

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

July 21, 2012

Wikimedia District of Columbia, 1875 K Street NW, Suite 500, Washington, DC

Board Members Present: Kristin Anderson  
Nicholas Bashour  
Katie Filbert  
James Hare  
Kirill Lokshin  
Tom Risen  
Tiffany L. Smith

Staff Members Present: Lisa Marrs

Guests: Peter Meyer  
Robert Platt

The meeting was called to order by Mr. Bashour at 2:45 PM.

1. A motion by Mr. Hare to ratify the rescheduling of the June 27 meeting of the Board of Directors to July 21 was seconded and passed without dissent.
2. A motion by Mr. Bashour to approve the Minutes of the June 2 meeting of the Board of Directors in the form previously distributed was seconded and passed without dissent.
3. Mr. Bashour submitted a written report, which was entered into the Minutes:

I'm happy to report that, as a result of Wikimania and Wikimania-related events, we have forged new relationships and advanced our brand in the DC community a bit further.

The Austrian Embassy, where we held our previous Embassy Outreach Initiative event, is open to further partnering with us in the future. The event was attended by approximately 100 individuals, including a few early arrivals at Wikimania. Lisa Marrs wrote an excellent post about the event on our blog, and, hopefully, we will have a video from the concert uploaded onto YouTube soon.

The database of invited and RSVPd individuals to the Google Opening Reception is available on our EventBrite page, but I extract an Excel file from it and add those names to our contact list. The names include many potential partners and collaborators who can be our supporters in future projects. Roberta Shaffer, the Associate Librarian of Congress for Library

Services, praised the professionalism and quality of the Google Opening Reception. Future collaboration opportunities with the Library of Congress are still possible. David Taylor, External Relations and Program Development Officer at the Library of Congress, adds, "We were thrilled to see such a large, diverse and international group of attendees, including many young people. We hope everyone enjoyed being in the Library, viewing exhibitions and special presentations, and meeting members of our staff. Of course, we greatly appreciate Wikimedia's decision to showcase and commend the work of the World Digital Library. Thank you again."

I am positive that future collaborations between Wikimedia DC and the Library of Congress will be an important aspect of Wikimedia DC Programs.

With Wikimania over, we now turn our attention to our fall programs and events. I urge the support of everyone in deciding on what events we want to hold and in helping complete our grant proposal to fund those events. Within the grant proposal, you can see my ideas about what programs and events I think are appropriate for our near future. I encourage everyone who has an idea or a program they would like to start to discuss those ideas with the Board of Directors.

One of the major events is Wiki Loves Monuments. Although this event will not be as large of a scale as I hoped it would be, I think it could still be a success and an important part of our fall calendar. We are currently in the process of working through the logistics of Wiki Loves Monuments, including determining judges and deciding on events to either hold directly or support financially in our services area. I encourage everyone to spread the message about Wiki Loves Monuments and advise potential participants to visit [www.wikilovesmonuments.us](http://www.wikilovesmonuments.us). I also encourage everyone to inform potential participants that, should they need funding to hold small Wiki Loves Monuments events in the United States, such as photo safaris or uploading parties, Wikimedia DC would be happy to accept their microgrant application for consideration of microgrant funding support.

I would like to thank everyone involved in Wikimania 2012, especially Danny B and Lisa Marrs, who went above and beyond their duties in manning the help desk, supporting volunteers, and simply being amazing supporters of this conference. I would like to thank Katie Filbert, who devoted a great amount of time, before and during the conference, to make sure that it is successful, and who traveled to back from Germany just to make sure that the conference goes well. Her dedication to Wikimania 2012 is remarkable. I would like to thank Tiffany Smith, who showed amazing professionalism and courtesy during difficult moments in Wikimania 2012, and I would like to thank the entirety of the Program

Committee, including Deror Lin and Orsolya Virág, who dedicated a great deal of time to create a diverse and enriching Wikimania 2012 program. Many thanks are certainly owed to Julie Perlmutter, our event/conference planner, and Michelle Marie Adams, who were diligent and professional throughout the conference. Finally, I would like to give a special and sincere thanks to James Hare, without whom Wikimania in Washington DC would not have even happened.

4. Mr. Lokshin submitted a written report, which was entered into the Minutes:

Two new membership applications have been received since the last meeting of the Board, bringing the total number of members to 56.

