

Finding a home for Thunderbird

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Introduction & Background

Mozilla Thunderbird is a cross-platform desktop email, news, calendaring and chat client.

History

The Thunderbird and Firefox projects have common organizational and technical roots. While being separate products, they both grew out of the original combined Mozilla suite in 2004, and continue to both be based on a large body of shared code - principally, the Gecko HTML rendering engine.

In 2012, Mozilla decided that Thunderbird, while an excellent email program, was unlikely to be a route to expanding the reach and impact of the Mozilla mission. At that point it consequently significantly reduced the deployment of paid resources on Thunderbird, and a greater role was taken on by volunteers.

This change was an organizational one, not a technical one. Since then, Thunderbird has tried to maintain its practice of being based on the latest version of the shared Gecko code-base. However, in 2016 this is both putting pressure on Thunderbird's limited resources and slowing down Firefox. The problem is going to increase in the short term as Firefox prepares to make some larger changes.

While Mozilla wants to ensure the long-term stability of Thunderbird, both organizationally and technically, the organization is keen to push forward with its focus on preserving and protecting the open web, and that means Firefox. Therefore, Thunderbird is no longer supported with significant paid resources by the Mozilla organization, and so has fewer developer hours than it has had in the past.

Future

Given this situation, Mozilla has decided to initiate a process to make Thunderbird both technically and organizationally independent. The desired result is a Thunderbird that is technically independent from Firefox and that exists as an independently-governed and managed project with no reliance on Mozilla Corporation staff. The Mozilla Foundation has stated it remains committed to the future success of Thunderbird and is open to whichever solutions the project itself believes will most likely lead to that success.

Mozilla has told me that it expects to help partly fund the transition to whichever solution the project chooses and may also consider some ongoing support. The project should subsequently expect to be treated as external to Mozilla regardless of which option it chooses, and should be prepared for Mozilla's technical direction to stop accommodating Thunderbird's needs at some point. Mozilla Foundation has agreed to arrange for a suitably experienced technical architect to contribute proposals for future technology roadmaps for Thunderbird and help the project (in its new location) to evaluate those technical options.

In this report I am not actually making a recommendation of the outcome as that would result in conflict of interest concerns given my position as a director of The Document Foundation. My task is to summarize for the Mozilla Leadership and the Thunderbird Council the most relevant pros, cons and observations for each of the viable and willing destinations. I also describe some destinations that have been mentioned but do not appear viable.

Variables

In selecting a new home, consideration must be given to many different aspects beyond simple fiduciary hosting, such as:

- technical hosting including
 - source code hosting
 - build and CI
 - testing and issue tracking
 - release management, including
 - downloads
 - crash reporting
 - telemetry
 - ISPDB for autoconfiguration
 - online presence - web site, blogging, wiki, IRC, Etherpad
 - discussion forums and mailing lists
- ongoing finance
 - fund-raising
 - managing reserves
 - financial management
 - government compliance such as tax reporting
 - compatibility of the mission of the host organization for purposes of expenditure (since a charity can usually only direct its assets towards activities compatible with its stated mission)
- staffing including hiring and managing staff, notably to cover build and release management
- governance and dispute resolution
- international location and its compatibility with the Thunderbird community
- sustaining leadership of the organization over time
- trademark management. (The Mozilla Foundation is willing to make appropriate licensing or possibly even transfer arrangements for Thunderbird trademarks but will need to know these high-value assets will be well managed)
- the possibility to transform to a fully independent Foundation in the future (see final option below)

In this report I refer to “open source”, “free software” and “FOSS/FLOSS” interchangeably in various contexts.

Thunderbird Destinations

Executive Summary

Having reviewed the destinations listed below together with several others which were less promising, I believe there are three viable choices for a future home for the Thunderbird Project; Software Freedom Conservancy, The Document Foundation and a new deal at the Mozilla Foundation. None of these three is inherently the best, and it is possible that over time the project might seek to migrate to a “Thunderbird Foundation” as a permanent home (although I would not recommend that as the next step).

In all three cases, the next step would be to create a plan that gains the consent of Mozilla Foundation leadership. Key consideration points for these three choices include:

- Software Freedom Conservancy:
 - Has already agreed to accept Thunderbird
 - Has an existing administrative staff
 - Would support formation of a future independent Foundation
- The Document Foundation:
 - Is based in Germany, where the largest national community of Thunderbird users is located
 - Already hosts a very large end-user project (LibreOffice)
 - Has an existing administrative staff
 - Has successfully implemented large-scale fund-raising
 - Has stimulated a commercial ecosystem around the project
- The Mozilla Foundation
 - Is well known to the project already but cautions that an entirely new arrangement would be needed
 - Foundation team currently focused on open Internet advocacy and leadership development, not set up to manage major software projects

Software Freedom Conservancy

Summary:

A US-based non-profit charity whose mission is to provide services to free software projects. Conservancy is willing to host Thunderbird.

