

Cloud Native Computing Foundation

Minutes of a meeting of the Governing Board

April 14, 2021

A meeting of the Governing Board of the Cloud Native Computing Foundation (“CNCF”), which is part of The Linux Foundation, was held on April 14, 2021 at 8:00-1:00 PT time via Zoom Webinar.

The following members of the Governing Board, constituting a quorum under the CNCF Charter, were present:

Mark Yi	Alibaba
Bob Wise	Amazon Web Services
Arun Gupta	Apple
Kevin Ryan	Arm
Philippe Robin	Arm
Ryan van Wyk	AT&T
Ed Warnicke	Cisco
Ron Lev	Cox Communications
Amr Abdelhalem	Fidelity Investments
Tomohiko Tashiro	Fujitsu
Brendan O'Leary	GitLab
Aparna Sinha	Google, GB Chair
Jen Phillips	Google, Alternate
Bryan Che	Huawei
Anni Lai	Huawei/Futurewei
Todd Moore	IBM
Chris Wright	IBM/Red Hat
Das Kamhout	Intel
Guido Appenzeller	Intel
Steve Chin	JFrog
Niraj Tolia	Kasten
Sebastian Scheele	Kubermatic
Lachie Evenson	Microsoft
Rob Esker	NetApp
Zain Asgar	New Relic
John Morello	Palo Alto Networks
Shannon Williams	Rancher Labs
Thomas Di Giacomo	SUSE, Alternate
Craig McLuckie	VMware

Also in attendance were:

Liz Rice	TOC Chair
Paris Pittman	Developer Seat
Matt Klein	Developer Seat
Erin Boyd	Apple
Lei (Harry) Zhang	Alibaba
Ricardo Rocha	CERN
Justin Cormack	Docker
Dave Zolotusky	Spotify
Davanum Srinivas	VMWare
Priyanka Sharma	CNCF
Chris Aniszczyk	CNCF
Cheryl Hung	CNCF
Bill Mulligan	CNCF
Katelin Ramer	CNCF
Vanessa Heric	CNCF
Libby Schulze	CNCF
Erin Thacker	CNCF
Angela Brown	The Linux Foundation
Casey Robinson	The Linux Foundation
Steve Winslow	The Linux Foundation
Andy Updegrove	Gesmer Updegrove, LF legal counsel

Ms. Sharma, GM of CNCF, opened the meeting with a warm welcome and thanked everyone for their attendance. She then launched the slide deck, which opened with going over the purpose of the Governing Board and the Linux Foundation Antitrust Policy Notice. Housekeeping concluded with mention of the attendance slide (which was updated for these minutes) and the introduction of the agenda.

The agenda began with welcoming our new Platinum Members, AT&T and New Relic. Priyanka also acknowledged our new governing Board members.

The second item on the agenda was meeting minutes. The Governing Board approved making abridged Board minutes publicly available at the GB meeting on 8/31. This action led to Governing Board Resolution #1.

RESOLVED: That the minutes of the December 9, 2020 meeting of the Governing Board, in the form attached hereto as Exhibit A, are hereby confirmed, approved and adopted.

- Mr. O'Leary motioned
- Mr. Chin seconded the motion
- Mr. Asgar, Mr. Warnicke, and Mr. van Wyck abstained
- All in favor, none opposed

Ms. Sharma then went on to review the testing of the new Zoom Webinar format, per the December 9, 2020 meeting. Under this format, Primary Board reps are “panelists” with video/audio capabilities while alternate representatives would be “attendees” with chat-only functionality.

Following the Zoom Webinar discussion, Ms. Sharma moved to the next agenda item, the 2021 Overview. Due to the pandemic, CNCF had mobilized to counteract any detrimental effects from losing events revenue. It was noted that because of conservative forecasting, and expansion in cloud native computing during this time, as well as budget cuts in the events line items, CNCF actually finished 2020 with a healthy surplus. While we are still in the pandemic, the world is moving towards opening up. CNCF is moving toward hybrid events that will allow both the in-person experience and a virtual experience for attendees. Ms. Sharma went over the growth statistics for CNCF, at which time Mr. Gupta requested year-on-year numbers to put FY 2020 in context. It was noted that CNCF staff would provide this to the group after the meeting.

