

Explanation of the division of tasks and responsibilities between board, staff and volunteers of Wikimedia Nederland

Frans Grijzenhout, Sandra Rientjes

V04 Utrecht, December 10, 2013.

Introduction

In 2010 Wikimedia Nederland chose to initiate a professionalization process. This is the direct result of the success of Wikimedia Nederland as a volunteer organization in the years before. More activities were carried out, there was more interest from the outside world in these activities, more external contacts, and more commitments for the volunteers.

There was a rising need for a small core team of paid staff that could help to improve and expand the activities, ensure continuity, and undertake supporting tasks so that volunteers can work under optimal conditions.

A major milestone was the appointment of a director in 2012, and soon thereafter employees for communication, community support, project management, finances and office management.

De Vereniging Wikimedia Nederland is an association according to Dutch law. The formal structure is laid down in the Articles of Association. The following description of the division of tasks and responsibilities is an elaboration of this formal document.

Stakeholders

Within Wikimedia Netherlands there are a number of different players or stakeholders.

- The **Annual General Meeting of Members (AGM)** is the highest and final decision taking organ of the association
- **Board of trustees**, some of whom have a specific role and responsibility: President, Secretary, Treasurer, and/or have responsibility for a specific portfolio such as community relations or GLAM. The Board is appointed by the AGM.
- **Director of Wikimedia Nederland**. The director is appointed by the Board.
- **Staff members**. Selected by the Director and formally appointed by the Board.
- **Volunteers**

Mandates and frameworks

According to Dutch law the executive power within WMNL lies with the AGM. It is the AGM that elects board members and it is the AGM that mandates executive power, within a certain framework, to the Board. And the Board mandates the director, again within certain frameworks.

A framework sets goals: what needs to be achieved. It also sets limits - substantive, financial, formal, time bound. The Annual plan and Budget are prepared by the staff, within guidelines from the Board. The Board presents the final draft to the AGM which has the power to adopt, reject or amend. Once approved by the AGM the final Annual Plan and Budget act as a framework for the Board and the Director.

Trust and control

The basis of the whole system is trust. Trust that people are competent, trust in good faith, trust that people care for the organization. And trust also that people know when they have to report back about the activities undertaken.

Next to trust there is 'control'. With transparent frameworks it is not hard to set clear guidelines for reporting and control cycles. It demands also from the 'higher level' the willingness to intervene when things might go wrong.

Tables

Within WMNL, we have identified some 40 different processes or tasks involving the various stakeholders throughout the year. These tasks are clustered into 4 groups.

- Finance
- Communication
- Human resources
- Organization

We matched these tasks with 3 different roles that more or less coincide with our organizational structure.

- Responsible for preparatory processes
- Executive responsibility
- Decision making authority

In the tables, the stakeholders are listed on the intersection of process and role. The tables provide a high level overview. In order to enhance understanding the first two processes are described in detail.

1 Responsibilities regarding finance

Process	Preparatory processes	Executive responsibility	Decision making authority	notes
Annual budget	<i>Director</i>	<i>Treasurer</i>	<i>AGM</i>	
Annual Report	<i>Director</i>	<i>Treasurer</i>	<i>AGM</i>	
Contracts & formal agreements		<i>Director</i>	<i>Director < € 5000</i> <i>Director + 2 board members > € 5000</i>	
Purchases		<i>Treasurer</i>	<i>Director < € 5000</i> <i>Director + 2 board members > € 5000</i>	
Payment processing	<i>Financial assistant</i>	<i>Director</i>	<i>Treasurer</i>	
Administration	<i>Financial assistant</i>	<i>Director</i>		
Intermediate financial reporting	<i>Financial assistant</i>	<i>Director</i>		
Formal financial control	<i>Treasurer</i>	<i>Accountant</i>	<i>AGM</i>	
(Annual) FDC grant	<i>Director</i>	<i>Director</i>	<i>Treasurer</i>	<i>Based on approved Annual Plan</i>
Collect other funding partners	<i>Director</i>	<i>Director and Treasurer</i>	<i>Board</i>	
Contribution	<i>Finance assistant</i>	<i>Director</i>	<i>Fixation: AGM</i> <i>Collection: Treasurer</i>	
Financial project management	<i>Financial assistant</i>	<i>Director</i>	<i>Board</i>	

1.2 Detailed description of the Annual budget process

- First draft made by *director supported by staff member finances*
- *Treasurer* provides guidelines and monitors process and presents the intermediate budget proposal to the *board of trustees*.
- *Board of trustees* discuss the intermediate budget, proposals for change are discussed with the *treasurer*.
- Intermediate budget is adapted by *director* under supervision of *treasurer*.
- *Treasurer* submits the final budget proposal to *general assembly*.
- Discussion in *general assembly* between individual *members* and the *board*, possibly leading to some changes.
- Changes are voted for and in the end the (adapted) annual budget must be approved by the *general assembly*.
- Annual budget is published on <http://nl.wikimedia.org>

Summary

- Preparation: *director*
- Executive responsibility: *treasurer*
- Decision making : *general assembly*

