

# Khronos Group Operational Guidelines

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## 1. Introduction

This document contains Khronos operational guidelines, policies, and recommended practices for Khronos Working Group including elections, organization, consensus-building, decision-making, and outreach activities.

These guidelines do not supersede the [Khronos Membership Agreement](#), which includes the Khronos Intellectual Property Rights (IPR) Policy in Attachment A. They are intended to provide practical processes to ensure the Membership Agreement is being correctly applied. If this document has inadvertent inconsistencies with the Membership Agreement, then the Membership Agreement and IPR Policy take precedence.

## 2. Working Group Operations

### 2.1. Working Group Chair Responsibilities

A key underlying principle for Working Groups is providing equal and open accessibility to all Working Group meetings, information, and records for all members. The success of a Working Group is strongly influenced by the leadership of the Chair whose primary role is to facilitate consensus-building among Working Group members.

Other responsibilities of the Chair include:

- Ensuring the Working Group's activities are compliant with the Khronos Membership Agreement, IPR Policy and all other Khronos policies.
- Ensuring the Working Group Statement of Work (SOW) is agreed by the Working Group and the Board and kept current.
- Initiating election of all Working Group Official positions.
- Guiding the Working Group to delegate appropriate work to Task Sub-Groups (TSGs) and coordinate the election of TSG Chairs.
- Creating and posting a meeting/call schedule with appropriate advance notice of all meetings.
- Defining meeting agendas.
- Recording and posting attendee lists for every meeting.
- Encouraging member participation and contributions.
- Recording and tracking actions.
- Ensuring that all contributions and draft materials are kept confidential within Khronos and made equally available online to all Khronos members and staff.
- Ensuring minutes are taken, posted in a timely way, and approved at subsequent meetings.
- Staying neutral in discussions unless making it explicit when representing their company.
- Overseeing and recording voting and decision-making in an open and transparent way.
- Coordinating the creation, approval, and submission of Project Proposals to the Board.
- Overseeing the execution of approved projects.
- Coordinating the selection and management of Working Group subcontractors.
- Encouraging membership in, and communication with, the Working Group's Advisory Panel.
- Ensuring the Khronos Ratification Process is followed for specification releases
- Ensuring that publicly accessible projects and repositories managed by the Working Group are covered by Khronos-approved contribution and outbound licenses.
- Providing Working Group updates to the Plenary Council and Board of Directors including objectives, timelines, and metrics.
- Coordinating Working Group marketing and outreach activities with Khronos marketing staff, including regularly updating a Quad Chart summarizing accomplishments, deliverables, upcoming milestones and issues/concerns for the Working Group and all TSGs within the Working Group.
- Ensuring the Working Group landing page and other public information is kept up to date.

At any time, any Working Group member having a concern about process execution or decision making in the Working Group that may have a significant negative impact on that member or the group can elevate concerns about the operation of a Working Group, or the conduct of its Chair, to the Board, under the Khronos Whistleblower Policy if necessary.

## 2.2. Mandated Working Group Practices

Working Groups may adapt these guidelines to meet their own unique needs, however, some core practices are mandated by Khronos Bylaws, IPR Policy and legal necessity:

- All Working Group materials must be equally available to all members.
- All Working Group materials should be marked and kept as Khronos Confidential, with the exception of high-level marketing and outreach information approved by the Working Group. Otherwise, the Working Group must obtain approval from the Board to publicly release Khronos Confidential information, in particular draft specifications, which must not be circulated publicly before ratification unless under explicit permission from the Board.
- All members are entitled to participate in any Working Group at any time. All Working Group-related mailing lists must be available for any member to join and all meeting invitations circulated on the primary email list for that Working Group or TSG.
- It is vital that accurate attendance records be created, circulated to the Working Group, and archived for every meeting without exception, as attendance may have legal consequences under the IPR Policy. For example, a Member's Working Group Exclusion may be affected through attending a Working Group meeting in person or online. Although the responsibility to not accidentally void their Working Group Exclusions through attendance lies with the Member, Chairs should try to be aware of any Members that have excluded themselves from their Working Group and, if possible, warn a member that their exclusion is at risk if they don't leave before the meeting starts. Chairs should alert Khronos staff if they are aware that an excluded Member has attended a Working Group meeting.
- All Promoter and Contributor members, if in good standing, are entitled to one vote per company in Working Group formal votes.
- Compliance to the Khronos IPR Policy must be maintained using the Ratification and IP Committee processes.
- Elections must be held for the Working Group and TSG Chairs and any other Official positions.
- Khronos Members designated as liaisons to other organizations under the standard Khronos Liaison Agreement must not contribute detailed designs at the liaison organization as those contributions would not be covered by the Khronos IPR Policy. Conversely, any Chair hosting a liaison from another organization should remind them of the same obligation as necessary to prevent unlicensed design contributions to Khronos specifications.
- If a Working Group invites occasional external experts that are not members or Advisors to speak, then that session must be clearly delineated as not being covered by the IPR Policy, with no detailed design contributions being discussed, no Khronos Confidential information disclosed, and the session shall not affect member's good standing.

## 2.3. Working Group Elections

To promote openness and accountability, every Working Group, and every TSG of the Working Group, must have an elected Chair. A Working Group may create positions for additional elected Officials at any time, including:

- A specification editor, or editors, if the Working Group is drafting specifications or other significant documents. The Chair cannot also stand as the specification editor.
- A secretary responsible for minutes and other record keeping.
- Additional roles with responsibility for coordinating Advisory Panel, conformance testing, tooling, outreach, or other Working Group activities.

Working Group elections should be held when a new position is created, as described in the following situations:

- As soon as a new Working Group has an established quorum at regular meetings under the temporary chair designated by the Board of Directors, a Chair shall be elected.
- When the Working Group creates a new TSG, a Chair shall be elected (see TSG section for more details).
- When the Working Group creates a new Official position, such Official shall be elected.

Each Chair or Official should serve a two-year term by default. However, additional Working Group Elections should be held for the Chair and other Officials in the following situations, with the precise timing being agreed by the Working Group where possible to minimize disruption:

- A Chair or Official steps down.
- The Working Group votes to re-elect any Chair or Official at any time.

- When the Chair or Official changes their company representation, either through a change of employment, company acquisition, or other circumstances.
- Within 60 days of the public release of a new version of the Working Group's primary specification, not including extensions, maintenance updates, provisional releases, or specifications released less than twelve months since the last election.

The Chair and specification editor cannot be from the same company (including affiliates) unless with explicit Board permission:

- If an election involves the Chair or specification editor then the ballot should contain an agreed action if voting may result in a single member holding both positions. For example, one of the Officers could step down and their position put up for re-election, or as a last resort an exception sought from the Board.

Working Group elections are held anonymously through Causeway ballots and administered by non-member Khronos staff:

- The current Working Group Chair issues a call for self-nominations on the Working Group email list, including the nomination deadline and a description of the positions being elected.
- Any Khronos member, including the current holders of any position, may submit a nominating statement before the deadline to the Working Group email list. Statements should include a brief background, suitability, and interest in the position.
- After the nomination deadline, the Khronos Managing Director will be notified of the candidates and will assist the Chair to create an electronic, anonymous ballot in Causeway that includes Yes/No/Abstain if one candidate, or, the name of each candidate, "abstain" and, "none of the above" if there is more than one candidate.
- All Promoter and Contributor members in good standing in the Working Group at time of ballot distribution are eligible to vote, with that list of members being included in the ballot.
- Eligible members shall cast one vote per company via the Causeway Ballot module. Votes cast shall be sent only to Khronos staff and not the Chair or Working Group members.
- The vote has a quorum requirement of at least 50% of eligible members voting for a candidate or abstaining. If quorum requirements are not met, or in the event of a draw between the leading candidates, the vote will be held again with the current nominees.
- The candidate with the plurality of votes cast is elected. If "No" or "none of the above" wins a plurality of votes then the nomination process is restarted.
- Khronos staff publish the results to the Working Group email list summarizing only total votes, not how individual members voted.
- The Working Group minutes shall record the candidates nominated for each position and the elected candidate.
- The newly elected Officials shall assume their responsibilities as soon as is feasible.

When any position changes hands, the outgoing Official will transfer all documents and make reasonable efforts to provide guidance and assistance for a smooth transition.

#### **2.4. Working Group Statement of Work**

All Working Groups post a Board-approved Statement of Work (SOW) on the Khronos member web site that defines their scope and objectives. SOWs assist in aligning Working Group activities with Khronos' strategic goals, and aid members in evaluating whether they wish to participate.

- A Working Group should update its SOW if it becomes outdated or the Working Group wishes to make changes, for example after a major release or other significant ecosystem events. If the updated SOW does not expand the domain of design that would cause members to license additional areas of IP upon ratification, once agreed by the Working Group, the updated SOW should be submitted to the Board for review, approval and posting in parallel with Working Group activities.
- If the Working Group wishes to expand its domain of design, then no detailed design work may commence in the new domain until the SOW is approved by the Board. Such an 'additive' SOW must be accompanied by any objections to the expansion of IP commitments from any Working Group members. The Board may take multiple scheduled meetings to review and approve an 'additive' SOW, will alert the general membership for additional objections, and will consider appropriate remedies for objecting members so that their IP in the new design areas is not licensed.

- If the Working Group does not submit an updated SOW for an extended period, the Board may, at its discretion, initiate an SOW review to ensure it is current and that goals are being met and tracked. The Managing Director will be responsible for scheduling Board SOW reviews.
- If an SOW is not initially approved by the Board, the Board will work with the Working Group to address any issues until the Working Group and Board agree on a modified SOW.
- All members are encouraged to flag to the Board at any time if they believe a SOW is not being followed.
- Working Groups should consider documenting key design decisions alongside the SOW to ensure a consistency of design and to prevent basic design directions being repetitively discussed. Such documentation tracking design decisions within the scope of the SOW can be updated without Board approval.

## **2.5. Task Sub-Groups and Dynamic TSGs**

A Working Group may delegate specific activities within its SOW to a Task Sub-Group (TSG) for logistical efficiency. The objectives and duration of a TSG is agreed by the Working Group and do not need Board approval. However, the activities of a TSG must not extend beyond the parent Working Group SOW.

When first formed, the Working Group shall elect the TSG Chair. The parent Working Group may also re-elect the TSG Chair in the following situations:

- The Working Group is re-electing multiple Officials on a single ballot, for example to enforce term limits.
- The Working Group agrees to replace the TSG Chair for any reason.

TSGs use a separate email list and online resources nested under its parent Working Group in Causeway. A TSG operates logistically as a Working Group, setting its own meeting schedule, and maintaining minutes and record of good standing. All formal decisions within a TSG shall be made by members in good standing in that TSG, including election of any TSG Officials, and a new TSG Chair if necessary. The TSG may vote to pass drafts, recommendations, and other deliverables at any time to its parent Working Group, that may accept, reject or modify them. TSGs shall not pass specifications directly to the Board for Ratification. TSGs shall not communicate outside Khronos without the agreement of its parent Working Group.