Detail:

- Conservancy was originally approached by the Thunderbird Council, who completed its application process.
- Conservancy's Evaluation Committee has approved Thunderbird as a new member.
- The organization at Conservancy comprises:
 - A US 501(c)(3) tax-exempt non-profit public benefit charity incorporated in New York State in 2006 and founded by the Software Freedom Law Center.
 - A *Board of Directors*, whose members are self-perpetuating (selected by the existing incumbents) which elects Officers.
 - A project Evaluation Committee chartered by the Board and empowered to admit new projects.
 - A staff, responsible for business operations, legal affairs and project mentoring.
 - A number of member projects (currently 33 projects), which are clients of the organization. Projects are predominantly code development activities but there are a few projects with non-code objectives.
- Conservancy offers administrative and legal services to projects and describes its mission thus: Conservancy provides a non-profit home and infrastructure for FLOSS projects. This allows FLOSS developers to focus on what they do best — writing and improving FLOSS for the general public — while Conservancy takes care of the projects' needs that do not relate directly to software development and documentation.
- Conservancy is majority-funded by donations and minority-funded by service revenue such as from conferences, according to its tax filing. Its current turnover is in the region of \$1 million.
- Conservancy hosts a varied range of projects with a broad variety of support needs and revenue models, including grant, academic, donation and sponsorship funding models.
- Projects may leave on 60 days notice, and Conservancy has a history of two successful transplants out, Mifos and JQuery.
- Conservancy already hosts an e-mail project, Bongo.
- Thunderbird would be one of the largest projects at Conservancy, both in terms of project participants and potentially in terms of finances.
- The governance for each incoming project is reviewed and evaluated during onboarding and redesigned as necessary.

Many thanks to Conservancy for their help, especially to their Executive Director Karen Sandler who took time out of her leave to offer advice.

[The Document Foundation \(TDF\)](#)

Summary:

A German-based international non-profit charity with compatible objectives, willing to consider hosting Thunderbird. Note this does not imply a connection with LibreOffice, which is one of TDF's other projects.

Detail:

- TDF was originally approached in this regard by the Thunderbird Council and has also been approached by P=P.
- TDF's Board has deferred a final decision about hosting Thunderbird to the new Board who will wait for a formal request from the Thunderbird Council before making a decision.
- The organization at TDF comprises:
 - A "*Stiftung*" – German, capital-anchored, long-term, non-profit, charitable trust with regulations checked by the administration of Berlin, founded in 2010 with incorporation finally approved by Berlin in 2012.
 - A *Membership Committee* (MC), elected by the Trustees in an election managed by the Board, serving a two year term. The MC admits Trustees according to published criteria and manages elections for the Board. MC and Board elections currently occur in alternate years.
 - A *Board of Directors*, elected by the Trustees in an election managed by the MC, serving a two year term.
 - An election has just been held and the new Board will be seated on February 18, 2016.
 - Any Trustee may stand for election and there are no term limits.
 - No more than two Directors with same corporate affiliation may serve simultaneously.
 - There are seven Directors and three Deputies who may be asked to stand in at meetings by an otherwise unavailable Director. Vacancies of the Board are filled by Deputies.
 - The Board manages the affairs of TDF and takes legal responsibility for those affairs.
 - The proceedings of the Board are public and any Trustee interested in the decisions being made may attend Board meetings (which mostly happen online).
 - A body of *Trustees* (or "members"). In TDF, admission as a Trustee is administered by the MC. For admission as a Trustee, individuals are expected to demonstrate both a commitment to the objectives of TDF and actual contribution within the recent past together with a commitment to ongoing contribution. Trustees serve for one year, renewable indefinitely as long as they continue to meet the admission criteria. Only individuals can be Trustees; there is no governance role for non-personal legal entities.
 - A *staff* comprising both full-time, part-time and contract individuals. The staff run the business affairs of TDF, manage the shared infrastructure and facilitate selected project functions such as LibreOffice releases.
- The governance of TDF as an overall entity is designed to ensure leadership by current, actual contributors and to protect against domination of the project by a single corporate entity. The project has a [Manifesto](#) which appears compatible with the objectives of the Thunderbird project.
- TDF currently hosts two projects:
 - [LibreOffice](#), the open source office productivity suite. LibreOffice is installed on around 150 million computers worldwide and averages around 275 active committers making

