

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

May 5, 2012

Tenley-Friendship Neighborhood Library, 4450 Wisconsin Avenue NW, Washington, DC

Board Members Present: Kristin Anderson
 Nicholas Bashour
 Katie Filbert
 James Hare
 Kirill Lokshin

Board Members Not Present: Kevin Chen
 Tiffany L. Smith

Guests: Thomas Risen

The meeting was called to order by Mr. Bashour at 2:43 PM.

1. A motion by Mr. Bashour to approve the Minutes of the April 14 meeting of the Board of Directors in the form previously distributed was seconded and passed without dissent.
2. Mr. Bashour reported that a panel on internet freedom and open government had been held at the Estonian Embassy, with approximately 50 guests in attendance; that the event had been covered by a post on the Wikimedia Foundation's blog; and that discussions regarding additional embassy events were ongoing. He then reported that he had received more than ten applications for the position of Communications and Outreach Intern; that he would be inviting five of the applicants for interviews; and that he intended to select a candidate for the position by May 12. Mr. Bashour further reported on the progress of planning for the Wiki Loves Monuments campaign, noting that he was in talks with the Webster Group regarding a potential campaign kickoff event to be held in September, and that an additional grant application would need to be filed to cover costs associated with the campaign. He then reported that he had attended the TransparencyCamp 2012 conference and had led sessions on international transparency there; that he was looking into the potential for holding additional transparency workshops or starting a global transparency project; and that he was in contact with the Sunlight Foundation regarding a potential partnership on this subject.
3. Mr. Lokshin reported that the Corporation had received three new membership applications, bringing the total membership to 54. He further reported that the Corporation had signed an additional Donation Commitment Agreement with the Wikimedia Foundation and a revised License Agreement with the Marvin Center at the George Washington University, and said agreements were entered into the minutes.

[documents attached]

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

As of 5:25 PM, 4 May 2012, our assets stand at \$469,277.81. The breakdown of our assets is as follows:

- Unrestricted funds: \$14,828.36
- Restricted fund, Wikimania 2012: \$63,396.75
- Restricted fund, WMF Bootstrapping Grant: \$3,158.22
- Restricted fund, WMF Events 2012 Grant: \$21,068.69
- Contributions to Wikimania 2012 held by the Wikimedia Foundation: \$306,000.00
- Funds held by PayPal: \$419.49
- Account receivable (sponsorship from Google): \$40,000.00
- Prepaid expenses (hostel reservation): \$19,950.00.
- Fixed assets: \$456.30

Our liabilities stand at \$15,393.00, entirely from unearned revenue relating to the Wikimania 2012 conference.

Since October 1, 2011, we have generated \$473,360.24 in income and incurred \$24,685.64 of expenses. Major revenue sources for the past month include the receipt of the \$22,070.00 Events 2012 grant, while major expenses include the first payment to Potomac Management Resources for registration services (\$2,000.00), the Estonian Embassy event fees (\$610.00) and the purchase of video recording equipment (\$376.31).

An error in a prior report designated \$19,950.00 disbursed to Hosteling International as an expense; this has now been corrected to reflect the expenditure as a prepaid expense.

Mr. Hare further reported that he was in the process of investigating potential co-working spaces, including Affinity Labs, District I/O, and Canvas Coworking, for use by the Corporation.

5. A motion by Mr. Bashour to authorize the President to negotiate and sign a lease for a co-working space, and to pay in advance the full amount of rent through the month of August, not to exceed the sum of \$2,000, was seconded and passed without dissent.
6. Speaking on behalf of the Fundraising Committee, Mr. Hare reported that the Corporation's application for a grant to cover the costs of events for 2012 had been approved, and that a further grant application would be prepared for costs associated with the Wiki Loves Monuments campaign.

* Ms. Filbert left the meeting *

7. The use of alternate titles by members of the Wikimania 2012 conference planning team was

discussed.

8. The draft Non-Discrimination Policy was discussed. A motion by Mr. Bashour to adopt the policy as written was seconded and passed without dissent, and the policy was entered into the minutes:

ARTICLE I - PURPOSE

1. Purpose. The purpose of this Non-Discrimination Policy ("Policy") is to prohibit unlawful discrimination and harassment against persons who are employed by, do business with, or otherwise interact with Wikimedia District of Columbia.