All TSGs are open to all Khronos members and attendance at any TSG meeting is deemed as attendance at its parent Working Group, which may have legal consequences under the IPR Policy.

## **2.6. Dynamic TSGs**

There may be topics that require concentrated, short-lived, discussions where the majority of the Working Group do not wish to be involved. A 'Dynamic TSG' is a sub-committee that meets for a very limited duration to discuss such topics and returns to the main Working Group with recommendations:

- The Working Group designates a Chair for a Dynamic TSG, an election is not required.
- Dynamic TSGs do not create a standalone email list but use the main Working Group list.
- Dynamic TSG meetings are open to all Working Group members; the agendas, meeting invites, and minutes are circulated on the main Working Group email list.
- Dynamic TSG attendance does not affect good standing in the main Working Group. If a formal vote or non-consensus decision is required, it must be held at the Working Group, including replacement of the Chair.

## **2.7. Individual Contributors**

Working Groups may propose inviting individuals who can make exceptional contributions to join Khronos as Individual Contributors with a waived annual membership fee for one year. The Board must approve all Individual Contributor invitations and renewals before they are issued.

Individual Contributor status is generally not granted to individuals employed by organizations, including non-profits, that have a significant business interest in Khronos' results. Such organizations should be encouraged to join Khronos as regular members.

### **Proposal Requirements**

Proposals for Individual Contributor invitations submitted to the Board must include:

- The individual's specialized knowledge, abilities, or planned contributions
- The sponsoring Working Groups and a contribution plan for each
- Justification for why the individual's employer, if applicable, cannot join as a regular member. Additionally, confirmation that the individual can independently execute the Khronos Membership Agreement

- Explanation of why an Individual Contributor membership is appropriate rather than participation in the sponsoring Working Group's Advisory Panel(s)

**Access and Participation**

- Individual Contributors will have access to email lists and document repositories only for their sponsoring Working Groups
- Accessing information from other Working Groups (e.g., via cross-WG emails) does not constitute a breach of the Khronos NDA
- Individual Contributors may request sponsorship by additional Working Groups during their membership

**Renewal Process**

At least one month before renewal, Khronos will contact the Individual Contributor to confirm their interest in continuing membership. If they wish to continue:

- The sponsoring Working Groups must review the individual's contributions over the past year and vote on an updated proposal for renewal
- If a TSG sponsors an Individual Contributor, the vote must occur at the Working Group level based on the TSG's recommendation

**Voting Process for Decisions on Individuals**

To ensure fairness and confidentiality in decisions concerning individuals:

- Individuals under discussion shall not be present during related discussions or votes.
- Zoom recordings will be paused for the discussion and any AI Companion Summaries shall not be sent to the Individual
- Any meeting participant may request an anonymous online vote via private communication with the Chair or Managing Director if necessary. Such ballots may be initiated immediately after discussion to minimize process overhead and delays. However, it is noted that not all Working Groups use Causeway attendance tracking
- Vote totals will be recorded, but individual votes will not be recorded in meeting minutes.

**Membership Integrity**

- Requests for Individual Memberships will not be accepted from employees of member companies that recently left Khronos to maintain membership integrity.
- However, if the departure of a member company is detrimental to a Working Group, the Board may consider an exception to invite a key individual from that company upon the recommendation of the Working Group.

**2.8. Participation and Voting Rights**

With the exception of Individual Contributors, any Khronos member may attend any Working Group meeting. Promoters and Contributors have voting privileges as defined below. Associate, Non-Profit, Academic Contributor and Individual Contributor members do not have formal voting privileges.

To encourage active participation, rights to take part in a Working Group vote are limited to members in good standing, which is defined as Promoter and Contributor members that have attended two of the last three Working Group meetings in person or by phone, including being present at the current meeting. Each participating Promoter and Contributor present at the meeting and in good standing may cast one vote, being cast by any employee of that member. When a Working Group is founded, all attendees are deemed to be in good standing in the first meeting. For second and subsequent meetings the good standing rules above apply. New members may vote on their second meeting – if they are in good standing.

The Chair should enumerate and verify the current members in good standing before the first vote of any meeting to clearly establish the quorum and supermajority requirements, and clearly record results of all votes on a per company basis in the minutes or meeting attendance sheet.

The Chair may, as a courtesy, invite any members not in good standing to have their voting intentions recorded in the minutes, including by stating their voting intention by email if unable to attend a meeting in person.

Multiple Session Meetings (e.g., a physical or virtual face to face meeting, or multiple meeting slots during the regular weekly schedule, can be counted as a single meeting where attendance at one or more sessions count as

attendance at the entire Multiple Session Meeting for the purposes of recording attendance and calculating good standing. The sessions to be included in a Multiple Session Meeting must be clearly communicated and agreed before any session starts. The date of the first session is the attendance date at a Multiple Session Meeting for the purposes of calculating good standing.

Any Working Group vote (with the one exception of voting to pass a specification for ratification) is passed when a super majority of votes of at least 2/3 of the non-abstaining votes cast are in favor of an issue with a quorum requirement of at least 50% of participants in good standing voting for, against or abstaining. The vote to pass the Final Draft Specification to the Board for ratification must be passed with a super majority of votes of at least 3/4 of the non-abstaining votes cast with the same quorum requirement.

If it is apparent that the Working Group has reached unanimous consensus on a vote the Chair may, in the interests of time, call for a 'decision by unanimous consensus.' If there are no objections, and there is a quorum in the meeting, the Chair may announce and record the decision as a unanimous vote of those in good standing. Decisions by consensus should be highlighted in the minutes so any questions or objections may be raised by any member in the review of minutes in the subsequent meeting. If there are any objections to a decision by consensus raised during the vote, or in the review of minutes in the subsequent meeting, a full per-member vote should be held.

It is strongly advised that full per-member recorded votes are held for significant decisions, such as agreeing to enter a draft specification into Ratification, even if the group appears to be in unanimous consensus. If important votes are scheduled for upcoming meetings the Chair is encouraged to circulate the wording of the vote as early as possible and remind the Working Group of the voting schedule as appropriate.

A Working Group may hold votes on the Working Group mailing list, with no meeting, with a clearly defined deadline that is at least one week from the call to vote. The list of members in good standing for an email vote is that of the Working Group meeting preceding the email vote and should be enumerated in the call to vote email. Members that do not vote before the deadline are deemed not present for the purposes of calculating quorum. Any member may raise an objection to an email vote. If any objections are raised by members, the Chair shall cancel the vote and address the objection on the Working Group email list or at the next Working Group meeting. Once any objections are addressed, the vote may be restarted at a meeting or on the Working Group mailing list.

## **2.9. Intellectual Property (IP) Sensitive Discussions and IP Committees**

All members should be sensitive to potential IP issues related to cooperatively creating open standards. Working Groups should never discuss intellectual property rights, including identifying patents or potential infringement of any patents by any specification. If any Working Group member becomes aware of the need for IP discussions, they shall alert the appropriate Working Group by communicating high-level concerns, without including any details about specific patents, patent holders or potential infringement.

If a Working Group becomes aware of an IP issue for a specification under its control, through a member request or otherwise, it will request that the Board approve an IP Committee, and once approved, the Working Group Chair will convene an IP Committee as soon as possible. If an IP Disclosure Certificate is received for any draft specification, an IP Committee is automatically approved on the day of receipt for the Working Group controlling that specification.

IP Committees create a report to the Board and Working Group that contains only recommended actions but must not include any discussion around individual patents or how they relate to any specification, the validity or invalidity of any IP claims, or opinions as to infringement or non-infringement.

Once approved by the Board an IP Committee operates under the following guidelines:

- IP Committees may meet as many times as necessary to reach consensus on recommended actions during a 90-day period after being approved. If necessary, the Working Group may request a time extension from the Board.
- Working Group members are free to not participate in the IP Committee without affecting their good standing in the Working Group.
- IP Committee meetings are not minuted or recorded and no attendance record is taken.
- Once the IP Committee delivers its report to the Working Group and the Board, the IP Committee is dissolved, and the Working Group shall agree what action, if any, is to be taken while taking care to not discuss the reasoning for the recommendations.

## 2.10. Open-Source Repositories

Working Groups may use public GitHub repositories under Khronos-approved contribution and outbound licenses, with Apache 2.0 as the default for repositories containing open-source software. Board approval is required if a Working Group wishes to use non-Khronos-approved or modified licenses, re-license an existing repository, or make other significant licensing changes.

As a pre-approved alternative, Working Groups may adopt the Khronos dual Apache 2.0/MIT inbound and outbound license for new repositories on a strictly as-needed basis — specifically to enable downstream projects whose license terms require MIT availability. Working Groups exercising this option must notify the Board.

Note that if the repository is REUSE compliant, then the REUSE tool can be used to generate a manifest of files showing their licenses, making this task largely automatable.

Working Groups should:

- Use 'main' as the GitLab/ GitHub default branch name instead of 'master'. This is the direction being adopted by the OSS community and GitHub in particular. Working Groups should make an active 'main' branch from master, with the old 'master' edited to explain what happened and why the branch is now frozen.
- Ensure repositories are always correctly and completely licensed by incorporating REUSE into the repo and CI tests.
- Add standard files for repo metadata including CODE\_OF\_CONDUCT, CONTRIBUTING, COPYING, README, and LICENSE (.md or .adoc format, as preferred). Examples can be found in the Vulkan GitLab repository.

Creative Commons licenses are not intended for use in connection with software. The CC BY-SA license presents particular challenges due to its "share-alike" requirements, which could create license conflicts and barriers to downstream usage. Even the CC0 (Public Domain) license explicitly excludes any implied patent licenses. Consequently, any use of CC-licensed software code in a Khronos project, including any code copied from the Stack Overflow website, should be avoided unless reviewed and approved by the Working Group which owns that project.

## 2.11. Prototype Repositories

Working Groups may use a private GitLab repository under the Khronos NDA to prototype implementations that inform the design and testing of standards in development. Members may be willing to contribute code for this restricted use, but not to release their code publicly. The process below enables wide prototyping participation, and possible release of a prototype under an open-source license, while ensuring no Member is required to publicly release their code contributions:

- Working Groups may establish a “Prototype Repo” on GitLab, using the [Prototype Repo CLA](#) that provides sufficient copyright rights to enable the use of submitted code for cooperative prototyping under the Khronos NDA, but with no patent licensing obligations or rights to release publicly.
- As a Prototype Repo may contain detailed information related to a draft specification, it should never be publicly released before the specification.
- If a working group wishes to publicly release the prototype, then all members that have made code contributions must grant their explicit written permission for the software to be re-hosted on a public Khronos GitHub repo under the standard Khronos Apache 2.0 license.
- If any code-contributing member does not agree to public release, then an IP Committee shall be formed to recommend a course of action that may include removal of the objecting members code, a re-engineering of the code, or not releasing any part of the code. Only after implementing an IP Committee’s recommendations so that explicit written permission is obtained from all code-contributing members may the resulting code be publicly released.

