Council Candidate Pack

Version at August 2024

Introduction

This pack provides helpful information and links to help potential InternetNZ Council candidates prepare for our upcoming Council elections.

For further questions/patai, please email: membership@internetnz.net.nz

Outline of role

The Council is the governing body for InternetNZ. Made up of nine members elected by our membership and up to two appointed members. Council guide our strategic direction and govern the organisation. InternetNZ staff carry out operational work as directed by the Chief Executive, but it's the Council members that are the governors of InternetNZ.

Examples of what Council members do:
- establish and monitor InternetNZ's strategy;
- set and review the budget and business plan;
- appoint and hold the Tumu Whakarae | Chief Executive to account and guide their performance;
- act as stewards of our ownership interests in the Domain Name Commission (DNC).

Council members are entitled to an honorarium for their positions, and meeting and travel expenses are paid for by InternetNZ where required.

Who should consider being nominated?

Members who have skills, diversity, and the time to support our kaupapa should consider standing.

Time commitments

Candidates should ensure they have adequate time to commit to the role for the full length of their term. Council members are expected to commit on average two days every month to our mahi. This includes at a minimum six half-day

Council meetings each year, where the strategy development and business planning will be discussed.

In addition to the ordinary Council meetings, there may be additional meetings of Council as required; Council committee meetings; and other special engagements as determined by Councillors.

Meetings are held at the InternetNZ office in Wellington, online or in other locations as required. InternetNZ meet travel and accommodation costs for Council meetings where required.

Council members are also encouraged to attend and participate in InternetNZ events during the year. They are also invited to join and participate on member channels like the members-discuss email list, and on our community space, NetHub.

For more info on the roles of the Officers (President and Vice President) refer to our constitution and bylaws.

Eligibility to nominate or be nominated

The eligibility period to participate in the upcoming election closes on 31 March each year. New members that join before 31 March are eligible to stand for Council or vote in that year's election. However, there is a grace period for current members, who are eligible to stand for Council and vote in the election if they renew by 30 June of that year.

How do I nominate another member for a Council role?

Eligible members are able to nominate another eligible member using the candidate nomination form.

When a form is received, it will be automatically acknowledged, and the member nominated will be contacted by the Returning Officer by email and phone to:

- confirm if they want to accept the nomination
- answer any questions the nominee may have
- advise them to prepare their bio and photo, which will be published on the InternetNZ website.

What happens if I am nominated?

If you are nominated by another member, the Returning Officer will be the person that contacts you (the nominee). This will be done by phone and email, which will give you an opportunity to ask any questions in regards to the process.

You'll be confirmed as a candidate for the elections once your bio details and photo are received and acknowledged by the Returning Officer through the Candidate Information form.

The InternetNZ website will be updated with your bio and photo within three working days after confirmation by the Returning Officer. When your details are uploaded, you will be notified by email. There will be no changes permitted to bios after they are published on the website.

Every week leading up to the nominations closing date, confirmed candidate names will be announced to members on NetHub and through the member-announce email list.

What if you don't have someone to nominate you?

If you would like to nominate yourself for the elections, the Returning Officer can provide a 'neutral' nomination. They will call and email you to confirm this as above.

Under 7.6 of [the InternetNZ constitution](#) people are ineligible to be Council members of the Society if:

7.6 The following persons are ineligible to be Council Members of the Society, and a Council Member will be deemed to have vacated their office as a Council Member with immediate effect if, at any time during their term as a Council Member, the Council Member:

> *7.6.1 is an undischarged bankrupt.*

> *7.6.2 is under the age of 16 years.*

> *7.6.3 has been convicted of a crime involving dishonesty (within the meaning of section 2(1) of the Crimes Act 1961) and has been sentenced for that crime within the last 7 years.*

> *7.6.4 is prohibited from being a director or promoter of, or being concerned or taking part in the management of, an incorporated or unincorporated body under the Companies Act 1993, the Securities Act 1978, the Securities Markets Act 1988, or the Takeovers Act 1993.*

> *7.6.5 is disqualified from being an officer of a charitable entity under section 31(4) of the Charities Act 2005.*

> *7.6.6 is subject to a property order made under the Protection of Personal and Property Rights Act 1988, or whose property is managed by a trustee corporation under section 32 of that Act.*

The Election

Returning Officer

The Returning Officer is responsible for implementing election and voting processes that help to achieve the best possible election outcomes and adhere to the InternetNZ code of conduct.

