Open Compute Project (OCP) Governance

Effective September 18, 2020
# Table of Contents

Change History 5

Purpose 6

Participation and Contribution to a Project/Sub-Project Community 7

1. Process for Participation 7
2. Types of Contributions 7
3. Process for Contribution 8
4. Process for OCP Recognition Program 9

Hardware Projects 12

1. Definition 12
2. Hardware Project Phases 12
   a. Incubation Phase 12
   b. Impact Phase 13
   c. Termination Phase 14
3. Hardware Sub-Project Phases 14
   a. Incubation Phase 14
   b. Impact Phase 15
   c. Termination Phase 16

Software Projects 17

1. Definition 17
2. Software Project Phases 18
   a. Early Phase 18
   b. Incubation Phase 19
   c. Impact Phase 21
   d. Termination Phase 22
3. Software Sub-Project Phases 23
   a. Incubation Phase 23
   b. Impact Phase 24
   c. Termination Phase 24
<table>
<thead>
<tr>
<th>Section</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>4. Software Project Governance Policy</td>
<td>25</td>
</tr>
<tr>
<td>a. Introduction</td>
<td>25</td>
</tr>
<tr>
<td>b. Charter and Scope of the Software Project</td>
<td>25</td>
</tr>
<tr>
<td>5. Software Contribution Guidelines</td>
<td>26</td>
</tr>
<tr>
<td>a. Issues</td>
<td>26</td>
</tr>
<tr>
<td>b. Issue Types</td>
<td>26</td>
</tr>
<tr>
<td>6. Software Community &amp; Membership</td>
<td>27</td>
</tr>
<tr>
<td>7. Software Compliance Program</td>
<td>27</td>
</tr>
<tr>
<td>8. Software Project Management</td>
<td>27</td>
</tr>
<tr>
<td>9. Branding</td>
<td>32</td>
</tr>
<tr>
<td>10. Administrative Support</td>
<td>33</td>
</tr>
<tr>
<td>11. Licensing</td>
<td>33</td>
</tr>
<tr>
<td>Volunteer Leadership</td>
<td>35</td>
</tr>
<tr>
<td>1. Purpose of the Volunteer Leadership</td>
<td>35</td>
</tr>
<tr>
<td>2. Election Terms</td>
<td>36</td>
</tr>
<tr>
<td>Roles</td>
<td>36</td>
</tr>
<tr>
<td>a. Incubation Committee (IC)</td>
<td>36</td>
</tr>
<tr>
<td>b. Project Lead (PL)</td>
<td>37</td>
</tr>
<tr>
<td>c. Sub-Project Leads (SPL)</td>
<td>37</td>
</tr>
<tr>
<td>d. Limitations</td>
<td>37</td>
</tr>
<tr>
<td>3. Current Election Timelines</td>
<td>37</td>
</tr>
<tr>
<td>a. Project Lead Elections</td>
<td>38</td>
</tr>
<tr>
<td>b. IC Elections</td>
<td>38</td>
</tr>
<tr>
<td>c. Nominations</td>
<td>38</td>
</tr>
<tr>
<td>d. Voting</td>
<td>38</td>
</tr>
<tr>
<td>5. Special Circumstances</td>
<td>39</td>
</tr>
<tr>
<td>Amended Policies and Procedures (Effective July 6, 2020)</td>
<td>44</td>
</tr>
<tr>
<td>1. Contributions</td>
<td>44</td>
</tr>
<tr>
<td>a. Contribution Credit Structure</td>
<td>44</td>
</tr>
</tbody>
</table>
b. Contribution Requirements for Silver/Gold/Platinum Members 48

c. Criteria for Contribution Submission 48

d. Process for Contribution Approval by OCP 48

e. Contribution Annual Opt-Out Option for Gold/Platinum 49

f. Non-Compliance of Contribution Requirements 49

2. Sponsorship of OCP Events 50

a. Sponsorship of OCP Events for Silver, Gold, and Platinum Members 50

b. Annual Event Sponsorship Requirement for Silver, Gold, and Platinum Members 51

c. Non-Compliance of Sponsorship Requirements 51
## Change History

<table>
<thead>
<tr>
<th>No.</th>
<th>Name</th>
<th>Date</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Rajeev Sharma</td>
<td>01/29/2020</td>
<td>Added first two paragraphs in 2. Software Project Creation</td>
</tr>
<tr>
<td>3.</td>
<td>Bill Carter</td>
<td>4/15/2020</td>
<td>Added Community Specification License, defined projects, and sub-projects, added termination phase to SW projects. Various format cleanup that impact the ToC generation.</td>
</tr>
<tr>
<td>5.</td>
<td>Archna Haylock</td>
<td>5/18/2020</td>
<td>Added section on OCP Product recognition. DJ wanted to add a new contribution category “Requirements Documents”</td>
</tr>
<tr>
<td>6.</td>
<td>Archna Haylock</td>
<td>6/5/2020</td>
<td>Termination section to HW Project Reference doc section to contribution credit matrix</td>
</tr>
<tr>
<td>7.</td>
<td>Archna Haylock</td>
<td>6/24/2020</td>
<td>Add (f) under Special Circumstances for SPLs.</td>
</tr>
<tr>
<td>8.</td>
<td>Archna Haylock</td>
<td>9/8/2020</td>
<td>Added Github CLA link, Added Section for Software Sub-Projects</td>
</tr>
</tbody>
</table>
Purpose

This Governance document serves to provide clarity to our Community on the following items:

- Participation and Contribution to a Project/Sub-Project Community
- Hardware Project Creation and Maintenance
- Software Project Creation and Maintenance
- Requirements and Process for Volunteer Leadership
- OCP’s Amended Policies and Procedures (Jan 2020)

In the case of any conflict between the Bylaws and this Governance document or any supporting documents, the Bylaws will govern. In the event of a conflict among any of the other OCP Governance Documents, including but not limited to the Membership Agreement, the Tiered Membership Requirements and Benefits Policy, the Membership Logo Terms and Conditions, the Solution Provider/Component Provider Agreement, Colo Solution Provider Agreements or the Certification Mark License Agreements, the other agreement will govern, not this Governance document.

Only the OCP Foundation Staff can modify or amend this Governance document. All other suggestions for change must be brought forward to the OCP Staff and the OCP Foundation Staff will apply those changes upon their discretion.

This Governance document is subject to change without notice.
Participation and Contribution to a Project/Sub-Project Community

1. Process for Participation

OCP encourages everyone to participate in a Project or Sub-Project community. A current list of the Projects and Sub-Projects can be found on the OCP website.

The OCP community requires a process by which the project communities can govern themselves with oversight from the OCP Foundation. This process must abide by the OCP Intellectual Property (IP) Policy and the OCP Bylaws. Any deviations must be approved by the OCP Foundation and potentially, the OCP Board.

Anyone can participate in an OCP community via subscribing to the OCP Project/Sub-Project Mailing List, joining a project call, attending a meeting, workshop or meetup or attending an OCP Summit. These calls are open to everyone and are recorded. No confidential information is shared and the recordings of the calls are hosted on the Project/Sub-Project’s wiki page and are made available to the public.

2. Types of Contributions

To contribute to OCP requires membership. Contributions can be made by a single corporate member or jointly with one or more members. OCP considers the following as contributions (an updated list can be found on the OCP website):

- Hardware Specifications
- Design Package for Hardware
- White Papers using OCP Solutions (Hardware and/or Software)
- Case Studies using OCP Solutions (Hardware and/or Software)
- Reference Architectures using OCP Solutions (Hardware and/or Software)
- Tested Configurations utilizing OCP Solutions (Hardware and/or Software)
● Embedded Software/Source Code (in relation to hardware such as firmware, management profiles, networking software, APIs, etc.)
● Product/Facility recognized as OCP Accepted™, OCP Inspired™ and OCP Ready™
● Reference Documents detailing best practices, recommendations for use of OCP Solutions in an given infrastructure
● Customer testimonials or videos using OCP Solutions (Hardware and/or Software)

3. Process for Contribution
Members can follow the following steps to make a contribution to OCP:

● Member must fill the requirements and sign the appropriate license for the contribution via the OCP Contribution Portal.

