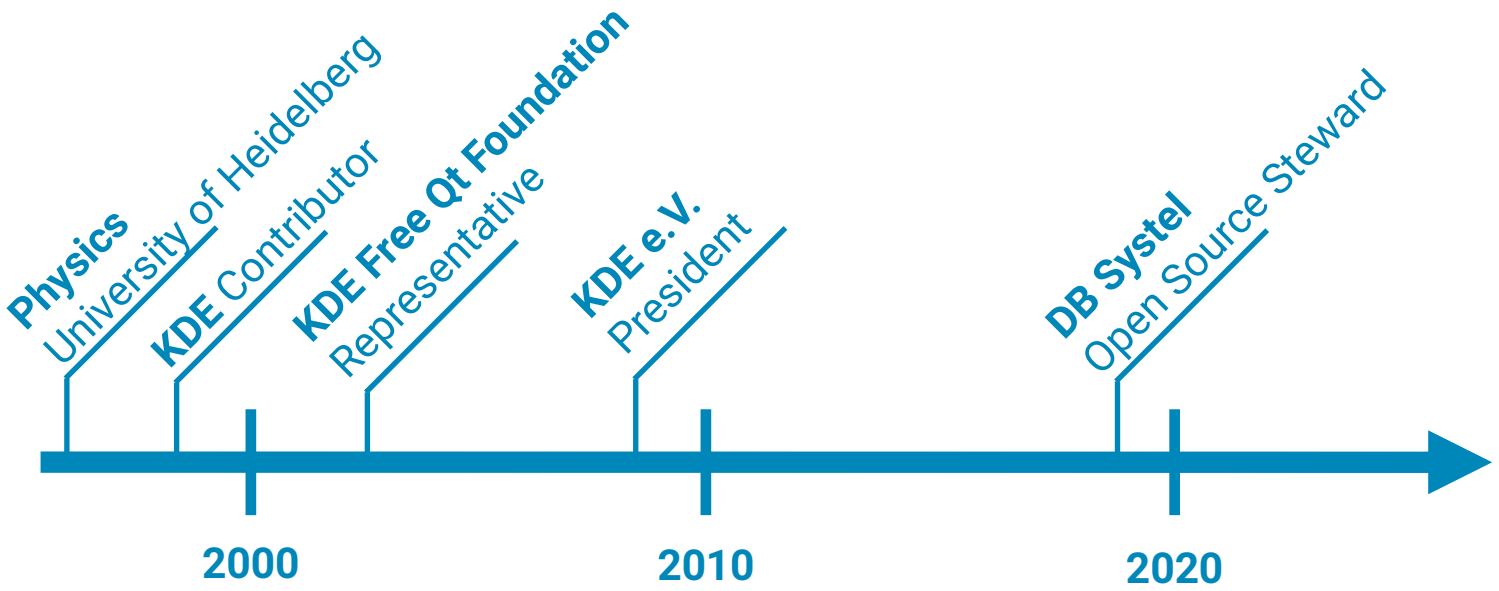
Protecting against proprietary re-licensing with a community contract

How the KDE Free Qt Foundation ensures software freedom for twenty-three years and counting

FOSDEM 2021

Cornelius Schumacher <schumacher@kde.org>

About me


Physics
University of Heidelberg
KDE Contributor
KDE Free Qt Foundation
Representative
KDE e.V.
President
DB Systel
Open Source Steward
2000
2010
2020

1996

Wintel has 95% of PC market

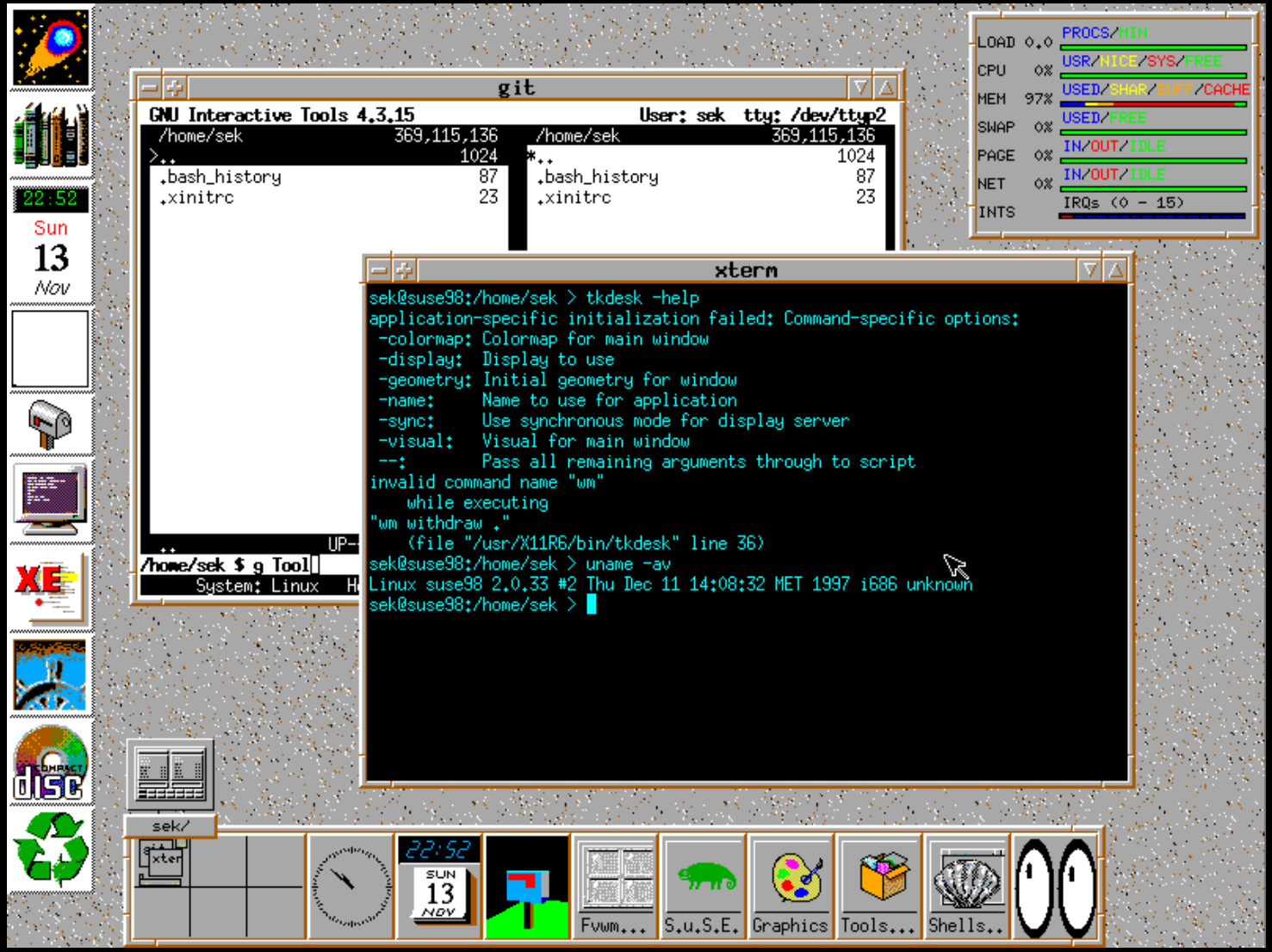
Windows 95 and Windows NT are current Microsoft systems

