2020 Community Governance

Projects should focus on innovation to solve industry challenges

Moving beyond Programs
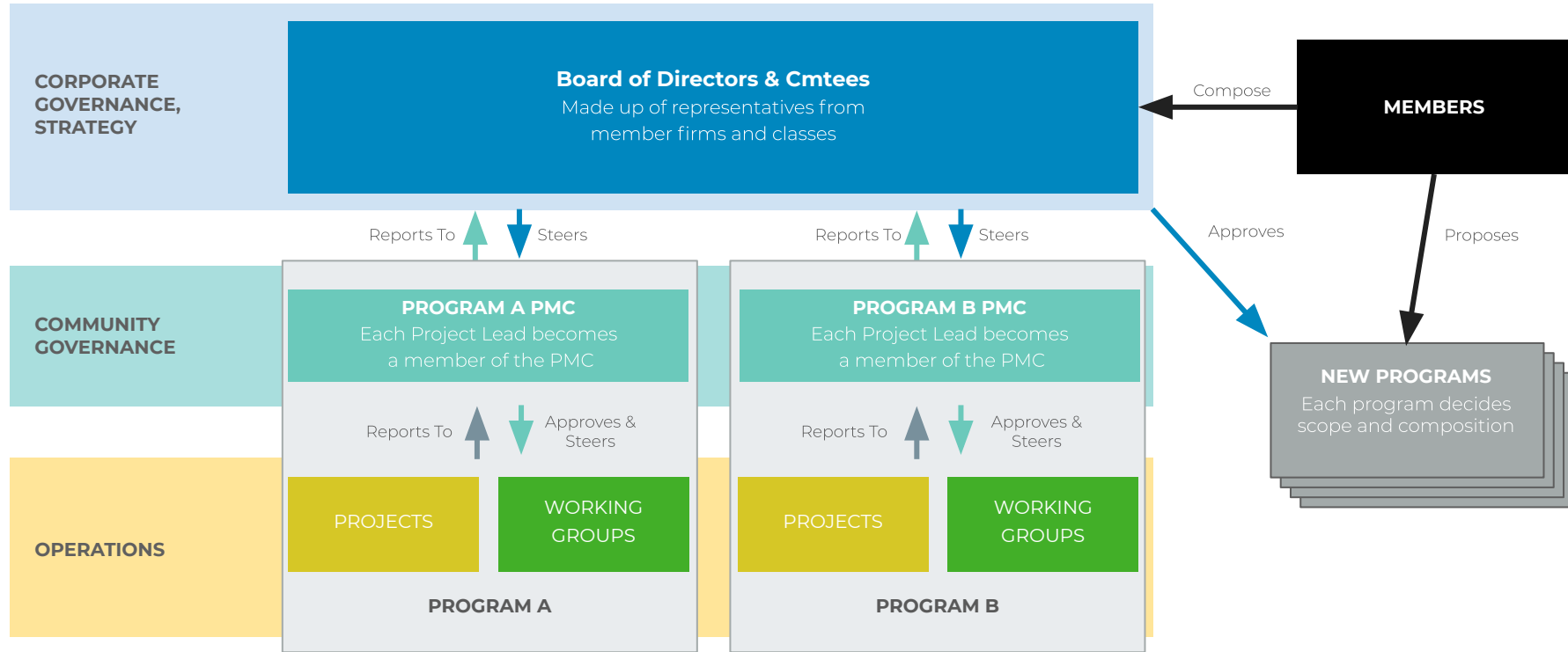
Recap

- Proposal to remove Programs blessed by BoD & RFC'd w/Community (**Appendix C**)
- Several options explored to replace w/a best practice scalable model (**Appendix D**)
- Open conversation on how to best "marry" industry needs and with growing project portfolio
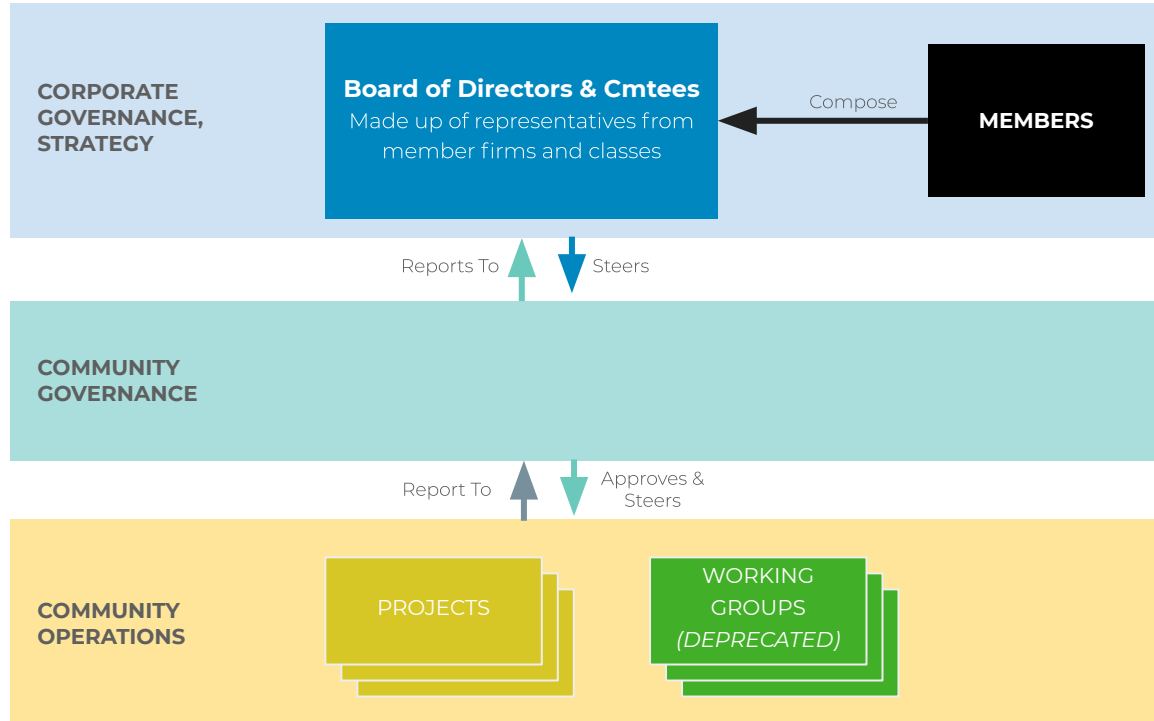
Goals

