



# How do you change the governance model of an established open source project?

Lessons learned from Mautic's governance model change.

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links and resources

  @RCheesley

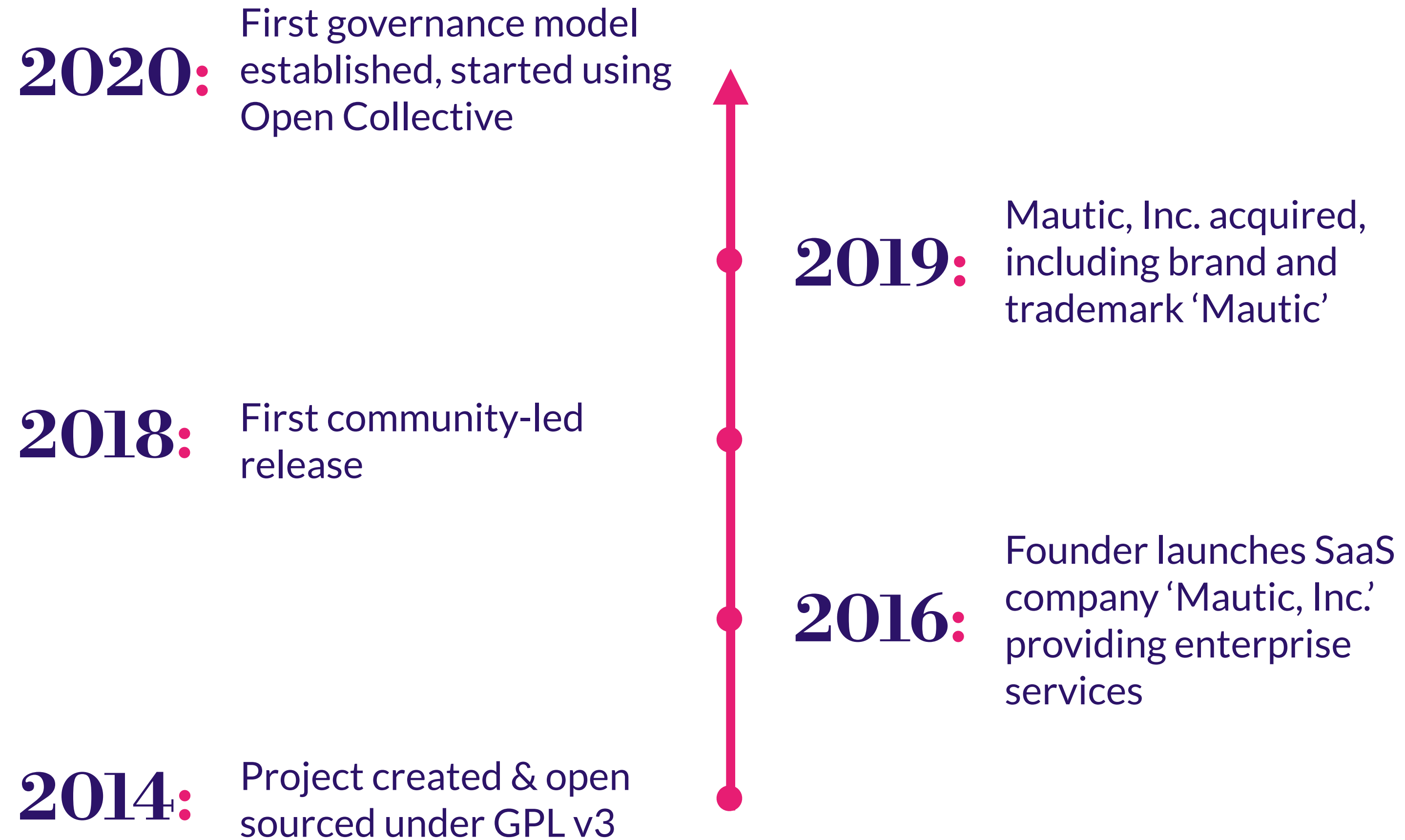
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Governance in open source is as simple or complex as you want to make it, but fundamentally it's the dynamic blueprint for power structures, decision making, and communal interaction which steers both human collaboration and software evolution within a project.

