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

Date: April 11, 2023
Time: 21:00 UTC
Place: By online videoconference

Directors present:
Jane Losare-Lusby
Nell Shamrell-Harrington
Lars Bergstrom
Tyler Mandry
Peixin Hou
Seth Markle
Josh Stone
Ryan Levick
Stephen Chin
Mark Rousskov
Andy Wafaa
Dimitris Iliopoulos (representing Meta, alternate for Eric Garcia)

Apologies
Eric Garcia

Others present:
Rebecca Rumbul (Executive Director)
Paul Lenz (Director of Finance & Funding)
Abi Broom (Operations Manager)
Joel Marcey (Director of Technology)
Gracie Gregory (Director of Communications and Marketing)

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 April 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 March 14th 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 14th 2023, which were circulated to the Board (the "March 14th Minutes").

NOW, THEREFORE, BE IT RESOLVED, that the March 14th Minutes are hereby approved.

3. Executive Director & Management Team update

Management

Rust trademark registration was denied in Singapore. This is the end of the line for a trademark there – they have stricter requirements than most jurisdictions.

The specific trademark license request discussed at previous board meetings had been resolved at this time with no further action required at present.

Rust.edu discussions were continuing. New Silver member Red Badger are potentially leading on Rust efficiency and sustainability research, which would be an extremely useful piece of research.

Technology / Infrastructure

The two new Software Engineers were working to implement the outcomes of the security research, and make improvements to the crates.io infrastructure. An initial draft of a security threat model was ready to be shared with a small group of project members for feedback before wider circulation.

The Foundation is ready to invest in a resource to professionally lead the Rust specification work, and is seeking funding to commit to it. An outline job description has been written and posted to the RFC, which can move to the FCP phase once the governance council is active.

Rust has been added to NIST's safer language list. While this is not a direct endorsement of Rust by NIST, it does show that NIST believes that Rust meets the bar as a safe language and hopefully this can proliferate into other areas of the United States and additional governments.

Finance

The key takeouts from the finance report were that the Foundation continues to make an operating surplus year-to-date, that IRS filings were now up to date, and that the Finance Committee was due to meet to consider a report on performance against budget.

There was a brief discussion on projected budget shortfall for 2024, actions needed to address this (primarily, membership push, demonstrating value to Alpha-Omega on the security initiative), and timeline. Germany's Sovereign Tech Fund was mentioned as a potential funder to investigate further.

Grants

Still planning to open applications in mid-May, current focus on soliciting the Project for ideas of fundable work.

Communications & Events

Ms. Gregory reported that there were no major new areas of activity, and the focus was on progressing previous action items. A member update email and public Q1 recap blog were shortly to come out, detailing some of the activities the Foundation has been focused on over the past few weeks.

Q1/Q2 Goals

All Q1 goals are either completed or in progress. The in progress goals will be complete but are taking a bit longer than anticipated. They will be carried over to Q2.

Ms. Rumbul outlined Q2 goals as follows:

- Approve revised bylaws
- Raise sufficient funding for Rust Spec progress
- Onboarding 2 x Software Engineers
- Onboarding Security Engineer
- Announcement of 2023 CGP & open applications
- Speaking appearances at OSS Summit North America & GOTC Shanghai
- Progress new Trademark policy
- Finalise proposal for board vote on accepting new project (subject to conditions being met)
- Announcement of RustConf speakers list
- Develop draft decision-making process on 'causes' that the Foundation may choose to support (or not to support)

Sub-committee updates

The Policy sub-committee would be focusing on producing a framework for decision making and understanding public policy.

The People sub-committee would be focusing on the process for evaluating the Executive Director's performance (and by extension, the performance of the Foundation overall), and creating onboarding and training materials for board directors. Board members were asked to share any reflections on what they would have found useful when joining the board themselves, and any best practices / contacts on senior-level evaluations.

The DEI sub-committee has begun to outline goals for DEI in the Project and wider Rust community, and discussed bringing a consultant on board to help with this work. Next meeting in

May to talk about DEI training, community demographics and auditing Rust Foundation hiring practices.

4. Project Directors update

Mr. Rousskov provided an update:

- There had been a couple of point releases to address bugs
- The Cargo team [has new members](#) who are looking at feature development
- The governance RFC has received approval, though may still be a couple of months before the council is up and running

The Project Directors had requested guidance on identifying what information from board meetings is shareable with the wider project. Ms. Rumbul noted that the Foundation was always happy for updates on what's been done, and what's upcoming, to be shared. Confidentiality is important regarding specific people/organizations, but the Foundation wants the general outline of discussions and decisions to be proactively disseminated.

It was agreed that action items for the PDs should be more clearly called out at the end of each discussion in a board meeting, and in the minutes.

5. Update on Rust Infrastructure Cost Strategy

Mr. Marcey gave the first monthly update against the Foundation's identified goals. Q1's goals, to gain visibility of costs and their causes, had been met – this being mostly bandwidth through Cloudfront, around 50% of which is represented by assets being requested via GitHub Actions / CI. With the information gathered so far, it should be possible to calculate the cost per download of an asset in terms of bandwidth, and then work on reducing this, with a goal of a 10% reduction.

The Board agreed it would be good to share more of the details in public, and Mr. Marcey concurred and said he would like to make a technical blog post on what the Foundation is doing in this area.

6. Update on Member Recruitment exercise

Mr. Lenz reminded everyone of the prioritized list of potential members, and requested that any board members who hadn't already done so should take a look at it and identify any potential contacts they have at any of those organizations. Outreach would be a collaborative process between staff and board members.

7. Update on Trademark Policy

The draft policy had been shared with Project leadership initially, and then a full public comment period opened Thursday 6th April, with the plan to develop a final policy draft based on community feedback shared via a Google form.

There had been some negative response. Useful, actionable comments were, though, coming in, and the misinterpretations picked up were useful in elucidating where communication around the policy needs to evolve.

Many in the community had the impression that the Foundation was 'imposing' this policy on the community, without the involvement of the Project. This had generated many abusive messages to staff members. The Board condemned this. Abuse would be reported to the Moderation team. A specific request was made of the Project Directors to coordinate a public statement, which they agreed to.

Ms. Rumbul asked the board to reconsider the original timeline for finalizing and publishing the revised trademark policy, and what might now need to change.

Various board members suggested slowing down, to allow more time to handle the unanticipated levels of feedback, and to engage with and respond to disagreements.

Communication actions:
- Project Directors to ensure the record is corrected regarding Project involvement in developing the policy.
- When sharing the revised draft, the Foundation will clearly lay out the similarities and differences between the current and new policies, and the rationale for the changes.
- The Project will need to proactively disseminate information so that people don't feel sidelined; although the difficulties of doing so were acknowledged.
- When the policy goes public, a statement from the Project in support of it should be released alongside the Foundation's own messaging.

8. Board Approval Vote: Bylaws

Due to lack of time, the vote was postponed until the next meeting.

9. AOB

It was noted that the next meeting date would clash with the OSS North America summit and Rust.NL, and agreed that if diaries allowed, the meeting should be a week later instead.

10. Adjournment

There being no further business to come before the Board at this time, the meeting adjourned at approximately 23:02 UTC.