The Corporation has executed a Services Agreement for Wikimania 2012 Transportation with Hello Washington, D.C.! Inc., which will be entered into the Minutes.

[document attached]

5. Mr. Hare submitted a written report, which was entered into the Minutes:

As of 4:00 PM on July 20, 2012, the financial status of Wikimedia DC is as follows:

— Wikimedia DC's assets stand at \$124,022.38, with \$27,810.14 in unrestricted cash, \$16,592.89 in "Events 2012" funding, and \$2,863.37 in our bootstrapping grant funding. With regards to the unrestricted cash, note that most of this is from Wikimania registration, which is subject to refund to the Wikimedia Foundation per our agreement with them; see below. Wikimedia DC also reports \$477.48 in fixed assets, \$39.95 in prepaid expenses, and \$29,018.55 in accounts receivable from Wikimania-related revenue. Additionally, \$47,220.00 of Wikimania funding is being held by the Wikimedia Foundation in their role as our fiscal agent.

— Wikimedia DC has \$378.90 in liabilities, in the form of accounts payable.

— Since October 1, 2011, Wikimedia DC has accrued \$602,848.79 in revenue, including a total of \$105,970.00 from Wikimania 2012 sponsorship, \$41,524.00 in conference registration, and \$32,494.00 from conference accommodation income. Of the total revenue amount, \$400,000.00 is from a gift of the Wikimedia Foundation. Once all Wikimania-related accounts have been settled, we are expected to issue a refund to the Foundation equivalent to all excess funds caused by conference-related income in excess.

— Since October 1, 2011, Wikimedia DC has accrued \$484,415.52 in expenses, including \$475,697.86 in Wikimania-related expenses, a \$1,500.00 sponsorship of a concert at the Austrian Embassy, and \$2,800.00 paid in stipends thus far to our Outreach and Coordination Intern. Note that the Treasurer estimates that there are \$56,748.50 in anticipated, but not yet formally recognized, Wikimania expenses. A full report of Wikimania expenses will be prepared upon the completion of all conference-related business.

— The deadline for requesting reimbursement for Wikimania-related expenses is July 31, 2012. The Treasurer would like to remind everyone to use the expense claim form  
<[http://wikimediadc.org/w/images/a/a3/Expense\\_Claim\\_Form.pdf](http://wikimediadc.org/w/images/a/a3/Expense_Claim_Form.pdf)> in order to seek reimbursement.

— The Treasurer has issued a memorandum on events funding, in consideration of the Events 2012 grant. It is as follows:

Memorandum on GLAM Outreach Events  
June 3, 2012

This memorandum is issued for the purpose of establishing the process by which Wikimedia DC directors, officers, employees, and volunteers may seek the appropriation of Corporation funds for the purpose of gallery, library, archives, and museum (GLAM) outreach. This process is pursued in consideration of the Corporation's bylaws and policies, the conditions of our "Events 2012" grant from the Wikimedia Foundation per our signed agreement letter, as well as the Wikimedia Foundation Strategic Plan. This memorandum is not intended to prejudice the President's authority to set standard operating procedure per the Delegation of Authority policy, nor is it intended to conflict with any policy of the Board of Directors.

I. Introduction

Thanks to a grant from the Wikimedia Foundation, Wikimedia District of Columbia is able to pursue a comprehensive program of events at cultural institutions. The purpose of these events is to recognize areas of mutual interest between cultural institutions in our region and Wikimedia DC, as well as to enhance the Wikimedia projects. These events are pursued with the long-term goals of building lasting relationships with these cultural institutions and growing the local Wikimedia community. With respect to these long-term goals, Wikimedia DC can make the best use of its funds by organizing events in a consistent and orderly fashion.

## II. Requesting funds

Any director, officer, employee, or volunteer looking to hold an outreach event at a cultural institution shall propose the event to the President. The proposal should describe the institution, the nature of the event, as well as estimated costs. The President, after he or she decides that the event is appropriate for Wikimedia DC, shall report the costs to the Treasurer so that he or she can prepare to budget for the event and to pay vendors as necessary. The Treasurer will include the event in the next regular report. The Treasurer has the right to deny a requested expenditure if he or she finds it would jeopardize Wikimedia DC's financial status or if it would be in breach of fiduciary duty.

