

WIKI SOCIETY OF WASHINGTON, DC INC.
Board of Directors Meeting

September 7, 2019 at 1:00 PM
Cove, 1666 Connecticut Avenue NW, Washington, DC

Board Members Present: Kirill Lokshin [President]
 Rosie Stephenson-Goodknight [Vice President]
 Diane Shaw [Secretary]
 John Sadowski [Treasurer]
 Robert Fernandez
 Peter Meyer
 Kevin Payravi

Board Members Not Present: Emily Temple-Wood

The meeting was called to order by Mr. Lokshin at 1:35 PM.

1. A motion by Ms. Stephenson-Goodknight to approve the minutes of the June 30, 2019 meeting of the Board of Directors was seconded and passed without dissent.
2. Mr. Lokshin submitted a written report on behalf of the Executive Committee.

[See Attachment A]

3. A proposed resolution concerning the 2019 election of the Board of Directors was discussed. A motion by Mr. Meyer to adopt the resolution as proposed was seconded and passed without dissent. Mr. Meyer noted that Mr. Lokshin, Mr. Sadowski, and Ms. Temple-Wood are up for re-election in 2019.

[See Attachment B]

4. Plans for the 2019 Annual Membership Meeting were discussed. The meeting will be held on December 7 or 8, 2019. Mr. Meyer will inquire with Cove about reserving event space at the Dupont Circle Cove location.
5. The Annual Plan for Fiscal Year 2019-20 was discussed. A motion by Mr. Lokshin to approve the plan was seconded and passed without dissent.

[See Attachment C]

6. The Annual Budget for Fiscal Year 2019–20 was discussed. A motion by Mr. Lokshin to recommend the budget for approval by the membership was seconded and passed without dissent.

[See Attachment D]

7. A proposed amendment to the Communications Policy was discussed. A motion by Ms. Stephenson-Goodknight to adopt the amendment was seconded and passed.

[See Attachment E]

8. A further proposed amendment to the Communications Policy was discussed. A motion by Mr. Sadowski to adopt the amendment was seconded and passed without dissent.

[See Attachment F]

9. The Board convened in executive session.

The meeting was adjourned at 4:33 PM.

Approved on _____, _____.

Diane Shaw
Secretary

Kirill Lokshin
President

ATTACHMENT A

WIKIMEDIA DISTRICT OF COLUMBIA EXECUTIVE COMMITTEE REPORT

September 2019

SUMMARY

- Since the last meeting, we held 2 events with partner institutions, and have 9 more events in the pipeline.
- Fiscal year-to-date, we have recognized revenues of approximately \$60K and expenses of approximately \$111K. We currently hold approximately \$81K in cash, including approximately \$10K in unrestricted funds.

PROGRAMS

Institutional Partnership

Since the last meeting of the Board, Wikimedia DC has held 2 editing workshops and other collaborative events with institutional partners: an event with the National Museum of American History on July 12; and an event with the Library of Congress on August 2-4 .

We have scheduled 9 editing workshops and other collaborative events with institutional partners over the next several months: an event with the National Agricultural Library on September 20; an event with the Virginia Association of Museums on September 23; an event with the United States Army Center of Military History on September 26; an event with the Pan American Development Foundation on September 28; an event with the University of Maryland on October 3; an event with the National Museum of American History on October 4; an event with the Library of Congress on October 5; an event with the National Air and Space Museum on October 8; and an event with Old Dominion University on October 17. We are additionally in discussions to hold events with a number of potential partners, including Mastercard Incorporated, the National Gallery of Art, and the Conference on College Composition and Communication.

Leadership Development and Support

Wikimedia DC is continuing to support two externally-led projects: WikiConference North America and the Women in Red initiative.

FINANCE

Wikimedia DC currently has \$80,899.72 in cash, consisting of \$71,323.66 in restricted funds (which include grant funds associated with the Wiki Art Depiction Explorer and WikipediaSpace 2.0 projects, grant funds administered under the WikiConference North America, Florida

Librarians of Wikipedia Edit-a-thons 2018-19, and Women in Red fiscal sponsorship agreements, and other restricted funds) and \$9,576.06 in unrestricted funds. It is anticipated that the majority of the restricted funds currently held by Wikimedia DC will be expended or returned to the associated funder by the end of the current fiscal year.

Since the beginning of the fiscal year, Wikimedia DC has recognized revenues of \$59,647.30, consisting of \$7,241.59 in restricted funds and \$52,405.71 in unrestricted funds. During the same period, Wikimedia DC has recognized expenditures of \$110,509.58, consisting of \$106,075.30 of program costs and \$4,434.28 of administrative costs.

