

AGENDA – COUNCIL Meeting
Friday 24th August 2018

InternetNZ, Level 11, 80 Boulcott St, Wellington		
8.45 am		Refreshments (coffee, tea, & scones) on arrival
9.00 am		Meeting start
		Break
		Lunch
		Meeting Close
Section 1 – Meeting Preliminaries		
09:00		Update from Partner Organisation: TUANZ
09:30		Brainstorm / Issues of concern
09:40	1.1	Council only (in committee)
09:50	1.2	Council and CE alone time (in committee)
10:10	1.3	Apologies, Interests Register and Agenda Review
Section 2 – Strategic Priorities		
10:15	2.1	Work Plan and Budget update - new projects
10:40	2.2	Strategy – feedback on working draft, focus for Retreat
11:00		Tea Break
11:15	2.3	Boardworks - briefing on review findings <i>(Confidential Paper)</i>
12:00	2.4	.nz Framework Policy - draft for review/discussion
Section 3 – Matters for Discussion / Decision		
12.15	3.1	President’s Report - Fellows discussion
12.30	3.2	Chief Executive’s Report – key issues for discussion
12.40	3.3	Annual Review of Committees and Bank Signatories
12.50	3.4	Dates for Council 2019
12:15		LUNCH

13.30	3.5	.nz Report - Q1 2018/19 <ul style="list-style-type: none"> Feedback on reporting approach
Section 4 – Domain Name Commission		
13:40	4.1	DNCL Quarterly Report Q1 2018/19 <ul style="list-style-type: none"> Feedback on reporting approach
Section 5 – Ordinary Business		
13:50	5.1	<p>Chief Executive's Report</p> <ul style="list-style-type: none"> General Situation Items for Discussion Organisational Services Technology Services Outreach and Engagement Policy Commercial Technical Research DNCL Next Quarter / International Feedback on reporting approach. <p>Attachments:</p> <ul style="list-style-type: none"> Joint Report - ICANN 62 Grants Update
14:15	5.2	<p>Health & Safety Update</p> <p>BCP Update</p>
14:25	5.3	<p>Financial Reports</p> <ul style="list-style-type: none"> First Quarter 2018/19 Consolidated Report InternetNZ Q1 2018/19 Financial Report Feedback on reporting approach
14:40	5.4	<p>Council Committee Reports</p> <ul style="list-style-type: none"> Audit & Risk Grants Māori Engagement .nz Policy CE Review <p>Attachment:</p> <ul style="list-style-type: none"> Annual self-appraisal of the Audit & Risk Committee and report to Council

14:55	5.5	Consent Agenda: <ul style="list-style-type: none"> • Confirm Minutes – May 2018 meeting • Action Register • Membership Update • Evote Ratification
Section 6 - Other Matters		
15:00	-	CONTINGENCY (<i>for any overflow</i>)
	6.1	Matters for Communication – key messages <ul style="list-style-type: none"> • Organisational Review • Communications in general • Upcoming events
	6.2	General Business
	6.3	Meeting Review
15:30 (latest)	-	Meeting close

Next meetings: Fri-Sun 21-23 September – Annual Strategy Retreat

Thu-Sat 22-24 November – Marae training and Council meeting (meeting Sat)

1.3 Council Register of Interest

Officers and Councillors are required to register any interests, commercial, political or organisational, which they believe may be relevant to the perception of their conduct as a Councillor or Officer. Officers and Councillors are, however, still required to declare a Conflict of Interest, or an Interest, and have that recorded in the Minutes.

Officers and Councillors receive the following annual honoraria:

President - ~~\$30,000~~ \$35,470

Vice President - ~~\$18,750~~ \$22,169

Councillor - ~~\$15,000~~ \$17,735*

**Sub-Committee Chairs also receives additional 10% of their honoraria*

Name: Jamie Baddeley

Position: President, InternetNZ

Term: AGM 2014 - AGM 2018

Declaration Date: 27 May 2017

Interests:

- Officer's Honorarium for InternetNZ

Name: Joy Liddicoat

Position: Vice President, InternetNZ

Term: AGM 2014 - AGM 2018

Declaration Date: ~~27 May 2017~~ 13 August 2018

Interests:

- Holder of .nz domain name registrations
- Holder of .com domain name registrations
- Member of the New Zealand Law Society
- Member, Non-Commercial Users Constituency of ICANN
- Founding Director and Shareholder of Oceania Women's Satellite Network (OWNSAT) PTE Limited. OWNSAT is a shareholder in Kacific Broadband Satellite
- Member of Pacific Chapter, Internet Society (PICISOC)
- ~~Assistant Commissioner, Policy and Operations at the Office of the Privacy Commissioner~~
- ~~Due to her role at work, Joy recuses herself from any policy decisions that may span the interests of the Office of the Privacy Commissioner~~
- Officer's honorarium for InternetNZ

Name: Brenda Wallace

Position: Councillor, InternetNZ

Term: AGM 2012 – AGM 2018

Declaration Date: 19 September 2017

Interests:

- Member of Green Party of Aotearoa New Zealand
- Many .nz domain names
- Shareholder of Rabid Tech
- Contractor to NZ Department of Internal Affairs
- Trustee of Whare Hauora project
- Trustee, Kahurangi School
- Councillor's Honorarium for InternetNZ

Name: Dave Moskovitz

Position: Councillor, InternetNZ

Term: AGM 2011 - AGM 2020

Declaration Date: 3 October 2017

Interests:

- Registrant of .nz, .com, .org, .pe domains
- Director, Domain Name Commission Limited
- Full list of register of interest (i.e. Board memberships, Shareholdings, and other memberships & non-profit activity) – see <http://dave.mosk.nz/coi>
- Councillor's Honorarium for InternetNZ

Name: Richard Wood

Position: Councillor, InternetNZ

Term: AGM 2013 - AGM 2019

Declaration Date: 13 February 2018

Interests:

- Member of ISOC, PICISOC
- Investor in Parts Trader Markets Ltd
- Receives additional honoraria for being Chair of the Grants Committee
- Councillor's Honorarium for InternetNZ

Name: Amber Craig

Position: Councillor, InternetNZ

Term: AGM 2013 - AGM 2019

Declaration Date: 7 February 2018

Interests:

- Consultant and organiser of some corporate unconferences
- Holds .nz domain name registrations
- Employee of ANZ
- Trust Chair of Whare Hauora Charity
- Co-Chair of WWGSD Charitable Trust
- Co-creator and owner of Metimeti
- Receives additional honoraria for being Chair of the Audit & Risk Committee
- Councillor's Honorarium for InternetNZ

Name: Sarah Lee

Position: Councillor, InternetNZ

Term: AGM 2014 - AGM 2020

Declaration Date: 26 November 2017

Interests:

- Contractor to 2020 Communications Trust
- Member of New Zealand Māori Internet Society
- Māori Advisory Group member for Injury Prevention Network
- Board member Injury Prevention Aotearoa
- Receives additional honoraria for being Chair of the Māori Engagement Committee
- Councillor's Honorarium for InternetNZ

Name: Richard Hulse

Position: Councillor, InternetNZ

Term: AGM 2015 – AGM 2018

Declaration Date: 2 December 2016

Interests:

- Employee of Te Papa Tongarewa
- Director of Eduvac Limited
- Holder of .nz domain name registrations
- Councillor's honorarium for InternetNZ

Name: Kelly Buehler

Position: Councillor, InternetNZ

Term: AGM 2015 – AGM 2019

Declaration Date: ~~13 February 2018~~ 10 August 2018

Interests:

- Holder of .nz domain name registrations
- ~~Councillor for Genomics for Aotearoa New Zealand~~
- Councillor for Science Fiction & Fantasy Conventions of New Zealand
- Board member of Tohatoha Aotearoa Commons Incorporated
- Councillor's Honorarium for Internet NZ

Name: Keith Davidson

Position: Councillor, InternetNZ

Term: AGM 2016 – AGM 2019

Declaration Date: ~~21 August 2017~~ 9 August 2018

Interests:

- Domain name registrations including .nz names
- Sole shareholder and Director of KD Services Limited
- Member of numerous clubs, societies and associations, many of which are .nz registrants
- Member of ISOC and PICISOC

- Chartered Member of NZ Institute of Directors
- ~~Member of the ICANN ccNSO FOI Implementation Advisory Team~~
- Consultant to the Vanuatu Telecommunications & Radiocommunications Regulator (TRR) regarding the .vu Domain Name
- Councillor honorarium ~~of~~for InternetNZ

Name: Don Stokes

Position: Councillor, InternetNZ

Term: AGM 2017 – AGM 2020

Declaration Date: 16 August 2017

Interests:

- Shareholder/Director, Knossos Networks Ltd, an authorised .nz registrar
- Shareholder/director of several inactive companies
- Registrant of .nz and .net domains
- Small holdings in publicly listed companies
- Councillor's Honorarium for InternetNZ

Name: Kate Pearce

Position: Councillor, InternetNZ

Term: AGM 2017 – AGM 2020

Declaration Date: ~~18 August 2017~~ 10 August 2018

Interests:

- Organiser of the Bsidess Wellington Security Conference
- Employee of Cisco
- Member of the New Zealand Labour Party
- Holder of .nz, .com, .org, .net domain registrations
- Member of NZ Internet Task Force
- Board Member of New Zealand Internet Task Force (NZITF)
- Councillor's Honorarium for Internet NZ

The register was last updated in August 2018.

Item 2.1: 2018/19 Plan and Budget updates

Author: Jordan Carter, Group Chief Executive

Purpose of Paper: To update Council on material changes to the Work Plan and the budget implications of these, and seek guidance for how to fund these changes. A subsequent for-decision paper will be based on the outcome of this discussion.

A: Introduction

Council set the 2018/19 Plan and Budget in March 2018, just before the merger between InternetNZ and NZRS was completed.

In preparing the plan for the year, we aimed at what seemed a workable set of activities, qualified by the unknown scope of work required to build the new InternetNZ.

In preparing the budget, we essentially joined the existing NZRS and InternetNZ out-year budget forecasts from the 2017 budget processes, and made some adjustments for known cost-savings arising from the merger (e.g. governance cost savings). In the 2018/19 Budget paper, we said:

In the current business year, the new team will come together, and this will unlock new perspectives and ideas, new projects and suggestions. The strategy process around the middle of the year will do the same, incorporating member, stakeholder and Council input.

This new thinking will in turn lead to adjustments to the annual plan and budget, which we plan to propose for agreement following the Strategy Day and starting around 1 October (the half year point).

This paper explains what the main new projects are that have arisen since March. We also note some further areas that will likely need more resources, but which we are yet to scope.

The estimated costs of the changes is set out, and three broad options for how to meet these costs (and a recommended option) are presented for Council's discussion.

B: Current cost pressures

This section explains new projects that weren't in the budget, projects that were in the budget but where uncertainty remains, and some other operating costs affected by the restructure.

New Projects – under way, not contemplated in the budget

As part of developing the new organisation we have been working through the following key projects that were, as a matter of principle, not in the Budget:

- “Organisational Change”
 - Integration of business systems and processes
 - Developing a new strategic framework
 - Developing the leadership structure
 - Culture work including HR and other policies, team values
- A refreshed and revised Brand framework
- Some handover contractor support in the ICANN environment
- A small provision for new product and service development

The total estimated cost:	\$430k opex
	\$100k capex

New Projects – not under way, not contemplated in the budget

As part of the new organisation, we will need to invest in:

- A **common web platform**, to replace our very wide variety of website implementations. This is not anticipated to be costly and would be a mix of capital and operational expenditure.
- A **new web presence for the .nz product / service**, a single port of call for those interested in how .nz operates, how to register a name, and to be a focal point of any future marketing efforts (see below). This would be built on the new common web platform, and would be a mix of capital and operational expenditure.

Projects in budget but with some uncertainty

The main project in this category is the development of the new .nz Policy function, where we made a best-efforts budget provision and are working on the detail now.

Other costs

There are also costs arising from the transition and regularising the entitlements and benefits provided to staff across the group, around **\$80k** for the full year.

C: Future needs driving future cost pressures

Besides the above, emerging cost pressures are apparent in two areas which we have not yet completed work to quantify:

Security

Security is currently mainly dealt with as an operational priority in the provision of core systems for .nz. Yet the new organisation requires development of a revised threat assessment, a fresh security strategy and an updated policies and controls environment that goes beyond “cyber” or “IT” security and takes a broad view of the challenge. We also need to pay attention to security in the context of the whole .nz system, from registry to registrars and resellers to registrants.

Our internal view is that we do not dedicate adequate resources to security generally. At the November meeting or possibly before, dependent on where strategy lands, we will come to Council with a business case outlining our proposed approach and what it would cost to implement it.

Marketing

A number of years ago the NZRS Board largely ended the company’s direct marketing efforts and so today there are no resources deployed into marketing the .nz product.

We are working through the implications of this in respect of our channel partners (registrars), and the overall trust and reputation of the .nz name space. It is highly unlikely that “no effort” in this area is the right approach, and so we will need to set out a revised approach and bring this to you, also at the November meeting.

If the two above areas lead to new capacity being required, there would be a ramp up, and ongoing funding would be dealt with as part of the budgeting and planning process for 2019/20 and outyears.

D: Costs involved

This table shows the operating expenditure costs arising from the new projects set out in Section B of this paper:

	Non BAU expenditure				Increased spend
	Organisational Change Project	Branding	Product Development	ICANN Contractor	
Commercial & Marketing	-\$14,041		-\$50,000		-\$64,041
Interest Income	(4,665)				-\$4,665
International Engagement	-\$4,665			-\$25,000	-\$29,665
Org Serv & Governance	-\$46,651				-\$46,651
Outreach & Engagement	-\$33,607	-\$140,000			-\$173,607
Policy (including .nz)	-\$27,085				-\$27,085
Technical Research	-\$24,231				-\$24,231
Technology Services (incl .nz)	-\$60,278				-\$60,278
Profit/Loss	-\$215,223	-\$140,000	-\$50,000	-\$25,000	-\$430,223

The “Organisational Change Project” costs are split across functional areas on a per-staff member basis.

As noted in section B the total operating expenditure impact of these projects is anticipated to be \$430k. The costs of the new staffing operating structure is \$80k, leading to a total set of costs to be met of \$510k.

E: Options for funding plan changes

Implementing the organisational review's changes is not optional, and to do this alongside the work planned during the planning and budgeting process requires either new funding, or a reduction in planned work – or a combination.

The following table sets out the high level options staff have considered.

Approaches considered		
From retained earnings	Blended approach	From current budget
The costs of designing and building the new organisation are a one-off change cost and should be funded from retained earnings.	The costs of designing and building the new organisation should be met from a combination of retained earnings, efficiency savings and changes to current planned work.	The costs of designing and building the new organisation should be met from current budgeted spending limits, changing current planned work to finance the cost.
Pros of this approach		
<ul style="list-style-type: none"> • Recognises that one-off changes should not be funded by disrupting ongoing operations. • Least disruption to existing work plans and external commitments. 	<ul style="list-style-type: none"> • Shares the burden between a number of options. • Sends a signal of intent to look for efficiency savings. • Allows capacity to be focused on completing the new org build (through changes to current plans). 	<ul style="list-style-type: none"> • Focuses the organisation on completing the restructuring process. • Maintains the expenditure limit set in March.
Cons of this approach		
<ul style="list-style-type: none"> • May over-estimate operational capacity to deliver full current plan as well as org change projects. • Might be taken as a signal of intent that efficiency savings aren't a priority. 	<ul style="list-style-type: none"> • Imposes some disruption to current planned work. • Breaches the principle that one-off changes should not be funded by disrupting existing operations. 	<ul style="list-style-type: none"> • Creates significant disruption to current planned work. • Puts at risk existing commitments, creating reputational risk. • Significantly breaches the principle that one-off changes should not be funded by disrupting existing operations.

F: Recommended approach

On balance, our recommended approach is the Blended Approach, with the bulk of one-off costs being met from retained earnings. There are a number of factors behind this recommendation:

- It allows us to recalibrate current planned work to make sure we can deliver an amended plan that incorporates necessary – there is a risk that if we tried to deliver all of the current plan as well as the emergent projects required for the org review, we will overload staff and / or not deliver on the plan anyway.
- It would send a good signal to staff that we should find efficiencies where possible, to avoid unexpected year-end surpluses (which we are in a more informed position to do now, compared with when we set the budget in March).
- We could develop plan changes in a way that minimises disruption to existing external commitments.
- InternetNZ would still arrive at year-end, assuming income is at or above budget, with an operating surplus.

The numbers we propose are as follows:

New costs:		
	Staffing	\$80k
	Non-BAU project costs	\$430k
	Total:	\$510k
Costs funded from:		
	Retained earnings	\$310k
	Efficiency / eliminating over-budgets	\$100k
	Changes to planned work	\$100k
	Total:	\$510k

G: Next Steps

Following the discussion and decisions at this meeting, we will develop a revised Budget and a paper that sets out the proposed changes to work that had been agreed in the 2018/19 Plan, and submit that to Council for electronic decision before the end of September.

This would comprise the mid-year budget review mentioned at the start of this paper.

H: Recommendations

THAT Council note the information in this paper about adjustments to the work plan for the year arising from the implementation of the Organisational Review, including the specific projects that will incur costs that were deliberately not budgeted for.

THAT Council invite the Chief Executive to propose an updated 2018/19 Plan and Budget that accommodates these projects through a combination of plan changes and budget adjustments labelled “Balanced Approach” as set out in this paper, and send this for Council consideration by 20 September 2018.

Jordan Carter
Group Chief Executive
16 August 2018

Item 2.2: Strategy: feedback process on draft, and Retreat approach

Author:	Jordan Carter, Group Chief Executive
Purpose of Paper:	To update Council on staff's work on strategy development since the last meeting, and to outline the process for sharing and input on that work and for the focus and work to be done at the Retreat scheduled for 21-23 September.

Introduction

In May, you agreed to a process for developing a new strategy for the Group, to supersede the current Group strategic plan, InternetNZ strategic plan, NZRS strategic plan and the Product and Services Development strategy.

Staff have been working on this process as outlined below. This paper does not set out our initial thinking but proposes how we'd like to share our conclusions with you, and then how we can build on this together at the retreat in September.

Council owns the high level strategy. The work we have done is an input for your decision, and while we think it is robust, you will have insights that either shape the framework, or shape how it is applied – or both.

Staff work so far

We have worked in a workshop fashion, with independent facilitation, SLT and open staff workshops. We have thought hard about our organisation's purpose, scanned the environment, and assessed "how" we do our work.

From this input, we have developed a draft strategic framework that canvasses our:

- Purpose or Vision (**why** we do what we do)
- High level goals (focusing our energy to deliver the **why**)
- Mission (**what** we do)
- Our approach to our work (**how** we do it)

This is at a stage where we will be sharing it with you for input, and with stakeholders after that, as explained in the next section.

What this work has not yet done is:

- Designed ways to measure Aotearoa-New Zealand's progress against the goals

- Design SMART goals to really focus our effort around – and by which we can all be held to account

Sharing the draft framework with you

Our suggestion is that we run a 90 mins briefing for you, the week after the Council meeting, in the morning format previously agreed. We would take you through:

- The environment scan
- The draft strategic framework

This would allow us to understand your take on the work, and elicit gaps in the environmental scan. This in turn could lead to changes to the framework before the Retreat, or confirm it as it is.

We will seek availability from you starting on Friday 17 August for slots for that briefing. It may pay for it to be two, smaller briefings, depending on availability.

The Retreat - approach

You are scheduled to be with most of the staff directors in Martinborough from Friday afternoon to Sunday afternoon, 21-23 September 2018.

Following the workshop above, we will know whether for the Group Strategy part of the retreat, we should focus on:

- Developing and agreeing four or five SMART goals to guide our work in the next 18-24 months
- Reviewing and amending the Strategic Framework

Our hope is that the first approach will be possible, but that ultimately depends on your collective comfort with the overall framework staff have prepared.

Besides the work on the Group Strategy, the other areas time is anticipated to be spent on are:

- Working through the strategy work the Māori Engagement Committee has done
- Some teambuilding, to deepen relationships between and among Council and the senior leadership team
- A workshop for you to agree follow-ups from the review of the Council (the findings you will be briefed on in this meeting).

The Retreat - outline programme

This is the likely programme, based on the needs of the event:

Friday 21 September

- Arrivals – around 3pm (transport to be organised)
- Team building activities – 3.30-5.30pm

- Dinner

Saturday 22 September

- Group Strategy work – morning (a concentrated 3-4 hrs)
- Team building activities – after lunch / mid afternoon
- Workshop on MEC Strategy – late afternoon
- Dinner

Sunday 23 September

- Workshop on the governance review findings
- Lunch
- Departures (2pm)

Attendees are expected to be most of Council, most of the Senior Leadership Team, independent facilitator Isabella Cawthorn and people to help with teambuilding exercises.

Changes or suggestions welcome.

Budget implications

The strategy retreat is budgeted for as business as usual.

Next Steps

Staff will organise transport for the Retreat and conduct the briefing. Other stakeholders will also be outlined the draft strategic framework, and feedback shared with Council as it is received.

After the Retreat, ongoing development and refinement as well as a formal consultation process with members will be developed.

Recommendation

THAT Council agree to the approach to strategy development set out in this paper, particularly the workshops to hear staff's draft of the overall Strategic Framework and the outline programme for the retreat.

Jordan Carter
Group Chief Executive

16 August 2018

Item 2.4: Governance framework update - .nz Framework policy

Author:	Jordan Carter, Group Chief Executive
Purpose of Paper:	To seek Council input on changes to the .nz Framework policy and other Governance policies so as to bring these into line with the new structure created by the 2017 Organisational Review.

Introduction

The .nz Framework Policy is a “.nz Governance Policy” in terms of our policy development process. It sets out the fundamental principles by which we operate .nz and assigns roles and responsibilities to InternetNZ, DNCL and NZRS in conducting that work.

With last year’s Organisational Review, NZRS and InternetNZ have merged. It is timely to update the .nz Framework policy and make other changes to make sure our governance policy framework remains up to date.

Specific changes proposed

A marked-up draft of the .nz Framework Policy is attached to this paper. The key changes are:

- References to NZRS have been removed from the document.
- Updated language for some of the .nz Principles, including a proposed adjustment to the “no concern for use” principle (2.1.5 in the draft).
- The section about Reserved Matters has been deleted, as all those responsibilities in it are now recorded in the role for InternetNZ in the policy
- Incorporated former NZRS responsibilities as responsibilities for InternetNZ
- Updated responsibilities for InternetNZ
- Updated responsibilities for DNCL
- The removal of a reference to a detailed spreadsheet required for managing the previous complex relationships in the old structure.

In addition to these changes to the .nz Framework policy, we are also proposing that:

- the **Subsidiaries** policy be repealed and not replaced. It is no longer required, and any relevant parts of the document can be incorporated into the Operating Agreement or in business practice.
- the **Information Sharing** policy be repealed and not replaced. It is no longer required, due to the new operating structure of the Group.

Process for making changes

The Policy Development Policy requires consultation with Council and the DNCL Board before the public is consulted about a change to a .nz governance policy.

The DNCL Board is currently reviewing these proposals by email and will be in a position by the time of the Council meeting to advise whether it needs the time of a full meeting cycle to consider and provide input on them.

As such, this paper seeks Council's approval to consult members and the public on the proposed updated .nz Framework policy and the repeal of the other two policies mentioned. If DNCL Board needs time for consideration, the Board's input will need to be considered before a final draft is considered.

Next steps

The next step would be a public and member consultation on the proposed changes, which would run in a window between mid-September and mid-November. This would be later if agreement of the draft for consultation was achieved later.

Budget implications

There are no anticipated budget implications arising from this paper.

Engagement and consultation on governance policy changes is supported by the organisation as a business as usual process. There are no fundamental changes proposed to the principles underlying the TLD that would require a more extensive and expensive publicity campaign – this is largely implementing changes agreed through the extensive process of engagement conducted as part of the Organisational Review last year.