In consideration of the President's executive authority, the Treasurer will only honor requests for GLAM outreach events made through, or directly from, the President.

In consideration of federal regulations concerning the compensation of individuals, the Treasurer will not approve stipends or other compensation to individuals without the prior approval of the Board of Directors.

## III. Event reporting requirements

All receipts, invoices, and other evidence of indebtedness collected before, during, or after the event must be delivered the Treasurer promptly. A brief report describing the event's attendance and outcomes should also be delivered to the Treasurer in order to demonstrate to donors and grantmakers that funds are used effectively and efficiently. Photographic evidence of the event's occurrence should also be collected where feasible.

## IV. Reimbursement

Where possible, the Treasurer or other authorized fiduciary of the Corporation shall make expenditures on behalf of the Corporation using the Corporation's payment instruments. However, from time to time, incidental expenses will be incurred which an individual will need to make on behalf of the Corporation. If the Treasurer is unable to make the expenditure him- or herself, the individual or individuals operating an event shall make all efforts to seek prior approval from the Treasurer to make a purchase in exchange for later reimbursement. All requests for reimbursement must be made through the standard expense claim form, and all pertinent receipts, invoices, and other evidence of indebtedness shall also be submitted. The Treasurer reserves the right to deny a request for reimbursement. Reimbursement

will be delivered by check or through electronic means.

6. Ms. Filbert submitted a written report, which was entered into the Minutes:

Wikimedia DC outreach initiatives in Baltimore continue, including collaboration with the Walters Art Museum and Baltimore Heritage.

1) In the past months, we have completed a bulk upload of ~20,000 images from the Walters Art Museum, with tremendous help from Ryan Kaldari, Jarek and Jeremy Baron.

2) The Walters Art Museum is organizing a culture "Art Bytes" hackathon next weekend (July 27-29). Jeremy will be attending and hope for more Wikimedia attendees.

<http://thewalters.org/eventscalendar/eventdetails.aspx?e=2711> (Art Bytes)

3) The Walters has a special exhibition "Public Property" and will be holding a "Wiki Loves Monuments" event on August 11. Overall, the event represents some misunderstanding about what "monuments" means. The focus is public artworks, some which are on the National Register of Historic Places or part of a registered historic district. It's too late to change the name of the event, but we will have images uploaded to Flickr (CC license) and after some review, eligible photos can be transferred to Commons in September.

<http://thewalters.org/exhibitions/public-property/monuments.aspx>

On July 18, Walters staff (Dylan Kinnett), Baltimore Heritage (Eli Pousson), Wikimedia Netherlands (Maarten Dammer and Lodewijk), Jeremy, and myself met, and we all have a better shared understanding of Wiki Loves Monuments.

4) Eli is taking the lead on organizing a Wikis Take Baltimore event, as part of Wiki Loves Monuments, in September, and can help in spreading the word about Wiki Loves Monuments.

5) On July 19, I met with Eli, Rachel Kassman (Jewish Museum of Maryland), Amy James (Baltimore City Archives), and Wikipedian Fred Chalfant. We set a goal of having a wiki event once a month for the next few months, including edit-a-thons and workshops. (see Eli's notes below)

6) There now is a Google Group for glam-wiki partnerships in Baltimore, and plans for a follow-up meeting in August.

<https://groups.google.com/forum/?fromgroups#!forum/glamwiki-baltimore>

7) ambassadors! Fred is a great wiki ambassador for Eli, helping guide things. Dylan and the Walters could still use an "ambassador" to help advise. In the interim, Jeremy, Jarek, Ryan and myself are all helping, more from a technical point-of-view on the uploads. He would be open to having an art edit-a-thon, but that needs a Wikimedia co-organizer.

7. Ms. Anderson reported that she had been involved with organizing a Wikipedia Lunch Group at the Library of Congress, and that the group was exploring potential collaboration with the National Archives and the Smithsonian Institution. She further reported that the Corporation had received a donation of tickets to the Newseum, and that Newseum staff had inquired regarding the possibility of holding an outreach event there.
8. Ms. Smith reported that she had attended the "Evidence and Impact: Closing the Gender Data Gap" conference; and that she had spoken to a local women's group regarding the possibility of providing technology training to them.
9. Ms. Filbert submitted a written report on behalf of the Technical Committee, which was entered into the Minutes:

1) We are working on the wikilovesmonuments.us site, with help from local technical volunteer (Jason Spriggs), along with Ryan Kaldari, Peter Ekman and Matthew Roth. More content and input is welcome. If we want to bring Jason or another technical volunteer on in a more formal role, we should explore that. There is plenty of work that could be done on the site, or with tools to help facilitate Wiki Loves Monuments.

