

## MINUTES OF COUNCIL MEETING

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**Status:** FINAL

**Present:** Jamie Baddeley (President), Joy Liddicoat (Vice President), Amber Craig, Dave Moskovitz, Brenda Wallace, Sarah Lee, Richard Wood, Rochelle Furneaux, Hayden Glass (via bridge), Kelly Buehler, and Richard Hulse

**In Attendance:** Jordan Carter (Chief Executive), Kimberley Ford (minute taker), Andrew Cushen (InternetNZ), Vanisa Dhiru (InternetNZ), Ben Creet (InternetNZ), Megan Baker (InternetNZ) and Richard Currey (NZRS Chair)

**Apologies:** Keith Davidson

**Meeting Opened:** 09:00

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### 1. ICANN Governors and CEs Meeting

Richard Currey (NZRS Chair) gave a confidential briefing to Council about a meeting between Chairs and Chief Executives at the most recent ICANN meeting. The item was confidential because the meeting was held under Chatham House Rules.

### 2. Activity Plan & Budget Summary

#### a) *Activity Plan*

Council discussed the Activity Plan.

#### **Access to the Internet – Internet Infrastructure**

Council agreed that the word ‘collaborative’ should be used in this section of the paper.

#### **Access to the Internet – digital divide**

Council agreed that the three lines in the table for a better Internet be fleshed out more. The purpose of this was to show the advantage of this rolling approach to the planning.

### **Trust on the Internet – multi-factor authentication (MFA) / trust framework**

Sarah Lee asked if we are establishing a baseline regarding measures and public opinion polling. Jordan advised that we have begun discussions with NZRS in order to work together to leverage market research, and that as part of the combined programme of research he expects we will be able to establish a baseline and then look at the impact of the promotion work.

### **Creative use of the Internet – creation enabling copyright**

Councillors raised a concern around terminology and suggested some market research around this. “Open” or “Fair” or “Modern” copyright were suggested. Staff will canvass views and make sure the language reflects the intent, which isn’t to change copyright’s fundamental balance but to make the law work for that in today’s technology environment.

### **Creative use of the Internet – showcasing creativity**

Councillors suggested that the paper include some more information around working with NetSafe on youth engagement, and that it should be clear this isn’t proposing an expensive “showcase” or “awards night” approach.

Andrew noted that these are specific ideas and channels we need in order to carry out this work and that we will still be bringing NetHui in as a place we can centre all of this. The language will be clarified and the broader focus included in the updated Plan.

### **Internet Issues**

No comments.

### **Community**

Jordan thanked Vanisa for her work in this area and noted that there are some exciting ideas in the team. Ellen has been kept in the loop re progress.

### **International**

No comments.

### **Communications and Outreach**

Councillors expressed their appreciation with the improvements that have taken place in the communications area, and commented on how great it is to see the new community section going onto the website.

Council also asked that this section of the Activity Plan link back to the other activities and focus areas – since communications is how people learn about the work being undertaken.

### **Operations**

No comments.

### **Governance and Membership**

Council would like to see examples like hackathon being linked back to the themes of the activity plan (access, trust and creative use).

### **Budget Summary**

Noted.

RN21/17: *THAT Council approves the 2017/18 Activity Plan & Budget with agreed amendments.*

(Cr Wallace/Cr Furneaux)

CARRIED U

b) *Budget Explanation Paper*

Council discussed the draft Budget, including whether to ask staff to re-evaluate it and establish a zero balance for the year. Jordan noted that since we underspend the budget, it is likely there will be a year-end surplus in 2017/18 (as there will be this year).

Council agreed no changes were required, and complemented the paper as easy to read and understand.

Staff noted that there may be a request for an adjustment to the capital expenditure budget due to earthquake damage in the Wellington premises.

RN22/17: *THAT Council receive this paper and agree the strategy and high level composition of expenditure for the 2017/18 Budget.*

(Cr Craig/Cr Buehler)

CARRIED U

RN23/17: *THAT Council approves for 2017/18 an operational budget limit of \$4,985 million and a capital budget limit of \$185,000.*

(P Baddeley/Cr Wallace)

CARRIED U

RN24/17: *THAT Council note and agree in principle that should income turn out to be lower than expected, the operational and capital budget limits will be maintained, with funding to come from retained earnings.*

(Cr Lee/Cr Hulse)

CARRIED U

### 3. NZRS Draft Statement of Direction and Goals

Council got a soft copy of the draft NZRS SoDaG as a late paper to the February meeting. It was held over to allow for further discussion or questions. None were forthcoming. A final draft will be presented at the May meeting.

RN25/17: That Council receive the draft NZRS SoDAG.

(P Baddeley/Cr Moskovitz)  
CARRIED U

#### 4. DNCL Board Appointments Panel

Jamie introduced this item. He confirmed that Kenneth Johnson's appointment as a director would be rolled over for another two years.

He noted that Dave Moskovitz' position as the Council rep is at the end of the appointed term, and asked if there were Councillors who were interested in the role. Three Councillors put their names forward (Moskovitz, Buehler, Hulse).

Council discussed the Appointments Panel to conduct the appointments process for this year. It was agreed that the members would be Jamie Baddeley, Ron Hamilton, David Farrar and Joy Liddicoat.

Jamie will progress this process and intends that everything will be complete by the end of April.

RN26/17: THAT the Appointments Panel for 2017 be Jamie Baddeley, Ron Hamilton, David Farrar and Joy Liddicoat.

(P Baddeley/Cr Wood)  
CARRIED U

#### 5. Organisational Review Working Group

Council went into committee (only Councillors present) to discuss a paper from the Organisational Review Working Group that set out a case for change, design objectives and design principles that could guide the creation of options for different ways to organise InternetNZ's work.

After the substantive discussion, the Chief Executive joined the meeting as it established the resolutions and to assist with next steps.

RN27/17: THAT Council **receive** this report from the Organisational Review Working Group.

(Cr Buehler/Cr Craig)  
CARRIED U

RN28/17: THAT Council **notes** and **agrees** with the Organisational Review Working Group's finding that there is more work to be done.

(Cr Buehler/Cr Craig)  
CARRIED U

- RN29/17:** THAT the Council **directs** the Working Group to proceed with the amended design objectives and principles as agreed with the next stages of its work programme, specifically:
- Identify set/s of changes that can deliver on the design objectives / principles, and agree these.
  - Test the pros and cons of the options against the design objectives and principles.

(Cr Buehler/Cr Craig)  
**CARRIED U**

Note:

- The Working Group should provide work back to Council via the President as necessary.
- If there are options for change identified, appropriate consultation will be conducted before any decisions are made.

Meeting Closed: 11:15am