● Member must present the contribution to the Project community (either on a call, workshop, meet up or Summit). If a member is unclear about which Project community, the Foundation can provide direction and facilitate the introduction.

● The Project Community and the Project Leaders (PLs) will review the contribution for completeness and deem it relevant. The PLs may also request the same presentation be made to our Project Communities for awareness.

● The Incubation Committee Rep will further endorse the contribution.

● Member must present the contribution to the entire OCP Incubation Committee (IC) either in an IC call or via email. This presentation must showcase how the contribution meets 3 out of 4 OCP Tenets and other requirements for spec approval (product availability within 120 days, publicly available for sale, etc.) as detailed in the OCP Contribution Portal.

● The IC will review and vote on each contribution. Upon reaching majority vote, the contribution will be approved by OCP and be placed in the OCP Contribution Database or the OCP Github directory.
• Contribution credits are given to each member accordingly by the Foundation. This Contribution Process is provided in more detail in our OCP Contribution video and on our website.

4. Process for OCP Recognition Program

For recognition programs such as OCP Accepted™, OCP Inspired™ and OCP Ready™, the appropriate certification mark can only be issued by the OCP Foundation after the following supporting documentation is submitted:

OCP Accepted™ Products:
These products are recognized as OCP Accepted™ when all of the following criteria has been met:
• The Member can validate that the product is based on a specification that has been approved by the OCP IC and is available for download in the OCP Contribution Database.
• The member can validate that the product’s complete design package (as defined by OCP) has been approved by the OCP IC and is available for download in the OCP Contribution Database.
• The member must complete the Solution Provider Assessment on an annual basis.
• The member must sign the appropriate legal documents for the certification mark and the Solution Provider program.
• The member must maintain support for this product for the whole term of the Solution Provider Agreement.
• The member may renew the certification on an annual basis by completing the renewal portion of the Solution Provider Assessment and presenting this to the Foundation for continued consideration.

OCP Inspired™ Products:
These products are recognized as OCP Inspired™ when all of the following criteria has been met:
● The member can validate that the product is based on a specification that has been approved by the OCP IC and is available for download in the Contribution Database.

● The member must complete the Solution Provider Assessment on an annual basis.

● The member must sign the appropriate legal documents for the OCP certification mark and the Solution Provider program.

● The member must maintain support for this product for the whole term of the Solution Provider Agreement.

● The member may renew the certification on an annual basis by completing the renewal portion of the Solution Provider Assessment and presenting this to the Foundation for continued consideration.

OCP Ready™ Facilities:
These sites are recognized as OCP Ready™ when all of the following criteria has been met:

● The member can validate that the facility at a given address has met the OCP Colo Facility Guidelines for OCP Racks and has completed the OCP Ready™ Colo Site Assessment.

● The member must sign the appropriate legal documents for the OCP certification mark and the Colo Solution Provider program.

● The member must maintain support for this facility for the whole term of the Colo Solution Provider Agreement.

● The member may renew the certification on an annual basis by completing the renewal portion of the OCP Ready™ Colo Site Assessment and presenting this to the Foundation for continued consideration.

Any good faith dispute arising out of OCP’s denial of an application for certification or recertification of a product/facility in the OCP Recognition Program shall be brought to the attention of the Leadership (i.e., the Foundation CTO and relevant Directors/VPs) via email. The Foundation Leadership will attempt to resolve such a dispute with the member via email/phone/in person meetings. If the Foundation and member cannot resolve the issue through such communications, the Foundation, along with
the participating member will bring it forward to the Incubation Committee ("IC") during the monthly IC meeting.

The IC will review the case and will have 10 business days from the monthly IC meeting at which the issue was brought to its attention to respond with comments/feedback. The issue will move to a vote by the IC. Any members of the IC who are either (a) affiliated with the member bringing the dispute or (b) appointed by the Foundation, will not participate in the vote. The IC will vote on whether the member’s certification or re-certification application is approved or denied, and the outcome of the vote will determine the matter. The member will be notified of the outcome by email within 2 business days of the vote. The decision of the IC shall be binding on both the member and the Foundation.
Hardware Projects

1. Definition
   There are two types of new hardware projects:

   A project that is unique in charter and not related to an existing project can be created by the IC and hold the same stature as the Server, Storage, Rack & Power, or Networking Projects. This is referred to as a top-level project. A top-level project also has a person chosen to serve on the IC committee and represent the project.

   Another type of project is a sub-project where the purpose and expected outcomes are related to an existing project. In this case, the project will be a sub-project and share aspects of the parent project’s charter.

2. Hardware Project Phases
   OCP will recognize a new Hardware Project in three phases.

   a. Incubation Phase
      The Incubation Phase shall allow the OCP community to build support, formally identify project leadership, enlist new collaborators and committers and adopt a governance policy. A Project enters into the Incubation Phase when the following criteria is met:

      | Steps          | Criteria for Completion                                      |
      |----------------|--------------------------------------------------------------|
      | Recognized Need| Formal recommendation to IC or Foundation Staff              |
      | Support        | Min of 2 OCP Corporate Members who will contribute to the Project and become key stakeholders. |
      | Tenets         | Project need meets 3 out of the 4 OCP Tenets                  |
      | Leadership     | Corporate Member(s) who are identified as Volunteer Leader(s) to serve as Project Lead (PL). Foundation Staff Member has been identified to serve as an interim IC Rep. |
The Incubation Team (Foundation Staff, PL(s), key stakeholders) will create a support plan for the Incubation Project to include the following:

- Resource allocation/development time
- Requirements and their prioritizations
- Infrastructure to support the Project
- Marketing investment to ensure that the Incubation Project gains support and contributors after launch.

**b. Impact Phase**

The Project is expected to enter the Impact Phase within 12 months. Incubation Projects that do not progress to the Impact Phase within 12 months must be extended by the IC via a majority vote, otherwise they will be terminated. The project shall meet this criteria to achieve Impact Phase.

<table>
<thead>
<tr>
<th>Steps</th>
<th>Criteria for Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Support</td>
<td>2 or more OCP Corporate Members have made contributions to the Project during the Incubation Phase.</td>
</tr>
<tr>
<td>Charter</td>
<td>Charter has been created and approved by the IC via a vote</td>
</tr>
<tr>
<td>Leadership</td>
<td>Initial PL and IC appointments are made by Foundation Staff and ratified by the OCP Board.</td>
</tr>
<tr>
<td>Approval</td>
<td>Incubation Project has gone through a formal IC voting process and received a majority vote to move to the Impact Phase. The OCP Board has provided their formal approval to move this Project to the Impact Phase.</td>
</tr>
</tbody>
</table>
c. Termination Phase

Periodically, projects may become obsolete or need to terminate for a number of reasons. Some examples to terminate may be:

- a. The community and the volunteer leaders feel that there is no activity around the current charter.
- b. The community is no longer active and there are no contributions either in the pipeline or on the horizon.
- c. The project has no initiatives in progress, no development on past contributions and there are no contributors willing to commit any resources.
- d. Another project or the IC recommends termination.

A project will be terminated by formal vote of the IC. Prior to vote, the community will be notified of pending decisions and have an opportunity to make recommendations to the IC before the vote.

