

Cloud Native Computing Foundation

Minutes of a meeting of the Governing Board

September 26, 2024

A meeting of the Governing Board of the Cloud Native Computing Foundation (“CNCF”), which is part of The Linux Foundation, was held on September 26, 2024, from 11:00 AM - 1:00 PM PT via Zoom LFX.

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

Barry Cooks	Amazon Web Services
Alena Prokhachyk	Apple
Jenn Skeivik	Boeing
Mohammad Zebetian	Charter
Jeremy Garcia	Datadog
Justin Dustzadeh	Equinix
Alan Flower	HCL
Bob Wise	Heroku
Naresh Duddu	Infosys
Arun Gupta	Intel, Chairperson
Liz Rice	Isovalent
Melissa McKay	JFrog
Lachlan Evenson	Microsoft
Sudha Raghavan	Oracle
Chris Wright	Red Hat / IBM
Vasu Chandrasekhara	SAP
Thomas Di Giacomo	SUSE
Clint Kitson	VMware / Broadcom
Craig Box	Developer Seat
Christoph Blecker	Developer Seat
Emily Fox	TOC Chair

Also in attendance were:

Valerie Techarutchatanon	Boeing (alternate)
William Deniss	Google (alternate)
Bryan Che	Huawei (alternate)
Jatinder Singh Purba	Infosys (alternate)
Alan Clark	SUSE (alternate)
Sergiu Petean	TAB

Henrik Blixt	TAB
Chad Beaudin	TAB
Mike Bowen	TAB
Amr Abdelhalem	TAB
Joseph Sandoval	TAB
Katie Gamanji	TAB/ TOC
Duffie Cooley	TOC
Lin Sun	TOC
Karena Angell	TOC
Priyanka Sharma	CNCF
Chris Aniszczyk	CNCF
Joanna Lee	CNCF
Taylor Waggoner	CNCF
Paige O'Connor	CNCF
Taylor Dolezal	CNCF
Daniel Krook	CNCF
Angela Brown	The Linux Foundation
Casey Robinson	The Linux Foundation
Todd Moore	The Linux Foundation
Riyaz Hyder Mohiyuddeen	The Linux Foundation
Scott Nicholas	The Linux Foundation

Ms. Sharma called the meeting to order at 11:02 AM PT. She welcomed the board members to the call and thanked everyone for attending. Ms. Sharma then reviewed the Linux Foundation Antitrust Policy Notice, confirmed that quorum was present, and reviewed the meeting agenda.

Ms. Sharma welcomed the new Governing Board CNCF members and alternates.

Voting Matters

Ms. Sharma gave an overview of the six resolutions that will be voted on during the meeting.

Resolution #1 - Minutes

Ms. Sharma presented the resolution to approve the minutes of the March 21, 2024, Governing Board Meeting.

- Mr. Gupta motioned
- Ms. Prokhachyk seconded
- All in favor, none opposed

RESOLVED: The minutes of March 21, 2024, meeting of the Governing Board are hereby confirmed, approved, and adopted.

Ms. Sharma noted that votes to approve board meeting minutes will be held via email for this and all future meetings.

Budget Update

Ms. Sharma reviewed the 2024 actuals. The key takeaways included CNCF is operating as expected per the latest revised budget. Expenses for events will reconcile and be updated towards the end of the year.

Silver Membership Pricing

Ms. Sharma introduced the proposal to increase pricing for the top two silver member tiers, noting that all other tier pricing would remain the same. She noted that CNCF has not changed membership pricing in nine years and that CNCF has determined that increasing the price of the largest silver tiers would improve our ability to serve our members while also remaining accessible to smaller companies.

Ms. Rice noted that the silver reps felt it was fair for the larger silver organizations in our community to be paying a bit more. Ms. Rice and Ms. Sharma also noted that CNCF is reviewing Gold member benefits.

Mr. Wise asked if employee count is the best way to differentiate silver membership tiers. Mr. Aniszczyk noted that it is standard practice across The Linux Foundation to base Silver membership tiers on employee count.

