

# OpenStack Foundation Bylaws - Changes proposed:

<http://www.openstack.org/legal/bylaws-of-the-openstack-foundation/>

## Redline Diff Between UC & TC

diff tc.txt uc.txt

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< 4.13 Technical Committee.

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> er Committee.

> (a) The User Committee mission is to serve the user community of OpenStack, representing them to the broader community (including the Technical Committee, Board of Directors, Projects and PTLs, and projects outside OpenStack). The User Committee recognizes competence and contribution, and when necessary resolves disputes in accordance with the OpenStack Code of Conduct. The User Committee keeps track of OpenStack deployments and usage, helping to share user stories and experiences. The User Committee works with user groups worldwide to keep the community vibrant and informed.

> (b) The User Committee shall be selected as provided in the User Committee Member Policy in Appendix 10.

> (c) The User Committee shall have the authority and responsibility to govern Working Groups related to users, and to determine the scope of these Working Groups within the scope of the User Committee role as set forth by the Board of Directors.

> (d) On the written request of at least three (3) members of the User Committee, the Board of Directors shall appoint a mediator to assist in the resolution of any dispute or deadlock in the User Committee.

> (e) The User Committee shall determine the procedures for nominating a member to become the chair of the User Committee. The Board of Directors shall have the authority to approve the User Committee chair, as nominated by the User Committee, and shall approve the chair proposed by the User Committee absent Cause.

> (f) The term of the chair of the User Committee shall terminate upon the death, resignation, removal or failure to be re-elected to the User Committee. The chair of the User Committee may be removed by the majority of the other members of the User Committee (not including such chair) for Cause as defined below. The procedures for such removal shall be determined by the User Committee. Cause shall include (i) failure to attend more than half of the User Committee meetings within any twelve month period, (ii) breach of the Code of Conduct, (iii) declaration of unsound mind by a final order of court, or (iv) conviction of a felony. If the User Committee does not remove the chair of the User Committee for Cause, the Board of Directors may request that the User Committee reconsider this decision. If the User Committee does not remove the User Committee chair within thirty (30) days of notice from the Board of Directors, the Board of Directors may vote to remove the User Committee chair for Cause. Notwithstanding removal of the User Committee Chair by the Board under this Section, the individual may continue to be a member of the User Committee unless the User Committee removes the individual from the User Committee.

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> Appendix 10

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> USER COMMITTEE MEMBER POLICY

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> 1. Membership of User Committee. The User Committee will consist of at least five members. A member of the User Committee may cease to be an Individual Member during her or his term, but must be an Individual Member at the time of nomination.

> 2. Election to User Committee.

> (a) The members of the User Committee shall be elected by a vote of the Individual Members who are Active User Contributors (AUC) using a fair voting method determined by the User Committee. Each User Committee member shall hold the seat for a term not to exceed one year, but may be re-elected to the User Committee. After the initial election, the elections for the User Committee shall be held at least every six months.

> (b) Upon completion of the election, the User Committee shall give notice to the Board of Directors and the Secretary. The Secretary shall maintain a list of the members of the User Committee. Any member of the User Committee may resign by delivering notice in writing or by electronic transmission to the Secretary. Such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event.

> (c) In the event of a User Committee election that would result in more than two of the members of the User Committee being Affiliated to the same company, the Board of Directors may defer the effective date of office of the newly elected User Committee members who are Affiliated for a period not to exceed thirty (30) days after a resolution by the Board of Directors approving such deferral. The Board of Directors must pass such resolution within thirty (30) days of the notice of election results from the User Committee. During such period of deferral, the User Committee and the Board of Directors shall work to resolve the issue by agreement among themselves, such as by a resignation of one or more User Committee members or having the Individual Member with the next highest number of votes become a member of the User Committee. If the User Committee and the Board of Directors are not able to agree on a resolution within such thirty (30) day period, the Board of Directors may require another election for such positions.

> 3. Determination of Active User Contributor.

> (a) Active User Contributors (AUC) represents the cross-section of our community that either uses, operates, facilitates collaboration between upstream/downstream needs, and/or helps further adoption of the OpenStack cloud platform. The criteria for eligibility for AUC status reflect activities that are beneficial to the OpenStack community and ecosystem including organizing official OpenStack user groups, participating in User Committee working groups and teams, sharing knowledge and best practices through established community forums. The User Committee has the authority to specify the criteria for recognition of AUCs as community needs change.

> (b) The User Committee shall maintain a list of AUCs and their contact information and a written description of the procedures for electing the members of the User Committee. The chair of the User Committee shall provide such list and such written description to any member of the Board of Directors or Member upon their request.

