returning Officer and the Constitutional requirements of the election.

## **Pre-election**

8. InternetNZ staff had prepared for the election process in advance, with most substantive processes, communications, timeframes, and tasks mapped out in advance.
9. My role in this stage was to review and validate this plan for the election. I focused upon ensuring that appropriate arrangements were in place with both Fuzion Web Services (for member database management) and Electionz (for voting services).
10. In addition, I reviewed the Candidate Information Pack to ensure that it provided nominees with the information they required to participate in this election process.
11. This ensured that InternetNZ was ready to proceed to open nominations for Council candidates.

## **Nominations Period**

12. As constitutionally required, nominations for the Election opened eight weeks before the Annual General Meeting, on Friday 2<sup>nd</sup> June 2023, through announcements via email and on the Members channel of NetHub on Slack.
13. Process wise, InternetNZ staff members and I tracked all nominations through a shared spreadsheet to ensure all tasks in nominee engagement were visible and completed in a timely fashion. Specifically:
  - a. Upon nomination, InternetNZ staff validated the membership status of both nominees and nominators as per the Constitution.
  - b. Once validated, I called each of the nominees to confirm that they indeed accepted the nomination, and to brief them upon the rest of the process. Following this conversation, I then sent them an email providing them with necessary supporting information, and further detail on the election timeframe.
  - c. Nominees were then asked to provide their election statements for the InternetNZ website.

- d. Once provided, these statements were uploaded to the website, and announced to the membership on the Monday following.
14. I was pleased to continue the measured approach to advising members of nominations. This approach provided members with timely information on a predictable timeframe; that was useful to guide their votes as it was accompanied with election statements, and that was done in a manner without too much email traffic.
15. For the first time in my knowledge, some nominees received multiple nominations. The Constitution is silent on whether a candidate may be nominated multiple times. I include the particularly relevant section of the Constitution below, though there are other sections that I also consulted:

*10.2.3.4 Nominations for Officers and Council Members shall open eight weeks prior to the AGM and close 21 days prior to the AGM. These nominations will be forwarded to the membership not less than 14 days prior to the AGM. Each nomination must be proposed by a financial Individual Member of the Society and agreed to by the nominee, who must be a financial Individual Member of the Society. No member may propose their own nomination.*

16. In the absence of constitutional clarity, this required a decision from the Returning Officer, and I decided to allow it. To do so otherwise would have limited members ability to nominate candidates, even if those candidates were already nominated.
17. Throughout the period, I monitored the number of nominations being received to determine whether a viable, competitive election would result. I spoke to several members who considered either being nominated or making nominations. I provided them with information about election processes to assist them with their decision.
18. Nominations closed on the Friday 7<sup>th</sup> June 2023, and six were received. This is the highest number of nominations for Ordinary Council Member positions since 2020. I believe this is a viable and credible number of candidates.

## **Voting Period**

19. Voting opened on Thursday 13<sup>th</sup> July 2023. Members were supplied with instructions via email. The same two factor identity solutions were used to provide sufficient security around the election process.
20. Three members contacted either me or InternetNZ staff when they were unable to find their voting credentials on the member section of the InternetNZ website:

- a. Two of these were membership database status errors, which were resolved in a matter of minutes by InternetNZ staff.
  - b. One was due to being ineligible for participation in the election, due to membership tenure.
21. One additional member contacted me to advise they were able to vote, despite having resigned their membership. Upon further, and prompt, investigation by InternetNZ staff, this revealed a missed process step in adjusting that previous member's status in InternetNZ's membership system. Further auditing that followed this confirmed that this was a unique issue, and not a factor for other resigned members.
22. Throughout the voting process, there was a reasonable amount of discussion and engagement on the members channel on NetHub. I am satisfied that these discussions were in keeping with InternetNZ's Code of Conduct.
23. I also hosted all six candidates at a Meet the Candidates event on Wednesday 12<sup>th</sup> July 2023, and a recording of this event was shared with all members after the event.
24. Ultimately, 141 votes were received from 334 eligible members; a return percentage of 42.22%.
25. This compares to previous return percentages as follows:
  - a. 2022: 43.15%
  - b. 2021: 49.45%
  - c. 2020: 47.68%

This trend of declining participation concerns me, notwithstanding that 2021 had a higher return percentage due to it being an election that included President and Vice-President vacancies.

## **Results validation and announcement**

26. Voting for the election closed at midday on Wednesday 26<sup>th</sup> July 2023. This closing time allowed sufficient time to close out the voting process and for Electionz to perform the count; for InternetNZ to cross check the count with internal tools; for scrutineering of the results by InternetNZ's auditors; and conversation with candidates.
27. Elections provided the vote count early on the afternoon of 26<sup>th</sup> July.
28. InternetNZ staff replicated the election outcome by the evening of 26<sup>th</sup> July.