Once a project has been terminated, the following actions will occur:

- a. The project page and wiki will be completely removed from the OCP website within 3 months after the project is marked as terminated.
- b. All project calls will be cancelled after the 3-month mark.
- c. All subscribers to the mailing list will be notified after the project is marked as terminated and the mailing list will be disbanded.

3. Hardware Sub-Project Phases

OCP will recognize a new Hardware Sub-project in three phases.

a. Incubation Phase

The Incubation Phase shall allow the OCP community to build support, identify Sub-Project leadership, enlist new collaborators and committers and adopt a governance policy. A Sub-Project enters into the Incubation Phase when the following criteria is met:

<table>
<thead>
<tr>
<th>Steps</th>
<th>Criteria for Completion</th>
</tr>
</thead>
</table>
Recognized Need | Formal recommendation to IC or Foundation Staff
--- | ---
Support | Min of 2 OCP Corporate Members who will contribute to the Sub-Project and become key stakeholders.
Tenets | Sub-Project need meets 3 out of the 4 OCP Tenets
Leadership | Corporate Member(s) who are identified as Volunteer Leader(s) to serve as Sub-Project Lead (SPL), endorsed by the PLs.
Approval | Review of all of the above criteria and below support plan by the PLs, IC Rep and Foundation.

The Incubation Team (Foundation Staff, PL(s), key stakeholders) will create a support plan for the Incubation Project to include the following:

- Resource allocation/development time
- Requirements and their prioritizations
- Infrastructure to support the Project
- Marketing investment to ensure that the Incubation Project gains support and contributors after launch.

b. Impact Phase

The Sub-Project is expected to enter the Impact Phase within 12 months or whenever the below criteria is met. Incubation Sub-Projects that do not progress to Impact Phase within 12 months must be extended by the Foundation in writing, otherwise they will be terminated.

<table>
<thead>
<tr>
<th>Steps</th>
<th>Criteria for Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Support</td>
<td>2 or more OCP Corporate Members who have made contributions to the Sub-Project</td>
</tr>
<tr>
<td>Charter</td>
<td>Charter has been created, aligned with the top-level Project Charter, approved by the PLs and ratified by the IC via a vote</td>
</tr>
<tr>
<td>Leadership</td>
<td>Initial SPL appointments are made by the PLs and approved by Foundation</td>
</tr>
<tr>
<td>------------</td>
<td>-------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Approval</td>
<td>Review of all of the above criteria by the IC and Foundation</td>
</tr>
</tbody>
</table>

c. Termination Phase

Periodically, Sub-Projects may become obsolete or need to terminate for a number of reasons. Some examples to terminate may be:

a. The community and the volunteer leaders feel that there is no activity around the current charter.
b. The community is no longer active and there are no contributions either in the pipeline or on the horizon.
c. The Sub-Project has no initiatives in progress, no development on past contributions and there are no contributors willing to commit any resources.
d. Another project or the IC recommends termination.

A Sub-Project will be terminated by formal vote of the Project Leads and endorsed by IC. Prior to vote, the community will be notified of pending decisions and have an opportunity to make recommendations to the IC before the vote.

Once a Sub-Project has been terminated, the following actions will occur:

a. The Sub-Project page and wiki will be completely removed from the OCP website within 3 months after the project is marked as terminated.
b. All Sub-Project calls will be cancelled after the 3month mark.
c. All subscribers to the mailing list will be notified after the Sub-Project is marked as terminated and the mailing list will be disbanded.
Software Projects

1. Definition

OCP recognizes that open source software is a valuable component of open source hardware and that the OCP Hardware Projects will find it beneficial to not only adopt and align with existing open source Software Projects, but also to organize and host certain open source Software Projects that closely relate to the hardware.

There are two types of Software Projects:
• A Project that is unique in charter and not related to an existing Project can be created by the IC and hold the same stature as other top level Projects like Server, Storage, Rack & Power, or Networking Projects. A top level Project also has a person chosen to serve on the IC committee and represent the Project.

• Another type of Software Project is a Sub-Project where the purpose and expected outcomes are related to an existing Project. In this case, the Project will be a Sub-Project and share aspects of the parent Project’s charter.

The software contribution can be one of the following:
• Source code contribution
• Software specification contribution

Source code and specifications must be developed in separate OCP GitHub directories, with the specifications under the “OCP Software Contributor License Agreement” and the source code under an “Open Source Initiative (OSI)-approved open source” license. When developing multiple specifications, each individual specification should be in its own repository.

A specification repository must have the following files in it:
• OCP Software Contributor License Agreement: The OCP Software Contributor License Agreement is the agreement that binds participants to the legal and governance terms established for the project, and it binds participants to their terms, governance, and agreements in the OCP Software Process Github repository. This ensures consistency for
all projects using these agreements and avoids the risk that the terms have been modified.

- **Scope.md**: The Scope.md file determines the scope of the Working Group. Items beyond that scope are not subject to licensing obligations established by the Community Specification License.

- **Notices.md**: The Notices.md file includes information and notices about the project, including contacts for code of conduct issues, patent exclusions, and parties that have specifically notified the community that they are implementing the specification.

- **License.md**: The License.md file includes a statement notifying people that the project is under the Community Specification License, and the license (OSI license) for any source code included with the specification.

The source code that is to be contributed must have explicit knowledge of the hardware. The source code is primarily intended to be designed for or related to Compute, Storage, Networking and for other power devices or appliances related to data centers. The source code could also be related to a tool that manages hardware in a datacenter, gathers telemetry information, rack level management, etc. Also, the code must not have any software vulnerabilities. It must also comply with the licensing terms and conditions (as defined in the later sections) defined by the OCP team.

To ease this adoption and make emerging open Software Projects more accessible to the community, OCP has created the following guidelines and governance.

### 2. Software Project Phases

OCP will recognize an open source Software Project in four phases.

- **a. Early Phase**
  
  Early stage Software Projects are those that are just getting started and require minimal resources. These early stage Software Projects foster collaborative development and a deeper alignment with other OCP Projects.
Some of the examples are:

- New projects that are likely to extend the features and functionalities of existing OCP Projects (such as Open System Firmware (OSF), Security, etc.).
- Independent projects that fit within OCP’s core mission to support newer software technologies (related to Internet of Things (IOT), 5G, Machine Learning/Deep Learning (ML/DL), blockchain etc..) on open hardware platforms.

**Expectations**

It is recommended that participating members must handle this early stage Software Projects with extra care, since these early stage Software Projects do not have any governance requirements. Leaders from these participating members are assigned to manage and track these Software Projects. These Projects will be reviewed every 6 months by the OCP Foundation and the Project Owners. The outcome of the review process will determine if the Project is ready to be moved to the next stage, which is the Incubation Phase.

Please note that no code contribution is accepted in this stage.

**b. Incubation Phase**

The Incubation Phase shall allow the OCP community to build support, formally identify Project leadership, enlist new collaborators and committers and adopt a governance policy (if applicable). A Software Project enters into the Incubation Phase when the following criteria is met:

<table>
<thead>
<tr>
<th>Steps</th>
<th>Criteria for Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Recognized Need</td>
<td>Formal recommendation is made to IC or Foundation Staff for the need for a Software Project.</td>
</tr>
<tr>
<td>Structure</td>
<td>● A repository with the name of the Software Project must exist in the <a href="https://github.com">OCP GitHub</a> account that will have source code.</td>
</tr>
</tbody>
</table>
A separate repository with the name of the Software Project must exist in the OCP GitHub account that will have software specs documents associated with the project.

License
Proper licensing assignments of source code and the software specifications (if applicable) is identified in the repository.

Support
Min of 1 OCP Corporate Member that is the code committer to the repository. This member will be considered the key stakeholder.

Tenets
Software Project meets 3 out of the 4 OCP Tenets.