Recommendations

THAT Council agree the proposed changes to the .nz Framework policy, and agree to the proposed repeal of the Subsidiaries and Information Sharing governance policies.

THAT Council ask staff to conduct the appropriate consultation relating to these changes.

Jordan Carter
Group Chief Executive

16 August 2018

.nz Framework

Policy	NZF - .nz Framework Policy
Version	<u>21.0</u>
Date in force	<u>TBD</u>
Planned review	<u>Two years later</u>

1. Introduction

- 1.1. This policy sets out the high level framework by which Internet New Zealand Inc (InternetNZ) and its subsidiary Domain Name Commission Ltd (DNCL) and its subsidiary companies fulfil the role of designated manager for the .nz domain name space, also referred to as the .nz country code top level domain (in this policy, referred to as the “.nz TLD”).
- 1.2. InternetNZ serves as the designated manager (or ccTLD manager) at the pleasure of the local Internet community. It regards this role as one being done on trust and on behalf of that community. Consistent with RFC1591, there is no concept of “ownership” involved.
- 1.3. Changes to this policy are made according to the process set out in the InternetNZ Policy Development Policy available at www.internetnz.nz.

2. Principles for the .nz ~~domain~~TLD

- 2.1. The following overarching principles govern the operation of the .nz TLD:
 - 2.1.1. **Rule of law:** the laws of New Zealand apply and the lawful instructions of the courts and the authorities made as part of due process will be complied with – noting that this may require action that overrides the following principles.
 - 2.1.2. **First come first serve:** any domain name can be registered if it is available for registration on a first come first serve basis.
 - 2.1.3. **Registrants rights come first:** the rights and interests of registrants are safeguarded.
 - 2.1.4. **Low barriers to entry:** entry requirements are set no higher than necessary to maintain a competitive and stable market for registrars.

- 2.1.5. **No concern for use:** the ccTLD manager is not concerned with the use of a domain name, but is concerned about domain name registration and domain name infrastructure abuse.
- 2.1.6. **Structural separation:** regulatory, registry and registrar functions are structurally separated.
- 2.1.7. **Clear chain of relationships:** all registrants have agreements with their registrar, and all registrars with the registry and with DNCL. Where appropriate the DNCL regulator can intervene in these relationships consistent with this policy, the .nz policies and associated agreements and contracts.
- 2.2. These overarching principles apply to all decisions and policy frameworks for the .nz TLD.
- 2.3. Any changes to these overarching principles would only be made after extensive public consultation and discussion within the local Internet community.
- 2.4. General principles for the management of top level domains have been published by InternetNZ and give further explanation of how .nz is intended to be operated. These are available at <https://internetnz.nz/tld-principles>

~~3. Other reserved matters~~

- ~~3.1. Besides the principles set out in Section 2, the following matters are reserved for decision by the Council:~~
 - ~~3.1.1. the long-term strategy for the .nz TLD;~~
 - ~~3.1.2. the monthly registration fee for .nz domain names;~~
 - ~~3.1.3. changes to the strategic .nz position on international issues;~~
 - ~~3.1.4. intellectual property rights in the .nz register;~~
 - ~~3.1.5. any changes to this policy. [A1]~~

4.3. Operating framework & allocation of responsibilities

- ~~4.1.3.1.~~ The critical elements required for the operation of the .nz TLD are as follows:

- ~~4.1.1.3.1.1.~~ Day to day management of the .nz TLD

~~4.1.2.3.1.2.~~ Operation of the .nz register

~~4.1.3.3.1.3.~~ Operation of the .nz DNS

~~4.1.4.3.1.4.~~ Maintenance of the security, stability and resilience of the .nz TLD

~~4.1.5.3.1.5.~~ Establishment, development and enforcement of the policy framework applying to the .nz TLD

~~4.1.6.3.1.6.~~ Establishment, development and enforcement of the contractual framework applying to the .nz TLD

~~The operation of the .nz TLD will be consistent with the long-term strategy mentioned in 3.1.1 above.~~

~~3.2. InternetNZ is responsible for the overall operation of the .nz TLD. In doing so it is responsible for:~~

~~3.2.1. the long-term strategy for the .nz TLD, which binds the InternetNZ group; InternetNZ and DNCL the whole group~~

~~3.2.2. maintaining and developing the policy framework within which the .nz TLD operates;~~

~~3.2.3. the operation of the .nz register and .nz DNS consistent with agreed and publicly available service level commitments;~~

~~3.2.4. billing relationships with authorised .nz registrars;~~

~~3.2.5. marketing of the .nz TLD so as to help drive an increase in registrations over time;~~

~~3.2.6. setting the monthly registration fee for .nz domain names;~~

~~3.2.7. intellectual property rights in the .nz register;~~

~~3.2.8. being the lead representative for the group in the Internet Governance system (e.g. ICANN, APTLD) in collaboration with DNCL; and~~

~~3.2.9. the ongoing development of the product offering (e.g. the introduction of DNSSEC).~~

~~3.3. InternetNZ has established two a subsidiary companies company. Domain Name Commission Ltd DNCL, to assist it with implementing its responsibilities as designated manager.~~

~~4.2. These are:~~

~~Domain Name Commission Ltd~~

NZRS Ltd

~~4.3.3.4. Domain Name Commission Ltd (DNCLL)~~ is delegated the responsibility ~~for managing and administering the .nz domain, and as such has general oversight of the domain~~for assuring compliance with the policy framework applying to the .nz domain, and providing dispute resolution services. In doing so it is responsible for:

~~4.3.1.3.4.1.~~ ~~developing and~~ enforcing compliance with the policy framework within which the .nz TLD operates;

~~4.3.2.3.4.2.~~ developing and enforcing the contractual framework within which the .nz TLD operates;

~~4.3.3.~~ ~~negotiating and agreeing with NZRS the service level that NZRS must deliver in the operation of the .nz register and DNS, and monitoring these agreed service levels;~~

~~4.3.4.3.4.3.~~ providing dispute resolution services for registrants;
~~and~~

~~— monitoring and reporting on the~~ markets that operate in operation of the .nz TLD; ~~and~~

~~4.3.5.3.4.4.~~ publishing information on the .nz domain name space~~[A2] and [A3]~~

~~4.3.6.~~ ~~being the lead representative for .nz in regional and global Internet Governance forums working on domain name policy matters (e.g. within ICANN or APTLD). In performing this role it collaborates closely with NZRS and InternetNZ.~~

~~4.4.3.5.~~ Together, ~~the companies~~InternetNZ and DNCL are responsible for:

~~3.5.1.~~ Developing a strategic view of .nz

~~4.4.1.3.5.2.~~ maintenance of the security, stability and resilience of the .nz TLD; ~~and~~

~~4.4.2.3.5.3.~~ publication of a range of information about the .nz TLD; ~~and~~

~~4.4.3.3.5.4.~~ the promotion of the .nz TLD in the public interest.
~~— ; and the ongoing development of the product offering (e.g. the introduction of DNSSEC).~~
~~— Input and insight into any .nz policy work~~

~~4.4.4. a coordinated approach in all international representation in internet governance and policymaking forums and associations in which there are memberships~~^[A4]

~~4.5.3.6. InternetNZ holds both companies accountable for performing their roles according to the Operating Agreements, this policy, and annual Statements of Expectations that set out shorter run objectives for the companies. DNCL to account through its ownership interest in the company, through the Group Chief Executive chairing the Board of DNCL, and through the shared strategy and budget planning process.~~

~~4.6.3.7. The delegated responsibilities in this policy are the full responsibility of the named subsidiary. InternetNZ holds them DNCL to account for their performance of these responsibilities. In turn, InternetNZ will not seek to interfere in the subsidiaries' subsidiary's exercise of these responsibilities.~~

~~4.7.3.8. Both companies DNCL reports to InternetNZ on their corporate performance, and on their responsibilities as set out in this policy and in the DNCL Operating Agreement operation of the .nz TLD, as set out in the Planning and Reporting policy.~~

5.4. Other related policies and documents

~~5.1.4.1. There are a number of other documents that are related but are not part of this policy but are consistent with it.~~

~~5.2.4.2. Particular attention is due to the Constitutions and Operating Agreements for each company DNCL, which set out specifics of the roles and responsibilities each has, and to the Group Strategy and the .nz Strategy applicable strategies and plans covering .nz.~~

~~5.3.4.3. These documents can be found on the website at <https://internetnz.nz/governance-policies-register> <https://internetNZ.nz/dotnz> or at <https://internetNZ.nz/governance>.~~

~~5.4. A detailed breakdown of roles and responsibilities for each of the three parts of the InternetNZ group is presented in the attached spreadsheet. This is a "for information" sheet and records agreed approaches, but is not a part of this policy – it is updated from time to time by agreement across the group.~~

Annual Review of Committees and Bank Signatories

Author: Jordan Carter, Chief Executive

Purpose of Paper: To review the Council Committees, their Terms of Reference and membership, and to confirm signatories for the bank accounts.

After each AGM, Council reviews and renews the mandate and membership of each Council committee. This is also an opportunity to reconfirm the bank signatories for the organisation.

This paper notes the current members of each committee, and seeks another Council member to act as a bank signatory, following Brenda's departure from Council. Copies of the Terms of Reference for each Committee are attached at the end of this paper.

Councillors are asked to read the ToR to ensure they are familiar with the purpose of each Committee, and to be ready to table any general changes they would like to see at the meeting. Staff will take that and do detailed amendments as required for later evote adoption.

AUDIT & RISK

Current members are Amber Craig (*Chair*), Don Stokes, Richard Hulse and Keith Davidson. David Wright is assisting the committee at the present time as a former NZRS director.

CE REVIEW COMMITTEE

Current members are Jamie Baddeley (*Chair*), Joy Liddicoat, Richard Hulse and Keith Davidson.

GRANTS COMMITTEE

Current members are Richard Wood (*Chair*), Dave Moskovitz, Sarah Lee, Kelly Buehler and Jamie Baddeley (*ex officio member*).

MĀORI ENGAGEMENT COMMITTEE/KOMITI WHAKAURU MĀORI

Current members are Sarah Lee (*Chair*) and Amber Craig. Brenda Wallace left the committee with the AGM.

.nz POLICY COMMITTEE

Current members are Kate Pearce (*Chair*), Joy Liddicoat, Keith Davidson and Kelly Buehler.

AUTHORISED BANK SIGNATORIES

The following are authorised signatories for authorising bank transactions such as payment for expenses, and setting up automatic payments.

- Jamie Baddeley
- Joy Liddicoat
- Amber Craig
- Keith Davidson
- Richard Hulse

With Brenda Wallace leaving the Council, the Finance Manager would like to request the addition of another signatory from Council.

For the record, staff signatories who are able to authorise payments as per the Treasury governance policy are:

- Jordan Carter
- Catherine Fenwick
- Dave Baker

Recommendations

THAT Council confirm that it will conduct some of its work through these four committees: Audit and Risk, CE Review, Grants, Komiti Whakauru Māori, nz Policy.

THAT the Terms of Reference for each of the committees as attached to this paper be adopted.

THAT the current bank signatories (Jamie Baddeley, Joy Liddicoat, Amber Craig, Keith Davidson, Richard Hulse, Jordan Carter, Catherine Fenwick, Dave Baker) be confirmed.

THAT Brenda Wallace be removed as a bank signatory.

THAT <name of new Council signatory> be added as a bank signatory.

Jordan Carter

Group Chief Executive

17 August 2018

ATTACHED: Committee Terms of Reference

Audit and Risk Terms of Reference

Policy	COM-AUR: Audit and Risk Terms of Reference
Version	Version 1.3
Date in force	5 December 2014 <u>June 2018</u>
Planned review	June 2018 <u>June 2020</u>

Constitution

The Audit and Risk Committee (*"the Committee"*) is a committee of Council with specific delegated powers as set out in this Terms of Reference.

Objectives

The purpose of the Committee is to assist the InternetNZ Council ("Council") in the effective discharge of its responsibilities for financial reporting, internal controls, risk management, statutory compliance, external audit, and health and safety. The committee is also responsible for oversight and development of financial policies at the governance level – those related to expenditure control, investment and treasury functions and delegated authorities. Within the boundaries of this purpose, the Committee's scope is direct oversight of InternetNZ operations while, in relation to the subsidiary organisations, it has the same scope as Council has as shareholder.

The Committee provides the opportunity for Councillors to dedicate specific time to consider audit, risk management and related issues.

The Committee does not relieve any Councillors of their responsibilities for these matters.

Membership

The Committee shall consist of between three and five Councillors who have, between them, relevant skills and experience, including finance, risk management and accounting.

Council shall appoint members and a Chair (*"the Chair"*) of the Committee and review these appointments annually at its first ordinary meeting after the Annual General Meeting of the Society.

Members of the Committee:

1. shall be Councillors;
2. must be able to read and understand financial statements;
3. are not necessarily financial or accounting experts;
4. are not personally required to conduct accounting reviews or audits;
5. are entitled to rely on employees of the Society and professional advisers where they reasonably believe that the employee or adviser is reliable and competent and the reliance was made in good faith and after making an independent assessment of the information.

6. Any member who ceases to be a Councillor ceases to be a member of the Committee.
7. The InternetNZ President is not a member of the Committee ex-officio and is not eligible to be the Chair of the Committee.
8. shall not be member of a committee charged with the responsibilities of deciding the distribution of funds e.g. the Grants Committee.

Any policy of Council on conflicts of interest applies to the Committee. At its discretion, the Committee may exclude a Councillor who, in the Committee's view, has a conflict of interest with an item of business before the Committee or who is the subject of an investigation by the Committee from proceedings that are relevant to that conflict or investigation.

Attendance

The Committee shall, in consultation with the Chief Executive, appoint a member of staff to act as Committee Secretary.

The Chief Executive and Committee Secretary shall normally attend meetings of the Committee but shall not be members of the Committee. Other staff may be invited to attend meetings at the discretion of the Committee.

At its discretion, the Committee may choose to meet in whole or in part without staff or advisers present.

Councillors who are not members of the Committee shall have the right of attendance (except in the case of a conflict of interest, as determined by the Committee).

Meetings

The Committee shall meet at least three times each year but shall otherwise itself determine the frequency of its meetings.

Meetings of the Committee shall be scheduled by agreement with the Chair and with due regard to reasonable notice, the availability of Committee members and staff and so as to avoid unnecessary re-scheduling of meetings.

Any member of the Committee may request that a meeting of the Committee be convened.

A majority of Committee members, present in person or by using any technology, shall constitute a quorum.

Unless directed by the Chair, the Committee Secretary shall distribute an agenda and any related papers in advance of a meeting to:

- a) members of the Committee;
- b) Councillors who are not members of the Committee; and
- c) the Chief Executive.

Minutes

The Committee Secretary shall prepare minutes of meetings and have them approved by the Chair.

Minutes of meetings shall be confirmed at the next meeting of the Committee.

Responsibilities

The Committee shall consider any matters it thinks relevant to the audit, financial affairs, health and safety, and risk management of the Society and the policies applicable to these.

The duties of the Committee are to:

Annual Report and Financial Statements

- a) Review the Annual Report and financial statements, and recommend them to Council for approval.
- b) Review and assess the appropriateness of the Society's accounting policies and principles.
- c) Review and monitor compliance with statutory responsibilities relating to financial reporting and with accounting policies.

Risk Management

- d) Review risks facing InternetNZ and the shared risks facing the group to ensure that there are appropriate levels of mitigation.
- e) Consider whether the Society has effective risk management systems in place to review, assess and manage business, financial and operational risk.
- f) Review and consider the policy and processes used by management to monitor and ensure compliance with laws, regulations and other requirements.
- g) Monitor and advise the Council on the implementation and maintenance of the Council's risk management strategy, framework and procedures.
- h) Recommend risk management policies to be approved by Council.

Audit

- i) Review and agree with the auditor the terms of engagement for the auditor.
- j) Review the scope of the external audit with the auditor, including identified risk areas and approve external audit plans.
- k) Review the findings of the external audit.
- l) Review and monitor management's responsiveness to the external audit findings.
- m) On a regular basis, meet with the auditor without management present.
- n) Monitor the effectiveness and independence of the auditor.
- o) Review and assess the provision of non-audit services by the auditor, considering any potential to impair, or appear to impair, the auditor's judgment or independence of the Society.
- p) Make recommendations to Council on the appointment, reappointment or replacement of the auditor and any fees.

Health and Safety

- q) Review and monitor health and safety objectives and strategic plan.
- r) Review and monitor health and safety performance and programme progress.
- s) Review and monitor health and safety risks.
- t) Review health and safety reviews and audit findings.
- u) Provide health and safety updated to Council and provide health and safety advice as appropriate.
- v) Engage with the Health and Safety Officer regarding health and safety updated performance, risk and areas of concern.

Council Policies

- w) Maintain an oversight of policies relating to the Committee's role and where appropriate provide advice to Council on proposed amendments or updates.
- x) Review Council policies periodically to ensure compliance.
- y) Review Council resolutions periodically to ensure consistency and compliance.

Other Matters

- z) To review and advise Council on material changes advised by subsidiaries in policies and forecasts that have a material impact on the financials and risks of InternetNZ and its subsidiaries as a whole.
- aa) Supervise or initiate any special investigations.
- bb) Consider any other matters that are referred by staff where these are generally consistent with the Committee Terms of Reference.
- cc) Consider any other matters referred by Council.

Authorities

The Audit and Risk Committee is an advisory body with no executive powers.

The Committee shall have the authority to seek any information it requires from any employee of the Society and from the Society's accountants and auditors.

The Committee is authorised to obtain such independent professional advice as it considers necessary at expense of the Society.

The Committee is authorised to make reasonable arrangements as it considers necessary for travel, accommodation, meals and meeting facilities for members of the Committee, advisers to the Committee and staff at the expense of the Society.

The Committee must exercise the powers delegated to it in accordance with any directions of Council.

The Committee can invite other parties to attend meetings from time to time as circumstances require.

The Committee may initiate special investigations as it sees fit in relation to matters set out in this Terms of Reference or as directed by Council, or the President.

Reporting

After each Committee meeting, the Chair shall report the Committee's findings and recommendations to Council.

Unless directed by the Chair, the minutes of all committee meetings shall be circulated to Councillors, the Chief Executive, the Society's accountants, the external auditors and to such other persons as the Committee directs.

At its discretion, the Committee may from time-to-time choose to specify that parts of its proceedings are confidential and that the record of those proceedings is not to be included in the minutes of the Committee circulated to the Chief Executive, the Society's accountants, the external auditors and such other persons. Except in the case of a conflict of interest, Councillors shall be entitled to have access to the confidential proceedings of the Committee by whatever means the Chair deems appropriate.

Communication

The Chief Executive and the Society's accountants shall be responsible for drawing to the Committee's immediate attention any material matter that relates to the financial condition of the Society, any material breakdown in internal controls, and any material event of fraud or malpractice.

The committee shall maintain direct lines of communication with the external auditors, the Chief Executive, the Society's accountants and with staff generally including those responsible for non-financial risk management.

Review

This Terms of Reference document and the performance of the Committee shall be subject to annual review by Council.

Chief Executive Review Committee Terms of Reference

Policy	COM-CEO: Chief Executive Review Committee
Version	Version 1.1
Date in force	October 2013 June 2018
Planned review	June 2018 June 2020

Constitution

The Chief Executive Review Committee ("the Committee") is a committee of Council with the specific delegated powers as set out in this Terms of Reference.

Objectives

The Committee acts on behalf of Council in all dealings with the CE on matters relating to terms of employment, key performance measures and disciplinary matters.

Membership

Membership of the Committee is reviewed annually at the first Council meeting following the AGM. The Committee shall consist of the President, Vice President, and two Councillors.

The Chair of the Committee is the President and in his/her absence the Vice President.

Any member who ceases to be a Councillor ceases to be a member of the Committee.

Responsibilities

1. From time to time negotiate and amend as necessary the key performance objectives of the CE
2. Report on a confidential basis the performance of the CE against the key performance objectives
3. At the appropriate time, conduct a review of the CE's overall performance and make recommendations to Council on remuneration and appropriate bonus payments.
4. Monitor and where necessary act on any other matters relating to the conditions of employment of the CE.

Council Policies

Review this Terms of Reference annually prior to the Annual General Meeting and recommend any updates as/if required for Council to consider at its subsequent meeting.

Other Matters

Consider any other matters referred to the Committee by Council.

Authorities

The Committee shall have the authority to seek any information it requires from any employee of the Society.

The Committee is authorised to obtain such independent professional advice as it considers necessary at expense of the Society.

The Committee is authorised to make reasonable arrangements as it considers necessary for travel, accommodation, meals and meeting facilities for members of the Committee, advisers to the Committee and staff at the expense of the Society.

The Committee must exercise the powers delegated to it in accordance with any directions of Council.

The Committee can invite other parties to attend meetings from time to time as circumstances require.

The Committee may initiate special investigations as it sees fit in relation to matters set out in this Terms of Reference or as directed by Council, or the President.

Reporting

In addition to the annual review of the CE's overall performance, the Chair shall verbally update Council on CE performance matters in 'Council alone' time as required.

Communication

The President and Vice President, with the support of the other committee members when required, shall maintain direct lines of communication with the Chief Executive throughout the year on a regular basis.

Review

This Terms of Reference document and the performance of the Committee shall be subject to biannual review by Council.

Grants Committee Terms of Reference

Policy	COM-GRT: Grants Committee Terms of Reference
Version	Version 2. 23
Date in force	December 2014 <u>October 2016</u>
Planned review	June 2018 <u>June 2020</u>

Constitution

The Grants Committee ("the Committee") is a committee of Council with the specific delegated powers as set out in this Terms of Reference.

Objectives

The purpose of the Committee is to be the decision-making body for aspects of InternetNZ's Community Funding Grants programme, and to be the recommendation-making body for other aspects of the same programme. Overall, it provides Council with ongoing oversight of the Community Funding Grants programme.

Membership

The Committee shall consist of four Councillors and the President as ex-officio who have, between them, relevant skills and experience, including funding programme management, understanding of community organisations and prospective partners, and general due diligence experience.

The President generally will abstain from the votes on Grants, except in very exceptional circumstances (such as a member absent, or believes that there has not adequate discussion on the matter and/or would benefit from a broader council review)

Council may decide to co-opt other Officers of the Society, Directors of its Subsidiaries or appoint an external independent person to the Committee should it wish, to ensure these skills are represented.

Council shall appoint members of the Committee and review these appointments annually at its first ordinary meeting after the Annual General Meeting of the Society. The Committee shall appoint its own Chair from among its members, who shall have a deliberative and a casting vote.

Members of the Committee:

- shall be Councillors;
- must be able to read and understand applications for funding grants and rounds;
- are not necessarily financial or accounting experts;
- are entitled to rely on employees of the Society and professional advisers where they reasonably believe that the employee or adviser is reliable and competent and the reliance was made in good faith and after making an independent assessment of the information.

Any member who ceases to be a Councillor ceases to be a member of the Committee.

Any policy of Council on conflicts of interest applies to the Committee. At its discretion, the Committee may exclude a Councillor who, in the Committee's view, has a conflict of interest with an item of business before the Committee.

Attendance

The staff member who holds responsibility for the Community Funding work programme will be the principal advisor to the Committee from among the staff. This will generally be ~~the Community Programme Director~~ the Community Manager.

The Committee shall, in consultation with ~~the Community Programme Director~~ the Community Manager and with agreement of the Chief Executive, nominate a member of staff to act as Committee Secretary. This will generally be the Community Funding Coordinator staff member.

~~The Community Programme Director~~ The Community Manager and the Committee Secretary shall normally attend meetings of the Committee but shall not be members of the Committee. The Chief Executive will participate in the Committee on an as-required basis on the same terms as other staff. Other staff may be invited to attend meetings at the discretion of the Committee.