ATTACHMENT B

1. The 2019 election of the Board of Directors (the “Election”) shall take place from September 30, 2019 to October 28, 2019.
2. The Election shall be conducted in accordance with the Election Policy.
3. For the duration of the Election, the Election Committee shall be comprised of Peter Meyer, Diane Shaw, and Rob Fernandez, with Peter Meyer as the Chair.
4. Nominations for the Election shall be accepted from September 9, 2019 to September 27, 2019.
5. The Secretary is instructed to place upon the election ballot an additional question as to whether the members approve the Annual Budget for Fiscal Year 2019–20 as recommended by the Board of Directors, and authorize the Board to spend funds in accordance with that budget.

ATTACHMENT C

The Annual Plan for Fiscal Year 2019–20 may be found at [https://wikimediadc.org/wiki/Annual_plan_\(2019–2020\)](https://wikimediadc.org/wiki/Annual_plan_(2019–2020)).

ATTACHMENT D

The Annual Budget for Fiscal Year 2019–20 may be found at [https://wikimediadc.org/wiki/Annual_budget_\(2019–2020\)](https://wikimediadc.org/wiki/Annual_budget_(2019–2020)).

ATTACHMENT E

The Communications Policy is amended by renumbering Paragraph 1 of Article III as Paragraph 5 of Article II, and inserting the following text as Article III:

ARTICLE III - SOCIAL MEDIA

1. Definitions.

(a) Social Media Account. A "Social Media Account" shall refer to any account on a social media website which is used to make statements on behalf of Wikimedia DC, or which otherwise describes itself as being associated with Wikimedia DC. The Chair of the Communications Committee shall be responsible for maintaining the list of Social Media Accounts in Appendix A of this Policy, and shall update Appendix A as necessary to maintain said list.

(b) Social Media Statement. A "Social Media Statement" shall refer to any publicly accessible message sent or post made using any Social Media Account, regardless of where and to whom such message or post is addressed.

2. Purpose. The Social Media Accounts shall be used only for the furtherance of the charitable mission of Wikimedia DC, and for the promotion of the programs organized by Wikimedia DC in support of said mission.

3. Access. The Chair of the Communications Committee shall be responsible for managing access to all Social Media Accounts, and shall grant such access on request to any Director, Officer, or employee of Wikimedia DC. The Chair of the Communications Committee shall maintain a list of individuals who have been granted access to each Social Media Account under the terms of this provision.

4. Coordination. The Chair of the Communications Committee shall be responsible for coordinating use of Social Media Accounts and posting of Social Media Statements by the individuals who have been granted access to each account.

5. Generally Prohibited Statements.

(a) Statements Concerning Candidates for Public Office. No Social Media Statement concerning any person holding public office, or any candidate for such office, shall be made without the prior written authorization of the President.

(b) Statements Concerning Legislation. No Social Media Statement supporting or opposing any legislation, whether actual or proposed, shall be made unless a related policy paper has been approved in accordance with the Advisory Committee Policy. No Social Media Statement concerning any legislation without supporting or opposing it shall be made without the prior written approval of the President or the Chair of the Public Policy Committee.

6. Generally Authorized Statements. Except as provided in Paragraph 5 of this Article, the following types of Social Media Statements are generally authorized, and may be made by any person who has been granted access to a Social Media account without further authorization:
 - (a) Statements concerning any program or event planned, organized, or supported by Wikimedia DC, including the outcomes of such programs or events.
 - (b) Statements concerning any program or event planned, organized, or supported by an institutional partner of Wikimedia DC, including the outcomes of such programs or events.
 - (c) Statements concerning any program or event planned, organized, or supported by a Wikimedia organization, group, or individual program leader, including the outcomes of such programs or events.
7. Other Statements. A Social Media Statement which is not specifically prohibited under Paragraph 5 of this Article or specifically authorized under Paragraph 6 of this Article may be made only following review of and concurrence with the proposed statement by at least one other individual who has been granted access to the Social Media Account through which the statement is to be made.

ATTACHMENT F

The Communications Policy is amended by replacing Article III, Paragraph 5(a) with the following:

(a) Statements Concerning Candidates for Public Office. No Social Media Statement supporting or opposing any person holding public office, or any candidate for such office, shall be made.

The implementation of Article III, Section 7 shall be suspended until the adjournment of the next meeting of the Board.