1. Long term focus on highly ranked industry wide business challenges
2. Steer our Projects to deliver shared solutions for those challenges
3. Reduce Governance burden on contributors
4. Avoid oversubscribing FINOS team

Existing governance

CORPORATE GOVERNANCE, STRATEGY

Board of Directors & Cmtees
Made up of representatives from member firms and classes

Compose

MEMBERS

Reports To → Steers
Reports To → Steers

Approves

Proposes

COMMUNITY GOVERNANCE

PROGRAM A PMC
Each Project Lead becomes a member of the PMC

PROGRAM B PMC
Each Project Lead becomes a member of the PMC

NEW PROGRAMS
Each program decides scope and composition

Reports To → Approves & Steers
Reports To → Approves & Steers

OPERATIONS

PROJECTS

WORKING GROUPS

PROJECTS

WORKING GROUPS

PROGRAM A

PROGRAM B

In a world without Programs...

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MEMBERS

Compose

Reports To | Steers

COMMUNITY GOVERNANCE

Report To | Approves & Steers

COMMUNITY OPERATIONS

PROJECTS

WORKING GROUPS *(DEPRECATED)*

Open Items

- Who approves new Projects and lifecycle?
- Who receives Project reports?
- Who steers Projects to follow governance?
- Who leads Projects to deliver value to financial services use cases?
- Who works with Board to identify high value value business cases to solve?

