

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

December 6, 2015, at 2:00 PM
Wikimedia District of Columbia, 1730 Connecticut Avenue NW, Washington, DC

Board Members Present: James Hare [President]
 Emily Temple-Wood [Vice President]
 Kirill Lokshin [Secretary]
 Peter Meyer
 John Sadowski
 Diane Shaw

Board Members Not Present: Trisha Melikian [Treasurer]

Guests: Robert Fernandez
 Stephen McFadden
 Walter Gómez Segura

The meeting was called to order by Mr. Hare at 2:28 PM.

1. A motion by Mr. Lokshin to approve the minutes of the October 24 meeting of the Board of Directors in the form previously distributed was seconded and passed without dissent.
2. Mr. Hare, speaking on behalf of the Election Committee, submitted a written report regarding the election of directors.

[document attached]

3. A motion by Mr. Lokshin to appoint Robert Fernandez, Walter Gómez Segura, and Rebecca Williams to the Board of Directors in accordance with Article VI, Section 8 of the Bylaws was seconded and passed without dissent.
4. A motion by Mr. Hare to elect Kirill Lokshin as President, Emily Temple-Wood as Vice President, James Hare as Secretary, and Walter Gómez Segura as Treasurer was seconded and passed without dissent.

** Mr. Lokshin took the chair **

5. The membership of the Audit Committee was discussed. A motion by Mr. Lokshin to appoint Peter Meyer, Emily Temple-Wood, and Robert Fernandez as the members of the Audit Committee, with

Mr. Meyer as chair, was seconded and passed without dissent.

6. A resolution to amend the Advisory Committee Policy was discussed. A motion by Mr. Hare to adopt the resolution as written was seconded and passed without dissent.

1. Amendment. The Advisory Committee Policy is amended:

- (a) By striking Paragraphs 1, 2, and 4 of Article III and inserting:

1. Programs and Partnerships Committee.

- (a) Role. The role of the Programs and Partnerships Committee shall be to advise the Board on programs and associated matters related to the mission and strategic priorities of the Corporation, including, but not limited to, partnerships with other organizations and institutions; and to assist the Board in organizing events and activities, establishing partnerships, and recruiting volunteers.

- (b) Member Qualifications. In appointing the members of the Programs and Partnerships Committee, the Board shall seek persons who support the strategic priorities of the Corporation and can provide satisfactory advice on the Corporation's programs and partnerships.

- (b) By renumbering Paragraph 3 of Article III as Paragraph 2;

- (c) By striking Paragraphs 1(b), 2(b), and 2(c) from Article IV; and

- (d) By striking Article V.

2. Transition.

- (a) Each member of the Cultural Programs Committee and the Technology Programs Committee shall be deemed a member of the Programs and Partnerships Committee.

- (b) The Secretary shall contact each member of the Programs and Partnerships Committee to determine if he or she remains interested in serving on the committee.

- (c) 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, the Programs and Partnerships Committee, and that no response within thirty days shall be considered a resignation from such committee.

- (d) Any committee member who does not respond within thirty days of the communication being sent shall be deemed to have resigned from the Programs and Partnerships Committee,

and shall be removed from such committees accordingly.

(e) The provisions of this paragraph shall not apply to any committee members appointed following its enactment.

** Ms. Temple-Wood left the meeting at 3:00 PM **

7. The Annual Plan for Fiscal Year 2015–16 was discussed and amended. A motion by Mr. Lokshin to approve the plan as amended was seconded and passed without dissent.

[document attached]

8. The Annual Budget for Fiscal Year 2015–16 was discussed and amended. A motion by Mr. Meyer to recommend the budget as amended for approval by the Membership was seconded and passed without dissent.

[document attached]

9. A motion by Mr. Hare to schedule the Annual Membership Meeting for December 12, 2015 at 2:00 PM at Cove, 1990 K Street NW, was seconded and passed without dissent.

10. The Corporation’s annual awards were discussed. A motion by Mr. Hare to award the 2015 Distinguished Service Award to Veronica Erb; to award the 2015 Volunteer of the Year Award to Gerald Shields and Rosie Stephenson-Goodknight; and to instruct the President to furnish complete award citations by the date of the Annual Membership Meeting was seconded and passed without dissent.

** Mr. Fernandez left the meeting at 4:57 PM **

11. The scheduled Supreme Court edit-a-thon was discussed.

12. Plans for dinner meetups and WikiSalons in the coming calendar year were discussed.

The meeting was adjourned at 5:10 PM.

Approved on _____, _____, _____.

James Hare
Secretary

Kirill Lokshin
President