## 2.12. Group Purposes and Terminology

Khronos uses several types of groups for effective collaboration, and employs a consistent terminology for clarity:

- Working Group Creates ratified specifications under the Khronos NDA and IPR Policy
- Advisory Panel Provides input to a Working Group, under the Khronos NDA and IPR Policy
- Council Khronos members meet under Khronos NDA but NOT the IPR Policy ("IP-Free")
- Forum Khronos members AND non-members, MAY be under NDA or other agreement, but NOT the Khronos IPR Policy

These Operational Guidelines provide direction on establishing and operating these types of groups.

### 2.13. Use of Generative AI Tools

The use of Generative AI (GenAI) tools, including large language models, is permitted to assist in drafting Khronos meeting minutes, technical documents, and other materials subject to Khronos non-disclosure obligations, provided the following conditions are met:

1. **Privacy and Security Requirements:** GenAI tools must offer and have enabled a privacy-preserving or "no-training" mode that ensures Khronos content is not publicly stored or used to train the model. This requirement does not apply to publicly available Khronos information such as open-source repositories that are properly licensed.
2. **Tool Guidelines and User Responsibility:** Individuals using GenAI tools in accordance with this policy are responsible for verifying that appropriate settings are enabled before inputting any confidential Khronos information. Use of tools without the requisite confidentiality capability is strictly prohibited for confidentiality-protected content. It is the user's responsibility to ensure meaningful human review of all AI contributions. A separate reference document provides up-to-date tool guidance, use cases, and best practices.
3. **Transparency:** Users should document and disclose where GenAI tools were used to generate Khronos deliverables to support transparency and provenance traceability. Disclosures must include the name of the tool used and its mode of operation (e.g., private, local, or commercial SaaS). Khronos shall provide disclosure templates for consistency.
4. **Use in Code Contributions:** AI-generated code may be included in Khronos projects only if the resulting work complies with all applicable Khronos policies and licenses, including the applicable intellectual property license obligations. Contributors must ensure that such code does not incorporate or derive from third-party content in a way that conflicts with Khronos IP policies.
5. **Meeting Participation:** In no event may an AI agentic tool be used to attend meetings in the stead of an actual person.

## 3. Specification Development

### 3.1. Ratification Criteria and Process

Unless specifically agreed by the Board, all major releases of Khronos-developed specifications, including extensions, must be ratified by the Board before public release. During ratification, the Board will review whether the Working Group has delivered a specification within the bounds of the Working Group SOW, that Khronos processes have been followed and that the specification is meeting broad market needs.

Ideally, when a specification is submitted for ratification, the Working Group will be aware of at least two independent conformant implementations of the specification and have Conformance Tests ready for immediate integration into an Adopters Program. Working Groups may agree on and enforce higher criteria for ratification submissions at their discretion.

Pragmatically, final conformant implementations and conformance tests are interdependent and insisting on conformant implementations and proven tests before ratification could delay the specification to the extent of damaging market acceptance. In which case, the Board typically look for the following milestones to be met before ratification:

- The Working Group is confident that all areas of the specification have been independently implemented twice so that 'specification bugs and flaws that become obvious through implementation' have been discovered. The implementations do not have to be complete in themselves - multiple partial implementations from different members can be used to generate specification coverage, additionally, the implementations do not have to be released, or announced or conformant – or even available to the Working Group – working on trust to take implementers at their word.
- Conformance Tests are nearing completion and can be released within three months of ratification to enable timely shipment of conformant implementations.
- Extensions can be ratified separately to the related core specification. This can be useful for decoupling extension specification and Conformance Tests timelines from core specification major releases.

When a Working Group votes to pass a major release of a specification to the Board for ratification it should:

- Immediately upload all specifications to be ratified to the GitLab Ratification Repository. Create a new folder for your submission following the Instructions in the repo README. If you have trouble, talk to Neil Trevett. The uploaded files should be a stable snapshot of the specifications to be ratified, NOT links to live specifications. You can upload PDF, HTML or markdown files.
- Copy the Template Submission README to your Submission folder and edit the indicated fields to provide details about the contents of the folder, the purpose of the specification, and as many details as possible about the public launch plans for the specifications if they are successfully ratified.
- Assign the merge request to Neil Trevett (@ntrevett) for approval. After the MR is merged, Neil, who, as Chair of the Board, will distribute the specification to the Board and Khronos membership, initiate the six-week (42 day) Ratification Review Period and schedule a vote to ratify the specification at the first scheduled Board meeting following the end of the Ratification Review period.
- If the Working Group discovers the need for updates that materially affect the IP content of the specification it must request that the Board cancel or restart the Ratification Review Period.
- The Board will immediately notify the Working Group of the result of the Ratification Vote and confirm agreement with any Working Group launch plans if the vote was successful or indicate remedies if not.

Working Groups may create and publicly release minor updates to specifications that contain clarifications, bug fixes, formatting updates and other changes that the Working Group agrees have no IPR ramifications without circulating that updated specification to the Board for ratification. If there is any doubt whether an updated specification has IP changes, the Working Group should submit it for ratification before public release. If any member has concerns that an unratified specification update has IP ramifications, they are encouraged to raise those concerns to the Board.

Working Groups may produce minor updates to a specification during its Ratification Review Period, often as a final polishing pass before public release. As above, if there is any doubt whether any updates introduce IP changes, the Ratification Review Period should be restarted with the updated specification. In any case, the Board's ratification vote to ratify under the IPR Policy is made relative to the specification submitted to ratification, not any subsequent minor specification updates.

### **3.2. Provisional Specifications**

A Provisional Specification is ratified by the Board through the normal process – but is publicly released to gain industry feedback and so may be updated before a finalized, non-Provisional Specification is released. Working Groups need to be careful to not cause industry confusion by needlessly releasing provisional specifications – and so a Working Group should use a Provisional Specification release ONLY if the specification will genuinely benefit from broad public review and it is a clear positive for momentum and market adoption. In addition:

- Provisional Specifications should be clearly marked with the rationale for the provisional release, a prominent warning that functionality might change before finalization, and the mechanisms by which the Working Group can receive feedback.
- Provisional Specifications should be complete and final, modulo feedback, NOT partial specifications. Modifications before finalization, should be limited to reactions to received feedback or discovered bug fixes and clarifications. Unprompted new functionality should typically be deferred to a later specification version.
- Where possible there should be one layer of implementation coverage but this is not necessary if external feedback is needed as much or more than implementation experience.
- Wherever possible there should be provisional Conformance Tests and these may be released into open source to encourage more industry feedback. Adopters Programs should not be released for Provisional specifications.

Even if there are no changes made to a Provisional Specification, the final version must still be submitted to the Board for ratification per normal processes.

### **3.3. IP Encumbered Specifications**

The Khronos Board may ratify a specification that is encumbered after giving due considerations to the specific licensing terms and any market fragmentation that might otherwise occur, but only in exceptional circumstances.

Although IP encumbered specifications are permitted by the Khronos Membership Agreement, Khronos was founded on the belief that royalty-free standards maximize market growth and reduce adoption uncertainty. Consequently, Working Groups are urged to draft specifications that are unencumbered by specific licensing terms such as fees and royalties, limited geographic scope, discriminatory terms, revocability, and time limitations. If such IP encumbrances cannot be avoided, the Working Group should consider making any encumbered parts of the

specifications optional. Making encumbered parts of the specification optional does not affect any member's licensing obligations, but full conformance to the specification can be attained by implementations without use of the encumbered parts.

### 3.4. Extensions

All Khronos standards are extensible, with registries where all extensions can be logged and publicized <http://www.khronos.org/registry/>. Each registry typically consists of a single public GitHub repository, or a GitHub repository which is used as a backing store for a website. To create a new registry for a Khronos standard, contact [registry\\_manager@lists.khronos.org](mailto:registry_manager@lists.khronos.org).

There are a number of types of extensions in rising order of collaboration:

- **Externally-Developed Extensions.** Any organization can create and release extensions independently, without requiring Khronos collaboration or permission, provided no Khronos NDA materials are used. These extensions and their related discussions and specifications fall outside the scope of the Khronos IPR Policy and NDA. Organizations often use external extensions to expose proprietary capabilities or address specific customer needs. While these extensions are not ratified by Khronos and have no implementation or conformance requirements, they should be registered by: a) requesting registry enumerants from the registry maintainer, b) using a non-KHR prefix to prevent namespace conflicts. Working Groups must not impede the release of externally-developed extensions at any time.
- **Working Group-hosted, non-ratified extensions.** Working Groups can facilitate collaborative discussions for extension specifications that will be released without formal ratification. When discussions commence, participating members should jointly agree and document the specification public release criteria.
- **Working Group-developed extensions.** Created by a Working Group and ratified by Khronos under the Khronos IPR Policy.

Registries must clearly indicate the ratification status of each extension, i.e. whether it has been ratified or not.

### 3.5. Disclosure of Non-Ratified Specifications

Drafts of Working Group-developed specifications, including excerpts, that are intended for ratification, but have not yet been ratified may not be publicly disclosed without explicit permission from the Board, as premature disclosure may create ecosystem and IP issues including developer confusion over specification changes, enabling third parties to mine the disclosed specification for pre-emptive patent filings, or prematurely exposing silicon roadmap or other sensitive information.

A Working Group may request Board permission to:

- Publicly release a specific, non-ratified specification as an exception.
- Develop specification drafts in public by default.

Working Groups that are not developing specification drafts in public by default must vote to request Board permission to develop a specific specification outside the Khronos NDA. Such requests should contain a clear exposition of the advantages of pre-disclosure, such as earlier community engagement leading to better quality specifications, and how they outweigh potential downsides, for example if the Working Group, or a specific extension, are not in an IP-sensitive domain.

If the Working Group decides to make a request to the Board to remove the NDA on an existing Working Group-developed draft specification, then permission must be received from all members that have materially contributed to the draft so that no sensitive information is disclosed against any member wishes. A notice of intent to remove the NDA should be sent to the Working Group email with a suggested list of members that have materially contributed to the specification, and enabling any member that identifies their material contributions to be added to that list. The Working Group must receive explicit agreement from all listed contributing members to remove the NDA, working to resolve any contributing member's objections if necessary. Once no contributing member objections remain, the Working Group should hold a per company vote to make a request to the Board to remove the NDA. If a member leaves Khronos before a specification that they have materially contributed to is ratified, their permission must also be obtained before the NDA is lifted on the draft specification.