2. Intent. In adopting this Policy, it is the intent of Wikimedia District of Columbia to conform to the spirit, as well as the letter, of all applicable laws and regulations, including Title VII of the Civil Rights Act of 1964, the Age Discrimination Act of 1975, and the Americans With Disabilities Act of 1990.

ARTICLE II - GENERAL PROVISIONS

1. Applicability. The provisions of this Policy shall apply to all current or prospective employees of Wikimedia District of Columbia; to all persons or firms doing business with Wikimedia District of Columbia; to all persons who attend events organized by Wikimedia District of Columbia; and to all other persons who interact with Wikimedia District of Columbia in any manner whatsoever.

2. Responsibility. All employees, volunteers, and other staff of Wikimedia District of Columbia shall comply with this Policy at all times. The President of Wikimedia District of Columbia shall be responsible for disseminating this Policy, for ensuring overall compliance, and for maintaining records in compliance with applicable laws and regulations.

3. Violations. Violations of this Policy shall not be tolerated, regardless of whether or not an actual law has been violated. Wikimedia District of Columbia shall promptly and thoroughly investigate every issue that is brought to its attention in this area and shall take appropriate disciplinary action, up to and including termination of employment.

ARTICLE III - DISCRIMINATION

1. Discrimination. It is the policy of Wikimedia District of Columbia to prohibit discrimination on the basis of race, color, gender, religion, national origin, age, disability, sexual orientation, sexual identity, veteran status, or any other legally protected characteristic.

ARTICLE IV - EQUAL EMPLOYMENT OPPORTUNITY

1. Equal Employment Opportunity. Wikimedia District of Columbia is an equal opportunity employer, and shall not discriminate on the basis of any legally protected characteristic in making employment-related decisions.

2. Applicability. The policy of equal employment opportunity shall apply to all aspects of the relationship between Wikimedia District of Columbia and its employees, including, but not limited to, recruitment, employment, promotion, transfer, training, working conditions, wages and salary administration, employee benefits, and application of policies.

3. Employment of Veterans. To the extent required by law, Wikimedia District of Columbia shall take action to employ, advance in employment, and treat qualified veterans and disabled veterans without discrimination in all employment practices.

ARTICLE V - AMERICANS WITH DISABILITIES ACT

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

(a) “Disability” refers to a physical or mental impairment that substantially limits one or more of the major life activities of an individual. An individual who has such an impairment, has a record of such an impairment, or is regarded as having such an impairment is a “disabled individual”.

(b) A “qualified individual” means an individual who, with or without reasonable accommodation, can perform the essential functions of the employment position that the individual holds or has applied for.

(c) “Reasonable accommodation” means making existing facilities readily accessible to and usable by individuals with disabilities, job restructuring, part-time or modified work schedules, reassignment to a vacant position, acquisition or modification of equipment or devices, adjustment or modification of examinations, adjustment or modification of training materials, adjustment or modification of policies, and similar activities.

(d) “Undue hardship” means an action requiring significant difficulty or expense by the employer. The factors to be considered in determining an undue hardship include: (1) the nature and cost of the accommodation; (2) the overall financial resources of the facility at which the reasonable accommodation is to be made; (3) the number of persons employed at that facility; (4) the effect on expenses and resources or other impact upon that facility; (5) the overall financial resources of the Company; (6)

the overall number of employees and facilities; (7) the operations of the particular facility as well as the entire Company; and (8) the relationship of the particular facility to the Company. These are not all of the factors but merely examples.

(e) “Direct threat to safety” means a significant risk to the health or safety of others that cannot be eliminated by reasonable accommodation.

(f) “Essential job functions” refers to those activities of a job that are the core to performing said job for which the job exists that cannot be modified.

2. Non-Discrimination. It is the policy of Wikimedia District of Columbia not to discriminate against qualified individuals with disabilities in regard to application procedures, hiring, advancement, discharge, compensation, training, or other terms, conditions, and privileges of employment.

3. Accommodation. It is the policy of Wikimedia District of Columbia to reasonably accommodate qualified individuals with disabilities. Wikimedia District of Columbia shall reasonably accommodate qualified individuals with a temporary or long-term disability so that they can perform the essential functions of a job. An individual who can be reasonably accommodated for a job, without undue hardship, shall be given the same consideration for that position as any other applicant.