29. I met with the scrutineers, Auditors Grant Thornton, on the morning of 27<sup>th</sup> July prior to the AGM. Their scrutiny validated the results, therefore allowing us to confirm them as final.
30. I then contacted all the candidates and advised them, in confidence, of whether they were successful. Please note that these communications only advised the candidates of *their* outcome, not of the outcomes for others. All the candidates expressed their appreciation for being advised of their outcome before the AGM.
31. I then presented the final results to the AGM, in person, on the evening of 27<sup>th</sup> July, and confirmed the successful election of three members of Council. Aside from producing this report, this concluded the duties of the Returning Officer for this election.

## Observations and recommendations

1. I was provided with a Role Description for the Returning Officer duties. This included references to the Constitution and definitions of the Returning Officer role in it. I note the Constitution has quite a different conception of the role of Returning Officer:
  - a. The Constitution implies it is a standing role across the term of the Council, see s7.7 in particular.
  - b. The Returning Officer duties in the Constitution include monitoring attendance at Council meetings (see s.6.7), overseeing communications with members (see s.8), and overseeing the administration of the Constitution (see s14.4 and s14.7).

In practice, most of these duties are not part of the Returning Officer role as defined and are instead performed by InternetNZ staff members.

*Recommendation: That Council update the references to the role and purpose of the Returning Officer to reflect the Role Description provided, as part of the current Constitution review process.*

2. In my opinion, the InternetNZ election methodology is complicated. I also appreciate however that it has been considered by members at length, and understanding of it has grown through consistent application. The guides to the election process provided on the InternetNZ website help with providing clarity as well as they can.
3. However, I do think the complicated nature of the election process is a contributing factor in middling, and declining, member participation in the election process. That this election again had lower participation, falling close to only 40%, I think this is an area that warrants further consideration.

*Recommendation: That Council investigate declining participation in InternetNZ's elections and consider the results of that investigation in the current Constitution review process.*

4. In practice, this Returning Officer role is aided greatly by the understanding of this election process by InternetNZ staff. I greatly appreciate working with the InternetNZ team in completing this year's election - particularly Laura Morrisey. This process remains quite intensive however, and the Role Description underestimates the work required to complete the role.

*Recommendation: That InternetNZ allows five days of work to complete the role of Returning Officer.*

Thank you, and please contact me should you have any questions or comments on this report.

A handwritten signature in black ink, appearing to be 'A. Cushen', with a long horizontal stroke extending to the right.

Andrew Cushen  
Returning Officer for the 2023 InternetNZ Council Election.



COUNCIL MEETING - OCTOBER 2023

# DNSSEC Report

## Summary

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AUTHOR: Tim Johnson | Tumuwhanake  
PURPOSE: To provide a summary of the independent DNSSEC report  
DATE WRITTEN: September 2023

### Purpose

To provide a summary to the council of the [external independent DNSSEC incident report](#). This paper links to our strategy of: **.nz for all of Aotearoa: .nz and the .nz infrastructure are trusted as reliable, compatible and capable of uses and applications.**

### Summary

On Monday, 29 May 2023, during a routine DNSSEC key rollover, InternetNZ triggered a series of events that led to a subset of end users being unable to access .nz. Issues for the domains under .ac.nz began following the zone push at 13:00 NZST. For domains under other registration levels, these issues began following the zone push at 22:45 NZST. Based on information provided by third-party organisations, the majority of affected users were experiencing issues for approximately 13 hours between 29 May at 22:45 NZST to 30 May at 11:45 NZST.

The independent DNSSEC report has provided a deep analysis of circumstances, factors and timelines leading up to this DNSSEC incident. It provided comprehensive background and context, as well as a review of the InternetNZ response to the incident. The report concludes with a series of recommendations for InternetNZ to consider, to help mitigate such an incident occurring again, or to reduce the impact of such an incident. The recommendations are under review and while it is unlikely that all recommendations will be implemented, they are welcomed and there will be a clear prioritisation process applied.

The recommendations and missed opportunities listed in the report confirm that improvement to specific practices and procedures is certainly possible. This is one of the many positive outcomes of the incident and the subsequent reviews and retrospectives. DNSSEC incidents are not uncommon among registries around the world, but only a certain degree of learning can be applied from 3rd party

incidents. This comprehensive external review and the internal retrospectives provide a rich resource to further refine internal practice.

