

# ECLIPSE.ORG FOUNDATION, INC.

## MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

(SEPTEMBER 21, 2016)

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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 on held as a regularly scheduled conference call.

Present at the meeting were the following Directors:

Present	Director	Organization
Y	Dani Megert	Elected Committer Representative
Y	Jutta Bindewald	SAP AG
Y	Chris Aniszczyk	Elected Committer Representative
Y	Pradeep Balachandran	IBM
Y	Tyler Jewell	Codenvy
Y	Etienne Juliot	OBEO
Y	Mik Kersten	Elected Sustaining Representative
Y	Dennis Leung	Oracle
N	Paul Lipton	CA Technologies
Y	Ed Merks	Elected Committer Representative
N	Wolfgang Neuhaus	itemis AG
Y	Shawn Pearce	Google Inc.
Y	Max Rydahl Andersen	Red Hat
N	Sebastien Girard	CEA List
Y	Mathias Zimmerman	Elected Sustaining Representative
N	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, and Paul White, Secretary of Eclipse.org Foundation, Inc.

## GENERAL BUSINESS

### Minutes

With all voting in favor with the exception of Shawn Pearce, who abstained due to his not being present at the meeting, the Board passed the following resolution:

RESOLVED, the Board approves the full minutes of the August 21, 2016 Board Meetings as circulated, and attached hereto as Exhibit A.

### Appointment of New Secretary of the Board

Mike Milinkovich informed the Board that Janet Campbell was no longer with the Eclipse Foundation due to changes in the business. Mike explained the EMO is moving towards a tighter integration of the IP process and the Eclipse Development process, and in doing so, having a Director level position for IP no longer made sense. Mike further explained the IP team would now report to Wayne Beaton.

Both Jutta Binderwald and Max Rydahl Andersen asked what impact this would have on the IP team's ability to respond to IP-related requests, to which Mike Milinkovich responded that he anticipated the impact would be, at worst, minimal.

Mike Milinkovich recommended that Paul White, Vice President of Member Services for the Foundation, be appointed to serve as Secretary of the Board. The Board unanimously passed the following resolution:

RESOLVED, Paul White is appointed as Secretary of the Eclipse Foundation.

### Approval of the B612 project to license under CC-BY-SA 4.0

Mike Milinkovich introduced a proposal to have the Board approve the B612 project be licensed under CC-BY-SA 4.0, the related materials for which are attached as Exhibit B.

At the request of Pradeep Balachandran, the Board deferred the matter to their next meeting.

### Shawn Pearce's Departure from the Board

Mike Milinkovich informed the Board that Google has decided to change their membership level to Solutions member, effective October 1, 2016, and as a result, Shawn Pearce would end his term on the Board effective that date. Mike thanked Shawn for his many years of service, first as an elected representative and then as Google's strategic representative, and stated Shawn has done a lot of good for Eclipse, especially with the development process.

Shawn responded that Google's decision had a lot to do with Android Studio, both internally and externally, and made it clear that Google still sees Eclipse as a valuable community. Shawn also noted Google will still be involved in jGit, and that Sergey Prigogin and team will continue in their roles at Eclipse JDT and CDT committers, but that Google's investment in Eclipse will not grow.

Mike Milinkovich noted that Google had given over twelve month's notice of its intent to change its membership status, enabling the EMO to adjust its budget for both 2016 and 2017, and that Google's change in membership status was factored into both years' budgets as a result.

Dominique Toupin thanked Shawn and Google for their work on eGit and jGit. Dani Megert noted that Sergey's contributions are useful, and stated he would like for it to continue.

#### IT/Infrastructure Update

Mike Milinkovich provided the Board with an update on the recent issues arising with the IT/Infrastructure at Eclipse, and the EMO's plan to address them, the related materials for which are attached as Exhibit C.

After discussion, Mike Milinkovich agreed to report back to the Board at the next meeting with a further update, including an expansion of the investigation to reported issues beyond those given in the update.

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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 September 21, 2016, is attested to and signed by me below.

/s/ Paul White  
Secretary of Meeting