

PROGRAM GUIDE

SkillHeart Venture Labs

Validate problems, build capable teams and create ventures with an investment structure defined from the outset.

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Venture Labs at a glance

ITEM	DETAILS
Nature	Venture building and investment program led by SkillHeart
Participation	Individual, pre-formed team or international teams created during the preliminary phase
Starting point	Problem, need, product hypothesis or profile with the capability to join a team
Model	Selection → preliminary framework → Team Discovery and validation → investment terms → formal acceptance → official Venture Lab → MVP → evidence → continuation decision
SkillHeart contribution	AI, cloud computing, infrastructure, subscriptions, tooling, technical environment, mentoring, coordination, network and other resources depending on the project
Entry cost	Not structured as a tuition fee paid by the participant
Economic framework	Negotiated before the official start of the project
SkillHeart economic participation	May be structured through equity, revenue share, licenses, royalties, a vehicle, spin-off or another agreed mechanism
Intellectual property	Protected from the preliminary phase and formally defined before substantial development begins
Company guaranteed	No
External investment guaranteed	No
Core principle	Validate the team and project first. Before investing materially, define rights, obligations and economic participation

Venture Labs is not simply an educational program.

It is a **venture-building and investment program for projects with potential**, in which SkillHeart contributes resources with real economic and operational value, assumes risk and may participate in the future value generated by projects that progress.

For that reason, essential conditions are not negotiated only after the product already has value.

Before an official Venture Lab begins, the parties must understand what each one contributes, what each one receives, how intellectual property is handled and what happens if the project succeeds, changes direction or stops.

1. Why Venture Labs exists

Knowing how to build software does not mean knowing what is worth building.

An idea may look promising and still fail to solve an important enough problem. A technically strong team may not work well together. An MVP may be well executed and still fail to find users.

Venture Labs starts with a question that comes before creating a company:

Is there enough evidence to justify a further investment of time, technology, knowledge and resources?

The program helps participants work on:

- identifying problems;
- research;
- validation;
- value proposition;
- product;
- market;
- building;
- collaboration;
- execution;
- governance;
- and decision-making under uncertainty.

Not every idea should become a company.

But when a project demonstrates enough potential, Venture Labs is designed to help it evolve from exploration into a real entrepreneurial initiative.

2. What SkillHeart contributes

SkillHeart may commit resources with real economic and operational value.

Depending on the project, these may include:

- professional tools;
- software subscriptions;
- artificial intelligence platforms;
- cloud computing;
- infrastructure;
- domains and technical services;
- repositories and development environments;
- observability;
- product tooling;
- technical support;
- mentoring;
- specialist review;
- coordination;
- working structure;
- community access;
- institutional connections;
- support with validation;
- and preparation for later stages.

These contributions represent **resources invested by SkillHeart in the development of the project** and may form part of the economic valuation of the relevant agreement.

SkillHeart does not provide these resources as an indefinite subsidy or as a benefit disconnected from the project.

Their use forms part of the investment framework.

3. Three ways to participate

Individual

A person may apply alone.

They may arrive with an idea, a problem, sector knowledge, a product hypothesis, technical or product capability, or an interest in joining a project with other profiles.

There is no need to arrive with co-founders.

Pre-formed team

A team that already works together may apply jointly.

SkillHeart may assess:

- complementarity;
- clarity of roles;
- prior relationship;
- commitment;
- existing intellectual property;
- execution capability;
- and level of alignment.

Joint admission does not mean that SkillHeart automatically validates previous agreements among team members.

Team formed during the preliminary phase

SkillHeart may connect people who did not previously know each other, including people located in different countries.

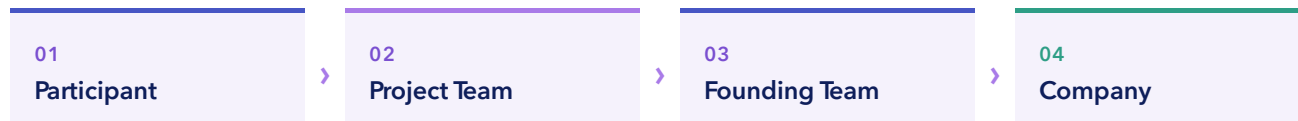
In these cases, one rule is fundamental:

Collaborate first. Formalize later.

