



## **Accellera Policies, Procedures, and Guidelines**

**Rev. 1.2**

**11/12/02**

**Accellera Policies, Procedures, and Guidelines****Table of Contents**

<b>Definition of Terms .....</b>	<b>2</b>
<b>Revision History .....</b>	<b>3</b>
<b>1.0 Charter and Document Objectives .....</b>	<b>5</b>
<b>2.0 Organizational Structure .....</b>	<b>6</b>
<b>3.0 Board of Directors and Officers .....</b>	<b>10</b>
<b>4.0 Technical Committee .....</b>	<b>13</b>
<b>5.0 Technical Subcommittee(s) .....</b>	<b>16</b>
<b>6.0 Technical Work (Straw Man) Donations and Policy .....</b>	<b>24</b>
<b>7.0 Designer's Forum .....</b>	<b>32</b>
<b>Appendix A .....</b>	<b>36</b>

## **Accellera Policies, Procedures, and Guidelines**

### **Definition of Terms**

<b>ADF</b>	- Accellera Designer's Forum
<b>BOD</b>	- Board of Directors
<b>DOD</b>	- Design Objectives Document
<b>Donor</b>	- Company or individual donating Straw Man work
<b>DVCon</b>	- Design and verification Conference – new name for HDLCon
<b>EDA</b>	-Electronics Design Automation
<b>HDLCon</b>	-Hardware Description Language Conference – old name for DVCon
<b>IEEE</b>	- Institute of Electrical and Electronic Engineers
<b>IP</b>	- Intellectual Property
<b>PAR</b>	- Project Authorization request (IEEE form)
<b>Straw Man</b>	– Body of work donated as candidate for standards adoption
<b>TC</b>	- Technical Committee
<b>TCC</b>	- Technical Committee Chair
<b>TSC</b>	- Technical Subcommittee
<b>TSCC</b>	- Technical Subcommittee Chair

## Accellera Policies, Procedures, and Guidelines

### Revision History

Version 1.0	Version 1.1	Correction November 5, 2002
Cover	Cover	Added date
General	Page 2	Added a list of Accellera-specific acronyms
General	Page 3	Added a Revision History
1.2	1.2	Revised Document Objective
1.2.1		Deleted
1.2.2		Deleted
1.2.3		Deleted
1.2.4		Deleted
1.2.5		Deleted
1.2.6		Deleted
1.2.6		Deleted
2.1	2.1	Deleted last sentence of first paragraph about all technical work
2.2	2.2	Changed “particularly the Technical Committee Chair” to “through the Technical Committee Chair”
2.3	2.3	Delete sentence – “Officer and Board meetings concentrate on assuring Technical Subcommittees that they concentrate on technical challenges of forming standards.”
2.4.2	2.4.2	Expanded sponsorship so not to assume it is always funding.
2.4.3	2.4.3	Bullet 2: Changed from “Support from CASS via CANDE” to “Support from other organizations” Changed last sentence to “The Director of Operations works with the Treasurer to manage contractor work for the TSCs for compliance to BOD approved TSC budgets.”
2.4.6	2.4.6	Changed “always remains with Accellera” to “usually remains with Accellera.” Changed “direct relationship with IEEE” to “working relationship with IEEE” <i>Request to have a contact list of relevant IEEE standards groups and key influencers.</i>
3.0		Deleted
4.1	3.1	Bullet 9: duplicated by 4.1.2 Bullet 1
4.1.1	3.2 3.3	<i>Comment: Membership Committee not in By-Laws or Resolutions</i> Promoted 4.1.1 to 4.2 and 4.1.2 to 4.3
5.0	4.0	Revised to make the sections flow better.
5.1	4.1	Bullet 11: Deleted “FtoB”

5.4.1	4.2	Added “Appoint Chairs and Co-Chairs of TSCs” after item 4 Merged with 5.2 into one section.
5.4.2		Number sequence error
5.4.3	4.1	Folded in as part of TCC Roles and responsibilities.
5.4.4	4.1	Folded in as part of TCC Roles and responsibilities.
5.4.5	4.1	Folded in as part of TCC Roles and responsibilities.
5.5.1		Section 6.1 has same content – deleted
5.5.2		Deleted
5.4.6		Deleted
6.1	5.1	Bullet 6: changed “TC Chair” to “TSC Chair”
6.2	5.2	Changed “cosmetic” to “typographical, clarification, or consistency” <i>Comment: The 2/3<sup>rd</sup> yes vote by the Technical Committee may limit the progress of standardization.</i>
6.2.1	5.2.1	Deleted references to University and Other Standards Groups
6.2.9	5.2.9	Changed “directed” to “recommended” Changed “the candidate work is considered confidential and must not be shared outside of the TSC” to “should not be shared with others outside of the TSC.”
7.1.1	6.1.1	Deleted “university”
7.1.3	6.1.3	Changed “adoption” to “donation”
7.1.4	6.1.4	Bullet 2: changed to “A language or format with hidden semantics, i.e., a language or format that works only in the context of a specific software program.”
7.2	6.2	Changed “adoption” and “adopted” to “acceptance” and “accepted” Bullet 2: corrected sentence structure.
Fig. 4	Fig. 4	Changed “Donor and BOD follow a standard donation policy procedure” to “Donor-Accellera legal procedure” Changed “TSC adopts” to “TSC accepts” Changed “Un-adopted” to “Un-accepted”
8.5.2	7.5.2	Deleted
		Correction November 12, 2002
	5.2.9	Changed “the candidate work is considered confidential and must not be shared outside of the TSC” to “should not be shared with others outside of the TSC.”
	4.2	Deleted “The TCC is normally selected from among members of the Board and shall serve at the pleasure of the BOD.”

## Accellera Policies, Procedures, and Guidelines

### 1.0 Charter and Document Objectives

#### 1.1 Accellera Charter

Drive worldwide development and use of standards required by systems, semiconductor and design tools companies, which enhance a language-based design automation process.

#### 1.2 Document Objective

This document provides the policies, procedures, and guidelines that help characterize the Accellera organization. It is intended to augment existing legal and Board resolution documents:

1. **Bylaws of Accellera Organization**, September 7, 2000
2. **Initial Resolutions Adopted by Written Consent of the Board of Directors of Accellera Corporation**, September 21, 2000

The following sections provide additional information to acquaint members and contributors with the procedures and guidelines that are followed in the process of developing language based standards at Accellera:

- 2.0 Organizational Structure – How Accellera is organized.
- 3.0 Board of Directors and Officers- Procedures and voting conventions.
- 4.0 Technical Committee – Procedures and guidelines.
- 5.0 Technical Subcommittee(s) – Procedures and guidelines.
- 6.0 Technical Work (Straw man) Donations – Policy, procedures and guidelines
- 7.0 Designer's Forum – Charter, policy, procedures, and guidelines

## **Accellera Policies, Procedures, and Guidelines**

# **2.0 Organizational Structure**

## **2.1 Accellera Organization**

Accellera is comprised of an organization of members with a primary objective of building Accellera standards via organized working groups. Figure 1 illustrates the relationship among the working groups within Accellera. A hierarchical order is maintained consisting of Members, a Board of Directors, a Technical Committee, and many separate Technical Subcommittees. Volunteer contributor members perform work within the Accellera Technical Subcommittees. There are Corporate, Associate, and Individual memberships. As shown in Figure 1, Corporate Members may be elected to serve on the Accellera Board of Directors (BOD). Officers of Accellera are elected from the population of the elected BOD. The Technical Committee (TC) is comprised of assigned Technical Subcommittee Chairs, and each Technical Subcommittee (TSC) is responsible for drafting a particular standard.

As shown in Figure 1, the end result of TSC work is an Accellera standard. The next step for an Accellera standard is to become an IEEE standard.

