

Eclipse Foundation AISBL

International not-for-profit association
Rond Point Schuman 11 Brussels 1040 Belgium
VAT BE 0760.624.114
RLE Brussels (French-speaking Enterprise Court)
(THE "ASSOCIATION")

Minutes of the Meeting of Board of Directors

February 17, 2021

A Meeting of the Board of Directors (the "**Board**") of Eclipse Foundation AISBL was held as a regularly scheduled conference call scheduled for 15:00 CET.

Present or validly represented at the meeting were the following Directors:

Present	Director	Organization
Y	Adam Gibson	Skymind
Y	Andrey Loskutov	Elected Committer Representative
Y	Basem Vaseghi	Daimler TSS
Y	Bryan Che	Huawei
N	Chris Aniszczyk	Elected Committer Representative
Y	Deborah Bryant	Red Hat
Y	Ed Merks	Elected Committer Representative
Y	Etienne Juliot	OBE0
Y	Farah Papaioannou	Elected Contributing Representative
Y	Gunnar Wagenknecht	Elected Contributing Representative
Y	Jim Wright	Oracle
Y	Kenji Kazumura	Fujitsu
N	Matthias Sohn	SAP SE
N	Navin Ramachandran	IOTA Foundation
Y	Pradeep Balachandran	IBM
Y	Robert Hilbrich	DLR
N	Sebastien Girard	CEA List
Y	Steffen Evers	Bosch
Y	Tom Ritter	Fraunhofer FOKUS
Y	Torkild Ulvøy Resheim	Elected Contributing Representative

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

AGENDA

The following agenda was proposed for the meeting, the materials for which are attached as Annex 1:

1. Approval of Eclipse Foundation AISBL January 20, 2021 Board meeting full and abridged minutes
2. License exception approvals
 - A. Approval of Eclipse Arrowhead to use icmp4j under the LGPL-3.0-only license
 - B. Approval of Eclipse VOLTTRON to use PyZMQ, Chardet, and Modbus-TK under the LGPL
 - C. Approval of Eclipse Steady to use Soot under the LGPL
3. Appointment of directors to the Board of Eclipse.org Foundation, Inc. to represent Eclipse Foundation AISBL as the Strategic Foundation Member

VALIDITY

The Secretary established from the attendance list that a quorum of members were present or properly represented, that the meeting had been validly convened, and the meeting could validly deliberate and decide on the matters listed on the agenda.

GENERAL BUSINESS

The meeting was called to order at 15:03 CET by Mike Milinkovich.

Mike Milinkovich welcomed Andrey Loskutov to the Board, and thanked him for agreeing to serve as the interim Committer Representative on the Board, filling the vacancy due to the passing of Dani Megert.

The Board agreed that for all decisions to be taken during the meeting, votes would be held by the Executive Director asking members to voice: a) those voting in favor, b) those voting against, and c) those abstaining.

0. Approval of Agenda

Mike Milinkovich reviewed the agenda with the Board. With all Board members present or validly represented at the meeting voting in favor, the agenda was approved unanimously by the Board.

1. Approval of January 20, 2021 Board meeting minutes

Mike Milinkovich introduced a discussion of the full and abridged minutes of the January 20, 2021 Board Meeting, attached as Appendix A. With all Board members present or validly represented at the meeting voting in favor, the Board unanimously passed the following resolution:

RESOLVED, the Board approves the draft full and abridged minutes of the January 20, 2021 Board Meeting as circulated.

2. Approval of Project License Requests

Mike Milinkovich introduced a proposal to enable the Eclipse Arrowhead to use icmp4j under the LGPL-3.0-only license, the related materials for which are attached as Appendix B. After discussion, the Board decided to defer a decision on the matter until the March, 2021 Board meeting.

Mike Milinkovich introduced a proposal to enable the Eclipse VOLTTRON project to use PyZMQ, Chardet, and Modbus-TK under the LGPL license, the related materials for which are attached as Appendix C. After discussion, the Board decided to defer a decision on the matter until the March, 2021 Board meeting.

Mike Milinkovich introduced a proposal to enable the Eclipse Steady to use Soot under the LGPL 2.1 license, the related materials for which are attached as Appendix D. With all Board members present or validly represented at the meeting voting in favor, the Board unanimously passed the following resolution:

RESOLVED, the Board unanimously approves the distribution of the Soot library by the Eclipse Steady project under the LGPL 2.1 license.

3. Appointment of directors to the Board of Eclipse.org Foundation, Inc. to represent Eclipse Foundation AISBL as the Strategic Foundation Member

Mike Milinkovich informed the Board that, based on the enabling resolution passed at the January 20, 2021 Board meeting, Eclipse Foundation AISBL has completed the application process and is now a Strategic Foundation member of Eclipse.org Foundation, Inc. Mike reminded the Board that this class of membership in the US-based Eclipse Foundation enables Eclipse Foundation AISBL to appoint up to five members to the Board of Eclipse.org Foundation, Inc. With all Board members present or validly represented at the meeting voting in favor, the Board unanimously passed the following resolution:

RESOLVED, the Board designates Deborah Bryant, Jim Wright, Kenji Kazumura, Matthias Sohn, and Steffen Evers to represent the Board as Eclipse Foundation AISBL's representatives on the board of Eclipse.org Foundation, Inc.

An Update on Board Elections

Mike updated the Board on the fact that as of February 1, 2021, Eclipse Foundation AISBL had 11 Strategic members, and as such, there would be three elected Committer member representatives and three elected Contributing member representatives. He explained that the three incumbent Contributing member representatives were each acclaimed as no new nominations were put forward, and that elections were underway for the Committer representative positions.

The meeting was adjourned at 15:35 CET.

Action Items:

Paul White agreed to return to the Board with an updated Board meeting schedule, based on the fact the Board would be unable to hold any face-to-face meetings in 2021 due to the ongoing global pandemic.

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This being a true and accurate record of the proceedings of this Meeting of the Board of Directors held on February 17, 2021, is attested to and signed by me below.

/s/ Paul White
Secretary of Meeting