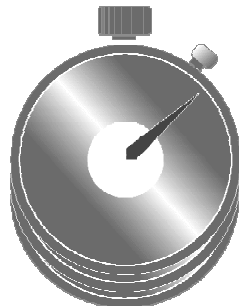


Policies and Guidelines of the Storage Performance Council (SPC)



***Storage
Performance
Council***

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PREFACE

REVISION RECORD

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INTENDED AUDIENCE

This document is intended for use by members of the Storage Performance Council (SPC).

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SECTION 1: SPC MISSION

The Storage Performance Council (SPC) is a non-profit corporation founded to define, standardize, and promote storage subsystem benchmarks as well as to disseminate objective, verifiable performance data to the computer industry and its customers.

The SPC strives to maintain a healthy, safe and productive work environment which is free from discrimination or harassment based on race, color, religion, sex, sexual orientation, age, national origin, disability, veteran status, membership or an application for membership in a uniformed service, such as the military or a public health service, or other factors that are unrelated to the SPC's legitimate business interests.

SECTION 2: GOALS AND OBJECTIVES

The goal of the SPC is to serve as a catalyst for performance improvement in storage subsystems. It works to foster the free and open exchange of ideas and information, and to ensure fair and vigorous competition between vendors as a means of improving the products and services available to the general public. In support of its goals the SPC develops benchmarks focusing on storage subsystems. These subsystems include components like: electronic disks, magnetic disks, magnetic tapes, optical disks, media robots, media robot software systems, media library software systems, backup/archival software systems, hierarchical storage management systems, as well as the adapters, controllers, and networks that connect storage devices to the computer system.

The SPC is also focused on expanding the recognition and use of its industry-standard benchmarks as well as publicizing those benchmark results. As a result, customers will be able to more accurately assess the performance and price/performance of competing storage products prior to acquisition.

Although anyone can run SPC benchmarks, for them to be disseminated and adopted within the industry, published benchmark results must successfully complete a SPC audit for accuracy and authenticity.

SECTION 3: MEMBERSHIP

3.1 QUALIFICATIONS OF MEMBERSHIP

Article II of the Bylaws contains the formal definitions and requirements for membership in the SPC.

3.1.1 PAYMENT OF DUES

Article 2.05 of the Bylaws describes the payment of annual dues.

3.1.2 PRO-RATING DUES

Article 2.05 of the Bylaws describes the pro-rating of annual dues.

3.2 RIGHTS OF MEMBERSHIP

As per Article 2.01 (a) (1)-(4) of the Bylaws of the SPC, a member of the SPC is entitled to the following:

- (a) Right to appoint a director to the Board of Directors. For purposes of the SPC this person is also referred to as the 'Primary Representative' of the member. For all intents and purposes, 'Primary Representative' and 'Director' are synonymous.
- (b) Right of access to all internal SPC documents, including SPC Progress Reports distributed periodically by the SPC Administrator
- (c) Right to vote on final approval of any and all proposed SPC Benchmark Standards.
- (d) Right to voluntarily participate in technical subcommittee activities under the guidelines and policies set forth in this document.
- (e) Only the identified Primary Representative of a member can be elected to the SPC Steering Committee.

3.3 PROCEDURE FOR EXPULSION OF MEMBERSHIP

If the grounds appear to exist for expulsion of a member under Article 2.12 (a) (6) of the Bylaws, the procedure set forth below shall be followed:

1. Only a board vote can initiate the expulsion process. The motion and vote to initiate the expulsion procedure is conducted under the SPC's normal procedures. A board vote can initiate the expulsion process, but only a membership vote can expel a member.

Note: A board vote is taken during a meeting of the SPC membership at which a quorum is present, and where two-thirds of those present must agree to pass a motion. A general membership vote is a mail ballot to all SPC members where two-thirds of all members must agree to pass a motion.

2. Once the board votes to initiate the expulsion procedure, the Steering Committee will be asked to study the issue and make a recommendation at the next board meeting. The affected member shall be given an opportunity to be heard before the Steering Committee, either orally or in writing. The affected member may also send a letter or presentation to the entire membership via the Administrator.
3. Before the next board meeting, the SPC Administrator will provide to all members, fifteen-(15) days prior notice of the proposed expulsion and the reasons for the proposed expulsion. Notice shall be given by any method reasonably calculated to provide actual notice. Any notice given by mail shall be sent by first-class or registered mail to each member's last address as shown on the SPC's records.
4. At the next board meeting after the expulsion process was initiated and which allows the required time for members to be notified, the Steering Committee will present its recommendation and the board shall discuss whether or not the members should be expelled, or sanctioned in some other way. The affected member shall be given the opportunity to be heard, either orally or in writing. A board vote shall then be taken on whether to present the question of expulsion to the full membership.
5. If the board votes to present the question of expulsion to the full membership, the Administrator shall conduct a membership vote to determine if the member is to be expelled. A vote to expel shall have immediate effect. The Administrator will inform all members of the result of the vote.

SECTION 4: VOTING RULES

4.1 QUORUM

Unless otherwise stated in the Bylaws or Policies, quorum for all actions of the SPC shall be defined as one-third of the members of the body in which the power for said action is vested, including the Steering Committee, Board of Directors and any technical or standing committee which they may create.

4.2 PHRASING

All votes of the SPC shall be phrased in the affirmative, such that a ballot cast in favor of a vote shall be in support of action by the voting body.

4.3 TYPES OF VOTES

The SPC will conduct itself through four types of binding votes: Membership Votes, Board Votes, Simple Votes, and Committee Votes. Unless otherwise noted, only affirmative and negative ballots will be used to determine the passage or failure of a vote. Abstentions shall be recorded for all votes, even when they have no impact on the outcome of the vote. Unless otherwise required in the Bylaws, all procedural questions with regard to voting shall be governed by Roberts Rules of Order.

4.3.1 BOARD VOTE

Board Votes are those votes undertaken during a duly called meeting of the Board at which a quorum is present. The vote may be conducted via acclamation or by a roll call as determined by the chair. However the vote is conducted, all votes for which at least two-thirds of the ballots cast are in the affirmative shall be deemed to have passed. While abstentions are to be recorded for all Board Votes, they shall not be counted in determining whether or not a vote has passed.

4.3.2 SIMPLE VOTE

Simple Votes are a special type of Board Vote used to determine whether or not a member's actions, submissions and publications are compliant with the appropriate policies and procedures of the SPC. They may be undertaken during a duly called meeting of the Board at which a quorum is present. The vote shall be conducted via a roll call. All Simple Votes for which at least a majority of the ballots cast are in the affirmative shall be deemed to have passed. While abstentions are to be recorded for all Simple Votes, they shall not be counted in determining whether or not a vote has passed.

4.3.3 COMMITTEE VOTE

Committee Votes are those votes undertaken during a duly called meeting of the Steering Committee or any other committee created by the Board, at which a quorum is present. The vote

may be conducted via acclamation or by a roll call as determined by the chair. However the vote is conducted, all votes for which at least two-thirds of the ballots cast are in the affirmative shall be deemed to have passed. While abstentions are to be recorded for all Committee Votes, they shall not be counted in determining whether or not a vote has passed.

4.3.4 MEMBERSHIP VOTE

Membership Votes are those votes that are presented to the entire membership of the SPC and conducted by the Administrator via electronic mail (email). The process for a Membership Vote is as follows:

4.3.4.1 INITIATION OF A MEMBERSHIP VOTE

An affirmative Board Vote is required to begin the Membership Vote process for a specific SPC action.