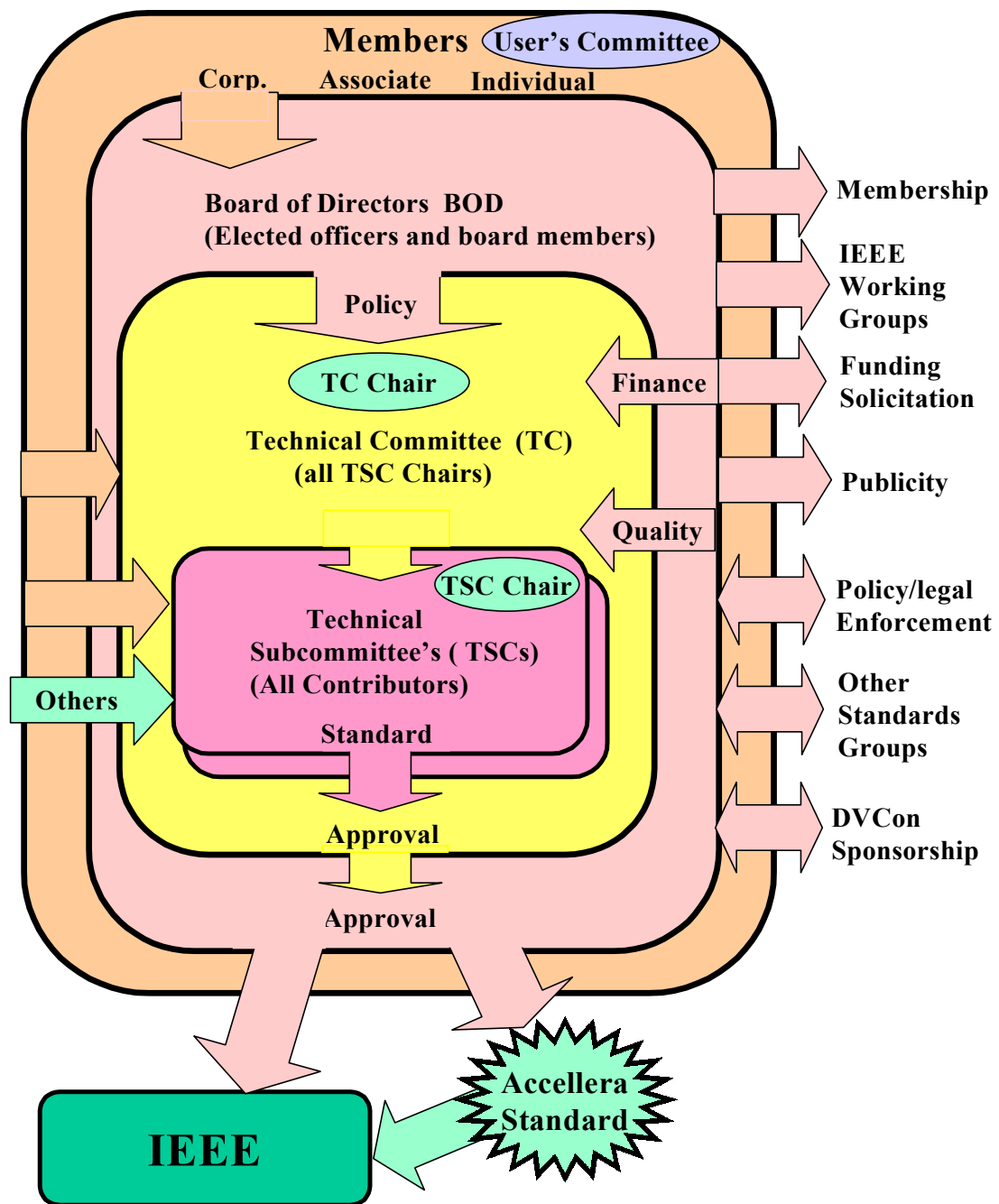
## **2.2 Working Model**

Each Technical Subcommittee is operated in an openness environment to help encourage participation and member recruitment. The Technical Subcommittees provide drafted standards, which are reviewed by the Technical Committee, and then approved by the BOD to become an Accellera Standard. Once a standard becomes an official Accellera Standard, it is available for all. A process then begins where Accellera promotes the standard to IEEE by forming a new working group under the auspices of IEEE. The Technical Committee Chair is responsible for initiating, organizing, maintaining, merging, and disbanding Technical Subcommittees, and coordinating the work of TSCs whose domains overlap or meet. A top level working flow can be seen in Figure 1 with the Board of Directors providing overall policy to the Technical Subcommittees via the Technical Committee and through the Technical Committee Chair (TCC). The finalized standard approvals move from the TSC to the TC via the TCC and are subsequently approved by the BOD.

**Accellera Policies, Procedures, and Guidelines**  
**Figure 1**



## Accellera Organization



## **Accellera Policies, Procedures, and Guidelines**

### **2.3 Internal Working Procedures**

The Accellera BOD is responsible for maintaining the business of standards development. Figure 1 shows that all finance details, and quality directives are maintained.

Each Technical Subcommittee is encouraged to recruit a BOD member to become their advocate to help guide the BOD on matters concerning the particular standard represented by the TSC. Approval and issues related to the standard are more easily addressed when such advocates are providing guidance to the BOD.

### **2.4 External Working Procedures**

All communications concerning Accellera are the responsibility of the BOD. The TSC, and the TCC concentrate on technical aspects of standards, while the BOD provide relationship links, publicity, and external relationships for the organization. Figure 1 shows a list of such responsibilities.

#### **2.4.1 Membership**

The BOD is responsible for maintaining a robust membership portfolio. The majority of members are companies who are either Associate or Corporate Members representing systems companies or EDA companies. Associate and Corporate Members have voting privileges within Accellera. Individual membership is also available. Membership drives are conducted, and a full membership meeting is scheduled yearly, synchronized with a major conference.

#### **2.4.2 IEEE Working Groups**

Accellera sponsors an IEEE Working group for each completed Accellera standard where there is no established IEEE group. Accellera provides the sponsorship and, on occasion, fund the cost of documentation, if not provided by IEEE.

#### **2.4.3 Funding Solicitation and Finance**

Accellera is a not for profit organization. The funding for Accellera is derived from the following:

1. Member dues.
2. Support from other organizations.
3. Corporate donations for extraordinary expenses.
4. Sponsorship of yearly conference (DVCon)

## **Accellera Policies, Procedures, and Guidelines**

A Treasurer is elected by the BOD to manage the financing of standards work. The Director of Operations works with the Treasurer to manage contractor work for the TSCs for compliance to BOD approved TSC budgets.

### **2.4.4 Publicity**

All publicity is the responsibility of the BOD. Professional assistance is contracted for Accellera public relations. The BOD Chairman is the only official spokesperson for the Accellera organization. This responsibility may be delegated from time to time, however the responsibility remains with the BOD Chair.

### **2.4.5 Policy/Legal Enforcement**

The elected Secretary of the BOD is responsible for maintaining records concerning Accellera standards, not for profit corporation filings, donation agreements, or other legal documents pertaining to Accellera. When necessary, Accellera may contract to seek legal advice on actions proposed by the BOD.

### **2.4.6 Other Standards Groups**

Accellera maintains a working relationship with IEEE Standards Group. The BOD maintains a strong, cooperative relationship with standards groups that are not directly connected. Joint activities with other industry association groups that enable faster acceptance of standards and minimize duplication are encouraged. Joint activities are maintained at the Technical Subcommittee level. In such cooperative relationships, ownership of cooperative standards usually remains with Accellera.

### **2.4.7 DVCon Sponsorship**

Accellera hosts a special conference each year to showcase the progress made on language standards. The event has grown from a conference on Verilog to Verilog/VHDL, and has expanded now to Design and Verification. DVCon provides a forum for design engineers, verification engineers, university students, and commercial companies to share experiences and show practical application of standards in design and verification work.

### **2.4.8 Users Committee (Designer's Forum)**

A separate technical advisory organization, the Designers Forum, provides to Accellera valuable designer requirements and direction for developing the language standards. This international group made up of designers and verification engineers who collectively provide technical guidance to the TC and TCC.

## Accellera Policies, Procedures, and Guidelines

### 3.0 Board of Directors and Officers

Detailed rules concerning the Board of Directors are documented in the **Bylaws of Accellera Organization**, September 7, 2000.(Attachment A) What follows is extracted information to help in understanding Accellera policies, procedures and guidelines.

#### 3.1 Roles and Responsibilities

The Accellera Board of Directors (BOD) is responsible for the following:

1. The acquisition and maintenance of members.
2. Sponsoring IEEE work groups for Accellera standards.
3. Public relations and publicity.
4. Enforcement of rules and operating procedures.
5. Maintenance of a list of members in a Membership Book.
6. Manage finances.
7. Hold annual meetings as well as periodic BOD meetings.
8. Review candidate Accellera standards submitted by the Technical Committee via the Technical Committee Chair for and approve by 2/3 vote.
9. Select officers for the BOD by nominations and vote.
10. Assign other officers when necessary or appropriate.
11. Sponsor conferences for the purpose of showcasing standards.
12. Review Technical Subcommittee progress via Technical Committee Chair (TCC).
13. Support training sessions organized to promote standards.
14. Elect the Designer's Forum Chair.
15. Appoint a DVCon Program Chair

#### 3.2 Election of BOD

Corporate Members elect a BOD once each year even though Corporate Members may join Accellera at any time, subject to approval by the Membership Committee. The following procedure is employed:

1. All approved Corporate Member names will automatically be placed on the ballot for election unless otherwise requested in writing by the abstaining Corporate Member.
2. The number of Directors elected shall not be less than nine (9), or more than fifteen (15).
3. Corporate Members who would like to communicate their qualifications for the purpose of soliciting votes may do so by submitting election-related material via e-mail to the Accellera office

## Accellera Policies, Procedures, and Guidelines

upon being placed on the ballot. This material is distributed to the corporate membership within 2 days of receipt.

