

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

Date: September 13, 2022

Time: 21:00 UTC

Place: By online videoconference

Apologies

Ryan Levick

Directors present:

Bobby Holley

Jane Lusby

Lars Bergstrom

Nell Shamrell-Harrington

Peixin Hou

Shane Miller

Tyler Mandry

Patrick Walton (representing Meta for Eric Garcia)

Josh Stone

Mark Rouskov

Andy Wafaa

Stephen Chin

Others present:

Rebecca Rumbul (Executive Director)

Paul Lenz (Director of Finance & Funding)

Joel Marcey (Director of Advocacy and Operations)

Abi Broom (Operations Manager)

A quorum was present.

1. Opening Remarks

Ms. Miller opened the meeting with opening remarks and a check for a quorum, and welcomed two new faces: Patrick Walton as Eric Garcia's delegate, and Stephen Chin representing new Platinum member JFrog. JFrog summarized some of their Rust work around a project called Pysia and their security research. Ms. Miller welcomed the quorum to the September 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 August 9th 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 August 9th 2022, which were circulated to the Board (the "August 9th Minutes").

NOW, THEREFORE, BE IT RESOLVED, that the August 9th Minutes are hereby approved.

3. Project Directors update

Ms. Lusby provided the update:

- Generic Associated Type (GAT) merged, releasing in the future - important for async traits
- Compiler diagnostic effort kicked off (<https://blog.rust-lang.org/inside-rust/2022/08/16/diagnostic-effort.html>)
- Project Governance working group effort is ongoing

4. Update on US OSS Security workshop

Ms. Miller and Mr. Bergstrom had recently attended an Open-Source Software Security Initiative Workshop hosted by the White House Office of Management and Budget, NIST and NSF. The focus of the workshop was on ensuring secure and transparent open source software development, and there was an encouraging level of confidence and enthusiasm expressed about Rust. Recommended next steps are continued research through experimentation and funding of ideas into existing and well-established software foundations, and use of metrics to measure outcomes.

<https://sites.gatech.edu/ossi/agenda/>

5. Executive Director update

JFrog had joined as a Platinum member, and Ms. Rumbul extended another warm welcome to Stephen Chin. Another Platinum member joining is still in the works.

The Foundation had been successful in securing funding from the Open Source Security Foundation's Alpha-Omega initiative to carry out security work in the Rust ecosystem. This would likely involve hiring a Security Engineer. A job description would be developed to be shared with interested parties on the Board. There was potential also to hire a software engineer.

The trademark survey reached ~1000 responses, and the working group were continuing to analyze and synthesize the results.

The review of the Foundation's Bylaws was ongoing. It was expected that a draft would be brought to the next board meeting. Independently of that full review, a resolution was proposed to increase the current cap on board membership from 15 to 20 members.

WHEREAS, Article IV, Section 2 of the Foundation's Bylaws provides that the total number of Directors shall be at least one and not more than fifteen (15);

WHEREAS, the Board of Directors desires to increase the upper limit on the number of Directors from fifteen (15) to twenty (20);

WHEREAS, Article IV, Section 4 of the Bylaws permits the number of Directors to be amended by a Supermajority Vote of the Board;

NOW, THEREFORE, BE IT RESOLVED, that the total number of Directors shall be at least one and not more than twenty (20).

This resolution was approved unanimously by those Directors present, constituting the required supermajority.

Ms. Rumbul reported that she was beginning work on a strategic plan for 2023, and would be scheduling 1:1 calls with each board member to get their input.

The Foundation had been approached by rust.edu about potentially becoming a project supported by the Foundation. Work was underway to formulate the constructs and documents to make this happen, and a process that can be utilized for other projects. A package will be presented to the Board.

6. Infrastructure/Operations update

Jan David Nose, the Foundation Infrastructure Engineer, started just over a week ago, with an initial focus on migration of some of the infrastructure to Fastly, and the expansion of the Cloud Compute program.

Florian Gilcher / Ferrous Systems had approached the Foundation to discuss the Foundation's interest in being a steward of Rust specification development, potentially based on the Ferrocene specification as a template. Conversations have just begun, and a lot of future discussions with many stakeholders would need to take place, but Joel is planning to draft an initial proposal for the Board with pros and cons about the Foundation being a host for technically interested parties to do this type of work. The Board agreed that cautious exploration should continue, taking care to avoid any perception of the Foundation controlling technical decision-making.

7. Finance update

Mr. Lenz gave the update. The Foundation is now generally in complete control of the finances, having moved away from our previous third-party provider for such things. Increased expenditures due to new hires, but in a highly robust financial position with additional funding from new members, Alpha-Omega and others in negotiation. A policy on enforcing late payments is being drafted.

The second round of the Community Grants Program was almost ready to open for applications in early October. Based on feedback from the last round, the application form and process had

been iterated and streamlined to simplify things, and more pre-application help would be made available to potential applicants. Fundraising was ongoing to enable future rounds of the CGP to happen. Ms. Miller suggested that for members who pitch the CGP to their financial teams, if the answer is “no”, please get feedback as to why and what can be improved for next time.

8. Communications and Events

Ms. Rumbul and Mr. Lenz gave a presentation at OSS Europe Dublin on funding open source, with the Community Grants Program as a specific example. The session was standing room only and generated a number of useful contacts to follow up. The Foundation’s Alpha-Omega funding was also announced at the same event.

Future events:

- Ms. Rumbul to attend, and moderate a panel discussion, at an OpenUK + OpenSSF event in London on October 17th (rescheduled from September due to the funeral of Queen Elizabeth II)
- The whole Foundation team will attend EuroRust in Berlin in October. Ms. Rumbul will again moderate a panel there.

Gracie Gregory will start as the Foundation’s new Director of Communications and Marketing on 3 October.

9. Open Forum

The announcement of the Alpha-Omega funding has raised some concerns around how it was communicated to the Project. Options were discussed for a process to ensure that the Project feels informed and heard before similar announcements are made.

Rust Foundation is being requested to sign an open letter in support of the Alliance for Open Media to the EU Commission concerning Royalty-Free Open Source Development. The Board expressed support for this.

10. Adjournment

There being no further business to come before the Board at this time, the meeting adjourned at approximately 23:22 UTC.