

MINUTES

COUNCIL MEETING

Status:

Final

Date

6 December 2019, 8:45am

Present:

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

In attendance:

Jordan Carter (Chief Executive), Catherine Fenwick, David Morrison, Dave Baker, Kim Connolly-Stone, Andrew Cushen (Video), Ellen Strickland (Video) and Diane Robinson (minute taker)

Apologies :

None.

Meeting opened:

The meeting started late due to a fire drill evacuation. The official start time was not recorded.

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

Don advised that he had been acting as a consultant to Liverton Security.

1.4 Environment Scan

The Environmental Scan was carried out in the Council and CE alone time.

AP29/19

Jordan to provide feedback regarding the environment scan, discussed in the CE alone time to the Senior Leadership Team after the meeting.

Cr Whitcroft arrived late to the meeting.

Section 2 - Strategic Priorities

2.1 .nz Registry Replacement Project

Dave provided an update on the .nz registry replacement project, he advised Council that everything was going well and that the panel were very pleased with the quality and quantity of the responses. He advised that there are quite a range of potential providers that can assist with the next phase of the project.

RN92/19 THAT Council acknowledged and confirm the project update given the REOI market engagement phase.

RN93/19 THAT Council acknowledged the cost spent to date and the cost estimates for the EOI market engagement phase.

Block Consent (Cr President / Cr Lee)

CARRIED U

2.2 Financial Strategy

Jordan presented the paper and advised that it was based on work that Adam Hunt had undertaken, to assist the Audit and Risk Committee to begin considering the basis of a financial Strategy. The key insight is that before a full financial strategy can be developed, we need to test and agree some key underlying assumptions. Key questions were extracted from Adam Hunt's paper for discussion and today's answers were also set out in the paper, on the current status quo assumptions.

RN94/19 THAT Council noted the assumptions and suggestions discussed at the meeting as the basis for developing a future financial strategy.

RN95/19 THAT Council noted that staff will follow up the discussions at this meeting with the next iteration, for Council or broader consideration, by February 2020.

The President left the meeting at 10:27am and the Vice President chaired the meeting.

(Cr Craig /Cr Whitcroft)

CARRIED U

2.3 **Annual .nz Pricing Review (commercial in confidence)**

Cr Stokes left the meeting for the .nz pricing review discussion, due to his declared relationship with a .nz registrar.

The President returned to the meeting at approx 11:45am. The Vice President left the meeting at Noon.

There was a discussion on .nz pricing and no decision was made. The topic will be on the agenda in February 2020.

THAT the Council noted the paper.

AP30/19 The President to work with the Chief Executive on the topic.

2.4 Updated Strategic Framework and Goals 2020-2022

Cr Stokes returned to the meeting at Noon.

Jordan talked to the strategic framework and goals paper. Staff propose a change to the “WHYs” part of the strategic framework and to revise the goals to have a broader focus to align and be consistent with the changes to the framework.

The current framework, our Why’s are about Internet for All, Security and Trust, and Openness. The proposed change is to reduce to the framework to two WHY’s, set out below:

- Internet for All
- Internet for Good

There are elements of openness, trust, security and inclusion on both of these areas. The purpose of the change is to allow InternetNZ to change the conversation, In particular, our current Openness area often gives rise to confusion.

The current Strategic Goals are time bound to 18 months. The proposed change is to adjust the set to a slightly higher level than the current set and increase the term to apply to two years, to 31 March 2022.

The brief titles of each of the goals are:

1. Grow the use, value and revenue from .nz domain names
2. New sources of revenue through investment in new products.
3. Work in Aotearoa and globally to help develop an internet for good.
4. New investment and an action plan to drive significantly better digital inclusion.
5. Develop InternetNZ as a high performing organisation and an excellent place to work.

Comments from Council:

- General support for the changes overall, and agreement they represent an appropriate response to our changed environment.
- Agreed that under the security part for Internet for Good include safety, so that it is changed to ‘security and safety’.
- Under Internet for All can the language be changed around “all the people of NZ’ to acknowledge the Tangata whenua and Te Tiriti.

RN96/19 THAT Council noted the proposed changes to the Strategic Framework.

RN97/19 THAT Council noted the proposed Strategic Goals for 2020-22.

RN98/19 THAT Council invite staff to engage members and other stakeholders to offer feedback, particularly on the Framework changes.

RN99/19 THAT Council noted that final decisions on the Framework and Goals will be made at the next meeting of Council, in February 2020.