Leadership
Corporate Member(s) who are identified as Volunteer Leader(s) to serve as Project Lead (PL). Foundation Staff Member has been identified to serve as an interim IC Rep.

Approval
Review of all of the above criteria and below support plan by the IC and Foundation
The OCP Board has provided their formal approval to create a Software Project as an Incubation Project.

OCP Foundation Staff, PL(s) and key stakeholders will create a support plan for the Incubation Software Project to include the following:

- Resource allocation/development time
- Feature & functional requirements and their prioritizations leveraging agile methodologies
- Infrastructure to support the project
- Marketing investment to ensure that the project gains support and contributors after launch.
- Record of all bugs reported and of regular triage meetings notes in the OCP GitHub.
- Regular code reviews, accepting OCP GitHub pull requests, the maintainers will have the option to choose the code review team and acceptance criteria.
- Selection of automated test tools to execute test harnesses and produce subsequent test reports.
● Verification of the quality of the code. Irrelevant source code will lead to a credibility disaster in the open source community
● OCP GitHub Repository must not include trade secrets in the code comments.
● The Incubation Software Project may not have more than a certain number of Sev-1 bugs in the existing product. That number needs to be determined.
● The Incubation Software Project must have the required documentation (such as Product Requirement Document (PRD) - <if applicable>, feature specification documents- <if applicable>, Operations Guide, white papers, readme files etc.) under the appropriate license (Copyright License or Contribution License Agreement)
● The Incubation Software Project must have a complete test harness and a well-defined release process.

c. Impact Phase
The Impact Phase is for those Incubation Software Projects that have attained their defined set of goals. They are now in a self-sustaining cycle of development and maintenance. The outcomes of Software Projects that are in this phase are widely used in production environments thereby making an impact to companies adopting the deliverables.

The Incubation Software Project is expected to enter the Impact Phase within 12 months or whenever the below criteria are met. Incubation Software Projects that do not progress to the Impact Phase within 12 months must be extended by the IC via a majority vote, otherwise they will be terminated.

<table>
<thead>
<tr>
<th>Steps</th>
<th>Criteria for Impact Phase</th>
</tr>
</thead>
<tbody>
<tr>
<td>Support</td>
<td>2 or more OCP Corporate Members who are committers to the OCP GitHub repository.</td>
</tr>
<tr>
<td><strong>Charter</strong></td>
<td>Charter has been created and approved by the IC via a vote</td>
</tr>
</tbody>
</table>
| **Leadership** | Initial PL and IC appointments are made by Foundation Staff and ratified by the OCP Board.  
[OPTIONAL] An initial technical steering committee (TSC) is established and governance for the Software Project has been established. |
| **Approval** | Incubation Project has gone through a formal IC voting process and received a majority vote to move to the Impact Phase.  
The OCP Board has provided their formal approval to move this Project to the Impact Phase. |

**d. Termination Phase**

Periodically, projects may become obsolete or need to terminate for a number of reasons. Some examples to terminate may be:

a. The maintainers feel that the Software Project is nearing end of life.
b. The Software Project community is no longer active and source code is obsolete.
c. The Software Project failed to meet or no longer meets this governance policy.
d. Another project or the IC recommends termination.
e. Software Projects that do not want to release major versions in the future.
f. Software Project is not in active development.

A Software Project will be terminated by formal vote of the IC. Prior to vote, the community will be notified of pending decisions and have an opportunity to make recommendations to the IC before the vote.
Once a project has been terminated, the following actions will occur:

a. The source code repository will be completely removed from OCP Github, 6 months after the Software Project is marked as terminated. It is the responsibility of the user to make a private repo and push all the source code within this time period.

b. Within these 6 months, maintainers would still be able to infrequently monitor this repository and may only push updates related to security issues, if at all.

3. Software Sub-Project Phases

OCP will recognize a new Software Sub-project in three phases.

a. Incubation Phase

The Incubation Phase shall allow the OCP community to build support, identify Software Sub-Project leadership, enlist new collaborators and committers and adopt a governance policy. A Software Sub-Project enters into the Incubation Phase when the following criteria is met:

<table>
<thead>
<tr>
<th>Steps</th>
<th>Criteria for Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Recognized Need</td>
<td>Formal recommendation to IC or Foundation Staff</td>
</tr>
<tr>
<td>Support</td>
<td>Min of 2 OCP Corporate Members who will contribute to the Software Sub-Project and become key stakeholders.</td>
</tr>
<tr>
<td>Tenets</td>
<td>Software Sub-Project need meets 3 out of the 4 OCP Tenets</td>
</tr>
<tr>
<td>Leadership</td>
<td>Corporate Member(s) who are identified as Volunteer Leader(s) to serve as Software Sub-Project Lead (SPL).</td>
</tr>
<tr>
<td>Approval</td>
<td>Review of all of the above criteria and below support plan by the PLs, IC Rep and Foundation.</td>
</tr>
</tbody>
</table>

The Incubation Team (Foundation Staff, PL(s), key stakeholders) will create a support plan for the Incubation Software Sub-Project to include the following:

- Resource allocation/development time
• Requirements and their prioritizations
• Infrastructure to support the Software Sub-Project
• Marketing investment to ensure that the Incubation Software Sub-Project gains support and contributors after launch.

b. Impact Phase
The Software Sub-Project is expected to enter the Impact Phase within 12 months or whenever the below criteria is met. Incubation Software Sub-Projects that do not progress to Impact Phase within 12 months must be extended by the Foundation in writing, otherwise they will be terminated.

<table>
<thead>
<tr>
<th>Steps</th>
<th>Criteria for Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Support</td>
<td>2 or more OCP Corporate Members who have made contributions to the Software Sub Project</td>
</tr>
<tr>
<td>Charter</td>
<td>Charter has been created, aligned with the top-level Project Charter and approved by the IC via a vote</td>
</tr>
<tr>
<td>Leadership</td>
<td>Initial SPL appointments are made by the PLs and approved by Foundation</td>
</tr>
<tr>
<td>Approval</td>
<td>Review of all of the above criteria by the IC and Foundation</td>
</tr>
</tbody>
</table>

c. Termination Phase
Periodically, projects may become obsolete or need to terminate for a number of reasons. Some examples to terminate may be:

a. The community and the volunteer leaders feel that there is no activity around the current charter.
b. The software community is no longer active and there are no contributions either in the pipeline or on the horizon.
c. The Software Sub-Project has no initiatives in progress, no development on past contributions and there are no contributors willing to commit any resources.
d. Another project or the IC recommends termination.
A Software Sub-Project will be terminated by formal vote of the Project Leads and endorsed by the IC. Prior to vote, the community will be notified of pending decisions and have an opportunity to make recommendations to the IC before the vote.

Once a Software Sub-Project has been terminated, the following actions will occur:

a. The Software Sub-Project page and wiki will be completely removed from the OCP website within 3 months after the Sub-Project is marked as terminated.
b. All Sub-Project calls will be cancelled after the 3month mark.
c. All subscribers to the mailing list will be notified after the Sub-Project is marked as terminated and the mailing list will be disbanded.

4. Software Project Governance Policy
   a. Introduction

   The Software Project is an open source software project led by contributors, code committers, and optionally a technical steering committee. The Software Project is administered by the OCP Foundation and the IC, which has reviewed and adopted (by majority vote) the Software Project charter and its governance policy (if applicable).

   This governance model is based on the best practices and values of the open source culture and pursues the goals set by the OCP Foundation. The Software Project functions under the auspices of OCP.

   Each Software Project shall author a Project Charter that shall be accepted by a majority vote of the IC.

   b. Charter and Scope of the Software Project

   - The approved charter of the Software Project shall be published on the OCP website under its corresponding Project web page.
● The scope of the Software Project shall include software development under an OSI-approved open source license.