- around 1750 commits per month. The project has a complexity, code longevity and user base of comparable magnitude to Thunderbird.
 - The [Document Liberation Project](#) (DLP), creating component libraries for use by a range of document and image processing projects for file format conversion.
 - Projects within TDF govern themselves independently of the Board on matters which are specific to the project.
 - LibreOffice has an Engineering Steering Committee (ESC) comprising the current major committers to the code. The ESC schedules the content of releases and arbitrates technical decisions by consensus.
 - LibreOffice uses a “release train” model, scheduling every release in advance and then fitting all contributed improvements into the schedule.
 - LibreOffice has a substantial international community of local language projects which perform localization and translation as well as advocacy in [a wide range of languages](#).
 - LibreOffice also has distributed and distinct communities contributing documentation, QA and UX design.
 - LibreOffice has a marketing community that supports adoption of both LibreOffice and ODF internationally.
 - LibreOffice runs a Certification project for developers, trainers and migrators to give commercial organizations a basis for selecting staff and contractors.
 - LibreOffice runs an invitation-only Advisory Board of commercial and non-profit stakeholders. This body has no governance role but provides a mechanism for feedback.
 - DLP is collectively administered by its developers and operates independently of LibreOffice.
 - TDF is funded by donations and Advisory Board fees.
 - The majority of its funding arises from small donations by individuals via the download web site. Donations are made throughout the year and there is no funding drive. Donations are made either direct to TDF or via SPI (mainly US donations). Donations average around €600,000 per year. Donations via SPI are managed according to SPI’s procedures.
 - Commercial members of the LibreOffice Advisory Board also pay fees as a condition of their membership.
 - Funds are spent in support of the operation of the Foundation and its projects and objectives. Rules for German non-profits are strict and expenditure is carefully managed, with funds held by SPI being used mainly for supporting travel by community members. Money is spent in three ways:
 - Operating costs of the staff and the project, according to a budget managed by the Board.
 - Competitive tenders for work commissioned directly by the Board. This includes infrastructure projects, substantial marketing deliverables and code development where the ESC believes code is essential but there are no volunteers to develop it.
 - Grants submitted via the [grant proposal process](#) and approved by the Board.
 - The Board has discussed the possibility of Thunderbird joining TDF as its third project, and has given its approval for discussions to proceed. TDF has **not** made a final decisions whether to host Thunderbird yet and would only take a final decision once the request to join was made.
 - The steps to join TDF are relatively clear. The current understanding follows, but is subject to negotiation and change.
 - Thunderbird’s Council would be immediately hosted as the interim body for the project to bootstrap admission to governance.
 - TDF has just completed a Board election cycle, so suggests the Council consult the Thunderbird community to make a full list of current and recent contributors likely to meet the MC’s criteria for admission as Trustees and invite the individuals on that list to

elect a “shadow Board” to take fiduciary decisions affecting Thunderbird as empowered by the current Board. Thunderbird contributors can then take the usual path to Trustee status in time for the next elections.

- o The shadow Board would also be expected to charter a group analogous to the LibreOffice ESC, which would be entirely responsible for managing technical activity for Thunderbird.
- o While its approach to fund-raising would need to be adapted, TDF would encourage Thunderbird to raise funds earmarked for its own advancement using methods compatible with TDF’s existing approach and to spend them according to the three-mode process above.
- o TDF would expect to eventually host Thunderbird infrastructure but is happy to make the most appropriate staged arrangements for migration from Mozilla. TDF would expect Thunderbird to manage this process but would provide staff assistance as necessary.
- o TDF understands from its own discussions with MoFo and P=P that donations to fund the migration and initial life of the project within TDF would likely be forthcoming.
- o TDF does not expect any early integration of the work of LibreOffice and Thunderbird. Both projects would need to become comfortable with each other’s work before anything could be considered, and the LibreOffice and Thunderbird ESC’s would need to mutually agree any changes.
- o Once this stage is reached, and over time, the projects would have coupled governance and infrastructure which would be quite difficult to undo. Separation into another Foundation might be harder, especially one hosted outside Germany.

Many thanks to TDF, whose core leadership team offered great help with this entry and were able to offer detail on what an integrated Thunderbird project would look like.

Mozilla Foundation (MoFo)

Summary:

MoFo is a US non-profit public charity (“501(c)(3)”) with a compatible vision, willing to act as an organizational host for an independent Thunderbird project.

