



## AGENDA

**Council Meeting: Friday 11 October 2024, 9:00am - 2:30pm**  
**Venue: InternetNZ, Level 13, 18 Willis Street, Wellington.**

NOTE: all timings are estimates, the meeting will run according to the needs of the meeting as it progresses.

### Section 1 – Meeting Preliminaries

8:45am	0.0	Arrival and coffee
9:00am	1.1	Council only (in committee)
9:10am	1.2	Council and Tumu Whakarae (CE) alone time (in committee)
<b>9:30am</b>	-	<b>Transition to open meeting</b>
<b>9:35am</b>	1.3	Karakia, apologies
9:40am	1.4	Agenda review, Actions Register, Interests Register

### Section 2 – Chief Executive’s Report

9:50am	2.1	Chief Executive’s Report
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### Section 3 – Strategic Priorities Discussion

10:00am	3.1	Constitutional Review Update (Confidential)
10:25am	3.2	Membership discussion Membership fact sheet

### Section 4 – Matters for Decision

10:50am	4.1	Conflicted domain names review update (Confidential)
<b>11:15am</b>	-	<b>Break (15 mins)</b>
11:30am	4.2	Council Committees and Bank Signatories
	4.3	Treasury & Investment Policy - Appendix B
11:40am	4.4	Council Work Plan 2024-2025

**Section 5 – Matters for Discussion**

11:50am	5.1	President’s Report
12:00pm	5.2	Product Standing Report (Confidential)
12:10pm	5.3	Report Back from Committees: 5.3.1 Audit and Risk Committee (Chair, Cr Rahman) 5.3.2 Governance Committee (Chair, Cr Hulse) 5.3.3 Te Komiti Whakauru Māori (Chair, Cr Biasiny-Tule) 5.3.4 .nz Advisory Committee (Chair, Cr Roy)
12:20pm	5.4	Enterprise Risk Management Update (Confidential)

**Section 6 – Consent Agenda**

12:30pm	6.1	Health, Safety and Wellbeing Update (Confidential)
	6.2	Minutes of the meeting of 16 August 2024
12:40pm	6.3	Council Election Returning Officer Report

**Section 7 – Other Matters**

12:50pm	7.1	CONTINGENCY (for any overflow)
	7.2	Matters for communication – key messages
	7.3	General business
<b>1:00pm</b>	<b>-</b>	<b>Lunch</b>

**Section 8 – Matters for Deep dive**

1:30pm	8.1	NetHui (Confidential)
2:25pm	8.2	Meeting review
2:30pm	8.3	Meeting close (new waiata)




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## Council Actions Register 2024

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<b>As at October 2024</b>			
<b>Action No#</b>	<b>Action</b>	<b>Owner</b>	<b>Status</b>
AP25/23	Explore options for displaying changes to the risk register so that Council can see point-in-time snapshots or, potentially, changes over time in addition to the current most up-to-date version.	Catherine Fenwick	First Stage completed Feb 2024. Further development in test
AP12/24	CE to bring a Strategy process to Council addressing questions of scope	Vivien Maidaborn	New
AP13/24	Council to write an annual letter of expectations of DNCL	Vivien Maidaborn	New
AP14/24	CE to provide Council a set of criteria for deciding which events to participate in, and the criteria to identify the right people to send to the events	Vivien Maidaborn	New
AP15/24	CE to identify what international data and information is available that can inform a crisis response policy	Vivien Maidaborn	New
AP16/24	CE to include sufficient information about incidents reports in the HS&W report so that Council can assess risk	Catherine Fenwick	Completed



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### **Council Register of Interest**

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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 - \$38,500

Vice President - \$24,062

Councillor - \$19,250\*

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

**Name: Stephen Judd**

**Position:** President

**Term:** AGM 2024 – AGM 2027

**Declaration Date:** 12 August 2024

**Interests:**

- Trustee of the Fight Against Conspiracy Theories Aotearoa Trust
- Holds a .nz domain name
- Member of the NZ Labour Party
- Contractor to Determine Consulting Ltd
- Contractor to Open Plan Ltd
- Member of the NZ Council for Civil Liberties
- Shareholder of Spark NZ, Zoom Health, Punakaiki Fund, Catalyst Cloud

**Name: Anjum Rahman**

**Position:** Vice President

**Term:** AGM 2024 – AGM 2027

**Declaration Date:** 12 August 2024

**Interests:**

- Co-Lead, Inclusive Aotearoa Collective Tāhono
- Contractor to Shama, Ethnic Women's Trust
- Member, Christchurch Call Advisory Network
- Trustee, Trust Waikato (Waikato Community Trust)
- Holds a .nz domain name.
- Receives additional honoraria for being Chair of InternetNZ Audit, Finance and Investment Committee.

**Name: Richard Hulse**

**Position:** Councillor

**Term:** AGM 2021 – AGM 2024

**Declaration Date:** 27 August 2024

**Interests:**

- Employee of Ngā Taonga Sound and Vision
- Holder of .nz domain name registrations
- Receives additional honoraria for being Chair of the InternetNZ Governance Committee.

**Name: Kate Pearce**

**Position:** Councillor

**Term:** AGM 2023 – AGM 2026

**Declaration Date:** 11 August 2023

**Interests:**

- Employee of TradeMe
- Member of the New Zealand Labour Party
- Holder of .nz, .com, .org, .net domain registrations
- Member of NZ Internet Task Force

**Name: Potaua Biasiny-Tule**

**Position:** Councillor

**Term:** AGM 2023 – AGM 2026

**Declaration Date:** 10 August 2024

**Interests:**

- Co-Founder, Board Member – Digital Natives Academy (DNA)
- Co-Owner – Native Tech, Native Industries
- Trustee – Te Takinga marae
- Member – Nga Toki Whakarururanga
- Kaitiaki for numerous .co.nz and .iwi.nz whanau domains
- Receives additional honoraria for being Chair of the InternetNZ Te Komiti Whakauru Māori (Māori Engagement Committee)

**Name: Jeff Montgomery**

**Position:** Councillor

**Term:** AGM 2022 – AGM 2025

**Declaration Date:** 31 March 2023

**Interests:**

- Holder 14 .nz domain names
- Past Employee of Service Delivery and Operations, Department of Internal Affairs
- Employee of the Pacific Community in a Ministry of Foreign Affairs and Trade funded role
- Statutory Officer – Registrar General of Births, Deaths and Marriages.
- Chair, Pacific Civil Registrars Network
- Owner and Director City Bed and Breakfast Ltd.
- Member of Netsafe
- Member of TohaToha

**Name: Anthony Bow**

**Position:** Councillor

**Term:** AGM 2022 – AGM 2024

**Declaration Date:** 2 December 2022

**Interests:**

- Holder of .nz and .com domain names
- Director of Whai Rawa Fund Ltd
- Independent chair of Maungaharuru-Tangitū Ltd
- Deputy Chair and Board Member of the Medical Radiation Technologists Board.
- Chair and Director of Medical Sciences Secretariat Ltd
- Director and Shareholder of Waimana Capital Ltd
- Shareholder in private companies; Big Splash Ltd and Talent Propeller Ltd
- Member of the New Zealand Blood and Organ Service Board

**Name: Whetū Fala**

**Position:** Councillor

**Term:** AGM 2022 – AGM 2024

**Declaration Date:** 10 February 2023

**Interests:**

- Board Member, Māori TV
- Board Member, Creative NZ
- Board Member, Te Paepae Ataata Aōtearoa NZ Film Heritage Trust
- Chair, Whanganui District Creative Communities Assessment Panel
- Founding Member, Ngā Aho Whakaari Māori Screen Aōtearoa
- Founding Member, Wellington Women in Film & TV
- Founding Member, Taki Rua Theatre Wellington
- Pou Arahi Tikanga, Playmarket Inc Wellington
- Company Director, Fala Media Taki Rua Film
- Shareholder Parininihi ki Waitotara Inc
- Morikau Nui Inc
- Atihau, Whanganui
- Wharanga Hakopa Kiwa Whanau Trust

**Name: Alpana Roy**

**Position:** Councillor

**Term:** AGM 2022 – AGM 2025

**Declaration Date:** 2 December 2022

**Interests:**

- Employee of the University of Waikato.
- Member of the NSW Law Society.
- Member of InternetNZ.
- Admitted to practice law in NSW, and is on the Roll of Legal Practitioners for the High Court of Australia.
- Member of the Intellectual Property Society of Australia and New Zealand (IPSANZ).
- Member of the International Trademark Association (INTA).
- Member of the Copyright Society of Australia (CSA).
- Member of the Internet Society of Australia.
- Member of .au Domain Administration Ltd (auDA).
- Executive Member of the Asian Pacific Copyright Association.
- Committee Member of the Indigenous Knowledge Forum.
- Receives additional honoraria for being Chair of the InternetNZ .nz Policy Committee

**Name: Kris Dempster-Rivett**

**Position:** Councillor

**Term:** AGM 2024–AGM 2025

**Declaration Date:** 11 September 2024

**Interests:**

- Co-Chair Digital Equity Coalition Aotearoa
- Director iAko Māori Ltd
- Director Inspire Aotearoa
- Trustee Taitokerau Education Trust
- Chair Tokotoko Charitable Trust
- Holder of .nz domain names

**Name: Daniel Spector**

**Position:** Councillor

**Term:** AGM 2024–2026

**Declaration Date:** 11 September 2024

**Interests:**

- No interests to declare

*The register was last updated on 11 September 2024.*



COUNCIL MEETING - OCTOBER 2024

# Chief Executive's Report

ITEM NO: 2.1  
AUTHOR: Tumu Whakarae (CE), Vivien Maidaborn  
FOR: Council  
PURPOSE: Executive summary of meeting content from CE's perspective, noting key activity, strategic opportunities, risks and threats of interest to Council.  
DATE WRITTEN: 25/09/2024

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## Introduction

### Welcoming the Incoming Council Members

The by-election is complete and we once again have a full table at Council. Welcome to Kris Dempster-Rivett and Daniel Spector.

It has been a short turnaround between Council meetings so whilst the period has been full and productive there are not significant new developments to discuss at this Council meeting. This gives us time for deeper conversations around Ngā Pae, Constitutional Review, and NetHui 2025.

## What is happening

### Events and International Internet Governance

A key feature of August and September has been the amount of national and international engagements and events.