4.3.4.2 ESTABLISHING THE ELECTORATE FOR A MEMBERSHIP VOTE

- a) An email message will be sent to the designated primary representative of each Board Member to determine if that member wishes to participate in the Membership Vote.
- b) The email message will be formatted so that it is clearly identified as an "SPC Membership Voting Action" and include a clear statement of the SPC action proposed for the Membership Vote.
- c) A confirmation email will be sent one week after the initial email to ensure notification. The confirmation email will contain the same content as the initial email.
- d) Primary representatives must respond affirmatively within fourteen (14) calendar days from the distribution date of the initial email in order to be included as a participant in the Membership Vote.
- e) One-third of the SPC membership, at the time of the Board Vote taken in Article 4.3.4.1, is required to respond affirmatively within the required time period or the Membership Vote is not taken and the proposed SPC action fails.
- f) If one-third of the SPC membership, at the time of the Board Vote taken in Article 4.3.4.1, responds affirmatively within the required time period, the electorate for the Membership Vote is established at the number of members who responded affirmatively.

4.3.4.3 THE ACTUAL MEMBERSHIP VOTE

- a) After the electorate has been established for the Membership Vote, an email ballot will be sent to the designated primary representative of each participating Board member.
- b) The email ballot will be formatted to clearly identify it as an "SPC Membership Voting Action" and will contain the complete motion submitted for a Membership Vote.
- c) A confirmation email will be sent one week after the initial email ballot to ensure notification. The confirmation email will contain the same content as the initial email ballot.
- d) Members who are eligible to participate in the Membership Vote must respond within fourteen (14) calendar days from the distribution date of the email ballot.

- e) Response to the Membership Vote must be in the form of a clearly identifiable email delivered to the Administrator.
- f) Members who are eligible to participate in the Membership Vote that do not respond within the required time period will be recorded as abstentions.
- g) Negative votes will be counted as abstentions unless the voting member submits a new version of the specification, document, or text that would result in their affirmative vote.
- h) Abstentions will be recorded for the Membership Vote but will not be considered in determining the passage or failure of the Membership Vote.
- i) Passage of the Membership Vote will require at least two-thirds of the electorate, established in Section 4.3.4.2f, to respond in the affirmative.

SECTION 5: SPC ORGANIZATION

5.1 STEERING COMMITTEE

As defined by Article 4.01 of the Bylaws, The Steering Committee consists of five (5) representatives from the membership of the SPC and the Administrator. The Administrator serves as a non-voting member of the Steering Committee.

5.1.1 OFFICERS OF THE SPC

As defined in the Bylaws, the duties of officers of the SPC; President and Chief Executive Officer, Secretary, and Chief Financial Officer reside in the Steering Committee. The Chairman of the Steering Committee is the legal representative of the SPC. Therefore, Steering Committee duties include responsibilities for assuring the minutes of all general membership meetings are published and that accurate financial records are maintained.

5.1.2 APPOINTMENTS AND RESIGNATIONS

The process for appointment to and resignation from the Steering Committee is defined in the Article 4.02 of the Bylaws.

5.1.3 DUTIES OF THE STEERING COMMITTEE

5.1.3.1 DIRECTION

The Steering Committee sets the direction and work for the SPC and insures that administrative and support requirements are satisfied. The Steering Committee will set implementation plans for achieving that direction. Tracking SPC activities against implementation plans will be an ongoing responsibility of the Steering Committee. An annual direction statement and implementation plan will be developed by the Steering Committee for the upcoming year and is to be reviewed by the membership at the first Council meeting of that year.

5.1.3.2 SUBCOMMITTEES

The Steering Committee will recommend the creation of subcommittees and workgroups, as needed, with their task assignments. Members for the subcommittees must be approved by a board vote. All subcommittees shall elect a chairman from within their membership, excluding Associate Members. In order to focus subcommittee activity, the Steering Committee may require task definition from the subcommittee chairman within thirty (30) days of the initiation of a subcommittee. Each subcommittee will present a brief report at each general meeting and a formal written subcommittee report may be requested by the Steering Committee on an annual basis at the final general membership meeting each year by notifying the chairman of the subcommittee at least sixty (60) days before the final meeting.

5.1.3.3 RECORDS

Steering Committee duties include responsibility for assuring the minutes of all general membership meetings are published and that accurate financial and membership records are

maintained.

5.1.3.4 BANKING

The Steering Committee is responsible for establishing banking agreements and practices for the financial management of the SPC.

5.1.3.5 ADMINISTRATOR

The Steering Committee defines goals and objectives for the Administrator. It also negotiates the Administrator's annual contract with the SPC.

5.1.4 MEETINGS OF THE STEERING COMMITTEE

5.1.4.1 CALL OF MEETINGS

Meetings of the Steering Committee may be called by the Chairman.

5.1.4.2 PLACE OF MEETINGS

Meetings of the Steering Committee shall be held at such place, as the Steering Committee shall designate.

5.1.4.3 NOTICE OF MEETINGS

Meetings shall be held on seven (7) days notice by first class mail, postage prepaid, or on forty-eight (48) hours notice delivered personally or by telephone or telegraph. Notice of the meeting need not be given to any Steering Committee member who signs a waiver of notice or a written consent to holding the meeting or an approval of the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of such notice to such Director. All such waivers, consents, and approval shall be filed with the corporate record or made a part of the minutes of the meetings.

5.1.4.4 QUORUM

Three or more voting members of the Steering Committee constitute a quorum of the Steering Committee for the transaction of business.

5.1.4.5 TRANSACTIONS OF STEERING COMMITTEE

Except as otherwise provided in the Articles, in these Bylaws, or by law, every act or decision done or made by means of a committee vote is the act of the Steering Committee.

5.1.4.6 CONDUCT OF MEETINGS

The Chairman of the Steering Committee or, in his or her absence, any Steering Committee member selected by the Chair of the Steering Committee, shall preside at meetings. The Secretary of SPC or such other person appointed by the presiding officer shall act as Secretary of the Steering Committee. Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as all members participating in such meeting can hear one another.

5.1.4.7 ADJOURNMENT

A majority of the Steering Committee members present, whether or not a quorum is present, may

adjourn any meeting to another time and place. If the meeting is adjourned for more than twenty-four (24) hours, notice of the adjournment to another time or place must be given to the Directors who were not present at the time of the adjournment prior to the meeting's being reconvened.

5.1.5 STEERING COMMITTEE OPERATING PROCEDURES

The Steering Committee's operating procedures are:

- a) All Steering Committee meetings are open to SPC members, with an agenda published one week before the Steering Committee meeting.
- b) The Steering Committee maintains a running list of issues for Steering Committee consideration. This list is attached with minutes of the Steering Committee meetings.
- c) Each Steering Committee meeting has minutes that are published and distributed to the Directors. The minutes capture actions taken and decisions reached in the Steering Committee meetings.
- d) Proposals to be presented by the Steering Committee at the general meeting are distributed one week prior to the general meeting to all primary representatives. These items are decisions and/or actions that require a board vote and approval in order to be effective.
- e) Input on any open issues and/or suggestions for items to be considered by the Steering Committee is open to the general membership at all times. Use of FAX or mail should be sufficient to allow input to be received by any or all members of the Steering Committee. Each general meeting of the SPC will have a session devoted to discussing Steering Committee status and issues
- f) The above formalization is not intended to limit the Steering Committee. Some issues will require resolution within the week between an announced agenda and the next Steering Committee meeting. These items will be documented after decisions are reached, since time does not allow input in the mode of formal agenda and open issues as described. The intent is to keep these actions to a minimum, but the Steering Committee must have flexibility to react when needed.

5.2 STANDING SUBCOMMITTEES

5.2.1 MEMBERSHIP ON STANDING SUBCOMMITTEES

Membership on the Steering Committee and all standing subcommittees consists of representatives from the membership of the SPC who are formally nominated and elected in a closed ballot Board Vote in the first general meeting in a given calendar year. A member company can only have one representative on any particular standing subcommittee. Membership on all standing subcommittees is based on individuals and not companies.

5.2.2 VOTING FOR MEMBERSHIP ON STANDING SUBCOMMITTEES

Representatives on the Steering Committee and all standing subcommittees are determined by a closed ballot in which the nominee(s) receiving the most votes is (are) chosen. Candidate(s) receiving a majority vote are immediately elected; in no case shall a representative be elected with less than a majority of the votes cast. In the event a run-off is necessary, the candidate with the fewest votes will be eliminated and the vote will be repeated.

