

Eclipse Foundation AISBL
International not-for-profit association
Rond-Point Robert Schuman, 11
1040, Brussels
VAT BE 0760.624.114
RLE Brussels (French-speaking Enterprise Court)
(the “Association”)

MINUTES OF THE MEETING OF
THE ANNUAL GENERAL ASSEMBLY OF
8 APRIL 2025

The general assembly of the Association (the "General Assembly") held its annual meeting at the Spaces Omniturm, 1st floor, Grosse Gallusstrasse 16-18, 60312, Frankfurt am Main, Germany, and via Zoom on 08 April 2025. Mike Milinkovich, Executive Director of the Association, started the meeting at 15:03 CEST.

Attendance

Voting Members present or validly represented:

- Andrey Loskutov, Advantest Europe GmbH
- Patrick Hebant, Amadeus S.A.S.
- MuYing MuYing, Ant Blockchain Technology (Shanghai) Co., Ltd
- Michael Poehnl, Apex.AI, Inc
- Andrew Wafaa, ARM Limited
- Carlo Piana, Array
- Vincent Mayers, Atlanta Java Users Group, Inc
- Felix Gerbig, BMW Group
- Samir Kamerkar, Canonical Group Limited
- Dr.-Ing. Michael Herz, CARIAD SE
- Sébastien Gérard, CEA LIST
- Chris Houghton, Cirrus Link Solutions , LLC
- Jb Piacentino, Clever Cloud SAS
- Robert Hilbrich, co4e GmbH
- John Ellis, Codethink Ltd.
- Lars Geyer-Blaumeiser, Cofinity-X GmbH
- Michael Niklas-Höret, Continental Automotive Technologies GmbH
- Carlton Bale, Cummins Inc
- Mark Hoffmann, Data In Motion Consulting GmbH
- Cornelius Schumacher, DB Systel GmbH
- Robert Hilbrich, Deutsches Zentrum fuer Luft- und Raumfahrt e.V. (DLR)
- Sebastian Schuberth, Double Open
- Jonas Helming, EclipseSource
- Dirk Diekhoff, Elektrobit Automotive GmbH
- Matthew Khouzam, Ericsson
- James Eggleston, European Space Agency
- Tom Ritter, Fraunhofer-Gesellschaft
- Jan Andersson, Frontgrade Gaisler
- Kenji Kazumura, Fujitsu Limited
- Alberto Curatolo, Gaia-x European Association for Data and Cloud.
- Christian Hirschen, GEA Group AG
- Bryan Che, Huawei Technologies Co., LTD.
- Ian Robinson, IBM
- Jan Westerkamp, iJUG Interessenverbund der Java-User Groups e V
- Kevin Herron, Inductive Automation

- Hans-Dirk Walter, Karakun AG
- Levent Gurgen, Kentyou
- Tim Ward, Kentyou
- Philip Wenig, Lablicate GmbH
- Robert A. Booth, Linaro Limited
- Wolfgang Zeller, logi.cals GmbH
- Martijn Verburg, London Jamocha Community
- Wolfgang Gehring, Mercedes-Benz Tech Innovation GmbH
- Thierry Fraudet, Michelin
- Stephen Walli, Microsoft Corp.
- Mohamad CHEHAD, MU Electronics
- Fran Alija, N3uron Connectivity Systems
- Luca Miotto, NOI Techpark
- Cedric Brun, OBEO
- Hendrik Ebberts, Open Elements GmbH
- Sarah White, OpenDevise Inc
- Benson Hougland, Opto 22
- Jim Wright, Oracle
- Hans-Jörg Kremer, Peak Solution GmbH
- Massimiliano Giacometti, PlanV GmbH
- Lori Reel, Posit Software, PBC
- N. Alpay Karagoz, Proven Technologies GmbH
- Bill Lamie, PX5
- Walid Nour, Qorix GmbH
- Douglas Knisley, Qualcomm Innovation Center
- Eliane Fourgeau, Quantyss
- Tim deBoer, Red Hat, Inc.
- Mark Goodchild, Renesas Electronics Corporation
- Pascal Rey, Reycom AG, a Swiss corporation
- Harald Mackamul, Robert Bosch GmbH
- Matthias Sohn, SAP SE
- Julian Coccia, SCANOSS
- Sebastian Kaebisch, Siemens AG
- Lieven Lemiengre, Sigasi
- Magdalena Retman-Rakoczy, Software Mansion SA
- Brian Fox, Sonatype Inc.
- Matthias Feurer, SOTEC GmbH+Co KG
- Katharina Dengler, Stadt Jena
- Antonio Kung, Trialog
- Bernhard Leiner, TTTech Auto AG
- Miro Spönemann, TypeFox GmbH
- Johannes Matheis, Vector Informatik GmbH

Non-members present or validly represented:

- Mike Milinkovich, Executive Director, Eclipse Foundation AISBL
- Paul White, Secretary/Treasurer, Eclipse Foundation AISBL
- Gaël Blondelle, Chief Membership Officer, Eclipse Foundation AISBL
- Gesine Freund, Corporate Executive Assistant, Eclipse Foundation
- Zahra Fazli, Membership Coordination Lead, Eclipse Foundation

Agenda

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 2025 budget as submitted by the Board
5. Approval of special proxy enabling legal counsel to publish notices to Belgian Gazette

Preliminary Statement

Paul White established from the attendance list of members present or duly represented that quorum was reached so that the General Assembly could validly decide on all the items of the agenda, of which the members of the Association expressly and unanimously declared having been duly informed beforehand.

