MINUTES OF THE 2024 ANNUAL GENERAL MEETING

Status: Draft to be ratified

Date: Thursday 25 July 2024

Venue: Online event with Zoom Meeting.

Resources: Full [AGM Slide Deck](#)

1 - Meeting preliminaries

The President and Chair of the meeting, Joy Liddicoat, confirmed a quorum of members is present.

Whitiaua Ropitini opened the meeting with karakia.

1.1   Apologies

Apologies were received from:
     Vanisa Dhiru
     Craig Thomas

The President noted she held eight proxy votes for members who were unable to attend.

AGM 01/24: That the apologies be received.

(President / Vice President)
CARRIED

1.2   Minutes of the 2023 AGM and Matters Arising

The minutes of the 2023 AGM were accepted.

AGM 02/24: That the minutes of the 2023 AGM be received and adopted as a true and accurate record of the meeting.

(President / Vice President)
CARRIED

2 - President's Report

Vice President Wallace invited President Joy Liddicoat to present her report:

As Joy's final report as President, Joy is pleased to see the organisation end the year in a strong position noting the reemergence of .nz as a strong, functioning business unit, and the adoption of a three year product strategy. Joy also acknowledged the reconnections made with country code Top Level Domains (ccTLDs) and refresh of international relations, particularly our Australian colleagues, thanking staff for their efforts.

It has been an excellent second year for Chief Executive, Vivien Maidaborn, reinvigorating and revitalising the InternetNZ that Joy was a part of helping create since 2017.

Reflecting on the past three years as President, Joy noted InternetNZ's key achievements including; rolling out a new registry system, reinvigorating .nz as a business at a time of declining domains under management (DUMs), reinstituting regular policy reviews, and response to the DNSSEC incident.

Proud of these achievements, Joy notes that all of this was carried out during a global pandemic that affected us all and at a time when the Internet was critical, not only keeping New Zealand well, but enabling businesses to emerge digitally strong.

Joy thanked Vice President Brenda Wallace for her support, and all of the InternetNZ Council members to help with the organisation's strategic goals.

Joy thanked Members and all who have joined the AGM.

AGM 03/24: That the President's Report be received.

(Vice President / Rachel Prosser)
CARRIED

3 – Annual Report and Audited Annual Accounts

3.1   Annual Report

Tumu Whakarae, Chief Executive, Vivien Maidaborn presented the highlights of the 2023/24 Annual Report.

Vivien reminded members that the current InternetNZ Niho Taniwha strategy is in its last year and so focus has been on what has yet to be achieved.

In support of InternetNZ's authoritative voice, the annual Internet insights research report is a valuable resource for the media and government. It was interesting to see responses to new questions showing 42% of respondents are more concerned about AI than excited, that 37% think the Internet has a positive impact on cultural

beliefs and values, but 28% think it has a negative effect. 27% spend five hours or more per day on the Internet for personal use.

Centering Te Tiriti o Waitangi is an important part of our focus over the last two years, and is central to our strategy going forwards. Earlier this year, Vivien noted that there were 16 Te Tiriti centered projects throughout the organisation, and felt a tipping point had been reached where all were thinking about how our work relates to Te Tiriti.

The System Racism Review remains a focus and the last update was published in February 2024. The organisation is working to complete the recommendations at the same time as undertaking the constitutional review. Some recommendations are ongoing and will be incorporated into our Te Tiriti centric strategic vision and framework.

Vivien announced that $1,199,926 has been delivered for community public impact plus $750,000 Government funding to build community capability to combat mis/disinformation.

Funding streams have been re-worked to focus on specific funding streams and allocated to:
- Rangapū | Partnerships $405k
- Mahi Tahi | Collaborative $125k
- Pūtea Tautoko | Grants $430k
- Hōtaka | Programmes $120k
- Hāpai te Ipurangi | Internet Tech $75k
- Whakawhanake | Relationships $40k

A strategic goal for the year was to rebalance the distribution of funds towards kaupapa Māori and $431,645 (36% of total) was distributed to Māori organisations and individuals. A new partnership with Tāiki e! in Tairāwhiti was established demonstrating new ways of funding and support for rangatahi.

Rebuilding policy capability has been a focus during the year, with priority to rebalance focus on:
- .nz rules
- International Internet governance
- Public policy
- Input to critical processes including Global Digital Compact, NETMundial+10, WSIS+20
- Te Tiriti focus with a te ao Māori perspective

AGM 04/24: That the 2023/2024 InternetNZ Annual Report be received.

(President / Joel Pauling)
CARRIED

General Business Special Item – Rules for appointing Fellows

The President invited Fellow Peter Dengate-Thrush to introduce a special item of general business about the rules for appointing Fellows.

The current rules allow for the appointment to Fellow (a life membership of the organisation) of people who have contributed to the InternetNZ organisation and/or people who have made contributions to the Internet.

Fellow Dengate-Thrush believes this is appropriate for those members who have made a significant contribution to the InternetNZ organisation. However feels it is less appropriate to grant life membership to InternetNZ organisation to those people who have made a significant contribution to the Internet and may have no direct affiliation with InternetNZ.

