

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

November 13, 2011
Martin Luther King Jr. Memorial Library, 901 G Street NW, Washington, DC

Board Members Present: Nicholas Bashour
 Katie Filbert
 James Hare
 Kirill Lokshin
 Robert C. Platt
 Tiffany L. Smith

Guests: Kristin Anderson

The meeting was called to order by Ms. Filbert at 2:12 PM.

1. A motion by Ms. Filbert to approve the Minutes of the October 9 meeting of the Board of Directors in the form previously distributed was seconded and passed without dissent.
2. Ms. Filbert reported on the progress of outreach events at the DC Library Lab, noting the success of accessibility-related technical workshops. She further reported that the Pratt Library in Baltimore had expressed interest in hosting an event in January.

* Mr. Bashour joined the meeting *

3. Mr. Bashour reported that discussions were underway with the Embassy of Estonia and the Washington European Society regarding a potential joint panel presentation about the role of open source in government, to be held in December.

* Mr. Platt joined the meeting *

4. Mr. Lokshin reported that the Corporation had received two membership applications since the prior meeting of the Board, bringing the total membership to 42. He further reported that Mr. Rosenthal had tendered his resignation from the Board effective November 4.
5. Mr. Hare reported that the Corporation's assets consisted of \$5,111.86 in cash and a network router worth \$79.99, and that the Corporation had no outstanding liabilities. He noted that the cash on hand included \$4,481.82 remaining from a Wikimedia Foundation grant, as well as \$131.67 raised through EventBrite.
6. Speaking on behalf of the Legal Committee, Mr. Platt reported that the committee had reviewed the proposed Wikimedia Chapter Agreement and had provided its comments to the Board.
7. Speaking on behalf of the Wikimania Committee, Mr. Hare reported that a delegation consisting

of Ms. Filbert, Mr. Bashour, and Mr. Hare had met with the Wikimedia Foundation on October 29. He noted that the Wikimedia Foundation was pleased with the progress of planning for the Wikimania 2012 conference, and that Wikimedia Foundation staff had advised the delegation on a number of topics related to the planning process. Mr. Hare further reported that the Wikimedia Foundation had expressed a willingness to act as the Corporation's fiscal agent pending the receipt of 501(c)(3) tax-exempt status by the Corporation.

8. Speaking on behalf of the Technical Committee, Ms. Filbert reported that the committee was preparing the technical infrastructure for the Wikimania 2012 registration and scholarship application processes.
9. A proposed resolution to restructure the planning team for the Wikimania 2012 conference was discussed and amended. A motion by Mr. Lokshin to adopt the resolution as amended was seconded and passed without dissent, and the resolution was entered into the Minutes:
 1. The standing Wikimania Committee is disbanded.
 2. James Hare is appointed as Wikimania Coordinator, and shall be responsible for leading all planning activities for the Wikimania 2012 conference. Nicholas Bashour is appointed as Deputy Wikimania Coordinator, and shall serve in the absence of the Wikimania Coordinator.
 4. The Wikimania Coordinator is authorized to nominate individuals for one or more Assistant Wikimania Coordinator positions at his discretion. The Assistant Wikimania Coordinators shall be responsible for leading planning activities for particular elements of the Wikimania 2012 conference, including, but not limited to, the conference program, venue, catering, sponsorships, scholarships, and so forth. Nominees for Assistant Wikimania Coordinator positions shall be subject to approval by the Board of Directors prior to appointment.
 5. No official positions related to the Wikimania 2012 will be established or recognized except as specified in this resolution or otherwise explicitly authorized by the Board of Directors.
10. Nominations for the position of Assistant Wikimania Coordinator for Sponsorships were discussed. A motion by Mr. Hare to appoint Ms. Filbert as the Assistant Wikimania Coordinator for Sponsorships was seconded and passed without dissent.
11. A motion by Mr. Platt to authorize expenditures of up to \$500 to procure promotional materials, including business cards, for the Wikimania 2012 sponsorships team was seconded and passed without dissent.
12. A proposed resolution to authorize fundraising through EventBrite was discussed and amended. A motion by Mr. Hare to adopt the resolution as amended was seconded and passed without dissent, and the resolution was entered into the Minutes:

1. The Board of Directors authorizes the use of the EventBrite service (<http://www.eventbrite.com/>) for the purpose of soliciting contributions to the Corporation. The authorization shall remain in force until the next meeting of the Board of Directors, pending a review of the EventBrite Terms of Service by the Legal Committee.

2. The President and the Treasurer are authorized to identify specific events in relation to which contributions will be solicited, and to determine the specific contribution amounts to be solicited.

13. A motion by Mr. Hare to designate the Treasurer as the point of contact for Sue Gardner for the current discussions of fundraising agreements between the Wikimedia Foundation and the Wikimedia chapters was seconded and passed without dissent.

14. A proposal to organize monthly events for the members of the Corporation was discussed.

15. A motion by Mr. Hare to appoint Ms. Anderson to the Board of Directors to fill the vacant seat left by Mr. Rosenthal was seconded and passed without dissent.

* The Board entered into executive session *

* The Board returned to open session *

16. Mr. Platt tendered his resignation from the Board and from the Fundraising and Legal Committees.

17. A motion by Mr. Lokshin to appoint Mr. Chen as chair of the Legal Committee was seconded and passed without dissent.

18. The date of the next meeting of the Board of Directors was set to December 11, 2011, at 2:00 PM, at the Martin Luther King Jr. Memorial Library in Washington, DC.

The meeting was adjourned at 4:34 PM.

Approved on _____, _____.

Kirill Lokshin
Secretary

Katie Filbert
President