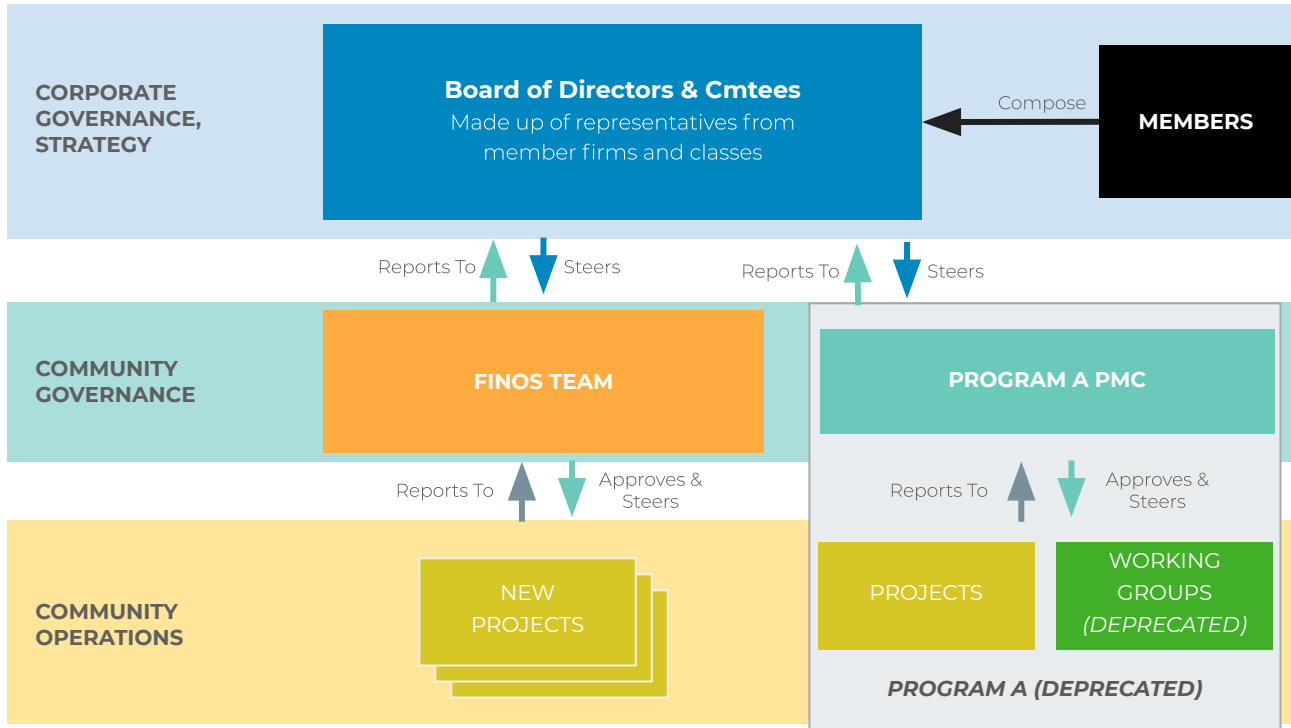# Ideal: FINOS + Technical Advisory Council
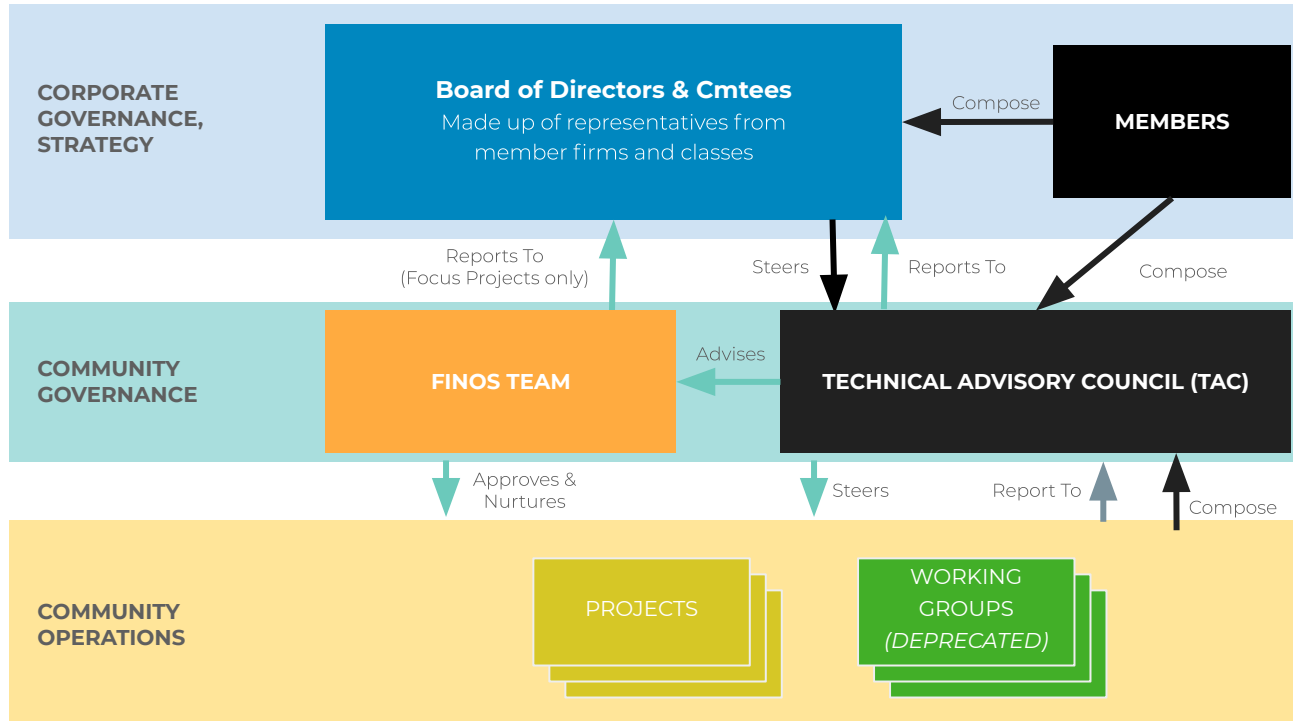
Responsibilities

- Who approves new Projects and lifecycle? **FINOS**
- Who receives Project reports? **TAC**
- Who steers Projects to follow governance? **FINOS**
- Who leads Projects to deliver value to financial services use cases? **TAC**
- Who works with Board to identify high value value business cases to solve? **TAC (w/FINOS support)**

Pros/Cons

- Load balancing FINOS team and external commitment
- Board focuses on identifying the next high value industry wide use case
- TAC focuses on ensuring FINOS projects solve those
- Requires substantial effort to setup and run appropriately

Incremental: Deprecate Programs first

CORPORATE GOVERNANCE, STRATEGY

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Made up of representatives from member firms and classes