# Setting the scene

A brief history of Mautic's governance.

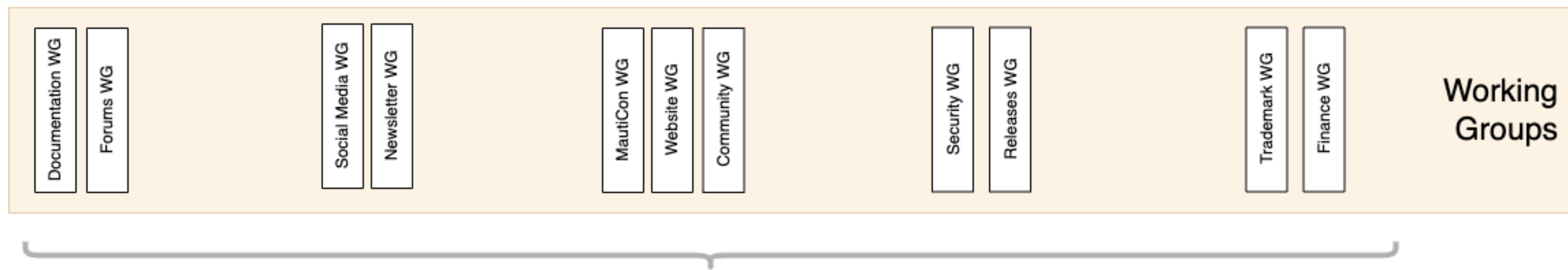
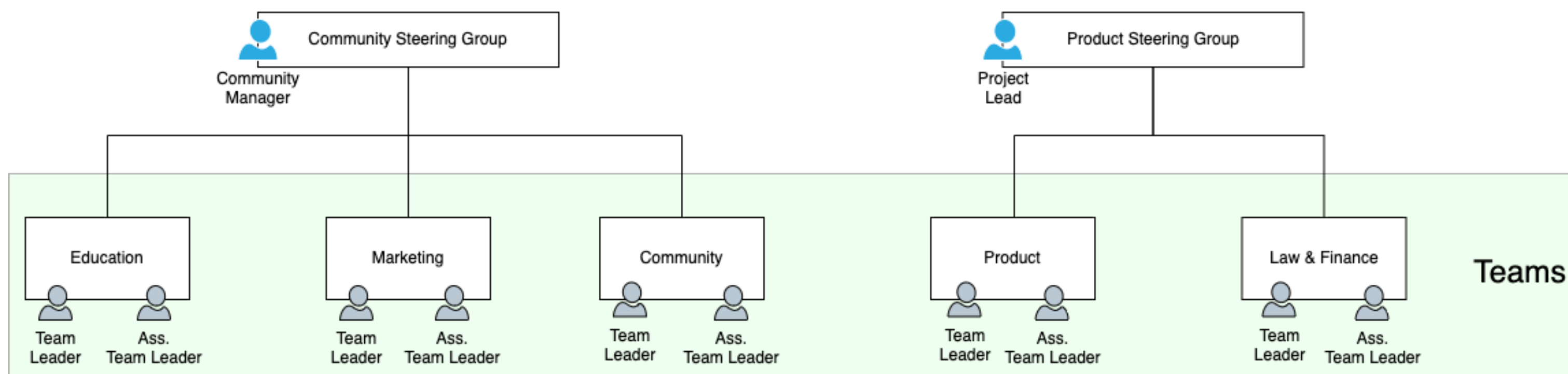
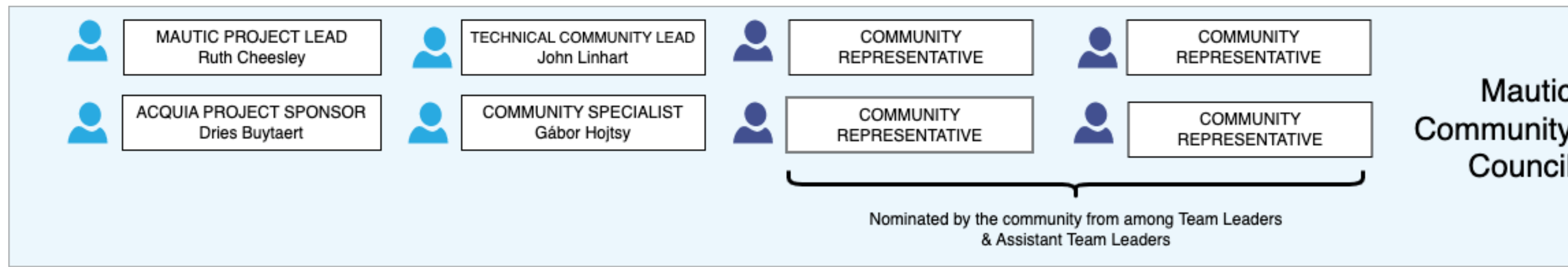