● The specifications must be under the “OCP Software Contributor License Agreement.”

5. Software Contribution Guidelines
The Software Project accepts contributions via GitHub pull requests. The following section outlines the process for merging contributions to the source code and the spec.

a. Issues
Issues are used as the primary method for tracking anything to do with the source code and specification repository.

b. Issue Types
For the source code contributions, the issue types could be any of the following:

• Sub-task: This is the sub-task of an issue. In a logged issue, there can be different tasks to resolve, which are called sub-tasks.
• Bug: A problem that impairs or prevents the functions of the product.
• Epic: A big user story that needs to be broken down.
• Improvement: An improvement or enhancement to an existing feature or task.
• New feature: A new feature of the product, which is yet to be developed.
• Task: A task that needs to be done to achieve the team’s goal.

Specification issue types are listed below:

• Discussion: These are support or functionality inquiries that we want to have a record of for future reference. Depending on the discussion, these can turn into "Spec Change" issues.
• Proposal: Used for items that propose new ideas or functionality that require a larger discussion. This allows for feedback from the community before a specification change is actually written. All issues that are proposals should both have a label and an issue title of "Proposal: [the rest of the title]." A proposal can become a "Spec Change" and does not require a milestone.

• Spec Change: These track specific spec changes and ideas until they are complete. They can evolve from "Proposal" and "Discussion" items, or they can be submitted individually depending on the size. Each spec change should be placed into a milestone.

6. Software Community & Membership
The Software Project requires no admission processes, contracts, or membership fees. Any individual or organization who are OCP members, can use and contribute to a Software Project. We welcome any contributions that lead to the success of the project - including software development, documentation, testing, delivery and advocacy.

7. Software Compliance Program
The Software Project may also provide a compliance or branding program for individuals or organizations to register as participants, or to register products, board support packages (BSPs), or software layers as Project Compatible. Any compliance or branding programs must be approved by the OCP Foundation.

The compliance or branding program is intended to promote the use and adoption of the open sourced software, regardless of an individual or corporate affiliation with OCP.

Participants in the compliance program, at the discretion of the Foundation and with their permission, may be listed on the OCP Marketplace, OCP Integrated solutions and any OCP portal pages or on the OCP GitHub pages.

8. Software Project Management
The Software Project is developed and designed using a collaborative
effort by an open community of professionals and volunteers. The
success of the Software Project is based on collaboration and
governance based on meritocracy.

Roles and Responsibilities

● PLs (see Sec 1- Volunteer Leaders) are responsible for the
  success of the Software Project and to align with the approved
  charter. The PL is a volunteer position, initially appointed by OCP and
  approved by the IC. After initial appointment, the PL position will be
  elected in accordance with OCP Governance. The PLs will be
  accountable for the following:
    ○ Wiki Maintenance
    ○ Meeting agenda and minutes
    ○ Engineering Workshops – agenda and content

● Contributors are people who have submitted work to the
  Software Project. Contributors include anyone in the technical
  community that contributes code, documentation or other technical
  artifacts to the Software Project. In addition to their actions as users,
  Contributors may also find themselves doing one or more of the
  following:
    ○ Supporting new users (existing users are often the best
      people to support new users)
    ○ Reporting bugs
    ○ Identifying requirements
    ○ Assisting with project infrastructure
    ○ Writing documentation
    ○ Fixing bugs
    ○ Adding features
● Committers: Committers are contributors who have earned the ability to modify (“commit”) source code, documentation or other technical artifacts in a Software Project’s repository. A contributor may become a committer by a majority approval of the existing committers. A committer may be also removed by a majority approval of the other existing committers.

● Maintainers: There are two types of maintainers, source code maintainers and specification maintainers.

  ○ Source code Maintainers have permission to accept pull requests and merge them into the master branch of a given repository. Each repository contains a MAINTAINERS file listing the maintainers. There must be one or more named maintainers per repository.

  ○ Specification Maintainers are responsible for organizing activities around developing, maintaining, and updating the specification(s) developed by the working project. These maintainers are also responsible for determining consensus and coordinating appeals.

● Editor: Editors are required for specification management only and are responsible for ensuring that the contents of the document accurately reflect the decisions that have been made by the project, and that the specification adheres to formatting and content guidelines. project will designate an Editor.

● Participants: Participants” are required for specification management only and are those that have made contributions to the Working Group or to the specification repository.
● The ICR (Sec 1 – Volunteer Leaders) is an ambassador to other OCP Project Communities. They will work with the PLs and other ICRs to ensure that the Software Project is fitting within the OCP ecosystem.

● (OPTIONAL) A Technical Steering Committee (TSC) may be formed to provide leadership and resolve technical differences that may arise from time to time. The decision to create or dissolve a TSC must be approved by the OCP Foundation.

1. The TSC will be responsible for oversight of the open source project and assure the Software Project aligns with the approved charter.

2. The TSC members are initially the Software Project’s code Committers when the Software Project exits the “Incubation Phase” and enters the “Impact Phase”. The Committers will determine the Project’s code repository.

3. Any meetings of the TSC are intended to be open to the public and can be conducted electronically, via teleconference, or in person.

4. The TSC may

   a. Establish workflow procedures for the submission, approval, and closure/archiving of Project,

   b. Set requirements for the promotion of contributors to committer status, as applicable, and,

   c. Amend, adjust, refine and/or eliminate the roles of contributors, and committers, and create new roles, and publicly document any TSC roles, as it sees fit.
5. The TSC shall elect a chair who will preside over meetings of the TSC. The TSC shall elect a new chair every 12 months. A current or previous chairperson is eligible to serve any number of terms as chair.

6. The TSC shall review its membership every 12 months, in the month following the election of the TSC chair. Membership on the TSC is limited to OCP Corporate Tiered Members and code committers (or persons employed by a code committing company). Members are added or removed by majority vote of the TSC. An existing TSC member that has not committed code within the prior 12 months shall be disqualified from the TSC.

7. The TSC will be responsible for all technical aspects or oversight relating to the Software Project. When such responsibilities involve vital functions performed by the OCP Foundation, the TSC shall seek support and ratification. These responsibilities may include (but not limited to) the following:

   a. Maintain a roadmap of planned feature additions or subtractions, with expected timeline for feature release.

   b. Approve Software Project or system proposals (including, but not limited to, incubation, deprecation and changes to a Sub-Project’s scope);

   c. Appointing representatives to work with other open source or open standards communities;

   d. Establishing community norms, workflows, issuing releases, and security issue reporting policies;

   e. Approving and implementing policies and processes for contributing (to be published in the repository) and coordinating with the OCP Foundation and IC to resolve matters or concerns that may arise;
f. Holding open discussions, seeking consensus, and where necessary, voting on technical matters relating to the code base that affect multiple projects; and

g. Coordinating any marketing, events, or communications regarding the Software Project with the OCP Foundation.

h. Publishing the list of TSC members and contact information on the repository.

8. TSC Voting

a. While the Software Project aims to operate as a consensus-based community, if any TSC decision requires a vote to move the Software Project forward, the voting members of the TSC will vote on a one vote per voting member basis.

b. Quorum for TSC meetings requires at least two-thirds of all voting members of the TSC to be present. The TSC may continue to meet if quorum is not met, but the TSC will be prevented from making any decisions at the meeting.

c. Decisions by vote at a meeting require a majority vote of those in attendance, provided a quorum is met. Decisions made by electronic vote without a meeting require a majority vote of all voting members of the TSC.

d. In the event a vote cannot be resolved by the TSC, any voting member of the TSC may refer the matter to the OCP IC for assistance in reaching a resolution. In the case of a tie vote, the IC will cast the deciding vote.