Before allocating equity, incorporating a company or taking on business obligations, the team must demonstrate that it can work together.

4. Project Team does not mean Founding Team

Venture Labs distinguishes four stages:



Participant

The person enters an assessment, discovery or exploration phase.

Project Team

Several people collaborate to validate a problem, a solution and their ability to work together.

Being part of a Project Team **does not automatically make anyone a co-founder, shareholder or equity holder.**

Founding Team

Once sufficient evidence exists, specific people may decide to take on a founding role and commit to the next phase.

Company

Only when appropriate is the formalization of a company, spin-off or another business structure considered.

This distinction is especially important when SkillHeart brings together international teams made up of people who had not worked together before.

5. Preliminary framework and Team Discovery

Before a team of strangers starts creating shared value, SkillHeart may establish a **Pre-Lab Framework**.

Its purpose is to prevent basic issues from having to be negotiated retrospectively once code, documentation, prototypes or valuable information already exist.

Depending on the project, this framework may cover:

- confidentiality;
- identification of pre-existing assets;
- provisional treatment of contributions;
- use of tools and resources;
- repository access;
- data;
- attribution;
- participant departure;
- continuity of materials created;
- and limits on the use of shared information.

Team Discovery

The Team Discovery phase is used to assess:

- communication;
- reliability;
- complementarity;
- availability;
- decision-making;
- ability to resolve disagreements;
- execution speed;
- tolerance for uncertainty;
- openness to feedback;
- and compatibility in working style.

During this phase, research, exercises, low-cost prototypes or other limited activities may be carried out.

A team may continue, reorganize, add other profiles, split, change the problem or stop.

The objective is to obtain evidence before taking on deeper economic or corporate commitments.

6. How Venture Labs works

The process may be structured in seven phases.

01 Selection and Team Discovery

Participants, team combinations and the ability to work together are assessed under the applicable preliminary framework.

02 Problem Discovery

The problem, user, context, frequency, severity and existing alternatives are defined.

03 Validation

Evidence is sought through interviews, prototypes, competitive analysis, demand tests, demos, data or other experiments.

04 Founder & Investment Decision Phase

FOUNDER & INVESTMENT GATE

If the project demonstrates sufficient potential, the framework under which SkillHeart and the team will continue is negotiated and documented.

The official Venture Lab does not begin until this phase has been completed.

05 MVP

Once the framework is agreed, the defined resources are released to build the smallest version capable of answering relevant questions.

06 Evidence

Behavior, feedback, demand, execution, team performance, risks and sustainability are analyzed.

07 Continuation Decision

The project may continue, pivot, stop, become an independent product, evolve into a company or move into another agreed structure.

7. Founder & Investment Gate

Before SkillHeart makes a material investment and before substantial development begins, the project terms must be negotiated.

The specific agreement will depend on the case, but may cover:

Team and roles

- who continues;
- who takes on founding roles;
- who participates as a contributor, mentor, adviser or in another capacity;
- responsibilities;
- commitment;
- and decision rules.

Contributions

- participant work;
- pre-existing assets;
- sector knowledge;
- financial investment where applicable;
- tools;
- AI;
- cloud;
- infrastructure;
- mentoring;
- coordination;
- network;
- and other resources contributed by SkillHeart or third parties.

Intellectual property

- | | |
|------------------------|--------------------------|
| • pre-existing assets; | • datasets; |
| • code; | • models; |
| • designs; | • new contributions; |
| • documentation; | • licenses; |
| • trademarks; | • and continuity rights. |
| • domains; | |

Economic participation

Depending on the project, the parties may agree on:

- equity;
- participation through a company or vehicle;
- revenue share;
- royalties;
- licenses;
- participation in a future spin-off;
- future economic rights;
- or another appropriate structure.

Governance

- decision-making;
- reserved matters;
- entry of new members;
- departure;
- breach;
- vesting where appropriate;
- and treatment of deadlock situations.

Continuity and close-out

The agreement should also define what happens if:

- the project stops;
- a founder leaves;
- SkillHeart stops contributing certain resources;
- the team splits;
- the model changes;
- a new entity is incorporated;
- or an investment, acquisition or sale opportunity arises.