## Mautic becomes a **corporate-backed** open source project

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Open source project running alongside for-profit SaaS business



These are suggestions of potential working groups as an example.

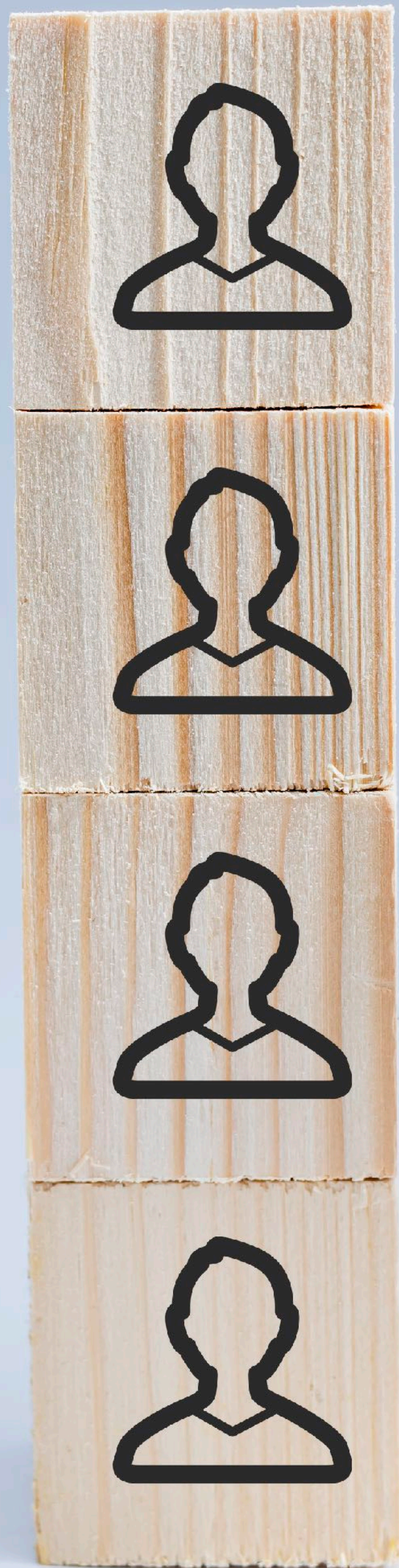
From these WG's a Team Lead is selected by the Project Lead. The Team Leads and Assistant Team Leads form part of the steering groups, and the community nominates four Team Leads or Assistant Team Leads to serve on the Mautic Community Council.