The Council appoints the Returning Officer in a neutral role. They are there to encourage and motivate eligible members to put themselves forward or nominate other members for the annual elections of the InternetNZ Council.

Building and maintaining relationships with candidates is a critical part to their role, as is providing feedback to the Council on the elections process, and the staff membership team who implement the election. They will be the first point of contact for questions from candidates.

Candidates

Confirmed candidates should agree to abide by the Code of Conduct, and understand they will, if elected, undergo a Police check and other formalities suitable to their role as governor of an Incorporated Society.

Where can members discuss the election, and campaign?

Campaigning is welcome during our election period in the InternetNZ elections. Those who wish to nominate or be nominated for a Council position can use discussion, images, distribution of campaign materials, and solicitation of votes for or against any person or position. InternetNZ maintains NetHub the Slack workspace for members to engage with other members. Candidates are welcome to use this space to campaign. Candidates are also welcome to use their own chosen platforms to campaign, InternetNZ is not responsible for moderation in those spaces.

The incumbent President and Vice President are committed to a respectful and inclusive election process. To deliver on this commitment, we will continue to moderate InternetNZ member spaces to moderate discussions as needed. All material should adhere to the [Code of Conduct](), and the Returning Officer will support the moderation process with InternetNZ staff.

1. NetHub's members-chat

This is a channel in our open online community hosted on Slack. Members opt-in to this channel, and staff with administration rights can moderate comments. Campaign messages in NetHub will be moderated by InternetNZ staff and the InternetNZ Council. All communications are subject to InternetNZ's code of conduct.

If you do not have access to this channel contact membership@internetnz.net.nz.

2. Meet the Candidate online sessions

InternetNZ will host an online 'Meet the Candidate' session for members. Questions that members have can be sent directly to candidates before or during these sessions. This session will be moderated by InternetNZ staff and is subject to InternetNZ's code of conduct.

3. Campaigning on other channels

Social media — If a candidate wishes to utilise public social media channels during the election period, we recommend posts are sufficiently moderated by the candidate. InternetNZ is unable to assist you with moderation on social media.

Self-hosted sessions or events — If a candidate wishes to host an online or in-person event themselves, they should host and run these in accordance with the [Code of Conduct](#). Creating safe spaces is paramount to InternetNZ events, and we expect you to understand and set up your spaces accordingly. Information on any self-hosted sessions can be included in candidate bios (online) if desired. Session details will also be shared on the members-announce email list, distributed to all members by InternetNZ after nominations are closed.

Contacting members — If a candidate contacts a member personally through any other medium (ie. a DM, email, phone, other messaging system or post) more than once, and it is deemed undesired by the receiver, they should report this to the Returning Officer to address with the candidate that has sent the message.

How does the election work?

Elections system

Under the Single-Transferable Vote (STV) electoral system that InternetNZ uses, voters rank candidates in their order of preference. You write "1" next to the name of your favourite candidate, "2" next to your second favourite candidate and so on.

We encourage candidates to understand our [electoral voting system](#), and more detail about how the voting system works is included here.

Elections Provider

InternetNZ contracts election services to [Electionz](#). They provide election services for a range of clients, and InternetNZ has used their services for several years.

Announcement of results

Election results are shared at the Annual General Meeting in late July. The Returning Officer will contact all nominees by phone with results before public announcement.

On some occasions, announcements may be made interim, pending review by an external scrutineer. Final confirmed results will be put in [the historic election section](#) of the InternetNZ website, where they will be presented as a publicly available official record of the outcome of the election.