Fellow Dengate-Thrush proposes to separate the appointment of Fellows of InternetNZ from the recognition of people that have made stellar contributions to the Internet, by creating a separate awards programme.

The President invited a further discussion in General Business.

3.2   Audited Annual Reports

The Chair of the Audit and Risk Committee, Councillor Rahman introduced the audited annual reports noting that the financial report met budget targets and there was a favourable return on investments creating a small surplus for the year.

Councillor Rahman further noted intent to continue a prudent financial policy as well as investing to grow other business streams to ensure sustainability of the organisation.

proposed the motions:

AGM 05/24: That the Annual Audited Financial Statements for 2023/24 be received.

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(Cr Rahman / Vice President)
CARRIED

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AGM 06/24: That Grant Thornton to be appointed auditor for the 2024/25 audit.

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(Cr Rahman / Cr Hulse)
CARRIED

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4 – InternetNZ Operational Update

Tumu Whakarae, Chief Executive, Vivien Maidaborn presented the organisation's 2024/25 annual strategic goals, developed with the engagement of Council, staff and members over several months.

Strategic Goals 2024/25
1. A thriving .nz operation that is resilient and sustainable.
2. Revenue growth year-on-year by:
    ○ Increased registrar engagement to support a competitive market
    ○ Providing wholesale domain name services to two other registries.
3. Centering Te Tiriti o Waitangi in InternetNZ.
4. New Zealand's voice is heard and contributes to good global Internet governance.
5. A revitalised InternetNZ through
    ○ Modernising our constitution
    ○ Refreshing our brand/identity
    ○ Centering Te Tiriti.
6. The role of the Domain Name Commission is valued by market participants.
7. Partnership and collaboration with diverse communities for an Internet that benefits all of Aotearoa.

2024/25 Annual Budget

Total revenue	$14,375,470
Total costs	$14,560,058
Capex	$519,200
Deficit (before interest)	$184,588

Budget assumptions include 2% revenue growth from domains under management, the launch of a new registry lock product and diversified revenue streams that leverage the organisation's core capabilities, in particular technical support for other domain names.

New budgeted costs include a $400k marketing budget recognising that we now have to work to grow Domains under management (DUMs).

The organisation is stable with no substantive changes in staff planned, and the intent is to balance CPI expenditure increases against continuing to drive efficiencies in organisational systems.

Key projects in the budget include:
● Diversifying income
● .nz policy and work programme

- Constitutional review
- NetHui 2024

Capex budget includes:
- .nz investment
- Infrastructure investment
- Web development
- Computer equipment
- Broadband map

Treasury & Investment Policy

Cr Rahman outlined the Treasury and Investment Policy, developed with the support of expert advice. The intent is to make the most of the organisation's money while managing risks and recognising the limits of the organisation.

An investment strategy has been developed with a short term fund and a long term fund. The long term fund has a 20 year outlook to avoid being distracted by variations in the short term market, and uses a responsible investment approach considering economic, social and governance matters to ensure ethical investment.

$11m has been ringfenced from all investments to be used for funding public impact grants, so as to not rely on operational income for this purpose. The aim is to continue investing and building the fund to increase granting capacity, and to develop a reserving policy ensuring base capital is protected so that funds are available in years when investment returns are lower.

AGM 07/24: That the 2024/25 Annual Plan and Budget be adopted.

(Cr Rahman / Cr Hulse)
CARRIED

5 – Domain Name Commission Update

Domain Name Commissioner, Barbara Pearse presented an update of the Domain Name Commission.

The Year that was
- 74 authorised registrars including 3 new registrars. 42 are incorporated in New Zealand.
- 1,038 domain names put through the data validation process, up from 283 in FY 22/23. 82% were suspended for not validating registration information.
- 111,203 domain names with privacy option applied, a decrease of 3,848 in FY 22/23.
- 1,346 conflicted domain names, 6.5% drop from 1,440 in FY 22/23.

- Increase in reported CSAM in .nz from 584 URLs reported in FY 22/23 [one DN], to 607 URLs [five DNs].
- Dispute resolution process: Triaged 60 DRS enquiries with 32 complaints started.
  - 23 expert decisions and one appeal issued.
  - Ten informal mediations started.
- DNC's market data tool: https://dnc.org.nz/market-data/

Key activities implemented towards the FY 22-25 strategy include:

- Completing the online dispute resolution pilot
- Outsourcing the dispute resolution scheme to the New Zealand dispute resolution centre.
- Amending process rules to give complainants options for an informal mediation process or an expert process, subject to consultation.
- System updates including moving Jira to the cloud, decommissioning old website, and an accessibility review on new website.
- Increased engagement with ICANN, APTLD and presented at the Registrar summit.
- Commenced a review on the Registrar authorisation process and welcome pack for new Registrars to help them be successful when entering the market.

Barbara noted that the DNCL 2023/24 Annual Report is available on the DNC website.

AGM 08/24: That the DNCL 2023/24 Annual Report be received.