# Governance model: v1.0

Developed post-acquisition in 2019/20 in collaboration between the Company and Community





# Mautic's key decision-making structures:

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## **Company:**

*The Company owns the brand and trademark, and delegates stewardship of them through the Governance Model to the Community, working collaboratively with the Community for the good of the Open Source project. They appoint the Project Lead and Company Council representatives.*

## **Project Lead:**

*The Project Lead acts to provide clear leadership on difficult issues, and set the pace for the project. The Project Lead listens to the counsel of trusted advisors and individuals respected for their contributions to Mautic. They also appoint the Team Leads, who served initially on the Council.*

## **Community Council:**

*The Community Council exists to discuss issues which impact the Open Source project as a whole, and will operate more on consensus than on votes, seeking agreement from the people who will have to do the work.*

# Times of change

Finding a different way forward



# Decision #1

Fiscal structure



# Decision #1

Fiscal structure

How we made the decision







# 1: Researching options available

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Project Lead researched existing and potential fiscal structures supporting open source projects like Mautic.





## Join an existing foundation/umbrella organisation?

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Any such organisation needed to support Mautic's future growth while enabling the project to be autonomous and free to make its own decisions.



# For a sustainable and healthy open source ecosystem.

Are you part of an open source project looking to raise funds transparently, with minimal hassle? Join us!

APPLY NOW →

## Use the current fiscal host (Open Source Collective)?

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Expand the services used to include ownership of assets, employment, legal support.





## Create our own non-profit organisation?

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Establish an organisation which could provide all the services required to sustain project growth.





## Useful resources:

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- [governingopen.com](https://governingopen.com) - great central point for exploring all things governance
- [peps.python.org/pep-8002](https://peps.python.org/pep-8002) - reviews of several major open source projects, how they are structured and how they make decisions
- [fossgovernance.org](https://fossgovernance.org) - huge resource of governance-related documents and resources from many projects
- **Many** awesome humans (some here today) who are experienced in open source who took my calls and gave great advice and support! 💖





## 2: Sharing with Community Council

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Situation explained to the Community representatives, proposals explored and debated, then widened to include the whole Leadership Team.





### 3: Reaching consensus

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After much debate, it was felt the best route for Mautic's long-term growth and future as an open source project was to use of the current fiscal host and refactor the governance model.

  @RChesley







## 4: Sharing the news

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The news of this decision was announced on 18th April 2023 to the wider world and received very positively.

<https://mau.tc/independence>



@RChesley







## Lessons learned:

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- **Language matters** - If your community is multilingual (it probably is), make efforts to translate such important announcements before announcing.
- **Governance can be emotive** - Some people won't be bothered, but some will care a lot. Be prepared for positive, negative and ambivalent responses.
- **Be available** - It really helped having an opportunity for people to hear about the changes and to ask questions in person - webinars (with translators), office hours etc.



# Decision #2

Governance model

Factors we had to consider: Structure





## Structure: Is a hierarchical structure needed?

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**A: Yes.** We couldn't find examples of large, successful open source projects with a flat structure, and we felt there needed to be ownership of responsibility over time.







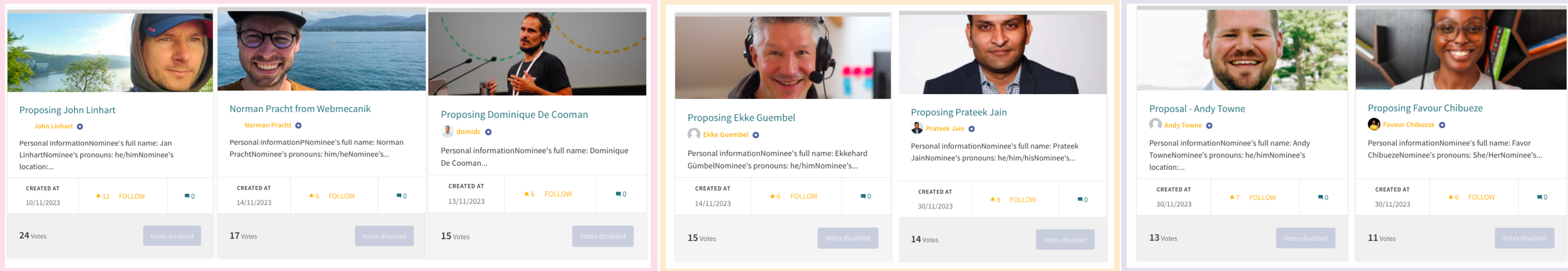
## Structure: What kind of structure do we need?

