

## **Technical Charter (the “Charter”)**

**for**

### **OpenDaylight Project a Series of LF Projects, LLC**

This charter (the “Charter”) sets forth the responsibilities and procedures for technical contribution to, and oversight of, the **OpenDaylight Project**, which has been established as OpenDaylight Project a Series of LF Projects, LLC (the “Project”). LF Projects, LLC (“LF Projects”) is a Delaware series limited liability company. All contributors to the Project must comply with the terms of this Charter.

#### **1. Mission and Scope of the Project**

- a. The mission of the Project is to:
  - i. advance the creation, evolution, promotion, and support of an open source software defined network and network functions virtualization software platform (“Platform”);
  - ii. support and maintain the strategic framework of the Platform through the technologies made available by the OpenDaylight community to make the Platform a success;
  - iii. promote such Platform worldwide and seek to solicit the participation of all interested parties on a fair, equitable and open basis; and
  - iv. undertake such other activities as may from time to time be appropriate to further the purposes and achieve the goals set forth above.
- b. The scope of the Project includes software development under an OSI-approved open source license supporting the mission, including documentation, testing, integration and the creation of other artifacts that aid the development, deployment, operation or adoption of the open source software project.

#### **2. Technical Steering Committee**

- a. The Technical Steering Committee (the “TSC”) will be responsible for all technical oversight of the open source Project.
- b. TSC Voting Members
  - i. The voting members of the TSC are as determined pursuant to the ODL TSC Election Procedures document available at [https://wiki.opendaylight.org/view/TSC:Election\\_Process](https://wiki.opendaylight.org/view/TSC:Election_Process). The current

voting members of the TSC will be documented on [www.opendaylight.org](http://www.opendaylight.org).

- ii. The TSC may amend the TSC Election Procedures from time to time.
- c. Any meetings of the Technical Steering Committee are intended to be open to the public, and can be conducted electronically, via teleconference, or in person.
- d. Technical roles for the Project are as set forth on in the on [www.opendaylight.org](http://www.opendaylight.org) web site.
- e. Technical participation in the Project is open to anyone so long as they abide by the terms of this Charter.
- f. OpenDaylight projects generally will involve Contributors and Committers. The TSC may adopt or modify roles so long as the roles are documented on [www.opendaylight.org](http://www.opendaylight.org). Unless otherwise documented:
  - i. Contributors include anyone in the technical community that contributes code, documentation, or other technical artifacts to the Project;
  - ii. Committers are Contributors who have earned the ability to modify (“commit”) source code, documentation or other technical artifacts in a project’s repository; and
  - iii. A Contributor may become a Committer by a majority approval of the existing Committers and approval of the TSC. A Committer may be removed by a majority approval of the other existing Committers.
- g. Participation in the Project through becoming a Contributor and Committer is open to anyone so long as they abide by the terms of this Charter.
- h. The TSC may (1) establish work flow procedures for the submission, approval, and closure/archiving of projects, (2) set requirements for the promotion of Contributors to Committer status, as applicable, and (3) 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.
- i. The TSC may elect a TSC Chair, who will preside over meetings of the TSC and will serve until their resignation or replacement by the TSC. The TSC Chair, or any other TSC member so designated by the TSC, will serve as the primary communication contact between the Project and the LF Networking Fund of The Linux Foundation.
- j. Responsibilities: The TSC will be responsible for all aspects of oversight relating to the Project, which may include:

- i. coordinating the technical direction of the Project, including the architecture and projects to achieve the Mission and Scope of the Project;
- ii. approving project or system proposals (including, but not limited to, incubation, deprecation, and changes to a sub-project's scope) in accordance with a project lifecycle document to be developed, approved and maintained by the TSC;
- iii. organizing sub-projects and removing projects and facilitating technical coordination (API, data Models etc.) across all projects;
- iv. creating sub-committees or working groups to focus on cross-project technical issues and requirements;
- v. coordinate technical community engagement with the end-user community with respect to requirements, high level architecture, implementation experiences, use cases, etc.;
- vi. amending the Inbound Code Review Policy available on [opendaylight.org](https://opendaylight.org) and approving license exceptions under Section 7.
- vii. communicating with external and industry organizations concerning Project technical matters;
- viii. appointing representatives to work with other open source or open standards communities;
- ix. establishing community norms, workflows, issuing releases, and security issue reporting policies;
- x. with approval of the Series Manager, adopting and amending any contribution process or procedure;
- xi. determining makeup of the voting members of the TSC and establishing election processes for any technical role election or election of members to the TSC and amending the TSC Election Procedures document;
- xii. approving and implementing policies and processes for contributing (to be published on [www.opendaylight.org](https://www.opendaylight.org)) and coordinating with the Series Manager to resolve matters or concerns that may arise as set forth in Section 7 of this Charter;
- xiii. discussions, seeking consensus, and where necessary, voting on technical matters relating to the code base that affect multiple projects; and
- xiv. coordinating any marketing, events, or communications regarding the Project with the LF Projects Manager or their designee.

