

**ECLIPSE.ORG FOUNDATION, INC.**

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

(JULY 20, 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	Jim Wright	Eclipse Foundation AISBL Representative
Y	Kenji Kazumura	Eclipse Foundation AISBL Representative
Y	Matthias Sohn	Eclipse Foundation AISBL Representative
Y	Pradeep Balachandran	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, Corporate Executive Assistant of Eclipse.org Foundation, Inc.

The following agenda was proposed for the meeting:

1. Roll call
2. General Business
  - Approval of June 29, 2022 Board meeting minutes
3. Approval of the 2021 audited financial statements
4. Approval of 2023 strategic objectives

Adjournment

1. Approval of Agenda

Paul White reviewed the agenda with the Board. The agenda was approved unanimously by the Board.

2. General Business

Paul White introduced a discussion of the full and abridged minutes of the 29 June 2022 Board Meeting, attached as *Appendix A*. The Board passed the following resolution:

RESOLVED, the Board approves the draft full and abridged minutes of the 29 June 2022 Board Meeting as circulated.

3. Approval of the 2021 audited financial statements

Paul White provided to the Board a summary of the 2021 audited financial statements of the Foundation. Paul explained that at the most recent meeting of the Finance Committee, the committee reviewed and approved the audited financial statements with Jeff Johnson of BDO, who carried out the audit.

The Board unanimously passed the following resolution:

RESOLVED, the Board approves the Eclipse.org Foundation, Inc. audited financial statements for the year ending December 31, 2021 as presented.

4. Approval of 2023 strategic objectives

Mike Milinkovich introduced a discussion of the Foundation’s 2023 strategic objectives as well as a discussion of the Foundation’s mission and vision statement. Mike reminded the Board these objectives were defined by the Board at its June meeting. Mike also stated that the management team of the Foundation has since made a number of suggested edits. Mike explained that, once the objectives are approved by the Board, the next step will be for the EMO to develop a draft program plan which will include measurable objectives in line with these strategic objectives, and that the draft program plan will then be brought forward to the Board for its consideration in the September/October timeframe, as input to the 2023 budget which will be presented to the Board for final approval at the December meeting.

The Board unanimously passed the following resolutions:

RESOLVED, the Board approves the Eclipse Foundation mission and vision statements as presented.

FURTHER RESOLVED, the Board approves the Eclipse Foundation strategic goals for 2023 as presented.

There being no further questions, the meeting was adjourned at 11:58 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 July 20, 2022, is attested to and signed by me below.

/s/ Paul White  
Secretary of Meeting