UNIX: Common Desktop Environment (CDE)

Linux Kernel 2.0 is released

Linux distributions: Slackware, Debian, RedHat, SUSE, ...

Linux GUI: FVWM


git
GNU Interactive Tools 4.3.15
User: sek tty: /dev/ttyp2
/home/sek 369,115,136
1024
.bash_history 87
.xinitrc 23
/home/sek 369,115,136
1024
.bash_history 87
.xinitrc 23
/home/sek $ g Tool
System: Linux
xterm
sek@suse98:/home/sek > tkdesk -help
application-specific initialization failed: Command-specific options:
-colormap: Colormap for main window
-display: Display to use
-geometry: Initial geometry for window
-name: Name to use for application
-sync: Use synchronous mode for display server
-visual: Visual for main window
--: Pass all remaining arguments through to script
invalid command name "wm"
while executing
"wm withdraw ."
(file "/usr/X11R6/bin/tkdesk" line 36)
sek@suse98:/home/sek > uname -av
Linux suse98 2.0.33 #2 Thu Dec 11 14:08:32 MET 1997 i686 unknown
sek@suse98:/home/sek >
LOAD 0.0 PROCS/MIN
CPU 0% USR/NICE/SYS/FREE
MEM 97% USED/SHAR/BUFF/CACHE
SWAP 0% USED/FREE
PAGE 0% IN/OUT/IDLE
NET 0% IN/OUT/IDLE
INTS IRQs (0 - 15)
22:52
Sun
13
Nov
sek/
Fvwm...
S.u.S.E.
Graphics
Tools...
Shells..

Matthias Ettrich starts KDE with a Usenet post on 14 Oct 1996

GUI for end-users.
Programmers wanted!

Two firm decisions and a note

*„The stuff will be distributed under the terms of the **GPL**.“*

*„Everybody I'm talking to in the net would LOVE a somewhat cleaner desktop. **Qt** is the chance to realize this.“*

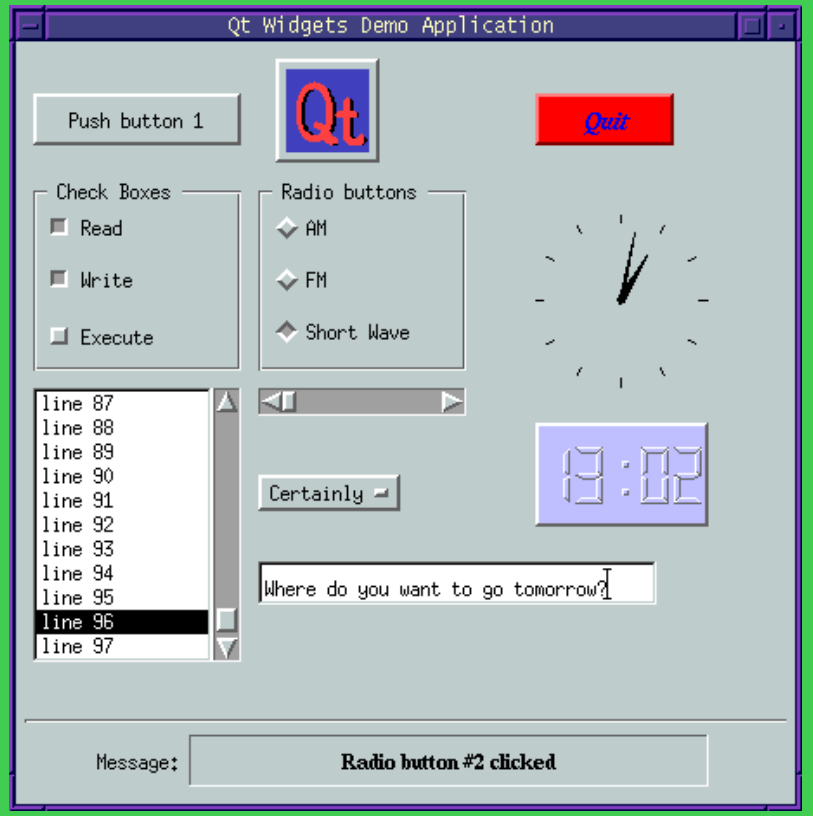
*„BTW3: I don't have any connections to Troll Tech, I just like their product (look at the sources: really high quality!) and their kind of marketing: **free sourcecode for free software**.“*

Qt conceived
by Haavard Nord and Eirik Chambe-Eng
on a park bench in Trondheim, Norway,
in 1991.

Cross-platform GUI toolkit in C++

1995

Troll Tech releases Qt 0.9



Business Model: Dual-Licensing

Qt Professional Edition (proprietary license)

commercial version for all platforms and projects

Qt Free Edition (Qt Free Edition License)

free for Free Software projects on X11 (including GNU/Linux)

How free is free?

Controversy around Qt Free Edition License

What happens if Troll Tech stops making Qt available for Free Software development?

You have to understand that in the late nineties it was not uncommon that companies were bought to shut down products. There were concerns that Microsoft could do that to Qt.