2) We will be working in the next month to package the wikimania-related tools (scholarships, already on github, and the drupal) so that others such as the Wikimania 2013 may install them (sans private data) and improve upon them. We have warned them about shortcomings with these tools.

10. Mr. Hare submitted a written report regarding the organization of the Wikimania 2012 conference, which was entered into the Minutes:

I am happy to report that the Wikimania 2012 conference has been conducted successfully, with 1,400 attendees from July 10 through July 15, as well as 700 attendees at the Google Opening Reception at the Library of Congress. During the conference, attendees enjoyed hundreds of conference lectures, as well as keynote presentations by Ada Initiative cofounder Mary Gardiner, Wikipedia founder Jimmy Wales, Wikimedia Foundation Executive Director Sue Gardner, and Archivist of the United States David Ferriero. Wikimania spurred coverage of Wikipedia in the news, including in the Washington Post:

<[http://www.washingtonpost.com/business/technology/wikimania-hits-dc-as-wikipedia-faces-changes/2012/07/14/gJQAqRKxkW\\_story.html](http://www.washingtonpost.com/business/technology/wikimania-hits-dc-as-wikipedia-faces-changes/2012/07/14/gJQAqRKxkW_story.html)>. Additionally, a very positive article was written about the event in the Wikipedia Signpost: <[http://en.wikipedia.org/wiki/Wikipedia:Wikipedia\\_Signpost/2012-07-16/Wikimania](http://en.wikipedia.org/wiki/Wikipedia:Wikipedia_Signpost/2012-07-16/Wikimania)>.

During the conference, feedback from the attendees has been overwhelmingly positive, with an overall impression that the conference was well organized and very interesting. During our post-mortem analysis on Sunday afternoon, we on the organizing team were generally pleased with the outcome, but noted several areas of improvement, including better volunteer coordination. Additionally, there were concerns about numerous last-minute schedule adjustments, room overflows, and an incident with a presentation which was recently disclosed to the Board of Directors. One major flaw pointed out is that the Wikimania 2012 team did not have at its disposal an overall logistical guide, which would have been far more useful in planning and budgeting. In consideration of lessons learned, I met with the Wikimania 2013 team on Monday, July 16 to discuss plans for next year. The final project for the Wikimania 2012 team is to prepare an exhaustive report and strategic plan for the benefit of the Wikimania 2013 team, as well as the settling of all outstanding financial accounts.

11. Mr. Lokshin submitted a written report regarding the first meeting of the Wikimedia Chapters Association, which was entered into the Minutes:

In my capacity as the Wikimedia DC representative to the Council of the Wikimedia Chapters Association (WCA), I attended two days of preliminary, informal discussions among the chapter representatives on July 10th and 11th, which were followed by the first formal meeting of the Council in the afternoon of the 11th.

The preliminary discussions were wide-ranging in topic, and included both strictly preparatory discussions regarding the formal meeting as well as broader philosophical discussions regarding the purpose and planned activities of the WCA. In the course of these discussions, a number of important points were made:

- (1) There is currently considerable uncertainty among the chapters as to the goals and structure of the WCA. While most participating chapters have adopted a positive stance towards the WCA in principle, there is also a certain degree of skepticism, particularly with regard to the initial budget and structure proposals prepared by the interim steering committee.



(2) There is no consensus as to how the activities of the WCA should be funded, and whether this funding should flow from the Wikimedia Foundation (via the GAC or the FDC) or be raised outside the Foundation's funds distribution channels. Several chapters described having moderate success with raising funds outside of the annual Wikimedia fundraiser, primarily through direct debit donations; this is a potential area for Wikimedia DC to explore in the coming year.

(3) Considerable interest was expressed in sharing ideas and best practices among the participating chapters. Asaf Bartov of the Wikimedia Foundation proposed a plan for creating some form of shared knowledge base that chapters could use for this purpose; it is probable that this plan will be implemented in the coming months, in one form or another.

