



# A home for your open source project



# First, some context



# Why this topic?

- Recent consulting work to bring the AMP project to the OpenJS Foundation.
- Advised Coil on setting up the Interledger Foundation.
- *Pro bono* analysis to set W3C's headquarters in Geneva, Switzerland.
- Currently working on creating another software foundation in Geneva.
- OASIS Open Projects Advisory Council member.
- OpenJSF Cross Project Council member.



# What is it & what is it for?



# What's a foundation and what is it for?

A foundation provides a legal entity for open source projects. It can:

- receive and spend money (e.g. infra costs, travel expenses),
- acquire and own assets (e.g. trademarks),
- grant and receive licenses (e.g. copyright, patents),
- hire people (e.g. for a security audit, coaching, etc.),
- host events,
- etc.



*“Wait, do I need this?”*



*If you're wondering about this...*



*...you probably don't!*





*Now's the right time to leave.*



# Timing is critical



# When should you move?

Timing is critical. You're *always* better off moving too late than too early!

- Wait until you experience growing pains & those can be solved by a foundation.
- What are good examples of issues that a foundation helps with?
  - Operational issues
  - Trust
  - Community ownership
  - Creating a level-playing field
  - Etc.



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Covering travel expenses of  
AMP TSC/AC members  
required fragile workarounds.



Data protection requirements  
added hurdles to the  
community-driven organization  
of the AMP Contributor Summit.



CLA assigned the license to  
Google. This was a deterrent  
for many AMP contributors.



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# Why move as late as possible?

- A foundation adds overhead.
- A foundation costs money.
- You can start by creating an open governance model without a legal entity.
  - That's what we did for AMP!



The screenshot shows a web browser window with the URL `blog.amp.dev`. The navigation bar includes links for AMP, About, Documentation, Community, Events, Blog, and Support. The main heading is "An open governance model for the AMP Project" with a sub-header "Governance". A blue update notice states: "Update 12/03/2018: This proposal is now in effect." The text describes the project's growth from 2 contributors to over 700, and the decision to move to a consensus-seeking governance model. At the bottom, a graphic shows three stylized figures holding hands, with the text "710 contributors overall".

September 18, 2018


## An open governance model for the AMP Project

Governance

Update 12/03/2018: [This proposal is now in effect.](#)

Over the last 2 years AMP has grown from a tiny open source project with just 2 contributors to a much larger one with over 700 folks contributing over 10,000 commits running on many millions of websites. When choosing a governance model (a system that describes how decisions are made) for AMP, we initially focused on agility. AMP has always been powered by the voices and feedback of the developers and organizations that use it; however, governance was centered around the tech lead (which is [me](#), the author of this post 🙋), who ultimately decided what got executed and how.

While this works great for smaller projects, we've found that it doesn't scale to the size of the AMP Project today. Instead we want to move to a model that explicitly gives a voice to all constituents of the community, including those who cannot contribute code themselves, such as end-users. The change we are proposing is based on months of research, through which we've decided to follow the [lead of the Node.js project](#) and move to a consensus-seeking governance model.

 **710** contributors overall



*So you've determined  
that this is—in fact—for you.*



# Plenty of options



# Foundations come in all shapes and forms

	Yearly revenue (2017 or 2018*)	Status
<b>Apache Software Foundation</b>	\$2,583,535	501(c)(3)
<b>Free Software Foundation (FSF)</b>	\$3,663,026	501(c)(3)
<b>Linux Foundation*</b>	\$96,582,653	<b>501(c)(6)</b>
<b>Open Source Initiative (OSI)*</b>	\$555,610	501(c)(3)
<b>Software Freedom Conservancy</b>	\$2,999,466	501(c)(3)



*And that's in the US only...*



*Most jurisdictions have  
equivalent legal structures.*



*Switzerland's are both  
lightweight & flexible.*





# Foundations come in all shapes and forms

- Join an existing foundation.
- Foundation within a foundation.
- Foundation as a Service.
- Roll your own.



