

NDF

NATIONAL DIGITAL FORUM BOARD 11th Annual General Meeting

Thursday 08 September
2pm – 3:30pm
Zoom

Present: See Appendix B
Board: Teina Herzer (Chairperson)
Tim Hart (Treasurer)
Jamie Mackay (Secretary)
Claire Lanyon (Co-convenor)
Adam Moriarty (Co-Convenor)
Claire Regnault (Te Papa Rep)
Lucie Paterson
Rebekah Rogers (Archives New Zealand Rep)
Amy Joseph (National Library Rep)

In Attendance: Grace Ryder (NDF Coordinator)
Apologies: Jamie Mackay (Secretary)
Members: Refer to Appendix A.

Presentation: [NDF AGM Slides](#)

DRAFT MINUTES AGM 2022

1. WELCOME AND INTRODUCTIONS

Teina Herzer opened the meeting at 2.02 pm with a karakia led by Claire Lanyon.

2. MINUTES OF 2020 AGM

The minutes of the AGM held on 15 November 2021 were confirmed as a true and correct record.

Resolved that the minutes of 2021 AGM are accepted

Moved: Grace Ryder; Seconded: Teina Herzer.

CARRIED

3. CHAIR'S REPORT

Teina Herzer Chairperson: notes this year is the 20th year of activity of NDF, which is a large achievement for the digital sector. She notes we are halfway through our 5 year strategy and while we have come a long way in 20 years, we still face challenges, such as funding, skills deficits and knowledge silos. So much has been achieved in 20 years and Teina acknowledges the expertise and achievements of our members, in their respective fields and institutions.

Teina notes the work of NDF will never be done and we need to evolve and move forward, guiding and gathering the digital thinkers of the cultural sector.

- NDF has achieved a new visual identity this year with Marx design, due to be rolled out in the next fortnight
- we concluded our Digital Capability Survey and have summarised our learnings from that;
- we have embarked on a complex and interesting research project with Linnae Pohatu and Chris Cormack into the involvement and engagement with Māori in NDF and the digital sector more generally
- we hosted our first ever virtual conference, which will be analysed later in the agenda.

Teina notes the role members play in our output, in particular our Kauri Members, and welcome to our new members.

Teina introduced the NDF team, the current and new board member, Amy Joseph from National Library. We also farewelled Natasha Barrett and Dhiraj Bhandushali as well as Fiona Fieldsend, whose involvement in NDF has been monumental.

4. REGIONAL AMBASSADORS

Rebekah Rogers board member: noted the challenges of hosting regional events, and we've taken some time to consider the impacts the programme has. Rebekah recognises Sabine Weber-Beard for her energy, enthusiasm and expertise for the sector and region and she will be missed by us and the sector as a whole. Tatsiana has also left NDF for new adventures.

5. VACANCIES

Lucie Paterson Board member: notes that we are ever growing and ambitious, we are seeking three additional Board Members. At a very exciting stage of growth, we are looking for people from diverse backgrounds, and in particular those from the South Island, Smaller sized organisations, and the gallery sector.

NDF is also seeking an Executive Director, a role that we have been talking about and developing for a few years. We have a lot of ideas of how to support and achieve the digital goals people have. As we are a working volunteer board, this role was created to see out our large ambitions and achieve the outcomes from the digital capability survey.

This role will be advertised in the next six weeks, with the aim of this position starting in the new year.

7. MEMBERSHIP

Grace Ryder Coordinator: updates the members on the membership, 115 individual members, nikau and Kauri have stayed the same at 18 and 4 institutions. 38 new individual members came from the complementary membership offered at NDF22.

We have a new CRM system with Hello Club, a local membership base that will enable the members to update, renew and manage their membership.

8. FINANCE

Tim Hart Treasurer: brings the members up to date with our finances. He recognises it was a difficult year, still disrupted with COVID-19 and the late change to a virtual conference meant we had more costs than anticipated. Our overall position is at \$280,120.

We have finished the financial year with limited liabilities and in a good position. We are aiming to introduce a new tier in the membership to boost and increase our

membership. We have submitted an application to MCH regeneration fund and an important part of the Executive Director's role is to diversify our revenue.

9. CONFERENCE

Claire Lanyon introduced the NDF22 Conference. It was the first year we were virtual. We had over 500 registration, much more than the in person numbers we could have accommodated. During the conference, the live views, at least 200 people were watching live for the majority of the event. 99% of the delegates were from Aotearoa, the remaining from Australia. Most (49%) were from Libraries, 28% from Museums, 12% from Archives, with the remaining coming from Galleries, Education and Government, Sponsors and Vendors. 60% of delegates were attending for the first or second time – great to have old friends, but wonderful to welcome in new colleagues.

We had more scholarships than ever before, thanks to sponsorship and Victoria University. These sponsors signed up to an in person conference, but stayed on for a virtual one.

8/10 people said they will attend future conferences.

The quality of presentations were amazing, highlighted learnings were:

- Data Sovereignty
- AI and machine learning

Person benefits were:

- Affirming ideas
- Being inspired

The keynote presentations were rated in the top 5 of presentations, but by far the standout presentation was Harley Couper and Elisha Rolleston 'Whoops, I think we're racist'.

The programme was very well received. Feedback was that delegates really want in person events, and while the platform was good, it lacked some areas which are important, such as networking elements.

NDF23 planning is underway – this will be in Wellington, and likely at Te Papa. This will be in October/November 2023 and dates will be released as soon as they are confirmed.

