ECLIPSE.ORG FOUNDATION, INC.

MINUTES OF A MEETING
OF
THE BOARD OF DIRECTORS

(MARCH 7, 2016)

A Meeting of the Board of Directors (the *"Board"*) of Eclipse.org Foundation, Inc., a Delaware corporation (the *"Corporation"*), was held at EclipseCon NA in Reston, Virginia as a regularly scheduled face-to-face meeting.

Present at the meeting were the following Directors:

Present?	Director	Organization
N	John Arthorne	Elected Committer Representative
Y	Matthias Sohn for Jutta Bindewald	SAP AG
Y	Chris Aniszczyk	Elected Committer Representative
N	Wenbin He	Actuate Corporation/OpenText
Y	Pat Huff	IBM
Y	Tyler Jewell	Codenvy
Y	Etienne Juliot	OBEO
Y	Gunnar Wagenknecht for Mik Kersten	Elected Sustaining Representative
N	Markus Knauer	Innoopract GmbH
Y	Dennis Leung	Oracle
N	Paul Lipton	CA Technologies
Y	Ed Merks	Elected Committer Representative
N	Wolfgang Neuhaus	itemis AG
N	Shawn Pearce	Google Inc.
Y	Max Rydahl Andersen	Red Hat
Y	Sebastien Girard	CEA List
N	(Vacant)	Elected Sustaining Representative
Y	Chris Holmes	Elected Sustaining Representative
Y	Dominique Toupin	Ericsson Board Member
N	Stefan Ferber	Bosch

Present at the invitation of the Board was Mike Milinkovich, Executive Director, Chris Larocque, Treasurer, and Janet Campbell, Secretary of Eclipse.org Foundation, Inc.

General Business

EclipseCon NA Update: Paul White provided an update on EclipseCon NA.

FEEP Program: Paul White provided an update on the FEEP Program, the related material for which is attached as Exhibit B.

Election Results: Mike Milinkovich announced the results of the 2016 Board elections, the related material for which is attached as Exhibit C. Voter participation from Committers was higher than previous years, and Sustaining Member participation remained relatively consistent with previous years. The election results for 2016 for Committers included the re-election of Chris Aniszczyk and Ed Merks, and the election of Dani Megert. Elected Sustaining Representatives included Chris Holmes, Mike Kersten, and Matthias Zimmerman.   Mike thanked John Arthorne for his contributions over the years as a Committer Representative to the Board.

Mike Milinkovich introduced a discussion regarding the minutes of the February 17 teleconference, the related material for which is attached as Exhibit D. The Board unanimously approved the following resolution:

> **RESOLVED**, the minutes of the February 17, 2017 Board meeting are approved as circulated.

Mike Milinkovich provided an overview of marketing activities for the Eclipse Foundation, the related material for which is attached as Exhibit E.   Mike invited members of the Board to feel free to contact the Foundation should they have material they wish to include in an Eclipse Foundation Newsletter.

Mike Milinkovich provided an update on Membership, the related material for which is attached as Exhibit F. Mike noted that Membership has been growing. Mike noted the importance of Bosch and Ericsson's upgrade to Strategic Members.   Mike noted that OpenText has advised the Foundation that they will be downgrading their Membership to the Solutions level when their Membership comes up for renewal in the middle of the year. Mike further noted that there has been a reduction in development activity on BIRT since Actuate's acquisition by OpenText.

Mike Milinkovich provided an update on the LocationTech, Science, Polarsys, Long Term Support, openMDM Working Groups and our European Research Programs, the related material for which is attached as Exhibit G.

Mike Milinkovich provided an update on the IoT Working Group, the related material for which is attached as Exhibit H.

Mike Milinkovich provided an update on the open source projects at Eclipse, the related material is attached as Exhibit I.

Mike Milinkovich provided an update on EclipseCon France and EclipseCon Europe, the related material for which is attached as Exhibit J. Mike reminded the Board that the Board meeting in June would not be co-located with EclipseCon France, but rather in Ottawa, Ontario.

Chris Larocque provided an update on operations. Mike Milinkovich provided an overview of the audit process for the Eclipse Foundation for 2015. Chris Larocque provided an overview of the audit report. Following discussion, the Board unanimously approved the following resolution:

> **RESOLVED**, the 2015 audited financial statements for the Eclipse Foundation, Inc. are approved as circulated.

Mike Milinkovich introduced a discussion with respect to the incubation process, the related slides are attached as Exhibit M. Max Anderson suggested that when new Projects are created, a component be created on Bugzilla called "Eclipse Process", and then have sub-components that address each of a number of areas that need to be addressed. Dennis Leung requested that the EMO come back to the Board with a series of options in relation to how to go forward. Pat Huff commented that he believes that we are talking about creating different categories of Projects at Eclipse. Mike indicated that he would circulate a proposal to the Board and then work with the IP Advisory Committee to bring forward a new version of the IP Policy for the Board's consideration.

Ian Skerrett provided an overview presentation on "Getting Smarter About our Community", the related material for which is attached as Exhibit N.

Mike Milinkovich introduced a discussion surrounding the Eclipse Foundation's North America conference strategy, the related material is attached as Exhibit O. Following discussion, the Board passed the following resolution:

> **RESOLVED**, that the Executive Director of the Corporation is hereby authorized and empowered, for and on behalf of the Corporation, to retain such advisors, to execute and deliver such documents, papers or instruments and to do or cause to be done any and all such other acts and things as he may deem necessary, appropriate or desirable in connection with the organization and execution of the Devoxx franchise agreement and Devoxx US 2017 conference, including without limitation the selection of venue, the vendors responsible for the operations and logistics of the event, and the taking of any such action shall be conclusive evidence of the approval thereof by this Board of Directors.

Mike Milinkovich introduced a discussion on "Eclipse Foundation Trademarks and Project Branding Requirements", the related material for which is attached as Exhibit P. Following discussion, the Board unanimously approved the following resolutions:

> **RESOLVED**, that the Board approves the revised Requirements for the Use of Eclipse Logos & Trademarks as modified in the Board meeting.

RESOLVED, that the EMO is instructed to put in place branding, website, and social media requirements for all Eclipse projects. The EMO is further instructed to assist the projects to come into compliance with those requirements. Compliance with these policies will be a requirement for all future Release Reviews (as defined by the Eclipse Development Process).

Mike Milinkovich introduced a discussion surrounding proposed modifications to the Eclipse Standard Top-Level Project Template, the related material for which is attached as Exhibit Q.

Mike then introduced a discussion related to proposed changes to the Technology Top Level Project, the related material for which is attached as Exhibit R.

Gunnar Wagenknecht then provided the Board with the rationale behind a proposal to rename the Mylyn top-level project to Lifecycle Tools, the related material for which is attached as Exhibit S. Following discussion, the Board unanimously passed the following resolution:

RESOLVED, the Board approves the following as distributed:
1. The revised Top-Level Project Charter Template
2. The revised Technology Top Level Project Charter
3. The revised Life Cycle Tools Top-Level Project Charter

Mike Milinkovich provided an overview of the Revenue Generating Working Group discussions. After discussion it was agreed to defer any implementation of the recommendations until 2017.

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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 7, 2016, is attested to and signed by me below.

/s/ Janet Campbell
Secretary of Meeting

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