4. The election is held by written ballot at the annual Accellera board meeting held in mid-June. All Corporate Members in good standing may vote. Each Corporate Member is entitled to one vote per candidate.
5. Absentee ballots are available for Corporate Members who are unable to attend the mid-June BOD meeting. The ballots must be submitted to the Secretary one week before the scheduled mid-June meeting.
6. The currently seated Secretary immediately upon completion of the balloting counts the ballots, including absentee ballots. A Corporate Member must receive a majority vote from all Corporate Members to be elected as a director. The new board members are announced upon completion of the count.
7. In the case of a tie, and there are more than 15 candidates, a runoff election is held.
8. A press release is initiated to publicize the results of balloting and introduce the new BOD to all for the coming year.
9. Removal of a Director follows a procedure as outlined in the **Bylaws of Accellera Organization**, September 7, 2000.

### 3.3 Election of Officers

Election of officers occurs at the next scheduled BOD meeting after election of BOD. In June, when new BOD seats are elected, the current officers stay in office until the officer elections take place. The newly seated BOD elects new officers via majority vote employing the following procedure:

1. BOD members nominate officer candidates for the following positions:
  - a. Chairman
  - b. Vice Chairman
  - c. Secretary
  - a. Treasurer
2. Corporate members who would like to communicate their qualifications for the purpose of soliciting votes may do so at the BOD meeting. Candidates may decline nomination.
3. The election is held by written ballot at the Accellera board meeting. All Directors in good standing may vote.
4. Absentee accommodation is via teleconference for Directors, or alternates who are unable to attend the Officer election BOD meeting.
5. The currently seated Secretary immediately upon completion of the balloting counts the ballots. A majority vote of the BOD is required for

### **Accellera Policies, Procedures, and Guidelines**

election. The new board officers are announced upon completion of the count.

6. A press release is initiated to publicize the results of balloting and introduce the new BOD officers to all for the coming year.
7. Removal of an Officer follows the same procedures as removal of a Director of Accellera. See **Bylaws of Accellera Organization**, September 7, 2000 (Attachment A).

## **Accellera Policies, Procedures, and Guidelines**

### **4.0 Technical Committee**

#### **4.1 Roles and Responsibilities**

The Technical Committee is formed by the Technical Subcommittee Chairs and Co-Chairs and is charged with responsibility for providing technical direction and cohesiveness to the many Technical Subcommittees operating under Accellera. The Technical Committee members must be employed by, or designated as the representative of either a Corporate or Associate Member. The Technical Committee acting through the TCC is responsible for the following:

1. Review and approve final drafts of TSC standards work.
2. Responsible for the coordination and oversight of TSCs, including promulgating fair and reasonable rules and procedures for the TSCs.
3. Receive recommendations and technical insight from the Designer's Forum. This forum provides a major input into the direction of standards work.
4. Help organize Technical Subcommittees for minimum overlap of standards charters and Design Objectives Documents (DODs).
5. Assist in combining Standards Subcommittees when requested.
6. Help manage TSC requests for contract document services.
7. Maintain University liaison relationships.
8. Maintain cooperative relationships with other standards groups.
9. Assist in Assigning acting TSC Chairs when necessary
10. Assist the TC Chair in forming status and feedback information for TC Chair presentations to the BOD.
11. Assist in the organization of showcase presentations of Technical Subcommittee work, promote the standard, and encourage wide adoption at conferences such as DVCon, DATE, and DAC.

#### **4.2 Technical Committee Formation**

The BOD appoints the Technical Committee Chair who then becomes an ex-officio member of the BOD participating in all activities of the BOD, but without voting privilege.

The Technical Committee is then formed from the TCC assigned Chairs and Co-Chairs of the TSCs. The TC via the TCC is charged with providing continual improvement on the standardization process and ensures that the standardization activities are harmonized among all Technical Committees.

## **Accellera Policies, Procedures, and Guidelines**

### **4.3 Technical Committee Chair (TCC)**

The TC Chair is appointed by the BOD to be the channel of communication for requirements and feedback between the Technical Committee, Technical Subcommittees, and the BOD. The TC Chair is empowered to institute any number of Technical Subcommittees as are required for timely and efficient implementation of the technical work approved by the BOD. The TCC schedules periodic meetings of the Technical Committee where an open discussion of technical direction issues is conducted.

The BOD invites the TCC to each board meeting to present to the BOD a status and Issues List of Technical Subcommittee work, compiled with the assistance and participation of the Technical Committee.

#### **4.3.1 Responsibilities**

The BOD gives the TCC the following responsibilities:

1. Develop and support a technical roadmap.
2. Plan and budget for all Accellera technical work.
3. Raise and resolve issues concerning technical direction.
4. Form and adjust Technical Committees to implement BOD approved standards work to resolve overlaps and coverage.
5. Appoint Chairs and Co-Chairs of TSCs.
6. Removal of TSC Chairs or Co-Chairs for cause.
7. Seek contributors for Technical Subcommittee work.
8. Recommend donors or donations to TSC's.

#### **4.3.2 Procedure for Forming new Technical Subcommittees**

Figure 2 shows the procedure employed by the TCC in forming new Technical Subcommittees. When the formation of a new TSC is within the scope of previously BOD approved standards work, the subcommittee is formed directly by the TCC.

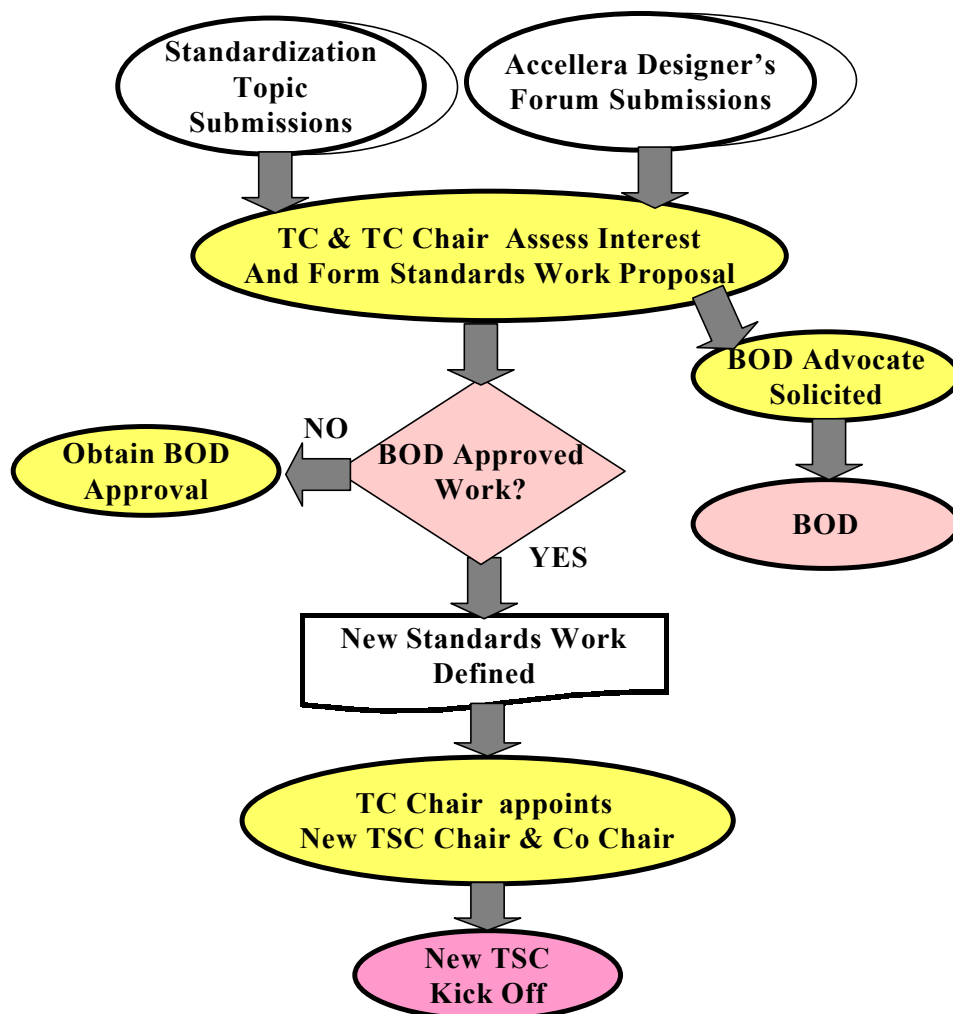
If the standards work is a new direction for Accellera, the TCC obtains approval from the BOD. Figure 2 shows that a BOD Advocate is also sought to help the newly formed TSC to have some representation within the BOD. The BOD Advocate to help the other Directors with more detailed information about the standard and the TSC operations.

