

MINUTES

COUNCIL MEETING

Status:

Draft

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
- Employed by Service Delivery and Operations, Department of Internal Affairs
- Statutory Officer - Registrar General of Births, Deaths and Marriages
- Owner and Director, 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 community needs.

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 the separate workstream 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 Te Tiriti o Waitangi 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 INZ contribution in this area.
 - 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 gain deeper understanding of the issues and the Council role
 - A call for leadership from Council and lifting of its 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 o Waitangi 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 way and the organisation we want to 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 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 the dangerous speech issues and what we currently know about the gaps in the regulatory framework 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 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:

- Whakawhanaungatanga 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

AP13/21 The President to work out the programme for the Council Strategy hui with Cr Lee, Raniera and the facilitator.

AP14/21 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

AP15/21 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

AP16/21 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 Rangī 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 Whakauru 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

- Council formally acknowledged Councillor Amber Craig, thanking her for her many contributions to Council including as Chair of Audit and Risk Committee. We also acknowledged Councillor Hiria Te Rangī, her contribution to Council and the .nz policy Committee. Council thanked both Councillors for their work, with Councillor Sarah Lee, to develop the proposal for a Māori Design Group that was approved unanimously by Council in May.
- 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.

6.2.2 Upcoming events

- Council Strategy Hui - October 2021

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.

President Report

AUTHOR: Joy Liddicoat, President

PURPOSE: To provide a report back to Council Members on the President's activities.

Introduction

The focus of my first two weeks has been orientation to the role, liaising on matters arising from the election, and supporting new Councillors into their roles (see the activity summary below). Congratulations to Jay Daley on his election as Vice President, to Jeff Montgomery for election as a Councillor and a warm welcome back to Council for Richard Hulse. My thanks to all those who have helped us in the last two weeks and your patience as we settle into our new roles.

Comment

A major focus has been considering member discussion about issues of racism, systemic discrimination, Te Tiriti and the strategic direction of InternetNZ. Those discussions, particularly in relation to Te Ao Māori, are needed. While some of the issues are confronting, I am pleased these conversations are finally happening among InternetNZ members. I am grateful to those members who have contacted me to offer support and assistance and to emphasise the need for the new Council to ensure InternetNZ strategy continues to prioritise this. I will be working closely with all Councillors and especially Sarah Lee, as we proceed.

The previous President received correspondence from Te Komiti Whakauru Māori in May, which he promised would be made public at the Council meeting after the election. While strictly relating to the term of the previous President, I believe that the promise must be kept, especially in light of recent discussions among the membership. I have therefore attached copies of both a letter from Te Komiti to President Jamie Baddeley dated 30 May 2021 and a reply from him on 31 May 2021. The subsequent announcement to members on 2 June 2021, is also attached for the record and further context.

A myriad of other issues were raised during the elections including membership diversity and inclusion, membership engagement, and business development. All of these need to be sifted through carefully and given deeper consideration by Council as a whole. My priority in the month ahead is to focus on Council's September strategy session.

Governance

Activities include:

Council Induction

- Attending the new Councillor's induction on 4 August 2021, INZ Offices Wellington
- President's induction (various tasks, training in Visa Intellilink and Xero)
- Setting up President and Vice President email accounts
- Establishing a new Council-CE@internetnz.net.nz distribution email list.
- Check in with all Councillors.

Council Meeting 13 August 2021

- Preparation, including review of agenda with the Vice President.
- Preparation for the Council mihi whakatau.
- Review of Council Committee Membership.

By Election

- Consultations with the Vice President and Returning Officer.
- Review of Constitution
- Communications with Council and related matters.
- Announcement to Members

Chief Executive

- Check in with CE and review.

Strategic Planning Process

- Review of process for September.

Member engagement and representation

- Several dozen contacts with members relating to the election results, topics of members' discussions and a variety of other matters.
- Media: one [Blog](#) and one [interview](#).



30 May, 2021

Jamie Baddeley
President
Ipuranga Aotearoa

Tēnā koe Jamie,

Te Komiti Whakauru Māori have carefully reviewed and considered the events of this week regarding the online video that intended to incite violence on the Māori community. We are united in our dissatisfaction of how this was initially handled by the organisation, and pleased there is a hui planned to bring Council and senior management together to review this.

Te Komiti Whakauru Māori is also disappointed that Council stayed silent on the matter with only a few members stepping forward with their support.