-- Kalle Dalheimer

Ein offenes Betriebssystem kann schon mal mutieren. Bei Windows 2000 hingegen gibt es alle Services und Dienste aus einer Hand. Das spart Zeit und somit wirklich Geld. Mehr Infos unter www.microsoft.com/germany/windows2000

Microsoft

ein offenes betriebssystem hat nicht nur vorteile

1997

28. Aug - 1. Sep

KDE One Developer Meeting in Arnsberg

The meeting takes place two weeks after GNOME was founded

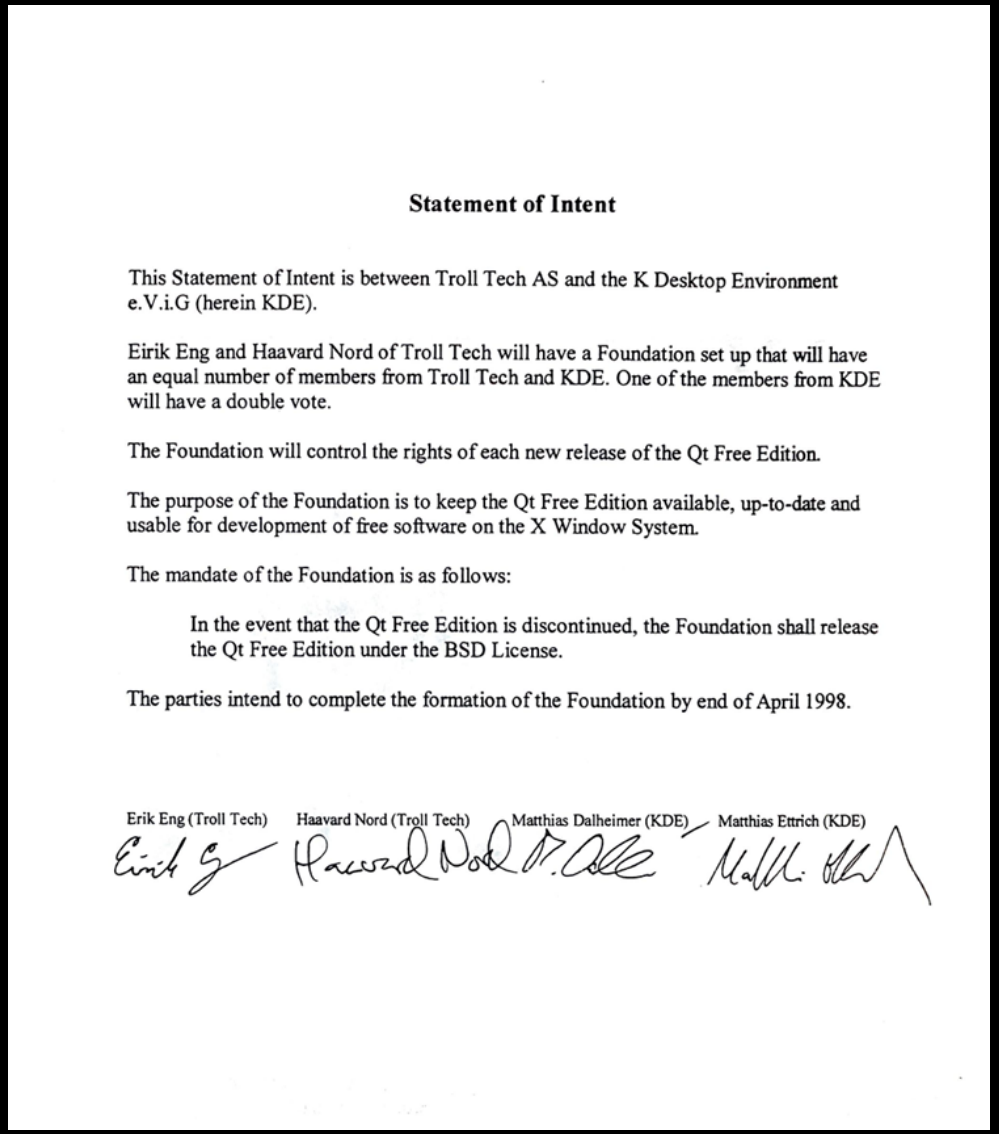
Eirik and Arnt from Troll Tech travel to Germany and join

Troll Tech is 6 employees, KDE is 200 developers

The strategy works for both sides

Discussions about how to end the debate about the freedom of Qt

Troll Tech offers a legally binding agreement between the community and the company to guarantee that Qt stays free forever



Statement of Intent

This Statement of Intent is between Troll Tech AS and the K Desktop Environment e.V.i.G (herein KDE).

Eirik Eng and Haavard Nord of Troll Tech will have a Foundation set up that will have an equal number of members from Troll Tech and KDE. One of the members from KDE will have a double vote.

The Foundation will control the rights of each new release of the Qt Free Edition.

The purpose of the Foundation is to keep the Qt Free Edition available, up-to-date and usable for development of free software on the X Window System.

The mandate of the Foundation is as follows:

> In the event that the Qt Free Edition is discontinued, the Foundation shall release the Qt Free Edition under the BSD License.

The parties intend to complete the formation of the Foundation by end of April 1998.

Erik Eng (Troll Tech) Haavard Nord (Troll Tech) Matthias Dalheimer (KDE) Matthias Ettrich (KDE)