9. Branding

In order to promote the Software Project, both within the community and externally, branding is needed. Each individual Software Project will undergo a dedicated branding exercise, with collaboration between the OCP Foundation and Project Lead(s) and TSC (if applicable), in order to determine the most appropriate brand framework from which to operate. This may include “fitting” within an existing brand scheme (such
as OCP), or as a stand-alone brand. “Branding” of a Software Project may include, but not be limited to:

- Naming conventions,
- Iconography,
- Logo marks,
- Landing pages,
- Website domains,
- Content,
- Social media profiles,
- Events,
- Co-marketing, etc.

10. **Administrative Support**

The OCP Foundation will provide administrative functions that are vital for the Software Project, including finance, advocacy, outreach, infrastructure, and community management. It will periodically assign tasks to the PLs or other members for assistance in such duties. The OCP Foundation will conduct regular conference calls and Engineering Workshops to facilitate these functions.

11. **Licensing**

Participants and/or Code Committers acknowledge that all the licensing and copyright information is clearly defined in every source code or documentation file that is being contributed and the source code license matches with the actual licensing information that the Software Project dictates.

All code contributions to the Software Project are subject but not limited to the following:

- **OCP prefers to use MIT license for all of its Software Projects, regardless of the GitHub repository in which it resides but upon approval, may work with other OSI-approved open source licenses.** The license specified for the Project must be stated within the “LICENSE” file within the Software Project’s code repository.
- **The committers will also have the sign the “Developer Certificate of Origin (DCO)” from GitHub.** This is a way for contributors to certify that they wrote or otherwise have the
right to submit the code they are contributing to the OCP software project.

c. A Software Project may, upon approval of the OCP Foundation, license its code under more than one Project code license.

d. All outbound code will be made available under the Software Project License.

e. Documentation will be received and made available by the Software Project under the Creative Commons Attribution 4.0 International License (available at http://creativecommons.org/licenses/by/4.0/)

f. Development of specifications, standards, best practices, guidelines, and other similar materials by the project shall use the OCP Software Contributor License Agreement.

g. All software in the Software Project repository not covered under an OSI-approved license must be submitted via a Contribution License Agreement.

h. The Software Project may seek to integrate and contribute back to other open source projects (“Upstream Projects”). In such cases, the Software Project will conform to all license requirements of the Upstream Projects, including dependencies, leveraged by the Project. Upstream Project code contributions not stored within the Project’s main code repository shall comply with the contribution process and license terms for the applicable Upstream Project.

i. The OCP Foundation may approve the use of an alternative license or licenses for inbound or outbound contributions on an exception basis.
Volunteer Leadership

1. Purpose of the Volunteer Leadership

The OCP’s Board of Directors (http://www.opencompute.org/about/board/) approves the formation of the Open Compute Projects, reviews the charters for each project and appoints the initial Project Committee chairs (PCC) also known as Project Lead(s) and the initial Incubation Committee Representative (ICR).

The OCP community requires a standard by which the project communities can govern themselves with oversight from the OCP Foundation and its employees.

Leadership Positions are defined as the following:
   Board Director Seat;
   Incubation Committee Representative (ICR);
   Project Lead (PL); and
   Leader of an approved OCP Regional Community

Leadership Limitations:
The number of leaders serving in an ICR or PL Leadership position is based on membership levels:

Platinum Members are allowed 3 Leadership positions.
Gold Members are allowed 2 Leadership positions.
Silver Members are allowed 1 Leadership position.

Exceptions:
   ● Board Directors and IC Chairs are appointed positions. The Board Directors are appointed by a super majority vote of the voting Board Members.
   ● The IC Chairs are appointed by the Board, with recommendations from the OCP Foundation Staff.
● Community Members are allowed 1 Leadership position, only if their organization has made a valid contribution to OCP in the current term.
● Sub-Project Leads are appointed by the PLs (with approval from the Incubation Committee) and are not subject to this restriction.
● Volunteer Leaders for Incubation Projects are appointed by the Foundation/IC Chairs but are subject to these restrictions.

2. Election Terms
PL(s) and the ICR are elected by the community for a period of 2 years.

Restrictions:
● No organization can have more than three people in a Leadership Position at any one given time.
● No person can hold more than one Leadership Position at a time. This applies to all Leadership positions (ICR, PLs, Sub-Project Leads, etc). The number of Leadership Position seats that can be held by an organization is dependent on Corporate membership level, and other requirements as set forth in the Tiered Membership requirements and Benefits Policy.

Roles

a. Incubation Committee (IC)
The Incubation Committee (IC) is a group of volunteer leaders, consisting of an elected representative from each of the Project Communities (ICR) and the IC Chairs. Together the IC works with the OCP Foundation to review and vote on all specifications and designs contributed by members in the Project Community. When a majority vote is reached, then that spec and/or design is considered “approved” by the IC and placed in the OCP Contribution Portal. The Chair and Co-Chair positions on the IC will continue to be appointed positions. The OCP Foundation Board will appoint these positions, and these Chair positions are excluded from Leadership Limitations referenced in Sec 1.

An individual nominated to become an ICR must belong to a Silver, Gold or Platinum Level Member. Community Level
Corporate Members are not eligible to nominate or serve on the IC.

The ICR will be an elected position for a two (2) year term. These elections and subsequent terms alternate annually with the PL terms. Each project will have one IC Representative (ICR).

b. Project Lead (PL)
Each project will have at least one PL. All OCP Corporate Members at the Silver, Gold, or Platinum level are eligible to nominate someone from their organization to become a PL. Community Level Corporate Members are eligible to nominate someone from their organization only if their organization has made a valid contribution to OCP in the current membership term.

Under special circumstances, the project community may elect 2 co-leads to serve jointly for the project. PL(s) will be elected for a term of 2 years.

c. Sub-Project Leads (SPL)
PL(s) may appoint SPLs, with the approval of the IC, for work streams that have a broader community interest and require independent but relevant group effort. If more than one person is interested in running as an SPL, the PL with the help of the OCP Foundation may hold a Special Election to determine who shall run the Sub-Project. There is no term currently established for the SPL position.

d. Limitations
No person can hold more than one Leadership Position at any given point in time regardless of membership level.

3. Current Election Timelines
This timeline is established for most cases, some exceptions do apply.
a. **Project Lead Elections**

Regular Elections start in even years:
Nomination process to begin in June.
Voting process to begin in July.
Project Leads to be announced in August.

b. **IC Elections**

Regular Elections start in odd years:
Nomination process to begin in June.
Voting process to begin in July.
ICRs to be announced in August.

c. **Nominations**

Typically the nomination phase opens 6 weeks prior to the expiration of term. An announcement will be published on the OCP website when the nomination phase opens. In that post, a web form link will be included. The web form will not be available until that phase of the election is open.

d. **Voting**

a. **PL**

To vote in a PL Election, individuals must be employed by an OCP Corporate Member at the Community, Silver, Gold, or Platinum level. Foundation employees and OCP Board of Directors are also eligible to vote for the PL(s).

b. **ICR**

To vote in an IC election, an organization must be an OCP Corporate Member at the Silver, Gold or Platinum Member. Based on the organization's Corporate membership level, a certain number of voting keys will be distributed. The Member’s organization will determine which individuals will receive the voting keys. Keys are given out as such:

- Platinum Members will receive 3 keys;
- Gold Members will receive 2 keys;
- Silver Members will receive 1 key.
5. Special Circumstances

a. If a PL resigns from Current Corporate Member Organization:
If an OCP PL resigns from their position prior to the end of the
term or if they can no longer fulfill their duties, then the
organization that the PL belongs to can put a name forward to
replace the person who is stepping down, provided they have not
exceeded their membership allowance for positions (See Sec 1).
The IC will then vote to accept this replacement. If the vote is
accepted, the replacement will hold the seat until the PL next
election.