#### APrIGF

Held in Taiwan, this was an opportunity to orient two new General Managers to Internet Governance and begin to explore how we bring Māori voice into our work internationally. Anjum also attended as Vice President. A huge learning for me was in the way Taiwan is responding to 'cyber warfare', mis and disinformation through citizens initiatives. Hinemaua was able to meet the Council of Indigenous People of Taiwan, and also agree steps forward with Dot Asia. Rose worked to understand the various 'fellowship' and youth IGF opportunities and how we might bring NZ young people into these opportunities.



## APNIC

APNIC was held in Te Whanganui-a-Tara to great acclaim. Whitiaua, Hinemaua and Whetū represented InternetNZ at the Pacific IGF, and then throughout the week of events provided manaakitanga to people from 60 countries throughout Asia-Pacific.

InternetNZ staff helped staff the APNIC help desk, ran our own stall and participated in many sessions as well. The social media interest and coverage of APNIC helped to bring a strong positive message after the disappointment of the postponed NetHui.

## Registrars Summit

During APNIC InternetNZ held its first Registrar Summit in about 4 years. This opportunity for NZ Registrars (and some from Australia) to come together was greatly appreciated by the Registrars. DNC and InternetNZ working together designed the programme and hosted the Registrars for the day. It was agreed we need to immediately begin planning the next one.

## APTLD

Asia-Pacific Top Level Domain is an organisation with strong links to InternetNZ with Peter Dengate-Thrush being one of the founders. We have traditionally had a member on the Board and this is currently Isobel Egerton. The role of this organisation is to bring together all the top level domain organisations across Asia-Pacific and share best practice.

## NetHui 2025

The dates for NetHui have been set and will be released shortly. On the 30th September the operational team met to dig into the role, purpose, objectives of NetHui and to ensure we structure to achieve this goal.

A NetHui Project Governance Group will be established with membership and Council representation. This Governance Group is critical to the success of NetHui ensuring we deliver to our core constituency, members of the NZ Internet Community including INZ members.

The deep dive on NetHui included in the agenda creates space for a fuller conversation on NetHui

## **Ngā Pae - pathway to developing our Te Tiriti o Waitangi Vision**

Ngā Pae is now a living document following approval from Council at the August meeting. On the 9th October Te Komiti Whakauru Māori workshopped the way forward and with this important meeting we are underway with the work programme. A first step will be to scope the work and identify an appropriate partner to work with us to facilitate workshops with staff, Council and potentially members on creating our vision for Te Tiriti in InternetNZ.

You will hear more on Te Komiti Whakauru Māori workshop during Committee reports.

**InternetNZ Group Strategic Goals 2025/26**

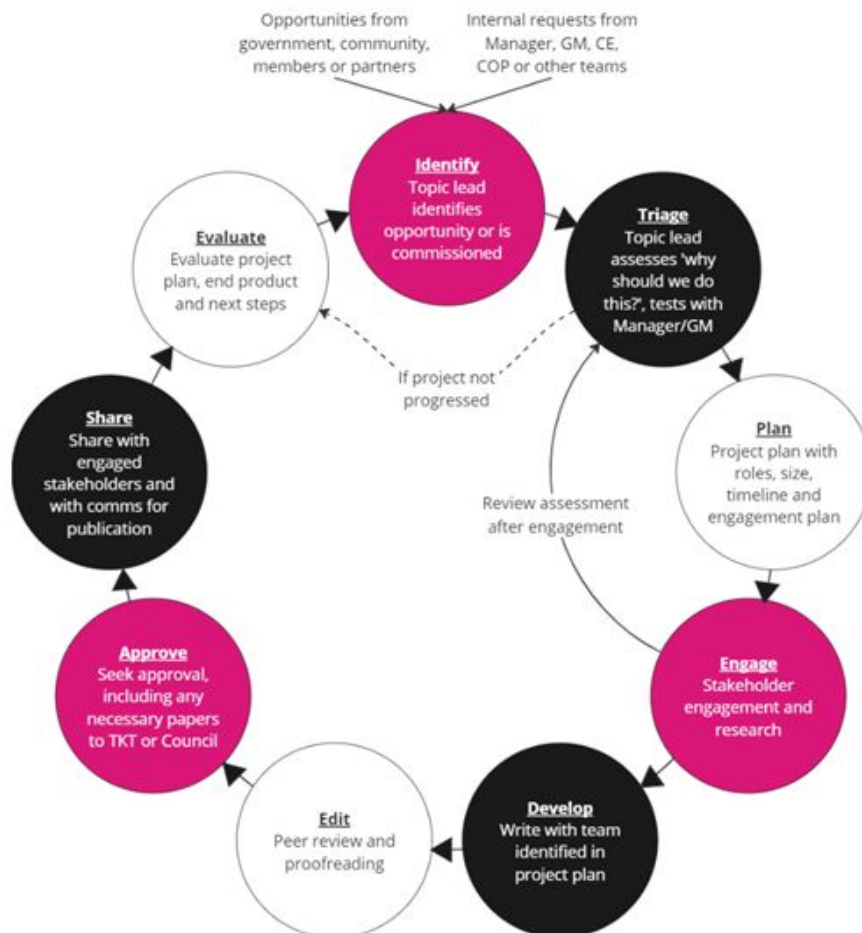
Strategic Goals for 2025/26 are also under development with a workshop with Te Kāhui Tumu on the 1st and 2nd October followed up with Council on the 10th October. The synthesis of this work can be shared with staff and members for feedback and input. This work will inform the development of the budget and resourcing for 2025/26 due for the February 2025 Council meeting.

**Public Policy Work**

With the day workshop for Council and invited DNC Board members in December, I thought it useful to include here an introduction on how the Public Policy work is progressed within Ipurangi Aotearoa.

The way we work:

**Process flowchart**



During this last period we have also provided policy advice to Minister Van Velden at her request.

Advice for Minister Van Velden:

<https://internetnz.nz/assets/Archives/The-Limits-of-Internet-Blocking-A-technical-and-policy-brief-on-filtering-overseas-gambling-sites-September-2024.pdf>

### **Constitutional Review - update**

We have a confidential paper in the agenda on Constitutional Review. We are now shifting from the Co-Design working group phase to writing up proposals for member feedback and inputs. We will be moving to communicate timelines to members as soon as possible this month. Council will want to consider its role is the engagement with members as the constitution review proposals come out for consultation.

### **.nz Rules**

Momentum is building a year on from creating the .nz Policy Lead role. Minor changes have been approved, the consultation on the Conflicted Names project has completed with a process for next steps identified, and work is being done on the second round of .nz rule changes. This work is an important opportunity for INZ members and community to materially influence and guide the way the .nz domain name is run.

### **Financial update**

Q2 Financial report will be published later in October after the quarter end. I have included a short update that should be read with the reports for August posted recently in [Diligent](#).

Key areas for update.

Year-to-Date net profit is \$262,955.00 against a year-to-date budgeted net loss of (\$62,017.00). Year-to-Date variance is \$324,972.00.

Revenue - holding to budget for first 5 months

Costs - The big contributors in year-to-date variance is NetHui \$89,131.00 and Marketing \$62,956.61. The rest of the year-to-date variances are attributable mostly to budget phasing.

### **Heads-up on Decisions**

Committees and Committee members will be decided at the October meeting based on the paper included in the Council pack.

We will consider a recommendation on the next steps toward resolving remaining Conflicted Names.

Finally, we have identified Governance training for Council that requires Councillors to identify a time for the training.

## Domain Name Commission

DNC have delivered a huge workload over this period:

- The public consultation on the new .nz dispute resolution scheme rules was completed in September and subsequently came into effect on 1 October 2024. The administration of the Scheme also shifted to NZDRC from 1 October.
- The Commissioner attended APLTD86 in Vietnam to build relationships with peer TLDs, identify emerging risks and challenges faced by other TLDs (observed increase in 'use' issues such as gambling and other illegal activity), development via sessions such as DNS Abuse workshops, how AI is being used by TLDs and by bad actors and insights as to how other TLDs manage abusive registrations. The Commissioner has also been asked to provide assistance to another ccTLD around investigations processes.
- Researching and sharing best practice internationally on domain name abuse. ICANN changes to gTLD rules sets a new minimum standard in the industry which .nz is now lagging.
- Internal restructure was completed in September which enables the DNC to have the right roles and more regulatory capacity and competence across a small DNC team. With more complex issues arising, the DNC needs to ensure robust investigations are undertaken in response to meet its obligations under the Operating Agreement with InternetNZ.



COUNCIL MEETING - OCTOBER 2024

# Membership discussion

ITEM NO: 3.2  
 AUTHOR: Vivien Maidaborn  
 FOR: Council  
 PURPOSE: To open discussion on the range of roles, responsibilities and interests of Membership at InternetNZ toward more clearly aligning operational and governance roles and responsibilities  
 DATE WRITTEN: 3/10/2024

	Alignment
<b>Ipurangi Aotearoa Strategy 2022-2025</b>	We are the home of .nz, and we work for an Internet that benefits all of Aotearoa. Membership of our incorporated society is fundamental to who we are and how we were established.
<b>Te Tiriti o Waitangi</b>	We centre Te Tiriti o Waitangi, developing relationships and working in partnership with Māori, encouraging more Māori to become members.
<b>Associated document links</b>	<a href="#">Membership fact sheet for Council - October 2024</a> <a href="#">Membership engagement plan - February 2024</a> <a href="#">What kind of membership organisation should InternetNZ be? - October 2021</a>

## Recommendation

THAT Council **discuss** strategic questions of membership.

## Introduction

InternetNZ is a membership organisation. Usually in the Incorporated Society context this means there is a relationship between the role of members as owners, the constitution, and the governance body. Here at INZ this is only one layer of three.

- Incorporated Society Members
  - Members have a role as part of the governance structure, as defined in the Constitution, particularly in the Council election and AGM processes.

- Internet Governance and Public Policy Multistakeholder Member
  - Members form a multistakeholder group with understanding and acumen unusual in the general public, about Internet Governance including international processes, bodies, and events. Members want to participate in national Internet Governance and in public policy processes run or convened by InternetNZ.
- Internet Community
  - Members join, to be in a community with people passionate about the Internet.

The current work on the Constitution review explores the role of members in the governance of the organisation so this will be subject to consultation directly with members.

The multistakeholder actions and activities are a direct operational responsibility of the CEO.

The InternetNZ members community is not well defined. Expectations from members vary widely and there are strong views about platforms, software, code of conduct and moderators.

There is a membership work programme that combines actions and improvements across these three areas.

## Strategic Questions

The overriding question for Council is:

Starting with a clean sheet, how would I design the roles and responsibilities of InternetNZ members?

Thinking about the three aspects of membership described above, what immediate improvements would I like to suggest?

What obligations do you think members have to the charitable Objects of InternetNZ?

