



Adaptive Management Software for Conservation Projects

Organizational License and Support Agreement

Version: March 2013

This document spells out the terms for the Puget Sound Partnership (PSP) to license and download Miradi Adaptive Management Software for use by PSP staff and partners.

Background

Miradi Adaptive Management Software is a user-friendly program that allows nature conservation practitioners to design, manage, monitor, and learn from their projects to more effectively meet their conservation goals. The program guides users through a series of step-by-step interview wizards, based on the Conservation Measures Partnership's [Open Standards for the Practice of Conservation](#). Miradi is being developed by the [Conservation Measures Partnership](#) (CMP), a consortium of leading nature conservation organizations, and [Benetech](#), a nonprofit technology development organization. As outlined in greater detail in our Pricing Principles (Annex A), we are committed to making Miradi available to all practitioners who need it, while also sustaining the ongoing development and improvement of the software.

License Terms

The Miradi software program is distributed under the terms of the [GNU General Public License](#) as published by the Free Software Foundation, Version 3. See the GNU General Public License for more details.

Support Agreement

In return for a payment of \$US 25,000 to Foundations of Success acting on behalf of the Conservation Measures Partnership and Benetech, the Miradi team will provide:

1. An access code that enables all staff of the Puget Sound Partnership the ability to download Miradi Software from the www.Miradi.org website per the following terms:
 - Download the Current Version of Miradi Software.
 - Download updates to this software as available until 31 December 2014.
2. A separate access code that PSP can give to its partners to download Miradi Software for use with any conservation work within Puget Sound for the same timeframes outlined in Point 1.
3. Priority consideration for additional user stories for feature and functionality enhancement as well as for custom engineering work (the latter may require additional funds).
4. The ability to designate up to 3 individuals as "Miradi Coaches" who will then receive specific training and support from the Miradi team to help them rollout, train, and support Puget Sound Partnership Miradi users.

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5. The ability to specify on the Miradi website how Puget Sound Partnership Miradi users can contact these designated PSP Coaches.
6. The ability to have the designated PSP Miradi coaches contact the Miradi team by e-mail for answers to technical support questions that they cannot solve themselves.

Note that the annual license fee is determined by the projected number of PSP users who will be downloading the software using PSP access codes. The Miradi team will provide PSP with quarterly updates about the number of users who have downloaded the software using PSP access codes. If the number of PSP users is less than the threshold for the \$25,000 license, then the Miradi team will apply the balance of the funds to extend the PSP license into the future at the most favorable rate offered to other government agencies. There is no upward limit on the number of users for the 2013-14 license.

The effective date of this agreement is May 15 or ten working days from the date of filing with DES, whichever is later.

Puget Sound Partnership

Name: Alana Knaster

Title: Deputy Director Operations

Signature: _____

Date: _____

Foundations of Success

Nick Salafsky

Co-Director



_____ 30 April 2013 _____

Annex A. Miradi Pricing Principles

Version: April 2008

The Miradi Project is committed to helping build a better and more sustainable world by creating software tools to help conservation practitioners in their critically important jobs. To ensure its ongoing success, Miradi needs to be sustainable itself. We have three core concepts in our approach to sustainability: trust, value and fairness. Together with our community of users and supporters, we want to create a commons that thrives and benefits the entire world for years to come.

The Miradi Project is an experiment in finding an effective way to create open source software to meet the evolving needs of the social sector. Help us make this a successful experiment!

Trust

We believe in trust. We believe that trust is repaid by trust. We'll operate within the bounds of mutual trustworthiness. For the Miradi Project, that means we'll do the following:

- Provide Miradi software under the General Public License (GPL) free and open source software license
- Add features primarily based on user feedback, trusting that they know best how we can help them
- Work within a governance process that vests the majority of decision-making power in the hands of our users
- Be transparent about our finances, so that everybody who is interested can understand the funding flows
- Assume that our users are telling the truth when they identify as being unable to afford our recommended download fees and use the low-income options

We're expecting that our trust will be repaid as follows:

- Users will actively provide us with help in charting the future of the Miradi software, by reporting bugs and requesting enhancements,
- Users who get value from Miradi support the project morally and financially at modest but respectable levels,
- People who enhance Miradi contribute those improvements back to the community under the terms of the GPL,
- Folks using the freedom of the GPL to create derivatives outside the Miradi Project respect our trademark and brand by not using the Miradi name.

Value

Miradi only makes sense if by getting together we can create a tool that meets important needs far better and for far less cost than doing this work separately. We believe that there is a combination of financial and in-kind resources in the conservation field that is more than sufficient to support the Miradi Project if we create real value.

Our financial objectives around value are:

- We are not trying to recover our initial investment: we're interested in sustainability going forward and covering our ongoing costs to operate and enhance the project,
- We are not trying to make a profit doing this: the Miradi partners are all nonprofits who rate mission over money. Our initial pricing proposal assumes we probably won't make money, but keeps us from being 100% dependent on grants to sustain the project,
- Our goal is to sustain the Miradi Project without requiring philanthropic funding long-term. If we truly create the kind of value we seek, our users should be able to underwrite the costs of a limited number of paid staff to deliver support, training and software maintenance. Miradi was initially developed with 10% user funds and 90% grant funds – in a couple of years, we hope to reverse these percentages.

We will utilize volunteer assistance that is good value for the project, to reduce the costs of operating the project and to accept the good will of those who wish to contribute to Miradi. We will encourage donors and users to send in additional funds over and above our recommended fees, if they are moved to expand their support or feel that the value exceeds what they are paying.

Fairness

We delight in the diversity of the open source movement, and we know that it includes resource rich groups and poor groups, activists, governments, schools and students. We're open to a continuing discussion of the fairness of our approach. We see everything through a mission lens: how should we operate to maximize the positive social impact of Miradi on conservation?

We use the concept of cross-subsidization in creating our financial plan. Financial contributions to the project should be different for groups at different resource levels. We want to be able to help the group with an annual budget of \$5,000 as well as the one with a budget of \$500,000,000. Fairness would dictate a different level of financial support from these different groups, too.

We will respond to any reasonable request to revisit our fee structure for downloads and/or support. We will also revise it if it's not bringing in sufficient resources, or if it is bringing in more resources than we need to accomplish our mission objectives. We know that making Miradi available under the GPL puts constraints on our pricing, and so we need to make sure we're delivering value to win the trust and support of the community.

In conclusion, we hope that trusting in the community will lead to a vibrant and shining example of free and open source software that provides value in meeting important needs in society and is able to sustain itself beyond its initial funding.