

# CE Q&A session for InternetNZ members

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Wednesday, 19 and Monday, 24 March 2025

## Document purpose

The purpose of this document is to provide an accurate summary of questions and answers during two CE lead Q&A hui (sessions) on our Proposed Constitution that took place for one hour each on Wednesday, 19 and Monday, 24 March 2025. We have themed and summarised the key discussion points and the Q&A's across 2 hours of kōrero (discussion) for ease of review for those who did not attend but would still like to have the information.

## Session one overview (Weds, 19 March)

This was a member hui (session) focused on discussing the upcoming Special General Meeting (SGM) and the proposed new Constitution. The meeting was hosted by Vivien Maidaborn, Chief Executive of InternetNZ, with presentations from various Council members including Stephen Judd (President), Anjum Rahman (Vice President), and Kate Pearce (Council Member). Co-design group member Di Daniels also spoke.

## Session two overview (Monday, 24 March)

This was a member hui (session) focused on discussing the upcoming Special General Meeting (SGM) and the proposed new Constitution. The meeting was hosted by Vivien Maidaborn, Chief Executive of InternetNZ, with presentations from various Council members including Stephen Judd (President), Anjum Rahman (Vice President), and Kate Pearce (Council Member).

## Key discussion areas across both hui (sessions)

## **Constitution update**

- The current Constitution is 30 years old (dating back to 1995), contains contradictions, and needs to be updated to comply with the 2022 Incorporated Societies Act.
- The world has changed a lot since the birth of the internet, and society and how we use the internet have changed.
- The organisation must have a compliant constitution by mid-2026 to continue existing in its current form.
- The proposed Constitution was developed through an 18-month co-design process involving members, external stakeholders, experts, and academics, as well as public consultation.
- The new Constitution aims to be modern, compliant, reflect current realities, and provide good governance while remaining amenable to future amendments. We need to ensure we have good governance as we run critical infrastructure for New Zealand.
- We now have a Constitution that is tightly drafted and easy to read, and is the result of all our processes, and we believe the proposed text is suitable for the Society to adopt.
- The Proposed Constitution also contains the clauses that enable it to be amended over time, as we fully expect it will continue to be refined and adjusted.
- We support a multistakeholder approach globally as well as at home — our members are one group. So stacking the board would not, and should not, give one group or the Council full control over what happens to the internet. We must always involve the wider internet community.

## **Te Tiriti o Waitangi (Treaty of Waitangi)**

- InternetNZ made a commitment to Te Tiriti in 2018, which has been incorporated into the organisation's work, and has enriched our organisation.
- Some background to that decision: In 2017, the then Council were focused on groups of New Zealanders who are consistently left out of the internet, they didn't have access, devices, or digital literacy — so they are structurally left behind, people who were consistently underserved. Our goal is always to further the internet within NZ society for everybody, so when some groups are consistently left behind (and it's not only Māori, but as a group they are structurally punished by active attempts to exclude them). We want an internet that benefits and includes all — so we are just doing the basics of ensuring everybody can access and participate in the internet.
- Te Tiriti o Waitangi is based in and of this country, and no other country or society is going to take care of it, if we don't do that.

- Speakers emphasised that acknowledging Te Tiriti is not a "zero-sum game" — it enhances decision-making and creates a healthier organisation.
- In 2022 InternetNZ Council commissioned the Systemic Racism Review, and we encourage you all to read it [here](#). Council adopted its recommendations including the consideration of Te Tiriti as part of the review of our Constitution.
- The Proposed Constitution references the 2018 commitment to Te Tiriti o Waitangi in its preface as well as in clause 1.5.1.1.

### **Domain Name System (DNS) explained**

- Kate Pearce explained that the DNS functions primarily as a "phone book" mapping IP addresses to domain names.
- InternetNZ oversees the .nz domain space only, which represents over 700,000 domains, a tiny amount, out of the hundreds of millions domains globally.
- The DNS is neither an effective censorship tool nor completely unregulated — it requires balanced governance. The DNS is a terrible censorship tool, it's slow to act. For example, people can set up a DNS for an hour, and then they just get a new domain name address. The rules we make, we make by talking to society — our Constitution cannot change that.
- The DNS is subject to a range of rules from global internet governance entities, government, commercial agreements, those include how we manage things and why we don't.
- Rules can be made for .nz domain name space but it is a slow process that involves public consultation.
- The management of the .nz registry focuses entirely on the technical aspects and policy associated with .nz rules. It is not involved with content. The Domain Name Commission (DNC) has a role to enforce the .nz rules. InternetNZ engages in broader policy discussions relating to inclusion and equity in the digital ecosystem.
- There are country code top level domains (ccTLD) such as .nz, and general top level domains (gTLD) such as .com or .kiwi which are businesses, or there are domains that are moderated such .govt.nz or .iwi.nz.