In each of these roles, what rights and responsibilities do members have in the operational decision making of INZ?

Finally;

There is an implicit expectation from members of InternetNZ about their inputs into the Governance, Leadership, Multi Stakeholder and Policy and community levels - what has the organisation agreed to do? Whose role is it?



COUNCIL MEETING - OCTOBER 2024

# Membership fact sheet

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ITEM NO: 3.2.1  
AUTHOR: Community engagement and public policy team  
FOR: Council  
PURPOSE: To provide background information about InternetNZ membership  
DATE WRITTEN: 01/10/2024

## Recommendation

THAT Council use this paper to help start their discussions around InternetNZ membership.

### Overview of InternetNZ membership

- The membership calendar year runs from March 31 to 1 April each year.
- Members can sign up for either a 1-year, 5-year or 10-year membership.
- Multi-year memberships have a discount.
- Members are added to DotNews, Members-announce and an invitation is sent to the Slack WorkSpace when they sign up.
- The renewal period runs from early March until 30 June. During this time, we send out four reminder emails to members to encourage them to renew their membership.
- Members are able to manage their own subscriptions and are able to unsubscribe from these spaces at anytime.
- It's important to note that the Slack WorkSpace NetHub isn't just for InternetNZ members; the wider Internet community is free to join this space.
- The only channel specifically for InternetNZ members is the members-chat channel.

**Current membership numbers**

	<b>30 Jun 2023</b>	<b>30 Sept 2023</b>	<b>31 Dec 2023</b>	<b>31 Mar 2024</b>	<b>30 Jun 2024</b>	<b>31 Aug 2024</b>	<b>30 Sep 2024</b>
<b>Fellows</b>	35	38	38	38	38	39	<b>39</b>
<b>Individual</b>	297	307	309	321	265	282	<b>284</b>
<b>Individual Plus</b>	11	9	9	9	9	7	<b>7</b>
<b>Small organisation</b>	22	16	15	15	16	17	<b>19</b>
<b>Large organisation</b>	2	1	1	1	0	0	<b>0</b>
<b>Total Membership</b>	367	370	371	384	327	345	<b>349</b>

**Staff insights:**

- For the last 12 months, our membership base level has been between 345 and 384.
- At the end of June, we can see a drop in membership numbers as the grace period for renewals ended.
- 57 members chose not to renew their membership.
- The membership has stayed around the 350-400 mark over the last ten years.
- We find that people often sign up for a one-year membership.
- The large organisation that we lost was due to that member retiring.
- People who sign up for five-year memberships have a higher renewal rate.
- Grantees are often prompted to join after receiving a grant, but they often sign up and let their membership lapse after one year.
- InternetNZ members are a very niche group of people who are deeply experienced and passionate about the Internet. It can be a hard space for new people to enter, which is why we have taken time to stop and think about how we can truly make this a safe space for all to uphold the multistakeholder model.
- We can make assumptions about what we know, but InternetNZ has always decided to collect as little data as possible from members. We've only ever collected what we needed to know, which has been a member's contact details.
- We've heard from many people in our community that they just don't have the capacity for extra things right now. Many people are maxed out in their day jobs and daily lives. The environment that we operate in today is quite different from what we were operating in ten years ago.



### **Engagement opportunities provided in 2024**

- Since April 2024, we have sent 47 emails to the members-announce email list (this number is generated from the Google group we use for members-announce, which went live in April 2024).
- There are 337 members currently in the members-announce Google group ( 4 members did not want to be on a Google platform and opted out of the group, and 8 others have unsubscribed).
- There are 142 members in the members-chat channel within NetHub (please note that not all members want to use Slack; there is a group that would prefer to communicate via email lists).
- Members are invited to observe every Council meeting, and there are 6 per year.
- Members were invited to contribute to and be active in the NetHui project. There were multiple layers of opportunity, from suggesting workshop ideas to assisting with organising the event.
- Members were invited to take part in the constitutional co-design process
- Members were invited to attend 3 workshops of the objects of InternetNZ in early May.
- Members were invited to connect with our International Governance Lead in June to hear more about the Technical community coalition for multistakeholderism.
- The annual elections and AGM process, the opportunity to stand for council or participate as a voter.
- 16 members attended the Meet the Candidates event, and 38 members watched the recording.
- 51 members attended the InternetNZ AGM.
- 13 members attended the Meet the Candidates event for the By-election, and 26 members watched the recording.
- Held our first quarterly CE members hui in September 2023 and there have been 6 held since then. We have averaged interest from around 9 members each hui, but often only had 3-5 attend - apart from at the last meeting in August we had 4 members RSVP, and none attended.

### **InternetNZ membership over the last few years**

- We have focused on diversifying our membership as best as we can. We have done this by engaging with community groups that InternetNZ has not yet had the opportunity to connect with.
- We have opted to hold online events. This started due to COVID-19 but has been a more considered decision lately to ensure that all members, regardless of their geographical location, are able to attend our events.
  - We've often heard that we hold events too often in Wellington or Auckland, but when we've gone to the regions, the turnout has often not been as good as we would've hoped.
- The membership team trialled many different experiments, such as an online event every month for 12 months, giveaways, and incentives to help increase engagement.
- Membership is quite split between those who join because they are interested in the .nz/techie side, are interested in grant funding/partnerships, those

working actively in the community on kaupapa that relates to the Internet or want to be involved/contribute at a governance level.

### **InternetNZ membership over the last fifteen years**

- Over the last 15 years, the membership space and how we manage it has been a topic that has been raised consistently between staff and Council over the years.
- Council, Senior leadership, and members of staff have spent time thinking about what we can do to improve the space and trialling various engagement methods to increase our membership numbers.
- Consultants have been used to review and assess the membership types and make suggestions for how we can create a larger membership, a more diverse membership and encourage more young people to get engaged.
- Whilst great efforts were made, the baseline has often remained around the same. Internally, this has been discussed at great lengths.
- In the past, InternetNZ has spent significant amounts of money on the membership space, particularly for membership events. We received feedback about this being excessive.
- As the membership fee is only \$21, and we are a charity organisation, we have been trying to find a balance for how we manage this.

### **Some thoughts that staff have had over the years:**

- Why can't membership be free or a one-off payment for a lifetime membership? This would help create a larger pool of members, and encourage people to stay on board.
- Lowering the membership to \$5 or less.
- Gifting memberships away.
- Registrants that hold .nz domain names are entitled to automatic membership.

### **Membership value proposition (current state)**

- The right to vote, engage, and participate in the InternetNZ elections and annual general meeting.
- Access to members-announce and members-chat channel on NetHub.
- Ability to engage with other members in the members-chat channel on NetHub.
- Monthly dotnews newsletter.
- Invitations to InternetNZ membership events, including the end-of-year stakeholder functions.
- Invitation to attend the 1/4ly CE member meeting.
- Ability to observe InternetNZ Council meetings.
- The opportunity to engage on public policy.
- David Goldstein reports for some members (and will open this offering this offering to all members in Q3 of this year).

### **Proposed membership value proposition incl improvements for 2024/25 (future state)**

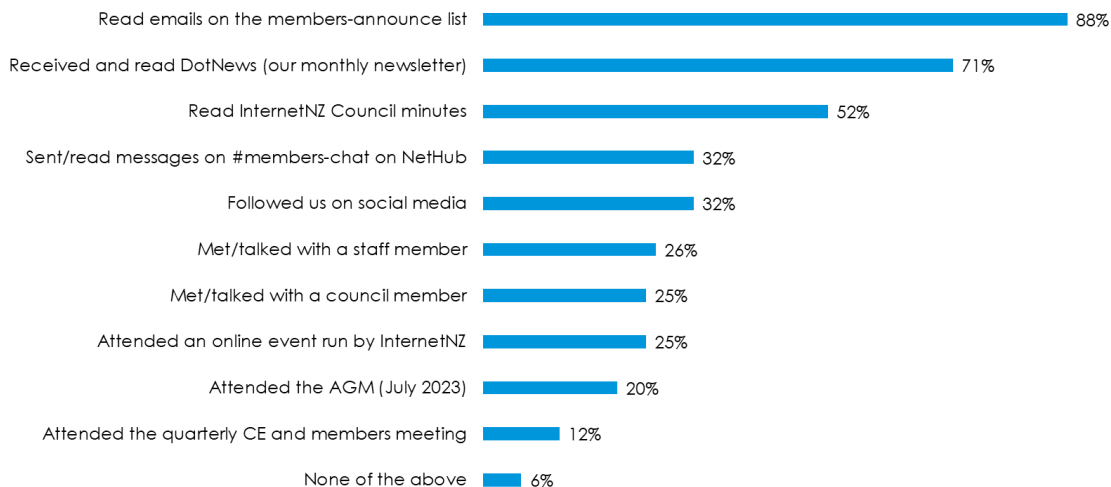
- An updated membership management system.

- This will take place in October, and we have advised members of this.
- Explore the opportunity to bring back a members-discuss style email list that is moderated by either a Fellow or by members themselves. InternetNZ would be responsible for the administration of the mailing list.
  - This can not be introduced until we have a fit-for-purpose code of conduct. Staff are currently investigating tools and options available once this is in place.
  - Some members will be interested in the requirements around where this is hosted and how data is stored. In September, we invited members to contact us if they were keen to be involved with the project, but we have not received a response.
  - We've spoken with other membership organisations to see how they manage member-to-member comms, and most don't offer it, due to the complexity of managing safe spaces online.
- A code of conduct that is fit for purpose and sets clear tikanga on how members are expected to engage in InternetNZ spaces.
  - The code of conduct is drafted and the internal review process has commenced, members and council can expect the opportunity to provide feedback on this before the end of the year.

