



SYMPHONY
SOFTWARE FOUNDATION

Foundation Governance

October 2016



Work to date

- **Feb. 2016:** Board sets corporate objective to define Project and Working Group governance in 2016
- **July 2016:** ESCo recommends Foundation to prepare a proposal for Project and WG Governance
- **July-Sept. 2016:** Foundation works on draft proposal for clarifying governing bodies' responsibilities
 - Reviewed comparables (Apache, OASIS, CloudFoundry, IETF)
 - Identified gaps

In-Scope

- Clarification of **responsibilities** of governing bodies
- High-level **interaction** flows between governing bodies

Out-of-scope/upcoming:

- Major changes to defined roles and processes
- Details of interactions (e.g. specific reporting requirements)
- Exhaustive definition

Governance Summary

- Governance Status - Oct 2016
- Governance Bodies
 - Board
 - ESCo
 - Working Groups
 - Project Teams
 - Members
 - Foundation Staff
- E.g. Project governance

Governance Status - Oct 2016

- **Current:** existing formal and *de facto* authority, responsibilities, and policies based on bylaws, ESCo decisions, other Foundations' best practices
- **Issues:** ambiguity in existing definitions
- **Proposed:** clarified Operational Bodies and Governance being drafted for ESCo and Members review and approval

Board of Directors

Formal Authority, Responsibilities, and Policies

- Set policies, criteria, benefits, and fees for membership
- Set policies for Member participation in Symphony Open Source Project, including testing/acceptance criteria, product roadmaps, and release schedules.
- Establish & delegate to Committees
- Set policies, procedures, and standards for ESCo
- Appoint two ESCo members
- Amend or reverse actions by ESCo
- Change structure/composition of Board, ESCo, and Membership

Current

Engineering Steering Committee (ESCo) 7

Formal Authority, Responsibilities, and Policies

- Maintain and manage the Symphony Open Source Project, including:
 - Establishing product roadmaps
 - Development, testing, acceptance, commitment, and publication of new features and releases
- Vote and act on technical matters relating to the Symphony Open Source Project
- Appoint three ESCo Advisors

Current

Engineering Steering Committee (ESCo) 8

De Facto Authority, Responsibilities, and Policies

- Define standards for Project code quality, security, etc.
- Approve new Working Groups (and chairs)
- Approve new Projects (and initial committers)
- Vote & act according to ESCo voting rules



Engineering Steering Committee (ESCo) 9

Gaps/Uncertainty in Authority, Responsibilities, and Policies

- Oversight over and visibility into Project-level technical decisions and roadmaps
- Reporting to Board: scope and frequency
- Overlap of decision-making authority between ESCo, Board, Working Groups, Projects, and Members
- ~~Because ESCo is small, absence of >1 at meetings defeats quorum~~



Engineering Steering Committee (ESCo) 10

Proposed Clarifications

- Review and provide feedback on Working Group and Project Team status reports
- Report to board on Working Group and Project progress
- Provide feedback to Project Teams on project roadmaps
- Settle disputes within/between Working Groups & Projects
- ~~Quorum for ESCo vote: majority (changed from 2/3)~~



Working Groups

Formal/Explicit Authority, Responsibilities, and Policies

- No formal authority except what is defined by charter approved by ~~Board and~~ ESCo

Current

Working Groups

De Facto Authority, Responsibilities, and Policies

- Develop industry/technology recommendations to be provided to the ESCo to further development of the Symphony Open Source Project
- Appoint chair to run Working Group
- Manage Working Group membership

Current

Working Groups

Gaps/Uncertainty in Authority, Responsibilities, and Policies

- Requirements for internal governance of Working Groups
- Interaction between Working Groups and ESCo
- Process for adoption/ratification of Working Group recommendations

A yellow ribbon graphic with a black outline, featuring a central rectangular section with the word "Issues" written in black. The ribbon has pointed ends that taper to a point.

