Co-option in volunteer Wikimedia boards

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Co-option is a process of adding <u>appointed</u> Board members to the Board members that have been elected

It can be a challenge for volunteer Wikimedia boards

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- **Background & Board Structure of WMIL, WMUK, WMF**
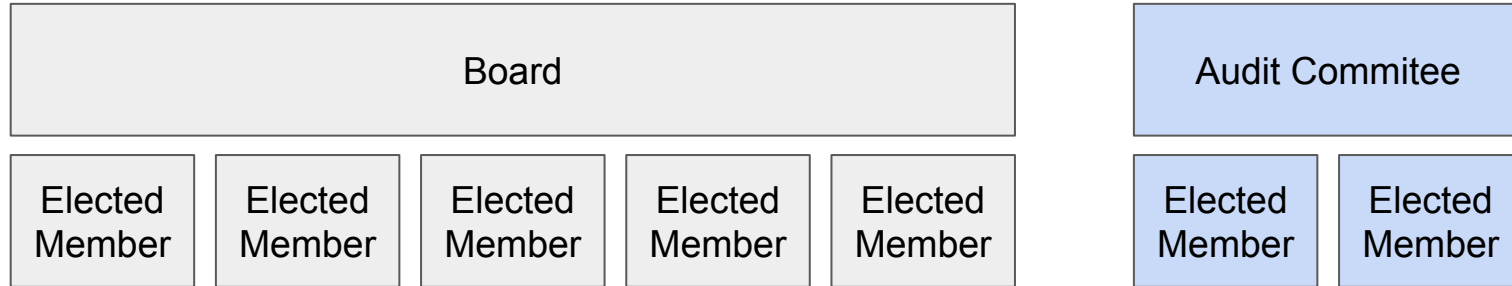- **Discussion**
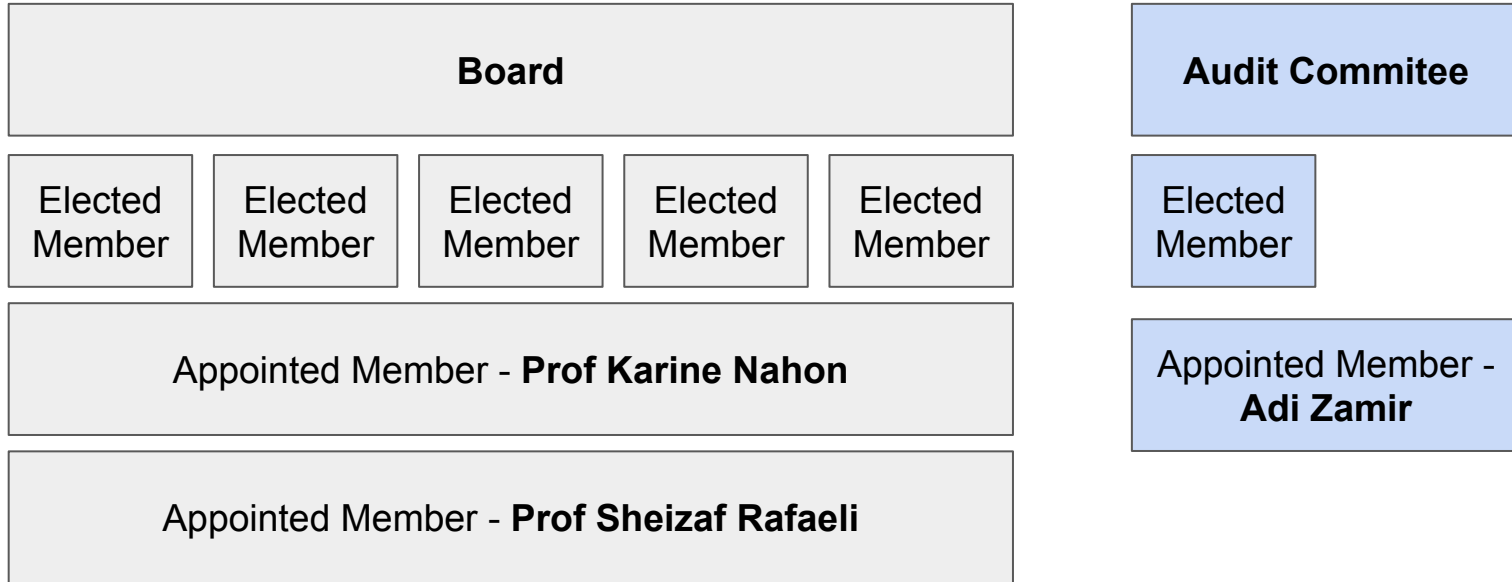- **Q&A**

Co-option in volunteer Wikimedia boards

Wikimedia Israel Background

Itzik Edri, Board Chair, Wikimedia IL
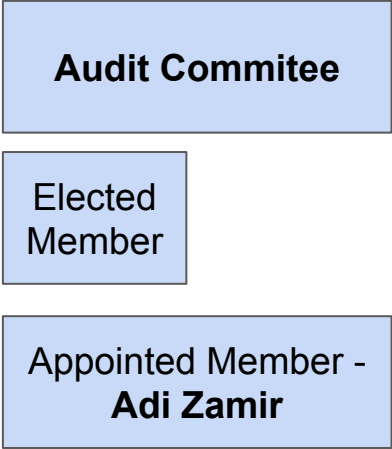
WMIL's Board Structure until 2013