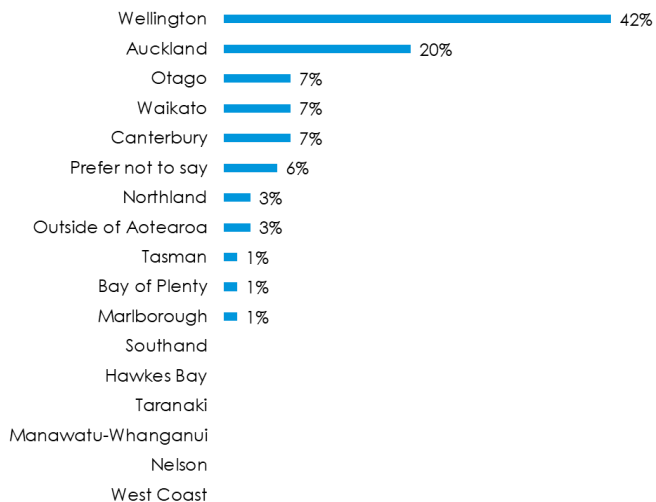
#### **InternetNZ annual membership survey insights**

- 69 out of 386 members participated in this year's survey
- There was a real mix of commentary received. Some members are really happy in their role as supporters of the kaupapa, and some are keen to have an active role where they can hold InternetNZ and its leadership to account.
- There is a really diverse group of interests. Some members say they are really keen on face-to-face opportunities but we've found that they often don't attend the events even when they've said they would, and others would prefer to do online hui/engagement.
- The main preference for membership communications is email. Some members really want to connect with other members through email lists, while others are happy only hearing from InternetNZ and adamantly do not want the members list to be brought back.
- Newer members are pretty happy with the current offering and accept it for what it is.
- Our longer-serving members see the value of membership being diminished over time and would like to see InternetNZ return to some of its earlier ways of operating.
- We also asked members for some information on demographics and we've included the graphs below -

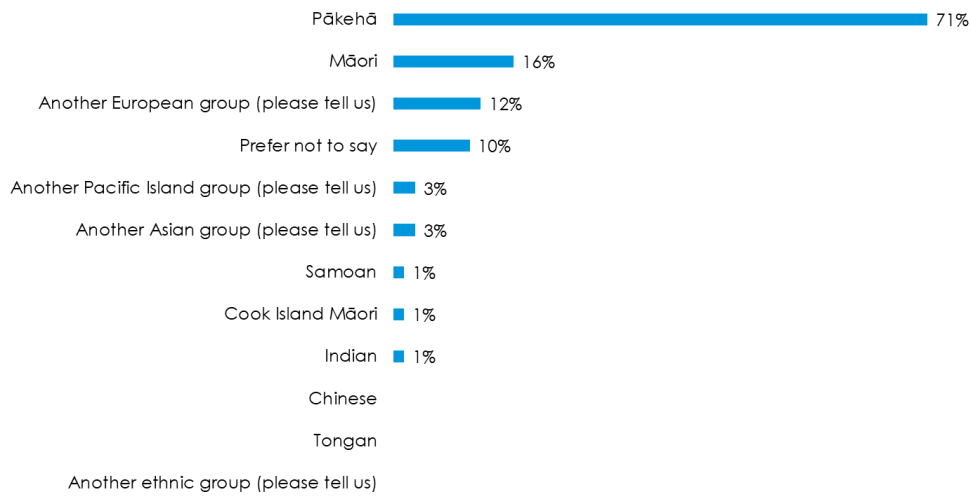
### How members engage with us



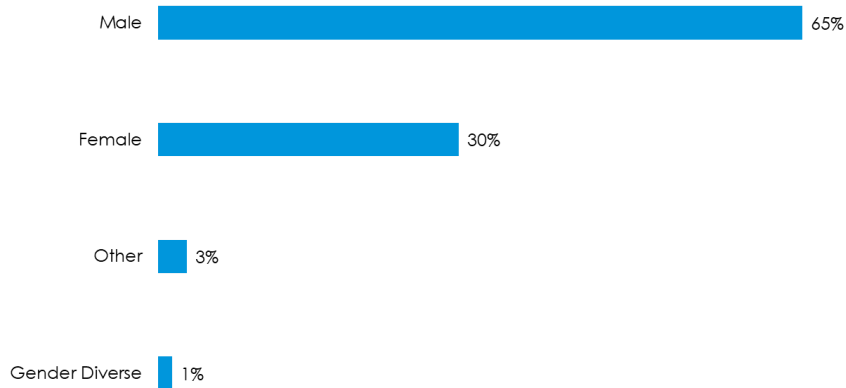
### Where our members live



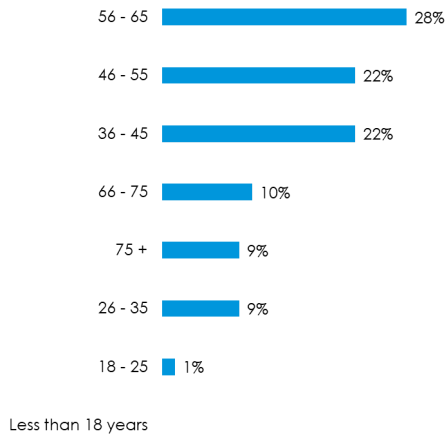
### Ethnic make-up of InternetNZ membership



### Gender make-up of InternetNZ membership



### Age of InternetNZ membership



### Membership as per the [InternetNZ Constitution](#)

#### 3. MEMBERSHIP

3.1 The Society shall have three classes of Members: Individual Members (section 3.3), Organisational Members (section 3.4), and Fellows (section 3.5).

3.1.1 Each Member carries the right of one vote in General Meetings of the Society.

3.1.2 A postal address and a working e-mail address must be supplied on application for membership, the latter of which shall be the Member's formal contact address for communications from the Society, and for electronic voting. (In the case of Organisational Members, the nominee's email address will be the formal contact point for voting purposes.) It is a Member's obligation to ensure that any change in the contact e-mail address will be notified to the Society immediately. In case of e-mail failure, Council shall have the discretion and authority to use other means of communication so that a Member is not prevented from participation or voting.

3.1.3 Specific direct benefits associated with each class of membership will be made available on the Society's website.

3.2 Application for Individual or Organisational membership shall be made to the Council in writing or in such electronic form as the Council shall decide. Every application for membership shall be accompanied by payment of the appropriate subscription, and a membership becomes active upon receipt by the Society of the membership subscription.

#### 3.3 Individual Members

3.3.1 Any natural person may apply for Individual membership under their own name.

3.3.2 There will be two categories of Individual membership:

3.3.2.1 "Ordinary"

3.3.2.2 "Professional". Professional membership shall carry additional direct benefits to those enjoyed by Ordinary members.

### **3.4 Organisational Members**

3.4.1 Any company, incorporated society or other lawful organisation may apply to become an Organisational Member.

3.4.2 There shall be two categories of Organisational Member:

3.4.2.1 Small. Defined as having fewer than 100 employees

3.4.2.2 Large. Defined as having 100 or more employees.

3.4.3 Each Organisational Member shall nominate an Individual member to the Society.

3.4.4 Such nominated Individual member will be full Ordinary members of the Society as specified in sections 3.3 and 3.6 and will have the same rights and obligations of any other Individual member. No subscription fee will be levied from these nominated Individual members.

### **3.5 Fellows**

From time to time Council shall elect persons, whom it considers have made an outstanding contribution to the development of the Internet in New Zealand or the Society, to Fellowship in the Society. Once elected to Fellowship a member remains a Fellow for life with the rights of a financial Professional Member. No subscription fee will be levied from Fellows.

3.6 The rights of membership (including, but not limited to, standing for elected office, voting, nominating, seconding and petitioning) accrue to a member three months after joining the Society, and are maintained until their membership ends, as set out in sections 4 and 5 of this Constitution.

3.7 Members may hold only one membership in the Society and must agree to abide by the rules of the Society.

## **4. TERMINATION OF MEMBERSHIP**

4.1 In addition to the termination of membership by failure to pay the subscription fee as laid out in sections 5.4, 5.5 and 5.6 a member may resign their membership. A Member wishing to resign from the Society must give notice of resignation to the office in writing or in such electronic form as the Council shall decide. All membership rights will terminate on receipt by the Society of the written resignation.

4.2 Membership of the Society may be terminated by the Society. Should a member's actions be in serious conflict with the rules or objects of the Society, the Council is empowered to terminate the membership of that person.

4.3 Any termination of membership pursuant to section 4.2 must follow the process laid out in Schedule 1.

## **5. TERM OF MEMBERSHIP**

5.1 The membership year for all classes of membership is 1 April until 31 March. Persons joining the Society after 1 January but before 1 April will be granted a full year's membership from 1 April, as well as whatever term of membership occurs before the 1 April membership anniversary.

5.2 During the period covered by the subscription the Member is a financial Member.

5.3 Members will ordinarily be invoiced for the year, in advance, with a due date of 1 April (the “due date”) which is the start of the membership year.

5.4 Failure to pay a subscription by the due date will cause the Member to lose all membership rights in the Society (including, but not limited to, standing for elected office, voting, nominating, seconding and petitioning).

5.5 If the overdue subscription is paid within three months following the due date, the Member shall be deemed to have maintained continuous membership but membership rights and benefits are not retroactive covering the period during which the subscription was due but unpaid, and cannot be exercised during that period.

5.6 If the subscription remains unpaid three months after the due date, the membership terminates and a new application for membership will have to be made if the Member wishes to rejoin the Society.





COUNCIL MEETING - OCTOBER 2024

# Council Committees and Bank Signatories

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ITEM NO: 4.2  
AUTHOR: Catherine Fenwick, Tumutaumatua | GM Organisational Performance  
FOR: Council  
PURPOSE: To review the Council Committees, their Terms of Reference and membership, and to confirm signatories for banking and fund managers.  
DATE WRITTEN: 26/09/2024

## Recommendation

THAT Council **approve** the four committees:

- Audit and Risk
- Te Komiti Whakauru Māori
- .nz Advisory
- Governance and CE Review.

THAT membership of the committees will be as follows:

.nz Advisory Committee: Alpana Roy (Chair), Kate Pearce (Co-Chair), Daniel Spector, Stephen Judd.

Te Komiti Whakauru Māori: Sarah Lee (Co-opted) (Chair), Potaua Biasiny-Tule Whetu Fala, Kris Dempster-Rivett.

Audit and Risk Committee: Anjum Rahman (Chair), Anthony Bow, Kate Pearce, Jeff Montgomery.

Governance and CE Review Committee: Stephen Judd (Chair), Anjum Rahman, Whetu Fala, Richard Hulse.

THAT the Terms of Reference for each of the committees is adopted.

THAT the following actions are taken for bank signatories:

- Joy Liddicoat is removed as a bank signatory.

- The list of people are confirmed as the nominated signatories.

## Summary

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 proposes members of each committee and recommendations for approval on any changes to the Committees, its members and Terms of Reference.

## Proposed 2024/25 Committees

### **.nz Advisory Committee**

#### [.nz Advisory TOR](#)

Proposed members of the committee: Alpana Roy (Chair), Kate Pearce (Co-Chair), Daniel Spector, Stephen Judd.

### **Te Komiti Whakauru Māori**

#### [Te Komiti Whakauru Māori TOR](#)

Proposed members of the committee: Sarah Lee (Co-opted) (Chair), Potaua Biasiny-Tule Whetu Fala, Kris Dempster-Rivett.

