

ECLIPSE.ORG FOUNDATION, INC.

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

(MARCH 25, 2021)

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

Present at the meeting were the following Directors:

Present	Director	Organization
Y	Andrey Loskutov	Elected Committer Representative
Y	Chris Aniszczyk	Elected Committer Representative
Y	Deborah Bryant	Eclipse Foundation AISBL Representative
Y	Ed Merks	Elected Committer Representative
Y	Farah Papaioannou	Elected Contributing Representative
Y	Gunnar Wagenknecht	Elected Contributing Representative
Y	Jim Wright	Eclipse Foundation AISBL Representative
Y	Kenji Kazumura	Eclipse Foundation AISBL Representative
Y	Matthias Sohn	Eclipse Foundation AISBL Representative
N	Sebastien Girard	CEA List
Y	Steffen Evers	Eclipse Foundation AISBL Representative

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

Also in attendance at the invitation of the Board were Adam Gibson, Basem Vaseghi, Bryan Che, Etienne Juliot, Pradeep Balachandran, and Robert Hilbrich, all members of the Eclipse Foundation AISBL Board, as well as Kevin Sutter of IBM.

GENERAL BUSINESS

Antitrust Policy

Mike Milinkovich reminded the Board of its obligations under the Foundation's anti-trust policies, attached as Appendix 2A.

Minutes

Mike Milinkovich introduced a discussion of the minutes of the February 17, 2021 Board Meeting, attached as Appendix A. With the exception of Matthias Sohn who abstained, the Board passed the following resolution:

RESOLVED, the Board approves the draft minutes of the February 17, 2021 Board Meeting as circulated.

2021 Board Meeting Schedule

Mike Milinkovich introduced a schedule of proposed dates for the Board's meetings in 2021. Mike noted that while the dates of all meetings for 2021 remained the same as the schedule approved by the Board at its January 20, 2021 meeting. However, due to the continuing uncertainty due to the Covid-19 pandemic, the face-to-face meetings originally scheduled for June and October were now scheduled to be held as virtual meetings instead. 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 following schedule of meetings for 2021:

NOTE: All meetings tentatively scheduled for 90 minutes, except for March, June and October meetings which are 3 hours.

Wednesday, January 20	10:30 - 12:00 EST
Wednesday, February 17	9:00 - 10:30 EST
Wednesday, March 24	9:00 - 12:00 EDT
Thursday, March 25	9:00 - 12:00 EDT
Wednesday, April 21	10:30 - 12:00 EDT
Wednesday, May 19	9:00 - 10:30 EDT
Tuesday, June 15	9:00 - 12:00 EDT
Wednesday, June 16	9:00 - 12:00 EDT
Thursday, June 17	9:00 - 12:00 EDT
Wednesday, July 21	10:30 - 12:00 EDT
Wednesday, August 18	9:00 - 10:30 EDT
Wednesday, September 15	10:30 - 12:00 EDT
Wednesday, October 20	9:00 - 12:00 EDT

Thursday, October 21	9:00 - 12:00 EDT
Wednesday, November 17	9:00 - 10:30 EST
Wednesday, December 15	10:30 - 12:00 EST

Approval of Project License Requests

Mike Milinkovich introduced a proposal to enable the Eclipse VOLTTRON project to distribute of the Chardet and Modbus-TK libraries under the LGPL 2.0 license, and PyZMQ under the BSD-3-Clause, LGPL-2.0, and LGPL-3.0 licenses, the related materials for which are attached as Appendix 7. 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 by the Eclipse VOLTTRON project of the Chardet and Modbus-TK libraries under the LGPL 2.0 license, and PyZMQ under the BSD-3-Clause, LGPL-2.0, and LGPL-3.0.

March 2020 Operations Update

Mike Milinkovich provided to the Board an update on the operations of the Foundation. Mike framed the update as a “no news is good news” report. More specifically, Mike noted that, based on the first two months of the Foundation’s fiscal year, the Foundation’s operations are generally matching the budgeted plan and are as expected. Mike also highlighted that currency fluctuations have an impact on the budget, and that management is tracking these fluctuations. Mike reminded the Board that close to 70% of the Foundation’s membership renewals occurs in the first quarter of the year and that virtually all members have renewed through this period. In particular, Mike noted the migration of Strategic memberships to Eclipse Foundation AISBL is complete, and that migration of the Contributing memberships is now underway, and overall has been well received.

Management Reports

Membership Update

Mike Milinkovich updated the Board on the current status of the Membership and highlighted the new members that have joined the Foundation since the October 2020 Board meeting, the related material for which is attached in Appendix 10A.

Projects Update

Mike Milinkovich provided to the Board a summary of the Foundation’s projects, the related material for which is attached in Appendix 10B. Mike drew attention to the fact that after EMO’s active intervention with the project, Eclipse BIRT is once again functioning as an active project.

Working Groups Update

Mike Milinkovich provided to the Board a summary of the Foundation's working groups as a whole, the related material for which is attached in Appendix 10C.

Working Group Updates

Mike Milinkovich provided the Board with an update on each of the Adoptium, Jakarta EE, Iot, Sparkplug, Edge Native, and ECD Tools working groups, the related material for which is attached as Appendices 10D-10G.

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 March 25, 2021, is attested to and signed by me below.

/s/ Paul White
Secretary of Meeting