

ECLIPSE.ORG FOUNDATION, INC.

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

(MAY 22, 2019)

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

Present at the meeting were the following Directors:

Present	Director	Organization
N	Chris Aniszczyk	Elected Committer Representative
Y	Dani Megert	Elected Committer Representative
Y	Ed Merks	Elected Committer Representative
N	Etienne Juliot	OBEO
Y	Farah Papaioannou	Elected Sustaining Representative
Y	Gunnar Wagenknecht	Elected Sustaining Representative
Y	Jim Wright	Oracle
Y	Kenji Kazumura	Fujitsu
Y	Matthias Sohn	SAP SE
Y	Gorkem Ercan	Red Hat
Y	Pradeep Balachandran	IBM
Y	Ron Doyle	CA Technologies
N	Sebastien Girard	CEA List
Y	Steffen Evers	Bosch
Y	Torkild Ulvøy Resheim	Elected Sustaining Representative

Present at the invitation of the Board was Mike Milinkovich, Executive Director, and Paul White, Secretary/Treasurer of Eclipse.org Foundation, Inc.

GENERAL BUSINESS

Minutes

Mike Milinkovich introduced a discussion of the full and abridged minutes of the April 17, 2019 Board Meeting, attached as Appendix A. The Board passed unanimously the following resolution:

RESOLVED, the Board approves the draft full and abridged minutes of the April 17, 2019 Board Meeting as circulated and amended.

Appointments to Board Committees

Mike Milinkovich introduced a discussion to update the members of the Board's two standing committees, Finance Committee and Compensation Committee. The Board passed unanimously the following resolutions:

RESOLVED, Donald Smith (on behalf of Jim Wright), Pradeep Balachandran, and Stefan Ferber are appointed to serve on the Board's Finance Committee.

RESOLVED, Chris Aniszczyk, Deborah Bryant (on behalf of Gorkem Ercan), and Pradeep Balachandran are appointed to serve on the Board's Compensation Committee.

Approval of the 2019 Annual Community Report

Mike Milinkovich introduced a discussion of the draft 2019 Annual Community Report, attached as Appendix B. The Board passed unanimously the following resolution:

RESOLVED, the Board approves the 2019 Annual Community Report as circulated and amended.

Approval of the request to distribute FFmpeg (LGPL-2.1-or-later)

Mike Milinkovich introduced a proposal to enable distribution of FFmpeg, the related material for which is attached as Appendix C. Mike reminded the Board they had discussed the request at the previous meeting, and that the project team had provided the additional material requested. After discussion, the Board decided that, since Eclipse Orion and Eclipse Sumo do not themselves distribute FFmpeg code, but instead have a "works with" relationship, there is no need for the Board to provide approval for their use. The Board approved unanimously the following resolution:

RESOLVED, that the Eclipse Theia project may distribute FFmpeg code, which is licensed under LGPL 2.1 or later, provided they:

1. include supporting file notices indicating they include FFmpeg which is licensed under LGPL 2.1, and
2. ensure only codecs which are freely available are included in the distribution.

Discussion of revisions to the IP Policy

Mike Milinkovich introduced a discussion of proposed revisions to the Eclipse IP Policy, the materials for which are attached as Appendix D. Mike highlighted Eclipse Foundation has always received very high marks for our IP Policy, and that he felt the proposed changes as drafted would overall bring benefits to both our committers and our community, while still protecting our reputation as being diligent with respect to intellectual property. After a lengthy discussion of the merits of the proposed changes, and the potential impact to our committers and our community, the Board agreed to revisit the topic at a future meeting.

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 May 22, 2019, is attested to and signed by me below.

/s/ Paul White
Secretary of Meeting