

Policies and Procedures v5.0, 12/12/2014

10.7. TECHNICAL COUNCIL

The Technical Council (TC) is a Working Group. Except where explicitly called out below they follow the rules as defined for any SNIA Working Group. The TC is a Working Committee of SNIA that is charged with leading, guiding, and directing the technical activities of SNIA. The TC is created by the Board and composed of a select body of industry experts that work with SNIA groups. The SNIA Board has delegated to the TC the responsibility and authority to:

- Define the scope of, prioritize the activities of, and oversee the technical work of SNIA.
- Create and oversee technical working bodies of various forms to carry out the technical activities of SNIA.
- Oversee SNIA's technical standards, architectures, and software.
- Review and recommend to the Board, Executive Committee, and MEMBERS all significant technical works, including but not limited to SNIA Architecture and SNIA Software, produced by the working bodies.
- Review and recommend to the Board to approve or reject all Contributed Works, such as Architecture and Software, that are made available to SNIA.
- Advise the SNIA Board regarding proposed software development projects and associated licenses.
- Create, maintain, and make available to the SNIA MEMBERS a written description of the structure of technical working bodies, the procedures for forming new technical working bodies, and the procedures that are to be followed by technical working bodies.

Composition: The TC is comprised of a total of up to eleven (11) voting member seats. Eight (8) of the eleven (11) seats are filled by Voting Member election. Three (3) voting member seats are filled by Board appointment. The TC may recommend people to the Board for appointment for the three Board appointed voting member seats. TC seats are held by individuals and are not transferable. The authority of a member of the TC may not be delegated to any other individual. The term of a TC seat is a maximum of two (2) years, and is also subject to participation requirements (described below). The Board may announce a shorter term for certain TC voting member seats at an election in order to increase the likelihood that no more than four (4) seats are subject to election each year (the intention of this is to increase continuity of the TC membership). In addition to the eleven (11) voting member seats on the TC described above, the Board may appoint up to twelve (12) Advisors to sit on the TC for a term to be determined

by the Board but not to exceed one (1) year. The TC may recommend people to the Board for appointment as Advisors. The Board may appoint additional Advisors at their discretion. The Advisors will be non-voting members of the TC, and shall be invited to attend the TC meetings, to participate in the work and deliberations of the TC and to offer advice on matters that come before the TC. Upon vacancy of the seat previously occupied by the TC Chair, TC Vice Chair, or TC Co-Chair, one (1) voting member of the TC shall be elected to the vacated seat, to serve until the next regularly scheduled TC election, by the membership of the TC, via a simple majority vote of the full TC, where abstentions if any count the same as NO votes. The TC may also replace the current TC Chair, TC Vice-Chair, or TC Co-Chair via a 75% supermajority vote of the full TC, where abstentions if any count the same as NO votes. The TC Chair, TC Vice Chair, or TC Co-Chairs shall be responsible for:

- Monitoring the performance of SNIA technical activity and recommending to the Board any needed changes in TWB leadership, membership, structure, or operations.
- The production of agendas and objectives for the TC and leading its execution against these agendas and objectives.
- Establishing and maintaining a budget consistent with the overall budget for the organization. At each Board meeting a review of TC status as well as performance against objectives shall be conducted by the TC Chair or their representative from among the members of the TC to gauge progress and identify issues.

Selection Process for TC Voting Member seats: TC Voting Member seats filled by Voting Member selection are made through an application, qualification, and election process. To be considered for selection to the TC an application must be submitted as described in the election process. SNIA operations staff / the SNIA Secretary shall review and verify applications and ensure that applicants meet qualification and participation requirements. SNIA operations staff / the SNIA Secretary will then prepare a ballot for selection of individuals to the TC, along with a schedule of the selection process. The ballot will list qualified applicants standing for election and the number of seats to be filled. The method of election by the MEMBERS will be by Electoral Vote as described in SECTION 7 in the Policies and Procedures.

Qualification Requirements for TC Voting Members: The Board may define additional or more specific qualification requirements; however, the following general qualifications for application to TC voting member seats apply: 1. An applicant shall be an individual who is employed by a SNIA Voting Member or an independent contractor of a SNIA Voting Member who is contracting on a full time or substantial part time basis with the SNIA Voting Member to provide technical services in addition to the proposed service on the SNIA Technical Council. Additionally, an applicant must be sponsored by his or her Voting Member. 2. Applicants must demonstrate a

high level of expertise and understanding in storage networking technologies. This may include any or all of the following:

- Significant experience in creating systems architecture for storage and network systems;
- Knowledge of current technical issues in storage networking or related systems;
- Knowledge of end user requirements for storage networking.

