

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

Date: November 14, 2023

Time: 22:00 UTC

Place: By online videoconference

Directors present:

Lars Bergstrom

Mara Bos – representing the Rust Project, alternate for Ryan Levick

Peixin Hou

Seth Markle

Scott McMurray

Santiago Pastorino

Mark Rousskov

Nell Shamrell-Harrington

Andy Wafaa

Jakob Degen

Apologies:

Eric Garcia

Ryan Levick

Others present:

Rebecca Rumbul (Executive Director)

Paul Lenz (Director of Finance & Funding)

Gracie Gregory (Director of Communications and Marketing)

Joel Marcey (Director of Technology)

Abi Broom (Operations Manager)

A quorum was present.

1. Opening Remarks

Mr. Bergstrom opened the meeting with opening remarks and a check for a quorum. He welcomed the quorum to the November 2023 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 previous 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 October 10th 2023, which were circulated to the Board (the “October 10th Minutes”).

NOW, THEREFORE, BE IT RESOLVED, that the October 10th Minutes are hereby approved.

3. Board Resolution re banking signatories

The Foundation’s bank required a board resolution formalizing existing practice. The following was approved by unanimous consent of the members of the Board present.

WHEREAS, it is deemed necessary and in the best interest of the Rust Foundation to authorize certain individuals to act as signatories on behalf of the organization for banking transactions;

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Rust Foundation hereby authorizes Abi Broom and Paul Lenz to act as signatories on behalf of the organization for all banking transactions, including but not limited to, withdrawals, checks, and other financial transactions, effective immediately.

BE IT FURTHER RESOLVED that Abi Broom and Paul Lenz are granted full authority to sign all necessary documents related to the organization's bank account, and any transactions made by them on behalf of the Rust Foundation are hereby declared valid and binding.

4. Executive Director & Management Team update

Management

Ms. Rumbul gave an update. The Foundation had now received the second year’s funding from Alpha-Omega for its Security Initiative, with positive feedback from their decision board about the work done over the past year. Microsoft had also announced at a conference that they would be committing a significant amount of new funding to Rust through the Foundation, but it was as yet unclear what form this would take.

The Foundation had submitted its response to the White House RfI. Ms. Rumbul noted that other submissions had not only made many similar points to the Foundation’s, but had also independently drawn attention to the value of Rust and memory safety. Fundraising and membership acquisition had been difficult throughout 2023, but progress was expected in 2024 off the back of more organizations taking an interest in memory-safe programming languages (and greater flexibility in budgets than has been the case over the past year). Mr. Bergstrom urged members of the board to encourage their companies to respond to this and other RfIs, saying that it was valuable that it was not always the same set of voices contributing.

Technology/Infrastructure

Mr. Marcey provided an update on recent activity in the technology team, including:

- Second of four planned threat models published – this one for the infrastructure that supports the Rust Project. This will be used to gather feedback from the greater security initiative community and help guide the Foundation’s proposed infrastructure work for 2024.

- Typomania to be added to the crates.io publishing pipeline to notify Security Initiative team members when a potential typo-squatting incident occurs in real time when new crates are published.
- crates.io terms of use policy update completed, and compile time for crates.io improved by up to 10x.
- Crate and function level data annotations, including for unsafe code, added to Painter, along with parsing of third party C-library dependencies in order to get visibility into potential vulnerabilities.
- Mr. Marcey and Walter Pearce attended Google Open Source Security Roundtable & Tectonics (a gathering of people interested in memory-safety), where discussion of Rust's value was a cornerstone of the event. Adam Harvey and Tobias Bieniek attended PackagingCon 2023 to network with other package manager ecosystems and share ideas on securing them.
- Rust specification vision blog post due to be published soon, which marks the official beginning of work on the specification.

Mr. Lenz followed up with a discussion of Rust's growth. Bandwidth usage had increased 220% in the past 12 months. Earlier this year it took almost a month for 1 billion crate downloads, but now, that threshold was being crossed every 10 days. The board should expect this growth in Rust usage to continue – with the rate of growth itself also increasing.

Detailed breakdowns of the sources of downloads and the work that can be done to improve efficiency will be reserved for the Technology subcommittee, but despite everything the Foundation's technology team is able to do, in 2-3 years' time bandwidth costs will be enormous. Fastly's generous increase of support from 1PB to 5PB a month was already being utilized to serve 75% of releases (up from 50%) and this could still be increased further. Mr. Lenz noted, though, the risks of relying on a single provider, and asked Platinum member companies to consider how they might be able to contribute to supporting Rust's infrastructural growth over the next few years.