5.2.3 MEMBERSHIP BASED ON MEMBER COMPANY AFFILIATION

Membership on the Steering Committee and all standing subcommittees is based on the election of particular individuals affiliated with member companies. If an individual's affiliation with a member company terminates, the individual's position on the committee becomes vacant. The resulting vacancy is filled through a new election.

5.3 TECHNICAL SUBCOMMITTEES

(a) Benchmark Development Subcommittees

A development subcommittee is the working forum within the SPC for development of a benchmark standard. A development subcommittee is initiated by a Steering Committee recommendation and confirmed by a Board Vote. Throughout the benchmark development and approval process, the subcommittee owns the standard and drives it to completion. The number of active development subcommittees is determined at general membership meetings based on need. Once the Council has approved a benchmark specification, the development subcommittee will be automatically dissolved.

(b) Benchmark Maintenance Subcommittees

A maintenance subcommittee is the working forum within the SPC for developing and recommending changes to an approved SPC benchmark standard. In other words, if a test sponsor has a suggested change to the wording of a specification that would help clarify the specification in the next revision and is not a compliance issue, the maintenance subcommittee should handle this suggestion. If the test sponsor wants a ruling whether a certain implementation is compliant with the current specification, the Compliance Review Committee (CRC) should handle this request. The CRC will make a ruling on the compliance issue, but at its discretion, it could either draft new specification wording for the Council's approval or directs the maintenance subcommittee to draft new

specification wording. The maintenance subcommittee will have the final responsibility for creating a new version of a specification to be submitted to the Council for approval. The maintenance subcommittee may also document any implementations of the benchmark they consider valid. This documentation will be attached to the specification.

At the next general Council meeting after a SPC benchmark specification has been approved by mail ballot, the SPC will establish a maintenance subcommittee (minimum of five members) for the approved specification.

5.3.1 MEMBERSHIP

Membership on a technical subcommittee is voluntary with approval at a general membership meeting. Subcommittee membership requires commitment by the member company to provide a working representative throughout the development and approval of the standard. Each SPC member company is entitled to one voting representative on each technical subcommittee. All work done by subcommittee members within the subcommittee's scope is done on behalf of the SPC. The chairperson is selected by vote at a general membership meeting.

5.3.2 TECHNICAL SUBCOMMITTEE CHAIRPERSON

The Chairperson of each technical subcommittee is the focal point for the activities of the subcommittee. Responsibilities of the Chairperson include:

- scheduling and agenda preparation for subcommittee meetings and teleconferences,
- chairing subcommittee meetings and teleconferences,
- organization and supervision of task assignments for subcommittee members,
- maintenance of the draft specification,
- maintenance of an issues and comments list,
- supervision of any subcommittee consultants and
- presentation of a subcommittee report at each Council meeting.

The Chairperson will work with the Administrator to ensure that the above responsibilities are successfully met. In some cases, the Chairperson will delegate some of those responsibilities to the Administrator or other specific individuals such as a subcommittee member or consultant.

5.3.3 MEETINGS

Technical subcommittee meetings occur in conjunction with general membership meetings, or by conference call or in face-to-face meetings between general membership meetings.

5.3.4 VOTING RULES

Voting rules for technical subcommittees (Committee Votes) are defined in Section 4.3 #4 of this document.

5.3.5 SUSPENSION OF VOTING RIGHTS

A subcommittee member who misses two or more consecutive meetings at subcommittee meetings (excluding conference calls), loses the right to vote on subcommittee matters. The

member's voting rights are automatically reinstated when the member attends a subcommittee meeting upon adjournment of that meeting.

5.4 COMPLIANCE REVIEW COMMITTEE

The Compliance Review Committee (CRC) is a standing subcommittee formed to hear arguments on both sides of interpretation/compliance issues and make recommendations to the Council, which makes binding decisions at regular General Meetings.

5.4.1 CRC CHARTER

The CRC is responsible for providing analysis, definition and recommended resolution to requests for specification interpretations and compliance questions to currently approved standards.

5.4.2 CRC OPERATING PROCEDURES

(a) The CRC will function under the same business principles as the Steering Committee in that:

- (1)** Regular Meetings will be held every two weeks by phone.
- (2)** Membership is of a fixed size of five members, elected by closed ballot at the first General Meeting of each calendar year.
- (3)** Membership is based upon individuals (no more than one per company).
- (4)** A member of the CRC can belong to any other standing subcommittee, including the Steering Committee.

In addition to the SC mode for business, the CRC will meet in parallel with other benchmark subcommittees during regular business meetings.

(b) Quorum for the CRC is 3 members.

(c) The CRC is expected to provide to the general council a statement of the issues brought to the CRC as well as recommendation(s) for resolution with rationale for the recommendations.

(d) A member of CRC can vote on any recommendation issued by the CRC, even if their company is involved in the issue/request.

(e) The CRC should conduct business under the following model.

- (1)** Receive request. If the request involves a question of compliance of one or more specific Full Disclosure Reports (FDRs), it must reference one or more specific clauses in the appropriate specification.
- (2)** Distribute request to CRC members and the SPC (through the Administrator) if the request does not involve a question of compliance of one or more specific disclosure reports.
- (3)** If the request involves a question of compliance of one or more specific disclosure reports, the following steps will occur:

- (a) The member company that raises an issue of compliance submits a written copy of the issue to both the CRC and the test sponsor involved. The CRC will note and log the submission of the issue but will not immediately schedule the issue for CRC review.
- (b) The test sponsor whose benchmark results are in question has seven days to respond in writing to the member who submitted the issue.
- (c) If the member submitting the issue and the test sponsor agree that more than seven days are needed to respond to the issue, the CRC will be notified of the time necessary to respond and will extend the seven-day period appropriately.
- (d) If the issue is resolved via the above communication, the member who submitted the issue notifies the CRC and the issue is removed from the CRC work list. If Test Sponsor in question and member submitting the issue agree, the issue and response to the issue will be placed into the minutes of the CRC for general information.
- (e) If the test sponsor's response to the issue does not resolve the issue to the satisfaction of the member submitting the issue, the issue will be scheduled for the review process of the CRC. The initial response to the issue will be forwarded to the CRC for inclusion in the review process. Upon request, the issue and response documents will be distributed to members of the SPC through the Administrator.
- (f) If the test sponsor does not respond to the issue within the seven-day period, the issue will be scheduled for the review process of the CRC.
- (g) If the issue is not resolved in (e) or (f), at the next conference call/meeting the CRC will review the issue for merit and vote on accepting or rejecting the request. Any request that receives a majority vote by the CRC is accepted.
- (h) A conference call/meeting time will be scheduled for discussion of the issue. At this discussion, the submitter and the Test Sponsor whose compliance has been questioned will be requested to present their arguments.
- (i) If the submitter fails to attend the scheduled CRC conference call/meeting, the question of compliance will be dropped. If the Test Sponsor in question fails to attend, the CRC will develop the recommendation resolution based on the presentation by the submitter only.
- (f) Further discussion by the CRC (if needed) will occur until a recommendation for resolution receives a majority vote by the CRC. This recommendation(s) will be presented to the SPC for vote at a general membership meeting.

SECTION 6: SPC ADMINISTRATOR

The Administrator is responsible for the administrative and operational activities of the SPC. That responsibility includes the day-to-day tasks, as well as longer-term activities, to ensure the SPC is successful. The Administrator is selected by the Board and is a *de facto* member of the SPC, but the Administrator may not participate in Board, Membership or Simple votes. The Administrator is solely responsible for the activities set forth in this section and is given reasonable freedom by the Steering Committee to execute these activities in a timely and efficient manner:

6.1 ADMINISTRATIVE SUPPORT

The Administrator provides day to day administrative support for the SPC, including:

- meeting preparation, arrangement, and logistics;
- distribution and maintenance of minutes of general meetings, board meetings, steering committee meetings;
- mail ballots;
- teleconference preparation, logistics, and minutes;
- maintenance of records of all SPC activities and transactions;
- maintenance of the master copy of any SPC specification and benchmarks;
- internal distribution of all Corporate materials to the SPC;
- contact point for all SPC correspondence;
- starting general membership meetings;
- collecting membership dues and their deposit in a corporate account; paying external organizations and receiving payment from external organizations.