Other key qualifications include experience with SNIA Technical Working Groups (TWGs), experience in other related organizations, and good writing and communication skills. In addition to technical expertise, SNIA Voting Members are encouraged to nominate individuals who:

- Have demonstrated the ability to resolve disputed technical issues and build consensus;
- Are capable of putting the common good above proprietary considerations. TC members must be willing on occasion to abstain from decisions where proprietary interests might interfere with their judgment.

Applicants must demonstrate the support and commitment of their employer in their participation of this activity and in SNIA. Employers should confirm that applicants are available to travel to attend SNIA sponsored meetings and events and spend at least ten percent (10%) of their time on SNIA related issues. If another individual from the applicant's Voting Member already holds a seat on the TC, then applicants from that Voting Member will not be considered unless the current seat occupant's term is scheduled to end prior to the scheduled selection date.

Qualification Requirements of Appointees to the Technical Council: An appointee to the TC shall be a person deemed by the Board of Directors to be qualified as described above, but such person need not be an employee of a SNIA Voting Member. Appointees, both TC Member seats and TC Advisor seats, will follow the same application and qualification process as those TC Member seats filled by election.

Multiple Memberships: Individuals holding multiple memberships (e.g., both an Individual Member and an employee of a SNIA Voting Member association) will be viewed according to their primary membership type for TC qualification, participation, and operation purposes. The primary membership type will be viewed as 'SNIA Voting Member' for any individual who is an employee of a SNIA Voting Member organization, 'Associate Member' for any individual who is an employee of an Associate Member organization and is not an employee of a SNIA Voting Member organization, or 'individual' in all other cases.

Vacancies: A vacancy or vacancies on the TC shall exist on the occasion of any of the following: 1. Death, resignation, or removal of a TC Member. 2. Non-appointment to a seat. 3. Failure by the SNIA Voting Members to elect a number of TC Members sufficient to fill all authorized positions, not including appointees.

Removal: Any TC Member may be removed from office as determined and approved by a majority vote of the full Board of Directors, where abstentions count the same as NO votes. In addition, any TC Member may be immediately removed from office due to failure to attend two (2) consecutive regular meetings of the TC during any calendar year without a leave of absence approved by the TC Chair, where such removal is approved by a majority vote of the full Board of Directors, where abstentions count the same as NO votes. Also, any TC Member becomes a candidate for a TC Advisor seat under the following conditions: 1. A TC Member ceases to be an employee of the SNIA Voting Member by whom he or she was employed at the time of election or appointment, and: a) becomes an employee of another SNIA Voting Member that already has a TC Member; b) within ninety (90) days fails to become an employee of another SNIA Voting Member that does not already have a TC Member; or: c) becomes an employee of a non-SNIA Member company; or, 2. The company employing an elected TC Member ceases to be a SNIA Voting Member. Note: An appointed TC Member may not be removed from office solely due to the fact that such TC Member ceases to be an employee of the company by whom he or she was employed at the time of appointment.

Operation: The TC will operate and conduct business as a Working Committee of SNIA, as defined in Article 8 Paragraph 3 of the Bylaws of SNIA. The TC has only those rights and authority delegated to it by the SNIA Board of Directors. The TC reports to the SNIA Board of Directors. As a Working Committee of SNIA, the TC may be disbanded at any time by a majority vote of the SNIA Board of Directors.

Decision Process: Meetings of the TC shall be announced to all TC members at least seven (7) calendar days in advance of any meeting. The quorum for a meeting of the TC is a majority of the TC members. (Note: TC advisors are not TC members.) The TC shall make decisions by vote at duly called meetings at which a quorum of TC members are present, or by electronic voting that achieves a quorum of votes explicitly cast. The vote at a meeting may be conducted via acclamation or by a roll call as determined by the TC Chair. An electronic vote shall be distributed to all the TC members at least seven (7) calendar days before the vote closes. A simple majority of votes determine outcome, where a tie indicates failure. Abstentions shall count toward quorum but shall not be counted in determining whether a vote has passed.

Technical Activities: The TC is charged with leading, guiding, and directing the technical activities of SNIA. Most of these technical activities take place within the Technical Working

Bodies. Therefore, the structure and oversight of these groups is key to achieving the technical results that are a major part of the SNIA mission and vision. The TC is responsible for defining and overseeing these groups. The TC shall create and maintain, in written form available to all SNIA MEMBERS, the policies and operating procedures for these TWBs. This document is entitled “SNIA Technical Working Group Policies and Procedures” and is located on the SNIA website at: https://www.snia.org/about/corporate_info/documents .