Detail:

- MoFo is willing to consider acting as organizational host for an independent Thunderbird project. This does not indicate maintaining the status quo of the project; it simply means MoFo acting as a host like other candidates in this document.
- The project would be treated as an independent, volunteer-run project housed at Mozilla, not as part of its core focus, and would be expected to be self-funding.
- MoFo would retain and administer the Thunderbird trademarks.
- Technical management is outside this scope, so the community will need to devise project hosting and manage repositories, build, release and downloads. Standard infrastructure such as Etherpad and IRC would be likely to continue to be available as long as Thunderbird only uses standard configurations.
- MoFo is willing to provide technologies to support fund-raising and to handle the necessary administration to spend the funds raised, although all expenditure would need to comply with MoFo guidelines related to protecting its non-profit status.
- The project will be responsible for the hiring, management and care of any staff and MoFo will not provide any HR services, although it would be willing to offer access to Mozilla offices to host contractors hired and managed by the project.
- The project would need to define and implement its own governance structures independently of MoFo.

Other Alternatives

The GNOME Foundation

Entity: US non-profit public charity (“501(c)(3)”)

- I approached members of the GNOME Board of Directors and discussed the possibility of GNOME hosting Thunderbird at some length. While many members of the Board were interested and sympathetic, the casual consensus was that now is not a good time for GNOME to consider such a significant change.

Software In The Public Interest (SPI)

Entity: US non-profit public charity (“501(c)(3)”)

- SPI was originally established to act as a legal entity to hold assets for the Debian project. It has subsequently accepted a wide range of other [projects](#).
- SPI acts mainly as a clearing-house for donations to projects, with tax deductible by US taxpayers. Reimbursements on behalf of a project are sent directly to the community member making a valid claim.
- If funds are used to buy items valued over \$300 these remain the property of SPI.
- Several of the projects supported by SPI use it as an adjunct to other approaches to governance. For example, LibreOffice uses SPI as a channel for tax-deductible US donations but is mainly hosted by the Document Foundation.
- Other [services](#) offered include:
 - Acting as the trademark holder and domain name registrant for projects. Once registered with SPI, these assets can only be transferred to another US 501(c)(3) in the future.
 - Signing contracts on behalf of the project
 - Securing legal advice for the project (at the discretion of the SPI Board)
 - Provide some technical services (such as provision of a nameserver) but at the discretion of the Board
- SPI does not generally provide extensive technical infrastructure.
- SPI does not engage in community governance directly.

Apache Software Foundation (ASF)

Entity: US non-profit public charity (“501(c)(3)”)

- The ASF has not been formally approached on behalf of Thunderbird.
- Apache has a time-tested and well-understood approach to hosting open source projects and hosts a large number of substantial and important [projects](#), mainly addressing infrastructure needs.
- Its organization and processes are strongly egalitarian and meritocratic and are designed to guarantee every participant can freely use Apache code for any purpose, including proprietary purposes.
- If treated like previous project moves of this kind, Thunderbird would be initially admitted to the [Apache Incubator Project](#). The process in order to become a full Apache Top Level Project (TLP) is [well documented](#) and includes:

- All code in Thunderbird would need to be relicensed under the [Apache License](#). This is not negotiable, and any code that could not be relicensed for any reason would need to be removed.
- All Thunderbird contributors would need to sign an Apache [Individual Contributor License Agreement](#), and their employers would probably need to sign a [CCLA](#).
- Thunderbird would need to migrate to ASF infrastructure.
- All Thunderbird trademarks would need to be donated to the ASF, or the project name changed.
- As an Apache TLP, Thunderbird would not be allowed to raise funds for its own use as Apache centralizes all donated funds and allocates them on a needs basis.
- Most Apache projects are server, developer or infrastructure projects, and end-user projects (like Apache OpenOffice) are the exception. Apache processes are not optimized for end-user projects.
- Apache is a source code community and while it has projects which create “convenience binaries” they are not an official work product of the ASF process. Distributing these convenience binaries on a large scale is a concern for the ASF; Apache OpenOffice consequently uses SourceForge for binary distribution.
- Apache would be very unlikely to employ staff dedicated to development of Thunderbird.

“Thunderbird Foundation”

Entity: None created yet, this is a speculative outcome

- Could be located in US or Europe, as a legal entity with charitable purposes.
- Any arrangement agreed between the project participants could be considered, and all of the considerations listed in the introduction will be the full responsibility of the new entity.
- Creating a new entity involves resolving all of the issues currently facing Thunderbird and its community and then making them concrete in legally-binding bylaws and articles of association. As such, it is a step best taken after these things have been resolved, rather than before.
- With all these things taken into account, I would not recommend this option as a first step. However, it may become appropriate in the future for Thunderbird to separate from its new host and become a full independent entity, and the ability to do this should be considered in selecting a new home.