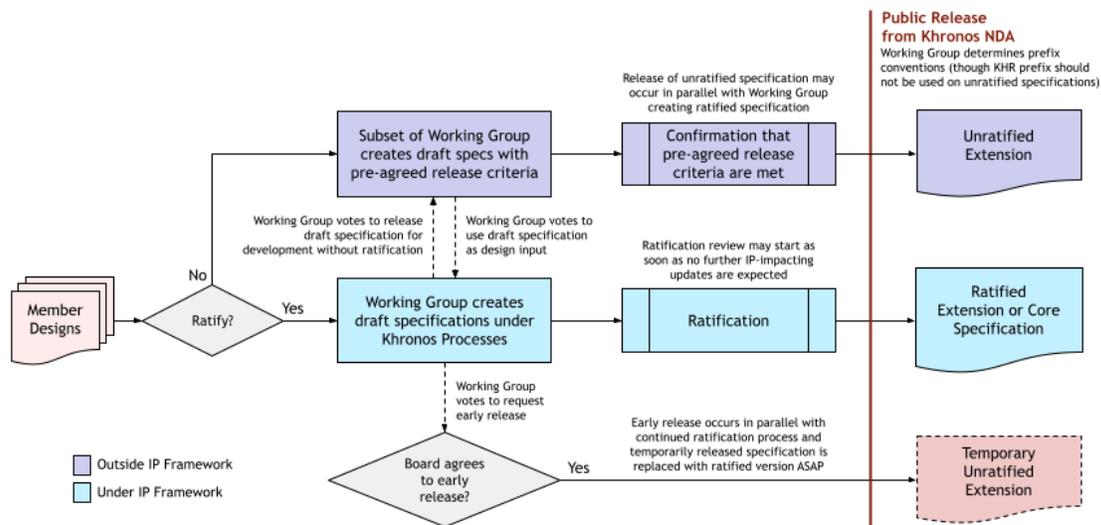
If Board permission is received to publicly release a specification draft:

- Public non-ratified specifications should carry a prominent notice that they are not ratified, and that functionality might change significantly before finalization.

- Public non-ratified specifications must be hosted in a GitHub repository with the [Khronos mixed repository CLA](#) that includes the click-through version of the Khronos IPR Policy. However, the Working Group must exercise great caution not to adopt IP-encumbered feedback and design contributions that may not be sufficiently covered by the click through IPR Policy agreement as explained in the [Khronos Guidelines for accepting non-member contributions](#).
- The specification should be ratified using the standard Khronos process as soon as possible after finalization.
- Non-ratified draft specifications can be made available to Khronos Reviewers or Advisory Panel Members that have signed the appropriate agreements that contain non-disclosure and reciprocal IP license grant terms identical to the Membership Agreement.

### 3.6. Working Group Processes for Specification Development

The processes for hosting and developing specifications in a Working Group detailed above are summarized in the flow diagram below. It is important that Working Groups maintain clarity which specifications are being developed under the Khronos IPR Policy, and which are not, and so when a member brings a draft specification to the Working Group, the Working Group should immediately agree whether the specification is intended for release with or without ratification.



**Working Group specification development with or without ratification**

For specifications that will not be ratified, all discussions around the development of that specification must be clearly delimited as an activity free of IPR Policy commitments and members may decline participation without loss of good standing.

Specifications originally intended for release outside the IPR Policy may be incorporated as input to the drafting of a specification intended for ratification through a Working Group vote to do so. Such a vote need not stop the earlier release of the unratified version of the specification.

A Working Group may agree to use a specification draft originally intended for ratification as input to development of specifications for release without ratification, but only with great care to ensure that no member contributions, or Working Group-developed drafts, have sensitive IP or confidential materials that would be inappropriate for release without ratification. A notice must be sent to the Working Group clearly outlining the change in intention, allowing time for members who have made contributions to the specification draft to raise objections. If any objections are raised, then an IP Committee shall be formed to recommend a course of action that may include removal of contributions and specification re-drafting. Only after implementing the IP Committee’s recommendations, so that no member objections remain, may the draft be used in the development of specifications without ratification. The Working Group must also agree and clearly document what contributions and Working Group developed draft specification, if any, may be released from the Khronos NDA before the final developed specification is released.

### 3.7. Extension Naming

Each Working Group may decide its own prefixes for extension names, although it is strongly recommended that vendor-specific prefixes NOT be used on ratified extensions, and KHR prefixes be used only on extensions that are ratified or intended for ratification. Historically, the 'multi-vendor' EXT prefix was often used to indicate that an extension was not ratified. But the latest practice is to use an EXT prefix to simply indicate that an extension is earlier in its development/adoption. For extensions that have EXT or other non-KHR prefixes, but are intended to be publicly implemented and deployed, and potentially evolve into KHR extensions, Working Groups are strongly encouraged to develop them under the Khronos IPR Policy, and ratify them as early as possible to provide patent licensing protection.

## 4. Oversight Working Groups

A Working Group may be formed to provide first-line oversight, financial, legal, administrative, and outreach support to an associated Khronos-hosted open-source project. An Oversight Working Group and the associated open-source project are collectively referred to as an 'Initiative' under a Board-approved SOW.

An Oversight Working Group is open to any Khronos member and deliberately kept at 'arm's length' from the technical work of the open-source project so that open-source best practices may be used, and both Khronos members and non-members are enabled to fully contribute and engage with the open-source project under the open-source CLA and processes defined by the open-source participants. It is assumed that sufficient Khronos members that are key participants in the open-source project will also participate in relevant Working Group discussions to ensure effective coordination.

Khronos members may issue an Exclusion Certificate to withdraw from any licensing obligations associated with an Initiative, however as the Working Group is not hosting technical discussions, the Exclusion Certificate is rescinded through a member's making substantive design contributions to the open-source project, as judged by the Working Group, with a reasonable 'warning period' in which such contributions may be withdrawn before the exclusion rescindment takes effect.

The open source CLA and outbound license, the criteria for granting patent licenses to third party implementations under the Khronos IPR framework, and the criteria for non-nominative uses of any Initiative trademarks are defined in the Initiative SOW and managed by the Working Group.

Responsibilities of an Initiative Working Group include:

- First line oversight of the health of the open-source project, taking necessary corrective actions, involving the Khronos Board for issues that may affect the SOW or have legal or financial budgeting impact.
- Periodic ratification of specifications produced by the open-source project under the Khronos IPR Framework, when advised by the open-source project that a specification checkpoint milestone has been reached.
- Approval of non-nominative uses of any Initiative trademarks, and the grant of the patent licenses to third party implementations under the Khronos IPR framework, using the criteria defined in the Initiative SOW.
- Managing the issuing of warnings and rescinding of Exclusion Certificates due to open-source contributions by excluded Khronos members.
- Forming IP Committees to handle IP Disclosures under the IPR Framework, and alignment of patent licensing commitments under the IPR Framework and code submissions under the open source CLA.
- Managing the allocated annual budget, RFPs, engineering contracts and provisioning of online resources, including grants to open-source committers and other expenses at the recommendation of the open-source project if required.
- Maintaining GitLab repos under the Khronos NDA with temporary forks for work on preliminary hardware features and unreleased extensions.
- Coordinating requirements and logistics with other Khronos working groups, especially for topics under Khronos NDA.
- Undertaking outreach planning and execution, working with the Khronos marketing team.

## 5. New Initiatives

### 5.1. Exploratory Forums

Any Khronos member or non-member company may propose a new standardization initiative to the Board at any time. If the Board agrees that there is potential interest, it will vote to establish an Exploratory Forum to gather and document requirements and use cases from interested members and non-members to create a proposed SOW.

The Exploratory Forum must NOT undertake any detailed design work until the SOW is approved by the Board. This enables companies to participate in the Exploratory Forum to determine if they wish to participate or exclude BEFORE incurring IP licensing commitments.

- New Initiative Proposals are sent to the Board via the Managing Director. Such a proposal should use the current New Initiative Proposal template and include an overview of the market opportunity, industry need, competing or complementary standards, potential adopters and participants, and how the proposed activity would be a good fit for Khronos.
- The Proposal should recommend how the Exploratory Forum should be organized, including whether it be open to non-members under NDA, whether non-NDA input is to be solicited, how wide the call for participation should be, and whether a fee-waived temporary membership for any key proposers is requested.
- The proposal will then be discussed at a Plenary Council meeting, open to all members, to gather general member interest and feedback via a straw poll with optional comments to be passed to the Board. If the proposal comes from a non-member, they must execute an NDA if they wish to attend the discussion.
- After the Plenary Council meeting, a straw poll will be sent via email to all members to gather additional feedback and comments. Members will be given a minimum of one week to respond.
- If the Exploratory Forum is approved by the Board, an internal mailing list will be created and a call for participation will be sent to all members.
- The Exploratory Forum may communicate externally to establish and gather wider industry interest and feedback in accordance with the agreed Exploratory Forum organization.
- The Exploratory Forum then attempts to form consensus on the creation of a SOW, following normal Working Group participation and voting rules. The SOW must recommend how the proposed activity relates to existing Working Groups and IP Zones. If the Exploratory Forum votes to approve an agreed SOW, it is submitted to the Board.
- The Board will then review and vote on the execution of the SOW. If approved, the Exploratory Forum will be disbanded and, typically, a Working Group formed, and design work started. All members will be notified and may attend or issue a Working Group Exclusion. Khronos will also issue an industrywide call for participation.
- The Board may alternatively recommend that an existing Working Group incorporate the proposed SOW activities. In this case, that Working Group must discuss and vote to approve an updated SOW, following the process for an 'additive' SOW if necessary.

An Exploratory Forum should be proposed if there is interest to bring a Working Group out of Archived or Frozen status as per [Khronos Working Group Lifecycle Definitions](#).

## 6. Board of Directors

### 6.1. Application for Promoter Membership

Applications to become a Promoter member require Board approval. At the Board's discretion, the following factors may be considered, amongst others, when reviewing a Promoter application: a) commitment to open standards in general, b) commitment to publicly support one or more Khronos standards, c) minimum of one year as a Contributor member with sustained participation in one or more Khronos working groups, d) a recognized industry presence. Contributor members interested in applying for Promoter membership should notify the Managing Director who will assist in scheduling an introductory introduction presentation to the Board.

### 6.2. Board Agendas

The Board typically meets once a month and will place any Working Group-related discussions and decisions on the next agenda. Preliminary Board agendas will be circulated to Working Chairs ahead of the meeting to ensure any needed topics are included. Preliminary Board agendas are typically sent to the Board one week ahead of each meeting. The Board may decide to defer any votes added after the preliminary agenda is sent to a following meeting if there is insufficient time to properly consider the topic.

### **6.3. Voting and Electronic Votes**

In cases of extreme urgency, a Working Group may request that the Board of Directors vote electronically by emailing the Managing Director. Votes conducted electronically for the Board require 100% affirmative response from all current Directors to pass. Each Director has at least seven days to vote. If an electronic vote does not receive votes from all Directors within seven days, the Managing Director may extend the voting deadline for an additional five days. If Board responses continue to be missed, the vote may be re-held at the next Board meeting as a normal vote. The voting period may not be shortened even if all necessary votes have been received before the voting deadline.