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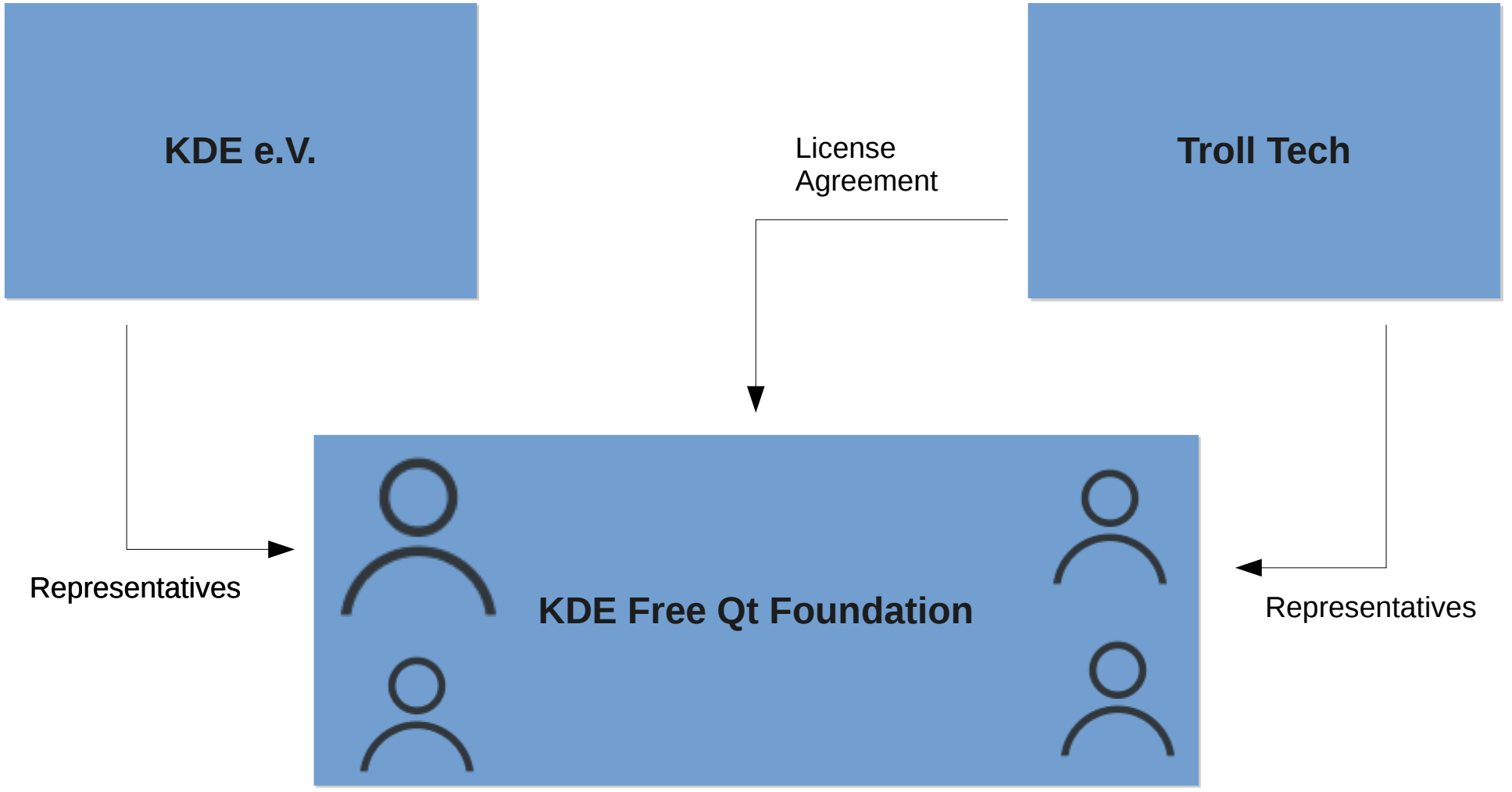
Troll Tech‘s lawyer:

“So, you are saying that you want to pay me to create a bulletproof setup so that you can never stop giving something away for free?“

Eirik‘s answer:

„Yes!“


KDE e.V.
License
Agreement
Troll Tech
Representatives
KDE Free Qt Foundation
Representatives

- KDE needs a legal entity to be a contract partner
  - KDE e.V. is founded on 27. Nov 1997
- KDE Free Qt Foundation
  - Entity to hold special license agreement on Qt
  - Separate entity to protect against bankruptcy of Troll Tech
- Board of the foundation
  - Two KDE and two Troll Tech representatives
  - KDE decides in case of ties
- License agreement between KDE Free Qt Foundation and Troll Tech:
  - If no major updates of the Qt Free Edition are released for 12 months, the foundation can release it under the BSD license

Consequences

Protects Qt against bankruptcy, takeover, and change of plans

BSD license allows:

- The use of Qt for any project, free software as well as proprietary
- To build a new company with a similar dual-license business model

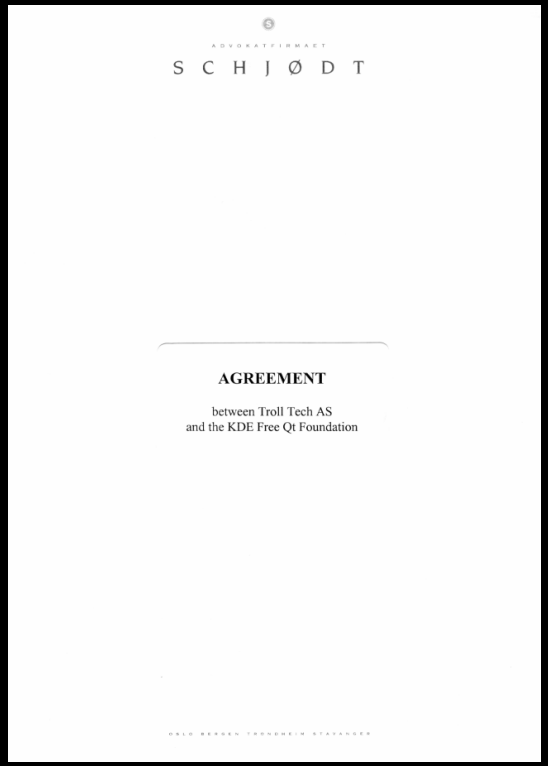
1998

22. June

First agreement between Troll Tech and the KDE Free Qt Foundation is signed.

„We believe the founding of the KDE Free Qt Foundation to be an unprecedented ground-breaking step, ushering in a new era of software development, allowing the KDE project, the free software community, all free software developers as well as commercial software developers to **prosper in a mutually supportive fashion**.“

-- from the announcement



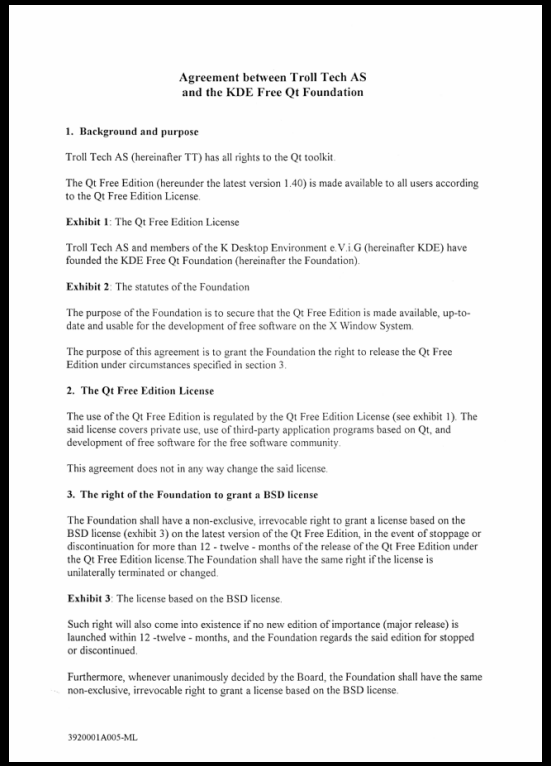
ADVOKATFIRMAET

S C H J Ø D T

AGREEMENT

between Troll Tech AS
and the KDE Free Qt Foundation

OSLO BERGEN TRONDHEIM STAVANGER



Agreement between Troll Tech AS and the KDE Free Qt Foundation

1. Background and purpose

Troll Tech AS (hereinafter TT) has all rights to the Qt toolkit.