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Who decides who leads? Does the team structure currently work?

**A:** Voted leaders in structure of **Council** -> **General Assembly** -> **Teams** -> **Working Groups**





1st place	3 year terms
2nd place	
3rd place	
4th place	2 year terms
5th place	
6th place	1 year terms
7th place	

## Structure: How do we stagger term dates?

If we appoint the Council in one go, how to prevent everyone leaving en-mass?

**A:** Inspired by several projects, we implemented a rank-voting linked term duration.





## Structure: Who manages the project lead?

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Previously employed by a company, the Project Lead is now employed by the Project.

**A:** As with a corporate/charity board, the Council will appoint and manage the Project Lead.



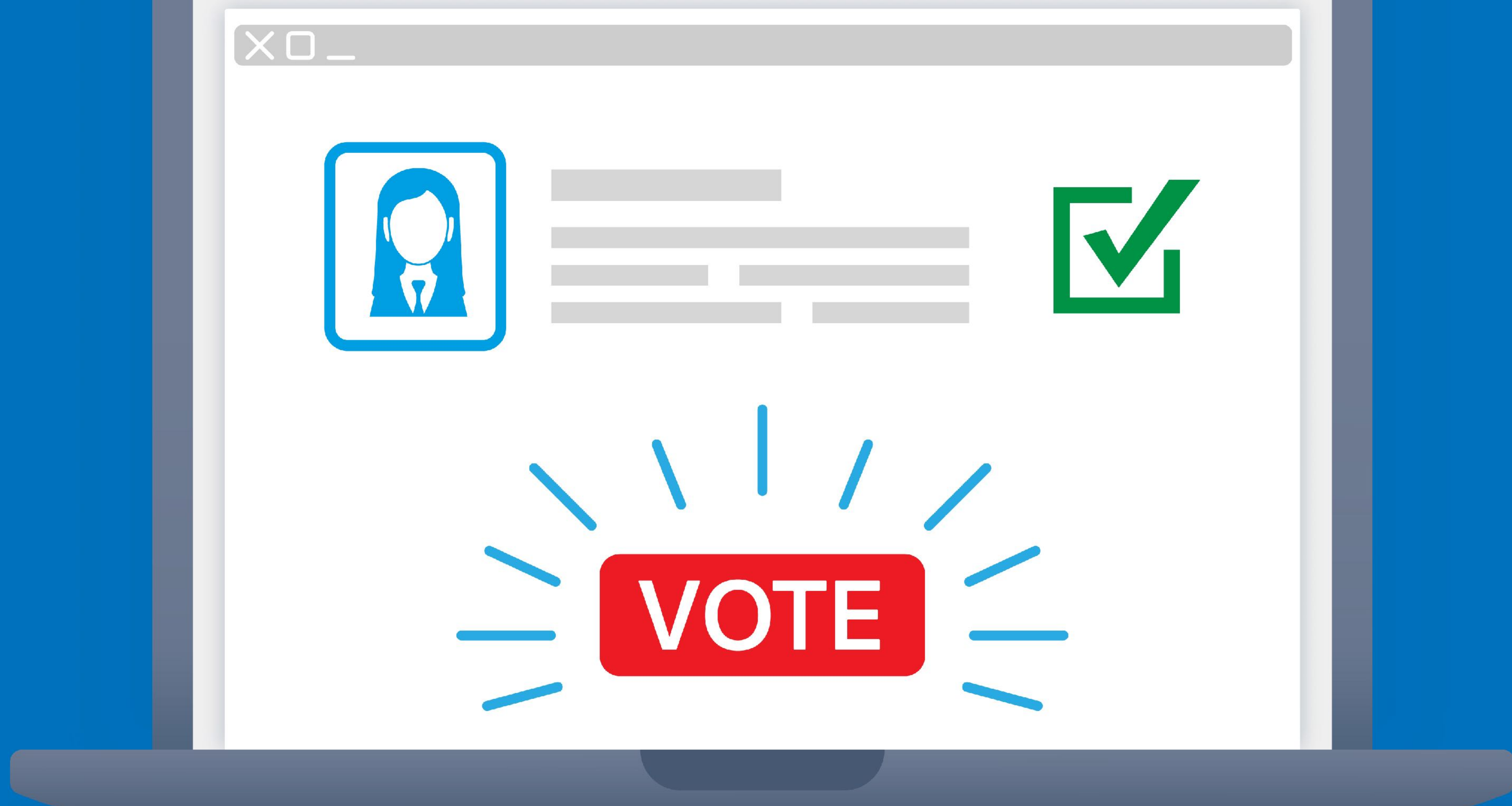
# Decision #2

Governance model

Factors we had to consider: Decision making







## Decision making: How to do voting?

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We needed an easy, fair way to manage voting on any topic across the community.

**A:** We implemented a Community Portal using the open source tool Decidim.





## Decision making: Who is eligible to vote?

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**A:** After much research and discussion we implemented **paid** (\$100/yr or country equivalent based on Big Mac index), **contribution-based** (5hr/mth), **corporate & honorary** memberships.