> (c) The User Committee shall maintain a public document listing the criteria used to compile the list of AUCs and detailed information allowing an Individual Member to determine whether they qualify under each criteria.

> 4. Meetings of User Committee. The User Committee shall meet at least quarterly.

> 5. User Committee Process. Except as expressly provided in these Bylaws, the User Committee shall determine its processes and procedures, provided that such process and procedures must be published in a manner that they are readily accessible to all Members of the Foundation.

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< (a) The Technical Committee shall be selected as provided in the Technical Committee Member Policy in Appendix 4.

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< (b) (i) The Technical Committee shall have the authority to manage the OpenStack Project, including the authority to determine the scope of the OpenStack Technical Committee Approved Release subject to the procedures set forth below. No changes to the OpenStack Technical Committee Approved Release which deletes all or part of the then current Trademark Designated OpenStack Software. shall be approved by the Technical Committee without approval as provided in the Coordination Procedures. After such approval, the Secretary shall post such description to the Foundation's website.

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< (ii) If any software provided as part of the Trademark Designated OpenStack Software is (A) subject to an injunction or other court order which would subject the distributors or users of such software to liability for intellectual property infringement or misappropriation or (B) the majority of the Board of Directors believes that such an order is reasonably likely, the Board of Directors shall give notice to the chair of the Technical Committee of the issue. If the Technical Committee does not take reasonable steps to mitigate the risk (such as ceasing distribution of such software as part of the Trademark Designated OpenStack Software or modifying such software to make it non-infringing) as determined by the Board of Directors within thirty (30) days of the receipt of such notice, the Board of Directors may waive the requirement in the Trademark Policy or otherwise to include such software in order to use the OpenStack trademarks.

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< (c) On the written request of at least three (3) members of the Technical Committee, the Board of Directors shall appoint a mediator to assist in the resolution of any dispute or deadlock in the Technical Committee.

< (d) The Technical Committee shall determine the procedures for nominating a member to become the chair of the Technical Committee. The Board of Directors shall have the authority to approve the Technical Committee chair, as nominated by the Technical Committee, and shall approve the chair proposed by the Technical Committee absent Cause.

< (e) The term of the chair of the Technical Committee shall terminate upon the death, resignation, removal or failure to be re-elected to the Technical Committee. The chair of the Technical Committee may be removed by the majority of the other members of the Technical Committee (not including such chair) for Cause as defined below. The procedures for such removal shall be determined by the Technical Committee. Cause shall include (i) failure to attend more than half of the Technical Committee meetings within any twenty-four month period, (ii) breach of the Code of Conduct, (iii) declaration of unsound mind by a final order of court, or (iv) conviction of a felony. If the Technical Committee does not remove the chair of the Technical Committee for Cause, the Board of Directors may request that the Technical Committee reconsider this decision. If the Technical Committee does not remove the Technical Committee chair within thirty (30) days of notice from the Board of Directors, the Board of Directors may vote to remove the Technical Committee chair for Cause.

Notwithstanding removal of the Technical Committee Chair by the Board under this Section, the individual may continue to be a member of the Technical Committee unless the Technical Committee removes the individual from the Technical Committee.

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< Appendix 4

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< TECHNICAL COMMITTEE MEMBER POLICY

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< 1. Membership of Technical Committee. The Technical Committee shall initially have the same members as the Project Policy Board of OpenStack, LLC and their terms shall continue as determined by the Project Policy Board, but in no case longer than one year after their election to the Project Policy Board. Beginning with the first election, all members selected to the Technical Committee shall be Individual Members (the initial members of the Technical Committee do not need to be Individual Members). A member of the Technical Committee may cease to be an Individual Member during his or her term, but must be an Individual Member at the time of nomination.

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< 2. Election to Technical Committee.

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< (a) The members of the Technical Committee shall be elected by a vote of the Active Technical Contributors ("ATC") using a fair voting method determined by the Technical Committee. The first election shall be held no later than October 31, 2012. Each Technical Committee member shall hold the seat for a term not to exceed one year, but may be re-elected to the Technical Committee. After the initial election, the elections for the Technical Committee shall be held at least every six months.

< (b) Upon completion of the election, the Technical Committee shall give notice to the Board of Directors and the Secretary. The Secretary shall maintain a list of the members of the Technical Committee. Any member of the Technical Committee may resign by delivering notice in writing or by electronic transmission to the Secretary. Such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event.

< (c) In the event of a Technical Committee election that would result in half or more of the members of the Technical Committee being Affiliated, the Board of Directors may defer the effective date of office of the newly elected Technical Committee members who are Affiliated for a period not to exceed thirty (30) days after a resolution by the Board of Directors approving such deferral. The Board of Directors must pass such resolution within thirty (30) days of the notice of election results from the Technical Committee. During such period of deferral, the Technical Committee and the Board of Directors shall work to resolve the issue by agreement among themselves, such as by a resignation of one or more Technical Committee members or having the Individual Member with the next highest number of votes become a member of the Technical Committee. If the Technical Committee and the Board of Directors are not able to agree on a resolution within such thirty (30) day period, the Board of Directors may require another election for such positions.

