

# ECLIPSE.ORG FOUNDATION, INC.

## MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

(MARCH 24, 2022)

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A Meeting of the Board of Directors (the “**Board**”) of Eclipse.org Foundation, Inc., a Delaware corporation (the “**Corporation**”), was held as a regularly scheduled conference call.

Present at the meeting were the following Directors:

Present	Director	Organization
Y	Deborah Bryant	Eclipse Foundation AISBL Representative
Y	Ed Merks	Elected Committer Representative
N	Farah Papaioannou	Elected Contributing Representative
Y	Jim Wright	Eclipse Foundation AISBL Representative
Y	Kenji Kazumura	Eclipse Foundation AISBL Representative
Regrets	Matthias Sohn	Eclipse Foundation AISBL Representative
Y	Steffen Evers	Eclipse Foundation AISBL Representative

Present at the invitation of the Board were Mike Milinkovich, Executive Director, Paul White, Secretary/Treasurer, and Gesine Freund of Eclipse.org Foundation, Inc.

### AGENDA

The following agenda was proposed for the meeting:

1. General Business
  - Approval of February 16, 2022 Board meeting minutes
2. Approval of appointments to committees
  - Appointment of Bryan Che to Finance Committee
  - Appointment of Stephen Walli to Compensation Committee
  - Appointment of John T. McBroom to IP Advisory Committee
3. Approval of update to the updated 2022 Board meeting schedule
4. Operations Update
5. Management reports
  - Membership Update
  - Projects Update

- Working Groups Update

## Adjournment

## GENERAL BUSINESS

### Agenda

Mike Milinkovich reviewed the agenda with the Board, attached as Appendix A. With all Board members present or validly represented at the meeting voting in favor, the agenda was approved unanimously by the Board.

### Minutes

Mike Milinkovich introduced a discussion of the minutes of the February 16, 2022 Board Meeting, attached as Appendix B. The Board unanimously passed the following resolution:

RESOLVED, the Board approves the draft minutes of the February 16, 2022 Board Meeting as circulated.

### Approval of appointments to committees

Mike Milinkovich proposed that Bryan Che be appointed to the Finance Committee; resulting in the Finance Committee comprising of Bryan Che (Huawei Technologies Co., LTD.), Deborah Bryant (Red Hat), Donald Smith (representing Jim Wright of Oracle), and Stefan Ferber (representing Steffen Evers of Bosch). Mike further proposed the appointment of Stephen Walli to the Compensation Committee, resulting in the Compensation Committee comprising of Pradeep Balachandran (IBM), and Stephen Walli (Microsoft Corp). Further, Mike explained that Anita Shaw is stepping down from her role on the IP Advisory Committee, he therefore proposed that John T. McBroom be appointed to the IP Advisory Committee, resulting in the IP Advisory Committee comprising of Jim Wright (Oracle), Valentina Boyet (SAP), Richard Fontana (Red Hat), Ed Merks (Elected Committer Representative), and John McBroom (IBM).

The Board unanimously passed the following resolutions:

RESOLVED, Bryan Che is appointed to the Board's Finance Committee.

RESOLVED, Stephen Walli is appointed to the Board's Compensation Committee.

RESOLVED, John T. McBroom is appointed to the Board's IP Advisory Committee.

### Approval of update to the updated 2022 Board meeting schedule

Mike Milinkovich reminded the board members that the June Board meeting is scheduled to take place as a face-to-face meeting in Ottawa (provided Covid-Pandemic protocols allow) and was originally scheduled to take place on June 21.-22. Since these dates overlap with the Open Source Summit North America, a survey was held and the majority of the board members agreed with the alternatively suggested dates; therefore, Mike proposed that the June Board meeting be moved to take place on June 28.-29. 2022.

The Board unanimously passed the following resolution:

RESOLVED, the Board approves the June Board meeting to be held on June 28.-29., 2022.

### Operations Update

Mike Milinkovich provided the Board with an update on the operations of the Foundation Group.

### Management reports

#### Membership Update

Mike Milinkovich updated the Board on the current status of the Membership and the new members that have joined the Foundation since the October, 2021 Board meeting, the related material for which is attached in Appendix 19A. Mike highlighted the 25 new contributing members as well as two new associate members have joined the Foundation since September 2021.

#### Projects Update

Mike Milinkovich provided to the Board a summary of the Foundation's projects, the related material for which is attached in Appendix 19B.

#### Working Groups Update

Mike Milinkovich provided to the Board a summary of the Foundation's working groups, the related material for which is attached in Appendix 19C. Mike pointed out that the Foundation has formed two new working groups since October, notably Software Defined Vehicle and Oniro.

Paul White thanked outgoing Contributing Representative, Farah Papaioannou and outgoing Committer Representative, Ed Merks for their many contributions to the Eclipse.org Foundation,

Inc.

**Action Items:**

None

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There being no further business to discuss, the meeting was adjourned.

This being a true and accurate record of the proceedings of this Meeting of the Board of Directors held on March 24, 2022, is attested to and signed by me below.

/s/ Paul White  
Secretary of Meeting