

ECLIPSE.ORG FOUNDATION, INC.

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

(DECEMBER 15, 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	Deborah Bryant	Eclipse Foundation AISBL Representative
Y	Ed Merks	Elected Committer Representative
N	Farah Papaioannou	Elected Contributing Representative
Y	Donald Smith	Eclipse Foundation AISBL Representative
Y	Kenji Kazumura	Eclipse Foundation AISBL Representative
Y	Matthias Sohn	Eclipse Foundation AISBL Representative
N	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.

GENERAL BUSINESS

Minutes

Mike Milinkovich introduced a discussion of the minutes of the November 17, 2021 Board Meeting, attached as Appendix A. The Board unanimously passed the following resolution:

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

Executive Director Review

At the October 20-21, 2021 Board meeting, Chris Aniszczyk and Pradeep Balachandran led a Board discussion of the Executive Director's annual review, and subsequently distributed a draft version of the review to the Board. Paul White read into the minutes that, with all who voted voting in favor, the Board passed the following resolution by electronic vote:

RESOLVED, the Board approves the Executive Director's annual review circulated to the Board via an Electronic Vote on November 8, 2021.

Re-appointment of Officers

The Board unanimously passed the following resolutions:

RESOLVED, Mike Milinkovich is re-appointed as Executive Director of the Eclipse Foundation.

RESOLVED, Paul White is re-appointed as Secretary and Treasurer of the Eclipse Foundation.

Appointment of Deborah Bryant to Finance Committee

Mike Milinkovich informed the Board that Pradeep Balachandran has resigned from the Finance Committee. Mike thanked Pradeep for his many years of service to FinCom. The Board unanimously passed the following resolution:

RESOLVED, Deborah Bryant is appointed to the Board's Finance Committee.

Distribution by Eclipse Kiso-testing of python-can

Mike Milinkovich introduced a discussion of enabling the Eclipse Kiso-testing project to distribute the python-can package, which is distributed under the LGPL 3.0 (SPDX: LGPL-3.0-or-later), the related materials for which are attached as Appendix B. With all Board members present or validly represented at the meeting voting in favor, the Board unanimously passed the following resolution:

RESOLVED, that the Board approves the distribution by the Eclipse Kiso-testing project of the python-can library under the LGPL-3.0.

2022 Eclipse Group budget

Paul White provided an overview of the 2022 Budget for the Eclipse Group. Paul explained the Finance Committee had approved the Eclipse Group budget at their December 6, 2021 meeting. The Board unanimously passed the following resolution:

RESOLVED, the Board approves the 2022 Annual Eclipse Group budget as presented.

Paul explained a specific budget for the Corporation would be presented to the Board in early 2022 for Board approval, and it will be based on the Eclipse Group budget.

Paul informed the Board that the Finance Committee approved the 2022 Program Plan at their December 6, 2021 meeting. Paul also explained that all working groups had approved their respective 2022 budgets.

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 December 15, 2021, is attested to and signed by me below.

/s/ Paul White
Secretary of Meeting