Following the preliminary discussion, representatives from 18 chapters met to convene the Council. Much of the meeting was taken up with procedural matters, including the election of the Chair and Deputy Chair, as well as an extended debate on whether a Secretary-General should be elected. The substantive outcome of the meeting was the formation of two committees, one to prepare a draft budget for the WCA and one to conduct the recruitment process for the Secretary-General. Detailed minutes of the meeting are available at [https://meta.wikimedia.org/wiki/Wikimedia\\_Chapters\\_Association/First\\_meeting/Minutes](https://meta.wikimedia.org/wiki/Wikimedia_Chapters_Association/First_meeting/Minutes).

Plans for the next meeting have not yet been announced; the timeline provided to the committees suggests that one will be held by the end of August at the latest.

12. A motion by Mr. Bashour to adopt a resolution to amend and restate the resolution creating the Fundraising Committee was seconded and passed without dissent, and the resolution was entered into the Minutes:

Resolution No. 1.B3.9 regarding the Fundraising Committee, as adopted by the Board of Directors on June 14, 2011, is hereby amended and restated as follows:

1. The Fundraising Committee shall be an advisory committee to the Board of Directors, and shall consist of several persons who may, but need not, be Directors.
2. The Treasurer shall be a member of the Fundraising Committee ex officio, and shall serve as the Chair of said committee in the same capacity.
3. The role of the Fundraising Committee shall be:

- (a) To advise the Board of Directors on fundraising matters relevant to the mission or business of the Corporation;
- (b) To assist the Board of Directors in preparing grant applications and other solicitation materials on behalf of the Corporation; and
- (c) To assist the Board of Directors in soliciting funds on behalf of the Corporation.

13. A motion by Mr. Hare to adopt a resolution to amend and restate the resolution creating the Legal Committee was seconded and passed without dissent, and the resolution was entered into the Minutes:

Resolution No. 1.B2.7 regarding the Legal Committee, as adopted by the Board of Directors on May 28, 2011 and subsequently amended, is hereby amended and restated as follows:

1. The Governance Committee shall be an advisory committee to the Board of Directors, and shall consist of several persons who may, but need not, be Directors.

2. The role of the Governance Committee shall be:

- (a) To advise the Board of Directors on legal and governance matters relevant to the mission or business of the Corporation; and
- (b) To assist the Board of Directors in preparing and reviewing policies, contracts, and other legal documents.

14. A motion by Mr. Hare to adopt a resolution to amend and restate the resolution creating the Technical Committee was seconded and passed without dissent, and the resolution was entered into the Minutes:

Resolution No. 1.B2.10 regarding the Technical Committee, as adopted by the Board of Directors on May 28, 2011, is hereby amended and restated as follows:

1. The Technology Committee shall be an advisory committee to the Board of Directors, and shall consist of several persons who may, but need not, be Directors.

2. The role of the Technology Committee shall be:

- (a) To advise the Board of Directors on technology matters relevant to the mission or business of the Corporation; and

(b) To assist the Board of Directors in maintaining the technical infrastructure of the Corporation.

15. The draft Grants Policy was discussed and amended. A motion by Mr. Bashour to adopt the policy as amended was seconded and passed without dissent, and the policy was entered into the Minutes:

#### ARTICLE I - PURPOSE AND SCOPE

1. Purpose. The purpose of this Grants Policy ("Policy") is to describe the processes and procedures used by Wikimedia District of Columbia to implement its Small Grants Program ("Program").

2. Scope. This Policy applies all grants applications submitted to, and all grants issued by, the Program.

3. Exclusions. The provisions of this Policy do not apply to individual grants explicitly authorized by the Board of Directors of Wikimedia District of Columbia, nor to grant-making activities conducted by Wikimedia District of Columbia outside the scope of the Program.

#### ARTICLE II - GENERAL PROVISIONS

1. Definitions. As used in this Policy, the following terms have the indicated meaning:

(a) "Prohibited Activity" shall refer to any activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code; or not permitted to be carried on by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code.

(b) "Lobbying Activity" shall refer to any political or legislative activity whose conduct by a corporation exempt from federal income tax Section 501(c)(3) of the Internal Revenue Code is prohibited or restricted.