4. Safety Standards. All employees of Wikimedia District of Columbia are required to comply with safety standards. Applicants who pose a direct threat to the health or safety of other individuals in the workplace, which threat cannot be eliminated by reasonable accommodation, shall not be hired. Current employees who pose a direct threat to the health or safety of the other individuals in the workplace shall be placed on appropriate leave until an organizational decision has been made in regard to the employee’s immediate employment situation.

ARTICLE VI - HARASSMENT

1. Definition. Harassment is defined as verbal or physical conduct designed to threaten, intimidate or coerce. Harassment includes verbal taunting (including racial and ethnic slurs) which, in the employee's opinion, impairs his or her ability to perform his or her job.

2. Harassment. It is the policy of Wikimedia District of Columbia to prohibit harassment, including sexual harassment, in any form.

3. Unacceptable Conduct. Examples of conduct that may constitute harassment include, but are not limited to: comments which are not flattering regarding a person's nationality, origin, race, color, religion,

gender, sexual orientation, age, disability, or appearance; and distribution, display or discussion of any written or graphic material that ridicules, denigrates, insults, belittles, or shows hostility or aversion toward an individual, or group because of national origin, race color, religion, age, gender, sexual orientation, pregnancy, disability, marital status or other legally protected characteristic.

ARTICLE VII - SEXUAL HARASSMENT

1. Definition. Sexual harassment is defined as any unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature when submission to or rejection of such conduct is used as the basis for employment decisions, or such conduct has the purpose or effect of creating an intimidating, hostile, or offensive working environment.

2. Types of Sexual Harassment. There are two types of sexual harassment:

(a) "Quid pro quo harassment", where submission to harassment is used as the basis for employment decisions, or where employee benefits such as raises, promotions, or better working hours are directly linked to compliance with sexual advances. Only someone in a supervisory capacity or having the authority to grant such benefits can engage in quid pro quo harassment.

(b) "Hostile work environment harassment", where the harassment creates an offensive and unpleasant working environment. A hostile work environment can be created by anyone in the work environment, whether it be supervisors, other employees, or customers. Hostile environment harassment consists of verbiage of a sexual nature, unwelcome sexual materials, or even unwelcome physical contact as a regular part of the work environment.

3. Unacceptable Conduct. Examples of conduct that may constitute sexual harassment include, but are not limited to: sexual innuendoes, suggestive comments, jokes of a sexual nature, sexual propositions, and lewd remarks; requests for any type of sexual favor; the distribution, display, or discussion of any written or graphic material, including calendars, posters, and cartoons that are sexually suggestive, or shows hostility toward an individual or group because of sex; suggestive or insulting sounds; leering; staring; whistling; obscene gestures; content in letters and notes, facsimiles, e-mail, that is sexual in nature; and unwelcome, unwanted physical contact, including but not limited to, touching, tickling, pinching, patting, brushing up against, hugging, cornering, kissing, fondling, forced sexual intercourse or assault.

4. Acceptable Conduct. Sexual harassment does not refer to behavior or occasional compliments of a socially acceptable nature. Normal, courteous, mutually respectful, pleasant, non-coercive interactions between employees, including men and women, that are acceptable to and welcomed by both parties, are not considered to be harassment, including sexual harassment.

5. Consensual Sexual Relationships. Wikimedia District of Columbia strongly discourages romantic or sexual relationships between a management or other supervisory employee and his or her staff (an employee who reports directly or indirectly to that person), because such relationships tend to create compromising conflicts of interest or the appearance of such conflicts. In addition, such a relationship may give rise to the perception by others that there is favoritism or bias in employment decisions affecting the staff employee. Moreover, given the uneven balance of power within such relationships, consent by the staff member is suspect and may be viewed by others or, at a later date, by the staff member themselves as having been given as the result of coercion or intimidation. The atmosphere created by such appearances of bias, favoritism, intimidation, or coercion or exploitation undermines the spirit of trust and mutual respect which is essential to a healthy work environment.

6. Burden of Proof for Consensual Sexual Relationships. In all cases, the burden of proving sexual harassment rests with the accuser. However, when charges of harassment are brought by the subordinate employee during or subsequent to such a relationship, and the supervisor claims that the relationship was consented to by the employee, the burden to prove that the relationship was consensual and voluntary shall rest with the supervisor.