This situation caused a lot of distress for our Māori community, Māori Councillors, kaimahi Māori and Chief Advisor, Māori. It has highlighted a number of issues which we, as a sub komiti, request the whole of InternetNZ Council address with urgency.

As tangata whenua, our people are subjected to systemic racism on a daily basis. The white supremacist who filmed and uploaded the video at the centre of this situation, was attempting to incite other white supremacists to target “elite Māori” and “slaughter them by the thousands.”

A number of high profile wahine Māori were targeted online and received threats. Some have closed down their social media accounts for fear of harm to them and their whānau.

And when the Māori community reached out to InternetNZ for support, it was not immediately forthcoming. It was members of the Māori tech sector who then lobbied, successfully, to have the video content taken down.

Trust is fundamental to any healthy relationship, and unfortunately the Māori community’s trust in InternetNZ has been damaged this week.

A great deal of work has been invested over several years into building InternetNZ’s internal understanding of Te Ao Māori and nurturing relationships with the Māori community. We acknowledge Council’s support for the appointment of a Chief Advisor Māori and more recently, the establishment of a Māori Design Group.

However, if Council is serious about building mutually beneficial partnerships with Māori, InternetNZ **must** prioritise calls for support from tangata whenua. It was our expectation that InternetNZ would utilise key stakeholder relationships and pull every lever in its power to keep the Māori community safe from this abhorrent form of domestic terrorism.

To this end, Te Komiti Whakaura Māori ask Council to urgently implement the following:

1. Structurally re-position the Chief Advisor Māori role to the Senior Leadership Team.
2. Prioritise establishment of the Māori Design Group.
3. Prioritise building internal capability in Te Ao Māori.
4. Senior management KPI's prioritise capabilities in Te Ao Māori.
5. Commit adequate financial support for the establishment of an operations team to support the work of the Chief Advisor Māori.
6. Include a Pouwhenua (Māori strategy) within our governance strategy.
7. Fund/offer cultural supervision to all kaimahi Māori.

The Māori members of Te Komiti Whakauru Māori stand firmly behind these requests for action and will have no option but to reconsider our positions within the organisation if they are not seriously considered.

We hope to find a positive way forward from here, building on the work we have all undertaken in goodwill.

Ehara taku toa I te toa takitahi. Engari, he toa takitini.
My strength is not the strength of one, it is the strength of many.

Ngā mihi



Sarah Lee
Chair, Te Komiti Whakauru Māori

31 May 2021

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Sarah Lee
Chair
Te Komiti Whakarau Māori
InternetNZ

internetnz

Kia ora Sarah,

Thank you for your letter yesterday. I sincerely appreciate the approach you have taken.

- Firstly thank you and Amber for your part in the council meeting today where we were able to further understand the different perspectives, recommit our efforts as a group towards understanding Te Ao Māori and tangata whenua and to stand behind the Chief Executive in his efforts to achieve that. I think we all acknowledged the Chief Executives genuine heartfelt desire to do better in this area. I expect the Chief Executive will come back shortly on some more immediate actions for council to consider. It was most unfortunate that Hiria was unable to attend and I wish her good health and speedy recovery.
- The core role of InternetNZ is to operate the .nz domain name system. Beyond this modest role, we do what we can to support the aims and aspirations of Māori – hence recent plan of work on .NZ Policy (*.nz should support te reo Māori me ōna tikanga and participation in .nz by Māori*) which is a historic recognition by the organisation and a top level principle that will affect everything we do in .NZ policy. We also have established the Māori Advisory Group/Māori Design Group – another very important step. Both of these things are historic for the organisation and will be key elements towards achieving the sorts of things you outlined in your letter.
- InternetNZ does not have a role in monitoring online content. But we do have a role in supporting the local internet community. Clearly that includes the vulnerable members of our community. Recent events demonstrate a need for improvement in this area. I expect this council and future councils will develop strategies to be better prepared to support members of the local internet community - which certainly includes tangata whenua – much more effectively.
- I welcome ideas on how to improve our ways of working. Changes would also need time to consider and take into account implications for our society objects and constitution.
- Thank you for the ideas and suggestions for how to deepen and strengthen the work of InternetNZ in this area. These are helpful inputs to our shared strategy planning process, which as you know, the Chief Executive and staff have already begun work on ahead of our planning retreat in September. All of us on Council need an opportunity to talk about these and consider them together in more depth and alongside other important contributions from across the organisation and the outcomes of other programmes of work such as engagement with Māori on Phase 2 of the proposed changes to .nz rules. I of course will not be there for that stage but I am very confident that all of the council who will remain will take that forward seriously and with deep consideration.
- The primary role of Councillors, including in our work on Council Committees, is to support the Chief Executive at a governance level and to set strategy. As you know, I always welcome Te Komiti's reflections and inputs to this aspect of InternetNZ strategy and contributions as Councillors in all our shared governance decisions.