6.2 CONTRACTED SERVICES

The Administrator is free to contract with outside entities to execute goals and objectives set by the Steering Committee including, marketing, public relations, technical support, legal and accounting functions. Any commitments beyond \$1,000 will be approved by the Steering Committee but managed by the administrator.

The Administrator is to assure that the following minimal functions are accomplished by these support activities:

- **Legal.** Represent the legal interests of the SPC, including: securing of corporate status; tax exemption; reviewing all legal agreements between members and the SPC; and reviewing all legal agreements between the SPC and other outside organizations.
- **Accounting.** Compile accounting reviews and reports, including: preparing and submitting tax returns; publishing financial report; and compiling financial statements of Corporate income and expenses.

6.3 TECHNICAL SUPPORT

The administrator provides technical support to the SPC including consulting on the development and maintenance of new benchmarks as well as auditing services for SPC benchmarks.

6.4 MARKETING

The administrator provides marketing support to the SPC including:

- Representing the SPC at industry, technical and trade forums;
- Publishing technical papers and articles the SPC's products, results, and services;
- Maintaining an active Internet Web site; publishing any news letters or periodicals required to promote the SPC;
- Publishing any manuals, texts, or documentation required to promote the mission and objectives of the SPC;
- Promoting the SPC at industry conferences;
- Public relations services including communicating with industry analysts and press.
- Promoting and selling the products and services of the SPC.

6.5 ELECTION

The administrator is elected by the Board, and serves for a term of one year.

6.6 OVERSIGHT

All actions of the Administrator are subject to the review of the Steering Committee, and the Administrator shall make every effort to advise the Steering Committee prior to undertaking any significant activity.

6.7 COMPENSATION

The Administrator is a contract employee of the SPC. The Administrator will be paid in accordance with an annual contract negotiated by the Steering Committee and presented to the board during the final meeting of the fiscal year. The Administrator shall prepare an annual summary of services rendered to assist the Steering Committee in its assessment of the SPC's administrative needs.

SECTION 7: MEETINGS

7.1 FREQUENCY OF GENERAL COUNCIL MEETINGS

Meetings of the Board of Directors, called "General Meetings", shall be determined six months in advance by a majority of the quorum at a General Membership meeting. In general the Council will attempt to meet on a bimonthly schedule with six (6) meetings each year.

7.2 ATTIRE

Attire at all SPC meetings is informal.

7.3 LOCATION

The location of SPC meetings will be determined based on the availability of members to serve as meeting location hosts.

7.4 MEETING COSTS

Travel, lodging, and all other costs associated with attendance at SPC meetings are the responsibility of each member.

7.5 GENERAL COUNCIL MEETING CONDUCT

General Council meetings shall be conducted in accordance with documented SPC policies/bylaws. In situations not covered by documented SPC policies/bylaws, Robert's Rules of Order shall apply.

SECTION 8: BENCHMARK STANDARDS

8.1 BENCHMARK METRICS

This section is intentionally blank.

8.2 BENCHMARK DEVELOPMENT CYCLE

The following outlines the steps for submitting a benchmark proposal and securing approval.

Step 1: Benchmark Submittal

Member companies will submit a proposal for a new benchmark specification to the Steering Committee for consideration. The Steering Committee will review the contents, applicability and potential of the proposal and present a recommendation back to the Council at a General Meeting, identifying advantages/disadvantages and proposed course of action. If the Steering Committee recommends acceptance of the proposal and creation of a new workgroup or subcommittee, a Board Vote is conducted to confirm the recommendation.

If the Steering Committee does not recommend acceptance of a proposal, the proposal's sponsor(s) may submit the proposal directly to the Council for further consideration. In such a case, the sponsor will forward the proposal to the Administrator for inclusion as an agenda item at the next General Council Meeting. A positive Board Vote will be required to accept the proposal for further work.

Step 2: Creation of a Workgroup

In cases where a proposal has merit but requires additional refinement, a technical workgroup will be responsible to further develop the proposal and create a draft benchmark specification. A positive Board Vote will create and empower the technical workgroup for a limited duration.

At an agreed upon date, the workgroup will present a draft specification to the Council. The Council will review the draft specification for a specified period of time. A Board Vote will be conducted at the end of that review period. A positive vote will dissolve the workgroup and create a technical subcommittee to develop a formal benchmark specification. A negative vote will dissolve the workgroup with no further development of the proposal.

If, at the above agreed upon date, the workgroup has not completed the draft specification, a request must be made to the Council to extend the duration of the workgroup. A Board Vote will be conducted to approve the extension of a workgroup's duration. A positive vote will extend the duration of the workgroup until a new agreed upon date. If the vote is negative, the workgroup will be dissolved.

Step 3: Creation of a Technical Subcommittee

A positive Board Vote will create and empower a technical subcommittee. The new technical subcommittee will be responsible to develop a formal benchmark specification. To speed-up the benchmark development cycle, the subcommittee is authorized to brief non-members on the benchmark in order to obtain timely feedback.

Step 4: Status and Direction

At each General Meeting the subcommittee or workgroup will provide a status update on its work, including any substantial changes to the working draft of the specification. During the General Meeting the Council may provide direction and feedback to the subcommittee or workgroup to further their work.

Step 5: Authorizing public release of Draft Specification

If it deems it advisable, the Council may, during a general meeting, take a Board Vote to authorize the release of a draft benchmark to the public. The principal goals of releasing a draft specification are to encourage companies to implement the draft specification, to gather more experimental data, and to speed-up the approval of an official SPC specification. Companies are encouraged to run the draft specification benchmark, document the results, and discuss the results with SPC members and customers. Companies may also publish technical articles or make presentations to industry conferences in which they discuss results. Companies are strictly prohibited from publicizing results using this draft specification for marketing and/or competitive purposes. (In other words, results using a draft specification, whether referencing the SPC or not, should not appear in any of the company's marketing literature, press releases, press conferences, or advertising.) Any violation of this policy will be considered a major violation of the SPC's fair use policies.

Note: Companies are reminded that a draft benchmark is not an official SPC benchmark, and companies must adhere fully to all the provisions and restrictions of the SPC's fair use policies. (To summarize the intent and purpose of the SPC's fair use policies, only results published in accordance with an official SPC benchmark specification are considered SPC results and can be publicized as such.

If the draft specification is based on an existing workload or benchmark, companies may continue to publicize results of that existing workload or benchmark. In those cases, there must be no mention of the SPC or of any relationship between the existing workload/benchmark and the SPC draft specification.

Step 6: Accepting a Proposed Specification for Review

When the subcommittee feels that the proposed specification is of sufficient quality to be

considered for formal review and approval, it will submit the proposed specification to a General Meeting of the Council for approval to advance into formal review. A Board Vote of the General Meeting is required to move a proposed specification into formal review.

Step 7: Review

During this phase, the proposed specification will be made available for final review by SPC member companies and the public. All comments and proposed changes generated from the review will be copied to all SPC members and forwarded to the subcommittee for resolution.

Step 8: Accepting a Proposed Specification for Formal Approval

The subcommittee will propose resolution of comments from the review to a General Meeting for formal approval by the Council. A proposed specification will be submitted to the entire Council for approval based on an affirmative Board Vote.

Step 9: Proposed Specification Approval

Upon acceptance for formal approval by a General Meeting, a proposed specification is then offered to the whole of the Council for written approval. The proposed specification will be considered approved based on an affirmative Membership Vote.

Step 10: Creation of a Maintenance Subcommittee

Once a SPC benchmark standard has been approved, the benchmark development subcommittee is automatically dissolved. At the next general Council meeting after a SPC benchmark specification has been approved by mail ballot, the General Council will establish a maintenance subcommittee, as defined in Section 5.3(b).

