

MINUTES

COUNCIL MEETING

Status:

Final

Date

15 May 2020, 9:00am - online Meeting

Present:

Jamie Baddeley (President), Joy Liddicoat (Vice President), Don Stokes, Sarah Lee, Amber Craig, David Moskovitz, Richard Hulse, Kate Pearce and aimee whitcroft.

In attendance:

Jordan Carter (Chief Executive), Catherine Fenwick, David Morrison, Dave Baker, Kim Connolly-Stone, Andrew Cushen, Diane Robinson and Sara Barham (member).

Apologies:

None.

Meeting opened:

The meeting started at 9:00am

Staff joined the meeting at 9:32am

Section 1 - Meeting Preliminaries

1.1 Council only (in committee)

1.2 Council and CE alone time (in committee)

1.3 Karakia, apologies, interests register, and agenda review

There were no interests declared.

It was noted that there are some declarations on the interest register relating to individual shareholdings. Council policy does not require Council members to declare small individual shareholdings and so those will be removed, in case the presence of some partial declarations leads readers to wrongly assume all shareholdings have been declared. Council members should declare any shareholdings or interests that might be connected to a grant recipient.

AP15/2020 Remove declarations relating to small individual shareholdings from the register.

1.4 Environment Scan

- Māori data ownership - issues with privacy and ownership of the data.
- COVID-19 Apps - an increase in the number of COVID-19 Apps and the need for public guidelines.
- Govt Budget - it is not yet clear about the extent of any funding for digital divides, or for the tech or internet related sectors.

The President welcomed member Sara Barham to the meeting at 9:40am.

Section 2 - Strategic Priorities

2.1 COVID-19 Response

Jordan introduced the paper and advised that the organisation has been operating well working remotely during the lockdown. The majority of staff prefer to continue to work from home under Alert Level 2 so far. The Wellington office will reopen next week to trial various systems, with approx five staff choosing to work on the premises.

Questions and feedback provided by Council:

- Will there be an expectation for staff to return back to working fully from the offices in the future? Response: There is no plan to require staff to be working back in the offices under Alert Level 2. Future pandemic planning as the alert levels change, will be worked through closely with staff.
- Clarification on the section in the paper on 'no single team creating a new bubble together'. Response: This is to mitigate the risk of teams physically coming together and forming interconnecting bubbles. This could impact the organisation, should one person be affected by COVID-19 and the bubbles have interconnected.
- Is there enough mental health support? Response: Managers are in regular contact with staff and there is a weekly survey that specifically focuses on mental health and ensuring that staff know where they can seek help. In addition, there are two resilience Webinar sessions being held next week for staff.

The Council commended Jordan and staff with the amount that the team has achieved during the pandemic.

RN35/20 THAT Council note the information shared in this paper.

(President/ Cr Stokes)

CARRIED U

2.2 Strategic Framework

Jordan introduced the paper and asked the Council to provide feedback on the starting points for the End States.

Council commented:

- Clear definitions required for 'digital inclusion' and 'permissionless innovation'.
- Development of the Membership offering - what more can we do.
- We need to brainstorm and define 'Internet for Good' and 'Internet for All' (noting this is planned as part of the work under the strategic goals)
- Public good - should we create an overarching end state that defines what our future stewardship role might look like and how we measure our performance? How we expand our leadership role to bring out leadership in others.
- Explore further opportunities to be an enabler and/or, collaborator in order to get objectives achieved.
- Council would welcome a workshop to offer further thoughts on the end states.

RN36/2020 THAT Council note and agree the amended approach to developing End States for the Strategic Framework over the next few months.

RN37/2020 THAT Council **note** staff will schedule a workshop for Council to work on end states in June or July 2020.

(Cr Pearce / Cr Lee)

CARRIED U

2.3 Registry Lock Brief

Jordan and David provided a brief update to Council on the registry lock project. The service is entering the design phase and staff are working on clearly understanding the business process needed and will test these with the registrar community. There will also need to be a policy consultation process as part of adjusting the .nz policy framework to allow the introduction of a registry lock as a service within the .nz policy framework. The .nz Policy Committee have been briefed on the service detail and impacts on the policy.

It was noted that the registry lock product is intended to be a commercial service.

RN38/20 THAT Council note the contents of this paper.

Break 10:20 - 10:30am

Section 3 – Matters for Decision

3.1 Returning Officer for 2020 Council Election

Catherine advised that the Annual General Meeting will be held online this year and will be a paperless meeting.

RN39/20 THAT Catherine Fenwick be appointed Returning Officer of the Society.

