

ECLIPSE.ORG FOUNDATION, INC.

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

(FEBRUARY 18, 2015)

A Meeting of the Board of Directors (the “**Board**”) of Eclipse.org Foundation, Inc., a Delaware corporation (the “**Corporation**”), was held on held as a regularly scheduled teleconference.

Present at the meeting were the following Directors:

Present?	Director	Organization
Y	John Arthorne	Elected Committer Representative
Y	Jutta Bindewald	SAP AG
Y	Webin He	Actuate Corporation/OpenText
Y	Pat Huff	IBM
N	Tyler Jewell	Codenvy
Y	Etienne Juliot	OBEO
Y	Mik Kersten	Elected Sustaining Representative
Y	Markus Knauer	Innoopract GmbH
Y	Dennis Leung	Oracle
Y	Paul Lipton	CA Technologies
N	Ed Merks	Elected Committer Representative
N	Wolfgang Neuhaus	itemis AG
Y	Shawn Pearce	Google Inc.
Y	Max Rydahl Andersen	Elected Sustaining Representative
Y	Sebastien Girard	CEA List

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

General Business

Mike Milinkovich introduced a discussion of the minutes of the January Board meeting attached hereto as Exhibit A. The following resolution was unanimously passed:

RESOLVED, the minutes of the January 21, 2015 Board meeting are approved as circulated.

Logo for the Andmore Project

Mike Milinkovich introduced the proposed logo for the Andmore Project. The following resolution was unanimously passed:

RESOLVED, the Board approves the Andmore Logo as proposed.

EclipseCon Update

Mike Milinkovich introduced a discussion on the current state of EclipseCon North America 2015, the related slides for which are attached as Exhibit B.

Membership Survey

Mike Milinkovich introduced a discussion of a Membership Survey that is currently underway with the assistance of the Sustaining Representatives. The survey is asking the membership three questions:

1. Do you agree that the Eclipse Foundation should support developer resources working on the Eclipse Platform?
2. Do you agree that the Eclipse Foundation should use its donations via the Friends of Eclipse program to fund developer resources working on the Eclipse Platform?
3. Do you agree that the Eclipse Foundation should actively solicit corporate donations to fund developer resources working on the Eclipse Platform?

Mik Kersten provided an overview of the preliminary survey results, the related material for which is attached as Exhibit C. Mik indicated that at this point there is clear and positive support for the Foundation contracting resources to perform development activity on the Platform.

Mike asked Board Members to direct any company expressing any concerns to him so that he can discuss the issue with them so as to better understand their concerns.

Update on Funding Platform Development

Mike Milinkovich advised the Board that the Foundation had received \$100,000 corporate donation from a Member to do development activity on the Platform. Mike further indicated that they had also given a list of items that they would like to see the money spent on, and that he was issuing development contracts to address those. Mike indicated that he understood that establishing a fair and transparent process is something that needs to happen, but that for the moment the focus was on making improvements for the Mars release.

There being no further business to discuss, the meeting was adjourned at 11:51 Eastern Time.

* * * * *

This being a true and accurate record of the proceedings of this Meeting of the Board of Directors held on February 18, 2015, is attested to and signed by me below.

/s/ Janet Campbell
Secretary of Meeting