Compose ← **MEMBERS**

Reports To / Steers   Reports To / Steers

COMMUNITY GOVERNANCE

FINOS TEAM

PROGRAM A PMC

Reports To / Approves & Steers   Reports To / Approves & Steers

COMMUNITY OPERATIONS

NEW PROJECTS

PROJECTS   WORKING GROUPS *(DEPRECATED)*
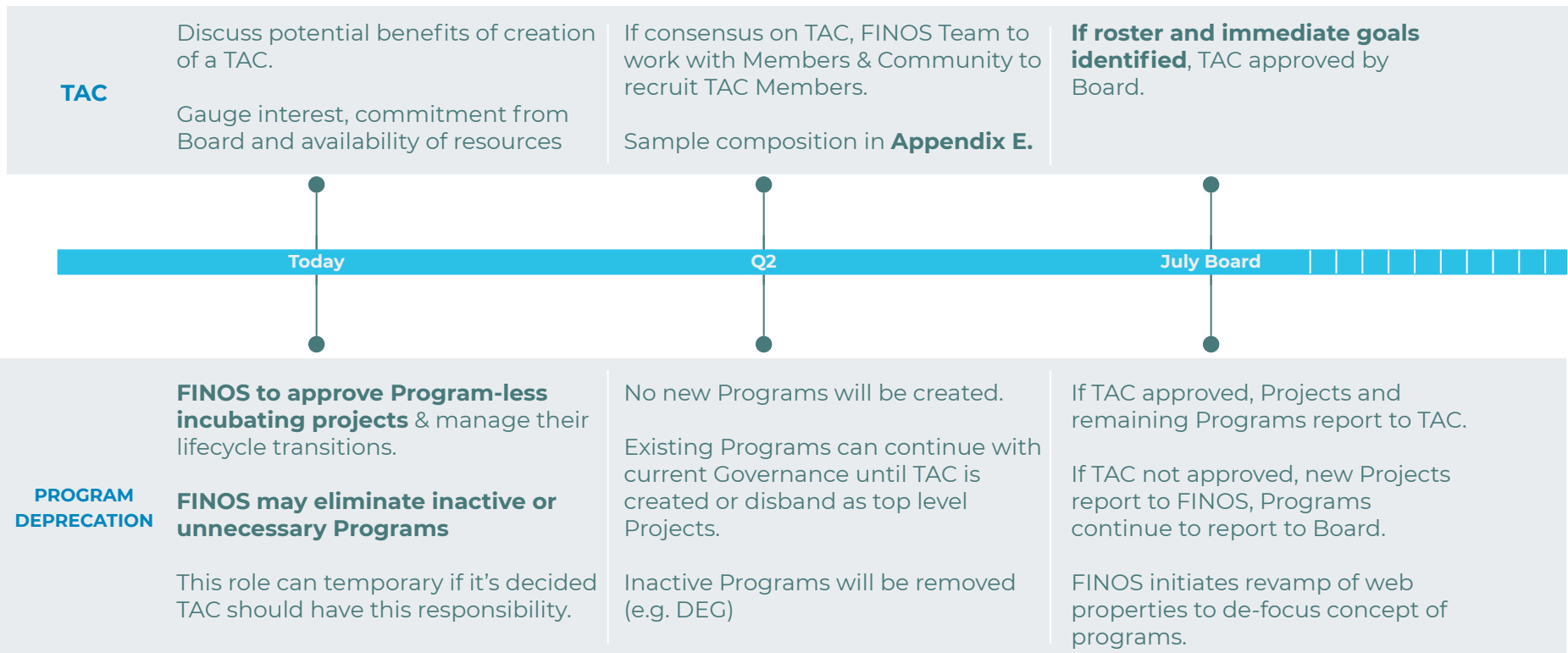
PROGRAM A (DEPRECATED)

Responsibilities

- Who approves new Projects and lifecycle? **FINOS**
- Who receives Project reports? **FINOS & remaining Programs**
- Who steers Projects to follow governance? **FINOS & remaining Programs**
- Who leads Projects to deliver value to financial services use cases? **TBC**
- Who works with Board to identify high value value business cases to solve? **TBC**

Pros/Cons

- Immediately streamlines governance and reduces burden on contributors
- Offers soft landing for Programs who want to continue operating
- Reduces immediate burden on transition
- Allows Board and FINOS team to work on feasibility / interest for a TAC
- Hybrid / temporary solution

Outlining Program deprecation & TAC plans

TAC	Discuss potential benefits of creation of a TAC. Gauge interest, commitment from Board and availability of resources	If consensus on TAC, FINOS Team to work with Members & Community to recruit TAC Members. Sample composition in **Appendix E.**	**If roster and immediate goals identified**, TAC approved by Board.

	Today	Q2	July Board

PROGRAM DEPRECATION	**FINOS to approve Program-less incubating projects** & manage their lifecycle transitions. **FINOS may eliminate inactive or unnecessary Programs** This role can temporary if it's decided TAC should have this responsibility.	No new Programs will be created. Existing Programs can continue with current Governance until TAC is created or disband as top level Projects. Inactive Programs will be removed (e.g. DEG)	If TAC approved, Projects and remaining Programs report to TAC. If TAC not approved, new Projects report to FINOS, Programs continue to report to Board. FINOS initiates revamp of web properties to de-focus concept of programs.