7. Notification of Consensual Sexual Relationships. If any Wikimedia District of Columbia employee enters into a consensual relationship which is romantic or sexual in nature with a member of his or her staff (an employee who reports directly or indirectly to him or her), or if one of the parties is in a supervisory capacity in the same department in which the other party works, the parties must notify the President. Although the parties may feel that what they do during non-working hours is their business and not the business of the company, because of potential issues regarding "quid pro quo" harassment, Wikimedia District of Columbia has made this a mandatory requirement. This requirement does not apply to employees who do not work in the same department, nor to parties who do not supervise or otherwise manage responsibilities over the other.

8. Actions with Respect to Consensual Sexual Relationships. Once the relationship is made known to the President, he or she shall review the situation in light of all the facts (including the reporting relationship

between the parties, the effect on coworkers, and the job titles of the parties), and shall determine whether one or both parties need to be moved to another job or department. If it is determined that one party must be moved, and there are jobs in other departments available for both, the parties may decide who will be the one to apply for a new position. If the parties cannot amicably come to a decision, or the party is not chosen for the position to which he or she applied, the parties shall contact the President, who shall decide which party should be moved. That decision will be based on which move will be least disruptive to the organization as a whole. If it is determined that one or both parties must be moved, but no other jobs are available for either party, the parties will be given the option of terminating their relationship or resigning.

ARTICLE VIII - RETALIATION

1. No Retaliation. No hardship, no loss or benefit, and no penalty shall be imposed on an employee as punishment for:

(a) Filing or responding to a bona fide complaint of discrimination or harassment;

(b) Appearing as a witness in the investigation of a complaint; or

(c) Serving as an investigator of a complaint.

2. Consequences. Retaliation or attempted retaliation is a violation of this Policy. Any employee who engages in retaliation or attempted retaliation shall be subject to severe sanctions up to and including termination.

9. The draft Employment Policy was discussed. A motion by Mr. Bashour to adopt the policy as written was seconded and passed without dissent, and the policy was entered into the minutes.

ARTICLE I - SCOPE

1. Scope. This Employment Policy ("Policy") details the employment regulations and practices of Wikimedia District of Columbia.

2. Applicability. The provisions of this Policy shall apply to all past, present, and future employees of Wikimedia District of Columbia, whether paid or unpaid.

ARTICLE II - EMPLOYMENT AT WILL

1. Nature of Employment. An employee's employment with Wikimedia District of Columbia is a voluntary one and is subject to termination by the employee or by Wikimedia District of Columbia at will, with or without cause, and with or without notice, at any time.

2. Nature of Policy. This Policy is not an employment contract and does not express or imply contractual obligations or assurance on the part of Wikimedia District of Columbia. This policy does not promise, and is not to be interpreted as promising, continued employment and does not limit the right of Wikimedia District of Columbia or any employee to terminate employment at any time with or without notice for any or no reason. Nothing in this Policy shall be interpreted to be in conflict with or to eliminate or modify in any way the employment-at-will status of Wikimedia District of Columbia employees.

3. Modification. The policy of employment at will may be superseded only by a written employment agreement approved by the Board of Directors of Wikimedia District of Columbia. The policy may not otherwise be modified by any Officer or employee of Wikimedia District of Columbia.

ARTICLE III - COMPENSATION

1. Salaries and Wages. All salaries and wages shall be set by the Board of Directors. In setting salaries, the Board of Directors shall consider the going rate for comparable work in the nonprofit sector, the need to attract talented employees who will advance the mission of Wikimedia District of Columbia, and the cost of living in the Washington, DC metropolitan area.

2. Annual Reviews. An annual review of salaries and wages shall take place, with adjustments being made to the pay scale as necessary. All salary increases shall be contingent upon the availability of sufficient funds.

3. Bonuses. No bonuses or other performance incentives shall be paid to any employee of Wikimedia District of Columbia.

4. Leave. All employees shall be eligible for paid and unpaid leave, as described in Wikimedia District of Columbia's Employee Attendance and Leave Policy.

5. Other Compensation. No other benefits or compensation shall be granted to any employee, except as specifically authorized by the Board of Directors.

ARTICLE IV - EMPLOYEE CONDUCT

1. Compliance with Policies. All employees are required to comply with all policies of Wikimedia District of Columbia at all times.