Councillors who are not members of the Committee shall have the right of attendance (except in the case of a conflict of interest, as determined by the Committee).

Meetings

The Committee shall meet as frequently as required for the effective operation of the Community Funding Grants programme and the discharge of the Committee's responsibilities.

Meetings of the Committee shall be scheduled by agreement with the Chair and with due regard to the requirements of the community funding programme, the need for reasonable notice, the availability of Committee members and staff and so as to avoid unnecessary re-scheduling of meetings.

Any member of the Committee may request that a meeting of the Committee be convened.

A majority of Committee members, present in person or by using any technology, shall constitute a quorum.

Unless directed by the Chair, the Committee Secretary shall distribute an agenda and any related papers in seven days prior to the meeting to:

- Members of the Committee; and
- ~~The Community Programme Director~~ The Community Manager; and
- The CE of InternetNZ and any staff members delegated by the CE.

Minutes

The Committee Secretary shall prepare notes of meetings and have them approved by the Committee by email in between meetings.

Minutes of meetings shall be confirmed at the next meeting of the Committee.

Responsibilities

The Committee generally oversees InternetNZ's Community Funding programme. It is responsible for making decisions or recommendations relating to funding applications that have been processed and come with advice from the staff, as set out in the processes and procedures contained in the Community Funding Grants Operations Manual.

The role for the Committee (decision or recommendation) is set out specifically in the detailed framework that applies to each particular Funding Round or type of community funding available as agreed by Council. These detailed frameworks are set out as Policy components of the Community Funding Grants Operations Manual, which otherwise details the administrative processes and procedures involved in the operation of the Community Funding programme.

The duties of the Committee are to:

- Make **decisions** when required to do so by the framework for a particular Funding Round or type of Community Funding Grants.
- Make **recommendations** when required to do so by the framework for a particular Funding Round or type of Community Funding Grants.
- Sit as an expanded **Assessment Committee** including external experts, when required to do so by the framework for a particular Funding Round or type of Community Funding Grants.
- In collaboration with staff, develop recommendations to the Council on an annual basis regarding the following year's Community Funding Grants programme.
- Recommend updates or changes to the specific criteria applicable to a particular Funding Round or type of Community Funding Grants.
- Monitor and assure itself of the effectiveness of the promotion and reporting aspects of the Community Funding Grants programme.
- Maintain a general overview of the Community Funding Grants programme, and help generate ideas for its ongoing development and improvement.
- Contribute suggestions to staff in the ongoing development of the Community Funding Grants Operations Manual.

Council Policies

Review this Terms of Reference annually prior to the Annual General Meeting and recommend any updates as/if required for Council to consider at its subsequent meeting.

Other Matters

Consider any other matters referred by Council.

Authorities

The Grants Committee's authority is limited to the approvals and recommendations set out for each type of Community Funding Grant or each specific Funding Round.

In general and in summary, these are as follows:

Funding Round	Approvals / Recommendations
Community Projects	Make recommendations to Council
Internet Research	Make recommendations to Council
Conference Attendance	Make recommendations to Council
On-Demand Grants under \$5k	Grants Committee to decline/approve applications

In fulfilling its other responsibilities as set out above, it is an advisory body only.

The Committee must exercise the powers delegated to it in accordance with any directions of Council.

The Committee can invite other parties to attend meetings from time to time as circumstances require.

Reporting

After each Committee meeting, the Chair shall report the Committee's findings and recommendations to Council. Therefore, unless directed by the Chair, the notes of all Committee meetings shall be circulated to Councillors, the Chief Executive, and to such other persons as the Committee directs.

Communication

The Committee shall maintain direct lines of communication with the Community and Collaboration Lead, the Chief Executive, his/her delegated staff member, and with staff generally.

Review

This Terms of Reference document and the performance of the Committee shall be subject to biannual review by Council.

Terms of Reference for the Komiti Whakauru Māori Engagement Committee

Policy	COM-MOR: <u>Komiti Whakauru</u> Māori <u>Engagement Committee</u> Terms of Reference
Version	Version <u>1.22</u>
Date in force	December 2015
Planned review	<u>June 2018</u> <u>August 2020</u>

Constitution

The Komiti Whakauru Māori Engagement Committee ("the Committee") is a committee of Council with the specific delegated powers as set out in this Terms of Reference.

Objectives

The purpose of the Committee is to be the recommendation-making body for InternetNZ's formal Māori engagement processes, oversee InternetNZ's relationships with Māori and the Māori Internet Community and to guide and assist the organisation in developing and deepening these relationships.

Membership

The Committee shall consist of three Councillors who have, between them, relevant skills and experience, including understanding of Te Ao Māori, community engagement, understanding of community organisations and prospective partners, and general due diligence experience. In addition, the Committee seeks participation from as well as attendance by three senior Employees, including particularly the Chief executive, the Deputy Chief Executive, and the Community Programme Outreach & Engagement Director, who participate actively in the Committee's work.

Council may decide to co-opt other Officers of the Society, Directors of its Subsidiaries or appoint an external independent person advisors to the Committee should it wish, to ensure necessary skills and expertise are represented.

Council shall appoint members of the Committee and review these appointments annually at its first ordinary meeting after the Annual General Meeting of the Society. The Committee shall appoint its own Chair from among the members of Council on the committee, who shall have a deliberative and a casting vote.

Members of the Committee:

- shall be Councillors with senior staff in attendance and participating as outlined;
- are entitled to rely on employees of the Society and professional advisers where they reasonably believe that the employee or adviser is reliable and competent and the reliance was made in good faith and after making an independent assessment of the information.

Any member who ceases to be a Councillor or Employee ceases to be a member of the Committee.

Any policy of Council on conflicts of interest applies to the Committee. At its discretion, the Committee may exclude a member who, in the Committee's view, has a conflict of interest with an item of business before the Committee.

Attendance

The Committee shall, in consultation with and agreement of the Chief Executive, nominate a member of staff to act as Committee Secretary. This will generally be a Community Programme staff member.

The Committee Secretary shall normally attend meetings of the Committee but shall not be a member of the Committee. Other staff may be invited to attend meetings at the discretion of the Committee.

Councillors who are not members of the Committee shall have the right of attendance (except in the case of a conflict of interest, as determined by the Committee).

Meetings

The Committee shall meet as frequently as required ~~for the effective operation of formal Māori engagement processes to achieve guidance on development of InternetNZ's relationships~~ and ~~to the discharge of~~ the Committee's responsibilities. It is intended that the Committee will meet on a monthly basis.

Meetings of the Committee shall be scheduled by agreement with the Chair and with due regard to the requirements of current work, the need for reasonable notice, the availability of Committee members and staff and so as to avoid unnecessary re-scheduling of meetings.

Any member of the Committee may request that a meeting of the Committee be convened.

A majority of Committee members, present in person or by using any technology, shall constitute a quorum.

Unless directed by the Chair, the Committee Secretary shall distribute an agenda and any related papers in advance of a meeting to members of the Committee.

Minutes

The Committee Secretary shall prepare notes of meetings and have them approved by the Committee by email in between meetings.

Minutes of meetings shall be confirmed at the next meeting of the Committee.

Responsibilities

The Committee generally oversees InternetNZ's ~~formal Māori engagement the development of InternetNZ's relationships process with Māori and the Māori~~

~~Internet Community. Its primary responsibility is for making decisions or recommendations relating to the development, implementation and evaluation of a Māori engagement strategy.~~

The duties of the Committee are to:

- In collaboration with staff, develop **recommendations** to the Council ~~as required in regards to on a~~ Māori engagement ~~strategy and how Māori engagement is reflected in InternetNZ strategies and plans.~~
 - Monitor effectiveness of Māori engagement processes.
 - Maintain a general overview of Māori engagement processes, and help generate ideas for ongoing development and improvement.
-
- Review this Terms of Reference annually prior to the Annual General Meeting and recommend any updates as/if required for Council to consider at its subsequent meeting.

Other Matters

- Consider any other matters referred by Council.

Authorities

The ~~Māori Engagement~~ Committee's authority is limited to the approvals and recommendations set out below.

In general and in summary, these are as follows:

Activity	Approvals / Recommendations
Strategy creation process	Make recommendations to Council
Strategy implementation and evaluation	Make recommendations to Council
Other Māori engagement processes	Make recommendations to Council

In fulfilling its other responsibilities as set out above, it is an advisory body only.

The Committee must exercise the powers delegated to it in accordance with any directions of Council.

The Committee can invite other parties to attend meetings from time to time as circumstances require.

Reporting

After each Committee meeting, the Chair shall report the Committee's findings and recommendations to Council. Therefore, unless directed by the Chair, the notes of all Committee meetings shall be circulated to Councillors, the Chief Executive, and to such other persons as the Committee directs.

Communication

The Committee shall maintain direct lines of communication with the members of the Committee and with staff generally.

Review

This Terms of Reference document and the performance of the Committee shall be subject to biannual review by Council.

.nz Policy Committee Terms of Reference

Policy	COM-NPL: .nz Policy Committee Terms of Reference
Version	DRAFT Version 2
Date in force	24 August 2018
Planned review	August 2019

Constitution

The .nz Policy Committee ("the Committee") is a committee of Council with the specific delegated powers as set out in this Terms of Reference.

Objectives

The purpose of the Committee is to lead work on InternetNZ's responsibility for the overall policy framework for the .nz ccTLD.

Membership

The Committee shall consist of no fewer than three and no more than five Council members who have, between them, relevant skills and experience and general due diligence experience.

Council may decide to co-opt other Council members or appoint an external independent advisor to the Committee should it wish, to ensure the appropriate skills are represented.

Council shall appoint members of the Committee and review these appointments annually at its first ordinary meeting after the Annual General Meeting. The Committee shall appoint its own Chair from among its members, who shall have a deliberative and a casting vote.

Any member who ceases to be a Council member ceases to be a member of the Committee.

The policy of Council on conflicts of interest applies to the Committee. The Committee may determine, in accordance with Council policy, Committee member participation, where there is an actual or perceived conflict of interest.

Attendance

The Chief Executive will be the principal advisor to the Committee from among the staff.

The Committee shall, in consultation with the Chief Executive, nominate a member or members of staff to act as Committee Liaison and/or Secretary. These staff shall normally attend meetings of the Committee but shall not be members of the Committee.

The Chief Executive will participate in the Committee on an as-required basis. Other Group staff may be invited to attend meetings at the discretion of the Committee.

Council members who are not members of the Committee may attend the Committee either remotely or in person (except in the case of a conflict of interest, as determined by the Committee). Members and other parties may attend meetings as observers, except when the Chair rules that a portion of a meeting should be closed or kept confidential to committee members only. Notification of committee meetings shall be made to Council and membership/community as agreed by the Committee.

Meetings

The Committee shall meet as frequently as required for the effective operation and discharge of the Committee's responsibilities.

Meetings of the Committee shall be scheduled by agreement with the Chair and with due regard to the requirements of .nz Policy function work, the need for reasonable notice, the availability of Committee members and staff, and so as to avoid unnecessary re-scheduling of meetings.

Scheduled upcoming meetings, and minutes of previous meetings will be published in timely fashion to ensure openness and transparency in this Committee's business.

Committee meetings will be scheduled every two months. Additional meetings of the Committee may be convened as necessary, for governance or operational requirements.

A majority of Committee members, present in person or by using any technology, shall constitute a quorum.

Unless directed by the Chair, the Committee Liaison/Secretary shall distribute an agenda and any related papers in seven days prior to the meeting to:

- Members of the Committee; and
- The CE of InternetNZ and any staff members delegated by the CE
- Any DNCL staff members required

Minutes

The Committee Liaison/Secretary shall ensure the preparation of notes of meetings and have them approved by the Committee by email in between meetings. Minutes will be published once approved, for transparency.

Minutes of meetings shall be formally confirmed at the next meeting of the Committee.

Responsibilities

The Committee provides governance and oversight for the .nz policy framework and its evolution and development.

It is responsible for making recommendations to Council relating to the .nz policy framework that have been processed and come with advice from the staff.

The Committee is also responsible for supporting the function by contributing to and helping generate ideas for the ongoing development of the .nz policy function.

The Committee may assist staff with their work on other aspects of .nz from time to time, through responding to queries or discussion items suggested by staff.

In summary, the duties of the Committee are to:

- Provide **governance** and oversight: monitor and assure itself of the effectiveness of .nz policy function
- Make **recommendations** to the InternetNZ Council, in collaboration with staff, where necessary
- Maintain a general overview of .nz policy function, and **help generate ideas** for its ongoing development and improvement.

Council Policies

Review this Terms of Reference annually prior to the Annual General Meeting and recommend any updates as/if required for Council to consider at its subsequent meeting.

Other Matters

Consider any other matters referred by Council.

Authorities

The Committee's authority is limited to recommendations to Council on any matters related to the .nz policy framework and function.

In summary, specific authorities are as follows:

Matter	Approvals / Recommendations
.nz policy framework matters	Make recommendations to Council
.nz policy function matters	Make recommendations to Council

In fulfilling its other responsibilities as set out above, it is an advisory body only.

Reporting

After each Committee meeting, the Chair shall report the Committee's findings and recommendations to Council.

Staff shall report to the Committee before each meeting, or as necessary for input, against the Work Plan.

Communication

The Committee shall maintain direct lines of communication with the Chief Executive, Committee Liaison, his/her delegated staff member, and with staff generally.

Staff will support the external communication demands generated by the Committee's work.

Review

This Terms of Reference document and the performance of the Committee shall be subject to biannual review by Council.

3.4 Schedule of Meetings for 2019

Author: Catherine Fenwick, Organisational Services Director

Purpose of paper: To agree and approve the schedule of Council meetings and events in 2019.

The table below sets out proposed dates for key internal meetings (Council, Committees, and members) and external meetings for 2019. The pattern is of a regular quarterly meeting dealing with organisational reports, plus off-cycle meetings (i.e. Budget). We have also included another Option for having six Council meetings with the rationale of having shorter but more frequent meetings, less long lag times, and separating reporting (which would remain quarterly) from decisions meetings.

Schedule of Meetings for 2019

Month	Council Meeting Dates		Other Meeting Dates	Committees**	External/Int'l
	<i>Council - Option 1 – quarterly meetings + Budget meeting</i>	<i>Council - Option 2 – six (shorter) meetings</i>			
Jan				Audit & Risk Cmte – 24 Jan	NZNOG: 28 Jan – 1 Feb
Feb	Friday 15 th	Friday 15 th		.nz Policy Committee – 5 Feb (<i>proposed date</i>)	APRICOT: 18-28 Feb
Mar	Wednesday 29 th (budget and plan)	Wednesday 29 th (budget and plan)		Audit & Risk Cmte – 21 Mar	ICANN: 9-14 Mar
Apr				.nz Policy Committee – 2 Apr (<i>proposed date</i>)	
May	Friday 17 th	Friday 17 th		Audit & Risk Cmte – 23 May	Tech Week: 20-26 May
Jun				.nz Policy Committee – 11 June (<i>proposed date</i>)	ICANN: 24-27 June
Jul			AGM – Thu 25 July (WLG + online)	Audit & Risk Cmte – 19 July (<i>proposed date</i>)	
Aug	Friday 16 th	Friday 16 th		.nz Policy Committee – 6 Aug (<i>proposed date</i>)	
Sep			Council Retreat: Fri 20 – Sun 22 Sep	Audit & Risk Cmte – 19 Sep (<i>proposed date</i>)	
Oct		Friday 18 th		.nz Policy Committee – 1 Oct (<i>proposed date</i>)	NetHui: 2-4 Oct (WLG)
Nov	Friday 22 nd			Audit & Risk Cmte – 12 Nov (<i>proposed date</i>)	ICANN: 2-7 Nov
Dec		Friday 6 th	Year-End Functions – w/b 9 Dec	.nz Policy Committee – 3 Dec (<i>proposed date</i>)	

****Note:** Grants and the Māori Engagement Committee don't have set intervals or times. The former is set in accordance with the timing of the grants rounds, which is set in discussion with the committee; the latter is set as required.

Recommendation:

THAT Council adopt the Schedule of Meetings for 2019 with (Option 1/Option2) as the preferred schedule for the Council meetings.

3.5 .nz Quarterly Report – First Quarter ended 30 June 2018

Introduction

This is the first .nz Quarterly Report for the 2018/19 financial year, prepared jointly by InternetNZ and DNCL. There is nothing in this report that is confidential.

This report is in the same format as previous Quarterly Reports. Staff intend to review and modernise the reporting framework, and welcome feedback from Council members and any other stakeholder about gaps, additions or redundant information in this current report.

1. Global Domain Name Environment

A breakdown of the ccTLD and gTLD figures is provided in the table below:

		TLDs	Domains (est)	Growth Median (1Y)
ccTLDs	Africa	58	3.3M	8.70%
	Americas	54	13.8M	2.20%
	Asia	98	59.2M	1.10%
	Europe	57	72.0M	2.10%
gTLDs		1,203	188.9M	13.00%
.kiwi	-	-	19,220	-90.3%
.nz	-	-	711,765	3.3%

ccTLD and gTLD stats sourced from CENTR stats:

<https://stats.centr.org/tldstats#market>

Totals exclude TLDs with inconsistent or unreliable registration data.

2. **Activities**

Supports transformations 1.2, 1.6, 1.7 and 1.8

a) **Research**

Chief Scientist attended RIPE meeting in Marseille, France and CENTR Jamboree in Moscow, Russia. At the latter, we presented about Security practices at .nz, and about IP anonymization practices for data analysis and privacy.

The team worked on several pieces of work, including Registrant Classification using Machine Learning, causing interest from DENIC (.de registry) for which we established cooperation to generate a model for classifying German Names. We also worked in Source Address Classification using DNS passive data to improve the quality of the Domain Popularity Score, and measuring the effects of DNS Flag day within the .nz namespace, for which we established cooperation with NIC Chile (.cl registry) and CZ.NIC (.cz registry). We are planning to present this work during September and October 2018 in different conferences.

Huayi Jing, Data Scientist, started her Maternity Leave in July and since then we have been in the process to get some to cover the role.

b) **.nz Promotion and Marketing**

A key activity in May was our annual registrar conference. It included a range of thought provoking speakers, including Bruce Tonkin from AUDA and attendance from an overseas registrar.

Other promotional activity in the quarter focused on supporting our registrar and reseller channel with educational content on a range of topics. The results of the annual Colmar Brunton Research were also delivered to the channel to further develop their understanding of the New Zealand market.

Our Channel Manager attended the GDD Summit representing .nz and connecting with international registrars.

The Domain Name Commission ran a geek.nz promotional campaign as part of Tech Week in May that coincided with World Geek day. The activities included a twitter social media campaign that gave away free movie tickets as part of a competition and releasing a blog post that provided some stats around the .geek name space. In addition, members of InternetNZ were approached on the list through the Outreach and Engagement team and interviewed as part of the blog story.

<https://internetnz.nz/blog/geeks-nz-domain-name-space>.

The campaign was featured in a number of blogs and Radio New Zealand made reference to the campaign as part of its Technology feature.

c) **.nz Policy Consultation**

Planning for the upcoming Dispute Resolution Service and Policy review has commenced.

Initial handover discussions, as well as knowledge sharing project have been commenced between Domain Name Commission and InternetNZ staff.

The Domain Name Commission published and consulted on all of the end to end policies and connection agreements over the administrative changes necessary to give effect to Organisational Review. There were no submissions received and the policies were able to be finalised in June 2018.

d) **Registrations at the Second Level**

A total of 34 conflict sets were resolved between April and the end of June 2018. The number of conflict sets cease to exist when all names in the conflict are released. The following table shows the progress in reducing conflict sets:

	Jan	Feb	Mar	Total for Q4	April	May	June	Total for Q1
Conflict Sets Resolved	11	18	15	44	14	12	8	34
Total Conflict Sets	2,485	2,467	2,452	-	2,432	2,401	2,399	-

The total number of domains in the conflict sets is 5,474 as at the end of the quarter.

e) **Strategic partnerships with trusted stakeholders**

The Domain Name Commission collaborated with the Office of the Privacy Commissioner to produce consumer awareness materials related to domain name issues and privacy. The two Commissioners made joint media comments and released the fact sheet in May 2018 as part of Privacy Awareness Week.

In June 2018, after 6 months of negotiations, the Domain Name Commission announced that the Office and CERTNZ had entered into a Memorandum of Understanding. The agreement enables the DNCL to share withheld registrant information to protect against cyber security threats.

The Domain Name Commission joined other InternetNZ staff at a workshop facilitated by the National Cyber Policy Office on the refresh of New Zealand's Cybersecurity Strategy and Action plan. The Office has been providing coordinated feedback to the review.

3. Policy Framework

Supports transformation 1.5

a) .nz policy

Between April and May all .nz authorisation agreements and the terms and conditions were updated to be GDPR compliant. A mass communications campaign was completed in May to make .nz authorised Registrars aware of their new GDPR obligations in the .nz domain name space.

As a result of implementation work related to the individual registrant privacy option and GDPR compliance, the Domain Name Commission is currently working with a number of .nz Authorised Registrars to ensure that they are meeting their privacy obligations.

The InternetNZ group announced that it will be holding a multi-stakeholder domain name abuse forum on 27 November in Wellington. This will be a collaborative project between InternetNZ and DNCL.

The .nz Policy Committee was formed and has drafted Terms of Reference and is working with staff on the .nz policy work plan for the year, which focuses on the establishment of the .nz policy function inside InternetNZ.

