

TIERED MEMBERSHIP REQUIREMENTS AND BENEFITS POLICY

OF

OPEN COMPUTE PROJECT FOUNDATION

10-18-16

Section I - Policy

This Tiered Membership Requirements and Benefits Policy (“**Tiered Membership Policy**”) supplements the Open Compute Project Foundation (“OCP”) Bylaws and the OCP Membership Agreement (“**Membership Agreement**”). Any terms used herein have the definition or meaning ascribed to them in the OCP Bylaws (“**Bylaws**”). In the case of any inconsistency between terms of this Tiered Membership Policy and the terms of the OCP Bylaws, the terms of the Bylaws control. In the case of any conflict between the terms of this policy and the terms of the Membership Agreement, the terms of the Membership Agreement shall control.

Nothing contained herein grants members the right to use any logo or trademark of OCP in any manner without the express written permission from OCP. To the extent any member seeks to use the Membership Logo associated with the member’s membership tier level, member must agree to and abide by the Membership Logo Terms and Conditions (“Trademark Terms”).

OCP shall have the right to amend this Tiered Membership Policy, including the membership requirements and benefits, pursuant to Section 2(a) of the Membership Agreement.

Section II - Membership Categories

Pursuant to the Bylaws, there are two classes of OCP membership, as follows:

- a) Executive Members, and
- b) Non-Executive Members.

Organizations in either the Executive or Non-Executive Member class shall be a Tiered Member of OCP. The organization member shall select from one of the four categories of Tiered Membership, which are as follows:

1. Community

- a) The requirements for Community level membership are as follows:
 - i. Execute the Membership Agreement; and
 - ii. Pay \$1,000.00 to OCP annually.
- b) Community level members are entitled to the following benefits:

- i. May use the OCP Community Level Membership Logo, so long as the member agrees to and abides by the Membership Logo Terms and Conditions (“**Trademark Terms**”);
- ii. Eligible to run for and, if elected, hold no more than one Leadership Position, so long as the member has contributed software or hardware that has been recognized as OCP Accepted during that voting year;
- iii. May vote in Project Lead elections;
- iv. May contribute OCP Accepted specifications, designs and/or products; and
- v. May pay \$30,000 annually to be a Solution Provider or Component Provider in the OCP Solution Provider/ Component Provider Program (“**Solution Provider/ Component Provider Program**”), as governed by the terms of the Solution Provider/ Component Provider Agreement (“**Solution Provider/ Component Provider Agreement**”).

2. Silver

- a) The requirements for Silver level membership are as follows:
 - i. Execute the Membership Agreement; and
 - ii. Pay \$60,000 to OCP annually (or \$10,000 to OCP annually if the organization is a startup, being less than three years old and having less than one million dollars (\$1,000,000) in annual revenue).
- b) Silver level members are entitled to the following benefits:
 - i. May use the OCP Silver Level Membership Logo, so long as the member agrees to and abides by the Trademark Terms;
 - ii. May vote in Project Lead elections, provided that the member may not hold more than ten percent (10%) of the total voting keys and must have registered on the website;
 - iii. Eligible to submit one vote in Incubation Committee elections;
 - iv. Eligible to run for and, if elected, hold no more than one Leadership Position;
 - v. Ten percent (10%) discount off the regular price for Summit Sponsorship;
 - vi. Ten percent (10%) discount off the regular price of OCP Training (when it becomes available);
 - vii. Shall be entitled to a non-hardware related quote for press releases, when requested from OCP and approved in writing by OCP, with at least thirty (30) days’ notice;
 - viii. May contribute OCP Accepted specifications, designs and/or products;
 - ix. May contribute OCP Inspired products; and
 - x. May pay \$25,000 annually to be a Solution Provider or Component Provider in the Solution Provider/ Component Provider Program, as governed by the terms of the Solution Provider/ Component Provider Agreement.

3. Gold

- a) There are two independent categories of requirements for Gold level membership. Completion of one category of requirements is necessary for Gold level membership. The categories of requirements are as follows:
- i. Category 1:
 - Execute the Membership Agreement; and
 - Pay \$100,000 to OCP annually.
 - ii. Category 2:
 - Execute the Membership Agreement;
 - Pay \$50,000 to OCP annually;
 - Contribute 2080 hours to OCP annually; and
 - Make one IP Contribution annually.
- b) Gold level members are entitled to the following benefits:
- i. May use the OCP Gold Level Membership Logo, so long as the member agrees to and abides by the Trademark Terms;
 - ii. May vote in Project Lead elections, provided that the member may not hold more than 10% of the total voting keys and must have registered on the website;
 - iii. Eligible to submit two votes in Incubation Committee elections;
 - iv. Eligible to run for and, if elected, hold no more than two Leadership Positions;
 - v. Fifteen percent (15%) discount off the regular price for Summit Sponsorship;
 - vi. Fifteen percent (15%) discount off the regular price of OCP Training (when it becomes available);
 - vii. Shall be entitled to a non-hardware related quote for press releases, when requested from OCP and approved in writing by OCP, with not less than thirty (30) days' notice;
 - viii. May contribute OCP Accepted specification(s), design(s) and/or products;
 - ix. May contribute OCP Inspired product(s); and
 - x. May pay \$20,000 annually to be a Solution Provider or Component Provider in the Solution Provider/ Component Provider Program, as governed by the terms of the Solution Provider / Component Provider Agreement.

4. Platinum

- a) The requirements for Platinum level membership are as follows:
- i. Execute the Membership Agreement;
 - ii. Pay \$40,000 to OCP annually;
 - iii. Contribute 3120 hours to OCP annually; and
 - iv. Make one IP Contribution annually.
- b) Platinum level members are entitled to the following benefits:
- i. May use the OCP Platinum Level Membership Logo, so long as the member agrees to and abides by the Trademark Terms;
 - ii. May vote in Project Lead elections, provided that the member may not hold more than ten percent (10%) of the total voting keys and must have registered on the website;

- iii. Eligible to submit three votes in Incubation Committee elections;
- iv. Eligible to run for and, if elected, hold no more than three Leadership Positions;
- v. Twenty percent (20%) discount off the regular price for Summit Sponsorship;
- vi. Twenty percent (20%) discount off the regular price of OCP Training (when it becomes available);
- vii. Shall be entitled to a non-hardware related quote for press releases, when requested from OCP with not less than 30 days' notice;
- viii. May contribute OCP Accepted specification(s), design(s) and/or product(s);
- ix. May contribute OCP Inspired product(s);
- x. Eligible to have on-site 101 Briefings;
- xi. Eligible to request OCP resources be present in their booth at industry events; and
- xii. May pay \$15,000 annually to be a Solution Provider or Component Provider in the Solution Provider/ Component Provider Program, as governed by the terms of the Solution Provider / Component Provider Agreement.

Section III - Leadership Positions

1. A Leadership Position is one of the following:
 - a) Project Lead,
 - b) Incubation Committee Seat (excludes Chair and Vice Chair),
 - c) Director on the Board of Directors,
 - d) Leader of approved Regional OCP Communities.

2. Limitations on Leadership Positions include:
 - a) No person, including a Director on the Board of Directors, may hold more than one Leadership Position at any given point in time (this excludes the Incubation Chair and Vice Chair Positions),
 - b) Organizations may only hold one seat at a time on each individual governing body. Thus, for those organizations at a the Gold or Platinum membership levels, the organization may be permitted to hold more than one Leadership Position as determined by membership level, but an organization may not hold more than one seat on any governing body.