While the proposed actionable improvements can naturally become a focus, it is important to note the extent to which the independent report agreed with the many actions and responses taken by InternetNZ staff, particularly the .nz Operations Team. This was a highly stressful scenario, described in great detail by the independent report. As part of the suite of actions that will be taken to help mitigate further incidents, it is critically important to reinforce and highlight the many actions and responses that should be positively repeated if such scenarios arise again.

The independent report agreed and adopted the [internal technical incident report](#) produced by the InternetNZ team on the 26th June 2023. The team should be commended for producing such an accurate and transparent report that is now independently accepted.

## Implementation

As noted, the recommendations are under active review, but unlikely to all be implemented. Early indicators of this review suggest that the following recommendations will be treated with priority:

Rec #	Recommendation Title
1	High impact risk infrequent maintenance should be notified in advance
3	Handle unexpected symptoms during maintenance as “an incident”
5	Ensure OpenDNSSEC “DS” configuration to match DNS reality
8	Document change of “DS” TTLs in .nz zones since November 2022

While Rec #2 (“*High impact risk tasks should be done by multiple people together*”) is ranked highly in the report and accepted in principle, there is however a belief that this recommendation would not have impacted the likelihood of the incident occurring.

The report includes some recommendations that align with work that has either already been identified or initiated. This includes work that has already been completed post-incident on the strengthening of the BCP. Furthermore, there is a tranche of recommendations that have relationships or interdependencies that will need to be considered in that context.

## Recommendation

THAT Council **receives** this summary of the independent DNSSEC report.

Tim Johnson

**Tumuwhanake | GM Customer and Product**

*(on behalf of Vivien Maidaborn, **Tumu Whakarae | Chief Executive**)*



# Financial Update 2023/24

**AUTHOR:** Catherine Fenwick, Tumutaumatua | General Manager Organisational Performance

**PURPOSE:** To provide Council with a Financial update for 2023/24

## Introduction

This paper provides an update on the financial results as of 31st August 2023, insights for quarters three and four, a year-end forecast and a Capex spend update.

## Results vs budget

The table below shows that revenue is slightly ahead of budget in the first five months of the financial year, while overall expenditure remains within fiscal targets.

Financial Statement to 31 August 2023				000's
	Actual	Budget	Variance	FE Budget
<b>Total Revenue</b>	<b>\$5,839</b>	<b>\$5,834</b>	<b>\$5</b>	<b>\$14,062</b>
<b>DNCL</b>	\$681	\$681	\$0	<b>\$1,635</b>
<b>Direct Costs</b>	\$873	\$912	-\$39	<b>\$2,326</b>
<b>Employment Costs</b>	\$2,457	\$2,592	-\$135	<b>\$6,216</b>
<b>Operational Costs</b>	\$702	\$793	-\$91	<b>\$1,618</b>
<b>Governance</b>	\$156	\$143	\$13	<b>\$394</b>
<b>International</b>	\$123	\$97	\$26	<b>\$180</b>
<b>Marketing</b>	\$24	\$29	-\$5	<b>\$165</b>
<b>Funding</b>	\$547	\$551	-\$4	<b>\$1,202</b>
<b>Engagement</b>	\$17	\$20	-\$3	<b>\$171</b>
<b>Depreciation</b>	\$131	\$131	\$0	<b>\$315</b>
<b>Total Costs</b>	<b>\$5,711</b>	<b>\$5,949</b>	<b>-\$238</b>	<b>\$14,222</b>
<b>One-offs</b>	0	0	0	<b>\$734</b>
<b>Surplus/Deficit</b>	<b>\$128</b>	<b>-\$115</b>	<b>\$243</b>	<b>-\$894</b>
<b>Interest Income</b>	\$157	\$87	\$70	<b>\$419</b>
<b>Net Managed Funds</b>	\$245	\$128	\$117	<b>\$207</b>
<b>Proceeds from Investing Activities</b>	<b>\$402</b>	<b>\$215</b>	<b>\$187</b>	<b>\$626</b>

## Insights for Quarters Three and Four

Your attention is drawn to the following points on revenue:

- Two new registrars were authorised by the DNC in September.
- There has been a drop in Domains Under Management (“DUM”) from July to August. There are always a variety of factors in play that impact the DUM count. In this instance, a large contributor to the drop between months was due to one particular registrar cancelling approximately 2000 domains. It is suspected that the 2000 .nz domains were initially registered on a speculative basis.

While point one could prove to be a positive for future Registry revenue, the second will have an impact to the contrary.

