

NZ On Air Digital signatures policy

March 2020

A. Purpose and background

Given the COVID-19 situation and the impact this is having on regular business practices of both NZ On Air and the companies we engage with, NZ On Air will begin to accept both original and electronic signatures for funding contracts. The Contract and Commercial Law Act 2017 currently allows for electronic signatures to be used in the acceptance and formation of funding agreements and documents.

Electronic signatures present an increased level of risk to a contracting process, namely that the agreement may not be enforceable where the signature is forged, and that an online document may be amended without our knowledge. Therefore, electronic signatures will be accepted based on the considerations below.

NZ On Air may use, provide, or accept information in an electronic form subject to conditions regarding the form of the information or the means by which the information is produced, sent, received, stored or displayed.

We may accept an electronic signature if we consider that it:

1. adequately identifies the signatory (such as a producer or radio manager); and
2. adequately indicates the signatory's approval of the funding agreement or document; and
3. is considered sufficiently reliable for the purpose for which and the circumstances in which, the signature is required.

Electronic signatures and correspondence around the agreement will need a high level of reliability. Anything we do not consider to be meeting our defined level of reliability may not be approved by NZ On Air. This would be communicated to the sender. NZ On Air will reserve the right to request original signatures.

In terms of retaining the document, the need for keeping the document in paper (i.e. physical) form will be satisfied if the electronic form in which the document is kept provides a reliable means of assuring that the integrity of the information is maintained and the information is readily accessible so as to be usable for subsequent reference.

NZ On Air is willing to accept signatures in the following formats:

1. The document to be signed is printed, signed and scanned back to us by the Producer or other authorised person for approval and execution by NZ On Air. Where reasonably practicable, we encourage the authorised person to send the original signed pages back to us at a later date.
 2. NZ On Air recognises that the first option may not be a possible if people are required to work without access to a printer/scanner. Therefore, NZ On Air will consider accepting signatures received in electronic or digital form provided that the signature provided is by way of robust digital authentication, using software such as DocuSign or Secured Signature.
 3. NZ On Air reserves the right to, at its discretion, require the original signatures to be provided for agreements or documents where NZ On Air believes that the level of risk associated with or scope of the agreement or document necessitates this, or where the quality of the electronic signature is not adequate
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B. Policy

Given the recent and ongoing changes to business practices as a result of the growing threat posed by the COVID-19 virus, NZ On Air will be engaging in an electronic contracting process. This will reduce the level of physical contact between senders and recipients of documents such as contracts and will be a more practical approach if working remotely.

Therefore, for the foreseeable future, the process used by NZ On Air for electronically signing funding agreements/documents is as follows. The process for traditional signatures is unchanged.

When a Production, Development or Platform Funding Agreement is finalised, the contracting team will email a non-editable PDF of the agreement (clearly marked and dated as the final version), along with the project budget and proposal, to the Producer, Manager or other authorised person (from here termed “the authorised person”).

The authorised person will be instructed to firstly review the agreement and, if satisfied with its information, terms and conditions, follow one of two processes outlined below.

Option 1: print, sign, scan

Firstly, the authorised person will print out the agreement to be physically signed. The authorised person will sign the necessary pages and, where required by the agreement, have them witnessed. The full printed, signed agreement is then to be scanned back to NZ On Air in colour with the necessary signatures and in a quality of 300 dpi or higher. The authorised person, where reasonably practicable, should endeavour to send the original signed pages back to us at a later date.

Option 2: embed electronic signature

Alternatively, if printing is not reasonably practicable for the authorised person, NZ On Air will accept each signatory adding a digital or electronic version of their signature to the PDF provided that the signature is by way of robust digital authentication (such as DocuSign or Secured Signature). Witnesses may add their signatures electronically in the same way as the signatory, but they must be physically present with the signatory when that is done.

Return of signed document

To help NZ On Air adequately identify the signatory’s approval of the agreement NZ On Air will require them to either:

- email the signed agreement from their own email address, or be CC’d into the email that has the agreement attached.
- If NZ On Air reasonably believes that the correspondence around the agreement or the signed pages do not in any way adequately identify and indicate the signatory’s and/or company’s approval of the agreement we will withhold our counter signature until further steps are taken to satisfy NZ On Air.
- The reasons for NZ On Air withholding consent and approval of the scanned agreement may include, but are not limited to:
 - o the scanned copy being in black and white rather than colour,
 - o the scanned pages being of low quality (such as being grainy, blurry or below the prescribed dpi level)

- the authorised signatory not sending or being copied into any correspondence in relation to the agreement
- the agreement not being witnessed (if required), either by lack of signature or printed name
- the authorised signatory's name not being printed below their signature
- the agreement being sent from an unknown email address without further explanation.

NZ On Air will advise the Producer, Manager or other authorised person as to whether the scanned document is considered adequate or whether certain changes are required.

Following signing and execution of the agreement by NZ On Air, a scanned copy of the agreement will be emailed by our contracting team to the signatory and any other contacts they have indicated as necessary recipients of the agreement. At this point, NZ On Air now consider the agreement binding on the parties.

For further information with regard to this process please contact either Benedict Reid or Conall Aird.