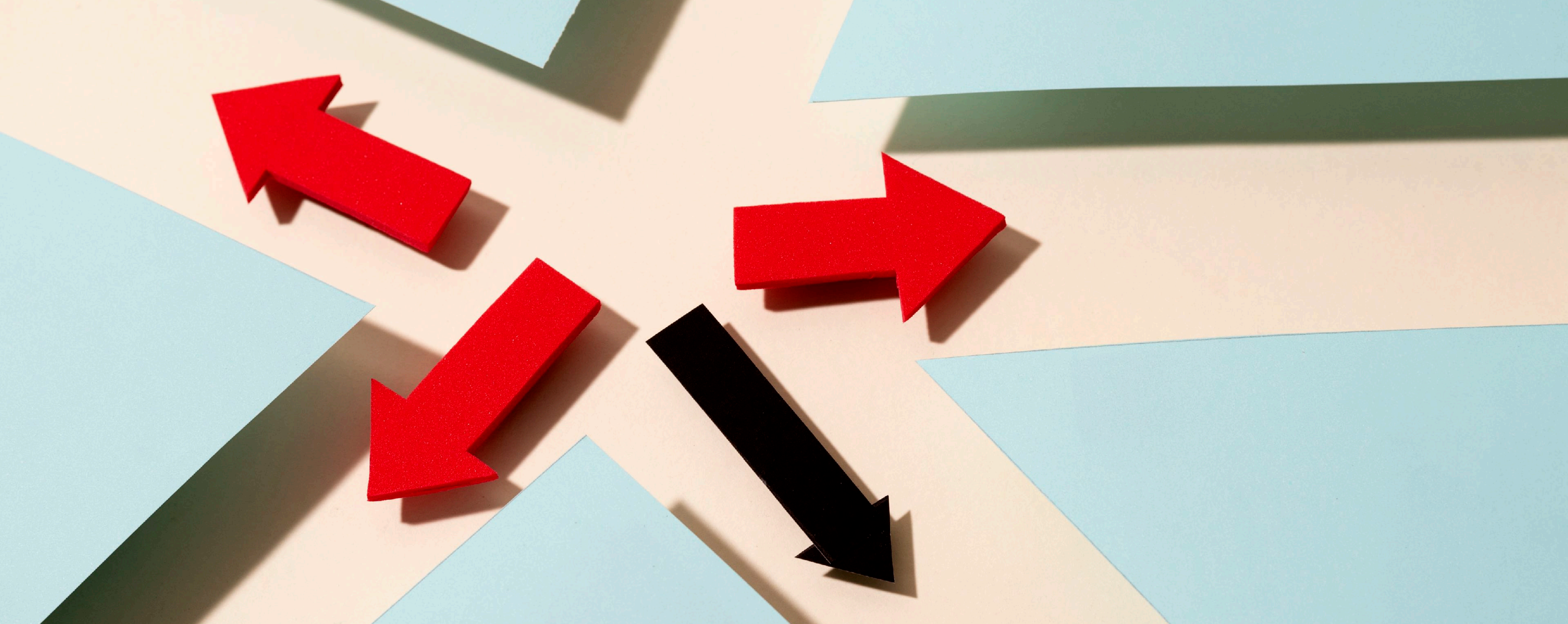


## Decision making: How many votes do folks get?

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**A:** Here be 🐉! Potential for much complexity and exploitation. Decided 1 member = 1 vote - could be one human, or one corporate member - but they each have only one vote.





## Decision making: How are decisions made?

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Much debate and discussion on this area! Different methods needed for different situations.

**A:** Defined trivial, non-trivial and significant decisions, time boxes, default to consensus.



# Decision #2

## Governance model

How we came to the final version





## Summarise fast-moving discussions.

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It's hard to step into long, fast-moving asynchronous discussions, so we summarised them in a public GDoc so others could quickly get up to speed.

<https://mau.tc/working-doc-governance>



@RChesley





This is a lengthy document so don't expect to read it all in one go.

It is in a certain order because:

- You need to define membership types before you can talk about who can and can't vote, and who can and can't hold leadership positions
- You need to define decision making principles before you can define how voting works
- You need to define voting rights before you can define how teams and working groups come into being or get dissolved
- You need to define how teams are created and disbanded before you can define leadership roles, durations and how elections are held
- You need to define all of the above before you can define how a council would function and why it is needed
- You need to define all of the above before you can define how the governance model might be changed in the future

Currently this does not include the Project Lead role - this is something that we need to discuss as to how we want to move forward with that role definition and position in the community governance model.

## Sections

Introduction:

Welcome to Mautic!

Within the Mautic project, our governance is driven by our core values:

- Openness
- Transparency
- Integrity
- Fairness
- Respect
- Engagement
- Representation
- Action over inaction