# Join an existing foundation

The project is one of many other projects handled by the foundation.

**Example:** a project joining either of the Apache Software Foundation (ASF), the Software Freedom Conservancy, OASIS Open Projects, or the OpenJS Foundation.

## PROS

- ✓ Lightweight.
- ✓ Cheap and fast to set up.
- ✓ Little to no maintenance overhead.
- ✓ Generally no membership fees (funded through sponsorship).

## CONS

- ✗ Not very flexible (works for you or doesn't).
- ✗ Often limited in what it does (e.g. just IP).
- ✗ Lack of independence.



# Foundation within a foundation

The foundation is a spinoff of the parent foundation. Legally, it's still the same entity. This is an Increasingly common model favored by the Linux Foundation.

**Examples:** Cloud Native Computing Foundation, LF Edge Foundation, Hyperledger, GraphQL, etc.

## PROS

- ✓ Can be heavily customized.
- ✓ Still cheap and fast to set up.

## CONS

- ✗ Often requires members to pay membership fees to both the foundation itself *and* its parent foundation.
- ✗ No really independent from the parent foundation.



# Foundation as a Service

The foundation is an independent organization that purchases services (accounting, tax filing, legal, etc.) from a separate entity focused on serving foundations.

**Examples:** Open Mobility Foundation, the OpenJS Foundation itself, OASIS Foundation-as-a-Service, etc.

## PROS

- ✅ Completely customizable.
- ✅ Very much independent (the foundation is only purchasing a service).
- ✅ Benefits from the economies of scale of its service provider.
- ✅ Free to set up its own membership solution.

## CONS

- ❌ Complex and potentially costly to set up.
- ❌ Significant maintenance overhead.



# Roll your own

Build everything from scratch. No one does this anymore.