Economic and corporate conditions form part of the entry framework for the official Venture Lab. They are not left until the product has already acquired value.

No one is required to accept proposed terms.

But if there is no agreement, **the project does not enter the official investment phase of Venture Labs.**

8. SkillHeart's investment and economic participation

Venture Labs is also designed to be a sustainable value-creation line for SkillHeart.

SkillHeart may assume:

- tool costs;
- infrastructure;
- subscriptions;
- AI services;
- cloud computing;
- coordination;
- mentoring;
- supervision;
- access to resources;
- and execution risk.

Accordingly, SkillHeart may participate economically in projects that enter the official phase.

The structure will depend on each case and may include:

- direct participation where legally appropriate;
- participation through a specific entity or vehicle;
- creation of a spin-off;
- revenue share;
- licenses;
- royalties;
- future economic rights;
- or other mechanisms compatible with the project and SkillHeart's legal nature.

There is no single formula or standard percentage.

The structure should reflect:

- risk;
- resources contributed;
- commitment;
- assets;
- maturity;
- contribution of each party;
- and future needs.

Any economic return corresponding to SkillHeart will be used to advance its statutory purposes and the sustainability of its programs, without distribution of profits among its members.

Returns make it possible to reinvest in new opportunities, tools, infrastructure and participants.

9. Mentors, advisers and specialists

Venture Labs may involve mentors, advisers or specialists.

Some may contribute on a limited basis.

Others may take on substantial involvement in a project.

Where the contribution is sufficiently significant, the following may be agreed before the relevant phase:

- compensation;
- economic participation;
- equity;
- adviser participation;
- revenue share;
- or another mechanism compatible with the chosen structure.

A mentor does not have an automatic right to enter the future company.

Nor is all mentoring presumed to be unpaid.

The relationship is defined according to the actual contribution and the agreement reached.

10. How we select projects and participants

Venture Labs may assess projects using criteria such as:

Problem Value

The problem is sufficiently concrete and relevant.

Validation Potential

There are realistic ways to obtain evidence.

Buildability

The project can be tested with reasonable capabilities and resources.

Market Potential

There is a credible possibility of adoption, revenue or sustainability.

Team Fit

The current or potential team can execute.

Investment Fit

There is enough potential to justify the resources SkillHeart would need to commit.

Ethical Fit

The initiative is compatible with SkillHeart's principles and purposes.

Legal and Operational Fit

There are no obvious barriers that would make it irresponsible to run the project.

SkillHeart may also assess participants on:

- technical capability;
- product judgment;
- problem-solving;
- communication;
- autonomy;
- reliability;
- learning;
- commitment;
- collaboration;
- and ability to work under uncertainty.

Not every participant needs to be a developer.

11. Ideas, intellectual property and international teams

Intellectual property is addressed from the beginning.

Venture Labs distinguishes between:

- ideas;
- pre-existing assets;
- contributions made during the preliminary phase;
- work created within the official Venture Lab;
- individual contributions;
- team contributions;
- assets contributed by SkillHeart;
- and assets of a possible future company.

Submitting an idea **does not, by itself, transfer that idea to SkillHeart.**

At the same time:

Contributing an idea does not automatically grant ownership over all work subsequently developed by other people.

Likewise, contributing to development does not automatically grant rights over another party's pre-existing assets.

IP is handled in two stages:

Before Team Discovery: the preliminary framework protects existing assets and establishes provisional rules for initial contributions.

Before the official Venture Lab: the Founder & Investment Gate defines the treatment applicable to substantial development, exploitation, licenses, continuity and any future business structure.

International teams

When people from different countries participate, the following must be addressed explicitly:

- time zones;
- language;
- responsibilities;
- availability;
- documentation;
- decision-making;
- entry and departure of members;
- and possible cultural or professional differences.

No one is required to become a co-founder with a person they do not wish to continue working with.

Once the relevant framework has been formalized, departures must respect the obligations previously agreed.

12. Security, privacy and artificial intelligence

An early-stage project is not exempt from responsibility.