SECTION 9: RESULTS SUBMISSION AND PUBLICATION

9.1 STATUS OF SPC RESULTS

(a) A benchmark result is submitted to the SPC Administrator in the form of a cover letter, a software copy of the required Full Disclosure Report (FDR), and an Audit Report stating the benchmark has successfully completed the required SPC Audit. If any of the preceding is missing, the Administrator will not register the benchmark result as an official SPC result. An appropriate cover letter should explicitly state the following:

1. If the submitted result is:
 - a. a new benchmark result,
 - b. an existing benchmark result with pricing changes only, or
 - c. a replacement benchmark result for an existing benchmark result.

In this case the cover letter must state what existing benchmark result is to be replaced. Also, the cover letter must state if the replacement result is “submitted for review” or replacing an accepted review and not subject to any further review.

2. Who the primary test sponsor is.

In addition to the cover letter FDR, and Audit Report submitted to the Administrator, the test sponsor must send a SPC membership alert as described in Section 9.8.1.

(b) After the above submission requirements have been completed, the new benchmark result is given the status of “Submitted for Review.”

(c) Peer Review Process. All new benchmark results must pass through the standard Peer Review Process, which is defined as follows:

(1) Each new benchmark result is subject to challenge for 60 calendar days, with day one being the posting date established by the SPC Administrator and recorded with the result.

(2) A result remains in “Submitted For Review” status for 60 calendar days from the date the result enters the review period. If no challenge is submitted to the Compliance Review Committee (CRC) within the 60-day window, the results are automatically given the status of “Accepted.”

(3) The CRC will evaluate any challenges at the next convenient CRC meeting (as established by the CRC Chair) after a challenge is filed. The CRC meeting to discuss the challenge may occur after the 60-day window has expired. The CRC process for handling challenge letters is described in Section 5.4.2. If a challenge is filed within the 60-day window but the CRC does not accept it, the challenge is as if it never occurred.

(4) In the event a test sponsor submits documentation to the CRC in response to a

challenge accepted by the CRC, that documentation is subject to the standard “Submitted For Review” period. Specifically, the submitted documentation is subject to challenge as if it were a new benchmark result.

(5) For results still in the “Submitted For Review” period: after the 60 day window, any new challenges that are filed must pertain to the original objection filed with the CRC; members may not raise new issues omitted during the original 60 day window.

(6) Once one or more challenges are filed and accepted by the CRC, the benchmark result remains in “Submitted For Review” status until all the challenges are resolved. The result passes into "Accepted" status when the following conditions are met:

- All challenges accepted by CRC have been resolved by the CRC
- There has not been a Simple Vote of the Council that found the benchmark result non-compliant.
- The 60-day review period have expired for the original FDR and for all documentation submitted in response to challenges, respectively.

(d) Test Sponsors are allowed to promote their " Submitted For Review " results in the press. Test Sponsors must cite the SPC trademark in their public relations materials.

(e) Once given, the "Accepted" status cannot be revoked or abrogated by later Council decisions or rulings, except when fraud or serious violations of the benchmark specification are involved.

Exception: Even after an FDR has passed into accepted status, it can be challenged on the basis of non-compliance with the pricing and availability sections of the benchmark specifications.

Rationale: This clause recognizes the pragmatic principle that SPC results have a limited competitive lifespan and market relevancy, and that the SPC should spend its limited resources reviewing current results.

(f) A new result becomes an official SPC result and is listed in the "SPC Summary of Results" when it meets the requirements of Section 9.1 (a) and (b) described above.

(g) A result can be removed from the "SPC Summary of Results" list by the Test Sponsor (see Section 9.5) or by a vote of the Council (see Section 9.5). Once removed from the list, a result is no longer an official SPC result and cannot be used publicly.

9.2 REVIEW ACTIVITY

(a) Full Disclosure Reports are to be distributed to all SPC members, who may, at their option and within the specified review period, submit to the Compliance Review

Committee (CRC) specific challenges related to compliance with specific clauses of SPC specifications.

(b) If the CRC receives such a written request to review a specific issue of a Full Disclosure Report and finds the challenge to be substantive, it will add it to its work list. The result remains in "Submitted for Review" status until the CRC has reviewed the result and the Council has made a decision on the recommendation submitted by the CRC.

(c) CRC recommendations:

(1) Questions of full disclosure report compliance to the specification or specific sections identified will be reviewed by the CRC and may result in a recommendation of "non-compliance" or "insignificant deviation." When non-compliance is recommended, non-compliance is determined as a significant violation when the price or performance metrics difference is greater than 2%.

A result may also be found non-compliant if any of the following conditions are found to be applicable:

1. When there are multiple violations in which the aggregate price or performance metrics difference are greater than 2%.
2. There is an excessive number of insignificant deviations even though the aggregate price or performance metrics difference are NOT greater than 2%.
3. The same violations have been voted several times before for the same test sponsor as "insignificant deviations."
4. There is a major requirement of the benchmark not accomplished or significantly flawed such that it is unreasonable to consider this a fully compliant result.

If a non-compliance recommendation does not result from the CRC review, the SPC will be informed of the CRC findings during the General Meeting. Any member feeling a non-compliance issue should be raised at the general meeting can make such a motion.

(d) Maintenance subcommittee recommendations:

(1) A maintenance subcommittee may make recommendations to the full Council to change the benchmark specification. Maintenance subcommittee recommendations may include changes in wording of the specifications(s) for clarity, interpretations, closing a "loophole" or actual change in intent.

[Editor's Note: The above wording, 9.2,(d)(1) was approved in V2.0 of the Policies.]

(e) The CRC shall make its recommendation on compliance objections filed against results as expeditiously as possible. The Council must be able to vote on the CRC recommendation no later than the second SPC meeting after the issue(s) was submitted. If there is no vote, those results achieve "Accepted" status.

(f) The Council should vote on the recommended interpretation/change as soon as possible. If the Council vote on the maintenance subcommittee recommendation fails, the Council must then vote on whether the issue is to be sent back to the maintenance subcommittee for further consideration. If this vote fails, the recommended interpretation/change is discarded.

Rationale: It is the intent of sections (e) and (f) that a Test Sponsor's results receive expeditious Council attention, and that there be a limited time during which results remain in 'Submitted for Review' status.

(g) Non-compliance motions and SPC policy violation motions are to be passed by a Simple Vote of the Council.

9.3 CRC OPTION FOR QUICK CORRECTION

Note: The intent of this clause is to prevent harm to the integrity and acceptance of SPC results which would be avoided should the CRC encourage prompt corrective action on the part of a test sponsor.

1. Whenever the CRC recommends that a test sponsor's result is non-compliance, it has the option of stipulating a deadline for the test sponsor to correct the problem. The CRC selects the deadline that is reasonably attainable based on the information it has heard and its own assessment, but as early as possible in order to protect the integrity of SPC results.
2. If the test sponsor meets the deadline and the CRC is satisfied with the correction, the CRC reports this at the next full Council meeting.
3. Should the test sponsor not meet the deadline, or if it does but the CRC is dissatisfied with the correction, the CRC will vote to recommend that the test sponsor be found to have committed a Level 3 ("Major") policy violation, as described in the SPC "Review and Response to Policy Violations" policy.
4. In accordance with standard policy procedures, the Council will vote on the CRC recommendation for non-compliance, and also conduct a separate vote on the CRC recommendation on the policy violation.

9.4 RESULTS OF A COUNCIL VOTE ON CRC RECOMMENDATIONS

If the Council approves a CRC recommendation stating that a result is non-compliant with the standard, the SPC Administrator shall immediately remove that result from the official SPC results list. The Test Sponsor may not use this result in any of its marketing, sales, or press materials.

9.5 WITHDRAWING A RESULT

(a) A result is "registered" with the SPC as soon as the Test Sponsor submits an original Full Disclosure Report for it, and remains registered until the result is withdrawn. While registered, a result cannot be withheld from SPC Press Releases, Results Summaries, etc.