### **3. TSC Voting**

- a. While the Project aims to operate as a consensus based community, if any TSC decision requires a vote to move the 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 50% of all voting members of the TSC to be present. The TSC may continue to meet if quorum is not met, but will be prevented from making any decisions at the meeting.
- c. Except as provided in Section 7.c. and 8.a, decisions by vote at a meeting require a majority vote of those in attendance, provided quorum is met. Decisions made by electronic vote without a meeting require a majority vote of all voting members of the TSC.
- d. The TSC may set limits on the number of votes from any one organization or group of related organizations provided that such limits are approved by the Series Manager and documented on [www.opendaylight.org](http://www.opendaylight.org).
- e. In the event a vote cannot be resolved by the TSC, any voting member of the TSC may refer the matter to the Series Manager for assistance in reaching a resolution.

### **4. Compliance with Policies**

- a. This Charter is subject to the Series Agreement for the Project and the Operating Agreement of LF Projects. Contributors will comply with the policies of LF Projects as may be adopted and amended by LF Projects, including, without limitation the policies listed at <https://lfprojects.org/policies/>.
- b. The TSC may adopt a code of conduct (“CoC”) for the Project, which is subject to approval by the Series Manager. Contributors to the Project will comply with the CoC or, in the event that a Project-specific CoC has not been approved, the LF Projects Code of Conduct listed at <https://lfprojects.org/policies/>.
- c. When amending or adopting any policy applicable to the Project, LF Projects will publish such policy, as to be amended or adopted, on its web site at least 30 days prior to such policy taking effect; provided, however, that in the case of any amendment of the Trademark Policy or Terms of Use of LF Projects, any such amendment is effective upon publication on LF Project’s web site.
- d. All participants must allow open participation from any individual or organization meeting the requirements for contributing under this Charter and any policies adopted for all participants by the TSC, regardless of competitive interests. Put another way, the Project community must not seek to exclude any participant based on any criteria, requirement, or reason other than those that are reasonable and applied on a non-discriminatory basis to all participants in the Project community.

- e. The Project will operate in a transparent, open, collaborative, and ethical manner at all times. The output of all Project discussions, proposals, timelines, decisions, and status should be made open and easily visible to all. Any potential violations of this requirement should be reported immediately to the LF Projects Manager.

## **5. Community Assets**

- a. LF Projects shall hold title to all trade or service marks used by the Project (“Project Trademarks”), whether based on common law or registered rights. Project Trademarks shall be transferred and assigned to LF Projects to hold on behalf of the Project. Any use of any Project Trademarks by participants in the Project shall be in accordance with the license from LF Projects and inure to the benefit of LF Projects.
- b. The Project shall, as permitted and in accordance with such license from LF Projects, develop and own all Project GitHub and social media accounts, and domain name registrations created by the Project community.
- c. Under no circumstances shall LF Projects be expected or required to undertake any action on behalf of the Project that is inconsistent with the tax-exempt status or purpose, as applicable, of LFP, Inc. or LF Projects, LLC.

## **6. General Rules and Operations.**

- a. The Project will:
  - i. engage in the work of the project in a professional manner consistent with maintaining a cohesive community, while also maintaining the goodwill and esteem of LF Projects, LFP, Inc. and other partner organizations in the open source software community; and
  - ii. respect the rights of all trademark owners, including any branding and trademark usage guidelines.

## **7. Intellectual Property Policy**

- a. Participants acknowledge that the copyright in all new contributions shall be retained by the copyright holder as independent works of authorship and that no contributor or copyright holder will be required to assign copyrights to the Project.
- b. Except as described in Section 7.c., all code contributions to the Project are subject to the following:
  - i. All new inbound contributions of code to the Project must be made using the Eclipse Public License, v 1.0 (available here <https://www.eclipse.org/legal/epl-v10.html>, the “Project License”).

- ii. All new inbound code contributions must also be accompanied by a Developer Certificate of Origin (<http://developercertificate.org>) sign-off in the source code system that is submitted through a TSC-approved contribution process which will bind the authorized contributor and, if not self-employed, their employer to the applicable license;
  - iii. All outbound code will be made available under the Project License.
  - iv. Documentation will be received and made available by the Project under the Creative Commons Attribution 4.0 International License (available at <http://creativecommons.org/licenses/by/4.0/>).
  - v. The Project may seek to integrate and contribute back to other open source projects (“Upstream Projects”). In such cases, the 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 repositories shall comply with the contribution process and license terms for the applicable Upstream Project.
- c. The TSC may approve the use of an alternative license or licenses for inbound or outbound contributions on an exception basis. To request an exception, please describe the contribution, the alternative open source license(s), and the justification for using an alternative open source license for the Project. License exceptions must be approved by a two-thirds vote of the entire TSC.
  - d. Contributed files should contain license information, such as SPDX short form identifiers, indicating the open source license or licenses pertaining to the file. License compliance review may be conducted at any time, including prior to contribution, to verify compliance of contributions with the terms of the Charter, pursuant to the Inbound Code Review policy, available on [opendaylight.org](http://opendaylight.org).

## **8. Amendments**

- a. This charter may be amended by a two-thirds vote of the entire TSC and is subject to approval by LF Projects.