The TCC assigns the TSC Chair and Co-Chair, and the newly formed TSC is ready for the kick-off meeting. The TCC may perform as an acting Chair for a TSC during the recruiting process.



Accellera Policies, Procedures, and Guidelines  
Figure 2

## Accellera Standards Process Flow New Technical Subcommittee (TSC)



## Accellera Policies, Procedures, and Guidelines

### 5.0 Technical Subcommittee(s)

#### 5.1 Subcommittee Guidelines

After years of successful technical working groups, the TC Chair and BOD have formed Technical Subcommittee guidelines that, when adopted by a TSC, ensure efficient and smooth function. The guidelines are as follows:

1. Acquisition and maintenance of Technical Subcommittee members, and determination/tracking of their voting status.
2. The TSC Chair Schedules meetings and sets agenda items for discussion and endeavors to move the standards process forward as rapidly as possible.
3. The TSC Chair establishes and maintains meeting records in the form of minutes.
4. The TSC Chair establishes a web page hosted by [www.eda.org](http://www.eda.org), and an Email reflector.
5. The TSC acts and votes on motions that are made by contributors. The TSC may elect to set attendance requirements for voting.
6. The TSC Chair is responsible for enforcing roles and responsibilities.
7. The TSC develops a Design Objectives Document (DOD) to help set the overall TSC objectives.
8. The TSC considers and votes on the donation of standards work of existing and proven technology, known as a “Straw Man” when such donations can speed up the work. The TSC Chair may set limits as to quantity and time for how and when donations shall be conducted, subject to vote by TSC voting members.
9. A standard IEEE format is employed for generating a draft standard.
10. The TSC Chair may form subcommittees as necessary for standards work within the subcommittee. The subcommittees follow the same established guidelines as the TSC.
11. The TSC employs professional writers hired and financed by Accellera for editing into final IEEE format.
12. The TSC develops a final draft of the standards work that is submitted to the Technical Committee for review.
13. All intellectual property (IP) generation during the process of standardization remains the property of Accellera and not to the members of the Technical Subcommittee, or Technical Committee.

## Accellera Policies, Procedures, and Guidelines

### 5.2 Subcommittee Procedures

Figure 3 shows the primary function of each Technical Subcommittee. The TSC receives requested Straw Man donations of work to speed the development of the standard outlined in the Design Objectives Document (DOD). During the development process, subcommittees are formed by the TSC Chair to deal with specific technical issues that are best resolved with a smaller number of experts.

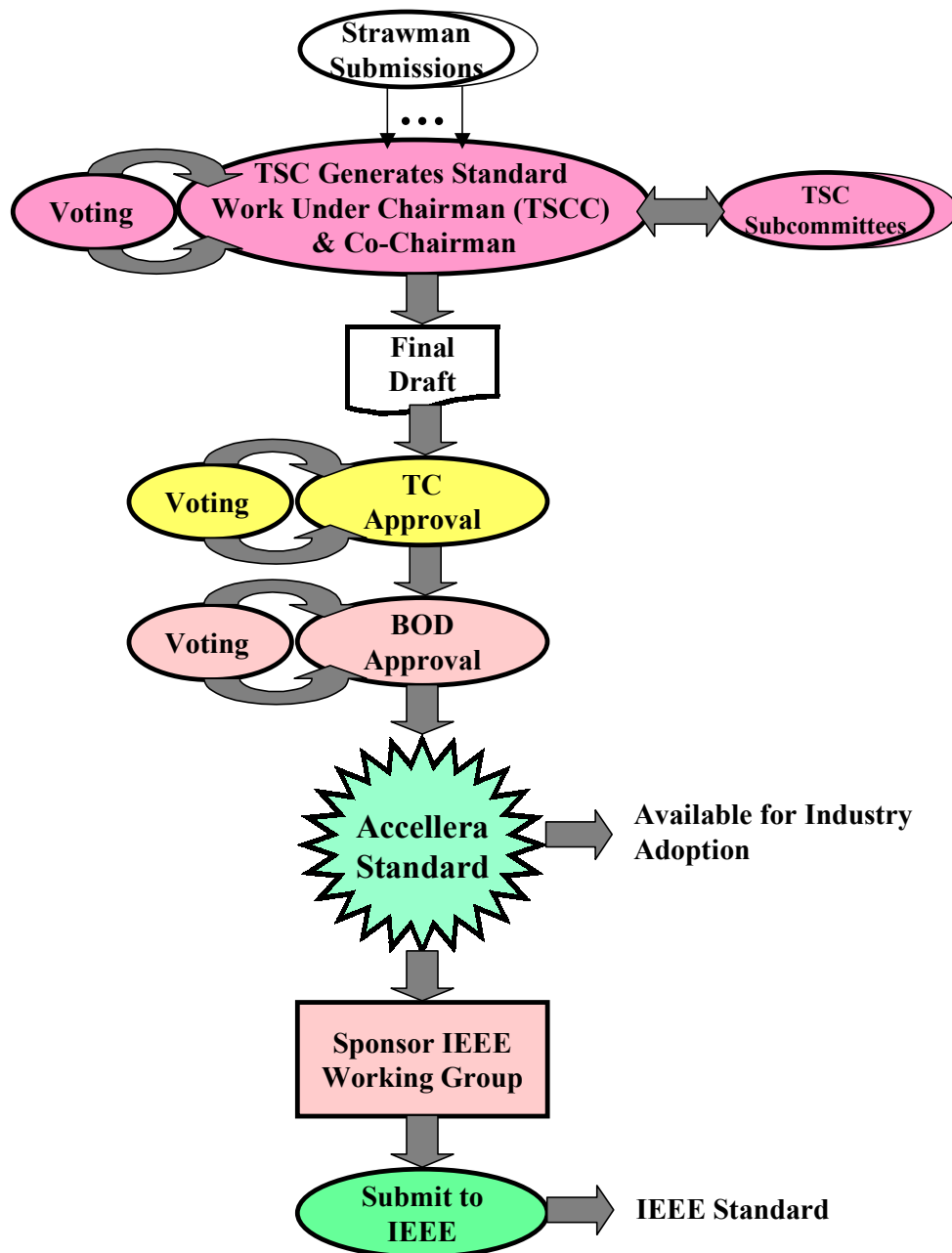
The end result from all of this work is a final draft of the standard already in IEEE approved format and ready for the approval cycle within Accellera. The final draft goes through a one-month technical review by the TC, with additional review from BOD members. Figure 3 shows that after the one-month cycle, the Technical Committee reviews the final draft where a 2/3 yes vote moves it to the BOD for approval. Taking technical guidance from the Technical Committee and the BOD advocate for that Technical Subcommittee, the BOD votes to approve by 2/3 vote. The final draft proposal then becomes an Accellera Standard that is available for all to use.

During the review period, the TSC shall make only typographical, clarification, or consistency changes. Technical changes will require a reset that shall initiate another review period.

Figure 3 illustrates that Accellera sponsors the establishment of an IEEE Working Group and transfers all documentation and legal rights to that IEEE group. The end result of that effort is a new IEEE standard

Accellera Policies, Procedures, and Guidelines  
Figure 3

## Accellera Standards Process Flow Technical Subcommittee (TSC)



## **Accellera Policies, Procedures, and Guidelines**

### **5.2.1 Technical Subcommittee Members**

While Corporate, Associate, and Individual Members contribute within the TSC, voting rights are reserved for Corporate and Associate Members. Contributors who do not become members in either of the two membership categories are welcome and are encouraged to participate. The TSC Chairs are encouraged to convert non-voting contributors to voting contributors by urging the contributors to apply for membership.

The TSC members list should include name, telephone number, email address, and the member category the person is affiliated with.

New members joining an ongoing TSC have a responsibility to behave in the following manner:

1. Refrain from disrupting an on-going process.
2. Follow the established rules and procedures
3. Read the past minutes in advance of joining to catch up on committee work.
4. Know voting privilege status before attending TSC meeting.

### **5.2.2 Meetings**

The TSC Chair schedules meetings for the TSC. Recommended guidelines for meetings are as follows:

1. Hold meetings during working days, but avoid Fridays.
2. Schedule meetings to conclude by 3:00pm Pacific Time to facilitate member participation from the East Coast and Europe.
3. Hold teleconference meetings every two weeks approximately one to two hours.
4. Hold physical meetings at least once a quarter, but more often as the need arises. Allow for teleconference for members who are unable to attend in person.
5. Schedule meetings at volunteer member company sites.
6. Email discussions are encouraged, especially when motions are forming.
7. Schedule meetings concurrent with major EDA events and conferences so that international TSC members may participate.

