# Article 5 Working Groups

## Section 5.1 Creation

A Working Group is created by majority vote of the Board approving the charter and the initial Chair(s) and/or Interim Chair(s). There are no special notice requirements for the vote.

All Working

## Section 5.2 Dissolution/Review

A Working Group can be dissolved at any time by a majority vote of the Board.

A Working Group’s charter can be reviewed and changed at any time by a majority vote of the Board. Working Groups and their Chair(s) shall be re-approved on an annual basis by a majority vote of the Board. Paul had a thought on timing vs elections. I’ve forgotten it.

## Section 5.3 Governance

A Working Group must have a Chair(s)/Interim-Chair. A Working Group chair is responsible to Board for the accomplishment of the goals specified in the Working Group’s charter.

Working Group Chairs/Interim Chair(s) are appointed by a majority vote of the Board; they can be removed at any time by a majority vote of the Board. Chairs may resign at any time.

Chairs must be a representative of an OFA Promoter Member. Any Working Group without a Chair for 30 days must be dissolved.

The Board may appoint Interim Chairs to a Working Group for a period of no more than 90 days. An Interim Chair may be used to lead the Working Group while searching for a new Chair or to provide additional governance resources, when required; for example, when a Working Group is newly formed an Interim Chair might help with the establishment of Working Group governance.

Internal governance of the Working Group is subject to the requirements in the group’s charter. Participation of OFA non-members in Working Groups is allowed if specified in the group’s charter.

Different internal governance and participation is appropriate to different tasks. For example:

A Working Group developing Open Source Software might be open to participants from both OFA members and non-members and govern itself through open discussion and consensus with no need for a voting mechanism and no particular distinction between OFA members and non-members.

A Working Group developing a specification would need formal voting and governance policies to make progress: voting could be limited only to OFA Promoter Members; and OFA non-members would not have the right to vote and restricted rights to speak during meetings.

The above are only examples; specific governance requirements for an individual Working Group will be specified as part of the group’s initial charter. The Board may, if it chooses, place only broad requirements for governance in the initial Working Group charter and require the Working Group to produce a detailed governance procedure as its first artifact; the Board must approve the governance procedure by majority vote before the Working Group can perform any other work.

Status reports to the Board these reports will occur at the intervals required by the Board and can be in writing or verbally during Board meetings. Questions to Working Group Chairs by the Board concerning governance issues should be documented, either in meeting minutes or by such means as cc’ing emails to the Board.