However, two new sources of (unbudgeted) revenue have been identified in the past few months, one from Vivien supporting the Multi-Stakeholder Group with the Department of the Prime Minister and Cabinets (DPMC) office and the second from the services contract with the DPMC office for InternetNZ to provide administration of the Fund to strengthen Aotearoa’s resilience to disinformation. Both have the potential to offset any negative impact from point two above.

As reflected in the August results, there are two areas of expenditure currently over-running budget:

- Costs associated with the call for an external review of the DNSSEC incident
- International travel - the opportunity for multiple members of the Council and Staff to attend the recent AprIGF being held in Australia. Other International trips have been identified as required to help re-establish INZ’s presence within the International multi-stakeholder Internet Community.

There are areas where we expect to exceed budget in upcoming quarters, as is reflected in the following YE Forecast table, and we propose to fund underspending in other categories, ensuring we remain within the approved budget.

## YE 31 March 2024 Forecast

Financial Forecast to 31st March 2024			000's
	Forecast YE	FE Budget	Variance
<b>Total Revenue</b>	<b>\$14,140</b>	<b>\$14,062</b>	<b>\$78</b>
<b>DNCL</b>	\$1,635	\$1,635	\$0
<b>Direct Costs</b>	\$2,257	\$2,326	-\$69
<b>Employment Costs</b>	\$6,235	\$6,216	\$19
<b>Operational Costs</b>	\$1,704	\$1,618	\$86
<b>Governance</b>	\$406	\$394	\$12
<b>International</b>	\$250	\$180	\$70
<b>Marketing</b>	\$145	\$165	-\$20
<b>Funding</b>	\$1,202	\$1,202	\$0
<b>Engagement</b>	\$151	\$171	-\$20
<b>Depreciation</b>	\$315	\$315	\$0
<b>Total Costs</b>	<b>\$14,300</b>	<b>\$14,222</b>	<b>\$78</b>
<b>One-offs</b>	<b>734</b>	<b>734</b>	<b>0</b>
<b>Surplus/Deficit</b>	<b>-\$894</b>	<b>-\$894</b>	<b>\$0</b>
<b>Interest Income</b>	\$419	\$419	\$0
<b>Net Managed Funds</b>	\$207	\$207	\$0
<b>Proceeds from Investing Activities</b>	<b>\$626</b>	<b>\$626</b>	<b>\$0</b>

## Investments

To the end of August, investments have performed ahead of budget; however, volatility is projected to return in the coming months.



## Capex

As of the end of September, a business case has been put forward for consideration on the .nz Investment - DNS equipment.

<b>Capex Spend YTD 31 August 2023</b>			
	<b>Spend YTD</b>	<b>FE Budget</b>	<b>Capex remaining</b>
<b>.nz Investment - DNS</b>	\$0	\$530,000	\$530,000
<b>Infrastructure/Other</b>	\$0	\$60,000	\$60,000
<b>Staff Computer Equipment</b>	\$3,106	\$61,300	\$58,194
<b>Web Development/CRM</b>	\$0	\$150,000	\$150,000
<b>Broadband Map</b>	\$0	\$25,000	\$25,000
<b>Misc</b>	\$7,970	\$21,500	\$13,530
<b>Total</b>	<b>\$11,076</b>	<b>\$847,800</b>	<b>\$836,724</b>

## Recommendations

That Council acknowledges the 31 August financial results and notes the budget reallocation within areas while remaining within the approved 2023/2024 Budget.



COUNCIL - October 2023

# President Report

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**AUTHOR:** Joy Liddicoat, President

**PURPOSE:** To provide a report back to Council on the President's activities from August to October 2023

## Introduction

### .nz

Council's .nz Advisory Committee met in September. This was our best meeting in quite some time, evidence that the focus on .nz policy capacity and capability is enabling us to re-energise .nz. One goal is to create opportunities for members to engage in .nz policy making. High quality .nz policy making is both crucial to our credibility as a world class ccTLD and vital if we are to honour the kinds of multi-stakeholder processes on which the Internet, including the domain name system, is founded.

The independent review of the DNSSEC chain validation issue was completed and a report will come to Council this meeting. Along with others on the BCP committee, my main tasks were reviewing drafts of the report, providing comments and ensuring the report was ready for Council to receive.

## Membership and Engagement

Engagement in NetHub continues, with members sharing information about events, funding rounds, and topics of interest. I am also regularly in touch with members asking me questions about grants rounds, .nz policy, the Domain Name Commission and other INZ related matters.