A Board electronic vote regarding a project proposal must include justification for an electronic vote. For project approvals, the higher the requested amount of project funding, the more likely some Directors will decide that more discussion is necessary so that the vote will not receive the necessary participation and so be deferred to the next Board meeting.

### **6.4. Confidential Ballots**

For confidential ballots, Khronos' Managing Director will send an anonymous electronic vote to the Directors with a minimum of seven days to respond. Any Director may cast or change a vote during a meeting. Individual votes will remain anonymous; however, the final ballot results and any anonymous comments/feedback will be brought back to the next Board meeting for ratification or further discussion. The ballot will not be considered approved and will not be acted upon until officially ratified at a physical or virtual Board meeting. Dissenting and missing votes may be allowed in the confidential ballot. Ballots will be sent as soon as possible after a Board meeting and will remain open until the next Board meeting. Confidential Ballots follow normal quorum, candidate selection, and decision making rules unless alternative rules are agreed by the Board and circulated with the ballot.

The Board holds Officer elections via confidential ballot using the quorum and candidate selection rules defined in 2.3 Working Group Elections, and ratifies the results in the next Board meeting. Upon election, Officers immediately assume their position.

### **6.5. Meeting Minute Format**

Board of Director Meeting Minutes will provide a high-level summary of discussions, essence of debates, objections voiced, decisions/motions made, and action items. They will avoid verbatim transcription and individual attributions.

### **6.6. Document Retention**

Board members shall not retain audio recordings or detailed notes of Board meetings beyond 4 months or per the most current Document Retention policy. Board meeting minutes older than 4 months shall not be updated after the recording has been deleted.

### **6.7. Councils and Forums**

Councils and Forums are IP-Free groups which may be diverse in nature. Any member or working group may propose a Council or Forum by sending a draft SOW using the [Khronos SOW template](#) to the Managing Director. The proposal must include the breadth of support for the initiative within the membership. The proposing member(s) or working group(s) may request the proposal be discussed at appropriate Working Group or Council meetings during SOW drafting to help determine the level of member interest. The Board can approve, deny or ask for further clarification and confirmation of member support. Councils and Forums operate logistically using the appropriate sections of the Working Group operational guidelines, including maintaining minutes and record of good standing, and electing a chair and other officers using the Working Group election process.

## **7. Finance & Project Proposals**

### **7.1. Working Group Budgets and Project Proposals**

Any Working Group may submit a Project Proposal requesting funding at any time for initiatives that further the Working Group's goals, including conformance tests, SDKs and tooling, documentation, samples, outreach, and other initiatives. All Project Proposals should be approved by the Working Group before submission for approval. Project Proposals must be approved before any release of funds.

The Board may annually allocate a discretionary budget to active Working Groups to streamline project planning and execution. Allocated budgets may vary year to year depending on Khronos' priorities and overall financial position. Working Groups with an allocated budget will be asked to periodically submit a forecast of project spending and Adopter income to assist in Khronos financial planning. Project Proposals that fall within a Working

Group's allocated budgets are more likely to be approved and may be approved faster (see below). However, Project Proposals will be considered from all Working Groups, including those without an allocated budget. Project Proposals that exceed the allocated budget will be considered taking into account Khronos' overall financial position and strategic priorities. Working Groups do not have to spend their allocated or forecasted budget.

Members are welcome to make additional financial contributions to the Working Group budget – in general or for specific projects. Khronos can manage payments, and pool contributions from multiple members for cooperative funding for designated purposes. Chairs should discuss with Khronos staff if they have members that may want to contribute to funding Working Group activities.

If a Project Proposal includes funding contracted resources it should normally use the RFP process (see below) to select the contractor. A Working Group may request to bypass the RFP process if the Project Proposal:

- Increases total funding for an already approved project that is about to start or is underway, in which case the Project Proposal should identify the amount previously approved and already spent.
- Extends previous work undertaken by a contractor. In which case the Project Proposal should identify the previous contract, and if approved, any additional services or deliverables should be in a new attachment to that contract.
- Contains an identified contractor with a detailed, Working Group-approved, justification, such as unique contractor suitability. Projects under \$10K may be particularly suitable candidates for an RFP bypass request to avoid the overhead of an RFP if a suitable contractor is identified.

If information is required from potential contractors, including pricing estimates, in order to create a meaningful Project Proposal, a Working Group may issue a Request for Information (RFI) that requests that information while making it clear that funding has not yet been allocated. The RFI may also include guidance to what funding may be available (for example, the remaining unspent allocated budget for that Working Group).

A Project Proposal should contain:

- Project Name.
- Date on which the Working Group approved the Project Proposal.
- Justification.
- Scope and Deliverables.
- Timeline and Milestones.
- Amount of funding requested (can be a 'not to be exceeded' figure if the precise amount is not yet determined, for example, if an RFP requests pricing bids)
- Whether the requested release of funds is from the Working Group's allocated budget.
- Whether this is a new project, or an increase in funding for an existing project with the amount previously spent.
- If contracted resources are required, whether the RFP will be circulated to Khronos members or publicly, or the Working Group requests to bypass the RFP process (see above).
- Any supporting links and materials.

Requests to release funds from an allocated budget requires the following approvals:

- Less than \$1,000 USD – Managing Director
- \$1,000 - \$10,000 USD – Working Group and three Officers
- More than \$10,000 – Board

Requests for release of funds in excess of an allocated budget require the following approvals:

- Less than \$1,000 USD – Managing Director
- \$1,000 - \$2,500 USD – Working Group and three Officers
- More than \$2,500 – Board

Templates for Project proposals, together with previous examples are [here](#).

Once the Working Group has created and approved the Project Proposal the Chair should forward it to [finance@khronos.org](mailto:finance@khronos.org) for approval, and will be notified as soon as possible, with feedback and guidance for resubmission if not approved. If approved, work, or if necessary, the RFP process, or contract negotiations can start immediately.

The Khronos Contractors Agreement includes the standard Khronos NDA and IP Agreement, and non-member contractors can be enabled to participate in Working Group meetings for the duration of the project if necessary. Contractors should only attend Working Groups for which they are contracted. Working Groups should request Board permission for non-member contractors to attend F2F meetings with named attendees and the meetings that will be attended specifically identified. Khronos will waive F2F fees for non-member contractors and so their registration should typically be processed manually.

## **7.2. RFP Process**

Issuing a Request for Proposal (RFP) is an effective process to identify suitable contracting resources to execute a project that both enables competitive bids and avoids conflicts of interest. Working groups should be aware that the RFP process may take up to 12 weeks if the RFP is made public and a Contractors Agreement needs to be negotiated.

Working Groups should be thoughtful about how the financial aspect of an RFP is structured, some examples are:

- Designate a fixed budget, and request bidders to identify how many deliverables from a prioritized list can be completed (simplifies budget planning and creation of Project Proposals)
- Time and Materials project with a fixed budget (general work not tied to predetermined deliverable milestones will continue until the budget is exhausted)
- Quotes requested (deliverables are defined, and bids to deliver them are requested. Typically needs the Project Proposal to request not-to-be-exceeded budget allocation, with perhaps budget bounds informed by an RFI).

The process to issue an RFP is:

- Once a Project is approved the Working Group uses the Khronos RFP Template to create an RFP document. The template can be modified to suit the specific project but should provide all the information a bidder would need to submit a proposal.
- Once agreed by the Working Group, the RFP document is distributed simultaneously to all potential bidders that are to be invited to respond. At the direction of the Board, or as requested by the Working Group, this may be Khronos members, or publicly on the Khronos RFP page.
- The Working Group should set up an RFP group on Causeway under the Working Group that enables any interested Working Group members (that are not bidding on any RFPs for that Working Group) to receive bids, communicate with bidders, and participate in discussions to draft recommendations to the Working Group.
- Before the deadline for submissions has passed, the RFP group will respond to questions and requests for clarity or more information from bidders. If more information becomes available, it is sent to all bidders.
- After the deadline for submissions (plus any granted requests for extensions) has passed, the RFP subgroup discusses all bids and agrees on a vendor selection recommendation to be sent to the Working Group. The Working Group shall discuss the recommendation and make the final vendor selection. If a Bidder is also a Working Group member, they may be asked to recuse themselves for these discussions and shall not be eligible to vote to select the winning bid.
- Khronos enters into contract negotiations with the selected bidder to finalize deliverables and payment schedule. If the final negotiated amount exceeds the allocated budget, the Working Group must re-submit the Project Proposal for approval of the increased budget.
- Work can start once necessary funds are confirmed to be allocated, and the contract is negotiated and executed by both parties.
- Khronos notifies the other bidders once contract negotiations are complete. In the case contractual negotiation closure cannot be reached the Working Group may select an alternative bidder.

## **8. Resources & Best Practices**

### **8.1. Online Resources**

Working Groups must use a clearly designated primary email list for online discussions. Working Groups may create additional mailing lists for specific purposes, typically for use by TSGs. The method for subscribing and unsubscribing to these lists will be published on the Khronos member website and be available to all members.

All confidential Working Group online resources will be hosted on the Khronos password-protected secure server using https to enable access by Khronos members only. The Working Group Chair will manage and organize online

resources containing meeting minutes, attendance records, written contributions, proposal revisions, and other documents.

Working Groups may also use online resources such as GitLab and GitHub repositories and are encouraged to use Git issues to log specification discussions for effective decision tracking and archival. Working Groups may also use chat platforms such as Slack or Mattermost but are strongly encouraged to use this for transient conversations and hold all significant discussions and decisions at meetings, or on the archived Working Group email list or Git repositories.

Working Groups can use Google Docs, Slides and Sheets for collaborative projects with sharing settings of 'Anyone on the Internet can Edit/Comment' but the link to that document must be kept Khronos Confidential.

## **8.2. Meetings**

The Working Group may use any combination of face-to-face and teleconference meetings at its discretion. Online access will always be provided to face-to-face meetings. Each Working Group will define its meeting schedule well in advance, preferably covering the next 3-6 months.

Unless regularly scheduled, no Working Group meeting may be held with less than two weeks' notice unless with the agreement of the Working Group members. If a meeting is held with less than two weeks' notice, the Working Group may agree to designate that meeting as an 'ad hoc meeting' that does not enter into the calculation of good standing. If more than 50% of regularly scheduled meetings for a Working Group are canceled, at least one week's notice shall be provided of confirmation of a meeting being held.

The Working Group must record detailed meeting minutes. This enables the group to maintain coherent forward progress. The meeting minutes do not have to be verbatim, but must include:

- Attendance.
- Approval of previous minutes.
- Agenda.
- Key discussion points.
- Decisions / votes.
- Action items and designated actionees.

Working Group minutes must be stored in a single, clearly defined online location that archives minutes for all meetings. It is strongly recommended that meeting minutes be archived in a format that enables searching of their contents. Some Working Groups store minutes in the Gitlab wiki associated with the primary Working Group repo.

