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**

18 February 2026
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A Meeting of the Board of Directors (the *"Board"*) of Eclipse Foundation AISBL was held as a regularly scheduled conference call scheduled to begin at 15h00 CET.

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

Present	Director	Organisation
N	Angelo Corsaro	Elected Contributing Representative
N	Bryan Che	Huawei
Y	Chokri Mhraida	CEA List
Y	Ed Merks	Elected Committer Representative
Y	Emily Jiang	IBM
Y	Etienne Juliot	OBEO
N	Florian Bankoley	Robert Bosch GmbH
Y	Hendrik Ebbers	Elected Contributing Representative
N	James Eggleston	European Space Agency
Y	Johannes Matheis	Elected Contributing Representative
Y	John Ellis	Codethink
Y	Jim Wright	Oracle
Y	Kenji Kazumura	Fujitsu
Y	Matthew Khouzam	Elected Committer Representative
N	Matthias Sohn	SAP SE
Y	Rao Lakkakula	Microsoft
Y	Robert Hilbrich	DLR
Y	Shelley Lambert	Elected Committer Representative
Y	Tim deBoer	Red Hat (Observer)
Y	Tom Ritter	Fraunhofer FOKUS
Y	Wolfgang Gehring	Mercedes-Benz Tech Innovation GmbH

Present at the invitation of the Board were Mike Milinkovich, Executive Director, Gaël Blondelle, Secretary, Paul White, Treasurer, Thabang Mashologu, Chief Marketing Officer, Michael Plagge, Chief Membership Officer, and Gesine Freund, Corporate Executive Assistant of Eclipse Foundation AISBL.

Regrets were received from Bryan Che, Matthias Sohn and Florian Bankoley.

AGENDA

The following agenda was proposed for the meeting, the materials for which were posted on the Association's Board portal.

AGENDA

1. **Welcome and Agenda**

   1.1.   Roll Call
   1.2.   Approval of Agenda

2. **General Business**

   2.1.   Approval of the 21 January 2026 Board meeting full and abridged minutes

   2.2.   Approval of date and agenda for the Annual General Assembly in April

3. **For Approval**

   3.1.   Nomination and Appointment of Rao Lakkakula to the Compensation Committee

   3.2.   Approval to revoke the Standards and Specifications Policy

   3.3.   Approval to revoke the Guidelines for the Review of Third Party Dependencies

   3.4.   Go-Ahead OCX'27

4. **For Discussion**

   4.1.   Follow-up Discussion on Feedback on Committers experience at the project level

5. **For Information**

   5.1.   Update on OpenHW Group amalgamation

1. AoB

Adjournment

VALIDITY

The Secretary established from the attendance list that a quorum of members was 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 15h04 CET by Mike Milinkovich.

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 favour, b) those voting against, and c) those abstaining.

1.1 Approval of Agenda

Mike Milinkovich reviewed the agenda with the Board.

With all Board members present or validly represented at the meeting voting in favour, the agenda was approved unanimously by the Board.

2.1 Minutes

Mike Milinkovich introduced a discussion of the full and abridged minutes of the 21 January 2026 Board Meeting, attached as *Appendix 2.1*.

With all Board members present or validly represented at the meeting voting in favour, the Board passed the following resolutions.

> RESOLVED, the Board approves the draft full and abridged minutes of the 21 January 2026 Board Meeting as circulated.

2.2 Approval of date and agenda for the Annual General Assembly in April

With all Board members present or validly represented at the meeting voting in favour, the Board unanimously passed the following resolutions.

RESOLVED, the Board convenes the Annual General Assembly meeting of Members of the Association to be held on Tuesday, 14 April 2026 beginning at 16:00 CEST to be held at Regus - 8 Rue Rémusat 31000, Toulouse, France with the following preliminary agenda (subject to further modifications thereto that can be made in accordance with the Bylaws).