Issues

Working Groups

Proposed Clarifications

- Prepare best practice guides, roadmap recommendations for Project Teams, and position papers relevant to charter
- Coordinate as needed with Project Teams to align software development work with WG recommendations
- Report to ESCo **quarterly** on progress
- Chair to liaise with ESCo and Members
- Appoint co-chair to take minutes and to run meetings when chair is unavailable
- **Operate by consensus whenever possible**, but adopt governance model (ESCo-style voting recommended) for non-consensus action

Proposed

Project Teams

De Facto Authority, Responsibilities, and Policies

- Establish Project roadmap
- Day-to-day maintenance / management of Project
- Accept Contributions (PRs, docs, etc.) and approve additional committers
- Develop, test, accept, commit, and publish new Project features and releases



Current

Project Teams

Proposed Clarifications

- Periodically report to ESCo on progress & metrics
- Appoint a Project Leader responsible for the Project and to liaise with ESCo and Members
- Projects with >1 committer appoint co-Project Leader to run Project when the Project Leader is unavailable
- Liaise as needed with Working Groups to align to recommendations
- Adopt governance model: either “benevolent dictator” (recommended) or ESCo-style voting model

Proposed

Members

Formal Authority, Responsibilities, and Policies

- Platinum, Gold, and Silver (as a class): elect two ESCo members
- Platinum: each appoints one director
- Gold: nominate and vote for 5 Gold Directors
- Silver: nominate and vote for 1 Silver Director
- Every class: nominate and vote for one ESCo Advisor to represent class

Current

Members

De Facto Authority, Responsibilities, and Policies

- Propose new Working Groups and Projects
- Participate in Working Groups and Projects

Current

Foundation Staff

De Facto Authority, Responsibilities, and Policies

- Onboard new Members and grow the Community
- Support work of ESCo, Working Groups, and Project Teams
- Develop, measure, refine, and propose processes for governing bodies' activity and coordination

Current

Foundation Staff

Proposed Clarifications

- Manage community policies and processes, e.g. resolve Code of Conduct violations

Proposed

Next Steps

- Socialize refinements with ESCo
- Socialize refinements with Board
- Document & implement clarifications
- Ratification
- Prioritization and implementation of interaction processes



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Thanks!





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Appendix: Project Governance



Project Governance Roles

Role	Who approves?	Mandates	Comments
Project Team	Initial committers approved by ESCo ➤ Additional Committers approved by existing Project Team	<ul style="list-style-type: none"> - Write access on Code (Direct commit) - Accept Project Contributions (e.g. Pull Requests) - Release projects as Open Source 	Requires ICLA/CCLA (Individual/Corporate Contributor License Agreement)
Contributors	Contributions approved by Project Team	<ul style="list-style-type: none"> - Raise issues/bugs - Send patches (bug & new features) via Pull Requests - Might become Committers by active participation 	Requires ICLA / CCLA
Community	N/A	<ul style="list-style-type: none"> - Read access on Code (Apache License) - Access to public Mailing Lists - Propose new CONTRIButions 	
ESCO	1 Symphony 2 Board 2 Platinum, Gold, and Silver Members 7 (Advisors) selected by ESCo and Members	<ul style="list-style-type: none"> - Approve new Projects and Initial Committers ➤ Align and resolve conflicts between Projects - Promote projects through Lifecycle states ➤ Monitors WG & project activity and liveliness 	Guidance, not control over projects
Working Groups	Only open to Member organizations Approved by the ESCo	<ul style="list-style-type: none"> - Work at design / standardization level ➤ Liaise with Projects as needed 	

➤ Proposed clarification

Governance Example

Only Project Committers have write access to code in the OSS Projects

- Initial Project Leader and committers approved by ESCo upon initial contribution
- Additional committers added by existing Committers (based on “worthiness”)
Neither ESCo, Working Groups, Board can “force” what’s committed
- Expectation is for Committers to engage with Community / Working Groups / ESCo

Example Contribution process

1. ACME Contributes XYZ Project
2. ACME Provides names / CCLA / Github ID for proposed Initial Committers
3. ESCo approves the Contribution (incl. initial Committers)
4. Approved ACME committers develop those Projects in the Open / accept PRs
5. Initial / Existing Committers decide which Contributions to accept and which new Committers to add