(b) When a result is registered, it must undergo the usual review of SPC members to determine its compliance with SPC specifications. This occurs whether or not the result is withdrawn immediately thereafter.

Rationale: This clause is inserted to prevent test sponsors from submitting invalid SPC results and then immediately withdrawing them, thereby preventing the normal SPC review process.

(c) Test Sponsors may at any time "un-register" (withdraw) a result previously submitted, by so notifying the SPC administrator in writing.

Withdrawn results will fall into three (3) categories:

Category #1: Withdrawn by the test sponsor without prejudice. This means a test sponsor voluntarily withdraws a result that has had no compliance challenge brought and upheld against it. If a withdrawn result falls into category #1, a footnote on the SPC Results list will note: "Withdrawn without prejudice."

Category #2: Withdrawn by the test sponsor during the review period after being challenged as non-compliant. If a withdrawn result falls into category #2, a footnote on the SPC Results list will note: "Withdrawn by test sponsor after compliance to technical specifications of the benchmark was challenged. This does not imply any admission of error by the test sponsor or judgment by the SPC Council."

Category #3: Withdrawn by the SPC Council after Council ruled result was non-compliant. If a withdrawn result falls into category #3, a footnote on the SPC Results list will note: "Withdrawn by the SPC Council after SPC Council ruled result was non-compliant with technical specifications of benchmark."

All withdrawn results will be retained on the SPC Results list (on a separate page) for 120 days. After that period, the withdrawn result will be dropped from all SPC press releases, results lists, or other documentation. SPC members may publicize these results as being withdrawn in accordance with normal rules covering Accepted Use of SPC results, for a period of 120 days from date of withdrawal.

A withdrawn result is considered to no longer represent a currently valid SPC result after the 120-day period, and may no longer be publicized.

(d) To resubmit withdrawn results, a new Full Disclosure Report is required.

9.6 RESULTS SUBMITTED ON ANOTHER VENDOR'S PRODUCT.

When a test sponsor wishes to publish a result on a competing company's product, the following

policy is invoked.

(a) If Sponsor X wishes to publish a SPC benchmark result on Vendor Y's system/software, and if Sponsor X has Vendor Y's permission, Sponsor X can do so according to the standard policies outlined in this document.

(b) If Sponsor X does not have Vendor Y's permission, then the following policy must be adhered to:

(1) Sponsor X's Full Disclosure Report goes into a 60 day review period before it can be publicized as an official SPC result or appear on the SPC's official results list.

(2) During this 60-day review period, the Full Disclosure Report may be challenged in the CRC for two reasons:

(a) that the Full Disclosure Report does not conform to the benchmark specifications. All standard policies covering this scenario shall remain in force.

(b) that the benchmark has not been run in a good faith effort to achieve an optimal result.

Note: The definition of "optimal" goes beyond meeting the letter of the benchmark specifications. An optimal result or Full Disclosure Report must show a diligent, careful effort to maximize the performance and/or price/performance.

(c) If the benchmark is challenged (either as non-optimal or on compliance issues), the challenge shall be handled by the standard CRC policies for such challenges (note below that the Council handles compliance and non-optimal challenges differently). This means the CRC will vote to accept the challenge as substantive. If the CRC fails to vote that a challenge is substantive, the challenge fails and the Full Disclosure Report will be processed according to the standard SPC policies.

(d) If the CRC votes to accept a non-optimal challenge as substantive, then the Council, in accordance with its normal operating policies, must vote on this issue. Non-compliance motions and SPC policy violation motions are subject to a Board Vote of the Council.

9.8 AVAILABILITY OF FULL DISCLOSURE REPORTS

9.8.1 TIMELY ANNOUNCEMENT OF SPC RESULTS

To alert SPC members of a new result in a timely manner, test sponsors must send a summary alert email message to the SPC membership prior to the result being released into the public arena (e.g., by newswire, hard copy distribution of press release, or press conference). This summary alert will provide SPC members with the information they need to respond to questions that may be posed to them by people inside or outside their company.

This summary alert will contain a summary of the result being released, formatted in accordance with the template provided by the Administrator. The summary alert email will be forwarded to the membership via an automatic email mechanism provided by the SPC.

9.8.2 CHANGE IN RESULTS STATUS ALERT

SPC members must also send out a summary alert to the SPC membership (via the same mechanism described above) when there is a change to an existing result. Changes include, but are not limited to the following types:

- Withdrawing a result
- Repricing a result
- Changing the availability
- Making any other significant change to the result or full disclosure report

This change of status alert, particularly in regards to pricing changes, should clearly summarize what has changed and the extent of the change. Test sponsors are encouraged but not required to provide any rationale or further explanation for the change. If the change affects the details provided in the FDR, members should also submit a new electronic copy of the executive summary and FDR to the administrator prior to the result being released into the public arena.

9.8.3 NON-DELIVERY OF FULL DISCLOSURE REPORTS

(a) If a company publicly discloses a SPC result without meeting the files requirements listed in Section 9.1 (a), the following actions will ensue:

- The Administrator will send the company a letter regarding their violation of SPC policy.
- At the next general session of the SPC, the Council will vote to cite the company as having violated SPC policy.

(b) If non-delivery of a Full Disclosure Report should occur again within a six-month period from the day of the violation, the Steering Committee is authorized to meet with the company to discuss the matter, and if appropriate, issue a press release.

9.8.4 COPYRIGHT OF FULL DISCLOSURE REPORTS

The SPC encourages member companies to allow SPC and other recipients to make copies of copyrighted full disclosure documents.

9.8.5 STANDARD DISCLOSURE REPORT SUMMARY

All Full Disclosure Reports and SPC documentation must use the same Executive Summary format as stipulated by the Council. (The SPC Administrator can provide the current accepted summary format upon request.)

The Executive Summary must include in the "notes" section any information about minor violations with a reference to the full disclosure report.

SECTION 9.9: APPROVED REVISIONS TO A SPC SPECIFICATION

This policy describes what happens to SPC results when revisions are approved for an existing SPC specification, thereby creating a new version of it. Different versions of a SPC specification are considered comparable unless the Council stipulates the contrary. If the Council stipulates that a new version is not comparable to an older version, the Council will also stipulate any restrictions for publicly comparing older version results with the new version.

There will be three version or change levels:

a) Third Tier Change and Version Level. Third tier changes would be only those changes that clarify some confusing or ambiguous area of the specification but would not change the workload or specification's intent or meaning. A version number in the second decimal place, after the major revision number, specifies third tier changes (example: a third tier change to Version 1.0 would be labeled 1.0.1). A third tier change and version level would include the following:

1. Insignificant editorial changes (i.e., changes don't change the meaning of the specification)
2. CRC interpretations
3. Variants

Third tier changes are approved in a General Council meeting and go into effect immediately.

b) Minor Change and Version Level. Minor changes would be minor changes to workload and/or the intent and meaning of the specification. A change is defined as "minor" or "major" depending on whether the results are comparable with the older version of the specification. A minor version change is comparable with the older version. A major version change is not comparable. A version number in the first decimal place, after the major revision number, would specify a minor version change (example: a minor change to Version 1.0 would be labeled 1.1). A minor change and version level would include the following:

1. Corrections of clear mistakes in the specification that have an impact on how test sponsors implement the benchmark
2. Additional requirements
3. Minor revision changes are approved in a General Council meeting and go into effect 60 days after the change is approved.

c) Major Change and Version Level. A major change would be a change so significant to the workload or intent of the specification as to make results from this new version incomparable with the older version. A major change would be specified by a change in the initial version number (example: a major change to Version 1.X would be labeled Version 2.0) and includes the following:

1. Changes to a SPC specification will be batched by effective date. The effective date

for any approved change will be decided by SPC vote at a general meeting, but must be at least 60 days from the approved date of the change.