Authorize program governance amendments & project approval

Resolution Information

- Authorize officers to amend Foundation policies and other documents as necessary to revise program governance

- Authorize officers to approve new contributions and their lifecycle transitions when not fitting in an existing Program

- Authorize officers to disband Programs if decided to cease operations (e.g. DEG, DAV, etc.)

Contextual information

- RFC was circulated to community on January 13th 2020

- ED has briefed PMCs, M&G Committee, Community at large

Proposed Resolution(s)

Give Foundation officers authority to take necessary steps towards Program deprecation and authority to approve incubation and lifecycle transition for new Projects.

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FINOS Programs status

DEPRECATION NOTICE: If the proposal goes through, we'll work with each Program to decide how to proceed. Early recommendations below:

Program	Health	Q1 Commentary & Q2 Planned Work	PMC Lead	Post-deprecation recommendation
Data Tech	Green	No reports submitted for SecRef, Exodus, and Data Helix projects	Alvin Shih (MS)	Up to Program to continue operating until TAC or alternative governance established.
Data Analytics Visualization	Green	New DataGrid component written and released - super fast dom based virtualized grid for Perspective, replaces HyperGrid; Support to add columns via expressions in the Perspective engine in Q2	Neil Slinger (JPMC)	Turn into a single project, Perspective.
Voice	Green	Q2 focus is Documentation microsites and Call-metadata: draft 2 release as well as work on transformer models	Tom Schady (GK)	Up to Program to continue operating until TAC or alternative governance established.
Plexus	Amber	Furthered work on roadmap and plan to build contribor base	Paul Whitby (DB)	Turn into a single project, Plexus.
FDX	Amber	Cloud Cert: Formal commitment from team members yet to be achieved.	Jamie Jones (GitHub)	Turn into multiple projects, ODP, FDX, cla-bot, etc.
Symphony	Green	Incubating Projects Updated to Archived and Activate Risk: Symphony doesn't have any FTE committed to FINOS (projects)	Umesh Patel (Sym)	Up to Program to continue operating until TAC or alternative governance established.
FDC3	Green	Focus on FDC3 1.1. release, marketing and socialization	Nick Kolba (OpenFin)	Turn into a single project, FDC3.
FO	Green	Launched Alloy AWS instance and opened pilot; began shared modeling	Hammad Akbar (Citi), Johan (Factset)	Turn into a single project, Financial Objects.
Hadouken	No Report	Kicked off OpenFin React Hooks	Chuck Doerr (OpenFin)	Turn into a multiple projects, Hadouken
DEG	No Report	This program has been de facto terminated and disbanded	Frank Tarsillo (IHS Markit) Amber Baldet (Clovyr)	Disband and stop operating. Seek collaboration with Hyperledger.

** Change since last board meeting May 1, 2019

Appendix A
Previously presented material on Program Removal

Issues with the construct of Programs

EXPECTATION	EXPERIENCE
Programs are self-governing on technology and lifecycle matters	Programs have become a governance overhead for FINOS and PMCs
PMCs are in charge of nurturing their own Projects through the lifecycle	PMCs are not mature or engaged enough and responsibility/burden falls on FINOS team
Programs consolidate common activities around a theme/business problem	Projects within programs are often loosely related. Concept of programs is a barrier of entry for new contributors.
Programs are a governance only structure	Program quickly got conflated within the FINOS messaging, which became more complex, and became a strong partition of the project portfolio limiting organic evolution and growth in new areas.
Membership to a PMC is a highly regarded responsibility and incentive for contributors to take a leadership role	Only few PMCs have been functional with their members taking an active role

2020 Governance Refinements proposal

1. **Do away with Programs**
   The current governance construct will be disbanded Projects will live at top level. They can still be categorized around similar themes and areas of interest in Github (e.g. tags) and other web properties.

2. **FINOS approval role in Software Projects**
   FINOS team approves new software projects and lifecycle transitions, based on objective criteria of Incubation and Activation. An appeal process to the Board is provided to contributors and community members to ensure impartiality and appropriate checks and balances.

3. **Board input can be optionally requested**
   FINOS team can decide to bring projects to the Board for approval into incubation (contribution) or other lifecycle transitions (activation/archival), to ensure initial industry wide buy-in as well as appropriate validation of the maturity state of a project. Board approves transition of incubating projects to "active" state when they demonstrate the required level of maturity.

4. **Lifecycle-driven Foundation focus and investments**
   FINOS focuses on "coaching" incubating projects, while focused "marketing" efforts on active projects. In this sense, FINOS team's open source coaching is directed more towards incubating projects, while marketing investment is directed more towards active projects (the crown jewels).

