

ECLIPSE.ORG FOUNDATION, INC.

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

(APRIL 20, 2022)

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	Jim Wright	Eclipse Foundation AISBL Representative
Y	Kenji Kazumura	Eclipse Foundation AISBL Representative
N	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 of Eclipse.org Foundation, Inc.

AGENDA

The following agenda was proposed for the meeting:

1. General Business
 - Approval of March 24, 2022 Board meeting minutes
2. Approval of modifications to the Eclipse.org Foundation, Inc. Membership Agreement Schedule C - Fee Schedule
3. Approval of Proposal to approve distribution by Eclipse Kiso-testing of pyXCP
4. Approval of changes to the Working Group Process

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 draft full and abridged minutes of the March 24, 2022 Board Meeting, attached as *Appendix B*. The Board unanimously passed the following resolution:

RESOLVED, the Board approves the draft full and abridged minutes of the March 24, 2022 Board Meeting as circulated.

Approval of modifications to the Eclipse.org Foundation, Inc. Membership Agreement Schedule C - Fee Schedule

The Executive Director is proposing revisions of the Foundation's membership fees for for-profit Associate members effective July 1, 2022, as discussed at the previous board meeting. The related material for which is attached as *Appendix C*.

The Board unanimously passed the following resolution:

RESOLVED, the Board approves the amendment of Schedule C of the Eclipse.org Foundation, Inc. Membership Agreement in the form as originally provided to the directors on April 6, 2022, and as presented, with the amended Schedule C of the Membership Agreement to take effect effect July 1, 2022.

Approval of Proposal to approve distribution by Eclipse Kiso-testing of pyXCP

The Executive Director introduced a discussion regarding the distribution by Eclipse Kiso-testing of pyXCP. The related material for which is attached as *Appendix D*.

The Board unanimously passed the following resolution:

RESOLVED, that the Board approves the distribution by the Eclipse Kiso-testing project of the pyXCP library under the LGPL-3.0.

Mike Milinkovich took the action item to confirm with the project lead they have the requisite rights to permit this distribution to occur.

Approval of changes to the Working Group Process

The Executive Director introduced a discussion on the updated Eclipse Foundation Working

Group Process (EFWGP). The related material for which is attached as *Appendix E*.

Mike reminded the Board they had approved revisions to the Eclipse Foundation Specification Process (EFSP) in October, 2021. In part, the revisions clarified how the Patent License regime to be used by the working group would be selected. The motivation in doing so was to simplify the process for new working groups by providing a default choice of the Implementation Patent License. The changes to the EFWGP being proposed here will bring the EFWGP in line with the amendments to the EFSP. No other changes are being contemplated at this time.

The Board unanimously passed the following resolution:

RESOLVED, that the Board approves the Eclipse Foundation Working Group Process as presented.

Other Business

Deborah Bryant informed the Board that she is resigning from the Association's Board, effective April 30, 2022.

The Board unanimously passed the following resolution:

RESOLVED, the Board thanks Deborah Bryant for her years of service and tremendous contributions to the Association and the Board.

Action Items:

- Mike Milinkovich to confirm with the project lead that they have the requisite rights to permit this distribution to occur

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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 April 20, 2022, is attested to and signed by me below.

/s/ Paul White
Secretary of Meeting