**Helping New Zealanders
harness the power
of the Internet.**

- On that note, I'd like to recall our whakataukī - Kua rāranga tahi tātou he whāriki ipurangi mō āpōpō - Together we weave the mat, in terms of the Internet, for future generations. It is exceedingly important that we are able to do this together – in partnership – interwoven.
- An important mechanism for supporting the Chief Executive is the Key Performance Indicators set at the annual performance review. We discussed these together at our last Council meeting and a draft is currently circulating for comment. That is the appropriate place to consider KPIs in the areas of personnel capability and capacity. I encourage fulsome input.
- While Council can suggest the size of the Senior Leadership Team, it is ultimately for the Chief Executive, not Council, to determine its size and composition and for Council to review and assess whether the Chief Executive has achieved the objective set for him. To go beyond this is straying from good governance practices in my view. That said I am confident that the Chief Executive has deeply and seriously listened to perspectives today and will strike a balance which takes into account discussions over the last week. But we must leave that to him in trust that he will take into account the clear suggestions of Te Komiti.

My deepest and most sincere regards,

Jamie Baddeley

President

InternetNZ

----- Forwarded message -----

From: **InternetNZ President** <president@internetnz.net.nz>

Date: Wed, 2 Jun 2021 at 08:55

Subject: [InternetNZ Members-Announce] Online Harms and Racism

To: <members-announce@mailman.internetnz.net.nz>

Kia ora members,

One of InternetNZ's core goals is an Internet for good, and we have undertaken various efforts to support this — particularly since the March 2019 Christchurch mosque attacks. Claiming an Internet for good means acknowledging that the Internet can also be used for harm — and that we want to shape it in a direction where harm is tackled and reduced.

Recently, the Internet has been used again to spread racism and hate threatening mass violence against Māori. In response to a YouTube video containing hateful and racist threats, people within the Māori Internet community worked to flag their concerns to YouTube and New Zealand authorities. It took nearly 24hrs for the video to be taken down, and spin-off harassment and abuse against those who responded continues on online platforms.

This message is to acknowledge that in the last week we were confronted with the worst of the Internet, and we did not do all we could in response. Concerns about the video were flagged to InternetNZ by Māori members of our community, and we did not quickly and clearly use our voice to condemn racist extremism online.

We unreservedly apologise that we as an organisation did not do all we could to support our Māori Internet community. We must do better to act decisively when our values are tested. And we must do better to support our Māori staff members, Māori council members and the wider Māori community.

These campaigns of racist harassment specifically targeting Māori have not been covered in general media nor quickly condemned by online safety organisations, leaving many people and communities frightened. The lack of active support from the NZ Internet community resulted in feelings of abandonment, as well as accusations that InternetNZ did not do our part in using our position in response.

We must do better, both as a council and as an organisation. We did not quickly offer meaningful support, nor did we quickly condemn the hate itself or the response from other organisations.

The council and CE have met and we are undertaking the following actions:

1. Upgrading the priority we place on Māori engagement to join the registry systems replacement and the new .nz rules framework as a key organisational priority, also reflected in the Chief Executive's KPIs.
2. Working over the next couple of months to change our strategy so that it properly reflects this priority. It will outline outcomes that aim to strengthen connection with Māori and support diverse Māori Internet communities.
3. Strengthening the organisation's capability in working in this area, building on the recent recruitment of our first Chief Advisor Māori with further resources being available and a stronger focus at the leadership level on this mahi.

Our focus as a Council is on making sure our strategic intent is clear and ambitious; and holding the Chief Executive to account in developing and delivering the means to deliver on that intent.

Beyond the immediate first steps above, we will be at council and management levels speaking with those who we have let down, to better understand how we need to change and how we can offer support that meets the needs of these communities, in a genuine, respectful and real way.

More action will flow from that.

You can expect to hear more from us in coming weeks, and please continue to hold us accountable for progress on our journey to act as true partners with Māori.

Ngā mihi nui

Jamie Baddeley and Joy Liddicoat

President and Vice President

InternetNZ