

INTERNETNZ BOARD MEETING MINUTES

Status: FINAL

Date: 10 October 2025 / 9:00am

Present:

Stephen Judd (Chairperson), Anjum Rahman (Deputy Chairperson), Richard Hulse, Kate Pearce, Potaua Biasiny-Tule, Anthony Bow, Whetū Fala, Daniel Spector, Dylan Reeve and Jonathan Ayling.

In attendance:

InternetNZ: Vivien Maidaborn (Tumu Whakarae | CE), Catherine Fenwick, Rose Jamieson, Tim Johnson and Michael Elwood-Smith (Pou Ārahi | Board Secretary).

Members: 14 members.

Apologies: No apologies.

Meeting opened: 10:00am

Section 1 — Meeting Preliminaries

1.1 Board only (in committee)

1.2 Board and Tumu Whakarae (CE) alone time (in committee)

1.3 Meeting open: Karakia and Apologies

Chairperson Judd opened the meeting at 10:00am with karakia.

All Board members present. No apologies.

Section 2 — Confidential Items

2.1 Health, safety, and wellbeing update (Confidential)

RN65/25 That the InternetNZ Board receive the Health, Safety and Wellbeing quarterly report.

(Chairperson Judd / Board Member Ayling)

CARRIED U

2.2 Enterprise Risk Management Update (Confidential)

RN66/25 That the InternetNZ Board note the new and emerging risks.

(Chairperson Judd / Board Member Fala)

CARRIED U

Section 3 — Meeting preliminaries & Chief Executive's Report

3.1 Open meeting: Member welcome and Agenda review

Chairperson Judd opened the meeting at 10:24am and welcomed members.

14 members joined to observe during the meeting.

3.2 Action Register

The Actions register was reviewed noting progress and completion of actions.

AP13/24 Board to write an annual letter of expectations of DNC. [In progress.] The CE noted that the research phase is complete and intent to draft a letter of expectations following completion of the Strategy 2026/31.

AP21/24 Board to review the process of appointing Fellows. [In progress.] The Chairperson has proposed a process for the appointment of Fellows to the Board via email, and intends to bring a paper to a future Board meeting.

AP22/25 Propose further improvements to the Charter and Bylaws to the Governance Committee. [In progress.] The CE noted the feedback received from the Board review and intends to bring suggestions made to the Governance Committee.

AP26/25 Te Komiti Whakauru Māori communicate with key stakeholders and the Māori technical community on progress towards addressing the SRR

recommendations, and plan to move ongoing work into Te Tiriti work programme through Ngā Pae by 31 July, 2024/25 AGM. [In progress.] To be reviewed at the next Komiti Whakauru Māori meeting in November.

AP27/25 Organise a discussion with the Board to provide clear guidance on the entrenchment and long term structure of the fund. [In progress.] To be discussed at the next Audit & Risk committee on 29 October.

AP28/25 Schedule a pop-up meeting with the Board to consider Board Member Health, Safety and Wellbeing needs. [Complete.] Notes have been circulated with next steps.

AP30/25 Governance Committee to review the election process for members prior to the next election, including; the waiting period, candidate pack, eligibility and candidacy, communications, and feedback from successful and unsuccessful candidates. [To start.] March 2026.

AP31/25 Chairperson Judd to reply to the member that the concerns raised will be brought to the next review of the Code of Conduct. [Complete.] Member has acknowledged reply.

3.3 Interests Register

Board Members disclosed changes to their interests:

Deputy Chairperson Rahman has been appointed to an Advisory Group for the Social Cohesion Fund run by the Gift Trust.

Board Member Ayling has been appointed contractor with NZME to provide a weekly column to the NZ Herald.

Board Member Fala is no longer a Board Member of Te Paepae Ataata Aōtearoa NZ Film Heritage Trust, and has recently been appointed Board Member, Te Manu Atatū Whanganui Māori Business Inc.

Chairperson Judd is no longer a Shareholder of Spark NZ.

3.4 Chief Executive's Report

The CE presented the CE Report highlighting the .nz Register Summit 2025 held recently and noting the warm opening by local Ngāi Tahu representative. The Summit theme was one of celebration recognising the long term business relationship of Registrars and the InternetNZ Group over 20 years.