### **Audit and Risk Committee**

#### [Audit and Risk Committee TOR](#)

Proposed members of the committee: Anjum Rahman (Chair), Anthony Bow, Kate Pearce, Jeff Montgomery.

### **Governance and CE Review Committee combined**

#### [CE Review TOR](#)

#### [Governance Committee TOR](#)

Proposed members of the committee: Stephen Judd (Chair), Anjum Rahman, Whetu Fala, Richard Hulse.

A combined committee Terms of Reference will be prepared for subsequent approval.

## Authorised Bank and Fund Manager Signatories

The following are nominated signatories who can jointly give instructions and access and use bank and fund products to:

- Transact
- Open/Close
- Information

<b>Name</b>	<b>Role</b>
Stephen Judd	President
Richard Hulse	Councillor
Kate Pearce	Councillor
Vivien Maidaborn	Chief Executive
Catherine Fenwick	GM Organisational Performance
Timothy Johnson	GM Customer and Product

### **Removal of an existing authorised signatory**

Joy Liddicoat (former president) is to be removed from all existing mandates (bank and fund managers) and as a signatory effective immediately.

# Audit & Risk Committee

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TERMS OF REFERENCE:	Audit and Risk Committee
VERSION:	2.10
DATE IN FORCE:	October 2024 <del>August 2023</del>
PLANNED REVIEW:	September <del>August</del> 2025 <del>4</del>

## 1. Purpose

The purpose of the Audit and Risk Committee (A&R) is to:

- a. Assist the Council in meeting its governance responsibilities with respect to
  - i. financial reporting and controls, audit and investment management.
  - ii. all aspects of risk management along with legal, regulatory, and policy compliance.
- b. Within the boundaries of this purpose, the Committee's scope is an advisory capacity to Council and does not relieve any Councillor or staff of their responsibilities for these matters.

## 2. Membership

- a. The committee shall consist of no fewer than three and no more than five Council members with relevant skills, experience, and general due diligence experience.
- b. Council may decide to co-opt other Council members or appoint an independent external advisor to the Committee should it wish to ensure the appropriate skills are represented.
- c. Council shall appoint the Chair and members of the Committee. The Committee Chair shall be any Council member other than the President. Council will review these appointments annually at its first ordinary meeting after the Annual General Meeting.

## 3. Operating Principles

- a. The Tumutaumatua/General Manager of Organisational Performance will be the main contact to the Committee on behalf of InternetNZ staff.

- b. In consultation with the Tumutaumatua/General Manager of Organisational Performance, the Committee shall nominate a member or staff members to act as the Secretariat.
- c. The Tumutaumatua/General Manager of Organisational Performance and Secretariat shall attend meetings of the Committee but shall not be members of the Committee.
- d. The Chief Executive will participate in the Committee on an as-required basis.

#### 4. Meetings

- a. The Chair or delegate will chair all meetings.
- b. A meeting quorum will be a majority of members of the Committee.
- c. Where no consensus can be reached in the Committee the matter will be brought to the Council.
- e. The Committee shall meet 3-4 times per year or as required for the effective operation and discharge of the Committee's responsibilities. Ordinarily, it is intended that three or four meetings per year are held.
- f. Council members who are not members of the Committee may attend any meeting either remotely or in person (except in the case of a conflict of interest, as determined by the Committee).
- g. InternetNZ staff may be invited to attend meetings at the discretion of the Committee (except in the case of a conflict of interest, as determined by the Committee).
- h. The Chair and the Secretariat shall agree to and distribute an agenda and any related papers one week before the meeting to members of the Committee and invited staff members.

#### 5. Responsibilities

Subject to the limitations on the Committee's authorities contained in section 6, the Audit and Risks Committee will address the following areas:

The responsibilities of the Committee include:

##### Internal Control

- a. Assess the internal controls, oversight, monitoring and review of the financial systems. Review the adequacy of management of these risks, ensuring the Council is aware of all significant matters, as well as matters which may become significant (when appropriate).

- b. Consider how management ensures that financial-related security controls are being managed, e.g. segregation of duties, fixed assets, and payroll controls.

### Financial Reporting

- c. Review the annual and interim financial statements and determine whether they are complete and accurate and comply with appropriate accounting standards and legal requirements.
- d. Review significant adjustments arising from the external audit.

### External Audit

- e. Consider the appointment of the external auditor.
- f. Review the external auditors proposed audit scope and approach and ensure no unjustified restrictions or limitations have been placed upon the audit scope.
- g. Review the external audit management letter, management response, and audit findings report and provide recommendations to Council.
- h. Gain an understanding of whether internal control recommendations made by external auditors have been implemented.

### Investment

- a. Draft, review, revise and recommend to Council for their approval the following governance documents:-
  - i. Statement Investment Policy Objectives (SIPO)
  - ii. The treasury, investment and reserves policy
- b. Assess investment strategy and risk
- c. Monitor the investment portfolio's long-term performance against the investment objective, ensuring compliance with the written investment policy.

## Risk

- a. Monitoring InternetNZ's risk governance structure, risk assessment and risk management practices and the guidelines, policies and processes for risk assessment and risk management.
- b. Maintaining oversight of the enterprise risk register; ensuring that risks are appropriately identified and assessed.
- c. Reviewing the efficacy of risk treatments undertaken by management.
- d. Informing Council of significant matters or any emerging risks.
- e. Maintaining the statement of risk tolerance criteria used by management, ensuring it is approved by Council.
- f. Monitoring InternetNZ's legislative compliance, including health ~~and safety~~ and wellbeing.
- g. Monitoring the adequacy of InternetNZ's insurances.

## Other responsibilities

- l. Perform other governance functions as requested by Council

## 6. Authority

- a. The Committee is an advisory committee and does not have power or authority. Unless explicitly empowered by the Council, committees or working parties cannot make binding Council decisions or speak for the Council. For the most part the function of committees and working parties, in fulfilling their role, is to make recommendations to the Council.
- b. Please see the Governance [Charter](#) for further guidance on Committees Page 11.

## 7. Internal Reporting

- a. After each Committee meeting, the Chair shall report the Committee's findings and recommendations to Council.
- b. The Committee will normally send the minutes of their meetings to Council, but can advise Council to keep some sections confidential.

## 8. Communication

- a. The Tumutaumatua/General Manager Organisational Performance and auditors shall be responsible for drawing to the Committee's immediate attention any material matter related to the Society's financial condition, material breakdown in internal controls, and any ~~material~~ event of fraud or malpractice.
- b. The committee shall maintain direct lines of communication with the external auditors, the Tumutaumatua/General Manager Organisational Performance, or appropriate staff.





COUNCIL MEETING - OCTOBER 2024

# Treasury & Investment Policy - Selecting & Securing Services of an Investment Advisor

ITEM NO: 4.3  
 AUTHOR: Catherine Fenwick, Tumutaumatua | General Manager  
 Organisational Performance  
 FOR: Council  
 PURPOSE: To seek approval to attach Appendix B Selecting & Securing  
 Services of an Investment Advisor to the Treasury and Investment  
 Policy  
 DATE WRITTEN: 02/10/2024

	Alignment
<b>Ipurangi Aotearoa Strategy 2022-2025</b>	Our strategy relies on prudent management of treasury and investment risk to help ensure a strong and sustainable foundation, preserving and growing resources on behalf of members and partners.
<b>Te Tiriti o Waitangi</b>	Treasury and Investment policy helps our mahi towards an internet that benefits all Aotearoa and provides equitable outcomes for Māori.
<b>Associated document links</b>	Policy for reference: <a href="#">Treasury &amp; Investment Policy</a>

## Recommendation

THAT Council **approve** Appendix B - Selecting & Securing Services of an Investment Advisor for inclusion in the Treasury and Investment Policy.

## Background

During the June Audit & Risk Committee meeting, we presented an investment update paper, which prompted discussions regarding our policies and procedures related to investment advisors. Specifically, the committee inquired about our criteria for selecting advisors and the processes we employ for their review. It was determined that we currently lack a formal policy in this area.

In response to this finding, the committee agreed that an Investment Advisor Policy should be developed. To facilitate this, Appendix B, titled "Selecting & Securing Services of an Investment Advisor," for inclusion in the Treasury & Investment Policy, was prepared for presentation at the September Audit & Risk Committee meeting.

At that meeting, the Audit & Risk Committee passed resolution **RN11/24**, recommending that Appendix B be incorporated into the existing Treasury & Investment Policy.

We seek the Council's approval to adopt this recommendation, which will enhance our governance framework regarding investment advisor engagement.



# Appendix B

## Selecting & Securing Services of an Investment Advisor

Policy	Treasury & Investment Policy (combining three policies - previously Treasury Policy and Investment Policy and Reporting Cases of Misappropriation policy)
Version	Version 1.0
Date in force	1 August 2024
Planned review	1 August 2026

### Purpose

This appendix establishes a consistent and effective process for selecting and securing the services of financial advisors for Internet New Zealand Incorporated (InternetNZ). It is designed to ensure that financial advisors are chosen based on a thorough assessment of their qualifications, expertise, and ability to meet InternetNZ's needs effectively and ethically. Additionally, the Appendix outlines procedures for regularly evaluating advisor performance, ensuring ongoing alignment with InternetNZ's financial objectives and standards.

### Scope

To identify and select a highly qualified Financial advisor with the expertise to support InternetNZ's investment goals.

To establish clear terms and conditions for the engagement, ensuring transparency, accountability, and mutual understanding.

### Definitions

- **Financial Advisor:** A professional who provides financial planning, investment advice, and other financial services.
- **Due Diligence:** The process of thoroughly evaluating and investigating potential Financial advisors before engagement.

- **Conflict of Interest:** A situation where a Financial advisor’s personal or financial interests might compromise their objectivity or the quality of their advice.

## Qualifications

Advisors must be registered with the Financial Services Register (FSR), whose objectives are to

- promote transparency of public information related to financial service providers (FSPs), the financial services they provide, and the dispute resolution scheme (DRS) to which they belong
- ensure individuals with specific criminal convictions are prevented from being an FSP or involved in the management of FSPs
- help New Zealand comply with its international obligations to prevent money laundering and the financing of terrorism and
- provide a single place online where FSPs can meet their registration and compliance requirements.

Advisors must also have some experience in Responsible Sustainable Investing (RSI), including integrating ESG (Environmental, Social, and Governance) criteria into investment strategies. They should be adept at assessing and incorporating sustainability factors into investment decisions to align with our values and long-term objectives.

