

# MINUTES

# COUNCIL MEETING

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**Status:**

FINAL

**Date**

Friday 13 August 2021

**Present:**

*Council:* Joy Liddicoat (President), Jay Daley (Vice President), Don Stokes, Sarah Lee, Richard Hulse, Kate Pearce, aimee whitcroft, Jeff Montgomery, Anthony Bow.

**In attendance:**

*Staff:* Jordan Carter (Chief Executive), Raniera Albert, Catherine Fenwick, Dave Baker, Kim Connolly-Stone, Andrew Cushen, Dane Foster, Brent Carey and Diane Robinson.

*Member:* Brenda Wallace

**Apologies:**

Cr Davies

**Meeting opened:**

The meeting started at 9:30am for Council and Council and CE alone time. The meeting opened publicly at 11:10am.

**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, and agenda review**

Cr Lee opened the meeting with a Karakia.

Apologies received for Cr Davies.

The Interest Register was updated:

Name: **Joy Liddicoat**

Position: President

Term: AGM 2021 - AGM 2024

Declaration Date: 29 July 2021

Interests: As stated on Interests Register (not changed)

Name: **Jay Daley**

Position: Vice President

Term: AGM 2021 - AGM 2024

Declaration Date: 4 August 2021

Interests:

- Employed as IETF Executive Director
- Member of the Board of Whare Hauora
- Registrant of multiple domains

Name: **Jeff Montgomery**

Position: Councillor, InternetNZ

Term: AGM 2021 - AGM 2022

Declaration Date: 8 August 2021

Interests:

- Holder of 14 .nz domains
- Operations, Department of Internal Affairs
- Statutory Officer - Registrar General of Births, Deaths and Marriages
- Chair, and Directory City Bed and Breakfast Limited

Name: **Richard Hulse**

Position: Councillor, InternetNZ

Term: AGM 2021 - AGM 2024

Declaration Date: 29 July 2021

Interests:

- As stated on Interests Register (not changed)

The Agenda was reviewed to ensure that the Strategic priorities and the time available was focused in this area.

## **1.4 Environment Scan**

The Council discussed that environmental scan matters are most likely to be the matters under the Strategic Priorities section for discussion. No others were raised.

## **Section 2 - Strategic Priorities**

### **2.1 Matters Arising from 2021 Elections**

The timeframe for the By-Election was discussed and the President advised that the reason for the shortened timeframes is to allow for the new Councillor to be inducted and to attend the Council Strategy Hui in mid September 2021.

Cr Hulse asked for extra communication for the By-Election in light of the shorter timeframes.

Cr Daley asked the Returning Officer to communicate and acknowledge the differences of the elections guidance and the Constitution and that the constitution took precedence in this case.

Cr Daley asked for a tracker to be implemented to track proposed changes to, or issues identified with, the Constitution. This will allow them to be collected and dealt with together. It was noted that the review of the governance documentation is a priority.

Cr Pearce noted that the Skills and Diversity matrix needs to be reviewed for Councillors. The President agreed, noting this would need to happen shortly and in preparation for appointments of Council members next year (see item 3.2).

**RN37/21** That Council:

- **Appoint** Andrew Cushen as Returning Officer for the 2021 InternetNZ Council By-Election.
- **Appoint** Grant Thornton as Scrutineer for the 2021 InternetNZ Council By-Election.
- **Endorse** the timeframe for the By-election.
- **Note** the cost estimates on the basis of budget overruns.

Block Consent for section 2.1 - (Cr Lee / Cr Stokes)

**CARRIED U**

## **2.2 Te Ao Māori, Dangerous Speech and InternetNZ**

Jordan introduced the paper and firstly wanted to thank staff for their work on the matters and issues raised. He secondly, wanted to set out the following:

- The need for setting a clear goal for our relationship with Te Ao Māori
- Dealing with dangerous speech and what our role might be
- Addressing systemic racism or any other kinds of racism

Noting that staff are up for the challenge of tackling the above work involved and they are willing to deepen their understanding (by listening) and to take the required actions needed for change.