## **8.3. Building Consensus and Making Decisions**

The notion of consensus is integral to the Khronos process and while unanimous consensus is strongly preferred for issue resolution, it is not practical that Working Groups reach unanimous consensus on all issues. The process for introducing and resolving issues is as follows:

- Issue Formulation and Documentation - any participant may call for a vote by fully documenting/articulating a specific issue and framing a proposal for voting.
- Straw Poll – the Chair can hold informal straw polls to gauge whether or not there is unanimous consensus on an issue. At the discretion of the Chair, members not in good standing may vote in a straw poll to gather the broadest range of opinion. If there is unanimous consensus on issue resolution the Chair may record in the minutes that the issue is resolved through a 'decision by unanimous consensus'.
- Debate - if there is not unanimous consensus, arguments can be presented, if necessary in a time window defined in advance and enforced by the Chair, followed by Working Group discussions under the guidance of the Chair.
- Formal vote – the Chair should take care to precisely and clearly define the wording of the vote and ensure genuine understanding by the Working Group before any voting commences.
- If the vote passes, record any dissent and consider the issue resolved.
- If the vote does not pass, return to the debate stage. If the issue is not resolved in the second vote, the Chair must work with the various sides to reformulate the problem so the Working Group can achieve a decision in a reasonable time.

Any member may reopen a resolved issue by obtaining unanimous consensus support, or if necessary, calling for a vote to open the resolved issue. The Chair should encourage the Working Group to consider whether there is new

information relevant to the issue that would significantly change the opinions of participants before the Working Group decides to open a resolved issue. Once re-opened, the issue should be resolved using the standard resolution process above.

## **9. Marketing & Ecosystem Outreach**

### **9.1. Confidentiality and Outreach**

Unless already publicly available, all member's contributions are Khronos confidential, but ownership remains with the contributing member who may use their own work however they wish. All Working Group-generated documents fall under the Khronos NDA and must be marked as "Khronos Confidential" and may be shared only with other Khronos members. In particular, unratified draft specifications that are intended for eventual ratification, or excerpts thereof, may not be shared outside Khronos without explicit Board permission to prevent possible ecosystem and IP issues (see Section 8.4. Disclosure of Non-Ratified Specifications).

Other than draft specifications, Working Groups may decide what Working Group-generated information to release from the Khronos NDA and share publicly to promote ecosystem development and participation, and communicate high-level roadmap and other technical information. All Khronos-branded materials must be approved by the Working Group for appropriate branding, messaging and level of disclosed detail before being publicly distributed.

Any member is welcome to produce outreach materials to promote Khronos activities, following Khronos marketing and trademark guidelines, as long as no Khronos Confidential information is disclosed.

### **9.2. Advisory Panels**

Working Groups are encouraged to establish an Advisory Panel of invite-only expert organizations and individuals that choose not to become members but wish to provide insights into use cases and requirements for draft specifications. The Khronos Advisory Panel Agreement includes an NDA and commitment to the Khronos IPR Policy, enabling detailed design contributions from Advisory Panel members to be accepted.

Advisors do not enjoy the attendance, full information access and voting privileges of Khronos membership.

Advisory Panel formation and interaction guidelines include:

- Membership in Advisory Panels is by invitation only. Any Working Group member may propose any person or company for membership. Once approved by the Working Group, that member, or the Chair, can contact the candidate and provide them a copy of the Advisory Panel Agreement. Advisorship only becomes active when Khronos receives the signed agreement.
- The existence and membership of Advisory Panels is not Khronos confidential information, but to avoid creating conflict with those who have not been invited to participate, the membership list of the panel is typically not publicized outside Khronos. Advisory Panel members are able to publicly mention their participation.
- Working Groups communicate with Advisory Panels through a dedicated email list separate to the main Working Group email list and dedicated file or GitLab repositories if appropriate. All Working Group members are subscribed to the Advisory Panel mailing list and have access to the Advisory Panel file online resources. Advisors do not have access to any of the other Working Group information resources (wiki, GitLab repos, or mailing list etc.).
- Information sent to the Advisory Panel is under the discretion and control of the Working Group. Working Group members who wish to get panel feedback on some issue will propose it to the Working Group, optionally with a draft query. If the Working Group approves, it can then be posted to the Panel mailing list. Once the topic has been raised, it can be discussed freely on the panel mailing list.
- Advisory Panel members may reach out to the Working Group at any time on the Advisory Panel list.

### **9.3. Confidential Forums**

Confidential Forums are a group of industry organizations and individuals who sign an NDA in order to collaborate on informing Khronos Standardization activities. Confidential Forums may choose to adopt processes from these Guidelines but are not covered by the Khronos IPR Policy. They should only be consulted on non-IP-related topics such as use cases, industry requirements and drafting guidelines.

### **9.4. Wikipedia Updates**

Khronos welcomes Wikipedia content relating to Khronos activities. There should be no duplicates of Khronos reference materials on Wikipedia, entries should link to canonical resources on Khronos.org. Working groups should regularly review related Wikipedia pages for accuracy and completeness.

Members should be aware of Wikipedia's [Article Subject](#) and [Conflict of Interest](#) guides, which suggests posting substantive editing suggestions on talk pages and notice boards instead of directly editing affected articles with which they are affiliated. Also, Wikipedia strongly prefers references to authoritative third-party materials rather than over dependence on direct links to primary source materials. If a Working Group requires expansion or correction to Wikipedia articles, please reach out to the Khronos marketing team for assistance at [mktg\\_team@lists.khronos.org](mailto:mktg_team@lists.khronos.org).

## 10. Diversity & Inclusion

### 10.1. Code of Conduct

The Khronos Group strives to provide an open, friendly, inclusive environment. We are dedicated to providing a harassment-free experience for everyone, regardless of nationality, gender, gender identity and expression, sexual orientation, disability, physical appearance, body size, race, age or religion.

### 10.2. Inclusive Language

The Khronos Inclusive Language Guidelines is a list of terms to avoid in specifications or common use. These terms may have been used in discriminatory contexts that make people feel uncomfortable or be divisive. Khronos strives to be an inclusive organization and finding common language is an important part of that. We ask all members to be aware and strive to use inclusive language.

### 10.3. Accommodations

The Khronos Group is committed to ensuring that all our members can participate fully and provides a number of accommodations and accessibility options for anyone who wants them.

### 10.4. Accommodating People

Our approach to accessibility and accommodations is to work to ensure that our spaces are safe and welcoming to everybody. Accommodations we provide are not focused on just accessibility, instead aiming beyond that to make sure that you feel safe and comfortable in any space we provide.

Every person is a complex individual with their own needs and struggles, and we aim to accommodate people, not labels.

### 10.5. Eligibility Criteria

Khronos is committed to providing accommodations for all members and event participants with as little friction as possible.

### 10.6. Private Information

If you request an accommodation, you will never be asked to disclose private information about why you need it.

The only information we will ever request will be in terms of ensuring we get the details right. For example, if you request a sign language interpreter, we'll make sure they're signing in the right language, and that they are present for all the meetings you need them for.

### 10.7. Automatic Accommodations

We maintain a (non-exhaustive) list of accommodations that we have experience with providing, to give you a baseline of what to expect when entering a Khronos Group space. As this list is still a work in progress, it is not yet publicly available, but we will update this document to link to it as soon as it is. Many items on this list will not need to be requested - we will provide them without anyone requesting them in advance, and several others can be provided on the spot or with advance notice.

Accommodations not on the approved list can still be provided with minimal friction, unless they meet one of our [Reasons to Decline Accommodations](#). For physical events, Khronos Staff are able to provide simple accommodations that aren't on the approved list by using discretionary funds up to \$10 per day per person (or equivalent in local currency) without further approval. Accommodations that are complex or more costly will need further approval by Khronos Executive Officers.

### 10.8. Reasons to Decline Accommodations

Reasons we'd decline a particular accommodation will never have anything to do with personal circumstance. However, we may decline for one of the following reasons:

- Providing the specific accommodation requested is logistically impractical (e.g. too little notice, significant unforeseen cost).

- The request would provide an advantage to some at the expense of more disadvantaged people.
- If we decline, we will commit to considering if and how we'd be able to meet either that accommodation or a reasonable alternative in future, potentially adding it to the approved list.
- In all cases where we decline, reasons will be given to the requestor, and an attempt will be made to find alternative arrangements where possible.

## 11. Whistleblower Policy

This policy applies to all Khronos members and staff, including part time, temporary and contractors.

Khronos Group is committed to the highest possible standards of ethical, moral and legal business conduct. In line with this commitment to open communication, this policy aims to provide an avenue for members and staff to raise concerns and reassurance that they will be protected from reprisals or victimization for whistleblowing in good faith.

The whistleblowing policy is intended to cover serious concerns that could have a large or improper negative impact on Khronos or the member, such as actions that:

- May lead to incorrect financial reporting;
- Are unlawful;
- Are not in line with Khronos policies or procedures
- Otherwise amount to serious improper conduct

Harassment or victimization of the complainant will not be tolerated. Every effort will be made to protect the complainant's identity.

This policy encourages members and staff to put their names to allegations because appropriate follow-up questions and investigation may not be possible unless the source of the information is identified. Concerns expressed anonymously will be investigated, but consideration will be given to:

- The seriousness of the issue raised;
- The credibility of the concern; and
- The likelihood of confirming the allegation from attributable sources.

Malicious allegations may result in disciplinary action. The whistleblowing procedure is intended to be used for serious and sensitive issues. Serious concerns relating to financial reporting, unethical or illegal conduct, should be reported in either of the following ways:

- Directly to Khronos Treasurer or President
- Mailing address for written documents
- Staff-related concerns should continue to be reported through normal channels such as supervisor, or to the President.

The earlier a concern is expressed, the easier it is to take action. Although the reporter is not expected to prove the truth of an allegation, they do need to demonstrate to the person contacted that there are sufficient grounds for concern. The action taken will depend on the nature of the concern. The Khronos Board of Directors receives a report on each complaint and a follow-up report on actions taken. Initial inquiries will be made to determine whether an investigation is appropriate, and the form that it should take. Some concerns may be resolved by agreed action without the need for investigation.

The complainant will be given the opportunity to receive follow-up on their concern in two weeks:

- Acknowledging that the concern was received;
- Indicating how the matter will be dealt with;
- Giving an estimate of the time that it will take for a final response;
- Telling them whether initial inquiries have been made;
- Telling them whether further investigations will follow, and if not, why not.

The amount of contact between the complainant and the body investigating the concern will depend on the nature of the issue and the clarity of information provided. Further information may be sought from the complainant. Subject to legal constraints the complainant will receive information about the outcome of any investigations.

## 12. Export Control Compliance

All capitalized terms not defined herein refer to definitions in the Khronos Membership and Adopter Agreements.

### 12.1. Confidential Information

Unless explicitly marked otherwise, all Khronos Confidential Information should be treated as subject to US Department of Commerce (DoC) Export Administration Regulations (EAR) export controls.

Khronos shall retain all documentation related to US export control compliance for a minimum of five years or as otherwise required by the EAR.

