



## THE OPEN VOICE NETWORK A Directed Fund Project of The Linux Foundation

15 September 2019

### Guide to Leadership Opportunities

The following seeks to inform potential leaders of the Open Voice Network (OVN) of the opportunities, responsibilities, and estimated time commitments of participation in OVN governance and decision-making bodies.

#### 1.0 Mission and Scope of The Open Voice Network

The purpose of the Open Voice Directed Fund is to raise, budget and spend funds in support of open source and/or open standards projects (each such project defined as a “Technical Project”) that will create a future of artificial intelligence-enabled voice (AI-voice) search, communication, and commerce that is *open: standards-based, interoperable, and data-protected*. The governance of each Technical Project is as set forth in the applicable charter for each Technical Project.

#### 2.0 Governance Structure of the Open Voice Network

The Open Voice Directed Fund supports the Technical Projects. The Open Voice Directed Fund operates under the guidance of the **Steering Committee of the Open Voice Directed Fund** (the “Steering Committee”) and The Linux Foundation (the “LF”) as may be consistent with The Linux Foundation’s tax-exempt status.

The Open Voice Steering Committee manages the Open Voice Directed Fund. The Open Voice Directed Fund will also have an Outreach Committee, Technical Advisory Counsel, Research Review and Advisory Committee, Budget Committee, Legal Committee and other working groups, councils, committees and similar bodies (collectively, “Committees”) that may be established by the Steering Committee. These committees report to the Steering Committee.



### 3.0 Governance and Decision-Making Participation

Participants in OVN governance and decision-making bodies will be 1) employed by and serve as representatives of OVN member entities, or 2) individuals supportive of the mission and scope of the Open Voice Network, whose industry and/or technology expertise is deemed by a responsible OVN governance body to be of incremental value, defined as “at-large” members. Both types of participants will have full decision rights within their respective governance or decision-making body.

### 4.0 Governance Culture and Process

In keeping with the objectives of the Open Voice Network and the objectives and culture of The Linux Foundation, the Open Voice Network will manage organizational deliberation and decision-making in a manner that abides by both the spirit and law of contemporary antitrust law, is pro-actively *open*, and in accord with current best practices for meeting management. Specifically,

- All Open Voice Members must abide by The Linux Foundation’s Antitrust Policy available at <http://www.linuxfoundation.org/antitrust-policy>. In addition, All Open Voice Network Members must encourage open participation from any organization able to meet the membership requirements, regardless of competitive interests.
- The Open Voice Network will, in its pursuit of standards, reference architectures, and platforms which will benefit the many, encourage and respect the *contributions* of the many. We will be open not only in development, but in debate – to test and challenge ideas, to seek and consider outside and contrary opinions.
- The Open Voice Network will seek to enable efficient and effective decision-making through the application of best meeting practices.
  - It is expected that OVN meeting times, agendas, and content will be posted no less than seven calendar days in advance; meetings will begin and be adjourned promptly, and according to published times; meeting notes will be published on to participants, and in the OVN meeting content repository.
  - A quorum for Open Voice Steering Committee and Open Voice Committee meetings is defined as at least fifty percent of the voting representatives. If advance notice of the meeting has been given per normal means and timing, the Steering Committee may continue to meet even if quorum is not met, but will be prevented from making any decisions at the meeting.
  - It is desired that OVN committees will reach decisions by consensus. If, however, any decision requires a vote to move forward, the representatives of the Open Voice Steering Committee or Committee, as applicable, will vote on a one vote per voting representative basis. Decisions by vote at a meeting will require a simple majority vote, provided quorum is met. In the event of a tied vote, the Chair may refer the matter to



the Open Voice Network Steering Committee. In the event of a tied vote within the Steering Committee, the Chair may refer the matter to The Linux Foundation.

## 5.0 The Governance and Decision-Making Bodies of the Open Voice Network

### 5.1 Open Voice Steering Committee

The Open Voice Steering Committee will be responsible for overall management of the Open Voice Directed Fund. Open Voice Steering Committee meetings will be limited to the Steering Committee representatives, the Outreach Committee Chair, invited guests and LF staff.

The Open Voice Steering Committee meetings will be private unless decided otherwise by the Open Voice Steering Committee. The Open Voice Steering Committee may invite guests to participate in consideration of specific Steering Committee topics (but such guest may not participate in any vote on any matter before the Steering Committee).

**It is expected** that the Open Voice Network Steering Committee will meet quarterly. Should face-to-face meetings be deemed necessary, it is expected that participants will provide for their own travel and lodging. (However, a conference call option for participation will always be provided.) **It is estimated** that participation in the Open Voice Steering Committee will require between six and eight hours per quarter, inclusive of meeting preparation and participation.

The responsibilities of the Open Voice Network Steering Committee will include:

- o Approval and oversight of a budget directing the use of funds raised by the Open Voice Directed Fund from all sources of revenue;
- o Nomination and election of the Officers of the Directed Fund;
- o Approval of projects as Technical Projects;
- o Oversight of all Open Voice Directed Fund business and community outreach matters and work with the LF on any legal matters that arise;
- o Review and approval of all policies or rules and procedures for the Open Voice Directed Fund (subject to LF approval);
- o Establishment of advisory bodies, committees, programs or councils to resolve any particular matter or in support of the mission of the Open Voice Directed Fund and/or its Technical Projects including in support of end-users and ambassadors for the project;
- o Establishment of conformance programs and input solicitation (inclusive of testing tools) from the applicable governance body of any Technical Project for defining and administering any programs related to conformance with any Technical Project (each, a “Conformance Program”);
- o Publication of use cases, user stories, websites and priorities to help inform the ecosystem and technical community;
- o Approval of procedures for the nomination and election of any representative of the Sponsor Members to the Open Voice Steering Committee and any Officer or other positions created by the



Open Voice Steering Committee.