1. Executive Director's Welcome
2. Appointment of the directors of the Board
3. Appointment of the observer to the Board
4. Approval of the 2026 budget as submitted by the Board
5. Approval of special proxy enabling legal counsel to publish notices to Belgian Gazette

RESOLVED FURTHER, the Board approves the Annual Meeting to be held at Regus - 8 Rue Rémusat 31000, Toulouse, France and further approves the possibility for the Members and any other participants or guests to participate, and as far as the Voting Members are concerned to vote, remotely through the use of the electronic communication system Zoom made available by the Association, the practicalities of which will be specified in the convening notice. The Secretary and/or the Executive Director composing the bureau of the Annual Meeting will, however, attend the Annual Meeting physically at Regus - 8 Rue Rémusat 31000, Toulouse, France to ensure a smooth organization and running of the meeting as required by law.

RESOLVED FURTHER, to approve, in accordance with Article 20.4 of the bylaws of the Association, that voting can be validly done (i) by electronic voting in real time or (ii) by electronic voting by correspondence prior to the general assembly meeting.

RESOLVED FURTHER, to approve, in accordance with Article 20.7 of the bylaws, the Annual Meeting of the General Assembly shall be deemed validly constituted and has the quorum to resolve when at least ten percent (10%) of the Voting Members are present or represented. In the event that at the Annual Meeting of 14 April 2026 the legally required quorum to validly discuss and resolve on the final agenda items is not reached, a second meeting with the same agenda than for the first meeting will be convened on 6 May 2026 at 15:00 CEST to decide definitively and validly on said agenda, irrespective of the number of Voting Members present or represented at the meeting.

3.1 Nomination and Appointment of Rao Lakkakula to the Compensation Committee

Mike Miilinkovich introduced a discussion regarding the nomination to the Compensation Committee, he explained that currently, the Compensation Committee members are Wolfgang Gehring, Matthias Sohn, and Stephen Walli suggested that Rao Lakkakula be appointed to the Compensation Committee as his replacement. As per the Bylaws, a current Director is required

to nominate Rao to the Committee. Ed Merks nominated Rao Lakkalula to the Compensation Committee.

With all Board members present or validly represented at the meeting voting in favour, the Board unanimously passed the following resolution.

> RESOLVED, Wolfgang Gehring, Rao Lakkakula and Matthias Sohn are appointed to the Eclipse Foundation Board's Compensation Committee.

3.2 Approval to revoke the Standards and Specifications Policy

Mike Milinkovich introduced a discussion regarding the Standards and Specifications Policy, materials attached as *Appendix 3.2*.

With all Board members present or validly represented at the meeting voting in favour, the Board unanimously passed the following resolution:

> RESOLVED, the Board revokes the Eclipse Foundation's 2013 resolution regarding the Standards and Specifications Policy.

3.3 Approval to revoke the Guidelines for the Review of Third Party Dependencies

Mike Milinkovich introduced a discussion regarding the Guidelines for the Review of Third Party Dependencies, materials attached as *Appendix 3.3*.

With all Board members present or validly represented at the meeting voting in favour, the Board unanimously passed the following resolution:

> RESOLVED, the Board revokes the Eclipse Foundation's Guidelines for the Review of Third Party Dependencies.

3.4 Go-Ahead OCX'27

Thabang Mashalogu presented an update on the preparations of OCX'26 and plans for OCX'27.

Board members expressed that the venue and format at OCX'24 were very well received, and it was noted that the proposed venue for OCX'27 would be very suitable. It was highlighted that it is imperative to clearly communicate who the audience for OCX events is, and target the same with the respective event promotions and communications.

With all Board members present or validly represented at the meeting voting in favour, the Board unanimously passed the following resolution:

> RESOLVED, the Board approves the go-ahead of the planning of OCX'27 as presented.

4.1 Follow-up Discussion on Feedback on Committers experience at the project level

Mike Milinkovich introduced a discussion regarding the Committers experience feedback as a follow-up to last meetings' presentation by the Committer member board representatives.

Following an initial discussion, it was established that a Board working group will convene over the next few weeks.

5.1 Update on OpenHW Group amalgamation

An update will be provided via email to the Eclipse Board mailing list.

The meeting was adjourned at 16:34 CET.

Action Items: n/a

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This being a true and accurate record of the proceedings of this Meeting of the Board of Directors held on 18 February 2026, is attested to and signed by me below.

/s/ Gaël Blondelle
Secretary of Meeting