

ECLIPSE.ORG FOUNDATION, INC.

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

(JUNE 22 AND 23, 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 face to face meeting at EclipseCon France in Toulouse.

Present at the meeting were the following Directors:

June 22	June 23	Director	Organization
Y	Y	John Arthorne	Elected Committer Representative
N	N	Jutta Bindewald	SAP AG
Y	Y	Chris Aniszczyk	Elected Committer Representative
N	N	Wenbin He	Actuate Corporation/OpenText
Y	Y	Pat Huff	IBM
N	N	Tyler Jewell	Codenvy
Y	Y	Etienne Juliot	OBEO
N	N	Mik Kersten	Elected Sustaining Representative
Y	Y	Markus Knauer	Innoopract GmbH
N	N	Dennis Leung	Oracle
Y	Y	Paul Lipton	CA Technologies
Y	Y	Ed Merks	Elected Committer Representative
N	N	Wolfgang Neuhaus	itemis AG
N	N	Shawn Pearce	Google Inc.
Y	Y	Max Rydahl Andersen	Red Hat
Y	Y	Sebastien Girard	CEA List

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

Chris Larocque provided an Operations overview, the related material for which is attached as Exhibit A.

Mike Milinkovich provided an overview of the remaining Management Reports, the related material for which is attached as Exhibit B.

Mike Milinkovich provided an overview of the Key Performance Indicators, the related material for which is attached as Exhibit C.

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

RESOLVED, the minutes of the May 20, 2015 Board meeting are approved as circulated.

Mike Milinkovich introduced a discussion of the Eclipse Foundation's Annual Report, attached hereto as Exhibit E. The following resolution was unanimously passed:

RESOLVED, the Eclipse Foundation's Annual Report is approved.

Membership Agreement Delegation

Mike Milinkovich introduced a discussion surrounding a Membership Agreement delegation to permit the Executive Director to create an amendment to the Membership Agreement for specific potential new Members which are recognized governmental agencies, to the extent such agency would join The Eclipse Foundation as a Member, but for the fact that they are legally precluding from agreement to New York State law of the governing law for the Membership Agreement. Following discussion, this resolution was passed:

RESOLVED, that the Executive Director may create amendments to the Membership Agreement for specific potential new Members which are recognized governmental agencies, to the extent such agency would join The Eclipse Foundation as a Member, but for the fact that they are legally precluded from agreeing to New York State law as the governing law for the Membership Agreement. Such amendments will only apply with respect to that particular governmental agency at issue, will be restricted solely to the choice of law and related procedural issues related to creating an enforceable agreement in the jurisdiction of that agency, and will only be authorized hereunder to the extent specifically required by the law applicable to such governmental agency. In no event will any such amendments relate to any substantive rights or obligations of the parties under the Membership Agreement. The Executive Director will provide the Board with an annual report of any such amended Membership Agreements.

Eclipse Code of Conduct

Chris Aniszczyk introduced a discussion surround the creation of an Eclipse Community Code of Conduct. Following discussion, this resolution was passed:

RESOLVED, the Eclipse Board approved the Eclipse Community Code of Conduct as attached hereto as Exhibit F.

Funding Eclipse Platform Development

Mike Milinkovich introduced a discussion surrounding funding Eclipse Platform development, the related presentation material for which is attached as Exhibit G.

Selecting Sustaining Member Representatives

Mike Milinkovich introduced a discussion regarding the selection of the currently unfilled Sustaining Member Representative positions. Mike indicated that we had five very strong candidates, and two available positions. The candidate's profiles are attached hereto as Exhibit H. After a lengthy discussion surrounding the strengths of all of the candidates, Chris Holmes and Debbie Moynihan were selected as the interim Sustaining Member Representatives until the next election.

Strategy Setting Process

Mike Milinkovich provided a review the Eclipse Foundation's annual strategy setting process, the related material for which is attached as Exhibit I.

The meeting was adjourned to re-convene the following day.

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JUNE 23, 2015

Papyrus Industry Consortium

Francis Bordeleau from Ericsson provided an overview of the Papyrus Industry Consortium, the related material for which is attached as Exhibit J.

Revising our Intellectual Property (IP) Management Processes

Mike Milinkovich introduced a discussion surrounding the possibility of revising our IP Management Process, the related material for which is attached as Exhibit K. Following discussion, the following resolution was passed:

RESOLVED, that the IP Logs for Eclipse projects will be made available only to Members of the Eclipse Foundation.

RESOLVED, that previously approved dependencies of Eclipse projects can be reviewed and approved by the EMO as follows:

- a) Service releases (e.g. x.y.*, bug fixes, security fixes) will require no review.
- b) Minor revisions (e.g. x.*.*) will require a reduced review by the EMO.
- c) Major revisions (e.g. *.*.*) will require a full review by the EMO.

2016 Goals & Program Plan Ideas

Mike Milinkovich introduced a discussion on the 2016 Goals of the Eclipse Foundation, using the 2015 Goals as a base (see Exhibit J). A determination was made to use the same Goals for 2016.

Mike then initiated a brainstorming session on possible 2016 Program Plan ideas related to each of the 2016 Goals for the Eclipse Foundation. Mike asked that for the purposes of the brainstorming session, the Board assume that the Foundation had unlimited resources to work with so as to permit all opportunities to be explored. The Board generated the following ideas during the course of that brainstorming session:

1) Be the developer platform of choice

- Continue exploring external funding for development of Eclipse projects
- Ramp up the funded development of IDE
- Replace SWT and OSGi
- Support more programming languages
- Refocus on our core Java franchise. (Include Android if/where possible.)

2) Recruit and foster Eclipse projects in emerging technology domains and markets

- ECD – marketing, evangelism, and ecosystem development. Run an event?
- More investment (e.g. evangelists/program managers) in systems engineering and embedded development
- More presence in Silicon Valley, Silicon Roundabout, ...

3) Create value for all its membership classes

- Access to non-public IP information
- Provide better stats for project use/downloads and provide improved access to members
- Implement the MMI “Member Management Infrastructure” (portal for our members)
 - Download stats, IP logs,
- Automate or eliminate all the IP and dev processes possible
 - Re-do the documentation

- Maybe add some workflow capabilities

4) Foster growth of our communities and ecosystems

- University outreach program
- Increase our brand in other emerging geographies
- Hire more evangelists to promote key technologies (ECD, Java)

5) Continue to grow a diversified revenue model

- Be more aggressive about member recruitment
- Marketing program for the Eclipse Foundation value proposition, and breaking down preconceptions (e.g. tools only, Java only, still owned by IBM,...)
- Implement an “Individual Member” like the Linux Foundation
- Consortia in a box (like LF)
- Try to increase number of registered users...then monetize
 - Hire a “data scientist” to give us more insight into the data we have
 - Implement a CRM for our users and user data

There being no further business to discuss, the meeting was adjourned at 5:01 pm CEST.

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This being a true and accurate record of the proceedings of this Meeting of the Board of Directors held on June 22nd and 23rd, 2015, is attested to and signed by me below.

/s/ Janet Campbell
Secretary of Meeting