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

March 8, 2014
Wikimedia District of Columbia, 1629 K Street NW, Suite 300, Washington, DC

Board Members Present:	James Hare [President]
	Kristin Anderson [Vice President]
	Kirill Lokshin [Secretary]
	Peter Meyer [Treasurer]
	Nicholas Bashour
Board Members Not Present:	John Gallagher
	Emily Temple-Wood
Guests:	Dominic McDevitt-Parks [Cultural Partnerships Coordinator]
	John Sadowski

The meeting was called to order by Mr. Hare at 2:18 PM.

1. A motion by Mr. Bashour to approve the Minutes of the February 8 meeting of the Board of Directors in the form previously distributed was seconded and passed without dissent.

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

    I had productive meetings with Alex Wang and Jaime Anstee at the Wikimedia Foundation on how Wikimedia DC can proceed with strategic planning and program design. I have begun our strategic planning process by sending out questionnaires to board members and other volunteers. If you have not submitted your response yet, please do so as soon as possible. I look forward to reading your responses.

    My research into Wikimedia DC's infrastructure continues. We have used Google Docs extensively over the years, but we have not kept all the documents in one organized place. To solve this problem I created a "Wikimedia DC Data" folder on Google Drive, which I have shared with the Board of Directors and with certain individuals on a per-document basis. This folder has a wealth of information, including lists of contacts that should ultimately be migrated into a central CRM. I have also set up a board on Trello, a project management tool used by the Wikimedia Foundation and other high-profile companies, for planning our upcoming events. I may set up other boards for other Wikimedia DC functions; let me know if you are interested in checking it out.

    We have been at our current office for about a year now, so I have been

evaluating our costs and benefits. My concern is that we have been paying $165 for 16 hours when we have not been using anywhere close to that, nor could we generate enough activity to get to that much usage. As a result, we have been paying effectively $27.50 to $55.00 per hour. In addition, our office provider has begun charging a surcharge for using the conference rooms, putting us at a disadvantage since we use the conference rooms exclusively. Our bill last month was $213 for 6 hours of usage, or $35.50/hour.

I have been looking into moving Wikimedia DC's office to Cove <http://cove.is>, a coworking space in Dupont Circle of which I am personally a member. I have obtained from them a quote of $20.00/hour for conference room usage, plus $35/month for mail sorting. Assuming four hours of board meetings plus a monthly evening WikiSalon of two hours, that comes out to $155/month, which is lower than both the $165/month we had been paying and the $213 we were charged last month. The space is also much nicer—it feels less "corporate," access to the space is totally open during business hours (Cove is open until 11 PM on Sunday through Thursday), and guests can help themselves to free coffee, tea, and soft drinks. It also puts our office in proximity to Dupont Circle and all the amenities that entails. All things considered, it is a better deal and I would like for the Board to consider this proposal. Incidentally, our next evening WikiSalon will take place there on Wednesday, March 12 from 7–9 PM; I am covering the space reservation from my personal account.

Last month we held our first NARA scan-a-thon in years with Andrew Lih's class; I am told the event was very successful in digitizing public records. I am also excited by our upcoming events: the second-annual Women in the Arts edit-a-thon on March 30, the Open Government WikiHack at the Sunlight Foundation on the weekend of April 5–6, and our first-ever edit-a-thon with the Library of Congress on Friday, April 11. We also have Tuesday edit-a-thons with Andrew Lih's class coming up on March 18 (Smithsonian Institution Archives), April 1 (National Museum of the American Indian), and April 15 (Freer and Sackler Gallery). I am looking forward to more Wikimedia DC events this spring and summer!

3. Ms. Anderson submitted a written report, which was entered into the Minutes:

    Planning is underway for the first Wikipedia Editathon at the Library of Congress, to be held in the Africa Reading Room on April 11.

    Our WikiSalon at the Kogod Courtyard was well-attended. It is lots of fun to be around motivated people with a high degree of individual initiative who are taking an interest in each others' projects! We are continuing to have some very interesting and productive exchanges of knowledge and

experiences between the volunteers who show up at these unstructured WikiSalons.