## Reputation and Track Record

- Minimum of 5 years experience in financial investment advisory services, preferably with non-profit organisations.
- Proven track record of successful investment management and advisory services.
- Strong client references and testimonials from current or past clients.

## Fees and Compensation

- **Fee Structure:** Understand the advisor’s fee structure, including whether they are fee-only, commission-based, or a combination.
- **Transparency:** Ensure the advisor is transparent about all potential costs and compensation arrangements.

## Ethical Standards

- **Fiduciary Duty:** Advisors must adhere to a fiduciary standard, meaning they are legally obligated to act in InternetNZ’s best interest.
- **Conflict of Interest:** Assess whether the advisor has any potential conflicts of interest and how they are managed.

## Due Diligence Process

### Initial Research

- **Gather Information:** Compile a list of potential financial advisors based on referrals, online research, and professional directories.
- **Preliminary Screening:** Conduct a preliminary review of each advisor's qualifications, reputation, and services.

### Evaluation and Decision

- **Compare Advisors:** Compare the advisors based on the criteria outlined in the qualifications section.
- **Check References:** Follow up with references and review any additional documentation provided by the advisor.
- **Make an Informed Choice:** Select the advisor who best meets your needs based on the evaluation process.

## Documentation and Agreement

### Written Agreement

- **Contract:** Draft and sign a written agreement outlining the scope of services, fees, and any other relevant terms.
- **Disclosure:** Ensure the agreement includes a full disclosure of any potential conflicts of interest and how they will be managed.

### Record Keeping

- **Documentation:** Maintain records of all correspondence, agreements, and evaluations related to the selection of the financial advisor.

## Monitoring and Review

### Performance Review

- **Regular Assessments:** Periodically review the financial advisor's performance to ensure they consistently meet expectations in accordance with the Treasury and Investment policy and adhere to the agreed terms.
- **Review Terms:** A formal review will be conducted at least once every three years, with additional reviews scheduled as circumstances necessitate.

### Feedback Mechanism

- **Provide Feedback:** Offer constructive feedback to the advisor as needed and address any issues or concerns promptly.

### Re-evaluation

- **Reassess Needs:** Periodically, reassess our financial needs to ensure the advisor is best placed to meet those needs to determine whether a change in advisors is necessary.

## Terms of Engagement

InternetNZ will ideally retain the same advisor for at least three years for continuity, subject to the re-evaluation clause.

## Compliance

Adherence to this policy is mandatory. Any deviations or exceptions must be documented and approved by the appropriate authority.

## Policy Review

This policy will be reviewed every two years or as needed to ensure its relevance and effectiveness. Updates will be communicated to all relevant parties.

## Contact Information

For questions or further information about this policy, please contact Tumutaumatua | General Manager of Organisational Performance at [catherine@internetnz.net.nz](mailto:catherine@internetnz.net.nz).

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This policy provides a comprehensive framework for selecting and securing the services of a financial advisor, ensuring that all decisions are made systematically and in the best interest of InternetNZ.



COUNCIL MEETING - OCTOBER 2024

# 2024-2025 Maramataka | Council Calendar

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ITEM NO: 4.4  
AUTHOR: Michael Elwood-Smith, Pou Ārahi / Projects & Engagement Coordinator  
FOR: Council  
PURPOSE: Key dates for Council in 2024-2025  
DATE WRITTEN: 26/09/2024

## Recommendations

THAT Council **approve** Council meeting dates for 2024-2025.

THAT Council **agree** a date for an additional Council training day, or two half days before the end of 2024.

## Purpose

To agree Council work plan and Committee meeting dates for the remainder of 2024 and the 2025 calendar year.

To review Council training requirements. See [Internal Governance Training paper - October 2024](#) for more information.

Month	Council Meeting Dates	Pre Council Meeting Days	Main Items for Council	Committees	External/Int'l
<b>September 2024</b> Mahuru			<ul style="list-style-type: none"> <li>• Induction of new Council Members</li> <li>• Council committees appointments</li> </ul>	18th Audit and Risk Committee	14th - 21st Te Wiki o Te Reo Māori
<b>October 2024</b> Whiringa-ā-nuku	Thursday 10th Friday 11th	<ul style="list-style-type: none"> <li>• 10th Mihi Whakatau for new Council</li> <li>• 10th COUNCIL STRATEGIC RETREAT</li> </ul>	<ul style="list-style-type: none"> <li>• Skills and Diversity Matrix confirmation.</li> </ul>	23rd .nz Advisory Committee TBC CE Review	
<b>November 2024</b> Whiringa-ā-rangi				4th Governance Committee 13th TKWM 20th Audit and Risk Committee	ICANN81: 9-14 November TBD 6th DNCL Board
<b>December 2024</b> Hakihea	Thursday 5th Friday 6th	<ul style="list-style-type: none"> <li>• 5th Training INZ Council tbc</li> </ul>	<ul style="list-style-type: none"> <li>• First pitch for 2025/2026 key projects</li> </ul>		

Month	Council Meeting Dates	Pre Council Meeting Days	Main Items for Council	Committees	External/Int'l
<b>January 2025</b> Kohitātea					25th Ratana
<b>February 2025</b> Hutānguru	Friday 14th		<ul style="list-style-type: none"> <li>• 2026 key goals, projects and high level budget</li> </ul>		6th Waitangi Day 11th DNCL Board
<b>March 2025</b> Poutūterangi	Friday 21st		<ul style="list-style-type: none"> <li>• 2026 Plan</li> <li>• 2026 Budget</li> <li>• Te Tiriti Centric - Progress Review</li> </ul>	5th Audit & Risk (1)	7th and 15th ICANN



Month	Council Meeting Dates	Pre Council Meeting Days	Main Items for Council	Committees	External/Int'l
<b>April 2025</b> Paengawhāwhā		SGM- Constitution tbc		2nd .nz Policy (1) 9th Governance/CE (1) 16th TKWM (1)	
<b>May 2025</b> Haratua	Friday 9th		<ul style="list-style-type: none"> <li>Skills and Diversity Survey</li> <li>Confirm the Council .nz Strategy Day</li> </ul>	28th Audit & Risk (2)	
<b>June 2025</b> Pipiri				11th Governance/CE (2) 25th TKWM (2)	20th Matariki Te Ao Matihiko Awards
<b>July 2025</b> Hōngongoi			<ul style="list-style-type: none"> <li>InternetNZ Annual General Meeting : 24th July TBC</li> </ul>	2nd .nz Policy (2)	
<b>August 2025</b> Hereturikōkā	Thursday 7th Friday 8th	<ul style="list-style-type: none"> <li>8th Mihi Whakatau for new Council and whakawhanaung atanga</li> </ul>	<ul style="list-style-type: none"> <li>Induction of new Council Members</li> <li>Council committees appointments</li> </ul>	20th Audit & Risk (3)	15th - 21st Koroneihana
<b>September 2025</b> Mahuru				10th Governance/CE (3) 17th TKWM (3) 19th .nz Policy (3)	Te Wiki o Te Reo Māori
<b>October 2025</b> Whiringa-ā-nuku	Thursday 9th Friday 10th	<ul style="list-style-type: none"> <li>COUNCIL STRATEGIC RETREAT 9th</li> </ul>	<ul style="list-style-type: none"> <li>Skills and Diversity Matrix confirmation.</li> </ul>	29th Audit & Risk (4)	
<b>November 2025</b> Whiringa-ā-rangi				5th Governance/CE (4) 12th TKWM (4) 19th .nz Policy (4)	
<b>December 2025</b> Hakihea	Thursday 4th Friday 5th	<ul style="list-style-type: none"> <li>4th Training INZ Council tbc</li> </ul>	<ul style="list-style-type: none"> <li>First pitch for 2026/2027 key projects</li> </ul>		



# COUNCIL MEETING MINUTES

**Status:** [Draft to be ratified]

**Date:** 16 August 2024 / 9:00am

**Present:**

Stephen Judd (President), Anjum Rahman (Vice President), Richard Hulse, Kate Pearce, Potaua Biasiny-Tule, Jeff Montgomery, Whetū Fala and Alpana Roy.

**In attendance:**

*InternetNZ:* Vivien Maidaborn (Tumu Whakarae), Catherine Fenwick, Tim Johnson, Hinemaui and Michael Elwood-Smith (Pou Ārahi | Council Secretary).

**Guests:**

*InternetNZ:* Jodi Anderson, Isobel Egerton

**Members:** Oliver Lineham

**Apologies:** Anthony Bow

**Meeting opened:** 10:05am

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## Section 1 - Meeting Preliminaries

<b>1.1</b>	<b>Council only (in committee)</b>
<b>1.2</b>	<b>Council and CE alone time (in committee)</b>
<b>1.3</b>	<b>Karakia, apologies</b>  President Judd opened the meeting with Karakia.  Apologies received from Cr Bow due to a family bereavement. Council expressed their condolences to Anthony.

	<p>Apologies for partial participation from Cr Roy who joined the meeting at 11:00am.</p> <p><b>Whakamānawa (acknowledgement)</b>                  Hinemaua led Council in whakamānawa, acknowledging and welcoming Stephen Judd and Anjum Rahman to their new roles as President and Vice President respectively, and congratulating Richard on his re-election as Councillor.</p>
<p><b>1.4</b></p>	<p><b>Agenda Review, Action Register, Interests Register</b></p> <p>The Actions register was reviewed noting progress and completion of actions.</p> <p>The following updates were made to the Interests Register:</p> <p><b>Stephen Judd</b>                  Add:</p> <ul style="list-style-type: none"> <li>● Member of the NZ Labour Party</li> <li>● Contractor to Determine Consulting Ltd</li> <li>● Contractor to Open Plan Ltd</li> <li>● Member of the NZ Council for Civil Liberties</li> <li>● Shareholder of Spark NZ, Zoom Health, Punakaiki Fund, Catalyst Cloud</li> </ul> <p><b>Anjum Rahman</b>                  Remove:</p> <ul style="list-style-type: none"> <li>● Vice Chair, Independent Advisory Committee of the Global Internet Forum to Counter Terrorism.</li> </ul> <p><b>Potaua Biasiny-Tule</b>                  Update:</p> <ul style="list-style-type: none"> <li>● Co-Founder, Board Member - Digital Natives Academy (DNA)</li> <li>● Co-Owner - Native Tech, Native Industries</li> <li>● Trustee - Te Takinga marae</li> <li>● Member - Nga Toki Whakarururanga</li> <li>● Kaitiaki for numerous .co.nz and .iwi.nz whānau domains</li> <li>● Receives additional honoraria for being Chair of the InternetNZ Te Komiti Whakauru Māori (Māori Engagement Committee)</li> </ul>