The Qt Free Edition (hereunder the latest version 1.40) is made available to all users according to the Qt Free Edition License.

Exhibit 1: The Qt Free Edition License

Troll Tech AS and members of the K Desktop Environment e.V.i.G (hereinafter KDE) have founded the KDE Free Qt Foundation (hereinafter the Foundation).

Exhibit 2: The statutes of the Foundation

The purpose of the Foundation is to secure that the Qt Free Edition is made available, up-to-date and usable for the development of free software on the X Window System.

The purpose of this agreement is to grant the Foundation the right to release the Qt Free Edition under circumstances specified in section 3.

2. The Qt Free Edition License

The use of the Qt Free Edition is regulated by the Qt Free Edition License (see exhibit 1). The said license covers private use, use of third-party application programs based on Qt, and development of free software for the free software community.

This agreement does not in any way change the said license.

3. The right of the Foundation to grant a BSD license

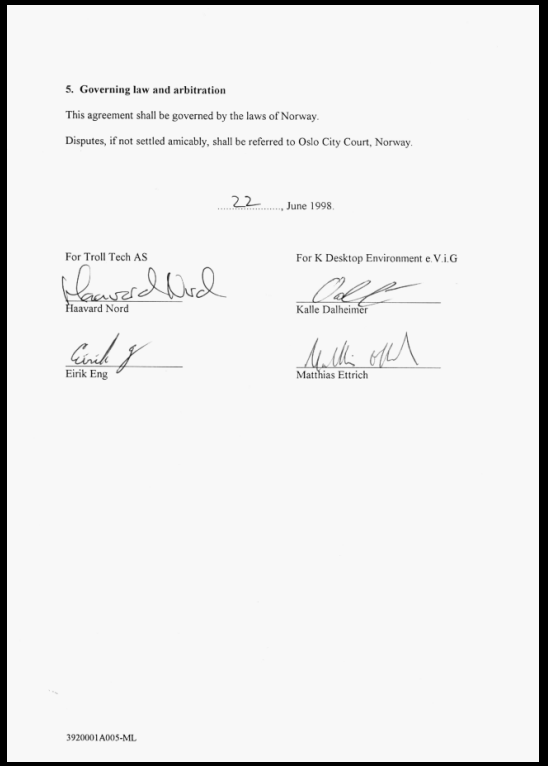
The Foundation shall have a non-exclusive, irrevocable right to grant a license based on the BSD license (exhibit 3) on the latest version of the Qt Free Edition, in the event of stoppage or discontinuation for more than 12 - twelve - months of the release of the Qt Free Edition under the Qt Free Edition license.The Foundation shall have the same right if the license is unilaterally terminated or changed.

Exhibit 3: The license based on the BSD license.

Such right will also come into existence if no new edition of importance (major release) is launched within 12 -twelve - months, and the Foundation regards the said edition for stopped or discontinued.

Furthermore, whenever unanimously decided by the Board, the Foundation shall have the same non-exclusive, irrevocable right to grant a license based on the BSD license.

3920001A005-ML



5. Governing law and arbitration

This agreement shall be governed by the laws of Norway.

Disputes, if not settled amicably, shall be referred to Oslo City Court, Norway.

22, June 1998.

For Troll Tech AS

Haavard Nord

Eirik Eng

For K Desktop Environment e.V.i.G

Kalle Dalheimer

Matthias Ettrich

3920001A005-ML

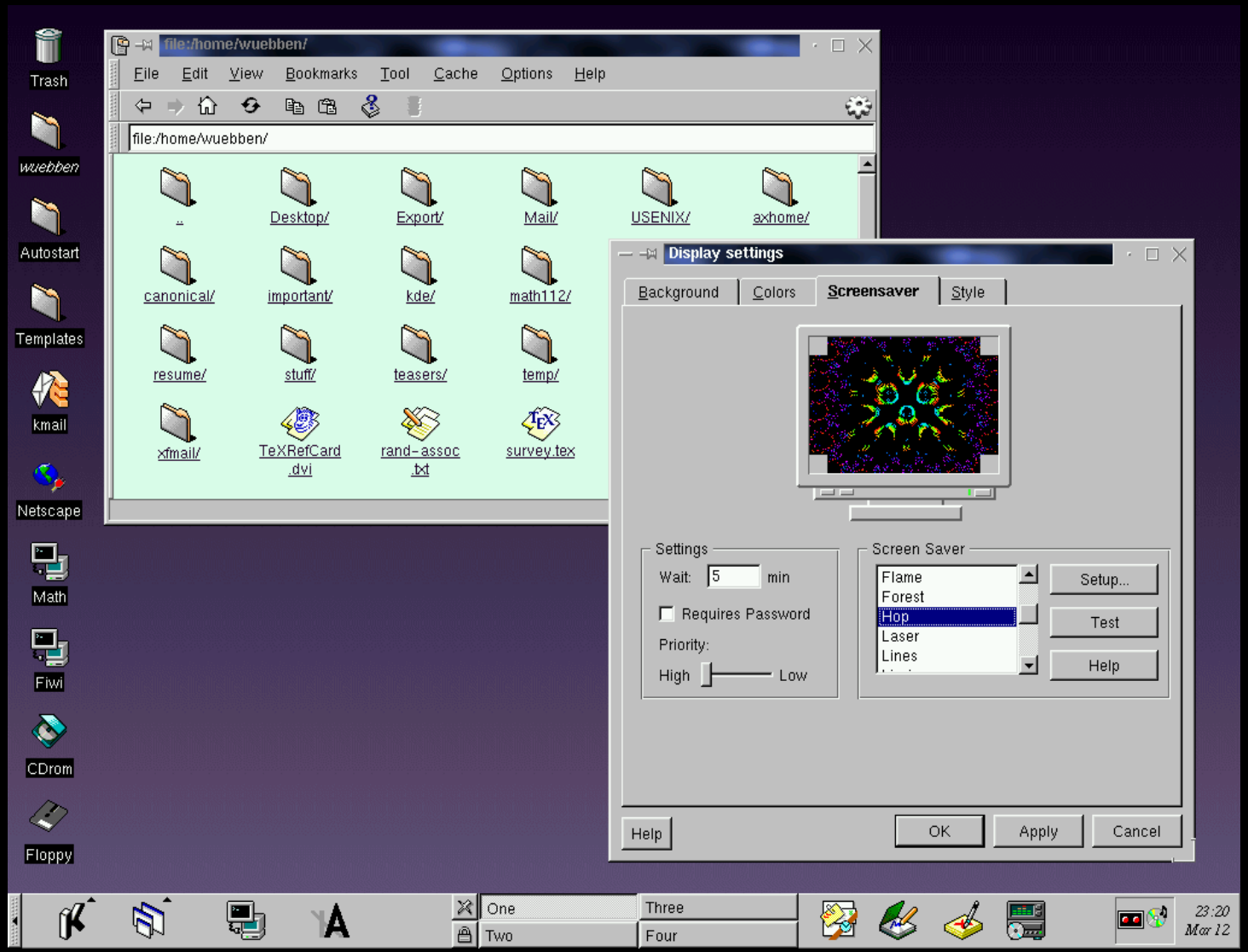
First agreement between Troll Tech and the KDE Free Qt Foundation