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

(a) "Property" shall be defined as any item, such as a computer, furnishing, vehicle, building, supply, or piece of information, that is leased, owned, donated or otherwise in the custodial care of Wikimedia District of Columbia or any person acting as its agent.

(b) "Confidential information" shall be defined as any information in the possession of Wikimedia District of Columbia that is marked with "confidential", "proprietary", "sensitive", or a similar legend.

3. Use of Property. No employee shall use Wikimedia District of Columbia property for personal use. Any employee who has knowledge of any misuse of Wikimedia District of Columbia property is required to notify the President immediately.

4. Confidential Information. Access to confidential information shall be granted on a need-to-know basis. No employee shall knowingly disclose such information to any party, whether within or outside Wikimedia District of Columbia, without the authorization of the President.

5. Public Statements. No employee shall make any public statement on behalf of Wikimedia District of Columbia without the authorization of the President.

6. Drug-Free Workplace. Whenever employees are working at Wikimedia District of Columbia, operating any Wikimedia District of Columbia vehicle, present on Wikimedia District of Columbia premises, or conducting Wikimedia District of Columbia-related work off-site, they are prohibited from using, possessing, buying, selling, manufacturing or dispensing any illegal drug or drug paraphernalia; or being under the influence of alcohol or any illegal drug. Any illegal drugs or drug paraphernalia shall be turned over to an appropriate law enforcement agency and may result in criminal prosecution.

ARTICLE V - TERMINATION

1. Resignation. An employee who wishes to terminate his or her employment with Wikimedia District of Columbia is required to submit a written statement of resignation to the President. The employee's employment shall terminate upon the date indicated in such statement, or immediately upon receipt of said statement if no date is indicated.

2. Severance Pay. No employee shall be eligible to receive severance pay upon termination, except as specifically authorized by the Board of Directors.

3. Payment for Unused Vacation. Any employee who provides at least two weeks' notice prior to termination shall be entitled to receive payment for all unused vacation accrued as of the effective date of termination.

4. Return of Property. Upon termination, the employee shall return any Wikimedia District of Columbia property in his or her possession to the President. The employee's final paycheck, if any, may be withheld until such time as this property is returned.

ARTICLE VI - GRIEVANCES

1. Informal Process. Whenever an employee believes that a situation, condition, or event related to their employment or status is unsatisfactory, and is subject to the control of Wikimedia District of Columbia, they are expected and encouraged to take every reasonable step to resolve their complaints informally through discussions with the President and/or the employee's immediate supervisor. All parties to this informal process shall exercise their best efforts to determine an equitable solution to the grievance, complaint or problem.

2. Formal Process. If all reasonable, informal efforts to resolve a complaint fail, the individual may formalize the complaint as a grievance by placing the complaint in writing; stating specifically the nature, the dates and times and the alleged problem; listing the individuals thought to be responsible; and stating concisely the relief or remedy sought for the grievance. All grievances shall be signed by the individual submitting the matter for review. The individual shall submit the written formal grievance to the President, who shall acknowledge its receipt in writing and shall conduct an appropriate inquiry or investigation into the facts. The President, in conjunction with the Board of Directors, may grant the grievance, deny the relief requested, or provide such other remedy as is deemed just and reasonable. The President's decision shall list the findings, the reasons for the conclusions reached, and the proposed resolution, and shall be issued no later than two weeks after the receipt of the grievance.

ARTICLE VII - ADMINISTRATIVE PROVISIONS

1. Payroll. The Treasurer, or his or her designee, shall maintain a payroll and withhold taxes as required by law. Payment shall be disbursed from a designated payroll account on a bi-weekly basis.

2. Reimbursement for Expenses. Reimbursement for expenses incurred by an employee in performing his or her official duties shall be requested through the submission of an expense claim form to the Treasurer. No reimbursement shall be paid unless adequate documentation of the

expense is provided by the employee. It is the responsibility of the employee to secure authorization for an expense prior to incurring it; unauthorized expenses shall not be reimbursed.

10. The draft Hiring Policy was discussed. A motion by Mr. Hare to adopt the policy as written was seconded and passed without dissent, and the policy was entered into the minutes.