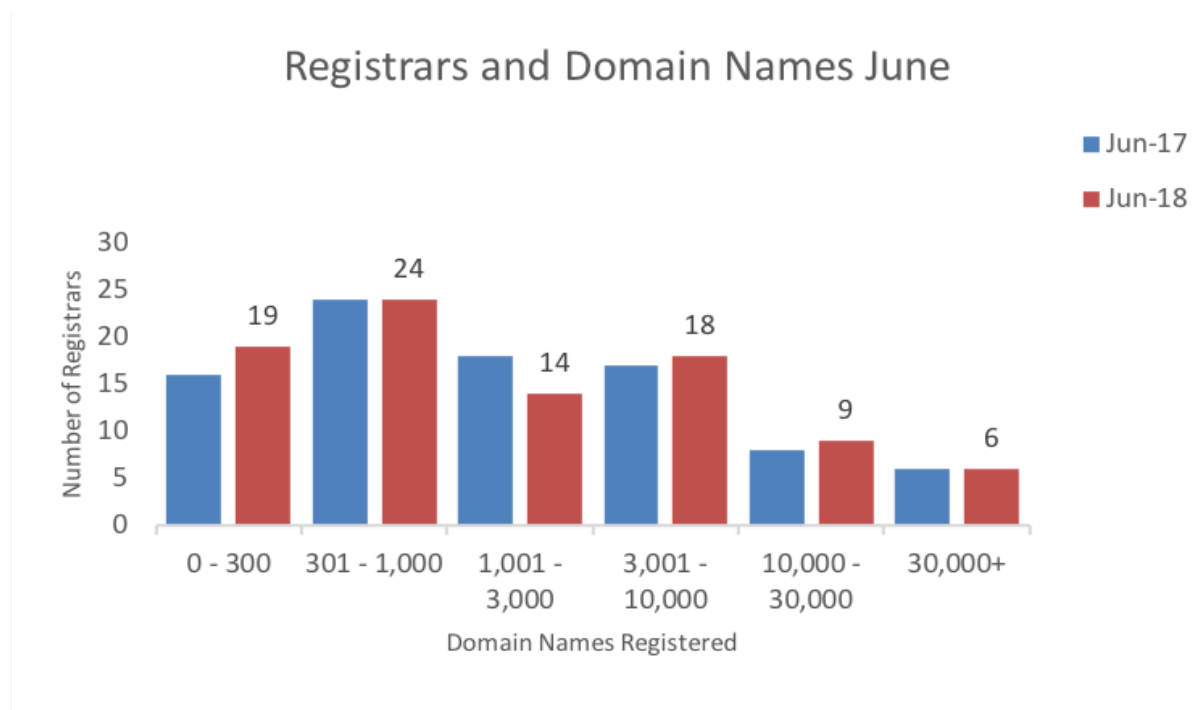
4. Registrar Market

Supports transformation 1.3

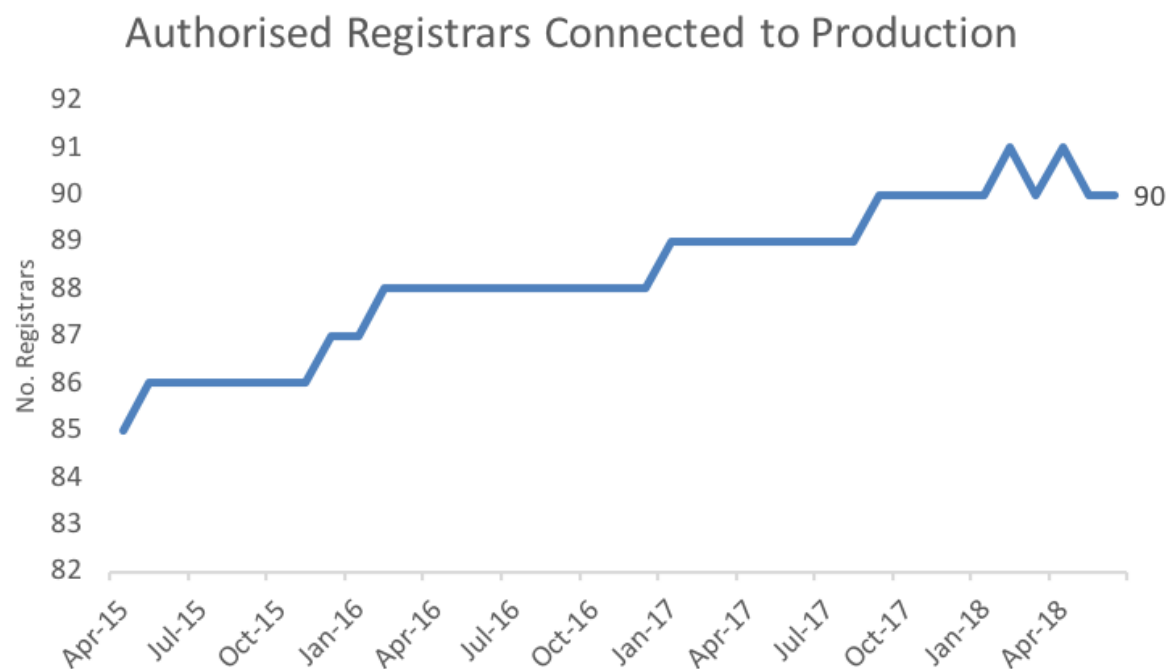
Registrars authorised	93
Registrars connected	90

Number connected during the quarter:	1
Number authorised during the quarter:	0
Number de-authorised during the quarter:	2

The following chart shows the spread of registrars across the level of domain name registrations:



The following chart shows the number of registrars (including the DNC) connected to the SRS:



5. Performance and Best Practice

Supports the primary transformation, 1.1 and 1.4

a) International

InternetNZ staff attended and participated in the following:

- ICANN 62: 25 – 28 June 2018, Panama City
- RIPE 76 on 14 -18 May 2018, Marseille
- [CENTRE Jamboree](#), 30 May – 1 June, Moscow

The Domain Name Commissioner attended the following:

- [CENTRE Jamboree](#), 30 May – 1 June, Moscow
- ICANN 62: 25 – 28 June 2018, Panama City

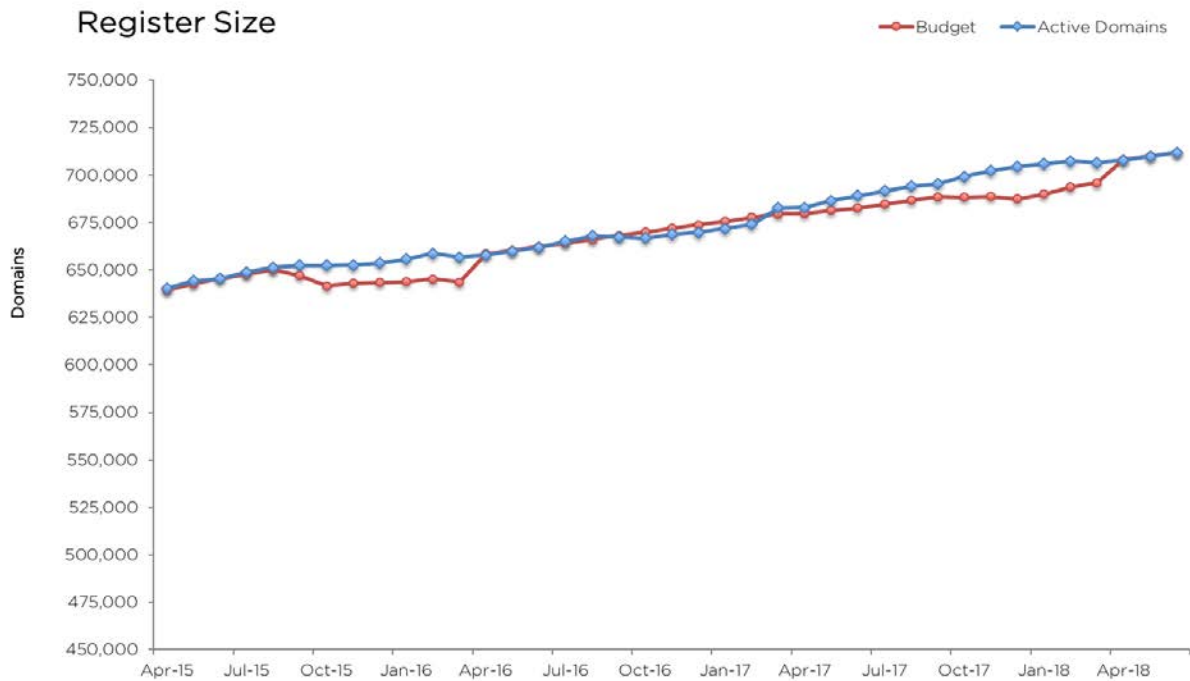
b) Registry Performance

In the new operating structure, there is no Service Level Agreement between InternetNZ and DNCL. The same targets as provided for in the SLA are now Service Level Expectations, and will be reported publicly on the same basis as previously. SLE targets for the DNS, SRS and WHOIS were met throughout this quarter:

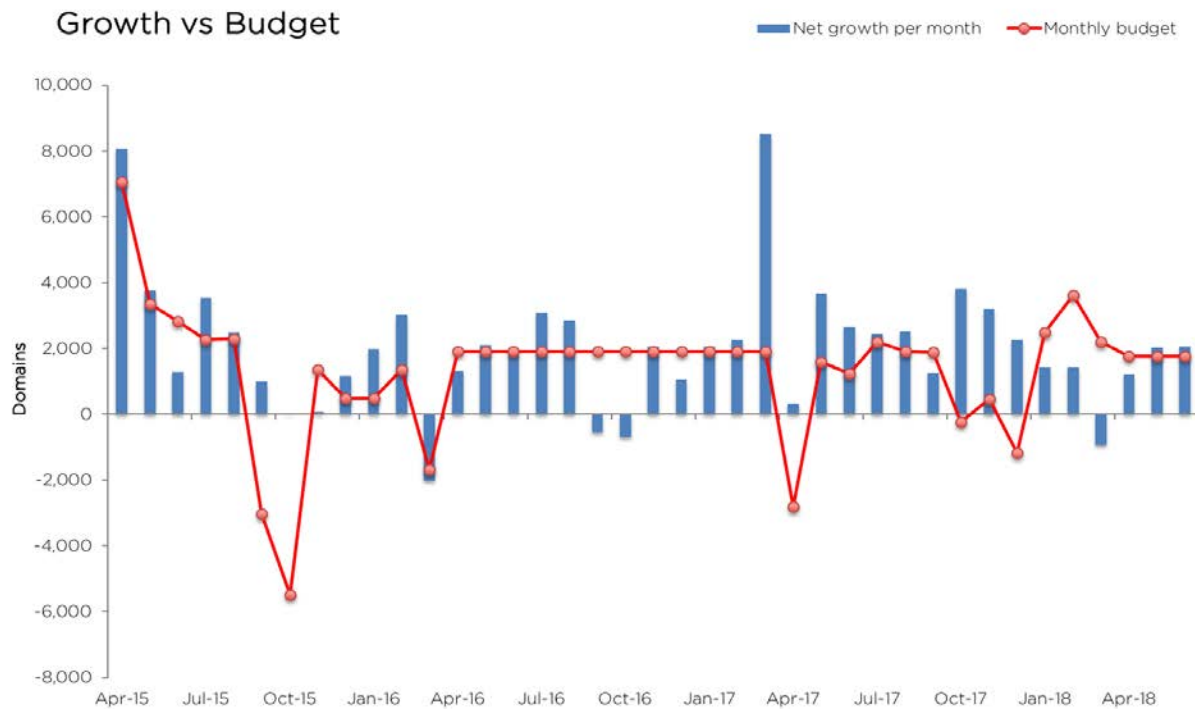
System	SLE %	Apr	May	Jun
SRS	99.9	100	100	100
DNS	99.9	100	100	100
WHOIS	99.9	100	100	100

c) Domain Names

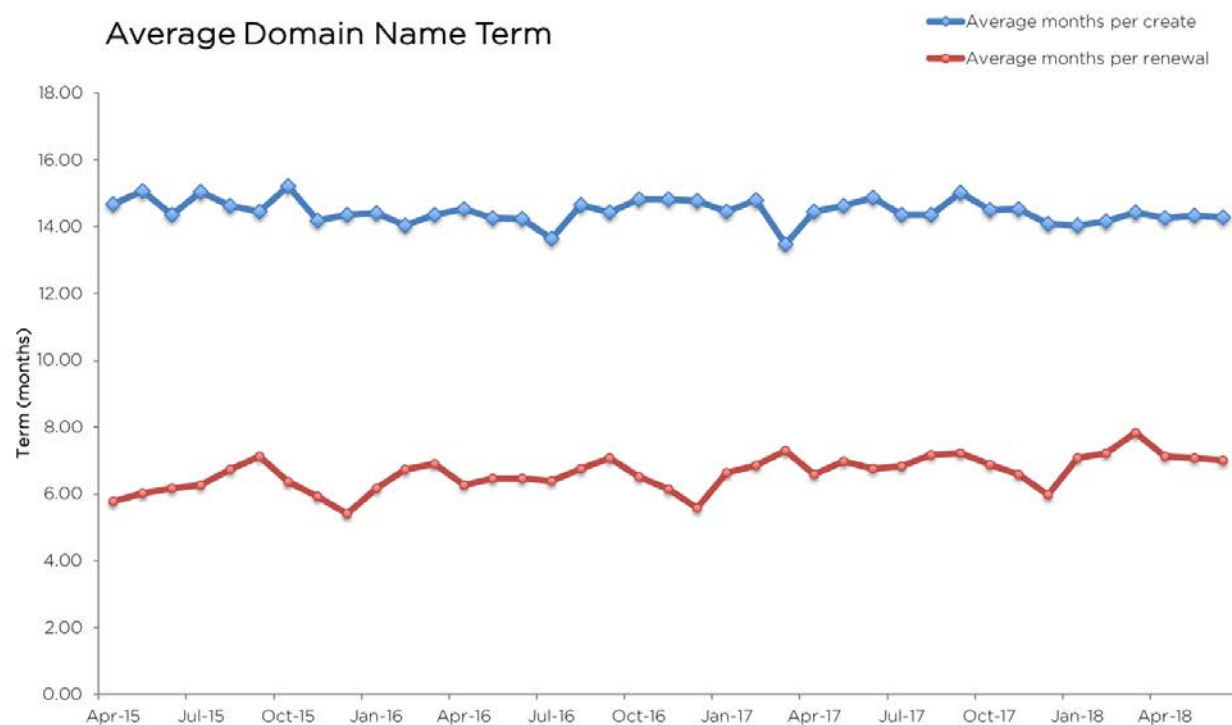
The size of the register against InternetNZ budgeted growth is shown in the chart below:



The actual growth against InternetNZ budgeted growth is shown in the chart below:



The average term (average number of months a domain is registered/ renewed for) is shown in the chart below:



6. .nz Data

The breakdown of domain name growth by second level is noted in the table below:

	April 2018	May 2018	June 2018
.nz	134,352	135,241	136,863
.co.nz	507,641	508,932	509,554
.org.nz	27,552	27,514	27,473
.net.nz	23,371	23,273	23,159

7. Annual reports

NZRS produced and released its final annual report.

https://internetnz.nz/sites/default/files/2017-18_Annual_Report_NZRS.pdf

The DNCL produced its first digital annual report summarising the year's activities and plans for the future. <https://2018annualreport.dnc.org.nz/>

Jordan Carter
Chief Executive, InternetNZ
Chair, DNCL

Joint .nz Strategy Transformations

Primary Transformation

Transformation	
From	To
.nz operates as a successful ccTLD held in high regard domestically and internationally.	InternetNZ is widely recognised as a successful ccTLD manager and .nz is held in high regard domestically and Internationally.

Underlying Transformations

Transformations		
	From	To
1.1	Global benchmarks or best practice regarding what a world-class ccTLD is are varied and partly documented.	There are agreed global benchmarks and best practice for what a world-class ccTLD is, and .nz excels in assessments against these standards.
1.2	.nz is the default choice for New Zealanders.	.nz remains the preferred choice for New Zealanders in a highly competitive market.
1.3	The market for .nz registration services (among registrars and resellers) is competitive.	The market for .nz registration services (among registrars and resellers) is sophisticated and competitive.
1.4	Roles and responsibilities in managing .nz are being clarified.	Roles and responsibilities in managing .nz are clear, well documented and transparent.

1.5	The .nz policy framework has evolved from its origins in 2002.	The .nz policy framework has been reviewed and updated for current needs, and is validated as meeting the needs of the New Zealand Internet community.
1.6	Inconsistency in the articulation of the role, purpose and mandate for the operation of .nz across the Group - resulting in a lack of clarity among stakeholders.	The whole Group is confident in consistently articulating our role and purpose, and the mandate for our operation of .nz - resulting in the wider Internet community being clear about and supportive of our role.
1.7	InternetNZ has limited knowledge of the purchasing behaviour of registrants.	InternetNZ has good knowledge of the full sales channel including resellers and influencers, and the purchasing behaviours of registrants.
1.8	.nz is not a widely known brand.	.nz is a well recognised brand.



June 2018

Jamie Baddeley
President, InternetNZ

Dear Jamie,

First Quarter 2018/19 Report

This report includes DNCL's quarterly Profit and Loss Statement and cross references major DNCL activities in the joint .nz report.

The content and frequency of reporting to council about the operations of .nz from DNCL is currently being reviewed by the group CE and the DNCL board. We welcome your feedback on what you would like to see in our regular quarterly reports.

If Council requires any further information for this quarter, please let me know so I can provide it.

Financial

	April - June 2018		
	Actual	Budget	Variance
<u>INCOME</u>			
5050 · Authorisation Fees	3,000	3,000	-
5080 · DRS Complaint Fees	10,000	8,000	2,000
5100 · Management Fees	330,000	330,000	-
7010 · Interest Income	34	150	(116)
Total Income	\$ 343,034	\$ 341,150	\$ 1,884
<u>EXPENDITURE</u>			
DNCL Board	11,300	12,922	(1,622)
Communications	14,754	17,380	(2,626)
Compliance	-	36,738	(36,738)
Dispute Resolution Services	10,221	10,855	(634)
Registrars	2,450	8,369	(5,919)
International	14,997	23,000	(8,003)
Office and Administration	67,932	66,183	1,749
Personnel and Staff	171,537	138,676	32,861
Professional Services	4,085	9,770	(5,685)
Projects	-	47,500	(47,500)
Total Expenditure	\$ 297,276	\$ 371,393	(\$74,117)
Depreciation	7,521	9,600	(2,079)
Extraordinary Expenditure	138,019	-	138,019
Net Profit/Loss	(\$99,782)	(\$39,843)	(\$59,939)

Policy Consultation

From this quarter onwards, InternetNZ is responsible for .nz policy.

Registrations at the Second Level

A total of 34 conflict sets were resolved between April and the end of June 2018. The number of conflict sets cease to exist when all names in the conflict are released. The following table shows the progress in reducing conflict sets:

	Jan	Feb	Mar	Total for Q4	April	May	June	Total for Q1
Conflict Sets Resolved	11	18	15	44	14	12	8	34
Total Conflict Sets	2,485	2,467	2,452	-	2,432	2,401	2,399	-

Yours sincerely

Jordan Carter
Chair, DNCL

Item 5.1: Chief Executive's Report

Author:	Jordan Carter, Group Chief Executive
Purpose of Paper:	To report on work across the organisation for the first quarter, and seek feedback on the reporting approach in future.

Introduction

Welcome to this Chief Executive's report, **exceptionally** covering the period from 1 April to 30 June 2018, the first quarter of the newly integrated InternetNZ, and in some cases commentary that runs into the second quarter.

This report provides an overview of InternetNZ's work, and my intention is that in future it will highlight any matters for Council's attention, consideration and advice.

We are still evolving and working on the information flows to Council and the reporting framework.

In future, we'll prepare a quarterly report on activity against our plans, and publish that to Council and to the public as part of our broader transparent approach. Once the strategy is confirmed, reporting will be against strategy not against functional areas.

This Chief Executive's report to Council will then be a more contemporary check in and raising of issues where Council can help with feedback or direction, closing off ten days before the meeting.

I welcome your feedback on this report or on the proposed approach set out above.

This Quarter (Q1 2018)

General Situation Jordan Carter - Chief Executive	Status:	On track
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In the first three months of the newly merged organisation's existence, a great deal of focus has gone into various aspects of the merger: new financial systems and reporting, selecting and simplifying shared business systems, building a policy framework for our operation and the hiring process for the Senior Leadership Team. This is all foundational work, required to enable the gains of the structural change to be realised.

During the quarter we also prepared for the review of our strategic framework, and did initial work on our brand and communications channels projects - more on these elsewhere in the paper.

All this work was done while Business As Usual continued: upgrades to products (zone push frequency for .nz), our annual Registrar Conference, preparations for NetHui 2018, a Speaker Series event 'Hate and the Internet', launch of the paper *Solving Digital Divides Together*, preparing to launch the Research Grants Round - to name just a few.

Overall the team is in good heart, given the stresses and change created by the merger. I am very proud of colleagues for their ongoing commitment to the organisation, and for their patience in seeing through this period of less certainty as we work on bedding down the merger and building our new strategic framework. We aren't getting everything right, but the big things are getting done.

Risk Jordan Carter - Chief Executive	Status:	On track
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There are no significant risks to draw to your attention at the reporting date.

The next iteration of the Risk Register will be tabled with Council at the November meeting.

Organisational Services Catherine Fenwick - Director	Status:	On track
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The first quarter of the the year was a exceptionally busy time for the Organisational Services team with a high level of focus on **year end financials**. I'm glad to report we achieved a **clean audit report** and this was done within tight deadlines. Also over this period we moved all financial reporting and payroll to Xero using a **new chart of accounts** as well as moving our main banking to ASB.

As part of the newly merged organisation we have **reviewed, updated and implemented a number of staff related benefits and policies** to ensure that all staff have common benefits and that the policies support the new organisations. As a example we have a working party of staff involved in the **new Performance and Development Policy** which is being used by the whole organisation as the template going forward.

All the work above was completed while making sure BAU activities were completed and as June/July was a busy time with AGM, elections, membership updates it was great to see the teams work together to meet deadlines and workload.

I joined the team in late May and I'm really grateful for the hardworking team we have in place and look forward to the next quarter's activities.

Technology Services Dave Baker - Director	Status:	On track
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Our initial focus for the first quarter of the year was to complete a number of activities for the newly merged organisation. These included an updated Business Continuity Manual and distribution of the manual to key staff, SRS billing updates, internal office network upgrades and supporting the organisational services with updates to a number of office systems.

For the **SRS (.nz Shared Registry System)** the main changes over the quarter were:

- changes to the data returned by the Port 43 WHOIS service, and
- an increase to the frequency of the SRS zone push from hourly to every 15 minutes.

A number of improvements were made to the **Registrar Portal** over the quarter including the addition of a feature to help registrars with the understanding of the registrant classifications that make up their portfolios.

A new planned wireless layer was added to the **Broadband Map** to show the Crown Infrastructure RBI2 data.

Work has started on the virtual server replacement project that will increase our capacity for provisioning office systems and test infrastructure.

Outreach and Engagement Andrew Cushen - Director	Status:	On track
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The Outreach and Engagement team is fully staffed in accordance with the first phase of the **staffing plan**. The second phase begins in October 2018. This is a new team; one that stands on the fine work done by the Community, Communications and Events teams that preceded it, but that is coming together to make a step change in impact from the work we do, and in lifting our visibility and engagement with the public, our stakeholders and our members.

Good progress has been made with the **NetHui Roadtrip** this year. The focus is on working with Local Advisory Committees to ensure that these communities are owning their NetHui event. This represents a deliberate step up in our expectation of leadership from these locations, with the goal of leaving behind the capabilities to run NetHui events in the future with less involvement from us - and thus growing capability, over time, around New Zealand. All of the locations are meeting expectations in this regard, and these are shaping up to be good events.

The **Communications** function has focused on optimising the huge number of **channels** through which we currently speak. There are well over four dozen such channels, many of which have not been used for some time, or used rarely. This involves actively retiring and aggregating content onto a smaller number of channels, and then specialising and strategising for these channels.

Finally, work has started on reviewing the **platforms used for member and stakeholder management**, and seeking advice on how to review and build these to enable a clearer “membership journey” for stakeholders and the New Zealand public. The goal is to establish a clear progression path through which people come into contact with our organisation, and then deepen this relationship to the point of membership. Much of this is inherently driven by tech, insight and targeting of conversations to meet the needs and interests of particular groups.

Policy Ellen Strickland - Director	Status:	On track
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The Policy team have had a busy quarter, including a range of engagement around bills related to the Internet coming through consultation processes. InternetNZ hosted stakeholder roundtables on the new **Privacy Bill**, as well as submitted. The team have participated in meetings related to the **Cybersecurity Strategy** review. The Government’s **Copyright** Issues paper is now expected in the last quarter of 2018.

The **State of the Internet** project team, which involves both the Policy and Technical Research teams, is now established and working closely with Outreach and Engagement around delivering a 2018 SOTI in early 2019 that covers the year in review and is focused in its purpose of being valuable to key stakeholders.

We launched a position paper calling for a goal of Universal Access for New Zealand called **Solving Digital Divides Together** in late May. The team has been working with The Workshop and Vodafone Foundation on qualitative research to understand digital exclusion in a number of communities across New Zealand.

The **Council committee for .nz policy** was established following the last Council meeting and has met to discuss the Terms of Reference and work plan for the coming year. Staff continue to work on developing the operational capacity required to deliver the .nz Policy function.

Technical Research Sebastian Castro - Chief Scientist	Status:	On track
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A number of initiatives have seen progress during this quarter.

The **Registrant Classification** work presented at the Registrar Conference was successfully integrated into the registrar portal, and in cooperation with DENIC, .de registry, used to classify German Registrant Names to evaluate the activation of privacy options in the context of GDPR.

With David Morrison’s arrival and the re-activation of **Domain Analytics**, a fair share of effort has been put in refreshing data for the project to have a functional beta version.

The **DNS Source Address Classification** project produced the expected good results during testing and it’s now being prepared for operation and to run at scale.