1998

12. July

KDE 1.0 is released

Based on Qt 1.2


Trash
wuebben
Autostart
Templates
kmail
Netscape
Math
Fiwi
CDrom
Floppy
file:/home/wuebben/
File Edit View Bookmarks Tool Cache Options Help
file:/home/wuebben/
..
Desktop/
Export/
Mail/
USENIX/
axhome/
canonical/
important/
kde/
math112/
resume/
stuff/
teasers/
temp/
xfmail/
TeXRefCard.dvi
rand-assoc.txt
survey.tex
Display settings
Background Colors Screensaver Style
Settings
Wait: 5 min
Requires Password
Priority:
High Low
Screen Saver
Flame
Forest
Hop
Laser
Lines
Setup...
Test
Help
Help
OK
Apply
Cancel
One
Two
Three
Four
23:20
Mar 12

Evolution

26 Jun **1999**	Qt 2.0 under QPL
23 Oct **2000**	KDE 2.0
7 Dec **2000**	Qt 2.2 under GPL
3 Apr **2002**	KDE 3.0
28 May **2004**	Second agreement
28 Jun **2005**	Qt 4.0 with GPL for Windows

What is the Qt Free Edition?

Challenge: Future-proof definition of what the Qt Free Edition is

- What means discontinued?
- What means major update?
- What modules are part of Qt?
- What platforms are covered by the agreement?
- What licenses are acceptable?

2008

28. January

KDE e.V. gets an email

BIZ & IT —

Nokia to buy Trolltech, will become a patron of KDE

Trolltech, the company behind the popular Qt open-source software development ...

RYAN PAUL - 1/28/2008, 8:21 PM

TROLLTECH An announcement issued by Trolltech today reveals that the software company is being acquired by Nokia for $153 million. Trolltech is the company behind Qt, a cross-platform application development toolkit that is available under both commercial and open-source licenses. Trolltech also develops a Linux-based mobile platform called Qtopia that includes a mobile Qt stack.

Nokia describes its acquisition of Trolltech as a way to move its cross-platform software strategy forward and also alludes to the potential for increasing the value of its S60 and Series 40 mobile platforms. "The technology landscape evolves and, for Nokia, software plays a major role in our growth strategy for devices, PCs and the integration with the Internet... Common cross-platform layers on top of our software platforms attract innovation and enable Web 2.0 technologies in the mobile space," said Nokia executive vice president of devices Kai Oistamo in a statement. "Trolltech's deep understanding of open-source software and its strong technology assets will enable both Nokia and others to innovate on our device platforms while reducing time-to-market. This acquisition will also further increase the competitiveness of S60 and Series 40."

Nokia clearly intends to incorporate Qt support into its mobile software platforms, but the intended scope of such plans remains unclear. Nokia could potentially reinvent S60 and Series 40 as Linux-based Qtopia platforms and ditch the Symbian underpinnings. The company could also potentially port Qt to those platforms and provide it as an additional layer for third-party software development. Support for Qt would vastly simplify the process of developing third-party applications for those platforms, encouraging the growth of a richer software ecosystem.

NOKIA Connecting People Another significant factor is the inherent portability of Qt, which provides robust support for all three major desktop operating systems and is actively being ported to Windows CE and Windows Mobile by Trolltech developers. Qt already provides a very clean glide path between desktop and mobile developments. Developers using Qt will be able to

Ars Technica, 28.1.2008

KDE e.V. is at the table
Meetings with Nokia management in Frankfurt and Helsinki

Qt 4.5 adds LGPL

Third agreement

Qt 5 is developed under open governance

More Evolution

2011 – 2012	Digia acquires Qt
Dec **2012**	Qt 5.0
13 Apr **2013**	Fourth agreement
Sep **2014**	Digia forms The Qt Company
28 Dec **2015**	Fifth agreement
May **2016**	The Qt Company goes public
December **2020**	Qt 6.0

BIZ & IT —

Microsoft buys Nokia's phone business for $7.1 billion

Nokia's Devices & Services moves to Microsoft; mapping, NSN remain behind.

PETER BRIGHT - 9/3/2013, 6:53 AM

Erkka Peitso

A Nokia building in Finland.

365

Microsoft and Nokia announced today that Nokia's Devices & Services business—the part of the company that builds all Nokia's phones (both smart and otherwise)—is changing hands. Microsoft is paying €5.44 billion ($7.17 billion) for the struggling Nokia division. The deal, subject to shareholder and regulatory approval, is expected to close in the first quarter of 2014.

In the transaction, all of Nokia's device business, including design, manufacturing, sales, marketing, and support, becomes a part of Microsoft. This includes 32,000 staff, of which 4,700 are in Finland.

Remaining behind is Nokia Solutions and Networks (formerly Nokia Siemens Networks), which

Ars Technica, 3.9.2013

Where are we today?

KDE Free Qt Foundation exists for more than 20 years and counting

Qt stayed free through sometimes turbulent times

KDE and Qt both had a lot of success and impact

License guarantees **present** freedom

Community contract guarantees **future** freedom

Community contract fosters
dialogue and balancing
between community and commercial interests

What about a fork?

GPL allows forking

but

it would split community

it wouldn‘t allow to use the proprietary dual-license business model on the fork

agreement can be terminated
if KDE stops using Qt

Is the KDE Free Qt Foundation a good model for other projects?