### **5.2.3 Minutes**

The TSC Chair shall assign a TSC member to take minutes of the meeting. All activity shall be recorded, documented, and distributed to the committee for

## **Accellera Policies, Procedures, and Guidelines**

review at the next TSC meeting. A simple majority votes to accept the minutes as documented is employed.

### **5.2.4 Web Page and Email**

Each TSC shall have a web page for communication with write privileges extended to the TSC Chair and Co-Chair. The information posted will convey as a minimum:

1. Membership information
2. Meeting schedule
3. Committee member list
4. Minutes of all previous meetings
5. Drafts
6. Proposals
7. A TSC member's space with a password to restrict access for internal TSC documents and Straw Man donations under TSC consideration.
8. Training materials

The web space must comply with eda.org rules and procedures.

An email reflector list for each TSC is maintained under the eda.org server. The email reflector is under the control of the TSC Chair and Co-Chair so that public and relevant information concerning the TSC is exchanged.

### **5.2.5 Motions and Voting**

During standards development, the TSCs are directed be able to quickly choose from a number of technical options brought forth by contributors, or by donors. The following guidelines help reduce the tendency to for the TSC to stall:

1. Decisions over technical issues are resolved by offering motions that calls for voting.
2. Major decision points are formed into a motion for debate, communicated to the TSC in advance, and placed on the agenda for the next meeting. This gives TSC members time to study the issues.
3. Conflicting inputs or proposals shall be discussed within allotted time set by the TSC Chair.
4. Motions are voted in or out by simple majority of Accellera members who have attended 3 out of the 4 full TSC meetings. (75% rule) If there have been fewer than 4 TSC meetings (i.e. for a relatively new TSC), then no more than 1 of them may have been missed to retain voting rights.
5. If a TSC has multiple contributors from the same Accellera membership only one vote is available for the group.

## **Accellera Policies, Procedures, and Guidelines**

6. Voting behavior is recommended as follows:
  - a. Agree and commit. (acceptable)
  - b. Disagree and commit.(acceptable)
  - c. Disagree and disassociate.(acceptable)
  - d. Disagree and continue to press the issue. (unacceptable)
7. Ties in voting are resolved by the TSC Chair casting a vote. If requested by the TSC Chair, the TC Chair may be asked to cast a vote in lieu of TSC Chair.

### **5.2.6 Petition to Challenge a Vote**

The Corporate Members reserve the right to petition a Technical Subcommittee on a vote. A written petition of 25% or more of the Corporate Members shall send any matter voted on by the TSC to either the Technical Committee or the BOD to approve or disapprove.

### **5.2.7 Design Objectives Document (DOD)**

It is directed that a clear objective for a TSC exist. It is therefore recommended that a Design Objectives Document (DOD) be generated to set the mission of the TSC. It is employed as a guideline to both monitor and draft the standards development. During final stages of development and during TSC and TC technical review and voting, the DOD serves as the baseline for determining relevance and completeness of the standard.

### **5.2.8 Issue List**

Documenting an Issue List is recommended so as to put aside issues that will be addressed in future versions, but not in the current version of the standard being crafted. This allows for orderly improvement of the standard as well as rapid deployment of current work.

### **5.2.9 Straw Man Donations**

It is recommended that the TSCs consider Straw Man donations of existing, proven technologies to quickly advance the standards work. In the spirit of complete openness and simplicity, it is directed that the TSC receive such donations with no attached encumbrances placed on the donations by the owners of the work. The Accellera BOD shall inform the TSC via TCC, the legal status and special conditions, if any, placed by the BOD on any requested Straw Man donation.

## **Accellera Policies, Procedures, and Guidelines**

All TSC approved Straw Man candidate donations for inclusion into the TSC work are received from the BOD Secretary. It is the responsibility of the TSC Chair and Co-Chair to ensure that only TSC contributors have access to the candidate donations for technical review. The TSC Chair must make it clear to all contributors that the candidate work should not be shared with others outside of the TSC. Those Straw Man candidates that are not chosen for inclusion into the standard are returned to the BOD Secretary for delivery back to donors, and all existing electronic copies of the returned work are deleted and physical copies either returned or destroyed.

When a TSC approves the acceptance of a Straw Man, all references to trademark names are stripped from the work, and the work takes on the identity of the name of the Accellera standard being formed.

### **5.2.10 IEEE Document Compatibility**

The TSC shall use templates that are provided by Accellera to document the standards work. This speeds up the editing work necessary to finalize the document, and serves as a guide for completeness.

### **5.2.11 Subcommittees**

The TSC Chair is empowered to organize subcommittees to accomplish segments of work and help resolve issues identified. All of the rules and guidelines of the TSC are in force and apply to subcommittees that are formed.

### **5.2.12 Contract Document Editing**

The IEEE document requirements are best handled by contracting a document writer with knowledge of IEEE formats. This is an Accellera funded activity with a budget. The following procedure is directed:

1. The TSC Chair must provide an estimate of the documentation work required.
2. The editing process should begin after the technical content is well established to help avoid major re-writes of the material by the contractor.

## **5.3 Pilot Activities and Training**

A TSC is charged with providing pilot activities and training to help launch the Accellera standard described in the DOD. This is accomplished by following the recommended guidelines:



## **Accellera Policies, Procedures, and Guidelines**

1. The TSC assigns one or two contributors to create training material on the new standard. This material may be employed as an indoctrination course at major conferences and venues. The TC Chair and BOD can be helpful in organizing such opportunities worldwide.
2. Compliance models or guidelines for the standard can be generated and posted on the TSC website.
3. Papers in technical journals, magazines, and conferences are encouraged to help explain and promote the standard.
4. Use of “Birds of a feather” sessions found at major conferences enable interactions with users and EDA vendors to discuss the standards in detail.
5. Promote actual demonstrations with the assistance of one or many EDA companies to demonstrate application of the standard in their EDA tools. Such demonstrations may be presented at conferences.

### **5.4 IEEE Relationship**

After the TSC is successful in achieving approval by the BOD of the new Accellera standard, the TSC prepares to form another working group with the goal of moving the Accellera standard to an IEEE standard. This new working group follows the IEEE policies for standards development. The TSC is responsible for assisting in the matriculation by accomplishing the following:

1. Fill out a Project Authorization Request (PAR)
2. Follow other important procedures outlined at <http://standards.ieee.org/>
3. Accellera shall transfer all documents pertaining to the standard and donation agreements to the IEEE Working group.

## **Accellera Policies, Procedures, and Guidelines**

### **6.0 Technical Work (Straw Man) Donations and Policy**

The one key factor in the speed at which Accellera Technical Subcommittees are able to produce high quality, usable and stable Accellera standards is to employ technology re-use. Adopting some or all of existing and proven technology can shorten months of valuable development time. The most expedient solution is for the donor to sign a standard Accellera Donation Agreement when a Technical Subcommittee requests a Straw Man donation.

#### **6.1 Donation Rules**

##### **6.1.1 Who May Donate**

The policies for who may donate Straw Man donations for consideration of adoption to the standards work set out in the objectives of the Technical Committee are:

1. Only current Corporate, Associate, or Individual Members of Accellera may donate a Straw Man to an appropriate Accellera Technical Committee.
2. Donor must be invited to donate Straw Man work by the Technical Subcommittee via TSC Chair. Recommendations by the Technical Committee or TC Chair may be solicited.
3. The donating member must show that they have ownership rights over the Donated work, or show evidence that they have obtained permission from any and all companies, universities and/or individuals that hold any rights over the work in order to make the donation.
4. The Accellera BOD has the sole discretion to waive the requirement that the donator must be a current Accellera member in good standing.
5. The Accellera BOD has the sole discretion to accept complete or partially completed standards from other standards groups.

##### **6.1.2 Disclaimer**

Accellera is not responsible for identifying patents for which a license may be required to implement an Accellera standard, or for conducting inquiries into the legal validity or scope of those patents that are brought to its attention.

##### **6.1.3 What may be Donated**

The following forms of submissions are candidates for donation:

1. Existing language or library formats that are currently proprietary.
2. Open source standards with no ownership.
3. Open source standards with Accellera member ownership.