In September I travelled to Brisbane with an INZ group for a series of Internet governance related events, the Australian national IGF, NetThing, the Pacific IGF and the Asia Pacific Regional IGF. Given the close proximity, the opportunity was taken to send more people, including the Vice President, Councillor Fala and, in a happy coincidence, Councillor Montgomery who attended the Pacific IGF in his day job capacity. Combined with four staff, InternetNZ had a strong presence to support these events and to learn from them. InternetNZ participation at national and regional IGF initiatives focuses on:

- Supporting multistakeholderism, including supporting others to participate
- Relationship building
- Engaging in the content, to monitor for insights and opportunities

Some highlights:

- Reconnecting with our Australia counterparts at .au - there is a lot to unpack there with the challenges they have faced in the past few years.
- Deepening our understanding of current issues in the Pacific.
- Councillor Fala's leadership in connecting with Australia's indigenous fellows at Net Thing.
- Learning more about Internet fragmentation, threats and opportunities for online rights and freedoms, and prospects and challenges for Internet governance in the region.
- Understanding the proposed Global Digital Compact and its implications for current Internet governance arrangements (there were a significant number of requests for InternetNZ to be involved given our history of supporting the multi-stakeholder approach and our calm, common sense, pragmatic approach).

The most common questions asked of us were:

- when is the next Net Hui?
- what contribution is INZ planning make to Internet governance?
- Will the NZ government be participating in Internet governance?
- when is the next Net Hui

While in Brisbane, we hosted a dinner meeting with our auDA colleagues, which was a very successful event. Reflecting on this with the Chair of auDA, Alan Cameron and CEO Rosemary Sinclair, we agreed there is something special about our .nz .au relationship that needs to be nurtured and sustained. We have agreed to a series of follow up engagements to revitalise this long-standing connection.

We were also invited to the APNIC offices and had a very productive meeting, including about the upcoming APRICOT meeting in Wellington in 2024.

Finally, I attended the first of the CE's meetings with members and was pleased with the attendance and member's excellent questions and contributions.

## **Governance**

Reflecting on our strategy, particularly in light of recent international engagements, I can see good progress, to the extent that we are tracking ahead of most of our strategic targets. Looking to the future, my sense is that now is the time to really drive forward. In the coming months, Council will need to turn its attention to developing next year's budget (we have a mid year update in October), including consultation in December with members about the proposals. We must also develop preliminary thinking about longer term strategies. With that in mind, Council will have its annual .nz strategy day on 30 November, followed by the next Council meeting on 1 December.

On a personal note, my thanks and deep appreciation to our vice President Brenda Wallace, who acted in my absence during a bout of Covid and period of leave.



COUNCIL MEETING - October 2023

# Governance Committee

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AUTHOR: Richard Hulse  
FOR: Governance Committee Report back to Council  
REPORT: August to October 2023

## Report back to Council

The Governance Committee held their meeting on 18 September 2023.

The following Agenda items were discussed:

- DNCL directors' appointment
- Work plan and meeting schedule

At the time of writing there are no recommendations, however in regards to the DNCL appointment the aim is to have a paper to Council **before** the next meeting for discussion and evote, so staff can get the process underway.

## Recommendation

THAT Council **receive** the report back from the Governance Committee.



COUNCIL MEETING - October 2023

# Te Komiti Whakuru Māori

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AUTHOR: Potaua Biasiny-Tule  
FOR: Te Komiti Whakuru Māori  
REPORT: August to October 2023

## Report back to Council

Te Komiti Whakuru Māori held their meeting on 20th September.

The following Agenda items were discussed:

- Post Hui Kokiri, Hui Updates
- Re-Focus, Re-Purpose, Re-Engagement
- Nethui 2024
- Kaupapa Wero: Dr Karaitiana Taiuru
- Rangatahi Roopu
- November Wānanga Nui

Recommendations from Te Komiti Whakauru Māori were made to Council:

- No

## Recommendation

THAT Council **receive** report back from Te Komiti Whakauru Māori.

Ka nui te aroha ki a tātou katoa.



COUNCIL MEETING - October 2023

# .nz Advisory Committee

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AUTHOR: Alpana Roy (Chair)  
FOR: .nz Advisory Committee Report back to Council  
REPORT: September to October 2023

## Report back to Council

The .NZ policy committee met on 13 September 2023

The following Agenda items were discussed:

- Conflicted names resolution
  - In relation to the consultation paper, the Committee discussed the importance of Māori engagement and input, the appropriate response to the independent panel's recommendations – including input on the consultation process itself, and the role of the Committee in relation to Council.
  
- Update on .nz Policy Review
  - In relation to the .nz Policy Review, the Committee again discussed the importance of Māori engagement and input – especially because there is no clear confirmed Māori principle in the .nz rules (there are only draft principles).
  - The role of the Committee was discussed in relation to education, and whether the Committee could play a part in educating and making sure there is a place to go when online harm occurs.