10 UPCOMING EVENTS

Rebekah Rogers: introduces upcoming events including:

- STQRY lunchtime session
- NDF Regional Meet Up
- NZPCC Forum

11. CAPABILITY RESEARCH

Adam Moriarty: introduces the results from the Capability Research – respondents noted their desire for focused conversations and professional development opportunities across a range of skill-sets, enabling knowledge exchange between regions where knowledge and skills vary. We also wanted to encourage membership to converse not just at conference, but throughout the year. One thing we are aiming to trial is Special Interest Groups. We are currently seeking Expressions of Interest to help us create a web of discussion. Some areas identified in the study are:

- Digital Asset Management
- Data Sovereignty
- Digital Preservation

We are still seeking more information about your interests and what you might like to suggest for SIG's

12. OTHER BUSINESS

Teina Herzer introduced the motion to change term and qualification rules for board membership.

The Board has determined that the current two-year term is not ideal. A 24-month turnover of board members impedes commitment to long-term initiatives and growth strategies. We propose increasing Board member terms to three years.

Furthermore, we have determined that each Board member can be elected for a maximum of two terms, so six years in total.

Finally, we propose dissolving the current permanent Board positions held by Foundation members (Museum of New Zealand Te Papa Tongarewa, Te Puna Mātauranga o Aotearoa National Library of New Zealand, and Archives New Zealand). In its place, each Kauri member organisation (Auckland War Memorial Museum Tāmaki Paenga Hira, Manatū Taonga Ministry for Culture & Heritage, Te Puna Mātauranga o Aotearoa National Library of New Zealand and Museum of New Zealand Te Papa Tongarewa) will be eligible to nominate a Board member.

Therefore I, Teina Herzer (Chairperson), move that:

1. The current two year term length specified in paragraph 9.6 of the Rules of the National Digital Forum Incorporated (the Rules) is increased to three years, and
2. Each Board member will be able to sit on the Board for a maximum of two terms (six years).
3. Each Kauri sponsor will be eligible for one Board member position. This replaces the permanent 'foundation' members outlined in paragraphs 9.3.3, 9.3.4 and 9.3.5 in the Rules of the National Digital Forum Incorporated
4. All NDF Board members with two year terms have their term extended for one further year, noting that applying the one year extension across all fixed terms maintains the staggered term expiry intended to support continuity of Board experience.

Teina welcomes members to ask questions both verballing and and in the chat:

Fiona Fieldsend asks about the Kauri sponsor change – my reading of this motion is that if you become a Kauri Member, you get a chair seat. Regarding risk management, does that mean that anyone that can offer \$10,000 can therefore become a board member?

Teina notes that Kauri membership is not just a financial amount, there is a Kauri member criteria which includes the requirement to be a New Zealand not-for-profit memory institution.

Fiona notes that there should be more information provided about this to properly vote on the motion.

Grace relays the questions from the chat thread, which are in regards to buying Board seats. Andy asks if there are rules to becoming a Kauri Member. Teina notes that Kauri members have to go through an application model.

Fiona thinks the motion as it currently stands is not able to be voted on – the terms sounds good, but the change to membership should be a different motion.

Teina notes with questions like this, we will need to have further discussion of this with the NDF Board.

Mark Crookson follows on from Fiona, asking about the rules to become a Kauri member, is it the board that decides or is it the chair that decides? There are people that are seeking loopholes in governance. Is it agreed by majority or is it agreed upon by the chair? Teina notes that nothing is determined just by a chair vote, the chair does not have a vote as per the current rules. A majority vote is required for board decisions.

Teina notes the reason we propose this change is that we must make changes to ensure closer ties with our Kauri sponsors, we're not financially viable without them and we wish

them to remain closely involved in our operations. NDF is able to operate because of the Kauri members and this move is to recognise this.

Grace notes that via the chat people have asked for a separate vote on this motion.

Teina thanks everyone for their questions and concerns – this is helpful. We will shelve this motion and revisit it via emails.

Dave Sanderson asks if the vote for extending the terms can be separated out from the motion to have consecutive terms. Teina notes this motion will be discussed further with the board before asking for an online vote from members.

13. Adam Moriarty introduces his conversation with Aaron Staup Cope, reflecting on his presentation at NDF 2012 called Time Pixels.

14. Teina Herzer welcomes everyone back from the presentation. Hands over to Claire Lanyon for closing Karakia.

Teina thanks everyone for their attendance and involvement in the 2022 NDF AGM.

Meeting closes at 3:19PM.

APPENDIX A: AGM ATTENDEES

Dave Sanderson	Individual Member
Teina Herzer	Individual Member & Board
Rebekah Rogers	Individual Member & Board
Lucie Paterson	Individual Member & Board
Adrian Kingston	Individual Member
Tim Hart	Individual Member & Board
Claire Lanyon	Individual Member & Board
David Reeves	Individual Member
Adam Moriarty	Individual Member & Board
Mark Crookston	Individual Member
Melissa Laing	Individual Member
Maryke Benade	Individual Member
Claire Regnault	Individual Member & Board
Mick Crouch	Individual Member
Amy Joseph	Individual Member & Board
Megan Ingle	Individual Member
Kay Jones	Individual Member
Rachel Bell	NA
Kay Mercer	NA
Michael O'Neill	NA
Laura Jamieson	Individual Member
Doris de Pont	NA
Dan Liu	Individual Member

Elizabeth Harvey	NA
Alexander Ritchie	Individual Member
Rachel Welton	Individual Member
Jennifer Taylor Moore	Individual Member
Fiona Grey	Individual Member
Chris Lipscombe	Individual Member
Zoe Richardson	Individual Member
Victoria Passau	Individual Member
Susan Jenkins	NA
Jonathan Hunt	Individual Member
Jamie McKay	Individual Member & Board
Joshua Ng	Individual Member
Grace Ryder	Individual Member & Coordinator
James Taylor	NA
Tim Barnett	Individual Member
Marguerite Hill	Individual Member
Andy Fenton	Individual Member