ARTICLE I - SCOPE

1. Scope. This Hiring Policy ("Policy") details the hiring practices used by Wikimedia District of Columbia to recruit personnel for all paid staff positions, both full-time and part-time. It also covers the recruitment of personnel for unpaid and volunteer positions, such as unpaid internships, that entail the completion of specific duties or tasks within a defined period of time.

2. Exclusions. This Policy does not apply to the recruitment of members of the Board of Directors of Wikimedia District of Columbia, of the Officers of Wikimedia District of Columbia, and of members of the Standing, Special, and Advisory Committees of Wikimedia District of Columbia; nor to appointments expressly made by a resolution of the Board of Directors.

ARTICLE II - HIRING PRACTICES

1. Employment by Merit. Employment at Wikimedia District of Columbia is based wholly on qualifications, competence, experience, training, and fitness for the job.

2. Non-Discrimination. Wikimedia District of Columbia prohibits discrimination against current or prospective employees on the basis of race, color, gender, religion, national origin, age, disability, sexual orientation, sexual identity, or any other legally protected characteristics. All staff members involved in the hiring process shall comply with the applicable provisions of Wikimedia District of Columbia's Non-Discrimination Policy at all times.

3. Job Openings and Recruitment. The President of Wikimedia District of Columbia is responsible for disseminating information regarding job openings, and for conducting the recruitment, screening, and selection process.

4. Offers of Employment. Each applicant selected for employment by Wikimedia District of Columbia shall receive an offer of employment letter which shall outline job title, salary, and any additional compensation and benefits.

5. Orientation. The President of Wikimedia District of Columbia is responsible for providing orientation for new employees. Orientation shall include, at minimum, a review of the following items:

- (a) The employee's title, responsibilities, and work hours;
- (b) The employee's salary, benefits, and other compensation; and
- (c) The employment-related policies of Wikimedia District of Columbia.

6. Receipt of Policies. Each new employee shall receive a copy of all employment-related policies of Wikimedia District of Columbia, and shall be required to sign a statement acknowledging receipt of said policies.

ARTICLE III - UNPAID POSITIONS

1. Unpaid Positions. All policies governing the hiring and recruitment of paid staff shall apply to recruitment of unpaid and volunteer positions. Wikimedia District of Columbia is fully committed to fair and professional treatment of all its staff members, including unpaid staff and volunteers. In the event that Wikimedia District of Columbia hires individuals for unpaid internships and other unpaid positions, it shall be the policy of Wikimedia District of Columbia to treat all unpaid staff with the same professional courtesies extended to paid individuals.

ARTICLE IV - COMPLIANCE

1. Compliance with Law. Nothing in this Policy is intended to contravene or circumvent any relevant employment-related law. It is the policy of Wikimedia District of Columbia to comply with applicable laws at all times.

11. The draft Employee Attendance and Leave 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 - SCOPE

1. Scope. This Employee Attendance and Leave Policy ("Policy") details the regulations and practices governing attendance, timekeeping, and paid and unpaid leave for employees of Wikimedia District of Columbia.

2. Applicability. This policy shall apply to all employees of Wikimedia District of Columbia, whether paid or unpaid, and whether full-time or part-time.

3. Exclusions. This policy shall not apply to members of the Board of Directors of Wikimedia District of Columbia ("Board of Directors"), to the Officers of Wikimedia District of Columbia, to members of the Standing, Special, and Advisory Committees of Wikimedia District of Columbia, or to positions expressly appointed by the Board of Directors.

ARTICLE II - ATTENDANCE

1. Attendance. All employees are expected to be present at their designated work location during previously agreed-upon work hours. Employees who experience a delay or emergency that will require them to be more than 30 minutes late in arriving are required to notify their immediate supervisor of their expected arrival time.

2. Unscheduled Absence. When an employee has an unscheduled absence from work, they must notify their immediate supervisor within one hour of their normal starting time. The employee must keep their supervisor informed every day as to when they expect to return to work. In the event that an employee is absent due to a medical emergency, they must contact their supervisor within 24 hours. If the employee is not able to contact their supervisor, then an immediate family member must do so.

3. Off-Site Work. Employees are not permitted to perform work away from the Wikimedia District of Columbia office unless approved in advance in writing by their immediate supervisor.

4. Alternate Hours. Employees may, with approval of their immediate supervisor, work alternate hours, so long as such modifications do not impair the effective operations of Wikimedia District of Columbia.

