

FAQs about CLAs and OCP Legal Process

Q1: How do I start the Contribution Approval Process?

A1: A full overview of the contribution process can be found here:

<https://www.opencompute.org/contributions/how-to-contribute> This FAQ document will focus on the legal steps required for publishing a contribution to the Open Compute Project (OCP) Community.

Q2: Do I need to sign something?

A2: Once you've discussed your project with the OCP team and decided to share your work with the community, the next step is to grant the community permission to use it. OCP requires contributors (authorized signatories) to sign the Open Web Foundation (OWF) v0.9 Contributor License Agreement (CLA).

The OWF CLA should be signed early in the Specification (Spec) development process or as soon as an organization joins an ongoing project. If one or more companies collaborate on a Spec and plan to contribute it to OCP, all involved companies must sign the OWF CLA, with consistent contribution details for everyone.

By signing the CLA, companies confirm their intent to contribute. This step ensures that, once the Spec is finalized, all contributors grant the necessary rights for others to use it under the Final Spec Agreement License described below.

Q3: What is a Contribution License Agreement (CLA)?

A3: A Contribution License Agreement (CLA) is a document that contributors (like individuals or organizations) sign to allow their work to be used in a collaborative project. Here's what it does in simple terms:

- **Gives Permission to Use Your Work:** When you sign a CLA, you agree that others can use, modify, and share your contributions without needing to ask you each time.
- **Promises To Safely Allow Use of Patents for This Purpose:** If you own any patents related to the work you're contributing, the CLA includes a promise not to take legal action against others for using those patents within the project.
- **Encourages Open Collaboration:** The goal of a CLA is to make sure everyone can safely use and build on the work shared in the project, without worrying about legal issues down the line.

This agreement is important because it ensures that all contributors can openly discuss great ideas and contributions are freely available and legally safe for everyone to use.

Q4: What is the OWFa 0.9 Final Specification Agreement (FSA)?

A4: The OWFa 0.9 Final Specification Agreement (FSA) is attached to the CLA, and is put into effect when a project's final specification is ready to be officially accepted.

Here's how it works:

- **When It's Used:** Once the project lead decides the specification has passed review, is ready and submits it to the OCP Steering Committee (SC) for approval, this FSA agreement kicks in automatically (no need to sign anything new) following the contribution's acceptance by the SC.
- **Opt-Out Period:** Before the final approval by the Steering Committee, but following approval by the Project Leads (for Open CLA contributions) or OCP Staff (for Closed CLA contributions), OCP staff will announce a 30-day "opt-out period" via formal written notice to the contributors. During this time, contributors can withdraw their involvement if they choose, but if they don't opt out, the specification becomes final, and everyone agrees to make their contributions available under the terms of the OWFa.
- **Publication:** Success! At the conclusion or waiver of the Opt-Out Period the SC approved contribution will be published.

Q5: Do you have any additional information about the Opt-Out Period?

A4: During the 30-Day Opt-Out Period formally launched by OCP staff,

- , Contributors may submit Exclusion Notices to OCP. If no Exclusion Notice is received, or all contributors waive this in writing, then it is deemed that no Exclusion Notices were raised. You can learn more about this process in the OCP IP Rights Management Policy here:

<https://www.opencompute.org/documents/ocp-ip-rights-management-policy>

An Exclusion Notice must be sent to OCP staff and any other contributors in writing, informing these parties of the contributor's intention to withdraw their contributed material from the contribution.

Q6: When should I get my legal teams involved?

A6: It's best to begin as soon as you are committed to working toward making your contribution to the community. It's typical practice to begin the legal review process while you work to complete the collaboration and contribution process.

Please ensure that your legal teams have reviewed the OWF v0.9 CLA and the OWFa 0.9 Final Specification Agreement terms and conditions in their entirety. The Contribution Templates page online has the latest versions. <https://www.opencompute.org/contributions/templates-agreements>

Please refer to the [OWF CLA](#) in its entirety for your review.

Q7: Does the CLA/FSA process include Copyright Grant?

A7: Yes, the same agreement covers both patents and copyrights. By following the contribution process, signing and putting the CLA/FSA into effect, the contributor grants an unrestricted copyright license to the Contribution.

Q8: What is covered in the Patent License Commitment?

A8: The contributor grants a royalty free license to Granted Claims on reasonable and nondiscriminatory terms, for the purpose of implementing the final Spec. The definition of Granted Claims is typical for standards licenses.

Q9: What happens to my patents after I sign the OWF CLA?

A9: When you sign the OWF CLA, you/your organization maintains rights to the patents that are directly included in the contribution. Via the agreements, your company simply agrees not to assert their Granted Claims against any Permitted Use.

Q10: Are there any non-disclosure agreements or confidential materials at OCP?

A10: OCP is an open organization and we do not publish confidential material. All of our WIKI pages and most of our Website is public access with no passwords. The only exception is our Contribution Portal and our Solution Provider Portals. These are protected since they contain contact information and legal documents for those members who are contributing and/or are publishing products on our Marketplace. Our Contribution Database which contains Specs and Ancillary Materials (White Papers, Info Docs, Design Packages and non-code based Software Specs, etc) is completely open to the public.

Q11: Are Specs and Design Packages only open to OCP Members?

A11: No. Our Contribution Database which contains Specs and Ancillary Materials (White Papers, Info Docs, Design Packages and non-code based Software Specs, etc) is not restricted to members only and is completely open for the general public.

Q12: When should I use a CLA vs Copyright License Agreement (CRLA) or Creative Commons License (CCL)?

A12: CLAs are used only when your company is contributing a Hardware or Software Spec and Design Packages. CLAs include both patent and copyright grants.

On the other hand, contributions such as reference designs, white papers, case studies, benchmarks, info documents, requirements documents, guidelines, assessments, non-code based documentation, presentation decks, working documents, meeting minutes, videos, pictures, diagrams, etc) are best with a Copyright License Agreement (CRLA) or the Creative Commons License (CCL). A CRLA or CCL is ideal for making materials available for public use. It ensures that your content can be freely shared and reused by others.

Q13: I've been asked to sign an OCP Feedback Agreement. What is this agreement?

The OCP Feedback Agreement is used to allow non-contributors to provide feedback to contributors who have signed a CLA. The feedback received via the OCP Feedback Agreement may only be used by contributors for the purpose of improving the contributed material or "Work" expressly described in the Feedback Agreement.

Q14: How does the Closed CLA process at OCP work?

Steps:

- Introduce yourself to the OCP Foundation staff and discuss your interests.
- Sign a Contribution License Agreement (CLA)
- Write a specification using one of the approved templates
- Upload to the Contribution Portal with the help of OCP staff
- Address any feedback from the OCP Foundation Staff or from orgs who have been invited to sign the OCP Feedback Agreement
- Present to the OCP Steering Committee, upon successful review by OCP Foundation Staff:
- Waive the Opt-Out Period or wait for the Opt-Out Period to be over
- OCP staff will make the work available on the OCP Contribution Database
- After the first contribution to the Steering Committee or after 12 months of the CLA agreement being signed (whichever is first), a Closed CLA group shall allow

OCP Community members to sign the OCP CLA Feedback form to have visibility to in progress specs on a regular basis (e.g., monthly drops) and accept feedback for consideration.