## Section 2 - Chief Executive's Report

<p><b>2.1</b></p>	<p><b>Chief Executive's Report</b></p> <p>CE noted the Chief Executive's Report, adding her welcome and acknowledgement of new roles to President Judd and Vice President Rahman, and congratulated Cr Hulse on his reappointment.</p>
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	<p>President Judd congratulated and thanked the operations team on the successful DNSSEC key rollover.</p> <p>CE noted that with the key rollover complete, staff are now able to take a more strategic approach to the work, including preparing for the ICANN AGM in Istanbul in November and exploring new opportunities in our partnership with CIRA.</p>
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### Section 3 - Strategic Priorities and Discussion

<p><b>3.1</b></p>	<p><b>Strategic planning 2025</b></p> <p>CE introduced a paper recommending a strategic planning process that delivers a 1 year ‘alignment’ plan from 2025-2026. The proposal aligns significant elements of the current 2022-2025 Strategy that remain valid, with our Te Tiriti-centric vision (Ngā Pae), Constitutional review, .nz Product strategy and DNCL strategy.</p> <p>Capacity and timing for planning a new three year strategy at present is very constrained. By aligning the above elements and including emerging new elements, a 5 year strategy for 2026-2031 that is consulted with members becomes possible.</p> <p>Council agreed with the approach, discussing the importance of separating strategy and planning, so as to ensure the future- thinking potential of strategy is not diluted.</p> <p>Council requested further work exploring the possible approaches InternetNZ could take to the strategic planning process; that should include a re-evaluation of vision, purpose, values and strategy, a community philanthropy approach and involve members.</p> <p>Council noted that the DNC Board are willing to delay DNC strategic planning to align with the strategy cycle of InternetNZ.</p> <p><b>AP12/24</b> CE to bring a Strategy process to Council addressing questions of scope.</p> <p><b>AP13/24</b> Council to write an annual letter of expectations of DNCL.</p> <p><b>RN45/24</b> That Council approve a strategic planning process that delivers a 1 year ‘alignment’ plan from 2025-2026.</p> <p><b>RN46/24</b> That Council note the strategic planning day on 10 October 2024 in the Council Work programme.</p> <p style="text-align: right;">(President Judd / Cr Fala) <b>CARRIED U</b></p>
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<b>3.2</b>	<p><b>Internet Governance</b></p> <p>CE introduced the third in a series of papers on Internet Governance.</p> <p>Council discussed the role of InternetNZ in Internet governance, asking what criteria is used to decide which events we should participate in, such that InternetNZ can have the most impact within budget - formalising and making transparent our involvement.</p> <p>Seeking clarification to the reference “<i>the New Zealand voice</i>”, Council noted the New Zealand voice is not homogenous - it consists of multiple voices and depends on the Internet governance space.</p> <p>For example, InternetNZ is the voice at the ccTLD ICANN (the country code top level domain) and in technical spaces. Whereas in domestic public policy InternetNZ’s voice is informed by opinions and views of communities. InternetNZ supports communities to have a direct voice and to promote an indigenous voice. In United Nations governance spaces, where multistakeholderism is threatened, InternetNZ supports the New Zealand Government to have a voice.</p> <p><b>AP14/24</b> CE to provide Council a set of criteria for deciding which events to participate in, and the criteria to identify the right people to send to the events.</p>
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## Section 4 – Matters for Decision

<b>4.1</b>	<p><b>By-election</b></p> <p>Council considered plans for a Council by-election, noting it is a requirement of the current constitution for a by-election to fill the vacancies as soon as possible. The vacancies were created by the election of Councillors Stephen Judd and Anjum Rahman to officer positions.</p> <p>Although the Constitution is silent on specific provisions for a by-election, a combination of the standard election process as specified in the Constitution and shortened timeframes like that of the last by-election (2021) is adopted.</p> <p>Noting the requirement for a by-election, the pressure on timing and unbudgeted expense for the by-election, the President held a pop-up Council meeting to discuss.</p> <p>Council were invited to ratify the decisions made by the operational team to proceed.</p> <p><b>RN47/24</b> That Council ratify the decision to appoint Vivian Chandra as Returning Officer for the 2024 InternetNZ Council By-Election.</p>
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	<p><b>RN48/24</b> That Council ratify the decision to appoint Grant Thornton as Scrutineer for the 2024 InternetNZ Council By-Election.</p> <p><b>RN49/24</b> That Council ratify the decision to endorse the timeframe for the By-election.</p> <p><b>RN50/24</b> That Council ratify the decision to accept the cost estimates on the basis of budget overruns.</p> <p style="text-align: right;">(President Judd / Cr Hulse) <b>CARRIED U</b></p>
<p><b>4.2</b></p>	<p><b>.nz Rules Version 3</b></p> <p>The President welcomed Isobel Egerton to the meeting and invited her to outline the rules programme ahead as published on the <a href="#">website</a>, which includes:</p> <ul style="list-style-type: none"> <li>• Conflicted names process.</li> <li>• Review draft principles to ensure Te Reo Māori is protected within the .nz space.</li> <li>• Review of rules to manage DNS abuse.</li> </ul> <p>.nz Advisory committee has reviewed and recommends the proposed amendments to the .nz Rules.</p> <p><b>RN51/24</b> That Council approve Version 3 of the .nz Rules be adopted and brought into force on 1 November 2024.</p> <p style="text-align: right;">(President Judd / Cr Fala) <b>CARRIED U</b></p>
<p><b>4.3</b></p>	<p><b>Systemic Racism Review Recommendations - Progress Update, Quarter One 2024/25</b> (late paper)</p> <p>CE introduced a progress update to the Systemic Racism Review Recommendations, noting that the report is now informed by staff, following staff request for input into the report.</p> <p>Cr Roy joined the meeting at 11:00am.</p> <p>CE reminded Council of the commitment to publicly report on progress of the Systemic Racism Review via the Annual Report and published Council meeting papers. However, CE noted that InternetNZ had not communicated the decision to move to more public reporting and away from a more private report back to the specific complainants, and proposes sending a letter from the President to the complainants ensuring they know where to find updates and reports.</p> <p>Council feels a letter is appropriate. The President will make an offer</p>

	<p>to meet with complainants.</p> <p><b>RN52/24</b> That the President writes to three Systemic Racism Report complainants and advises that further updates will be through the Annual Report and Quarterly Council papers.</p> <p style="text-align: right;">(Cr Montgomery / Vice President Rahman)</p> <p style="text-align: right;"><b>CARRIED U</b></p>
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## Section 5 – Matters for Discussion

<b>5.1</b>	<p><b>President’s Report</b></p> <p>President Judd invited Vice President Rahman to respond to the whakamānawa (acknowledgement).</p> <p>The Vice President expressed her thanks, noting her concern that tangata whenua stood for election but were unsuccessful. Vice President Rahman outlined her commitment to ensure the work of Council as a Te Tiriti-centric organisation is at the forefront and that we make the changes necessary to ensure Maori are not disadvantaged in elections due to having small numbers proportionally.</p> <p>The President encouraged Councillors to consider who to nominate in the by-election and why.</p> <p>CE further noted that the Constitution review is focused on the failure of majority democracy to address tangata whenua concern and this is a current initiative addressed at fairer election models.</p>
<b>5.2</b>	<p><b>InternetNZ Quarterly Report</b></p> <p>CE outlined the 2024-2025 Q1 Quarterly report providing Council with progress towards strategic goals.</p> <p>Council discussed how engagement with diverse communities is reported, and invited CE to consider more visibility of engagement with diverse communities beyond those represented in the strategic goals.</p> <p>Specifically, the Council enquired about the Elderly community and expressed interest to include it as a focus in the next strategic plan, while recognising the work of other organisations, and not try to replicate their work.</p> <p>Council discussed the value of the strategic goal 6, which represents the work of the Domain Name Commission (DNC).</p>

	<p>CE shares the sentiment noting it was a first step introducing the DNC strategic work plan into the strategic goals for the InternetNZ Group and recognising the strategic goal needs further development. CE reminds Council that DNC is a subsidiary with a separate board with more detailed strategic goals. A prime concern is for the security and safety of DNS.</p> <p>CE proposes to bring a review of diverse community support to the strategy work.</p> <p><b>RN53/24</b> That Council receive the Quarterly report.</p> <p style="text-align: right;">(Cr Hulse / Cr Roy) <b>CARRIED U</b></p> <p>Member Lineham left the meeting.</p> <p>Cr Fala rejoined the meeting at 11:50am.</p>
<p><b>5.3</b></p>	<p><b>Product Standing Report</b> (confidential)</p> <p><b>RN54/24</b> That Council receive the Product Standing Report.</p> <p style="text-align: right;">(Cr Pearce / Cr Roy) <b>CARRIED U</b></p>
<p><b>5.4</b></p>	<p><b>Report Back from Committees:</b></p> <p>Member Lineham rejoined the meeting.</p> <p><b>5.4.1 Audit and Risk Committee (Chair, Cr Rahman)</b></p> <p>Vice President Rahman noted a request from the auditor to align strategic goals, budget and Statement of Service &amp; Performance (SSP) with the organisation’s internal monitoring, evaluation and learning systems.</p> <p>The Vice President further noted that now the Treasury &amp; Investment policy is approved, the Committee is ready to move to the next phase and prepare a Reserves policy.</p> <p><b>5.4.2 Governance Committee (Chair, Cr Hulse)</b></p> <p>No report provided as there has not been a Governance committee meeting since the last Council meeting. The next Committee meeting is scheduled for 26 August 2024.</p> <p><b>5.4.3 Komiti Whakauru Māori (Chair, Cr Biasiny-Tule)</b></p> <p>Councillor Biasiny-Tule reported on the work of Te Komiti in constitutional co-design, Māori membership and first Komiti hui with Tumu Kaupapa Māori Rikirangi.</p>