(c) "President" and "Treasurer" shall refer to the corresponding Officers of Wikimedia District of Columbia, as defined in Article VII of the Bylaws.

(d) "Grants Committee" shall refer to an advisory committee created by the Board of Directors of Wikimedia District of Columbia for the purpose of carrying out certain actions with regards to this Policy.

(e) "Charitable Purpose" shall refer to the purpose and objects of Wikimedia District of Columbia, as defined in Article II of the Bylaws.

2. Legal Requirements. No provision of this Policy shall be interpreted in a manner that conflicts with any applicable law or regulation. It is the policy of Wikimedia District of Columbia to comply with all applicable laws and regulations at all times.

3. Responsibility. The President shall be responsible for the overall implementation of this Policy. The Treasurer shall be responsible for disbursing funds in relation to grants issued by the Program.

### ARTICLE III - ELIGIBILITY

1. Permitted Purposes. The Program shall be authorized to issue grants for any charitable purpose consistent with the Charitable Purpose, except as otherwise provided by this Policy.

2. Prohibited Purposes. The Program shall not be authorized to issue grants for any of the following purposes; and any applications for such grants shall be summarily rejected:

(a) Grants for the purpose of conducting any Prohibited Activity.

(b) Grants for the purpose of conducting any Lobbying Activity.

(c) Grants for the purpose of instituting or conducting a subsidiary or dependent grants program.

(d) Grants for the purpose of purchasing any capital assets with a fair market value of \$1,000 or greater.

3. Permitted Applicants. The Program shall be authorized to issue grants to any person, group, or legal entity, whether located in the United States or elsewhere, except as otherwise provided by this Policy.

4. Prohibited Applicants. The Program shall not be authorized to issue grants to any person, group, or legal entity that meets any of the following criteria; and any applications for such grants shall be summarily rejected:

(a) Grants to any person, group, or legal entity, when the transfer of funds to such person, group, or legal entity would constitute a Prohibited Activity.

(b) Grants to any person, group, or legal entity whose name appears on the Special Designated Nationals List published by the United States Department of the Treasury.

(c) Grants to any corporation, partnership, or similar legal entity which is not a registered non-profit entity under the applicable laws.

(d) Grants to any Officer, Director, or employee of Wikimedia District of Columbia.

5. Permitted Amounts. The Program shall be authorized to issue grants in any amount up to the sum of \$2,500.

#### ARTICLE IV - APPLICATION PROCESS

1. Application for Grant Funding. All grants issued by the Program shall be issued in response to an application for grant funding, which is to be submitted by the person, group, or legal entity requesting the grant.

2. Form of Application. All applications for grant funding under the provisions of this Policy shall be submitted publicly, on a page of the Wikimedia District of Columbia website designated for that purpose by the President.

3. Content of Application. An application for grant funding shall contain, at minimum, the following information:

(a) The full legal name of the person, group, or legal entity requesting grant funding;

(b) The amount of grant funding requested, listed as line items for each projected expenditure; and

(c) A description of the purpose of the grant, containing sufficient detail to establish whether said purpose is consistent with the Charitable Purpose.

4. Review of Application. Each application for grant funding submitted to the Program shall be reviewed by the members of the Grants Committee, who may, but are not required, to provide individual feedback regarding the application to the person, group, or legal entity submitting it.

5. Additional Information. The President and/or the Grants Committee may, at their discretion, request additional information regarding any aspect of the application for grant funding which is unclear or unsatisfactory.

6. Committee Recommendation. No later than fifteen (15) days after the submission of a complete application for grant funding, the Grants Committee shall submit a recommendation to the President regarding said application; which recommendation shall indicate the opinion of the

Grants Committee as to whether the requested grant funding should be issued. In preparing the recommendation, the Grants Committee shall consider the following factors as they relate to the purposes described in the application:

- (a) Fit with the mission and strategic priorities of Wikimedia District of Columbia.
- (b) Potential for impact in the projects that the grant aims to support.
- (c) Availability and readiness of volunteers and other non-financial resources required to implement the grant.
- (d) Past track record of the recipient in managing grants.
- (e) Efficiency of proposed use of funds.
- (f) Sustainability of impact beyond the duration of the grant.