This led into the next agenda item, discussion of the CNCF budget, which was led foremost by Ms. Casey Robinson. Ms. Robinson noted that CNCF had no deficit spending, finished with a surplus and gave credit to the events team for their nimble and efficient response to the pandemic. Ms. Robinson noted that events continue to be in high demand in virtual formats.

Ms. Robinson continued through her budget presentation which set up the next resolution. CNCF presented another FY 2021 Budget Reforecast based on the latest numbers and in preparation for in-person and hybrid events to occur in the near future. Ms. Robinson noted that all budget forecasts are made on conservative models to allow for adequate buffers for unanticipated events.

RESOLVED: That the Q1 2021 CNCF Budget Reforecast is hereby confirmed, approved and adopted.

- Mr. Ryan motioned
- Ms. Sinha seconded
- No abstentions
- All in favor, none opposed

The motion carried.

The next agenda item was Governance, in particular CNCF’s position on licensing exceptions. Two scenarios were brought forth by Mr. Steve Winslow for the Board’s consideration. The proposed resolutions were:

- #3A - to approve just go-retryablehttp
- #3B - to approve all HashiCorp MPL-2.0 dependencies

A discussion followed on which option would be best. Mr. Winslow was asked to expand on the pros and cons of each option. After a brief discussion, no consensus was reached. Ms. Sharma recommended that this resolution be tabled for now with next steps being the development of a

new legal subcommittee for in-depth analysis. At the conclusion of this conversation, Mr. Winslow agreed to come up with guardrails for developer compliance. The motion was shelved.

The next agenda item was Governance: Governing Board committees. Ms. Sharma began the discussion with a list of the current committees. Ms. Sharma's executive recommendation was that the Board sunset some of the committees for non-activity. After sharing the current committees, there was a discussion about the nature and sustainability of these committees. Spinning committees up and down as needs arise would be preferable to static committees.

Following this, Mr. Mulligan and Ms. Tan gave an update on CNCF Marketing & Community efforts. The first part of the update by Mr. Mulligan included welcoming new staff members, relaunch of the Kubernetes Community Days program, and update on global KCD communities (with Board members noting that KCD McMurdo Station sounded particularly good). Ms. Tan then went over online programs (formerly known as webinars) and gave a Q1 metrics update.

Joint Meeting of the Governing Board and Technical Oversight Committee (TOC)

The CNCF TOC joined the call at 12:15 am PT for a joint session of the Governing Board and TOC

At this juncture, TOC members joined the Zoom Webinar for the shared GB/TOC portion of the meeting.

Ms. Angela Brown and Ms. Vanessa Heric then began presenting on Events, which led to lively discussions. The events team made sure to thank our current event sponsors. Several updates regarding the programming and schedules for that event were shared.

An overview of the hybrid event model was presented. It was stated that vaccinations should be required for any attendee. Some conversation followed on the pros and cons of taking such a position, with many varied opinions throughout the conversation and chat room. The issue was left with next steps being for CNCF to follow up with legal to assess the ability to impose this requirement.

The events team then turned its attention to KubeCon + CloudNativeCon NA. This will be CNCF's first hybrid event. Sponsorship, virtual experience details, and attendee safety were all covered in the presentation. More details regarding the KubeCon + CloudNative Con Open Source Summit China 2021 event in December 2021 will be provided when available.

At this point in the meeting, a discussion on the review system for proposals ensued - centering on whether the proposal review system should address selection bias by blinding submissions. While there was no consensus reached, all seemed to agree that the issue of selection bias needs to be addressed. CNCF was charged with providing data on the current proposal selection process.

At this point, Ms. Sharma pointed out that we were out of time and asked those who could stay on to do so. We continued with Mr. Aniszczyk giving an update on CFP and Projects. He asked each Board member to go back to their staff and ask community members to get involved with these projects. He ended with highlighting the internship program.

Ms. Hung was next with an update on the 2021 goal and strategy for the End User community. This included targeting strategic verticals. She also reminded Board members about the End User referral benefits (diversity scholarships to KubeCon virtual in their name).

At approximately 10:05 AM PT, the meeting was adjourned.