- Project over people and companies

1. [Membership](#) 13
2. [Decision making](#) 6
3. [General Assembly](#) 3
4. [Teams and working groups](#) 3
5. [Council](#) 3
6. [Record keeping](#) 2
7. [Amendment of this Governance Model](#) 3
8. [Tooling that might support this proposal](#) 2

This is an overview post which allows you to quickly jump to the relevant threads where we are discussing parts of this new governance model proposal.

Note that **anyone is welcome to propose an alternative governance model** in the same way - create a GDoc and write up the model, and then make a parent post in this category with individual threads for each section.

Each section will be open for comments and discussion as separate forum threads - with an emphasis on respectful discussion and **finding a way to come to a consensus** - for a period of **two calendar weeks** - closing on ~~Wednesday, 7th June~~, at which time we will share a first draft of a proposal for voting.

*EDIT: The time period for consultation has subsequently been extended to the 23rd June 2023 (making it 4 weeks total).*

You can read the overview of the discussions that we have been having in #wg-governance on Slack in [this document](#) 5.

You can read a full version of this proposal including explanatory annotations [here](#) 3. **⚠ NOTE:** This document will now be out of date - please refer to the individual forum threads for the most up to date changes based on community discussions.

As the proposal is covering a lot of areas, we have decided to break it out into sections so that we can debate and discuss each section and come to a consensus together.

An overview post was shared on the forum, with each section of the proposed model broken out into a **single forum topic** for further discussion.

This reached a much **wider audience of users**, who weren't aware of the Slack discussions. As decisions on changes were made, topics were updated.





# 🔒 Mautic Governance Model v2.0 for final review ✎

■ Community ■ Governance ■ community ■ discussion ■ governance



rcheesley 🛡️ Project Lead

Jun '23

Hi folks,

Thank you everyone who has taken the time to read, review and provide feedback on the proposed governance model.