2. Changes to a SPC specification are to be distributed to all members, auditors, and benchmark subscribers. The Maintenance subcommittee will produce an Official Change List.
3. When a SPC specification is modified as described in #1, Version x.y of the specification becomes Version x.(y+1), unless the Council decides to use another name. The first version of a specification is Version 1.0
4. The official SPC results list will show, for each result listed, columns indicating the specification version(s) it is compliant with.
5. After a new version of a SPC specification becomes effective as described in sections #1 and #3, a test sponsor who already has results for a prior version of the specification, whether those results are in the "In Review" or "Approved" status, has the following options:
 - The test sponsor can submit an entirely new Full Disclosure Report, without necessarily having to rerun the test that is stated by the sponsor to be in full compliance with the new version. Normal review procedures apply. All aspects of the results and Full Disclosure Report are subject to review.
 - The Council decides the appropriate method for upgrading a result to a new version.
 - The test sponsor can do nothing, in which case, the results remain on the SPC's results list for 6 months and then are removed.

A major version change must receive two votes of approval. The first is a Board Vote, during a General Council meeting, to send the major version change to a Membership Vote. The second vote is the Membership Vote that requires approval within 45 days of the Board Vote with a minimum of two-thirds of the membership responding to the Membership Vote.

Note: The intent of clause (e) is to encourage test sponsors to perform a positive action, if they wish to claim compliance with a new specification version. Previously submitted results do not automatically achieve recognition under the new version.

(f) Test sponsors may continue to use results that are compliant with previous versions of a specification, but the version must be indicated.

(g) New results, when submitted, must be compliant with either or both of: (1) the version of the specification in effect at the date of submittal; (2) a new version of the specification, in those cases when it was already officially approved to take effect at a future date. The test sponsor must state in the Full Disclosure Report the version or versions of the specification their tests comply with. Usual review procedures then apply.

Note: It may not be possible to comply with both the current and new versions. A test sponsor might want to run tests with the current version right up until the time the new version is effective, in order to be able to compare results with previous tests.

(h) The date when a benchmark version is superseded by a new version, or when a benchmark is declared to be obsolete, is called the obsolescence date. All obsolete results will be removed automatically from the "SPC Summary of Results" list six months after the obsolescence date.

SECTION 10: PUBLIC RELATIONS

10.1 CONFIDENTIALITY RULE

(a) All SPC documents are to be marked, "For SPC and Member Internal Use Only" except for those specifically intended to have public and unimpeded distribution.

(1) The appropriate SPC primary or secondary representatives will approve any distribution of SPC confidential documents other than distribution via the Progress Report distribution list (which is approved by the primary representatives).

(b) With the exception noted in Section (c), member companies are encouraged to share all Council discussions, rulings, documentation with individuals or divisions within their own company, but should refrain from releasing any of the above to organizations outside the SPC without approval from the SC.

(c) Exceptions to confidentiality rules:

1. Rulings or interpretations of SPC specifications shall be disseminated to all affected parties, including members, users, and auditors. However, these interpretations shall not be released to the press unless specifically approved by the Council.
2. If a SPC member wants to distribute confidential SPC information (written or verbal) to non-members, that member should consult with the SPC Administrator, who will pass on the request and make a recommendation to the SC. The SC will review the matter and approve any release of SPC confidential information.
3. All non-member guests to the SPC General Council meetings must be screened by the SPC Administrator, who will pass on the request and make a recommendation to the SC on whether to invite them. The SC will approve any non-member guests and stipulate any restrictions on their involvement in meeting discussions.
4. Non-member guests to subcommittee or General Council meetings will be required to sign a non-disclosure agreement that they won't publicly disclose anything they see or hear at SPC meetings.
5. Section 8.2 Step 3 allows a technical subcommittee to brief non-members on the development of a benchmark specification.
6. Section 8.2 Step 5 allows public discussion and dissemination of results from the execution of a SPC draft benchmark specification. The results may be used in discussions with customers, to publish technical articles, or presented to industry conferences. Companies are strictly prohibited from publicizing the results for marketing and/or competitive purposes.

(d) The Council reserves the right to take appropriate action when breaches of

confidentiality occur.

10.2 SPC SPOKESPERSON

The SPC Administrator is the official spokesperson for the SPC Council. SPC members may speak to the press or public at large on behalf of the SPC with the approval of the SC.

10.3 SPC PRESS RELEASES

The full Council will approve any SPC press release by means of a Board Vote.

10.4 MEMBER PRESS RELEASES

SPC members are encouraged to publicize their involvement in the SPC, including the publishing of SPC benchmark results. However, all members should follow the guidelines for publishing SPC information. These guidelines include:

- (a) All references to SPC benchmark names should be accompanied by the SPC trademark.
- (b) No SPC member shall publish results that imply or suggest that they are official SPC results, when they are not. Estimated or extrapolated results that claim or imply to be official results are not allowed by SPC policy.

10.5 SPC WEB SITE

The design and layout of the SPC web site is under the control of the Administrator. The Administrator will maintain the design and layout of the SPC web site in a manner consistent with the overall mission of the SPC and SPC policies. The Administrator will post any major design and layout changes for general membership review for a two-week period before implementing these changes. Objections to the new design and layout changes should be filed with the Administrator. At the end of the two-week period, if there are no objections filed, the Administrator will implement the changes. If there are objections still unresolved, the PR Committee will defer any changes until the Council at the next General Council meeting can approve them.

SECTION 11: USE OF SPC RESULTS AND SPECIFICATIONS

11.1 SPC COPYRIGHT NOTICE

All parties are granted permission to copy and distribute to any party without fee all or part of SPC results and specifications provided that: 1) copying and distribution is done for the primary purpose of disseminating SPC material; 2) the SPC copyright notice, the title of the publication, and its date appear, and notice is given that copying is by permission of the Storage Performance Council.

Parties wishing to copy and distribute SPC materials other than for the purpose outlined above (including incorporating SPC material in a non-SPC document, specification or report), must secure the SPC's written permission.

11.2 PERMITTED USE OF SPC RESULTS

The SPC actively encourages Test Sponsors to widely distribute their SPC benchmark results in publicity. This is, after all, the benefit and purpose of producing SPC benchmark results. The SPC also actively encourages the publication of SPC results by the press, market researchers, financial analysts, and non-profit organizations.

This section (11.2 Permitted Use Of SPC Results) of Policies and Guidelines requires that all SPC members, as well as any SPC test sponsors (those who run and publish SPC benchmarks, whether they be SPC members or non-members), follow both the general and specific guidelines detailed in these policies. To ensure that users and readers of SPC results are given a fair and complete representation of SPC data, the SPC requests that all non-members, including the press, market researchers, financial analysts and non-profit organizations also follow these guidelines when publishing or re-publishing SPC results. The SPC Administrator will actively encourage them to follow the Permitted Use policies, and where appropriate, to issue retractions or corrections. The SPC may also initiate various PR activities to correct distortions of SPC results created by non-members.

It should be noted that in regards to any published SPC information, whether by members or non-members, the SPC will continue to defend and protect all of its copyright and trademark rights.

This section states how SPC results may be fairly used in publicity. It is intended that the SPC label be applied to only official SPC results that are used in a fair manner. Reliance on the SPC, its benchmarks, and the collection of SPC benchmark results is directly dependent on this. Furthermore, SPC members are required to carefully avoid disseminating information which is not based upon official SPC results, but which could be reasonably implied or inferred to represent SPC metrics, benchmarks, or standards.

Publicity includes: press releases, advertisements, commercials, and any and all marketing materials, literature, and collateral that are obtainable without a nondisclosure statement. Publicity includes spoken as well as written communication; e.g., a spokesperson speaking in an

open forum such as a press conference is bound by the policy.

When SPC results are used in publicity, the use is expected to adhere to basic standards of fidelity, candor, and due diligence, the qualities that together add up to, and define, Permitted Use of SPC Results.

Fidelity: Adherence to facts; accuracy

Candor: Above-boardness; needful completeness

Due Diligence: Care for integrity of SPC results

Because the SPC Trademark protects SPC results, this policy applies to all parties who use SPC results, including but not limited to members of the SPC. The intent is simple: if you want to use the SPC name, you are requested to follow this policy. Otherwise, do not mention or imply the SPC.

