RESOLUTIONS OF THE CNCF GOVERNING BOARD

Approved by email vote
on February 9, 2026

WHEREAS, the CNCF Governing Board (the "GB") seeks to expand its leadership structure by creating up to two Vice Chair positions to ensure governance continuity, facilitate communication and consensus-building, and distribute the GB leadership workload among multiple leadership roles.

NOW, THEREFORE, BE IT RESOLVED, that the GB hereby approves the CNCF Governing Board Leadership Roles & Responsibilities policy attached hereto as Exhibit A.

RESOLVED FURTHER, that the Governing Board hereby approves the creation of two Vice Chair roles as described in the adopted policy.

RESOLVED FURTHER, that, consistent with the term length for the GB Chair, Vice Chairs will serve a term of 2 years, unless their term ends earlier due to resignation, removal, or ineligibility due to no longer serving on the GB.

CNCF Governing Board Leadership Roles & Responsibilities

Adopted: February 9, 2026

1. Overview

The purpose of the Governing Board (GB) leadership—comprising the **Chair** and **up to two Vice Chairs**—is to facilitate effective governance and communication. GB leaders will facilitate discussion, partner with CNCF staff to shape meeting agendas and proposals, and serve as a communication channel between the GB and other stakeholder groups when needed.

The GB is encouraged to elect leaders who collectively represent a diversity of viewpoints (e.g., small and large companies, end users and vendors, and business and technical roles). Nonetheless, any GB member is eligible to be nominated and elected for a leadership role. When choosing between candidates, the GB is encouraged to aim for a mix of perspectives while also giving each candidate an opportunity to run based on their individual merits. Both current affiliations and prior roles and experience of candidates can contribute to achieving the desired diversity of perspectives.

2. Shared Leadership Functions (Chair & Vice Chair(s))

Below are the core leadership responsibilities where the Chair and Vice Chair(s) collaborate and share the workload:

- **Discussion & Consensus:** The GB leaders facilitate discussion and drive consensus across the Board and its committees, ensuring all members have an opportunity to provide input and contribute.

- **Liaison:** When collaboration between the GB and other stakeholder groups is required, the GB leaders serve as liaisons and communication channels.

- **Proposals:** GB leaders partner with CNCF staff to develop and refine proposals brought to the GB for feedback or approval.

- **Agendas:** GB leaders collaborate with CNCF staff on meeting agenda development. Also works with CNCF leadership and the Chairs of the TOC and TAB to develop joint strategy session agendas.

By default, the Chair is primarily responsible for the responsibilities described above, with the Vice Chairs providing backup and support. However, the Chair designate a Vice Chair with primary responsibility for a particular proposal, committee, meeting, or other defined scope.

3. Governing Board Chair (The Principal Leader)

The Chair serves as the **primary facilitator and neutral leader** of the GB. In addition to being primarily responsible for the shared leadership responsibilities described in Section 2 above by default, the Chair partners with CNCF leadership to **lead official GB meetings**.

4. Vice Chair(s) (Support and Continuity)

One or more Vice Chairs ensure **governance continuity** and **share the leadership workload** by partnering closely with the Chair. In particular, the Vice Chair(s) help facilitate discussion *between* official GB meetings, via online communication channels (e.g., email) and in optional working sessions of the GB. Additionally, the Vice Chair(s) may fulfill all Chair responsibilities when the Chair is unavailable.