The Policy Director, Kim Connolly-Stone talked to Council about the approach taken in the paper being a starting point allowing for building in flexibility for Council and the Māori Design Group (MDG) to have their conversations and to be responsive to the communities and Aotearoa.

Council comments/reflections:

- To separate the te ao Māori work and the online dangerous speech work (that they are not interwoven pieces of work, but are related and connected).
- The work on te ao Māori is already well underway and carefully planned out and on a pathway and must continue regardless of work on dangerous speech.

- Māori manawhenua - working with MDG and looking at what our partnership looks like with Māori manawhenua and trusting the process.
- Acknowledgement of the Chief Advisor Māori, Raniera Albert and the work being carried out in the past few months.
- For Council to build capability and understanding of the Te Tiriti and learning of Te Reo Māori, especially as Council prepares to work effectively with the Māori Design Group.
- Significant work to do on online harm and dangerous speech that will need strategic focus from Council in order to shape the operational focus.
- Strong appetite for InternetNZ leadership on dangerous speech and online harm - a view was floated that the organisation should be seeking to solve this problem (or get it solved), with all options on the table as to 'how'.
- Strong recognition of the need for work in these areas to be based on the needs, concerns and desires of the affected communities.
- A desire to go deeper understanding of the issues and the Council role
- A call for leadership from Council and lifting of their game.
- Reaffirming the same human rights offline also apply online.
- A need to lead clearly and bravely on all of these issues.

The Council agreed the following:

- To separate the work for te ao Māori and online harm or dangerous speech.
- To reaffirm appreciation of, and support to the MDG and resourcing needed for the MDG - to commence the important role it will collectively take on, and the work members individually will contribute to in helping to change the course of the organisation in future. Noting for Council to build their capability in Te Tiriti and te reo Māori and approach to working with the MDG.
- To discuss dangerous speech and online harm at the Council Strategic Hui.
- Te Ao Māori and issues of racism - for work to start on a statement from Council, sharing the journey, the missteps along the and the organisation we want to be will be needed, for consideration by Council in October.

Council also noted that the staff will be proceeding with scoping and understanding the resourcing implications of all the other operational matters set out in the paper, with a plan to come together for review by Council also in October.

**RN 38/21** That the paper be **received** by Council.

(Cr Lee / Cr Hulse)

**CARRIED U**

**AP10/21** Staff to write a short paper on Online Harm - current state and environmental scan, issues, gap analysis, what's the problem that needs to be solved. To be used at the Council strategy hui.

**AP11/21** Working group of Councillors for the Council Strategy Hui to be established to help form the Agenda.

**AP12/21** A forward plan for our work on online harm and dangerous speech and next steps by October 2021.

**AP13/21** For work to commence on a draft statement from Council re the te ao Māori journey that can be shared with the MDG and acknowledging our past journey, for Council consideration in October 2021.

### **2.3 Approach to Strategic Retreat**

The President thanked Jordan for the paper and she acknowledged that the Council understood why the paper was not fully developed due to the elections and waiting for the new Council to be formed.

Jordan advised that Council needed to settle on the details of the hui/retreat, who should attend (DNCL Directors, MDG), the overall purpose for the hui - strategic, relationship building and/or a bit of a mix and thoughts on the topics that staff can help to prepare for. He welcomed the Council's intent to play a leading role in defining the agenda and goals for the session, and in leading the work. He said that management will help as and when required.

Council commented on the need for:

- Whakawhanaugatanga time (making connections, relationship building, the process of establishing the foundations and rules of engagement)
- More preparation in advance by Council prior to the Strategy Retreat - a subgroup of Council to lead the work on the agenda.
- A focus on Te Tiriti and deepening Council understanding before we start the work with Te Ao Māori.
- Group Development - working together and Te Ao Māori
- Time for discussion on InternetNZ substantive issues

**RN 39/21** THAT Council establish a subgroup to prepare for the strategic retreat, and note the paper from staff.

(President / Vice President)

**CARRIED U**

**AP14/21** The President to work out the programme for the Council Strategy hui with Cr Lee, Raniera and the facilitator.

