



Special Members Meeting Minutes

Date: April 12, 2015
Time: 23:55 UTC
Location: Online, at the Foundation Slack communication platform

Present: Debbie Ballard, Felix von Drigalski, Patrick Lodder, Josh Mohland, Josh Westmoreland, Jens Wiechers

Extended voting: Scott Booth, Scott Cushman, Fulvio Gerardi

Quorum present: yes.

1. Opening

Mr. Wiechers opens the meeting at April 13, 2015, 00:03 UTC.

2. Agenda

The agenda was not amended.

3. Membership Fees

3.1 Proposals

Mr. Lodder brought in a proposal for the height of membership fees, distilled from the results of previous discussions between members, settling on the last iteration of an informal proposal that had not been challenged. The proposed yearly fees are USD 24.00 and USD 6.00 for Full Members and Associate Members respectively.

3.2 Discussion points

Mr. Westmoreland enquires to what the basis is for the fee amounts; are they based on projected expenses or otherwise and what was the thought process behind the proposed values?

Mr. Lodder explains that the height of the membership fees is based on what was collectively found to be fair rather than any specific projected expenses as the amount of members recruited will impact both infrastructure cost and the amount of projects we'd be able to take on in the short-term, which cannot be easily forecasted at the present time.

Mr. Westmoreland motions (20150412a) to approve the fee proposal as proposed by Mr. Lodder, seconded by Mr. Wiechers.

3.3 Decisions

The members of The Dogecoin Foundation resolved that, per motion 20150412a by Mr. Westmoreland, the membership fee proposal of Mr. Lodder shall be adopted per opening of The Dogecoin Foundation for member seeding. *This decision was made by an 8/9 majority vote, on 2015-04-16 at 02:30 UTC, one vote remained uncast.*

4. Member thresholds for elections

4.1 Proposals

Mr. Lodder brought in a proposal to set a lower threshold of 26 Full Members required to have fair elections.

4.2 Discussion points

Several amendments to the proposal of setting a hard lower threshold of 26 members in order for elections to start were proposed, including adding a time limit to reach the lower threshold, lowering the threshold further and replacing the threshold with a set of process deadlines for signup and immediately commencing elections. No consensus could be reached on the proposal or offered amendments.

Mr. Westmoreland motions (20150412b1/2) to delay decision on lower member thresholds for 1 week, during which alternatives can be worked out, seconded by Mr. Lodder.

4.3 Decisions

The members of The Dogecoin Foundation resolved that, by motion 20150412b1/2 of Mr. Westmoreland, the required lower member threshold will be decided on at a later time. *This decision was made unanimously at 2015-04-15 at 01:53 UTC.*

5. Proof of identity during election process

5.1 Proposals

Mrs. Ballard brought in a proposal to limit the proof of identity process until after elected directors are appointed and only for elected directors, rather than as a prerequisite of being electable.

5.2 Discussion points

Mr. Lodder motions (20150412b3) to adopt the proposal, as proposed by Mrs. Ballard, seconded by Mr. Westmoreland.

5.3 Decisions

The members of The Dogecoin Foundation resolved that, by motion 20150412b3 of Mr. Lodder, the proposal regarding delaying proof of identity requirements until after elections, and only for elected Directors shall be adopted. *This decision was made unanimously at 2015-04-15 at 01:53 UTC.*

6. Membership limits

6.1 Proposals

Mr. Lodder brought in a proposal to impose an upper limit of 201 Full Members to join The Dogecoin Foundation for the coming year, and no limit to the amount of Associate Members.

6.2 Discussion points

Mr. Lodder explains that the limit on full members for the next year would be to protect The Dogecoin Foundation from scaling up too quickly, as that would make it very hard to govern the organization and set-up and accommodate new members.

Mr. Westmoreland points out that focusing on Full Members encourages people to be actively involved with the foundation, rather than sitting on the sidelines as Associate Members. Mr. Westmoreland further proposes to amend the proposal by Mr. Lodder and limit the number of Associate Members as well. Mr. Lodder proposes to amend to an upper limit of 500 Associate members.

Mrs. Ballard motions (20150412/4) to adopt upper member limits of 201 Full Members and 500 Associate members, seconded by Mr. Westmoreland.

6.3 Decisions

The members of The Dogecoin Foundation resolved that, by motion 20150412/4 of Mrs. Ballard, upper member limits of 201 Full Members and 500 Associate members shall be adopted. *This decision was made unanimously at 2015-04-15 at 01:53 UTC.*

7. Transfer of Personal Information

7.1 Proposals

Mrs. Ballard brought in a proposal how existing archives of personal information should be governed once the planned membership administration system becomes leading and how to migrate to that. The proposal requests re-entry of personal details into the new system for current members and destruction of the currently stored personal information, of which Mr. Wiechers is the current custodian.

7.2 Discussion points

Mr. Westmoreland motions (20150412/5) to adopt the proposal as proposed by Mrs. Ballard, without amends, seconded by Mr. Lodder.

7.3 Decisions

The members of The Dogecoin Foundation resolved that, by motion 20150412/5 of Mr. Westmoreland, the proposal to re-enter personal details into the new membership administration system for current members and destruction of the currently stored personal information shall be adopted. *This decision was made unanimously at 2015-04-15 at 01:53 UTC.*

8. Adjournment

The meeting was adjourned by Mr. Wiechers at 02:32 UTC.

The extended voting period ended automatically on 2015-04-16 at 02:30 UTC, with 44 of 45 votes cast.