5. Inclement Weather. It is the policy of Wikimedia District of Columbia to remain open during most periods of inclement weather; however, where extraordinary circumstances warrant, Wikimedia District of Columbia reserves the right to close the facility. If the facility is announced to be closed on a given day, all exempt level staff will receive their regular pay for the day of closure. For hourly employees on a day of closure, an employee will receive an amount equivalent to four hours of base pay for the day. Regardless of whether the facility being open or closed, it is each employee's decision as to whether he or she will report into work during such weather. If an employee elects not to work on a given day, they must inform their immediate supervisor. If an employee elects not to report to work on a day when the facility is open, the employee must use paid leave for the missed day.

ARTICLE III - TIMEKEEPING

1. Hourly Employees. Employees who are paid an hourly wage shall keep

accurate records of all time worked in half-hour increments. These records shall be filed with the Treasurer or his or her designee on a weekly basis. Any misrepresentation of hours worked shall be a violation of this Policy.

2. Exempt Employees. Exempt employees shall not be required to submit records of attendance or hours worked.

ARTICLE IV - PAID LEAVE

1. Eligibility. All paid employees shall be eligible for paid leave. Unpaid employees shall not be eligible for paid leave.

2. Holidays. All employees shall be entitled to paid leave for the following holidays: New Year's Day, Martin Luther King's Birthday, Washington's Birthday (also known as Presidents Day), Memorial Day, Independence Day, Labor Day, Columbus Day, Thanksgiving Day, the day after Thanksgiving Day, and Christmas Day. Wikimedia District of Columbia shall rely on federal law for the definitions of those holidays. When Christmas, New Year's Day or Independence Day falls upon a weekend, a nearby workday shall be designated instead.

3. Vacation. Full-time employees shall be eligible for 15 days of paid vacation per year. Part-time employees shall be eligible for 10 days of paid vacation per year. All employees shall be required to provide a minimum of 5 business days notice to their immediate supervisor prior to using paid vacation, and shall not use more than 5 days of paid vacation per month without the approval of the President. Unused vacation shall not carry over to the next fiscal year, and no pay shall be given in lieu of vacation.

4. Sick Leave. All employees shall be entitled to a maximum of 10 days of sick leave per year. Before returning to work from a sick leave absence of 3 days or more, an employee may be required to provide a physician's verification that he or she may safely return to work. Unused sick leave shall not carry over to the next fiscal year, and no pay shall be given in lieu of sick leave.

5. Jury Duty. Full-time employees who are called to serve as jurors or are subpoenaed to appear before a court as a witness shall receive their regular pay minus any jury duty pay or witness fee received for each work day while in court for jury duty or as a witness. The receipt of a notice to report to jury duty or of a subpoena shall be reported immediately to the President. Wikimedia District of Columbia reserves the right to request that the employee be exempted from jury duty if the employee's services are essential.

ARTICLE V - FAMILY AND MEDICAL LEAVE

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

(a) "Family and medical leave" is an unpaid leave of absence take due to the birth, adoption, or placement of a child in foster care; in order to care for a spouse, son, daughter or parent with a serious health condition; or due to the serious health condition of the employee.

(b) "Serious health condition" is defined as a condition which requires inpatient care, or any period of incapacity or subsequent treatment in connection with inpatient care; or a condition which requires continuing care by a licensed health provider, or which if left untreated, would result in a period of incapacity of more than three days.

2. Eligibility. To be eligible to take family and medical leave under this Policy, an employee must have completed at least one year of service with Wikimedia District of Columbia and have worked at least 1250 hours over the previous 12-month period.

3. Duration. Family and medical leave may be taken for up to 12 work-weeks in each 12 month period. This period is determined by the 12-month period measured forward from the date that the employee first begin taking family and medical leave under this Policy. If the employee takes less than twelve work-weeks of leave for one event, then the employee may use the remaining time for any other event within the 12-month period.

4. Intermittent Leave. Family and medical leave may be taken intermittently whenever medically necessary to care for a seriously ill family member, or because the employee is seriously ill and unable to work. If family and medical leave is taken for birth, adoption or placement in foster care, use of intermittent leave is subject to the approval of Wikimedia District of Columbia.