Useful links

Item	Link
Constitution	https://internetnz.nz/governance-and-reports/governance-do

	cuments/internetnzs-constitution/
Bylaws	https://internetnz.nz/governance-and-reports/governance-documents/council-bylaws/
Governance Charter and policies	https://internetnz.nz/assets/Archives/2021-12-3-governance-charter-and-policies.pdf
Council papers	https://internetnz.nz/governance-and-reports/plans-and-reports/archive-doc/?Sort=ID&Dir=ASC&PageType=Council+documents
InternetNZ voting system explained	https://internetnz.nz/governance-and-reports/council/council-elections/internetnz-electoral-system-explanation/
NetHub	https://join.slack.com/t/nethubnz/shared_invite/zt-moe48vmf-HDiK2oZGwjcuHHy8KM9xrA

Useful contacts

Returning Officer	returningofficer@internetnz.net.nz
InternetNZ membership team	membership@internetnz.net.nz
Electionz	iro@elections.com

Appendix A: self-assessment of skills and diversity by current councillors

Summary

This report comprises a recalculation of the assessment of skills, experience, and diversity attributes of the current Council Members that will remain on Council after the 2024 elections.

This Skills and Diversity assessment has been completed by the following Council Members:

- Cr Kate Pearce (term ends at the AGM 2026)

- Cr Potaua Biasiny-Tule (term ends at AGM 2026)

- Cr Stephen Judd (term ends at AGM 2026)

- Cr Whetu Fala (appointed, term ends 2026)

- Cr Anthony Bow (appointed, term ends 2026)

- Cr Alpana Roy (term ends at AGM 2025)

- Cr Anjum Rahman (term ends AGM 2025)

- Cr Jeff Montgomery (term ends at AGM 2025)

Responses from these Council members are presented in no particular order.
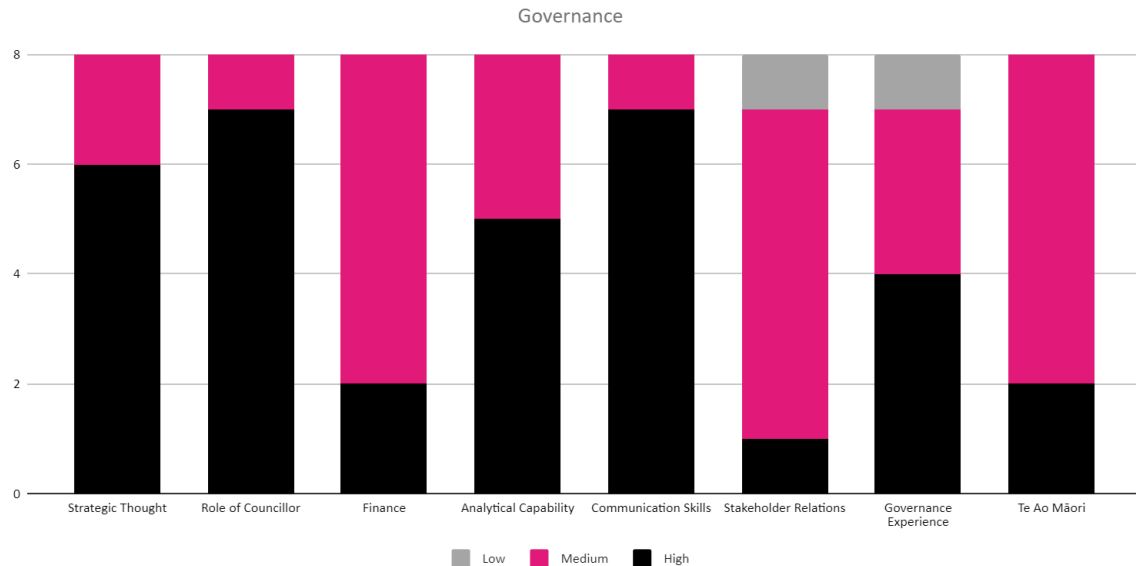
The Councillors listed below have had their results removed as they complete their time with Council or they are up for re-election:

- President: Joy Liddicoat

- Vice President: Brenda Wallace

- Cr Richard Hulse

Members are encouraged to use this Skills and Diversity matrix to consider the skills, experience and diversity attributes of the sitting Council Members, and to utilise this information in participating in the InternetNZ Council Member election process.