I also attended the first Public Policy Committee meeting, and watched this month's GLAM Google Hangout. The idea proposed at the GLAM Hangout of putting together an easy way for new editors to add illustrations sounds promising, and I hope we'll be hearing more about how this develops.

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

Wikimedia DC currently has 66 members in good standing. This represents a net decrease of 9 members since the last meeting of the Board.

Of the 14 members whose memberships were due to expire at the end of February, 3 members renewed, while 11 did not. In addition, 2 new members joined Wikimedia DC during the same period.

There are 13 members whose memberships will expire at the end of March. This number includes 3 members who have opted for automatic renewal, and 10 members who have been actively solicited to renew their memberships.

Wikimedia DC currently has a total of 46 former members who have not renewed their memberships. This group is potentially a good target for soliciting memberships, and I recommend that an attempt to reach out to them be made prior to the end of the fiscal year.

I have been working to transition our draft Form 1023 into the new format issued by the IRS at the end of the last year. I anticipate that this will be complete within the next few days, at which point the new form will be distributed for internal and external review prior to filing.

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

James completed our report to the WMF on our 2013 Outreach grant. I thank him. It seems likely the WMF will think well of the report and our activities. We need their approval.

Our 2014 Projects grant, also from the WMF, has arrived. Now we are well funded for basic activities through at least September.

James is arranging receipt of a grant from Wikimedia-NY associated with the May-June WikiConference USA. Our role is to allocate this to attendees whose travel is to be sponsored.

We have no large recent expenditures.

Our newish Quickbooks Online runs well and saves time but can't always connect to our bank to update its figures. That's happening today. I don't think there's any long run problem.

As of the close of business on March 7, 2014, Wikimedia DC has $14,783.62 in liquid net assets plus $1539.11 in equipment and a small amount in prepaid expenses.

6. Mr. Lokshin submitted a written report on behalf of the Governance Committee, which was entered into the Minutes:

Over the next several months, the Governance Committee plans to prepare drafts of several new and amended policies for review. A preliminary schedule of anticipated draft readiness dates is as follows:

To be completed by the end of March:
- Record Retention Policy (amended and restated)
- Branding and Trademark Policy (new)

To be completed by the end of April:
- Privacy Policy (amended and restated)
- Donor Privacy Policy (new)

To be completed by the end of May:
- Contest and Prize Policy (new)
- Mailing List Access Policy (new)

This schedule is subject to change based on direction from the Board.

7. Mr. Meyer submitted a written report on behalf of the Public Policy Committee, which was entered into the Minutes:

The public policy committee started. We had our first salon-type meeting. We are on the same wavelength and have a lot to learn and materials to develop.

Our immediate goal is to formulate a principled response, or statement, for the U.S. Copyright Office roundtable on Orphan Works. The phrase "orphan works" refers to materials whose copyright owner cannot be identified or cannot be located. Examples include photographs when the photographer is unknown, or a newspaper or book published by an institution that has gone out of business. An interest of Wikimedia DC is helping such materials be usable in Wikimedia, e.g. to illustrate biographical articles, or to transcribe texts onto wikisource to make them searchable and reusable. The Copyright Office has written hundreds of

pages on this issue, and proposed legislation, and there are European proposals too. Our committee has identified a number of principles around which we have a consensus -- notably (1) that the steps proposed by the Copyright Office are good, constructive, and helpful, and (2) that we want the mechanisms of "diligent search" by a potential user for the owner to declare a work an orphan (and therefore usable as fair use at least) to be doable and free or inexpensive and (3) that the statement by a Wikimedia editor that a work is an orphan be straightforward procedurally and technically and properly recorded in the pages (metadata) holding the image or other work. The subject is detailed and our research is underway. We have notes on the chapter's wiki and need to establish a format for a spoken statement or written/submitted comments to the Copyright Office, depending on what is needed for the roundtable.