Board				
Elected Member	Elected Member	Elected Member	Elected Member	Elected Member

Audit Commitee	
Elected Member	Elected Member

WMIL's Board Structure after 2013

Board

Elected Member	Elected Member	Elected Member	Elected Member	Elected Member

Appointed Member - **Prof Karine Nahon**

Appointed Member - **Prof Sheizaf Rafaeli**

Audit Commitee

Elected Member

Appointed Member - **Adi Zamir**

WMIL's Board Structure - Proposal for 2017

Board				
Elected Member	Elected Member	Elected Member	Elected Member	Elected Member

Appointed Member - **Prof Karine Nahon**

Appointed Member - **Prof Sheizaf Rafaeli**

Appointed Member - **Arabic society**

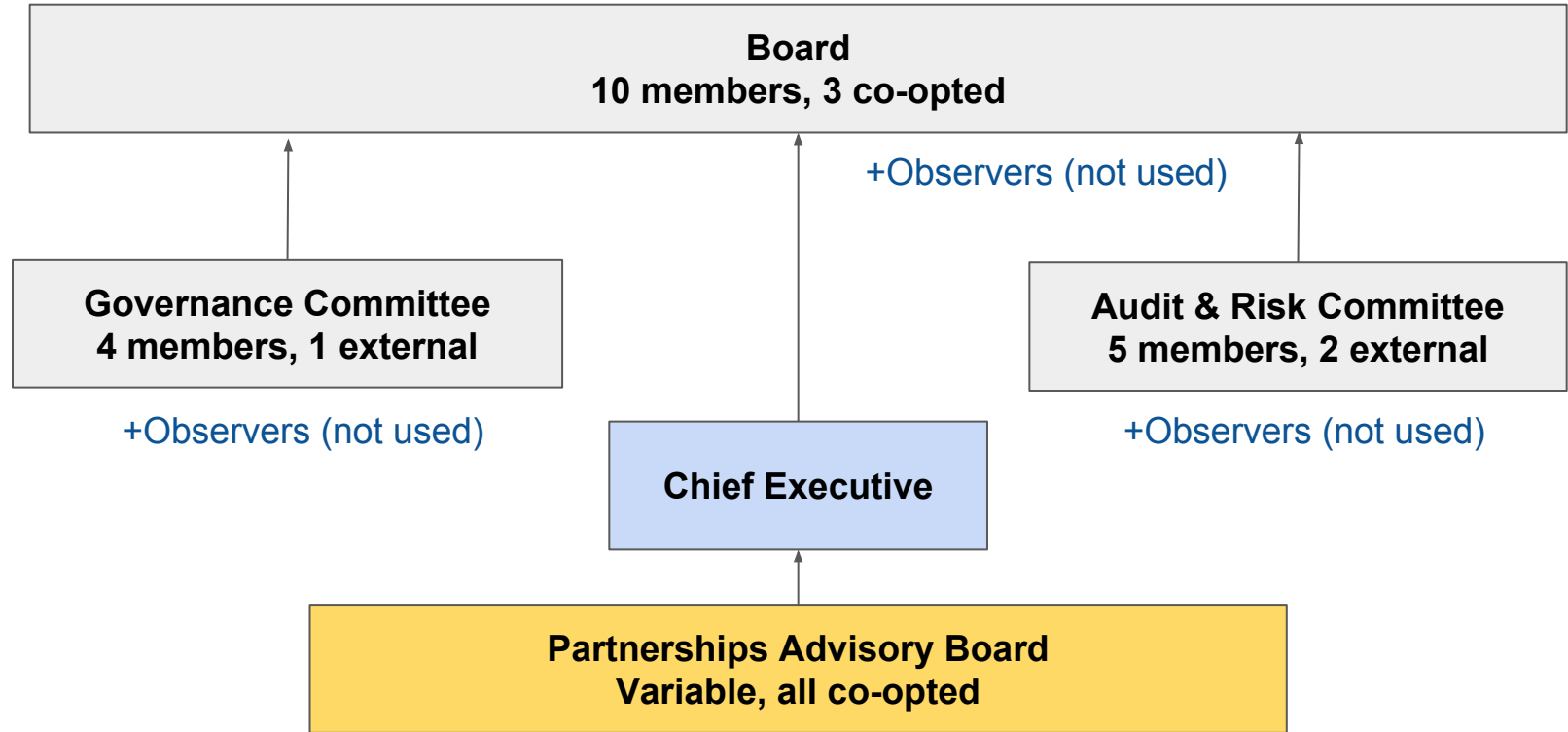**Audit Commitee**

Elected Member

Appointed Member - **Adi Zamir**
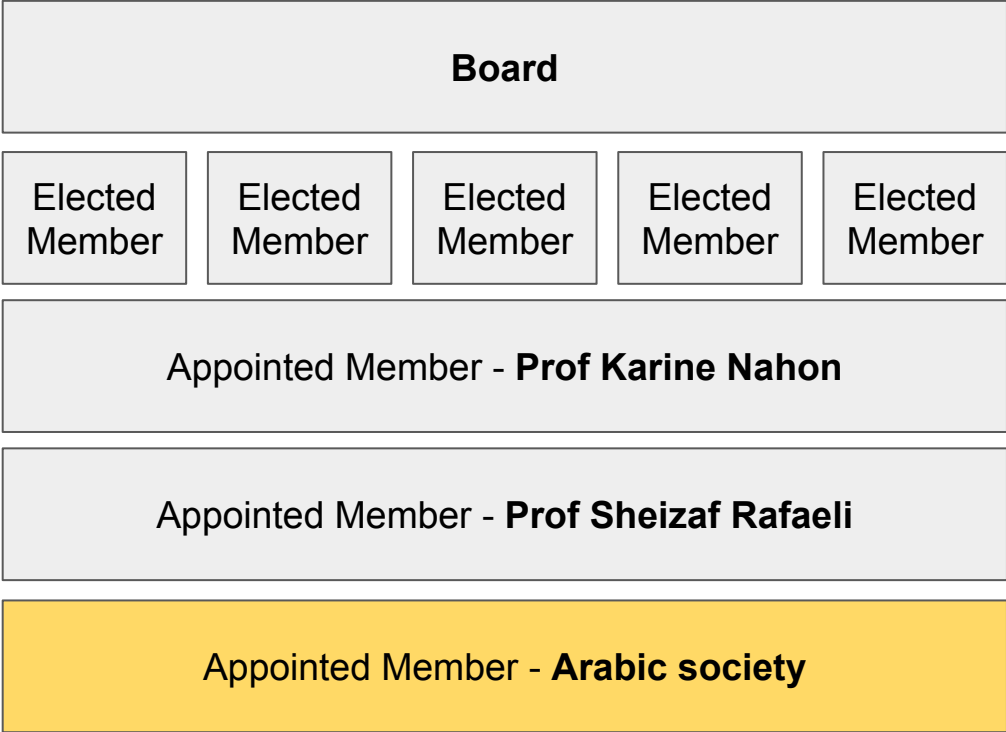
Co-option in volunteer Wikimedia boards

Wikimedia UK Background

Michael Maggs, Board Chair, Wikimedia UK

WMUK's Board Structure

Board
10 members, 3 co-opted

+Observers (not used)

Governance Committee
4 members, 1 external

+Observers (not used)

Audit & Risk Committee
5 members, 2 external

+Observers (not used)

Chief Executive

Partnerships Advisory Board
Variable, all co-opted

Advisory. Not part of formal board structure

WMUK's Board Structure

WMUK's Articles of Association

The Board usually comprises 7 Elected Members elected by the charity at its General Meetings, and 3 co-opted Members appointed by the Board. From time to time, in the interests of the charity, a further Co-opted Member may be appointed by the Board.

Principles

The board is legally responsible for the **overall direction, effectiveness, supervision and accountability** of WMUK.

- No separate reserved "seats"
- Co-opted members are full voting members of the board
- Allows for non-voting 'observers' if we need them
- Very flexible approach

WMUK's Board Structure

Why?

- Brings in valuable perspectives and experience
