

MINUTES OF COUNCIL MEETING

Status:	FINAL
Present:	Jamie Baddeley (President), Joy Liddicoat, Brenda Wallace, Sarah Lee, Richard Wood, Keith Davidson, Richard Hulse, Don Stokes, and Amber Craig.
In Attendance:	Andrew Cushen (Deputy Chief Executive), Maria Reyes (minute taker), Ellen Strickland (InternetNZ), and Richard Currey (Programme Manager, Organisational Review)
Apologies:	Dave Moskovitz, Kate Pearce, and Kelly Buehler
Meeting Opened:	3.25pm

Council, along with Richard Currey (Programme Manager, Organisational Review), John McCay (Independent CE Appointment Panel member), and Russell Spratt (JacksonStone Recruitment), was in-committee until 3.25pm for the Chief Executive interviews and presentations. Dave Moskovitz was also able to join briefly via teleconference however he sent his apologies for the rest of the Council meeting.

John McCay left the meeting at 1.30pm and Russell Spratt left the meeting at 3.25pm

1.3 Declaration of Interests

Richard Wood advised that he is now an employee of StatRecruit Inc. This change had been noted by InternetNZ staff and had updated Richard's register of interest in the Council page online.

Council agreed to note and add in the register of interest for the additional honoraria that a Council member receives as Chair of a Council Sub-Committee.

AP13/17: InternetNZ staff to add in the Council register of interest, the additional honoraria given to Sub-Committee Chairs.

2.1 Consent Agenda

Reports were taken as read.

RN64/17: THAT the minutes of the meetings held on 25 August and 18 October 2017 be received and adopted as a true and correct record.

RN65/17: THAT the evotes be ratified.

(President/Vice President)
CARRIED U

2.2 Health & Safety Update

Report was taken as read. No major incidents were noted.

2.3 Activity Plan 2017/18 – Impact of the Organisational Review

Report was taken as read.

RN66/17: THAT Council agrees the changes to expected deliverables from the 2017/18 Activity Plan set out in this paper.

(Cr Davidson/Cr Lee)
CARRIED U

2.5 Community Projects Grant Recommendations

Richard Wood, Chair of the Grants Committee gave an overview to Council on the recommendations put forward by the Committee on the Community Projects funding round. The paper was circulated to Council in confidence due to the nature of the information included in the paper, such as the scoring and assessment of the applications.

Ellen also added that all applications and overall scoring and assessment are available to Council online should they wish to get access to these.

The President raised to Council that he received a complaint from a member of the Society regarding a report on a project that was funded by InternetNZ via the Community Projects round that had a negative impact to certain members of the community.

Discussions were held on whether InternetNZ needs to provide a disclaimer that although we provide funding to organisations/individuals to enable work for the community, we do not have control of the outcome of their work or projects. Council noted that there was some small risk of liability for publishing defamatory material despite this disclaimer approach. Staff were asked to procure legal advice from our lawyers regarding this matter.

AP14/17: Andrew and Ellen to get legal advice on any risks of defamation in publishing reports from Grant Recipients.

RN67/17: THAT Council approve the Grants Committee recommendations for funding as detailed in the recommendation paper circulated to Council. The extra \$4,500 will be covered by a rollover of funds from the recently cancelled Homely New Zealand Ltd grant.

(President/Cr Craig)
CARRIED U

2.6 Strategic Partnerships 2018/19

Andrew gave a brief summary on the 2018/19 Strategic Partnership – a paper circulated to Council in confidence – and highlighted that due to the organisational review and restructure, the recommendation to Council was to renew and extend the current strategic partnerships and have a new plan for the partnerships by November 2018.

After a short discussion on the recommended funding for NetSafe, Council requested that InternetNZ staff submit a paper at the February 2018 meeting that provides more information on the purpose of the partnership with NetSafe.

AP15/17: Andrew and Ellen to report to the February 2018 Council meeting with a further examination of an ongoing partnership with NetSafe testing strategic alignment, purpose and potential..

RN68/17: THAT Council notes the continuation of the existing Strategic Partnership commitments as set out in the paper circulated to Council, and agrees that no new strategic partnerships will be generated for approval at this time.

RN69/17: THAT Council approves the extension of the Strategic Partnership with the Centre for ICT Law, through to 31 March 2019.

(President/Cr Hulse)
CARRIED U

2.8 Document Disclosure

Paper was taken as read.

RN70/17: THAT the Business Development Reports for July and November 2015 be released and be made available for public information.

(Cr Craig/Vice President)
CARRIED U

AP16/17: Andrew and Maria to review the approach to releasing reports as per the Document Disclosure Policy.

3.1 Organisational Review – Programme Manager Update

Richard Currey provided a verbal update on the organisational review and presented a paper that recommended changes to the constitution, A marked-up version of the Constitution which reflects the reduction of Council members (as per the Organisational Review decision) was discussed. He noted that these proposed changes will be sent to the lawyers for legal review before it gets sent to members for feedback.

Discussion was held on the wording around the terms for the Officers and Council agreed that the Programme Manager seek legal advice from the lawyers on the correct wording that makes it clear that Officers can serve for up to 6 years.

Council also agreed that the issues around the Council size as well as the number of terms be resolved first and that other areas in the Constitution that may need to be reviewed or changed can be discussed at the Council Strategy retreat next year.

AP17/17: Programme Manager to seek legal review of the proposed changes in the Constitution to ensure it is consistent with current law and best practice.

Due to time constraints, Council decided to go through the other agenda items and have the discussion online; and any decisions or recommendations will be put forward via Evote.

Meeting Closed: 4.05pm

Next Meeting: The next scheduled Council meeting is 23 February 2018.

Signed as a true and correct record:

.....
Jamie Baddeley, President/Chair