Governance

These are core skills and areas of knowledge associated with the role of Council as InternetNZ's governing body.
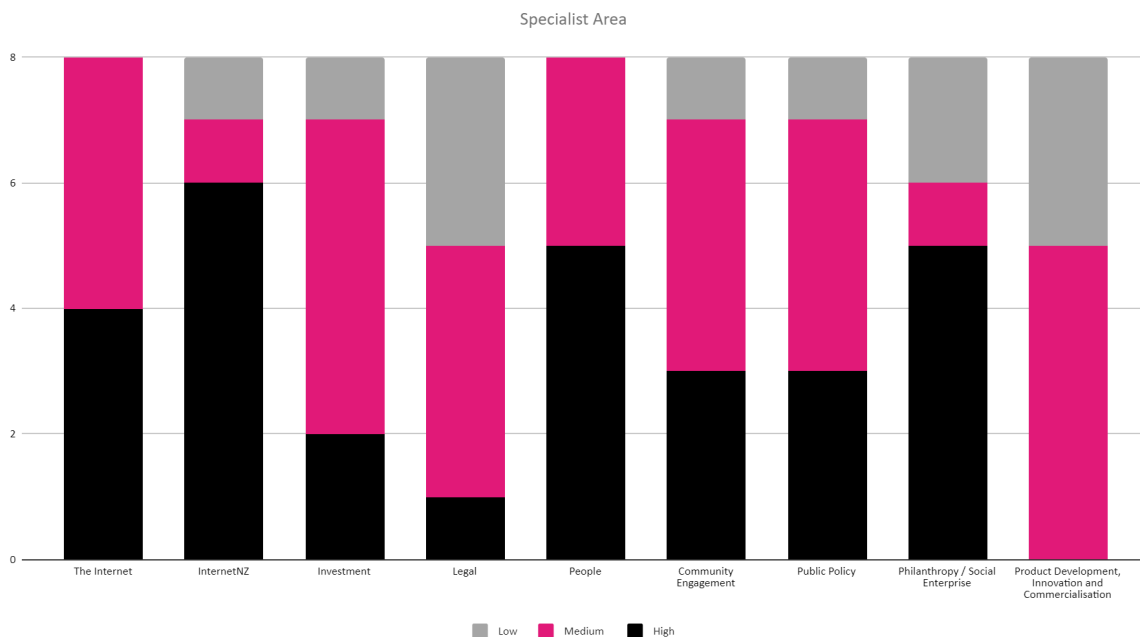

Governance skills/experience

Strategic thought	Ability to consider an issue in the context of the organisation's stated goals. Keeping at the high level, weighing options with an open mind.
Role of the Councillor	An understanding of the governance function and the value it should add. Clarity on the role of and obligations placed on a Councillor.
Analytical capability	A structured approach to problem-solving, critical reasoning, an ability to analyse information and importantly asking considered and relevant questions
Finance	The ability to read and comprehend the organisation's accounts and the financial material presented to the board. Financial literacy is at a level consistent with minimum expectations placed on directors under the law.
Communication skills	Ability to clearly articulate a point of view in a positive manner.

Stakeholder relations	Ability to understand the requirements of owners and stakeholders and as required and relate to those constituencies.
Governance experience	Previous experience in related governance roles.
Te Ao Māori	Understanding aspects of Te Ao Māori that pertain to InternetNZ's role, including concepts of indigenous governance, Te Tiriti, data sovereignty, cultural competence of staff and governors and familiarity with Tikanga Māori and Te Reo Māori. Diverse representation around the Council table.