- Broadens our scope and ambitions
- Ensures we remain a truly independent charity

Who?

People with a lot of experience in:

- The GLAM sector (museums, libraries etc)
- Open education
- Legal
- Financial (eg as Board Treasurer)
- Corporate and charity governance and management

Co-option in volunteer Wikimedia boards

Wikimedia Foundation Background

Nataliia Tymkiv, Board Member, WMF

The **Board of Trustees** oversees the Wikimedia Foundation and its work,
as its ultimate corporate authority

Read more here: https://en.wikipedia.org/wiki/Wikimedia_Foundation

So, the Board oversees the governance of Wikimedia Foundation, how its mission -
to empower and engage people around the world to collect and develop educational content under a free license or in the public domain, and to disseminate it effectively and globally -
is accomplished, and what it needs to do or change to make more progress on it

Read more here: https://en.wikipedia.org/wiki/Wikimedia_Foundation

Wikimedia Foundation Board Structure

- **4 seats appointed by the board**
- **3 seats selected by the community**
- **2 seats selected by the affiliates**
- **1 for the Community Founder, Jimmy Wales**

Co-option in volunteer Wikimedia boards

Discussion

Co-option in volunteer Wikimedia boards

- Are you a part of a Wikimedia organisation?
- Does your organisation have a board?
- Is this a volunteer-only (unpaid) board?
- Do you elect all board members? (General Assembly, for example)
- Do you have seats the Board members select themselves (so called expert seats)?

Co-option in volunteer Wikimedia boards

- How many appointed seats?
- Is it a challenge to onboard the appointees (expert seats)?
- If you have only elected board members, how do you resolve questions that require specific expertise?

Co-option in volunteer Wikimedia boards

Questions and Answers

תודה רבה!

Thank you! Дякуємо!

Danke!

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