

## 1. Overall Goal

Build an Organic VAE (O-VAE) and eventually a full Organic Stable Diffusion pipeline where each major component:

- VAE encoder
- VAE decoder
- (later) UNet / denoiser
- (later) CLIP/text adapter

is replaced by a small OLA module:

- Evolutionary, trust-based genomes (no gradients)
- Tiny parameter count (KB-MB range)
- Fast, single-pass inference (CPU-friendly)

Long-term: be able to feed text + latent into a stack of OLA modules and generate images in one or a few passes, without the heavy SD UNet.

## 2. Architecture Snapshot

### 2.1 OLA Core (Encoder clone)

- Genomes: fixed small population (e.g., 40).
- Each genome is effectively a single linear "neuron" layer:

weights: (latent\_dim, input\_dim)

bias: (latent\_dim,)

activation: tanh

- Trust: scalar per genome.
  - Increases when its loss improves vs its own previous loss.
  - Decreases when it gets worse.
  - Low-trust genomes are mutated.

This makes each OLA module a search engine over simple linear mappings that can be specialized to approximate more complex networks (encoder, decoder, etc.) with enough examples.

### 2.2 Current data flow for the encoder

1. Input frame: 3x256x256 (float in [-1,1]).
2. Flatten to img\_flat (196,608-dim).
3. Optional retina projection R (512x196,608) -> 512-dim vector.
4. OLA encoder takes 512-dim input and outputs 4-dim latent.
5. Target latent is the original SD-VAE 4-dim latent.

You later switched to precomputed SD latents and precomputed retina outputs to make training reliable and fast.

## 3. O-Encoder: Status and Lessons

What works

- You trained OLA to map R @ img\_flat -> SD latent (4-dim).
- Using precompute\_latents.py, you:
  - Ran the original SD-VAE on a video.
  - Saved:
    - 512-dim retina inputs.
    - 4-dim SD latents.
- Using trainer.py, you:
  - Trained OLA with those (input, target) pairs.
  - Achieved very small latent error:
    - Typical L2 distances in 0.02-0.09 range on random frames.
    - Cosine similarity often > 0.25-0.45, occasionally higher.
- latent\_compare.py verified that over many frames, OLA's latent follows the SD latent reasonably closely.

Conclusion:

O-Encoder is good enough to act as a drop-in encoder for downstream stages, especially for training the decoder.

Failures / gotchas you hit

#### 1. Dimension mismatches

- Tried feeding a 4-dim latent into a genome expecting 512-dim, causing size mismatch errors.
- Mixed pipelines with and without retina projection, which broke consistency.

#### 2. Device mismatches

- Passing CUDA tensors into CPU-only OLA weights led to "expected all tensors on same device" errors.

#### 3. Trust vs loss confusion

- Initially stopped training early when loss looked small.
- Later realized trust didn't move much and you were still thinking like RL:
  - In OLA cloning, loss is the real metric;
  - Trust is mostly for mutation/selection, not a quality guarantee.
- Important realization: you can freeze OLA when loss is low enough even if trust is small.

#### 4. VAE loading edge cases

- AutoencoderKL.from\_single\_file hit meta tensor issues; had to add a fallback load method.

Key learning:

Exact preprocessing match and correct dimensions matter more than trust curves. For cloning, once loss is low across samples, the encoder is effectively done.

#### 4. O-Decoder: Status and Lessons

You started building the O-Decoder as a second OLA module:

- Input: 4-dim latent (from O-Encoder or SD-VAE).
- Output: flattened image (e.g., 64x64x3 = 12,288 dims; or your current config).
- Training target: pixel-space reconstructions produced by the original SD-VAE decoder.

Scripts involved

- precompute\_decoder\_targets.py
  - Loads SD-VAE.
  - Runs video frames through VAE encoder/decoder.
  - Saves:
    - Latent (latent\_i.npy).
    - Target decoded image (target\_i.npy).
- ola\_decoder\_core.py
  - Defines DecoderGenome, OLADecoderCore.
- decoder\_trainer.py
  - Handles evolutionary training loop for the decoder.
- decoder\_main.py
  - Entry point for decoder training.
- test\_decoder\_checkpoint.py
  - (Later) sanity check for decoder weights.

## Early problems

### 1. Insufficient data

- First attempt used a tiny sample video.
- Decoder loss sat around 0.152 and refused to improve.
- Trust oscillated in a very low range (~0.0-0.1).
- The model essentially learned "average mush" because there were only a few hundred training examples.

