

PROGRAM OPERATIONS POLICY

I. INTRODUCTION

This program operations policy sets forth the recommended processes under which the Fintech Open Source Foundation (the “Foundation”) [PROGRAM NAME] Program (the “Program”) will operate. Consensus shall be the normal operating model for Program governance decisions, based upon Governance by Contribution.

II. PROGRAM MANAGEMENT COMMITTEES

A. General. A Program Management Committee (PMC) oversees and provides leadership for a single Foundation-hosted Program and all Foundation-hosted Projects specific to that Program, in accordance with the Foundation’s Program Governance Policy. The PMC’s responsibilities include:

- Ensuring that the Program and its Projects are operated in accordance with Foundation policy
- Setting the high-level priorities and objectives for the Program
- Approving new Projects within the Program
- Approving lifecycle transitions for the Projects
- Selecting a Project Lead for each Project
- Approving new Participants and Committers to the Projects
- Resolving policy questions raised within the Program
- Measuring and ensuring the ongoing progress and viability of the Program and its Projects
- Reporting periodically to the Board on the Program’s status, progress, and viability
- Maintaining current and accurate records of the membership of all bodies within the Program

B. Roles & Responsibilities.

a. PMC Lead. The PMC Lead is responsible for coordinating the activities of the PMC to fulfill the responsibilities listed above.

Each PMC must have a single PMC Lead at all times, who shall serve for a period of two (2) years (or until their earlier resignation, removal, or death), and shall be a member of one of the Program’s Projects.

When a new Program is proposed to the Foundation, the initial PMC Lead must be identified as part of the proposal. Thereafter, PMC Lead candidates may be nominated by any PMC Member, with the new PMC Lead elected by the PMC Members on a one person, one vote basis, with a tie vote decided by the Program Liaison.

- b. PMC Members.** PMC members shall include (1) the PMC Lead and (2) Project Leads from each of the Program's Projects.
- C. New Projects.** A proposal for a new Project can be put forward by anyone, and is reviewed by the associated PMC. If there is no consensus as to which Program the proposal best fits, the proposal will be brought to the Board to nominate the hosting Program.
 - a. Proposal.** All proposals must include the name of the proposed Project Lead, proposed scope, and initial team composition. Additionally, proposals for new Projects must include the proposed technical architecture (programming language, etc.), the business problem the Project seeks to address, and any identified issues and risks. If the Project will produce a standard or standards, then the proposal should identify it as a Standards Project and describe the standards to be produced.

Projects that incorporate existing material or have dependencies on third-party materials require legal review and approval before being accepted. In this case the preferred transfer mechanism for those existing materials should be described in the proposal.
 - b. Review and Approval.** The PMC will determine whether to approve the new Project based on their evaluation of the proposal. This must include a due diligence review on any intellectual property issues raised by the proposal.
- D. Voting.** The PMCs shall operate by consensus. If a PMC Lead determines that consensus cannot be reached on any substantive decision within the Program, a formal vote shall be taken within the PMC, with a tie vote being decided by the Program Liaison.
- E. Decision Appeals.** Any three (3) PMC Members (collectively) may appeal a new Project decision within a PMC to the Board, via the Program Liaison.

III. COLLABORATIVE PRINCIPLES

- A.** Project Participants are responsible for adhering to the Foundation's collaborative principles in their day-to-day activities. In particular:
 - a.** Ensuring that IP compliance is maintained at all times. In practice this means ensuring that: all incoming intellectual property (e.g. code) to a Project is legally contributed; and all third-party intellectual property included in or referenced (i.e. as a dependency) by Projects is compatible with the Foundation's licensing requirements;
 - b.** Ensuring that all Project Participants have an equal opportunity to participate, by:

- i. maintaining all work products (source code, standards documents, etc.) in a Foundation-sanctioned system (source code repository, document management system, etc.);
 - ii. keeping a public task list up to date to record all work in progress, current themes, and planned releases / publications; The task list ensures there are no surprises, and allows Project Participants to advocate for prioritization of, for example, tasks that are particularly important or urgent. A Project Lead may not always feel able to acquiesce in all such matters, but should always be prepared to provide a justification for decisions made;
 - iii. conducting open and transparent interim project management prioritization meetings that give voice to all Project Participants and that consider input from all parties;
 - iv. responding in a timely manner to bugs and feature requests raised by the community via the Project's chosen source code repository and/or issue tracker;
 - v. actively participating in mailing list discussions relating to the Project;
 - vi. using only publicly available tools and file formats that are free to use; and
 - vii. using a transparent process for accepting new Participants into a Project and granting commit rights to a Project repository.
- c. ensuring that their action or inaction does not surprise the community, by scheduling reviews for major planned events in the Project; and
 - d. publish design proposals for public review and feedback for new features or standards, and for major refactoring or redefinition efforts.