**Examples:** Linux Foundation (LF), Free Software Foundation (FSF), etc.

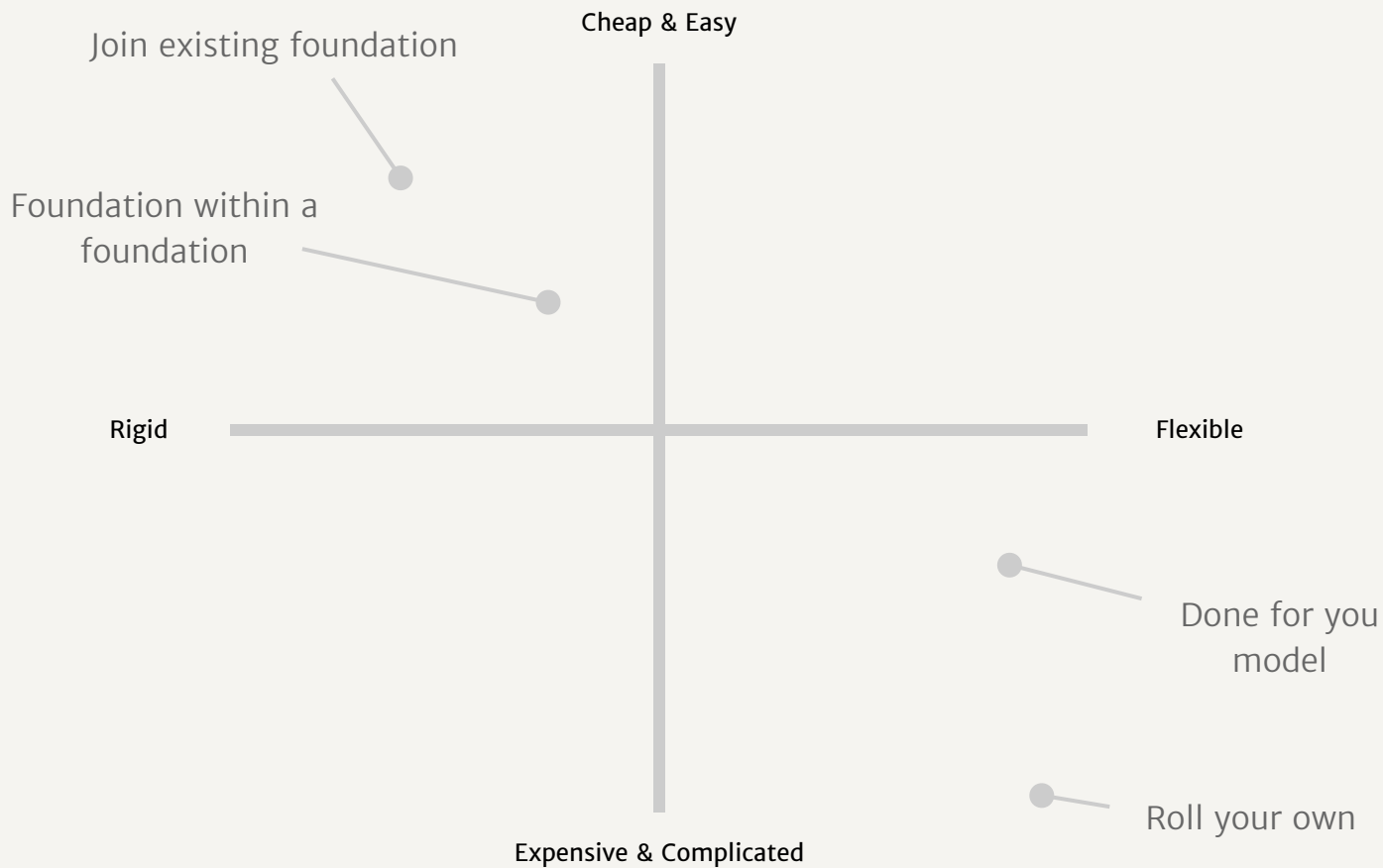
## PROS

- ✓ Design exactly what you want: the sky's the limit.

## CONS

- ✗ Prohibitively expensive.
- ✗ Complex and long to set up.
- ✗ No economies of scale.
- ✗ High maintenance cost.







*No perfect solution.  
Always a **tradeoff**.*





*So which one is  
a **good fit** for you?*



*Well... it depends!*



# Define your goals & requirements



# Goals & requirements

- Goals must be representatives of the needs of your stakeholders.
- Have reasonable goals.
  - You can't aim for a CNCF-like structure with a 50K yearly budget.
- Turn goals into requirements.
- Requirements will steer you towards a type of solution (from joining an existing solution to rolling your own).
- Requirements will help you reduce the size of your option pool quickly.
  - For example, the ASF was not an option for AMP because of its requirements around tooling.



# Change

Pay attention to change.