A major software patents case is to be heard by the Supreme Court on March 31 and I invite Wikimedians to attend. I'll put it on the calendar. It requires getting in line very early in the mornin. It would be possible to arrange speakers on the subject and an associated edit-a-thon, e.g. about Supreme Court cases, many of which are not covered in English Wikipedia.

The WMF counsel's office organizes an advocacy network across Wikimedia (notably the chapters) including some wiki pages on meta. We are connecting to this network and drawings from its resources on copyright.

Our committee evaluated and can confirm that the chapter does not allocate too much of its resources attempting to influence legislation ("lobbying") to be a proper tax-exempt 501(c)3. In brief: we can verify that the chapter allocated far less than 20% of its program expenses in this direction and therefore is in compliance. The Board would benefit from a formal statement of this and we can work out a standard format to make such a statement annually or upon request.

8. Mr. Hare submitted a written report on behalf of the Technology Programs Committee, which was entered into the Minutes:

Committee members James Hare, Maite Fernandez, and Aamir Khwaja have been working with contacts at the Sunlight Foundation to plan the Open Government WikiHack, a hackathon looking to incorporate open government data into Wikimedia projects. The event has been scheduled for April 5–6, 2014. Sunlight has agreed to provide the space and help publicize the event; Wikimedia DC will be paying for the lunch and refreshments for the two-day event. We have recently opened registration, but we will not be advertising it widely until later this month. We would like to hear any ideas for projects at this hackathon.

As this is the first hackathon that Wikimedia DC is organizing since 2011, this will be a chance for us to see what works and what does not work. As long-term considerations, I would like the committee to think of how we can keep these volunteers engaged in the long-term after the hackathon so that the projects do not end up in disrepair.

9. Mr. McDevitt-Parks reported that the scan-a-thon at NARA was a success, with coverage of the event appearing in the New York Times, and noted that the event could serve as a model for future citizen scanning events. He further reported on NARA plans to release the first version of an API for its online catalog this summer, and noted the possibility of organizing an associated hack-a-thon. He further reported that he was in discussion with representatives of the University of Maryland regarding a potential Wikipedian-in-Residence position to be associated with the Chronicling America program.

10. A proposed resolution regarding advisory committee memberships 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 Secretary shall contact each member of the Fundraising, Governance, Grants, and Technical Infrastructure Committees to determine if he or she remains interested in serving on the committee or committees of which he or she is a member.
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> 2. The communication sent by the Secretary shall notify the committee member that he or she has the option to express continued interest in, or to resign from, any or all of the committees of which he or she is a member, and that no response within thirty days shall be considered a resignation from all such committees.
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> 3. Any committee member who does not respond within thirty days of the communication being sent shall be deemed to have resigned from all committees on which he or she serves, and shall be removed from such committees accordingly.
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> 4. The provisions of this resolution shall not apply to any committee members appointed following its enactment.

11. The publication of a position paper on orphan works was discussed.

12. A proposed resolution regarding office space 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 President is authorized to terminate the Corporation's existing lease agreement with O.S.I. Management Inc.
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> 2. The President is authorized to execute a lease agreement with

Livelyhood, Inc. for virtual office services at 1730 Connecticut Avenue NW, Washington, DC (the "Office").

3. The Secretary shall have the sole authority to schedule office and meeting room usage at the Office.

4. The Secretary shall be responsible for tracking usage of hours at the Office to ensure that usage does not exceed six (6) hours per month. Any use in excess of the monthly time allocation shall additionally require the approval of the President.

* The meeting recessed at 3:28 PM and reconvened at 3:40 PM *

13. Available tools for information management were discussed.

14. Plans for the strategic planning process were discussed.

15. A motion by Mr. Hare to appoint Mr. Sadowski to the Public Policy Committee was seconded and passed without dissent.

16. Plans for collaboration with the American Association for the Advancement of Science were discussed.

17. The date of the next meeting of the Board of Directors was set to March 29, 2014, at 2:00 PM, at the Corporation's offices at 1629 K Street NW, Suite 300.

The meeting was adjourned at 4:35 PM.

Approved on _____ ____, _____.

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Kirill Lokshin
Secretary

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James Hare
President