The **Domain Retention Prediction** project got its first Proof of Concept model, but there are still some validation to do.

The team kicked off the **DNS Flag Day** work in conjunction with other ccTLDs, to measure the impact within different namespaces of changes in DNS implementations to be activated in February 1st 2019.

The Chief Scientist attended industry meetings in France and Russia.

Commercial David Morrison - Director	Status:	On track / forming
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With the role starting in late June the last two weeks of the quarter were largely dedicated to onboarding into InternetNZ, confirming understanding of the expectations for the role and joining the Senior Leadership Team.

During the quarter, a successful **annual registrar conference** and registrar advisory meeting were held (in early May).

The remainder of this commentary dips into the start of the second quarter to help frame what has been achieved in the short term and the direction being taken in various areas of the commercial function.

The initial approach for establishing the Commercial function has been to develop a work programme that encompasses pre-existing commercial activity (.nz, Broadband Map, Peak Domain Analytics) and exploration of new business opportunities.

Core focus areas for the start of the second quarter have been:

- Initiating a **draft commercial strategy** for completion once the new Strategy is confirmed. The overall strategic framework will provide some guidance for what new revenue opportunities are considered and funded and layout the process guiding prioritisation, selection and funding of initiatives.
- **.nz environmental understanding.** We have started mapping a cross group understanding of Registrant and Registrar journeys and will be using these to guide our thinking about the tools we use internally and the channels and content we would need to support .nz.
- With the **Broadband Map** focus has been on connecting with key stakeholders, identifying potential new customers and shaping a vision of the Broadband Map for the coming years. We are also reviewing the business model to identify opportunities to enhance what we do with the map.
- **Peak Domain Analytics (PDA)** has been in a parked state since the start of the calendar year. A short project is underway with the Technology Services team to bring PDA to a production ready state. A closed beta is planned for the latter part of the calendar year to test the current state of the service with real world customers and use direct feedback to shape our understanding of what might need to change prior to a wider launch.

- **New business ideas** are a key focus of the commercial function and activity early this quarter has been on developing a process to capture new business ideas, establish a framework for exploring and evaluating these ideas with a view to then prioritising which options to progress with. A process to capture ideas has been launched internally with InternetNZ staff and several opportunities are being actively explored. As ideas are more fully explored and likely for funding consideration these will be presented in line with a yet to be agreed funding process.

Staffing Jordan Carter - Group Chief Executive	Status:	On track
--	---------	----------

During the quarter Catherine Fenwick and Aron Narayan joined the Organisational Services team, Gareth Palmer joined the Technology Services Team and David Morrison joined the Commercial team. Megan Baker returned from parental leave. We said farewell to Sue Carter, the former NZRS Office Manager, thanking her for twelve years of sterling service to the Group.

Domain Name Commission Ltd Jordan Carter - Group Chief Executive	Status:	On track
--	---------	----------

InternetNZ and DNCL staff are working through the policy framework applicable to DNCL given the new organisational structure. At a minimum wherever NZRS is mentioned this needs to be replaced with InternetNZ. More in depth review needs to carry some of these provisions in to the .nz policy framework especially provisions related to legal action. We plan public consultation on the .nz Framework policy as per the PDP in the next few months. A revised Operating Agreement for DNCL, consistent with the updated policy framework, and new reporting approaches will be developed and shared with Council for review later in the year.

Other matters related to DNCL are covered in the report from the company to InternetNZ as shareholder, or in the joint .nz report. For the first quarter, we have kept the old reporting framework for DNCL and .nz, (but want to streamline and simplify this) and look forward to your input about how those reports should change in future.

Over the page: The Next Quarter

The next quarter (Q2 2018/2019)

Key priorities

This table sets out at a high level the all-of-organisational and functional priorities for the coming quarter.

Across the organisation	<ul style="list-style-type: none">• Strategy work• Merger related work for systems changes and policy
Org Services	<ul style="list-style-type: none">• Team values and culture work• Privacy policy work• Financial reporting bedded down
Tech Services	<ul style="list-style-type: none">• Peak Domain Analytics• Completion of the virtual server replacement project• First phase of the .nz Dashboard
Outreach	<ul style="list-style-type: none">• AGM and Annual Report• Review of membership platforms and recommendation for renovation• Development of NetHui Roadtrip events
Policy	<ul style="list-style-type: none">• .nz Policy function development• 'Platforms and the Internet' engagement and paper published• State of the Internet project work• Preparing for Domain policy forum
Tech Research	<ul style="list-style-type: none">• Hiring to cover for Data Scientist Parental Leave• DNS Flag day data collection, analysis, information sharing and presentations• Data collection and analysis for State of the Internet, Peak Domain Analytics and other initiatives.
Commercial	<ul style="list-style-type: none">• Establish new vision and roadmap for the Broadband Map• Establish Peak Domain Analytics beta project to conduct real world testing in the third quarter of the financial year• Build some momentum with the exploration of new revenue opportunities

Key Q2/Q3 commitments

This table summarises key external commitments over the next two quarters for reference.

13-16 August	Asia Pacific Regional IGF/Pacific IGF	ES BC
24 August	Council	
18-22 September	APTLD 74 - Tashkent	Brent Carey
21-23 September	InternetNZ - Strategy Retreat	Council, SLT
24-28 September	LACNIC - Rosario, Argentina	Sebastian Castro
5, 11, 16 October	NetHui Roadtrip	
13-19 October	DNS-OARC 29 and RIPE 77 - Amsterdam, The Netherlands	Sebastian Castro
20-25 October	ICANN 63 - Barcelona, Spain	JC BC DM
Late October - early November	ITU Plenipotentiary - Dubai, UAE	tbd
12-14 November	United Nations IGF - Paris	JC ES
22-24 November	InternetNZ - Maori Training and Council	
27 November	Domain Name Policy Forum (WLG) and Stakeholder Christmas Event	
Early Dec	Stakeholder Christmas Event in Auckland	

Jordan Carter
Group Chief Executive

16 August 2018

ATTACHED:

- 5.1 a - Joint Report - ICANN 62 (June 2018)
- 5.1 b - Grants Report

Joint Report: ICANN 62 (Panama City) June 2018

The .nz delegation at ICANN's 62nd public meeting in Panama City, Panama comprised Jordan Carter, Brent Carey, Ellen Strickland and Debbie Monahan.

The meeting overall was focused on the recent implementation of the European Union's General Data Protection Regulation, and the impact that this was having on the global availability of a consistent WHOIS.

Summary of key themes

- This was the second of two meetings where Debbie attended as an InternetNZ advisor, following up her introductions of Brent Carey to the ccNSO community in San Juan in March with further intros for him, and intros for Ellen Strickland in her new role as Policy Director.
- The long running accountability project that formed part of the IANA Stewardship Transition concluded its work, with the CCWG-Accountability sending its final report. The final set of proposals is now with Chartering Organisations and will be up for decision in Barcelona in October.
- A friend of New Zealand, Maureen Hilyard, was elected as the next Chair of the At-Large Advisory Council, committed to implementing the reforms to ALAC proposed in a recent controversial independent review. Staff recommend a "wait and see" stance on ALAC membership while we see whether reforms lead to improved effectiveness of the organisation, rather than withdrawing or committing more resources now.
- .nz was a sponsor of the ccNSO Cocktails held on the Tuesday night.
- Brent and Jordan had a discussion with PIR about prospects of us working more closely together, following up earlier discussions led by Tracy Johnson, including whether the Registrar Portal could become a service offering the could purchase from us.
- Brent was appointed to the ccNSO's PDP on retirement of ccTLD's Working Group.
- Jordan was appointed to the ccNSO's Strategic and Operational Planning Standing Committee.

Takeouts for further action

There were no particular matters raised during the meeting that require urgent attention or action by InternetNZ.

PIR and InternetNZ collaboration ongoing.

Ellen met with Article 19 (Collin Kurre) about a Transparency Reporting in the DNS Industry Project - committed to information sharing on InternetNZ transparency work and Article 19 project.

Individual focuses

In terms of our individual areas of focus:

- Jordan's attention was on the ccNSO, and the CCWG-Accountability, with a subsidiary interest in GAC's progress in dealing with GDPR.
- Brent's attention was on the ccNSO, discussions with Andrew from TRR, Vanuatu, privacy compliance and the PDP on retirement of ccTLDs. In-depth discussions with APTLD General Manager ahead of APTLD in September.
- Ellen's attention was split between ccNSO sessions and civil society engagement, including monitoring non-commercial and ALAC sessions and discussions.

Any questions about the report, please feel welcome to contact any of the attendees.

Jordan Carter
Delegation Leader

10 August 2018

Grants Reporting Update: August 2018

Below is a brief update on the progress of our awarded grant projects and other work by the Community Team relating to grants.

Overall, contracts are progressing, acceptable reporting has been received on time. Due to changing timeline, some reporting deadlines have been changed after conversations between staff and the grantees. It is worth noting that one of those extensions went to Skylight Trust who successfully launched their Resilience Hub on 23th July at Parliament. Part of the newly launched Hub are the [three webinars](#) funded by InternetNZ.

InternetNZ has developed good relationship with the Blind Foundation (final report in the May update) and their social enterprise *Access Advisory*, as their work touches many digital divide issues and is closely aligned with InternetNZ. In August, InternetNZ hosted two sessions in our Wellington office organised by the Access Advisory on recently changes to Web Content Accessibility Guidelines. Both sessions were very well attended, especially by government stakeholders.





Our strategic partner FigureNZ has generously offered to support InternetNZ's staff with their data analysis and we hope that having that extra skillsent on board will help us achieve clear understanding about where and which areas InternetNZ's grants have gone.

Finally, we have received feedback over the past few years from researchers and universities regarding the Internet Research grant round timeline, which used to fall in the university summer holidays. This year we have opened the Internet Research grant mid-winter to align and suit the academic calendar. This change allows us to promote the Community Project grant round during the NetHui roadtrip period.


Important grant timeline dates:

- **21 August** - Internet Research and Conference Attendance rounds close.
- **27 - 31 August** - Induction for new Grants Committee members
- **3 - 9 September** - Grants Committee assesses Conference Attendance applications.
- **10 - 17 September** - Grants Committee meeting for Conference Attendance decision
- **25 October - 1 November** - Grants Committee assesses Internet Research Stage 2 applications
- **2-7 November** - Grants Committee meeting for Internet Research decisions.


Legend


	<i>Great project, staff sees media and follow up potential.</i>
	<i>Project has progressed well without any problems and changes.</i>
	<i>There have been changes to the project plan and/or timeline.</i>
	<i>Either there have been big changes to the project scope or timeline. Also indicates to missing reports.</i>

Community Projects 2016/17



Name	Amount awarded	Purpose	Report	Comments
Project De-Vine Trust	\$16,450	This fund will see a purpose-built integrated geospatial system to become a core management tool. It will address inefficiencies with current processes around planning, surveillance, control, and reporting.	Final report	 <i>This GIS project is a great example on how to use leading edge software to improve conservation outcomes and could possibly be a good method to copy by others.</i>

Community Projects 2017/18


Name	Amount awarded	Purpose	Report	Comments
EOS Ecology	\$20,000	A community-based online water clarity monitoring tool.	Mid-year report	 <i>There have been slight changes to the timeline due to the Cashmere Stream Care Group data not being as up to date, reassuring the need for STREAMED programme. Project should still be finished in time, however, they are looking for funding for next steps.</i>


Faucet Foundation	\$12,000	Faucet Foundation Incorporated.	Mid-year report	 <i>The progress of establishing Faucet Foundation Incorporated has gone smoothly. The original budget for the whole project has been underestimated. There has been lot of interest in the new Incorporation and a membership base has been established.</i>
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Internet Research 2016/17

Name	Amount awarded	Purpose	Report	Comments
Dr. Gillian Able	\$27,000	This is a pilot study aiming to understand how the Internet is shaping the way commercial sex is practised in New Zealand. There has been little research conducted worldwide, and none in New Zealand.	Final report	 <i>This pilot study provided new insights on how Internet is changing the sex industry in New Zealand. Gillian will be carrying on further research in this area and there is expected to be media worthy findings once the data has been fully analysed.</i>
Dr. William Liu	\$15,000	The main aim of this research is to understand how rural communities in New Zealand are making use of improved Internet connections through government initiatives.	Final report	 <i>Research based on a statistical survey of more than 200 rural North Island residence to find out the level of their Internet access after RBI and how they utilise it.</i>

Internet Research 2017/18


Name	Amount awarded	Purpose	Report	Comments
Dr.Holly Randell-Moon from Media and	\$7,179	Digital Divide/s: Indigenous communities, digital infrastructure, and creative futures.This project investigates some innovative information and communication technologies (ICT) strategies in	Final report Draft research article	 <i>The research provides an interesting look into how the digital economy can be lead by Māori-led and the</i>

Information Literacy		Aotearoa New Zealand used by Indigenous organisations to create opportunities for sustainability.		<i>importance it holds in sustaining whakapapa and tikanga.</i>
Dr. Farkhondeh Hassandoust	\$14,850	Information Security Online: A Critical Evaluation of College Students' Security Awareness in New Zealand	Mid-year report	 <i>Research is tracking well against the original timeline. As expected there was a high discrepancy between the survey results and the simulated phishing email. The research holds good potential for learning and media attention.</i>

Conference Attendance 2017/18

Name	Amount awarded	Purpose	Report	Comments
Dr. Farkhondeh Hassandoust	\$4,000	To attend the Pacific Asia Conference on Information Systems 2018 (28-30 June 2018, Yokohama, Japan)	Final report	 <i>Fruitful connections were made, which may lead to some joint project in the near future.</i>

On-demand 2018/19

Name	Amount awarded	Purpose	Report	Comments
Mark Boddington	\$1,800	On-demand conference attendance	Final report	 <i>Very useful conference, Mark will be sharing his learnings at the International Internet Preservation Consortium conference in Wellington this November.</i>

Expected reports prior to the next Grants Reporting Update in November 2018

Round	Date signed	Name	Amount awarded	Purpose	Report due
Community Projects	04/12/17	Skylight Trust	\$20,000	To build Resilience Hub, Digital Resources and Community Training Modules.	Mid-year report September 2018
Internet Research	14/06/17	Dr Wendy Wrapson from AUT	\$27,000	To research the Internet usage and social connectedness of residents of aged care facilities.	Final report September 2018
Conference Attendance	06/03/18	Timothy Johnson	\$4,000	To attend the ICANN GDD Industry Summit 2018 (14-17 May 2018, Vancouver, Canada).	Final report September 2018
Community Projects	08/12/17	Ngā Taonga Sound & Vision	\$12,500	To develop Data API and front-end application for Ngā Taonga AudioVisual Collection (Phase I).	Mid-year report August 2018
Conference Attendance	06/03/18	Jessica Manis	\$3,500	To attend the AWE – Augmented World Expo in (30 May- 1 June 2018, Santa Clara, USA).	Final report August 2018
Conference Attendance	24/10/17	Lorraine Wiliamson & MOA Kluster	\$2,800	To attend International Society for Technology in Education conference (24-27 June 2018, Chicago, USA).	Final report August 2018
Internet Research	05/05/17	Chris Hails	\$9,715	To evaluate the programmatic identification of cyber security risk profiles that may in future facilitate the delivery of targeted or personalised risk mitigation interventions.	Final report August 2018
Community Projects	08/12/17	EOS Ecology	\$20,000	To build STREAMED – a community-based online water clarity monitoring tool.	Final report November 2018

Internet Research	14/05/18	Dr. Farkhondeh Hassandoust	\$14,850	Information Security Online: A Critical Evaluation of College Students' Security Awareness in New Zealand	Final report October 2018
Conference Attendance	07/03/18	Aniket Mahanti	\$4,000	IEEE Local Computer Networks Conference (LCN)	Final report November 2018
Internet Research	19/04/17	Dr Bodo Lang	\$22,450	This research project will investigate the role of Internet enabled technologies (for example websites and apps) within the sharing economy/collaborative economy/peer-to-peer marketplace.	Mid-year report November 2018

Item 5.2: Health and Safety Report as at August 2018

Month	Number of Near Misses reported/or identified	Number of Incidents reported/or identified	First Aid Incidents reported/or identified
January	0	0	0
February	0	0	0
March	0	0	0
April	0	0	0
May	0	1	1
June	0	0	0
July	0	0	0

Summary

- No incidents reported since the May 2018 Council meeting.
- Monthly Hazard walks have not been conducted between June and July due to staff changes, however a safety check is due to be conducted before the end of this month and will address any hazards or issues identified, if any.
- Staff are reminded to report any accidents or incidents and also encouraged to report any hazards that needs attention.

Group Financial Statements

For the Quarter Ended 30 June 2018

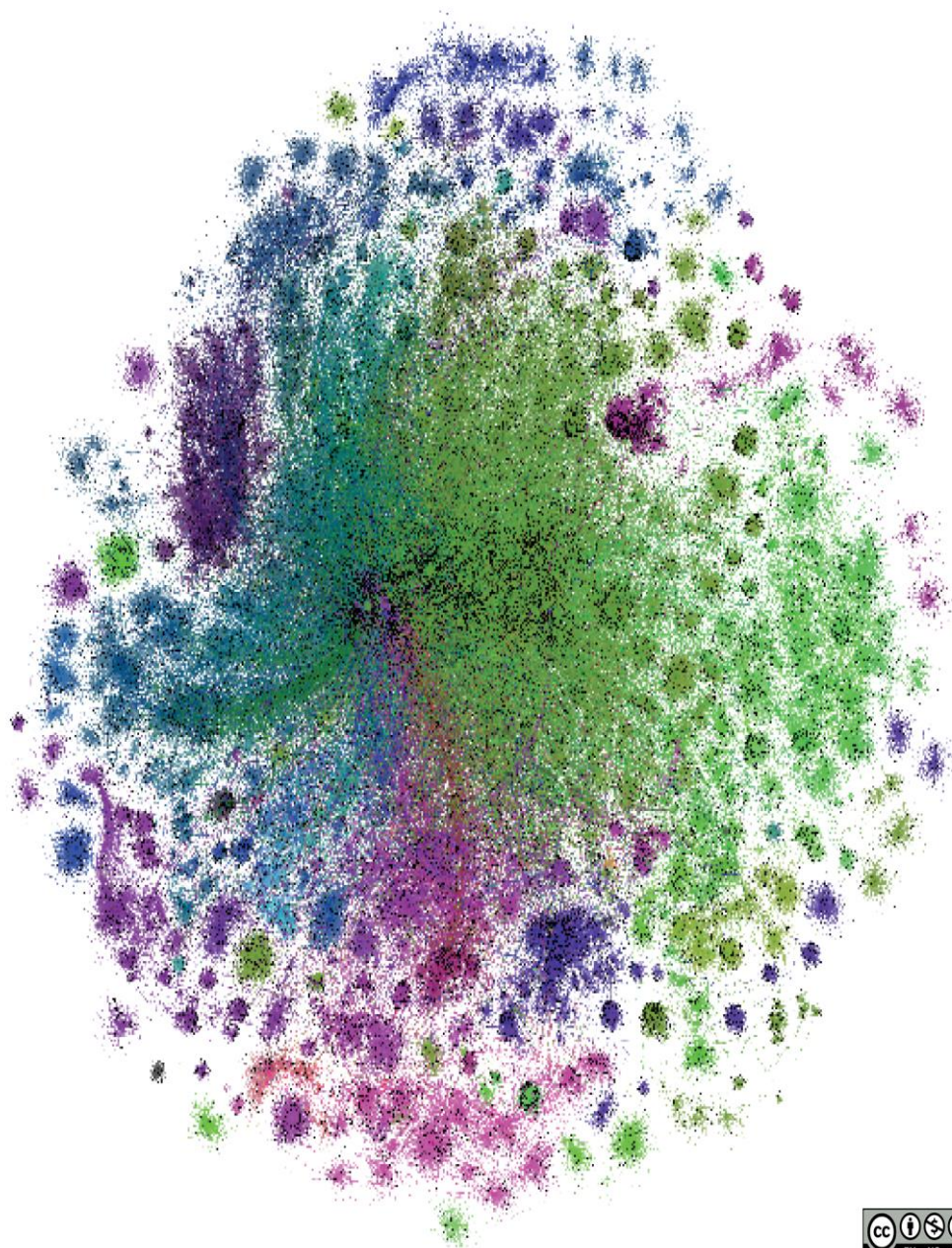


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Commentary to the Accounts

For the first quarter of the 2018/2019 financial year, the Group Accounts report a surplus result of \$262,364 against a budgeted first quarter surplus of \$22,137. This outcome reflects a variance underspend of \$158,037 within Operating Expenses; there is no significant movement away from the budgeted income to report.

The results in these accounts are reported against the approved, first round BAU budgets presented to Council with respect to the restructured Internet New Zealand , and to the Board with respect to the Domain Name Commission.

INTERNET NEW ZEALAND INCORPORATED:

With a reported first quarter surplus of \$363,049 against an anticipated surplus of \$61,980, the newly merged entity showed considerable resilience and maturity as it navigated through a series of strategy realignment and sole searching missions, with an aim to reconfirm initiatives that will be put into action during the second quarter. The variance underspend of \$219,853 within Operating Expenses was a direct result of this approach, and we expect to see an increase in expenditure outlay during the second quarter.

Revenue results were up slightly, by 2.7% for the first quarter.

DOMAIN NAME COMMISSION:

No major variances were seen in Actual vs Budgeted income for the first quarter, with a 1.0% improvement against budget.

Ordinary expenditure is underbudget at \$304,798 against a budget of \$380,993. The accounts also show \$138,018 recorded against Extraordinary Expenditure, related to ongoing legal action, resulting in a bottom line of (\$99,782).

We enclose the following attachments with further information for Council:

1. Consolidated Income Statement
2. Consolidated Income Statement – Activity Based
3. Statement of Movements in Equity
4. The Balance Sheet
5. Statement of Cashflows
6. Charts showing Monthly Balances of Cash at Bank maintained under various facilities

Internet New Zealand Group
Consolidated Income Statement
For the Quarter Ended 30 June 2018

	Group		INZ		DNCL	
	Qtr	YTD	Qtr	YTD	Qtr	YTD
Income						
Registry Fees	2,680,168	2,680,168	2,680,168	2,680,168	-	-
Broadband Map	3,279	3,279	3,279	3,279	-	-
Management Fees	-	-	-	-	330,000	330,000
Interest Received	39,739	39,739	39,705	39,705	34	34
Managed Funds Income	84,537	84,537	84,537	84,537	-	-
Sundry Income	15,480	15,480	60,191	60,191	13,000	13,000
Total Income	2,823,204	2,823,204	2,867,881	2,867,881	343,034	343,034
Less Direct Expenses						
DNC Fee	-	-	330,000	330,000	-	-
.nz Costs	148,456	148,456	148,456	148,456	-	-
Other IT	14,463	14,463	14,463	14,463	-	-
Total Direct Expenses	162,919	162,919	492,919	492,919	-	-
Less Other Expenses						
Audit Costs	9,041	9,041	9,041	9,041	-	-
Governance Costs	36,160	36,160	24,860	24,860	11,301	11,301
International Travel	73,693	73,693	58,696	58,696	14,997	14,997
Community Investment	222,588	222,588	222,588	222,588	-	-
Legal Fees	19,327	19,327	18,509	18,509	818	818
Office Costs	186,986	186,986	175,863	175,863	67,932	67,932
Employment Costs	1,373,305	1,373,305	1,201,768	1,201,768	171,537	171,537
Other Operating Expenses	338,802	338,802	300,588	300,588	38,214	38,214
Extraordinary Expenditure	138,018	138,018	-	-	138,018	138,018
Total Expenses	2,397,921	2,397,921	2,011,913	2,011,913	442,816	442,816
Net Profit (Loss) Before Tax	262,364	262,364	363,049	363,049	(99,782)	(99,782)
Less Provision for Tax	-	-	-	-	-	-
Net Profit (Loss) After Tax	\$ 262,364	\$ 262,364	\$ 363,049	\$ 363,049	(\$99,782)	(\$99,782)

Notes:

The income and expenditure lines for the individual entities do not add to the Group totals due to the following intra-group entries being eliminated.

