

DRAFT MINUTES OF COUNCIL MEETING

Status: Final

Present: Jamie Baddeley (President), Amber Craig, Kelly Buehler, Dave Moskovitz, Richard Hulse, Brenda Wallace, Sarah Lee, Richard Wood, Neil James (*video*), Hayden Glass (*video*).

In Attendance: Jordan Carter (Chief Executive), Maria Reyes (minute taker), Mary Tovey (InternetNZ), Andrew Cushen (InternetNZ, *video*), Ellen Strickland (InternetNZ, *video*).

Meeting Opened: 12:30pm

1.1. Apologies

Apologies were received from Sarah for lateness; and Joy and Rochelle for not being able to attend the meeting.

1.2. Declaration of Interest

Amber and Brenda advised that they have a few recent changes to their register of interests and will email these changes to staff for updating.

AP10/16: Staff to update the Amber and Brenda's register of interest once received.

1.3. Approval of minutes

RN24/16: THAT the minutes of the meeting held on 26 February 2016 be received and adopted as a true and correct record.

(Cr Craig/Cr Buehler)
CARRIED U

2.1. 2016/17 Activity Plan

Jordan was pleased to present the Activity Plan for the year. He acknowledged Andrew, Mary and Ellen's huge contribution in doing much of the planning work while he was at an ICANN meeting, and expressed his thanks to them and the team for the work done.

He gave a brief summary of the paper and highlighted the focus areas and the keystone activities for each area, as well as some of the other proposed changes/improvements for the other work streams (i.e. Issues Programme,

Community Programme, Communications and Outreach, International Programme, Governance and Members, and Operations)

Sarah Lee joined the meeting at 12.43pm

There was a general issue raised about the fact the Budget to finance the plan shows a deficit of around 7% of spending levels. Some Councillors expressed concern with this. Jordan responded some queries about this, and detailed discussion of the Budget was held for the next agenda item. He expressed confidence that given historic underspends, and a likely higher-than-planned dividend from NZRS, the likely outcome will be close to balance.

A question was raised regarding the increase in staff proposed in the plan and whether there is flexibility on this if there are any changes to future finances. Jordan responded that staffing is a limited share of the overall budget (around 30%), and that if major changes to InternetNZ's operations happened, this would be a restructuring.

Mary noted that this year marks the first time that the budget has been done based on the proposed activities in the Activity Plan, rather than the other way around (which was done in the past). This is the advantage of not doing a detailed budget for the February meeting, a change in approach Council agreed to at its meeting in December. Among other positive outcomes of this change is an increased likely accuracy of the budget for this year.

After going through each of the focus areas and the activities, Council were happy in principle with the proposed themes and activities under each of these.

A question was raised regarding the \$60K increased budget for the Issues programme, and Mary advised that this was due to the number of Speaker Series planned to be held this year.

Ellen responded to a question about the proposed Oceania Internet Governance School, giving a brief background on this. The key benefit to New Zealand stakeholders is making in depth education and experience in Internet Governance available in an accessible location and time zone.

Ellen gave a brief summary on the Community Programmes plan for the 2017 and advised that most of these are BAU except for the NZ Internet Research Forum which will be moved towards the end of 2017 instead of being held at the beginning of the year.

Richard Hulse left the meeting at 1.25pm

Council noted that increase in the Governance and Members budget was due to the Maori Engagement work and to finance work around InternetNZ team culture, and (if agreed) culture across the Group.

RN25/16: THAT the 2016/17 Activity Plan be adopted.

(Cr Lee/Cr Craig)
CARRUED U

2.2. Draft 2016/17 Budget

Council returned to the budget discussion and continued discussing the use of reserves to cover the proposed deficit. The CEO argued that the deficit is small in comparison to overall spending and reserves, and that Council had not required the preparation of a budget that showed a particular deficit, surplus or balance at its previous meetings. He also noted that since the transfer of excess funds from NZRS to InternetNZ some years ago, it has been InternetNZ's responsibility to deal with variations in dividends paid by use of the reserves.

Councillors noted that at the May meeting there will be a discussion on a proposed strategy for the use of the reserves, which will guide any possibility of the use of reserves to finance operations in future Budgets.

After a brief deliberation, Council agreed to omit the third recommendation in the paper replacing it with RN28/16 below, and also noted that the Budget outcome will be updated once a final SoDaG with final dividend forecasts is received from NZRS.

RN26/16: THAT Council receive this paper and agree the strategy and high level composition of expenditure for the 2016/17 Budget.

(Cr Craig/Cr Wood)
CARRIED U

RN27/16: THAT Council approves for 2016/17 an operational budget limit of \$4.551 million and a capital budget limit of \$118,000.

(Cr Wallace/Cr Craig)
CARRIED U

RN28/16: THAT Council notes that the out-year forecast contained in the 2016/17 Budget achieves a balance budget in 2017/18 and beyond.

(Cr Buehler/Cr Moskowitz)
CARRIED U

3.1. Other Business

Jordan gave a brief update regarding the change of leadership at AUDA and advised that Jo Lim is currently the Acting CEO, replacing founding AUDA CEO Chris Disspain.

Next Meeting: The next scheduled Council meeting is 27 May 2016,

Meeting Closed: 1:58pm