

MINUTES

COUNCIL MEETING

Status:

Final

Date

Friday 12 February 2021, 9:00am

Present:

Jamie Baddeley (President) Joy Liddicoat (Vice President), Melissa Davies, Anthony Bow, Don Stokes, Sarah Lee, Richard Hulse, Kate Pearce, Amber Craig and aimee whitcroft.

In attendance:

InternetNZ: Jordan Carter (Chief Executive), Catherine Fenwick, David Morrison, Dane Foster, Kim Connolly-Stone, Andrew Cushen and Diane Robinson.

Meeting opened:

Staff joined the meeting at 9:49am.

Section 1 - Meeting Preliminaries

1.1 Council only (in committee)

1.2 Council and CE alone time (in committee)

1.3 Karakia, apologies, interests register

Amber opened the meeting with Karakia.

Apologies received for Cr Te Rangī.

There were no updates to the interests register.

1.4 Agenda Review and environment scan

Council members and staff shared the following items of interest that they had noticed in the external environment.

- .uk Nominet - apparent push for change from parts of their registrar community
- Capitol Riot in the United States - the role of social media and platforms. Reports of about the 73% decline in misinformation about the election result following DT suspension from Twitter, Facebook etc.
- Australia - news media bargaining code being considered (Google, Facebook concerned).

- Govt web filtering bill- this is still on the table, the Minister is interested to hear from all parties and the select committee process might take a bit longer.
- Misinformation - Netsafe are predicting that with the arrival of the COVID-19 vaccine NZ will see a lot more misinformation. Also discussed was the very tight security and planning by the Ministry of Health for the immunisation roll out.
- Ka Hao Fund - Māori Digital technology development fund - clarity on where the funds are being held would be welcome.
- Māori data sovereignty - NZ water data stored overseas, Greater Wellington Regional Council working this through. Autonomy for whanau and hapu to look after their data.
- Media support package suite of initiatives - The govt has announced that they have developed with the media industry a \$50 million fund to support public interest journalism.
- Pandemic environment - the environment whilst different to 2020, at any time an announcement of further outbreaks and alert levels can change the environment New Zealanders work in. Awareness of stress levels, demands and the pace of work in such an environment.
- Digital Inclusion - free connectivity and device package for education purposes is still ongoing. This will allow a bit more time for the government to work out affordable connectivity.

Section 2 - Strategic Priorities

2.1 .nz End States

David provided an updated proposed version of an End State to guide the group's long run development of .nz. This has been developed based on input from the strategy workshop held on 4 December 2020 with Council, Senior Leadership Team and Chief Advisors.

The updated End State is as follows:

.nz is growing Aotearoa online. Ease of use, well-earned trust and inspiring new uses of the .nz domain name space see rising interest, registrations and impact - in NZ and beyond.

Council **noted** the updated draft .nz end states, and **noted** that Council will be asked to approve the full set of updated end states later in the year.

No formal resolution was required at this time.

Morning tea break 10:13 - 10:30am

Section 3 – Matters for Decision

3.1 Registry Replacement Update

Jordan introduced Martin Smith, Project Manager for Project Mimosa - Registry Replacement. Jordan thanked the project team for their hard work and advised the Council that the project is one of the largest scale IT

projects that the InternetNZ group has carried out. Noting that the registry system was developed in 2001, over twenty years ago and that ongoing upgrades and changes have been made to the system over that period.

The presentation provided an overview of the business case and the projected costs. The main item of discussion was building a shared understanding between Council and the project team about what would, and what would not, be incorporated in the Business Case which Council will consider in March.

The project team highlighted the introduction of robust project management, risk management and change management disciplines to support a smooth implementation of the registry system replacement into an ongoing 'business as usual' operating rhythm.

Council members had a broad-ranging discussion about the project's implementation, scope, timeframe and size of effort. The presentation and business case will be published once Council has approved as per timelines below.

Next Steps

- 28 February - Business Case summary to be circulated to Council.
- Early March - Online Council meeting to approve the Business Case, and specifically to authorise the budget envelope for the project and the signing of a commercial agreement with the vendor.
- By 1 April - project implementation commences.
- Ongoing - Quarterly updates to Council.

Martin thanked the Council for their feedback.

That Council **noted** the Registry Replacement Update.

AP01/2021 Council Meeting (online) to approve the Business Case to be scheduled 8 March 2021, 9:30am.