If the vote is declined or if the current Corporate Member
Organization does not nominate another replacement, then the
Foundation staff will send a “Call for Nominations” to the eligible
OCP Corporate Members to nominate a PL for the interim. A
“Special Election” will be held. With the endorsement of ICR, this
candidate will be presented to the IC. A vote will be held by the IC
and upon majority vote, the candidate will be appointed as the
new PL for the remainder of the term.

If the OCP Project is running with two co-leads and one of the co-
leads leaves his/her Corporate Member Organization, the
organization may nominate another active staff member as a
replacement, provided they have not exceeded their membership
allowance for positions (See Sec 1). With the endorsement of the
other PL and ICR, this candidate will be presented to the IC. A vote
will be held by the IC and upon majority vote, the candidate will
be the co-lead and will serve along with the remaining co-lead
until the PL next election.

If the vote is declined or the current Corporate Member
Organization does not offer a replacement, the remaining co-lead
may lead the Project Community on their own for the remainder
of the term.
If the remaining co-lead does not want to lead on their own, then the Foundation staff will send a “Call for Nominations” to the eligible OCP Corporate Members to nominate a co-lead. A “Special Election” will be held. With the endorsement of the other PL and ICR, this candidate will be presented to the IC. A vote will be held by the IC and upon majority vote, the candidate will be the co-lead and will serve along with the remaining co-lead until the PL next election.

b. If a PL resigns or is terminated from Corporate Member Organization or the organization is no longer an OCP Member:

If an OCP PL leaves their current organization and the current Member Organization is no longer an OCP Member or has decided not to renew their membership, a “Special Election” will be required. The Foundation staff will send a “Call for Nominations” to the eligible OCP Corporate Members to nominate a PL for the interim. With the endorsement of the ICR, this candidate will be presented to the IC. A vote will be held by the IC and upon majority vote, the candidate will be appointed as the new PL for the remainder of the term.

If the OCP Project Lead Position is filled with 2 people (co-leads), and one of the co-leads leaves their current Corporate Member Organization, and their organization is no longer an OCP Member or has decided not to renew their membership, the remaining co-lead has the option to lead the Project Community on their own for the remainder of the term.

If the remaining co-lead does not want to lead by themselves, the Foundation staff will send a “Call for Nominations” to eligible OCP Corporate Members to nominate a co-lead for the interim. A “Special Election” will be held. With the endorsement of the other PL and ICR, this candidate will be presented to the IC. A vote
will be held by the IC and upon majority vote, the candidate will be appointed as the new PL for the remainder of the term.

**c. If an ICR resigns from current Corporate Member Organization:**

If an OCP ICR resigns or is terminated from their position prior to the end of the term or if they can no longer fulfill their duties then the current Corporate Member Organization can put a name forward as a replacement, provided the Member Organization has not exceeded their allowance for leadership position (see Sec 1). The IC will then vote to accept this replacement. If the vote is accepted, there will be no special election and the replacement will hold the seat for no more than one (1) year or until the next IC election whichever is shorter. If the vote is declined or if the current Corporate Member Organization does not name a replacement, the Foundation staff will send a “Call for Nominations” to the IC first. If the IC does not put forth any nominees, the eligible OCP Corporate Members will be asked to nominate an ICR for the interim, provided the Member Organization has not exceeded their allowance for leadership positions (see Sec 1). A vote will be held and the winner of the vote will be appointed as the new ICR for the interim term.

**d. If an ICR resigns from Corporate Member Organization and the organization is no longer an OCP Member:**

If the ICR leaves their current organization and the organization is no longer an OCP Corporate Member or opts not to renew their membership to OCP, a “Special Election” will be required. The Foundation staff will send a “Call for Nominations” to the IC first. If the IC does not put forth any nominees, the eligible OCP Corporate Members will be asked to nominate an ICR for the interim, provided the Member Organization has not exceeded their allowance for leadership positions (see Sec 1). A vote will be held and the winner of the vote will be appointed as the new ICR for the interim term.
e. If a Corporate Member opts not to renew their membership or is no longer eligible to hold a leadership position:

If a Corporate Member opts not to renew their membership to OCP and holds a PL, PL Co-lead, SPL or ICR Leadership Position, they will be required to immediately step down from this leadership position. The Corporation will be informed of this requirement and will have 30 days to renew their membership at the same or higher level.

If a Corporate Member opts to downgrade their membership to a lower level or a non-contributing Community Level, and holds an IC or PL Leadership Position(s), they will be bound by the conditions of their new membership level.

f. If an OCP Sub-Project Lead leaves their appointed position or if their company is no longer eligible to hold a leadership position?

If an OCP SPL resigns from their position or if they can no longer fulfill their duties, then the organization that the SPL belongs to can put a name forward to replace the person who is stepping down. This is to provide continuity to the work effort with minimal disruption. The PLs and ICR will need to endorse this nomination. If the PLs/ICR approve of this nomination then the change will be presented to the IC for approval. The IC will then vote to accept this replacement. If the vote is accepted, the replacement will hold the seat.

If the vote is declined or if the current Corporate Member Organization does not nominate another replacement, then the Foundation staff will send a “Call for Nominations” to the eligible OCP Corporate Members to nominate a SPL. A “Special Election” will be held. With the endorsement of the PLs and ICR, this candidate will be presented to the IC. A vote will be held by the IC
and upon majority vote, the candidate will be appointed as the new SPL.

If an OCP SPL leaves their current organization and the current Member Organization is no longer an OCP Member or has decided not to renew their membership, a “Special Election” will be required. The Foundation staff will send a “Call for Nominations” to the eligible OCP Corporate Members to nominate a SPL candidate. With the endorsement of the PLs and ICR, this candidate will be presented to the IC. A vote will be held by the IC and upon majority vote, the candidate will be appointed as the new SPL.
Amended Policies and Procedures  (Effective July 6, 2020)

Effective July 6, 2020, OCP has amended its Tiered Membership Requirements and Benefits Policy (“OCP Tiered Membership Policy”).

1. Contributions

OCP will be accepting all types of Contributions in 2020 to participate in OCP and fulfill membership requirements. We realize that our Members are utilizing OCP solutions in many different ways and we would like to hear more about their experiences and their expertise. Here are the various different types of Contributions and associated credit allocation.

a. Contribution Credit Structure

<table>
<thead>
<tr>
<th>Type</th>
<th>Pre-Requisites</th>
<th>Contribution Credit</th>
</tr>
</thead>
</table>
| Specification or Design Package | One Specification or one Design Package  

● Each Spec and/or Design Package must meet 3 out of 4 OCP Tenets  

● Each Spec must have one 1 identified supplier with readily available product within a reasonable amount of time (120 days).  

● Each Design package must have one 1 identified supplier with readily available product within a reasonable amount of time (120 days) and the supplier must apply for the OCP Product Recognition Program (OCP Accepted Logo). | 1 Credit |
| OCP Accepted™ Product Recognition | 5 OCP Accepted™ Product SKUs.  

● Must be based on an approved OCP Spec.  