	<p><b>5.4.4 .nz Advisory Committee (Chair, Cr Roy)</b></p> <p>The President provided an oral report on the .nz Advisory Committee noting there was substantive discussion about:</p> <ul style="list-style-type: none"><li>• .nz Rules changes; to improve the wording on breaches and resolution method,</li><li>• conflicted domain names; seeking more information about the costs of keeping the status quo and the range of opinion of stakeholders.</li></ul> <p><b>RN55/24</b> That Council receive the reports from the Committees.</p> <p>(President Judd / Cr Fala) <b>CARRIED U</b></p>
<p><b>5.5</b></p>	<p><b>DNCL Quarterly Report</b></p> <p>CE noted the report focuses on performance under the operating agreement and invited questions from Council.</p> <p>Council discussed whether litigation has caused any impact on the .nz Rules, noting there is not a track record of case law, that most (if not all) cases will be settled, and that the settlement is almost always confidential.</p> <p>The President noted his appreciation that deviations to graphical data in charts is explained.</p> <p>Council discussed the seasonality of domain name transactions, and queried if this offered an insight to predict changes that could be used to support resourcing, that major international events can trigger high activity, and that there is evidence internationally that DNS abuse and cybercrime follow seasonal patterns.</p> <p>Council further discussed the potential use of international data to build a global picture, and how this can inform a crisis response policy.</p> <p><b>AP15/24</b> CE to identify what international data and information is available that can inform a crisis response policy.</p> <p><b>RN56/24</b> That Council receive the DNCL Quarterly report.</p> <p>(President Judd / Cr Roy) <b>CARRIED U</b></p> <p>Member Lineham left the meeting.</p>

<b>5.6</b>	<p><b>Enterprise Risk Management Update</b> (Confidential)</p> <p>Council discussed new and emerging enterprise level risks.</p> <p><b>RN57/24</b> That council receive the Enterprise Risk Management report.</p> <p style="text-align: right;">(President Judd / Cr Fala) <b>CARRIED U</b></p>
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## Section 6 - Consent Agenda

<b>6.1</b>	<p><b>Health, Safety and Wellbeing Update</b></p> <p>Member Lineham rejoined the meeting.</p> <p>The President noted the Personal Safety training undertaken by staff and requested this to be made available to Councillors.</p> <p>Council discussed the report and requested sufficient information about incidents so as to assess whether it is adequately controlled.</p> <p><b>AP16/24</b> CE to include sufficient information about incidents reports in the HS&amp;W report so that Council can assess risk.</p>
<b>6.2</b>	<p><b>Minutes of the previous meeting</b></p> <p><b>RN58/24</b> That Council approve the minutes of 10 May 2024.</p> <p style="text-align: right;">(President Judd / Cr Fala) <b>CARRIED U</b></p>
<b>6.3</b>	<p><b>E-vote Ratification</b></p> <p><b>RN59/24</b> That Council ratify the evote to approve the Delegation of Authority to Chief Executive Policy.</p> <p><b>RN60/24</b> That Council ratify the evote to approve the Confidential document disclosure policy version 3.0.</p> <p><b>RN61/24</b> That Council ratify the evote to approve the Treasury and Investment Policy May 2024.</p> <p><b>RN62/24</b> That Council ratify the evote to approve the InternetNZ Annual Financial Statement, Service Performance Report and the representation letter for the year ended 31 March 2024.</p> <p><b>RN63/24</b> That Council ratify the evote to award Chris Streatfield Fellowship of InternetNZ at the AGM on 25 July 2024.</p> <p style="text-align: right;">(Cr Hulse / Cr Roy) <b>CARRIED U</b></p>

<b>6.4</b>	<p><b>Quarterly and Operational Reports</b></p> <p>6.4.1 Group Financial Report</p> <p>The President notes the change of financial reporting about reserves.</p> <p>6.4.2 Membership Report</p> <p><b>RN64/24</b> That Council receive the reports.</p> <p style="text-align: right;">(Cr Hulse / Cr Roy) <b>CARRIED U</b></p>
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## Section 7 – Other Matters

<b>7.1</b>	<p><b>CONTINGENCY (for any overflow)</b></p>
<b>7.2</b>	<p><b>2024-2025-Maramataka Council Calendar Draft</b></p> <p>Council discussed proposed dates for Council meetings in 2025, noting that a final calendar will be brought to the October Council meeting, by when Committees and meeting dates will be included.</p> <p><b>RN65/24</b> That Council approve the draft Council meeting dates for 2024- 2025 subject to approval of a final calendar at the October meeting.</p> <p style="text-align: right;">(Cr Montgomery / Cr Roy) <b>CARRIED U</b></p> <p>Council discussed plans for the Council Strategy day scheduled for 10 October 2024, noting it will include mihi whakatau to welcome two new Council members.</p> <p>Council further discussed how the Council works, expressing preferences for tying the Council calendar with maramataka   Māori calendar, engaging in a marae setting when available, and scheduling online meetings when possible - working to continue to build relationships, improve accessibility options and get better at governance online.</p> <p><b>RN66/24</b> That Council commit to holding the strategy day in-person to be held at marae if available, and prioritise holding a fully online meeting at the next opportunity.</p> <p style="text-align: right;">(President Judd / Vice President Rahman) <b>CARRIED U</b></p>

<b>7.3</b>	<b>Matters for communication – key messages</b>
<b>7.4</b>	<p><b>General business</b></p> <p>Council discussed how to conduct general business, and the President invited Councillors who would like to add an item to general business to write to the Chair a few days before the meeting.</p>

## Section 8 – Matters for Deep dive

<b>8.1</b>	<p><b>Ngā Pae</b></p> <p>Hinemaua introduced Ngā Pae, a high-level framework and plan for how Ipurangi Aotearoa Group intends to develop its long-term Tiriti vision.</p> <p>Ngā Pae builds upon the organisation’s strategic direction and initial steps taken, bringing separate initiatives together under one longer-term Tiriti vision and develops a strategic view of the actions and milestones over the next five years.</p> <p>Council noted Ngā Pae is fundamentally a cultural change and shift that sets new precedents for the organisation and future of the organisation.</p> <p>Council noted Te Komiti Whakauru Māori are scheduling a wānanga prior to the Council Strategy day to develop the vision as a Te Tiriti centric organisation. With a clear vision, the organisation can then focus efforts.</p> <p><b>RN67/24</b> That Council approve Ngā Pae proposal.</p> <p><b>RN68/24</b> That Council note Te Kōmiti Whakauru Māori leadership commitment, oversight and endorsement of Ngā Pae.</p> <p style="text-align: right;">(President Judd / Cr Fala) <b>CARRIED U</b></p> <p><b>Resolutions from Item 4.3</b></p> <p>The President deferred the second and third resolutions in Item 4.3 for approval following the Ngā Pae discussion.</p> <p><b>RN69/24</b> That Council note addition of quarterly Ngā Pae and Systemic Racism Review key message updates for use by staff or Councillors.</p> <p><b>RN70/24</b> That Council approve Ngā Pae as the appropriate work programme for work that is begun as part of fulfilling the Systemic</p>
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	<p>Racism Review recommendations and needs to be ongoing after the 2025 completion date for the Systemic Racism Review reporting.</p> <p>(President Judd / Cr Fala) <b>CARRIED U</b></p>
<b>8.2</b>	<b>Meeting review</b>
<b>8.3</b>	<b>Meeting close (karakia or waiata)</b> <p>Hinemaui Rikirangi closed with karakia.</p>



COUNCIL MEETING - OCTOBER 2024

# Council Election Returning Officer Report

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ITEM NO: 6.3  
AUTHOR: Vivian Chandra, Returning Office  
FOR: Council  
PURPOSE: Review of the 2024 Council election, AGM process and experience as Returning Officer  
DATE WRITTEN: 26/09/2024

## Recommendation

That Council **receive** the Returning Officer's report.

## Purpose

1. This report provides the council with an overview of the 2024 elections, AGM and by-election period from the perspective of the Returning Officer (RO).

## Background

2. This report provides the council with an overview of the 2024 elections, AGM and by-election period from the perspective of the Returning Officer (RO).

## Fellows awards

3. Nominations for Fellows were called from the membership and opened on 5 June 2024 and closed on 21 June 2024. We received 11 nominations and recommended 1 be awarded a Fellowship.

The committee recommended that next year we use a Google form to assist members when making their nominations. Staff will action this improvement for next year.

## Council and officer nominations

4. The nomination and election process was planned (in advance) by InternetNZ staff.

5. Staff drafted the communications sent out during the period in the comms tracker. I reviewed all communications and made changes as required.
6. During the nomination period members submitted nominations that were recorded in a Google form. Staff and I used the resulting spreadsheet to ensure candidates received appropriate communications.
7. I called all nominees to give them an outline of the process and to advise them on what to expect as a candidate.
8. As a team we acted swiftly on the steps within the form to ensure that candidate information was received as quickly as possible, to ensure that their candidacy could be announced in the digest which was sent to the members-announce email list weekly on a Monday.
9. A total of 9 nominations were received: 3 nominations for President, 2 nominations for Vice President and 4 nominations for Council.

### Meet the candidates

10. I chaired the Meet the Candidates online event, which included a practice session before the event.
11. There was commentary about the lack of the number of people who attended this event in real time, but it is important to note that many people choose to watch the recording at a time that suits them.

### Elections process

12. Throughout the election period, InternetNZ worked with several external providers to ensure the integrity of the electoral process. Staff created a timeline for external providers with key dates outlined. All communications sent to the external suppliers by staff are copied in the elections email on the correspondence. This provided me with an assurance that all tasks were being completed within the set time frame.
13. I reviewed the eligible voters' list and ensured that it went to the two external suppliers ElectionNZ (ballot capture and counting) and Fuzion (CiviCRM support), who both hold key roles in setting up the voting platform.
14. Before the elections go live, staff conduct an internal mock election. I participated in this process to ensure that all systems worked as they should.
15. There were no problems when the elections went live. The only reported concern was where an email address had bounced, staff worked with the ElectionNZ provider to resolve this issue.
16. The elections opened and closed this year at 12 noon.
17. The raw ballot file and counted results were received from ElectionNZ within two hours of the election closing. The ballot file was sent to a member of the InternetNZ technical team to be run through InternetNZ's STV count simulator

to provide an alternative count. (This staff member knew that the results were confidential). The results from ElectioNZ and the simulator output were sent to our auditors Grant Thornton for scrutineering.

18. I met with Grant Thornton on the morning of the AGM. Grant Thornton advised that after reviewing the results, the internal simulation, and the process, they were confident that the results were accurate.

## Annual General Meeting

19. I presented the election results to the AGM online.

## Outcomes

20. The turnout was 44.86% (in comparison to 2023 where there was a 42.22% turnout and in 2022 there was a 42.86% turnout).
21. The results of this election created two vacancies on the Council. The by-election was for two casual vacancies created by two council members' successful candidates for President and Vice President. I remained as the Returning Officer for this process. Nominations for the 2024 Council by-election opened on Monday, 12 August 2024, and closed on Friday, 23 August 2024.

Grant Thornton auditors audited the results, and they were satisfied that our processes and the final results were correct.

There were no issues to report from the by-election and the results were announced to the membership on 5 September 2024.

22. Overall, this year's elections went well.