## **Accellera Policies, Procedures, and Guidelines**

4. Other standards organizations formats that meet the submission requirements.

It is understood that donated Straw Man technology in the form of language, library, or formats will undergo Technical Subcommittee adjustments as the standard is being formed. What was donated can continue to be owned and used by the donating member, but the work falls outside and apart from Accellera and shall not be represented as an Accellera standard. The donating member may adopt the completed Accellera standard in favor of their own work and show compliance to the new, non-proprietary Accellera standard.

### **6.1.4 What May NOT be Donated**

There is a list of donations from members that cannot be accepted by a standards subcommittee:

1. Existing IEEE standards. (Accellera has access to IEEE standards)
2. A language or format with hidden semantics, i.e., a language or format that works only in the context of a specific software program.
3. Language or formats that have known patents or patent pending by the member donor company, unless the patent rights are waived

### **6.1.5 Donation Trademarks**

References to commercial equipment in donated work or in Accellera standards shall be generic and shall not include trademarks or other proprietary designations. Where a sole source exists for essential equipment or materials, it is permissible to supply the name of that trademark owner in a footnote.

### **6.1.6 Terms of Donation**

The BOD and donor must agree on basic terms of donation of Straw Man work. The Terms are included in a Standard Donation Agreement Template (Appendix A). The following terms are necessary and sufficient for the BOD Chair to sign the agreement:

1. Statement of ownership of work.
2. Copyrights and trade secrets jointly held with Accellera receiving full rights. Donor may continue to use work.
3. Accellera owns work, if adopted to a standard.

## **Accellera Policies, Procedures, and Guidelines**

4. Upon donor request, Un-adopted work is returned to donor and Donation Agreement is cancelled or voided.
5. Donor declares as to “best of knowledge” no patents are in force or pending.
6. If subsequent patents arise, donor agrees to license to all for no compensation or royalty.
7. No software, or implementation IP is included in work.
8. Donor agrees not to publicize own parallel work as an Accellera standard.
9. Donor agrees to follow BOD directives concerning public announcements of donation by donor.

### **6.1.7 Release to Technical Subcommittee**

Accellera must have on file with the BOD Secretary a valid, signed Donation Agreement before the requesting Technical Subcommittee is given the donated work to review. The BOD Secretary shall deliver to the Technical Subcommittee the donated Straw man work outlined in Appendix A of the Accellera Donation Agreement.

### **6.1.8 Return of Donation**

In the event that the Technical Subcommittee elects not to employ any of the donated Straw Man, and the donor requests return of the material, Accellera shall return the material on file, a cancelled Donation Agreement, and direct the TSC Chair to delete all files and destroy or return all hard copy documents.

### **6.1.9 Public Recognition of Member Donation**

It is the policy of Accellera to publicly recognize member companies for their generous contributions related to the standards process when requested. Such donations may be recognized in the form of public statements, press releases, and other forms of good-will advertisement approved by the BOD.

Under no circumstances will public announcements concerning member donations take place prior to the Technical Subcommittee actually receiving the work for review. The donating member company is made aware that their donation may not necessarily be adopted by the TSC into an Accellera standard.

Donating company press releases mentioning Accellera donations must be completely approved and signed by the donating company prior to request for press release approval by the Accellera BOD.

## Accellera Policies, Procedures, and Guidelines

### 6.2 Straw Man Donation Procedure

Figure 4 shows a procedure flow for Technical Subcommittees to initiate, and subsequently act on Straw Man donations that will enable the TSC to quickly adopt standards. The following procedures are outlined in Figure 4:

1. With assistance from the TC and TC Chair, the TSC requests a specific donation from a donating company.
2. The Donor follows a donor-Accellera legal procedure (Section 7.3) that result in a signed donation agreement between the BOD and the donor.
3. A valid, signed Donation Agreement is a necessary and sufficient achievement that enables the BOD Secretary to transfer the donor Straw Man to the TSC. No transfer is allowed until the Donation Agreement is complete and archived.
4. The TSC decides on acceptance of some or the entire donation.
5. Accepted donations are stripped of their donor copyrights, trademarks, and commercial names, in favor of Accellera with names consistent with the Subcommittee DOD.
6. Un-accepted Straw Man donations are identified as such and returned to the BOD Secretary, along with all soft and hard copies.
7. The BOD Secretary shall deliver to the donor a cancelled Donation Agreement, and destroy or return all work.

#### 6.2.1 Donation Requests

While donations may come from many sources, it is the Technical Subcommittee who is responsible for initiating a Straw Man donation. The TSC Chair may set limits as to the number of donation requests as well as impose a time limit as part of their request.

#### 6.2.2 Standard Donation Agreement

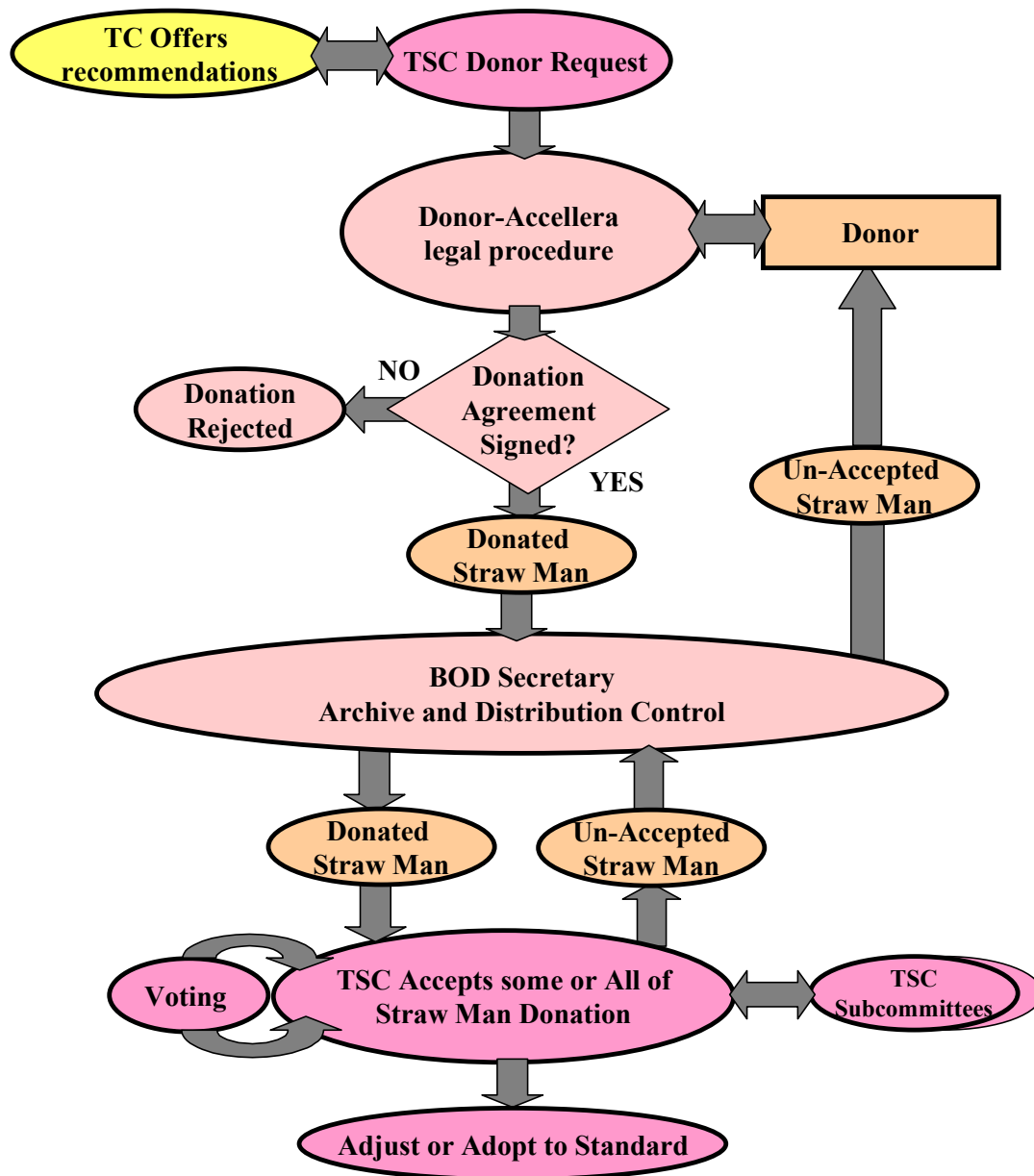
The donor and Accellera follow a Donor-Accellera Legal procedure described in section 6.3, Standard Donation Policy Procedure.

#### 6.2.3 Archive and Distribution Control

The donated material is received by Accellera, archived, and distributed only to the requesting Technical Subcommittee when the appropriate Donation Agreement is signed.

