

ECLIPSE.ORG FOUNDATION, INC.

**MINUTES OF A MEETING
OF
THE BOARD OF DIRECTORS**

(MAY 17, 2023)

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
No	Ian Robinson	Eclipse Foundation AISBL Representative
Yes	Jim Wright	Eclipse Foundation AISBL Representative
Yes	Kenji Kazumura	Eclipse Foundation AISBL Representative
Yes	Matthias Sohn	Eclipse Foundation AISBL Representative
Yes	Stephen Walli	Eclipse Foundation AISBL Representative

Present at the invitation of the Board were Mike Milinkovich, Executive Director, and Gesine Freund, Corporate Executive Assistant of Eclipse.org Foundation, Inc.

Regrets were received from Paul White, Secretary/Treasurer of Eclipse Foundation AISBL; as a result, Mike Milinkovich delegated Gesine Freund to act as Secretary of this meeting. Regrets were also received from Ian Robinson.

The following agenda was proposed for the meeting:

1. Roll call
2. General Business
 - Approval of April 18, 2023 Board meeting full and abridged minutes
3. Approval of 2022-23 Annual Community Report
4. Approval of the members of the Code of Conduct Committee

Adjournment

Mike Milinkovich reviewed the agenda with the Board. The agenda was approved unanimously by the Board.

2. General Business

a. Minutes

Mike Milinkovich introduced a discussion of the full and abridged minutes of the 18 April 2023 Board

Meeting, attached as *Appendix A*. With all Board members present at the meeting voting in favor, the Board unanimously passed the following resolution:

RESOLVED, the Board approves the full and abridged minutes of the 18 April 2023 Board Meeting as circulated.

3. Approval of 2022-23 Annual Community Report

Mike Milinkovich introduced a discussion of the content of the 2023 Annual Eclipse Foundation Community report, attached as *Appendix B*. He reminded the Board that the document shared is the content of the annual report, and once approved by the Board, the Eclipse marketing team will work on the layout, including images and infographics before the report gets published.

With all other Board members present or validly represented at the meeting voting in favor, the Board unanimously passed the following resolution:

RESOLVED, the Board approves the content for the 2023 Annual Eclipse Foundation Community Report as presented.

4. Appointment of the members of the Code of Conduct Committee

Mike Milinkovich introduced a discussion on the Conduct Committee as contemplated in the Eclipse Community Code of Conduct. He reminded the Board he had called for volunteers to the committee, and welcomed Matthew Khouzam to serve on behalf of the Board. Mike further noted that Maria Teresa Delgado had similarly volunteered to serve as the initial representative for Eclipse staff. He explained that Matthew and Maria will now take charge of recruiting more volunteers from the community to join the Committee.

With all other Board members present or validly represented at the meeting voting in favor, the Board unanimously passed the following resolution:

RESOLVED, the Board appoints Maria Teresa Delgado and Matthew Khouzam to the Eclipse Code of Conduct Committee.

There being no further questions, the meeting was adjourned at 9:36 EDT.

Action Item: None

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This being a true and accurate record of the proceedings of this Meeting of the Board of Directors held on May 17, 2023, is attested to and signed by me below.

/s/ Gesine Freund
Acting Secretary of Meeting