The CE acknowledged the Chair of the Registrar Advisory Group who thanked InternetNZ Group for outstanding and responsive service through a tough 10 month period. He said that as a customer he felt InternetNZ Group didn't miss a beat over the last 10 months with the same responsiveness

and generosity as always. This sentiment was supported by the other Registrars at the Summit, who represent 85% of .nz domain names.

NetTalks is a regional event coming up in Ōtautahi | Christchurch on 31 October 2025, and the CE encouraged the Board to attend and share on social media.

RN67/25 That the InternetNZ Board receive the CE Report.

(Chairperson Judd / Deputy Chairperson Rahman)

CARRIED U

Section 4 — Strategic Priorities Discussion

4.1	2025 Amendments to .nz Rules Chairperson Judd advised that the paper was withdrawn from the meeting until the amendments are considered by the .nz Advisory Committee, who will bring a paper on amendments back to the Board at the December meeting.
4.2	Strategy 2026/31 Chairperson Judd noted that the Board met on 9 October for a full day Strategy workshop. The CE presented the summary of the output of the day, inviting the Board to ask questions and identify areas to spend more time on, and sought support of the Board to proceed to high level budget assumptions based on the Strategy. The Board discussed the draft Vision, Purpose, key Strategic Pillars and Strategy Goals, noting that it expresses a representation of the Board's inputs at the workshop. The Board invited further prioritisation of the Goals noting there are still too many. The Board further noted that members will be offered an opportunity to feedback on the Strategy via an online survey. RN68/25 That the InternetNZ Board note the outcome of the Board Strategy workshop. RN69/25 That the InternetNZ Board approve the Strategy 2026/31 including Te Korowai, with amendments discussed during the meeting, as the basis for budgeting and planning work for the coming financial year (2026/27). RN70/25 That the InternetNZ Board approve the Strategy 2026/31 including

amendments for consultation with members.

(Chairperson Judd / Board Member Fala)

CARRIED U

Board Member Hulse left the meeting at 11:25am.

Section 5 — Matters for Decision

5.1 Te Korowai o Ipurangi Aotearoa

Te Korowai o Ipurangi Aotearoa is the InternetNZ Te Tiriti o Waitangi Statement.

Chairperson Judd noted that following advice of Te Komiti Whakauru Māori Chair Fala, the resolutions of this agenda item were withdrawn. Te Komiti Whakauru Māori through Komiti Chair Fala acknowledged the work of the CE and staff in making significant progress of the society's journey to centre Te Tiriti. Te Komiti endorse the direction of travel of Te Korowai o Ipurangi Aotearoa and suggest a further step to bring the process to a conclusion

Te Komiti Chair, Fala proposed an online wānanga with Te Komiti members and key staff to consider the final draft of Te Korowai o Ipurangi Aotearoa. This wānanga would address the whakapapa of the document and final wording and application guidance.

The Board look forward to receiving a recommendation from Te Komiti Whakauru Māori on Te Korowai o Ipurangi Aotearoa at a future board meeting.

AP32/25 Te Komiti Chair to schedule an online wānanga with Te Komiti Whakauru Māori members and key staff to consider the final draft of Te Korowai o Ipurangi Aotearoa. This wānanga would address the whakapapa of the document and final wording and application guidance.

RN71/25 That InternetNZ Board agree an online wānanga be held to further develop Te Korowai and the resulting text is brought to a subsequent Board meeting for approval.

(Deputy Chairperson Rahman / Board Member Reeve)

CARRIED U

5.2 Ngā Uara - Values

The Board acknowledged the work of Te Puni Māori in developing Ngā Uara - Values and enthusiastically endorsed the values, bursting into waiata led

by Te Komiti Whakauru Māori Chair Fala.

RN72/25 That the InternetNZ Board approve Ngā Uara - Our Guiding Values for the InternetNZ Group.