Figure 4

## Accellera Standards Process Flow (Straw Man Donations)



## **Accellera Policies, Procedures, and Guidelines**

### **6.2.4 Technical Subcommittee Adoption**

The TSC may choose to employ some or all of the donated work. Copyrights are stripped, and any commercial names the work may have are also stripped away, unless the TC Chair, with BOD approval, retains the commercial name for that standard.

### **6.2.5 Technical Subcommittee Rejection**

If no portion of the donated work is employed, then it is classified as an un-accepted Straw Man, and the donation is returned to the BOD Secretary. Figure 5 shows that all documents are available to be returned to the donor if un-accepted.

## **6.3 Standard Donation Policy Procedure**

Figure 5 illustrates the procedure followed by the donor and the BOD to deliver Straw man work to the Technical Subcommittees as fast as possible. There are two procedures that may be followed by the donor and the BOD.

1. Donor employs the Standard Donation Agreement Template.
2. Donor drafts own agreement or modifies the Standard Donation Agreement Template.

In Figure 5, the procedure above the dashed line is the most efficient way to execute the donation agreement. This procedure is described as follows:

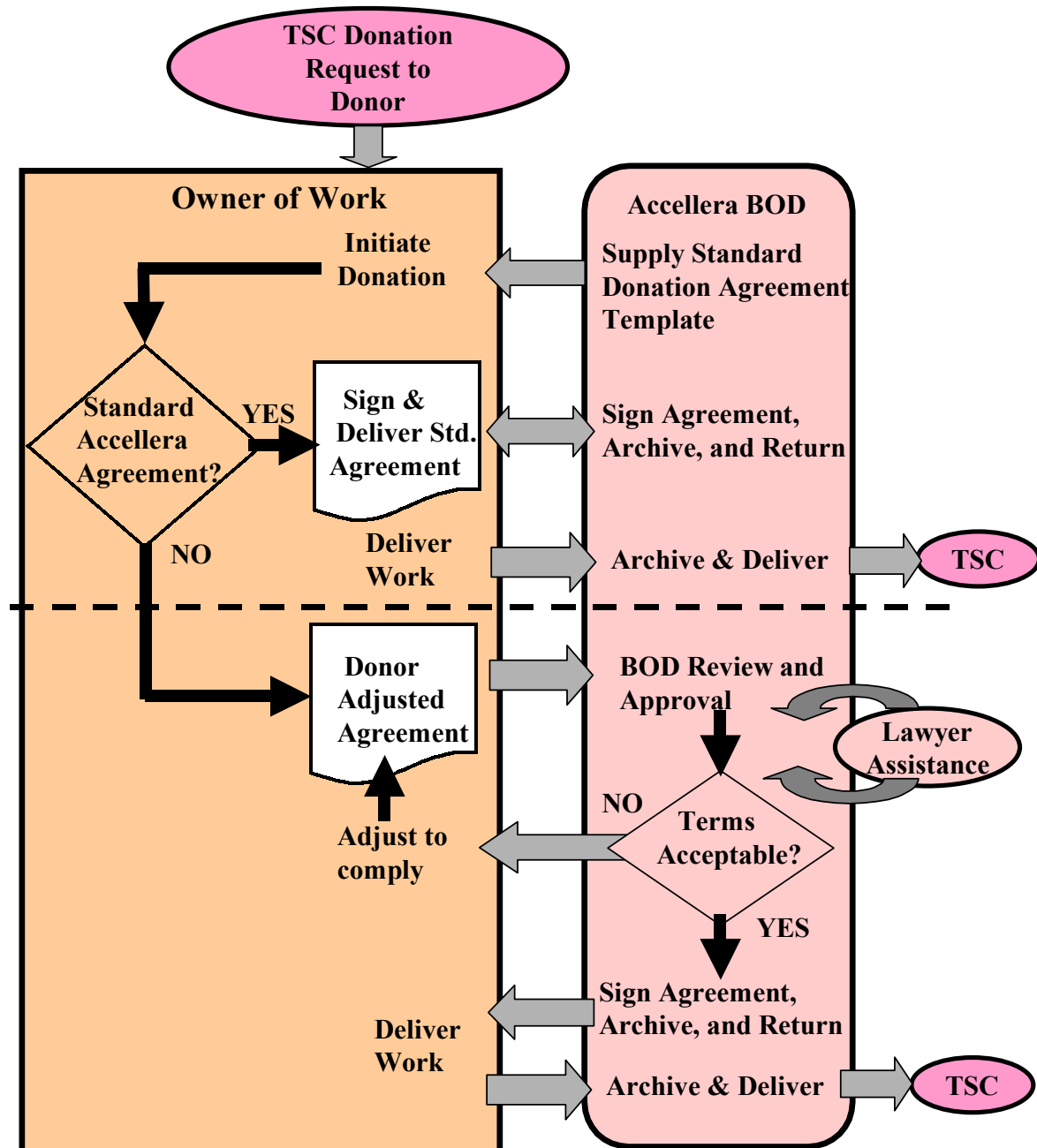
1. The TSC requests a donation from the owner of the work and supplies from the BOD a Standard Donation Agreement Template.
2. Donor and BOD Chair sign Standard Donation Agreement.
3. Donor delivers work to BOD Secretary.
4. BOD Secretary archives and delivers work to the TSC.

In Figure 5, the procedure below the dashed line is a more time consuming way to execute the donation agreement. This procedure is described as follows:

1. After reviewing Standard Donation Agreement Template the donor modifies the template, or drafts a new Donation Agreement and delivers it to the BOD.
2. The BOD must then review and perhaps seek legal assistance to determine if the terms are acceptable to the BOD.
3. If terms are not acceptable, the BOD returns the agreement for donor modification, and upon delivery of the modified agreement, the BOD review cycle is again initiated.

Figure 5

## Standards Process Flow Straw Man Donation Process





**Accellera Policies, Procedures, and Guidelines**

4. Regardless of the number of cycles, the BOD must find the terms acceptable for the donation process to proceed.
5. With acceptable terms in place, Donor and BOD Chair sign modified Donation Agreement.
6. Donor delivers work to BOD Secretary.
7. BOD Secretary archives and delivers work to the TSC.

## **Accellera Policies, Procedures, and Guidelines (Designer's Forum)**

### **7.0 Designer's Forum (formerly the Users Committee)**

#### **7.1 Name and Affiliation**

The Accellera Designers Forum (ADF) is a professional organization of individuals active or interested in Electronic Design Automation. ADF is a duly recognized part of Accellera and its members are Individual members of Accellera

#### **7.2 Charter and Mission**

To provide an international forum to electronics design practitioners to promote the use of existing standards, to foster input on new methodologies and standards, and to share professional ideas and experiences.

#### **7.3 Membership**

Anyone with an interest in the Charter and Mission of ADF may become an Individual member by submitting a written application.

##### **7.3.1 Membership Renewal**

Individual memberships shall be renewed once a year. Membership renewals shall be submitted in written form. No later than December 1st a notice of renewal shall be distributed to all the members. The aggregate of affirmative answers received by December 31 shall constitute the initial roster of members for the following calendar year.

##### **7.3.2 Benefits of Membership**

Individual members shall be promptly notified of all public activities of Accellera and any activity of ADF. Individual members shall have the right to participate to any and all activities sponsored by ADF. Some of the activities will require that a fee be paid for participation, others will be offered free of charge to ADF members.

##### **7.3.3 Removal of Members**

Members shall be removed if they do not indicate their interest and willingness to continue to be a member by responding in the affirmative to the yearly membership renewal solicitation. Members can also be removed for actions detrimental to ADF or Accellera by a majority vote of the Advisory Board.

## **Accellera Policies, Procedures, and Guidelines (Designer's Forum)**

### **7.4 Advisory Board**

An Advisory Boards consisting of an odd number of members shall direct ADF activities. The total number of members shall be no less than seven and no more than seventeen.

#### **7.4.1 Election and Tenure**

Members of the Advisory Board shall be elected during February of every even year and shall hold office for a two-year period. If the number of candidates is odd, greater than seven and less than seventeen, the candidates are elected by acclamation. If there are more than seventeen, or if the number is even, an election shall be held. Each ADF member is entitled to cast one vote. If the number of candidates is even then the candidate receiving the least number of votes shall not be elected to the Advisory Board. If there are more than seventeen candidates the seventeen that receive the greatest number of votes shall be elected to the Board.

#### **7.4.2 Eligibility**

Any member of ADF is eligible to run for a seat on the Advisory Board.

#### **7.4.3 Meetings and Frequency**

The Advisory Board shall meet in conjunction with the Design Automation Conference for the purposes of electing a Chair and conducting any such business as appropriate. The Advisory Board shall meet as required but no less than twice per calendar year to conduct the business of ADF as appropriate. The Chair or three members of the Advisory Board can call a meeting. Meetings of the Advisory Board can be held either in person or by conference call or other electronic means.