7. Decision. No later than seven (7) days after receiving a recommendation from the Grants Committee, the President shall come to a decision as to whether the requested grant funding should be issued; and shall communicate this decision to the Treasurer, to the Grants Committee and to the person, group, or legal entity requesting the grant funding. In making his or her decision, the President shall consider, but shall not be bound by, the recommendation of the Grants Committee.

#### ARTICLE V - DISBURSEMENT

1. Disbursement. Upon receipt of notice from the President of an approved application for grant funding, the Treasurer shall disburse such funding to the person, group, or legal entity requesting it.

2. Time of Disbursement. The Treasurer shall normally disburse funding in the form of a reimbursement for expenditures. Where appropriate, the Treasurer may, at his or her discretion, issue all or part of the grant amount directly to the recipient as an advance.

3. Return of Unused Funds. Any person, group, or legal entity receiving grant funding from the Program shall be required to return any portion of said funding not used for the purposes specified in the application for grant funding to Wikimedia District of Columbia.

#### ARTICLE VI - REPORTING

1. Report. Any person, group, or legal entity receiving grant funding from the Program shall be required to submit a report regarding their use of

said funding no later than thirty (30) days following the completion of such use.

2. Form of Report. All reports regarding the use of grant funding made under the provisions of this Policy shall be submitted publicly, on a page of the Wikimedia District of Columbia website designated for that purpose by the President.

3. Content of Report. A report regarding the use of grant funding shall contain, at minimum, the following information:

(a) The amount of grant funding spent, listed as line items for each actual expenditure; and

(b) A description of the specific activities conducted using the grant funding, containing sufficient detail to establish whether said activities were consistent with the Charitable Purpose.

4. Supporting Documentation. Any person, group, or legal entity submitting a report regarding the use of grant funding shall submit sufficient supporting documentation to verify the claimed expenditures directly to the Treasurer. Such documentation may take the form of receipts, invoices, or other proofs of payments made.

5. Additional Information. The Treasurer may, at his or her discretion, request additional information regarding any aspect of a report regarding the use of grant funding which is unclear or unsatisfactory.

6. Use of Report. Any person, group, or legal entity submitting a report regarding the use of grant funding shall agree that Wikimedia District of Columbia shall have full rights to use their name and the information contained in said report in printed and electronic materials prepared by Wikimedia District of Columbia, including, but not limited to, materials intended to solicit funds on behalf of Wikimedia District of Columbia.

7. Failure to Report. Any person, group, or legal entity which receives grant funding from the Program but fails to submit a timely report regarding the use of said grant funding shall not be eligible to receive future grant funding from the Program, and may be required to return any received funds.

## ARTICLE VII - MISCELLANEOUS PROVISIONS

1. Unapproved Expenditures. By submitting an application for grant funding, the person, group, or legal entity submitting said application agrees that Wikimedia District of Columbia is not responsible for reimbursing any costs incurred by the applicant in the course of carrying

out any activity described in the application until and unless said application is approved by the President; and that any such costs will not be reimbursed in the event that the application is not approved.

16. A motion by Mr. Bashour to adopt a resolution creating a Grants Committee was seconded and passed without dissent, and the resolution was entered into the Minutes:

1. The Grants Committee shall be an advisory committee to the Board of Directors, and shall consist of several persons who may, but need not, be Directors.

2. The Treasurer shall be a member of the Grants Committee ex officio, and shall serve as the Chair of said committee in the same capacity.

3. The role of the Grants Committee shall be:

(a) To advise the Board of Directors on grant-making matters relevant to the mission or business of the Corporation; and

(b) To assist the Board of Directors in reviewing grant applications submitted to the Corporation.

\* Mr. Hare excused himself from the meeting \*

17. The appointment of members of the Audit Committee was discussed. A motion by Mr. Bashour to appoint Mr. Lokshin and Ms. Smith to said committee was seconded and passed without dissent.

\* Mr. Hare returned to the meeting \*

18. A motion by Mr. Bashour to authorize the solicitation of applicants for all advisory committees was seconded and passed without dissent.

19. The date of the next meeting of the Board of Directors was set to August 18, 2012, at 2:00 PM, at the Corporation's offices at 1875 K Street NW.

The meeting was adjourned at 4:16 PM.

Approved on \_\_\_\_\_, \_\_\_\_\_.

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Kirill Lokshin  
Secretary

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Nicholas Bashour  
President