**AP15/21** The Council to discuss and work out requirements on the pre-work needed for this Council Strategy hui.

## Section 3 – Matters for Decision

### 3.1 Council Work Plan 2021/22 Working Draft

**AP16/21** Note the draft work plan which will be updated at the October Council meeting.

### 3.2 Review of Council members against Skills and Diversity Matrix

**AP17/2021** Note this Matrix must be updated by the October Council meeting.

### 3.3. Council Committees and Bank Signatories

The Council confirmed that all the Committees have been re-established with their current Terms of Reference. Changes to terms of reference are under discussion and any amendments will come to Council for approval.

The Council is continuing discussions on memberships and will confirm these by e-vote.

**RN40/21** That Council **agree** changes to the Bank Signatories at this meeting to include Vice President Daley and Cr Lee.

(Cr Montgomery / Cr Stokes)

**CARRIED**

**Abstain** Vice President / Cr Lee

**RN41/21** That Council formally acknowledged Cr Craig for 8 years of service and contribution to the InternetNZ Council.

**RN42/21** That Council formally acknowledged Hiria Te Rangi for her 1 year of service to the InternetNZ Council and support to the Komiti Whakauru Māori.

(President / Vice President)

**CARRIED U**

## Section 4 – Matters for Discussion

### 4.1 President's Report

It was noted that the following President's report and the following correspondence will be appended to the draft minutes of the August Council meeting:

- Correspondence in May 2021 from the Chair, Komiti Whakarau Māori and the response from the President
- Email to Members Announce.

**RN43/21** That the President's report be **received**.

(President / Cr Montgomery)

**CARRIED U**

## 4.2 Management Items for Discussion=

No items were discussed.

## Section 5 - Consent Agenda

### 5.1 2022 Meeting Schedule

### 5.2 Confirm Minutes of 14 May 2021

**RN44/21** That Council **approve** the minutes of the meeting held on 14 May 2021.  
(Cr Hulse / Cr Bow)

**CARRIED**

**Abstain** (Vice President / Cr Montgomery)

### 5.3 Actions Register

### 5.4 E-votes Ratification

### 5.5 Quarterly Report

#### 5.5.1 .nz Quarterly Report

#### 5.5.2 DNCL Quarterly Report

#### 5.5.3 Group Financial Report

#### 5.5.4 InternetNZ Financial Report

#### 5.5.5 Council Committees Report

#### 5.5.6 Membership Update

#### 5.5.7 Project Mimosa Update

**RN45/20** That the E-votes be **ratified**.

**RN46/20** That the Quarterly and Operational reporting be **received**.

### 5.6 Health and Safety and Wellbeing Update

Jordan advised that a report from the Health and Safety Committee on employee wellbeing and stress relating to recent activities will be submitted to the Audit and Risk Committee.

**RN47/20** That the Health Safety and Wellbeing Report be **received**.

Block Consent section 5.1, 5.3, 5.4, 5.5 and 5.6 - (Cr Stokes / Vice President)

**CARRIED U**

## **Section 6 - Other Matters**

### **6.1 CONTINGENCY**

### **6.2 Matters for communication – key messages**

#### **6.2.1 Communications in general**

- Recognise the seriousness and importance of the work for online harm and dangerous speech and that the Council are moving to an active leadership phase in this space.
- Reaffirmation for Māori Design Group and our work on Te Ao Māori
- Communication about the By Election and regarding the conflict between the constitution and the elections guidance.
- Formal Acknowledgement of Cr Craig and Cr Te Rangī (Joy/Sarah to provide some words)

#### **6.2.2 Upcoming events**

### **6.3 General business**

### **6.4 Meeting review**

#### **Next meeting:**

The next scheduled Council meeting is Friday 15 October 2021.

The meeting closed at 12:55pm with a waiata.