1. GSE paid by DNCL to INZ
2. The DNCL fee paid by INZ to DNCL

Internet New Zealand Group
Consolidated Income Statement - Activity Based
For the Quarter Ended 30 June 2018

	Group		INZ		DNCL	
	Qtr	YTD	Qtr	YTD	Qtr	YTD
Income						
Registry Fees	2,680,168	2,680,168	2,680,168	2,680,168	-	-
Broadband Map	3,279	3,279	3,279	3,279	-	-
Management Fees	-	-	-	-	330,000	330,000
Interest Received	39,739	39,739	39,705	39,705	34	34
Managed Funds Income	84,537	84,537	84,537	84,537	-	-
Sundry Income	15,480	15,480	60,191	60,191	13,000	13,000
Total Income	2,823,204	2,823,204	2,867,881	2,867,881	343,034	343,034
Less Activity Expenditure						
Policy						
Access, Trust, Creativity	164,869	164,869	164,869	164,869	-	-
.nz Policy	4,652	4,652	4,652	4,652	-	-
Outreach & Engagement						
Funding	224,634	224,634	224,634	224,634	-	-
Communications	117,118	117,118	117,118	117,118	-	-
Engagement	163,839	163,839	163,839	163,839	-	-
.nz Operations	345,775	345,775	404,796	404,796	270,979	270,979
Marketing	31,680	31,680	31,680	31,680	-	-
Broadband	5,866	5,866	5,866	5,866	-	-
Domain Analytics	93	93	93	93	-	-
Technology Services	600,103	600,103	600,103	600,103	-	-
Technical Research	124,389	124,389	124,389	124,389	-	-
International Engagement	107,795	107,795	92,798	92,798	14,997	14,997
Organsational & Governance	456,949	456,949	502,456	502,456	11,301	11,301
Other Operating Expenses	75,062	75,062	67,540	67,540	7,521	7,521
Extraordinary Expenditure	138,018	138,018	-	-	138,018	138,018
Total Expenses	2,560,840	2,560,840	2,504,832	2,504,832	442,816	442,816
Net Profit (Loss) Before Tax	262,364	262,364	363,049	363,049	(99,782)	(99,782)
Less Provision for Tax	-	-	-	-	-	-
Net Profit (Loss) After Tax	\$ 262,364	\$ 262,364	\$ 363,049	\$ 363,049	(\$99,782)	(\$99,782)

Notes:

The income and expenditure lines for the individual entities do not add to the Group totals due to the following intra-group entreies being eliminated.

1. GSE paid by DNCL to INZ
2. The DNCL fee paid by INZ to DNCL

Internet New Zealand Group
Statement of Movements in Equity
For the Quarter Ended 30 June 2018

	Group		INZ		DNCL	
	Qtr	YTD	Qtr	YTD	Qtr	YTD
Equity at start of period						
Opening Retained Earnings	10,844,279	10,844,278	10,398,841	10,398,841	445,438	445,438
Shares Subscribed	-	-	-	-	580,000	580,000
	10,844,279	10,844,278	10,398,841	10,398,841	1,025,438	1,025,438
Net Profit (Loss) After Tax	263,267	263,267	363,049	363,049	(99,782)	(99,782)
Equity at end of period	\$11,107,546	\$11,107,545	\$10,761,889	\$10,761,889	\$1,951,094	\$1,951,093

Notes:

The components that make up the total opening equity at the beginning of the period have been removed to calculate Group Totals upon consolidation.

1. Share Subscribed: shares are wholly owned by InternetNZ.

Internet New Zealand Group

Balance Sheet

As at 30 June 2018

	Group		INZ		DNCL	
	Qtr	YTD	Qtr	YTD	Qtr	YTD
Current Assets						
Cash and Cash Equivalents	15,450,724	15,450,724	14,410,490	14,410,490	1,040,234	1,040,234
Managed Funds	2,969,101	2,969,101	2,969,101	2,969,101	-	-
Other Current Assets	1,325,794	1,325,794	1,270,929	1,270,929	54,865	54,865
Total Current Assets	19,745,620	19,745,620	18,650,520	18,650,520	1,095,100	1,095,100
Property, Equipment & Software						
Fixed Assets at Cost	6,860,951	6,860,951	6,656,119	6,656,119	204,832	204,832
Less Accumulated Depreciation	(5,827,179)	(5,827,179)	(5,644,656)	(5,644,656)	(182,523)	(182,523)
Intangible Assets	17,388	17,388	17,388	17,388	-	-
Investments	-	-	-	-	-	-
Shares and Loans	-	-	580,000	580,000	-	-
Total Assets	20,796,779	20,796,779	20,259,370	20,259,370	1,117,408	1,117,408
Less Liabilities:						
Deferred Income	8,486,118	8,486,118	8,486,118	8,486,118	-	-
Trade and Other Payables	1,203,116	1,203,116	1,011,363	1,011,363	191,753	191,753
Total Liabilities	9,689,234	9,689,234	9,497,481	9,497,481	191,753	191,753
Net Assets	\$ 11,107,545	\$ 11,107,545	\$ 10,761,889	\$ 10,761,889	\$ 925,656	\$ 925,656
Represented By:						
Total Equity	\$ 11,107,546	\$ 11,107,545	\$ 10,761,889	\$ 10,761,889	\$ 925,656	\$ 925,656

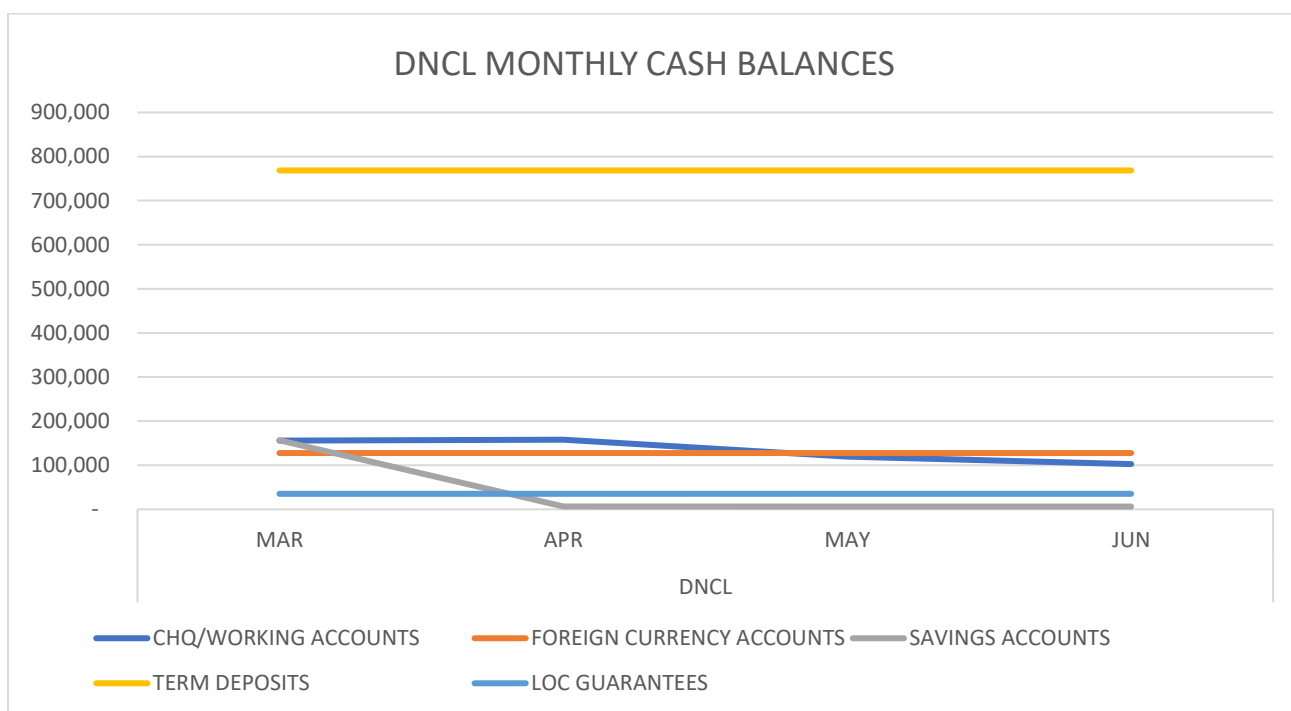
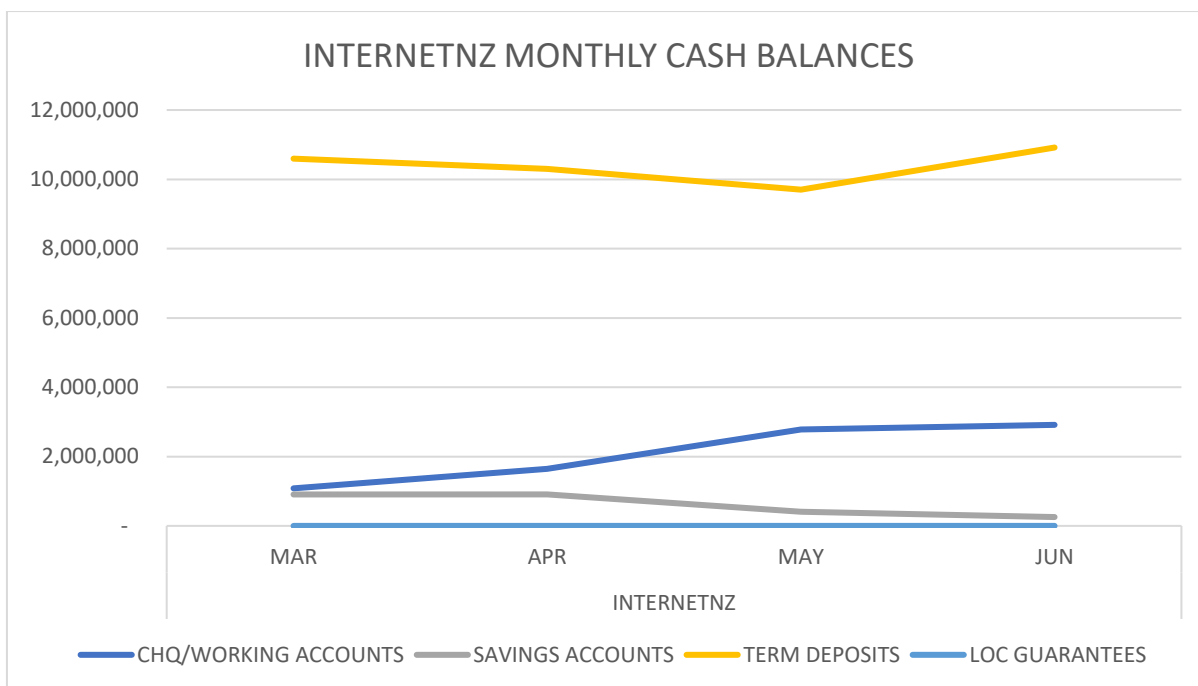
Notes:

The following items have been removed upon consolidation:

1. Shares in DNCL wholly owned by InternetNZ;
2. Share Subscription with respect to shares issued to InternetNZ by DNCL.

Internet New Zealand Group
Statements of Cashflows
For the 3 months ended 30 June 2018

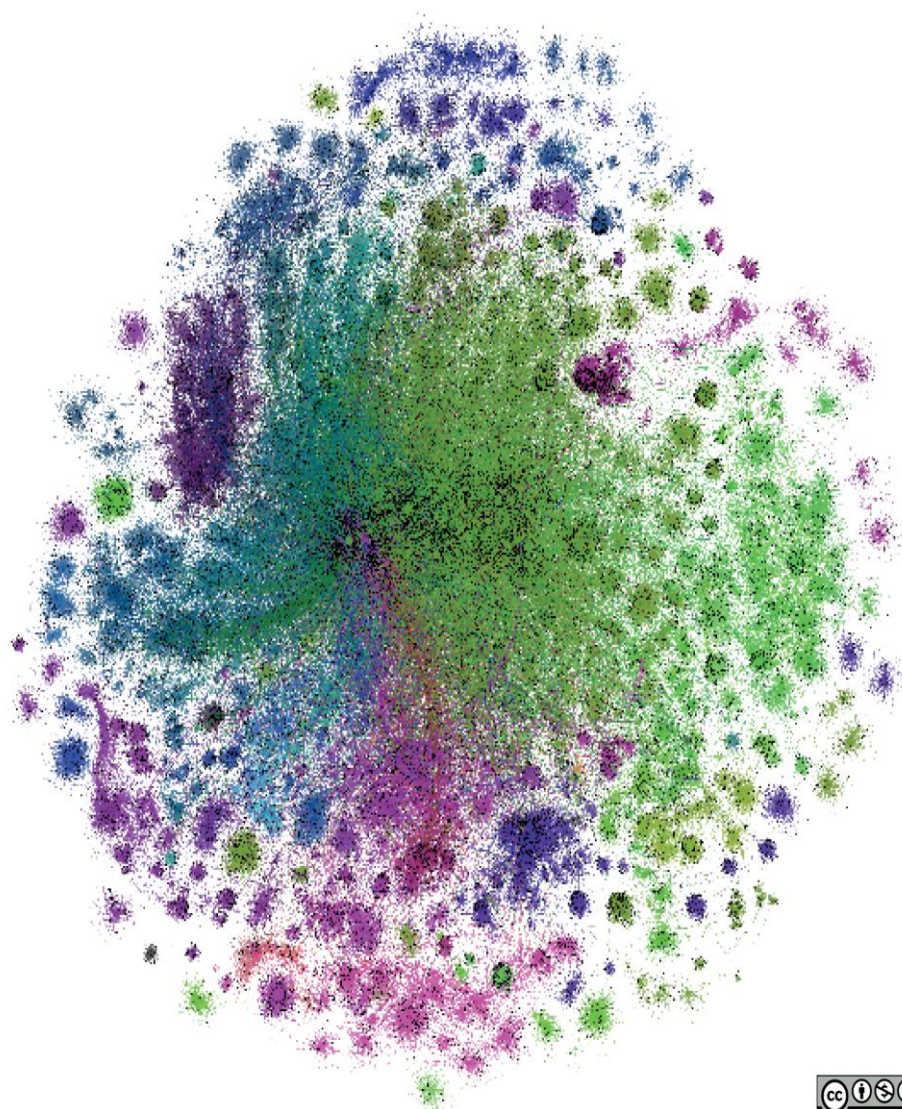
	GROUP Apr-Jun 2018	INZ Apr-Jun 2018	DNCL Apr-Jun 2018
Operating Activities			
Receipts from customers	2,437,124.86	2,044,940.59	392,184.27
Payments to suppliers and employees	(2,975,959.07)	(2,464,163.95)	(511,795.12)
Cash receipts from other operating activities	3,392.77	6,579.94	(3,187.17)
Net Cash Flows from Operating Activities	(535,441.44)	(412,643.42)	(122,798.02)
Investing Activities			
Proceeds from sale of property, plant and equipment	925,950.81	925,950.81	0.00
Payment for property, plant and equipment	(818,998.23)	(818,998.23)	0.00
Other cash items from investing activities	2,276,433.23	2,304,027.50	(27,594.27)
Net Cash Flows from Investing Activities	2,383,385.81	2,410,980.08	(27,594.27)
Financing Activities			
Other cash items from financing activities	(552,077.25)	(499,341.67)	(52,735.58)
Net Cash Flows from Financing Activities	(552,077.25)	(499,341.67)	(52,735.58)
Net Cash Flows	1,295,867.12	1,498,994.99	(203,127.87)
Cash and Cash Equivalents			
Cash and cash equivalents at beginning of period	13,832,244.53	12,588,882.24	1,243,362.29
Cash and cash equivalents at end of period	15,128,111.65	14,087,877.23	1,040,234.42
Net change in cash for period	1,295,867.12	1,498,994.99	(203,127.87)





Financial Statements

For the Quarter Ended 30 June 2018



Created by Dean Pemberton

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Commentary to the Accounts

For the quarter ending 30 June 2018, the accounts report a surplus result of \$363,049 against a budgeted surplus of \$61,980. This outcome reflects a variance underspend of \$219,853 and no significant variance on the income side.

The results in these accounts are reported against the approved, first round BAU budgets presented to Council with respect to the restructured InternetNZ.

Income and Expenditure Variances

Income:

Income is over compared to budget by \$53,145. Within that, .nz Registry revenue was \$74,015 (2.8%) overbudget, as were Interest Income and Managed Funds Income, at \$20,205 (103.6%) and \$1,537 (1.9%), respectively. There was a sharp decline in Other Operational Income (including income derived from Broadband Map and Domain Analytics) of \$21,521 (-86.8%) against budgeted expectations.

Expenditure:

Areas of difference are:

- **Remuneration** was slightly over budget by \$13,372. The first quarter saw the instatement of the Commercial and Organisational Services Director, in addition to staff uptake in the Technology Services and Finance areas.
- **International Engagement** is reporting an underspend of \$7,954.
- **Community Engagement** expenditure was underspent by \$8,827 for the first quarter, though the underspend resulted solely from Membership Outreach activities. NetHui and Speaker Series activities saw full consumption of their respective allotments of the budget.
- **Community Funding** had an underspend of \$16,457 over the quarter and it is expected that this surplus will be utilised over quarters two and three as the Funding Rounds gain momentum, with submission deadlines for the current campaign closing on 21st August.
- **Commercial/Marketing** underspend was \$39,749 against budget. These areas have seen a hive of inhouse activity around revitalising the Broadband Map product and landmarking the Domain Analytics product by launching Beta testing in the market. A commitment to refreshing InternetNZ's identity has been new thinking emerging out of the first quarter strategic drive, and a brand relaunch would see future quarter spend here.

- **Organisational Services & Governance** both experienced underspend of \$50,669 and \$5,465, respectively. A continued internal restructure focus remained in the forefront in these areas over quarter one, particularly with the onboarding of the Organisational Services Director, who has been leading the charge. The resulting cost allocation of some of these infrastructure efficiency developments have been borne across the group, in addition to cost savings in operational processes and equipment identified as redundant in the post-merger landscape.

There was also a significant reduction in domestic travel undertaken by the Group Chief Executive due to the focus on merger-related activities predominantly in Wellington.

- **Policy and Internet Issues** were underspent by \$72,869 with more focus on inhouse planning activities around the Digital Divide, Transparency Reporting and Creative Copyright projects, coupled with work on Government partnerships and submissions, in particular the submission of the Privacy Bill this quarter.

It is recommended that a re-phasing of the underspend result in quarter one to future quarters will best serve to fund the following events:

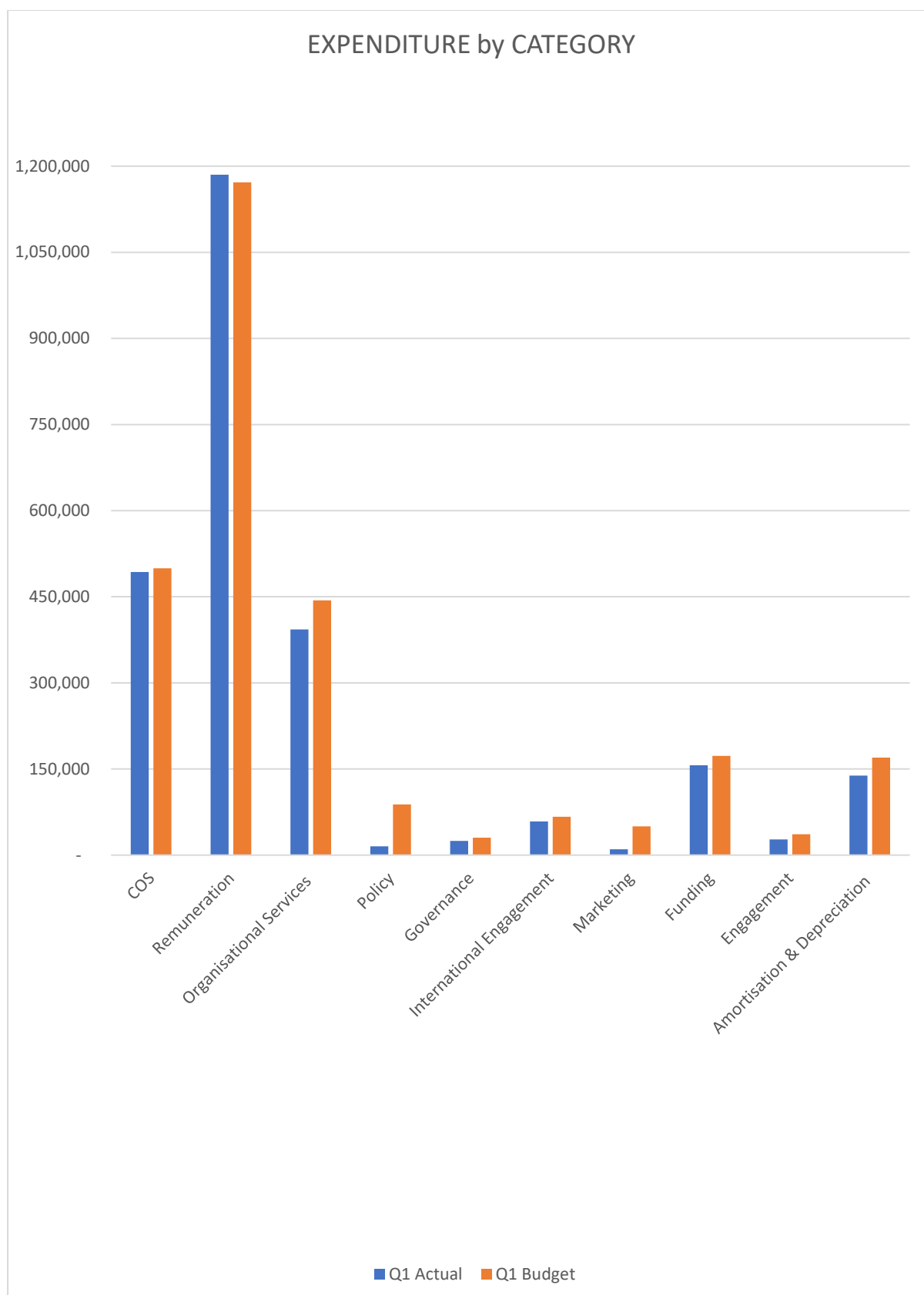
- The .nz Policy forum in November to solicit community views on how we should respond to domain registration abuse;
- The launch of the 2018 State of the Internet (SOTI) report early in 2019.