GENERAL BUSINESS

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

RESOLUTIONS

After having discussed the items on the agenda as set out above, the General Assembly unanimously:

1. Executive Director's Welcome

ACKNOWLEDGED that Mike Milinkovich welcomed the Members. Mike informed the Members, and all agreed, that Zoom's voting mechanism would be used for voting purposes on the matters before the Assembly. For each vote, the Members would be given the option to: a) vote in favour, b) vote against, and c) to abstain.

ACKNOWLEDGED that no technical problems and incidents that could have prevented or disrupted electronic participation in the meeting or voting were reported.

2. Appointment of the directors of the Board

ACKNOWLEDGED that the slate of candidates for appointment by the General Assembly as Board members is as follows:

STRATEGIC MEMBER REPRESENTATIVES (DIRECTORS)

- Tim deBoer, Red Hat, Inc.
- Bryan Che, Huawei Technologies Co., LTD.
- James Eggleston, European Space Agency (ESA)
- John Ellis, Codethink Ltd
- Wolfgang Gehring, Mercedes-Benz Tech Innovation GmbH
- Sébastien Gérard, CEA List
- Robert Hilbrich, Deutsches Zentrum für Luft- und Raumfahrt e.V. (DLR)
- Etienne Juliot, OBEO
- Kenji Kazumura, Fujitsu Limited
- Andreas Nauerz, Robert Bosch GmbH
- Tom Ritter, Fraunhofer-Gesellschaft
- Matthias Sohn, SAP SE
- Stephen Walli, Microsoft Corp.
- Jim (James) Wright, Oracle

ELECTED CONTRIBUTING MEMBER REPRESENTATIVES (DIRECTORS)

- Angelo Corsaro, Zetta Scale Technology
- Hendrik Ebberts, Open Elements GmbH
- Johannes Matheis, Vector Informatik GmbH

ELECTED COMMITTEE MEMBER REPRESENTATIVES (DIRECTORS)

- Matthew Khouzam
- Shelley Lambert
- Ed (Eduardus) Merks

RESOLVED, to appoint the directors of the Board of the Association among the candidates nominated by the Strategic Members, Contributing Members and Committee Members as presented;

FURTHER RESOLVED, to appoint the directors of the Board for a term of office of one (1) year until the annual general assembly meeting of 2026; and

FURTHER RESOLVED, that the mandate of the directors will not be remunerated.

3. Acknowledgement of appointment of Observer to the Board

ACKNOWLEDGED, that in accordance with Article 23.2, e), (ii) of the Bylaws, to the extent an Affiliate Group consisting of Strategic Members is represented by a Strategic Director that is an employee, officer, director, or consultant of one of those Members, each other Strategic Member in that Affiliate Group shall be entitled to appoint an observer to the Board. Further provisions regarding the observer status to the Board are detailed in clause 4.1 of the Internal Rules.

ACKNOWLEDGED, that Ian Robinson was appointed by IBM as Observer of the Board and will act in such quality in accordance with Article 23.2, e), (ii) of the Bylaws and clause 4.1 of the Internal Rules until the annual general assembly meeting of 2026.

RESOLVED, that the mandate of the Observer will not be remunerated.

4. Approval of the 2025 budget as submitted by the Board

RESOLVED, to approve the 2025 Eclipse Foundation AISBL budget as presented.

Eclipse Foundation AISBL 2025 Budget

Eclipse Foundation AISBL	2025 Budget
Total Revenues	€ 14.7M
Operating Expenses	€ 15.0M
Net Income	€(0.3M)

all figures are in Millions of Euro

5. Approval of special proxy enabling legal counsel to publish notices to appropriate Belgian publications

RESOLVED to grant power to Ruth Wirtz, Laurent De Pauw, and Karen Calvo Vleugels, attorneys-at-law with office at Bastion Tower, Marsveldplein 5, 1050 Brussels, or any other attorney-at-law from the firm Osborne Clarke, with office at the same address, each acting alone and with power to substitute, to act on behalf of the Eclipse Foundation AISBL in order to comply with the legal requirements resulting from these minutes, and in particular the publication of an extract of these minutes in the Annexes to the Belgian State Gazette and the updating of the Eclipse Foundation AISBL registration information at the register of legal persons of the Belgian Crossroads Bank of Enterprises. The proxies are authorised to sign every document, form, register, notification or letter and to take every necessary step towards the Enterprise Court, the one-stop business shops and the Belgian Crossroads Bank of Enterprises and more generally, to undertake any action necessary following these minutes.

There being no further items on the agenda, the meeting was closed at 15:36 CEST.

Executed in one (1) original counterpart,

/s/ Paul White

Secretary of Meeting

Annex 1 : Annual General Assembly of the Association 8 April 2025 Final Agenda and Resolutions
(2025.04.08 Final Agenda and Resolutions - Eclipse Foundation AISBL AGA.pdf)