

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

**Date:** March 8, 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)

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 March 2022 Board meeting and handed the lead and logistics to Ms. Rumbul. It was noted that current Foundation legal counsel, Mr. Williamson, will only attend Board meetings as needed moving forward.

**2. New Board Members**

Mr. Garcia, from Meta, and Mr. Wafaa, the recently elected Silver Member Director from Arm, were recognized and each provided short statements of introduction.

**3. Meeting Resolutions**

A resolution was put forth to approve the minutes of the February 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 February 8th 2022, which were circulated to the Board (the "February 8th Minutes").*

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

#### **4. Update to Minutes Procedure**

Moving forward, the Rust Foundation staff will be taking Board Meeting minutes. Mr. Rousskov was thanked for managing this role until now.

Minutes will be written with the expectation of being made public. At each meeting the board will be asked to review and approve the previous meeting's minutes for publication.

A pack of all prior meeting minutes will be brought to the April board meeting for approval for publication.

#### **5. Project Directors Update**

Mr. Mandry gave an introduction and provided the Project Directors update.

The Rust Analyzer project joined the Rust Organization. Rust 1.59 was released including inline assembly. The Compiler Team posted its 2022 goals and ambitions. There is a monthly CTCFT (Cross Team Collaboration Fun Times) meeting. There was a crates.io outage, but with the support of the Foundation sponsored oncall team, was mitigated quickly and successfully.

There will be continued conversations around Rust governance and how governance should be organized.

The 2021 Rust Survey results had been released. There was a question about why the 2021 blog post appeared less detailed than previous results. Mr. Levick responded that while the same general questions were asked and there was a lot of data, the post was shorter in order to provide the most core and important information, with a focus on being eye-catching and highlighting key figures for the press. In terms of publication of the raw data. Mr. Levick mentioned that there was no set policy, but sharing as much non-personally identifiable information should be considered.

#### **6. Corporate Governance Committee Update**

Ms. Shamrell-Harrington provided the Corporate Governance Committee update. There was an amicable trademark and use resolution of a community member and the Foundation around the use of privatecrates.io.

## **7. Finance Committee 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.

Mr. Wafaa asked about plans for investing Foundation assets. Mr. Pappas said that could potentially be done through an investment firm, maybe with conservative investments like CD ladders.

Ms. Miller asked about in-kind contributions and the 990 form. Mr. Pappas said that the public 990 will not have in-kind contributions information.

## **8. Executive Director Report**

RustConf is officially planned for August 3-5, 2022 in Portland, Oregon, including an adjacent Foundation Membership day and Project Team meetups. The conference will be hybrid. There was a discussion around Covid testing and vaccination policies for the conference, and how those will be implemented.

There will be upcoming communications and marketing with content on the new Board members, continued member spotlights, guest posts from Foundation members and the Community Grants Program survey results. The next AMA is around 11-13 April 2022. Three new Silver members have joined the Foundation.

Mr. Marcey provided an update on the Cloud Compute program. Terms of Service and Acceptable Use Policy are being finalized and after those are published, testing of the service can begin. The Foundation will lead in the monitoring of acceptable usage, using the initial testing of the program to understand when true inappropriate uses are occurring versus false positives.

Ms. Rumbul is working on job descriptions for upcoming hires, and updated the Board regarding a potential Director of Communications and Marketing hire that was not available until October. The Foundation will need to make a decision whether a delay until October will work or if it needs to find someone who can start sooner.

## **9. Community Grants Program (CGP) Survey Results, Process and Discussion**

Mr. Lenz shared a summary of the survey responses and provided an overview of the program, including the types of grants that will be available and how the Foundation plans to accept and assess applications for grants.

The Board discussed the proposed program, its budget and goals, and necessary restrictions on grant awards (age-related, geographical e.g. countries under US sanctions).

Assessment of applications will be carried out by Foundation staff initially, based on the benefit the grant proposal offers to the community. An advisory board will be appointed once the staff team have a better understanding of the types of specialist advice they are likely to need.

The Board agreed that there should be a hard line around applicants lobbying members of the Project or the Board about their application. The Board must be neutral and only involve itself in the CGP as absolutely necessary.

#### **10. Open Forum**

No open forum session due to time constraints.

#### **11. Adjournment**

There being no further business to come before the Board at this time, the meeting adjourned at approximately 4 p.m. Pacific Time.