Mr. Box asked what other options were considered, such as raising Platinum pricing. Ms. Sharma and Mr. Aniszczyk noted that LF is specifically looking at attempting to standardize silver memberships across foundations first.

Resolution #2 - Increase Silver Membership Pricing

Ms. Sharma presented the resolution to accept the proposed membership fee changes for Silver Members initiating or renewing membership for the 2025 term, as shown in the Fee Scale chart in the slides.

- Mr. Di Giacomo motioned
- Mr. Cooks seconded
- All in favor, none opposed

WHEREAS, the Governing Board has discussed proposed membership fee changes for Silver Members initiating or renewing membership for the 2025 term and thereafter as indicated in the Silver Membership Fee Scale below;

NOW, THEREFORE, BE IT RESOLVED: The Governing Board hereby approves the membership fee changes for Silver Members initiating or renewing membership for the 2024 term and thereafter

CNCF Charter Amendments

Ms. Lee noted that legal counsel for CNCF and The Linux Foundation recommend that CNCF projects be restructured to utilize a series limited liability company (LLC) structure, a corporate entity structure that has been used by the Linux Foundation for many years for many projects.

She noted that there will be minimal impact to CNCF projects. This restructuring will require a few changes to the CNCF charter.

Ms. Lee reviewed the phases of the restructuring, noting that this process would start with Kubernetes, then the remaining graduated projects and incubating projects, and then existing sandbox projects if and when they move to incubating status. For new projects joining sandbox, they would automatically be set up under the new structure.

Ms. Skeivik asked if the work will be done by the Foundation. Ms. Lee agreed the Foundation will be doing all the work, with limited help from the projects regarding merging changes. Ms. Fox asked if it was prudent to move all sandbox projects to the Series LLC structure. Ms. Lee noted that there is no plan currently to convert existing sandbox projects to Series LLC, noting that only new projects joining standbox will automatically be set up with the new structure. Mr. Aniszczyk stated that ensuring solid legal/trademark hygiene is essential for all CNCF projects, including sandbox. Mr. Aniszczyk does not consider this a big change in resourcing, more of a restructuring

Mr. Blecker asked Ms. Lee to elaborate on the benefits of the Series LLC structure. Ms. Lee noted that it's similar to creating a subsidiary for each project. Each project's Series can hold its own assets and liabilities that are separated from the assets and liabilities of other projects. It's a structure that offers maximum flexibility that could be leveraged in the future. Mr. Blecker asked if proposals to utilize the structure in new ways in the future would be brought back to the board. Ms. Lee confirmed that they would if they have a meaningful impact on budget, strategy, or how CNCF projects are governed.

Ms. Raghavan asked about the impact on the budget. Ms. Sharma and Ms. Lee noted that the cost to implement the new structure is fully covered by the existing approved CNCF Budget.

Mr. Gupta asked if other projects at LF are using this structure. Ms. Lee and Mr. Aniszczyk noted that almost all other projects are using this structure and that CNCF is currently an outlier.

Ms. Lee reviewed the red line charter amendments that would need to be approved in order to move forward with the Series LLC restructuring.

Resolution #3 - CNCF Charter Amendments

Ms. Lee reviewed the proposed amendments to the CNCF charter.

- Mr. Wise motioned
- Ms. McKay and Mr. Blecker seconded
- All in favor, none opposed

RESOLVED: That the amended CNCF Charter is hereby approved and adopted.

Political Neutrality Policy

Ms. Lee presented the proposed CNCF political neutrality policy that was shared with the GB on August 29th, 2024 via email. Discussion ensued about CNCF's mission and implications of the political neutrality policy. Ms. Lee noted that there will be a FAQ published alongside the policy that will address common concerns.

Resolution #4 - CNCF Policy Regarding Political Neutrality

Ms. Lee presented the following resolution

- Ms. Prokharchyk motioned
- Mr. Zebetian and Ms. Rice seconded
- All in favor, none opposed

RESOLVED: That the following policy is hereby approved and adopted:.