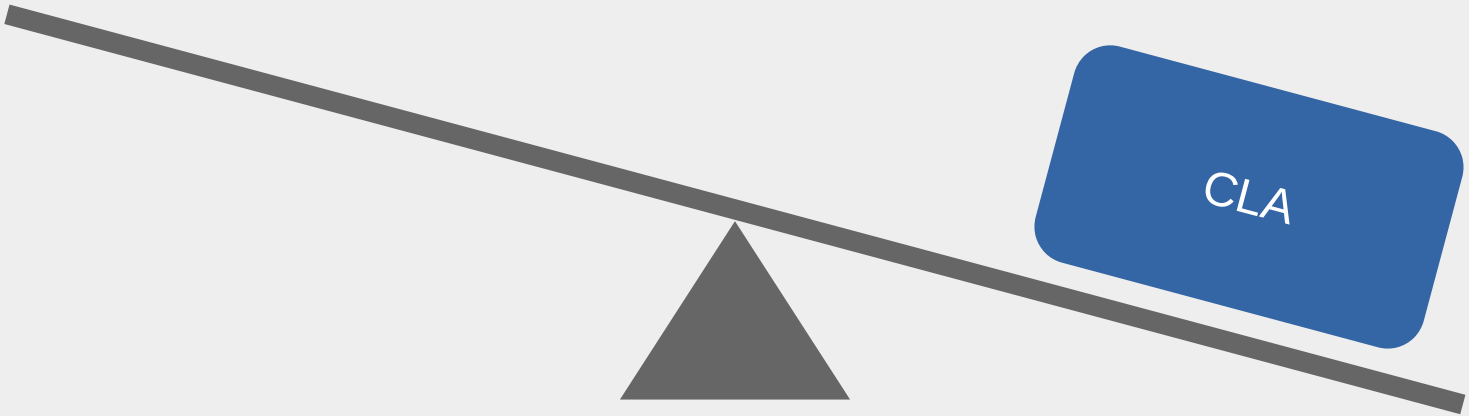
Imbalance in single-vendor projects

Typical use case:

- Single-vendor holds all rights
- Proprietary/copyleft dual-licensing business model
- Contributor License Agreement (CLA) required for contributions

Problem:

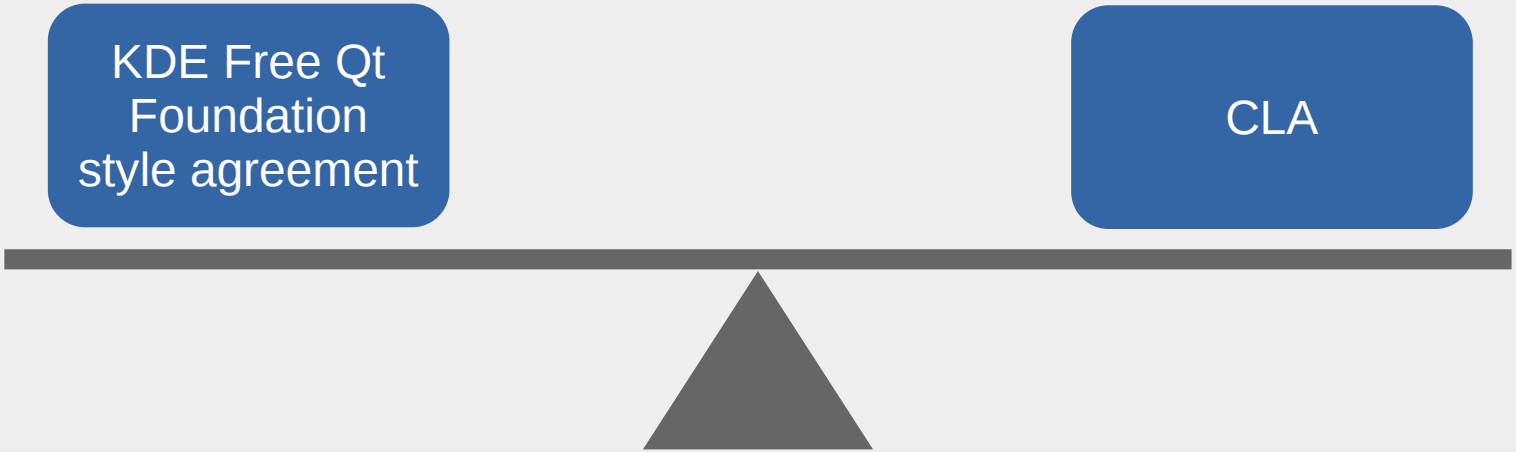
- Asymmetric towards company
- Company has rights the community hasn‘t