As a general principle:

- least privilege;
- secrets outside repositories;
- access control;
- separation of environments;
- protection of personal data;
- traceability where needed;
- and revocation of access when someone leaves the project.

Where sensitive data or regulated sectors are involved, SkillHeart may require additional controls, limit scope or require specialist review.

Artificial intelligence

AI tools may form part of the environment provided by SkillHeart and may be used for research, programming, documentation, prototyping, testing, analysis, design and operations.

AI-assisted work is allowed. Work the participant does not understand is not.

Each person must be able to explain, modify and verify what they are responsible for.

Secrets, credentials, personal data, confidential information or restricted intellectual property must not be entered into external tools without authorization.

13. Validate before scaling

An international team does not mean the product should launch in multiple countries at the same time.

As a general rule:

Validate one sufficiently defined market or context first. Expand afterwards.

The first market may be selected according to:

- access to users;
- local knowledge;
- language;
- regulation;
- competition;
- commercial capability;
- infrastructure;
- and team capability.

Expansion should be driven by evidence, not premature geographic ambition.

14. How we measure progress

Venture Labs does not measure success by the number of features built.

SkillHeart may observe four main evidence blocks.

Team Evidence

Can the team work together reliably?

Market Evidence

Is there a real and sufficiently relevant problem?

Execution Evidence

Can the team turn decisions into experiments, product and learning?

Product Evidence

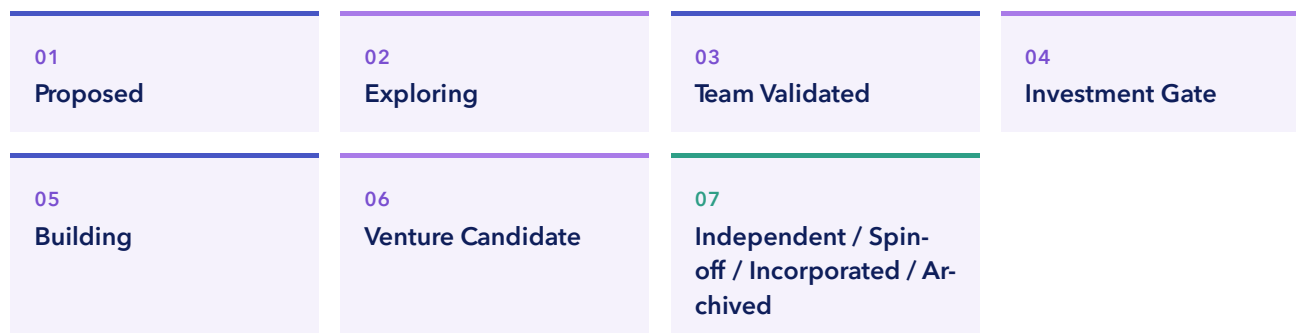
Does the solution generate useful behavior, feedback or signals?

Where relevant, demand, willingness to pay, costs, retention, technical quality, risk and learning velocity may also be analyzed.

A project with little code and strong evidence may be further advanced than one with many features and no validation.

15. Lifecycle and possible outcomes

Projects may evolve through a common lifecycle:



Not every project will reach the investment phase.

And not every invested project will end in a company.

Possible outcomes include:

Continue Testing There is potential, but more evidence is needed.	Pivot The problem, solution, market or model needs to change.
Independent Product There is a viable product that does not require a conventional startup.	Open Source The project creates more value under an open model.
Venture Candidate There is enough evidence to justify further investment and consideration of a business structure.	Spin-off / Incorporated Venture The project moves toward a separate entity under the terms previously agreed.
Archived There is not enough justification to continue investing resources.	

Stopping an investment at the right time can be the correct decision.

16. Continuity, impact and next steps

When a project demonstrates sufficient potential, next steps may include:

- further investment rounds;
- user acquisition;
- first customers;
- hiring;
- adding new profiles;
- formalizing the founding team;
- incorporating a company;
- creating a spin-off;
- accelerator programs;
- external investment;
- partnerships;
- or international expansion.

Each new phase may require the existing framework to be reviewed.

Venture Labs does not guarantee external funding, customers, investment, incorporation, profitability or commercial success.