I have incorporated all feedback that came in through the forums, through Slack, and through discussions in Mautic Conference Global last week, in preparing the final draft for review/comment.

Please take a look at the document here:

 docs.google.com



**Mautic Governance Model v2.0** 22

Mautic Governance Model v2.0 Welcome to Mautic! Within the Mautic project, our governance is driven by our core values: Openness and Transparency - This includes being transparent with information, open to discussion, and accountable. Integrity...

Where there are changes to what was in the forum threads, I have called this out with a comment along with the explanation as to why.

We will have this forum thread open **for the next week** for discussion and, based on a [lazy consensus](#), we will move forward with proposing that the Council adopts the new governance model thereafter.

If you have any questions, concerns or aspects of the proposed governance model that you feel need to be updated, please post in the forum thread below. It's helpful if you can quote the specific part before adding your comments so that we can understand exactly what you are referring to.

Thanks again for all your involvement in setting up Mautic's stable foundations for growth!

- Once the time period (originally two weeks, but extended to four) was concluded, the final version was compiled into a GDoc which was shared in the same category on the forum for final discussion and review.
- Text that was amended from the initial draft was highlighted and commented, and anything which was added as a result of the discussions on the forums or from a panel at our conference was also highlighted.
- Two weeks were given for feedback to be provided on the final version of the governance model before which the existing Council voted unanimously to adopt the new model.

<https://mau.tc/final-version-v2>

  @RCheesley







## Lessons learned:

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- **Long live the time box** - A great way to ensure conversations don't continue forever and that a decision is made, is to set an (appropriate) time box for discussion.
- **Delegate research** - We had some folks super inspired by specific parts of the model, so they led the research in those areas which empowered them to be a part of the change.
- **Keep it simple** - It can be easy to over-complicate the structural and hierarchy side of things, we tried as much as possible to keep things simple.





## Lessons learned:

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- **Go where they are** - we established a Slack channel, forum category, spoke about it on social media/email/in sessions during conferences.
- **Zero tolerance for hostility** - ensure that expectations are set and Code of Conduct breaches are dealt with rapidly. Model patience, understanding and curiosity for ideas shared.
- **Draft fast, iterate often** - talking is great, but you eventually need something to emerge from it. Don't wait too long to make a draft and iterate.



# Where we're at now

## Implementing the new model



**19th December 2023:**

Extraordinary General Meeting of General Assembly, Council formally inaugurated & governance model implemented

**25th October 2023:**

Community Portal (based on Decidim) launched

**11th August 2023:**

Membership model launched

**29th July 2023:**

Final draft published for review

**24th May 2023:**

First draft of Governance Model v2 shared on forums

**25th April 2023:**

Trademarks transferred to Open Source Collective

**20th April 2023:**

Announcement shared with the community

## Mautic becomes an **independent** open source project

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It was quite a lengthy process, mainly due to the amount of community consultation needed and the work involved to implement the tooling required.







# Welcome to the Mautic Community Portal!

[PARTICIPATE](#)

This is where all things community happen, from nominations and elections for leadership roles to team meetings, meetup groups and decision making.

## Is it working?

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169 joined the Portal, 45 financially contributing members and 14 through practical contributions. Successful voting process held for Council elections, all meetings held via portal.



# What's ahead?

Towards a sustainable future





## Financial stability is a primary goal.

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We have to focus on growing and diversifying our revenue streams to 'break even' going forward.





# Product adoption growth.

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We're already on a strong trajectory of growth and our product is maturing, our focus is on growing adoption and making it easier to build open source digital experience platforms.





## Default to transparency.

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As leadership roles have their term expire, decisions need to be made transparently and community opinion is sought, where appropriate we will be using voting on Decidim.



# Ruth Cheesley



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[speaking.ruthcheesley.co.uk](https://speaking.ruthcheesley.co.uk) for slides,  
links and resources

[mautic.org](https://mautic.org) for all things Mautic, or come and chat with me  
during the event!

[womenofopensource.org](https://womenofopensource.org) for women interested or involved  
in open source.