

ECLIPSE.ORG FOUNDATION, INC.

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

(NOVEMBER 17, 2021)

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
N	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
Y	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, and Paul White, Secretary/Treasurer, of Eclipse.org Foundation, Inc.

GENERAL BUSINESS

Minutes

Mike Milinkovich introduced a discussion of the minutes of the October 21, 2021 Board Meeting, attached as Appendix A. The Board unanimously passed the following resolution:

RESOLVED, the Board approves the draft minutes of the October 21, 2021 Board Meeting as circulated and amended.

Approval of the Eclipse Digital Twin Top Level Project and PMC Lead

Mike Milinkovich introduced a proposal to create the Eclipse Digital Twin Top Level Project, the related materials for which are attached as Appendix B. The Board unanimously passed the following resolutions:

RESOLVED, the Board approves the Eclipse Digital Twin Top-level Project charter.

RESOLVED, the Board approves Andreas Orzelski as the PMC Lead for the Eclipse Digital Twin Top-level Project.

Approval of updates to the Eclipse Foundation Membership Agreement Schedule C

Mike Milinkovich introduced a discussion of amending Schedule C of the Foundation's Membership Agreement, the related materials for which are attached as Appendix C. Mike explained the current Schedule C makes reference to a discount of 10% in the Membership Fees that was made available to existing members on a one-time basis from October 1, 2020 through September 30, 2021, and as the period for the discount has passed, it would be prudent to update the Schedule to eliminate the language describing this discount. The Board unanimously passed the following resolution:

RESOLVED, the Board approves the Eclipse Foundation AISBL Membership Agreement as presented.

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 November 17, 2021, is attested to and signed by me below.

/s/ Paul White
Secretary of Meeting