### 12.2. Application for Membership from Companies on the Entity List

If an organization is on the Entity List as posted by the DoC Bureau of Industry and Security (BIS), and there are no additional BIS rules that in the sole determination of Khronos affect that organization's Khronos participation, then Khronos will not accept that organization's Membership Agreement.

### 12.3. Membership Suspension

If a Khronos Member is placed on the Entity List, and there are no additional BIS rules that in the sole determination of Khronos affect that Member's Khronos participation, and that Member does not voluntarily terminate their membership, then that Member's membership shall be suspended, becoming a Suspended Member and subject to the following policies:

- a) a Suspended Member may be reinstated as a Member, at the same class of membership as at the time of their suspension, when they are removed from the BIS Entity List, or are affected by other BIS rules, by approval of the Khronos Board;
- b) All Khronos membership privileges shall be immediately withheld from Suspended Members including: (i) no access to any Khronos member meeting in person or by teleconference, (ii) no voting rights in any Khronos member meeting, (iii) no access to any Khronos member-only resources, (iv) no access to any Khronos Confidential information;
- c) The date on which the Suspended Member's membership renewal dues are to be paid will be delayed by the length of time that the member is suspended, which shall also become the annual due date for renewal membership dues in subsequent years;
- d) Unless an Affiliate of a Suspended Member is a Member (see section 2e below), Suspended Members shall not grant any Reciprocal Licenses for any Ratified Specification that are ratified while they are suspended. If the Suspended Member is reinstated as a Member, they shall follow the same process as for new Members as defined in the Khronos IPR Policy: a) granting Reciprocal licenses for, and issuing IP Disclosures against, any Ratified Specifications ratified during their suspension, and b) filing Working Group Exclusion Certificates for any Working Groups created during their suspension.
- e) It is permitted for an Affiliate of a Suspended Member to become a Member, provided that: a) the Affiliate is not on the BIS Entity List; b) the Affiliate provides a Letter of Assurance, that is accepted by the Khronos Board, stating that (i) the Affiliate will strictly comply with all applicable laws and regulations including and not limited to all US export control laws, (ii) that the Affiliate shall not knowingly make Contributions for which the Suspended Member owns Necessary Patent Claims, and (iii) the Affiliate will not disclose any information to the Suspended Member with the intent of enabling the Suspended Member to develop Necessary Patent Claims or otherwise target any Khronos Specification with patent filings; c) the Affiliate provides a unambiguous method to differentiate between employees of the Suspended Member and the Affiliate. During the Affiliate's membership, the Suspended Member will not grant a Reciprocal License for any Necessary Patent Claims for any Ratified Specification ratified during its suspension. When the Suspended Member is reinstated, the membership of the Affiliate must be immediately terminated and the previously Suspended Member will grant Reciprocal Licenses as in section 2d above. If the Suspended Member terminates its membership while suspended it shall grant Reciprocal Licenses for any Ratified Specifications ratified during the period in which they were suspended, and their Affiliate was a member. The membership renewal dues of the previously Suspended Member will be reduced by the calculated monthly membership dues of the Affiliate multiplied by the number of complete months unused by the Affiliate due to the termination of its membership.
- f) It is permitted for a Suspended Member to become an Adopter for any Khronos specification, provided that the Adopters Package, including any conformance tests, are publicly available.

g) When a Suspended Member is reinstated, good standing calculations for the first two meetings of any member group following the date of reinstatement shall use the reinstated Member’s attendance record before suspension as the record of previous attendance.

### 13. Record & Document Retention

#### 13.1. General Policy Statement

1. The purpose of this policy statement is to allow Khronos Group to identify, retain, store, and dispose of their records in an appropriate, legally sound, and orderly manner.
2. Except as otherwise indicated, documents shall be retained for the number of years indicated in Part B.
3. Irrespective of the retention periods specified in Part B, upon (i) receiving notice of a lawsuit, government investigation, or other legal action against or involving Khronos, or (ii) learning of circumstances likely to give rise to such an action, proceeding or investigation, all documents in any way relating to such matter shall be preserved and safeguarded.
4. No officer, director, employee, agent or member of Khronos shall knowingly destroy a document with the intent to obstruct or influence the investigation or proper administration of any matter within the jurisdiction of any government department or agency or in relation to or contemplation of any such matter.
5. Employees are expected to utilize documentation practices as trained and are required to comply with the documentation standards outlined in this policy. Failure to do so could result in disciplinary action, up to and including termination of employment. Employees with questions about this policy should consult with management or seek legal advice.
6. Khronos staff and vendors will maintain complete, accurate and high-quality records electronically or in local, damage-proof storage for the duration of the time periods provided for in this policy. Once any such time period is complete, the records are to be destroyed.
7. Documents maintained solely in electronic format will be scanned and retained in highly organized electronic folders on Khronos’ network in accordance with this schedule. All records or directories will be password protected and will be physically stored on separate network servers from their original server, with access only provided to the appropriate employee(s). Daily backups will be performed and the records will be stored off site in a security warehouse that meets Khronos’ strictest security handling and safety practice requirements. Khronos Group’s management shall conduct spot checks and visits to ensure the appropriate backup and handling of the information.
8. Khronos’ Managing Director shall be responsible for authorizing, overseeing, and ensuring that records are destroyed pursuant to this policy. Destruction of paper files and electronic media will be performed by an independent, outside service for shredding and disposal. Disposal of specific electronic files will be performed by Khronos’ Webmaster through the use of a scrubbing program. Disposal of records or electronic media into our general trash service is strictly prohibited.

Type of Record	Retention Period
Articles of Incorporation and Amendments Thereto	Permanently
Bylaws	Permanently
Meeting Minutes	Permanently
Board Meeting Recordings	4 months
Patents, Trademark Registrations, Copyright Registrations	Permanently
Property Records (including leases, deeds, easements, rights of way, appraisals, costs, depreciation reserves, blueprints, plans, end-of-year trial balances, tax records)	Permanently
Adopter Agreements	Permanently

Member Agreements	Permanently
Membership Ballots	3 years following the applicable vote
Correspondence Relating to Member Legal Matters	Membership term, plus 5 years
Contracts (not otherwise specified herein)	5 years

#### Accounting, Finance and Tax Records

Type of Record	Retention Period
Income Tax Returns and Filings	Permanently
Audit Reports of Accountants	Permanently
Cash Books	Permanently
Charts of Accounts	Permanently
Federal and State Tax Bills and Statements	7 years
Schedules, Ledgers and Other Supporting Documentation for Financial Statements and Tax Forms	7 years
Bank Records Including: Bank reconciliations; Deposit and withdrawal records; Bank account statements; Canceled checks; Check register	6 years; 1 year for check register
Accounts Payable and Receivable	7 years
End-of-Year Financial Statements	Permanently
Budget Data	7 years
Expense Accounts, Approvals, Petty Cash Records, Sales Commission Records	7 years
Invoices to Members, Customers and Vendors	7 years
Warranty Claims/Claims of Damage	7 years

#### Insurance Records

Type of Record	Retention Period
Insurance policies, amendments, endorsements, and related correspondence	Permanently
Certificates of insurance issued or received	Permanently
Audits or adjustments	2 years after final adjustment
Summary plans and Reports on Group Insurance and Benefit Plans	6 years after filing of IRS Form 5500

#### E-Mail and Other Correspondence

Type of Record	Retention Period
E-mail and Any Files Attached Thereto (unless other provisions of this policy apply)	90 days
Routine Correspondence (no acknowledgment or follow-up required)	1 year
Interdepartmental or Other Association Correspondence Where Another Copy of Same Correspondence Kept in Originating Department's File	1 year
General Inquiries and Replies Which Complete a Cycle of Correspondence and Have No Value After Possible Reference From Correspondent Within a Reasonable Time	1 year
Correspondence Requesting Specific Action Which Has No Further Value After Changes are Made or Action Has Been Taken	1 year
Correspondence Pertaining to Inconsequential Subject Matters or Which Definitely Close Correspondence and No Further Reference is Necessary	1 year
Chronological Correspondence Files	1 year
Letters Relating to the Establishment of Credit/Credit Turn-Downs	5 years
Letters Constituting All or Part of a Contract or That are Important in Clarification of Certain Points of a Contract	For life of principal document that it supports
Letters Denying Liability of Khronos	For life of principal document that it supports
Other Letters That Association Might Need to Produce in Court to Disprove Liability or Enforce Association's Rights	For life of principal document that it supports

#### Digital Storage Media and Other Electronic Information

Type of Media/Information	Retention Period
Employee hard drives and storage media	6 years plus current year after separation of employment
Network hard drives	2 years from cessation of use; 5 years if programs contained thereon are no longer used
Online resources for creating ratified specifications	Permanently
Storage media used for routine backups of network information	1 month
Web site (archive version and current version)	3 years
Web site user records (i.e., login tracking information)	1 year
Source code (copyrighted, patented or protectable trade secrets)	Life of the copyright, patent, trade secret, or 5 years
Voicemail records (stored electronically)	90 days
Databases	2 years from cessation of use; 5 years if program is no longer used

## 14. Conflict of Interest Policy

Members of the Board of Directors of The Khronos Group Inc. (“Khronos”), Officers, and key employees and contractors (each a “Covered Official”) have an affirmative obligation to act at all times in the best interests of Khronos. This policy serves to define the term “conflict of interest,” to assist Covered Officials in identifying and disclosing such conflicts, and to minimize the impact of such conflicts on the actions of Khronos whenever possible.

Fiduciary duty. Each Covered Official has a fiduciary duty to conduct himself or herself without conflict to the interests of Khronos. When acting within his or her capacity as a Covered Official, he or she must subordinate personal, business, third-party, and other interests to the welfare and best interests of Khronos.

**Conflict of interest defined.** A conflict of interest is a transaction or relationship which presents or may present a conflict between an individual's obligations to Khronos and his or her personal, business or other interests. In rendering service to Khronos, all Khronos Covered Officials must act at all times in the best interests of Khronos and not for personal or third-party gain or financial enrichment. For example, Covered Officials must not abuse their position with Khronos for their personal or third party gain, engage in any discriminatory or harassing behavior, accept gifts or items of value as inducement to provide special treatment, encourage any employee or contractor to leave their engagement with Khronos, or negatively interfere with any person or entity with an actual or potential relationship with Khronos.

**Disclosure.** The Board of Directors recognizes that conflicts of interest are not uncommon, and that not all conflicts of interest are necessarily harmful to Khronos. However, the Board requires full disclosure of all actual and potential conflicts of interest by all Covered Officials. Each Covered Official shall disclose any and all facts that may be construed as a conflict of interest, including any reasons a Covered Official may be unable to make unbiased or impartial decisions in connection with their Khronos activities to the Board of Directors.