IV. PROJECTS

A. Roles.

- a. **Project Lead.** Each Project will have one Project Lead, and this person will represent the body on the associated PMC. This person shall have ultimate responsibility for setting Project direction, coordinating work amongst that Project members, resolving disputes within that Project, communicating status to the PMC and Foundation Membership, and running meetings. Project Leads must be a member of the PMC to which that Project belongs.
 - i. **Selecting a New Project Lead.** If a Project Lead is removed or decides to step down for any reason, the Project's Committers shall decide by consensus who the new Project Lead will be. If consensus is not reached, the PMC Lead shall call for a Governance by Contribution vote by the Project's Committers. Tie votes will trigger a new Governance by Contribution vote by the PMC that oversees the Project.

- ii. **Delegation.** A Project Lead may temporarily delegate their responsibilities to any Committer in the Project.
 - b. **Committers.** Committers have commit rights to Project repositories and may merge pull requests at the Project Lead’s discretion. Committers take direction on a day-to-day basis from the Project Lead. Committers can be developers, testers, documenters, designers, or others as determined by the PMC.
 - c. **Contributors.** Contributors’ contributions are made via pull requests, and may be merged by any Project member, at the discretion of the Project Lead.
 - d. **Project members.** Project members include that Project’s Committers and the Project Lead.
- B. Decision Appeals.** The Project Lead, or at least 25% of the Project Committers may appeal any Project decision to the PMC.
- C. Processes.** Projects should:
- a. Publicly document the requirements for a community member to gain Committer privileges;
 - b. Publicly document the requirements for Pull Requests from Contributors to be accepted;
 - c. Track all issues publicly, ensuring they are accurate, descriptive, and well-described by metadata (categorized as bug or enhancement request, labelled appropriately, fix version(s) identified, etc.);
 - d. Ensure all commits and Pull Requests are clearly tracked against an issue;
 - e. Respond to all Pull Requests in an appropriate and timely manner, including clear explanations in the case of a rejection.

VI. DEFINITIONS

Each capitalized term within this document will have the meaning provided below, unless otherwise defined in the Bylaws.

- A. **“Board”** means the Board of Directors of the Foundation.
- B. **“Committer”** means an individual who is approved to commit directly to Program repository
- C. **“Contributor”** means developers that participate in one or more Program Projects in a non-committer capacity (i.e. collaborating via pull requests).
- D. **“Contribution”** means any information or materials, including software source code, documentation, or related materials, provided to the Foundation by a Member or other party for inclusion in a Project.

- E. “Governance by Contribution”** is the voting process by which Committers and Participants vote in Program decisions. In general, an organization or individual's influence within the Program should be proportional to the investment that organization or individual is making to support the Program’s mission. Technical influence over Program Governance and Projects should be proportional to the number of an organization’s Committers and Participants.
- F. “Member”** means a member of the Foundation in good standing in accordance with the Bylaws, Foundation Policy, and any applicable Membership Agreement.
- G. “Membership Agreement”** means the agreement between the Foundation and each Member regarding each such Member’s rights and obligations as a Member.
- H. “Open Source License”** means any license approved as an open source license by the Open Source Initiative or as a free software license by the Free Software Foundation.
- I. “Open Source Software”** means any software, whether in source code format or binary code format, made available under an Open Source License.
- J. “Participant”** means anyone who has been approved to participate in a Foundation-hosted Project.
- K. “Program”** means a **Foundation-hosted strategic initiative focused around a technology and/or topic of interest. Projects represent specific tactical work streams within a Program.**
- L. “Project”** means a Foundation-hosted open source software project or working group within the Program.
- M. “Project Lead”** means the individual responsible for leading a Project.
- N. “Standards Project”** means a Project chartered to produce a standard or standards.