Governance of the Samba Project within the Samba Foundation e.V.

1. Basic principles

The Samba Project is managed within the Samba Foundation e.V. (the “Foundation”) according to the principles of openness, transparency, international cooperation and technical excellence. The governance structure is designed to support the existing project’s collaborative and maintainer-driven development model while ensuring the legal responsibilities of a German non-profit association are fulfilled.

2. Governance Structure

The Samba project is managed through a deliberately balanced interaction between its governing bodies and committees:

- The Foundation members, through the General Meeting, provide the ultimate democratic oversight of the association, elect the Board of Directors (the “Board”) as well as members of internal committees.
- The Board is responsible for legal matters, compliance with the Articles of Association, non-profit status and external representation.
- The Project Leadership Council (PLC) is an internal committee responsible for operational project management.
- The Technical Steering Committee (TSC) is an internal committee responsible for technical management.
- The Sponsorship Advisory Board is responsible for providing strategic advice on funding and facilitating transparent communication with sponsors.

This division of tasks makes it possible to effectively combine international project management with German association structures. In cases where operational and technical matters overlap, the PLC and TSC will collaborate to reach a joint consensus.

3. Role of the Board of Directors of Samba Foundation e.V.

The Board of the Samba Foundation e.V. bears legal responsibility for the association and represents it externally.

It ensures that:

- the project is run in accordance with the law, the articles of association and non-profit status,
- financial and organisational risks are adequately controlled,
- internal governance structures work together effectively.

The Board does not intervene in technical decisions of the project or the day-to-day coordination of development activities carried out by the PLC and TSC. The board may intervene only where necessary to fulfill its legal or financial responsibilities under German association law.

4. Role of the Project Leadership Council (PLC)

The Project Leadership Council (PLC) coordinates the overall operation of the Samba project. Members of the PLC are elected by active association members in accordance with the PLC Rules of Procedure.

The Samba project continues to operate according to its established maintainer-driven development model, in which technical decisions are made by contributors based on expertise, review and consensus. The PLC does not replace or override this model.

The PLC is responsible for:

- coordinating project-wide activities, including release planning and cross-team collaboration,
- facilitating communication within the community and with external stakeholders,
- supporting the allocation and use of project resources, including finances and infrastructure,
- identifying priorities and helping to align efforts across the project, in consultation with maintainers and the TSC,
- ensuring that project processes remain efficient, transparent and inclusive.

The PLC acts as an enabling and coordinating body and does not exercise direct authority over technical decisions or individual areas of code ownership.

5. Role of the Technical Steering Committee (TSC)

The Technical Steering Committee (TSC) supports the technical coherence and long-term sustainability of the Samba project. Members of the TSC are elected by active association

members, as detailed in the TSC Rules of Procedure.

Technical decisions in the Samba project are primarily made through the established maintainer and contributor model, based on expertise, review and consensus. The TSC does not replace this model.

The TSC acts in particular:

- as a forum for discussing architectural topics affecting multiple components of the project,
- to help build consensus on long-term technical direction and roadmaps,
- as an escalation and conflict resolution body where maintainers or contributors are unable to reach agreement on significant technical questions,
- as a decision-making body of last resort where consensus cannot be achieved and a timely decision is required for the project to proceed.

In its decision-making, the TSC is guided by the project's established principles of technical excellence, interoperability, stability and long-term maintainability. The TSC intervenes only where necessary and aims to minimise formal decisions by fostering consensus wherever possible. It does not engage in day-to-day development decisions or routine code review processes.

6. Role of the Sponsorship Advisory Board

The Sponsorship Advisory Board is a project-related body for the structured involvement of sponsors and supporters of the Samba project.

In particular, it serves to:

- advise on strategic funding priorities,
- discuss financing requirements and long-term sustainability,
- ensure transparent communication between project management and sponsors.

The Sponsorship Advisory Board does not make any operational or technical decisions and has no decision-making or representation powers vis-à-vis the association or third parties. Recommendations made by the Sponsorship Advisory Board are of an advisory nature.

Interaction between TSC and Sponsorship Advisory Board

The TSC serves as the primary interface between the technical community of the Samba project and the Sponsorship Advisory Board. This interaction is intended to ensure that:

- sponsors gain a clear and transparent understanding of the project's technical direction, challenges and priorities,
- the project is able to take into account funding opportunities, operational needs and long-term sustainability considerations,

- communication between sponsors and the project is structured, consistent and aligned with the project's values.

In this role, the TSC may:

- present and explain technical roadmaps and priorities,
- discuss areas where funding could support the project's goals,
- provide technical context for funding-related discussions.

The TSC does not accept instructions from the Sponsorship Advisory Board and does not commit the project to specific technical outcomes based on funding considerations. All technical decisions remain governed by the project's maintainer-driven model and, where necessary, the TSC's escalation role as defined above.

The Sponsorship Advisory Board remains strictly advisory. This structure ensures that financial support can effectively contribute to the project's sustainability without compromising its technical independence.

7. Organisational separation of association and operational activities

In order to optimally manage the association's non-profit purposes and economic activities , the association aims to establish a non-profit limited liability company (gGmbH) as a wholly-owned subsidiary of the association, to handle operational activities such as event organization and funded development projects.

8. Transparency and further development

The governance structure of the Samba project is regularly reviewed and further developed as necessary to meet the requirements of the community, sponsors and the legal framework.

This governance statement serves to ensure transparency towards the community and the public and does not establish any legal claims or obligations.

Approved date: 2026-10-09

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