Specialist areas

It is desirable to have these skills around the table understanding that in the main these duplicate staff skills. The key attribute is an understanding of or willingness to learn about the business.
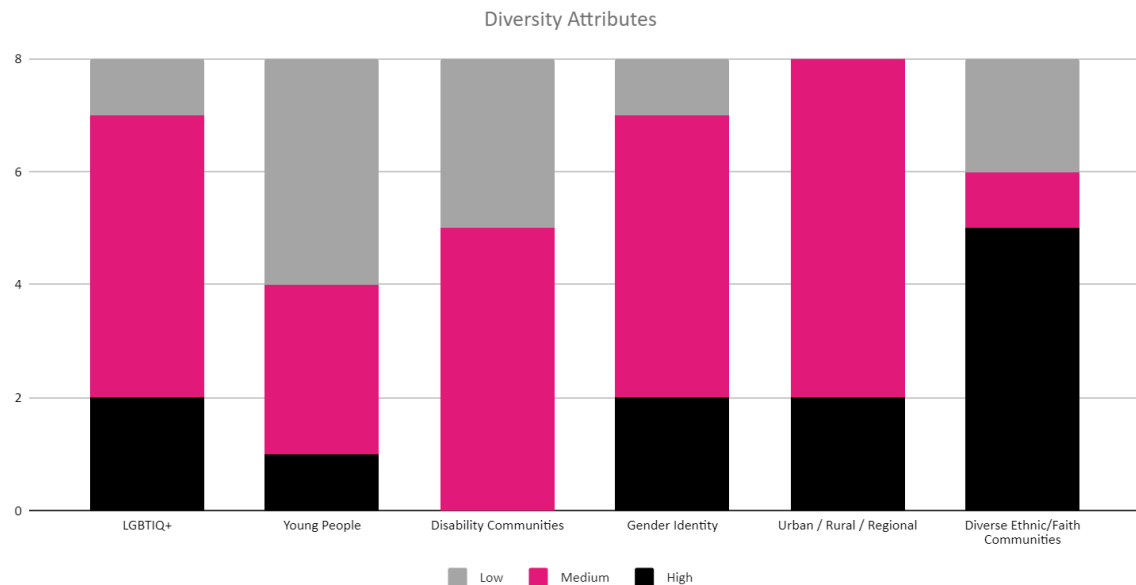

Specialist Area

Specialist skills/experience

The Internet	An understanding of the key role that the Internet plays in our world now and into the future.
InternetNZ	An understanding of the specific role that InternetNZ plays in that world.

Investment	Knowledge, understanding and appreciation of Investment advice, practices and framework. Ability to work with management in discerning and driving appropriate investment approaches.
Legal	An understanding of the legal environment as relevant to the internet
People	Experience in evaluating the performance of the chief executive and skills in human resource management, culture, reward and recognition.
Community engagement	High level reputation and networks in the community including with relevant industry organisations and consumer or business groups, and the ability to effectively engage and communicate with those stakeholders
Public policy	An understanding of public policy and how it relates to the Internet.
Philanthropy / social enterprise	An understanding of granting process and the maximisation of philanthropic funds
Product development, innovation and commercialisation	Understanding the current drivers of technology innovation in the market. Experience in delivering new product offerings in response to market demand, to achieve market leadership or to take advantage of opportunities for innovation.

Diversity attributes

InternetNZ has a strong commitment to broad representation at the Council table representing the diversity of the community we serve. We are interested in bringing these perspectives to our governance.

Diversity Attributes

| Low | Medium | High |

LGBTIQ+	Understanding of the issues facing people from diverse Rainbow communities and the opportunities and challenges that relate to our work.
Young people	Internet industries are driven by a younger demographic. We encourage that voice at the Council table.
Disability communities	Understanding of the issues facing people living with disability and the opportunities and challenges that relate to our work.
Gender identity	Understanding of the issues facing people of diverse gender identities, and the opportunities and challenges that relate to our work.
Urban/rural/ regional	A diverse representation from different towns and cities around Aotearoa around the Council table.
Diverse ethnic communities	Understanding of the issues facing people of diverse ethnic identities, and of their communities, and the opportunities and challenges that relate to our work.