Finance & Grants

Mr. Lenz provided an update. The Foundation had made an operating surplus of \$24k in October and was forecast to break even by the end of the year, despite some high costs relating to RustConf, other events, and contractors still to come in during November.

The Foundation's Form 990 had been completed and submitted to the IRS, with confirmation of its acceptance awaited.

A draft budget for 2024 had been created for review by the Finance Committee. Final adjustments would be made off the back of staff annual reviews / any remuneration changes as a result, before presenting this budget to the December board meeting. Mr. Lenz noted that some clarity was still lacking re Microsoft's announcement of new funding for Rust, and this might require a rebudget in January if not confirmed in time for the December meeting.

Communications & Events

Ms. Gregory provided an update on recent and upcoming comms announcements, and discussed a new format for announcing new Foundation member companies in groups rather than individually. The Foundation had received a proposal from Buoyant to develop a Rust documentary film, and was in a very early exploratory phase to see if this would be viable.

Input from board members was requested on copy for the new website: board member biographies, member company descriptions, and review by the Project Directors of some of the Rust-Project-related elements of the website content. Ms. Gregory asked for help from board members to review a draft of a survey that would be sent out to Foundation members in the December newsletter. Mr. Wafaa volunteered. A first draft of the Foundation's 2023 Annual Report will also be made available in early December for review by the board.

The Foundation will be moving forward shortly with hiring a Marketing Specialist to add capacity for project management of some key marketing initiatives.

5. RustConf 2024 Research Update

Ms. Gregory provided an update on logistical planning for the next RustConf. The Foundation was considering Montreal, Canada as a location, with dates in early/mid September. This proposed location addressed concerns that had previously been raised around ease of travel, visas etc, and perceptions of the event being US-centric. The Board agreed that Foundation staff should continue to explore this option.

6. Associate Member Application: Zcash Foundation

The Board considered an application for Associate Membership from the Zcash Foundation. It was felt that it would be better to be able to announce a number of Associate Members at once, so the decision on this application was deferred to a future meeting.

7. Project Director Update

Mr. Degan provided an update. The newer Project Directors were still in a phase of onboarding and adjustment, but were excited about restarting the trademark policy work and had begun discussions with Foundation staff as to how to move that forward.

The Project's leadership council were looking for volunteers to join the moderation team, and will potentially approach the Foundation with a request to support that important work.

There was a brief discussion of a recent request to add a paid-for training resource to the Rustlings site. One approach that had been considered was to only add trainers that are approved/certified by the Foundation – to be borne in mind as the Foundation considers its own training offer.

8. Discussion of training blog and communication to Rust Project & Silver Members

The Foundation had recently announced its intent to look at developing a training and certification program. The Project Directors shared some feedback in response to the publication of that blog post: not everyone was convinced that a training program was a good use of Foundation resources; it was not wholly clear that the program was at an exploratory stage rather than a *fait accompli*; member companies who themselves provide training felt that the announcement had come as a surprise.

Ms. Rumbul noted that publicly sharing the Foundation's intentions had seemed like the best place to start in order to avoid a rumor mill, but that on reflection it would have been preferable for the Foundation to circulate a member update in advance to collect feedback. The Foundation will aim to issue member updates more frequently.

Ms. Bos noted that as the Foundation's branding is closely aligned with the Rust language logo, it would be important to make the distinction that training courses are provided or endorsed by the Rust Foundation, not by the Rust Project.

9. Sub-committee updates

People Committee

This was a closed session for board members only. Mr. Bergstrom outlined the process the committee had followed to evaluate the ED's performance in 2023, shared feedback received from stakeholders, and put forward a proposal on remuneration which was approved.

He also noted that the Foundation did not have a formalized policy on how to award staff bonuses, and proposed the following for a vote:

Staff bonuses funded at target per their employment contract except in cases where there is exceptional performance or gaps to address.

This was also approved.

No other sub-committees had updates for this meeting.

10. AOB

There was no other business.

11. Adjournment

There being no further business to come before the Board at this time, the meeting adjourned at approximately 00:19 UTC.