Impact

The program may enable participants to:

- gain experience;
- create products;
- develop intellectual property;
- build international teams;
- generate economic activity;
- and create opportunities connected to the ecosystems their participants come from.

Sustainability

Returns from successful projects may help sustain:

- future cohorts;
- infrastructure;
- tools;
- mentoring;
- programs;
- and SkillHeart's broader mission.

SkillHeart invests to create impact, and projects that generate value can help sustain the ecosystem that made their development possible.

17. Legal and contractual framework

Venture Labs may involve participants from different jurisdictions, resources invested by SkillHeart, intellectual property, equity, revenue participation, possible companies, mentors, customers, data and external investors.

For that reason, the legal framework evolves in phases.

Before Team Discovery

The **Pre-Lab Framework** may regulate confidentiality, pre-existing assets, initial contributions, data, access and departure.

Before the official start

The **Founder & Investment Agreement** – or an equivalent contractual structure – must define the economic framework, intellectual property, contributions, governance, rights, obligations and continuity.

Before commercialization or incorporation

Additional documents may be required relating to:

- equity;
- vesting;
- corporate governance;
- investment;
- taxation;
- customers;
- data protection;
- licenses;
- jurisdiction;
- and responsibilities.

SkillHeart may develop common frameworks and templates, but matters that require it must be validated by competent professionals in the relevant jurisdictions.

Before creating material value, protect the contributions. Before investing materially, agree the framework. Before commercializing or incorporating, formalize what is necessary.

18. How to apply

Applications may be submitted:

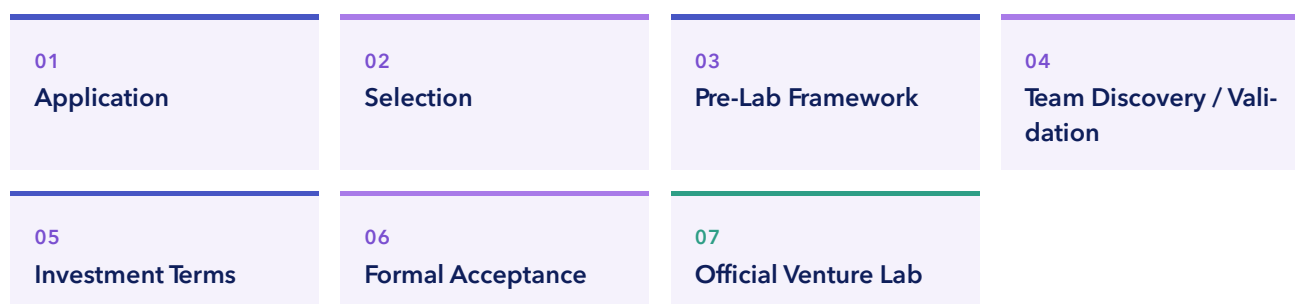
- individually;
- as a pre-formed team;
- or by indicating willingness to form a team with other participants.

The application form may request information about:

- problem or idea;
- experience;
- capabilities;
- previous projects;
- availability;
- country;
- languages;
- preferred roles;
- willingness to work with people in other jurisdictions;
- and, where there is already a team, its composition and the prior relationship among its members.

Submitting an application does not yet mean accepting investment terms.

The process will be progressive:



Before the official start, all parties must understand and accept the applicable framework.

Information and calls

skillheart.org

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About SkillHeart

SkillHeart is the public-facing name of the *Asociación para el Desarrollo del Talento Tecnológico y la Empleabilidad Digital*, a nonprofit association registered in Spain.

Its mission is to help emerging digital talent develop relevant capabilities, gain verifiable experience and access professional, educational and entrepreneurial opportunities responsibly.

Its initial focus gives particular attention to collaboration between African and European technology ecosystems.

SkillHeart develops its programs progressively: start with controlled scope, measure, learn and commit more resources only where sufficient evidence exists.

Document status and updates

This document describes the general model of **SkillHeart Venture Labs**.

The economic, corporate, investment, intellectual-property and governance conditions of each project will be defined specifically before its official start and will prevail over this general guide where appropriate.

ITEM	DETAILS
Version	1.0
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Program status	Open for applications



SkillHeart

Skills open doors. We build the bridges.

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