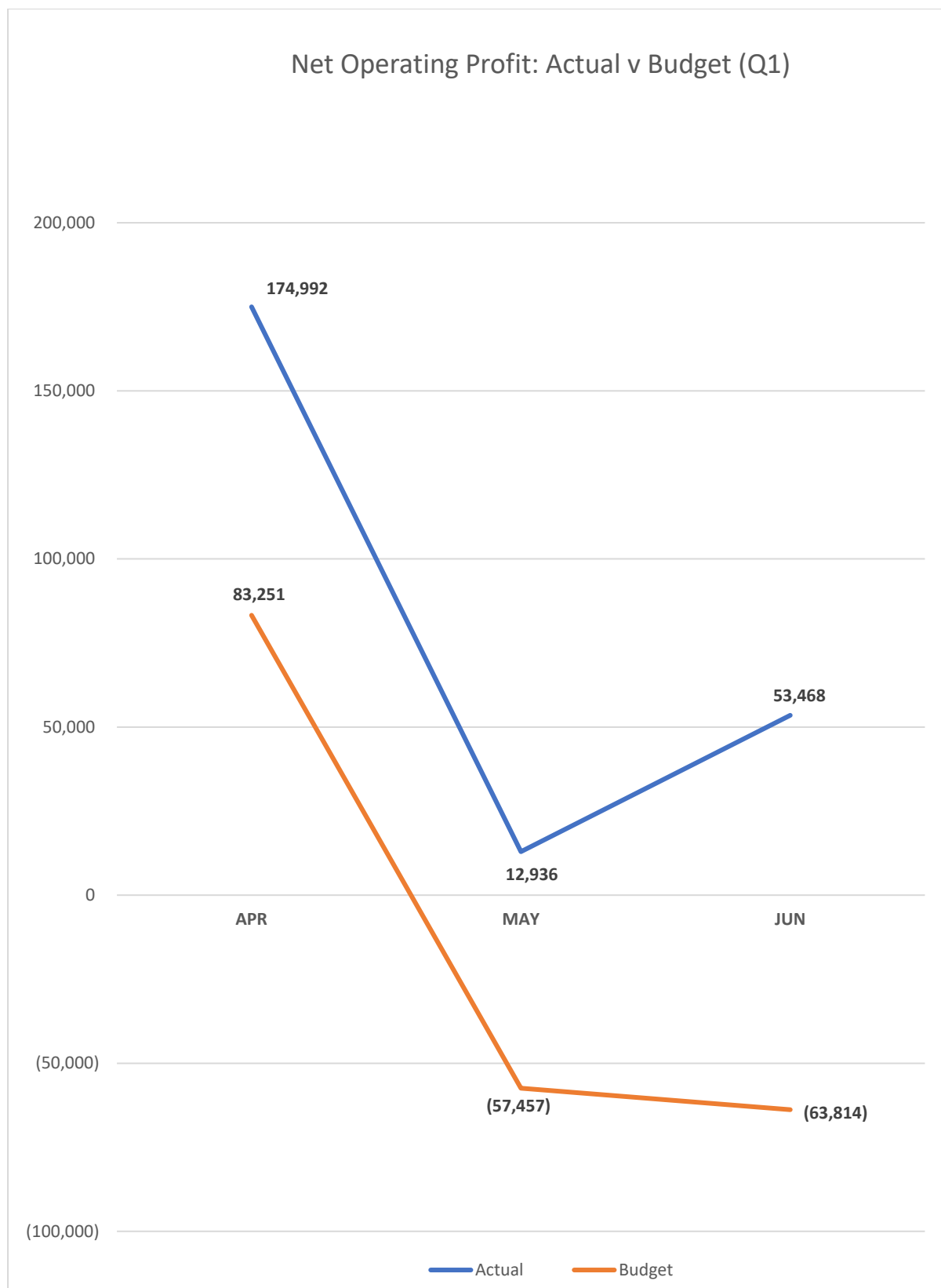
Internet New Zealand Incorporated

Income Statement

For the Quarter ended 30 June 2018

	Qtr 1 Actual	Qtr 1 Budget	Qtr 1 Var (\$)	Qtr 1 Var (%)
Revenue				
.NZ	2,680,168	2,606,153	↑ 74,015	2.8%
Other Operational	3,279	24,800	↓ (21,521)	-86.8%
Membership	2,480	1,830	↑ 650	35.5%
Events	-	-	→ -	0.0%
Recharge	57,711	57,711	→ -	0.0%
Total Revenue	2,743,639	2,690,494	↑ 53,145	2.0%
Cost of Sales				
Domain Name Commission Fee	330,000	330,000	→ -	0.0%
Broadband Map	12,737	13,104	↓ (367)	-2.8%
DNS Providers	26,268	26,268	→ -	0.0%
DNS Other	7,769	8,451	↓ (682)	-8.1%
ISP/Hosting/Networking	86,478	91,377	↓ (4,899)	-5.4%
Other IT	29,661	30,123	↓ (462)	-1.5%
Total Cost of Sales	492,912	499,323	↓ (6,411)	-1.3%
Gross Profit	\$ 2,250,726	\$ 2,191,171	↑ \$ 59,555	2.7%
Operating Expenses				
Employment	1,201,768	1,171,745	↑ 13,372	1.1%
Organisational Services	376,423	443,736	↓ (50,669)	-11.4%
Policy	15,382	88,251	↓ (72,869)	-82.6%
Governance	24,860	30,325	↓ (5,465)	-18.0%
International Engagement	58,696	66,650	↓ (7,954)	-11.9%
Marketing	10,156	49,905	↓ (39,749)	-79.6%
Funding	156,300	172,757	↓ (16,457)	-9.5%
Engagement	26,694	26,151	↑ 543	2.1%
Membership	630	10,000	↓ (9,370)	-93.7%
Amortisation & Depreciation	138,428	169,671	↓ (31,243)	-18.4%
Total Operating Expenses	2,009,338	2,229,191	↓ (219,853)	-9.9%
Net Operating Profit	\$ 241,389	(\$38,020)	↑ \$ 279,409	735%
Other Income				
Interest Income	39,705	19,500	↑ 20,205	103.6%
Managed Funds Income	84,537	83,000	↑ 1,537	1.9%
Total Other Income	124,242	102,500	↑ 21,742	21.2%
Financial Expenses				
Managed Funds Fees	2,582	2,500	↑ 82	3.3%
Total Financial Expenses	2,582	2,500	↑ 82	3.3%
Net proceeds from Investing Acti	\$ 121,660	\$ 100,000	↑ \$ 21,660	22%
Net Profit	\$ 363,049	\$ 61,980	↑ \$ 301,069	486%



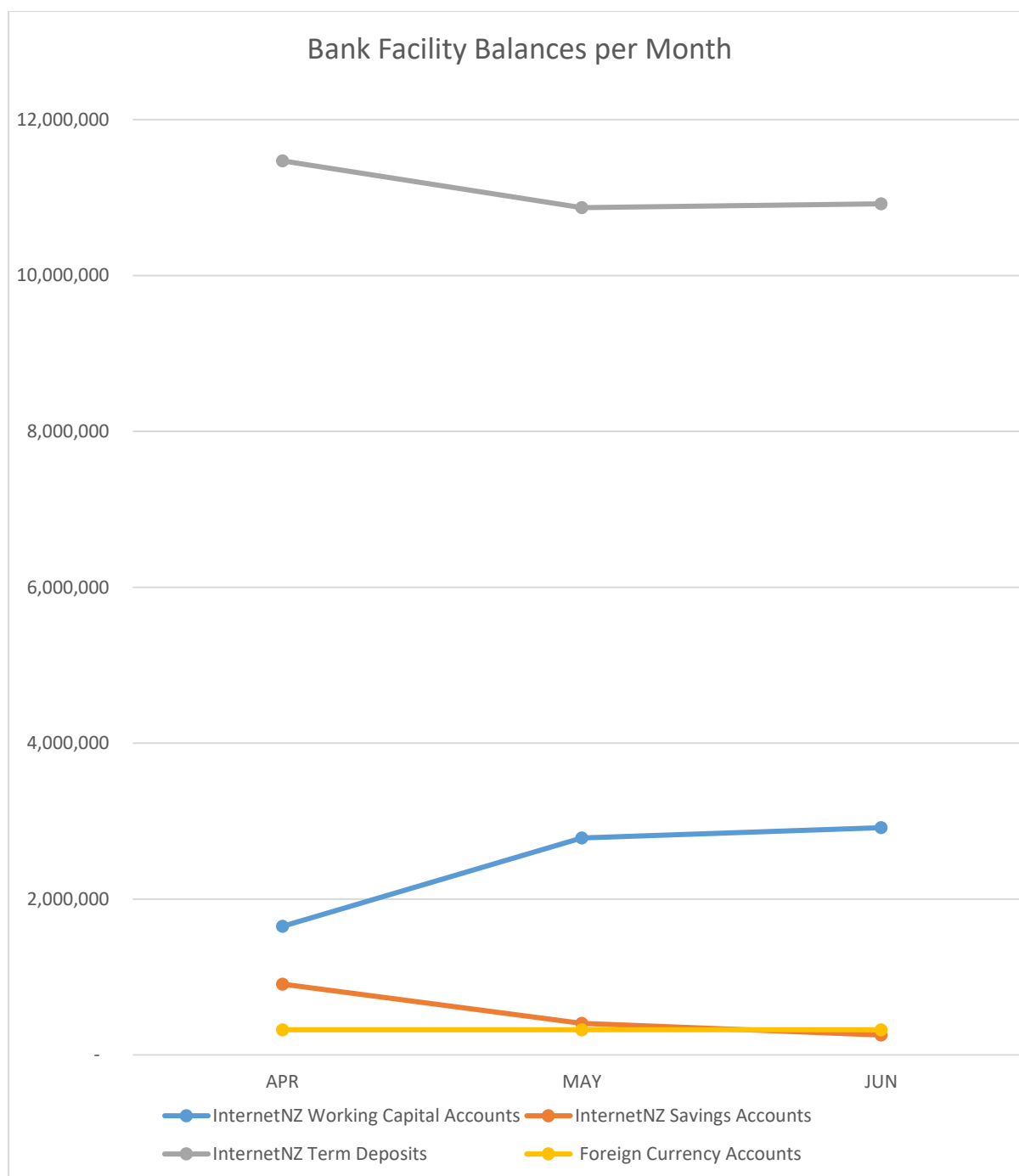


Balance Sheet

Internet New Zealand Incorporated

As at 30 June 2018

Assets	JUN	MAY	APR
Bank			
InternetNZ Working Capital Accounts	2,915,203	2,781,890	1,649,513
InternetNZ Savings Accounts	254,670	404,601	908,172
InternetNZ Term Deposits	10,918,004	10,870,634	11,470,599
Foreign Currency Accounts	322,613	322,613	322,613
Total Bank	14,410,490	14,379,738	14,350,897
Current Assets			
Trade Receivables & Prepayments	1,248,743	1,298,329	1,259,461
Other Current Assets	22,187	37,114	46,364
Managed Funds	2,969,101	2,956,744	2,931,524
Total Current Assets	4,240,030	4,292,186	4,237,348
Non-current Assets			
Assets at Cost	6,656,119	6,398,686	6,390,628
less Accumulated Depreciation	(5,644,656)	(5,600,211)	(5,556,658)
Intangible Assets	17,388	8,004	3,597
Shares in Domain Name Commission	580,000	580,000	580,000
Total Non-current Assets	1,608,851	1,386,479	1,417,568
Total Assets	\$20,259,371	\$20,058,404	\$20,005,813
Liabilities			
Current Liabilities			
Trade & Other Payables	1,011,356	883,746	904,452
Deferred Income	8,486,118	8,511,961	8,478,226
Total Current Liabilities	9,497,474	9,395,706	9,382,679
Total Liabilities	9,497,474	9,395,706	9,382,679
Net Assets	\$10,761,896	\$10,662,698	\$10,623,134
Equity			
Current Year Earnings	363,056	263,857	224,293
Retained Earnings	10,398,841	10,398,841	10,398,841
Total Equity	\$10,761,896	\$10,662,698	\$10,623,134



Item 5.4: SUMMARY OF COMMITTEE ACTIVITY

Author: Jordan Carter, Chief Executive

Purpose of Paper: To provide a staff summary of Committee activity in the three months 25 May – 24 August 2018.

.nz Policy Committee

- The Committee met for the first time on 21 June 2018.
- The committee discussed its Terms of Reference, goals and the .nz policy work plan for the coming year.
- An updated work plan and next meeting dates are to be agreed online shortly.

Audit and Risk Committee

- The Committee has met twice since the last Council meeting.
- The Committee has been focused on finalising the annual audit process, meeting with Deloitte and Crowe Howarth (auditors).
- Discussing the results of the IT Security review report, along with discussions on Cyber threats and planning future actions around this.
- Reviewing the Committee's annual report of itself, the workplan for the coming year and agreeing the future meeting timetable, and receiving regular updates of any Health & Safety issues of which there have been none.
- The next meeting will take place on 7 September.

Māori Engagement Committee/Komiti Whakauru Māori

- The Komiti has not met since the last Council meeting. A proposed strategy session with Council was removed.
- However, there has been work following up on the strategy making process and aligning this with the overall organisational strategy process. Māori Engagement is scheduled to be part of the Council Strategy Retreat.
- Staff have been following up with Busby Ramshaw Grice (BRG) in engaging “advice to design advice” as per the approved action at the last meeting of Council. Due to staff availability on their side, BRG has not yet been engaged in this work.
- A revised Terms of Reference for this Komiti is included elsewhere in this agenda.

Grants Committee

- The Committee has not met since the last Council meeting and has conducted any business required online.
- Further reporting on the Grants Process is included elsewhere in this agenda.
- The next meeting of this Committee will be in early September to assess Conference attendance applications.

Jordan Carter
Chief Executive

Annual self-appraisal of the Audit & Risk Committee and report to Council

Author: **Amber Craig**

Purpose of paper: **For Receipt**

Introduction

This report covers the period from 1st April 2017 to 31st March 2018 and constitutes the Committee's annual self-appraisal of its objectives and responsibilities as set out in its Terms of Reference and report to Council.

During the past year, the Committee met on the following occasions:

- 27th April 2017
- 9th May 2017
- 19 June 2017
- 7th July 2017
- 12th September 2017
- 24th October 2017
- 21st November 2017
- 12th December 2017
- 30th January 2018
- 6th March 2018
- 19th March 2018

Committee membership

Amber Craig Chair of Audit and Risk, Keith Davidson, and Richard Hulse remained committee members of the Audit and Risk Committee for the 2017-18 year.

Committee member Rochelle Furneaux's term on Council ended at the AGM in July 2017 and she did not stand for re-election.

Newly elected Councillor Don Stokes was appointed at the August Council meeting to the Audit & Risk Committee.

Responsibilities

The committee's responsibilities are set out in its Terms of Reference and cover:

- Financial reporting
- TOR Review
- Risk management
- Audit

- InternetNZ's control environment
- Statutory compliance
- Insurance
- Operational Audits
- Business Continuity Planning

In addition, the committee deals with any other matters referred to it by the Council or Chief Executive.

Activities

There were no extraordinary matters or issues of concern requiring the attention of the Committee during the year apart from:

- Planning for the merger of NZRS and InternetNZ

Most activities involved receiving reports and reviews on areas of the Organisation's business and reviewing relevant policies.

Reports were received concerning the following:

- Health and Safety
- Service Performance Report status
- Company Insurance
- Financial Audit

The following policies were reviewed.

- Chief Executive Delegations
- Fraud Policy
- Gift
- Investment
- Liquidity
- Reserves
- Treasury
- Risk Management and Framework

Conclusion

The Committee has assessed the Terms of Reference as appropriate and workable and believes it has met and discharged its responsibilities at this time.

Recommendation:

THAT Council receive the Audit & Risk Committee Annual self-appraisal Report.

Amber Craig

Chair of Audit and Risk

24 July 2018

5.5 MINUTES OF COUNCIL MEETING – to be ratified

Status: Draft / To be Ratified

Present: Jamie Baddeley (President), Brenda Wallace (video), Kate Pearce, Dave Moskovitz, Amber Craig, Don Stokes, Richard Hulse, Kelly Buehler, Richard Wood (video), Keith Davidson (video)

In Attendance: Jordan Carter (Chief Executive), Andrew Cushen (InternetNZ), Laura Turnbull (minute taker), Ellen Strickland (InternetNZ), Catherine Fenwick (InternetNZ), Dave Baker (in part, InternetNZ), Sebastian Castro (in part, InternetNZ), Vanisa Dhiru (in part, InternetNZ) Celestina Sumby (in part InternetNZ) Brent Carey (in part, DNCL).

Apologies: Sarah Lee, Joy Liddicoat

Meeting Opened: The meeting opened at 9.54am

Section 1: Meeting Preliminaries

Council was in Committee from 09:00 to 09:54am for Council only time and Council and CE alone-time.

The President noted apologies from Vice President, Joy Liddicoat and Cr Lee.

1.3 Register of Interests

The following updates were made to the Register:

- Dave Moskovitz noted that he has undertaken a contract with the Institute of Directors Digital Scheme.
- Kate Pearce removed Organiser of the Bsides Wellington Security Conference.

2.1 Brainstorm/Issues of Concern

The President opened the discussion by asking Council and the Chief Executive whether they had anything to discuss or share with the group under this section of the meeting.

Cr Stokes noted that there has been some interesting activity taking place within the Rural Connectivity Group. The work that has been taking place within this group is leading to some developments and enhancements for the rural community and their connection to the internet.

There was some further discussion regarding the telco act and the anchor product being 100/20 for UFB. A key question that has been coming from those discussions is whether this should be at a higher rate or stay at the lower rate. There are social benefits for this if a higher anchor product speed could be agreed. This was not discussed any further but was noted as a heads up for Council that these discussions are taking place.

Cr Pearce noted that it is Tech Week this week and that throughout the week one of the key themes being raised has been privacy. Especially around the privacy laws and the debate associated with the introduction of the European Union's GDPR.

The President asked the Council whether any of them had heard any feedback regarding the privacy changes made to the WHOIS in 2017 or 2018 and whether the Chief Executive had anything to raise with Council within this section.

The Chief Executive raised with Council that currently there is the GDPR, privacy law and ecommerce directive changes emerging from the EU. One of the interesting points is that large countries are putting blocks on policy and there is potential that this will continue to happen in many ways. An example of this is in the US they are considering bringing in legislation to require WHOIS records to be made public which would clash with the EU and their approach to keeping WHOIS records private. These types of issues arising make it clear that InternetNZ needs to be well connected and involved with these discussions taking place regionally and globally, as well as locally.

AP08/18 Ellen Strickland to provide a further update on the Rural Broadband developments to Cr Stokes

2.2 Strategy Process

The Chief Executive spoke to the paper and opened by identifying that there is a need to simplify the strategic framework for InternetNZ under the new structure. The paper proposes having a strategy development process with clear goals and purpose which would lead to a three-year plan, using the annual Council retreats as a space to review and update it annually. He also identified that, contrary to the recommendation in the paper, our strategic take on the Internet's future should be developed as part of this strategy process rather than subsequently.

An additional element that the Chief Executive would like to add to the strategy process would be to meet with our international peers to get their perspective. An ideal way to do this would be to set up a meeting where we have some of our peers available via video conference for a presentation and

discussion. It was suggested that this workshop could take place in July in place of the tentatively scheduled extra Council meeting. Any such session would be recorded to allow any new members of Council that are elected at the AGM to watch the session.

Cr Buehler noted that on her time during Council the strategies that Council have received have been fairly operational and asked that with any future strategies being developed if there could be a higher level, more aspirational element to what we are trying to achieve through our work at InternetNZ.

Cr Moskovitz followed on from Kelly asking if Council could be heavily involved in the strategy journey that takes place with lots of information and dialogue being shared between Council and staff.

The President thanked the Chief Executive for the paper.

RN37/18: That Council receive the proposed approach to Strategy development for 2018, and approves the approach, including:

- The need for a comprehensive review of strategy
- The exclusion of the .nz Strategy from the review
- The importance of involving stakeholders and members in the development process
- The timeframes for the work, with a draft strategy available for Council consideration in early September 2018

Cr Buehler / Cr Hulse
CARRIED U

2.3 Maori Engagement Committee Strategy paper

Andrew Cushen, Outreach and Engagement Director presented the paper to Council outlining there were two core elements to the paper: identifying the proposed strategic approach and implementation. There was a discussion with Councillors about the appropriate strategic method for building a genuine Te Tiriti based relationship for InternetNZ, and how to make sure Council has the chance to engage in a deeper discussion about the direction proposed by the Committee. This could be through a separate workshop, and then agreement of direction at the Strategy day in September.

The Council thanked Cr Lee and Andrew Cushen for their work on the paper.

AP09/18: Maori Engagement Strategy to be listed as an agenda item at the retreat.

AP10/18: Maori Engagement Committee to set a workshop for all of Council to attend.

RN38/18: THAT Council receive the paper and ask staff and Committee to work on an implementation plan and report back to Council before the next meeting, and to have a workshop before the next Council meeting with the outcomes being sent to an evote.

RN39/18: THAT Council approves that InternetNZ may appoint an advisor to provide advice on future Maori Engagement Committee work.

Cr Wallace / Cr Hulse
CARRIED U

2.4 .NZ Policy Function Development

Ellen Strickland, Policy Director spoke to the paper, outlining that the aim of the paper was to provide Council with some initial thinking for the year and to establish a Committee of Council for this work. A draft Terms of Reference for the Committee was attached to the paper for Council's review.

Staff have engaged Jo Lim (ACIG) to provide consultancy services and support with elements of this work, in particular a light touch review of the existing .nz Policy framework. Jo provides a high level of ccTLD experience and will do analysis of both past and present documents and put forward recommendations regarding best practice and policy procedures. Staff expect to have a report to provide to the Committee at the initial meeting.

The President asked Council for their feedback on this paper and there were some discussions regarding the draft Terms of Reference including there being a concern with one of the responsibilities listed which stated that "The Committee provides governance and oversight..." – Council noted that a Committee of Council is not in place to provide Governance but to provide advice and recommendations to Council for them to use in discharging their Governance responsibilities.

The Terms of Reference states that Council members who are not members of the Committee may attend meetings (except in the case of a conflict of interest). The question was raised whether members could attend these meetings. Ellen noted that it is intended that these meetings be opened to members and that times and dates will be made publicly available.

There was a discussion regarding conflict of interests and what that would mean for those who attended a meeting and held a conflict of interest. Staff are to do more work around how meetings are managed when a conflict of interest arises, with an overall aim of openness of discussion and debate being the goal. This was not seen as being in opposition to keeping decision making processes clear of conflicts of interest.

The following Council members were put forward as members for the Committee, Cr Pearce, Cr Liddicoat, Cr Davidson and Cr Buehler.

AP11/18: Add the word "advice" after Governance under the responsibilities section of the draft Terms of Reference.

AP12/18: Staff to update the terms of reference template for all Committees.

RN40/18: THAT Council adopt the draft terms of reference for the .nz Policy Committee and establish it as of 25 May, with the following initial members: Kate Pearce, Joy Liddicoat, Kelly Buehler and Keith Davidson.

RN41/18: THAT Council request the Committee review the draft ToR and present a revised version for Council to adopt at its August 2018 meeting.

RN42/18: THAT Council request the Committee adopt, based on staff recommendation, a forward work plan and bring this to Council for approval.

Cr Moskovitz / Cr Stokes
CARRIED U

The meeting broke for morning tea at 11.11am

The meeting returned at 11:29am

Vanisa Dhiru and Celestina Sumby joined the meeting at 11.29am

3.1 Operational Update

The Chief Executive asked the members of the Senior Leadership Team to provide Council with an introductory briefing to Council.

Ellen Strickland, Policy Director introduced herself to Council and provided an update on the Policy team noting that this is a new area of the business to be leading for her. The team has had some job title changes, developed plans for the year which included how we maintain the work we do around policy papers, ensuring we are working closely with the tech research team on the state of the internet report and maintaining our outreach to Government and senior officials. In addition to that the team is looking at how they continue to manage the environmental work flow by scanning and highlighting what topics are in the media. Another couple of key elements of the policy team's work is to ensure they are responding to things that are happening within the community and government and keeping an eye on the international space – especially around .nz policy.

The President thanked Ellen for the update and asked a question for all the SLT to consider in their updates which was what is going to be different under the way we manage these areas under the new structure?

Ellen responded by noting with the newly developed SLT we have a set of strengths and abilities around the leadership team table that we have not had in the past, and that it's going to enable better knowledge sharing and reflection which will provide good perspective and allow us to ensure that we are working on what matters.

Andrew Cushen, Outreach and Engagement Director provided an update on the Outreach and Engagement area which includes the former Community

Programme, Communications and Events. The first six weeks together has been focused on building strengths between the three functions. Part of that process has been talking about our aspirations together as a team, we want to make an impact and leverage the content and ideas we have to engage and listen to our community to promote that better Internet we aim to provide. The difference that we will seek to make is to take it up a notch by making an impact, we already have some great work that was already being achieved and there's a lot more we can do to make a better world, through a better internet.