(President / Cr Craig)

CARRIED U

Section 4– Matters for Discussion

4.1 President’s Report

The President provided an update on the appointment process for up to two new Council members. Sheffields recruitment consultants have been engaged to support the process and the position is now being advertised. The applications close on 29 May 2020 and the panel is awaiting feedback from the agency on potential candidates.

4.2 Māori Engagement Resourcing

Sarah and Andrew talked to the paper and advised that the Komiti Whakauru Māori (Māori Engagement Committee) are very pleased to propose a new Maori engagement function to achieve the development of tikanga Māori; embed Māori in how we operate in a te ao Māori context and to develop InternetNZ as an appropriately positioned partner for Māori in a te tiriti o Waitangī framework.

The new function will involve an appointment of a dedicated senior staff member ‘Chief Advisor, Māori’. Andrew has consulted with a specialist and there have been some additional amendments to the position description.

The Komiti (and InternetNZ staff) will work very closely with the Chief Advisor, Māori to ensure that they are well supported by the organisation.

The Council commended the work of the Komiti Whakauru Māori and look forward to embracing the Chief Advisor, Māori role and supporting them in their role.

RN40/2020 THAT Council note the proposal to create this function, and the budget impact which will be accounted for in the mid year rebudget process.

(Cr Lee / Cr Craig)

CARRIED U

4.3 Management Items for Discussion

Jordan introduced the management paper and Council provided the following feedback on the sections below:

- COVID-19 emergency funding
 - One option could be to explore outsourcing the small grant funding to a trusted partner to administer on InternetNZ behalf. This might enable the partners to get funds to where it is needed quickly.
 - Consider higher value funding for major pieces of work.
 - Ensure that any funding is moved out as quickly as possible.
 - That some people or communities that need the funding the most are unlikely to put applications into the grant process; to consider these factors.
- Deferral of Strategic retreat
 - Council discussed the deferral and agreed to put the August retreat on hold and instead coordinate an online strategic workshop in Sept/Oct 2020.

RN41/20 THAT Council note the management items.

AP16/2020 Hold a Council Strategic workshop in Sept/October 2020 .

(President/ Cr Lee)

CARRIED U

Section 5 - Consent Agenda

5.1 Repeal of Obsolete governance policies

RN42/20 THAT Council repeal the following Governance Policies which are obsolete due to the changes to the group's structure made in 2018:

- SUB-INF - Subsidiaries - Information Sharing Policy
- GRP-PSD - Group Policy - Product and Service Development
- GRP-PRT - Group Policy - Planning and Reporting Timetable

(Vice President / Cr Lee)

CARRIED U

5.2 Skills and Diversity Matrix Confirmation

RN43/20 THAT Council approve the Council Skills and Diversity Matrix to be fit for purpose and no amendments required.

(Cr Stokes/ Cr Hulse)

CARRIED U

5.3 Confirm Minutes - 27 March 2020

5.4 Actions Register

5.5 Evote Ratification

5.6 Operational Reports

5.6.1 Activity Quarterly Report

5.6.2 .nz Quarterly Report

5.6.3 DNCL Quarterly Report

5.6.4 Group Financial Report

5.6.5 InternetNZ Financial Report

5.6.6 Measures of Strategic Goals 2019/20

5.6.7 Community Grants Report

5.6.8 Council Committee Report

The Chair of the Audit and Risk Committee provided an update that the Committee has been having regular meetings and that the engagement letter with the Auditors Crowe has been authorised.

5.6.9 International Quarterly Report

5.6.10 Membership Update

5.6.11 Product Development

RN44/20 THAT Council approve the minutes of the 27 March 2020 meeting.

RN45/20 THAT the Evote(s) are ratified.

RN46/20 THAT the Quarterly and Operational Reports are received.

5.7 Health and Safety and Wellbeing Update

RN47/20 THAT the Health and Safety Reporting be received.

Block Consent Section 5 - (President / Cr whitcroft)

CARRIED U

AP17/2020 Report on the profitability of the DNS Firewall.

The President and Council congratulated the Domain Name Commission on the work being carried out by the team.

Section 6 - Other Matters

6.1 CONTINGENCY

6.2 Matters for communication – key messages

6.2.1 Communications in general

6.2.2 Upcoming events

6.3 General business

6.4 Meeting review

Section 7 - Online-only items

7.1 Risk Management Policy

Item 7.1 to be completed by evote online.

Dave Moskovitz Farewell

The meeting closed with a farewell and a thank you to Dave Moskovitz, who is standing down from Council at the AGM after a decade of service. He's been a wise and thoughtful voice in the Group's work both on the Council and on the Board of DNCL, and we will miss his contribution.

Next meeting:

The next scheduled Council meeting is Friday 14 August 2020.

The meeting closed at 11:32am.