● Must meet 3 out of 4 OCP Tenets  

● Each SKU must carry the OCP Accepted™ logo. | 5 SKUs = 1 Credit |
| **OCP Inspired™ Product Recognition** | 5 OCP Inspired™ Product SKUs.  
- Must be based on an approved OCP Spec.  
- Must meet 3 out of 4 OCP Tenets  
- Each SKU must carry the OCP Inspired™ logo.  
- Each SKU must be readily available within 120 days and be visible on Supplier’s website for purchase. | 5 SKUs = 1 Credit |
| **OCP Ready™ Facility Recognition** | An OCP Ready™ Site.  
Facility must meet all the requirements in the OCP Ready™ Checklist and Colo Site Assessment in current term  
- Assessment must be made annually to retain certification.  
- Renewals for the same facility will be 0.5 credit  
- The Member must be a Colo SP. | 1 Credit per Location |
| **Reference Architectures** | A documented and tested solution comprising:  
- Two or more unique tested configurations (see below)  
- Two or more unique OCP Accepted™ Product SKUs.  
- > 50% content use of Orderable SKUs.  
- The Contributor must provide product test documentation, certification info, and configuration details about the reference architecture and warrants that the reference architecture works as documented.  
- OCP may promote the Contribution of reference architectures via the OCP Marketplace. | Case Dependent (0.5-1.0 Credit per item) |
| Tested Configurations | A documented and tested configuration using an OCP Inspired™ or OCP Accepted™ Product and configured with additional hardware and operating system software and application software (specific use)  
  - Testing plan/results, configuration details must be provided.  
  - Contributor warrants tested configuration will work in the defined use case and can provide support service.  
  - Contributor responsible for accuracy of info.  
  - OCP may promote the Contribution of tested configurations via the OCP Marketplace. | 10 tested configurations = 1 Credit |
|-----------------------|-------------------------------------------------------------------------------------------------|----------------------------------|
| Embedded Software     | One or more of the following tasks performed during the member’s term:  
  - Create Hardware Platform Support (API/Drivers) for an OCP recognized product  
  - New Feature sets and Enhancements for an OCP recognized product (up to 1 credit as determined by the team)  
  - Must be one of the top 5 committers to an existing OCP Github repository or an OCP affiliated Github repository for an OCP recognized product  
  - Assignment of a resource for 12 months to help project meet its goals  
  A formal SW report must be submitted to receive credit. All work performed on non-OCP platforms may be eligible for partial credit. | 1 Credit |
| White Papers & Case Studies | A white paper or case study explaining details of your use of OCP Accepted™ or OCP Inspired™ Products or OCP Ready™ Facility within your infrastructure. The white paper or case study | Case Dependent |
| Requirements Documents | This document may demonstrate the following:  
- best practices or  
- recommended guidelines or  
- create a framework for collaboration  
- capture requirement/framework document for new projects/sub-projects  
Such documents are written as collective documents by one or more companies and submitted to the IC for approval to allow for conformance and interoperability within the OCP environment. | (0.25-1.0 Credit per item) |

| Educational Videos or Quotable References or OCP-centric Technology Seminars | OCP may approve the following items with proper authorization and technical validation. The below items must utilize at least 2 OCP Tenets.  
- Educational Videos for use of OCP Products/Facilities or Reference Architectures  
- Testimonials and quotable customer references for relevant OCP Products/Facilities, Test Configurations and Reference Architecture  
- Technology Seminars, when promoting the use of OCP Products/Facilities, Test Configurations and Reference Architecture. OCP shall be allowed to promote this on the OCP website or promotional materials. | Case Dependent (0.5-1.0 Credit per item) |
b. Contribution Requirements for Silver/Gold/Platinum Members

With many different ways to get credit for Contributions, it is easier to participate and make submissions. Contributions will be tracked on a regular basis with check-ins at 3-month intervals. This will allow plenty of touchpoint reminders and assistance to ensure Contribution requirements are going to be met.

Annual Requirement:
Silver – 0 Contribution
Gold – 1 Contribution per year
Platinum – 2 Contributions per year

c. Criteria for Contribution Submission

All Submissions must have the following before it is presented to the Project Community:
- Signed Membership Agreement
- Signed Logo Usage Agreement (as needed)
- Signed CLA (OCP or OWF)
- Signed Copyright License Agreement
- Checklist Initiated

d. Process for Contribution Approval by OCP

All Contribution submissions will follow the same process:

1. Feedback and collaboration
   a. Community will provide their feedback on relevance and impact from/by the Community
   b. Feedback may be incorporated in subsequent versions of the document or spec.
   c. Checklist

2. With the help of the PL/IC/Foundation, the checklist needs to be completed.
   a. Checklist ensures contracts are completed.
   b. Checklist ensures submissions meet the requirements.

3. Review with Project Leads and Incubation Committee
a. Presentation to the IC (see OCP IC Review Template)
b. Completed Checklist
c. Final documents are complete
d. OCP Tenet review

4. Vote into the OCP Ecosystem
   a. Voting will be for approval of submissions
   b. Voting will be for credit allocation.

5. Publish to the Marketplace
   a. All approved specs and designs will be published to the Marketplace.
   b. All recognized products will be published to the Marketplace only if the Supplier is an OCP Solution Provider. Supplier must provide pictures, SKU# and a landing page for the OCP recognized product.

e. Contribution Annual Opt - Out Option for Gold/Platinum

Although the Community and the Foundation would really benefit from the plethora of Contributions detailed in the new Contribution Structure, we do understand that not all our Members will be able to meet their Contribution requirements every year. Both Gold and Platinum Members can opt-out of their annual Contribution requirements for a non-refundable financial donation. The Opt-out Option can be initiated at the start of membership cycle or at renewal. The Contribution Opt-Out fee is $30,000 USD per Contribution. It is non-refundable and will be invoiced in conjunction with the membership dues.

Contribution Opt-Out Fees:
Gold - $30,000 USD per Contribution
Platinum - $30,000 USD per Contribution

f. Non-Compliance of Contribution Requirements
Non-compliance of the requirements will result in the lowering of the existing Tiered Membership level to the next lower tier. If Contribution requirements are not met by a Gold or Platinum Level Members within a year of the annual membership payment, they will not be allowed to remain at the Gold or Platinum level until the Opt-Out fee(s) are paid. Once the Opt-Out fee is made, the appropriate tier will be reinstated. Consistent non-compliance will result in renewal at only the Silver level. Members can only achieve upgrades to higher tiers upon meeting the appropriate Contribution requirements and no refund will be issued for membership fees already paid.

2. Sponsorship of OCP Events

a. Sponsorship of OCP Events for Silver, Gold, and Platinum Members

OCP will no longer be tracking hours for Gold and Platinum Members. As participation from our Corporate Members extends globally across multiple divisions and our membership grows, this is becoming increasingly more difficult to track. Instead, OCP is asking for Silver, Gold and Platinum Members to sponsor collaboration events that we host throughout the year. Events include Summit sponsorship, engineering workshops, plug-fests, seminars, webinars, technology days, etc. that OCP conducts independently or in conjunction with a conference or partner. The value of the sponsorship is estimated to be $5,000 USD per event. Tiered Members can provide support for these events, including:

- Summit sponsorship
- Venues for workshops, seminars, technology days, OCP Experience Lab, etc.
- Services such as food, beverage or audio/video
- Promotional giveaways
- Hardware donations for OCP Inspired™ or OCP Accepted™ Products if applicable.
- Software/firmware donations
b. **Annual Event Sponsorship Requirement for Silver, Gold, and Platinum Members**

Silver - Required to support a minimum of 1 event  
Gold - Required to support a minimum of 2 events  
Platinum - Required to support a minimum of 3 events

c. **Non-Compliance of Sponsorship Requirements**

Non-compliance of the requirements may result in the lowering of the existing Tiered Membership level to the next lower tier, until the requirements are met. Once the requirements are met, the appropriate tier will be reinstated. Consistent non-compliance will result in renewal at only the Silver level. Members can only achieve upgrades to higher tiers upon meeting the appropriate requirements although no refund will be issued for membership fees already paid.

**Opt-Out for Sponsorship:** Although OCP would prefer our Tiered Members sponsor these events in some way, we do understand that not all our Members will be able to meet some or all of these requirements every year. In lieu of sponsoring an event, an Opt-Out fee of $5,000 USD can be made per event, and will satisfy the event sponsorship requirement.