< 3. Determination of Active Technical Contributor.

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< (a) Within thirty (30) days of the COI Effective Date, the Technical Committee shall provide a list of ATCs on such date ("Initial ATC List") and the Individual Members on such list shall remain ATCs for three hundred and sixty five days after the date of appointment.

< (b) After the Initial ATC List, an ATC shall be determined as follows:

< (i) An Individual Member is an ATC who has had a contribution approved for inclusion in any of the official OpenStack projects during one of the two prior release cycles of the Core OpenStack Project (“Approved Contribution”). Such Individual Member shall remain an ATC for three hundred and sixty five days after the date of acceptance of such Approved Contribution.

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< (ii) An Individual Member who has made only other technical contributions to the OpenStack Core Project (such as bug triagers and technical documentation writers) can apply to the chair of the Technical Committee to become an ATC. The final approval of such application shall be approved by a vote of the Technical Committee. The term shall be for three hundred and sixty five days after the date of approval of the application by the Technical Committee.

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< (c) The Technical Committee shall maintain a list of ATCs and their contact information and a written description of the procedures for electing the members of the Technical Committee. The chair of the Technical Committee shall provide such list and such written description to any member of the Board of Directors or Member upon their request.

< 4. Meetings of Technical Committee. The Technical Committee shall meet at least quarterly.

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< 5. Technical Committee Process. Except as expressly provided in these Bylaws, the Technical Committee shall determine its process and procedures, provided that such process and procedures must be published in a manner that they are readily accessible to all Members of the Foundation.

## **OpenStack User Committee Charter**

**NOTE: This is already in Gerrit and needs to be Ignored:**

**<https://review.openstack.org/#/c/404318/>**

### **Goal of this document:**

The OpenStack User Committee (UC) is looking to consolidate its role in the OpenStack governance. The goal of this document is to help the current members of the UC to collect initial feedback from multiple stakeholders before submitting changes through OpenStack Gerrit system:

<https://review.openstack.org/Documentation/intro-quick.html>

### **Mission:**

The User Committee (“UC”) mission is to consolidate user’s requirements and present these to the Technical Committee (“TC”) for their evaluation and proper execution. It provides guidance for the development teams where user feedback is request. The UC manages and coordinates both “working groups” and “functional teams” in order to helping them to become successful in their individual goals and make a difference in the community. It keeps track of OpenStack deployments and usage, helping to share user stories and experiences. UC defines the expected activities from the users in order to be recognized as active members and be granted

with the **AUC (Active User Contributor)** status. Finally UC works with user groups worldwide to keep the community vibrant and informed.

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#### **User Committee Members:**

The User Committee (UC) is comprised of at least three Individual Members, one appointed by the Technical Committee, one appointed by the Board of Directors, and one appointed by the appointees of the Technical Committee and Board of Directors. The User Committee shall organize its meetings and may, on approval of the Board of Directors, create elected seats to be filled by a vote of the Individual Members recognized as AUC.

#### **Active User Contributor:**

Active User Contributors (AUC) represents the cross-section of our community that either uses, operates, facilitate collaboration between upstream/downstream needs, and/or helps further adoption of the OpenStack cloud platform through knowledge sharing. The activities that can make someone eligible as an AUC reflect activities that are beneficial to the entire OpenStack community and ecosystem including:

- Organizers of Official OpenStack User Groups
- Active members and contributors to Functional Teams and/or Working Groups.
- Moderators of any of the Operators official meet-up sessions
- Contributors to any repository under the UC governance (e.g. os-ops and user stories)
- Track chairs for OpenStack Summits
- Contributors to superuser (articles, interviews, user stories, etc.)
- Active moderators on ask.openstack

#### **UC Chair:**

The UC proposes one of its members to act as the UC chair. In the case of multiple candidates, it may use a single-winner election method to decide the result (see below). The Board of Directors has the authority to approve the UC chair and shall approve the proposition, unless otherwise justified by its bylaws. The UC chair is responsible for making sure meetings are held according to the rules described below, and for communicating the decisions taken during those meetings to the Board of Directors and the OpenStack community at large. It may be revoked under the conditions described in the Foundation bylaws.

#### **Structure - Functional Teams:**

These are defined as permanent teams as long as they keep having a meaningful mission in order to help the UC to achieve its mission. The work of the functional teams is performed under the oversight of the UC. The functional teams are listed in Teams.