### **Special General Meeting (SGM) details**

- The SGM will take place on Monday, March 31st at 5.30pm.
- Voting eligibility: Members who were financial members as of December 31st 2024 (three months prior to the SGM) are eligible to vote.

- Two motions will be presented: one to adopt the Proposed Constitution, and a second one to endorse taking potential amendments to the AGM.
- All members are welcome to attend the SGM, but only eligible members can speak and vote.
- We encourage everybody to read the text of the Proposed Constitution for the SGM, that is the text eligible members will be asked to vote on, so our Society remains compliant with required legislation.

#### **When can the Domain Name Commission act?**

- The Domain Name Commission (DNC) is a wholly-owned subsidiary of InternetNZ that regulates the rules around domain names.
- Domain names can only be taken down for three reasons:
  1. Court order (hasn't happened in the past two years)
  2. Emergency of great impact (provision added after the Christchurch mosque shooting but never used)
  3. Incomplete or incorrect registration information (as the domain name holder has not been contactable or the domain name holder does not verify its identity) which happens regularly.

### **Questions and answers across both hui (sessions)**

#### **Q: Does the Incorporated Societies Act require references to Te Tiriti?**

A: No, the Act doesn't specifically require it. Council members explained that while the Incorporated Societies Act doesn't require Te Tiriti references, the organisation chooses to include them based on the organisation's 2018 commitment, and its values. The Act is the base legal requirement, and many other organisations do more than the legal minimum.

#### **Q: What is the status of the preface in the Constitution?**

A: The preface (labelled as Background) includes information about the purpose of the Constitution and the work of InternetNZ to provide background and context to readers and acknowledge the history of the Society. The preface is written as a series of statements which are correct at time of writing. It is not binding or part of the formal rules of the Society, which start from the *Introductory Rules* section.

**Q: Who has voting rights at the SGM?**

A: Members who joined three months before the date of the SGM. For the SGM on 31 March 2025, all financial members who joined as of December 31<sup>st</sup> will be eligible.

**Q: What is the role of the Domain Name Commission?**

A: It's an independent subsidiary of InternetNZ that regulates and enforces the rules for the .nz domain space. It operates with legal separation from InternetNZ to ensure independent decision-making regulatory processes.

**Q: What are term limits in the new Constitution?**

A: The Proposed Constitution proposes to limit Board members to nine years total service, rather than a specific number of terms. Appointments that fill vacancies are for the remainder of the vacant term.

**Q: Was there any discussion of censorship in the co-design process?**

A: Di Daniels (co-design group member) confirmed that censorship was never part of the co-design discussions. References to "safety" were about helping people feel secure online, particularly those who have been digitally excluded.

**Q: What does "institutional racism" mean in this context?**

A: It refers to racism at a system level rather than individual behaviour. For example, the InternetNZ election system has historically made it difficult for Māori candidates to be elected to the Council despite many standing for election.

**Q: What does InternetNZ really do for marginalised communities?**

A: Speakers noted that InternetNZ is very conscious that many communities are marginalised, face digital inequities, and may lack the privilege to join InternetNZ. Our membership fees have been kept very low for a long time at \$21 per annum for that reason.

We also encourage diversity at the Council table through our skills matrix, and so members can make informed decisions about representation.

InternetNZ is a charity, and our surplus is returned for the benefit of the wider Internet community. Each year we distribute funding to many diverse groups and communities across New Zealand, and we specifically track the amount of funding granted to Māori individuals and entities and publicly report that information. Examples of the types of funding we provide to

organisations include grants to improve the accessibility of community websites, or to fund community-led work on mis/disinformation.

We also consult publicly, as we did with the Drafting Guidelines for our Proposed Constitution and public consultation is a key part of our process for .nz rules changes.