## Recommendation

THAT Council **receive** the report back from the Chair of the .nz Advisory Committee (Alpana Roy).



Council Meeting - October 2023

# Health, Safety and Wellbeing Report

**AUTHOR:** Catherine Fenwick, Tumutaumatua

**PURPOSE:** To provide the committee with a retrospective update on Health Safety and Wellbeing (HSW) issues for the InternetNZ Group over the period 29 July to 11 September 2023

This report is prepared for InternetNZ Group and all information is based on group Staff (INZ and DNCL) and activities of a Group HSW Committee.

Period	Number of Near Misses reported/or identified	Number of Incidents reported/or identified	First Aid Incidents/ Accidents reported/or identified
5 May 2022 - 15 June 2022	1	0	0
16 June 2022 - 31 Aug 2022	1	0	0
1 Sep 2022 - 17 Nov 2022	1	0	0
18 Nov 2022 - 8 March 2023	2	1	1
9 March 2023 - 3 May 2023	0	2	0
4 May 2023 - 28 July 2023	0	2	0
29 July 2023 - 11 Sep 2023	0	0	0

## Summary

No new incidents or hazards reported or identified.

## Recommendation

That the Health, Safety and Wellbeing Report be **received**.



COUNCIL MEETING - 11 August 2023

# MINUTES

## COUNCIL MEETING

**Status:**

Draft

**Date**

Friday 11 August 2023

**Present:**

Joy Liddicoat (President), Brenda Wallace (Vice President), Richard Hulse, Kate Pearce, Potaua Biasiny-Tule, Anthony Bow, Stephen Judd, Jeff Montgomery, Whetu Fala, Anjum Rahman and Dr Alpana Roy.

**In attendance:**

*InternetNZ:* Vivien Maidaborn (Tumu Whakarae), Catherine Fenwick, Tim Johnson, Whitiaua Ropitini, Kris Dempster-Rivett and Samantha Nicholson (minute taker)

**Member:** Paul Brislen

**Meeting opened:** 9:55 am

**Section 1 - Meeting Preliminaries**

**1.1 Council only (in committee)**

**1.2 Council and CE alone time (in committee)**

<b>1.3</b>	<b>Karakia, apologies, interests register</b>  The Vice President opened the meeting with Karakia. No apologies were received.  Vice President co-chaired with the President to facilitate the hybrid format of the meeting.  The President gave apologies for not being there in person due to weather disruption, noted the election results, welcomed
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	<p>Stephen Judd to the Council, and welcomed back Kate Pearce and Potaua Biasiny-Tule.</p> <p><b>The interest register to be updated:</b></p> <ul style="list-style-type: none"> <li>● Update the President and Vice President honoraria as of 1 April 2023</li> <li>● Stephen Judd: holds names in .nz</li> <li>● Joy Liddicoat: remove: member of Otago Women’s Lawyers, Silver Fern Farms Limited and member of NZ Law Society</li> <li>● Kate Pearce: remove ATU co Leader NZITF Board member</li> <li>● Anthony Bow: update Director to Independent chair of Maungaharuru-Tangitū Ltd</li> </ul>
<p><b>1.4</b></p>	<p><b>Agenda Review and Action Register</b></p> <p>Agenda was reviewed. Action point register was discussed and updated.</p>

**Section 2 - Strategic Priorities and Discussion**

<p><b>2.1</b></p>	<p><b>Charitable objects</b></p> <p>The President introduced this paper, reminding the Council that this paper was sought to assist review of the long term community funding strategy and its link to the charitable objects. She informed the Council that InternetNZ reports to the Charities Commission annually as we are a charitable company.</p> <p>These charitable objects are separate from our Incorporated Society objects. The Society’s objects were established in the 1980s, before the Society was given the delegation for .nz. Both the age of those objects, and new laws on incorporated societies, are reasons we are doing the separate constitutional review.</p> <p>The CE spoke about the paper, viewing it as a prequel to further strategy and Constitutional review work that will come back to Council towards the end of the year.</p> <p>The community engagement team lead by Kris Dempster-Rivett has started a review of our philanthropic work and getting feedback from our members, partners, grant recipients and community on how well we deliver our planned public impact . During August there are meet ups with partners , community groups and then members and Fellows with dates to follow.</p>
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	<p>The purpose of these meetups is to hear how well we are currently doing toward our strategy and how we can improve. Council will engage strategically with all the learning from this work over the next year.</p> <p><i>10.10 am Member Paul Brislen joined the meeting and introduced himself; The Vice President welcomed Paul to the meeting.</i></p> <p><b>AP08/22</b> Add Council workshop Constitutional Objects as part of the Constitutional Review project plan</p> <p><b>AP09/23</b> Adding updated org chart on Diligent</p> <p><b>RN43/23</b> That Council received the charitable objects paper</p> <p style="text-align: right;">(Cr Rahman /Cr Pearce) <b>CARRIED</b></p>
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### Section 3 – Matters for Decision