**Process and remedy.** The Board of Directors will determine whether or not a conflict of interest exists, and whether or not such conflict materially and adversely affects the interests of Khronos. A Covered Official whose potential conflict is under review may not debate, vote, or otherwise participate in such determination. If the Board of Directors determines that an actual or potential conflict of interest does exist, the Board shall also determine an appropriate remedy. Such remedy may include, for example, the recusal of the conflicted Covered Official from participating in certain matters pending before the Board or other Khronos body. Pending the Board’s review and resolution of a potential conflict of interest, disclosing Covered Officials will conduct themselves to minimize the possible impact of the potential conflict of interest on Khronos.

**Delegation.** The Board of Directors may delegate its authority to review and remedy potential conflicts of interest to the Khronos Officers. Only disinterested Officers may participate in any such review. The Officers shall inform the Board of its determination and recommended action. The Board shall retain the right to modify or reverse such determination and action, and shall retain the ultimate enforcement authority with respect to the interpretation and application of this policy.

**Disclosure process.** Covered Officials must disclose potential conflicts of interest when they arise. Without limiting this obligation, on an annual basis, the Organization will provide each Covered Official with a copy of this policy and remind Covered Officials of their disclosure obligations. If any Covered Official has any actual or potential conflicts of interest to disclose, they will return to the Board of Directors a signed disclosure statement describing any such actual or potential conflicts within 30 days of receipt of that reminder. If a Covered Official does not disclose any conflicts to the Board in that time period, that Covered Official will be deemed to have stated that he or she had no actual or potential conflicts to disclose to Khronos at that time. ed leg

## 15. Financial Procedures

The purpose of implementing these financial procedures is to ensure proper internal controls are in place to minimize Board/Officer liability as well as to allow the most secure transactions possible. These procedures will guide Khronos Group to operate in the most effective and efficient manner and to remain accountable to the membership.

All Khronos representatives with a role in the management of fiscal and accounting operations are expected to comply with these policies and procedures.

### 15.1. Expense Reimbursement

In order to ensure that you are successfully reimbursed for your Khronos related expenses please read and follow all of the guidelines outlined below.

### *Expenses that Khronos May Reimburse*

- All expenses must be pre-approved and may include reimbursement for air travel, ground travel, hotel accommodations, meals, registration fees, and Khronos business fulfillment expenses (phone charges, internet access, printing, shipping and certain equipment rentals).
- Meet Up meeting expenses

### *Khronos Member Funded Travel*

- In addition to Khronos vendors, travel funding may be available for Khronos members who will be representing Khronos, supporting Khronos business or for attending face-to-face meetings. All travel funding must be proposed and approved through the budget request process.

### *Covered Examples:*

- An Individual Member chairing a working group at a face-to-face meeting may have their travel expenses covered by Khronos
- An Individual Member making significant contributions to a working group may have their face-to-face fees waived

### *Non-covered examples:*

- Corporate Member attendance at a Khronos Face-to-Face Meeting.
- Any expense that can be covered by a Member's employer

### *Air Travel*

As Khronos is a non-profit group, we are cost conscious when booking tickets.

### *Ticket Purchasing:*

1. Khronos will only reimburse for a coach ticket
2. Travelers should book a non-refundable ticket
3. Travelers booking tickets must price check the ticket and are encouraged to select the most reasonable flight to accommodate connections and lowest fares.
4. Any changes made to a purchased itinerary that are not solely at the request of Khronos are the responsibility of the traveler.\*\*
5. Tickets under the amount of \$300 USD can be purchased without a comparison from the website.

\*\*As all airlines now charge substantial fees for any changes to an itinerary, the party requesting the change in itinerary is responsible for making the change in itinerary with the airline; all change fees, difference in fares, etc. barring extreme circumstances (force majeure, accident, major storm, sickness)

### *Ground Travel*

Khronos will reimburse for the following ground transportation:

- Airport parking for the day of, and a travel day on either side of an event.
- Approved mileage for travel in a personal vehicle\*.
- Khronos will reimburse for transportation between the hotel, airport and event site as it relates to Khronos business. (Taxi, rail, subway, rental car) but will not cover items such as private coach, limousine, or town car outside of standard local travel rates.

\*Reimbursed at the current standard mileage rate as designated by the Internal Revenue Service and Treasury Department as listed here: <https://www.irs.gov/Tax-Professionals/Standard-Mileage-Rates/>

### *Hotel Accommodations*

Khronos will reimburse for reasonable hotel room, tax and fees. As a general rule, Khronos will reimburse for the room night prior to the event\*.

\*Exceptions are reviewed on a case by case basis, and must be approved prior to trip.

### *Meals*

Reasonable meal expenses will be reimbursed with receipts. The general guidelines (including tips when applicable):

- 1. 90 USD/day when traveling in the US

- 2. 80 Euros/day when traveling within the EU
- 3. 80 GBP/day when traveling within Great Britain
- 4. 8,000 Yen (or equivalent) when traveling within Asia

Khronos does not reimburse for items unrelated to the event such as personal entertainment. When multiple persons are traveling on Khronos' behalf, it is acceptable to have one person pay the check, the person paying the check should list all attendees to the meal.

#### *Khronos Business Fulfillment Reimbursement*

Entertainment expenses associated with the active conduct of Khronos business will be reimbursed if they directly precede or follow a substantial business discussion in which the person(s) entertained has a potential or actual business relationship with Khronos or the business discussion will benefit Khronos.

In order to comply with IRS rules, the date, place and business purpose of the meal must be substantiated. An original or scanned copy of the itemized receipt must be submitted with the expense report for any business meal or entertainment expense. Receipt "stubs" will not be accepted as documentation. Attendees should always be listed on the expense report.

#### *Vacation in conjunction with business travel*

In cases in which vacation time is added to a business trip, any cost variance in airfare, car rental or lodging must be clearly identified and will not be reimbursed by Khronos. Khronos will not prepay any personal expenses with the intention of being "repaid" at a later time, nor will any personal expenses be reimbursed.

#### *Travel Approval*

All funding preapproval requests should be submitted to [finance@khronos.org](mailto:finance@khronos.org) before committing to attending a meeting or making any nonrefundable payments.

If not a previously approved travel request, pre approval must be provided by the Khronos President or Treasurer.

#### *Reimbursement Process*

To receive reimbursement, expense report invoices and receipts\* will need to be scanned into a PDF and emailed to [finance@khronos.org](mailto:finance@khronos.org). Please submit expense reports by the 5<sup>th</sup> of the month and within 30 days of the transaction. Khronos pays all expenses twice per month, so please allow a few weeks to receive your payment.

Expense invoices must break out each expense and indicate which project it relates to (i.e. Meet Up + Location or Event Name). A template expense report spreadsheet is available as a resource for Khronos vendors or representatives to reference.

No travel cash advances will be made except under special conditions and pre-approved by the Treasurer or President.

\*Expenses without receipts above \$25.00 cannot be reimbursed. Khronos does not reimburse for items unrelated to the event such as personal entertainment.

## **16. Change History**

- December 2002 – First Release
- June 2004 – clarified wording for abstentions in Working Group votes and distribution of marketing and review materials
- October 2004 – added guidelines for discussing IP-sensitive issues, clarified confidentiality and outreach guidelines, refined issue resolution process, expanded online resource section, clarified Chair selection and general wording clean-up
- March 2006 – added details on Steering Committee and Technical Sub-Groups, updated confidentiality and IP discussions to reflect updated Participation Agreement, added details of Ratification process
- September 2006 – added guidelines for encumbered specifications, expanded ratification guidelines, added Chair delegation, added marketing and contractor overview to Chair responsibilities. added startup good standing rules
- October 2006 – clarifications to voting and consensus process. clarified Working Group nomenclature
- November 2006 – clarifications to email voting quorum
- February 2007 – strengthened guidelines for generation of Khronos-branded marketing materials

- March 2008 – added guidelines for Provisional Specifications and Extensions, reduced Ratification period to 30 days minimum, added suggestions for setting Working Group direction, clarified role and organization of TSGs
- December 2008 – electoral clarifications regarding representation / ownership changes and multiple elected officials from one company, added that all specification drafts during ratification be uploaded to Promoter’s subversion area, minor updates, and clarifications
- September 2009 – increased Ratification period to 45 days, clarified the election process. added guidelines around Provisional Specifications, clarified decision making by consensus
- September 2010 – clarified guidelines for specifications with related IP disclosures
- April 2014 – overall general update and re-ordering, clarifications to voting logistics and Ratification Process, added guidelines for External Advisory Panels, Wikipedia Updates, non-member contractors and Principles of Conduct
- September 2017 – added objection process for email votes, made Advisory Panels non-confidential, expanded guidelines for online tools and open-source projects, clarifications to election process, added Statement of Works, Associate and Non-Profit Members, Dynamic TSGs and Marketing Request Process. Updated TSG acronym
- January 2018 – added EXT / Vendor Extension Process
- October 2018 – clarified Statement of Work updates and added Exploratory Group Process
- October 2019 – clarified IP Committee and Ratification Processes, SOW Process and Template and Wikipedia Updates
- January 2021 – New Sections: Board Meetings, Advisory Forums, Open-Source Repositories, Individual Contributors, Project Proposals, RFP Process, Collaborative Multi-Vendor Extensions. Additions: Multiple Session Meetings, Causeway Balloting, Dynamic TSGs, Absentee Voting. Clarifications: IP Committee Process, Minor Specification Updates, Wikipedia Updates, Distribution of Non-ratified Specifications, Election process, Ratification Process, Liaison obligations. Removed: Provisional Adopter Programs
- February 2021 - Working Group budgeting process added, courtesy recording of voting intentions added, multiple session meetings clarified, process for how to efficiently manage elections where there is potential for Chair and specification editor to be elected from the same company added
- March 2021 - Licensing obligations for optional sections of IP Encumbered Specifications clarified, clarified that Board approval for Chair and specification editor to be from the same company is last resort, no voting in absentia clarified
- October 2021 - Added RFP bypass request (for project extensions, continuations and pre-selected contractors), added examples of RFP structures, added RFIs, clarified use of RFP subgroup for vendor selection, added Working Group approval for use of CC licensed code, added link to Khronos Code of Conduct, expanded Wikipedia guidance
- April 2022 - Updated to use Council/Forum terminology
- September 2022 - Updated format to include approved policies and renamed to Operational Guidelines, re-ordered sections, included Board Confidential Ballots, document retention policy for Board recordings, Board meeting minute format
- January 2023 - Edited format of the Guidelines, edited the Contents Table, updated the Confidential Ballots section, added Group Purposes and Terminology, and edited the Council and Forums section
- March 2025 - Refined description of Extensions and Specification flow, added Prototype Repositories, added Oversight Working Groups
- August 2025 - Clarified the voting process for approving Individual Contributors and added guidance for use of GenAI
- March 2026 -Section 2.13 – Generative AI: Clarified that the “no-training” requirement applies only to Khronos confidential information and not to publicly licensed open-source repositories. Section 2.10 – Repository Licensing: Clarified that Apache 2.0 remains the default license, and that relicensing an existing repository (e.g., to dual Apache/MIT) requires Board approval and contributor consent.