

.nz Policy Committee

Terms of Reference

Policy	COM-NPL: .nz Policy Committee Terms of Reference
Version	Version 2
Date in force	24 August 2018
Planned review	August 2019

Constitution

The .nz Policy Committee ("the Committee") is a committee of Council with the specific delegated powers as set out in this Terms of Reference.

Objectives

The purpose of the Committee is to lead work on InternetNZ's responsibility for the overall policy framework for the .nz ccTLD.

Membership

The Committee shall consist of no fewer than three and no more than five Council members who have, between them, relevant skills and experience and general due diligence experience.

Council may decide to co-opt other Council members or appoint an external independent advisor to the Committee should it wish, to ensure the appropriate skills are represented.

Council shall appoint members of the Committee and review these appointments annually at its first ordinary meeting after the Annual General Meeting. The Committee shall appoint its own Chair from among its members, who shall have a deliberative and a casting vote.

Any member who ceases to be a Council member ceases to be a member of the Committee.

The policy of Council on conflicts of interest applies to the Committee. The Committee may determine, in accordance with Council policy, Committee member participation, where there is an actual or perceived conflict of interest.

Attendance

The Chief Executive will be the principal advisor to the Committee from among the staff.

The Committee shall, in consultation with the Chief Executive, nominate a member or members of staff to act as Committee Liaison and/or Secretary. These staff shall normally attend meetings of the Committee but shall not be members of the Committee.

The Chief Executive will participate in the Committee on an as-required basis. Other Group staff may be invited to attend meetings at the discretion of the Committee.

Council members who are not members of the Committee may attend the Committee either remotely or in person (except in the case of a conflict of interest, as determined by the Committee). Members and other parties may attend meetings as observers, except when the Chair rules that a portion of a meeting should be closed or kept confidential to committee members only. Notification of committee meetings shall be made to Council and membership/community as agreed by the Committee.

Meetings

The Committee shall meet as frequently as required for the effective operation and discharge of the Committee's responsibilities.

Meetings of the Committee shall be scheduled by agreement with the Chair and with due regard to the requirements of .nz Policy function work, the need for reasonable notice, the availability of Committee members and staff, and so as to avoid unnecessary re-scheduling of meetings.

Scheduled upcoming meetings, and minutes of previous meetings will be published in timely fashion to ensure openness and transparency in this Committee's business.

Committee meetings will be scheduled every two months. Additional meetings of the Committee may be convened as necessary, for governance or operational requirements.

A majority of Committee members, present in person or by using any technology, shall constitute a quorum.

Unless directed by the Chair, the Committee Liaison/Secretary shall distribute an agenda and any related papers in seven days prior to the meeting to:

- Members of the Committee; and
- The CE of InternetNZ and any staff members delegated by the CE
- Any DNCL staff members required

Minutes

The Committee Liaison/Secretary shall ensure the preparation of notes of meetings and have them approved by the Committee by email in between meetings. Minutes will be published once approved, for transparency.

Minutes of meetings shall be formally confirmed at the next meeting of the Committee.

Responsibilities

The Committee provides governance and oversight for the .nz policy framework and its evolution and development.

It is responsible for making recommendations to Council relating to the .nz policy framework that have been processed and come with advice from the staff.

The Committee is also responsible for supporting the function by contributing to and helping generate ideas for the ongoing development of the .nz policy function.

The Committee may assist staff with their work on other aspects of .nz from time to time, through responding to queries or discussion items suggested by staff.

In summary, the duties of the Committee are to:

- Provide **governance** and oversight: monitor and assure itself of the effectiveness of .nz policy function
- Make **recommendations** to the InternetNZ Council, in collaboration with staff, where necessary
- Maintain a general overview of .nz policy function, and **help generate ideas** for its ongoing development and improvement.

Council Policies

Review this Terms of Reference annually prior to the Annual General Meeting and recommend any updates as/if required for Council to consider at its subsequent meeting.

Other Matters

Consider any other matters referred by Council.

Authorities

The Committee's authority is limited to recommendations to Council on any matters related to the .nz policy framework and function.

In summary, specific authorities are as follows:

Matter	Approvals / Recommendations
.nz policy framework matters	Make recommendations to Council
.nz policy function matters	Make recommendations to Council

In fulfilling its other responsibilities as set out above, it is an advisory body only.

Reporting

After each Committee meeting, the Chair shall report the Committee's findings and recommendations to Council.

Staff shall report to the Committee before each meeting, or as necessary for input, against the Work Plan.

Communication

The Committee shall maintain direct lines of communication with the Chief Executive, Committee Liaison, his/her delegated staff member, and with staff generally.

Staff will support the external communication demands generated by the Committee's work.

Review

This Terms of Reference document and the performance of the Committee shall be subject to biannual review by Council.