<p><b>3.1</b></p>	<p><b>Council Work Plan 2023-2024</b></p> <p>Council confirmed that there is no strategy day on the 2nd November, this is to be combined with the training day on the 30th November.</p> <p>Committee dates for 2024 can be set up now that committee members have been confirmed.</p> <p><b>AP10/23</b> Add all Council members to every committee meeting calendar invite.</p> <p><b>RN44/23</b> That Council agree to the proposed Council Meetings and frequency of committee meetings for 2023-2024. (Vice President/Cr Bow) <b>CARRIED</b></p>
<p><b>3.2</b></p>	<p><b>Council Committee Appointments</b></p> <p>Catherine Fenwick went over the Council Committee Appointments paper.</p> <p>Discussion on committees and their focus and members were explored based on experience over the last year including areas such as overlaps, workload, the need for particular skill sets.</p> <p><b>RN45/23</b> THAT Council agree it will conduct work through five committees: Audit and Risk, CE Review, Komiti Whakauru Māori, .nz Advisory, and Governance. (President/Cr Montgomery) <b>CARRIED</b></p>

**Abstain** Cr Pearce

**RN46/23** THAT the membership of the committees be as follows:

Audit and Risk Committee: Anjum Rahman (Chair), Anthony Bow, Kate Pearce, Whetu Fala, Stephen Judd

CE Review Committee: Joy Liddicoat (President)(Chair), Brenda Wallace (Vice President), Richard Hulse, Whetu Fala

Komiti Whakauru Māori Committee: Cr Whetu Fala, Cr Potaua Biasiny-Tule, Sarah Lee - Chair to be confirmed by Te Komiti

.nz Advisory Committee: Dr Alpana Roy (Chair), Kate Pearce (vice-chair), Stephen Judd, Joy Liddicoat (President), Anjum Rahman

Governance Committee: Richard Hulse (Chair), Brenda Wallace , Potaua Biasiny-Tule, Jeff Montgomery, Dr Alpana Roy  
(Vice President/Cr Bow)

**CARRIED**

**RN47/23** THAT the Terms of Reference for each of the committees is adopted

(President/Cr Montgomery)

**CARRIED**

**RN48/23** THAT Stephen Judd be added as a bank signature  
(Vice President/Cr Bow)

**CARRIED**

**RN49/23** THAT Don Stokes be removed as a bank signature.  
(Vice President/Cr Bow)

**CARRIED**

### **3.3 Policy Development Framework**

In November 2022 a new .nz policy development was approved by Council. The policy development framework here focuses on governance and operational, internal policy development and does not include the public rule making process for .nz policies.

**AP11/23** Moving forward with regular review of Governance Polices at future meetings.

**RN50/23** That Council approved the new internal Policy Development Framework with the agreed amendments.

**RN51/23** That Council agree to repeal the Policy Development Policy (2016 Policy)

	(Cr Fala/Cr Bow) <b>CARRIED</b>
<b>3.4 DNCL Directors Skills Matrix</b>	<p>The term for the two independent director positions expire February 2024. The Governance Committee has been tasked with recruiting up to two new independent directors.</p> <p><b>RN52/23</b> That Council <b>agree</b> with the skills matrix, with the addition of a customer focus.</p> <p><b>RN53/23</b> That Council <b>agree</b> to recruit replacement DNCL Board members, as required, against the agreed skills.</p> <p style="text-align: right;">                     (Cr Rahman/Cr Hulse)  <b>CARRIED</b> </p>

#### Section 4 – Matters for Discussion

<b>4.1</b>	<p><b>President’s Report</b></p> <p>The President shared updates on events since the last report in May including:</p> <ul style="list-style-type: none"> <li>● the DNSSEC chain validation issue</li> <li>● annual general meeting, and Council elections.</li> <li>● attended ICANN 77 in Washington</li> <li>● finalising and approving the 2022/23 annual report</li> </ul> <p>The President thanked everyone who helped with the DNSSEC incident.</p> <p><b>RN54/23</b> That Council <b>receive</b> the President’s report.</p> <p style="text-align: right;">                     (Vice President/Cr Fala)  <b>CARRIED</b> </p> <p><i>Council moved into committee to discuss correspondence received.</i></p>
<b>4.2</b>	<p><b>InternetNZ Quarterly Report - 1 April to 30 June 2023</b></p> <p>The quarterly report format is new and is designed to reflect progress against the annual strategic goals for the Quarter.</p> <p>Council feedback on the report was positive.</p> <p>Viven Maidaborn thanked the Council for their support during the Domain Name Commissioner recruitment process.</p>