(President / Cr Lee)

CARRIED U

2.5 2020-2021 Plan - Initial Briefing (verbal update)

This item was deferred to the February 2020 meeting, due to the meeting running late.

2.6 [InternetNZ's Response to the Pickens Review](#)

THAT Council note the Response to the Pickens Review.

3.1 Council Skills and Diversity Matrix (confidential)

Council discussed the self-assessment results of the survey, where individual Council members rated themselves against the skills and diversity aspects in the Matrix. They agreed that the information should be made public, and it will be posted on the website.

RN100/19 THAT Council noted the skills and diversity analysis set out in this paper, and management's recommendation that Council consider appointing Council member/s to deal with gaps in terms of finance/investment and youth.

RN101/19 THAT Council agreed to recruit Appointed Council Members for the identified skills and diversity gaps.

RN102/19 THAT Council agreed to release the Council Matrix survey paper (the paper for this item) to the public.

(Cr Craig / Cr Lee)

CARRIED U

Cr Pearce left the meeting at 12:45pm.

3.2 [Policies Update - Managing Stress](#)

Council confirmed their support to ensuring that stress is recognised as a Health and Safety issue and acknowledged the importance of identifying and managing stress within the workplace.

RN103/19 THAT Council approved the Managing Stress Policy.

(President / Cr Craig)

CARRIED U

3.3 Council Work Plan 2020

RN104/19 THAT Council adopted the Council Work Plan 2020.

(President / Cr Craig)

CARRIED U

3.4 Community Funding

This paper was to agree the Skills Matrix for the Community Funding panel, and to select Council members of the panel. A short discussion was held on how much time would be required for Councillors on the funding panel. Cr Lee and Cr Moskovitz agreed to join the funding panel.

RN105/19 THAT Council:
Approve the Skills Matrix for the Funding Panel
Approve Cr Lee and Cr Moskovitz will join the Funding Panel.

(Cr Craig / Cr Hulse)

CARRIED U

Cr Moskovitz left the meeting at 12:47pm.

4.1 President's Report

There was no report.

4.2 Management Items for Discussion

Jordan advised Council that in 2020 InternetNZ will celebrate its 25th Anniversary.

THAT Council noted the Management Items.

4.3 NetHui 2019 - how it went, what we learned

There was a brief discussion on Nethui. Nethui dealt with some heavier topics this year and Council discussed the feedback received around being safe and being able to voice thoughts and opinions. The President acknowledged the bravery of the staff in developing a programme that tackled tough issues. The President advised that he will acknowledge this to the members as part of the communications that are sent out after the Council meeting.

THAT Council noted the paper.

Section 5 - Consent Agenda

5.1 [Confirm Minutes of 11 October 2019](#)

5.2 **Actions Register**

5.3 [Membership Update](#)

5.4 **E-votes Ratification**

There have been no Evotes since the last Council Meeting.

5.5 [Health and Safety and Wellbeing Update](#)

Catherine provided an update on Health and Safety and Wellbeing. All staff will be trained on entitlements and responsibilities under the act. A focus will be on mental wellbeing to ensure InternetNZ staff are supporting each other to address the potential hazard of stress within the organisation.

Council was very happy with the approach of the Health and Safety Committee, actively seeking initiatives around wellbeing. They were concerned that the lifts are still causing issues. Catherine advised that JLL the property managers have been replaced by Colliers and regular meetings have been set up to talk through issues.

5.6 **Operational Reports**

5.6.1 [.nz Quarterly Report](#)

5.6.2 [DNCL Quarterly Report](#)

5.6.3 [Group Financial Report](#)

5.6.4 [InternetNZ Financial Report](#)

5.6.5 [Measures of Strategic Goals 2019/20](#)

5.6.6 [International Engagement Update](#)

RN107/19 THAT Council approve the minutes of the 11 October 2019.

RN108/19 THAT Council note the Membership Update.

RN109/19 THAT the Health and Safety and Wellbeing Update be received.

RN110/19 THAT the Operational Reports be received.

Block Consent Agenda - (President / Cr Craig)

CARRIED U

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

6.3.1 DNCL Board Appointments Update

The Council went into committee to discuss the two potential board appointments. A decision will be made subsequently by evote.

6.3.2 ISOC and .Org

The Council went into committee to discuss.

6.3.3 .nz Policy Committee verbal update

The Council went into committee and the Chair of the .nz Policy Committee provided a verbal update.

6.4 Meeting review

Next meeting:

The next scheduled Council meeting is 14 February 2020.

The meeting closed at 1:10pm.