#### **7.4.4 Voting Procedure**

Each member of the Advisory Board shall have one vote. Majority shall take all decisions of the Advisory Board that require a vote, except when otherwise stipulated.

## **Accellera Policies, Procedures, and Guidelines (Designer's Forum)**

### **7.4.5 Removal From Office**

A member of the Advisory Board can be removed from office by a two-thirds vote of the Advisory Board for unprofessional conduct or abdication of duties. The member under question shall not have the right to cast a vote in this process. Any two members of the Advisory Board shall be entitled to provide evidence of the undesired behavior and ask for a vote of dismissal.

### **7.5 Chair**

The Chair of ADF shall be elected by consensus or majority vote and will hold office for a period of two years. At the conclusion of the meeting during which the election has taken place, the Board of Directors of Accellera shall be notified of the selection. Once the Accellera Board of Directors ratifies the selected individual the election is official and he or she shall also become an ex-officio member of the Accellera Board of Directors.

#### **7.5.1 Removal From Office**

The Chair can be removed from office by a two-thirds vote of the Advisory Board for unprofessional conduct or abdication of duties. Any two members of the Advisory Board shall be entitled to provide evidence of the undesired behavior and ask for a vote of dismissal.

#### **7.5.2 Duties**

The Chair shall represent ADF within Accellera by participating in its Board of Directors meetings. A thirty days notice is required for all meetings, unless the business to be conducted is time sensitive. In the latter case a 72-hour notice shall be sufficient.

#### **7.5.3 Budget**

The Chair shall prepare a budget each year and present it to the Advisory Board no later than September 30. The budget shall cover the activities of ADF for the next twelve months. Upon ratification by the Advisory Board the Chair shall present the budget to the Accellera Board of Directors for their approval.

## **Accellera Policies, Procedures, and Guidelines (Designer's Forum)**

### **7.5.4 Steering Committee**

The Chair shall appoint a Steering Committee whose purpose is to assist in the conduct of ADF business. One of the members of the Steering Committee shall be designated as Secretary and such individual shall record minutes of every Advisory Board meeting and distribute such minutes to the Accellera Board of Directors and to the ADF membership. The Secretary shall also assume the temporary duties of the Chair should the Chair become incapacitated until a special election is called by the Advisory Board or the Chair is able to resume the duties of the office.

### **7.6 DVCon (HDLcon) Technical Program**

ADF is responsible for providing the volunteers required to organize and run DVCon technical program. The Advisory Board shall identify an individual as Nominated DVCon Program Chair no later than at its meeting in conjunction with the Design Automation Conference. The Accellera Board of Directors must ratify the Nominated DVCon Program Chair.

### **7.7 Amendments**

The Advisory Board can make changes to the Operational Rules of ADF by a simple majority vote with the exception of the clauses dealing with removal of members of Chair, which require a two-thirds majority. Any changes to the Operational Rules must be submitted to the Accellera Board of Directors for their ratification.



## Appendix A

### ACCELLERA DONATION AGREEMENT *TEMPLATE*

This ASSIGNMENT AGREEMENT (the "Agreement") is entered into and effective this day of \_\_\_\_\_, 2001, ("Effective Date") by and between ***Company or University Name Inc.*** hereinafter referred to as "***Donor***", a corporation organized and existing under the laws of the State of ***State***, and **Accellera Organization**, hereinafter referred to as "ACCELLERA", a nonprofit corporation organized and existing under the laws of the State of California.

**WHEREAS**, DONOR has developed a ***Description of work*** referred to as the "Work", a copy of which is attached hereto); and

**WHEREAS**, ACCELLERA desires to review DONOR's ***Description of work*** for possible promulgation as an industry standard library; and

WHEREAS, DONOR desires to promulgate the ***Description of work*** as an industry standard while preserving certain of its intellectual property rights in the ***Description of work***.

#### Copyright and Trade Secret Rights

**NOW THEREFORE**, in consideration of the mutual covenants and promises contained herein, the parties agree as follows:

DONOR hereby assigns, transfers, and conveys to ACCELLERA, its successors and assigns without a duty of accounting, a non-exclusive interest in DONOR's copyrights and trade secrets in the Work, which copyright interest and right shall be held to the full end of the term for which such copyright or any renewal or extension thereof is or may be granted. It is expressly agreed and acknowledged that both parties shall be permitted to develop and utilize the Work independently. Notwithstanding anything contained herein to the contrary, the Work shall not be deemed to include any present or future computer software utilizing or implementing the ***Description of work***.

#### Declaration

DONOR also declares, to the best of its actual knowledge without any duty to conduct an internal patent portfolio or other domestic or foreign patent search, that there are no patents that have been filed or issued by employees or university officials of DONOR in regards to the specification included in the Work. Patents relating to any algorithm, tool, process, apparatus, program element or product, or any other implementation based on the Work are outside the scope of this declaration. DONOR makes no representation that an internal patent portfolio or other domestic or foreign patent search has been conducted. If subsequent patents, or other Intellectual Property Rights (IPR) are discovered, and the IP is included in the Accellera standard, DONOR shall negotiate worldwide licenses

under its relevant IPR without remuneration and with nondiscriminatory terms and conditions to allow the manufacture, use, sale, offer for sale, and importation of the relevant IPR for all of the adopters of the Accellera standard.

#### No Implied License

Except as expressly provided herein, this Agreement grants no licenses under any intellectual property and shall in no way expand the rights granted to a party hereto under any other agreement, and specifically this Agreement grants no licenses under any patents.

#### Limited Warranty

EACH PARTY REPRESENTS AND WARRANTS THAT IT HAS THE AUTHORITY TO ENTER INTO THIS AGREEMENT AND EACH PARTY UNDERSTANDS AND ACKNOWLEDGES THAT EXCEPT AS EXPRESSLY PROVIDED HEREIN, IT USES ANY TECHNOLOGY OR WORK ASSIGNED OR DELIVERED HEREIN TO IT "AS IS", WITHOUT WARRANTY OF ANY KIND. EXCEPT AS SPECIFICALLY PROVIDED IN THIS AGREEMENT, XXX MAKES NO WARRANTY TO ACCELLERA, OR TO ANY AUTHORIZED USER OR THIRD PARTY, WHETHER EXPRESS OR IMPLIED, INCLUDING WITHOUT LIMITATION ALL WARRANTIES OF QUALITY, PERFORMANCE, COMPATABILITY, MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE AND NON-INFRINGEMENT.

#### Limitation of Liability

IN NO EVENT SHALL ANY PARTY BE LIABLE TO ANOTHER OR ANY OTHER PERSON FOR ANY SPECIAL, INDIRECT, INCIDENTAL, PUNITIVE OR CONSEQUENTIAL DAMAGES OF ANY KIND, INCLUDING BUT NOT LIMITED TO, LOSS OF PROFITS OR DAMAGES TO THE OTHER PARTY'S BUSINESS REPUTATION HOWEVER CAUSED AND ON ANY THEORY OF LIABILITY, WHETHER IN AN ACTION FOR CONTRACT, STRICT LIABILITY OR TORT (INCLUDING NEGLIGENCE) OR OTHERWISE, WHETHER OR NOT THE FIRST PARTY HAS BEEN ADVISED OF THE POSSIBILITY OF SUCH DAMAGE AND NOTWITHSTANDING THE FAILURE OF ESSENTIAL PURPOSE OF ANY REMEDY.

Publicity

DONOR agrees, in the event that the Work, or a portion of such Work, is selected as a component of an industry standard language, that DONOR shall not publicize or claim that DONOR 's ***Description of work***, whether modified by DONOR, or in an original form, is the industry standard library as promulgated by ACCELLERA.

Miscellaneous Provisions

No Amendment. This Assignment may not be amended, supplemented or modified, nor may any or all of its provisions be waived, except by DONOR AND ACCELLERA in writing.

Entire Understanding. This Agreement constitutes the entire understanding between DONOR and ACCELLERA concerning the subject matter hereof and supersedes any prior and contemporaneous agreements and/or understanding between the parties, whether oral or written.

Governing Law. This Agreement shall be governed by and interpreted and construed under the laws of the State of California. Both parties consent to the exclusive jurisdiction of and venue in the state and federal courts in Santa Clara County, California.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the day and year first above written.

**ACCELLERA**

**DONOR**

By:\_\_\_\_\_

By:\_\_\_\_\_

Name:\_\_\_\_\_

Name:\_\_\_\_\_

Title:\_\_\_\_\_

Title:\_\_\_\_\_

Date:\_\_\_\_\_

Date:\_\_\_\_\_



**Exhibit A**  
**Description of Work**