

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

September 26, 2022 at 8:00 p.m.
Conference Call

Board Members Present: Peter Meyer [President]
Diane Shaw [Secretary]
John Sadowski [Vice President]
Sara Snyder [Treasurer]
Robert Fernandez
Kevin Payravi

Board Members Not Present: Kelly Doyle
Gerald Shields

The meeting was called to order at 8:07 p.m.

1. The Board reviewed the minutes for the Board of Directors meeting held on July 18, 2022. A motion by Mr. Payravi to approve the minutes was seconded by Ms. Snyder and passed without dissent.
2. Mr. Meyer presented the Executive Committee report. He summarized recent activities since the last Board meeting on July 18, 2022.

Activity and events

Ms. Cetrone, the WMDC Institutional Partnerships Manager, ran four events since the last board meeting:

- Women in Virginia history editathon at City of Fairfax regional library Aug 14th
- (Re)writing history editathon at the Peale (museum) in Baltimore, Aug 15th
- National Gallery of Art's "Called to Create" editathon on Sept 23 and 24
- DC History Center's planned editathon about DC Home Rule and Statehood had to be postponed and will be rescheduled
- WikiCred introductory presentation on Sept 21

WMDC also supported other events:

- Wikimania, Aug 11-14 Pittsburgh meetup
- Advocacy and Invention: Women's history editathon on Sept 15 with the National Museum of American History, the Cooper Hewitt, Smithsonian Design Museum and the American Women's History Initiative

Upcoming events

- WikiConference North America, joint with OpenStreetMap and other Wikimedia affiliates, Nov 11-12
- DC History editing event will be rescheduled

Some members of the Board attended in-person Wikimania events in Pittsburgh, which had been organized by the Ohio Wikimedians.

The organizers of the 2022 WikiConference North America, which will be held virtually only, are seeking proposals for sessions.

Finance:

WMDC has \$16,625.22 in its bank and Paypal accounts, some of which are restricted funds for programs that the chapter administers for or with the Wiki Art Depiction Explorer project, WikiConference North America, WikiWomen's User Group, and Women in Red.

WMDC has two contracts for Hacks/Hackers, including one to run small grants for WikiCred, and the other to support the ARTT initiative to address misinformation about vaccines. Phase one of the ARTT contract has been completed. A second contract is being drafted for phase two, which will bring in revenue from October 2022 through next fall. The two Hacks/Hackers contracts combined provide nearly \$2000 per month.

The next relevant Wikimedia Foundation grant application period opens in March 2023. WMDC hopes to apply for a substantial grant.

Mr. Meyer reported that Wikimedia New York City is willing to hold grant money for WikiConference North America this year and he is in contact with their Board about it.

Public policy:

Mr. Meyer reported that Kate Ruane of the Wikimedia Foundation's Global Advocacy Program would be holding a presentation on the Foundation's position on anti-surveillance advocacy on Thursday September 29th, and that Board members are invited to attend.

Mr. Meyer said he had not heard any details yet about the activities at the Wikimedia Summit held in Berlin from WMDC's virtual attendees, including Wikimedia DC Institutional Partnerships Manager, Ariel Cetrone; and Omar from Wikimedia Mexico. The Summit was focused on governance-related matters, such as drafting the Movement charter, communications, hubs, and the global council initiative.

The Wikimedia Foundation is offering grants for communities to talk about, promote, and/or survey community hubs. Central Europe and Wikimedia France have gotten grants to hire a hub developer. Ms. Cetrone could do some preliminary information gathering about the potential of starting a hub in the United States.

3. WMDC tax matters update:

The essential documents required for the chapter to be reinstated to tax-deductible nonprofit status have been filed with the Internal Revenue Service. Form 1023 was just submitted, together with four years of 990-EZ forms (2017–2020); and form 8822-B for the address change identifying the “responsible party” was filed earlier this year. Mr. Meyer, Mr. Sadowski and Ms. Snyder are the main Board members who have been preparing the documents. It may take several months to hear back from the I.R.S. about the paperwork submitted by the Board, although with the help of a taxpayer advocate and the filing of form 911 to request expedited service it may be possible to have a faster response. The public documents, including the 990s and the W-9, have been posted on the WMDC website. The next tax filing will be due in February 2023, and it should be an easier process after this experience that the Board has recently gained.

When WMDC regains its 501(c)(3) status, the Board could submit a grant proposal to the Wikimedia Foundation and ask that the chapter receive early consideration rather than having to wait for the next grant cycle. In the meantime WMDC can draft a grant proposal for the Foundation, continue to apply for grants that it is eligible for, and take steps to reduce expenses.

Mr. Meyer said he would keep AFCom updated on the progress that WMDC is making towards reinstatement of its non-profit status. Mr. Payravi noted that AFCom currently shows that WMDC has submitted an incomplete report, and we need to find out what information is still needed.

Mr. Meyer reported that a BRA-25 biannual report form has been submitted to the District of Columbia and he believes that WMDC is up to date with its DC paperwork.

4. Board elections

Mr. Meyer, Mr. Payravi and Ms. Shaw’s positions are up for re-election this year. The Board members who are not up for re-election will form the Election Committee, including Ms. Doyle, Mr. Sadowski, Mr. Shields, Ms. Snyder and Mr. Fernandez. Information about the election will be posted on the WMDC website.

Mr. Sadowski noted that the Board needs to pass a simple resolution to form the Election Committee for this year, which can be based upon the resolution from last year. The

proposed budget for 2023 also needs to be drawn up, and any bylaws changes which might need to be voted on.

Mr. Shields has offered to help clarify the DC government rules for offering online voting. It is important to have a secure way to verify that voters are qualified, and that no one is able to vote more than once. Offering an online election would be ideal, and would save time and money. However, if it is not possible to run an entirely online election this year, the cover letter for the ballot mailing could encourage members to submit their ballots via email, although in that case their ballots would not be submitted anonymously.

The Board discussed the timing for the nomination period and the election itself. Candidates would be solicited in October, and the voting period would be held in November. The conclusion of the election would be announced in December, and the chapter's annual meeting could be held then.

Mr. Meyer presented the updated election resolution and moved to pass it; Mr. Fernandez seconded the motion, and it passed unanimously.

Election resolution: The nomination period for the annual election will be October 1–25. The election period will be November 14–December 12. The nominations for the new members of the Board of Directors will be to replace Mr. Meyer, Ms. Shaw, and Mr. Payravi. The plan is to elect three Board members and to appoint three more. The appointees will be selected by the Board at the meeting after the election.

Mr. Sadowski and Ms. Snyder will put together the budget proposal. They noted that the WMDC membership list needs to be updated before the ballots are mailed out.

5. New business:

Mr. Sadowski noted that, pursuant to the Delegation of Authority Policy, Mr. Meyer had delegated authority to Mr. Sadowski to make two small disbursements relating to tax and legal filings.

6. The Board went into Executive Session to discuss financial matters related to the 501(c)(3) reinstatement process in greater depth.

The meeting was adjourned at 9:26 p.m.