AP02/2021 The Project Mimosa Registry Replacement presentation to be published with the approved business case.

3.2 New Operating Agreement with Domain Name Commission

Council members reviewed the draft Operating Agreement, which is an agreement that empowers the Domain Name Commission to be the enforcing and compliance body of .nz policies and agreements. Some minor adjustments and corrections were discussed, including a couple of corrections and the inclusion of a no-surprises provision in the Agreement.

RN01/2021 That Council **authorise** the officers to sign the Operating Agreement between Internet New Zealand Inc and Domain Name Commission Ltd as amended, and to apply the Common Seal of the Society to the agreement.

(Cr Craig, Cr Hulse)

CARRIED U

3.3 **Confirming/Adjusting Committee Memberships (no paper)**

Council members discussed and confirmed changes to the Council's committee memberships as follows:

- David Wright, external member of the Audit and Risk Committee - It was recommended to the Council that David's contract term be concluded by the end of February 2021. Cr Craig advised that David joined the Committee to support the NZRS / InternetNZ merger which is now completed.
- Cr Craig has also formally resigned as the Chair and member of the Audit and Risk Committee. The President thanked Cr Craig for all her hard mahi.
- Cr Hulse was appointed as Chair, Audit and Risk Committee.
- Funding Panel - it was agreed that Cr Lee's role on the Panel would change to a 'Council Observer role' after the current round is concluded, and she will report back to Council as required. The terms of reference for the Panel will be updated to reflect the changed role of the Council member.

RN02/2021 That Council confirm the changes to the committee memberships as noted above.

(Vice President / Cr Lee)

CARRIED U

Abstain Cr Hulse

AP03/2021 - Letter of thanks to David Wright from A&R Chair, Cr Craig and Org Services Director, Catherine Fenwick.

AP04/2021 - Staff to update the terms of reference for the Funding Panel to include the Council Observer role.

AP05/2021 - Review the Management Item reporting to include a different lens for funding programme.

Jordan Carter left the meeting at 12.01 pm for another commitment.

Section 4 – Matters for Discussion

4.1 (Vice) President's Report

No update for this meeting.

4.2 Domain Name Commission Chair Report (Verbal)

No update for this meeting.

4.3 Management Items for Discussion

Council members commented on this paper and on items in the quarterly reports:

- **Goal 4: Sell new products** is off track and Council members asked the Commercial Director, David Morrison what the plan is to deal with Goal 4 being off track? He responded with information about how the team has changed its approach for DEFENZ sales, and noted that broadband map development isn't a priority at this time.
- **Goal 2: Digital Inclusion - Online home** - Over 2020/21 there have been complications in tandem with the new website build and resourcing that function. The plan is being executed to get it up and running but has taken longer than expected.

Council provided feedback that if items in the management items paper or the broader quarterly reports are showing as "off track", the report should include an explanation outlining their plans to remedy this.

Section 5 - Consent Agenda

5.1 Confirm Minutes - 4 December 2020

5.2 Actions Register

No additional comments for the register.

5.3 E-votes Ratification

None conducted since the previous meeting.

5.4 Quarterly and Operational Reports

5.5.1 Health, Safety and Wellbeing Update

5.5.2 Membership Report

5.5.3 Q3 Activity Report

5.5.4 2020-Q3-InternetNZ Financial Group Consolidated Report

5.5.5 2020-Q3-InternetNZ Financial Report

5.5.6 DNCL 2020-Q3 Report

RN03/2021 That Council approve the minutes of the 4 December 2020.

RN04/2021 That the Quarterly and Operational reports be received.

Block Consent for Section 5 - (President / Cr Stokes)
CARRIED U

Section 6 - Other Matters

6.1 General Business

Council agreed to instigate a high-level, informal review of the impact of the 2018 structural changes to the group, three years on. The aim is to reflect on how things are tracking compared with the design objectives and principles that guided the changes, and to consider any implications and lessons arising. As such it is 'closing the loop' on the 2017 review, rather than reconsidering those decisions.

The findings of the review will be shared with the public following Council consideration of them.

6.2 Matters for communication – key messages

6.2.1 Communications in general

6.2.2 Upcoming events

6.3 Meeting review

Next meeting:

The next regularly scheduled Council meeting is Friday 26 March 2021.

Meeting closed at 12:10pm, closing Karakia by Cr Lee.