2 Human resources / staff

Process	Preparatory processes	Executive responsibility	Decision making authority	notes
General terms and conditions of employment	<i>Director</i>	<i>Board member HR</i>	<i>Board</i>	
Recruitment and selection process	<i>Director</i>	<i>Board member HR</i>	<i>Director</i>	<i>Except for the Executive position itself were decision making lies with the Board</i>
Appointments		<i>Director</i>	<i>2 board members</i>	
Assessments		<i>Director</i>	<i>Director</i>	
Training and coaching		<i>Director</i>	<i>Director</i>	
Day to day office operations		<i>Director</i>		
Executive position	<i>Director</i>	<i>Board member HR</i>	<i>Board</i>	

Detailed description of recruitment process

- Director decides if it is necessary and possible to hire (additional) staff, within the boundaries of the annual plan and budget (*Board of trustees*) and the current workload.
- Job description prepared by the *director*, in consultation with *board member HR* and/or specialized volunteers.
- Job description published by *director*.
- Ad hoc selection committee appointed: *director, board member HR, volunteer*.
- Selection process itself: first selection made by *director*.
- 1st round and 2nd round of interviews with applicants by the *selection committee*.
- The *selection committee* comes to a recommendation of one or two preferred candidates. Final choice made by the *director*.
- Terms and conditions discussed with candidate by the *director*, within the boundaries of the term and conditions established by the board of governors
- Formal contract with candidate signed by two Board members, usually board member HR and treasurer

Summary

- Preparation: *director*
- Responsibility: *board member HR*
- Decision: *director*

3 Communications

Process	Preparatory processes	Executive responsibility	Decision making authority	notes
Communication plan	<i>Staff member communication</i>	<i>Director</i>	<i>Board</i>	
House style, use of trademarks etc.	<i>Staff member communications</i>	<i>Director</i>	<i>Director</i>	
Relation management (external partners)	<i>Director</i>	<i>Board</i>		
Communication with community	<i>Staff member communications</i>	<i>Director</i>	<i>Board member community</i>	
Website and wiki management	<i>Staff member communications</i>	<i>Director</i>		
Materials for external communication	<i>Staff member communications</i>	<i>Director</i>		
Newsletter	<i>Staff member communications</i>	<i>Director</i>	<i>Board member PR</i>	<i>With the input of volunteers</i>
Social media	<i>Staff member communications</i>	<i>Director</i>	<i>Board member PR</i>	
Press contacts		<i>Director in co-operation with chairman of the Board</i>		
Public Affairs		<i>Board</i>		
Community events	<i>Staff member communications</i>	<i>Director</i>	<i>Board member Community</i>	
Annual conference	<i>Staff member communications</i>	<i>Director</i>	<i>Board members Community & PR</i>	

4 Organization

Process	Preparatory processes	Executive responsibility	Decision making authority	notes
3-year Strategic Plan	<i>Director</i>	<i>Board</i>	<i>AGM</i>	
Annual plan	<i>Director</i>	<i>Board (drafting) Director (implementation)</i>	<i>AGM</i>	<i>See also Finance</i>
(Changes of) Articles of Association	<i>Secretary Board</i>	<i>Board</i>	<i>AGM</i>	
(Organization of) General Assembly	<i>Staff member office management</i>	<i>Director</i>	<i>Secretary</i>	
Membership administration	<i>Staff member office management</i>	<i>Director</i>	<i>Secretary</i>	
Convocation + Agenda Board meeting	<i>Secretary with input from other Board members and Director</i>	<i>Chairman</i>	<i>Board</i>	
Minutes Board meetings + publication on wiki		<i>Secretary</i>	<i>Board</i>	
Communication of board decisions	<i>Staff member communications</i>	<i>Secretary</i>		
Recruitment and assessment board members		<i>Chairman</i>		
Appointment Board members	<i>Chairman</i>		<i>AGM</i>	
Contacts WMF		<i>Director in close cooperation with Board members</i>		<i>f.e. Treasurer for grant appeals, Chairman for organizational subjects, etc.</i>
Contacts directors and staff other Chapters	<i>Director, individual staff members</i>	<i>Director</i>		
Contacts with board members other Chapters		<i>Chairman of the Board and/or individual Board members for specialized subjects</i>		
Office management f.e. reception, cleaning, Inventory, IT, administration, archiving, etc.	<i>Staff members</i>	<i>Director</i>		<i>See also HR</i>

Addendum – Board members and Staff as per December 12, 2014

Board of trustees	
Frans Grijsenhout	<i>Chairman, HR</i>
André Engels	<i>Secretary</i>
Jan Anton Brouwer	<i>Treasurer / education programme</i>
Ad Huikeshoven	<i>International affairs/ education programme</i>
Justus de Bruijn	<i>GLAM partnerships / communication</i>
Marlon The	<i>Project Nature</i>
Ronn Boef	<i>Community</i>

Staff	
Sandra Rientjes	<i>Director</i>
Denise Jansen	<i>Communication & community</i>
Sindy Meijer	<i>Communication, social media</i>
Sebastiaan ter Burg	<i>Project manager</i>
Vacancy	<i>Project manager</i>
Jolanda Adelaar	<i>Office management and finance</i>