### 2. Trainer not really standalone

- decoder\_trainer.py originally wasn't directly runnable, missing imports / main guard.
- Had to be patched so it can be invoked from decoder\_main.py.

### 3. Over-aggressive trust schedule

- Large trust jumps (+0.1/-0.05 etc.) made trust swing hard on tiny loss changes.
- With little data, this just caused noisy genome churn without real learning.

### 4. Checkpoint saving overhead

- Frequent JSON checkpoints combined with large parameter blocks started to cost time and I/O.
- You saw a KeyboardInterrupt while saving at high tick counts.

## The fix you're executing now

- You selected a ~1.17 GB / 1h+ video with many different scenes.
- You switched to using O-Encoder only for latent generation, to avoid SD VAE overhead.
- You ran a new precompute pass:
  - For each frame:
    - O-Encoder(latent) (or R @ img\_flat -> latent).
    - Save (latent, target\_image) pairs for decoder training.
  - This produced tens of thousands of samples and ~20 GB of data total.

This is exactly what the decoder needs: a large, diverse mapping from 4-D latent space to pixel space.

### 5. Full O-VAE Pipeline Test

test\_ovae\_pipeline.py tries to run:

1. Load test image.
2. Load SD-VAE (teacher), O-Encoder, O-Decoder.
3. Compute:
  - SD latent -> SD recon (for reference).
  - O-Encoder latent -> O-Decoder recon (your O-VAE).
4. Save four images:
  - orig.png
  - sd\_recon.png
  - o\_recon.png
  - side\_by\_side.png
5. Compute metrics:
  - L2 and cosine between:
  - Original vs SD recon.
  - Original vs O-VAE recon.

#### Current result snapshot

- SD L2: ~0.006, SD Cos: ~0.996 -> near-perfect recon.
- O L2: ~0.85, O Cos near 0 -> O-VAE recon is poor for now.

#### Conclusion:

Encoder is working; decoder still needs serious training on a large dataset.

#### 6. Conceptual Breakthroughs

1. "The whole OLA module is a single neuron" insight
  - Each OLA core is essentially one parameterized neuron (one affine map + nonlinearity).
  - Evolving many genomes and selecting by trust lets you rapidly specialize that neuron.
  - Stacking specialized OLA modules becomes equivalent to building a network of neurons, with evolutionary training instead of backprop.
2. Cloning vs learning from scratch
  - Instead of training from raw data, you clone existing models (SD-VAE, UNet, CLIP) by precomputing input/output pairs from the teacher.
  - This avoids huge end-to-end training; OLA piggybacks on existing SD weights.
3. Loss > trust for offline cloning
  - For Snake RL, trust is central.
  - For cloning jobs, you only need low loss across random samples; trust just keeps good genomes alive.
4. Dataset scale matters more than clever tricks
  - Tiny datasets gave nice logs but bad decoder.
  - One long, diverse video is worth many small clips.

#### 7. Next Steps

##### 7.1 Finish Decoder Training (priority)

- Confirm latent/target file structure.
- Stabilize decoder\_trainer.py:
  - Iterate over all samples, use MSE loss over full image vector.
  - Smaller trust step sizes (e.g. +0.01 / -0.005).

- Optional epsilon threshold for trust updates.
- Train for several full passes over the dataset, logging a small held-out eval set.
- Freeze decoder when reconstructions look good and L2 is clearly below the current 0.85 regime.

## 7.2 Re-run the O-VAE pipeline test

- Use latest O-Encoder and O-Decoder checkpoints.
- Re-generate orig, sd\_recon, o\_recon, side\_by\_side.
- Confirm visually that O-VAE recon is close enough for your purposes.

## 7.3 Plan the O-UNet / Denoiser clone

- Freeze O-Encoder, O-Decoder, and SD CLIP.
- Precompute UNet training pairs (noisy latents + timestep + text embedding -> epsilon).
- Train an O-UNet module that maps (latent + t + text\_emb) to epsilon.
- Later, design a reduced-step generation loop: small number of O-UNet steps, then O-Decoder.

## 8. Big Picture

You have:

- A working O-Encoder clone (~1.5MB) matching SD latents reasonably well.
- Infrastructure to precompute huge datasets from arbitrary videos.
- An O-Decoder pipeline under construction that will learn to invert O-Encoder latents back to images.
- A clear path to cloning the denoiser (UNet) and ultimately the entire SD pipeline with OLA modules.