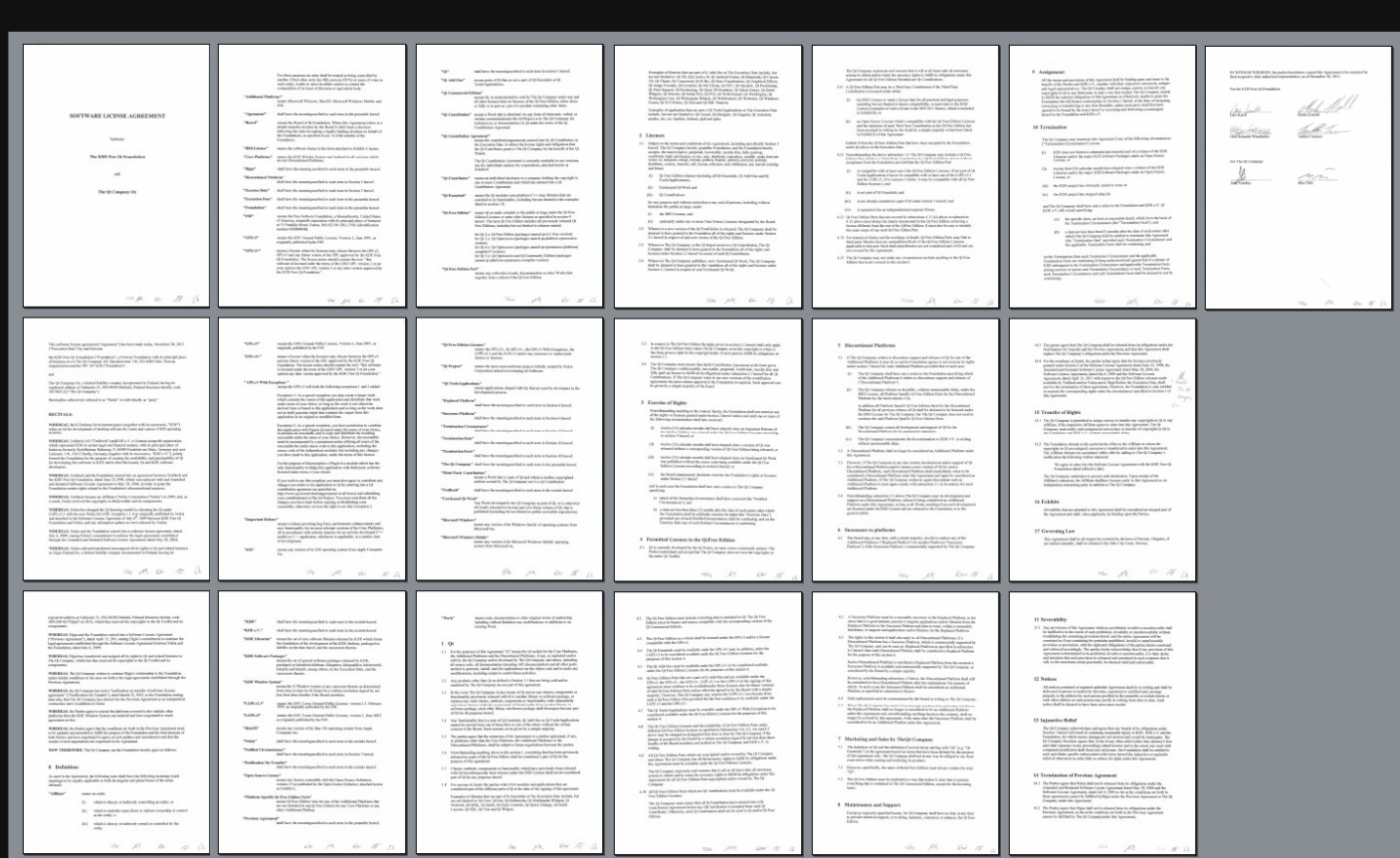
Balanced setup

KDE Free Qt Foundation style community contract:

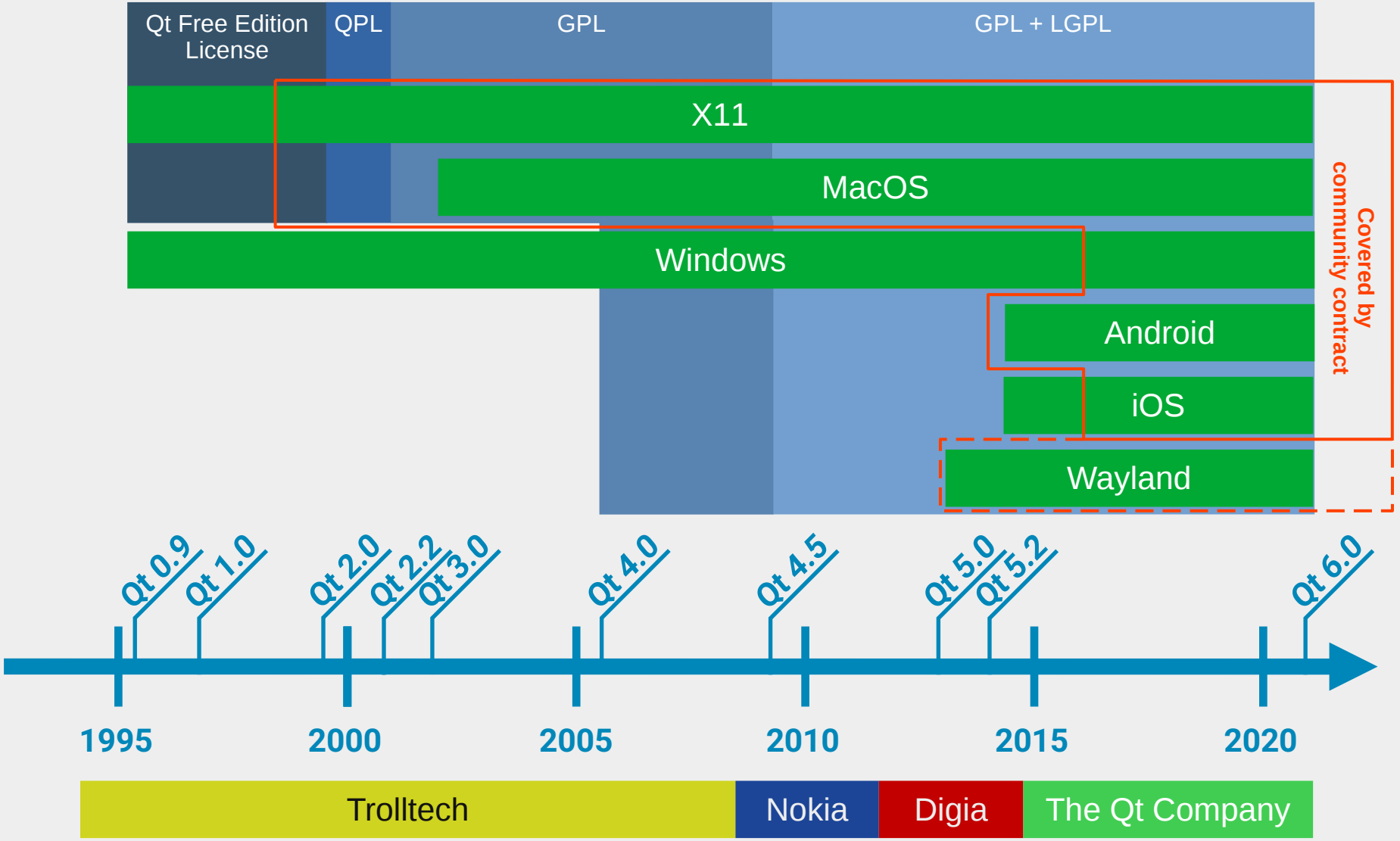
- Balances out asymmetry (community has majority in foundation)
- Shared pledge for the future (going beyond open source license)
- Motivation for contributors (safe future perspective)



Maintenance required



Fifth KDE Free Qt Foundation agreement from 28 Dec 2015


Qt Free Edition License
QPL
GPL
GPL + LGPL
X11
MacOS
Windows
Android
iOS
Wayland
Covered by community contract
Qt 0.9
Qt 1.0
Qt 2.0
Qt 2.2
Qt 3.0
Qt 4.0
Qt 4.5
Qt 5.0
Qt 5.2
Qt 6.0
1995
2000
2005
2010
2015
2020
Trolltech
Nokia
Digia
The Qt Company

Courage

KDE Free Qt Foundation

Freedom

Freedom

good for business
good for community
good for the world

prosper in a mutually supportive fashion