CNCF Policy Regarding Political Neutrality

CNCF's mission is to make cloud native computing ubiquitous. In support of this mission, CNCF provides a globally inclusive forum for the world's technologists to collaborate. CNCF will not make political statements, support political causes, or take other actions of a political nature except when doing so is directly related to CNCF's mission.

License Exceptions

Ms. Lee reviewed the five license exception requests that are being submitted to the GB for approval, noting that the CNCF Legal Committee recommends approving all five requests.

Resolution #5 - License Exception Requests

The resolution was skipped due to time constraints and voting will occur by email

Resolution #6 - Additions to the Licensing Allowlist

The resolution was skipped due to time constraints and voting will occur by email

Joint Meeting of the Governing Board, Technical Oversight Committee (TOC), and End User Technical Advisory Board (TAB)

The CNCF TOC and TAB joined the meeting at 11:56 AM for a joint session of the Governing Board, TOC, and End User TAB

NPE Deterrence for Cloud Native Open Source

Ms. Lee shared context around the patent troll activity targeting cloud native open source being on the rise. She discussed that CNCF and The Linux Foundation have expanded their partnership with Unified Patents to provide a suite of new NPE deterrence benefits directly to LF and CNCF members including periodic updates presentations, access to crowdsourced prior art

contests and platforms as well as annual NPE risk analysis, patent portfolio analysis tools, private consultation with Unified leadership and access to special events.

She noted that The Linux Foundation and Unified has had success in deterring NPEs from targeting other open source projects so it is a proven strategy.

Ms. Lee mentioned that CNCF's objective is to seek to unite the ecosystem to defend cloud native open source from patent trolls' predatory behavior. NPE Deterrence initiatives for 2024 include launching the new NPE benefits for LF and CNCF members, engaging the CNCF developer community to contribute to crowdsourced prior art contests, and continue raising awareness to unite our ecosystem against NPEs.

Mr. Blixt asked if companies in our community and all of the CNCF projects will be made aware of this benefit. Ms. Lee noted that we are reaching out to members to raise awareness and that we will be heavily promoting this at KubeCon + CloudNativeCon North America.

Ms. Lee shared that the U.S. Senate Judiciary Committee is meeting today to discuss the PREVAIL Act, proposed legislation that would embolden patent trolls. The Linux Foundation and CNCF oppose the act and have recommended that community members also express opposition by writing to their senators.

Education Updates

Mr. Aniszczyk presented on the most recent updates around CNCF Education. He shared that the Kubestronaut program launched at KubeCon Paris and has had great success with 615 Kubestronauts and being the 3rd most active page on cncf.io. CNCF is targeting 1,000+ Kubestronauts by the end of the year.

Mr. Aniszczyk gave Education training highlights, including 3 new courses being GA since the last governing board meeting and 3 new trainings under creation: Cloud Cost Monitoring for FinOps with OpenCost, Serverless and event-driven application with Knative, Beyond Backstage techniques and applications. He also mentioned the 3 new certifications that will be announced at KubeCon + CloudNativeCon North America.

Mr. Aniszczyk shared that the certification revenue is growing, currently up 14.41% total YTD.

Project Updates

Mr. Aniszczyk noted that CNCF currently has 212 projects. CNCF is expected to end the year with ~30-40 new projects total for the year. CNCF has accepted 20 new sandbox projects this year and are scheduled to have another sandbox review on October 9th. He also reviewed projects that have been archived this year as well as projects that have moved to incubated and graduated status. Mr. Aniszczyk stated we continue to invest in mentorship.

Ms. Sharma echoed what Mr. Aniszczyk stated, thanking the TOC for their efforts this year.

Kubecon + CloudNativeCon Updates & CNCF Event Updates

Ms. Brown presented about the most recent and upcoming CNCF Events. Sharing the successes of KubeCon + CloudNativeCon + Open Source Summit + AI_dev China with 1,192 attendees. Noting the excitement around seeing attendees from Thailand this year, which was new. She also mentioned that there will be an event in China in 2025.

Ms. Brown stated that we are pacing really well on attendance for KubeCon NA. Ms. Sharma noted that the three days of KubeCon NA will be themed and that the keynote speaker lineup is looking great.