Cr Pearce asked Andrew about the outreach engagement approach, noting that there are two forms of engagement: advocating and listening. She asked how the team will find the balance between the two? Andrew responded by using the metaphor of a lung by stating the engagement approach would breathe in relationships, community etc and breath out content, resources and relationships. It was also noted that the President was keen to see in which ways we could partner with different organisations or events to get our message out more.

Catherine Fenwick, Organisational Services Director introduced herself to Council noting that the role was new and that she had only been in the role for a day and a half and is currently spending her time learning about the organisation and the role. As two organisations have merged into one there is lot we need to do internally to streamline our processes.

The President thanked Catherine for her introduction and noted that from his perspective one of the key things we need to be looking at as being exemplar in the Internet technologies we are using to operate the business.

The Council welcomed Catherine to the table.

The Chief Executive provided a quick update on the Commercial side of the business as the Commercial Director has not yet started. Noting that this area of the business will continue to focus on building revenue from existing products and doing market research to point us in the right direction as we continue to build this function. In addition to that this role will be responsible for the Registrar channel.

Sebastian Castro, Chief Scientist introduced himself to Council and outlined the area of tech research as falling into two categories of understanding the internet in general and the .nz domain name space in particular. As a result of the merger the tech research team has been working more across the organisation which has resulted in more work for the team. Sebastian has been contacting universities to build a relationship to get some student interns to be able to help with the work load as this has worked well in the past.

The President thanked Sebastian for his update and noted that the Council was prepared to provide extra support to the Tech Research team to ensure that they are able to continue their great work without feeling constrained.

Vanisa Dhiru left at 11.58am

Dave Baker, Technology Services Director introduced himself to Council and provided an update noting that his area is a relatively large area and responsible for managing the DNS and SRS. The technology team provides 24/7 support for the organisation and in addition to running those services they are constantly thinking about the strategy for the tech to ensure that everything is kept up to date and secure.

Celestina Sumby left at 12.01pm rejoined 12.04pm

There was a discussion regarding IT security and the importance to ensure that this is constantly up to date in all areas in the business.

The President noted that it was great to have the SLT on board and the Chief Executive echoed his sentiments.

Dave Baker and Sebastian Castro left the room at 12.11pm

3.2 Updating our Privacy Approach Across the Group

The Chief Executive spoke to the paper noting that staff will be carrying out more work on this and more information will come to the next Council meeting.

It was asked whether InternetNZ has a Privacy Officer, the Chief Executive noted that for DNCL the Domain Name Commissioner is the Privacy Officer and within InternetNZ it is likely going to be the Organisational Services Director.

RN43/18: THAT Council note the current situation and work under way regarding privacy matters and welcome the Chief Executive bringing further work in this area to the next meeting.

Cr Buehler / Cr Hulse
CARRIED U

3.3 Election Process

The election process paper was taken as read.

RN44/18: THAT Council appoints Andrew Cushen as Returning Officer for the period of 28 May 2018 – 2 July 2018

RN45/18: THAT Council appoints Maria Reyes as Returning Officer for the period of 2 July 2018 onwards.

RN46/18: THAT Council notes the appointment of Maureen Milburn to scrutinise the results of the 2018 Council Election

Cr Buehler / Cr Hulse
CARRIED U

3.4 Membership approvals process

The paper was taken as read.

RN47/18: THAT Council will note the list of new members rather than approve.

Cr Buehler / Cr Hulse
CARRIED U

The meeting broke for lunch at 12.19pm the meeting reconvened at 12.51pm

4.1 Subsidiaries

Sebastian Castro joined the meeting at 12.51pm

The President reopened the meeting after lunch with the Tech Research Report, Sebastian Castro Chief Scientist spoke to the report noting that it had been simplified for Council providing a high level report on what the technical research team is currently working on and what future work has been planned. As a result of the merger the tech research team is now doing more work across the entire group providing support on different projects.

Dave Baker joined the meeting at 12.57pm

Dave Baker, Technology services director spoke to the Product and Services Development Q4 report. There was a discussion regarding the broadband map after it was asked what the level of interest is for the product.

Brent Carey joined the meeting at 1.11pm

The President welcomed the Domain Name Commissioner, Brent Carey to the meeting. Cr Craig asked the Domain Name Commissioner about the new branding that DNCL had launched and whether in the future DNCL would look to communicate any future branding changes to Council. The Commissioner responded that the new branding revamp was all done with consultation with InternetNZ and was designed to be complimentary to the InternetNZ brand while still maintaining DNCL's independence.

Council went into Committee at 1.14pm and staff were requested to leave the meeting and returned to the meeting at 1.22pm

Brent Carey left the meeting at 1.22pm

RN48/18: THAT the Joint .nz Quarterly report for Q4 2017/2018 be received

RN49/18: THAT the Quarterly Reports (NZRS and DNCL) for Q4 2017/2018 be received

RN50/18: THAT the Product and Services Development Report for Q4 2017/18 be received

President / Cr Craig

CARRIED U

3.5 Review of Councillor Honoraria

The President spoke to the Council regarding the honoraria paper staff had put forward for Council to review.

There was a discussion regarding whether there was a difference between honoraria versus fees.

There was a question raised whether the liability had increased for Council with the merger, the Chief Executive noted that the liability for Council had remained the same as even under the previous structure the Council was responsible for the subsidiaries but had employed the Boards to take care of the oversight and report back to Council.

There was further discussion if under the new structure there is going to be more work for Councillors to undertake and whether there needed to be an increase in honoraria to reflect that. It was determined that the paper put forward with the proposed matrix made the most logical sense right now and that as things start to evolve under the new structure Council will have an idea of how much work is needed and we will be in an appropriate place to review in six months to a year's time.

AP 13/18: Staff to circulate the wording of the Director's and Officer's insurance policy to Council.

RN51/18: THAT Council accepts the Honoraria levels as recommended in the paper.

RN52/18: THAT Council adjusts the Honoraria in accordance with the rates recommended in this paper, with new rates taking effect following the 2018 Annual General Meeting.

President / Cr Stokes
CARRIED U

3.6 Council Performance and Development

The Chief Executive presented the paper to Council noting that training and development for Councillors has not historically been managed very strategically. This paper outlines an approach where going forward we should be more systematic about the training and development for our Councillors. He also noted that he is an advocate of Council undertaking an external review to provide insight into what is working well and what areas need improvement. This would help provide guidance to operate Council better and ensure that we have what we need with to be able to provide a broader matrix of Council members which we have promised to do with new appointed members to Council.

Cr Pearce noted that by having clear performance and development expectations set, it will create more accountability for Council members and provide the President with a mandate to manage any performance or misconduct issues should they arise.

Ellen Strickland left the meeting at 1.46pm

RN53/18: THAT Council agree the approach proposed in this paper to strengthen support for Council's performance and development.

RN54/18: THAT Council ask the Chief Executive to commence the steps outlined in the paper, including reporting back to Council on the costs and approach for the proposed external assessor.

Cr Craig / Cr Davidson
CARRIED U

5.1 Consent Agenda

RN55/18: THAT the minutes of the meetings held on 24 February 2018 and 28 March 2018 be received and adopted as a true and correct record.

RN56/18: THAT the new members be noted.

RN57/18: THAT the evotes be ratified.

Cr Buehler / Cr Hulse
CARRIED U

5.2 Health and Safety and BCP update

Andrew Cushen spoke to the Health and Safety report noting that we have had one minor issue occur. The President asked whether the staff member was recovering and it was noted that they are recovering well and being supported with their recovery by management.

Dave Baker provided Council with an update on the Business Continuity Planning (BCP) which has been reviewed and updated. The hard copy manuals are in the process of being printed and electronic copies of the BCP will be loaded into diligent books to ensure all Councilors have access to the BCP if it is needed.

As soon as the hard copy manuals have been printed a training session will be provided. It was also noted that it would be good to have someone who was based in Auckland trained in our BCP and as there are no Auckland based Councilors staff are looking into options as to who could provide this for us.

Cr Craig asked for the members of Council who are currently trained to be highlighted. At this stage only Cr Wallace is trained as a result of her time served on the NZRS Board. Cr Craig noted that this training was meant to take place in April, staff explained that the BCP process and development was an extensive job and took time to develop.

Councillors who are to be trained in the BCP are the President, Vice President, Cr Craig and CrWallace.

The President thanked Dave for the update.

Dave Baker left the meeting at 1.50pm

5.3 President's Report

The president discussed the appointment of Advisors to Council and decided to defer this matter until after the 2018 AGM and Election, and/or a board review to be scheduled by the Chief Executive.

5.4 Organisational Reports

The Chief Executive's report was taken as read.

RN58/18: THAT the Chief Executive's report for the three months following the last council meeting be received.

President/Cr Buehler
CARRIED U

5.5 Council Committee Reports

Audit and Risk

The Audit and Risk Committee had no further update for Council other than the upcoming BCP training which was discussed earlier in the meeting.

Grants Committee

The Grants Committee had no further update for Council.

Maori Engagement

The Maori Engagement Committee had no further update for Council.

6.1 General Business

There were no items of general business discussed.

6.2 Meeting Review

Diligent Board Books

Mary Tovey joined the meeting at 2.08pm

The Council asked for Mary's view on the diligent board books software which the Council had trialed for the papers for the May meeting. Mary noted that the software from an operational perspective is brilliant.

There was a brief discussion around the positives and negatives some Councilors experienced with Diligent Board Books. The system will continue in use as on balance, feedback was positive.

Mary Tovey left the meeting at 2.15pm

The Council had a round table discussion regarding how they thought the meeting went.

Next Meeting: The next scheduled Council meeting is 13 July 2018 (if required) and otherwise Friday 24 August 2018.

Meeting Closed: 2.31pm

Action Point Register

	Action	Who	Status	Due by	Comment
August 2017 Council Meeting					
AP10/17	CE to provide a report and recommendation at the next Council meeting on InternetNZ's status as an ICANN At-Large Structure.	Jordan	Complete	May-18	A recommendation is included in the Joint Report from ICANN 62, included in papers for this August 2018 meeting
February 2018 Council Meeting					
AP02/18	President and Vice President to come back to Council with recommendations as to who could be considered as advisors to Council.	President / Vice Pres	In progress	May-18	
May 2018 Council Meeting					
AP08/18	Ellen Strickland to provide a further update on the Rural Broadband developments to Cr Stokes	Ellen	Complete	Aug-18	Ellen has been in contact with Don
AP09/18	Maori Engagement Strategy to be listed as an agenda item at the retreat	MEC	In progress	Aug-18	Included on the agenda for the Strategy Retreat in September.
AP10/18	Maori Engagement Committee to set a workshop for all of Council to attend	MEC	In progress	Aug-18	This was postponed and will be wrapped into the work at the Retreat.
AP11/18	Add the word "advice" after Governance under the responsibilities section of the draft Terms of Reference (nz Policy Committee)	INZ staff	Complete	Aug-18	This input was taken into account in the revised draft of the Terms of Reference for the
AP12/18	Staff to update the terms of reference template	INZ staff	In progress	Aug-18	Capacity to complete this was not available. Staff will pick this up with an overall refresh of the presentation of the governance policies framework in the coming months
AP13/18	Staff to circulate the wording of the Director's and Officer's insurance policy to Council.	INZ staff	Complete	Aug-18	

5.5 InternetNZ Membership Report

Status: Final
Author: Maria Reyes, Office Manager

Current Membership *(as at 15 August 2018)*

Fellows	Individual	Individual Plus	Small Organisation	Large Organisation	TOTAL
27	225	44	19	3	318

The membership renewal period ended on 30 June. 66% of expiring members have renewed their membership with a few changing their subscription to a multi-year membership.

At the 2018 AGM, there were 4 new Fellows that were appointed – James Watts, Di Daniels, Nat Torkington, and Keitha Booth.

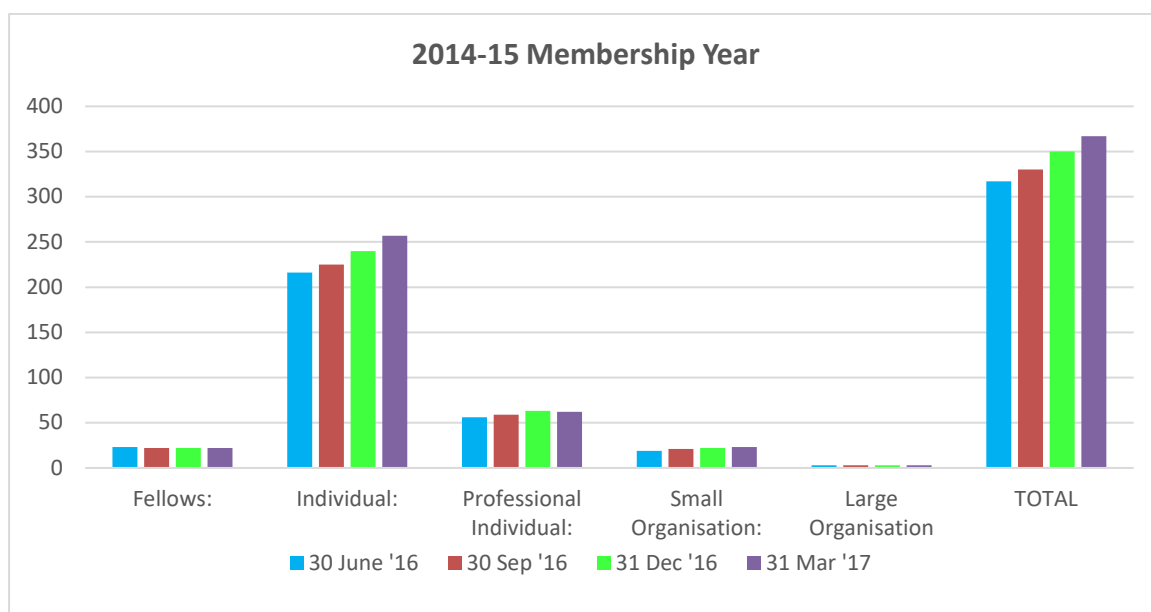
2017-18 Membership Year

	30 Sep '17	31 Dec '17	31 Mar '18	30 June '18
Fellows:	23	23	23	23
Individual:	220	226	247	220
Individual Plus: <i>(previously Professional Individual)</i>	50	52	53	44
Small Organisation:	21	23	24	19
Large Organisation:	3	3	3	3
Total Membership:	317	327	350	309



2016-17 Membership Year

	30 Sep '16	31 Dec '17	31 Mar '17	30 June '17
Fellows:	22	22	22	22
Individual:	225	240	257	210
Individual Plus: (previously Professional Individual)	59	63	62	50
Small Organisation:	21	22	23	21
Large Organisation:	3	3	3	3
Total Membership:	330	350	367	306



Membership by region* (based on Current Membership as at 15 August 2018)

Joined in	NORTH ISLANDS		SOUTH ISLANDS	
	Northern	Southern	Northern	Southern
2016-2018	24	53	7	2
2013-2015	20	49	6	2
2010-2012	17	38	10	2
2005-2009	23	40	2	1
Foundation-2004	4	6	0	2
TOTAL	88	186	25	9

*International members – 10

Recommendation:

THAT the new members be noted.

5.5 E-vote Ratification

Author: Maria Reyes, Office Manager

There have been six e-votes conducted since the last Council Meeting:

Evote:	Motion:	For:	Against:	Abstain:
15062018	<p>THAT the Audit & Risk Committee recommends to Council to receive and approve the InternetNZ Annual Financial Report for the year ended 31 March 2018.</p> <p><i>Mover: Cr Craig</i> <i>Seconder: Cr Stokes</i></p>	<p>Joy Liddicoat Jamie Baddeley Kelly Buehler Brenda Wallace Richard Wood Kate Pearce David Moskovitz Keith Davidson Sarah Lee Richard Hulse</p>		
03072018	<p>THAT Council approve the recommendation of the Fellows of InternetNZ, which is to appoint James Watts and Nat Torkington as Fellows of InternetNZ at the 2018 Annual General Meeting.</p> <p><i>Mover: President</i> <i>Seconder: Vice President</i></p>	<p>Don Stokes Amber Craig Keith Davidson Richard Hulse Dave Moskovitz Joy Liddicoat Jamie Baddeley Richard Wood Kate Pearce Kelly Buehler Brenda Wallace Sarah Lee</p>		
23072018	<p>THAT Council approve the appointment of Keitha Booth as a Fellow of InternetNZ at the 2018 Annual General Meeting.</p> <p><i>Mover: Cr Wallace</i> <i>Seconder: Cr Davidson</i></p>	<p>Richard Wood Dave Moskovitz Amber Craig Richard Hulse Keith Davidson Jamie Baddeley Kate Pearce Kelly Buehler Brenda Wallace Sarah Lee Don Stokes Joy Liddicoat</p>		

230720182	<p>THAT Council approve the appointment of DI Daniels as a Fellow of InternetNZ at the 2018 Annual General Meeting.</p> <p><i>Mover: Cr Davidson</i> <i>Seconder: Cr Wood</i></p>	<p>Richard Wood Dave Moskovitz Amber Craig Richard Hulse Keith Davidson Jamie Baddeley Kate Pearce Kelly Buehler Brenda Wallace Sarah Lee Don Stokes Joy Liddicoat</p>		
240720181	<p>THAT the Audit & Risk Committee recommends to Council to receive and approve the InternetNZ Annual Management Report from the Auditors for the year ended 31 March 2018.</p> <p><i>Mover: Cr Hulse</i> <i>Seconder: Cr Stokes</i></p>	<p>Richard Hulse Amber Craig Joy Liddicoat Sarah Lee Don Stokes Kelly Buehler Dave Moskovitz Kate Pearce Keith Davidson Richard Wood Brenda Wallace Jamie Baddeley</p>		
240720182	<p>THAT the Audit & Risk Committee recommends to Council to receive and approve the NZRS Annual Management Report from the Auditors for the year ended 31 March 2018</p> <p><i>Mover: Cr Craig</i> <i>Seconder: Cr Hulse</i></p>	<p>Richard Hulse Amber Craig Joy Liddicoat Sarah Lee Don Stokes Kelly Buehler Dave Moskovitz Kate Pearce Keith Davidson Richard Wood Brenda Wallace Jamie Baddeley</p>		

Recommendation

THAT the e-votes be ratified.

ANNOTATED AGENDA – COUNCIL Meeting
Friday 24th August 2018

InternetNZ, Level 11, 80 Boulcott St, Wellington		
8.45 am		Refreshments (coffee, tea, & scones) on arrival
9.00 am		Meeting start
		Break
		Lunch
		Meeting Close
Section 1 – Meeting Preliminaries		
09:00		Update from Partner Organisation: TUANZ
09:30		Brainstorm / Issues of concern
09:40	1.1	Council only (in committee)
09:50	1.2	Council and CE alone time (in committee)
10:10	1.3	Apologies, Interests Register and Agenda Review
Section 2 – Strategic Priorities		
10:15	2.1	<p>Work Plan and Budget update - new projects</p> <p><i>THAT Council note the information in this paper about adjustments to the work plan for the year arising from the implementation of the Organisational Review, including the specific projects that will incur costs that were deliberately not budgeted for.</i></p> <p><i>THAT Council invite the Chief Executive to propose an updated 2018/19 Plan and Budget that accommodates these projects through a combination of plan changes and budget adjustments labelled “Balanced Approach” as set out in this paper, and send this for Council consideration by 20 September 2018.</i></p>
10:40	2.2	<p>Strategy – feedback on working draft, focus for Retreat</p> <p><i>THAT Council agree to the approach to strategy development set out in this paper, particularly the workshops to hear staff’s draft of the overall Strategic Framework and the outline programme for the retreat.</i></p>
11:00		Tea Break

11:15	2.3	Boardworks - briefing on review findings <i>(Confidential Paper)</i>
12.00	2.4	.nz Framework Policy - draft for review/discussion <i>THAT Council agree the proposed changes to the .nz Framework policy, and agree to the proposed repeal of the Subsidiaries and Information Sharing governance policies.</i> <i>THAT Council ask staff to conduct the appropriate consultation relating to these changes.</i>
Section 3 – Matters for Discussion / Decision		
12.15	3.1	President's Report - Fellows discussion
12.30	3.2	Chief Executive's Report – key issues for discussion
12.40	3.3	Annual Review of Committees and Bank Signatories <i>THAT Council confirm that it will conduct some of its work through these four committees: Audit and Risk, CE Review, Grants, Komiti Whakauru Māori, nz Policy.</i> <i>THAT the Terms of Reference for each of the committees as attached to this paper be adopted.</i> <i>THAT the current bank signatories (Jamie Baddeley, Joy Liddicoat, Amber Craig, Keith Davidson, Richard Hulse, Jordan Carter, Catherine Fenwick, Dave Baker) be confirmed.</i> <i>THAT Brenda Wallace be removed as a bank signatory.</i> <i>THAT <name of new Council signatory> be added as a bank signatory.</i>
12.50	3.4	Dates for Council 2019 <i>THAT Council adopt the Schedule of Meetings for 2019 with [Option 1/Option 2] as the preferred schedule for the Council meetings</i>
12:15		LUNCH
13.30	3.5	.nz Report - Q1 2018/19 <ul style="list-style-type: none"> Feedback on reporting approach <i>THAT the .nz Quarterly Report for Q1 2018/19 be received.</i>
Section 4 – Domain Name Commission		

13:40	4.1	<p>DNCL Quarterly Report Q1 2018/19</p> <ul style="list-style-type: none"> • Feedback on reporting approach <p><i>THAT the DNCL Quarterly Report for Q1 2018/19 be received.</i></p>
Section 5 – Ordinary Business		
13:50	5.1	<p>Chief Executive's Report</p> <ul style="list-style-type: none"> • General Situation • Items for Discussion • Organisational Services • Technology Services • Outreach and Engagement • Policy • Commercial • Technical Research • DNCL • Next Quarter / International • Feedback on reporting approach. <p>Attachments:</p> <ul style="list-style-type: none"> • Joint Report - ICANN 62 • Grants Update <p><i>THAT the Chief Executive's report for the first quarter be received.</i></p>
14:15	5.2	<p>Health & Safety Update</p> <p>BCP Update</p>
14:25	5.3	<p>Financial Reports</p> <ul style="list-style-type: none"> • First Quarter 2018/19 Consolidated Report • InternetNZ Q1 2018/19 Financial Report • Feedback on reporting approach <p><i>THAT the Consolidated Financial Report and InternetNZ Financial Report for Q1 2018/19 be received.</i></p>

14:40	5.4	<p>Council Committee Reports</p> <ul style="list-style-type: none"> • Audit & Risk • Grants • Māori Engagement • .nz Policy • CE Review <p>Attachment:</p> <ul style="list-style-type: none"> • Annual self-appraisal of the Audit & Risk Committee and report to Council <p><i>THAT Council receive the Audit & Risk Committee Annual self-appraisal Report.</i></p>
14:55	5.5	<p>Consent Agenda:</p> <ul style="list-style-type: none"> • Confirm Minutes – May 2018 meeting • Action Register • Membership Update • Evote Ratification <p><i>THAT the minutes of the meetings held on 25 May 2018 be received and adopted as a true and correct record.</i></p> <p><i>THAT the new members be noted.</i></p> <p><i>THAT the evotes be ratified.</i></p>
Section 6 - Other Matters		
15:00	-	CONTINGENCY <i>(for any overflow)</i>
	6.1	<p>Matters for Communication – key messages</p> <ul style="list-style-type: none"> • Organisational Review • Communications in general • Upcoming events
	6.2	General Business
	6.3	Meeting Review
15:30 (latest)	-	Meeting close

Next meetings: Fri-Sun 21-23 September – Annual Strategy Retreat

Thu-Sat 22-24 November – Marae training and Council meeting (meeting Sat)