#### **Structure - Working Groups:**

These are defined as temporal teams with medium-short term goals and they will exist until they have achieved those. The work of the working groups is performed under the oversight of the UC. The working groups are listed in Working Groups.

### **Process for Creating a New Working Group/Functional Team:**

1. Complete Working Group Template:  
[https://wiki.openstack.org/wiki/Working\\_Group\\_Template](https://wiki.openstack.org/wiki/Working_Group_Template)
2. Join the user-committee mailing list and communicate your intention to start a new team to the User Committee via the same mailing list.  
Mailing list: [user-committee@lists.openstack.org](mailto:user-committee@lists.openstack.org)
3. Update User Committee wiki page with the entry of the new team.  
<https://wiki.openstack.org/wiki/Governance/Foundation/UserCommittee>
4. User Committee needs to approve the request before become an active and working group or functional team.

### **Meetings:**

UC meetings happen publicly, bi-weekly on IRC. The meeting times should be decided among UC members. If there isn't consensus on a meeting time, the option of rotating the time weekly should be explored. The UC maintains an open agenda on the wiki. The UC meeting is automatically called if anything is posted to that wiki by one of its members at least one day before the meeting time. All Functional Team and Working Group leads are expected to join or to send a representative at least quarterly with monthly preferred.

### **Election systems:**

For single-winner elections, a Condorcet system (using single round of voting, order of preference) shall be used. For user committee structural additions or changes the vote will require the full committee (3 members) but at their choice may also be run to recognize a vote by each functional and working group lead. For other less formal decisions, a vote of those in attendance will be final.

### **Proposed Functional Teams: (Not a final list)**

- User Survey Team
- App Development Team
- Product Management Team
- Large Deployment Team
- Operators Meetup Team
- Operators Tags Team
- OSOps Team

### **Proposed Working Groups: (Not a final list)**

- Active User Contributor (AUC) Recognition
- Application Ecosystem Working Group

- Scientific Working Group?

## AUC - Technical Implementation Details

Unlike the single-activity-derived ATC status, AUC is a composite metric - derived from several sources of activity. The method of extracting of the data varies depending on the source, making calculating the overall list of AUC a more complicated process. Accordingly, a robust technical implementation needed to be designed, which is operational today and described at a high level in this section.

Recently, in conjunction with initiatives such as OpenStack ID, the OpenStack Foundation database has been storing more information about OpenStack Foundation members. Today, members have a profile which is linked to their speaker bureau page, survey responses and via other sites, their user group information.

A project was conducted to allow certain appropriate data sources used to derive AUC to be stored alongside OpenStack Foundation Member Profiles.

### Implementation

The system was designed with the generic concept of a “Metric” to make it easily extensible as the AUC definition changes. Each Metric has a Service script that is used to automatically derive a list of people qualifying under each AUC criteria. These work to a common framework whether the information lived in existing Foundation databases or needed to be gathered from external sites.

List of service scripts per AUC Metric:

- Organizers of Official OpenStack User Groups
  - <https://github.com/OpenStackweb/openstack-org/blob/master/auc-metrics/code/services/OfficialUserGroupOrganizerService.php>
- Active members and contributors to Functional Teams and/or Working Groups.
  - [https://github.com/openstack/uc-recognition/blob/master/tools/get\\_active\\_wg\\_members.py](https://github.com/openstack/uc-recognition/blob/master/tools/get_active_wg_members.py)
- Contributors to any repository under the UC governance (e.g. os-ops and user stories)
  - [https://github.com/openstack/uc-recognition/blob/master/tools/get\\_active\\_commiters.py](https://github.com/openstack/uc-recognition/blob/master/tools/get_active_commiters.py)
- Track chairs for OpenStack Summits
  - <https://github.com/OpenStackweb/openstack-org/blob/master/auc-metrics/code/services/TrackChairService.php>
- Contributors to superuser (articles, interviews, user stories, etc.)



- <https://github.com/OpenStackweb/openstack-org/blob/master/auc-metrics/code/services/SuperuserService.php>
- Active moderators on ask.openstack
  - [https://github.com/openstack/uc-recognition/blob/master/tools/get\\_active\\_moderator.py](https://github.com/openstack/uc-recognition/blob/master/tools/get_active_moderator.py)
- Moderators of any of the Operators official meet-up sessions
  - Currently manually calculated.

These scripts are run daily and a matching process occurs to map their results to Foundation Member accounts, using a combination of OpenStackID Information, email address, Ask OpenStack username or IRC nickname depending on the metric. A report of any failed matches is sent to an administrator.

Data is currently available via a CSV spreadsheet download, however it is planned that an API will be implemented in the future to encourage re-use of the data.