(President / Diane Robinson)
CARRIED

6 - 2024 Membership Survey

Tumu Whakarae, Chief Executive, Vivien Maidaborn presented the annual membership survey results.

- 2024 membership survey:
  - 69 responses of 386 members (17.9% response rate).
- Comparing to 2023 membership survey:
  - 83 responses of 406 members (20.6% response rate).

Q: Our membership's ethnicity (first time this data has been requested)

- 71% - Pākehā
- 16% - Māori
- 12% - Another European group
- 10% - Prefer not to say
- 3% - Another Pacific Island group
- 3% - Another Asian group

- 1% - Samoan
- 1% - Cook Island Māori
- 1% - Indian

Q: Our membership's gender diversity

- 65% - Male
- 30% - Female
- 3% - Other
- 1% - Gender diverse

Q: How members currently engage with InternetNZ:

- 88% - Read emails on the members-announce list
- 71% - Received and read DotNews (our monthly newsletter)
- 52% - Read InternetNZ Council minutes
- 32% - Sent/read kōrero on #members-chat on #NetHub
- 32% - Follows us on social media
- 26% - Met/talked with a staff member
- 25% - Met/talked with a Council member
- 25% - Attended an online event run by InternetNZ
- 20% - Attended the online AGM (July 2023)
- 12% - Attended the quarterly CE and members meeting
- 6% - None of the above

A membership engagement plan has been initiated focused on creating a more inclusive and responsive organisation.

Members are important not only to participate in governance of the organisation and vote to elect people to represent them on Council, but also to participate in multi-stakeholder processes associated with our different policy areas such as .nz rules, Internet governance nationally and internationally, public policy, profile and engagement of diverse New Zealand communities in those processes.

Planned membership engagement opportunities for 2024/2025

Members are invited to participate in engagements including:

- NetHui 2024
- Constitutional review
- .nz Policy review
- International multistakeholderism
- Quarterly CE online hui
- Member moderated members-discuss lists

7 - Recognition - Fellowships

The following person was announced as a new fellow of InternetNZ, and presented with certificate and a lifetime membership to InternetNZ:

- **Chris Streatfield**

Congratulations to all Fellows. Link to [InternetNZ Fellowship for 2024](#) and reason why they were awarded a Fellowship.

8 - Election results

Vivian Chandra, the Returning Officer, declared the final election results of the InternetNZ 2024 Election, elections closed 24 July 2024 at 12:00pm.

The finals results were delivered (they had been scrutinised by Grant Thornton prior to the AGM):

Election of President
Total Valid Votes 143 / Total Invalid Votes 0
Winning Threshold / Quota: 72

The successful candidate to serve a three-year term 2024-2027:

- **Stephen Judd**

The unsuccessful candidates for President were:
- Dr Karaitiana Taiuru
- Brenda Wallace

Election of Vice President
Total Valid Votes 139 / Total Invalid Votes 0
Winning Threshold / Quota: 70

The successful candidate to serve a three-year term 2024-2027:

- **Anjum Rahman**

The unsuccessful candidates for Vice President were:
- Kris Dempster-Rivett

Election of ONE (1) Councillor
Total Valid Votes 144 / Total Invalid Votes 0
Winning Threshold / Quota: 73

The successful candidate to serve a three-year term 2024-2027:

- **Richard Hulse**

The unsuccessful candidates for Councillor were:
- Kris Dempster-Rivett
- Toa Greening
- Daniel Spector

Return percentage 44.86% (144 votes received from 321 members)

The Returning Officer noted that the election results have created two vacancies on Council, one for a one year term and another for a two year term, so a by-election will be scheduled in coming weeks.

President Liddicoat congratulated candidates that were successful and acknowledged those candidates who stood for election and encouraged them to stand again.

8 - General business

Rules for appointing Fellows and discussion about concept of Awards

President Liddicoat opened the floor for any further discussion about Fellow Dengate-Thrush's proposal to separate the appointment of Fellows from the recognition of people who have made a significant contribution to the Internet.

Cr Pearce proposed opening a discussion with members at NetHui.

Keith Davidson emphasised the importance of creating a way to acknowledge people's Internet achievements who are not members of InternetNZ and supports a dual recognition of people's efforts. Keith suggested the Internet Society's Hall of Fame as a possible model to emulate.

Acknowledgement

Cr Pearce thanked Vice President Wallace for her service to InternetNZ since 2005 and her multiple roles on Council since 2010, noting;

"[Brenda] fights out of a frustration on behalf of others, to drive for a better world, not because you think you deserve it, but because you think it should always have been there for others, and that shows through on what you do."

Closing

President Liddicoat thanked members for their support and attendance at the AGM.

Chief Executive Vivien Maidaborn thanked President Liddicoat for her service to InternetNZ and the Council, and presented a gift in recognition.

Whitiaua Ropitini closed with karakia.

Meeting closed: The 2024 Annual General Meeting closed at 6:55pm.

Signed as a true and correct record:

……………………………………… ………………………………………

Stephen Judd, President   Date