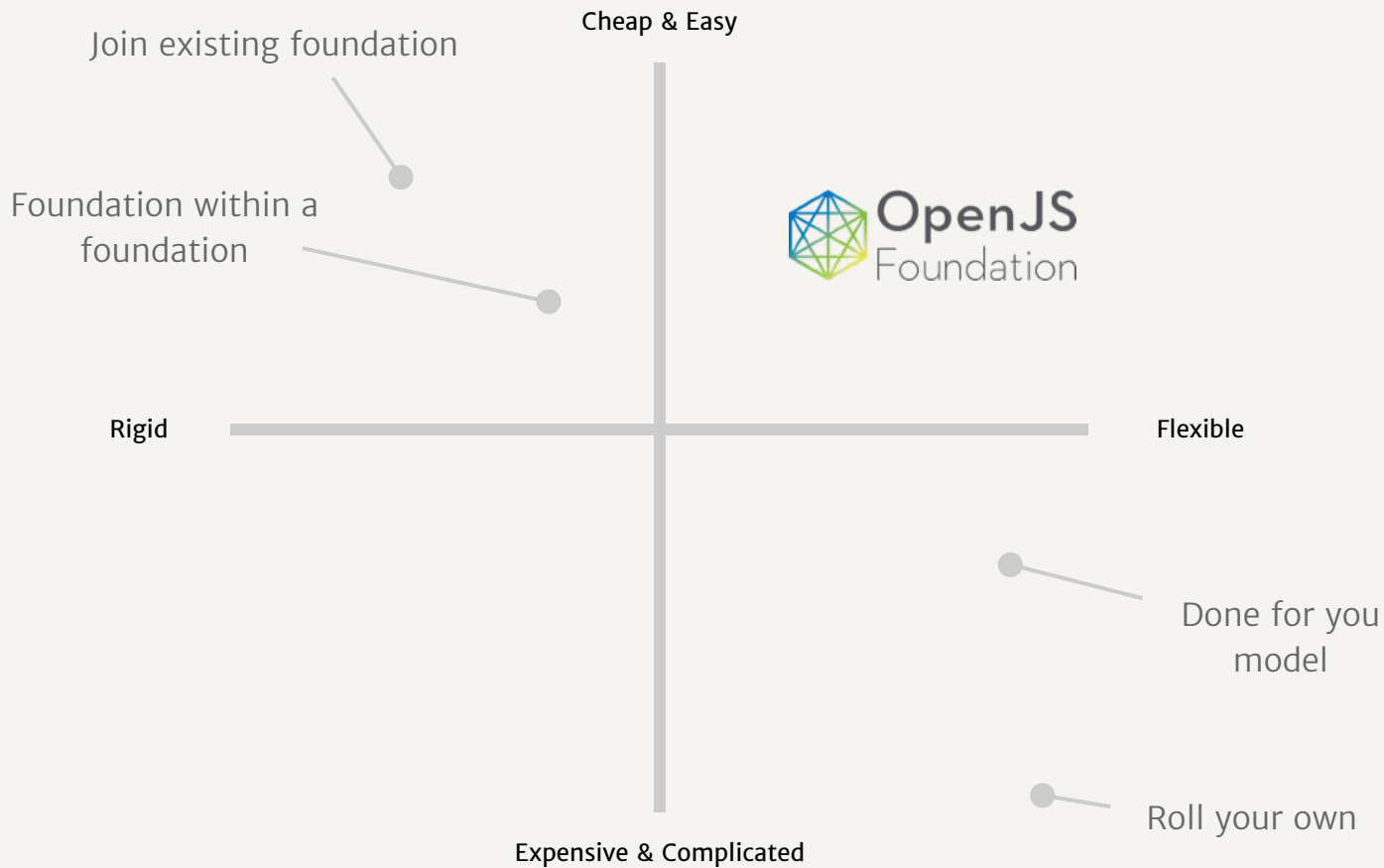
- 💡 We tend to imagine this space as rigid and fixed. It's not. It's evolving all the time.
- There are new structures being created as new languages, projects, verticals, etc. gain traction.
- Existing structures change.
  - E.g. the ASF is now loosening its tooling requirements.
- There are mergers, spinoffs, etc.
  - E.g. FINOS joining the LF.
- Look around, maybe you can join forces with like-minded projects or individuals.



# Seize opportunities

Pay attention to opportunities and seize them.

- The OpenJSF was just getting announced when AMP started looking.
- Joining early allowed AMP to help shape the foundation significantly.
- As a result, we ended up with much of the flexibility that was needed with little of the cost.





# Focus

- Don't get distracted by bells and whistles.
- E.g. If you're not interested in throwing events, the foundation's capability of doing so isn't really useful to you.





# Learn from others

- A lot of people have been there before, talk to them.
- Great to avoid common pitfalls.
- Contextualize advice for your particular context.
  - The lay of the land has probably changed since then.
  - They had different needs and so made different tradeoffs.
- Get help if this is mission critical.
  - A bit self-serving, but I'm sure my clients agree.



# Thank you!



# Q & A