	<p><b>AP12/23</b> Chief Executive will schedule membership meetings after each quarterly report to give members the opportunity to discuss InternetNZ progress.</p> <p><b>RN55/23</b> That Council <b>receive</b> the InternetNZ Quarterly Report.</p>
<b>4.3</b>	<p><b>DNCL Quarterly Reporting</b></p> <p><b>AP13/23</b> Invite DNCL Board members to attend .nz strategy day in November</p> <p><b>RN56/23</b> That Council <b>receive</b> the DNCL Quarterly Reporting.</p>
<b>4.4</b>	<p>Report Back from Committees:</p> <p>4.4.1 Audit, Finance and Investment (Chair, Cr)</p> <p>4.4.2 Governance Committee (Chair, Cr)</p> <p>4.4.3 Komiti Whakauru Māori (Chair, Cr)</p> <p>4.4.4 .nz Policy Committee (Chair, Cr)</p> <p>4.4.5 Risk and Compliance Committee (Chair, Cr)</p> <p><b>RN57/23</b> That Council <b>receive</b> the Committees reports.</p> <p>Block consent 4.2, 4.3, and 4.4 (Cr Biasiny-Tule/Cr Pearce) <b>CARRIED</b></p>

**Section 5 - Consent Agenda**

<b>5.1</b>	<p><b>Health, Safety and Wellbeing Update</b></p> <p><b>RN58/23</b> That Council <b>receive</b> the Health Safety and Webelling Update.</p>
<b>5.2</b>	<p><b>Minutes of the previous meeting</b></p> <p><b>RN59/23</b> That Council <b>approve</b> the minutes of 12 May 2023.</p>
<b>5.3</b>	<p><b>E-vote Ratification</b></p> <p>Cr Hulse, Cr Fala, Cr Bow, and Cr Roy give their FOR votes to any E-vote they missed during mail list changeovers.</p> <p><b>AP14/23</b> Add Cr Hulse, Cr Fala, Cr Bow, and Cr Roy votes to E-vote document</p>

<b>5.4</b>	<p><b>Quarterly and Operational Reports</b></p> <p>5.5.1 Group Financial Report</p> <p>5.5.2 Membership Update</p> <p><b>AP15/23</b> The CE identify the date and make an announcement for Net Hui 2024</p> <p><b>RN60/23</b> That Council <b>receive</b> the Quarterly and Operational reports.</p> <p style="text-align: right;">Block Consent - Section 5 - (Cr Bow/Cr Hulse) <b>CARRIED</b></p>
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**Section 6 – Other Matters**

<b>6.1</b>	<b>CONTINGENCY (for any overflow)</b>
<b>6.2</b>	<b>Matters for communication – key messages</b>
<b>6.3</b>	<p><b>General business</b></p> <p>Vice President gave thanks to Don Stokes on behalf of the Council and acknowledged his long service for InternetNZ.</p>
<b>6.4</b>	<b>Meeting review</b>
<b>6.5</b>	<p><b>Meeting close (karakia or waiata)</b></p> <p>Meeting closed at 3.14pm</p>



COUNCIL MEETING - October 2023

# Membership Report

**PURPOSE:** Progress and work for membership of InternetNZ

**DATE WRITTEN:** 02 October 2023

## Executive Summary

**Current membership (at 2 October 2023)**

	31 Mar 2022	30 June 2022	30 Sept 2022	31 Jan 2023	31 July 2023	31 Sept 2023
<b>Fellows</b>	29	29	32	32	35	<b>38</b>
<b>Individual</b>	348	289	306	311	297	<b>303</b>
<b>Individual Plus</b>	13	11	11	11	11	<b>9</b>
<b>Small organisation</b>	19	17	19	20	22	<b>16</b>
<b>Large organisation</b>	2	1	2	2	2	<b>1</b>
<b>Total Membership</b>	411	346	370	376	367	<b>370</b>

## Items to Note

### Activities to support membership engagement

Since the last report in August 2023 we have:

- CE Quarterly Members Meet Up held 15th September

## Recommendation

THAT the new members be noted.