Violations will be dealt with in a manner appropriate to the pattern, seriousness, and impact of the violations, by vote of the SPC.

11.2.1 “PERMITTED USE” OF BENCHMARK RESULTS

“Permitted Use” is required for all publicity that uses SPC results extracted from SPC Full Disclosure Reports. This applies to publicity that makes explicit SPC references as well as to that which makes implicit references, insofar as a reasonably aware reader would connect it to the SPC.

If publicity uses SPC results for a system, it must explicitly include the "primary metrics," as defined in the specifications or by the SPC Council, for that system. Other information taken from Full Disclosure Reports is called "SPC Partial Information".

(a) It is “Permitted Use” for publicity to:

(1) Use SPC results, as long as the following conditions are met:

(a) The SPC primary metrics are included.

(b) A Full Disclosure Report for the results is complete and on file with the SPC Administrator.

(c) Appropriate attribution is given to the SPC Trademark.

(2) Freely compare and contrast sets of SPC primary metrics, from whatever set of Test Sponsors.

(B) It is not Permitted Use for publicity to:

(1) Use estimated results that refer to the SPC or SPC workloads, or to compare them to SPC results.

(2) Use results, metrics, or terminology that are not based upon official SPC results, but which could be reasonably inferred to refer to the SPC or SPC workloads, or to be comparable to SPC results.

(3) Display or use one part of the SPC primary metrics without the other.

- (4) Display SPC results without specifying that these results are current as of a certain date; if applicable, a single date can be displayed for an entire range of results.
 - (5) Use SPC results, from whatever source, unless the relevant Full Disclosure Report is on file with the SPC Administrator.
 - (6) Use SPC results without an attribution to the SPC Trademark.
 - (7) Use SPC Partial Information without showing the associated SPC primary metrics.
 - (8) Compare one system's total price to the partial price of another system, or to compare partial price to partial price. SPC results can not be generated with less than the entirety of the configured system.
 - (9) Show SPC results with non-SPC results in a manner that may cause the reader to believe that non-SPC results are in fact SPC results.
 - (10) Show a benchmark result derived from SPC specifications in a manner that may cause the reader to believe that these non-SPC results are the equivalent or near equivalent of SPC results.
 - (11) State or imply that another Test Sponsor's SPC results are considered invalid or in any way suspect by the SPC, unless the SPC has publicly stated this to be the case. All SPC internal review proceedings are confidential, and attempts to disclose these review proceedings or their results without SPC authorization are unfair.
 - (12) Compare the pricing of SPC results when the currencies used in the results are not alike (e.g. dollars vs. pounds, or pounds vs. francs).
 - (13) Compare pricing of SPC results when the comparison is based on a direct conversion of different currencies (e.g., converting dollars into pounds based on a simple dollars-to-pounds conversion rate published in a newspaper).
 - (14) Refer to a withdrawn result without specifically stating that the result is withdrawn and no longer represents an official SPC result.
 - (15) Display the SPC primary metrics without naming (displaying) the system identified with the primary metrics in the SPC summary results list.
- Note:** This provision must be adhered to except where the law prohibits naming a competitor's product.
- (16) Compare results from different major versions of SPC benchmark specifications.
 - (17) Distribute, re-publish, or to make special purchases to distribute or re-publish documents, from whatever source, which are in violation of the SPC's Permitted Use policies.

11.3 PERMITTED USE OF SPC SPECIFICATIONS

SPC benchmark specifications or parts of SPC specifications may not be used to develop non-SPC benchmarks.

11.4 REVIEW AND RESPONSE TO POLICY VIOLATIONS

If the council votes that a violation of SPC policies has occurred, the Council may take appropriate response measures, as detailed in this policy. In its deliberations, the Council will seek a fair, appropriate, and reasonable response according to the seriousness of the violation. There are two phases of this policy: 1) review and 2) response.

11.4.1 REVIEW PHASE

Before a violation may be discussed at the Council general meetings, the alleged policy violation must be submitted to the Steering Committee via the SPC Administrator. The SC will investigate the issue and make a recommendation to the Council only if it believes a minor or major violation has occurred (non-violations and insignificant violations will not be brought forward by the SC, although any member may introduce such a motion). Note: This exclusion section recognizes the limited resources the SC and Council can spend investigating, discussing, and enforcing its policies but does not, in any way, sanction or approve violations, no matter how insignificant.

The SPC Administrator will give the Company at least seven days notice by fax or mail that the Council will discuss the matter. The Administrator will also mail or fax any documents that pertain to the alleged violation. Once having been notified, it is the responsibility of the company to be in attendance at the next general meeting of the Council. The Council will discuss and rule on the alleged violation whether the company is in attendance or not.

During the review phase at council general meetings, the Council will assess the specific violation(s) in question and determine (vote) if a violation has occurred and its severity (insignificant, minor, major). During the review phase of the Council's proceedings, the Council will not consider past violations in making the determination of the severity of the violation. However, the Council will consider the following criteria in its deliberations:

- (a) If the violation pertains to publicity or to public information, the Council will determine the extent of publicity. Who was affected or who knew of the violation: one person, a small group, one trade magazine, several trade magazines, a national newspaper or business magazine, or national network television?
- (b) If the violation pertains to publicity or to public information, how prominent or significant was the violation in the context of the event or publication?
- (c) If the violation pertains to SPC data, policies, or results, was the violation a significant departure from the facts or SPC policies?

In its review phase the Council will categorize violations according to the following:

(1) Insignificant violations

Violation(s) with a non-existent or negligible impact on the credibility of the SPC, its trademarks, or on the competitive environment.

(2) Minor violations

Violation(s) with a small but non-trivial impact on the credibility of the SPC, its trademarks, or on the competitive environment.

(3) Major violations

Violation(s) with significant impact on the credibility of the SPC, its trademarks, or on the competitive environment.

11.4.2 RESPONSE PHASE

In formulating its response measure, the Council may take into account the history of violations or recent pattern of violations, excluding insignificant violations. The Council may also take into account what corrective or remedial actions the company accused of a violation has taken.

These response measures are intended to specify how, under most circumstances, the Council will respond to policy violations. However, the Council retains the right to take other response measures if, under extra-ordinary circumstances, it deems it necessary and appropriate. These measures will be consistent with the general principles of fairness, reasonableness, and appropriateness established in this policy. Also, the Council may take no response measure to a policy violation, if it deems that course of action to meet these same principles.

Responses to violations

If the Council determines that a violation has occurred, the Council may take any or all of the response measures outlined under each response level:

1. Level one response (insignificant violation)

The Council, via the Administrator, will notify the primary representative of the company in question that it has committed an insignificant violation. No further SC or Council action will be taken. It is the responsibility of the primary representative from the company that committed the violation to take further action if he/she deems it necessary.

2. Level two response (minor violation)

a) Instruct the Secretary of the meeting to record that the Company committed a minor violation. In most such cases, it is assumed that the company has already taken corrective or remedial action, or that further instruction to the company in question is unnecessary.

b) Instruct the Administrator to send the company a letter outlining the nature of the violation, and, if appropriate, asking for appropriate remedial or corrective action.

3. Level three response (major violations)

a. Instruct the Administrator to send the company a letter as cited in 2b.

b. Ask the company's primary representative to take corrective or remedial action and provide the Council with an official report of those actions at the next Council meeting.

c. Assess the company an amount commensurate and reasonable with the seriousness of

the violation. The first assessment will be in the range of \$100-1,000. Any subsequent assessment will be in the range of \$100-10,000.

This assessment must be paid within 90 days of notification to the company or the company loses its voting privileges in all subcommittees and general council proceedings (except mail ballot approval of benchmarks). Upon payment of the assessment, all privileges will be restored.

d. Instruct the Administrator to issue a press release outlining the nature of the policy violation.

e. Vote to initiate expulsion proceedings as outlined in Section 3.3.