She noted that there is a lot of excitement about holding our first KubeCon + CloudNativeCon in India this year. She mentioned that many sponsorship opportunities are still available. We will be hosting KubeCon again in India in 2025.

Ms. Brown touched on the highlights around the five CNCF 2024 Project Events this year as well as KubeDays in Japan, Colombia and Australia. Ms. Brown mentioned that we will be holding a new KubeCon + CloudNativeCon in Japan in 2025. She noted the plan is to not host KubeDays next year, but rather focus more on KubeCon + CloudNativeCons.

Ms. Brown discussed the 2025 Events, including KubeCon + CloudNativeCons in EU, NA, Japan, China and India. She discussed the reasons behind 2025 sponsorship price increases as well as the new benefits that were added for Diamond, Platinum and Gold sponsorship levels.

She also reviewed 2025 project events, including parameters, requirements, and upcoming deadlines.

Membership

Ms. Sharma pointed out CNCF's progress in developing its business development muscle. Some of the highlights include a 24% increase for Closed Won in 2024 to date and average sales price increased 36%. Ms. Sharma welcomed Heroku and JD.com joining Platinum as well as Trend Micro and Akamai joining Gold.

Ms. Sharma shared that the CNCF pipeline demands to participate in the CNCF ecosystem continues to grow and the team's proficiency in harnessing the demand is increasing. To retain CNCF members and provide a delightful experience, the team has taken the initiatives, such as, creating a cross functional retention-pod, resolving 95+ member service desk tickets, and engaging 70 members to participate in Online Program benefits. Ms. Sharma reinstated the launch of the new benefits around NPE deterrence and there is more to come.

End User Ecosystem

Mr. Dolezal shared updates to the End User definition and welcomed the governing board to send feedback via email. He mentioned highlights around Adobe's End User Journey Report. Ms. Sharma strongly encouraged the Governing Board to share Adobe's unique story.

Mr. Dolezal announced the (re)launch of the CNCF Radar. We expect the report to be ready by KubeCon Salt Lake City in November. It has been rebooted with input from the TAB and will focus on topics around AI/ML/Batch and multi-cluster management.

Mr. Dolezal reviewed the details around the upcoming Cloud Native Executive Summit at Kubecon Salt Lake City.

End User TAB Updates

Mr. Dolezal presented the updates around the End User TAB initiatives. The TAB has defined a new process for approving and publishing Reference Architectures, with a new Reference Architectures site launching at KubeCon NA. There is a new workflow designed to streamline End User to Project feedback loops. The TAB and TOC have jointly worked with the LFX Insights team to better surface information on project health.

TOC Chair Updates

Ms. Fox reviewed TOC activities including reviewing Sandbox applications and evaluating Incubating and Graduated projects. She noted that adopter feedback has been fairly positive.

Ms. Fox reviewed enhancement activities including a new leadership ladder and terms guidance. She stated the TOC is creating a pipeline for healthy TAGs and active leaders. Noting there is a recent surge of nominations for leadership in some TAGs.

Ms. Fox also shared that the new process for sandbox projects + projects moving levels that launched in February has received good feedback. The TOC is more structured, but is still looking for more check-ins among the Projects.

Ms. Fox evaluated the project health dashboard and governance.

Ms. Fox encouraged the Governing Board to keep in mind that the TOC election that will take place in early 2025. She noted the importance of the role and that attendance, availability and involvement is imperative for all TOC members. Echoing Ms. Fox, Ms. Sharma noted that it is important that the governing board support the TOC by nominating highly engaged and active community members.

GB Schedule for 2024

Ms. Sharma communicated the Governing Board schedule plans for the last half 2024. The strategy session will be in person at KubeCon in Salt Lake City. The Q4 meeting will take place virtually on December 5, 2024 with a proposed 2025 budget overview, which is important when January hits.

Ms. Sharma noted CNCF will host a Board Town Hall session in October and requested 6-7 governing board volunteers to be on the panel.

The board meeting concluded at 12:56 PM PT.