5. Notice. All employees requesting family and medical leave under this Policy must provide written notice to the President. If possible, the employee must give Wikimedia District of Columbia 30 days notice of his or her plans for taking leave; if 30 days notice is not possible, employees are expected to give notice as soon as practical. An employee who is to undergo planned medical treatment is required to make reasonable efforts to schedule the treatment in order to minimize disruptions to the operations of Wikimedia District of Columbia.

6. Medical Certification. Following a request for family and medical Leave due to an employee or family member illness, Wikimedia District

of Columbia may require medical certification supporting the leave request. An employee shall have 15 days to respond to requests for medical certification.

7. Return. Upon return from family and medical Leave, employees will be restored to their original or an equivalent position with equivalent pay, benefits and other terms and conditions of employment.

8. Exceptions. An employee whose position has been eliminated due to a workforce reduction or filled for reasons of business necessity may not be entitled for reinstatement. Each such case will be reviewed on an individual basis. Before denying any such reinstatement, Wikimedia District of Columbia will notify the affected employee of its intent to deny reinstatement upon return from leave.

ARTICLE VI - MILITARY LEAVE

1. Military Leave. A full-time employee who is a member of an organized reserve unit of the Armed Forces of the United States or the National Guard and who attends a regular military camp shall be granted the time necessary to meet his or her obligation. A full-time employee who is a member of an organized reserve unit of the Armed Forces of the United States or the National Guard who is called into active duty shall be granted a military leave of absence for the period for which they are called. Military leave shall not be counted against vacation days, but shall instead be considered to be a leave of absence without pay.

2. Notice. An employee taking a military leave of absence must give the President immediate notice of the dates of intended absence.

3. Return. An employee taking military leave shall report for work at Wikimedia District of Columbia no later than five days following discharge from active duty. Wikimedia District of Columbia cannot guarantee that any employee will return to the same position which they filled prior to the active duty, but will make every effort to provide an equivalent position.

12. Speaking on behalf of the Corporation's delegation to the Wikimedia New England planning meeting held on April 22, Mr. Hare reported that the meeting was held in Boston, with approximately 20 guests in attendance; that a number of individuals had been designated for particular organizational roles, but that the local Wikimedians were not currently planning to form a corporation; and that interest in participating in the 2012 North American Wiknic and the Wiki Loves Monuments campaign had been expressed.
13. A proposed resolution of support for Wikimedia New England was discussed. A motion by Mr. Hare to adopt the resolution as written was seconded and passed without dissent, and the resolution was entered into the minutes.

1. Wikimedia District of Columbia hereby expresses its support for the establishment of a new Wikimedia chapter in the New England region, to be called Wikimedia New England.

2. The President is instructed to provide, to the extent feasible, such funding, staff, or other assistance as the establishment of Wikimedia New England may require.

3. The Treasurer is authorized to act as a fiscal agent on behalf of the group of individuals seeking to establish Wikimedia New England during the period prior to the incorporation of Wikimedia New England as a legal entity. The Treasurer is instructed to create and maintain separate records for all revenues and expenditures associated with this activity.

14. Plans for obtaining office space for the Corporation were discussed.

15. Plans for outreach activities were discussed.

16. Speaking on behalf of the Wikimania 2012 conference planning team, Mr. Bashour reported that a number of conference sponsors had been identified, including Google (for the sum of \$40,000), Ask.com (for the sum of \$25,000, and potentially the sum of \$40,000), the Encyclopedia of Life (for the sum of \$1,000), WikiHow (for the sum of \$5,000), Wikia (for the sum of \$5,000), the Saylor Foundation (for the sum of \$5,000), the Lounsbery Foundation (for the sum of \$5,000), Irene Lynch (for the sum of \$5,000), and Wikimedia Deutschland (for the sum of \$15,000). He then reported that he was in negotiations with *The Atlantic* and Crowdsourcing.org regarding potential media partnerships. He further reported that he had met with representatives of the Library of Congress regarding the use of the Library as a venue for the VIP reception and conference opening reception; and that the planning team was in the process of finalizing the selection of speakers for the opening and closing plenary sessions.

17. The date of the next meeting of the Board of Directors was set to June 2, 2012, at 3:00 PM, at a location to be determined.

The meeting was adjourned at 5:00 PM.

Approved on _____, _____, _____.

Kirill Lokshin
Secretary

Nicholas Bashour
President