

**MINUTES OF REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF  
RUST FOUNDATION  
(a Delaware non-profit corporation)**

**Date:** April 12, 2022

**Time:** 22:00 UTC

**Place:** By online videoconference

**Directors present:**

Bobby Holley

Jane Lusby

Lars Bergstrom

Nell Shamrell-Harrington

Peixin Hou

Shane Miller

Tyler Mandry

Eric Garcia

Josh Stone

Mark Rousskov

Ryan Levick

Andy Wafaa

**Others present:**

Rebecca Rumbul (Executive Director)

Paul Lenz (Director of Finance & Funding)

Joel Marcey (Director of Advocacy and Operations)

Abi Broom (Operations Manager)

Tom Pappas (Treasurer)

A quorum was present.

**1. Opening Remarks**

Ms. Miller opened the meeting with opening remarks and a check for a quorum. Ms. Miller welcomed the quorum to the April 2022 Board meeting and handed the lead and logistics to Ms. Rumbul.

**2. Approval of Minutes**

A resolution was put forth to approve the minutes of the March 8th meeting, was briefly discussed, and approved by unanimous consent of the members of the Board present.

*WHEREAS, the Board of Directors of the Foundation has reviewed the draft minutes of its regular meeting held on March 8th 2022, which were circulated to the Board (the "March 8th Minutes").*

*NOW, THEREFORE, BE IT RESOLVED, that the March 8th Minutes are hereby approved.*

A resolution was put forth to approve publication of minutes of prior board meetings, was briefly discussed, and approved by unanimous consent of the members of the Board present.

*WHEREAS, the Board of Directors of the Foundation has considered the minutes of its prior meetings, which were previously approved by the Board (the "Prior Minutes").*

*NOW, THEREFORE, BE IT RESOLVED, that the Secretary is directed to publish the Prior Minutes on the Foundation's website.*

### **3. Project Directors Update**

Mr. Levick gave a brief update. Since the last meeting:

- Rust 1.60 was released, including source-based code coverage and a --timings flag for Cargo.
- The Rust Lang team have published a roadmap for 2024, with overall goals of scaling empowerment and flattening the learning curve for Rust.
- The Compiler team has a new working group on debugging.
- Governance update work is continuing. Research phase has been completed and the results shared with the project teams. It has become clear that both the resolution of recent moderation issues, and how to handle moderation in general, will be much easier if wider governance reform is tackled first.

Board members expressed an interest in hearing about important work such as this governance project at the same time as the project teams do. It was noted that the board email list could, with agreement from the Project, be the appropriate place to send such updates.

### **4. Finance Update**

Mr. Pappas presented an overview of the Foundation financial picture over the last month, including current liabilities and equity, and amount of operational reserve.

He is working to complete the Foundation's 990 filing and also to resolve a historic IRS issue with unfiled form 941s (now filed) and establish the correct amount of the resultant payroll tax liability in order to settle it.

Ms. Rumbul noted that this would be Mr. Pappas' last meeting as he was stepping down from the Treasurer position, and offered the board's thanks for his work to date, which Ms. Miller and others seconded.

### **5. Cloud Compute Update**

Mr. Marcey provided an update on the Cloud Compute program. Since the last meeting, the Terms of Service and Acceptable Use Policy had been finalized and published. The Infrastructure team were now looking into a small technical detail around security of access,

which was close to resolved. It was hoped that alpha users would be given access to the resources for testing in the next few days, with a full roll-out and public announcement soon after.

Mr. Marcey thanked the member companies who were providing the infrastructure for this program.

## **6. Silver Representative discussion on conduct concerns**

Mr. Wafaa introduced the discussion, as the Board's representative of the Silver membership. He had received feedback from other Silver member companies that there was a perception that certain contributors within the Rust community were acting to influence Rust development on behalf of their employers, the larger companies represented on the Foundation's board. He was awaiting confirmation of whether any specific instances had been raised with the Moderation team.

Mr. Wafaa would communicate back to the Silver members that the Foundation was supportive of their concerns. It was agreed that the Foundation could immediately help by providing clarification around the Project's governance and moderation processes to the Silver members. Ms. Lusby offered assistance with this.

Ms. Miller thanked Mr. Wafaa for his good work as a representative of his constituents in bringing this to the attention of the Board, and encouraged him to relay any suggestions from the Silver membership on how the Foundation could further assist. She and others were happy to consider developing a process for letting member directors know about specific incidents.

## **7. Executive Director Update**

Ms. Rumbul presented a Q1 performance report and talked about future plans. Q2 will likely be dominated by the assessment and award processes for the Community Grants Program. Foundation staff would also be looking at a review and refresh of the membership offer and processes around joining and administration.

An Ask Me Anything had been held the previous day, which had gone well, although with low attendance, possibly because it was scheduled for very early in the morning Pacific Time. The timing of future AMAs would be looked at, also in relation to facilitating attendees from Asia.

RustConf planning would continue (including plans for a members workshop day) and the staff would also look into how best to support not only hybrid attendance, but also Rust events outside the US. There would be a regular stream of comms and marketing content including member spotlight blog posts, guest blog posts from members, and general promotion of the Community Grants Program. On top of this, a strategic communications plan was being worked on with a new marketing consultant.

The board were encouraged to share CGP material with their networks and encourage people to apply, in the light of early feedback that some community members felt 'imposter syndrome' and

that these grants were ‘not for them’. Mr. Lenz reiterated that the grants program was open to all, not just Rust ‘experts’.

## **8. Open Forum**

Mr. Rousskov mentioned that Ms. Rumbul would be asking Board members to update their conflict of interest declarations in the near future, and encouraged Board members to read and be aware of each other’s stated interests.

There was a brief discussion on WebAssembly in relation to Rust.

## **9. Adjournment**

There being no further business to come before the Board at this time, the meeting adjourned at approximately 23:58 UTC.