## 5.2 The Open Voice Network Research Review and Advisory Committee

The Open Voice Steering Committee may create a committee of the Steering Committee to review, advise, and assist with the management of any engagement of any academic or research organization for contracted research on behalf of the Open Voice Directed Fund (the “Research Review and Advisory Committee”).

**It is expected** that the Open Voice Network Research Review and Advisory Committee will meet as often as bi-weekly at the launch of the Open Voice Network, and quarterly as research contracts and engagements are underway. Should face-to-face meetings be deemed necessary, it is expected that participants will provide for their own travel and lodging. (However, a conference call option for participation will always be provided.) **It is estimated** that participation in the Open Voice Research Review and Advisory Committee may require between six and eight hours per month during a one to two-month launch period, with an estimated participation of eight to ten hours in following quarters.

## 5.3 Open Voice Network Outreach Committee

The Open Voice Network Outreach Committee will be responsible for the design, development and execution of community outreach efforts on behalf of the Open Voice Network Steering Committee. The Outreach Committee is expected to coordinate closely with the Steering Committee and technical communities to maximize the awareness and visibility of the Technical Project(s) across relevant industry, press, analyst, and influencer communities.

The Open Voice Network Outreach Committee will also be responsible for the establishment and maintenance of OVN constituent communities, in which OVN members, associates, and advocates can share best practices and operational insights on a peer-to-peer basis.

**It is expected** that the Open Voice Network Outreach Committee will meet monthly, and that members of the OVN Outreach Committee may be asked to support OVN community development, or represent the OVN at Committee-approved events and to press, analysts, and influencers. Should face-to-face meeting of the committee be deemed necessary, it is expected that participants will provide for their own travel and lodging. (However, a conference call option for participation will always be provided.) If, however, a member of the Outreach Committee has been asked to represent the Open Voice Network at an industry event presentation (keynote or panel presentation), the Outreach Committee may authorize financial support for travel and appropriate expenses. **It is estimated** that participation in the Open Voice Network Outreach Committee will require two-to-four hours per month for committee work (inclusive of meetings); that community development and support may require four hours or more per month per community; and that representation of the OVN at events, and to press, analysts, and influencers may require as much as 8-16 hours of participation on a case by case basis, exclusive of



travel.

#### 5.4 Open Voice Network Legal Committee

The Open Voice Network Legal Committee will consist of representatives of the Open Voice Network Steering Committee. It will be responsible for developing and submitting recommendations to the Open Voice Network Steering Committee in response to questions submitted to the Legal Committee by the Steering Committee or the Technical Advisory Committee (TAC.) The Legal Committee will be supported by qualified counsel.

**It is expected** that the Open Voice Network Legal Committee will meet as needed. Should face-to-face meetings be deemed necessary, it is expected that participants will provide for their own travel and lodging. (However, a conference call option for participation will always be provided.) **It is estimated** that participation in the Open Voice Network Legal Committee will require two-to-four hours per quarter.

#### 5.5 Open Voice Network Budget Committee

The Open Voice Network Budget Committee will consist of representatives of the Open Voice Steering Committee. The responsibilities of the Open Voice Budget Committee will include assistance of the Treasurer in preparation of annual budgets that adhere to the principles and guidelines established by the Open Voice Steering Committee; development and reportage of metrics for the allocation of budget in relation to meeting the priorities of the Open Voice Steering Committee; review of the progress of the Open Voice Directed Fund against the annual budget; preparation of forecasts for future financial needs of the Open Voice Directed Fund; and such other matters related to finance and the financial operation of the Open Voice Directed Fund as may be directed to the Open Voice Network Budget Committee by the Open Voice Network Steering Committee.

**It is expected** that the Open Voice Network Budget Committee will meet on a monthly basis. Should face-to-face meetings be deemed necessary, it is expected that participants will provide for their own travel and lodging. (However, a conference call option for participation will always be provided.) **It is estimated** that participation in the Open Voice Network Budget Committee will require two-to-four hours per month, inclusive of meetings. More time may be required in those months preceding quarterly Open Voice Network Steering Committee meetings and reviews.

#### 5.6 Open Voice Network Technical Advisory Council (TAC)

The Open Voice Network Technical Advisory Committee (TAC) is responsible for the facilitation of communication and collaboration among the Open Voice Network Technical Projects. This will include:

- o Development of an overall technical vision for the community;
- o Recommending resource priorities for Open Voice Technical Projects to the Open Voice Budget



Committee;

- o Creation, maintenance, and amendment of project lifecycle procedures and processes, subject to the approval of the Open Voice Steering Committee; and
- o Annual election of a chairperson to preside over meetings, set the agenda for meetings, and serve on the Steering Committee.

**It is expected** that the Open Voice Network Technical Advisory Committee (TAC) will meet regularly, and as required. Should face-to-face meetings be deemed necessary, it is expected that participants will provide for their own travel and lodging. (However, a conference call option for participation will always be provided.) **It is estimated** that participation in the Open Voice Network Technical Advisory Committee may will require eight-to-twelve hours per month, inclusive of meetings. More time may be required in those months preceding quarterly Open Voice Network Steering Committee meetings and reviews.

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