Expected benefits

BENEFIT	HOW?
Drive allocation of FINOS resources	Marketing focus only for "active" projects. Coaching / support focus for "incubating" projects.
Reduce contribution friction	FINOS can approve new "Incubating" projects directly, removing need for PMC approval or other governance processes
Reduce governance overhead	Remove need for aggregated quarterly program-level reporting. Projects can report in a largely automated and independent fashion.
Avoid speculative projects	To promote sustainability and resource stewardship, FINOS will heavily validate initial buy-in from Community and board on "industry-wide" efforts (e.g. standards), thus promoting focus on valuable and viable efforts
Drive banks Member engagement	For industry-wide projects (e.g. standards), FINOS will require bank SME engagement to establish projects

Proposed timeline

- **19Q4**
  - **October**: Board initial conversation and general support
  - **November**: Socialization with Community - via Pan-PMC
- **20Q1**
  - **January:** RFC to the Community (runs until Feb 15th)
  - **January**: Board high level approval, pending Community comments
  - **Feb / March:** Implementation on web properties and amendment of policies
- **20Q2**
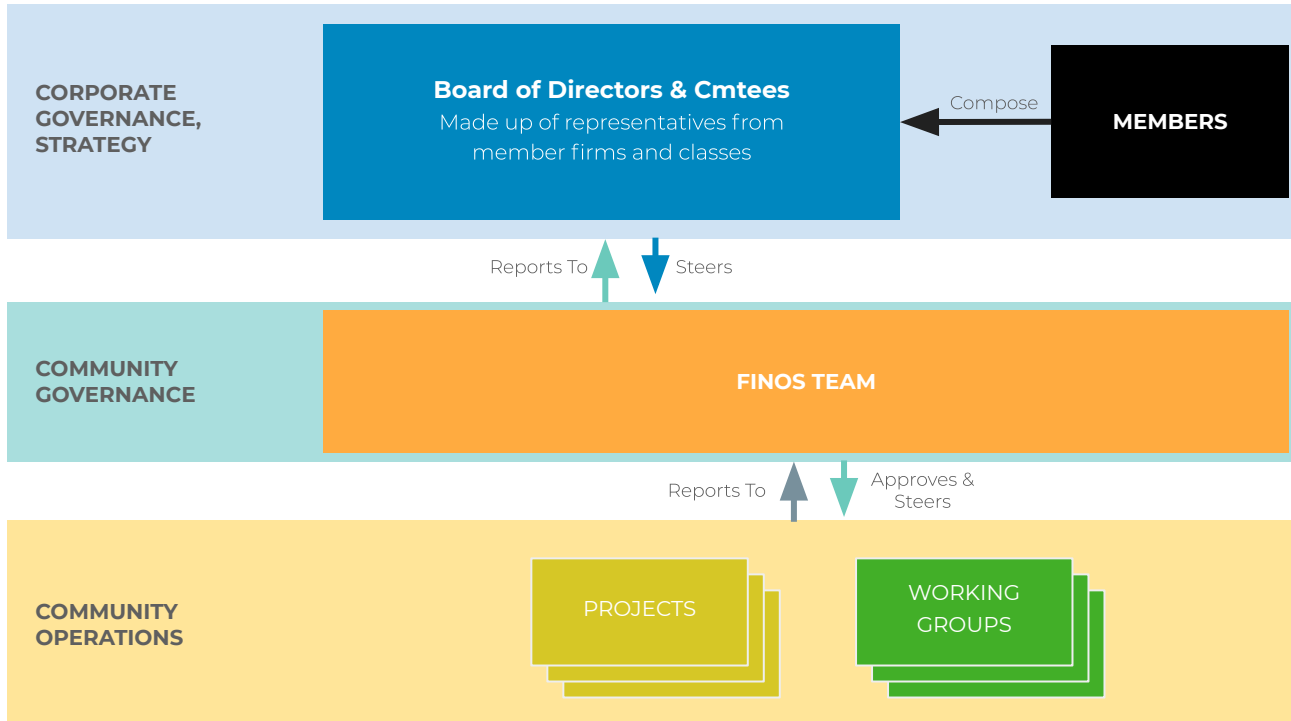 - **April:** Final approval by BoD of amended policies

Appendix B
Community Governance Options

Option A - FINOS team takes the lead

Board of Directors & Cmtees
Made up of representatives from member firms and classes