(Te Komiti Whakauru Māori Chair Fala / Board Member Pearce)

CARRIED U

Section 6 — Matters for Discussion

6.1 Product Standing Report

Tumuwhanake | GM Customer & Product Tim Johnson introduced the Product Standing Report noting there has been sustained growth of 0.8% in Domains Under Management (DUMs) for the year, and cautioned that after a period of growth it is common to see a softening in growth before lifting again.

The Board noted that DUMs tend to track along with global trends for ccTLDs, and there is not a strong correlation with the national economy.

RN73/25 That the InternetNZ Board receive the Product Standing Report.

(Board Member Biasiny-Tule / Board Member Ayling)

CARRIED U

6.2 Membership update

The CE introduced the Membership update noting:

- Total number of current members: 4,814
- Total number of new memberships since 30 April 2025: 338
- Total number of members who have resigned since 30 April 2025: 223

The Board have a strong interest in understanding more about the membership of InternetNZ including considering what is the membership path from here. The Chairperson stated that the Board would have further conversations about membership.

The Board requested membership statistics including:

- Term remaining on membership
- Renewals long term and short term

AP33/25 Chairperson Judd convenes a Board pop up meeting on membership by November, with aim to draft a Board paper for the December meeting.

	<p>RN74/25 That the InternetNZ Board receive the Membership update.</p> <p>(Board Member Reeve / Board Member Spector)</p> <p style="text-align: right;">CARRIED U</p>
6.3	<p>Chairperson’s Report</p> <p>Chairperson Judd noted that the report has been prepared by Deputy Chairperson Rahman and expressed his gratitude for her work on important matters as Acting Chairperson during the 6 weeks of his overseas travel.</p>
6.4	<p>Report Back from Committees:</p> <p>6.4.1 Governance Committee (Chair, Chairperson Judd)</p> <p>Chairperson Judd reported that the Institute of Directors have been commissioned to run an evaluation survey and a facilitated workshop with the Board as part of the programme to improve governance. The survey is planned in November and a half day governance workshop to be scheduled for 4 December 2025.</p> <p>6.4.2 Komiti Whakauru Māori (Chair, Board Member Fala)</p> <p>RN75/25 That the InternetNZ Board receive the reports from the Chairperson and Committees.</p> <p>(Deputy Chairperson Rahman / Board Member Bow)</p> <p style="text-align: right;">CARRIED U</p>

Section 7 — Consent Agenda

7.1	<p>Minutes of the previous meeting</p> <p>RN76/25 That the InternetNZ Board approve the minutes of 22 August 2025.</p> <p>(Board Member Ayling / Board Member Reeve)</p> <p style="text-align: right;">CARRIED U</p>
7.2	<p>Domain Name Commission (DNC) Quarterly Report Q1&2 2025</p> <p>The CE introduced the DNC Quarterly Report noting that DNC is under financial pressure with a higher legal expenditure than budgeted.</p>

The CE further noted;

- The work underway to align the Authorisation and Connection Agreements with .nz Rules.
- That dispute resolution is showing new trends with more people wanting to get to agreement quickly rather than engaging in mediation.
- DNC has received a first request for tikanga based mediation.

The Board reviewed the domain name registration data and noted the use of a tool to find suspicious domain names and flag for action.

The Board expressed concern for the significant budget overspend on legal expenses by DNC and raised a specific concern about the process and cost of acquiring external legal counsel, noting this represents a high risk.

RN77/25 That the InternetNZ Board **receive** the Domain Name Commission Quarterly Report Q1&2 2025.

(Deputy Chairperson Rahman / Chairperson Judd)

CARRIED U

Section 8 — Other Matters

8.1	CONTINGENCY (for any overflow)
8.2	Incoming correspondence
8.3	Matters for communication — key messages
8.4	General business Board Member Fala announced that Te Komiti Whakauru Māori will be meeting at Pākaitore, Whanganui on 28th February 2026, and extended an invitation to the Board to attend. AP34/25 Chairperson Judd to review governance budget for the Board The Board noted the Tamaki Makaurau event to celebrate the community groups funded through InternetNZ, and the invite to Board members in the area.
8.5	Meeting review
8.6	Meeting close (karakia or waiata) Chairperson Judd closed the meeting at 12:45pm with karakia.