

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

**Date:** October 10, 2022

**Time:** 21:00 UTC

**Place:** By online videoconference

**Apologies:**

Nell Shamrell-Harrington

Lars Bergstrom

Stephen Chin

Tyler Mandry

**Directors present:**

Bobby Holley

Jane Losare-Lusby

Ryan Levick

Sarah Novotny (representing Microsoft for Nell Shamrell-Harrington)

Peixin Hou

Shane Miller

Eric Garcia

Josh Stone

Mark Rousskov

Andy Wafaa

Jeffrey vander Stoep (representing Google for Lars Bergstrom)

**Others present:**

Rebecca Rumbul (Executive Director)

Paul Lenz (Director of Finance & Funding)

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 Ms. Novotny and Mr. vander Stoep as proxy attendees. She noted the great news of Rust being accepted into the Linux kernel, welcomed the quorum to the October 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 September 13th 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 September 13th 2022, which were circulated to the Board (the "September 13th Minutes").*

*NOW, THEREFORE, BE IT RESOLVED, that the September 13th Minutes are hereby approved.*

### **3. Project Directors update**

Mr. Levick gave an update. Since the last meeting:

- Rust 1.64 had been released (<https://blog.rust-lang.org/2022/09/22/Rust-1.64.0.html>)
- A new 'Style' team had been formed (<https://blog.rust-lang.org/inside-rust/2022/09/29/announcing-the-rust-style-team.html>)
- Rust Project governance work was ongoing (most recent update: <https://blog.rust-lang.org/inside-rust/2022/10/06/governance-update.html>)

### **4. Executive Director update**

Ms Rumbul gave an update.

#### **Management**

The Foundation's new Director of Communications & Marketing, Gracie Gregory, had started and been onboarded, and an offer had been made to a candidate for the Communities Advocate post. It was hoped that recruitment would begin shortly for a Security Engineer.

Work on the bylaws was ongoing, with comments requested on the latest draft by October 28th, and consideration was being given to developing an election process for the next Project Director vacancies. A draft of a new trademark policy was expected in the near future, and the formal onboarding of rust.edu was ongoing.

Ms. Rumbul stated that she was beginning work on a strategic plan for 2023 and would be seeking 1:1 meetings with each board member for their input. There was a discussion on success measures for the new strategy. Ms. Miller and Ms. Rumbul encouraged all board members to suggest suitable metrics.

#### **Infrastructure / Operations**

The Fastly contract agreement was finally delivered at the end of September and was now signed, although access to the infrastructure was still awaited. The Infrastructure Engineer would be working on a full migration plan.

Cloud Compute Program documentation and tooling had been improved, and additional machines in the US and EU were soon to be deployed with a goal to expand the offering to more maintainers and Foundation grantees.

As a result of some feedback regarding the Foundation's Security Initiative announcement, the Foundation met with key members of the Project team affected and heard their views on how we can better improve our interaction.

Mr. Marcey had attended the Secure Software Supply Chain Summit in Silicon Valley which resulted in follow ups from Microsoft and Square wanting to understand the Foundation's security initiative and how Rust can play a role in securing the supply chain.

The Foundation has received some questions re: licensing as it pertains to the compiler-builtins crate, with particular comment from ARM, one of our members, on their confusion as to whether they are able to contribute to the code given the current licensing landscape, which has both an MIT/Apache and NCSA license depending on what file is being looked at and the code that was imported. Mr. Marcey is working with the compiler team and legal support to resolve this in a satisfactory manner for ARM and all those who want to contribute.

## **Finance**

Mr. Lenz presented a financial forecast for the calendar year 2023. The Foundation was projected to make a deficit in that year, but largely as a result of spending down against the Alpha-Omega funds received in 2022. It was also at present assumed that the Foundation would self-fund the continuation of the Fellowship program (rather than relying on additional donations from corporate sponsors) which accounted for much of the remainder of the projected deficit.

Negotiations were in progress for a potential additional donation of \$500k to support software engineering roles.

## **Grants Program**

A new round of Project Grants had opened for applications, with changes made as a result of feedback from the Project Directors and others, to simplify the application form and make it clearer/easier for people to get in touch before applying to discuss their potential project.

Feedback from quarterly reviews with the existing Fellows and mid-point check-ins with Project grantees had been universally positive. A series of 'Grantee Spotlight' blog posts was planned, to share some of the grantees' achievements and outcomes. Mr. Levick noted that it would also be good to showcase the wider benefit of the program for the Rust Project as a whole (which would form part of the Communities Advocate's work).

The Board agreed that it would be good to 1) share our work and learnings with other projects and foundations, and 2) capture and showcase grantee work that's creating tangible value and a hiring pipeline for corporate Rust users, as a means of leveraging additional funds into the program.

## **Communications & Events**

Gracie Gregory would attend and present on communications & events next meeting. She was beginning her work by mapping comms channels and audience segments (community, corporate, members etc).

The Foundation would be attending EuroRust in Berlin, an OpenUK + OpenSSF event in London (both in October), and attending and sponsoring Rust Nation in London in February.

#### **Q4 Goals**

- Recruitment for Security Engineer (+ Software Engineer?)
- Onboarding Communities Advocate
- Assessment & awards for Project Grants (2022 2nd Round)
- Fundraising for CGP 2023
- Develop 2023-2025 Strategic Plan
- Produce 2022 Annual Review
- AMA (December: Ms Rumbul put out a call for topic suggestions)
- Finalize revised Trademark policy
- Approve revised bylaws
- Progress onboarding additional projects
- Finalize Fastly migration

#### **5. Export Compliance Policy**

Mr. Andy Updegrave of Gesmer Updegrave LLP had been due to attend and present a draft export compliance policy, but unfortunately was unexpectedly unable to attend the meeting. Discussion to take place over email instead.

#### **6. Refresher on Antitrust, Compliance and Board responsibilities**

This session will be rescheduled to a future meeting due to Mr. Updegrave's absence.

#### **7. Open Forum**

Ms. Miller invited feedback on the draft bylaws. Mr. Levick noted that the draft expanded the purpose of the Foundation to include the community and ecosystem around the Rust Project, and raised a potential concern about widening the scope too much. Ms. Miller pointed out that potential adopters see 'Rust' as the whole ecosystem and expect the Foundation to create a platform to support the maintainers of particular crates they rely on. Ms. Losare-Lusby and Mr. Rousskov brought up examples of key crates being brought into the Rust Project and supported that way. Mr. Hou stated that it would be necessary to create a process for defining the priority of additional projects to support, and mechanisms to make it happen, such as board representation for supported ecosystem projects and a way for a company to come in and fund a single project.

There was general support for, whilst recognizing the immense value the Foundation would be able to provide, not spreading time and resources too thinly. It would be important for the

Foundation to have a good understanding of its boundaries: how widely to cast the net in terms of which crates/projects to support, and the dangers of being seen to pick a 'favorite' from several covering the same broad area of the toolchain.

## **8. Adjournment**

There being no further business to come before the Board at this time, the meeting adjourned at approximately 22:37 UTC.