CORPORATE GOVERNANCE, STRATEGY

MEMBERS

Compose

Reports To   Steers

COMMUNITY GOVERNANCE

FINOS TEAM

Reports To   Approves & Steers

COMMUNITY OPERATIONS
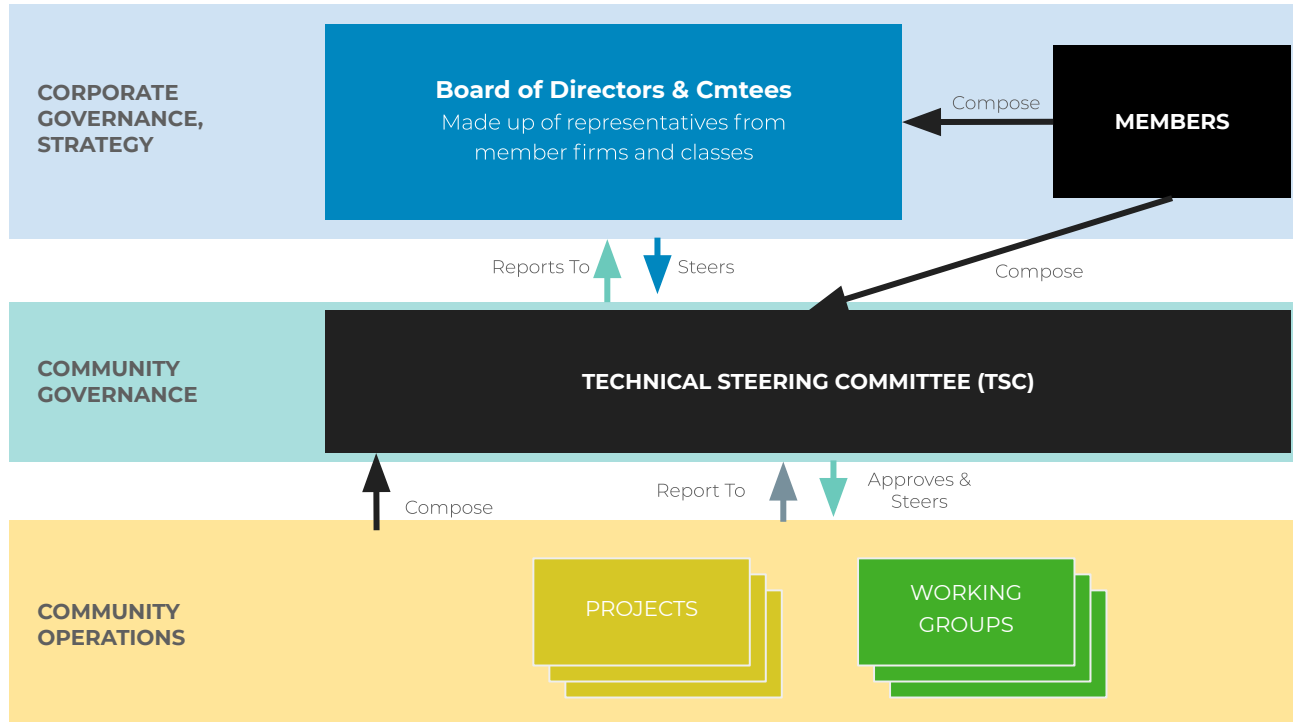
PROJECTS

WORKING GROUPS

Responsibilities

- Who approves new Projects and lifecycle? **FINOS**
- Who receives Project reports? **FINOS**
- Who steers Projects to follow governance? **FINOS**
- Who leads Projects to deliver value to financial services use cases? **FINOS**
- Who works with Board to identify high value value business cases to solve? **FINOS**

Pros/Cons

- Simple and easy to understand
- Will require larger FINOS team
- Not scalable
- Lack of SMEs in FINOS team
- Lack of commitment from Board and Members

Option B - Add a Technical Steering Committee

CORPORATE GOVERNANCE, STRATEGY

Board of Directors & Cmtees
Made up of representatives from member firms and classes

Compose ←

MEMBERS

Reports To ↑ ↓ Steers

Compose

COMMUNITY GOVERNANCE

TECHNICAL STEERING COMMITTEE (TSC)

↑ Compose

Report To ↑ ↓ Approves & Steers

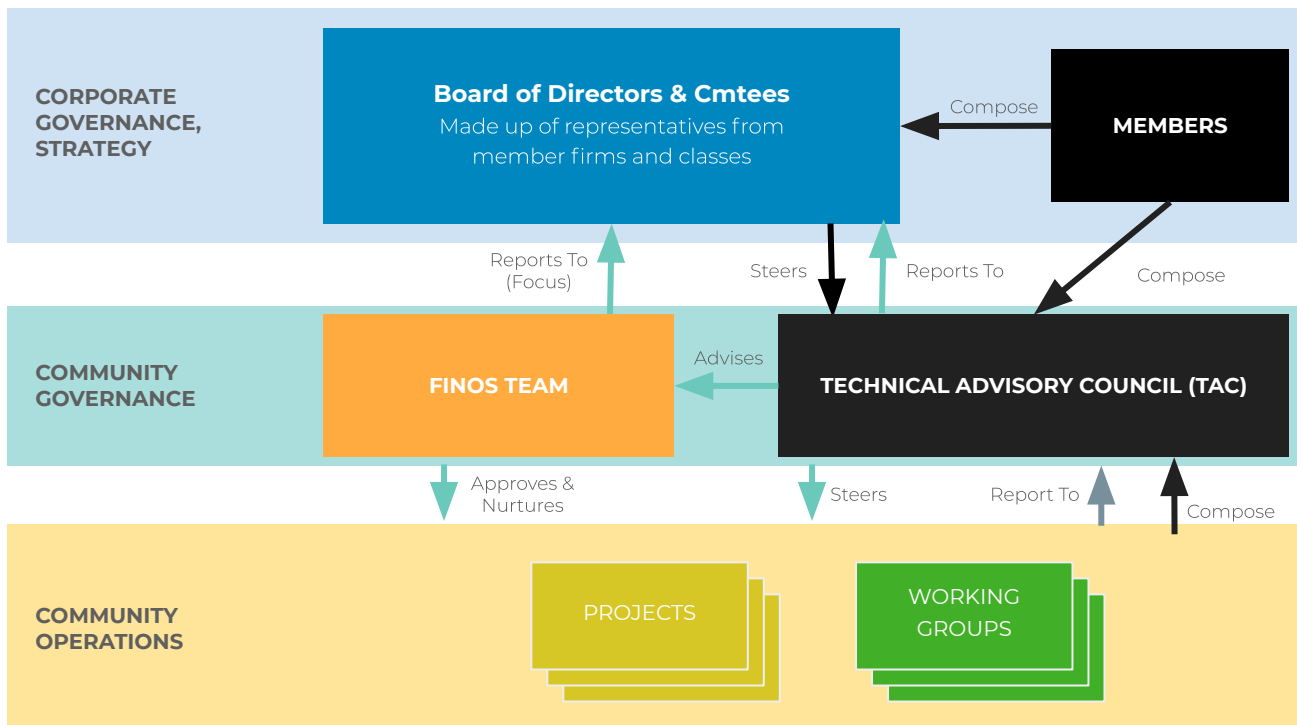**COMMUNITY OPERATIONS**

PROJECTS

WORKING GROUPS

Responsibilities

- Who approves new Projects and lifecycle? **TSC**
- Who receives Project reports? **TSC**
- Who steers Projects to follow governance? **TSC (w/FINOS support)**
- Who leads Projects to deliver value to financial services use cases? **TSC**
- Who works with Board to identify high value value business cases to solve? **TSC (w/FINOS support)**

Pros/Cons

- Simple and easy to understand
- Board and Members commit the right resources
- We moved away from ESCo
- Community might not be mature enough to fully self manage and enforce governance

Option C - FINOS + Technical Advisory Council

CORPORATE GOVERNANCE, STRATEGY

Board of Directors & Cmtees
Made up of representatives from member firms and classes

Compose

MEMBERS

Reports To (Focus)

Steers

Reports To

Compose

COMMUNITY GOVERNANCE

FINOS TEAM

Advises

TECHNICAL ADVISORY COUNCIL (TAC)

Approves & Nurtures

Steers

Report To

Compose

COMMUNITY OPERATIONS

PROJECTS

WORKING GROUPS

Responsibilities

- Who approves new Projects and lifecycle? **FINOS**
- Who receives Project reports? **TAC**
- Who steers Projects to follow governance? **FINOS**
- Who leads Projects to deliver value to financial services use cases? **TAC**
- Who works with Board to identify high value value business cases to solve? **TAC (w/FINOS support)**

Pros/Cons

- Load balancing FINOS team and external commitment
- Board focuses on identifying the next high value industry wide use case
- TAC focuses on ensuring FINOS projects solve those
- Requires substantial effort to setup and run appropriately

Appendix C
A draft TAC proposal for discussion

Draft - TAC (Technical Advisory Council) proposal

- **Charter of the TAC**
  a. Be the bridge between OSS projects portfolio and Board to solve pan-industry business challenges
  b. Propose quarterly focus projects and business cases for new development efforts to the Board
  c. Steer and coach projects to deliver and facilitate added value collaboration among them
  d. Advise FINOS team in approving new projects and lifecycle transition
  e. Support FINOS team achieving Board-set Community goals / KPIs

- **Principles**
  a. Focus on innovation, not process
  b. Composition should reward both Membership and contributors at-large
  c. Only works if Financial Institutions put forward the right representatives
  d. The position will require active work to drive goals of our Project portfolio

- **How does this relate to the Symphony Software Foundation ESCo?**
  a. Different Member-centric and meritocratic composition
  b. TAC will not have any role in defining and enforcing Governance (delegated to M&G Cmte, FINOS Team and Board)
  c. Council is advisory in nature to Board and FINOS Team, so no executive decision making
  d. Similar in goal of providing centralized technical oversight of Foundation

Draft - TAC Composition

ADVISOR TYPE	HOW MANY?	REQUIREMENTS
Industry advisor	5	Industry advisors must be employee of financial institutions Member of FINOS. Appointed by Board on a 2 years term.
Technology advisor	2	Industry advisors must be employee of technology or services vendors Member of FINOS. Appointed by Board on a 2 years term.
Community Advisor	3	Individuals who have a proven track record of contribution and Community building in FINOS, regardless of affiliation. Initially 3 PMC Leads would be grandfathered on a 1 year terms, then elected on a 2 years term by FINOS Project Leads.
FINOS Advisor	1	Appointed by FINOS Executive Director. Serves to support on governance matters and represent capacity of the FINOS team. Can also act as tie-breaker in case of a 5-5 tie vote.

TAC elects TAC Lead on a 2 year term. TAC Lead (or nominated Advisor) participates to Board meetings (potentially as Observer). TAC meet every 6 weeks.